

The Bylaws
of
New City Fellowship
Marion, Ohio

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ARTICLE 1: NAME AND PURPOSE

SECTION 1.01—NAME

The name of this assembly shall be called New City Fellowship. It is incorporated as a non-profit corporation under the laws of the State of Ohio.

SECTION 1.02—PURPOSE

New City Fellowship (also hereafter NCF) exists as an independent Christian church for the promulgation of the gospel of Jesus Christ and for the making and maturing of his disciples. This corporation is organized exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue law), including but not limited to, proclaiming the Gospel of the Lord Jesus Christ; establishing and maintaining religious worship; educating believers in a manner consistent with the requirements of Holy Scripture; and maintaining missionary activities in the United States and in any foreign country.

ARTICLE 2: STATEMENT OF FAITH AND COVENANT

SECTION 2.01—STATEMENT OF FAITH¹

- A. God. We believe in one God, Creator of all things, holy, infinitely perfect, and eternally existing in a loving unity of three equally divine Persons: the Father, the Son and the Holy Spirit. Having limitless knowledge and sovereign power, God has graciously purposed from eternity to redeem a people for Himself and to make all things new for His own glory.

- B. The Bible. We believe that God has spoken in the Scriptures, both Old and New Testaments,² through the words of human authors. As the verbally inspired Word of God, the Bible is without error in the original writings, the complete revelation of His will for salvation, and the ultimate authority by which every realm of human knowledge and endeavor should be judged. Therefore, it is to be believed in all that it teaches, obeyed in all that it requires, and trusted in all that it promises.

¹ Items A through J of this Statement of Faith are adopted from the 2008 Evangelical Free Church of America (EFCA) Statement of Faith. Alterations or additions to the EFCA Statement of Faith are footnoted. Scripture references for each of these items can be found online at <http://go.efca.org/resources/document/efca-statement-faith-scripture-references>.

² These include the 39 books of the Old Testament and the 27 books of the New Testament, which have been recognized as divinely inspired and authoritative throughout the church's history.

- C. Humanity. We believe that God created Adam and Eve in His image, but they sinned when tempted by Satan. In union with Adam, human beings are sinners by nature and by choice, alienated from God, and under His wrath. Only through God's saving work in Jesus Christ can we be rescued, reconciled and renewed.
- D. Jesus Christ. We believe that Jesus Christ is God incarnate, fully God and fully man, one Person in two natures. Jesus—Israel's promised Messiah—was conceived through the Holy Spirit and born of the virgin Mary. He lived a sinless life, was crucified under Pontius Pilate, arose bodily from the dead, ascended into heaven and sits at the right hand of God the Father as our High Priest and Advocate.
- E. The Work of Christ. We believe that Jesus Christ, as our representative and substitute, shed His blood on the cross as the perfect, all-sufficient sacrifice for our sins. His atoning death and victorious resurrection constitute the only ground for salvation.³ Through His sacrifice and resurrection, He has redeemed a people for himself—a people drawn from every tribe, tongue, and nation.
- F. The Holy Spirit. We believe that the Holy Spirit, in all that He does, glorifies the Lord Jesus Christ. He convicts the world of its guilt. He regenerates sinners, and in Him they are baptized into union with Christ and adopted as heirs in the family of God. He also indwells, illuminates, guides, equips and empowers believers for Christ-like living and service.
- G. The Church. We believe that the true church comprises all who have been justified by God's grace through faith alone in Christ alone. They are united by the Holy Spirit in the body of Christ, of which He is the Head. The true church is manifest in local churches, whose membership should be composed only of believers.⁴ Furthermore, we believe that baptism and the Lord's Supper are ordained by the Lord Jesus himself. The former is connected with entrance into the new covenant community (the church), the latter with ongoing covenant renewal. Together they are simultaneously God's pledge to us, divinely ordained means of grace, our public vows of submission to the once crucified and now resurrected Christ, and anticipations of His return and of the consummation of all things.
- H. Christian Living. We believe that God's justifying grace must not be separated from His sanctifying power and purpose. God commands us to love Him supremely and others sacrificially, and to live out our faith with care for one another, compassion toward the poor and justice for the oppressed. With God's Word, the Spirit's power, and fervent prayer in Christ's name, we are to combat the spiritual forces of evil. In obedience to Christ's

³ The remainder of Item E is in addition to the EFCA 2008 wording.

⁴ The remainder of Item G replaces the EFCA 2008 wording. The amended wording is taken from The Gospel Coalition's Confessional Statement (www.thegospelcoalition.org/about/foundation-documents/confessional-statement).

commission, we are to make disciples among all people, always bearing witness to the gospel in word and deed.

- I. Christ's Return. We believe in the personal and bodily return of our Lord Jesus Christ. The coming of Christ, at a time known only to God, demands constant expectancy and, as our blessed hope, motivates the believer to godly living, sacrificial service and energetic mission.⁵

- J. Response and Eternal Destiny. We believe that God commands everyone everywhere to believe the gospel by turning to Him in repentance and receiving the Lord Jesus Christ. We believe that God will raise the dead bodily and judge the world, assigning the unbeliever to condemnation and eternal conscious punishment and the believer to eternal blessedness and joy with the Lord in the new heaven and the new earth, to the praise of His glorious grace. Amen.

- K. Specific Issues. In addition to the above declarations, NCF deems it prudent to clarify our stances on specific issues. We do not profess to live in perfect accord with these stances. Nevertheless, where we fall short, we repent of our failings and continue to pursue these ideals, believing that they reflect the will of our Lord, and aiming to embody them for his glory, and by his grace.
 - 1) Creation. We believe that God created all that exists outside of himself by means of his own powerful Word, and for his own glory. We believe that the Genesis account of creation is neither allegory nor myth, but that it is a historical account of God's creation of the universe in six days. (Genesis 1–2; Exodus 20:11; Isaiah 43:7; Romans 4:17b; Hebrews 11:3)

 - 2) Civil Government. We believe that God has created and appointed all human authorities, which consist of three basic institutions: a) the home, b) the church, and c) the state. Every person is subject to these authorities, but all—including the authorities themselves—are answerable to God and governed by God's Word. God has given each institution specific biblical responsibilities and balanced those responsibilities with the understanding that no institution has the right to infringe upon another. The home, the church, and the state are equal and sovereign in their respective biblically assigned spheres of responsibility under God. We believe that we must obey the state unless it requires us to act contrary to our faith, at which time we must obey God rather than men. (Matthew 22:15–22; Acts 5:29; Romans 13:1–7; Ephesians 5:22–24; Titus 3:1–2; Hebrews 13:17; 1 Peter 2:13–14)

⁵ The original wording of the 2008 EFCA Statement of Faith is as follows: “We believe in the personal, bodily *and premillennial* return of our Lord Jesus Christ” (emphasis added). While we do not deny the plausibility of the historic premillennial understanding of Revelation 20:1–10, neither do we require members of our church to hold this understanding.

