

**Constitution and By-Laws of
Crosspoint Church**

3215 East State Street

Rockford, Illinois 61108

(815) 399-2665

Proposed for Adoption

at the

Annual Congregational Meeting,

May 18, 2025

Table of Contents

Article One – Name, Organization, and Affiliation

1.1	Name	5
1.2	Organization	5
1.3	Affiliation	5

Article Two – Statement of Purpose

2.1	Statement of Purpose	6
-----	----------------------	---

Article Three – Statement of Faith

3.1	The Word of God	7
3.2	The Trinity	7
3.3	God the Father	7
3.4	Jesus Christ	7
3.5	The Holy Spirit	7
3.6	Regeneration	7
3.7	The Church	7
3.8	Christian Conduct	8
3.9	Biblical Marriage	8
3.10	The Ordinances	8
3.11	Religious Liberty	8
3.12	Church Cooperation	8
3.13	The Last Things	8

Article Four – Limitations on Corporate Authority

4.1	Distribution to Exempt Organizations	9
4.2	No Distribution to Private Persons	9
4.3	Prohibited Activities	9

Article Five – Members and Congregation

5.1	Existence of Members	10
5.2	Membership Requirements	10
5.3	Congregational Participant Requirements	10
5.4	Member and Congregational Participant Responsibilities	10
5.5	Admission of Members	11
5.6	Termination of Membership/Involvement	11
5.7	Meetings of the Congregation	11

Article Six – Church Leadership

6.1	Purpose of the Leadership Council	13
6.2	Composition and Organization of the Leadership Council	13
6.3	Qualifications for the Leadership Council	13
6.4	Selection Process of Leadership Council Members	13
6.5	Leadership Council Term	13
6.6	Responsibilities of the Leadership Council	14
6.7	Responsibilities of the Management Team	14
6.8	Responsibilities of Shepherd Elder Team	14
6.9	No Compensation of Leadership Council Members	15
6.10	Lead Pastor	15
6.11	Pastoral Staff	15
6.12	Non-Pastoral Staff	15
6.13	Ministry Leaders and Ministry Teams	15

Article Seven –Books and Records 17

Article Eight – Fiscal Year 18

Article Nine –Indemnification		
9.1	Congregation and Leaders	19
9.2	Employees and Agents	19
Article Ten – Dissolution		
10.1	Right to Dissolve	20
10.2	Disposition of Property on Dissolution	20
Article Eleven – Amendment		
11.1	Right to Amend	21
	Glossary of Terms	22

We, the Leaders and congregation of Crosspoint Church, Rockford, Illinois, having searched the Word of God and sought the guidance of the Holy Spirit, and acting in accordance with the requirements of the Illinois General Not for Profit Act of 1986, do adopt the following By-Laws as the Church's articles of governance effective as of September 13, 2020.

ARTICLE ONE – NAME, ORGANIZATION, AND AFFILIATION

1.1 Name. The name of the Church is Crosspoint Church, formerly named Temple Baptist Church, Rockford, as a merged Church with Mosaic Rockford, Rockford.

1.2 Organization.

1.2.1 Date of Organization. Temple Baptist Church was organized in the State of Illinois, 1880.

1.2.2 Basis of Organization. Temple Baptist Church was incorporated (on August 30, 1991) under the Illinois General Not-For-Profit Corporation Act of 1986.

1. 2.2b Basis of Organization. Mosaic Rockford was incorporated (on May 1, 2007) under the Illinois General Not-For-Profit Corporation Act of 1986.

1.2.3 Merger of Organizations. Temple Baptist Church is hereby merged with Mosaic Rockford to become Crosspoint Church on September 13, 2020.

1.3 Affiliation. The Church is affiliated with Converge MidAmerica, Converge Worldwide, and The Gospel Coalition.

ARTICLE TWO – STATEMENT OF PURPOSE

2.1 Purpose. The purpose of Crosspoint Church is to be a religious entity in accord with the Illinois General Not-For-Profit Act of 1986 (the “Act”) and § 501(c)(3) of the United States Internal Revenue Code of 1986 (the “Code”), or the corresponding provisions of any future Illinois not-for-profit corporation law or United States internal revenue law.

