

## **Bylaws of The Church at Indian Lake**

**Adopted January 5, 2011**

**Revised December 4, 2011**

**Revised January 11, 2012 (Section 5.2, #6)**

### **Article I. Name**

The Church shall be known as the Church at Indian Lake, a nonprofit religious corporation organized and existing under the laws of the State of Tennessee (herein referred to as “Church”), located in Hendersonville (Sumner County), Tennessee.

### **Article II. Purpose**

The Church is organized primarily for religious purposes, but is also organized for charitable and educational purposes, including the making of distributions in furtherance of such purposes or to organizations that qualify as exempt organizations under Section 501 ( c ) 3 of the Internal Revenue Code of 1986 and the regulations thereto, or the corresponding provisions of any later federal tax laws.

### **Article III. Affiliation**

The Church shall have perpetual, sovereign existence and shall exist as a sovereign assembly unless dissolved under the provisions herein. As such, the Church maintains the right to govern its own affairs. Recognizing the benefits of cooperation with other like-minded churches, this Church reserves the right to affiliate from time to time with other organizations of “like faith” as it deems beneficial. All matters of affiliation shall be decided as prescribed in these bylaws.

### **Article IV. Statement of Faith**

The Bible is God’s Word, infallible, inerrant in the original manuscripts, and is the unique source of truth, standards, and guidelines for living for all mankind (*Hebrews 4:12; 2 Timothy 3:16; 2 Peter 1:20-21*).

There is only one God, eternally existing as the Father, Son, and Holy Spirit. God is the Creator of the universe and has made man in His own image (*Genesis 1:26-27; Deuteronomy 6:4; Isaiah 43:10-11; Matthew 28:19; John 1:1-5*).

Jesus Christ, the Son of God, was born of a virgin, was fully human and fully divine, lived a sinless life, taught with authority revealing the Truth of God, displayed miraculous power, died on a cross, was buried, rose from the dead, ascended into heaven, and is seated at the right hand of the Father. Before the end of this age, Jesus Christ will return suddenly to take to heaven all that believe in Him (*Matthew 1:18-23; 24:30-31; 28:6; John 18:37; 20:30-31; Acts 1:2, 9; 2:22; 1 Corinthians 15:3-4, 52-55; 2 Corinthians 5:21; Ephesians 1:19-20; 1 Thessalonians 4:15-18; Hebrews 1:3; 4:15; 7:26*).

All men are born with a sinful nature and therefore willingly separate themselves from God, deserving the penalty of death (*Isaiah 59:2; Romans 3:23; 6:23*).

Jesus Christ is the only hope of reconciliation between God and sinful man. Because of the love and mercy of God, Jesus Christ died on the cross to pay the penalty for the sin of each man. By repenting of sin and believing in Jesus Christ as Savior and Lord, man receives salvation and becomes a new creation (*John 3:16-17; 5:24; 14:6; Acts 4:12; Romans 5:8-9; 10:9-10; 2 Corinthians 5:17; Colossians 2:13-14; 1 Timothy 2:5; 1 John 1:8-9*).

The Holy Spirit is active in the church and in the lives of mankind today. The baptisms in the Holy Spirit (intentionally plural) and gifts of the Spirit are available to bring power and encouragement to every believer (*John 7:37-39; 16:5-14; Acts 2:1-13; 1 Corinthians 12:4-11; 2 Thessalonians 2:13-14*).

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Physical healing is an important part of the Christian message. Deliverance from sickness and evil spirits is provided through Christ and is available to all believers (*Isaiah 53:4-5; Matthew 8:16-17; James 5:14-16*).

There are two ordinances of the Church that we practice as an expression of our worship:

- 1) Water baptism after the repentance of one's sin and receiving Christ's gift of salvation (*Matthew 28:19; Mark 16:16; Acts 10:47-48; Romans 6:4*) and
- 2) Communion (the Lord's Supper) as a symbolic remembrance of Christ's suffering and death for our salvation (*Matthew 26:26-30; 1 Corinthians 11:23-26*).

Our Church tradition has held the following principles as meaningful and as noteworthy models for the purpose, operation, activities, and fellowship of this local body of believers:

"In essential beliefs, we have unity." (*John 17:20-23; Ephesians 4:4-6*)

"In nonessential beliefs, we have liberty." (*Romans 14:1, 4, 12, 22*)

"In all our beliefs, we show love." (*Matthew 22:34-40; John 13:34-35; 1 Corinthians 13:2*)

## **Article V. Church Management**

### **Section 5.1. Government**

This Church will have the right to govern itself according to the principles of the Bible.

