

FAITH COMMUNITY CHURCH OF THE WEST SHORE, INC.

BYLAWS

Adopted May 3, 2020

FAITH COMMUNITY CHURCH OF THE WEST SHORE, INC.
(a Pennsylvania Nonprofit Corporation)

BYLAWS

Preamble

A. It is the express purpose of God our Heavenly Father to call out of the world a saved people who shall contribute to the Body of Christ, built and established on the foundation of the apostles and prophets, Jesus Christ being the Chief Cornerstone.

B. The members of the Body of Christ are enjoined to assemble themselves together for worship, fellowship, counsel, and instruction in the Word of God and the work of the ministry and for the exercise of those spiritual gifts and offices provided for in the New Testament.

C. In light of the foregoing, we recognize ourselves as a body of Christian believers working together for the common purpose of spreading the Gospel of our Lord and Savior Jesus Christ, and that under the laws of the Commonwealth of Pennsylvania we may exercise all the rights and privileges granted to religious bodies.

D. This church is essentially baptistic in its distinctive beliefs. This church will be pastor/elder-led and deacon-served with specific accountability to the membership. The church is to be separate from civil government yet bound by its laws if they are not in opposition with the Scriptures.

Article I – Name

The name of this corporation shall be Faith Community Church of the West Shore, Inc. (the "Corporation"). The Corporation is incorporated under the laws of the Commonwealth of Pennsylvania as a nonprofit corporation. Subject to the charitable purpose limitations set forth in the Articles of Incorporation and Article II of these Bylaws, the Corporation shall have all the powers and authorities of a nonprofit corporation incorporated under the laws of the Commonwealth of Pennsylvania.

Article II – Purpose

The Corporation is organized exclusively for charitable, religious and religious-educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, members, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Bylaws, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from

federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Subject to, but not in limitation of the foregoing, the specific purpose for which the Corporation is initially organized is to establish and maintain an evangelical church and place of worship, teach and preach the gospel to all people, conduct evangelistic and humanitarian outreach and to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith which are consistent with Section 501(c)(3) of the Internal Revenue Code.

Upon the 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 assets not so disposed of shall be disposed of by a court of competent jurisdiction 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 III – Tenets of Faith

The Bible

We believe the Christian Bible is complete and made up of 66 books, including 39 Old Testament books and 27 New Testament books. The original words that the authors of the Bible wrote down are directly from God and thus without error (2 Tim. 3:14-17). The finished product of the original manuscripts were inspired (2 Pet. 1:12-21). We believe in the authority of the Bible. Jesus upheld the authority of God's Word (John 10:30-38). Christians should respond to the authority of the Bible with humility (Isaiah 66:1-2), love (Psalm 119), and obedience (Deut. 8:6).

God

There is one true God who has always existed, still exists today, and will exist forever. He is Creator and Ruler of everything (Gen. 1:1, Deut. 6:4). God exists as one unified essence while at the same time co-existing in three distinct eternal persons of the Father, Son, and Holy Spirit (Matt. 28:20, Matt. 3:13-17). This is the Christian doctrine known as the Trinity. The Bible clearly teaches that Jesus Christ was the Word who was with God and is God (John 1). The Holy Spirit was involved in creation and is now involved in salvation (Gen. 1:2, Eph. 1:3-14).

Jesus Christ

Jesus Christ has always existed as God. He is Creator and Sustainer of the universe (John 1:1, Col. 1:15-17). Jesus was conceived by the Holy Spirit in a godly young virgin named Mary (Matt. 1:20, Is. 7:14). Jesus came to earth fully human and fully God at the same time

(John 1:14, 1 John 4:2). He restricted some of his rights and privileges as God (Phil. 2:5-11), but he maintained complete deity and sinless humanity while he lived on earth. Jesus claimed to be God, accepted worship, and forgave sin (Luke 5:17-26, Matt. 16:16, John 10, John 20:28). He died as our substitute taking the wrath of God for us on the cross (Romans 5:8-9). Jesus' bodily resurrection from death is the foundation of the Christian faith. Without his resurrection our faith is in vain (1 Cor. 15). Jesus now stands as our Prophet full of truth, intercedes for us as our Priest, and rules over the universe as our King (John 14:6, Phil. 2:9-11, 1 John 2:1, Heb. 1:1-2, 4:15-16).