Crosspoint Church exists to bring about the obedience of faith for the sake of His name among all the nations (Romans 1:5 ESV).

ARTICLE THREE – STATEMENT OF FAITH

3.1 THE WORD OF GOD. We believe that the Bible is the Word of God, fully inspired and without error in the original manuscripts, written under the inspiration of the Holy Spirit, and that it has supreme authority in all matters of faith and conduct. (2 Timothy 3:16; 2 Peter 1:20, 21; Mark 13:31; John 8:31, 32; John 20:31; Acts 20:32).

3.2 THE TRINITY. We believe that there is one living and true God, eternally existing in three persons; that these are equal in every divine perfection, and that they execute distinct but harmonious offices in the work of creation, providence, and redemption. (Genesis 1:1, 26; John 1:1, 3; Matthew 28:19; John 4:24; Mark 1:10,11; Romans 1:19, 20; Ephesians 4:5, 6).

3.3 GOD THE FATHER. We believe in God the Father, an infinite, personal spirit, perfect in holiness, wisdom, power, and love. We believe that He infallibly foreknows all that shall come to pass, that He concerns Himself mercifully in the affairs of each person, that He hears and answers prayer, and that He saves from sin and death all who come to Him through Jesus Christ. (Luke 10:21,22; Matthew 23:9; John 3:16; 6:27; Romans 1:7; 1 Timothy 1:1, 2; 2:5, 6; 1 Peter 1:3; Revelation 1:6).

3.4 JESUS CHRIST. We believe in Jesus Christ, God's only begotten Son, conceived by the Holy Spirit. We believe in His virgin birth, sinless life, miracles, and teachings. We believe in His substitutionary atoning death, bodily resurrection, ascension into heaven, perpetual intercession for His people, and personal visible return to earth. (Matthew 1:18-25; 20:28; Luke 1:26-38; John 1:1; 20:28, 30-31; Acts 1:11; Romans 5:6-8; 6:9, 10; 9:5; 8:32; 2 Corinthians 5:21; Ephesians 1:4; 1 Timothy 3:16; Hebrews 7:25; 9:28; 1 Peter 2:21-23).

3.5 THE HOLY SPIRIT. We believe in the Holy Spirit, who came forth from the Father and Son to convict the world of sin, righteousness, and judgment, and to regenerate, sanctify, and empower all who believe in Jesus Christ. We believe that the Holy Spirit indwells every believer in Christ, and that He is an abiding helper, teacher, and guide. (John 14:16, 17, 26; 15:26, 27; 16:9-14; Acts 1:8; Romans 8:9; 1 Corinthians 3:16; 6:19; 12:7-11, 27-31; 14; 2 Corinthians 3:17,18; Galatians 5:22-26).

3.6 REGENERATION. We believe that mankind was created by God in His own image; that he sinned and thereby incurred physical, spiritual, and eternal death; that as a consequence, all human beings are born with a sinful nature and are sinners by choice and are therefore under condemnation. We believe that those who repent and forsake sin and trust Jesus Christ as Savior are regenerated by the Holy Spirit and become new creatures, delivered from condemnation and receive eternal life. (Genesis 1:26; 2:17; 3:19 5:2; Psalm 51:7; Proverbs 28:13; Ecclesiastes. 2:11; Jeremiah 17:9; John 1:13; 3:14, 16; 5:24; 5:30; 7:13; 8:12; 10:26; Romans 3:19; 5:19; 8:1; 9:22; 2 Corinthians 5:17; 2 Thessalonians 1:9; James 1:14; 1 John 1:9; Revelation 19:3, 20; 20:10, 14, 15; 21:18).

3.7 THE CHURCH. We believe in the universal Church; a living spiritual body of which Christ is the head and all regenerated persons belong. We believe in the local Church, consisting of a company of believers in Jesus Christ, baptized on a credible profession of faith, and associated for worship, work, and fellowship. We believe that God has laid upon the people of the local Church the primary task of communicating the gospel of Jesus Christ to the entire world. (Acts 1:8; 2:42; Ephesians 2:19-22; 5:19-21; Hebrews 10:23-25).

