



CMBC Constitution and Bylaws

CALVARY MONUMENT BIBLE CHURCH
CHRIST / MISSION / BIBLE / COMMUNITY

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CALVARY MONUMENT BIBLE CHURCH CONSTITUTION

Approved May 23, 2010

Article I **NAME**

The name of the Church shall be Calvary Monument Bible Church.

Article II **PURPOSE**

The Church will glorify Christ by engaging in such acts as it deems necessary to promote public and private worship; to encourage Christian fellowship; to preach and teach the Word of God; to administer the ordinances of Baptism and the Lord's Supper; to engage in personal and public evangelism; to support missionary endeavors at home and abroad; to otherwise promote and develop any other type of religious, educational or charitable work. Furthermore, this Church shall have unlimited powers to engage in and do any lawful act concerning any and all lawful activity for which non-profit corporations may be incorporated.

Article III **OFFICES**

The principal office and location of the Church will be located at 1660 Mine Road, Paradise, Pennsylvania. The Church may also have offices and locations at such other places as the Board of Elders may from time to time appoint or the activities of the Church may require.

Article IV

DOCTRINAL STATEMENT

1. The Holy Scriptures

We believe the Holy Scriptures of the Old and New Testaments to be the verbally inspired Word of God, the complete and final authority for faith and life, inerrant in the original writings, infallible and God breathed (Matthew 5:18; John 16:12-13; 2 Timothy 3:16-17; 2 Peter 1:20-21, 19). We believe the Scriptures are to be interpreted in their natural, grammatical, cultural, historical, and literal sense, revealing divinely determined dispensations or rules of life which define man's responsibilities in successive ages. These are not ways of salvation, but rather means by which God directs man according to his purpose (John 1:17; 1 Corinthians 9:17; 2 Corinthians 3:9-18; Galatians 3:13-25; Ephesians 1:10; Ephesians 3:2-10; Colossians 1:24-25; Hebrews 7:19; Revelation 20:2-6).

2. The Godhead

We believe in one Triune God, Creator of all things, eternally existing in three persons—Father, Son, and Holy Spirit—equal in being, nature, power and glory, and having the same infinite attributes and perfections such as eternity, omnipresence, omniscience, and omnipotence (Deuteronomy 6:4; Isaiah 46:9, 10; 2 Corinthians 13:14; Hebrews 13:8).

3. The Person and Work of Christ

a. We believe the Lord Jesus Christ, the eternal Son of God, became man, without ceasing to be God, having been conceived by the Holy Spirit and born of the Virgin Mary, in order that he might reveal God and redeem sinful people (John 1:1-2, 14; Luke 1:35; John 14:9; 1 Peter 1:18, 19).

b. We believe the Lord Jesus Christ died on the cross for all mankind as a representative, substitutionary sacrifice. This atoning sacrifice is sufficient to redeem and justify all who trust in him. Christ's literal, physical resurrection from the dead assures that his

sacrifice is sufficient (Romans 3:24-25; Romans 4:25; Ephesians 1:7; 1 Timothy 4:10; Hebrews 2:9; 1 Peter 1:3-5; 1 Peter 2:24 and 2 Peter 2:1).

c. We believe the Lord Jesus Christ ascended to heaven, and is now exalted at the right hand of God, where, as our high priest, he fulfills the ministry of intercessor, and advocate (Acts 1:9-10; Romans 8:34; 1 Timothy 2:5; Hebrews 9:24; Hebrews 7:25; 1 John 2:1-2).

4. The Person and Work of the Holy Spirit

a. We believe the Holy Spirit convicts the world of sin, of righteousness, and of judgment; he is the supernatural agent in regeneration, baptizing all believers into the body of Christ, indwelling and sealing them unto the day of redemption (John 16:8-11; Romans 8:9; 1 Corinthians 12:12-14; 2 Corinthians 3:6; Ephesians 1:13-14).

b. We believe he is the divine teacher who guides believers into all truth, and that it is the privilege and duty of all the saved to be filled with the Spirit (John 16:13; Ephesians 5:18; 1 John 2:20, 27).

5. The Total Depravity of Man

We believe man was created in the image and likeness of God, but that in Adam's sin the race fell, inherited a sinful nature, and became alienated from God, and of himself, is utterly unable to remedy his lost condition (Genesis 1:26-27; Romans 3:22-23; Romans 5:12; Ephesians 2:1-3, 12).

6. Salvation

We believe salvation is the gift of God brought to man by grace and received by genuine faith in the Lord Jesus Christ, whose precious blood was shed on Calvary for the forgiveness of our sins (John 1:12; Ephesians 1:7; Ephesians 2:8-10; 1 Peter 1:18-19).

7. The Eternal Security and Assurance of Believers

a. We believe that once saved, we are kept by God's power and are thus secure in Christ forever (John 6:37-40; John 10:27-30; Romans 8:1, 38-39; 1 Corinthians 1:4-8; 1 Peter 1:5).

b. We believe in the assurance of one's salvation and that this assurance should not encourage the use of Christian liberty to indulge the sinful nature (Romans 13:13-14; Galatians 5:13; Titus 2:11-15).

8. The Two Natures of the Believer

We believe every saved person possesses two natures, with provision made for victory of the new nature over the old nature through the power of the indwelling Holy Spirit; all claims to the eradication of the old nature in this life are unscriptural. We believe all the saved should live in such a manner as not to bring reproach upon their Savior and Lord (Romans 6:13; Romans 8:12-13; Romans 12:1-2; Galatians 5:16-25; Ephesians 4:22-24; Colossians 3:10; 1 Peter 1:14-16; 1 John 3:5-9).

9. Missions

We believe it is the obligation of the saved to witness by life and word to the truths of Holy Scripture and to proclaim the gospel to all mankind (Matthew 28:19-20; Acts 1:8; 2 Corinthians 5:19-20).

