

NASHVILLE BIBLE CHURCH

CONSTITUTION

AND BY-LAWS

Contents

Preamble.....	2
Article 1 – Name.....	2

Article 2 – Purpose.....	2
Article 3 – Membership.....	3
Section 1 – Qualifications for Membership.....	3
Section 2 – Admission of Members.....	3
Section 3 – Duties and Privileges of Membership.....	4
Section 4 – Discipline of Members.....	4
Section 5 – Termination of Membership.....	5
Article 4 – Meetings.....	6
Section 1 – Worship Meetings.....	6
Section 2 – Decorum of Members’ Meetings.....	6
Section 3 – Regular Members’ Meetings.....	6
Section 4 – Special Members’ Meetings.....	7
Section 5 – Members’ Approval of the Annual Budget.....	7
Section 6 – Meetings Governed by Moderator.....	7
Article 5 – Positions of Leadership within the Church.....	8
Section 1 – Offices of the Church.....	8
Section 2 – Election of Officers.....	8
Section 3 – Elders.....	8
Section 4 – Lead Pastor.....	11
Section 5 – Associate Pastors.....	11
Section 6 – Pastoral Assistants.....	11
Section 7 – Deacons.....	12
Section 8 – Clerk.....	12
Section 9 – Treasurer.....	13
Section 10 – Corporate Officers.....	14
Article 6 – Indemnification.....	14
Section 1 – Mandatory Indemnification.....	14
Section 2 – Permissive Indemnification.....	14
Section 3 - Procedure.....	14
Article 7 – Conflict of Interest Policy.....	14
Section 1 - Purpose.....	14
Section 2 – Descriptions.....	15
Section 3 - Procedures.....	15
Section 4 – Records of Proceeding.....	16
Section 5 - Compensation.....	16
Article 8 - Elections.....	16
Section 1 – Principles.....	16
Section 2 – Election of Officers	17
Section 3 – The Calling of the Lead & Associate Pastors.....	17
Article 9 – Deviations of Practice	18
Article 10 – Amendments and Adoption of By-Laws.....	18
Section 1 – Amendment of the Statement of Faith.....	18
Section 2 – Amendment of the Church Constitution.....	18
Section 3 – Adoption of By-laws.....	18
Article 9 – Actions Requiring Congregational Approval.....	19
Article 10 – Dissolution.....	19

CONSTITUTION

of the

NASHVILLE BIBLE CHURCH

Nashville, Indiana

Preamble

Since God has graciously brought together Christians to unite under the name Nashville Bible Church, for the faithful worship of God, the spread of the gospel of Jesus Christ, and for our orderly worship, we, the members of Nashville Bible Church, adopt this Constitution as our articles of governance, to be interpreted at all times to reflect the character of Jesus Christ, the truth of His Word, and to bring him glory, as revealed in His Word and articulated in the Statement of Faith and Covenant of this church.

Article 1 – Name

The name of this church shall be “Nashville Bible Church”.

Article 2 – Purpose

The corporation is organized exclusively for religious, charitable, and educational purposes within the meaning of Section 501c(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue law). This church exists for the glory of God. This shall be the ultimate purpose in all its activities. This church glorifies God by loving Him and obeying Him according to His Word through:

- A. Worshipping Him
- B. Equipping the saints for the work of ministry through Bible instruction and study
- C. Proclaiming the Gospel of Jesus Christ through preaching, personal evangelism, and any other means consistent with the teachings of the Holy Scriptures
- D. Visibly proclaiming the Gospel and confessing Christ by the administering of the two ordinances, baptism and the Lord’s Supper
- E. Encouraging, supporting, and participating in Gospel work locally and globally
- F. Encouraging biblical fellowship among believers
- G. Serving other individuals, families, and churches by providing for physical, emotional, and spiritual needs in the name of Jesus Christ

