



# CONSTITUTION & BYLAWS

Revised & Adopted August 23, 2015; Amended October 14, 2018

## ARTICLE I

### NAME

The name of this church corporation shall be "Peninsula Community Chapel" (hereinafter also referred to as the "church").

## ARTICLE II

### NATURE AND PURPOSE OF THE CHURCH

Section A. The church is the body of Christ, and He is its living, glorified Head and Lord. The universal Church is composed of all born-again redeemed believers in Christ--past, present and future, from every part of the world--and finds its unity in the Holy Spirit, who indwells the believers individually and as a body. The local church consists of a group of believers in one area who worship corporately and are together involved in carrying out their spiritual gifts according to Scripture, for the study of the Bible and for prayer, in order to go out to evangelize the lost in the local area and to send missionaries to make the Lord Jesus Christ known worldwide.

Section B. In fulfilling these purposes in Peninsula Community Chapel, the following distinctive emphases are maintained:

1. The Lordship of Jesus Christ over the local church, its leadership and believers, in every area of life.
2. The necessity of personal and corporate obedience to God's Word, the Bible, and of teaching it consistently in every aspect of church life.
3. The centrality in the church's ministry of local evangelism and worldwide missions, meeting human needs on both the spiritual and physical levels.
4. A realization that God has chosen to work through local churches in accomplishing His work and that other Christian organizations must be properly related to local churches in fulfilling their ministries.
5. An open fellowship of Christians based on love for Christ Himself and His Word, which enables us to love one another and to maintain our unity in the Spirit, rather than on a confessional statement, practices or race.
6. The importance of the family as the basic unit of society and of the local church and the necessity of unity in Christian education at home and church.
7. The necessity of the sacrificial involvement, in time and resources, of every believer as we exercise our spiritual gifts in the ministry of the local church.
8. The importance of Christians living godly lives as directed by the Scriptures and the Holy Spirit, avoiding the bondage both of legal observance of many rules on the one hand and of conformity to the world's value system on the other.
9. The normality of spiritual growth in a believer and the tragedy of little or no spiritual growth, making vitally important the encouragement and tutoring of every believer in Christ, so that we are well grounded in the faith and able to minister to others also.
10. The physical, personal return of our Lord Jesus Christ to claim His bride, the church.
11. Tolerance toward the individual's mode of baptism, not making this an issue for either fellowship or membership. When baptism is practiced, immersion is used as a visible testimony of a new relationship with Christ.
12. The Lord's Table is observed regularly as a memorial to His death, and all who know and love Jesus are invited to partake.

### ARTICLE III

### THE FELLOWSHIP

Peninsula Community Chapel is committed to the view of the local assembly as a "fellowship" where people may feel welcome before making the commitment of "membership." This conviction is based on the teaching that ". . . faith comes by hearing and hearing by the Word of God." (Romans 10:17) The "fellowship" provides opportunity for inquirers to come under the sound of the Word of God and to be saved. The "fellowship" also meets the need of believers who are not led to make the commitment of membership because they are transient or because they are involved in other ministries. We feel that it is a privilege to "perfect these saints for the work of the ministry" even though that ministry may take place outside the scope of this assembly. Believers within the "fellowship" can freely take part in all the ministries, outreaches and activities of the church, including baptism, dedication of children and the Lord's Table, except in the conducting of church membership business and in holding church offices, as further outlined in this Constitution and Bylaws.

### ARTICLE IV

### STATEMENT OF FAITH

An applicant for membership must without qualification subscribe to the following declaration of biblical faith: I believe . . .

Section A. In one God eternally existing in three persons--the Father, the Son, and the Holy Spirit.

Section B. In the 66 books of the Old and New Testament alone as inspired by the Holy Spirit, inerrant as originally given, and that they are the final authority for our faith and practice.

Section C. In the incarnation and virgin birth of the Lord Jesus Christ, who by His shed blood and substitutionary death paid the redemptive price for all my sins and for the sins of all individuals who believe in Christ from every people group. He rose bodily from the dead and ascended into heaven to intercede for us.

Section D. That man was created by God in His own image for the express purpose of glorifying Him, that through disobedience he became a sinner separated from God's life and fellowship and that he needs personal redemption from sin through the new birth.

Section E. In the eternal salvation of all who trust the Lord Jesus Christ as personal Savior and the eternal punishment of all who reject Him.

Section F. In the work of God's Spirit in the new birth, indwelling the believer, causing him to grow into the likeness of Christ and filling him with power to live a godly life and to bear witness to Jesus Christ.

Section G. In the union of all true believers as one body in Christ.

Section H. In the second coming of our Lord Jesus Christ to the earth bodily to claim His own people, to vindicate Himself and to set all things in order.

### ARTICLE V

### MARRIAGE AND FAMILY

We believe that Marriage unites one man and one woman in a lifetime commitment to each other (Genesis 2:23-24; Matthew 19:4-6). Marriage provides for intimate companionship, pure sexual expression (Genesis 2:25; Ephesians 5:31-33), procreation, and reflects the relationship of Christ and the church (Genesis 1:28; Proverbs 5:15-19; 1 Corinthians 7:1-5). A husband is commanded to love his wife as Christ loved the church. A wife is commanded to submit to her husband as the church submits to Christ (Ephesians 5:22-33).

We believe that God has commanded that no intimate sexual activity be engaged in outside of a marriage between one man and one woman. We believe that any form of homosexuality, lesbianism, bisexuality, bestiality, incest, fornication, adultery, and pornography are sinful perversions of God's gift of sex. We believe that God disapproves of and forbids any attempt to

alter one's biological sex by any intervention. (Genesis 2:24; Genesis 19:5, 13; Genesis 26:8-9; Lev. 18:1-30; Romans 1:26-29; 1 Cor. 5:1; 6:9; 1 Thess. 4:1-8; Hebrews 13:4). Biological sex is determined by an individual's DNA, hormones, internal and external genitalia consistently being either all male or all female. Such sinful pattern if not repented will be a barrier to membership and leadership in this Church.