10. The Ministry and Spiritual Gifts

a. We believe God is sovereign in the bestowment of all his gifts; and that the gifts of evangelists, pastors, and teachers are sufficient for the perfecting of the saints today. As the New Testament Scriptures were completed and their authority established, sign gifts ceased to carry scriptural authority and are not normative for today and are subject to all the guidelines established in Scripture (1 Corinthians 12:4-11; 2 Corinthians 12:12; Ephesians 4:7-12).

b. We believe God does hear and answer the prayer of faith, in accord with his own will, for the sick and afflicted (John 15:7; James 5:13-14; 1 John 5:14-15).

11. The Church

a. We believe the church, which is the body and bride of Christ, is a spiritual organism made up of all born-again persons of this present age (Ephesians 1:22-23; Ephesians 5:25-27; 1 Corinthians 12:12-14; 2 Corinthians 11:2). We believe the church is distinct from national Israel, with whom God has made irrevocable covenants (Genesis 15; 17:7, 8; Romans 11; Hebrews 6:13-18).

b. We believe that the church was established at Pentecost and continues as local churches. This is clearly taught and defined in the New Testament Scriptures (Acts 2:1, 40-47; Acts 14:27; Acts 20:17, 28-32; 1 Timothy 3:1-13; Titus 1:5-9).

c. We believe in the ordinances of believer's baptism by immersion and the Lord's Supper as scriptural means of testimony for the church age (Matthew 28:19-20; Acts 2:41-42; Acts 18:8; 1 Corinthians 11:23-26).

12. The Nature of Satan

We believe Satan is a created angelic being who rebelled against God and therefore sinned; he is the open and declared enemy of God and mankind; and he shall be eternally punished in the Lake of Fire (Job 1:6-7; Isaiah 14:12-17; Matthew 4:1-11; Matthew 25:41; Revelation 20:10).

13. The Second Advent of Christ

We believe in the "Blessed Hope," the personal and imminent coming of our Lord in the air for his saints, initiating a seven-year period of tribulation, followed by the return of Christ with his saints to the earth to establish his millennial kingdom (Titus 2:11-14; 1 Thessalonians 1:10; 1 Thessalonians 4:13-18; 1 Thessalonians 5:9; Revelation 3:10; Daniel 9:27; Revelation 19:11-21; Zechariah 14:4-11; Revelation 20:1-6).

14. The Eternal State

a. We believe in the bodily resurrection of all people: the saved to eternal life and the unsaved to judgment and everlasting punishment (Matthew 25:46; John 5:28-29; John 11:25-26; Revelation 20:5-6, 12-13).

b. We believe that the souls of the redeemed are, at death, absent from the body and present with the Lord, where in conscious bliss they await the first resurrection, when spirit, soul and body are reunited to be glorified forever with the Lord (Luke 23:43; 2 Corinthians 5:8; Philippians 1:23; Philippians 3:21; 1 Thessalonians 4:16-17; Revelation 20:4-6).

c. We believe that the souls of unbelievers remain, after death, in conscious misery until the second resurrection, when with soul and body reunited they shall appear at the Great White Throne Judgment, and shall be cast into the Lake of Fire, not to be annihilated, but to suffer everlasting, conscious punishment and separation from God (Matthew 25:41-46; Luke 16:19-26; Mark 9:43-48; 2 Thessalonians 1:7-10; Jude 1:6-7; Revelation 20:11-15).

Article V MEMBERSHIP

Membership of this Church shall be composed of those individuals who profess a genuine born again experience through saving faith in the Lord Jesus Christ, who have committed themselves to abide by this Constitution, the Doctrinal Statement, and the Bylaws, and who are accepted into membership by the Church as provided in the Bylaws.

A member of this Church may resign or terminate his or her membership at any time. The resignation needs to be in writing, signed, and delivered to the Board of Elders. A member shall understand however, that for Scriptural reasons, disciplinary proceedings may be continued as to a member notwithstanding a member's resignation or termination of membership.

Church membership may be revoked or suspended as provided for in the Bylaws.

Article VI

CHURCH FINANCES

This Church shall be supported by the voluntary offerings of its members, regular attenders, and guests; no fundraisers will be done to supplement the Church's regular income. The Church will follow the principles of Christian giving as stated in the Scriptures, specifically 1 Corinthians 16:2 and 2 Corinthians 9:7.

No part of the net earnings of the Church shall financially benefit, or be distributable to its members, officers, or other private persons, except that the Church shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Constitution and/or the Bylaws.

Article VII

CHURCH GOVERNMENT

The government of this Church is vested in its membership and is facilitated through its Board of Elders. The Board of Elders will fulfill the function of a Board of Directors as described in Pennsylvania's Nonprofit Corporation Law of 1988.

The Board of Elders will be the executive of the congregation in its dealings with pastors, employees, affiliated organizations, branch works and any outside denominations and organizations.

The Board of Elders will have supervision over the business transactions and general work of the Church, its organizations, and branch works.

The Board of Elders will have the management and control of all property belonging to the Church. It will not encumber with loan; nor transfer, sell, or purchase any real estate for the Church except by express authorization conveyed through a two-thirds majority vote of the membership at a business meeting called as outlined in the Bylaws.

The Board of Elders will carry out its duties as outlined in this Constitution and will perform such other duties as prescribed in the Church's Bylaws.

The minimum number of Elders will be prescribed by the Bylaws; otherwise, the exact number of Elders will be prescribed by the Board of Elders as it will designate from time to time.

All elders, pastors, officers, directors, and teachers of the Church and its affiliated organizations will serve in their respective positions until their service is terminated by fulfillment of time of office, by resignation, or by request of the Board of Elders. If at any time the personal belief, conduct, or teaching of the above mentioned is found not to be in accord with the Church's biblical standards and teaching, the Church's Doctrinal Statement, Constitution, or Bylaws, they will have opportunity to appear before the Board of Elders in a closed meeting to state their reasons. The Board of Elders will then decide what action will be taken.