- 3) Human Sexuality. We believe that the only Scriptural marriage is the joining of one natural-born man and one natural-born woman. We believe that God has commanded that no intimate sexual activity be engaged in outside of Scriptural marriage. This implies that any form of homosexuality, lesbianism, bisexuality, bestiality, incest, fornication, adultery, or pornography is a sinful perversion of God's gift of human sexual intimacy. We believe that God disapproves of and forbids any attempt to alter one's gender by surgery or by appearance. The purpose of stating these beliefs of ours is not to approve of or to fuel self-righteous condemnation toward the world, but to clarify what inclusion in Christ's redeemed community entails. (Genesis 2:24; Romans 1:26–29; 1 Corinthians 5:1–13; 6:9–20; 1 Thessalonians 4:1–8; Hebrews 13:4)
- 4) Abortion. We believe that human life begins at conception, and that the unborn child is a living human being. The proper end of a pregnancy is birth. Abortion, being the unjustified taking of unborn human life, is murder. We, therefore, oppose abortion. At the same time, we acknowledge that being "pro-life" entails more than simply being against abortion. We seek, therefore, as we are able, not only the healthy birth of baby human beings, but also human flourishing throughout all of life until natural death. (Job 3:16; Psalm 51:5; 127:3–5; 139:14–16; Isaiah 44:24; 49:1, 5; Jeremiah 1:5; 20:15–18; Luke 1:44; John 10:10; 1 Peter 4:15–16).
- 5) Euthanasia & Assisted Suicide. Life is a gift of God and must be respected from conception until natural death. Thus, we believe that an act or omission which, of itself or by intention, causes death in order to eliminate suffering constitutes a murder, and is contrary to the will of God. At the same time, we recognize that discontinuing medical procedures that are extraordinary or disproportionate to the expected outcome can be a legitimate refusal of treatment. (Genesis 2:7; 6:5–6; Exodus 20:13; Matthew 5:21; John 10:10; Acts 17:28)
- 6) Divorce & Remarriage. We believe that God generally disapproves of and forbids divorce, and that he intends marriage to be a joy-filled, God-glorifying institution which lasts until one of the spouses dies. This divine intention is reflected both in Scripture and in the wedding vow, which declares the union as lasting "until death do us part." God in his Word legitimates divorce only in cases of unrepentant adultery or the abandonment of an unbelieving spouse. In these cases, the innocent spouse is free to remarry, only in the Lord. Furthermore, given the divinely-ordained meaning of marriage, and the urgency of these last days, it is better for divorced or unmarried persons to remain so, if practicable. (Malachi 2:14–17; Matthew 5:31–32; 19:3–12; Mark 10:2–12; Luke 16:18; Romans 7:1–3; 1 Corinthians 7:1–31).
- 7) Gender and Complementarity. In God's wise purposes, men and women are not simply interchangeable, but rather they complement each other in mutually enriching ways. God ordains that men and women each assume distinctive roles which reflect the loving relationship between Christ and the church. For instance, in marriage, the husband

exercises headship in a way that displays the caring, sacrificial love of Christ for his church, and the wife submits to her husband in a way that models the love of the church for her Lord. In the ministry of the church, both men and women are encouraged to serve Christ and to be developed to their full potential in the manifold ministries of the people of God. The distinctive leadership role within the church given to qualified men is grounded in creation, fall, and redemption, and it cannot be dismissed by appeals to cultural change.⁶ (Genesis 1:26–27; 2:5–25; Ephesians 5:22–33; 1 Timothy 2:8–15)

- 8) Addictions. We believe that, as sinful human beings, we are naturally addicted to earthly things: work, sex, money, food, drink, drugs, gambling, success, etc. In his Word, God describes addictions as *idolatry*. Therefore, we believe that such addictions are sinful, and their end is death. The power to overcome idolatrous addictions is found only in the Gospel of Jesus Christ. In coming to Christ, we do not expect all temptations to idolatry to suddenly disappear; however, we do consistently repent of these addictions, and we gladly acknowledge the realities of our new identity, nature, and life in Christ. As we mature in our faith in Christ, we anticipate becoming increasingly free from sinful addictions, even as we have been set free from them already in Christ. We rejoice in God’s grace, which turns us away from our idols, and which turns us to love and worship the One Living and True God. (Proverbs 3:5–6; Isaiah 41:5–10; 44:1–28; 55:1–9; Jonah 2:8; John 10:10; Romans 1:18–23; 6:1–23; 1 Corinthians 6:9–11; Colossians 3:5–17; Revelation 22:17)
- 9) Believers’ Disputes. We believe that Christians are prohibited from bringing civil lawsuits against other Christians or the church, in order to resolve personal disputes or otherwise. We believe the church possesses all the resources necessary to resolve personal disputes between members. We do believe, however, that a Christian may seek compensation for injuries from another Christian’s insurance company as long as the claim is pursued in submission to God-instituted authorities, and as long as it is pursued without malice, bitterness, or slander. (Matthew 18:15–17; 1 Corinthians 6:1–8; Ephesians 4:31–5:2)
- 10) Love. We are commanded to love others, not only our fellow believers, but also those who are not believers, those who oppose us, and those who engage in sinful actions. We are to respond to those who oppose us with graciousness, gentleness, patience, and humility. God forbids the stirring up of strife, the taking of revenge, or the threat or use of violence as a means of resolving personal conflicts or obtaining personal justice. God teaches us to abhor sin, just as he abhors it. At the same time, he teaches us also to love and pray for any person who engages in such sinful actions, even as he himself loves the world. (Leviticus 19:18; Matthew 5:44–48; Luke 6:31; John 3:14–21; 13:34–

⁶ This item is adapted from The Gospel Coalition’s Confessional Statement (www.thegospelcoalition.org/about/foundation-documents/confessional-statement).

35; Romans 12:9–10, 17–21; 2 Timothy 2:24–26; Titus 3:2; 1 Peter 2:20–25; 1 John 3:17–18)

SECTION 2.02—AUTHORITY OF THE STATEMENT OF FAITH

The Statement of Faith does not exhaust the extent of our faith. The Bible itself is the final and authoritative source of all that we believe. We do believe, however, that the foregoing Statement of Faith accurately represents the teachings of the Bible, and therefore, is binding upon all our members.

SECTION 2.03—MEMBERS’ COVENANT

- A. The Members’ Covenant of New City Fellowship serves a number of purposes. It clarifies our biblical responsibilities, reminds us of our mutual obligations in Christ, guides us away from arrogant individualism, orients our priorities, helps us identify areas of unrepentant sin, and emphasizes the meaningfulness of membership.
- B. At the same time, it must be stated emphatically, that nothing we do (or promise to do) *adds to* or *earns* God’s grace toward us in Christ, and nothing we do (or promise to do) can be done *apart from* our faith-union with Christ. Nothing we do could possibly cause God to love us more than he already does love us in his Son; and nothing we fail to do could possibly cause God to love us any less, because his love for his people is rooted in his own promises, not in our performances.
- C. The following is the Members’ Covenant of New City Fellowship. Members of NCF shall sign this Covenant with a good conscience, and endeavor to live out its ideals, even as we have been called to Christ-likeness, and even as God is at work in us “to will and to do according to his good pleasure.”

