

Bylaws

The Chapel

Article I – Membership

Section 1 – Qualifications for Membership

Members of The Chapel must meet the following qualifications:

1. Profession of personal faith in Jesus Christ as Lord and Savior.
2. After personal faith in Jesus, the person has exemplified this new life by public baptism.
3. Agreement to adhere to the Constitution, Bylaws, Policies, and practices of the church.
4. Acceptance of the Membership Covenant.
5. Completion of the membership process, concluding with an introduction to the church.

Section 2 – Members' Voting Responsibilities

1. Members of The Chapel who are age eighteen (18) years or over shall exercise their power through duly-called church meetings and shall have authority to approve:
 - a. Amendments to the Constitution.
 - b. Amendments to the Bylaws.
 - c. The call of the lead pastor.
 - d. The annual recommendation of oversight elders and deacons to serve according to their defined roles.
 - e. The dismissal of an oversight elder when and where the Oversight Elder Board (hereafter OEB) has determined that grounds exist for disqualification and the individual chooses not to voluntarily resign.
 - f. The annual presentation of the church's finances.
 - g. The purchase of land and/or buildings.
 - h. The sale of land and/or buildings that were purchased for ministry. This would not include land and/or buildings bequeathed or donated which are then sold for liquidation of the assets.
 - i. The commencing of new building programs.
 - j. Any other matter in the Constitution or Bylaws that references approval or action of the members.
2. Through these actions, the members empower and entrust the spiritual and physical leadership of the church to the OEB, the lead pastor, and deacons, according to their defined roles. See Article IV for Members Meeting guidelines.

Section 3 – Removal of Members

Members may be removed from the church roll at the discretion of the OEB for the following reasons:

1. No longer meeting the Qualifications for Membership (Section 1)
2. Request of the member to be removed from membership
3. Death of the member
4. Habitual absence from the fellowship of The Chapel and failure to communicate with The Chapel for a period of one year
5. In accordance with The Chapel's policy on Church Discipline and Restoration, for:
 - a. Promoting false and heretical doctrine
 - b. Habitually living contrary to the faith and lordship of Jesus Christ
 - c. Persistently disrupting the unity and peace of The Chapel

Section 4 - Administration of Membership

The members have entrusted the OEB or its designees with ensuring prospective members have met the Qualifications for Membership. The OEB is responsible to maintain The Chapel's membership roll in accordance with the parameters outlined in the Constitution and Bylaws.

Section 5 - Church Discipline and Restoration

It shall be the practice of The Chapel to pursue every reasonable measure for peace and reconciliation among its members (Matthew 5:21-26, 18; Galatians 6:1-5; Ephesians 4:25-32). Should one member sin against another member of The Chapel by immoral or unbiblical conduct, biblical heresy, or through persistent disturbing of the unity or peace of the church, the aggrieved member can petition the oversight elders for assistance in accord with the The Chapel's policy on Church Discipline and Restoration.

Article II – Oversight Elders

Section 1 - General Duties and Responsibilities

1. To be devoted to prayer, the ministry of God's Word and shepherding care of and for the church (Ezekiel 34:1-31; Acts 20:17-35; 1 Thessalonians 5:12; 1 Timothy 3:1-7; Titus 1:5-9; Hebrews 13:17; 1 Peter 5:1-4); this includes:
 - a. Responsibility for the general oversight and spiritual well-being of The Chapel by leading, feeding and protecting.
 - b. Demonstrating the ability and spiritual leadership to teach God's Word, as appropriate.
 - c. Providing, as appropriate, pastoral care and connection to the members, including prayer, visitation and general assistance.
 - d. Providing Biblical definition and clarification on doctrinal issues and the maintaining of the doctrinal purity of the church, per the Constitution (Article VI, Section 2).
 - e. Providing guidance through and implementation of the Church Discipline and Restoration policy.
2. To lead by Christ-like example (Matthew 20:25-28; John 13:12-17) exhibiting fruit of a Spirit-filled life (1 Corinthians 13:4-7; Galatians 5:22-23), which include:
 - a. Consistently modeling biblical character, attitudes, values and behavior.
 - b. Providing and inviting the opportunity for frequent and ongoing contact with staff and members.
 - c. Governing in an atmosphere of openness and accountability under the guidance of Scripture.
3. To conduct and give oversight to The Chapel; this includes:
 - a. Reviewing and approving the annual budget for all Chapel staff and ministries; this includes ensuring regular fiscal responsibility. Faithful stewardship and accountability in all financial matters will be of the highest priority, equally owned and cherished by all members of the OEB. Steps in this process will be in accord with The Chapel's policy on Fiscal Accountability.
 - b. Select nominees for the OEB and deacons to be presented to members for approval.
 - c. Approve the hiring and dismissal of the senior leadership team and dismissal of Chapel pastors.
 - d. Performing other Constitutional, scriptural, and general duties of oversight that are consistent with the Articles of Incorporation, Constitution and these Bylaws, including those actions requiring a vote of the members.

