

Antioch Community Church Houston

These By-laws (referred to as the “By-laws”) govern the affairs of ANTIOCH COMMUNITY CHURCH HOUSTON, a nonprofit corporation (referred to as the “Church”) organized under the Texas Non-Profit Corporation Act (referred to as the “Act”). This organization may operate under the name Antioch Community Church Houston and other derivatives of such name.

Article I Offices

1.1 Principal office. The principal office of the church in the state of Texas shall be located at 1635 E. Broadway St, Pearland, TX 77581. The Church may have such other offices, either in Texas or elsewhere, as the Elders may determine. The Elders may change the location of any office of the Church.

1.2 Registered Office and Registered Agent. The Church shall comply with the requirements of the Act and maintain a registered office and registered agent in Texas. The registered office may, but need not, be identical with the church’s principal office in Texas. The Elders may change the registered office and the registered agent as provided in the Act.

Article II

Purpose

- 2.1 The purpose of this Church shall be to spread the Gospel of Jesus Christ as revealed through the Holy Bible and to fulfill the commission of God to make disciples of all nations.
- 2.2 To undertake such other and further purposes as may be necessary to fulfill the calling of a New Testament Church called to co-labor with the Lord in the earth, His harvest field.
- 2.3 To teach and encourage believers to worship and exalt Jesus Christ as Lord and King through acts of private and corporate worship and through their manner of living.
- 2.4 To provide preaching, teaching and fostering the growth of the Christian faith in all places; to prepare, commission, license, and ordain ministers to carry on the work of evangelism and discipleship; to promote the sending of individuals to make disciples domestically and cross culturally to spread the gospel and plant churches among all people groups throughout the world;; to promote missionary work and church planting in all places throughout the world; to establish local churches and foster their development; to bring Christian believers to spiritual maturity.
- 2.5 To have the right to own, hold in trust, use, sell, convey, mortgage, lease or otherwise gain, dispose of or use such property, real or chattel, as may be required or beneficial for the good of the Church.
- 2.6 To engage in a ministry of teaching and outreach through radio, television, publications, internet and other media of mass communication.
- 2.7 To acquire, operate and maintain Bible colleges, ministry training schools, church schools, orphanages, group homes, marriage and family counseling centers, homes for the aged, and other such benevolent and charitable institutions may be deemed necessary to fulfill the objectives of this organization.
- 2.8 To collect, solicit and accept funds or other subscriptions; to acquire and hold real estate and such other property as the realization of the aforesaid objectives may require.
- 2.9 To be a religious corporation without capital stock and which does not contemplate pecuniary gain or profits for its members.
- 2.10 To pursue the purposes set forth in the Articles of Incorporation of this Corporation.

Article III Doctrinal Statement

THE BIBLE

3.1 We believe that the Bible is the inspired, authoritative, living, eternally reliable Word of God equally in all parts and without error in its original manuscript, absolutely infallible, and our source of supreme revelation from God, superior to conscience and reason, though not contrary to reason; and it is therefore our infallible rule of faith and practice and necessary to our daily lives (II Timothy 3:16-17; I Peter 1:23-25; Hebrews 4:12).

THE GODHEAD

3.2 We believe in one God who has revealed Himself in three Persons: the Father, the Son and the Holy Spirit (Romans 1:20, Matthew 28:19). The Father, the Son and the Holy Spirit are all co-eternal, all stand equally superior to time, free from the temporal distinctions of past and future (FATHER - Deuteronomy 33:27; Psalm 90:2; Psalm 102:27; I Timothy 1:17; SON - John 1:1-2; John 8:58; Hebrews 1:8; I John 1:2; Revelation 1:8; SPIRIT - Hebrews 9:14; I Corinthians 3:17-18).

3.3 We believe in God the Father, Creator of all things visible and invisible. (Genesis 1:1; Hebrews 11:3)

JESUS CHRIST

3.4 We believe in Jesus Christ, God's only begotten Son, who came into the world to reveal the Father, and was the brightness of His glory and the express image of His Person; that through Him all things were made. We further believe that in Christ dwelt all the fullness of the Godhead bodily and that He was very God and very Man (John. 1:1-2 & 14; I Tim. 3:16; Acts 7:37-38; Philippians 2:5-11; Colossians 1:15,16).

