

Bylaws

Sojourn City Church

100 Northside Drive, Midway, Kentucky

BYLAWS
of
Sojourn City Church, Incorporated
100 Northside Drive
Midway, Kentucky 40347

ARTICLE I - NAME

This church will be known as Sojourn City Church, Incorporated. This will be a nonprofit corporation of the Commonwealth of Kentucky. This church is autonomous and maintains the right to govern its own affairs, independent of denominational control. Recognizing, however, the benefits of cooperation with other like-minded congregations, chiefly for the cause of world missions, Sojourn City Church voluntarily affiliates with the General Council of Assemblies of God, Springfield, Missouri, in its national and local expressions.

ARTICLE II - BELIEFS

The Bible shall be the rule and guide of faith and conduct. We adopt and incorporate by reference the Statement of Fundamental Truths of the General Council of the Assemblies of God as duly amended from time to time. Each and every provision of these Bylaws shall be interpreted, construed, and applied in a manner consistent therewith.

ARTICLE III - ELDERS

The leadership of Sojourn City Church shall be vested in a governing Council of Elders, hereinafter referred to as the Council of Elders or the Eldership, which is composed of elders who follow the leading of Jesus who is the Head of Sojourn City Church (1 Peter 5:1-4). They shall provide both spiritual guidance and shall manage the affairs of the Corporation. The Elders are also the Directors of the Corporation and have all the rights, privileges, and responsibilities of Directors under applicable law.

Section 1. Elder Qualifications

Eldership shall be persons, male or female, of mature Christian experience and knowledge, who shall be expected to meet the requirements as set forth in I Timothy 3 and Acts 6. Elders shall be at least 21 years old, and with the exception of the Pastor, have been voting partners of this church at least 1 year (12) months. Elders are expected to adhere to biblical standards of leadership. They are also expected to believe in and consistently practice servant leadership and generosity to Sojourn City Church. Any time that these Bylaws require or permit the approval of the nomination, approval, or affirmation of a person for the position of Elder, the Eldership then in office shall have the authority to determine who is qualified to serve as an Elder under this Section.

Section 2. Composition, Quorum, and Voting

The Lead Pastor shall be an *ex officio* member of the Eldership for all purposes. In addition to the Lead Pastor, the Eldership shall consist of at least 4, but not more than 6, Elders. A majority of the Elders currently in office shall constitute a quorum of the Eldership for the transaction of business at any meeting of the Council of Elders. Voting by proxy shall not be permitted.

Section 3. Selection

The process of becoming an elder involves the following steps:

- A. He/She must be a partner in good standing at Sojourn City Church who has demonstrated the calling, character, and competency of an elder.
- B. He/She must make his/her desire to become an elder known to one of the elders and be interviewed for approval.
- C. His/Her nomination must be approved by a majority from the current Eldership.
- D. If accepted as an elder nominee, the man/woman will then undergo a period of training.
- E. Training, prior to becoming an elder, will include whatever is deemed necessary by the Eldership to enhance the nominee's understanding of an elder's responsibilities as outlined in Scripture.
- F. Upon completing his/her training process, the person must be approved unanimously by the current Eldership to be introduced to the church partnership as an official elder candidate.
- G. If approved as an elder candidate, partners of Sojourn City Church will be notified that he/she has met the criteria of an elder. Anyone, in or out of the church, having a concern regarding the person's qualifications to lead as an elder will have four weeks to notify the elders, who can investigate the matter to determine if there is any reason to disqualify the nominee.
- H. Approval from the elders and a congregational affirmation, indicated by a majority vote, are required prior to the installation of an elder.

Section 4. Elder Service

- A. Each elder, other than the Lead Pastor, shall hold office for a period of two (2) years or until his/her successor is elected, appointed, or designated herein, and may serve successive terms.
- B. To resign from the Council of Elders, an elder must notify the Council of his/her decision in the form of a letter of resignation, which he/she will give to the Lead Pastor, and which the Lead Pastor will then distribute to the other elders.
- C. Any credible charge of moral impropriety, doctrinal error, or anything else that could displease the Lord or harm Sojourn City Church, against an elder shall be appointed by a committee established by the Eldership. During the investigation, the elder in question shall not be allowed to vote on any church matters, including votes by the Partnership, and shall be placed on temporary leave. If the committee finds credible evidence of wrongdoing, the elder in question shall be tried by the elders according to the criteria of Scripture (e.g., James 3:1; 1 Timothy 5:19–21). A three-fourths vote of the remaining elders is necessary in order to find an elder guilty of the charges. If such a verdict is rendered by the remaining elders, the consequences for such a finding shall be determined by the remaining elders. Any action (up to and including removal) must be approved by a three-fourths vote of the remaining elders. In such instance, the partners of Sojourn City shall be notified in writing that the elder investigated has been unable to serve effectively.
- D. This process is the only means by which an Elder may be disciplined, up to and including removal of office.