An Elder, including the Pastors, will not be personally liable for monetary damages as such for any action taken, or any failure to take any action, unless the Elder or Pastor has breached or failed to perform the duties of his position, and the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness. The provision of this section will not apply to the responsibility or liability of an Elder or Pastor pursuant to any criminal statute; or the liability of an Elder or Pastor for the payment of taxes pursuant to local, State or Federal Law.

Other provisions for the conduct and regulation of the affairs of the Church shall be further prescribed in the Bylaws of the Corporation.

Article VIII

CHURCH POSITIONS AND TEACHINGS

1. Human Sexuality. We believe that sexual intimacy is a gift of God that is only to be expressed between one man and one woman (as genetically defined) within the love and bonds of marriage (Genesis 2:24-25; Matthew 19:4-6; 1 Corinthians 7:3-5; Hebrews 13:4). Therefore, we believe that any other form of sexual activity, including self-gratification and the use of pornography, is both immoral and a distortion of God's gift (Leviticus 18:1-30; Proverbs 6:32; Romans 1:26-27; 1 Corinthians 6:18; 1 Thessalonians 4:3-8).

2. Marriage and Divorce. Calvary Monument Bible Church seeks to support marriages and does not want to encourage divorce. We realize, however, that divorces happen, and we seek to encourage healing in individuals who are divorced; to restore them to spiritual wholeness; and to see them use their spiritual gifts. CMBC believes that:

God intends that a man and woman be united together in marriage for life (Genesis 2:18-25; Matthew 19:4-6). Those who are married should not seek to divorce to dissolve a marriage (Malachi 2:14-16; Mark 10:9; 1 Corinthians 7:10-11). Those who are divorced should seek to be reconciled to their mate if possible (1 Corinthians 7:10-11).

Divorce is a departure from God's intention for marriage and may in some cases reflect sinful practices (Matthew 19:9; Mark 10:11-12; Romans 7:2-3; 1 Corinthians 7:11, 39).

Those who confess their sin are assured that the blood of Jesus Christ cleanses them from all sin (1 John 1:9). However, confessed sin may still bear consequences even though the sin is forgiven (2 Samuel 12:13-14).

Because we are to relate to one another in love (Romans 13:8-10), we seek the spiritual well being of those who are divorced, and we seek to restore them to the joy of their salvation (Psalm 51:10, 12; Galatians 6:1).

Divorced members of the Body of Christ are encouraged to use their spiritual gifts. This requires that they be spiritually qualified, dealing with any known sin. They should be sure that they have dealt with any personal bitterness (Ephesians 4:30-31); have asked for the Lord's forgiveness for anything they may have contributed to the divorce; and, as much as they are able, they are at peace with their former mate (Romans 12:17-21). They should uphold the Bible's teachings about marriage and not encourage divorce even though they themselves have been involved in a divorce. They should also seek to live Christian lives that are in keeping with biblical commands and support this local Church's Constitution.

The only service restriction would be that of serving as an Elder (1 Timothy 3:2-7). There may also be ministry areas where it would not be expedient to serve. This would be determined by the Elders or the team that oversees that ministry.

3. Addictive Behavior and Substance Abuse. We want to live Spirit-controlled lives to glorify God, with minds and bodies alert, responsive, and ready to follow and obey Jesus. Therefore we will not allow ourselves to be mastered by anything but the Lord (1 Corinthians 6:12; Galatians 5:16-25; Ephesians 5:18). We believe that succumbing to addictive behaviors is a self-centered pursuit that focuses on immediate gratification. We endeavor to abstain from all drugs, food, drink, and practices which bring unwarranted harm to the body or jeopardize our own or another's faith (1 Corinthians 8:6-13; 10:22-23).

Other Church positions and teachings not addressed in the Constitution or Bylaws will be found in printed Church documents. These statements will originate from the Board of Elders. Each such statement will be presented to the members four weeks before becoming official to allow for member comments.

Article IX

ARTICLES OF DISSOLUTION

The dissolution or termination of Calvary Monument Bible Church will be authorized if it is approved by the Board of Elders and by the majority of the members' votes cast at a duly called congregational meeting as outlined in the Bylaws.

In the event of termination or dissolution of Calvary Monument Bible Church, the remaining assets of the Church, after all creditors have been paid, will be distributed evenly to Lancaster Bible College and Graduate School, Lancaster, Pennsylvania, and to Philadelphia Biblical University, Philadelphia, Pennsylvania, and if both are defunct, then to such organization or organizations organized and operated exclusively for Christian religious purposes as shall at that time qualify as an exempt organization pursuant to section 501(c)(3) of the Internal Revenue Code or any subsequently adopted section replacing the same.

In case of division, the property of this Church shall belong to the body of members who adhere to the Bible, and to this Constitution and to the Bylaws. If there is disagreement or conflict between these three documents, the order of precedent will be a) the Bible b) the Constitution and c) the Bylaws. If agreement cannot be reached a neutral third party will arbitrate. The neutral third party will be selected from Lancaster Bible College or from references that the college supplies.

Article X

AMENDMENTS

Proposed amendments to this Constitution must be submitted to the members in writing at least four weeks prior to a congregational meeting which includes in the notice of its call the consideration of the proposed amendments. In addition, a copy of the proposed amendments shall be posted in a visible and accessible area of the Church building and made available during the four weeks prior to the congregational meeting. The date of the congregational meeting must also be announced to the congregation for at least four successive weeks prior to the meeting as part of or immediately following the Sunday morning worship service. The proposed amendments must be acted upon in the form submitted, without changes except for correction of typographical errors, grammar or punctuation. An affirmative vote of two-thirds of the members present and voting shall be necessary for adoption of the amendments.