All parents who are members of the church may, if they do desire, have their children dedicated at a time to be designated. This service will give the parents the opportunity to publically acknowledge their child as a gift from God and will likewise serve as a pledge on the part of the parents to bring the child up in the nurture and admonition of the Lord and biblical standards. The service may only consist of a few words from the Pastor and a prayer of dedication.

## ARTICLE VI

### MEMBER COVENANT

An applicant for membership must without qualification commit to the following covenant:

Having been led by the grace of God through the life-giving power of the Holy Spirit to repent of my sin and in faith turn to Jesus Christ as my Lord and Savior and having given public testimony through baptism, we now joyfully and solemnly enter into this covenant with the members of Peninsula Community Chapel:

We commit, through the power of the Holy Spirit, to affirm and follow the Basic Beliefs in the Church Constitution, to walk together in love, to remember one another in prayer, to help one another in times of need, to exercise gentleness and humility in our dealings with one another as we speak the truth in love, to be faithful in our responsibilities and commitments, to be just and honest in our dealings, and to honor ourselves and others for Christ's sake through sexual purity, personal integrity, and abstaining from things or practices which bring harm to our faith or the faith of another.

We commit to faithful participation in times of worship, prayer, study, and fellowship with other believers, to the building up of the church by using our spiritual gifts in ministry, to contributing cheerfully and regularly for the ministry and expenses of the church, the relief of the poor, and the spread of the gospel to the world.

We commit to practice personal and family worship, to train our children in the discipline and instruction of the Lord, and to seek the salvation of our family, friends, neighbors, co-workers, acquaintances, and all peoples of the world.

We have read the Articles, Constitution, and Bylaws including those policies dealing with church discipline, conflict resolution and members' rights and responsibilities and agree to be bound by the Articles, Constitution and Bylaws and accompanying policies and procedures.

## ARTICLE VII

### AFFILIATION

Section A. This church shall be independently owned and governed.

Section B. This church shall maintain a close alignment and affiliation with its "sister" and "mother" churches (hereinafter referred to as the "Consortium") by sharing with each other needed counsel and assistance, by sharing together in world missions endeavors, by gathering for special times of fellowship and ministry, by exchanging pulpits periodically and by earnestly praying for one another.

## ARTICLE VIII

### MEMBERSHIP

Section A. Qualification. Qualification for membership shall consist of satisfactory evidence of spiritual re-birth including baptism, unqualified agreement with the Statement of Faith by signing the Members Covenant, and completion of the Chapel's membership class. Applicants for membership shall pledge their loyalty to Christ as Savior, to a walk of separation from worldliness as they are led by the Holy Spirit, to the Peninsula Community Chapel and its schedule, and to

the pastoral staff and leadership of the church. They shall be in full agreement with the church's stated emphases in Article II and shall pledge to cooperate by regularly contributing financially to its work as God prospers them; by serving with their time, spiritual gifts and energies when presented with the opportunity; and by praying for its ministry, leadership and people. A person must be at least 18 years of age to qualify for active membership.

No member of this church, nor any officer or any member of the Board shall by virtue of such membership, office or position, incur or be subject to personal liability to any extent for any indebtedness, obligations, acts or omissions of this corporation.

Section B. Acceptance. Applicants for membership shall be interviewed by a pastor or a representative duly appointed by a pastor or the Board of Elders. Applicants must show to his satisfaction that they meet the above qualifications and feel led of God to join.

All present members of the unincorporated entity known as Peninsula Community Chapel shall, upon signing of the Members Covenant agreeing to be bound by the Articles, Constitution and Bylaws of the new church corporation, become members of this incorporated church.

Section C. Membership Roll. The membership roll shall consist of three parts: An Active Roll, an Inactive Roll and an Associate Roll. The purpose of the Inactive and Associate Rolls is to assure that the business of the church is carried on by those who are truly active in the church and to stimulate every member to active participation.

1. Active Roll. Members who attend the church's services and membership meetings regularly will be kept on the Active Roll and are eligible to vote and hold elected office if qualified.
2. Inactive Roll. Members who are out of the area temporarily or for any other reason do not attend the church's services for a period of six months or who miss more than two consecutive quarterly membership meetings, unless they are providentially hindered and filed notice of their reason at the church's office, shall be placed on the Inactive Roll. They are not eligible to vote or hold elected office. Members who are engaged in Christian service or in training for a life's vocation out of the immediate area (including military service) or who have long-term illness or disability can be retained on the Inactive Roll and be considered members in good standing as long as they remain in that status, unless they withdraw from membership or unless they do not remain in harmony with the spirit, doctrines, and purposes of the Peninsula Community Chapel (Section E, 3). Inactive members shall be reinstated to the Active Roll when they return to congregational life. The Board of Elders shall oversee the membership rolls and shall notify members and the church office of any changes of status.
3. Associate Roll. All persons who desire a church fellowship home but have not met all the qualifications for Active membership such as baptism, reaching the age of 18 years, and/or completion of the membership class, or who do not desire to give up their home church membership, or for any other reason do not want to become Active members will be deemed Associate members. Associate members cannot vote or serve in leadership positions such as Elders, Deacons, Officers, or such other positions as designated by the Elders, but may serve in any other capacity in the Church. However, all Associate members must agree to the Church's governing documents and Statement of Faith. Upon meeting all the qualifications for of Active membership, non-voting Associate members may become full Active members.

Section D. Voting Privileges of Membership. All Active Members present (voting by proxy prohibited), who are not under church discipline, shall have the privilege to vote on the following matters (majority vote of quorum present unless otherwise stated):

1. Calling of the Senior Pastor – two-thirds (2/3) majority vote;
2. Confirmation of elders;
3. Acquisition, sale or transfer of any real property or related indebtedness – two-thirds (2/3) majority vote;

4. Merger or dissolution of the church – two-thirds (2/3) majority vote;
5. Sale of all or substantially all of the church's assets – two-thirds (2/3) majority vote;
6. Amendments to the Constitution and Bylaws – as stated; and
7. Any other major decision or event as designated by the Board – majority unless otherwise provided.

Section E. Termination of Membership.

1. Members who request in writing that their membership be terminated or who indicate that they have transferred membership to another church or who are deceased shall be removed from the Membership Roll.
2. Members who have been on the Inactive Roll for a period of one year shall, at the discretion of the Board of Elders on being given due notice, be removed from the Membership Roll.
3. Members may be removed from the Membership Roll by the disciplinary action of the Board of Elders as outlined in ARTICLE IX.

