

# **RULES AND BY-LAWS of STONY RUN MISSION, INC.**

The original Articles of Faith, Covenant, and By-Laws were promulgated by the charter members of the Stony Run Mission of Richfield, Pennsylvania in 1983 and were revised, updated and approved by the existing membership in 1983. They were again revised, updated and approved by the existing church board and existing membership of the church in 2017.

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## **ARTICLE 1 NAME AND PURPOSE**

### **SECTION 1.01—NAME**

This congregation of believers shall be known as Stony Run Mission. It is incorporated as a non-profit corporation under the laws of the state of Pennsylvania.

### **SECTION 1.02—PURPOSE**

This congregation is organized as a church exclusively for charitable, religious, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law), for such purposes including, but not limited to, the proclaiming of the Gospel of the Lord Jesus Christ; the establishing and maintaining of religious worship; the educating of believers in a manner consistent with the requirements of Holy Scripture; and the maintaining of missionary activities in the United States and any foreign country.

## **ARTICLE 2 COVENANT AND STATEMENT OF BELIEF**

### **SECTION 2.01—ORIGINAL COVENANT -**

The Lord Jesus Christ through the Holy Spirit having called us together, we do now in the presence of God, Angels and this assembly most solemnly and joyfully enter into covenant with one another as one Body in Christ, and we therefore, by the guidance of the Holy Spirit, walk together in

Christian love always striving to promote spirituality among us, to sustain our worship ordinances, discipline, and doctrines. To seek the salvation of our kindred and acquaintances, and to walk circumspectly in the world. To be just in our dealings, faithful in our engagements, and exemplar in our deportment. To avoid tattling, backbiting, and excessive anger. To abstain from the sale and use of intoxicating drink as a beverage. To be zealous in our efforts to advance the cause of Christ. We will at all time watch over one another in Brotherly love. Remember each other in prayer and cultivate Christian Sympathy. To be courteous in speech, slow to take offense and always ready for reconciliation.

**SECTION 2.02—GENERAL STATEMENT OF BELIEF -**

**(A) Triune God** - There is but one living and true God, everlasting, of infinite power, wisdom and goodness; the Maker and Preserver of all things, visible and invisible. And in unity of this God-head there are three persons of one substance power, and eternity - The Father, The Son, (The Word), and The Holy Ghost.

**(B) Holy Scriptures** - The Holy Scriptures contain all things necessary to salvation; so that whatsoever is not read herein, nor may be proved thereby, is not to be required of any man, that is should be believed as an article of faith, or be thought requisite or necessary to salvation. We do understand the books of the Old and New Testaments to constitute the Holy Scriptures. These Scriptures we hold to be the inspired and infallible written Word of God, fully inerrant in their original manuscripts and Superior to all human authority.

**(1) The Canonical books for the Old Testament are:**

Genesis	Joshua
Exodus	Judges
Leviticus	Ruth
Numbers	I Samuel
Deuteronomy	II Samuel
I Kings	Ezekiel
II Kings	Daniel
I Chronicles	Hosea
II Chronicles	Joel
Ezra	Amos
Nehemiah	Obadiah
Esther	Jonah
Job	Micah
Psalms	Naham
Proverbs	Habakkuk
Ecclesiastes	Zephaniah
Song of Solomon	Haggai
Isaiah	Zechariah
Jeremiah	Malachi
Lamentations	

**(2) The Canonical Books of the New Testament are:**

Matthew	I Timothy
Mark	II Timothy
Luke	Titus
John	Philemon
Acts	Hebrews
Romans	James
I Corinthians	I Peter
II Corinthians	II Peter
Galatians	I John
Ephesians	II John
Philippians	III John
Colossians	Jude
I Thessalonians	Revelation
II Thessalonians	

**(3)** The King James Version of the Bible shall be the only official version of the Stony Run Mission for the preaching and teaching of the Word of God. Other versions are to be used only as explanatory helps.

**(C) Salvation** - We believe every man is born in sin and stands in need of the divine Saviour, the virgin born Jesus Christ, who made full atonement for all human sin by the shedding of his own blood; and that this salvation is efficacious only to those who repent and believe. Thus sinners are accounted righteous before God, and hence love God, are indwelt by the Holy Spirit and are being conformed to the image of His Son. We believe in the possibility of backsliding to the point of eternal damnation; or by the grace of God be renewed to life in Christ.

**(D) Christ's Second Coming** - We believe in a personal pre-millennial return of the Lord Jesus Christ and in the Pre-tribulation rapture of the blood washed.

**(E) Destiny** - We believe the bodily resurrection of Jesus Christ is a fact of history. We also believe in the resurrection of all mankind and divine administration of pure and holy justice dooming unregenerate men to the everlasting punishment of hell and granting regenerate men the eternal bliss of heaven.

