

Preamble

These Bylaws presuppose that the Holy Bible constitutes the only and all sufficient role of faith and practice for this Church. Therefore, in all things pertaining to system and order, the New Testament, that part of God's Word which describes and defines the Christian Church and its functioning, shall be the Church's guide when its teaching is clearly apparent. These Bylaws are (only) to provide direction to the Church in other matters not specifically addressed by the New Testament and to fulfill necessary legal and business requirements.

Article 1 Location of Offices

The name of this corporation is First Christian Church. It is a Tennessee nonprofit religious corporation with principal offices in Greene County, Tennessee.

The principal office is located at:

1130 Temple Street, Greeneville, TN 37745

The corporation may also have offices at such other places, within or without its state of incorporation, where it is qualified to do business, as its business and activities may require, and as the Board may, from time to time, designate.

Article 2 Purpose

The purpose for which this organization is formed is to glorify God by forming a local congregation which will carry out the great commission of the Lord Jesus Christ as revealed in the New Testament of the Word of God (Matthew 28:18-20 and Mark 16:15-16). This congregation will provide opportunity for Christ Followers to continue steadfastly in the apostles' teaching, fellowship, breaking of bread and prayers (Acts 2:42), and prepare them for works of service (Ephesians 4:12).

This corporation is organized exclusively for one or more of the purposes specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

The church has been incorporated in the state of Tennessee for legal purposes, but said incorporation shall, in no way, interfere with the spiritual organization of the local church as given in the New Testament.

Article 3

Statement of Faith

We believe that Jesus Christ is the only begotten Son of God, who died for our sins and rose from the dead. (1 Corinthians 15:1-8 & John 3:16)

We believe that the Bible is the inspired word of God – a lamp for our feet and a light for our path. (2 Timothy 3:16 & Psalm 119:105)

We believe that every person has worth as a creation of God, but that all have sinned and fall short of the glory of God. (Romans 3:23)

We believe that forgiveness of sins and the promise of eternal life are available to those who trust Christ as Savior and Lord. (John 3:16)

We believe that those accepting Christ should repent of sin, confess their faith, and be baptized into Him. (Romans 10:9 & Acts 2:38)

We believe that the Church is the body of Christ on earth, empowered by the Holy Spirit and exists to evangelize the lost and edify the saved. (Ephesians 4:1-16)

We believe that Jesus Christ will one day return and reign forever as King of kings and Lord of lords. (1 Thessalonians 4:13-18)

Article 4

Membership

The process and requirements for becoming a member of First Christian Church shall be determined by the Board. At a minimum, membership is restricted to those persons who believe Christ to be the divine Son of God, who have repented of their sins, who have publicly confessed their faith in Christ, and have been baptized by immersion.

The church roll shall consist of active and inactive members. The Board shall determine the criteria for identifying active and inactive membership, and for removing members from membership, if necessary. The roll shall be revised and brought up to date at least once a year just prior to the selection of Elders during the Annual Vote (Article 18).

Article 5 Board

Section 5.1 Number of Board Members

The corporation shall have at least five board members. These board members shall collectively be known as the Board. If the number of members falls below five, prompt action shall be taken to elect new members (Article 5.3).

Section 5.2 Duties, Powers and Responsibilities

Subject to limitations of the Charter of Incorporation and these Bylaws and of pertinent restrictions of the Corporations Code of the State of Tennessee, all the activities and affairs of the corporation shall be exercised by or under the direction of the Board. Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared that the Board shall have the following duties and powers in addition to the other duties and powers enumerated in these Bylaws:

- To establish the budget of the church and all compensation for Pastors and Staff.
- To make disbursements from the funds and properties of the corporation as are required to fulfill the purposes of this corporation as are more fully set out in the Charter of Incorporation, and generally to conduct, manage and control the activities and affairs of the corporation and to make rules and regulations not inconsistent with law, with the Charter of Incorporation or with these Bylaws, as they may deem best.
- To adopt, make and use a corporate seal and to alter the form of such seal from time to time as they may deem best.
- To borrow money and incur indebtedness for the purpose of the corporation and to cause to be executed and delivered therefore, in the corporate name, promissory notes, bonds, deeds of trust, mortgages, pledges, or other evidences of debt and securities therefore.
- To delegate the selection and removal of non-pastoral employees to the Lead Pastor or his delegate.
- To identify membership requirements.
- To determine requirements for teaching and leadership positions.
- To meet with and counsel members of the congregation, as appropriate.
- To discipline or dismiss the Lead Pastor as stated in Section 9.4.