Section F. Reinstatement to Membership. Those whose membership has been terminated and who desire to be reinstated shall reapply for membership and, upon acceptance by the Board of Elders be reinstated.

## ARTICLE IX

### CHURCH DISCIPLINE

Discipline is necessary for the spiritual health and unity of the church and its people. Its purpose is to maintain the reputation of Christ, deal scripturally with sin and disunity, to restore fellowship and to keep Satan from getting a foothold in the church. It shall be carried out by the leaders, under the direction of the elders, in accordance with Scripture and to pursue every reasonable measure for peace and reconciliation. Should one member sin against another member, the aggrieved individual shall follow in tender spirit the rules given by our Lord and Savior in Matthew 18:15-17; 1 Corinthians 5:9-13; and 1 Thessalonians 5:12-14. If they sin against the Body of members (the church) either in sinful moral failure or biblical heresy, the pastors, Board of Elders, and mature members shall be available for counsel and guidance. Such discipline shall be as follows:

Section A. Pastoral Discipline. Reproof and admonition will be given privately by persons in a pastoral role to those in the church who are living in sin to restore them spiritually. (Galatians 6:1, Matthew 18:15). If the matter is not resolved, it shall be brought to the Board of Elders and dealt with in accordance with Matthew 18:15-17. When the issue warrants it, a person may be removed from a position of responsibility and trust.

Section B. Removal from Membership. This action can be taken only by the Board of Elders. Members who are a) living in gross unrepented sin such as defined in I Corinthians 5:1-13, or b) who become out of harmony with the doctrines or purposes of the church as defined in this Constitution and Bylaws and which are a prerequisite for membership, or c) who by their attitudes and actions are promoting a spirit of disharmony in the church (Romans 16:17-18) shall be approached according to the pattern of Matthew 18:15-17 in a spirit of brotherly love to effect repentance and reconciliation. Members agree that the Board of Elders may reject a request to terminate membership in the church once discipline procedures have commenced. Only after good faith efforts by the Board to bring about repentance and reconciliation have proven futile, the Board shall give notice of the unrepentant sins, the time, and the place to address the charges. Discipline may include, but is not limited to, dismissal, censure, suspension or any other measure the Board decides that will bring about repentance. If the member is not restored to fellowship following patient counseling and prayer, he/she shall not be allowed to partake of the Lord's Table, his/her name shall be removed from the Membership Roll and instructions shall be given to the church to treat him/her lovingly as a non-believer. The church will continue to encourage him/her to repent, confess and forsake his sin (Matthew 18:17; I Corinthians 5:1-13; II Thessalonians 3:6, 14, 15).

Section C. Restoration. Restoration to active membership, the Lord's Table and fellowship will be done by the Board of Elders when the problems that caused the disciplinary action are resolved satisfactorily (II Corinthians 2:1-11; 7:8-12). The pastors shall communicate such restoration to the church in a timely manner.

## ARTICLE X

### MEMBER MEETINGS

Section A. Worship. Worship services shall be held on the Lord's Day and on any other day as determined by the Board of Elders.

Section B. Regular Business Meetings. Regular members meetings shall be held at least quarterly with the meeting in January designated as the annual meeting. Public notice of the time and place of members meetings shall be published at least two (2) consecutive Sundays preceding the date of the meeting. At the annual meeting, the Board-approved annual budget and reports shall be presented, candidates for Elder shall be presented and elected, and other such business matters as the Board may deem appropriate.

Section C. Special Business Meetings. Special business meetings of the members may be called by the Senior Pastor or a majority of the Elders. Public notice of the time, place and purpose of the special called meeting shall be published at least two (2) consecutive Sundays preceding the date of the meeting. No other matters shall be discussed or voted upon at a special called meeting unless identified in the notice.

Section D. Quorum. Twenty (20%) percent of the Active Members present at the start of a duly called meeting will constitute a quorum for the transaction of business. If quorum is not met, then another meeting shall be called, with proper notice given. At the second meeting on the same subject(s), quorum is satisfied by the number of Active Members present at the start of the meeting.

Section E. Moderator. The Senior Pastor shall serve as the Moderator for all business meetings. If the Senior Pastor is unable or unwilling to serve, the Board shall nominate a Moderator *pro tem* from among their membership to facilitate the meeting. In conducting its affairs, the latest edition of **Robert's Rules of Order** shall be the parliamentary guide and may be invoked by the Moderator to establish order and/or procedure not specifically covered by these Bylaws.

Section F. Minutes. Minutes of the regular and special business meetings of the members shall be taken and kept in the records of the church under the custody of the church Secretary.

## ARTICLE XI

### BOARD OF ELDERS

Section A. Composition. Elders will serve in specific areas of pastoral ministry or at-large. The number of elders and their area of ministry shall be defined by the Board of Elders to best suit the needs of the church. A minimum of three (3) elders, including the Senior Pastor, shall be sustained at all times. Areas of ministry shall be matched to spiritual giftedness and ministry experience.

Section B. Duties. It will be the duty of the Board of Elders to care for the spiritual condition of the church as set forth in 1 Timothy 5:17; Titus 1:9; 1 Peter 5:1-3; and Acts 20:28.

Section C. Qualifications. All elders shall be men who are members of Peninsula Community Chapel. An elder must be one in whom the spiritual gifts of leadership have been recognized by fellow believers. In view of the tremendous responsibility incumbent upon a leader of this assembly as an example to the flock (1 Peter 5:2), (i.e., a spiritual "pacesetter,") he shall conform to the New Testament prerequisites as follows: The fruit of the Spirit as stated in Galatians 5:22-23 shall be evident in his life--love, joy, peace, patience, kindness, generosity, fidelity, tolerance and self-control. The character and lifestyle of an elder shall be as described in Acts 6:3, 1 Timothy 3:1-13, Titus 1:6-9: He shall not be a new convert, but tried and proven faithful. He shall be devout, full of the Spirit and of wisdom; he should be able to teach, holding fast the faithful Word and able to exhort in sound doctrine and refute error. Whether married or single, he must model a lifestyle of sexual purity and faithfulness in thought and deed. If married, he must be

solely devoted to that one woman, modeling a lifestyle of devotion to her as required in Titus 1:6 and 1 Timothy 3:2. He must hold closely to the truths about marriage outlined in Article V and be able to instruct others in it. The membership must be able to conclude that he has managed his own family well and has demonstrated a preparedness to lead God's church. He should be a man of dignity and integrity, above reproach and respectable, having a good reputation outside the church. He should be just and a lover of good. In addition, he should be sensible, prudent and temperate, self-controlled but not self-willed. With regard to temperament and conduct, he should be hospitable and gentle, not contentious, quick-tempered or violent. He should be free from the love of money and not addicted to wine.

