



Bylaws

Bylaws of Hope Fellowship Church

Adopted June 23, 2010

Article I. Name

The name of this church shall be Hope Fellowship Church (hereinafter "Church"); mailing address is P.O. Box 103, Anderson, South Carolina 29622.

Article II. Purpose

The Church Corporation is organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. More specifically, the purposes of this corporation are:

- a) To worship God creatively and innovatively.
- b) To share the gospel wherever with whomever whenever possible.
- c) To employ ministers to accomplish the purposes of the Corporation.
- d) To disciple the body of Christ through any and all means deemed appropriate.
- e) To educate the body of Christ through any and all means deemed appropriate.

Article III. Affiliation

Hope Fellowship Church is an independent nondenominational church.

Article IV. Statement of Faith

What We Believe:

...about GOD

God is the Creator and Ruler of the universe. He has eternally existed in three personalities: the Father, the Son, and the Holy Spirit.

...about JESUS CHRIST

Jesus Christ is the Son of God. Jesus lived a sinless human life and offered Himself as the perfect sacrifice for the sins of all people by dying on a cross. He arose from the dead after three days to demonstrate His power over sin and death. He ascended to Heaven's glory and will return to earth to reign as King of Kings, and Lord of Lords.

...about the HOLY SPIRIT

We believe the only way possible to live the Christian Life is by God's power within us. All believers receive the Holy Spirit (the Spirit of God) when they receive Jesus Christ as Lord of their lives at salvation. However, believers are encouraged to seek the baptism in the Holy Spirit and to seek a daily dependence on God's Spirit to enable us to do what is right, and to obey God's command to "be filled with the Spirit." (Ephesians 5:18)

...about the BIBLE

The Bible is God's Word to us. It was written by human authors, under the supernatural guidance of the Holy Spirit. It is the supreme source of truth for Christian beliefs and living. Because it is inspired by God, it is the truth without any mixture of error.

...about SALVATION

Salvation is God's free gift to us, but we must accept it. We can never make up for our sin by self-improvement or good works. Only by trusting in Jesus Christ as God's offer of forgiveness can anyone be saved from sin's penalty. When we repent of sin, confess Jesus as Lord, and turn from our self-ruled life, we are saved.

...about HEALING

Through the centuries since the time of the apostles, there have been individuals who had faith in God for the healing of their bodies, and where New Testament faith has been found, New Testament miracles have been demonstrated in the name of Jesus Christ. We believe Jesus paid the price for divine healing through the atonement...and with His stripes, we are healed.

...about the BLESSED HOPE

The blessed hope of the church is the rapture or the "catching away" of the church. The Bible teaches that at the time of the rapture of the church, living Christians will be changed; those whom have died in Christ will be raised in glory; all Christians will forever be with the Lord; we should be comforted with this truth.

...about ETERNITY

People were created to exist forever. We will either exist eternally separated from God by sin, or eternally with God through forgiveness and salvation. To be eternally separated from God is Hell. To be eternally in union with Him is eternal life. Heaven and Hell are real places of eternal existence.

...about GENDER AND MARRIAGE

We believe God wonderfully and immutably creates each person as male or female. These two distinct and complementary genders together most effectively reflect the image and nature of God. (Genesis 1:26-27)

We believe that Marriage has only one meaning: the uniting of one man and one woman in a monogamous union as defined in Scripture (Genesis 2:18-25, Matthew 19:4-6).

Article V. Church Leadership Covenant

1. I will protect the unity of Hope Fellowship Church

- ...by supporting the vision of Hope Fellowship Church (Acts 4:32)
- ...by refusing to gossip or grumble (Exodus 16:6-8 & Ephesians 4:29-32)
- ...by submitting to spiritual authority (Hebrews 13:17)

2. I will promote the growth of Hope Fellowship Church

...by praying for and inviting the unchurched (Luke 14:23)
...by warmly welcoming those who visit (Hebrews 13:1-2)
...by developing a servant's heart (Philippians 2:3-8)

3. I will strive for personal integrity

...by maintaining sexual purity (Ephesians 5:3)
...by not causing others to stumble (I Corinthians 10:32)
...by supporting the core beliefs and values of Hope Fellowship Church (Romans 15:5-6)

4. I will support the ministry of Hope Fellowship Church

...by attending faithfully (Hebrews 10:25)
...by living a godly life (Philippians 1:27)
...by giving tithes and offerings regularly (Malachi 3:6-10)

We have read the Articles, Bylaws and Policies of the Church, including those policies dealing with church discipline, conflict resolution and leaders' rights and responsibilities and wholly agree to be bound by the Articles and Bylaws. We commit to submit to the teaching and leadership of the Church, to the governing of the church according to its Bylaws, to the settlement of disputes by and/or among the members of the church without appeal to any outside civil court, according to Matthew 18:15-20; I Corinthians 6:1-8 and to the Word of God as our final authority, to the church's discipline upon ourselves, and we lovingly assume our responsibility to participate in the discipline of other members, as taught in Scripture.