CALVARY MONUMENT BIBLE CHURCH BYLAWS

Approved May 23, 2010

Article I

PURPOSE STATEMENT

The purpose of these Bylaws is to address the administrative aspects of Calvary Monument Bible Church's (CMBC) government. They are to be used when the Holy Scriptures are silent on a particular issue of church government, or when the Scriptures allow for differences of administration. Should these Bylaws, or any part of these Bylaws, be found by the Board of Elders at any time to contradict the sound and effective interpretation of the Scriptures, or are found to contradict the Constitution, including the Doctrinal Statement (Article IV), that particular element of the Bylaws would then be void until changed for the sake of sound teaching of the Scriptures or alignment with the Constitution.

Article II

CHURCH COVENANT

Having been born again by the grace of God through faith in the Lord Jesus Christ, and having confessed our faith before others, we do in the presence of God and this Church enter into covenant with one another as one body in Christ.

We will endeavor to walk in the Spirit manifesting Christ-like love; rejoicing with each other and bearing each other's burdens and sorrows; exercising care for each other and admonishing and encouraging one another; and praying for one another.

We will endeavor to make disciples of Jesus Christ; to participate in public worship and the ordinances; to support the Church's doctrines and disciplines; to contribute to the support of this ministry with our time, money and talents, including caring for the poor

and spreading the Gospel in keeping with Scripture.

We will seek the salvation of our family, friends, and those whom the Lord brings into our sphere of influence. We will endeavor to be an example of Christ to those under our care, nurturing and encouraging them to be fully developed followers of Christ. We will remember that we have been called to live a new and holy life, putting off those things that displease and dishonor God, and putting on that which honors God and promotes personal holiness (Romans 12:2; Ephesians 4:22-24).

We will, when we move from this place, as soon as possible unite with another Bible-believing church where we can carry out the spirit of this covenant and the principles of God's Word.

Article III MEMBERSHIP

Section 1: Definition of Membership and Membership Process

1. Member Definition. Membership in this Church shall be composed of those individuals who profess a born-again experience through saving faith in the Lord Jesus Christ; who give assurance of their desire to grow in their Christian life; who attend regularly; who accept the Doctrinal Statement; and who willingly agree to support the Constitution and Bylaws of Calvary Monument Bible Church and are accepted into membership by vote of the Board of Elders.

2. Associate Member Definition. Associate membership is for those who desire to fellowship with us while retaining regular membership in another church. Associate members are not eligible to vote or hold elective office. Associate members in this Church shall be composed of those individuals who profess a born-again experience through saving faith in the Lord Jesus Christ; who give assurance of their desire to grow in their Christian life; who accept the Doctrinal Statement; and who willingly agree to support the Constitution and Bylaws of Calvary Monument Bible Church.

3. Membership Process. The individual who desires to become a member or associate member will give testimony of their faith in the Lord Jesus Christ to members of the Board of Elders. At least two individuals, Elders or Pastors, must be present at this testimony. At a Board of Elders Meeting, regular or special, a motion will be made to accept or decline those interviewed for membership. A two-thirds affirmative vote will carry.

4. Membership File. All names of those who are current and active members of Calvary Monument Bible Church will be kept in a membership file. This official record will be used to determine quorum numbers needed for congregational meetings of the members; to determine who is eligible to vote at said meetings; and who is eligible for office or Church positions requiring membership.

Section 2: Termination of Membership or Expulsion

One's membership or associate membership can end for any of the following reasons: death, resignation, active involvement with another church, inactivity, or church discipline.

1. Death. A deceased member's name will be removed from the membership list of the Church upon confirmation of the death by at least two Pastors or Elders.

2. Resignation. A member may resign at any time, except while the subject of a Church disciplinary proceeding per Article V, Section II of the Constitution. The member may give notice by writing to the Board of Elders of their intention to resign. The resignation will become effective on the date the notice is reviewed at a Board of Elders meeting. By accepting membership with the church, a member acknowledges that for scriptural reasons, disciplinary proceedings may need to be continued notwithstanding a member's resignation or termination of membership.

3. Active Involvement with Another Church. A member may be terminated if it is known that they are now actively involved with another church fellowship and they are not associate members of

CMBC. This information must be confirmed either by receiving a transfer-of-membership notice sent by the other church, or by the confirmed knowledge of two Elders or Pastors. A written notice will be sent informing the individual that their membership has been terminated.

4. Inactivity. A member may be terminated due to inactivity. If six months have lapsed since a member last attended a Church worship service, a written notice from the Board of Elders will be sent to determine whether they wish to keep their membership. Unless a valid explanation is received within thirty days, the name will be brought before the Board of Elders for consideration of termination. An exception to the six-month time lapse will be made for those known to be shut-ins.

5. Church Discipline. The purpose of Church discipline is to glorify God by (1) maintaining unity, peace, and purity in the Church (1 Corinthians 5:6; Ephesians 4:3; 2 Timothy 4:2,3); (2) protecting believers by deterring sin (1 Timothy 5:20); (3) guarding the testimony of the Church (1 Corinthians 5:11-13); and (4) restoring the offending member to fellowship with the Lord and his Church (2 Corinthians 2:7-10; Galatians 6:1). Church Discipline will be administered by the Elders of the Church following agreed-upon policies and procedures.

If a member is going through Church discipline and fails to appear before the Discipline Committee, and/or refuses to repent, seek forgiveness, and correct the situation, then the member will be notified in writing that their membership will be terminated, including the reasons for such expulsion.

6. Written Notice. At least fifteen days' prior written notice is necessary before expulsion or termination will take place. A member will have an opportunity to be heard regarding any proposed termination or expulsion. This can be done personally at a Board of Elders meeting, regular or special, or be done in writing. After this opportunity to hear from the individual, and after taking into consideration all of the relevant facts and circumstances regarding the proposed termination, a Board of Elders vote may be taken.

7. Board of Elders Vote. A two-thirds vote of the Board of Elders present and voting is necessary for termination of membership.

8. Challenging a Termination. Any proceeding challenging a termination, including a proceeding in which defective notice is alleged, must be done in writing within six months after the effective date of the expulsion or termination.