Section 5. Meetings

Regular or Special meetings of the Eldership may be held either within or outside the Commonwealth of Kentucky, but shall be held at the church's principal office if the notice thereof does not specify the location of the meeting. A regular or special meeting may be held at any place consented to in writing by all of the elders, either before or after the meeting. If such consents are given, they shall be filed with the minutes of the meeting. Any meeting, regular or special, may be held by conference telephone or similar communication equipment, as long as all elders participating in the meeting can hear one another. All elders shall be deemed to be present in person at a meeting conducted in accordance with the foregoing sentence. A regular meeting of the Eldership shall occur at least quarterly.

The manners in which meetings may be called are:

- A. Regular meetings of the Eldership may be held without notice if the time and place of such meetings are fixed by a resolution of the Eldership.
- B. A special meeting of the Eldership may be called by the Lead Pastor or by two-thirds of the Eldership in writing.
- C. Notice of the date, time and place of special meetings shall be given, through the Lead Pastor's or the Eldership's direction, to each elder by one of the following methods: by personal delivery of written notice; by first class mail, postage paid; by telephone communication, either directly to the elder or to a person at the elder's office or home who the person giving the notice has reason to believe will promptly communicate the notice to the elder; by fax to the elder's office or home; or by electronic mail ("e-mail"); by text message to the personal cell phone of the elder (SMS).
- D. If notice of a special meeting is given by first class mail, then the notice shall be deposited in the United States mail at least four (4) days before the time set for the meeting. Notices given by personal delivery, telephone, fax, text messaged or e-mail shall be delivered, telephoned, faxed or e-mailed to the elder or given at least twenty-four (24) hours before the time set for the meeting.
- E. The notice shall state the time and place for the meeting. However, the notice does not need to specify the place of the meeting if the special meeting is to be held at the church's principal office. Unless otherwise expressly stated herein, the notice does not need to specify the purpose or the business to be transacted at the special meeting.
- F. Attendance of an elder at a meeting shall constitute waiver of notice of such meeting, except where the elder attends a meeting for the express purpose of objecting that the meeting is not properly called.

Section 6. Officers

The officers of the Corporation shall be a Chairman, a Vice-Chairman, a Secretary, and a Treasurer. The offices of Secretary and Treasurer may be combined and conferred upon one individual at the discretion of the Eldership. The officers of the Corporation must be members of the Eldership in good standing. The duties and responsibilities of the officers are as follows:

- A. Chairman. The Lead Pastor shall be the chairman of all meetings of the Board of Elders and a person who is a member of the Council of Elders, shall be the Chief Executive Officer of the Corporation and shall, subject to the advisory of the Council of Elders, have general supervision, direction, and control of the activities and officers of the Corporation. He/She shall preside at all meetings of the Council of Elders, which are to be conducted according to the scriptural principles such as set forth in Philippians 2:2-8. He/She shall be an ex officio member of all the standing committees of the Council of Elders and otherwise, if any, and shall have powers and duties incident to the office of Chairman and as may be prescribed by the Council of Elders or the Bylaws.
- B. Vice-Chairman. In the absence or disability of the Chairman, the Vice-Chairman, who shall be a person who is a member of the Council of Elders, shall perform all the duties of the Chairman, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the Chairman. The Vice- Chairman shall have such other powers and perform such other duties incident to the office of Vice-Chairman and as from time to time may be prescribed for him by the Council of Elders or the Bylaws.
- C. Secretary. The Secretary shall keep, or cause to be kept, a book of minutes at the principal office or such other place as the Council of Elders may order, of all meetings of the church

members, the Council and its Committees, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at the church member meetings, the Council and Committees' meetings, and the proceedings thereof. The Secretary shall keep, or cause to be kept, at the principal office in the State of Kentucky the original and a copy of the Corporation's Articles of Incorporation and Bylaws, as amended to date. The Secretary shall keep, or cause to be kept at the principal office of the Corporation, a church partnership register, or a duplicated church partnership register, showing the names of the partners and their addresses.