3.8 CHRISTIAN CONDUCT. We believe that a Christian should live for the glory of God and the wellbeing of and love for others; that their conduct should be blameless before the world; that they should be a faithful steward of their possessions; and that they should seek to realize for themselves and others the full stature of maturity in Christ. (John 14:15, 23-24; Romans 12:1-3; 1 Corinthians 4:2; 10:31; 2 Corinthians 9:6-9; Colossians 1:9-10; Hebrews 12:1-2; 1 John 2:3-6).

3.9 BIBLICAL MARRIAGE. We believe that Christian marriage is a sacred institution ordained of God for the happiness of mankind and the propagation of the race. It is the spiritual and physical union of one man and one woman; this is the only legitimate sexual relationship and, according to the scriptural ideal, is to be broken only by death. Accordingly, this Church, its Pastors, and staff will not recognize any other union as a legitimate marriage; our Church and staff shall not officiate or participate in any same sex marriage or unions or ceremonies of any kind; and Church facilities shall not be used for such purposes. (Genesis 2:24; Matthew 15:19; Matthew 19:1-9; Mark 10:1-12; 1 Corinthians 6:9-11; 1 Thessalonians 4:3; Hebrews 13:4).

3.10 THE ORDINANCES. We believe that the Lord Jesus Christ has committed two ordinances to the local Church, baptism and the Lord's Supper. We believe that Christian baptism is the immersion of the believer in water into the name of the triune God. We believe that the Lord's Supper was instituted by Christ for commemoration of His death. We believe that these two ordinances should be observed and administered until the return of the Lord Jesus Christ. (Matthew 28:18-20; Romans 6:3-5; 1 Corinthians 11:23-26).

3.11 RELIGIOUS LIBERTY. We believe that every human being has a direct relationship with God and is responsible to God alone in all matters of faith; that each Church is independent and must be free from interference by any ecclesiastical or political authority; that therefore Church and State must be kept separate as having different functions, each fulfilling its duties free from dictation or patronage of the other. (1 Timothy 2:5; Romans 14:7-9, 12).

3.12 CHURCH COOPERATION. We believe that local churches can best promote the cause of Jesus Christ by cooperating with other churches and organizations. Such cooperation exists and functions by the will of the churches and organizations. Cooperation is voluntary and may be terminated at any time. (Acts 15:36,41; 16:5; 1 Corinthians 16:1; Galatians 1:1-3; Revelation 1:4, 10, 11).

3.13 THE LAST THINGS. We believe in the personal and visible return of the Lord Jesus Christ to earth and the establishment of His kingdom. We believe in the resurrection of the body, the final judgment, the eternal joy of the righteous and the suffering of the wicked. (Matthew 16:27; Mark 14:62; John 14:3; Acts 1:11; 1 Corinthians 4:5, 15; Philippians 3:20; 1 Thessalonians 4:15-17; 2 Thessalonians 1:7-10; 2 Timothy 4:1; Titus 2:13; Revelation 20:4-6, 11-15).

ARTICLE FOUR – LIMITATIONS ON CORPORATE AUTHORITY

4.1 Distributions to Exempt Organizations. The Church, being organized exclusively for religious purposes, may make distributions to organizations that qualify as exempt organizations under § 501(c)(3) of the Code.

4.2 No Distributions to Private Persons. No part of the net earnings of the Church shall inure to the benefit of, or be distributable to, its Members, Congregational Participants, Leadership Council, Staff, or any other private person, 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, including benevolence, set forth in Article Two.

4.3 Prohibited Activities. Notwithstanding any other provisions of these By-Laws, the Church shall not carry on any activities not permitted to be carried on by: (a) a corporate entity exempt from federal income tax under § 501(c)(3) of the Code; or (b) a corporate entity, contributions to which are deductible under § 170(c)(2) of the Code.