NEW CITY FELLOWSHIP

MEMBERS’ COVENANT

As a citizen of the heavenly city, and as a member of this local church, by God’s grace alone I endeavor to embody Colossians 3:12–17, which says:

“Put on then, as God’s chosen ones, holy and beloved, compassionate hearts, kindness, humility, meekness, and patience, bearing with one another and, if one has a complaint against another, forgiving each other; as the Lord has forgiven you, so you also must forgive. And above all these put on love, which binds everything together in perfect harmony. And let the peace of Christ rule in your hearts, to which indeed you were called in one body. And be thankful. Let the word of Christ dwell in you richly, teaching and admonishing one another in all wisdom, singing psalms and hymns and spiritual songs, with thankfulness in your hearts to God. And whatever you do, in

word or deed, do everything in the name of the Lord Jesus, giving thanks to God the Father through him.”

ARTICLE 3: GOVERNMENT

SECTION 3.01—DENOMINATIONAL AFFILIATION

New City Fellowship is an independent, evangelical, autonomous Baptist church.

SECTION 3.02—SOURCE OF AUTHORITY

New City Fellowship gladly acknowledges Jesus Christ as the Head of the global church, and he is also the ultimate authority and Lord of every local congregation. Furthermore, NCF gladly looks to the Holy Scriptures as the inerrant and sufficient guide in matters of faith, church order, and discipline. While NCF may seek the assistance and counsel of other churches in matters of special concern to us, we maintain that the decision of no other church or group of churches shall at any time be acknowledged as binding on this church.

SECTION 3.03—ELDER LEADERSHIP

New City Fellowship shall be led by its Elders as described in Article 8 and throughout these Bylaws. The membership at NCF shall submit to the leadership of these Elders. In turn, the Elders shall exercise authoritative and decisive leadership, as under-shepherds of the Chief Shepherd Jesus Christ. Therefore, the Elders shall exercise leadership as humble servants and caretakers of the flock of God, and not as self-interested totalitarians (Matthew 20:24–28; Acts 20:28; James 3:1; 1 Peter 5:1–4). Ideally, there will be more than one Elder leading NCF at any given time. There may, however, be times when only one Elder is present.⁷

SECTION 3.04—COOPERATION WITH OTHER CHURCHES

New City Fellowship may cooperate with other groups of like faith and practice on a voluntary basis, but it maintains the right not to cooperate with any group that permits the presence of apostasy or that denies fundamental tenets of the Gospel.

⁷ In this case, see the provisions set forth in Section 4.01(A).

ARTICLE 4: CORPORATE OFFICERS

SECTION 4.01—CORPORATE OFFICERS

As an accommodation to legal relationships outside the church, the Elders shall serve as the corporate officers of NCF. The specific roles of these corporate officers are as follows.

- A. **THE BOARD OF DIRECTORS.** Normally, the Elders of NCF shall serve as its Board of Directors. If, at any time, NCF has fewer than three Elders among its own membership, then up to three Deacons of NCF shall help constitute the Board of Directors. If, at any time, NCF has fewer than three Elders and Deacons, then the existing members of the Board may appoint men from the congregation to serve in an interim fashion, such that there are at least three members on this Board at all times. Only members of this Board shall have voting rights as officers of the corporation.
- B. **THE PRESIDENT.** The President shall be the Executive Director of the Corporation. He shall, subject to the oversight of the Board, and for the sake of wisdom avoiding areas of conflicted interest, have general supervision, direction, and control of the activities and officers of NCF. He shall be the same man who serves as the Chairman of the Elders (see Article 8). He shall preside at all meetings of the Board, which are to be conducted according to the biblical principles such as are set forth in Philippians 2:2–8. He shall be an *ex officio* member of all the standing committees of the Corporation, if any, and shall have powers and duties incident to the office of President and as may be prescribed by the Board or by these Bylaws.
- C. **THE VICE-PRESIDENT.** In the absence or disability of the President, the Vice-President, who shall be a person who is a member of the Board, shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the President. Ideally, he shall be the same man who serves as the Vice-Chairman of the Elders (see Article 8). Otherwise, the President shall appoint one of the other Board members to serve as the interim Vice-President. The Vice President shall have such other powers and perform such other duties incident to the office of Vice-President and as from time to time may be prescribed for him by the Board or by these Bylaws. This office shall be elected by a vote of the Board at its annual meeting.

SECTION 4.02—OTHER OFFICES

There shall be other offices of the Corporation. These offices are intended for the expeditious and efficient operation of church operations. These offices, ipso facto, shall not have voting rights.

- A. **THE SECRETARY.** The Secretary shall be a member of NCF, appointed by the Board. He or she shall keep, or cause to be kept, a book of minutes of all official meetings of the church members, the Board, and its committees, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, and the proceedings thereof. Moreover, the Secretary shall keep, or cause to be kept, at the principal office in the State of Ohio a copy of NCF's Articles of Incorporation. The Secretary shall file a Statement of Continued Existence with the office of the Ohio Secretary of State, and also ensure that the Ohio Secretary of State's office is made aware if NCF changes its statutory agent. Furthermore, NCF's Secretary shall keep, or cause to be kept at the principal office of NCF, a church membership register showing the names of the members and their contact information.

- B. **THE TREASURER.** The Treasurer shall be a member of NCF, appointed by the Board. He or she shall ensure that all financial activities and transactions are consistent with the Articles of Incorporation and these Bylaws as well as the Ohio Nonprofit Corporation Law. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of NCF. The books of account shall at all reasonable times be open to inspection by any member of the Board. The Treasurer shall deposit, or cause to be deposited, all monies and other valuables in the name and to the credit of NCF with such depositories as may be designated by the Board. He or she shall disburse, or cause to be disbursed, the funds of NCF as may be ordered by the Board, and (as applicable) affirmed by the membership, and shall render, or cause to be rendered, to the Board, whenever they request it, an account of all the transactions and of the financial condition of NCF, and shall have such other powers and perform such other duties as incident to the office of Treasurer and as may be prescribed by the Board. He or she shall make, or cause to be made, the financial reports at the regular annual and semi-annual meetings of church members.

SECTION 4.03—GENERAL ELIGIBILITY FOR ALL OFFICERS

- A. The church shall not install or retain an officer who fails to adhere to or who expresses disagreement with the Statement of Faith or Members' Covenant as set forth in Article 2. All corporate officers, upon taking office, shall, either explicitly or ipso facto, affirm (or re-affirm) the Statement of Faith.

- B. In order to commence or to continue serving in the office of President of the Board, Vice-President of the Board, Secretary, or Treasurer, an individual must be approved initially and thereafter continually by the Board.

- C. Only church members are eligible for appointment to any office in the Corporation. Upon termination of membership of any officer, he or she shall immediately forfeit his or her position.