3.5 We believe in Jesus Christ's pre-existence, incarnation, virgin birth, sinless life, miracles, substitutionary and atoning death, bodily resurrection, bodily ascension into heaven, exaltation, present rule at the right hand of God, coming personal return in power and great glory, and in His everlasting Kingdom and dominion (Acts 1:11; 3:19-21; Daniel 7:14; Revelation 20:4). We acknowledge His Lordship -- that Jesus Christ is Lord over all things in heaven and on earth, and under the earth (Phil. 2:9-10).

HOLY SPIRIT

3.6 We believe in the Holy Spirit, the Lord, the giver of life, who proceeds from the Father and the Son. With the Father and the Son he is worshiped and glorified. He has spoken through the Prophets and was sent to indwell the hearts of believers, pour the love of God into our hearts, teach and remind us of all Truth, convict us of sin, righteousness, and judgment. and glorify Christ. He dwells in the heart of every believer upon faith in Jesus and seals him until the day of redemption. We believe in the Holy Spirit, His present ministry, His indwelling, His empowering, His impartation of gifts for today, and His transforming power in the lives of all believers (John 14:15-27, 16:7-15; I Corinthians 3:16-18, 12:4-11; Galatians 5:22-23).

MAN AND SIN

3.7 We believe that man was created in the image of God by a good, direct and immediate act of God in order that mankind might glorify God and enjoy Him forever (Genesis 1:26-27; 2:4).

3.8 We believe that man by transgression fell from a state of righteousness and holiness in which he was first created into total spiritual depravity, a state of death in trespasses and sins in which he is held as a slave of sin and an enemy of God. Thus every person is born with an inherited sin nature and volitional sins, whereas apart from the grace of God, we are all deserving of death and eternal separation from Him in hell. As such, he is unable to attain divine righteousness by his own efforts but must be redeemed and delivered by the power of the gospel (Genesis 3; Psalm 51:5; Romans 1:18-32; Romans 3:23; Romans 5:12-21; Romans 6:23; I Corinthians 15:1-4; 2 Thessalonians 2:5-10).

SALVATION

3.9 We believe that repentance and faith in our Lord Jesus Christ are a necessary part of God's work of justification of the believer. Through faith in the shed blood of Christ for the forgiveness of sins and His resurrection from the dead, he or she is justified and made a partaker in the death and life of Christ (Romans 5:1, 9; 10:9-10).

3.10 We believe that "it is by grace you have been saved, through faith--and this not from yourselves, it is the gift of God--not by works, so that no one can boast" (Ephesians 2:8-9). We believe that repentance is dependent upon the convicting action of the Holy Spirit in the lives of people and their response. The conviction of the Holy Spirit, which accompanies the preaching of the Gospel of Jesus Christ, will result in the revelation of the sinfulness of self, which should lead to godly sorrow and an earnest desire to turn from sin (II Corinthians 7:10; Psalm 51; Acts 11:18; II Timothy 2:25; Matthew 9:12-13).

CHRISTIAN LIVING

3.11 We believe in the Lord's supper and believer's baptism as acts of our obedience and a testimony of our faith (Matthew 3:6; Mark. 16:16; I Corinthians 11:23-29).

3.12. We believe that water baptism is necessary, though not for justification, in obedient response to the command of Jesus. Baptism is to be performed only upon repentant believers in the name of the Father, Son and Holy Spirit (Matthew 28:18-20).

3.13 We believe in the baptism of the Holy Spirit according to Matthew 3:11; Luke 3:21-23, 4:1-2, 14, 18-19; Acts 2:4, 4:31, 10:46, 19:6. The baptism of the Holy Spirit is the initial and ongoing empowerment (or filling, Ephesians 5:18) of a believer by the Holy Spirit for freedom (2 Corinthians 3:17-18), maturing (Galatians 5:22-23), ministry (1 Corinthians 12-14) and gospel proclamation and demonstration (Acts 1:8; 14:3). We hold that the real evidence of the baptism of the Holy Spirit is one's response to the Word of God (John 16:13), a Christ-like life, showing forth Christ's character, and experiencing and manifesting the gifts and fruit of the Holy Spirit (John 15:26; 16:14; Galatians 5:22-23; I Corinthians 12:4-11).