The Holy Spirit

The Holy Spirit has always existed as God (Acts 5:3-4). He is not an impersonal force, but instead a person who has intellect, (1 Cor. 2:10-12), will (1 Cor. 12:1), and emotions (Eph. 4:30). The Holy Spirit convicts mankind of sin (John 16:8-11) and witnesses to men about Jesus (Acts 5:30-32). To believers, the Holy Spirit regenerates our previously dead souls (Eph. 2:1-5). He lives inside us (1 Cor. 6:19). He spiritually baptizes us into the body of Christ (1 Cor. 12:13, Eph. 4:4-6). He seals us as a guarantee of our salvation in Christ (Eph. 1:13-14, Eph. 4:30). He also unifies all of us who are true Christians (Eph. 4:1-3). The Holy Spirit transforms us and makes us more like Christ (2 Cor. 3:18). While God still works in miraculous and unexpected ways, we do not corporately practice the sign gifts.

Humanity

Man was created by God on the sixth day of creation in sinless existence and perfect relationship with God (Gen. 1:2). Man was made in the image of God and has value (Gen. 1:26-31, James 3:9). God created two different genders – male and female. Both equally reflect the image, beauty, and creativity of God. Man has a spiritual existence (soul/spirit) and a physical existence (body) that simultaneously co-exist here on earth. So we are both spiritual and physical at the same time. As a result of the fall, our physical bodies will die (Gen. 2:7, Rev. 20:22). The main purpose of man is to glorify God by loving him above all things and loving other people like Jesus loves them (Matt. 22:37-40). We believe that God wonderfully and immutably creates each person as male and female, and that these two distinct, complementary genders together reflect the image and nature of God. As the Creator, God designed human sexual relations for a husband (biological male) & wife (biological female) within the covenant relationship of marriage. We believe that God created marriage to be a spiritual covenant between one man and one woman, and that sexual intimacy is a gift that is to be expressed by a man and woman exclusively in the covenant of marriage. Any sexual activity outside of God's design in marriage between a man (biological male) & a woman (biological female) is prohibited for God's glory and our good (Gen. 2:22-25, Mark 10:6-9, Rom. 1:20-27, 1st Cor. 6:9-11).

Sin

Sin is anything that opposes God's nature, character, or communicated moral standard. There are sins of commission (doing what we shouldn't – Gal. 5:17-21) and sins of omission (not doing what we should – James 4:17). Sin entered the universe through an attack of the fallen

angel Satan (Gen. 3, 2 Pet. 2:4, Jude 6). Our parents Adam and Eve sinned against God, and the human race fell from perfection. The main consequence of sin is death – both spiritually and physically (Gen. 3, Rom. 6:23). Every man and woman is a sinner by nature and by choice (Rom. 5:12). We inherit a sin nature as a result of the fall in the garden. We are totally depraved and cannot meet God’s standard of goodness on our own (Rom. 3:10-12). Sin leaves us totally unable to save ourselves from its darkness and terrible consequences (Eph. 2:1-3). God is not the author of sin. He did not create sin, but instead allows it. God is not pleased by the effects of sin (2 Pet. 3:9), but he is totally just in his character and therefore has to punish sin (Deut. 32:4, Heb. 2:2). Hell is a place of eternal torment and existence apart from God for those people who are not rescued from sin through faith in Jesus Christ (Matt. 25:31, 41, 46).

Salvation

The Bible teaches that man is spiritually dead and in desperate need of salvation (Rom. 3:10-12, Eph 2:1:3). God’s wrath remains on all people because of their rebellion against him (John 3:36). He is holy and just; he must punish sin (Ps. 5:4-5, 1 Pet. 1:15-16). But because God is also loving and gracious, he sent Jesus Christ to earth to take the wrath of God as the righteous substitute for the sins of the whole world (John 3:16, John 1:7, John 1:29, 1 John 2:2, Rom. 5:8, 1 Tim. 2:3-6). Because men love darkness rather than light (1 John 3:19-20), no person will ever choose God on their own (Is. 53:6). So God in his infinite mercy and love predestined a divine rescue mission (Eph. 1:3-6). The only means of salvation is through faith in Jesus Christ’s perfect life, substitutionary death, and resurrection from death (Eph. 2:4-10, Rom. 3:21-26). We are saved by recognizing our lost condition, believing in the finished work of the substitutionary sacrifice of Jesus on the Cross and subsequent Resurrection, and repenting of our sin (Rom. 10:9-10, 1 Thess.1:9-10). Those who are saved through faith in Jesus receive all the spiritual blessings that come to children of God (Eph. 1:3-14). One of the spiritual blessings that God’s children receive is eternal security – meaning that they will never lose their salvation. It is held secure by God (John 10:27-28, Rom. 8). Good works are a result of salvation – not the reason for salvation (Eph. 2:8-9). However, salvation has never taken place if there is no spiritual fruit (1 John, James 2:14-26).