SECTION 4.04—TERMS OF OFFICE

- A. The term of service for all offices and positions, except for the President of the Board, shall be one year, at the expiration of which the officers may be re-appointed.
- B. The President shall serve for an undetermined extent of time.
- C. A vacancy in any office or board, except in the case of the President, may be filled at any time by the Board.
- D. Upon the resignation, death, or dismissal of the President, the church shall seek a candidate who subscribes to the Statement of Faith and the Leaders' Statement of Faith, the Members' Covenant, and these Bylaws, and who qualifies for service as an Elder according to Article 8. The church shall abide by the following guidelines for appointing a President.
 - 1. The remaining members of the Board shall choose among themselves a man who shall serve as the President. They shall also decide if this appointed President will serve in an interim or a permanent fashion. If permanent, and if he is not already an Elder of the church, then he shall be made an Elder according to the rules and processes described in Article 8 of these Bylaws.
 - 2. If none of the remaining members of the Board wishes to serve as the President, then they shall lead the search for a new President of the Corporation, gathering insight from the members of the church as is wise and necessary, and according to the principles set forth in Article 8 of these Bylaws.

ARTICLE 5: MEMBERSHIP

SECTION 5.01—DEFINITION AND FUNCTION OF MEMBERSHIP

- A. All who, by God's grace, have placed their faith in Jesus Christ are immediately baptized by the Spirit into the universal church, which is the body of Christ, and of which Christ is the head (1 Corinthians 12:12–13, 20; Ephesians 1:22). In step with this work of the Spirit, followers of Jesus Christ must commit themselves to membership in a local church (Acts 2:41, 47; 14:21–23; 20:28; cf. Matthew 18:17). In line with this, the Scriptures describe churches as keeping lists of their members (Acts 2:41, 47; 5:14; 1 Timothy 5:9).

- B. Becoming an official member of a local church is of critical importance for the spiritual growth and safety of the believer. To understand what the heart of membership entails, see the Members' Covenant (Section 2.03).

SECTION 5.02—ADMISSION TO MEMBERSHIP

Regular attenders at NCF are strongly and warmly encouraged to apply for membership. The process of being admitted into membership at NCF involves the following steps:

- 1) Any prospective member of NCF shall request an application from the Elders. In return, the prospective member shall be given a copy of these Bylaws, a copy of the Members' Covenant to sign, and the Application for Membership.
- 2) The Applicant shall read these Bylaws and submit his or her completed Application for Membership to the Elders.
- 3) Upon submission of the Application, the Applicant shall be interviewed by the Elders. The Elders shall ensure that the Applicant understands and subscribes to the Statement of Faith, the Members' Covenant, and these Bylaws.
- 4) The Applicant's admittance into membership at NCF is contingent upon his or her agreement with the Statement of Faith, willingness to abide by these Bylaws, signing the Members' Covenant with a good conscience, and satisfactorily completing the Application, as deemed by the Elders.
- 5) Upon satisfying these requirements, the Applicant shall be considered a Member, and he or she shall be presented to the congregation for the purpose of being joyfully welcomed into the fellowship of believers through an official service, as designated by the Elders.

SECTION 5.03—BAPTISM AND MEMBERSHIP

- A. Baptism signifies membership in Christ as well as membership into a local church (Acts 2:41; 1 Corinthians 12:13; Ephesians 4:5). Therefore, all persons baptized at NCF shall agree to become members of NCF. This means that the person being baptized at NCF shall have completed, prior to their baptism, the application process as described in Section 5.02.
- B. Baptism shall be required for membership. If a person has already been baptized, he or she shall not be required to be baptized a second time before joining NCF's membership. Such a person needs only to complete the rest of the application process.
- C. If a person has not been baptized according to the biblical definition of baptism, but has only been "christened" or "baptized" as an infant; and if such a person believes with a good conscience that his or her infant "baptism" was indeed baptism; then this person may be

admitted into membership at NCF, provided he or she completes the application process, professes personal faith in Jesus Christ for salvation, and demonstrates the fruit of the Spirit in his or her life. Even so, the Elders shall continually encourage such a person to participate in true biblical baptism, for that person's own joy and growth in Christ, for the health and happiness of the church, and for the glory of God.

- D. Members of NCF shall agree not to have a child of theirs "baptized" apart from their child's personal and authentic profession of saving faith in Jesus Christ.

SECTION 5.04—WITHDRAWAL AND EXCLUSION FROM MEMBERSHIP

While membership in a local church is critically important in the life of a believer, neither joining NCF's membership, nor maintaining one's membership, is compulsory.

- A. **WITHDRAWAL.** Current members of NCF have the option of withdrawing their membership. The process of withdrawing one's membership shall follow these steps:
- 1) If a member of NCF desires to withdraw from membership, then the member shall notify the Elders of this desire in advance and in writing.
 - 2) The Elders shall promptly respond in writing, encouraging and admonishing the departing member in accordance with the Scriptures.
 - 3) The departing member may request a letter of recommendation from the Elders, to be addressed to the leadership of any church of like faith. In such a case, the Elders will gladly offer their assistance to the departing member for the transfer of his or her membership to a likeminded, Christ-exalting, healthy church.
- B. **EXCLUSION.** Maintaining the local church's purity, and pursuant to speaking truth in love to one another, it may be necessary to exclude a person from membership at NCF. Exclusion from membership at NCF can be on the basis of either of two scenarios.
- 1) A prospective member shall be excluded from membership if the Elders determine that he or she is not aligned with the beliefs and practices of NCF. In this case, the Elders shall clarify with the prospective member the reasons for their exclusion. The Elders shall invite the excluded prospective member to grow in his or her understanding of and commitment to essential biblical truth.
 - 2) A current member shall be excluded from membership through the church discipline process, if and only if he or she refuses to repent and to be reconciled with the other members of the church. This discipline process is detailed in Article 7 of these Bylaws.

- C. NOTIFICATION OF EXCLUSION. If a member withdraws his or her membership, or if a member is excluded through the discipline process, then the Elders shall notify the congregation of this change in NCF's membership at a regularly scheduled business meeting.

SECTION 5.05—CONGREGATIONAL VOTING

- A. RATIONALE. Those admitted to church membership do not constitute a legislative body, and they cannot vote, pass resolutions binding upon NCF, possess equity in the real property of NCF, or have rights to vote on the disposal of said property. Congregational voting at NCF serves two purposes. First, it fosters cooperative discussion and unity among the congregation. Second, it strengthens the Elders' ability to exercise considerate and wise leadership.
- B. VOTING MEMBERS. Members of the church who are 18 years of age and older, and who are not under corrective discipline (as described in Section 7.03), are eligible to vote at congregational meetings. Each member is able to cast one vote.

SECTION 5.06—CONGREGATIONAL MEETINGS

Congregational meetings shall be held twice a year for the reception of reports from the officers of various ministries in the church, a financial update, and to transact such other business as the Elders determine shall be brought to the meeting.