Section 2 - Officers

The OEB shall appoint annually a chairman, vice chairman and secretary from among the non-staff OEB members, serving as officers of the church in accordance with state law. Each officer shall hold the office until the end of the fiscal year. The term of chairman shall be for no more than two consecutive years.

Section 3 - Lead Pastor Specific Duties and Responsibilities

1. The lead pastor, serving within his role as a co-equal oversight elder, or his designee from the senior leadership team, shall lead the church staff in the work of the ministry to the church and of the church, so that the church will fulfill her purpose and mission.
2. The lead pastor will lead in establishing the philosophy of ministry and vision that guides the church to accomplish her purpose and mission under the authority and approval of the OEB.
3. The lead pastor serving within his role as a co-equal oversight elder, or his designee from the senior leadership team, will perform the responsibilities of overseeing the daily leading, shepherding, and managing The Chapel's staff. This includes the:
 - a. Operation and execution of the OEB approved budget
 - b. Vetting, hiring and dismissal of church staff per Article II, Section 3c
 - c. Annual written review of all church staff

Section 4 - Non-Staff Oversight Elders, Specific Duties and Responsibilities

1. Provide partnership, encouragement, supervision and accountability to the lead pastor; this will include an annual review that assesses his role in shepherding the church and the church staff with particular emphasis on the duties noted above in Sections 1.1 and 1.2.
2. The non-staff OEB members will engage with the lead pastor in helping him determine ministry priorities, direction and key decisions that affect the church.

Section 5 - OEB Meetings

1. The OEB shall meet as often as circumstances require at a regular time and date to be determined by the OEB, not less than 10 times per year.
2. To establish a quorum, a simple majority of the OEB members must be present. If unable to attend, the lead pastor may designate a substitute from the senior leadership team as a non-voting participant. Participation via telephone, video, or any other technological means that allows for active engagement constitutes a member's presence for a quorum.
3. Any vote may be conducted in writing, digitally, or otherwise. Oversight elders shall be given a minimum of three (3) days to register their votes. The results of any vote shall be recorded in the minutes of the next regularly scheduled meeting.
4. The chairman shall govern meeting procedures. With a majority vote of the non-staff OEB members, the chairman may call an executive session. The chairman shall provide a written summary of the executive session to the lead pastor within 72 hours.
5. Written notice of the date, time, place, and purpose of OEB meetings shall be furnished to every member of the OEB at least 72 hours in advance of the meeting. This notice provision may be waived for any meeting by the unanimous written consent of the OEB members.

Section 6 - Lead Pastor Vacancy

1. If the lead pastor position becomes vacant for any reason, the OEB will appoint an interim lead pastor and immediately begin the process of seeking and calling a new lead pastor. If the OEB desires, a search committee can be formed to assist in this process, consisting of members and oversight elders as determined by the OEB.
2. After appropriate vetting to ensure that the qualities listed in Scripture have been demonstrated with consistency over time, while also demonstrating the gifting commensurate with proclaiming and teaching God's Word to the church, the lead pastor candidate will be recommended by the OEB to the church for the necessary approval to that role.

Section 7 - Non-Staff Oversight Elders: Selection, Resignation, Vacancies

1. Candidates for service on the OEB shall be selected by the existing OEB and presented for approval by church members at the Annual Members Meeting.
2. An oversight elder may resign his role at any time if he is no longer able to devote himself to the oversight of the church.
3. A vacancy on the OEB because of death, resignation, dismissal or any other cause may be filled following the annual selection and approval process. If a vacancy on the OEB results in the OEB having less than seven (7) oversight elders, the OEB may approve a qualified man to serve on an interim basis to restore the OEB to the required minimum of seven (7). The man so approved shall fill that role only until the next Annual Members Meeting when new oversight elders are approved by the members. If this man is approved, the portion of time serving to fill this vacancy will not count against a full three (3) year term.