Article 3 – Membership

Section 1 – Qualifications for Membership

- A. To qualify for membership in this church, a person must:
 - a. Be a believer in Jesus Christ who bears fruit of regeneration.
 - b. Have been baptized as a believer in obedience to Christ, and in conformity with Gospel standards.
 - c. Wholeheartedly believe in the Christian faith as revealed in the Bible
- B. Each member must agree to submit to the teaching of Scripture as expressed in the Statement of Faith, by believing and teaching in accordance with the Statement of Faith, and not contrary to it; holding the doctrines of our church with a clear conscience before God and man.
- C. A person must also covenant in writing, to uphold the Statement of Faith and to keep the commitments expressed in the Church Covenant, by the grace of God and the help of God's people in this local church.
- D. The elders shall be responsible for determining each person's qualification for membership. In making this determination, they may rely on a person's profession of faith, or such other evidence, as the elders deem appropriate.

Section 2 – Admission of Members

- A. An applicant shall be received as a member of the church upon the recommendation of the elders and the subsequent agreement by the majority vote of the members present at any regular members' meeting.
- B. Upon admission into the membership of this church, a person shall relinquish their membership in any other churches.
- C. No member of this church shall retain membership in any other church.

Section 3 – Duties and Privileges of Membership

- A. In accord with the duties enumerated in the Church Covenant, each member shall be privileged and expected to participate in, and contribute to the ministry and life of the church,

consistent with God's leading and with the gifts, time, and material resources each has received from God.

- B. Only members in good standing shall be entitled to serve in the ministries of the church. Persons who are non-members shall not lead or teach any ministry or hold any office of the church.
- C. Non-members may serve the church on an ad-hoc basis with the approval of the elders.
- D. It is the privilege and responsibility of members to attend members meetings, to vote on the election of officers, to approve an annual budget, to make decisions regarding membership status, and to affirm amendments to the church's governing documents as presented by the elders.
- E. Each member shall seek to use his or her Spirit-given gifts for the good of the church.
- F. Each member shall seek to submit to the loving leadership of the elders.

Section 4 – Discipline of Members

- A. Any member consistently neglectful of his or her duties or guilty of unrepentant conduct contrary to the principles of Scripture, by which the name of our Lord Jesus Christ may be dishonored, and so opposing the welfare of the church and/or rendering doubtful a profession of faith, shall be subject to the admonition of the elders and the discipline of the church, according to God's Word. Church discipline should ordinarily be contemplated after individual private admonition has failed.
- B. Church discipline may include:
 - a. Admonition by the elders or congregation
 - b. Removal from office
 - c. Excommunication from the membership and fellowship of Nashville Bible Church
 - d. Excommunication from our fellowship for a non-member for all the reasons listed in 4-A.
- C. The purpose of church discipline is:
 - a. The glory of God by reflecting His holy character in the purity of the church.
 - b. The repentance, reconciliation, and spiritual growth of the individual disciplined.
 - c. The edification of other believers.

- d. The unity of the church as a whole.
- e. The good of the church's witness to non-Christians.

D. The process of church discipline is as follows (see Statement of Faith for references):

- a. It is the responsibility of any member of this church who has been sinned against to approach the accused individual to lovingly correct with Scripture.
- b. If the accused individual does not repent of his or her sins the warning church member should again go to the accused individual to speak the truth in love but with the presence of two or three additional church members who can affirm the guilty individual has sinned and/or continues to sin without repentance. Together, they should gently call for the repentance and reconciliation of the guilty individual.
- c. If the guilty individual still does not repent of their sins or seek reconciliation with the church, the matter at hand shall be brought to the attention of the presiding elders.
- d. The elders will first seek to affirm that the accused individual has sinned/or is continuing to sin without repentance. The elders will also seek to affirm the guilty individual has been sufficiently corrected with the truth of God's Word. If the guilty individual does not at this time repent and reconcile, the presiding elders may inform the church members at a regular members meeting in order for the church members to call the guilty individual to repentance. If the guilty individual demonstrates genuine repentance it shall be announced at the next regular members meeting. If the guilty individual does not repent and reconcile, he or she will be publicly excommunicated from fellowship and membership at the next regular members meeting.
- e. If in the course of time the excommunicated individual who was dismissed from fellowship and/or membership demonstrates genuine repentance, bears fruit in keeping with repentance, and seeks to be reinstated as a member to the presiding elders, that individual shall be nominated to be restored to membership and fellowship and announced at a regular members meeting.