3.14 We believe that the emphasis for a continuous walk in grace by faith should be evidenced by righteousness and purity of heart, believing in the keeping power of God, walking after the Spirit and not after the flesh, living a lifestyle that reflects the character and ministry of Jesus Christ, and not being conformed to the world for the glory of God (Jude 24; Romans 8:25; Galatians 5:16-25; Romans 4:1-5; 12:1-2).

THE FAMILY

3.15 We believe that God has ordained the family as the foundational institution of human society. It is composed of persons related to one another by marriage, blood or adoption. We believe that marriage is the uniting of one man and one woman in covenant commitment for a lifetime. The husband and wife are of equal worth before God, since both are created in God's image, yet maintain differing roles within marriage in accordance with scripture for their mutual edification for the glory of God. We believe that children, from the moment of conception, are a blessing and heritage from the Lord (Genesis 1:27-28; Genesis 2:20-25; Genesis 1:27; Ephesians 5:25; Ephesians 5:24; Genesis 2:20-21; Titus 2:4-5; Psalm 127:3; Psalm 139:13-15).

CHURCH

3.16 We believe that the Church, the people of God, is the administration of the Gospel and God's continuing work on earth in the power of the Holy Spirit. The Church is the body of Christ, under His headship, whom he has called out of darkness and a life of sin to proclaim His glorious light to the rest of the world. The Church gathers as the family of God in local expression to worship, encourage one another, pray, practice the Lord's Supper and baptism, obey the teachings of Scripture, and to live out the Great Commandments and the Great Commission, and seeking to glorify Christ Jesus. (Matthew 16:17-19, 28:18-20, 24:14; Ephesians 1:22-23, 3:9-10; Hebrews 10:23; 1 Peter 2:9-10)

END TIMES AND ETERNAL STATES

3.17 We believe at the appointed time Christ will return to earth bodily in order to judge the world and establish His rule forever. We believe this will occur after a period of great suffering and deception, and after the church has fulfilled God's purpose. (Matthew 24:14; 1 Thessalonians 4-5; Revelation 19-20)

3.18 We believe that in the final judgment, which will accompany the return of Christ, every person will give an account to God of every aspect of their earthly life. The Judgment Seat of Christ (Bema Seat) is the judgment of believers in reference to rewards or lack thereof. The Great White Throne Judgment is the judgment of unbelievers who will be eternally separated from God and in torment (I Corinthians 3:10-15; II Corinthians 5:10; Revelation 20:11-15).

3.19 We believe that God will create a new heaven and new earth after this present age passes away. We believe in the bodily resurrection of believers, the final destruction of Satan, the eternal reign of Christ for the ever-increasing joy of all whom in this age would call upon His name (Isaiah 65; Revelation 21-22).

Article IV Members

- 4.1 **Church Management.** The business and offices of the Church shall be managed by its Elders.
- 4.2 **Membership.** The church shall have members.
- 4.3 **Membership.** Any person shall be a church member of this corporation who:
- a. *Expresses faith in the life, death and resurrection of Jesus Christ for the forgiveness of sins and evidence of genuine repentance;*
 - b. Has followed the Lord in the waters of baptism;
 - c. Regularly attends the worship services and group meetings of this Church;
 - d. Agrees to the foregoing relationship principles, including submission to the Senior Pastor, Elders and the leadership of Antioch Community Church in matters pertaining to conduct and doctrine;
 - e. Completed a new membership course or other activity as set forth by the Elders;
 - f. Has read and subscribes to the tenets of faith as set forth herein and agrees to abide by the by-laws of this church; and
 - g. Has submitted a written and signed application on a form approved by the Elders to the Elders or to their delegates.
- 4.4 **Reception of Members.** A person desiring to become a member of the church shall make that known to the Elders or those to whom the Elders have delegated authority, who may then approve the applicant. In the case of a question regarding an applicant's membership approval, the delegated authority shall present the name of the applicant with his recommendation, to the Elders who shall act upon the recommendation and render a final decision. Upon the favorable decision of the Elders the applicant will be received as a new member into the church.
- 4.5 Those under church discipline, or anyone whose purpose is to disrupt the service or the meeting, or any person whose presence is deemed to be detrimental to the church or its services, at the discretion of the Senior Pastor, the Elders of the church and/or delegated pastor, may be excluded from any service or property of the church. This church is not a public institution and its property, whether rented, leased, owned or volunteered for use by a member, is not a public place. The church maintains the right to determine who may and may not attend meetings or come onto property owned or used by the church.
- 4.6 **Termination of Members.** Membership shall be terminated in the following ways:
- a. Death.
 - b. Transfer by letter to another church.
 - c. Written correspondence from members stating their desire to withdraw membership. This should be submitted to the Executive Pastor for approval.
 - d. Rescindment of membership by the Elders as a result of a discipline process as lined out in Article 4. 9. Any such action by the Elders shall be guided by concern, unity, and love rather than punishment.