ARTICLE FIVE – MEMBERS AND CONGREGATIONAL PARTICIPANTS

5.1 Existence of Members. The Church Body at all times will have Members and Congregational Participants, and the definition, responsibilities, and privileges of both shall be as set forth in this Article Five.

5.2 Membership Requirements. Becoming a Member within the Church is first established on one becoming a genuine follower of Jesus Christ through having responded by faith by the drawing of the Holy Spirit to the message of the gospel. Members will agree in thoughts and actions with the Statement of Purpose, Statement of Faith, and Membership Covenant. Members will be active participants in this local congregation and will work to build it up. It shall be the responsibility of each Member to share thoughts, concerns, and ideas regarding the direction of the Church with the Leadership Council. These comments may be made electronically, verbally, or by written communication. All anonymous comments will be disregarded.

5.3 Congregational Participant Requirements. Congregational Participants are individuals who are genuine followers of Jesus Christ through having responded by faith by the drawing of the Holy Spirit to the message of the gospel and are connected to the Church community as participants but have chosen not to become members. To be considered a Congregational Participant, one must be actively involved in and supportive of the life and ministry of the Church for a period of at least 6 months. It shall be the responsibility of each Congregational Participant to share thoughts, concerns, and ideas regarding the direction of the Church with the Leadership Council. These comments may be made electronically, verbally, or by written communication. All anonymous comments will be disregarded.

5.4 Member and Congregational Participant Responsibilities.

5.4.1 Voting. Both Members and Congregational Participants may vote in Congregational Meetings, except those under the age of 18.

5.4.2 Calling of a Lead Pastor. The Members/Congregational Participants will affirm the calling of a Lead Pastor by vote held at a Congregational Meeting. A minimum of a two-thirds affirmative vote is required.

5.4.3 Financial Matters. The Members/Congregational Participants must authorize the annual budget, any non-budgeted expenditure or series of related non-budgeted expenditures that exceed twenty percent (20%) of the annual operating budget for the Church, and the placing of a mortgage or other encumbrance upon any real property owned by the Church. Any such action shall require a majority vote. The Members/Congregational Participants shall also have the exclusive power to authorize the purchase, sale, or conveyance of any real property, or any interest therein. Any such action shall require a majority vote.

5.4.4 Mergers and Affiliations. The Members/Congregational Participants must authorize a merger with any other church. The Members/Congregational Participants must authorize the affiliation or disaffiliation of the Church with any other organization, including a religious denomination, through a majority vote.

5.4.5 Amendments of these By-Laws. The Members/Congregational Participants must approve amendments to these By-laws by a majority vote according to Article Eleven.

5.4.6 Dissolution. The Members/Congregational Participants shall have the power to dissolve the Church through a majority vote.

5.5 Admission of Members.

5.5.1 Lead Pastor, Pastoral Staff and Leadership Council. The Lead Pastor, Pastoral Staff, and Leadership Council shall be Members of the Church subsequent to attending the One Body Class and submitting a signed Membership Covenant to the Church.

5.5.2 Other Persons. If any other person meets the eligibility criteria for membership (5.2), attends the One Body Class, and submits a signed Membership Covenant to the Church, then they shall be members of the Church.

5.6 Termination of Membership/Involvement.

5.6.1 Resignation. If a Member or Congregational Participant communicates to a Pastor or Leadership Council Member the decision to terminate membership/involvement, then the Member's or Congregational Participant's membership/involvement shall be terminated.

5.6.2 Obtaining Membership or Becoming Associated with Another Church. If a Member or Congregational Participant becomes a member of, or associates himself or herself with another church, then the Member's or Congregational Participant's membership shall be terminated.

5.6.3 Failing to Participate in the Life of the Church. If a Member or Congregational Participant fails to participate in the spiritual life of the Church for a period of time greater than twelve (12) months without mitigating circumstances, then that Member's or Congregational Participant's membership/involvement will be terminated by the Shepherd Elder Team. A Leadership Council member will notify such individual(s) of the intent to terminate.