In fulfilling their office, elders must recognize the priority of love in motive and method as described in I Corinthians 13:1-8. They shall be such men as have proven by their conduct that their goals and aspirations are spiritual and not carnal. Consequently, those who accept the above mentioned responsibilities must carefully guard themselves against entanglement with the world. Blatant, worldly forms of entertainment will be avoided and discretion will be used concerning theater, internet, television, or reading material.

In their role as an example, they must exercise self-control in all areas of their lives avoiding the use of strong drink, habit-forming drugs, or any such addicting practices. The attitudes of weaker or new believers are often largely patterned after the acts of those they follow and hold in high esteem. Therefore, elders must be sensitive to avoid what might commonly cause others to stumble. They must seek to live a life above reproach before men and before the Lord.

Section D. Selection. All elders, other than the Senior Pastor, shall generally be selected as follows:

1. The Board of Elders shall annually select a committee drawn from the membership who will recommend candidates to the Board for eldership training.
2. Those candidates who have demonstrated the biblical qualifications for elder or in whom such potential is recognized shall be invited by the Board of Elders to participate in an eldership training program.
3. Upon completion of the program and approval by the Board of Elders, candidates will be presented to the membership for confirmation by majority vote.

Section E. Terms. Elders shall be confirmed for a term of three (3) years. There shall be three annual classes of elders so that approximately one-third (1/3) are up for election every year to maintain continuity and make for smooth transitions within the Board of Elders. With the exception of the Senior Pastor, no elder shall serve for more than two (2) consecutive terms (a total of 6 years) without taking a year off before being eligible for reelection.

Section F. Resignation and Termination. Elders may at any time deliver a written notice to the Senior Pastor of intent to resign, which shall be effective upon acceptance by the Board. Except for the Senior Pastor, elders may be dismissed with or without cause by two-thirds (2/3) majority vote of the Board that such individual should no longer serve as as Elder. In the event an Elder is so removed, a new Elder may be elected by majority vote of the Elders for the remainder of the term.

## ARTICLE XII

### DEACONS / DEACONESSES

Section A. Qualifications. All Deacons / Deaconesses shall be members of Peninsula Community Chapel and shall meet the scriptural qualifications for Deacons are given in 1 Timothy 3:8-13.

Section B. Number, Appointment, and Term. The authorized number of Deacons / Deaconesses shall be such number as determined by the Board of Elders from time to time. Members may recommend candidates for deacon to the Board of Elders for an interview to determine if they meet the above qualifications and have a desire to serve. No candidate shall be nominated without the candidate's consent. The qualified candidates shall be appointed by a majority vote of the Board of Elders. Upon appointment, a Deacon / Deaconess shall serve for a term of three

(3) years and may be reappointed without limitation or until his/her successor is appointed and qualified.

Section C. Duties. It will be the duty of the Deacons / Deaconesses to care for the physical and spiritual needs of the church and community as illustrated by Acts 6:1-7. The Deacons / Deaconesses shall also assist the Senior Pastor and the Board of Elders on any matters as requested.

Section D. Resignation and Termination. Deacons / Deaconesses may at any time deliver a written notice to the Senior Pastor of intent to resign, which shall be effective upon acceptance by the Board of Elders. Any Deacon / Deaconess may be removed at any time with or without cause when, in the sole judgment and discretion of the Board of Elders, it is determined by a two-thirds (2/3) vote of the Elders that such individual should no longer serve as a Deacon / Deaconess. In the event any Deacon / Deaconess is so removed, a new Deacon / Deaconess may be elected by the Elders for the remainder of that term.

## ARTICLE XIII

### PASTORAL STAFF

Section A. Qualifications. The Senior Pastor and pastoral staff members shall be members of Peninsula Community Chapel and shall meet the qualifications prescribed for Elders in ARTICLE XI. They shall be committed to the stated nature and purposes of Peninsula Community Chapel both as a fellowship and as a membership and to its distinctive emphases detailed in ARTICLES II and III. They shall be persons totally committed to Jesus Christ as Lord, filled with the Holy Spirit, with a burden for world evangelism, personally active in evangelism, able to teach and preach the Word effectively, counsel believers scripturally and be committed to the ongoing ministries of the church such as small groups, Summit Christian Academy and the urban ministry. They shall have recognizable spiritual gifts to equip them for the ministry. Most of all, they must be godly persons aspiring to holiness of attitude and life, who can lead the church in fulfilling its calling and who will maintain its unity in the bond of peace.

Section B. Duties. The Senior Pastor shall be recognized as a leader of the church under God's authority and shall have oversight of the work as a member of the Board of Elders. He shall preside over the meetings of the Board of Elders. He shall be responsible for providing supervision for all staff members. The duties of other staff members shall be determined by the Senior Pastor and Board of Elders. He shall be responsible for the pulpit ministry, including arranging special meetings for spiritual refreshment and challenge, for evangelism, and for world missions emphasis. He shall plan and supervise the church's annual calendar, with the advice and consent of the Board of Elders. He shall closely coordinate with the leaders of specialized ministries and "sister" churches.

Section C. Selection and Call.