Church

The church is the body of Jesus; he is the head of the universal church which includes all believers in Jesus (Col. 1:18). He is also the head of the local church (Eph. 4:4-6). The Bible has ultimate authority in the local church (2 Tim. 3:14-17) with the pastors and elders serving as the leaders, stewards and shepherds of the flock, accountable directly to God for their service (Hebrews 13:17). Every local church should be self-governing (1 Pet. 5:1-7). Every individual believer is a member of God’s royal priesthood because of Jesus Christ (1 Pet. 2:5,9) while still accountable to the established leadership structure of the church. Members of the local church must be saved and baptized by immersion after salvation (Acts 2:42-27). There are two biblical offices assigned to the local church: pastors/elders and deacons (1 Tim. 3:1-13). There are two ordinances assigned to the local church: baptism by immersion and communion which are sacred memorials for believers (Matt. 28:19-20, 1 Cor. 11:23-32). The purpose of the local

church is to train, encourage, and strengthen each other while representing Jesus as ambassadors of reconciliation to unbelievers (Matt. 28:19-20, Eph. 4:1-16, 2 Cor. 5:11-21).

Angels

Angels are created beings who are persons with intellects (1 Peter 1:12), emotions (Luke 15:10), and wills (2 Peter 2:4). They are not the transformed souls of our departed loved ones (a.k.a. guardian angels) that other belief systems or Hollywood movies may lead one to believe. They live in God's presence and serve him (Isaiah 6:1-7). Since they have free will, some chose to rebel against God and are now called demons (James 2:19). Their leader is Satan who blinds the mind of unbelievers (2 Corinthians 4:4), tempts believers (1 Pet. 3:8), and accuses believers (Revelation 12:10). The ultimate destiny of Satan and his demons will be everlasting torment and punishment (Rev. 20:1-10).

Future Events

We believe that at any time there will be a rapture of the church (1 Thess. 4:13-18), then a great tribulation (Matt. 24), the second coming of Jesus (Rev. 19:11-21), a literal kingdom on earth that is ruled by Jesus and lasts for 1,000 years (Rev. 20:1-7), a rebellion of Satan after the millennial kingdom (Rev. 20:7-10), a final judgment of all people (Rev. 20:11-15), and an eternal state of joy for believers on a restored earth and torment for unbelievers (Rev. 20:15-21:8).

Article IV – Ordinances

Baptism in Water

The ordinance of baptism by symbolic burial in water with Christ should be observed (as commanded in the Scriptures) by all that have repented of their sins and in their hearts have believed on Christ as their Savior and Lord. In doing so, they declare to the world that they have died with Christ and that they have also been symbolically resurrected to walk with Him in newness of life (Matt. 28:19; Rom. 6:4).

The Lord's Supper (Communion)

The Lord's Supper, consisting of the elements, bread and fruit of the vine, is the symbol expressing our sharing in a memorial to His suffering and death, and a prophecy of His second coming, and is enjoined to all believers "until He comes" (John 6:48,51,53-57; Luke 22:19,20; 2 Pet. 1:4; 1 Cor. 11:25).

Article V – Leadership (Board of Pastors, Elders and Officers)

1. The business and affairs of the Corporation shall be managed by a Leadership Team (who may also be known or referred to as the Board of Directors or the Board of Pastors, Elders and Officers). The Board of Directors shall provide both spiritual guidance and manage the business and affairs of the Corporation.

2. The business and affairs of this Corporation shall be managed by its Board of Directors, no more than nine (9) in number, who shall be natural persons of at least twenty-one (21) years of age and a member of this Corporation.

3. The initial Board of Directors shall be appointed by the Incorporator. The Board of Directors shall thereafter nominate candidates for the Board of Directors for approval by the membership, as set forth in Article VIII below, after the initial appointment by the Incorporator.

4. In addition to the powers and authorities by these Bylaws expressly conferred upon them, the Board of Directors may exercise all such powers of the Corporation and do all such lawful acts and things as are not by statute or by the Articles of Incorporation or by these Bylaws directed or required to be exercised or done by the Directors.

5. The Board of Directors, in addition to an Annual Meeting, as described herein, may hold additional meetings at such times and at such place or places within this Commonwealth, or elsewhere, as a majority of the Directors may from time to time designate, or as may be designated in the notice calling the meeting(s). An Annual Meeting of the Board of Directors and Members shall be held each year on May 1 of each year or on a date designated by the Board of Directors at which point the Directors shall nominate a Board of Directors for approval by the membership and transact such other business as may properly be brought before the meeting. If the annual meeting shall not be called and held within six (6) months after the designated time, any member of the Board of Directors may call such meeting. Subject to the notice provision aforementioned in this Article, the Board of Directors may also hold meetings by means of a remote electronic communications system, including video or telephone conferencing technology or the internet, or any combination, only if each person entitled to participate in the meeting consents to the meeting being held by means of that system, and the system provides access to the meeting in a manner or using a method by which each person participating in the meeting can communicate concurrently with each other participant. Participation in such a meeting shall constitute presence in person at such meeting, except participation for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

a. The Board of Directors shall welcome advisors who serve in recognized leadership positions of ministries of the church (to women, children, singles, etc.) to attend these additional meetings to aid in representing their respective demographic groups or ministry to the leadership. These advisors will have the right to attend and participate at all meetings of the Board, unless that participation becomes unproductive as deemed by the Board, and except when the Board enters executive session, but shall have no voting powers as officers or directors of the Corporation.