5.6.4 Spiritual Discipline. If a Member/Congregational Participant has committed, or is committing, sin that is contrary to Scripture and remains in an unrepentant state after reasonable efforts have been made by the Shepherd Elder Team to confront the sin, to bring reconciliation, and to restore fellowship, then the Shepherd Elders, by affirmative vote following procedures that they may adopt, may terminate the Member's/Congregational Participant's membership/involvement. Such termination of membership/involvement shall be effective at the time of the affirmative vote of the Shepherd Elder Team. A Shepherd Elder Team member will notify such individual(s) of the decision to terminate.

5.6.5 Death. If a Member or Congregational Participant dies, then the Member's or Congregational Participant's membership/involvement shall terminate.

5.7 Meetings of the Congregation.

5.7.1 Worship Meetings. The Leadership Council shall oversee worship service(s).

5.7.2 Congregational Meetings.

5.7.2.1 Types of Congregational Meetings.

5.7.2.1.1 Annual Congregational Meetings. The Leadership Council will hold an Annual Congregational Meeting after the end of each fiscal year. The Leadership Council will hold this meeting on the third Sunday of the month of May, beginning

the new fiscal year. The Leadership Council, by affirmative vote and subject to the requirements of this Article Five, shall determine the place, the date, and the time for this meeting. The Leadership Council will establish the agenda for the meeting. The agenda will include the following matters: the presentation of an operating budget for the Church for the new fiscal year; any matter that the Leadership Council, by affirmative vote, determines to include in the agenda. Only the Leadership Council will have the power to establish agenda items for the meeting.

5.7.2.1.2 Special Congregational Meetings. The Leadership Council may hold a Special Congregational Meeting by affirmative vote, and, subject to the requirements of this Article Five, will determine the place, the date, and the time for such meeting. Also by affirmative vote, the Leadership Council will create the agenda for the meeting. Only the Leadership Council will have the power to create agenda items for the meeting.

5.7.2.2 Location of Congregational Meetings. All Congregational Meetings will take place in Winnebago County, Illinois.

5.7.2.3 Notice of Congregational Meetings. The Leadership Council will give notice to the Congregation of the place, the date, the time, and the purpose of a Congregational Meeting by one or more of the following methods: (1) a written letter, (2) a written announcement delivered at a weekly worship service, (3) email.

5.7.2.4 Quorum at Congregational Meetings. The Leadership Council may conduct a Congregational Meeting if twenty (20) percent or more of the Members/Congregational Participants of the Church are present at the meeting. The Leadership Council may not conduct a Congregational Meeting if fewer than twenty (20) percent of the Members/Congregational Participants of the Church are present at the meeting.

5.7.2.5 Moderator of Congregational Meetings. Member(s) of the Leadership Council will moderate a Congregational Meeting.

5.7.2.6 Voting at Congregational Meetings. The Members and Congregational Participants may vote at a Congregational Meeting. No proxy or absentee voting is permitted. No person under the age of 18 is eligible to vote.

ARTICLE SIX – CHURCH LEADERSHIP

6.1 Purpose of the Leadership Council. The Church at all times shall have Leaders who are Members of the Church, and who have been called to provide general leadership and spiritual oversight for the Church Body. Leaders serve and are responsible to Christ and to the Church Body for the spiritual health and the strategic direction of the Church. They will also help to develop future Church Leaders from within the congregation.

6.2 Composition and Organization of the Leadership Council. The Leadership Council shall consist of the Management Team and the Shepherd Elder Team. All pastoral staff will serve on the Shepherd Elder Team. The Lead Pastor or his designee from the Pastoral Staff will also serve on the Management Team and will be the primary liaison between the teams. Each team will consist of no fewer than three (3) additional Members. The joint Leadership Council (Management Team and Shepherd Elder Team) shall meet at least bi-annually for coordination and cooperation of leadership and ministries.