1. The Elders shall appoint a pastoral search committee to prayerfully search out candidates and evaluate the qualifications of prospective pastors. The pastoral search committee shall consult with the leadership of our sister churches and give consideration to any candidate they may suggest. The qualifications listed in Section A of this article will be used as guidelines. The recommendations of the pastoral search committee will be presented to the Elders who, in turn, by a unanimous vote may present the candidate to the membership. In addition, the Elders shall arrange for the candidate to visit the church, preach, and meet with ministry leaders to discuss his vision and philosophy of ministry in areas such as small groups, evangelism, and urban ministry. Opportunity for informal fellowship with the membership shall also be provided. The membership by a two-thirds (2/3) vote of those present may extend a call to the candidate. This vote shall be conducted at a meeting of the membership subsequent to the candidate's visit.
2. Associate Pastors and other pastoral staff members shall be investigated by the Board of Elders and shall be called by them.

Section D. Ordination.

1. This church may exercise the power to ordain ministers to the gospel ministry by decision of the Board of Elders. Before ordaining any man, the church shall have had full and sufficient opportunity for evaluating his gifts, education, ministry experience, reputation, character and doctrinal beliefs. The candidate for ordination shall be questioned by an ordination council which shall invite the participation of pastors and elders from the Tabernacle Church of Norfolk and sister churches (the Consortium). At the discretion of the Board of Elders, other local Christian leaders may be invited. His qualifications shall be in keeping with the high calling of God's servants in Scripture as "men approved by God" (1 Thessalonians 2:4), "a model for you to follow" (2 Thessalonians 3:9), "chosen instruments" (Acts 9:15), "shepherds of the church of God" (Acts 20:28) and those who can "prepare God's people for works of service" (Ephesians 4:12).
2. It shall be within the power of the Board of Elders to revoke the ordination credentials of who have been ordained by the Chapel found guilty of serious and continual failure in his moral qualifications or ministerial duties.

Section E. Termination. A Pastor may resign from the church by giving due notice of his intentions to the church sixty days in advance. If two or more members (with preference to unrelated individuals) have a grievance against a Pastor, those members must present their grievances to the Board. The Board will seek the advice and counsel of the Consortium in investigating all grievances and may invite participation of the Consortium if deemed necessary. If the conduct of the Pastor is immoral or egregiously improper, the Board, in their sole judgment and discretion, may dismiss the Pastor by a two-thirds (2/3) majority vote of the Board members. This provision is to prevent disunity within the church. When the church has no Pastor, the Board of Elders shall have oversight of the work, including administering baptism and the Lord's Table.

## ARTICLE XIV

### CORPORATE BOARD OF DIRECTORS

Section A. General Duties and Powers. The corporate powers of the church shall be exercised by or under the authority of the Board of Directors, also referred to in these bylaws as the "Board," the "Directors," or the "Elders." The powers, business and property of the church shall be exercised, conducted and controlled by the Board for the purposes of overseeing the legal, business, financial and administrative affairs of the church with consensus agreement. If, in the course of the decision-making processes, the Board cannot unanimously agree, then the decisions will be made by majority vote of the Board members present and voting at that meeting. The Senior Pastor, who shall be recognized as the authority to oversee the spiritual affairs of the church, will be the tie breaking vote if that case ever arises.

Section B. Qualification, Number, Election and Term. The Board shall consist of the Senior Pastor and the Board of Elders. The authorized number of Board Members shall be such number as may from time to time be authorized by the Board, provided that such number shall not be less than four (4). No less than fifty (50%) percent of the board shall be laymen from the members and not related to paid staff. The Board shall annually appoint a Secretary and Treasurer from among their members.

Section C. Specific Duties and Functions of the Board. Without prejudice to the general powers outlined above, and subject to the same limitations, the Board shall have the following duties and powers:

1. To approve church objectives and goals and present them to the members;
2. To establish governing principles, policies and determining practices for the church, including the creation and maintenance of policies and procedure manuals, which shall contain all controlling policies and procedures governing any and all aspects of the church's affairs, including, but not limited to, committee task descriptions and policies regarding the handling of funds, use of facilities, and employment policies and practices;

3. To review and coordinate program plans recommended by church officers, organizations, teams and committees;
4. To recommend the borrowing of money and incurring indebtedness on behalf of the church and the cause to be executed and delivered for the church's purpose and in the church's name, promissory notes, and other evidence of debt and securities;
5. To evaluate program achievements in terms of church goals and objectives; and
6. To oversee legal, business, financial and administrative affairs of the church.

The Board may delegate some of its authorities and duties to individual Elders, pastors, staff members, Deacons, ministry teams and others as long as the delegation does not breach its fiduciary duties to the church. The Board may also invite the Leaders of the ministries/teams of the church to be non-voting invitees to Board meetings whenever projects or programs in which their ministry/team may be involved are to be considered, for example, preparation of the annual church calendar.

Section D. Vacancies on the Board. A vacancy on the Board because of death, resignation, removal, disqualification or any other cause shall be filled by majority vote of the Board for the remainder of the term.

Section E. Resignation and Removal. Any Board member may at any time deliver a written notice of intent to resign to the Senior Pastor, which shall be effective upon acceptance by the Board. Other than the Senior Pastor whose removal is provided above, any Officer or Director may be removed at any time with or without cause when, in the sole judgment and discretion of the Board, by a two-third (2/3) majority of the Board that such individual should no longer serve as an Elder. In the event any Elder is so removed, a new Elder may be elected by majority vote of the Board for the remainder of the term.

Section F. Transactions with Interested Parties. A contract or other transaction between the church and one or more of its Board Members, Pastors, Officers, Deacons, or family members thereof (hereinafter "Interested Party"), or between the church and any other entity, of which one or more of the church's Board Members, Pastors, Officers, or Deacons are also Interested Parties, (hereinafter "Common Party") or in which entity is an Interested Party has a financial interest – shall be voidable at the sole election of the church unless all of the following provisions are satisfied:

1. The church entered into the transaction for its own benefit;
2. The transaction was fair and reasonable as to the church, or was in furtherance of its exempt purposes at the time the church entered into the transaction;
3. Prior to consummating the transaction, or any part, the Board authorized or approved the transaction, in good faith, by a vote of a majority of the Directors then in office, without counting the vote of the interested Director or Directors, and with knowledge of the material facts concerning the transaction and the Interested Parties' interest in the transaction; and
4. Prior to authorizing or approving the transaction, the Board, in good faith, determined after reasonable investigation and consideration, that either the church could not have obtained a more advantageous arrangement, with reasonable effort under the circumstances, or the transaction was in furtherance of the church's tax-exempt purposes.