4.7 Waiver of Interest in Church Property. Members shall have no interest in specific property of the church. All property, both real and personal, including all improvements located on the property, shall be owned by the church. Each member expressly waives the right to require partition of all, or any part of the church's property.

4.8 Resolving Offenses.

- a. If any member of this church feels that there is an offense or misunderstanding with another member, he should go to that other member promptly with love in order to resolve any differences. If a man and a woman have an offense, they should meet in the presence of the other's spouse or other covering to resolve the difference.
- b. If any member has an offense or misunderstanding with any person in leadership, including the Senior Pastor, he should go promptly to them in the same manner as with any other member. However, if the member would feel uncomfortable in approaching a person in leadership, he may request that another member of church leadership accompany him for support.
- c. Members of leadership who have an offense with one another should go directly to the other person. If the situation is not resolved at this level, the leaders should meet with the Senior Pastor and/or appointed Elders to resolve the offense.
- d. If an offense cannot be resolved on an individual basis, the two members should meet together with their respective church leaders in order to resolve their differences. Should this effort be unsuccessful in bringing resolution, the members and their area leaders shall meet together with an Elder or the Senior Pastor to resolve the offense. Church leaders should keep the Senior Pastor informed of offenses that have been brought to them for resolution.
- e. Should this process for resolving offenses reveal a situation that may require church discipline, the discipline process set forth in Section 4.9 of this Article shall be followed.

4.9 Code of Discipline.

- a. Purpose of Discipline. Discipline in the church is not for the purpose of punishment and will not be administered as such. Discipline, correction, reproof and rebuke have as its primary purpose the good of the person who has repeatedly sinned against God or the community. It seeks to restore such a person and to help them overcome the problem, sin, or fault that has hindered their place in the Body of Christ. Discipline also has the purpose of maintaining the purity and unity of the Body of Christ in its local expression as this church. Finally, discipline has the purpose of discouraging others from committing like actions. Members who are under church disciplinary action may be suspended from church membership. Further disciplinary measures or reinstatement shall rest with the Elders. The purpose of discipline in this church is never to humiliate or embarrass; however, one who forces the church to take disciplinary action may, in the process, be humbled or even embarrassed. Therefore, the purpose of the discipline as well as the prayer and motive of the leadership, is that discipline and correction will result in first the restoration of the one in error, second the purifying of the church either by restoration or separation and finally, the edification of the church and the exhortation to purity by the example of discipline.