6.3 Qualifications for the Leadership Council. A Leadership Council member must be a Member of the Church and meet the biblical standards of conduct and character for a Leader as stated in 1 Timothy 3:1-7, Titus 1:5-9 and 1 Peter 5:1-4. The Leaders will recognize the need for input from the Church Body and will consult them when necessary. (Proverbs 12:15, 13:10, 15:22)

6.4 Selection Process of Leadership Council Members. Apart from the Church's Lead Pastor and all pastoral staff who shall always serve as Leaders, the Leadership Council shall determine the need for new Leaders and the qualifications of Members as candidates. Anyone in the congregation may nominate qualified individuals to the Leadership Council or may be asked by a Leadership Council member to be considered as such. An interview shall be conducted by at least two Leaders, discussing qualifications, responsibilities, and expectations. Upon acceptance of such candidate by a majority of the Leaders at a Leadership Council meeting, the candidate shall be announced by the Leadership Council to the congregation for a period of consideration. The congregation will have a period of one month to share any comments, positive or negative, regarding the candidate with the Leadership Council. Any comments made anonymously will be disregarded. After the period of consideration, the Leadership Council may approve the new Leader and announce the new Leader to the congregation. New Management Team members will be selected and approved by a majority vote of the Management Team. New Shepherd Elder Team members will be selected and approved by a majority vote of the Shepherd Elders.

6.5 Leadership Council Term. Leadership Council members are asked to serve for at least two (2) years and are encouraged to extend service if their ability and calling continue. Service shall be reviewed and renewed every two years by their respective team (Management Team or Shepherd Elder Team). This shall include a period of consideration (see 6.4 above) one month

prior to reaffirmation. A Leader's service may be discontinued by his/her own decision through resignation or by immediate removal upon a majority decision by their respective team members in consideration of their continuing biblical qualifications, ministry effectiveness, and any personal factors that might affect their service.

6.6 Responsibilities of the Leadership Council. The Leadership Council will serve the congregation and the Pastoral Staff. Specific responsibilities of the Leadership Council are: **(1) Oversee the Ministry of the Church** - The Leadership Council is responsible to clarify and communicate the mission, vision, and goals of the Church, to oversee the ministries of the Church, including its worship services, and to assure, in consultation with the Leaders of each ministry, its contribution in fulfilling the Church's mission. This includes the authority to establish and dissolve ministries; **(2) Serve as Church Governing Body** - The Leadership Council is legally recognized as the governing body of the Church. It is responsible to select Church officers as required by the State of Illinois, to establish and periodically update Church policies, and to authorize the signing of legal documents consistent with the Church budget and these By-Laws. Such oversight and governing authority allows for Pastoral Staff, Ministry Leaders, and Non-Pastoral Staff to direct and make decisions for the operations of Church ministries consistent with these By-Laws under the oversight of the Leadership Council; **(3) Oversee and Assist the Pastoral Staff** – The Leadership Council is continually responsible to work closely with all Pastoral Staff, overseeing their ministry, advising them as needed, and annually reviewing and evaluating the ministry and character of the Lead Pastor. One member of the Shepherd Elder Team shall be brought in at the discretion of the Lead Pastor for reviews of the Pastoral Staff. **(4) Seek Input** – The Leadership Council will recognize the need for input from a variety of people within the Church Body and will consult them when necessary. (Proverbs 12:15, 13:10, 15:22)

6.7 Responsibilities of the Management Team. The Management Team will serve the congregation and the Pastoral Staff. Specific responsibilities of the Management Team are: **(1) Serve the Church Body** - The Management Team will endeavor to meet the needs of the people of the Church Body, overseeing the Church's ministries with humility and love; **(2) Pray for the Church** - The Management Team will regularly pray for the Church, for the physical and spiritual well-being of its people, and for the advancement of the cause of Christ; **(3) Lead by Example** - The Management Team members are to be biblical role models in their personal lives and in their leadership of the Church; **(4) Seek input from and provide feedback to the Church Body** - The Management Team will regularly report to and seek input and approval from the Church Body by vote as required (see 5.4 above) regarding the direction and programming of the Church. (Proverbs 12:15, 13:10, 15:22)