Common or interested Board Members may not be counted in determining the presence of a quorum at a meeting of the Board (or a committee thereof) which authorizes, approves, or ratifies such contract or transaction. The Board may adopt additional Conflicts of Interest policies that shall provide for full disclosure of material conflicting interests by Board Members, Officers, Deacons, or employees in order to permit the Board to determine whether the contemplated transactions may be authorized as just, fair and reasonable to the church. Notwithstanding the above, no loan shall be made by the church to any of its Board Members, Officers, Pastors, Deacons, or Members.

Section G. No Compensation for Directors. No salary or compensation shall be paid to any member of the Board in his capacity as Member of the Board, but nothing herein shall be construed to preclude any Board Member from serving the church in any other capacity and receiving reasonable compensation. Moreover, the Board member may receive reasonable reimbursement for travel and other approved expenses upon request and written documentation.

## ARTICLE XV

### BOARD MEETINGS

Section A. Place and Time of Regular Meetings. Regular meetings of the Board will be held at least monthly and at any place that has been designated by the Board and at any time designated by the Board.

Section B. Special Meetings. Special meetings of the Board may be called by the Senior Pastor or by a majority of the Board members for whatever purpose or purposes at any time. The transactions of any meetings of the Board however called and noticed and wherever held, will be valid as though at a regular meeting.

Section C. Notices. Notice of the time and place and in the case of a special meeting the purpose of every meeting of the Board will be in writing and will be duly sent, mailed, or otherwise delivered to each Board Member not less than five (5) days before the meeting; providing that no notice of any regularly scheduled or adjourned meeting need be given.

Section D. Quorum of the Board. Three-fourths (3/4) of Board Members present at the beginning of a meeting shall constitute a quorum for purposes of transacting business at a meeting. Every action taken or decision made by a majority of the Board shall be deemed to be the act of the Board Members.

Section E. Manner of Acting. Except as otherwise provided in these Bylaws, the act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board.

Section F. Action without Meeting. Any action required or permitted to be taken by the Board Members may be taken without a meeting, if all of the Board Members, individually, or collectively, consent in writing to the action. Such action by written consent shall have the same force and effect as the unanimous vote of the Board Members. Such written consent or consents shall be filed with the minutes of the proceedings of the Board Members.

Section G. Participation by Conference Telephone. Members of the Board of Directors or of any committee thereof may participate in a meeting of such Board or committee by means of a conference telephone or similar communications equipment whereby all persons participating in the meeting can hear each other. Participation by such means shall constitute presence in person at such meeting. When such a meeting is conducted by means of a conference telephone or similar communications equipment, a written record shall be made of the action taken at such meeting, noting participation of those who were present by means of such communications equipment.

Section H. Board Teams. The Board, by majority vote of all Directors in office, may appoint two or more persons from among its number to serve as special Board team, such as the Board may determine are necessary, which shall have such powers and duties as shall from time to time be prescribed by the Board. Except as otherwise provided by law, the Articles of Incorporation, these Bylaws, or by a Resolution of the Board, each Board team may not exercise the authority of the Board.

Section I. Minutes. Minutes of the meetings of the Board will be recorded and taken by a secretary or clerk who shall have custody thereof and be responsible for circulating copies to the Board members in a timely manner.

## ARTICLE XVI

### OFFICERS

Section A. General. The Officers of the church shall be the President, Secretary, Treasurer, and such other officers that the Board may deem necessary from time to time.

Section B. Appointment and Term. Except for the President, candidates for Officer will be appointed by majority vote of the Board Members for a one-year term without limitation for reelection or until their successor is elected and qualified.

Section C. President. The Senior Pastor shall simultaneously occupy the position of President and serve as Chairman of the Board of Directors. The President and/or the Board shall execute any necessary documents and instruments on behalf of the church, except where the signing and execution thereof shall be expressly delegated by the Board to some other officer or agent of the church. As chief executive officer, the President shall have general supervision, direction and control of the business and affairs of the Church. The President shall have such other powers and duties as the Board of Directors may prescribe from time to time. The President shall absent himself from meeting and voting at Board of Director meetings wherein his duties, powers and salary are being voted on.

If the President shall take any reasonable action that is intended as a corporate act, such action shall be as valid a corporate action as though it had been authorized at a meeting of the Board of Directors. This provision is made to allow the President the freedom to conduct the day-to-day business and affairs of the church without the necessity of calling a Board Meeting for every decision. This provision is not a license for the President to abuse by not seeking or disregarding the collective decisions of the Board of Directors and members.

Section D. Secretary. The Board will annually appoint a church Secretary. The Secretary will record and preserve the minutes of all business meetings of the Board. Unless a separate Clerk is nominated and elected, the Secretary will also serve as the clerk of the congregation and record and preserve the minutes of all Member business meetings. The Secretary, or appointed Clerk, will maintain an up-to-day membership roll and prepare and forward membership letters. The Secretary will be charged with the duty of giving proper notice to the church and Board members of all respective business meetings.

Section E. Treasurer. The Board will annually appoint a church Treasurer. The Treasurer will be responsible for all monies collected and distributed by the church and shall make financial reports to the Board. The Treasurer will ensure that a financial report is made available for Members at the annual Members meeting and such other Members meetings wherein a financial report is deemed necessary. A copy of the financial records will likewise be available to the Members on a quarterly basis. Proper records and books concerning incoming and outgoing funds will be kept and such records and books will be made available for auditing or inspection.

## ARTICLE XVII

### CHURCH MINISTRY TEAMS

Section A. Standing and Special Ministries. The Board may establish such other ministries or teams (Standing and Special) as needed to assist in the performance of its responsibilities. These ministries or teams shall function under the oversight of the Board but shall continue to pursue their delegated responsibilities as defined by the church and those tasks specifically delegated to them. A Special ministry may not exist beyond the duration of one year without reauthorization by the Board.

Section B. Organization and Responsibilities. The organization, authority and responsibilities of each Standing and Special ministry shall be described more fully in the church Policy and Operations Manual.