The Board takes seriously their Biblical charge to shepherd the flock and faithfully interpret and teach the Scriptures (Titus 1:9; Hebrews 13:17; 1 Peter 5:2). The Board reserves the right to make policy and position papers available to the congregation which will elaborate the Biblical interpretation of the Board on certain topics relevant to the spiritual life of the congregation. While all those who are members and attenders at First Christian Church are encouraged to study the Scriptures for themselves, and while great importance is placed on Christian liberty, the Board serves as the authoritative interpreter of Scripture regarding matters of faith and

practice for the congregation at First Christian Church.

Section 5.3 Members of the Board

The Board shall be composed of the Lead Pastor and the Elders, as elected by the congregation (Article 18). The Lead Pastor shall serve as a continual Elder and member of the Board. The Board shall appoint a Chairman from among its members.

Section 5.4 Selection of Elders

Elders shall be nominated by the Board and elected by the congregation (Article 18). Service on the Board, with the exception of the Lead Pastor, shall be for a period of three (3) years. Each member may serve a maximum of two (2) consecutive terms, if re-elected by the congregation, before taking a mandatory one (1) year break.

Section 5.5 Qualifications of Elders

Elders must be members of First Christian Church and meet the qualifications of Scripture as outlined in Acts 20:28; I Timothy 3:1-7; I Timothy 5:17-22; Titus 1:5-9; Hebrews 13:17, and I Peter 5:1-4.

Section 5.6 Rights of Inspection

Every member of the Board shall have the absolute right at any reasonable time to inspect and copy all physical and electronic books, records and documents of every kind and inspect the physical properties of the corporation for a purpose reasonably related to that person's interest as a Board member.

Section 5.7 Compensation

Non-Staff members of the Board shall serve without compensation.

Section 5.8 Meetings of the Board

Meetings shall be conducted by the Chairman of the Board as needed and determined by the Chairman of the Board. Regular meetings of the Board shall take place at least once each calendar quarter. Annual meetings of the Board shall be held in the fourth quarter of the calendar year to appoint officers of the corporation for the following calendar year and to conduct any necessary business of the corporation. The Chairman of the Board shall determine and provide notice as to the location of each meeting. A simple majority of the members of the Board shall constitute a quorum. Unless otherwise specified in these Bylaws, a simple majority vote of the members of the Board is sufficient for all decisions, other than requiring 75% approval of the Board in order to borrow money and incur indebtedness.

Section 5.9 Liability and Insurance

Members of the Board and Directors/Officers of the Corporation shall not be personally liable for the debts, liabilities, or other obligations of the corporation.

Except as may be otherwise provided under provisions of law, the Board may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the corporation (including a director/officer, employee or other agent of the corporation) against liabilities asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the corporation would have the power to indemnify the agent against such liability under the Charter of Incorporation, these Bylaws or provisions of law.

Article 6 Officers of the Corporation

Section 6.1 President of the Corporation

The chairman of the Board is hereby designated as the President of the Corporation.

Section 6.2 Secretary of the Corporation

The Secretary shall be appointed by the Board.

The Secretary shall keep, or cause to be kept, a book of minutes at the principal office or such other place as the Board may order, of all meetings of the Board, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at the Board and the proceedings thereof.

Section 6.3 Treasurer of the Corporation

The Treasurer shall be appointed by the Board.

The Treasurer shall be the Chief Financial Officer of the corporation and shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the corporation. The books of accounts shall at all reasonable times be open to inspection by any Board member. The Treasurer (or his or her delegate) shall disburse the funds of the corporation as may be ordered by the Board, shall render to the President and the Board, whenever they request it, an account of all of his or her transactions and of the financial condition of the corporation and shall have such other powers and perform such other duties as may be prescribed by the Board.

The Treasurer (or his or her delegate) shall be responsible for the counting and depositing of contributions, making payment of salaries and other expenditures, maintaining financial records and filing tax returns and other information required by the state and federal government.