**(F) Sacraments** - We believe in the sacraments of water baptism (any mode) and the Lord's Supper.

**(G) We believe** that all born again believers are of the household of God and thereby constitute the true Church of which Christ is the head and we are the body. Though there is one true Church we believe there are many local assemblies led by elected officers and enriched with gifted members each set by God to perform various functions to achieve God's goal.

**(H) Human Sexuality –**

**(1)** We believe that God has commanded that no intimate sexual activity be engaged in outside of a marriage between one naturally-born man and one naturally-born woman. We believe that any form of homosexuality, lesbianism, bisexuality, bestiality, incest, fornication, adultery, and pornography are sinful perversions of God's gift of sex. We believe that God disapproves of and forbids any attempt to alter one's gender by surgery or appearance. (Gen. 2:24; Gen. 19:5, 13; Gen. 26:8-9; Lev. 18:1-30; Rom. 1: 26-29; 1 Cor. 5:1; 6:9; 1 Thess. 4:1-8; Heb. 13:4)

(2) We believe that the only Scriptural marriage is the joining of one naturally-born man and one naturally-born woman for life. (Gen. 2:24; Rom. 7:2; 1 Cor. 7:10; Eph. 5:22-23)

(I) **Divorce and Remarriage** - We believe that God disapproves of and forbids divorce and intends marriage to last until one of the spouses dies. Divorce and remarriage is regarded as adultery except on the grounds of fornication. (Matthew 19:9) Although divorced and remarried persons or divorced persons may hold positions of service in the church and be greatly used of God for Christian service, they may not be considered for the offices of pastor or board member or lay leader. (Mal. 2:14-17; Matt. 19:3-12; Rom. 7:1-3; 1 Tim. 3:2, 12; Titus 1:6)

### **SECTION 2.03—AUTHORITY OF STATEMENT OF BELIEF**

The Statement of Belief does not exhaust the extent of our faith. The Bible itself is the sole and final source of all that we believe. We do believe, however, that the foregoing Statement of Belief accurately represents the teachings of the Bible and, therefore, is binding upon all members. All literature, whether print or electronic, used in the church shall be in complete agreement with the Statement of Belief.

## **ARTICLE 3 CHURCH STANDARDS**

**It is expected of all who are admitted to our church that they should further evidence their desire for salvation by continuing:**

(A) To reverence the name of Deity and to observe the Lord's Day by divine worship and spiritual edification; and to avoid all unnecessary commerce and labors which do not contribute to the moral and spiritual ends of this day. (Leviticus 26:2; Leviticus 19:30; Hebrews 12:28)

(B) To abstain from the manufacture, sale, and use of alcoholic beverages and all harmful drugs. (1Peter 2:11; Romans 14:21; Luke 21:34)

(C) To abstain from the cultivation, manufacture, sale and use of tobacco. (1Peter 2:11; Romans 14:21; Luke 21:34)

(D) To respect the inherent individual rights of all persons regardless of race, color, or sex. (Colossians 3:13; Ephesians 4:2-3)

(E) To walk circumspectly in the world; to be just in all transactions; to be faithful in all commitments; to contract obligations only with due care to fulfill them. (1Timothy 3:2; Philippians 2:15; Titus 1:6-7)

(F) To respect all duly constituted authority in the home, the Church, and the state; except when to do so violates the clear teachings of the Scriptures. (Romans 13; Hebrews 13:17)

(G) To dress so as to adorn the gospel in the spirit of I Peter 3: 3-4, and I Timothy 2: 9-10, giving clear testimony to Christian purity and modesty by properly clothing the body and refraining from superfluous adornment. (1 Timothy 2:9; Ephesians 5:25-27; Deuteronomy 22:5)

(H) To recognize our responsibility to God and the Church by careful use of our time; to engage only in such activities as many contribute to our spiritual, moral, intellectual, and physical well-

being and that of those who share in them. (1Timothy 6:17; Matthew 6:25, 33; James 4:6)

(I) To make wise use of our material resources, ever mindful of our scriptural obligations. (Matthew 6:33; Matthew 7:24-27; Deuteronomy 8:18a)

(J) To preserve the sanctity of the home by honoring Christ in every phase of family life; to encourage the nurture and education of our children in the Christian faith so as to bring them early to the saving knowledge of Christ, and to encourage by all possible means their Christian education. (Ephesians 6:1-4; Proverbs 23:13-14)

(K) To abstain from membership in secret societies and lodges which contradict loyalty to Christ and the Church. (John 18:20; Matthew 5:34-37; Luke 8:17)

(L) To grow in the knowledge and love of God by attending upon all the means of grace, such as the public worship of God; the ministry of the Word either read or expounded; the Supper of the Lord; family and private prayer; searching the Scriptures and fasting or abstinence. (Hebrews 10:25; Acts 2:42; Romans 10:17; 1 Corinthians 11:24)

## **ARTICLE 4 CHURCH MEMBERSHIP**

**Those seeking membership must, through their actions, words, lifestyle, and affiliations, evidence a genuine experience of regeneration through faith in and acceptance of the Lord Jesus Christ as personal Savior. All those seeking membership must fill out a membership application to be retained in the church files.**

**SECTION 4.01—Stony Run Mission hereby establishes and shall adhere to the following requirements of “Membership”:**

(A) All applicants must profess a born-again experience.