6. Except as otherwise required by law, written, e-mail, or personal notice of every meeting of the Board of Directors shall be given to each Director at least five (5) days prior to the day named for the meeting.

7. A majority of the Board of Directors in office shall be necessary to constitute a quorum for the transaction of business, and the acts of a majority of the Directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors. Any action which may be taken at a meeting of the Board of Directors may be taken without a meeting, if a consent or consents in writing setting forth the action so taken shall be signed by all of the Directors in office and shall be filed with the Secretary of the Corporation.

8. The members of the Board of Directors present at a duly organized meeting at which a quorum is present can continue to do business until adjournment, notwithstanding the withdrawal of enough Directors to leave less than a quorum. If a meeting cannot be organized because a quorum has not attended, those present may, except as otherwise provided by statute, adjourn the meeting to such time and place as they may determine, and those who attend the second of such adjourned meeting, although less than a quorum, shall nevertheless constitute a quorum for the purpose of acting upon any resolution or other matter set forth in the notice of the meeting, if written notice of such second adjourned meeting, stating that those members of the Board of Directors who attend shall constitute a quorum for the purpose of acting upon such resolution or other matter, is given to each member of the Board of Directors at least five (5) days prior to the day named for the second adjourned meeting.

9. The Board of Directors may, by resolution adopted by a two-thirds (2/3) majority of the Directors in office, establish one or more committees to consist of one or more Directors of the Corporation. Any such committee, to the extent provided in the resolution of the Board of Directors or in the Bylaws, shall have and may exercise all of the powers and authority of the Board of Directors, except that no such committee shall have any power or authority as to the following:

- (a) The submission to members of any action required by statute to be submitted to the members for their approval;
- (b) The filling of vacancies in the Board of Directors;
- (c) The adoption, amendment or repeal of the Bylaws;
- (d) The amendment or repeal of any resolution of the Board of Directors; and
- (e) Action on matters committed by the Bylaws or resolution of the Board of Directors to another committee of the Board of Directors.

10. The Board of Directors may designate one or more Directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee. In the absence or disqualification of a member of a committee, the member or members thereof present at any meeting and not disqualified from voting, whether or not he or she or they constitute a quorum, may unanimously appoint another Director to act at the meeting in the place of any such absent or disqualified member. Each committee of the Board of Directors shall serve at the pleasure of the Board of Directors.

11. A Director of this Corporation may be removed from office without assigning any cause by the vote of active members entitled to cast at least a three-fourths (3/4) majority of the votes which all active members present would be entitled to cast at any annual or other regular election of the Directors. Although "cause" is not required for the removal of a Director, the Board of Directors and active members may consider the following reasons, which reasons are not an exclusive list, in making a determination for removing a Director from office: (i) absence from attendance at three consecutive meetings of the Board of Directors, (ii) violation of the mutual interest clause of Article X; (iii) not acting in the best interests of the Corporation; (iv) willful nondisclosure of a conflict of interest as interpreted by a majority of the Board of Directors; or (v) rejection of the stated tenets of faith or personal disqualification (1st Tim. 3:1-7). In case any one or more Directors are so removed, new Directors may be elected at the same meeting.

12. The Board of Directors may declare vacant the office of a particular Director if such Director is declared of unsound mind by an order of court or is convicted of felony, or if within sixty (60) days after notice of such Director's selection, the Director does not accept such office either in writing or by attending a meeting of the Board of Directors, and fulfill such other requirements of qualification as the Bylaws may specify.

13. The Board of Directors shall have the authority to fix the compensation of Directors for their services as such, and a Director may also be a salaried officer of the Corporation.

14. A Director of this Corporation shall not be personally liable for monetary damages as such for any action taken, or any failure to take any action, unless: (i) the Director has breached or failed to perform the duties of his or her office in good faith, in a manner he or she reasonably believes to be in the best interests of the Corporation, and with such care, including reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances; and (ii) the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness. The provisions of this Section 14 shall not apply to the responsibility or liability of a Director pursuant to any criminal statute or for the payment of taxes pursuant to local, state or federal law.