Section 6.4 Removal from Office

An officer may be removed, either with or without cause, by the Board at any time by a simple majority vote. Any officer may resign at any time by giving written notice to the Board or to the President of the corporation. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. The above provisions of this Section shall be superseded by any conflicting terms of a contract which has been approved or ratified by the Board relating to the employment of any officer of the corporation.

Section 6.5 Vacancies

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by the Board in accordance with these Bylaws.

Article 7 Ordination

Section 7.1 Ordination or Commission

The Board may ordain or commission into Christian ministry anyone qualified and accepted for ministry of the Gospel of Jesus Christ. The Board shall set the conditions for ordination.

Section 7.2 Ministry Leaders and Deacons

The Board may appoint Ministry Leaders and Deacons in accordance with First Timothy 3:8-13 who function as servants of the church and assistants to the Lead Pastor or the Board. Deacons shall serve for a three (3) year renewable term.

Article 8 Indemnification

Section 8.1 Indemnification

The corporation may indemnify any person who was or is a party or is threatened to be made a party to any proceeding by reason of the fact that such person is or was an agent of the corporation, to the fullest extent permitted under the laws of Tennessee, as it may be amended from time to time.

Section 8.2 Definition of Agent

For the purposes of this Article, "Agent" means any person who is or was a Director, Officer, or Employee or other agent of this corporation or was serving at the request of the corporation as a Director, Officer, Employee, or Agent of another foreign or domestic association, partnership, joint venture, trust or other enterprise, or was a Director, Officer, Employee, or Agent of a foreign or domestic organization which was a predecessor organization.

Article 9 Lead Pastor

Section 9.1 Responsibilities

The Lead Pastor is responsible for all activities of the organization, and is accountable to the Board. The Lead Pastor shall manage the Associate Pastors and non-pastoral staff, and delegate responsibility and authority to Associate Pastors and staff members, as he deems appropriate. The Lead Pastor has authority to change programs, structure and methodology, provided the changes do not contradict these Bylaws, and provided the Board is consulted appropriately. The Lead Pastor shall be an ex-officio member of all boards, committees, and organizations within the church. The Lead Pastor shall serve as a continual Elder and member of the Board. The Lead Pastor's relationship to the Board shall be defined by the Board.

Section 9.2 Qualifications

The Lead Pastor shall affirm his agreement with the Statement of Faith of the corporation and with any policies or positions accepted by the Board, and shall conduct himself in a manner that is consistent therewith. As a permanent elder and member of the Board, the Lead Pastor must meet and maintain the qualifications outlined in Article 5.5.

Section 9.3 Selection

The Board shall nominate a Lead Pastor for approval by the congregation. If the current Lead Pastor is leaving his position for another ministry, retirement, or health reasons, he shall be permitted to participate in the nomination of the new Lead Pastor by the Board. If the Lead Pastor is leaving his position due to being dismissed by the Board as outlined in section 9.4, he shall not participate in the nomination of the new Lead Pastor by the Board. To become the Lead Pastor, the nominee must receive unanimous approval from the Board, and be affirmed by at least 2/3 of the votes cast during a Special Called Vote (Article 18).

Section 9.4 Removal from office

The Board may remove the Lead Pastor from his position under any of the following conditions:

- The Lead Pastor adopts a view of Scripture inconsistent with the beliefs in Article 3, or inconsistent with any policies or positions accepted by the Board.
- The Lead Pastor becomes spiritually unqualified due to an extreme moral failure, including, but not limited to: an extramarital affair, marital strife caused by the Lead Pastor, theft, abuse of power, dereliction of duties.
- The Lead Pastor fails to perform the responsibilities outlined in Section 9.1, as defined by the Board.

Before any removal occurs, the Lead Pastor shall be advised of the allegation and the basis for the allegation and shall be given an opportunity to present any contrary evidence or explanation to the Board at a meeting of the Board. Removal must be approved by 75% of all members of the Board (whether present or not), excluding the Lead Pastor.