- A. REGULAR MEETINGS. The annual meeting shall be held on the first or second Sunday in October, at the determination of the elders. The regular business of this annual meeting shall include affirmation of church leaders, affirmation of the annual budget, and ministry updates. The semi-annual meeting shall be held on the first or second Sunday in April, also at the determination of the Elders. The regular business of this semi-annual meeting shall include giving reports on, for example, changes in membership, the status of the budget, and church ministries. The Elders shall make known to the congregation the proposed date of the next regular meeting at each prior regular meeting.
- B. SPECIAL MEETINGS. Special meetings may be called at any time by the Elders. Prior notice of any such meeting shall detail the time and purpose of the meeting. This prior notice shall be given to the congregation for at least two consecutive Sundays prior to the special meeting.
- C. PROTOCOL. The following protocols shall guide all regular and special meetings at NCF.
 - 1) The Vice President among the Elders, or a church member selected by the Elders, shall moderate each congregational meeting.

- 2) At all congregational meetings, whether regular or special, the members present shall constitute a quorum.
 - 3) Absentee ballots will be permitted, provided that the absence is unavoidable and the request for an absentee ballot is made in writing to the Elders no later than the Sunday morning before the meeting.
- D. MOTIONS. Members who desire that a certain motion be made or subject matter be discussed during an annual, regular, or special business meeting must first file a written recommendation with the Elders at least two weeks prior to the meeting. The Elders will then consider the proposal and proceed according to biblical wisdom and according to what they deem to be most beneficial for the church. All other motions will be presented by the Elders via the moderator or other delegated authority at the meetings.
- E. CALENDAR YEAR. The calendar year of the Church shall be a period of 12 consecutive months starting on October 1 and ending on September 30.

ARTICLE 6: BUDGET

On an annual basis, the Elders shall submit a budget to the members for their affirmation. During the course of the fiscal year, the Elders may need to make amendments to the approved budget, at which time they may seek the congregation's input and affirmation.

ARTICLE 7: DISCIPLINE

SECTION 7.01—FORMATIVE DISCIPLINE

Formative discipline functions positively to promote and maintain the conditions of learning that are necessary for making disciples of Jesus Christ. Formative discipline involves preaching, teaching, and otherwise speaking the truth of God's Word in love and for the purposes of promoting godly living. This type of discipline is the responsibility of the church's leadership (Ephesians 4:11–12) as well as of all members as they each exercise their spiritual gifts, encourage, teach, admonish, and serve one another (1 Corinthians 12:12–27; Galatians 5:13–14; Colossians 3:16; Hebrews 10:24–25).

SECTION 7.02—CORRECTIVE DISCIPLINE: RATIONALE

Corrective discipline is necessary because of the presence of conduct or doctrine that are contrary to biblical commands and biblical truth. It is instituted when members refuse to settle differences biblically (Matthew 18:15–35); for public and scandalous sins (1 Corinthians 5:1–13); for heretical beliefs (1 Timothy 1:18–20); and for divisiveness (Titus 3:9–11). Corrective discipline always aims for the glory of God, the welfare and purity of the local church, and the reconciliation, joy, and spiritual growth of its members.

SECTION 7.03—CORRECTIVE DISCIPLINE: PROCESS

- A. It shall be the duty of any member of this church, who has knowledge of an erring member's heresy, misconduct, or refusal to be reconciled, to correct such an erring member in private, and to seek his or her restoration (Matthew 18:15; Galatians 6:1–2).
- B. If, after repeated attempts, the erring member refuses to heed such warnings, then the warning member shall return, privately, with one or two other witnesses. These witnesses shall be spiritually mature Christians who are capable of listening impartially to both of the original parties in the situation. The role of these witnesses is, with sufficient self-examination and prayer, to make a decision concerning the matter, to seek to reconcile the parties, and to restore the erring member(s) (Matthew 18:16, 19–20).
- C. If the witnesses determine that the erring member refuses to heed such warnings, then they shall report the matter to the elders for the purpose of bringing the matter before the entire body of members at a congregational meeting. This meeting may be called at any time as needed, and it shall be presided over by the Elders. At this meeting, special note of the erring member shall be made so that the congregation will not associate with him or her, but will issue sincere warnings of his or her error. Although still considered a brother or sister, the erring member must be excluded from participation in the Lord's table as well as all other means and expressions of Christian fellowship and service in the church, according to the commands of Scripture.

In the eventuality of a member's public and/or scandalous rebellion against Christ's commands, or a member's persistent divisiveness in the church, the Elders may deem it necessary to report such a member's actions at this level of discipline without pursuing the informal and private steps described in parts A. and B. above.

(Matthew 18:17; 1 Corinthians 5:9–11; 2 Thessalonians 3:6, 14–15)

- D. If, after the members of the congregations have attempted to regain the erring brother or sister through prayer and personal pleading, he or she still refuses to heed such warnings, then he or she shall be put out of the church, turned over to Satan, and treated as an

unbeliever, being publicly dismissed from membership in the church (Matthew 18:17–18; 1 Corinthians 5:4–5, 13; 1 Timothy 1:18–20).

- E. If, during any of these steps of corrective discipline, from item B. (above) onward, the erring member seeks to resign from the membership of the church, the resignation shall be accepted. At the same time, the Elders shall exhort the departing member to be reconciled, and they shall furthermore report to the congregation the circumstances surrounding such a resignation. The congregation shall be instructed to treat the resigning member according to the same outcome as described in step C., above.
- F. If, during any part of this process or its aftermath, the erring member repents of his or her error, and seeks forgiveness and reconciliation with God and his or her Christian brothers and sisters, then the congregation shall give thanks to God, and shall welcome the erring member back into full Christian fellowship with great joy. Forgiveness, reconciliation, and rejoicing shall occur to whatever level the discipline process had reached—whether one-on-one, one or two witnesses, or the entire congregation (Matthew 18:10–14; 2 Corinthians 2:5–11)

ARTICLE 8: ELDERS

SECTION 8.01—GENERAL STATEMENT

Jesus Christ alone is head of his church (Colossians 1:18), and he governs his church through his Elders who are designated by him as shepherds (Acts 20:28; 1 Peter 5:1–4), overseers (1 Timothy 3:1; Acts 20:28), and stewards (Titus 1:7). It is to these men whom Christ commands the congregation’s submission (Hebrews 13:17). These men are endowed by the Spirit with gifts and graces needed to accomplish their work. It is the duty of the church to seek and to discover among its members those to whom Christ the Lord has imparted the necessary gifts for this ministry, and—after formally recognizing them by congregational affirmation—to set them apart by united prayer for service to the church as Elders.

SECTION 8.02—PLURALITY OF ELDERS

- A. Whereas in new or small congregations only one man may have the gifts necessary to his being recognized as an Elder, the biblical evidence points to a plurality of Elders in each local church (e.g. Acts 14:23; 20:17; Philippians 1:1; Titus 1:5). Each of these Elders in a local church serves “to equip the people for works of service so that the body of Christ may be built up” (Ephesians 4:11–12; cf. Acts 20:20).