Article IV

MEETINGS OF MEMBERS & VOTING

1. A meeting quorum will consist of 25% of all eligible voting members of the Church. The only matters that may be voted upon at a meeting of members are those matters that were described in the meeting notice. Unless otherwise stated, a simple majority of valid votes cast will pass an issue. All meetings will be held at the principal place of worship of this Church, unless all members are otherwise notified in writing at least two weeks in advance.

2. In all Church business meetings, the Board Chairman or Vice Chairman, or their designee, will preside. In the absence of specific direction by the Board of Elders concerning the conduct of meetings, in the event of a dispute over procedural matters, "Rosenberg's Rules of Order" shall be used as parliamentary procedure.

3. An annual meeting will be held in the last quarter of the fiscal year, which runs concurrently with the calendar year, to vote and elect Elders. Two weeks' notice will be given before the meeting.

4. Special meetings may be called by the Board of Elders, or upon written request of 25% of the voting members. Unless stated otherwise in the Constitution or Church Bylaws, at least two weeks' notice must be given before any special meeting can be held.

5. Voting members will receive written notice at least two weeks in advance of the date of any meeting concerning the sale, purchase, removal, or building of any real property; other financial decisions mandated by established Church policy; or for the call or dismissal of a Pastor. Public announcements of the meeting will also

be made at a regularly scheduled worship service.

6. Only those who are members at the time of the Board of Elders' notice of the business meeting are eligible to vote at the meeting. The Board of Elders' notice is considered to be the first public announcement of the meeting at any regularly scheduled worship service, or the date of any announcements sent, whichever comes first.

7. Proxy voting is prohibited. Members must be present to vote. Exceptions may be made by the Board of Elders only if a Church-sanctioned event is happening away from the place of worship at the time of the meeting. In that circumstance, absentee ballots may be issued to those members attending the event. The absentee voting will be administered as prescribed by the Elders.

Article V

LEADERSHIP OF CALVARY MONUMENT BIBLE CHURCH

Section 1: Board of Elders Qualifications and Responsibilities

1. Number of Elders. The Board of Elders will consist of nine or more men, plus at least one Pastor of the Church. Any Pastors serving on the Board of Elders are non-voting members.

2. Qualified Nominee. A qualified nominee to the Board of Elders will be men 21 years of age or over, who have the spiritual maturity of those individuals outlined in 1 Timothy 3:1-7 and Titus 1:6-9. Nominees must be active members of the Church for at least one year prior to election. They will firmly believe the Word of God and will agree to follow and support the Constitution and Bylaws of this Church.

3. Terms of Service. An Elder will serve a three-year term, with the terms being staggered so that approximately a third of the Elders will be replaced each year. An exception to this is when an Elder is completing another Elder's term in office, filling the vacancy for up to one year. At the end of each Church year the men who have

served their terms of office on the Board of Elders shall not be eligible to be re-elected for a period of one year.

4. Responsibilities. An Elder's responsibilities include, but are not limited to, the following:

- Attend regularly and participate at Board of Elders meetings and provide leadership at designated committee meetings
- Prepare prior to Board of Elders meetings by preparing spiritually, completing assignments, and reading materials distributed prior to their meetings
- Work with the Pastoral Staff to oversee the Church ministries and functions
- Pray for the congregation and Church ministries. Promote the teaching of sound doctrine, the equipping of the saints, and proclaiming the gospel
- Provide oversight for the spiritual well being of the congregation and the staff

5. Regular Meetings. The regular meetings of the Board of Elders will be held at least bi-monthly at such times and places as it shall designate from time to time.

6. Calling Congregational Meetings. The Board of Elders will have authority to call congregational meetings for the purpose of recommending such actions as call for a vote of the congregation, and for the purpose of receiving advice or instruction from the congregation.

7. Member Suggestions. The Board of Elders will consider suggestions, recommendations, and concerns from Church members.

8. Voting Quorum. A quorum shall consist of two thirds of the voting members of the Board of Elders at a duly convened meeting. The quorum numbers do not include the Pastors.

9. Board of Elders Vote. Unless otherwise stated in the Constitution or Bylaws or by special rule adopted by the Board of Elders prior to the vote, a two-thirds majority vote of eligible members present at a duly convened Board of Elders meeting shall be required to pass a resolution or carry a motion.

10. Executive Committee Action. In an exigent circumstance re-

quiring immediate action a majority of the Board of Elders may act without complying with the notice requirements that otherwise apply for calling a meeting. If a majority of the Elders cannot be reached, the Executive Committee (Chairman, Vice Chairman and Secretary) will be empowered to act on behalf of the Board of Elders. The Executive Committee vote must be unanimous. Any emergency actions so taken shall be ratified and confirmed at the next duly convened meeting of the Board of Elders and reflected in the official minutes.

11. Meeting Participation. One or more persons may participate in a meeting of the Board of Elders by means of a conference call or similar communications equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section shall constitute presence in person at such meeting.

12. Emergencies. In the event of an emergency in which a quorum of the Board of Elders cannot readily be assembled because of some catastrophic event, those members of the Board of Elders able to meet, though less than a quorum, may adopt, amend or suspend Bylaws to be effective for the duration of the emergency. The emergency Bylaws are subject to amendment or repeal by the members of the Church at any regularly scheduled meeting without the prior notices otherwise required by these Bylaws. These Emergency Bylaws may provide special procedures necessary for managing the Church during the emergency, including, but not limited to:

- How to call a meeting of the Board of Elders
- Quorum requirements for the meeting
- Designation of additional or substitute Elders
- Relocation of the principal place of meeting
- Calling emergency congregational meetings and the quorum necessary to act

Notice of a meeting of the Board of Elders need be given only to those Elders it is practical to reach and may be given in any practical manner. The highest-ranking officer of the Board who is present will assume the role of Chairman. In the event that no officer is

present, the longest- serving member (including all previous years of service) will act as the Chairman.

All provisions of the regular Bylaws consistent with the emergency Bylaws remain effective during the emergency. The emergency Bylaws are not effective after the emergency ends.