Section 9.5 Restoration of Lead Pastor

Should the Lead Pastor be removed for a moral failure, the Board may offer a restoration process to him for the purposes of: restoring any broken relationship, restoring his marriage, and restoring him to a ministry should he desire. The Restoration process would be monitored by the Board or an outside entity appointed by the Board. By majority vote, the Board may elect to pay for services necessary such as counseling, for restoration.

Article 10 Associate Pastors

All persons given the title "Pastor" (other than the Lead Pastor) shall fall under this section.

Section 10.1 Responsibilities

The responsibilities of each Associate Pastor shall be defined by the Lead Pastor and shall be given to each Associate Pastor in writing.

Section 10.2 Qualifications

Associate Pastors shall affirm their agreement with the Statement of Faith of the corporation and with any policies or positions accepted by the Board, and shall conduct themselves in a manner that is consistent therewith. Associate Pastors must maintain membership in good standing with First Christian Church. Any other qualifications shall be determined by the Lead Pastor.

Section 10.3 Selection

The Lead Pastor shall select all Associate Pastors, after consultation with and approval from the Board. A vote by the congregation is not required.

Section 10.4 Removal from Office

The Lead Pastor may remove an Associate Pastor from office, after consultation with and approval from the Board. A vote by the congregation is not required.

Article 11 Non-pastoral Staff

All staff members not given the title "Pastor" shall fall under this section.

Section 11.1 Responsibilities

The responsibilities of each non-pastoral staff member shall be defined by the Lead Pastor (or his delegate) and shall be given to each staff member in writing.

Section 11.2 Qualifications

The qualifications of each non-pastoral staff position shall be determined by the Lead Pastor (or his delegate). All staff members shall affirm their agreement with the Statement of Faith of the corporation and shall conduct themselves in a manner that is consistent with the Statement of Faith. All non-pastoral ministry staff must remain in good standing with First Christian Church, but are not required to be members of First Christian Church.

Section 11.3 Selection

The Lead Pastor (or his delegate) shall select all non-pastoral members of the staff. Board and congregational approval are not required.

Section 11.4 Removal from Office

The Lead Pastor (or his delegates) may remove a non-pastoral staff member. Board and congregational approval are not required.

Article 12
Pastor and Staff Compensation

All compensation shall be determined by the Board. Only the Lead Pastor's compensation shall be disclosed publicly, when requested.

Article 13
Receipt, Investment, and Disbursement of Funds

Section 13.1 Receipt of Funds

The corporation shall receive all monies and/or properties transferred to it for the purposes for which the corporation was formed (as shown by the Charter of Incorporation). However, nothing contained herein shall require the Board to accept or receive any money or property of any kind if it shall determine in its discretion that receipt of such money or property is contrary to the purposes of the corporation as shown by said Articles.

Section 13.2 Investment of Funds

The corporation shall hold, manage and disburse any funds or properties received by it from any source in a manner that is consistent with the expressed purposes of this corporation.

Section 13.3 Disbursement of Funds

The Board shall have the authority to appropriate specific sums to fulfill the objectives and purposes for which the corporation was formed and to direct the officers of the corporation from time to time to make disbursements to implement said appropriations. The budget for the corporation shall be established and approved by the Board. No disbursement of corporation money or property outside of the annual budget shall be made until it is first approved by the Board, with the exception of Benevolence money. Benevolence money shall be disbursed according to a written policy adopted by the Board.

Section 13.4 Instruments in Writing

All checks, drafts, demands for money and notes of the corporation, and all written contracts of the corporation shall be signed by such officer or officers, agent or agents, as the Board may from time to time by resolution designate.

Article 14

Corporate Records and Reports

Section 14.1 Records

The corporation shall maintain adequate and correct accounts, books and records of its business and properties. All such books, records and accounts shall be kept at its principal place of business in the state of Tennessee, as fixed by the Board.

Section 14.2 Inspection of Books and Records

The books of account, and minutes of the Board, shall be open to inspection upon the written demand of any member of the Board at any reasonable time, for a specifically stated purpose reasonably related to his interests as a Board member.

Every Board member shall have the absolute right at any reasonable time to inspect all physical and electronic books, records, documents of every kind, and the physical properties of the corporation, and also of its subsidiary organizations, if any.

Article 15

IRC 501(c)(3) Tax Exemption Provisions

Section 15.1 Limitations on Activities

All financial activities shall be subject to the IRS code regarding 501(c)(3).