- B. Having such a plurality of Elders does not necessitate that each of the Elders is equal to the others either in the amount of work he is assigned to do, or in the specific roles he fills in shepherding the church. While every Elder must be “able to teach” (1 Timothy 3:2), some will be more engaged in formal and public teaching, while others will be more engaged in private teaching and admonishing, and in administrative responsibilities.

SECTION 8.03—QUALIFICATIONS OF ELDERS

To be considered for the office of elder, a man must be recognized (by self and others) to have been called by God into leadership at NCF (Acts 20:28), exhibit the highest Christian character, demonstrate the requisite competencies of pastoral ministry, and display unity with the other elders, according to the qualifications of Scripture (1 Timothy 3:1–7; Titus 1:5–9). Only men are able to serve as Elders at NCF (1 Timothy 2:12–3:7). The following are four summary areas of consideration concerning the qualifications of an elder.

- A. **CALLING.** An Elder possesses a godly ambition to serve in the office of elder. This aspiration comes from the Holy Spirit, who establishes leaders in the church (Acts 20:28). This internal sense of divine calling must be confirmed by the other Elders and by the members of NCF.
- B. **CHARACTER.** An Elder exhibits the character qualities as detailed in 1 Timothy 3:1–7 and Titus 1:5–9. These qualities include being above reproach, a mature Christian, a good husband (if married) and a good father (if he has children), temperate, self-controlled, respectable and respected by others, and gentle and kind rather than contentious. While still sinning and needing to repent of sin when his life does not manifest these qualities, an Elder must exhibit these characteristics in appreciable and increasing measure.
- C. **COMPETENCIES.** An Elder demonstrates the requisite competencies for this office, including the ability to teach (cherishes sound doctrine for himself, is able to communicate sound doctrine to others, and is able to refute false doctrine), lead (carry out governing responsibilities), pray (for all church matters, and especially for the sick), and shepherd (exercise church discipline, oversee church affairs, protect the members, and provide stellar examples of faithfulness and obedience for members to follow).
- D. **CONFESSION.** In addition to the above qualification, an Elder at NCF must adhere to the “Leaders’ Confession of Faith.” This Confession specifies in greater detail the biblical and theological tenets that the leaders (Elders and Deacons) at NCF must hold with a clear conscience.

SECTION 8.04—RESPONSIBILITIES OF ELDERS

- A. Since Elders are commanded to shepherd the flock of God (Acts 20:28–31; 1 Peter 5:1–4), their duties include the following:

- 1) Guarding the flock of God against error and heresy (Acts 20:28–31; Titus 1:9–11; 2 Timothy 2:24–26).
 - 2) Careful admonition, confronting sin, and teaching individuals and families, with an eye toward eternity, and as men who will have to give an account (Hebrews 13:17; cf. Acts 20:20; 1 Thessalonians 5:12; Colossians 1:28).
 - 3) Praying for the congregation and the work of God (Acts 6:3–4; James 5:14).
 - 4) Equipping others for ministry (Ephesians 4:11–16; 2 Timothy 2:2).
 - 5) Preaching and teaching the Word of God (Colossians 1:28; 1 Timothy 5:17; 2 Timothy 4:1–4).
- B. Since Elders are given the responsibility of overseeing and directing the affairs of the church, and of managing the church as a father would his family (Acts 20:28; 1 Timothy 3:1, 4–5; 5:17; 1 Thessalonians 5:12–13), their duties include the following:
- 1) Establishing the policies and practices of the church.
 - 2) Presenting an annual budget to the church for the church members to affirm.
 - 3) Leading the discipline and reconciliation process of the church (Article 7).
 - 4) Selecting and removing all staff and employees of the church, prescribing duties for them, and fixing the terms of their offices.
 - 5) Appointing and disbanding any councils, groups, or committees for the normal function of the ministry of the church.
 - 6) Operating as *ex officio* members of all such councils, groups, and committees.
 - 7) Supplying the pulpit.
 - 8) Overseeing the deacons, who are themselves directly accountable to the elders.
 - 9) Listening to the members of the church. The Elders shall remember that they are not to be unbelieving lords, but Christ-like leaders. They shall remember that the church is not composed of second-class subjects, but of Spirit-gifted, fellow saints and members of God’s household. Accordingly, the Elders do well to actively seek the input of the rest of the congregation when making decisions and setting policies that affect the church.

SECTION 8.05—APPOINTMENT OF ELDERS

For the nomination of an Elder in the absence of a lead Elder (who is also called the President of the Corporation), see Section 4.04. Otherwise, Elders shall be added to the existing group of Elders in the following fashion.

A. **CANDIDACY.** Members of the congregation are invited to carefully examine the biblical qualifications of an Elder, and to make recommendations to the current Elders for their consideration.

- 1) Contingent upon the current Elders' approval, the potential Elder shall be officially presented by the current Elders to the congregation for a period of at least 6 months, but not more than 12 months (coinciding with NCF regular business meetings). This will be a time for the congregation to consider the potential Elder. The official presentation of the candidate shall occur at a regularly scheduled annual or semi-annual business meeting.
- 2) During the 6 to 12-month time of congregational consideration, the man being considered for the office of elder shall be given opportunities to preach and teach at NCF, both publicly and privately. During this time, the congregation should communicate freely with the current Elders concerning the man's suitability to the office of elder at NCF.
- 3) At the end of this time, the existing Elders shall make an official declaration as to whether or not the candidate will be put forward for affirmation.

B. **AFFIRMATION.** Contingent upon the Elders' putting forward a candidate for affirmation, the congregation shall have the opportunity to affirm the candidate. Both the Elders' putting him forward, and the congregation's affirmation, shall occur at the same meeting. Notification shall be given to the congregation for at least two Sundays before the scheduled meeting. While unanimous approval is sought, a vote of less than $\frac{3}{4}$ affirming shall mean that the candidate will not be affirmed. At this point, the candidate may choose not to pursue the office, or he may enter, at the Elders' discretion, another period of congregational consideration.

C. **NUMBER.** The church should endeavor to discover and then formally to recognize all the men in her midst whom the Holy Spirit has endowed with the requisite gifts and graces and has set over the church. It is evident, therefore, that the number of Elders cannot be fixed by the church.

D. **TERM OF MINISTRY.** Upon affirmation, an Elder shall serve for an indefinite term.

SECTION 8.06—REMOVAL OF ELDERS

- A. While Elders are overseers of the flock, they are themselves members of the flock. Therefore, each Elder as an individual is under the oversight of his fellow Elders and is subject to the same discipline as are all the members of the church. However, if an Elder's persistence in sin is confirmed by at least two or three witnesses, public disclosure and rebuke must be made before the entire congregation, and he must be dismissed from office (1 Timothy 5:19–21).