Article VI – Officers

b. The executive officers of the Corporation shall be nominated by the Board of Directors and approved by the active membership as set forth in Article VIII below, and shall be a President, Secretary, Treasurer and such other officers and assistant officers as the needs of the Corporation may require. The officers listed below are ultimately responsible to oversee that all listed duties are properly executed. The actual carrying out of necessary actions may be accomplished by any individual whom the Board of Directors sees fit. The officers shall be natural persons of at least twenty-one (21) years of age and they shall hold their offices for a term of one (1) year and shall have such authority and shall perform such duties as are provided

by these Bylaws and as shall from time to time be prescribed by the Board of Directors. It shall not be necessary for the officers to be Directors and any number of offices may be held by the same person.

c. Any officer or agent may be presented to the membership by the Board of Directors for removal whenever in its judgment the best interests of the Corporation will be served thereby, but such removal shall be without prejudice to the contract rights of any person so removed.

d. The President shall be a spiritually minded man and have wisdom in handling the corporation's affairs. He shall be of sound doctrine and good judgment. The President shall also be the Senior Pastor/spiritual leader of the church as provided by the Holy Scriptures, in parallel to the family with the husband/father being the spiritual head of the household, and shall have the general powers and duties of supervision and management usually vested in the office of President. The President shall be chairman of the official Board of Directors and preside over all corporation meetings. To establish an efficient leadership infrastructure, the President shall be responsible to articulate in clear, concise and simple language the vision of the church. The purpose of this is to create a consistent and logical framework which empowers staff and volunteers to participate in the decision-making processes that reflect the President's heart and vision for the church.

e. The Secretary shall be a spiritually minded person and of sound judgment. He or she must be administratively minded with the ability to multi-task. By virtue of this office, the Secretary shall keep a true and accurate record of all meetings, including business meetings of the Corporation. He or she shall perform clerical duties, and shall be the custodian of all legal documents. The Secretary shall keep in safe custody the corporate seal of the Corporation, and when authorized by the Board of Directors, affix the same to any instrument requiring it. The duties of the Secretary may be delegated from time to time to any individual appointed by the Board of Directors.

f. The Treasurer shall be a spiritually minded person, and of sound business judgment. He or she shall be capable of doing the accounting required to maintain the Corporation's financial records. By virtue of this office, the Treasurer shall keep, in a business-like manner, an itemized account of all receipts and disbursements of moneys committed to his or her trust and shall make reports to be presented during the official Board of Directors meetings. The Treasurer shall also complete an internal audit. This audit of all financial records shall be made after the close of the calendar year, prior to the end of February. The duties of the Treasurer may be delegated from time to time to any individual appointed by the Board of Directors.

g. Pastors and Elders shall be spiritually minded men and of sound business judgment. By virtue of their office, Pastors shall carry out the responsibilities that the President or Board of Directors delegate to them. In any established place of worship, the appointed Pastor will be responsible for regular church services.

h. The Lead Deacon shall be a spiritually minded man and of sound business judgment. He shall be giving of himself in service to the church and possess particular gifts of service and administration so as to coordinate and lead in the care of the temporal needs of members, attend to the accommodations for public worship, encourage, and support those able to help others. He shall also oversee the maintenance and care of the church's buildings and physical property.

Article VII – Ministers of the Gospel

1. **Elder.** The qualifications for Elder shall be consistent with those listed in I Timothy 3:1-7 and Titus 1:6-9. Their responsibilities generally fall into the following areas: preaching, teaching, counseling, administration, planning, and guiding the Church to grow and fulfill its mission. The office of Elder shall lead the church, the organizations, and all the leaders of the Church in performing their tasks in worship, discipleship, and evangelism. There are two positions for the office of Elder: Pastor and Lay Elder.

a. **Election of Pastors.** In the event that a vacancy occurs in a Pastoral position, a search committee will search out and identify suitable candidates for the position. The search committee may convene a much larger group at its discretion, and committee chairpersons may designate representation to others to serve on the search committee when necessary. The search committee will make a final recommendation of a prospective candidate to the Board of Directors. If approved, the subsequent recommendation is then presented to the Church active members and shall constitute as a nomination. Only one candidate at a time will be brought forward to the Church for a vote. At least two weeks' notice shall be given for a Special Meeting at which time the candidate is voted on by the Church for extending a call. The candidate shall be given an opportunity to accept or reject the call within one week of the vote. If he accepts, he shall assume the office of Pastor. A call for any Pastor of the Church shall be approved by a three-fourths (75%) majority vote of the active members present at a regular or special business meeting. Pastors of this Corporation must be ordained male ministers.

i. **Term of Office.** All Pastors shall serve for an indefinite period of time. Vacancies shall be filled as they occur either by death, resignation, moving from city, or Church-desired replacement.