The Leadership Board shall exercise all corporate powers required by the State of Tennessee and as described herein.

### **Section 5.2. Leadership Board**

#### **1. Duties**

The Leadership Board shall serve as the Board of Directors of the Corporation until changed by amendment of the Articles of Incorporation or by the Bylaws duly adopted by the Church. The Leadership Board shall consist of not less than three and no more than nine members, exclusive of the Lead Pastor.

#### **2. Qualifications**

The Leadership Board shall consist of members of the Church. The qualifications include:

- 1) Theological agreement with the core beliefs of the Church in both practice and belief.
- 2) Philosophical agreement with the vision of the Lead Pastor.
- 3) Members in good standing with the Church a minimum of two years.
- 4) A proven track record, established by a consistent, mature Christian witness.
- 5) Additional qualifications may from time to time be instituted.

#### **3. Powers**

The Lead Pastor shall serve as a voting member and President of the Leadership Board and shall be present and preside at all Leadership Board meetings unless the position of Lead Pastor is vacant or unless the meeting has been called to discuss the removal of the Lead Pastor. The Lead Pastor will call meetings of the Leadership Board at least once per quarter. Additional meetings may be called at the discretion of the Lead Pastor.

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In the event of the vacancy of the Lead Pastor, the Leadership Board Secretary will call and conduct the meetings of the Leadership Board until a new Lead Pastor is duly elected as provided herein.

All corporate powers shall be exercised by or under the direction of the Leadership Board. The Leadership Board shall have but not be limited to the following powers:

- 1) Manage the affairs, funds, and property of the corporation. Approve the Annual Budget of the Church.
- 2) Buy, sell, mortgage, pledge or encumber any of the Church's property and incur indebtedness as outlined in the bylaws.
- 3) Appoint advisors or teams of advisors, to be known as "Overseers," and delegate responsibilities to them. The Leadership Board may remove or replace Overseers as outlined in the Bylaws.
- 4) Act in the discipline of the Church's members as provided herein.
- 5) Adopt procedural rules from time to time as necessary for the proper functioning of the Church.
- 6) Approve affiliations with other churches or organizations as from time to time may be deemed desirable for the benefit of the Church.

The Leadership Board and the Lead Pastor shall fulfill their duties in a spirit of servant hood to the Lord, the Church, and one another. Neither the Lead Pastor nor the Leadership Board is to exercise dictatorial leadership over one another or the Church, but shall cooperatively work together as a model of Christian unity and leadership, each submitting to one another as the Spirit, need, or circumstances may require. When disunity becomes present between the Lead Pastor and the Leadership Board, it shall be the responsibility of each to attempt to solve the difficulty between them. If failing to do so, it shall be the responsibility of each to seek the mediating efforts of one or all of the Overseers or their designee in order that the conflict may not be carried into the Church membership, but resolved within the Leadership Board.

#### **4. Terms and Conditions**

All members of the Leadership Board shall serve two-year terms, with the exception of the Lead Pastor, who will serve in perpetuity until resignation, death, or other vacancy. Two-year terms will be concurrent with the calendar year. Members of the Leadership Board will serve from January 1 through December 31. Members appointed at any time during a calendar year will serve through December 31 of the year for which they were appointed.

Leadership Board members may serve multiple consecutive terms if nominated, approved, and ratified as provided herein.

#### **5. Removal**

Any member, with the exception of the Lead Pastor, may be removed from the Leadership Board by a unanimous vote of the Leadership Board members present and voting. In the case of any moral, theological, or financial deviance from biblical standards, the process to be followed is described in Matthew 18:15-20:

- 1) Privately talk with the Leadership Board member.
- 2) Bring the matter to the attention of the Lead Pastor.
- 3) The Leadership Board will conduct a thorough investigation before voting for the removal of a Leadership Board member.

#### **6. Nomination and Election**

The Leadership Board shall accept nominations from the church body in September of each year for the purpose of nominating persons to fill upcoming vacancies on the Leadership Board. The Board will review the list of nominations and conduct interviews to determine qualifications. Nominees must agree in writing to serve if elected. The Leadership Board shall approve, by a majority of members present and voting, from the slate of nominees, the most qualified (as defined by the Bylaws) nominees. Once approved, the Lead Pastor shall call a meeting by written notice or electronic communication of the Church's members for the purpose of ratifying the nominees **prior to December 31**. If a position is not ratified by a three-fourths vote of members present and voting, the Leadership

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Board shall submit within 15 days a new nominee for the unfilled position(s), from the pool of qualified previous nominees.