13. Liability and Indemnification. An Elder, Pastor or other officer of the Church (each and all hereinafter referred to as "Official") shall not be personally liable for monetary damages as such official for any action taken, or any failure to take any action unless:

- i. the Official has breached or failed to perform the duties of his position in accordance with the standard of conduct contained in Section 5712 of the Nonprofit Corporation Law of 1988 and any amendments and successor acts thereto; and
- ii. the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness;

Provided, however, the foregoing provision shall not apply to (a) the responsibility or liability of an Official pursuant to any criminal statute or (b) the liability of an Official for the payment of taxes pursuant to local, state, or federal law.

a. Indemnification. The Church shall indemnify any Official or employee or other representative of the Church who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, (and whether or not by, or in the right of, the Church) by reason of the fact that such person is or was a representative of the Church, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred in connection with such action or proceeding if such person acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Church, and with respect to any criminal proceeding, had no reason to believe such conduct was illegal, provided, however, that no persons shall be entitled to indemnification pursuant to this Section in

any instance in which the action or failure to take action giving rise to the claim for indemnification is determined by a court to have constituted willful misconduct or recklessness; and provided, further, however, in instances of a claim by or in the right of the Church, indemnification shall not be made under this section in respect of any claim, issue, or matter as to which the person has been adjudged to be liable to the Church unless and only to the extent that the court of common pleas of the judicial district embracing the county in which the registered office of the Church is located or the court in which the action was brought determines upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses that the court of common pleas or other court shall deem proper.

b. Procedure. Unless ordered by a court, any indemnification under Article V, Section 1: 13b or otherwise permitted by law shall be made by the Church only as authorized in the specific case upon a determination that indemnification is proper in the circumstances because he or she has met the applicable standard of conduct set forth under the section. Such determination shall be made:

- i. by the Board of Elders by a majority vote of a quorum consisting of Elders who were not parties to the action or proceeding; or
- ii. if such a quorum is not obtainable or if obtainable and a majority vote of the quorum of disinterested Elders so directs, by independent legal counsel in a written opinion.

c. Advancement of Expenses. Expenses incurred by a person entitled to indemnification pursuant to this Section or otherwise permitted by law in defending a civil or criminal action, suit, or proceeding shall, in any case required by Article V, Section 1:13b, and may, in any other case, be paid by the Church in advance of the final disposition of such action,

suit, or proceeding upon receipt of an undertaking by or on behalf of such person to repay the amount so advanced if it shall ultimately be determined that such person is not entitled to be indemnified by the Church.

d. Continuing Right to Indemnification. The indemnification and advancement of expenses provided pursuant to this Article shall continue as to any person who has ceased to be an Official or employee or representative of the Church and shall inure to the benefit of the heirs, executors, and administrators of such person.

e. Other Rights. This Article shall not be exclusive of any other right which the Church may have to indemnify any person as a matter of law.

The Board of Elders may also extend indemnification to employees and agents of the Church. Indemnification permitted under this section in connection with a proceeding by or in the right of the Church is limited to reasonable expenses incurred in connection with the proceeding. The determination will be made by the Board of Elders by majority vote of a quorum consisting of Board members not at the time parties to the proceeding, or if a quorum cannot be obtained, by majority vote of a committee duly designated by the Board of Elders. The Board of Elders has the right to reimburse the reasonable expenses of the individual who is a party to a proceeding in advance of final disposition.

The Board of Elders may secure the fidelity of any or all such officers by bond or otherwise.

Section 2: Offices of the Board of Elders

From among their peers serving on the Board, the Board of Elders will elect or appoint the following officers:

Chairman: The Chairman is to serve as facilitator of the Board business meetings and congregational business meetings and shall not have the right to vote except when necessary to break a tie. He will be responsible for the agenda of the meetings.

The Chairman will also serve on any committees assigned to his responsibility. The Chairman has the right to delegate any specific powers, except as may be by statute exclusively conferred on the Chairperson to any other Officer, Elder, or employee of the Church, including Pastors. All Pastors are ineligible to be nominated or elected to the position of Chairman.

Vice-Chairman: The vice-chairman of the Board of Elders will exercise the functions of the chairman during his absence and will succeed to the office of Chairman in the event of a vacancy in the office of Chairman.

Secretary: The Secretary will keep the minutes of the business meetings of the Board, including special meetings; will keep the minutes of meetings with the congregational membership when they meet; will administer ballots for voting; and will issue reports of Board meetings to its members. The Secretary is also responsible to see that prospective Board members are contacted regarding their interest in serving.

The officers of the Church are the officers of the Board of Elders as listed under Article V, Section 2. No Pastor or other member of the ministry staff can be elected as an officer.

The election of Officers will be held annually during the calendar year at such time and place as the Board of Elders shall designate with advance notice in the minutes.

Section 3: Nomination and Election Procedure of Board of Elders Members

1. Nominating Committee. The Board of Elders will act as the nominating committee to choose nominees who meet the qualifications as per Article V, Section 1, of these Bylaws.

2. Nominee Requirements. All nominees will meet with a Board of Elders appointed committee to determine their appropriateness to serve on the Board of Elders. This nominating committee will thoroughly examine the qualifications and capabilities of every man considered for office. During this meeting,

a member of the committee will inform the candidate of the constitutional requirements and Bylaw requirements, in addition to the scriptural requirements for the position. The committee will examine the candidate as to his commitment to the Word of God, the Constitution, these Bylaws, his Christian life, and his willingness and ability to live in accordance with the standards maintained by the Church and Board of Elders. No candidate will be placed in nomination unless unanimously agreed upon by the committee.

3. Nominee Agreement. No candidate will be placed in nomination unless they answer in the affirmative and subscribe in writing to the following questions:

- Have you publicly confessed Christ as personal Savior and experienced the New Birth set forth in John 3:3-6?
- Are you in agreement with the Doctrinal Statement of this Church, and with its Constitution and Bylaws?
- Are you living in compliance with the current Church Covenant?
- Are you free from membership in oath-bound religious or social secret organizations?
- Are you living a life with moral conduct beyond reproach?