Section 5 – Termination of Membership

- A. The church shall recognize the termination of a person's membership upon any one of the following events:
 - a. Following his or her death
 - b. Self-professed apostasy as confirmed by congregational vote
 - c. Voluntary resignation with the intent to join another gospel preaching church
 - d. A period of six months absence from church attendance
 - e. An act of church discipline (ordinarily, but not necessarily, at the recommendation of a majority of the elders) upon the majority vote of the members present at any regular or

special meeting of the members. Such action will ordinarily be at the recommendation of the elders, but such recommendation is not required.

- B. To keep record of the decision to resign one's membership, a letter should be made expressing one's resignation contained with the name of the church one intends to join.

Article 4 – Meetings

Section 1 – Worship Meetings

Worship meetings shall be held each Lord's Day, unless providentially hindered, and may be held throughout the week as the lead pastor and elders determine. Worship meetings shall not be hindered by the edict of the civil magistrate.

Section 2 – Decorum of Members Meetings

In every meeting together, each member shall act in a spirit of mutual trust, loving kindness, openness, and humble consideration which is appropriate within the body of our Lord Jesus Christ.

Section 3 – Regular Members Meetings

- A. There shall be a regular members meeting at least every 3rd month, without displacing the regular morning gathering of the church on the Lord's Day. It is the responsibility of the elders to notify members of the upcoming year's regular members meetings prior to January 1st of each year. It is also the responsibility of the elders to see that the regular members meetings take place as scheduled and that required reports are submitted to the church by responsible members.
- B. An elder designated by the elders shall preside as moderator at all members meetings of the church.
- C. A quorum shall be met by those members present, assuming all constitutional provisions for notification have been met.
- D. Motions shall be adopted by a majority vote of the members present, except when in such cases a super majority is required by the Constitution or By-laws.
- E. All votes shall be tallied based on the number of votes cast by members present. No vote may be cast by proxy.
- F. If the church is providentially hindered from gathering for a period of time of four (4) months or more, the elders shall implement an alternate method for conducting church business that does not require the physical presence of members.

Section 4 – Special Members Meetings

- A. Special members meetings may be called as needed by a majority of the elders, or upon a written request signed and submitted to the elders, by thirty-three percent (33%) of the membership.
- B. The date, time, and purpose of any special meeting shall be announced at all worship services of the church for two weeks preceding the meeting.
- C. In the event that a special meeting is called by written request of the members, the elders shall conduct the special meeting within one month of their receipt of the request, unless special circumstances hinder such meeting. In that case, the elders shall conduct such special meeting as soon as practical.

Section 5 – Members’ Approval of the Annual Budget

- A. The annual budget shall be created by the elders.
- B. The annual budget shall be approved by the membership at a regular members’ meeting no less than 30 days before the start of the fiscal year, January 1st.
- C. The elders or their designate shall make a copy of the proposed budget available to the members no later than two weeks prior to the annual budget meeting.
- D. Congregational approval shall proceed, without amendment, as a single vote on the budget in its entirety.
- E. Prior to this approval and subject to the elders’ discretion, expenditures may continue at the prior year’s level.
- F. No money shall be solicited by or on behalf of the church, with use of the church name, or any of its ministries without the approval of the elders.

Section 6 – Meetings Governed by Moderator

The moderator shall determine the rules of procedure according to his sense of fairness and common sense, giving all members a reasonable opportunity to be heard on a matter. The moderator is the final authority on questions of procedure, and his decision is final and controlling.