(B) All applicants must be 18 years of age or older.

(C) All applicants must fully subscribe to the church’s Statement of Belief and must have read, and agree to uphold the rules and by-laws of Stony Run Mission in their entirety.

(D) All applicants must be qualitatively, “the husband of one wife” or “the wife of one husband.”

(1) **Membership** shall be limited to single persons, properly married persons, widowed persons and widowed persons who have properly remarried. This shall not include any individual not in agreement with our entire Statement of Belief.

(2) Membership of the Pastor of the Stony Run Mission shall be the decision of the individual Pastor.

(E) Membership will not be extended to any type of things listed under Section 4.07 Part (A) (1) nor will we allow any such person to pastor at Stony Run Mission.

**SECTION 4.02—MEMBERSHIP ROLES**

A complete roll of active Membership and a complete roll of inactive Membership shall be

maintained by Stony Run Mission. Transfer of membership from the active to the inactive membership roll shall be the responsibility of the Board.

#### **SECTION 4.03—DUTIES OF A MEMBER**

On becoming a member of this church, in addition to the covenant contained in Section 2.01, each member further covenants to love, honor, and esteem the pastor; to pray for him; to recognize his authority in the spiritual and day-to-day affairs of the church; to cherish a brotherly love for all members of the church; to support the church in prayer, tithes, offerings, and with other financial support as the Lord enables; and in accordance with Biblical commands, to support through a lifestyle walk affirming the beliefs and practices of the church.

#### **SECTION 4.04—MEMBERSHIP PRIVILEGES**

(A) All Members shall be extended the fellowship of the church, and the administration of the Lord's Supper.

(B) Members shall possess the right to vote in all general elections.

(C) Members shall have the right to hold any office, whether elected or appointed; however, teachers must be approved by the board to hold any teaching position.

(D) This congregation functions not as a pure democracy, but as a body under the headship of the Lord Jesus Christ and the direction of the pastor as the under-shepherd with the counsel of the board. Determinations of the internal affairs of this church are ecclesiastical matters and shall be determined exclusively by the church's own rules and procedures. The pastor shall oversee and/or conduct all aspects of this church. The board shall give counsel and assistance to the pastor as requested by him.

(E) Membership in this church does not afford the members with any property, contractual, or civil rights based on principles of democratic government. Although the general public is invited to all of the church's worship services, the church property remains private property. The pastor (or in his absence, an individual designated by the board) has the authority to suspend or revoke the right of any person, including a member, to enter or remain on church property. If, after being notified of such a suspension or revocation, the person enters or remains on church property, the person may, in the discretion of the pastor, (or in his absence, an individual designated by the board), be treated as a trespasser.

(F) A member may inspect or copy the prepared financial statements of the church provided he shall have made a written request upon the board and the board has received the written request at least five business days before the requested inspection date. Minutes from church board and discipline committee meetings are exempt from this provision and are not subject to inspection or copy.

(1) A member may not, under any circumstances, inspect or copy any record relating to individual contributions to the church, the list of names and addresses of the church members, or the accounting books and financial records of the church.

(2) The church may impose a reasonable charge, covering the costs of labor and material, for copies of any documents provided to the member before releasing the copies to the member.

#### **SECTION 4.05—LOSS OF MEMBERSHIP**

All Members shall have the right of resignation or membership transfer. Membership status can be withdrawn from any Member who fails to uphold the rules and by-laws of Stony Run Mission as well as the Statement of Belief. Dismissal must be in accordance with Matthew 18: 15-17. Such dismissal shall also require the approval of two-thirds of the Board, a letter of notification to the member; and an extension of the right to present a defense before the Stony Run Mission Board.

(A) The membership of any individual member shall automatically terminate without notice if the board or pastor become aware of a member's open and unrepentant involvement in any sexual misconduct described in Section 2.02(H) or if a member files any lawsuit against the church.

(B) The membership of an individual will automatically terminate upon his or her death.

(C) A member may resign at any time, but no letter of transfer or written statement of good standing will be issued upon such resignation, except at the discretion of the pastor.

(D) The membership of any individual member shall automatically terminate without notice if the member in a spirit of dissension actively engages in secretive discussions and/or intentionally organized, secretive meetings in a concerted effort to overthrow the pastor or present church leadership.

(E) No provision contained in this section shall be subject to or governed by the procedures regarding discipline of members set forth in Article 4 Section 4.08.