- B. Additionally, an Elder may take a sabbatical from his normal duties without being removed from office. The purpose of this sabbatical is for the Elder to have time for personal spiritual renewal, his own or his family's health, focus on some area of study, the completion of a ministry project, the ability to visit other churches for mutual encouragement, and/or like activities. The timing and duration of such a sabbatical is dependent upon the spiritual health and strength of the church at the time, as well as the presence and the ability of the other Elders to shoulder the responsibilities during the sabbatical. Ultimately, the Elders must decide together if, when, and for how long one of their number will take a sabbatical. The Elders shall have the option to continue to provide the Elder on sabbatical with his normal compensation, or some proportion of it, during his time on sabbatical.

SECTION 8.07—COMPENSATION FOR ELDERS

- A. The church should endeavor to give financial support to the men who are serving as its Elders (1 Corinthians 9:9–11; 1 Timothy 5:17–18).

- B. The amount of this financial support shall take into account two considerations. First, it shall correlate to the amount of time and level of commitment the Elder dedicates to shepherding the church. Second, it shall depend on each Elder's desire to receive said financial support (1 Corinthians 9:9–18).

- C. Because the responsibilities of the eldership are both numerous and solemn, it is highly desirable that at least one Elder should be chosen to devote himself to the work of ministry and oversight of the church in a "full-time" capacity. Such a man, if present, shall *de facto* be President of the Corporation (see Section 4.01, B). Such a man should be adequately trained, skilled in public teaching and preaching, and thoroughly prepared to engage in the work of ministry as a livelihood (1 Timothy 5:17). The church should endeavor to provide such a man with a full-time salary. If more than one such man is present at the church, then the church may decide to support more than one Elder with a full-time salary. (The Elders would then choose among them who would serve as President of the Corporation.) In this case, the Elders should lead the church in considering the planting of another church under the leadership of one of their "full-time" Elders.

SECTION 8.08—ELDERS AS A DECISION-MAKING COUNCIL

- A. **AUTHORITY.** The Elders of NCF shall exercise humble and yet decisive leadership at NCF. They shall constitute the Board of Directors of the Corporation (See Sections 3.03 and 4.01, A.).
- B. **MEETINGS.** Regular meeting dates of the Elders shall be determined at the first Elders' meeting of the church year. This decision shall be made by the President, taking into consideration the feasibility of said schedule with the other Elders. The Elders shall meet at least bimonthly, and ideally on a monthly basis.
- C. **QUORUM –** Quorum shall be one half of the total number of Elders.
- D. **ELDER COUNCIL.** At the first meeting of the year, the Elders shall elect among themselves a Vice-Chairman, and a Secretary. (The chairman shall be the Elder who is also the President of the Corporation.) The Chairman shall lead the scheduled Elders' meetings. The Vice-Chairman shall lead in the Chairman's absence. The Secretary shall record minutes from all the scheduled Elders' meetings. In his absence, the Secretary shall make provision for one of the other Elders to record the minutes.
- E. **DECISIONS.** Any action taken by the Elders must be in keeping with the Spirit of unity (Romans 15:6; Philippians 1:27; 2:2; 1 Corinthians 1:10). Therefore, decisions made and actions taken by the Elders are to be made with complete unanimity of mind. We believe Jesus Christ is glorified when there is unanimity. Even a single dissenting judgment is cause for further prayer and consideration of the issue until oneness of mind is achieved among all the Elders.

ARTICLE 9: DEACONS

SECTION 9.01—DEFINITIONS & DUTIES

- A. The Greek word for “deacon” is *diakonos*. It is a common word found throughout the New Testament, and it means “servant” (e.g. Matthew 20:25; Colossians 1:23). It is used only twice in the New Testament in reference to the official office of deacon (Philippians 1:1; 1 Timothy 3:8). The New Testament does not give much information concerning the duties of deacons. The church historically has viewed the Seven of Acts 6 as the first deacons, even though the title is not officially applied to them in that text. Because of this passage, though, as well as the meaning of the word *diakonos*, Deacons are commonly viewed as specially singled-out servants to the Elders as well as to the congregation. They are to do those tasks assigned to them by the Elders and to meet the needs of the congregation. They

deal with the “nuts-and-bolts” issues of the church—issues that would distract the Elders from their God-ordained ministry of preaching and prayer. These include the following.

- 1) Deacons shall engage in mercy ministries, including looking after the physical needs of orphans, widows, visitors, the disabled, and the poor.
 - 2) The Deacons shall maintain a “Benevolence Fund” for the carrying out of these mercy ministries. The Deacons shall be sovereign in giving from this fund, and they shall keep internal records of its disbursements. The Deacons need not give account to the church or make public the specific details of their use of these moneys, except to give a general disclosure of income and disbursements at the regular meetings of the church.
 - 3) Deacon ministry shall involve maintaining the church’s property.
 - 4) The Deacons shall be responsible for ensuring that the elements of the Lord’s Table are prepared, and they shall assist the Elders in serving the same. They shall also assist in baptismal services, as necessary.
 - 5) The Deacons shall fulfill the duties of their office in cooperation with and subjection to the Elders.
- B. The office of deaconess is based in 1 Timothy 3:11. The word there frequently translated as “wives” is also the term for “women.” This is probably not a reference to the wives of deacons, but rather to women who serve as specially-singled out servants of the church. There is a need for this kind of ministry since there are areas of ministry that would be difficult or inappropriate for men. Deaconesses can also assist the Deacons in areas where they have, generally speaking, unique knowledge, experience, and expertise as compared to their male counterparts. These areas include the following.
- 1) Organizing church and community dinners.
 - 2) Caring for mothers and newborns.
 - 3) Assisting females in baptismal services.
 - 4) Beautifying the church’s property.
- C. Hereafter in this Article, unless otherwise noted, the term “Deacon” refers to both offices (deacon and deaconess).

SECTION 9.02—QUALIFICATIONS

To be considered for the office of Deacon, a member must meet the qualifications found in 1 Timothy 3:8–13, as it describes those qualifications for men and for women, respectively. Men must be of sound doctrine and character, not duplicitous in speech so as to deceive people, without addictions, a good husband (if married), a good father (in the case of having a family), faithful, as well as full of the Holy Spirit and wisdom (Acts 6:3). Women must be dignified, not known as a slanderer or a gossip, but biblically-minded and trustworthy. To be considered for the office of deacon, a person must adhere with a good conscience to the Statement of Faith, the Members' Covenant. Additionally, men serving as Deacons must adhere with a good conscience to the Leaders' Statement of Faith. Deacons must first be tested for their competency to serve in this capacity, and, having been found blameless in life and ministry, installed in this office.