b. **Election of Lay Elders:** The Board of Directors shall make recommendations for any Lay Elder of the Church who shall be approved by a three-fourths (75%) majority vote by the active members of the Church present at a regular or special business meeting.

i. **Term of Office.** The term of the office of Lay Elder shall be for three years or until such time as God calls them to other service and away from the office of Lay Elder. Upon completion of the Lay Elder's first three

year term, at the recommendation by the other Elders and a subsequent vote of approval from the members of the Church, the Lay Elder's term of office will be extended for another three years. Upon completion of a second three year term, the Lay Elder will be required to step down for one full year before they can be considered for the office of Lay Elder again. Vacancies shall be filled as they occur either by death, resignation, moving from city, or Church-desired replacement. Elders of this Corporation must be male and may or may not be ordained, although ordination is preferred and recommended.

2. This Corporation shall have a set number of classes of ministers, as set forth below. The Board of Directors of this ministry shall have ecclesiastical authority to decide who, how or if a person will be licensed by this ministry to hold any of the classes mentioned below (Matt. 16:13-19). Each class of minister will have the distinct rights and privileges listed below:

(a) **Chaplain.** This recognition is for ministers of the gospel that are called by God and recognized by the Board of Directors to minister primarily in prisons, hospitals and government agencies.

(b) **Pastoral Intern.** This recognition is given by the Board of Directors of this ministry and is for those men who are starting out in the ministry, but need extensive training. They are to work closely with a licensed or ordained minister. Such persons are not authorized to perform any sacerdotal services.

(c) **Ordained Minister/Elder.** This recognition is given by the Board of Directors to those persons who have an "established" or "proven" ministry. Ordained ministers are men authorized to perform all functions of the Christian ministry and religious functions, and must be capable of doing so. Ordained ministers are authorized to perform all religious functions: conduct religious worship; provide religious instruction; Administer communion; provide spiritual counseling; serve on the Board of Directors of a church; ministry administration and other sacerdotal functions including conducting baby dedication ceremonies, perform baptisms and weddings, conduct funerals, visit the sick and shut-ins and minister in prisons. An ordained minister must be male and capable, as determined by the Board of Directors, to take charge of a congregation.

a. **Section I. Ordination Qualifications**

Any man with a relationship to this church or its missions, who gives evidence of a genuine call of God into the work of the ministry, possesses the qualifications stated in I Timothy 3:1-7 and Titus 1:6-9, and is deemed qualified by the Board of Directors may be ordained as a minister of the Gospel.

b. **Section II. Ordination Procedure**

Upon a conference with the Board of Directors and upon the candidate's approval for ordination, the Senior Pastor shall call a council to examine and pass on the qualifications of the candidate. The ordination council shall consist of ordained ministers of like faith invited to participate in the examination of the candidate in regard to doctrinal knowledge and ability to navigate and effectively communicate the truths of God's Word, the Bible. Lifestyle and leadership/management of the candidate's family and relationships will also be examined. If the candidate is found worthy of the ordination by the council, the ordination council may ordain the candidate on behalf of the church. The Board of Directors shall arrange for the ordination service.

3. This Corporation may have any number of Deacons, as set forth below. The office of Deacon is described in 1 Timothy 3:8-13 and Acts 6:1-7. The Corporation shall recognize men/women who are giving of themselves in service to the church, and who possess particular gifts of service. These members shall be received as gifts of Christ to His church and set apart as Deacons. Deacons shall care for the temporal needs of members, attend to the accommodations for public worship, encourage, and support those able to help others and those with gifts of administration. Deacons shall oversee the maintenance and care of the church's buildings and physical property. The Board of Directors shall nominate and confirm Deacons. Unless otherwise specified by the Board of Directors, the term of office of each Deacon will be two years. The number of consecutive terms that a Deacon may serve is unlimited. The Board of Directors will conduct a bi-annual review for each Deacon in accordance with their term of office. Should a Deacon receive an unfavorable review or fail to meet the qualifications in accordance with these Bylaws, then the Board of Directors may remove him/her by a simple majority vote.

- a. The Deacons shall be organized by the Lead Deacon who shall be a man. The Lead Deacon will also serve as a member of the Board of Directors and as such must be nominated by the Board of Directors and approved by a three-fourths (3/4) majority vote of the active members present at a regular or special business meeting.
- b. Term of Office. The Lead Deacon will serve a term of 1-year for no more than 3 consecutive years. Upon completion of three consecutive years, the Lead Deacon will be required to step down for one full year before he can be considered for the office of Lead Deacon again.