D. Treasurer. The Treasurer shall ensure the stewardship of the physical and financial resources of the Corporation, "taking precaution that no one should discredit us in our administration...for we have regard for what is honorable, not only in the sight of the Lord, but also in the sight of men" (2 Corinthians 8:20-21). The Treasurer shall ensure that all financial activities and transactions are consistent with the Bylaws as well as the Kentucky Nonprofit Corporation Act. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the Corporation. The books of account shall at all reasonable times be open to inspection by any elder. The Treasurer shall deposit, or cause to be deposited, all monies and other valuables in the name and to the credit of the Corporation with such depositories as may be designated by the Council of Elders. He/She shall disburse, or cause to be disbursed, the funds of the Corporation as may be ordered by the Council of Elders, shall render, or cause to be rendered, to the Chairman and the Council of Elders, whenever they request it, an account of all the transactions and of the financial condition of the Corporation, and shall have such other powers and perform such other duties as incident to the office of Treasurer and as may be prescribed by the Council of Elders. He/She shall make, or cause to be made, the financial reports at each regular Council meeting and at the regular annual meeting of church partners.

Section 7. Ineligible

No person who is a sibling, spouse, parent, child, or member of the household of an Elder (including the Lead Pastor) may be elected to serve on the Council of Elders concurrently with the Elder to whom they are so related.

ARTICLE IV - PARTNERS

Section 1. Definition of a Partner

A Partner commits to follow the example of Christ in their private and public life; to be faithful in prayer, Scripture reading, and in gathering with the church for worship; to compassionately serve others in their church and communities; to financially support the church generously; and to vigorously encourage and defend the unity of the church and its leadership; all for God's Glory.

Section 2. Standard of Partnership

Persons may be considered eligible for Partnership in this Church only if they meet all of the following criteria:

- A. Are followers of Jesus Christ (Matthew 4:19).
- B. Are baptized in water by immersion after beginning to follow Jesus.
- C. Evidence a consistent Christian life (Matthew 22:37-39; Galatians 5:19-23).
- D. Have attended the Partnership class, have signed and agreed to abide by the Sojourn City Church Covenant.
- E. Have renewed their Partnership agreement annually by reaffirming their commitment to abide by the Partnership Covenant.

F. Are at least eighteen (18) years old.

Section 3. Partnership Removal and Reinstatement

The Eldership shall have the right to remove from Partnership any Partner who willfully and without good cause absents himself or herself from the regular services of the Church for a period of three (3) consecutive months except for physical disability, or who no longer abides by the standards of Partnership outlined in Article IV, Section 1 of these Bylaws.

If the former Partner shall desire reinstatement, he or she shall request in writing from the Leadership Council to have his or her name returned to the Partnership list. Upon receiving the request, the Eldership shall render a decision at any official meeting of the Eldership to be measured by a majority vote.

Section 4. Voluntary Termination

A Partner may terminate his or her Partnership by informing the Eldership, in writing, of his or her desire to do so. Such termination requires no action by the Eldership.

Section 5. Discipline

All discipline shall be prayerfully administered according to the Scriptures (Matthew 18:15-17; 1 Corinthians 5:9-13; 2 Thessalonians 3:11-15; Romans 16:17). If a Partner of Sojourn City Church falls below the standard of Partnership in faith or in practice, in such a way that the Partner's life hinders the influence of the church in the community, or if his or her spirit be contentious and discordant to the well-being of church life, then by decision of the Eldership at any official meeting of the Council of Elders, his or her name may be removed from the church partnership list, measured by a majority vote.

A Partner who has been disciplined shall be notified by the Eldership, in writing, regarding the reason for the discipline. Such notice shall be sent by certified mail to the address of record listed in the church database.

A Partner who has been disciplined may request reinstatement in writing to the Eldership, and the Eldership shall consider such requests at any official meeting of the Council and reach a decision on all such requests measured by majority vote.

Section 6. Partner's Meeting Parliamentary Procedures

In order to expedite the work of the partner's annual or special meetings and to avoid confusion in deliberations, all meetings shall be governed by the accepted rules of parliamentary procedure in keeping with the spirit of Christian love and fellowship under the guidance of the Holy Spirit. The parliamentary authority shall be *The Standard Code of Parliamentary Procedure* (formerly the *Sturgis Standard Code of Parliamentary Procedure*), and it shall apply when it is not inconsistent with the Bylaws or any special rules of order that this church may adopt in the future.

Section 7. Partner's Annual Meeting

A partnership meeting shall take place at least once per year. Notice of the annual partner's meeting and any other special partnership meetings shall be announced from the pulpit and included in any church calendar/announcements at least two weeks prior to the meeting. The business conducted at the Annual Partners Meeting shall consist, but not limited to, matters requiring a vote of the partnership as outline in Article VI. The agenda of the Annual Partner's Meeting will be set by the Eldership and decided by majority vote.