6.8 Responsibilities of the Shepherd Elder Team. Specific responsibilities of the Shepherd Elder Team include: **(1) Provide Spiritual Oversight** - The Shepherd Elders will oversee the spiritual health of the Church and offer advice as needed to the Pastoral Staff and Management Team; **(2) Support the Pastoral Staff** - This team will provide support to the Pastoral Staff and share in pastoral duties (e.g., visitation) as needed. Support may include opportunity for a sabbatical; **(3)**

Oversee Prayer Ministry - The Shepherd Elders will regularly pray for the Church, for the physical and spiritual well-being of its people, and for the advancement of the cause of Christ, Further, they will oversee the prayer ministry of the Church; (4) **Teach and Exhort** - The Shepherd Elders will have the primary responsibility to teach and exhort within the Church community; (5) **Refute False Teaching and Resolve Theological Issues** - The Shepherd Elders are responsible to insure that the teaching in the Church is consistent with the Holy Scriptures. This team shall refute false teaching and facilitate resolution of issues as needed; (6) **Exercise Church Discipline** - The Shepherd Elders are responsible to admonish and discipline those in the Church Body who continue in a pattern of behavior contradictory to the Holy Scriptures; and (7) **Licensing and Ordination** - The Shepherd Elders have the authority to license, ordain, and commission candidates on behalf of the Church;

6.9 No Compensation of Leadership Council Members.

No lay Leader shall be compensated for serving on the Leadership Council.

6.10 Lead Pastor. Based on the biblical standards of conduct and character for a Church Leader (see 6.3), the Church may employ a Lead Pastor who shall be recommended by the Leadership Council at a Congregational Meeting; following that recommendation, Members and Congregational Participants shall vote on the candidate's service as Lead Pastor. A minimum of a two-thirds affirmative vote is required. The Lead Pastor must meet the eligibility requirements for becoming a Member and serve as a Shepherd Elder. The Lead Pastor or his designee from the Pastoral Staff will also serve on the Management Team and will be the primary liaison between the teams. The pastoral relationship between the Church and the Lead Pastor shall terminate upon either the effective date of the Lead Pastor's resignation or the removal of the Lead Pastor by an affirmative unanimous vote by the Shepherd Elders at a meeting; no Congregational vote is necessary. All Pastoral Staff shall be recused from this vote. In the event that the vote is not unanimous, there shall be two additional votes, with both sides required to make their case. At the end of the third vote, if there is still a dissention, a fourth and final vote shall be taken with the minority recusing themselves. The Shepherd Elders shall announce these decisions to the Congregation.

6.11 Pastoral Staff. Based on the biblical standards of conduct and character for a Church Leader (see 6.3), the Leadership Council, by affirmative vote at a meeting, may employ one or more Pastors. Pastoral Staff must also meet the eligibility requirements for becoming a Member. Supervision of each Pastoral Staff member is assigned in the job description at the time of hire and may be subsequently changed as needed, based on the Church organizational structure. Pastoral Staff shall meet regularly with their respective Supervisor. Pastoral Staff shall assist the Lead Pastor and assume such specific responsibilities as the Leadership Council may assign to this person. The pastoral relationship between the Church and a Pastor shall terminate upon either the effective date of the Pastor's resignation or the removal of the Pastor by a majority unanimous affirmative vote by the Shepherd Elders at a meeting; no Congregational vote is necessary. All Pastoral Staff shall be recused from this vote. In the event that the vote is not unanimous, there shall be two additional votes, with both sides required to make their case. At the end of the third vote, if there is still a dissention, a fourth and final vote shall be taken with

the minority recusing themselves. The Shepherd Elders shall announce these decisions to the Congregation.

6.12 Non-Pastoral Staff. As the Lead Pastor may determine to be appropriate and consistent with the Church budget and By-Laws, the Church may employ Non-Pastoral Staff under the oversight of the Leadership Council. Supervision of each Non-Pastoral Staff member is assigned in the job description at the time of hire and may be subsequently changed as needed, based on the Church organizational structure. Non-Pastoral Staff shall meet regularly with their respective Supervisor. The employment relationship between the Church and a member of the Non-Pastoral Staff shall terminate upon the effective date of Staff member's resignation or the termination of the Staff member's employment by the Management Team.