Article 5 – Positions of Leadership in the Church

Section 1 – Offices of the Church

- A. The biblical offices of the church are elders and deacons. The term “elder” is synonymous with the terms “pastor” and “overseer” and all are understood to refer to the same office.
- B. In addition, the church shall have the administrative offices of clerk and treasurer.
- C. For legal purposes only, the church shall have corporate officers.
- D. All offices of the church must be filled by members of the church.

Section 2 – Election of Officers

Officers may be elected at any regular members meeting or a special meeting called for that purpose, assuming all constitutional provisions for notification have been met.

Section 3 – Elders

- A. The board of elders shall be comprised of men who satisfy the Biblical qualifications for that office set forth in I Tim. 3:1–7 and Titus 1:6–9. These qualifications include:
 - a. He must be above reproach.
 - b. He must be a man.
 - c. He must be a one woman man, not having multiple wives.
 - d. His temper must be under control and his mind sober.
 - e. He must be well behaved, in order, and respectable.
 - f. He must be hospitable.
 - g. He must be able to teach the Word of God in such a way that he exhorts and encourages believers and refutes false teaching.
 - h. He must not be a drunkard.
 - i. He must not be violent in his behavior.
 - j. He must be patient and gentle.
 - k. He must not love money or seek to lead for selfish gain.
 - l. He must manage his own household well.
 - m. He must not be a recent convert.
 - n. He must be well thought of by outsiders.
 - o. He must be a fair, holy, and self-controlled man.
- B. The elders shall oversee the following matters:
 - a. Church ministries
 - b. Setting of church doctrine
 - c. Financial resources
 - d. Legal matters

- e. Business affairs
 - f. Maintenance and repair of facilities
- C. The elders shall devote their time to prayer, the ministry of the Word, teaching and encouraging sound doctrine, and shepherding God's flock (see Acts 6:1-6, 20:28; Heb. 13:17; and 1 Peter 5:1-4).
- D. The responsibilities of elders shall be carried out in the following manner:
- a. By examining and instructing prospective members
 - b. By examining and recommending all prospective candidates for offices and positions
 - c. By overseeing the work of the deacons and appointed church agents and committees
 - d. By conducting worship services
 - e. By overseeing the ordinances of baptism and the Lord's Supper
 - f. By equipping members for the ministries of the church
 - g. By encouraging members in sound doctrine and practice
 - h. By overseeing the process of church discipline
 - i. By coordinating and promoting the ministries of the church, including the curriculum
 - j. By determining and overseeing the setup, design, and use of all church properties
 - k. By mobilizing members for Gospel work globally
 - l. By ensuring that all who minister the Word to the congregation do not teach anything contrary to the Church's Statement of Faith. All outside speakers who teach and preach to the congregation must be approved by the lead pastor.
- E. The elders may establish ministry positions or committees to assist them in fulfilling their responsibilities. The elders may also propose funding for new paid staff positions. The scope and approval of job descriptions for any staff position shall be the responsibility of the lead pastor. However, he may delegate that responsibility to any other person he deems appropriate.
- F. Each year the elders shall present to the church an itemized budget. This budget shall be presented for discussion at a regular or specially called budget meeting and called up for a vote at the following members meeting in accordance with the process set forth in the Constitution and By-laws.
- G. The elders shall elect a chairman of elders meetings and shall also elect one of their present elders to serve as moderator of members meetings. The tenure of each role (chairman, moderator) shall be determined by the willingness of the elder serving, his current term limit, and the approval of the elders.