Article VIII – Membership

1. The Corporation shall have members as set forth in this Article VIII.
2. There shall be two classes of membership in the Corporation: 1) Active and 2) Associate. Active Membership shall be limited to individuals which meet the following qualifications: The individual must be at least 16 years of age and give evidence of his or her faith in the Lord Jesus Christ, voluntarily subscribe to Faith Community Church of the West

Shore, Inc.'s tenets of faith, read and agree to be governed by the Bylaws of this church, have been water baptized as a public demonstration of his or her profession of faith in Jesus Christ as his or her Savior, and agree to strive to conduct him/herself in accordance with Biblical practices. This church is a fellowship of believers participating in the labors of the Holy Spirit in this community. An individual seeking to become an active member of this church must submit in writing that they wish to become an active member. An associate member is anyone who has not attained the age of 16 years or who does not meet all of the requirements aforementioned but desires to regularly and harmoniously fellowship with the Corporation. Active members will be entitled to one vote as a member on approved issues. Associate members will not have any voting rights on any issues but can participate in all church ministries as allowed by the Corporations procedures and policies.

3. Prospective active members may apply to join this church by submitting an application to the Board of Directors on such forms as the Board of Directors may prescribe. Membership applications shall be evaluated by the Board of Directors, or a committee appointed by the Board of Directors pursuant to Article V hereof, and members shall be elected by a two-thirds (2/3) majority vote of the Board of Directors, or its nominee.

4. The Board of Directors of the Corporation reserves the right to remove members from membership following the biblical pattern of Matthew 18:15-17. The Board of Directors will oversee the final step of this discipline process. Reasons for removal include: (i) voluntary withdrawal from membership; (ii) death; (iii) propagation of doctrines and practices contrary to the Tenets of Faith (Romans 16:17,18; Galatians 1:8,9; Titus 3:9-11; II Thessalonians 3:6); (iv) perpetual living in sin or in a manner which is inconsistent with Biblical standards of holiness (I Corinthians 5:11; Galatians 5:19-21; Hebrews 12:14); (v) failure to engage regularly in the scheduled weekly gatherings of the church as a large or small group for a period of 9 months unless medically unable to attend. The Board of Directors shall be authorized to revise the membership roll of the Corporation as needed (for reasons not related to church discipline) by a simple majority vote. The Board of Directors will direct the process of restoring members under church discipline to membership. The person previously excluded must request to be received back into membership and demonstrate evidence of repentance and reformation. This should be done in the Spirit of forgiveness and love (2 Corinthians 2:6-8).

5. This Corporation shall be a limited vote membership church. Each active member shall be entitled to one vote on approved issues. Binding decisions made by this corporation shall be with three-fourths (3/4) majority of members present.

The only issues that members are permitted to vote on are as follows:

1. Installation of members of the Board of Directors, including the Senior Pastor; Perspective Board of Director members shall be presented to the membership at a membership meeting and may only be approved as Board of Directors members by a three-fourths (3/4) vote of the corporate active membership present at any corporate meeting.

2. Removal of members of the Board of Directors, including the Senior Pastor; In the case that the removal of a member of the Board of Directors is being considered, the Board of Directors member shall be presented to the membership at a membership meeting for removal and may only be removed by a three-fourths (3/4) vote of the corporate active membership present at any corporate meeting.
 3. Major Financial Purchases: In the case of major, non-emergency financial purchases equaling or exceeding \$10,000, the active membership will affirm with a simple majority vote.
6. Membership in this Corporation is not transferable or assignable.

Article IX Ecclesiastical Authority

Any disputes that arise over the interpretation of these Bylaws shall be deferred to the Board of Directors. The President shall be responsible for the day-to-day decisions and shall run the affairs of the church. In *Watson v. Jones*, the court ruled that:

“Whenever the questions of discipline, or of faith, of ecclesiastical rule, custom, or law have been decided by the highest church judicatory to which the matter has been carried, the legal tribunals must accept such decisions as final, and as binding on them . . .”

Article X Mutual Interest

The behavior of anyone in fellowship with this church is of common interest to the Board of Directors and membership. (Gal. 6:1) This church requires every Board of Directors member and Congregational member to adhere to a lifestyle that is consistent with the doctrines of this church as taught in the Holy Scriptures. Therefore, this church reserves the right to refuse service to any individual, whether member or not, that is not submitting their lifestyle to this Scriptural mode of conduct. This refusal would include services, benefits and any use of church assets.

Article XI Prohibited Activities

This church is prohibited from engaging in activities which violate its written doctrines. This church is also prohibited from condoning, promoting or allowing any of its assets to be used for activities that violate its written doctrines.