- b. Grounds for Discipline.
1. Principle of Harmony. Inasmuch as no Christian institution can comply with the plain teaching of Scripture unless unity and harmony predominate within it, no member of the congregation may use any means to incite or engender strife, but shall work in harmony with the other members of the congregation and the appointed leadership. If there is cause for division or grievance, it shall be called to the attention of the Senior Pastor, a member of the Elders or pastoral staff. At the discretion of the Senior Pastor or an Elder, necessary adjustments shall be made.
 2. Unscriptural Conduct. Any unscriptural conduct or doctrinal departure from the tenets of faith (Doctrinal Statement) held by this church shall be considered sufficient grounds for which any church member may be asked to submit to adjustment, reproof, rebuke, correction, or discipline (Matthew 18:15-18; Romans 16:17-18; I Corinthians 5:11; Galatians 1:8-9; Titus 3:1-5).
 3. Members. Grounds for discipline will be determined by the Elders of the church. In general, it shall be grounds for discipline if a member of the church is involved in conduct that is contrary to the Scriptures. More particularly, three types of unscriptural conduct shall be disciplined:
 - i. unscriptural conduct that obscures the truth of God by false teaching or doctrine in an area of cardinal truth;
 - ii. unscriptural conduct that mars the holy character of God and His Church by unholy, immoral living, action or lifestyle; and
 - iii. unscriptural conduct that hinders the work of God by bringing confusion or division to the body.
 4. Leadership. People involved in ministry leadership of the church or any of its departments shall be subject to discipline as members of the church. In addition, they shall be subject to discipline for departure from leadership qualifications as set forth in scripture in I and II Timothy and Titus.
 5. Consent of Members. Each member of the congregation consents to the exclusive jurisdiction of the church in resolving any matter involving church discipline, and such consent shall include but not be limited to a consent to the announcement of such discipline, including the reasons therefore, to the leadership of the church and, if deemed necessary by the Senior Pastor and the Elders, to the congregation or any portion of the congregation.
- c. Process of Discipline. Church discipline is a body ministry. All members of the body should be involved in it according to the following procedure (Matthew 18:15-17; 1 Corinthians 5:1-13):

1. *First Stage.* When one member of the body has knowledge of another church member's sin or fault, then the offended or knowledgeable member must go to the erring member and meet with them one on one in private to try to reconcile the matter and restore the erring member. If the church member is restored, then the matter should go no further and should be kept in confidence between the two members involved. It is recognized, however, that the church cannot guarantee or be responsible for the confidentiality of such information between members. If that step does not succeed then the knowledgeable member must report the matter to appointed leadership or a pastor. Leadership of the church may initiate the first step of discipline on behalf of any member of the church.
2. *Second Stage.* The knowledgeable member and pastor or his designee shall then meet with the member who has erred for the purpose of restoration. If restoration is accomplished at this stage, the matter should go no further and should be kept in confidence between the church members actually involved and the church leadership. The pastor may, at his discretion, inform the Elders of the discipline. Leadership involved in the process may also inform other members of the leadership of the church of the matter, as the leader at his discretion deems necessary. The Senior Pastor shall be informed of all discipline that reaches this stage by the leader involved, prior to the meeting with the offending member. The Senior Pastor may, at his discretion, inform other Elders of the discipline. The Senior Pastor may, at his discretion, participate in any meeting held at this level of discipline. If the meeting with the pastor or the appointed leadership and the members involved does not succeed, then the matter will be referred to the Elders.
3. *Third Stage.* The Elders may consider disciplinary matters at any meeting. The church member that is the subject of the discipline shall have the right to appear before the Elders and to speak in defense, justification, or repentance. The Elders shall judge the situation. They may institute discipline as they see fit in each individual circumstance and shall tailor the discipline to the aim of achieving the purposes of discipline as herein before set forth. The Elders may remove the member of the congregation from any or all of the privileges of membership for any period, or permanently, if such is deemed by them to be appropriate for the achievement of the purposes of discipline. The form of discipline imposed may include, but is not limited to, barring a person's participation in any ministry or other activity of the church; barring a person from participation in the Lord's Supper; barring a person from attendance at any church service or group meeting; removal of a person's membership in the congregation of the church; or any other discipline which may, at the discretion of the Senior Pastor and Elders, be appropriate to the circumstances. Such measures may be either permanent or temporary as may be determined in each instance by the Senior Pastor and the Elders. The Elders may require at their discretion a period of probation or supervision as part of any discipline imposed.

4. *Fourth Stage.* In the event that a member is removed from membership in the church due to discipline and the member's refusal to abide by the judgment and correction of the Elders, then the membership of the church may be informed of the action of the Elders and instructed pursuant to Matthew 18 in regard to the disciplined member. The details of the disciplined member's sin or error may be revealed to the membership of the church at that time if, at the discretion of the Senior Pastor and the Elders, such revelation is necessary to the health of the church. A member attempting to withdraw their membership so as to avoid such action will not prevent the matter being presented to the Elders or the congregation for judgment.