(F) No member of this church may hold membership in another church. The membership of any individual member shall automatically terminate without notice if the member unites in membership with another church.

#### **SECTION 4.06—MEMBERSHIP TRANSFER**

Any member of Stony Run Mission in good standing may be issued a certificate of membership transfer upon request. New members may be accepted on the basis of a membership transfer providing they have completed the necessary application and full fill the requirements of the rules and by-laws of the Stony Run Mission.

#### **SECTION 4.07—HOLY LIVING OF MEMBERS**

(A) We believe that everyone who experiences salvation receives a new nature, which desires to please God by living according to the teachings of the Scriptures; (Romans 8:29, 2 Corinthians 5:17, 2 Peter 1:3-4; 1 John 5:2-3) and that this desire results in a new lifestyle (1 Corinthians 6:11, Ephesians 2) that includes:

(1) separation from religious apostasy and the sinful practices of stealing, swearing, desecrating the Lord's Day, lesbianism, bisexuality, bestiality, incest, fornication, adultery, live-in arrangements, pornography, "and if there be any other thing that is contrary to sound doctrine" (1 Timothy 1:10).

(2) subjection to the three God-ordained authority structures of the home, civil government, and the church, as defined and limited by Scripture.

(3) and support for these three institutions (and such things as are good and wholesome) with one's time, talents, and treasure.

#### **SECTION 4.08—DISCIPLINE OF A MEMBER**

(A) There shall be a discipline committee consisting of the pastor and the church board. These men shall have sole authority in determining heretical deviations from the Statement of Belief

and violations of the church covenant. If the pastor or a board member is the subject of a disciplinary matter, he shall not sit as a member of the discipline committee. The pastor and board members shall be entitled to the same steps as other church members and be subject to the same discipline.

**(B)** Members are expected to demonstrate special loyalty and concern for one another. When a member becomes aware of an offense of such magnitude that it hinders the spiritual growth and testimony of an individual in the local church or the body as a whole, he is to go alone to the offending party and seek to restore his brother. Before he goes, he should first examine himself. When he goes, he should go with a spirit of humility and have the goal of restoration.

**(C)** If reconciliation is not reached, a second member, either a board member or the pastor, is to accompany the one seeking to resolve the matter. This second step should also be preceded by self-examination and exercised in a spirit of humility with the goal of restoration.

**(D)** If the matter is still unresolved after the steps outlined in subsections (B) and (C) have been taken, the discipline committee, as the church representatives Biblically responsible for putting down murmuring, shall hear the matter. If the matter is not resolved during the hearing before the discipline committee, the committee shall recommend to the members of the church that they, after self-examination, make an effort personally to go to the offending member and seek that member's restoration.

**(E)** If the matter is still unresolved after the steps outlined in subsections (B), (C), and (D) have been taken, such members who refuse to repent and be restored are to be removed from the membership of the church upon a majority vote of the membership present at a meeting called for the purpose of considering disciplinary action. The member subject to disciplinary action is not entitled to vote on his/her own discipline.

**(F)** No matter may be heard by the discipline committee or the church unless the steps outlined in subsections (B) and (C) have been taken, except in the case of a public offense.

**(G)** If an unrepentant offending party is removed from the church membership, members of the church should have no social contact with him, and any contact from that point forward (except by family members) must be for the sake of restoration. Persons placed under church discipline must immediately return any property belonging to the church.

**(H)** The procedures provided in this section are based on Matt. 18:15-20; Rom. 16:17-18; 1 Cor. 5:1-13; 2 Cor. 2:1-11; Gal. 6:1; 1 Thess. 5:14; 2 Thess. 3:6, 10-15; 1 Tim. 5:19-20; and Titus 3:10-11.

## **ARTICLE 5 CHURCH GOVERNMENT**

### **SECTION 5.01—GOVERNMENT**

Stony Run Mission shall seek to maintain a pastor, one governmental agency known as the Church board, a Sunday School and a Youth Fellowship.

### **SECTION 5.02—ORGANIZATIONAL OFFICES**

#### **(A) Sunday School Officers**

Superintendent and Assistant  
Secretary and Assistant

Librarian and Assistant  
Fellowship Department  
Greeters and Assistants  
Ushers and Assistants

**(B) Church Officers**

Pastor  
Lay Leader and Assistant  
Stewardesses  
Board Members

**(C) Appointed Offices**

Adult and Primary Sunday School Teachers and Assistants  
Vacated Offices  
Auditors

**(D)** Other organizations shall establish and maintain their own structure and officers subject to the approval of the board. New organizations and officers may be added as the need arises providing the board grants approval.

**SECTION 5.03—ELECTIONS**

All elections shall be conducted by secret ballot and require a majority vote, except that a Pastoral election shall require a 75 percent vote. General elections shall be held in November. All elections results are subject to the approval of the board. Membership is required for church officers and pastoral election privileges.