The Leadership Board will appoint other members for positions that become vacant for any reason other than the expiration of a regular term, for the balance of that term. The process for filling a vacant position shall be completed within 90 days of the vacancy of the position.

### **7. Actions**

A majority vote of a duly constituted quorum shall be sufficient to constitute the act of the Leadership Board unless the act of a greater number is required by law or the Bylaws. A quorum is defined as at least a majority plus one of the members of the Leadership Board.

In the case of a deadlock where the Leadership Board is unable to reach a conclusive vote, the Lead Pastor shall cast a ballot, which shall be known as a "majority ballot" so that an official act or decision can be taken by the Leadership Board. The majority ballot shall be cast in addition to the regular Leadership Board member's vote cast by the Lead Pastor.

### **8. Minutes**

The purpose of minutes is to keep an official record of actions taken by the Leadership Board of the corporation. The minutes will record all decisions made by the Leadership Board. The Leadership Board Secretary shall record the minutes of every meeting of the Leadership Board. If the Leadership Board Secretary is unable to attend the meeting a person shall be designated by the Lead Pastor to record the minutes. The minutes are to be approved at the next meeting.

### **9. Indemnification**

To the fullest extent permitted by Tennessee Law, no director or officer of the Corporation shall be personally liable for damages in any proceeding brought by or in the right of the Corporation, or in connection with any claim, action, suite, or proceeding to which he or she may be or is made a party by reason of being or having been an officer of director of the Church, provided that such relief from liability shall not apply in any instance where such relief is inconsistent with any provision applicable to corporations described in section 501 (c ) (3) of the Internal Revenue Code for indemnification by non-profit corporations.

The Church shall provide liability insurance and indemnification for the staff and Leadership Board to protect individual directors/pastors from the financial hardship of potential legal expenses and judgments.

## **Section 5.3. Leadership Board Officers**

### **1. Appointments**

The Lead Pastor shall serve as President of the Leadership Board. The Secretary and Treasurer of the Leadership Board shall be appointed from the Leadership Board by the Leadership Board.

### **2. President**

The Lead Pastor shall serve as President of the Leadership Board and President of the Church as a Corporation under the Laws of the State of Tennessee. In the event the position of Lead Pastor is vacant, the Leadership Board shall elect an interim President from the Leadership Board to serve until the position of Lead Pastor is filled.

### **3. Secretary**

The Secretary of the Leadership Board shall attend and keep the minutes of the official meetings of the Board and official business meetings of the membership. The Secretary shall be responsible to keep a record of the membership, and shall be the custodian of all legal documents of the Church. The Secretary shall file such annual

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corporation reports with the Secretary of State as may be required by state law. Duties can be delegated by the Secretary and Leadership Board.

#### **4. Treasurer**

The Treasurer of the Church shall manage all the finances of the Church, subject to the supervision of the Leadership Board, and shall authorize the deposit of all funds in federally insured accounts in the name of the Church, and shall authorize distribution of such funds by check as directed and authorized by the Leadership Board. The Treasurer shall assure that an itemized account of receipts and disbursements are kept, shall present a report for each regular meeting of the Leadership Board, an account of receipts and disbursements, and shall present an annual report to the Church at its annual business meeting. The Treasurer will assist the Church in acquiring and maintaining available tax exemptions under state and local law. The Treasurer shall provide a record of all identified giving to each donor at least annually. The records shall be available at all times for audit under the direction of the Leadership Board. Duties can be delegated by the Treasurer and Leadership Board.

### **Section 5.4. Overseers**

#### **1. Duties**

The Overseers shall serve as the spiritual covering of the Lead Pastor, and shall consist of not less than three and no more than five members. The exception to this would be if an organization or network were chosen as the Overseers for a particular term.

#### **2. Qualifications**

The Overseers shall consist of individuals with the following qualifications:

- 1) Theological agreement with the core beliefs of the Church in both practice and belief.
- 2) A recognized call to ministry in the five-fold ministry (Ephesians 4), as confirmed by fruitfulness in their ministries.
- 3) Philosophical agreement with the vision of the Lead Pastor.
- 4) A proven track record of ministry success, established by a consistent, mature Christian witness.

#### **3. Powers**

The Overseers shall serve as:

- 1) A spiritual covering for the Lead Pastor, Elders, and Leadership Board
- 2) Required involvement in any discipline of the Lead Pastor.
- 3) Arbiters should an unresolved conflict linger between the Lead Pastor and the Leadership Board.