Section 8. Special Partner's Meeting

Special meetings of the partners of this corporation may be called from time to time at the discretion of the Lead Pastor, the Eldership, or by petition signed by twenty percent (20%) of the active partnership of this church. Notice of all special meetings shall be given by the Secretary and shall state the purpose or purposes for which the meeting is to be called. Notice of said meeting shall be provided in printed or electronic format and made available to the partners not less than ten (10) nor more than fifty (50) days before the date of said special meeting. No other business shall be considered at any special meeting other than that described in said notice.

Section 9. Quorum

The Partners who attend a duly called Annual Partners' Meeting or Special Partners' Meeting, the notice of which has been given as provided in this Article, shall constitute a quorum at any such Annual Partners' Meeting or Special Partners' Meeting.

ARTICLE V - LEAD PASTOR

The Lead Pastor shall:

- A. Be a credentialed Assembly of God minister who is in good standing with the General Council of the Assemblies of God and with his District Council.
- B. Be the spiritual overseer of Sojourn City Church and shall direct its activities.
- C. Be the President of the Corporation and act as Chairman of all meetings of the Eldership.
- D. Be the general supervisor of all activities of the church and shall be an ex officio member of all departments and ministry teams.
- E. Reserves the authority to plan and direct all activities of the church, including all special meetings and guest speakers.
- F. Select the ministerial, professional, and administrative staff and determine their job portfolios.
- G. Be responsible for hiring all employees at the Church. No one shall be employed or discharged without the Lead Pastor's express approval. He or she shall have the prerogative to add paid or volunteer staff, but the Eldership must approve the budgeting of salaries.

ARTICLE VI – VOTING

The Partners of this Church do not constitute a legislative body, nor do they constitute members of the Corporation, and they cannot vote, pass resolutions binding upon the Corporation, nor shall they have any equity in the real property of the Corporation, or rights to vote on its disposal, except any vote specifically provided in these Bylaws. Voting by proxy shall not be permitted.

The following actions require a majority vote of the Partners:

- A. Affirmation of the annual budget and significant changes in the budget exceeding 15% of the annual budget.
- B. Affirmation of elder candidates for installation.

The following actions require a three-fourths (3/4) majority vote of the Partners:

- A. Affirmation of Lead Pastor installation.
- B. Amendments to these Bylaws.
- C. Purchase of land or real estate.

ARTICLE VII - FINANCE

Section 1. Sources

Funds for the maintenance of the vision and mission of the church shall be provided by the voluntary contributions of its Partners, friends, and guests without pressure or coercion.

Section 2. Administration

Offerings shall be received by the church at times and in ways agreed upon by the Lead Pastor and the Eldership. Funds received shall be administered under the direction of the Lead Pastor, but subject to the budget approved by the Partnership. Records shall be kept of all receipts and disbursements (Malachi 3:10; 1 Corinthians 16:1-2; 2 Corinthians 9:6-8). Those responsible for handling or dispersing funds shall be properly bonded or insured and shall be subject to state and federal criminal background checks, as well as financial background checks.

Section 3. Solicitation

No individual, association, or corporation shall be permitted to solicit funds from the people of Sojourn City for any reason without the consent of the Eldership.

Section 4. Borrowing

The Eldership shall have discretion and authority to borrow on behalf of the Corporation such sums as may be needed from time to time to advance the mission of the Church, subject to the provisions and limitations provided in this Section and elsewhere in these Bylaws. Any time the borrowing of any money or the incurring of any indebtedness involves the purchase or lease of real estate, or will increase (or maintain) the total indebtedness of the Corporation to an amount in excess of fifteen percent (15%) of the total revenue received by the Church in the immediately-preceding fiscal year, such borrowing shall be approved by both the Eldership and by a three-fourths (3/4) majority vote of the Partnership at any Annual or Special Partners' Meeting. The approval of any transaction involving the purchase or lease of real estate or involving the borrowing of money or incurring indebtedness on behalf of the Corporation shall be indicated by the signatures of the Lead Pastor and at least one other Elder, and memorialized by an official Resolution of the Corporation, adopted by the Eldership and signed by the Secretary. If the transaction in question is one which must be approved by the Partnership pursuant to this Section, then the Resolution adopted by the Eldership shall state that the transaction was approved by the Partnership, and shall record the date when the transaction was so approved.

Section 5. Audit

On a biennial basis, the Eldership shall be responsible for obtaining an audit of the finances of the church from an authorized independent source when the annual revenue exceeds \$250,000. The results of which shall be presented at the Annual Partnership Meeting.