Article 16

Conflict of Interest Policy

Section 16.1 General Policy

All conflicts of interest and even the appearance of conflict of interest must be avoided by the Board, employees, consultants and those who provide services or furnish goods to the organization. If any possible conflict of interest arises, it is the duty of the party involved to immediately declare such conflict of interest to the Board.

After disclosure of the potential conflict and all material facts, and after any discussion with the interested person, he shall leave the Board meeting while the determination of a conflict of interest is discussed and determined to be valid or invalid. The remaining members of the Board shall decide if a conflict of interest exists.

After exercising due diligence, the Board shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board shall determine by consensus of the disinterested members whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

Section 16.2 Staff Conflict of Interest

Any Board member who is also on staff or directly related to a staff member shall exclude himself from any discussions involving their own employment or compensation or that of their relative. Relatives, for purposes of this section, shall include spouses, brothers, brothers-in-law, sisters, sisters-in-law, sons, daughters, parents, parents-in-law, and grandparents.

Section 16.3 Limitation on Political Activity

The Board shall not actively participate in the political candidacy of any person as an official representative of the corporation. Per IRS Publication 1828 regarding "Individual Activity by Religious Leaders", prohibiting political campaign activity is not intended to restrict free speech on political matters for individuals. Leaders can speak their mind and endorse candidates as long as they are not doing so as an official representative of the corporation (e.g. church publications or at official church functions). When speaking/writing their opinions on political issues outside of the church, church leaders are urged to indicate that these are their personal viewpoints and not the views of the religious organization they represent.

Article 17 Amendment of Bylaws

These Bylaws may be amended, if each of the following conditions has been met:

- Any changes must receive unanimous approval by the Board.
- Any changes must be provided to each active member by mail, email or other appropriate electronic means at least fourteen (14) days in advance of a Special Called Vote (Article 18).
- The notice must be sent to the last known contact information of each active member.
- The changes must be approved by at least 75% of the votes cast during the Special Called Vote.

Article 18

Congregational Vote

Section 18.1 Annual Vote

The Board shall nominate men for the position of Elder for a 3-year term, which shall take effect on October 1. The annual congregational vote shall be held on the 4th Sunday in September to elect (or re-elect) Elders, as nominated by the Board. The congregation shall be notified of the name(s) of the nominee(s) by mail, email or other appropriate electronic means at least fourteen (14) days prior to the vote. The notice must be sent to the last known contact information of each active member. Elders must be affirmed by at least 2/3 of the votes cast to be approved for office.

Section 18.2 Special Called Vote

Special congregational votes can be called by the Board by notifying, in writing, the active members of the congregation. The congregation shall be notified of the name(s) of the nominee(s), or of the changes to the Bylaws (Article 17), by mail, email or other appropriate electronic means at least fourteen (14) days prior to the vote. The notice must be sent to the last known contact information of each active member.

Section 18.3 Leadership

All congregational votes shall be presided over by the Chairman of the Board, and in his absence or inability to act, the Secretary of the Board, and in his absence or inability to act, the Lead Pastor, and in his absence or inability to act, an Associate Pastor.

Section 18.4 Quorum

Twenty-five (25) percent of the active membership shall constitute a quorum for any vote by the congregation. Voting privileges shall be limited to active members who are age 16 or older.

Article 19

Distribution upon Dissolution

Upon the dissolution of this corporation, its assets shall be distributed in accordance with the Charter of Incorporation.

Article 20
Construction and Terms

If there is any conflict between the provisions of these Bylaws and the Charter of Incorporation of this corporation, the provisions of the Charter of Incorporation shall govern.

Should any of the provisions or portions of these Bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding.

All references in these Bylaws to the Charter of Incorporation shall be to the Charter of Incorporation, Article of Incorporation, Articles of Organization, Certificate of Incorporation, Organizational Charter, Corporate Center, or other founding document of this corporation filed with the Secretary of State and used to establish the legal existence of this corporation.

All reference in these Bylaws to a section or sections of the Internal Revenue Code shall be to such sections of the Internal Revenue Code of 1986 as amended from time to time, or to corresponding provisions of any future federal tax code.