Article V
Board of Advisors

5.1 The outside Board of Advisors provides counsel and oversight to the Senior Pastor and the Elders. These Advisors shall be selected by the Senior Pastor after consultation with the Elders and in accord with: 1) a trusted relationship with the Senior Pastor, 2) a spirit of whole-hearted cooperation and wisdom, 3) exhibit the character of an Elder listed in I Timothy 3 and Titus 1, and 4) alignment with the vision and purpose of this church. By nature, an outside Board of Advisors will not be the local members of the church but will be members of an Antioch church or mission. Terms shall be for two years and may be renewed.

5.2 The Chairman of the Advisors will be designated by the Senior Pastor with the consent of the rest of the Advisors. The Senior Pastor of the sending church will be offered the opportunity to serve as Chairmen of a newly formed church plant.

5.3 The Advisors will meet yearly at a time and place to be determined by the Senior Pastor. A conference call or any other acceptable means of electronic communication where all parties can interact simultaneously with the other parties constitutes a meeting. Participation of a person via acceptable forms of electronic interpersonal communication constitutes presence of that person at the meeting.

5.4 The Board of Advisors are those who would be called upon in the event of a dispute over the actions of either the Senior Pastor or the Elders. They would work with the Senior Pastor and Elder team to resolve any conflict, including the potential transition or termination of the Senior Pastor. The Advisors must be consulted specifically if a change in the role of Senior Pastor were to occur and in setting the compensation for the Senior Pastor on an annual basis. The Advisors will seek consensus in their counsel and must be unified in any action in regard to the Senior pastor or Elder team.

5.5 The Board of Advisors gives authority to the Senior Pastor and a Church Leadership Team to govern the church until such time as the Elders are functioning. The Church Leadership Team includes those applying for the Incorporation of Antioch Community Church and others approved by the Senior Pastor. At the time of the formation of the Elders, the Church Leadership Team will be dissolved and the Elders will have full authority.

Article VI Elders

6.1 Purpose and Scope. The Elders shall serve as the primary governing board of the church. Spiritual oversight of Antioch Community Church shall be by Elders (Acts 14:23; I Tim. 3:1-7; Titus 1:5-9). The Elders shall act in an advisory capacity with the Senior Pastor in all matters pertaining to the church in its spiritual life and in the ministry of its ordinances. The Elders shall function so as to give spiritual support to the Senior Pastor in discipling new converts, praying for the sick (James 5:14), encouraging and developing spiritual gifts and ministries in the body, assisting in the administration of the ordinances of the church, and performing such other duties as may be delegated to them individually, corporately, or as a group, by these By-laws, the Articles of Incorporation or the Senior Pastor.

6.2 Qualifications. The Elders shall be mature men of faith and the Holy Spirit. Eldership is a function of both qualification and relationship. Consequently, Elders shall meet the character requirements and maintain the responsibilities of their position in the church as set forth in the New Testament. They, and their spouse (if applicable), must exemplify the values held by the church and be a promoter of unity within the church. Consequently, Elders shall meet and maintain the following conditions as prerequisites of their position in the church:

- a. They shall, be men who have established relationship with the Senior pastor and Elder team in that they have exhibited a spirit of whole-hearted cooperation and submission to the spiritual oversight of the Senior Pastor and leadership of the church;
- b. They should be men of absolute integrity who give no grounds for accusation or reproach;
- c. Each Elder is to be faithful and loyal to his spouses, or if single, they should be faithful and loyal to the Lord in their relationships;
- d. They should be circumspect, temperate, self-controlled, sensible, well-behaved and dignified, leading an orderly life;
- e. They should be hospitable, showing love for and being a friend to the members of the congregation;
- f. They must have a teachable spirit and be willing and able to teach and disciple others;
- g. They must not be given to alcohol or to a combative nature but must rather be gentle and considerate and not quarrelsome, self-willed, arrogant or presumptuous;
- h. They must not be a lover of money;
- i. They must rule their own households well, and if applicable, keeping their children under control with dignity, deserving their respect;
- j. They must have a good reputation and be well thought of by those inside and outside the church.