Section C. Ministry Members and Leaders. Candidates for ministries or teams may be recommended to the Board based on SHAPE (Spiritual gifts, Heart [passion for a particular ministry], Abilities, Personality traits, and Experience) for consideration and appointment by the

Board. The Board shall appoint capable people for Leader to oversee and run such ministries or teams.

## ARTICLE XVIII

### EXTENDED MINISTRIES

Section A. Purpose. In providing a complete ministry to the whole individual and family and community, the church recognizes the need to establish and direct to maturity certain non-profit extended ministries as a vital part of the church's function of worship, education, evangelism and missions.

Section B. Establishment and Government. The Board of Elders shall be empowered to establish extended ministries and shall oversee each ministry. The Board of Elders shall adopt a constitution and/or by-laws for each ministry, setting forth the purposes and guidelines of the ministry and the powers of the Executive Board and administrators. The Elder Board shall appoint a board to direct the affairs of each extended ministry which in turn shall be directly responsible to the Elder Board. The Senior Pastor shall maintain a close coordinative relationship with the chief administrative officer and board chairman of each extended ministry. When a ministry is incorporated and has exempt status with the federal government, by-laws shall be adopted which grant self-government to the ministry with the ministry's board being ratified for the Board of Elders and certain other stipulations agreed on, or the ministry may be granted total independence by approval of the membership.

## ARTICLE XIX

### NON-PASTORAL STAFF

Section A. Non-pastoral Staff. Non-pastoral staff, including office staff, functions as servants in coming alongside of the pastoral staff and the body of the church to support them in ministry. It is the Senior Pastor's responsibility to lead ministry staff in the direction that helps the church accomplish its goals.

Section B. Duties and Responsibilities. The duties and responsibilities for all staff positions will be formulated and approved by the Senior Pastor and the Board.

Section C. Selection. Selection and approval of non-pastoral staff will be the responsibility of the Board, with recommendations by the Senior Pastor.

Section D. Resignation and Termination. Any staff member may at any time resign by submitting written notice to the Senior Pastor or the Board. Any non-pastoral staff member may be terminated upon recommendation by a supervising staff member and approval by the Board. Such terminations of staff may be reported to the Members, but does not need Membership approval.

## ARTICLE XX

### CHURCH POLICY AND OPERATIONS MANUAL

Section A. Development of Church Policy and Operations Manual. The development of a church policy and operation manual shall be overseen by the Board or its designee with professional consultation and review, as required. This manual shall include all church policies, procedures, job descriptions, and organization charts depicting lines of responsibility in the administration of the church. The manual shall be kept in the church office and made available for use by any member of the church. The church Secretary, or designee, shall maintain the manual. The Board or its designee shall review the manual at least annually, with the authority to recommend changes for the Board to consider and vote on.

Section B. Compilation and Maintenance. The Board or its designee shall be responsible for compiling and maintaining a policy and operations manual for the day-to-day administrative functions of the church not covered in the Constitution and Bylaws. Subjects covered may include, but are not limited to, the following:

1. Personnel policies and procedures not covering in the Bylaws;

2. Church property policies and procedures;
3. Church discipline procedures and policies;
4. Christian conciliation and dispute resolution policies and procedures;
5. Child protection policies and procedures;
6. Other policies and procedures as needed.

## ARTICLE XXI

### CHURCH PLANTING

Section A. Establishment. This church shall actively assist the founding of new "daughter" churches in areas where believers are seeking to form under purposes and statements of faith paralleling those of this church. Help will be given to these churches in providing leadership, guidance, prayer and gifts and in establishing facilities.

Section B. Government. A steering committee will be appointed by the Board of Elders to direct the affairs of the "daughter" church. The senior pastor shall have oversight of the pastor of the new church and shall be an ex-officio member of the steering committee. The church shall become independent in both government and ownership at the discretion of the Elders when it "comes of age." It is the intent that such churches maintain a close affiliation with Peninsula Community Chapel as "sister churches" described in Article VII B.

## ARTICLE XXII

### SETTLEMENT OF DISPUTES WITHIN OR AGAINST THE CHURCH

In any dispute arising between or among church members, the dispute may be resolved by the Board of Elders (or a duly appointed team from the Board) under the Guidelines for Christian Conciliation (Version 4.6.1) found at [www.Peacemaker.net](http://www.Peacemaker.net). All employees of the church shall sign policies or contracts with the Christian Dispute Resolution clause in it. All contractors and vendors of the church should be asked to sign policies or contracts with the Christian Dispute Resolution clause in it.

Any dispute between a member and the church or the pastors, elders, deacons, or staff in their representative role, shall be resolved through Christian Conciliation. Christian mediation should be attempted but if it does not resolve the dispute then legally binding Christian Arbitration shall be employed by the Board or individuals selected by the Board in accordance with the Guidelines for Christian Conciliation (Version 4.6.1) found at [www.Peacemaker.net](http://www.Peacemaker.net). A decision will be reached after prayerful consideration, in a spirit of humility, with each Arbitrator seeking that which most glorifies God and regarding one another before himself.

Judgment upon an arbitration decision may be entered in any court otherwise having jurisdiction. Jurisdiction and venue shall be the county and state where the church is located and Virginia law will apply to dispute. Members, pastors, staff or third party vendors/contractors shall understand that these methods shall be the sole remedy for any controversy or claim arising against the church and expressly waive their right to file a lawsuit in any civil court against one another or the church for such disputes, except to enforce an arbitration decision. In that case, judgment upon an arbitration award may be entered by any court having competent jurisdiction, in conformity with the laws of the Commonwealth of Virginia. Notwithstanding this above provision, to protect the church and its members and under its risk policy procedures, the church is required to maintain liability insurance. Therefore, this conflict provision is conditioned upon agreement by the church's insurers that, in light of the particular facts and circumstances surrounding the disputed matter, this provision, and the process it establishes will not diminish any insurance coverage maintained by the church.