4. Member Nomination. The members of the Church may nominate other candidates for the Board of Elders:

- Five members of the Church, all in good standing, will agree upon a candidate for the Board of Elders
- The nomination request will be submitted in writing to the Board of Elders in a timely fashion
- The Board of Elders will add the name to the posted slate, providing the proposed candidate satisfies the Board of Elders with respect to the requirements as outlined in Article V, Section 1 of the Bylaws

5. Annual Election Time. The slate of candidates will be officially closed the Sunday evening prior to the election. This annual election will be held during the last quarter of the fiscal year, which runs concurrently with the calendar year.

6. Annual Election Notice. If a candidate has been unanimously approved for nomination by the Board of Elders, his name will be placed on a ballot to be submitted to the members for a vote at the annual meeting of Church members. This meeting to vote on nominees to the Board of Elders will be publicized at least two weeks in advance.

7. Voting. The members will express their choice by means of a secret ballot. A two-thirds majority affirmative vote of those present and voting is needed for the nominee to be placed on the Board of Elders. In those instances where there are more nominees than Board positions, those receiving the most affirmative votes will be placed on the Board.

8. Elder Service Start Date. The term of service for Board members begins in January, unless the vote is to fill a Board vacancy due to early resignation or Board removal, in which case their service begins immediately.

Section 4: Filling Vacancies and Removal from Leadership

1. Elder Removal by Elders. Any Elder may be removed by the Board of Elders whenever, in its judgment, the best interests of the Church will be served. This may include but not be limited to:

- If an Elder does not fulfill his leadership responsibilities per Article V, Section 1, item 4 of the Bylaws
- If the Elder violates the scriptural principles laid out in the Constitution, specifically Article IV—Doctrinal Statement, or the Bylaws, specifically Article II—Church Covenant
- If the Elder’s lifestyle violates scriptural principles

2. Elder Removal by Church Members. A Board of Elders member may also be removed by the members of the church for cause per Bylaws, Article V, section 1, item 4.

3. Elder Notice of Resignation. A Board member is encouraged to give sixty (60) days’ notice before resignation of services. In case of a vacancy of a Board position prior to the com-

pletion of their three-year term, the Board of Elders, as the nominating committee, will fill the position, following the procedures as outlined in Article V, Section 3. This new leader would then complete the unexpired term of his predecessor. In an emergency, the Board of Elders may appoint, with full voting rights, a new member who meets the appropriate requirements as outlined in Article V, section 3 of the Bylaws, to fill a vacancy on an interim basis for up to one year.

Article VI

STAFF

Section 1: Qualifications and Responsibilities of Pastoral Staff

The Church, based on need, reserves the right to call Pastoral Staff. The office of Pastor shall be as outlined in Ephesians 4:1-6 with the qualifications being those described in Acts 6:1-7; Acts 20:28-32; 1 Timothy 3:1-7; Titus 1:6-9; and 1 Peter 5:1-4.

The Senior Pastor will serve as the executive officer over all the Pastoral Staff and will have the responsibility for coordinating the overall ministry and direction of the Church.

Section 2: The Call of Pastoral Staff

Senior Pastor

When the Church is without a Senior Pastor it will be the duty of the Board of Elders to supply the pulpit with a man or men whose Christian character and teachings are in accord with the Scriptures and the Constitution and Bylaws of this Church. If an emergency need arises in the pulpit, a committee consisting of the Board members who are serving the last year of their designated term—headed by the Chairman (regardless of the year of his term), will be responsible to supply the pulpit until such time that the Board of Elders meets again. The Board of Elders will then be responsible to supply

the pulpit until a Pastor has been chosen.

The Board of Elders, by unanimous vote of the whole Board of Elders, will select an eligible pastoral candidate to be submitted to the members of the congregation. This meeting to vote will be publicized at least two weeks in advance. The members will express their choice by means of a secret ballot. A 75% majority vote of those present and voting must be received by any candidate before he will be called as Senior Pastor of the congregation.

Associate Pastors

The Board of Elders, by unanimous vote of the whole Board of Elders, will select an eligible pastoral candidate to be submitted to the members of the congregation. This meeting to vote will be publicized at least two weeks in advance. The members will express their choice by means of a secret ballot. A 75% majority vote of those present and voting must be received by any candidate before he shall be called as an Associate Pastor of the congregation.

Section 3: Resignation and Termination of a Pastor's Service

Should a Pastor violate the scriptural principles laid out in the Constitution, specifically Article IV—Doctrinal Statement, or the Bylaws, specifically Article II—Church Covenant; or whose lifestyle is no longer consistent with the Scriptures; or whose work and ministry are deemed to be not effective; he may be brought to a special meeting of the Board of Elders for a vote of dismissal. A vote of dismissal requires a two-thirds vote of all voting members of the Board of Elders. Once a vote of dismissal has been taken, and if the two-thirds needed to dismiss is not obtained, a subsequent vote on that Pastor may not be taken until one year from the date of that vote. An exception to the one-year rule would be made if subsequent violations of scriptural principles by the Pastor occur; or for a Pastor whose lifestyle is no longer consistent with the Scriptures.

Pastors voluntarily resigning from their position must give at least 90 days' written notice.

Section 4: Staff Positions

All Staff positions, including responsibilities, policies, procedures, and other employment details, etc., are explained in an Employee Personnel Manual that is approved as needed by the Elders. All Staff will agree to abide by the Church Covenant.

**Article VII
COMMITTEES**

Committees may be established or terminated as needed, to assist and support the work of the Board of Elders. The tasks, responsibilities, and budget of the Committee will be defined in writing by the Board of Elders. In addition, the expectations, organization, member election or appointment process, and the qualifications to be sought for each member of the Committee may be defined by the Board of Elders as necessary. The Committees, including any sub-committees, are accountable to the Board of Elders.