Article VI. Church Management

Section 6.1. Government

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

The Church recognizes the biblical authority, divine calling, and unique training of the Lead Pastor. As such, the Lead Pastor shall provide the vision, do the planning, and develop the budget of the church.

The Executive Leadership Team (hereinafter "ELT"); shall serve as the board of the directors of the corporation and exercise all corporate powers. The ELT will be equipped and empowered to do the work of the ministry.

Section 6.2. Lead Pastor

1. Qualifications

The Lead Pastor shall be "called" of the Lord and "gifted" to be a pastor-teacher (Ephesians 4:11). The pastor serves by appointment and leadership of the Lord Jesus and is to walk in the anointing of the Holy Spirit. He is to be a shepherd to the Church, like unto the great Shepherd

(John 10:11). He must be a man of faith and a man of prayer (Acts 11:24; Ephesians 6:18). He is to be a “servant” and not a “lord” (Matthew 20:25-28).

2. Duties

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

- 1) Spiritual oversight of the congregation
- 2) Oversight of the Pastoral and Administrative staff, including, but not limited to:
 - a. All employment decisions
 - b. Delegation of responsibilities to all staff
 - c. Day-to-day operations
- 3) Chairman of the Executive Leadership Team
- 4) Official spokesperson for the church
- 5) Ex Officio member of all committees, teams, groups, and ministries

3. Vacancies and Appointments

Mark Gasque shall be the initial Lead Pastor. The Lead Pastor shall serve for an indefinite period of time. When a vacancy occurs for any reason, the Executive Leadership Team (ELT) will appoint a five-member pastoral search committee. The committee shall include three ELT members who are not paid staff and two (non ELT) church members who have been regular attendees and financial supporters for the two preceding years. No one who wishes to be considered for the position of Lead Pastor may serve on the pastoral search committee.

After a thorough search and due diligence, the pastoral search committee will present one candidate for consideration. The candidate shall preach to the entire congregation during a regularly scheduled service and meet with the ELT at a duly called meeting. Upon a two-thirds (2/3) majority vote approval of the candidate by the ELT a special meeting of the members shall be called. Two weeks advance notice shall be announced at the Sunday morning Worship Service and published in the bulletin. Those members present at the meeting shall constitute a quorum. A two thirds vote by secret ballot shall be required to approve a new Lead Pastor.

4. Pastoral Accountability Team

The Lead Pastor is morally, theologically, and ethically accountable to the Pastoral Accountability Team. The pastor’s accountability team is a group of men or women to whom the Lead Pastor is accountable regarding issues relating to his qualifications to serve. The members of this group will be selected by the Lead Pastor and approved by the Executive Leadership Team. At least one member of the Executive Leadership Team will serve as a liaison member on the Pastoral Accountability Team. Pastoral Accountability Team members do not have to attend Hope Fellowship Church. The members of the Pastoral Accountability Team will serve one year terms with no term limits.

5. Removal

The Lead Pastor may be removed for just cause by a three-fourth vote of the membership after the process below as prescribed in Matthew 18:15-20.

- 1) A member of the ELT and Pastoral Accountability Team will privately talk with the Lead Pastor in order to resolve the matter privately. If not resolved;
- 2) The ELT will meet with the Lead Pastor in order to resolve the matter. If not resolved;
- 3) The ELT will conduct a thorough investigation before a vote for the removal is taken by the ELT and Membership.
- 4) A three fourths vote of all ELT members excluding the Lead Pastor is required prior to calling for any removal vote by the church members.
- 5) A special meeting of the members of the church shall be called. Three weeks advance notice shall be announced at the Sunday morning Worship Service and published in the bulletin. Those members present at the meeting shall constitute a quorum. A three fourths vote shall be required to remove the lead pastor.

The purpose of discipline is to protect the church-at-large and promote repentance in the person involved. Discipline is redemptive, corrective, and protective in nature.

Section 6.3. Executive Leadership Team (ELT)

1. Duties

The Executive Leadership Team (ELT) shall serve as the Board of Directors of the Corporation and shall consist of the Lead Pastor and such number of additional members as may, from time to time, be nominated by the Lead Pastor or ELT member and approved by a majority vote of the ELT. The ELT shall consist of not less than three and no more than nine members.