Section 8 - Dismissal for Disqualification

1. Each oversight elder shall serve in that role, as long as he does so faithfully in accordance with the Constitution and Bylaws. If it is determined by the OEB, following investigation involving the oversight elder in question, that he no longer meets this standard, the remaining OEB members will ask for his voluntary resignation from the OEB. Such a move requires a two-thirds (2/3) vote of an OEB quorum, excluding the one whose dismissal is being requested.
2. This applies to both the lead pastor and non-staff members of the OEB. If his resignation is not offered, the OEB will call a Members Meeting to seek the membership's approval of his dismissal. Dismissal will require a majority vote of the members. Quorum requirements are defined in Article IV of these Bylaws. Notice of such vote will be published to the church no less than two (2) weeks prior to voting.

Section 9 – Transactions and Conflicts of Interest with Interested Parties

1. A contract or other transaction between The Chapel and one of its OEB members, or family members thereof (an “interested party”), or between the church and any other entity, of which one or more of the church or its OEB members are also interested parties, or in which the entity is an interested party with a financial interest, will be voidable at the sole election of the church members unless all of the following provisions are satisfied:

The church entered into the transaction for its own benefit; the transaction was fair and reasonable as to the church, or was in furtherance of its exempt purposes at the time the church entered into the transaction; prior to consummating the transaction, or any part, the OEB authorized or approved the transaction, in good faith, by a vote of the oversight elders then in office, without counting the vote(s) of the interested oversight elder(s), and with knowledge of the material facts concerning the transaction and the interested parties' interest in the transaction; and prior to authorizing or approving the transaction, the OEB in good faith, determined, after reasonable investigation and consideration, that either the church could not have obtained a more advantageous arrangement, with reasonable effort under the circumstances, or the transaction was in its best interest in furtherance of the church's tax-exempt purposes.

2. Notwithstanding the above, no loan shall be made by the church to any of its members.
3. The OEB will adopt a Conflicts of Interest policy that will provide for full disclosure of material conflicting interests by OEB members, officers or church employees. This policy will permit the OEB to determine whether the contemplated transaction may be authorized as just, fair and reasonable to the church as stated above.
4. The OEB will adopt a whistleblower policy that will provide protection and appropriate anonymity to any employee of the church seeking to make a good faith report of suspected fraud, corruption or other improper behavior.

Section 10 – No Compensation for non-staff OEB Members

No salary or compensation will be paid to any non-staff member of the OEB in his capacity as a member of the OEB or as an officer of the corporation. However, the OEB member may receive reasonable reimbursement for travel and other OEB approved expenses on behalf of the church, upon request and providing written documentation.

Article III – Deacons

Section 1 – General

1. The deacons will consist of men and women who have demonstrated consistently the godly qualities described in the Scriptures for those aspiring to such a role (1 Timothy 3:8-13) with particular emphasis on caring for the needs of members (Acts 6:3; 1 Corinthians 13:4-7; Galatians 5:22-23), serving the church, and being devoted to its well-being in Christ. As those who seek to be filled with the Spirit, they represent the care of Jesus to the church.
2. The members are welcomed and encouraged to commend qualified deacon candidates to the pastors and staff, who in turn will assist the OEB in vetting potential candidates. The OEB is responsible for recommending nominees to the members for approval at the Annual Members Meeting. All nominees must be members of the The Chapel.

Section 2 - Number and Terms of Service

1. The deacons will consist of as many members as is deemed appropriate by the OEB to serve the church. Deacons will work under the guidance of the lead pastor or his designee.
2. A normal and anticipated term of service shall be three (3) years. If a deacon has served his/her three- year term and desires to continue in that role, he/she may request to be recommended again by the OEB and approved by the members for an additional term. This may continue without restriction, as appropriate, without limit to consecutive terms. Terms begin in January.
3. A deacon may resign his/her office at any time if he/she is no longer able to fulfill the responsibilities of the role.