Section 6. Conflicts of Interest

In the event that any elder has a conflict of interest that might properly limit fair and impartial participation in the Council deliberations or decisions, such elder shall inform the Council as to the circumstances of such conflict. If those circumstances require the nonparticipation of the affected elder, the Council may nonetheless request from the elder any appropriate non-confidential information which might inform its decisions. "Conflict of interest," as referred to herein, shall include but shall not be limited to, any transaction by or with the church in which an elder has a direct or indirect personal or business interest, or any transaction in which such elder is unable to exercise impartial judgment or otherwise act in the best interests of the church.

No elder shall take part in the final deliberation in any matter in which he or she, members of his or her immediate family, or any organization to which such director has allegiance, has a personal or business interest that may be seen as competing with the interest of the church. Any elder who believes he or she may have such a conflict of interest shall so notify his or her respective Council prior to deliberation on the matter in question and the respective Council shall make the final determination as to whether any fellow elder has a conflict of interest in any matter. The minutes of the respective Council of Elders shall reflect disclosure of any conflict of interest and the recusal of the interested elder.

ARTICLE VIII - VACANCIES

Section 1. Lead Pastor

In the event of a vacancy of the Lead Pastor office, the following actions shall take place:

- A. The Eldership shall provide oversight of the church until the Lead Pastor office is filled.
- B. The Eldership shall appoint an interim leader of the church until the Lead Pastor office is filled.
- C. The Eldership shall appoint a search committee of at least five persons of which all are Partners of the Church, and at least two of which are Elders. The search committee shall seek input from the Council of Elders, the current pastoral staff, and Partnership of the church before presenting a prioritized list of the best candidates to the Eldership for consideration.
- D. The Council of Elders' Vice-Chairman shall serve as the Chairman until a Lead Pastor is installed.
- E. The Lead Pastoral candidate, and as such any pastor elect, must be a credentialed Assemblies of God minister who is in good standing with his or her District and with the General Council of the Assemblies of God.
- F. A unanimous vote of the Eldership then in office shall result in the nomination of a new Lead Pastor.
- G. The Partnership shall have the opportunity to provide input and to affirm the Lead Pastor nomination given by the Eldership at a Special Partnership Meeting. Upon a successful majority vote of affirmation by the partnership, the Lead Pastor is officially installed.

Section 2. Elders

If an elder is unable to fulfill his or her term, the Lead Pastor shall appoint someone approved by the current Eldership to fulfill the vacancy for the remainder of the term. However, at the discretion of the Eldership, vacancies need not be filled if the minimum requirements are met according to Article III Section 2 of these Bylaws.

ARTICLE IX - SALARIES

Section 1. Remunerations

The Lead Pastor and Eldership shall determine the salary of the Lead Pastor. The Lead Pastor shall recommend the amount of remuneration for employees of the church to the Eldership who shall make the final decisions based on comparative norms and budget considerations.

ARTICLE X - INDEMNIFICATION

Section 1. Indemnification

Unless otherwise prohibited by law, the Corporation shall indemnify any elder or staff member and may by resolution of the Eldership indemnify any employee, against any and all expenses and liabilities incurred by him or her in connection with any claim, action, suit, or proceeding to which he or she is made a party by reason of being an elder or employee. However, there shall be no indemnification in

relation to matters as to which he or she shall be adjudged to be guilty of a criminal offense or liable to the Corporation for damages arising out of his or her own gross negligence in the performance of a duty to the Corporation.

Amounts paid in indemnification of expenses and liabilities may include, but shall not be limited to, counsel fees and other fees; costs and disbursements; and judgments, fines, and penalties against, and amounts paid in settlement by, such elder member or employee. The Corporation may advance expenses or, where appropriate, may itself undertake the defense of any elder member or employee. However, such elder member or employee shall repay such expenses if it should be ultimately determined that he or she is not entitled to indemnification under this Article.

The Eldership may also authorize the purchase of insurance on behalf of any elder or employee, or other agent against any liability incurred by him or her, which arises out of such person's status as an elder member, employee, or agent, whether or not the Corporation would have the power to indemnify the person against that liability under law.

ARTICLE XI - AMENDMENTS

Amendments to these Bylaws may only be made at an Annual Partners' Meeting or a Special Partners' Meeting called for that purpose. Copies of any proposed amendment(s) shall be mailed to each Partner at least 14 days prior to the date of the meeting. These Bylaws may be amended by a majority approval of the Eldership and a three-fourths (3/4) vote of the Partnership of Sojourn City Church.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting secretary of Sojourn City Church and that the foregoing Bylaws constitute the Bylaws of the Church. These Bylaws were duly adopted by the Eldership of the Church dated October 18, 2015.

DATED: October 18, 2015

By: Steven Rehmel

Name:



Title: Secretary