#### **4. Terms and Conditions**

All members of the Overseers shall serve a two-year term.

#### **5. Removal**

Any member of the Overseers may be removed by resignation, death, or a unanimous vote of the Leadership Board members.

## **Section 5.5. Lead Pastor**

### **1. Qualifications**

The Lead Pastor shall be a minister of the gospel who is in agreement with the Statement of Faith of this Church.

### **2. Duties**

The Lead Pastor is uniquely called to be the primary visionary and leader of the Church. His duties include, but are not limited to:

- 1) Spiritual oversight of the congregation.
- 2) Oversight of the Pastoral and Administrative staff, including, but not limited to:
  - a. All employment decisions of Pastoral and other staff except as otherwise provided herein.
  - b. Delegation of responsibilities to all staff.
  - c. Day-to-day operations of the Church
- 3) President of the Leadership Board and legal corporation represented by the church.
- 4) Official church spokesperson for the Church.
- 5) Ex officio member of all committees, teams, groups, and ministries.

### **3. Vacancies and Appointments**

The Lead Pastor shall serve for an indefinite term. When a vacancy of the Lead Pastor occurs for any reason, the Leadership Board will serve as the pastoral search committee. No one who wishes to be considered for the position of Lead Pastor may serve on the pastoral search committee.

The pastoral church committee will present one candidate to the Church for consideration. The candidate shall preach to the entire congregation during a regularly scheduled service and meet with the members of the Church at a duly called business meeting. The members shall vote by secret ballot to accept or reject the candidate; acceptance requires a majority vote of the members present and voting.

### **4. Removal of Lead Pastor**

Any two members of the Leadership Board may call a meeting of the Board for the purpose of discussing the removal of the Lead Pastor. Said meeting will be called by written notice to all members of the Leadership Board. The meeting must take place at a time and place that allows a majority of the Leadership Board to attend.

The Lead Pastor will not have a vote on matters concerning his termination and shall not preside over any meeting of the Leadership Board where his removal is a topic. The Secretary of the Leadership Board will lead any such meeting. The Lead Pastor can be terminated:

- 1) By a unanimous vote of the Leadership Board and written recommendation of the Overseers. The intent of this option is in the event that the Lead Pastor has had a moral or ethical failure that Biblically disqualifies him from leadership, therefore a congregational vote is not necessary.
- 2) By a unanimous vote of the Leadership Board, ratified by a three-fourths majority of the membership in a properly called church business meeting. At this meeting the Lead Pastor will have an opportunity to speak to the members prior to the vote of the membership.

### **5. Resignation by Lead Pastor**

When leaving his position at this Church, the Lead Pastor shall submit a written letter of resignation to the Leadership Board, preferably at least two weeks before his departure. At the next scheduled Sunday worship service(s), the Leadership Board shall share with the congregation a statement relating the resignation and shall during the following week send the statement to the church membership through appropriate means.

## **Section 5.6. Other Pastors and Church Employees**

### **1. Appointments**

The Lead Pastor shall hire all employees of the Church with counsel from the Leadership Board.

## **Section 5.7. Elders**

### **1. Duties**

The Elders function is to serve the Church and therefore shall act in an advisory capacity with the Lead Pastor in all matters pertaining to the Church and its spiritual life and the ministry of its ordinances.

The Elders are authorized to perform sacerdotal functions, including communion, water baptism, funerals and marriage ceremonies.

### **2. Qualifications**

Elders shall consist of men and women who are either vocational pastors employed by the church or non-paid elders appointed to serve by the Lead Pastor.

Qualifications include:

- 1) A recognized call to ministry in the five-fold ministry (Ephesians 4) as confirmed with fruitfulness in ministry.
- 2) A proven track record, established by a consistent, mature Christian witness.
- 3) Adherence to Biblical qualifications of an Elder as outlined in I Timothy 3 and Titus 1.

### **3. Numbers and Term of Elders**

The Elders shall consist of at least three (3) members. All persons currently serving as Elders at the time of adoption of these By-laws shall continue in that position. Elders serve until their employment at the Church ends, death, resignation, or removal from office.

The Lead Pastor shall serve as the Chairman of the Elders. New Elders shall be selected by the Lead Pastor with the consent of a majority of the current Elders.