- H. The term of office for elder shall be three (3) years. In order for an elder to serve a second three year term, he must be re-nominated by the elders, and re-affirmed by the church at a regular or special meeting of the members. Neither the lead pastor, nor an associate pastor shall be subject to this restriction on duration of service.
- I. After the completion of a second term of office, an elder must take a mandatory one year sabbatical before he can be re-nominated to serve as elder. Neither the lead pastor, nor an associate pastor shall be subject to this restriction on duration of service.
- J. Those elders not receiving compensation from the church may be referred to as "lay elders" although in regard to biblical qualifications there is no difference between a lay elder and a paid staff elder. No elder shall simultaneously hold the office of deacon and elder during his tenure.
- K. The elders may choose the needed consensus for elder decisions. Simple majority or super-majority elder votes may be determined on a case by case basis as agreed upon by the elders.
- L. An elder's term of office may be terminated either voluntarily or involuntarily.
 - a. A voluntary termination shall become effective upon a tendered letter of resignation to, and acceptance by the elders. The church shall be notified of the elder's voluntary resignation at the next regular or special meeting of the members.
 - b. An involuntary termination may be commenced by any five (5) members, not of the same household, of the church who have good reason to believe an elder has failed to meet the biblical qualifications of the office or has failed to fulfill the responsibilities of his office. The concerned members shall first communicate the basis for their concern to the elders. If a majority of the elders find the elder in question should not be subject to involuntary termination, the members may appeal the decision of the elders to the church at a special member's meeting, and shall comply with the constitutional provisions in Article 4 Section 4 (A) for calling a special meeting of the members (see Matt.18:15–17 and I Tim. 5:17–21).
 - c. Any elder, including the lead pastor or an associate pastor, may be dismissed by three-quarters (3/4 or 75%) vote of the members present and voting at a regular or special members meeting.

Section 4 – Lead Pastor

- A. The lead pastor shall be a paid staff elder of the church. He shall perform the duties of an elder described in Section 3, above, and shall be recognized by the church as particularly gifted and called to the full-time ministry of preaching and teaching.

- B. He shall preach on the Lord's Day, administer the ordinances of baptism and the Lord's Supper, and perform such other duties as usually pertain to that office, or as set forth in the Constitution.
- C. The lead pastor shall have primary responsibility for the supervision and evaluation of staff members; however, this responsibility may be delegated to another elder or elders.
- D. In the absence or incapacity of the lead pastor the elders shall assume responsibility for his duties, any of which may be delegated to someone biblically qualified.

Section 5 – Associate Pastors

- A. The church may call additional pastors whose relationship to the lead pastor is that of associate.
- B. An associate pastor shall be a paid staff elder of the church. He shall perform the duties of an elder described in Section 3, above, and shall be recognized by the church as particularly gifted and called to the full-time ministry of preaching and teaching.
- C. An associate pastor shall assist the lead pastor in the performance of his regular duties and shall perform any other duties as usually pertain to the office of pastor, or as set forth in the Constitution, or which may be specifically assigned to him by the lead pastor.
- D. In the absence or incapacity of the lead pastor an associate pastor may assume the responsibility of the lead pastor's duties, though not the role or title, with the approval and oversight of the elders.

Section 6 – Pastoral Assistants

- A. The lead pastor may hire pastoral assistants to assist with pastoral ministry and administrative tasks. Although such persons may not be considered pastors, they may be elected to serve as elders, subject to the qualifications of eldership in Section 3.
- B. The lead pastor shall determine the duties and responsibilities of pastoral assistants and they shall serve at the will of the lead pastor.

Section 7 – Deacons

- A. Each deacon elected to such office shall meet the qualifications for the office of deacon as described in I Tim. 3:8–13.
- B. In selecting persons who might be qualified to serve as deacons, the church should consider:

- a. Those men who regularly give of themselves in service to the church
 - b. Those men who possess particular gifts of service.
- C. Each diaconate position shall serve a particular need of the church and shall be created or dissolved upon the recommendation of a majority of the elders and the agreement of a majority of the members present and voting on the question at any regular or special member's meeting.
- D. The term of office for deacon shall be three (3) years. After the completion of a three (3) year term of office, a deacon must take a mandatory one year sabbatical before he can be re-nominated to serve as deacon.
- E. In keeping with the principles set forth in Acts 6:1-6, deacons shall not exercise any spiritual authority over the church, but shall serve the church in the following manner:
- a. Enabling the elders to devote themselves to prayer and to the ministry of the word
 - b. Working to maintain the unity of the church
 - c. Caring for the physical needs of the members
 - d. Attending to the accommodations for worship services
 - e. Encouraging, supporting, and mobilizing members who desire to serve the church
- F. Deacons, with the consent of the elders, may establish unpaid administrative positions or committees of members to assist them in fulfilling their responsibilities in the church.
- G. The deacons shall not meet together regularly as a body.