**Article VIII
POLICY STATEMENTS AND PROTOCOLS**

Section 1: Policy Statements

There may be instances when clarification of issues raised may be required. To handle all such issues, the Board of Elders, or its designee, will be responsible to maintain a Policy-and-Procedures manual to give guidance that will spell out the working details of these Bylaws. All Church policy is to be approved by the Board of Elders.

Section 2: Protocols

1. The Chairman of the Board of Elders
 - a. Presides at all meetings of the Board of Elders
 - b. Presides (or designates facilitator) at business meetings of the congregation
 - c. Sees that the meetings are conducted in an appropriate manner
 - d. Signs or appoints the signatory (signatories) for legal documents for the Church
 - e. Appoints signature authority (authorities) on checks
2. The Secretary of the Board of Elders
 - a. Records all minutes of meetings of the Board of Elders
 - b. Records all minutes of business meetings of the congregation
 - c. Personally or by appointment maintains the Policy-and-Procedures manual
3. The following financial protocols will be followed:
 - a. The Church fiscal year will be the calendar year, January 1 through December 31.
 - b. All officers and employees who handle Church funds will be bonded.
 - c. The Board of Elders, by simple majority vote, approves the annual budget.
 - d. The Board of Elders, unless otherwise prevented by the Constitution or Bylaws, may, by simple majority vote, approve additional expenditures above the annual budget.
 - e. The Church will maintain appropriate accounting records. In addition, an internal or external audit or review of the accounting records and procedures must be done annually.
 - f. Elders, Pastors, Employees, and Volunteers shall avoid any conflict of interest with respect to their

fiduciary responsibilities. The Board of Elders shall adopt and maintain a Conflict of Interest Policy that provides for full disclosure of material conflicting interests and permits the Board of Elders to determine whether any contemplated transaction may be authorized as just, fair and reasonable as to the Church.

4. A member of the Church is entitled to inspect at a reasonable time and location specified by the Church, any of the records of the Church listed below if the member's demand is made in writing, in good faith, and for a proper purpose and that purpose is particularly described, and the records are directly connected with this purpose:
 - a. All minutes of all Board of Elders meetings except those minutes pertaining to sensitive matters or matters which may be privileged, or for which privilege may be asserted by a party such as, by example only and not as an exclusive listing, personnel matters; matters pertaining to disciplinary action under consideration; or sensitive personal matters upon which the Elders may be called to provide counsel or direction. The Board of Elders may determine the appropriateness of any such matter included in the minutes and shall redact any items which it deems to be of such a personal nature that should not be disseminated unless the parties involved sign a release authorizing the release of such personal information.
 - b. Membership list
 - c. The financial reports reviewed and approved by the Elders
 - d. The Articles of Incorporation and all amendments to them currently in effect
 - e. Bylaws and all amendments to them currently in effect
 - f. Policy-and-Procedures Manual as currently approved by the Elders

Article IX ORDINATION AND COMMISSIONING

Section 1: Ordination

1. Authority to Ordain. Ordination by the laying on of hands is recognition of one called and gifted for full-time Christian ministry. It is an approval of character, not a bestowal of authority. The Board of Elders will determine whether any member (past, present, or associate) of Calvary Monument Bible Church shall be deemed qualified for such service upon presentation of his calling, gifts, education, and experience.

2. Procedure for Ordination. At the written request of the individual seeking ordination, the Board of Elders will begin the Ordination process. The Board of Elders will seek to determine a candidate's calling to the Gospel ministry, relationship with his Lord, consistency of life, reputation, basic doctrinal beliefs and giftedness. This may include, but not be limited to:

- Requesting a written statement on doctrinal points (Ordination paper)
- Requesting written references from current and past ministry associates

The Board of Elders will convene an Ordination Council. This Council will be made up of Elders, Pastors (both from within and without the Church), and lay people. At least two weeks' notice to the Church membership will be given, during which time the members may submit comment to the Elder Board regarding the candidate's suitability for Ordination. All questions or objections from the members shall be examined by the Board of Elders.

The Ordination Council shall thoroughly examine the candidate as to his sense of call to the ministry, relation-

ship with Christ, consistency of life, reputation, doctrinal belief, and giftedness for service. Upon recommendation of the Council and approval of the Board of Elders, the Church shall ordain the candidate at a service for the “setting apart” of the candidate for the Gospel ministry and the laying on of hands by the Elders.

Section 2: Commissioning

Any member (past, present, or associate) desiring to serve in Christian ministry, whether as a missionary or in another capacity, may be duly commissioned by the Church after examination and upon approval by the Board of Elders.

1. Authority to Commission. The Church shall have the authority to Commission persons for service in Christian ministry, so as to identify them in that capacity for legal and/or tax purposes.

2. Procedure for Commissioning. At the written request of the individual seeking Commissioning, the Board of Elders will begin the Commissioning process. The Board of Elders will seek to determine a candidate’s qualifications for such service including calling, relationship with his or her Lord, consistency of life, reputation, basic doctrinal beliefs and giftedness. When the Board of Elders deems the candidate qualified, the Board of Elders shall arrange for an appropriate commissioning in a public service of the Church.

Section 3: Discipline

The Board of Elders has authority to discipline and to revoke for cause the credentials of any one ordained or duly commissioned by the Church. Such disciplinary action may be ap-

pealed, in writing, within 30 days, and a council of ministers and others from outside Calvary Monument Bible Church will be convened by the Board of Elders with a mediator to arbitrate.

Article X
AMENDMENTS

These Bylaws may be amended by a two-thirds majority vote of the Church members present and voting at a congregational meeting. This meeting to vote will be publicized at least two weeks in advance, with the amendment(s) being provided in writing to the congregation's members. A quorum of 25% of the members is needed to proceed with the vote. No changes, excepting punctuation, spelling, or grammar may be made to the proposed amendment. All other changes will result in the process beginning anew. The members will express their choice by means of a secret ballot.