2. Qualifications

Members of the ELT shall not be employed by Hope Fellowship Church. The qualifications include:

- 1) Theological agreement with the core beliefs of Hope Fellowship Church
- 2) Philosophical agreement with the vision of the Lead Pastor
- 3) Signed the Hope Fellowship Church leadership covenant.
- 4) A proven track record, established by a minimum of one year of attendance at Hope.

3. Powers

The Lead Pastor shall serve as a voting member and Chairman of the ELT and shall be present and preside at all ELT meetings unless the position of Lead Pastor is vacant. The Lead Pastor will call meetings of the ELT at least once per quarter. Additional meetings may be called at the discretion of the Lead Pastor.

All corporate powers shall be exercised by or under the direction of the ELT. The ELT shall have the following powers:

- 1) Manage the affairs, funds, and property of the corporation.

- 2) Buy, sell, mortgage, pledge or encumber any church property and incur related indebtedness as outlined in the bylaws.
- 3) Appoint advisors or teams of advisors and delegate responsibilities to them. The ELT may remove or replace advisors as outlined in the bylaws.
- 4) Adopt procedural rules from time to time as necessary for the proper functioning of the church.

The ELT and the Pastor shall fulfill their spiritual and temporal duties in a spirit of servanthood to the Lord, the Church, and one another. Neither the Pastor nor the ELT are to exercise dictatorial leadership over one another or the Church; but shall cooperatively work together as a model of Christian unity and leadership, each submitting to one another as the Spirit, need, or circumstance may require. When disunity becomes present between the Pastor and ELT, it shall be the responsibility of each to attempt to solve the difficulty between them; if failing to do so, it shall be the responsibility of each to seek mediating efforts in order that the conflict may not be carried into the Church, but resolved within the circle of leadership.

4. Terms and Conditions

Members of the ELT shall serve staggered two year terms beginning January 1, with the exception of Lead Pastor who will serve in perpetuity until resignation, death, or vacancy. Members of the ELT shall serve no more than 6 consecutive years. A member appointed at any point during a Calendar year will serve through December 31 of the calendar year they were appointed. New members will be nominated by the Lead Pastor or ELT member and ratified by a majority vote of the ELT. All nominees are to be approved and qualified by the Lead Pastor before ratification.

5. Removal

Any ELT Member, with the exception of the Lead Pastor, may be removed from the ELT by a majority vote of the ELT. In the case of any moral, theological, or financial deviance from biblical standards, the process to be followed is prescribed in Matthew 18:15-20:

- 1) Bring the matter to the attention of the Lead Pastor and privately talk with the ELT member. If not resolved...
- 2) The ELT will conduct a thorough investigation before voting for the removal of a ELT member.

6. Nomination

Prospective ELT members will be nominated by the Lead Pastor or ELT members. Upon nomination, nominees must be ratified by majority vote of the existing ELT. All nominees are to be approved and qualified by the Lead Pastor before ratification.

7. No compensation for being directors/officers/ELT members

Whether or not employed by the Church for other purposes, directors, officers, and members of any committee of the ELT shall for their director/officer duties be regarded as volunteers and serve without compensation for those duties, but shall be entitled to reimbursement for any reasonable expenses incurred on behalf of the Church. Any director or officer barred from

receiving compensation under these provisions shall not be barred from serving the Church in any other appropriate capacity, such as Pastor or Church Staff, and receiving reasonable compensation for such other services.

8. Actions

The ELT shall try to act by consensus. However, a majority vote of the members present and voting at a meeting shall be sufficient to constitute the act of the ELT unless the act of a greater number is required by law or the bylaws. At least half of the members of the ELT in attendance at any given meeting shall constitute a quorum.

In the case of a deadlock where the ELT is unable to reach a conclusive vote, the Lead Pastor shall cast a ballot, which shall be known as a “majority ballot” so that an official act or decision may be taken by the Team. The majority ballot shall be cast in addition to the regular Member’s vote cast by the Lead Pastor.

The ELT, at it’s option by majority vote, may consent to allow an ELT member to participate in a meeting by telephone conference call.

9. Minutes

The purpose of minutes is to keep an official record of actions taken by the ELT of the corporation. The minutes will keep track of all decisions made by the ELT and be open to review by any church leader.

10. Indemnification.

To the fullest extent permitted by South Carolina law, as now in effect or as may hereafter be amended, no ELT member, director, or officer of the Corporation shall be personally liable for damages in any proceeding brought by or in the right of the Corporation, or in connection with any claim, action, suit or proceeding to which he or she may be or is made a party by reason of being or having been an officer or director of the Corporation, provided, however, that such relief from liability shall not apply in any instance where such relief is inconsistent with any provision applicable to corporations described in Section 501(c)(3) of the Internal Revenue Code or South Carolina law for indemnification by non-profit corporations.