**SECTION 5.04—TERMS**

The term of service for all offices in the church, except the pastor and board members shall be for one year extending from January 1, to December 31, at the expiration of which the officers may be re-elected or re-appointed. Board member's terms shall be for three years. Terms filled by appointment shall expire December 31, of the same year. In case of a tie vote the Pastor shall vote to break the tie. The relationship between the pastors and the church shall be permanent unless dissolved at the option of either party by the giving of a month's notice, or less by mutual consent. The severance of the relationship between the pastor and the church may be considered at any church administration meeting by following the procedures outlined in 7.04, provided notice of the meeting shall have been given from the pulpit to the church two Sundays prior to the meeting. A two-thirds majority of the eligible members present and voting shall be required to sever the relationship between the pastor and the church. Disciplinary removal of the pastor from office automatically terminates his membership.

**SECTION 5.05—QUALIFICATIONS**

All officers must hold to the Stony Run Mission General Statement of Belief and submit to the church discipline. All board members, the Sunday School Superintendent, and Assistant, the Lay Leader and Assistant must be members of Stony Run Mission who have been attending for at least 5 years.

**SECTION 5.06—APPROVAL**

All elected officers of the Church and Sunday School are subject to the approval of the Board.

## **ARTICLE 6**

### **DUTIES AND POWERS OF OFFICERS**

#### **SECTION 6.01—DESIGNATION OF CORPORATE OFFICERS**

As an accommodation to legal relationships outside the church, the pastor shall serve as president of the corporation; the church clerk shall serve as secretary of the corporation; the church treasurer shall serve as treasurer of the corporation; and the chairman of the board shall serve as vice president of the corporation. The pastor and the church board shall constitute the board of directors of the corporation.

#### **SECTION 6.02—THE PASTOR**

(A) The Pastor shall conduct all services except Sunday School and prayer meeting. The Pastor will do all visitation to the sick at home and at the hospital. The Pastor will keep all records for the church on Marriages, Baptism, Child Dedication, and Church Membership. The Pastor will hold a communion service once every three months.

(B) The Pastor shall be given two weeks' vacation plus four more weekends free from our services.

(C) The board shall be responsible for establishing the Pastor's salary.

(D) The Pastor holds no voting privileges unless he is also a member of the church. (Relate to Section 4.04 (B) and Section 5.03).

(E) The pastor shall preach the Gospel regularly and shall be at liberty to preach the whole counsel of the Word of God as the Lord leads him. He shall administer the ordinances of the church, act as moderator at all church meetings for the transaction of church matters, supervise the teaching ministries of the church, and tenderly watch over the spiritual interests of the membership.

(F) The pastor shall appoint the members of the various committees including, the case of a vacancy or newly created committee. He shall serve as the president of the corporation and publicly inform all newly elected officers of the function and responsibilities of their respective offices. He shall extend the right hand of fellowship to all new members on behalf of the church and shall perform such other duties as generally appertain to such a position. The pastor shall be free to choose the means and methods by which he exercises the ministry God has given him.

(G) All appointments for public worship and Bible study and the arrangements thereof, including time and place and the use of the property belonging to the church for purposes other than the stated appointments, shall be under the control of the pastor, who shall be able to determine the appropriateness of practices as well as persons permitted to use the church property.

(H) The pastor shall be responsible to fill the pulpit for each regularly scheduled church service as well as any special services. In the event of his absence, he (or the Layleader in the case of a vacancy in the office of pastor or where the pastor is ill and unable to perform his duties) shall be responsible to invite speakers from within the membership or outside the church to preach in a manner consistent with the beliefs articulated in the Statement of Belief.

(I) The pastor shall be responsible, in coordination with the church board, to establish mandatory safety and security procedures for all ministries and programs involving minors.

### **SECTION 6.03—THE LAYLEADER**

The Lay Leader shall assist the Pastors with leading the services and as a song leader, help with the communion table, and whatever capacity the Pastors see as necessary. The Lay Leader will hold prayer service with the Assistant Lay Leader in the capacity set by the Church Board. In case of sickness or absence of the Pastors the Lay Leader will take charge of the service when necessary.

### **SECTION 6.04 – THE CHURCH BOARD**

(A) The church board shall assist the pastor, in such manner as he shall request, in promoting the spiritual welfare of the church, in conducting the church services, and in performing all other work of the church. The board members are responsible for making preparations to observe church ordinances and shall consider applications for church membership. They shall disburse the benevolence fund in cooperation with the pastor, and shall assist him in visitation and all other evangelistic efforts of the church. The church board shall assist the pastor in caring for the administrative needs of the church's various ministries. They shall provide the pulpit supply and choose a moderator for church meetings if the pastor is unavailable or the office of pastor is vacant. Upon the death, resignation, or dismissal of the pastor, the board may appoint a pulpit committee.