### **4. Removal and Resignation**

The Elders may vote to remove an Elder, other than the Lead Pastor, at any time. An Elder may be removed by the affirmative vote of a majority of the Elders. An Elder may resign at any time by giving written notice to the Lead Pastor. Such resignation shall take effect on the date of the receipt of such notice, or at any later time specified therein; unless otherwise specified herein, the acceptance of such resignation shall not be necessary to make said resignation effective.

## **Section 5.8. Membership**

### **1. Qualifications**

The minimum qualifications for membership are as follows:

- 1) A personal commitment to Jesus Christ.
- 2) Completion of any required classes as determined by the Leadership Board.
- 3) Be 18 years of age or older.

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## **2. Becoming a Member**

A person may become a member of the Church in one of the following ways:

- 1) Profession of faith in Jesus Christ as Savior and Lord and request membership in this Church.
- 2) Having been a member of another church of like faith and order, request membership in this Church and give evidence to the Church leadership that he/she has satisfied the minimum membership qualifications as stated in these Bylaws.

## **3. Rights and Responsibilities**

Power to manage and govern the Church shall be vested in the Leadership Board as set forth in these Bylaws. As such, members do not function in a legislative role. But members shall have limited voting and ratification privileges on the following matters:

- 1) Dissolution of the Church corporation.
- 2) Selection of a new Lead Pastor as outlined in these Bylaws.
- 3) Selection of new Leadership Board members.
- 4) Approval of any changes to the Bylaws.
- 5) Approval of any Capital expenditure/sales of 10% or more of the Church's net worth as deemed by the Treasurer.
- 6) Merger of the Church with another body.

## **4. Meetings**

An annual "State of the Church" meeting for the Church members will take place during the first quarter of each year. The Lead Pastor or the majority vote of the Leadership Board can call other business meetings.

All business meetings shall have a 14-day written or electronic communication advance notice to the members. This notice shall be waived by unanimous vote of the Leadership Board due to unique circumstances that would warrant a meeting of the members.

## **5. Removal and Resignation**

Members shall be removed from membership for the following reasons: 1) the request of the member, 2) transfer to another church, 3) inconsistent attendance, 4) death, or 5) termination of the membership through discipline by a unanimous vote of the Leadership Board. A letter or electronic communication addressed to the Lead Pastor or a member of the Leadership Board shall be sufficient to constitute an official resignation of membership.

Any member may be removed from membership for violation of Biblical standards. In such instances, the Leadership Board and the Lead Pastor shall strive for reconciliation and restoration via the process outlined in Matthew 18:15-20.

- 1) Privately talk with the member.
- 2) Bring the matter to the attention of the Lead Pastor.
- 3) The Leadership Board or designated leaders shall conduct a thorough investigation before voting for the removal of a member.

The purpose of discipline is to protect the Church at-large and promote repentance in the person involved. Discipline is redemptive, corrective, and protective in nature. The Church reserves the right to exert discipline in matters of theological or ethical/moral indiscretion as it relates to every official function, event, or activity endorsed by the Church, including but not limited to small group meetings, retreats, mission trips, weekend services, or any other duly recognized function of the Church.



## **Article VI. Dissolution**

Dissolution of the Church will occur with a three-quarters affirmative vote of the members present and voting at a called business meeting.

Upon the dissolution of the Church, none of its funds or assets shall be distributed to any officer, board member, trustee, or any other individual. The Leadership Board shall, after paying or making provision for the payment of all of the liabilities of the Church, dispose of all of the funds and assets of the Church by conveying the same to an organization for the purposes of the Church, and provided that said organization qualifies as exempt under section 501 ( c ) (3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Code).

## **Article VII. Teams and Committees**

The Church, through its Leadership Board, may create and maintain such teams or committees as may be necessary and advisable for the extension of its work. All such departments and organizations shall be subordinate to the Church and shall contribute to the harmony and development of the whole. They shall be under the general supervision of the Lead Pastor, who shall be an ex officio member of all teams, committees or departments.

## **Article VIII. Fiscal**

The Lead Pastor and Leadership Board shall prepare and annually approve a unified budget for the Church. Said unified budget shall include all monies received or expended by or for any and all departments of the Church. The Leadership Board through the Treasurer shall conduct or arrange for an annual review or audit of a type and nature the Treasurer deems appropriate.

## **Article IX. Amendments**

Amendments to the Bylaws shall be proposed by the Leadership Board and upon three quarters affirmative vote of a quorum of the Leadership Board members present and voting at a duly called meeting, and then passed by three quarters affirmative vote of a quorum of the members present and voting, after giving 14-days written notice or electronic communication, which shall include a copy of each proposed amendment.