Section 3 - Dismissal for Disqualification

Each deacon shall serve in that role, as long as he/she does so faithfully in accordance with the Constitution and Bylaws. If it is determined by the OEB, following investigation involving the deacon, that he/she no longer meets this standard, the OEB will dismiss him/her from the role. Such a move requires a two-thirds (2/3) vote of the OEB.

Section 4 - General Duties and Responsibilities

1. To be devoted to prayer for the well-being of the church with particular attention to those in the body who are hurting physically and spiritually (1 Corinthians 12:26; Galatians 6:2; 1 Thessalonians 5:14).
2. To lead with and by Christ-like example (Matthew 20:25-28; John 13:12-17) exhibiting evident fruit of a Spirit-filled life (Galatians 5:22-24).
3. To administer the two ordinances of the church, namely, baptism and Communion.
4. To care for the church, including but not limited to hospital and shut-in visitation and support during funerals and services.

Article IV – Members Meetings

Section 1 - Annual Meeting

The Annual Members Meeting will be held in January, or on such other date as the OEB may designate, with notice published to the church no less than three (3) weeks prior to the meeting. At this meeting, the OEB will present information on the church finances, recommended oversight elders and deacons for approval and any other items on which the members have responsibility to vote. The OEB will determine balloting procedures.

Section 2 - Special Meetings

Special meetings may be called at any time by the lead pastor, the OEB, or upon the written request of not less than 25% of the members, provided notice is given to the members at least three (3) weeks prior to the meeting, unless otherwise stated. The notice shall set forth the time, place and purpose of the meeting. If a vote is to be taken, the OEB will determine balloting procedures.

Section 3 - Member Voting

Unless stated otherwise in the Constitution or Bylaws, a two-thirds (2/3) vote from a quorum shall be required for approval of all issues requiring a member vote. A quorum is defined as either 100 members or 50% of the members, whichever is less. All issues requiring a vote of the members will be published to the church no less than three (3) weeks prior to voting. Balloting procedures and times will be established by the OEB.

Section 4 - Minutes

Minutes of members meetings shall be recorded and kept in the custody of the office of the lead pastor or his designee.

Section 5 - Moderator

The chairman of the OEB shall serve as the moderator and preside over members meetings. In his absence or at his discretion, he may designate another member of the OEB as the acting moderator for a particular meeting. The moderator shall govern meeting procedures.

Article V – Church Year

The church year, for administrative, organizational and fiscal purposes, shall begin on September 1 and end on August 31 of each calendar year.

Article VI – Church Policy and Operation Manual

The development and maintenance of a church policy and operation manual shall be overseen by the OEB or their designees. This manual shall include all significant church policies and procedures. The OEB or their designees shall review the manual as needed and/or desired.

Article VII – Indemnification

1. The Chapel will indemnify and hold harmless any and all officers, directors, oversight elders, deacons, ministers, pastors, and business administrators for any expenses actually and necessarily incurred in connection with any action, suit or proceeding against said officers, directors, oversight elders, deacons, ministers, pastors and business administrators. This indemnification shall include costs for attorney fees. The indemnification shall occur as the expenses are incurred and in advance of the final disposition of the action, suit, or proceeding, on receipt of the officers, directors, oversight elders, deacons, ministers, pastors or business administrators' promise: (1) to repay the amount advanced if it is proved by clear and convincing evidence in court that the officers', directors', oversight elders', deacons', ministers', pastors' and business administrators' conduct involved a deliberate intent to injure the corporation's best interests, and (2) to reasonably cooperate with the corporation in connection with the action, suit, or proceeding.
2. This indemnification shall be available to any officer, director, oversight elder, deacons, ministers, pastor and/or business administrator which is made or thereafter to be made a party to any action, suit, or proceeding because of the person's relationship with the corporation. Persons who are officers, directors, oversight elders, deacons, ministers, pastors and/or business administrators at the time of being made a party, or threatened with being made a party to any action, suit, or proceeding, or were officers, directors, oversight elders, deacons, ministers, pastors, and/or business administrators shall be allowed indemnification.
3. Indemnification will also be available in criminal actions only if it is found that the officer, director, oversight elder, deacon, minister, pastor or business administrator had no reasonable cause to believe that the subject acts were unlawful.