(B) The board shall meet monthly and at the first meeting of each new year, the board shall elect, from their own number, a chairman who shall be vice president of the corporation.

(C) The pastor and the church board shall constitute the board of directors of the corporation.

(D) The board of directors shall exercise the following specific powers only upon authorization by a majority vote of the members present at a duly called church administration meeting:

(1) To purchase, lease, or otherwise acquire real and personal property on behalf of the church, and to take real and personal property by will, gift, or bequest on behalf of the church;

(2) To sell, convey, alienate, transfer, lease, assign, exchange, or otherwise dispose of, and to mortgage, pledge, or otherwise encumber the real and personal property of the church, to borrow money and incur indebtedness for the purpose and use of the church; to cause to be executed, issued, and delivered for the indebtedness, in the name of the church, promissory notes, bonds, debentures, or other evidence of indebtedness; and to secure repayment by deeds of trust, mortgages, or pledges; and

(3) To exercise all powers necessary for the dissolution of the church corporation.

(4) All powers of the directors, (whether board members or other appointed group) shall be compatible with the laws of the state of Pennsylvania.

### **SECTION 6.05—CHURCH CLERK**

**The church clerk (church secretary) shall:**

(A) Certify and keep at the office of the church, the original bylaws or a copy, including all amendments or alterations to the bylaws, minutes of meetings, the membership roll, baptisms, and certificates of ordination and license; and deliver such documents to successor upon leaving office;

(B) Keep minutes of all church administration and board meetings (unless a separate secretary of the board has been elected or appointed), including the time and place of holding, the notice given, and the names of those present (unless a church-wide meeting), and an accurate record of all church business approved at each meeting. A copy of these minutes shall be kept as a permanent record of the church and shall be made available at all reasonable times to any proper person on terms provided by law and pursuant to these bylaws.

- (C) Sign, certify, or attest documents as may be required by law; see that reports, statements, certificates, and all other documents and records required by law are properly kept and filed;
- (D) See that all notices are duly given in accordance with the provisions of these bylaws. (In case of the absence or disability of the secretary, or his or her refusal or neglect to act, notice may be given and served by the pastor or by the chairman of the board.);
- (E) Keep an account of any special events in the life of the church which are of historical interest keep record of the status of the church membership roll.
- (F) Keep all records at the office of the church and deliver them to any successor upon leaving office; and
- (G) Serve as the secretary of the corporation and be a member in good standing.

#### **SECTION 6.06—FINANCIAL SECRETARY**

##### **The financial secretary shall:**

- (A) Count, along with one other person so appointed, and record in a permanent record all the monies received in offerings for the church. This shall be done following each service or day of services of the church.
- (B) Convey in a timely manner all funds received to the treasurer for verification and deposit in the bank, including moneys received from outside sources, and shall provide the treasurer with a record of all monies received. A copy shall be provided to the pastor each week or upon request.
- (C) Maintain a permanent weekly record of individual giving for all donations, offerings, contributions and gifts, and shall guard said records confidentially as a sacred trust. The financial secretary shall issue an official receipt to each contributor at the end of the fiscal year.
- (D) The chairman of the board may assume the duties of the financial secretary in the absence of a financial secretary, unless already serving in the capacity of the treasurer.

#### **SECTION 6.07—TREASURER**

##### **The Treasurer (church secretary) shall:**

- (A) Keep in the church office an accurate and permanent record of all financial transactions of church funds. Make reports of itemized disbursements and the financial condition of the church as requested by pastor and board, and for regular board meetings; deliver such records to successor upon leaving office;
- (B) Receive and give receipt for all contributions, gifts, and donations to the church;
- (C) Verify all funds received from the church financial secretary, and deposit these and all other funds received in appropriate amounts at an approved banking facility or trust company as shall be selected by the pastor or church board.
- (D) Write, sign, record, and mail checks in payment of church bills and routine expenses approved by the pastor and/or board as well as disburse funds and salaries as directed by the church.

(E) At least two directors of this corporation shall be authorized to sign church checks in the treasurer's absence. The chairman of the board shall not perform this duty if functioning as the financial secretary. No persons shall be permitted to sign checks written to themselves, and no expenditures of the church (except miscellaneous petty cash disbursements) shall be made by cash.

(F) Serve as treasurer of the corporation and be a member in good standing.

#### **SECTION 6.08—ASSOCIATE PASTORS**

Under the direction and guidance of the pastor, the associate pastor(s) of the church shall assist the pastor in carrying out the ministries of the church.

#### **SECTION 6.09—DUTIES OF ALL OFFICERS**

Any officer who neglects his duties as outlined in the bylaws for a period of three months may be removed from his office, at the discretion of the pastor, and another may be appointed by the pastor to serve the un-expired term.

#### **SECTION 6.10—INSTALLATION OF OFFICERS**

A public installation service in which all newly elected officers of the church are to be dedicated to their respective offices shall be held at a public church service following their election.