6.3 Numbering, Selection, Term, Removal. Elders may be chosen from the membership of the church for three year terms that may be renewed. The Senior Pastor shall appoint Elders with the unanimous approval of the existing Elders and with counsel from the Board of Advisors. Each Elder selected shall serve under the leadership and direction of the Senior Pastor with the Board of Advisors. Each Elder may be examined at any time by the Senior Pastor. Persons found not fulfilling their duties, qualifications, or maintenance of relationship as Elders will be subject to sabbatical or dismissal at the discretion of the Senior Pastor and Elders with counsel from the Board of Advisors.

6.4 Regular meetings. The Elders shall have regularly scheduled meetings at a time and place determined by the Elders. The Senior Pastor will notify each Elder of any upcoming meetings. The regular meetings shall be held at the registered office of the church in Texas unless another location is specified in a proper notice of the meeting. No notice of regular meetings shall be required other than the resolution stated above. The Elders have the ability to go into executive sessions.

6.5 Special Meetings. Special meetings of the Elders may be called at the request of the Senior Pastor.

6.6 Quorum. A simple majority of the voting members of the Elders, whether in person or by proxy, shall be required to constitute a quorum for the transaction of business at any meeting of the Elders. The Elders present at a duly called or held meeting at which a quorum is present may continue to transact business even if enough Elders leave the meeting so that less than a quorum remains. However, no action may be approved without the vote of at least a two-thirds (2/3 rds) majority of the number of Elders required to constitute a quorum. If a quorum is not present at any time during a meeting, a majority of the Elders present may adjourn and reconvene the meeting one time without further notice. No meeting or vote by the members of the Elders will be conducted without the Senior Pastor's consent or delegation, except as it pertains to serious charges against the Senior pastor (See Article 6.12).

6.7 Proxies. A voting member of the Elders may vote by proxy executed in writing by the voting Elder. No proxy shall be valid after forty-five (45) days from the date of its execution.

6.8 Meeting by means of acceptable electronic devices. The Elders may hold a meeting by telephone conference call or any other acceptable means of electronic communication where all parties can interact simultaneously with the others. Participation of a person via acceptable forms of electronic interpersonal communication constitutes presence of that person at the meeting. The notice of a meeting by means of acceptable electronic devices must state the fact that the meeting will be held by these means as well as all other matters required to be included in the notice.

6.9 Voting by Proxy. An Elder who is authorized to exercise a proxy on behalf of another Elder, may not exercise the proxy unless the proxy is delivered to the officer presiding at the meeting before the business of the meeting begins. The secretary or other person taking the minutes of the meeting shall record in the minutes the name of the Elder who executed the proxy and the name of the Elder authorized to exercise the proxy. If an Elder who has duly executed a proxy personally attends a meeting, the proxy shall not be effective for that meeting. A proxy filed with the secretary or other designated officer shall remain in force or effect until the beginning of the next regular or special meeting of the Elders or the first of the following occurs:

- a. An instrument revoking the proxy is delivered to the secretary or other designated officer.
- b. The proxy authority expires under the terms of the proxy.
- c. The proxy authority expires under the terms of the by-laws.

6.10 Chairman. The Chairman of the Elders shall be the Senior Pastor. The chairman shall organize and preside at all meetings of the Elders. The Senior Pastor will designate a representative in his absence.

6.11 Senior Pastor. The Senior Pastor as Elder and Chairman of the Elder Board shall be a teacher of the Word of God, the Bible. He shall, by example, teach, exhort, visit, counsel and shepherd the flock in a Christ-like manner; leading the church to accomplish those goals given by Christ in scripture.

6.12 Accountability and Discipline. In the event the Senior Pastor shall have serious charges made against him including but not limited to, immorality, unethical financial activities, or serious failure to faithfully fulfill the duties of the pastoral office, the matter shall be brought first to an Elder by the individuals having knowledge of such activity, unless reporting to other authorities is required by law. The Elder team will respond according to {section 7.4} and investigate the matter and enact appropriate discipline if needed. However, both the unanimous agreement of the Elders and a majority of the Board of Advisors is necessary to require a sabbatical or to remove the Senior Pastor permanently from his office.

6.13 The Senior Pastor or not less than two members of the Elders may call a meeting of the Elders at any time necessary. No such meeting may be called to order without the presence of the Senior Pastor, unless he agrees or declines to attend. The Senior Pastor may delegate authority to take action and make decisions in his absence. Any decision made by the Board at such a meeting without the Senior Pastor in attendance should be in agreement with the Senior Pastor's vision for the welfare and betterment or favorable outcome of the flock, individual or situation at issue.