## ARTICLE XXIII

### FINANCIAL

Section A. General. The effective use of financial resources is a vital part in fulfilling the role of the church and its ministries, including daughter churches and specialized ministries. This church unreservedly and irrevocably commits itself to a kind of Christian stewardship and faith in God that realistically budgets all income and expenditures on a year-to-year basis. Financial gifts

represent personal offerings unto the Lord and are intended for His honor; therefore, the handling and care of these funds must be above criticism.

Section B. Budget and Audit. The Board of Elders, or its designee, shall prepare and submit an annual budget to the Board for approval each year prior to the annual business meeting of the church. The inclusive budget shall be presented indicating the amount needed and sought for all local and other expenses. The Board, or its designee, shall conduct or arrange for an annual review or audit of a type and nature they deem appropriate; however, every five (5) years, the church shall conduct either a review or audit by an outside auditor.

Section C. Reports. The Board of Elders will make monthly reports to the church body concerning the Local Ministries and Missions financial accounts. The membership will be given reports at each quarterly business meeting. The Board shall monitor all financial activities of the church.

Section D. Fiscal Year. The fiscal year of the church shall be determined by the Board of Elders, in consultation with the necessary ministries. Accurate records shall be kept by all organizations of the church and report to the Board regularly. All funds handled by any and all organizations shall be reported to the Board.

Section E. Accounting Procedures. All funds received for any and all purposes shall pass through the hands of the church Treasurer, or their designee, and be properly recorded on the books of the church. A system of accounting for handling of all funds shall be the responsibility of the Board, or its designee.

Section F. Deposits. The Board shall select banks, trust companies, or other depositories in which all funds of the church not otherwise employed shall, from time to time, be deposited to the credit of the church.

Section G. Checks. All checks or demands for money and notes of the church shall be signed by such officer or officers or such other persons as the Board may from time to time designate. Any check over the amount of five thousand dollars (\$5000.00) shall require two authorized signatures from two disinterested Board members or officers.

Section H. Contracts. The President can sign contracts or other documents to bind the church once approved by the Board or according to its procedures. However, the Board may authorize any officer or officers, agent or agents of the church, in addition to those officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of or on behalf of the church, including real estate transactions once proper approval has been sought and obtained. Such authority may be general or confined to specific instances. All contracts for major services or expenditures should be reviewed by a competent attorney.

Section I. Endowments. The Board may establish on behalf of the church any endowments for the general purposes or for any special purposes of the church.

Section J. Designated Contributions. The church may accept any designated contributions, grant, bequest, or devise consistent with its general tax exempted purposes, as set forth in the Articles of Incorporation. As so limited, donor designated contributions shall be accepted for special funds, purposes, or uses as approved by the Board, and such designations generally will be honored. However, the church reserves all rights, title, and interest in and to and control of such contributions, as well as full discretion as to the ultimate expenditure or distribution thereof in connection with any funds (including designated contributions) to assure that such funds shall be used to carry out the church's tax exempt purposes.

Section K. Benevolence Fund. The Board shall establish procedures to receive and disburse by check all funds allocated to them in the Benevolence Fund. It shall be the duty of the Board, or a Board-designated Benevolence Team, to determine needs of the congregants or others in the community as they arise. The Benevolence Team shall examine the need of the recipients of these designated funds.

Section L. Partnerships, Joint Ventures, LLC's and Auxiliary Corporations. The Board may authorize in writing any officer(s) or agent(s) of the church to enter into any partnerships or joint ventures or create auxiliary corporations or limited liability companies that the Board determines shall advance the religious purposes and goals of the Members as described herein and not violate the church's tax exempt status.

## ARTICLE XXIV

### PROPERTY

Section A. Purchase or Sale of Property and Borrowing. Neither officers nor agents of the church may purchase or sell real or personal property on behalf of the church unless authorized by the Board and in the cases of real property, the Members according to these Bylaws. Any borrowing of money must be approved by the Board and the Members according to these Bylaws.

Section B. No groups except those which are a part of the church shall be allowed to use the church property unless approved by the Board of Elders in accordance with the church's facility use policy.

Section C. Dissolution. Upon dissolution of the congregation, the Elders shall, after paying or making provision for the payment of all the liabilities of the congregation, dispose of all of the assets of the congregation in such a manner as the Elders shall determine for purposes exclusively Christian and evangelical and within the meaning of Section 501(c)(3) of the Internal Revenue Code.

## ARTICLE XXV

### INDEMNIFICATION

Any person made or threatened to be made a party to any action or proceeding, whether civil or criminal by reason of the fact that he or his testator is or was a Director, Elder, Deacon, officer, employee or agent of the church, may be indemnified by the church, and the church may advance his related expenses, to the full extent permitted by law. The church may purchase and maintain insurance to indemnify: (a) itself for any obligation which it incurs as a result of the indemnification specified above; and (b) its Directors, Elders, Deacons, and officers.

## ARTICLE XXVI

### AMENDMENTS

Amendments to these Constitution and Bylaws may be submitted to the Board of Elders for consideration and comment. The Board shall present the proposed changes with the comments to the membership at a regular or special business meeting.

Section A. Amendments to Constitution. Articles II-VII may be amended by a three-fourth (3/4) vote of the members present and voting at a duly called business meeting, provided that the following procedure has been followed:

1. The proposed written amendment has been presented at a previous business meeting;
2. The proposed amendment has been mailed or otherwise made available to the members at least two (2) weeks before the meeting to act on the amendment; and
3. The proposed amendment has been announced on a previous Sunday worship service at least two (2) weeks before the vote was taken.

Section B. Amendments to Bylaws. Except for the Articles identified above, the Bylaws may be amended by a two-third (2/3) vote of the members present and voting at a duly called business meeting, provided that the following procedure has been followed:

1. The proposed written amendment has been presented at a previous business meeting;
2. The proposed amendment has been mailed or otherwise made available to the membership at least two (2) weeks before the meeting to act on the amendment; and
3. The proposed amendment has been announced on a previous Sunday worship service at least two (2) weeks before the vote was taken.

I, the undersigned Secretary of Peninsula Community Chapel do hereby certify that the above Constitution and Bylaws were adopted on Sunday, August 23, 2015 by the members at a duly called meeting, were amended on Sunday, October 14, 2018 by the members at a duly called meeting and that this Constitution and Bylaws are current and in operation as of that time.

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Date