The church will provide liability insurance and indemnification for the ELT for the following reasons:

- 1.) To protect individual directors from the financial hardship of potential legal expenses.
- 2.) To assure the congregation that monies donated to the church won’t be spent on legal defense in case of a law suit.

Section 6.4. Other Pastors, Church Employees, Secretary and Treasurer

1. Appointments

All church employees shall be appointed or delegated by the Lead Pastor.

2. Secretary

The Secretary of the Church shall keep the minutes of the official meetings of the ELT and specially called meetings of the leadership. They shall keep a record of the leadership, and shall be the custodian of all legal documents of the Church and its corporate seal (if applicable). They shall file such annual corporation reports with the secretary of state as may be required by state law (if applicable). The Secretary shall be an ELT member and elected annually by a majority vote of the ELT. The term shall be for one calendar year.

3. Financial Administrator

The Financial Administrator of the Church shall be entrusted with all the finances of the Church, subject to the supervision of the ELT, and shall deposit all funds in federally insured accounts in the name of the Church, and shall disburse such funds by check as authorized by the ELT. They shall keep an itemized account of receipts and disbursements, and shall present an annual report for the Church. They shall assist the Church in acquiring and maintaining available tax exemptions under state and local law. They shall provide a record of all identified giving to each donor at least annually. The records shall be available at all time for audit under the direction of the ELT.

Section 6.5. Membership

The membership of the Corporation shall consist of persons 18 years of age and over who have supported the church through consistent/regular tithe and attendance for the 6 preceding months. Anyone qualifying for membership is considered a member and shall be entitled to vote for the limited purposes provided below at membership meetings.

1. Powers

Members shall have limited powers to vote for the appointment and/or removal of the Lead Pastor as stated in Section 6.2 paragraph 3 Vacancies and Appointment and Section 6.2 paragraph 5 Removal. Members shall have no other powers.

Article VII. Dissolution

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such asset not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Article VIII: Teams and Committees

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

Article IX. Fiscal

Section 9.1. General

This Church, through the ELT, shall create and maintain such departments and sub-organizations as may be necessary and advisable for the extension of its financial work. All such departments and organizations shall be subordinate to the Church and shall contribute to the harmony and development of the whole. All significant contracts should be approved by the ELT prior to signing.

Section 9.2. Budget and Audits

The Pastor and staff shall prepare and present a unified budget; the ELT shall approve annually a unified budget for the Church. Said unified budget shall include all monies received or expended by or for any and all departments of the Church. The ELT shall conduct or arrange for an annual review or audit of a type and nature they deem appropriate including a review by an appointed audit committee.

Section 9.3. Robert's Rules of Order

Where not in conflict with other provisions of these bylaws, Robert's Rules of Order, latest edition, shall control the procedure for all business meetings of the Church, the meetings of the ELT, and committees established by or pursuant to the Articles of Incorporation and/or the Bylaws of this Church.

Article X. Church Policy and Operations Manual

The development of a church policy and operations manual shall be overseen by the church ELT. 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 leader of the church upon reasonable request. The ELT or designated committee or team shall review the manual at least annually, with the authority to recommend changes for the ELT to consider and vote on. The annual budget shall be kept in the church office and made available to any leader of the church upon reasonable request.

Article XI. Amendments

Amendments to the Articles of Incorporation and these bylaws shall be proposed by the ELT and passed with three quarters (3/4) affirmative vote of all ELT members after giving two weeks written notice for the meeting including the proposed amendment.

Article XII. Ordination Licensing and Commissioning

The ELT has the authority to ordain, license, or commission individuals as ministers of the gospel to perform the ordinances and ceremonies of the church including, but not limited to, marriage, baptism, communion, and funerals.

Article XIII. Actions Without Meetings

Actions Without Meetings: Any action required or permitted to be taken by the ELT may be taken without a meeting if all members of the ELT shall individually or collectively consent in writing to a duly prepared resolution to such action. Such consent or consents shall have the same effect as a unanimous vote of the ELT and shall be documented by retaining the signed resolution or facsimile of a signed resolution in the ELT minutes.

Article XIV. Conflict of Interest Policy

Section 14.1 Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's (Hope Fellowship Church) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 14.2 Definitions

1. Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,

- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 14.3 paragraph 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 14.3 Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 14.4 Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Section 14.5 Compensation

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 14.6 Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-

exempt purposes.

Section 14.7 Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Section 14.8 Use of Outside Experts

When conducting the periodic reviews as provided for in Section 14.7, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

Adopted June 23, 2010

Rick Davis, Secretary