6.13 Ministry Leaders and Ministry Teams. Ministries of the Church shall be led by Ministry Leaders who are responsible to and empowered by the Leadership Council to organize, plan, and implement the ministry consistent with the mission, vision, goals, and budget of the church. A Ministry Team Leader shall (1) Meet the biblical standards of a Church Leader as described in 1 Timothy 3:8-13; (2) Demonstrate appropriate gifts and knowledge for his/her specific ministry; and (3) Demonstrate a commitment to the people of the Church. Ministry Team Leaders shall meet regularly with their Ministry Teams to pray and to plan, coordinate, and communicate among themselves. Ministry Leaders shall report on their ministry as needed or as requested by the Leadership Council and shall assist the Finance Team in the timely preparation of the annual Church budget.

ARTICLE SEVEN – BOOKS AND RECORDS

7.1 Books and Records. The Church shall keep correct and complete books and records of accounts and shall conduct a regular outside review of such books and records. The Church also shall keep minutes of the proceedings of the congregation, and shall keep, at the Church's principal office, a record giving the names and addresses of the Members of the Church. A congregational Member may request access to Church financial reports as related to budget and spending not including individual giving records. The Leadership Council shall have full access to books and records.

ARTICLE EIGHT – FISCAL YEAR

8.1 Fiscal Year. The Fiscal Year of the Church shall be May 1 to April 30.

ARTICLE NINE – INDEMNIFICATION

9.1 *Congregation and Leaders.* The Church shall indemnify any person who was or is a party, or is threatened to be made a party to or witness in, any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that the person is or was a Member or Church Leader, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by that person in connection with such action, suit, or proceeding to the fullest extent and in the manner set forth in and permitted by the Act and any other applicable law, as from time-to-time in effect. Such right of indemnification shall not be deemed exclusive of any other rights to which such Member or Church Leader may be entitled apart from the foregoing provision. The foregoing provision of this Article shall be deemed to be a contract between the Church and each Member and Church Leader who serves in such capacity at any time while this Article and the relevant provisions of the Act and other applicable law, if any, are in effect, and any repeal or modification thereof shall not affect any rights or obligations then existing, with respect to any state of facts then or theretofore existing, or any action, suit, or proceeding theretofore, or thereafter, brought or threatened based in whole or in part on any such state of facts.

9.2 *Employees and Agents.* The Church may indemnify any person who was or is a party, or is threatened to be made a party to or witness in, any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that the person is or was an employee or agent of the Church, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by that person in connection with such action, suit, or proceeding to the extent and in the manner set forth in and permitted by the Act and any other applicable law, as from time-to-time in effect. Such right of indemnification shall not be deemed exclusive of any other rights to which any such person may be entitled apart from the foregoing provisions.

ARTICLE TEN – DISSOLUTION

10.1 Right to Dissolve. The Congregation of the Church, by the required affirmative vote, as outlined in 5.4.6, may dissolve the Church.

10.2 Disposition of Property upon Dissolution. If the Church dissolves or ceases to function as a Church, then, after the satisfaction of all obligations, debts, and liabilities of the Church, all of the assets of the Church, including its personal and real property, appurtenances, and effects, shall inure to the benefit of, and become the property of and be divided evenly between Converge MidAmerica and The Gospel Coalition, if either Converge MidAmerica and/or The Gospel Coalition, at that time, exists and is willing and able to accept the assets of the Church under the conditions of § 501(c)(3) of the Code.

ARTICLE ELEVEN – AMENDMENT

11.1 Right to Amend. The Members/Congregational Participants, by majority affirmative vote, may amend these By-Laws in accordance with Article 5.4.5.

GLOSSARY OF TERMS

Management Team. Local church leaders referred to in scripture as “deacons.”

Shepherd Elder Team. Local church leaders referred to in scripture as “elders” or “overseers.”