Section 8 – Clerk

- A. The clerk shall be a member in good standing with sufficient qualifications for the office.
- B. The clerk shall be nominated by the elders and elected by the members at a member's meeting to serve a term of three (3) years. There is no limit to the number of consecutive terms a person may serve as clerk.
- C. The clerk of the church shall have the following duties:
- a. Record the minutes of all regular and special members meetings of the church
 - b. Preserve an accurate roll of the membership
 - c. Render reports as requested by the elders or the church
 - d. Make the most recent version of the church Constitution and By-laws available for all church members

- D. If the clerk shall be unable to fulfill his or her term of office due to absence or incapacity, the elders shall appoint another member to perform the duties of the church clerk for the remainder of the term.

Section 9 – Treasurer

- A. The treasurer shall be a member in good standing with sufficient qualifications for the office who may or may not be a paid church staff member.
- B. The treasurer shall be nominated by the elders and elected by the members at a member's meeting to serve a term of three (3) years. There is no limit to the number of consecutive terms a person may serve as treasurer.
- C. The treasurer shall support the elders in providing administration of the financial and accounting activities of the church.
- D. The treasurer shall ensure that all funds and securities of the church are properly secured in such banks, financial institutions, or depositories as may be appropriate.
- E. The treasurer shall also be responsible for presenting regular reports of the account balances, revenues, and expenses of the church to each members meeting. This responsibility may be delegated with the approval of the elders.
- F. The treasurer shall also see that full and accurate accounts of receipts and disbursements are kept in books belonging to the church, and that adequate controls are implemented to ensure that all funds belonging to the church are appropriately handled by any officer, employee, or agent of the church.
- G. The treasurer shall render to the elders, whenever they may require it, an account of all activities as treasurer and of the financial condition of the church.
- H. If the treasurer shall be unable to fulfill his or her term of office due to absence or incapacity, the elders shall appoint another member to perform the duties of the church treasurer for the remainder of the term.

Section 10 – Corporate Officers

- A. As an accommodation to legal relationships outside the church, the lead pastor shall serve as president of the corporation; the church clerk shall serve as secretary to the corporation; the church treasurer shall serve as treasurer of the corporation; and an additional elder shall serve

as the vice president of the corporation, as appointed by a simple majority vote of the presiding elders. In the event there is no presiding lead pastor, the elders shall nominate another elder to fill the office, by a simple majority vote, until a new lead pastor is appointed. The lead pastor and the elders shall constitute the board of directors of the corporation.

Article 6 – Indemnification

Section 1 – Mandatory Indemnification

- A. If a legal claim or criminal allegation is made against a person because he or she is or was an officer, employee, or agent of the church, the church shall provide indemnification against liability and costs incurred in defending against the claim if the elders determine that the person acted (a) in good faith, (b) with the care an ordinarily prudent person in a similar position would exercise under similar circumstances, and (c) in a manner the person reasonably believed to be in the best interest of the church, and the person had no reasonable cause to believe his or her conduct was unlawful.

Section 2 – Permissive Indemnification

- A. At the discretion of the elders, the church also may indemnify any person who acted in good faith and reasonably believed that his or her conduct was in the church's best interest and not unlawful.

Section 3 – Procedure

- A. If a quorum of the elders is not available for an indemnification determination because of the number of elders seeking indemnification, the requisite determination may be made by the membership or by special legal counsel appointed by the membership.