#### **SECTION 6.11—DISMISSAL**

Dismissal from any office of the church or organization of the church may be conducted but only in accord with the directives of membership dismissal as stated in Section 4.05 of the Rules and By-Laws.

### **ARTICLE 7 MEETINGS**

#### **SECTION 7.01—MEETINGS FOR PUBLIC WORSHIP**

Unless otherwise determined by the pastor, the church shall meet each Sunday for public worship, both morning and evening, and at least once during the week for Bible study and prayer.

#### **SECTION 7.02—MEETINGS FOR CHURCH ADMINISTRATION**

(A) A church administration meeting, for the transaction of business, shall be held when necessary. A quorum shall consist of the members present. Public notice of the meeting shall be given from the pulpit for two successive Sundays immediately preceding the meeting.

(B) 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. The following order shall generally be observed at the regular church administration meetings:

1. Prayer
2. Reading of minutes
3. Report of officers
4. Reports of standing committees
5. Reports of special committees
6. Old Business

7. New Business
8. Adjournment & Prayer

(C) For any meeting under this article, the moderator, in his sole discretion, shall have full and unilateral authority to require nonmembers to leave the meeting room and to order the immediate removal of any member or other person present who is deemed by the moderator to be disruptive to the proceedings by act or presence. The moderator shall have full authority to order the removal of all children (ages to be determined by the moderator) if the moderator determines, in his sole discretion, that circumstances so warrant. If the moderator determines that compliance with his order of removal is unsatisfactory, the moderator may, in his sole discretion, revoke the disruptive person's right to remain on the premises in accordance with Section 4.04 (E) and treat the person as a trespasser.

### **SECTION 7.03—SPECIAL MEETINGS**

(A) The pastor (or board if the office of pastor is vacant or the pastor is the subject of possible disciplinary action) may call a special meeting by giving notice of such a meeting and the purpose for which it is called to the church from the pulpit at least one Sunday and not less than one week prior to said meeting. A meeting for the calling of a pastor or the severance of the relationship between the church and pastor shall be called in accordance with the provision of Section 5.04.

(B) Bible conferences, missionary conferences, and revivals may be held as the pastor deems beneficial.

### **SECTION 7.04—MOTIONS**

Members who desire that a certain motion be made or subject matter be discussed during a regular, or special business meeting must file a written recommendation with the pastor and board two weeks prior to the set meeting. The church leadership will then consider the proposal and proceed according to their conscience and what they understand to be in the best interests of the church. All other motions will be presented by the pastor and/or chairman of the board (or other moderator if the office of pastor is vacant) unless the pastor and/or board has delegated authority to another member and/or officer to raise certain motions.

### **SECTION— 7.05 FISCAL YEAR**

The fiscal year of the church shall begin January 1st and end December 31st.

### **SECTION 7.06 –EXPENDITURES**

The church board shall make or authorize the making of all expenditures or obligations. A quarterly report of all expenditures shall be provided to the church members.

## **ARTICLE 8 INDEMNIFICATION**

### **SECTION 8.01—ACTIONS SUBJECT TO INDEMNIFICATION**

(A) The church may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, including all appeals (other than an action by or in the right of the church) by reason of the fact that the person is or was a pastor, board member, officer, employee, or agent of the church, against expenses, including attorneys' fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit, or

proceeding; and if that person acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the church and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

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

#### **SECTION 8.02—EXPENSES SUBJECT TO INDEMNIFICATION**

To the extent that a pastor, board member, officer, employee, or agent has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in this Article, or in defense of any claim, issue, or matter in that action, suit, or proceeding, he or she may be indemnified against expenses, including attorneys' fees, actually and reasonably incurred by him or her in connection with the action, suit, or proceeding.

#### **SECTION 8.03—LIMITATIONS OF INDEMNIFICATION**

Any indemnification made under this Article, may be made by the church only as authorized in the specific case on a determination that indemnification of the pastor, board member, officer, employee, or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in Article 3. The determination shall be made (a) by a majority vote of a quorum consisting of the pastor and board who were not and are not parties to or threatened with the action, suit, or proceeding; (b) if the described quorum is not obtainable or if a majority vote of a quorum of disinterested board members so directs, by independent legal counsel in a written opinion; or (c) by a majority vote of the members of the church.

#### **SECTION 8.04—TIMING OF INDEMNIFICATION**

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

#### **SECTION 8.05—EXTENT OF INDEMNIFICATION**

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

#### **SECTION 8.06—INSURANCE**

The church may purchase and maintain insurance on behalf of any person who is or was a pastor, board member, officer, employee, or agent of the church against any liability asserted against him and incurred by him in that capacity, or arising out of his status in that capacity, whether or not the church would have the power to indemnify him against liability under the provisions of this Article.