SECTION 9.03—SELECTION

- A. Members of the congregation are invited to carefully examine the biblical qualifications for a Deacon, and to make recommendations to the Elders for their consideration.
- 1) Contingent upon the current Elders' approval, the potential deacon shall be officially presented by the Elders to the congregation for a period of at least 6 months, but not more than 12 months (coinciding with NCF regular business meetings). This will be a time for the congregation to consider the potential Deacon. The official presentation of the candidate shall occur at a regularly scheduled annual or semi-annual business meeting.
 - 2) During the 6 to 12-month time of congregational consideration, the man or woman being considered for the office of deacon shall participate in the Deacons' meetings, and shall be instructed, both formally and informally, in the performance of the duties of the Deacons. During this time, the congregation should communicate freely with the Elders concerning the candidate's suitability to the office of deacon at NCF.
 - 3) At the end of this time, the existing Elders shall make an official declaration as to whether or not the candidate will be put forward for affirmation.
- E. **AFFIRMATION.** Contingent upon the Elders' putting forward a candidate for affirmation, the congregation shall have the opportunity to affirm the candidate. Both the Elders' putting the candidate forward, and the congregation's affirmation, shall take place at the same regularly scheduled business meeting. Notification of the candidate's being put forward shall be given to the congregation for at least two Sundays before the scheduled meeting. While unanimous approval is sought, a vote of less than $\frac{3}{4}$ affirming shall mean that the candidate will not be affirmed. At this point, the candidate may choose not to

pursue the office, or he may enter, at the Elders' discretion, another period of congregational consideration.

B. NUMBER. The church should endeavor to discover and then formally to recognize all the men and women whom the Holy Spirit has endowed with the requisite gifts and graces to be specially singled-out servants of his church. It is evident, therefore, that the number of Deacons cannot be fixed by the church.

C. TERM OF MINISTRY. Upon affirmation, a Deacon shall serve for an indefinite term.

SECTION 9.04—SERVICE

Deacon service continues for as long as they are qualified to serve and so desire to serve. A Deacon's voluntary resignation from office, whether temporary or permanent, should come by way of a letter of resignation sent to the Elders. A Deacon shall be dismissed from office in the following instances (an illustrative, not exhaustive, list): moral impropriety, doctrinal error, bringing reproach to the name of Christ and/or NCF, incompetency, disunity with the rest of the Deacons and Elders, or any other failure that falls under category of actions that demand corrective church discipline.

SECTION 9.05—MEETINGS

A. Regular meeting dates of the Deacons (and of the Deaconesses, respectively) shall be determined at the first Deacons' meeting of the church year. The Deacons shall meet on at least a bimonthly basis, and ideally on a monthly basis.

B. At the first meeting of the year, the Deacons (and the Deaconesses, respectively) shall elect among their members a Chairman, a Vice-Chairman, and a Secretary for the carrying out of their business. The Chairman shall lead the scheduled Deacons' meetings. The Vice-Chairman shall lead in the Chairman's absence. The Secretary shall record minutes from all the scheduled Deacons' meetings. In his absence, the Secretary shall make provision for one of the other Deacons to record the minutes.

ARTICLE 10: INDEMNIFICATION

SECTION 10.01—ACTIONS SUBJECT TO INDEMNIFICATION

A. The church may, at the sole discretion of the officers of the Corporation, indemnify any person 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, including all appeals (other than an action by or in the right of the church) by reason of the fact that the person is or was an Elder, Deacon, Deaconess, Officer, employee, or agent of the church, against expenses, including attorneys' fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit, or proceeding; and if that person acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the church and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

- B. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of *nolo contendere*⁸ or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner that he reasonably believed to be in or not opposed to the best interests of the church and, with respect to any criminal action or proceeding, had no reasonable cause to believe that his or her conduct was unlawful.

SECTION 10.02—EXPENSES SUBJECT TO INDEMNIFICATION

To the extent that an Elder, Deacon, Deaconess, Officer, employee, or agent has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in this Article, or in defense of any claim, issue, or matter in that action, suit, or proceeding, he or she may be indemnified against expenses, including attorney fees, actually and reasonably incurred upon him or her in connection with the action, suit, or proceeding.

SECTION 10.03—LIMITATION OF INDEMNIFICATION

Any indemnification made under this Article, may be made by the church only as authorized in the specific case on a determination that indemnification of an Elder, Deacon, Deaconess, Officer, employee, or agent is proper in the circumstances. The determination shall be made (a) by a majority vote of a quorum consisting of the Elders and Deacons who were not and are not parties to or threatened with the action, suit, or proceeding; (b) if the quorum is not obtainable, by independent legal counsel in a written opinion, as obtained by the Elders; or (c) by a majority vote of the members of the church.

SECTION 10.04—TIMING OF INDEMNIFICATION

Expenses of each person seeking indemnification under this Article may be paid by the church as they are incurred, in advance of the final disposition of the action, suit, or proceeding, as authorized by the elders in the specific case, so long as the Elder, Deacon, Deaconess, Officer, employee, or agent agrees to repay the amount if it is ultimately determined that he or she is not qualified to be indemnified by the church.

⁸ *nolo contendere* means “no contest.”

SECTION 10.05—EXTENT OF INDEMNIFICATION

The indemnification provided by this Article shall be deemed to be discretionary unless otherwise required as a matter of law or under any agreement or provided by insurance purchased by the church, both as to action of each person seeking indemnification under this Article in his official capacity and as to action in another capacity while holding that office, and may continue as to a person who has ceased to be an Elder, Deacon, Deaconess, Officer, or agent and may inure to the benefit of the heirs, executors, and administrators of that person.

SECTION 10.06—INSURANCE

The church may purchase and maintain insurance on behalf of any person who is or was an Elder, Deacon, Deaconess, Officer, or agent of the church against any liability asserted against him or her incurred by him or her in that capacity, or arising out of his or her status in that capacity, whether or not the church would have the power to indemnify him or her against liability under the provisions of this Article.

ARTICLE 11: COMMITTEES

SECTION 11.01—STANDING COMMITTEES

The Elders shall appoint standing committees as they deem appropriate, and shall designate a Chairperson and the membership for each standing committee.

SECTION 11.02—SPECIAL COMMITTEES

The Elders may create special committees to provide advice and information regarding matters submitted to the committee by the Elders for consideration. The special committee shall be subject to the Elders at all times.

SECTION 11.03—ACTIONS OF COMMITTEES

A committee's primary function is to research and recommend. Each committee shall have a secretary that keeps minutes of each meeting. The committee's secretary shall submit the minutes to the church Secretary to be filed with church records. The Elders may request the committee to submit a report to the church of the decisions, discoveries, and plans of the committee.

ARTICLE 12: DISSOLUTION CLAUSE

The property of NCF is dedicated to religious and charitable purposes as outlined in Section 1.02 of these Bylaws. In the event of the dissolution of this corporation, the Corporate Officers, along with the other elders, if any, shall cause the assets of New City Fellowship to be distributed to another corporation with purposes similar to that identified in Section 1.02 of these Bylaws.

ARTICLE 13: CONFLICT OF INTEREST CLAUSE

No part of the net earnings of NCF shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that NCF shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its tax-exempt purposes.

ARTICLE 14: AMENDMENTS

NCF may later alter, amend, revise, add to, or repeal any part of these Bylaws and/or adopt new Bylaws at the discretion of the Elders. Notice of any proposed alteration, amendment, revision, addition, or repeal of any part of these Bylaws, or the adoption of new Bylaws, shall be given to the congregation at least two Sundays prior to the meeting.