Article XII Membership Review of Church Records

1. To ensure the trust of the membership and to also ensure that a public interest is being served, all church records, financial information and all kinds of financial transactions must always be available for active membership inspection and review, upon prior written request. At no time may information be supplied that would violate the confidentiality

provisions of this Article. Any questions or requests by any active members shall be addressed to the Treasurer either in writing or by scheduled appointment.

2. A prior written request must state the name of the active member, the reason for the request and that the information shall in no way be made public or shared with any other member, whether active or associate, in a way that will jeopardize the church.

3. This Corporation may require a reasonable per page fee for any copies that are required in order to accommodate approved records requests.

4. In order to keep the records of the church confidential, records shall not be released to any outside agency, person or entity unless otherwise required by law.

5. The Board of Directors reserves the right to deny such a request for any of the following reasons: (i) the request is considered by the Board of Directors and deemed to be frivolous; (ii) the member making the request has a history of being divisive; (iii) the member does not adequately provide the required information on the request as stated in this Article; (iv) the person making a request is an Associate or non-member or a person whose membership was terminated.

Article XIII Property Rights

All property, real or chattel, shall be taken, held, sold, transferred or conveyed in the Corporation's name. No real or chattel property of the corporation shall be sold, leased, mortgaged, or otherwise alienated without authorization of the President. The President of the Corporation shall certify in such conveyances, leases, or mortgages. In the event that the Corporation ceases to exist, all assets of this Corporation shall at the discretion of the Board of Directors be given to organizations that are exempt as described in Section 501(c)(3) and/or 170(c)(2) of the Internal Revenue Code of 1986. The receiving organization must be of similar purpose.

Article XIV Dissolution

This Corporation is not organized, nor shall it be operated, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits, or dividends to its members and is organized solely for nonprofit purposes. No part of the profits or net income of this Corporation shall ever inure to the benefit of any Director, officer, or member thereof, or to any individual. In accordance with Section 5972 of the Pennsylvania Nonprofit Corporation Law of 1988, as amended, the Corporation may be voluntarily dissolved by the adoption by the Board of Directors of a resolution recommending that the corporation be dissolved voluntarily.

Article XV Indemnification

Subject to the limitations hereinafter set forth, the Corporation shall indemnify each Director, officer, employee or agent of the Corporation, and the heirs, executors or administrators of such person, to the full extent permitted by law, against all judgments, fines,

liabilities, and reasonable expenses (including, but not limited to, court costs, attorneys' fees and any amount paid in any settlement), which judgments, fines, liabilities and expenses were incurred or expended in connection with any claim, suit, action or proceeding, whether civil, criminal, administrative or investigative, and whether or not the indemnified liability arises or arose from any action by or in the right of the Corporation, in which such person was involved because of anything such person may have done or omitted to do as a Director, officer, employee or agent of the Corporation or of any organization that such person may have served as a director, officer, employee or agent at the request of the Corporation, but such indemnification can be made only if a determination is made as hereinafter provided that such indemnification should be made. Such indemnification shall not impair any other right any such person may have.

Said indemnification can be made only if a determination has been made, with the advice of counsel for the Corporation, by members of the Board of Directors not involved in the claim or proceeding, or by a disinterested person or persons named by said members of the Board of Directors not involved in the claim or proceeding, or by independent legal counsel in a written opinion: (i) that the Director, officer, employee or agent acted or failed to act, and in either case, in good faith, and in a manner such person reasonably believed to be in, or not opposed to, the best interests of the Corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful, and (ii) that the amount of the proposed indemnification is reasonable, and (iii) that the proposed indemnification is just and proper and can be legally made by the Corporation under then existing law, and (iv) that the indemnification shall be made by the Corporation in an amount stated in the determination; provided, however, that the indemnification provided for herein shall not be available if the act or failure to act giving rise to the claim for indemnification has been determined by a court to have constituted willful misconduct or recklessness.

Article XV Amendments

The active members of the church are at liberty to present to the Board of Directors any amendment to these Bylaws that they feel is for the good and advancement of the work. Such amendment must be submitted in writing to the Secretary of the Board of Directors. If approved by the Board of Directors, the proposed amendment will be distributed in writing to the membership with or before the announcement of the upcoming membership meeting to allow for proper review. The active membership must approve the changes in a regular membership meeting by a three-fourths (3/4) majority vote of the active members present.

These Bylaws adopted on this day of May 3rd, 2020 make null and void all prior addenda and these Bylaws supersede and replace all previous bylaws voted on prior to this day.

Signed to be effective immediately.

President of Faith Community Church of the West Shore, Inc.

Signature_____

Name Printed_____

Date_____

Secretary of Faith Community Church of the West Shore, Inc.

Signature_____

Name Printed_____

Date_____

Treasurer of Faith Community Church of the West Shore, Inc.

Signature_____

Name Printed_____

Date_____