## **ARTICLE 9 COMMITTEES**

### **SECTION 9.01—SPECIAL COMMITTEES**

The board, in its discretion, may create special committees to provide the board with advice and information regarding matters submitted to the committee by the board for consideration. The committee shall have no authority to act on behalf of the corporation. Nominations for special committee members shall be made by the pastor or such persons as he shall appoint to make such nominations. The members of the committee shall be chosen by a majority vote of the board and shall serve solely at the pleasure of the board. The special committee shall be subject to the control and direction of the board at all times.

### **SECTION 9.02 — ACTIONS OF COMMITTEES**

Committees have no authority to act on behalf of the corporation. Their primary function is to research and recommend. Committees shall make available upon request all records and materials to the pastor or board, who shall have the right to overrule any plans or decisions made by the committee. Each committee shall have a secretary that keeps minutes of each meeting and shall timely submit the minutes to the pastor and church clerk to be filed with church records. If deemed appropriate by the pastor and board, the committee secretary, in conjunction with the chairman, shall submit an annual report to the church of the decisions and plans of the committee.

## **ARTICLE 10 BINDING ARBITRATION**

### **SECTION 10.01—SUBMISSION TO ARBITRATION**

Believing that lawsuits between believers are prohibited by Scripture, all members of this church agree to submit to binding arbitration any matters which cannot otherwise be resolved, and expressly waive any and all rights in law and equity to bring any civil disagreement before a court of law, except that judgment upon the award rendered by the arbitrator may be entered in any court having jurisdiction thereof.

### **SECTION 10.02—NOTICE OF ARBITRATION**

(A) In the event of any dispute, claim, question, or disagreement arising out of or relating to these bylaws or any other church matter, the parties shall use their best efforts to settle such disputes, claims, questions, or disagreement as befits Christians and in accord with Matthew 5:15-17.

(B) To this effect, they shall consult and negotiate with each other in good faith and, recognizing their mutual interests not to disgrace the name of Christ, seek to reach a just and equitable solution.

(C) If they do not reach such solution within a period of sixty (60) days, then upon notice by either party to the other, disputes, claims, questions, or differences shall be finally settled by arbitration as described in Section 10.01, above, and such Procedures for Arbitration as are adopted pursuant to Section 10.04, below.

### **SECTION 10.03—LIMITATIONS ON ARBITRATION DECISIONS**

(A) Should any dispute involve matters of church discipline, the arbitrators shall be limited to determining whether the procedures for church discipline, as outlined under Section 4.08, were followed.

**(B)** Should any dispute involve the removal from office of the pastor or any church officer, the arbitrators shall be limited to determining whether the procedures set forth in Section 5.04 or 6.09 were followed.

#### **SECTION 10.04—ARBITRATION PROCEDURES**

The Procedures for Arbitration shall be as adopted by the pastor and the board.

### **ARTICLE 11 CONFLICT OF INTEREST**

#### **SECTION 11.01—PURPOSE**

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 11.02—DEFINITIONS**

**(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 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 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 11.03—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 trustees 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, he shall leave the board meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board members shall decide if a conflict of interest exists.

**(C)** An interested person may make a presentation at the board meeting, but after the presentation, he shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

**(1)** The chairman of the board shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

(2) After exercising due diligence, the board or committee shall determine whether 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.

(3) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the board shall determine by a majority vote of the disinterested trustees whether the transaction or arrangement is in the best interests of Church, 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.

(D) If the board 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.

(E) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the board determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### **SECTION 11.04—RECORDS OF PROCEEDINGS**

(A) The minutes of the board 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 board's decision as to whether a conflict of interest in fact existed.

(B) The minutes of the board 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 11.05—COMPENSATION**

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

## **ARTICLE 12 DESIGNATED CONTRIBUTIONS**

From time to time the church, in the exercise of its religious, educational, and charitable purposes, may establish various funds to accomplish specific goals. All contributions to these funds shall be deemed advisory rather than mandatory in nature and shall remain subject to the exclusive control and discretion of the pastor and the board. No fiduciary obligation shall be created by any designated contribution made to the church other than to use the contribution for the general furtherance of any of its tax-exempt purposes. All rights to designate or direct use of dues, offerings, gifts, monies or properties, once they have been made to Stony Run Mission, are relinquished by the individual member, since the power of expenditure is invested in the Board of Stony Run Mission or the full assembly and executed via the treasurer.

**ARTICLE 13  
AMENDMENTS**

These bylaws may be revised or amended by a majority vote of the members, provided that said revision or amendment has been submitted in writing and announced from the pulpit for at least two consecutive Sundays, and at least fourteen (14) days before the vote is taken.

Proposed amendments or changes must be made available to voting members for review at least one week prior to the meeting at which the vote to amend the bylaws will be taken.

**ADOPTION**

These bylaws were adopted by a two-thirds majority vote of the members.

These bylaws supersede any other bylaws of Stony Run Mission.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Church Clerk