Article 7 – Conflict of Interest Policy

Section 1 – Purpose

- A. The purpose of this conflict-of-interest policy is to protect the church's interest when it is contemplating entering into a transaction or arrangement that might either benefit the private interest of an officer or trustee of the church or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state or federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

Section 2 – Descriptions

- A. Interested Person: Any trustee or officer who has a direct or indirect financial interest.
- B. Financial interest: A person has a financial interest if the person has, directly or indirectly, through business, investment, or family: (1) An ownership or investment interest in any entity with which the church has a transaction or arrangement, (2) A compensation arrangement with the church or with any entity or individual with which Nashville Bible Church has a transaction or arrangement, or (3) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which Nashville Bible Church is negotiating a transaction or arrangement. (4) A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the board decides that a conflict of interest exists.
- C. Compensation: Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

Section 3 – Procedures

- A. 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 elders considering the proposed transaction or arrangement.
- B. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, the interested person shall leave the elder meeting while the determination of a conflict of interest is discussed and voted upon. The remaining elders shall decide if a conflict of interest exists.
- C. An interested person may make a presentation at the elder meeting, but after the presentation, the interested person shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
 - a. The chairman of the elders shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
 - b. After exercising due diligence, the elders shall determine whether the church 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.
 - c. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the elders shall determine by a majority vote of the disinterested elders whether the transaction or arrangement is in the best interests of Nashville Bible Church, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, they shall make the decision as to whether to enter into the transaction or arrangement.

- D. If the elders have reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, they shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- E. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the elders determine the member has failed to disclose an actual or possible conflict of interest, they shall take appropriate corrective action.

Section 4 – Records of Proceeding

- A. The minutes of the elder meeting shall contain 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 elder's decision as to whether a conflict of interest in fact existed.
- B. The minutes of the elder meeting also shall contain 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 5 – Compensation

- A. A voting member of the elders who receives compensation, directly or indirectly, from the church for services rendered may not vote on matters pertaining to that member's compensation.

Article 8 – Elections

Section 1 – Principles

- A. The process for church elections shall be interpreted and carried out to fulfill the following principles:
 - a. Substantial prayer, both individually and corporately, should be an integral part of the election process;
 - b. Nominations should proceed with the support of a majority of the elders;
 - c. All candidates for church office should be treated with the grace, kindness, and honesty appropriate in evaluating fellow members;
 - d. The election process shall express that spirit of mutual trust, openness, and loving consideration that is appropriate within the body of our Lord Jesus Christ.

Section 2 – Election of Officers

- A. The election of officers, consisting of elders, deacons, clerk, and treasurer, shall be held at a members meeting of the church. The elders can seek recommendations and involvement from the general membership in the nomination process. Names of nominees to serve as elders, deacons, clerk, or treasurer shall be evaluated and approved by a majority of the elders and presented by the elders at the previous members meeting, providing that the previous meeting occurred at least four (4) weeks prior to the election. The election of officers shall be as directed by an elder acting as moderator.
- B. Any member with reason to believe that a nominated candidate is unqualified for an office should express such concern to the elders. Members intending to speak in opposition to a candidate should express their objection to the elders at least one week in advance of the relevant church members meeting.
- C. Any nominee for the office of elder receiving three quarters (3/4 or 75%) majority of all votes cast shall be declared elected to that office.
- D. Any nominee for the offices of deacon, clerk, and treasurer receiving a simple majority of all votes cast shall be declared elected to that office.
- E. Persons elected to an office of the church shall assume their respective offices upon election, unless another date has been specifically designated.
- F. Once an elder or deacon is approved by the congregation, a time for corporate prayer, deacon or elder vows, and church affirmation shall be scheduled during a normal Sunday morning gathering, or such other time as designated by the lead pastor and the elders.

Section 3 – The Calling of Lead & Associate Pastors

- A. In the calling of any man to the position of lead pastor and associate pastors, the same basic process of calling an elder must be followed. Additionally, the elder board shall serve as the Pastoral Search Committee. The Search Committee may appoint from their number a subcommittee to conduct any necessary research and examination of a pastoral candidate.
- B. In addition, the church must be given adequate opportunity to assess the preaching gifts of a potential lead pastor and, before being asked to express its judgment, must receive assurance from the elders that, having interviewed the man concerned, they are in no doubt as to his wholehearted assent to the Statement of Faith and Church Covenant.
- C. Notice of the nomination of a man to be elected to membership and called as lead pastor (which shall include, if necessary, election to membership of his wife if he is married) must

be given for four (4) consecutive weeks following the nomination, prior to the vote at a regular or special members meeting.

Article 9 – Deviations of Practice

If a church member believes the church to be out of accord with this constitution, he or she should inform an elder. If the elders determine that the church is out of accord with this constitution, they must provide an update at each consecutive members' meeting until the situation is remedied.

Article 10 – Amendments and Adoption of By-Laws

Section 1 - Amendment of the Statement of Faith

- A. Amendments, as set and presented by the elders, to the Statement of Faith and Church Covenant may be affirmed by a two-thirds ($\frac{2}{3}$) vote of the members present and voting at a members meeting, provided the amendment shall have been offered in writing at the previous members meeting, and shall have been announced from the pulpit at church services at least two successive Sundays prior to such vote.

Section 2 - Amendment of the Church Constitution

- A. Amendments, as set and presented by the elders, to the Constitution and By-laws may be affirmed by a two-thirds ($\frac{2}{3}$) vote of the members present and voting at a members meeting, provided the amendment shall have been offered in writing at the previous members meeting, and shall have been announced from the pulpit at church services at least two successive Sundays prior to such vote. The revised version of the Constitution and By-laws shall be made available to all church members by the church clerk.

Section 3 - Adoption of By-laws

- A. The adoption or amendment of bylaws shall be by a two-thirds ($\frac{2}{3}$) vote of the members present and voting at a members' meeting, provided the proposed bylaw or amendment thereto, shall have been offered in writing at the previous members meeting and shall have been announced from the pulpit at church services for at least two successive Sundays prior to such vote. The revised version of the bylaws shall be made available to all church members by the church clerk.

Article 11 – Actions Requiring Congregational Approval

The following actions require approval by a majority of the members present and voting at a regular or special members meeting:

- A. Borrowing a sum of money in excess of fifty thousand dollars (\$50,000) or more for one purpose or project
- B. Pledging church assets to secure a loan
- C. An expenditure of fifty thousand dollars (\$50,000) or more for one purpose or project
- D. The sale or donation of an asset valued at a sum of fifty thousand dollars (\$50,000) or more.

Article 12 – Dissolution

- A. In the event that the elders of the church determine that there is reasonable cause to dissolve the Nashville Bible Church as a corporate entity, the elders shall recommend dissolution to the membership.
- B. The elders shall call a special members meeting for the express purpose of dissolving the church, and notice of the meeting shall be mailed and sent electronically to all members of record.
- C. In addition, printed notices shall be posted prominently in the church meeting space, no less than thirty (30) days prior to the meeting date. The notice shall state that the purpose of the meeting is to consider dissolution of the church and how the assets of the corporation will be distributed after all creditors have been paid.
- D. At least two-thirds ($\frac{2}{3}$) of the members present at the meeting must vote in the affirmative to approve the dissolution of the church. Each ballot must be signed by the member casting such vote and shall be verified by both the moderator and the clerk. The verifications shall be notarized in accordance with Indiana law.
- E. If dissolution has been approved by the membership, all of the church's debts shall be fully satisfied and all due regard given to the applicable laws of the state of Indiana.
- F. None of the church's assets or holdings shall be divided among the members or any other individuals, but shall be irrevocably designated, as approved by a simple majority of the members present at the dissolution meeting, to one or more not-for-profit religious organizations which are in agreement with the letter and spirit of the Statement of Faith.