6.14 Subject to limitation of the Articles of Incorporation and other sections of the by-laws, all corporate powers of the corporation shall be exercised by or under the authority of, and the business affairs of the corporation shall be controlled by, the Elders. Without limiting the general powers, the Elders, upon majority vote, shall have the following powers:

- a. To select and remove all the other agents of the corporation and may commission, license, and ordain ministers for a prescribed or indefinite period of time.
- b. To govern the affairs and business of the corporation, and to vote rules and regulations not inconsistent with law, the Articles of Incorporation, or the by-laws.
- c. To purchase and secure items necessary to conduct church business.
- d. To buy and sell property.

6.15 Action shall be taken by consensus wherever and whenever possible. In the event that a consensus, under the leadership of the Senior Pastor, is not reached on a matter and a vote is required, each Elder shall be entitled to one vote, in person and not by proxy, on all matters that come before the Elders. The act of a majority of the Elders shall be the act of the Elders, unless the act of a greater number or concurrence of a specific officer is required by law or by these by-laws. The Senior Pastor shall have the right to veto any action of the Elders, or act contrary to a negative vote, that he deems contrary to the will of God for the church, provided, however, that any veto or action by the Senior Pastor contrary to the majority vote of the Elders must first be approved by a unanimous vote of the Board of Advisors prior to the veto or action being valid. Such approval must be in written form, signed, noted in and added to the minutes of the corporation.

Article VII The Senior Pastor

7.1 Responsibilities of Pastor. The church finds its leadership, under the Lord Jesus Christ, in its Senior Pastor. The Senior Pastor of the church shall, by his very position, be the President of the corporation. The Senior Pastor shall be the principal executive officer of the corporation and shall in general lead all of the business and affairs of the corporation, subject, however, to such delegation of authority to any other person as may be directed by the Senior Pastor, or as may be specified in the by-laws or by resolution of the Elders.

- a. He shall be an ex-officio member of all standing committees, and shall have the general powers and duties of supervision and management usually vested in the office of a CEO or the president of a corporation. The Senior Pastor shall be designated attorney-in-fact for the church by virtue of his office.
- b. He shall preside at all meetings of the Elders.
- c. He may sign, with the attest of any other Elder, any deeds, mortgages, bonds, contracts, or other instruments which the Elders have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Elders, or by these by-laws, or by statute to some other officer or agent of the corporation, and in general he shall perform all duties incident to the office of President-Senior Pastor.
- d. He shall have the authority to appoint and approve any assistants that would be necessary to properly carry on the work of the Lord.
- e. He shall have the power to purchase property with the majority vote of the Elders.
- f. He, or someone he delegates, shall execute in the name of the church all deeds, bonds, mortgages, contracts and other documents authorized by the Elders.
- g. No person shall be invited to speak, teach or minister in any area of the church without the prior approval of the Senior Pastor.
- h. The Senior Pastor, with approval of a majority of Elders, shall recognize a relationship with ministries outside of this church to whom the Lord directs him to relate.
- i. The Senior Pastor shall have oversight of the staff of the church who, with him and under his direction, shall carry out the day to day operations of the church. The Senior Pastor may hire or fire any staff member or employee after receiving counsel from the Elders.

7.2 Term of Pastorate. The Senior Pastor will serve until his resignation, death, or removal for cause. [See Article VII 7.3(b)]

7.3 Choosing the successor Senior Pastor.

- a. In the event the Senior Pastor is contemplating resignation, he may nominate his successor which must be confirmed by a unanimous vote by the Elders and confirmed by the counsel of the Board of Advisors.
- b. In the event of the Senior Pastor's death or being incapacitated, his choice of successor with an accompanying explanation, would be found recorded in a sealed envelope in the front of the Minute Book. This recommendation must be confirmed by unanimous vote of the remaining members of the Elders and then confirmed by the counsel of the Board of Advisors.
- c. In the event of the Senior Pastor having been removed from office on the basis of moral failure or in the event the Senior Pastor has been found to be incompetent to pastor the church in the unanimous opinion of the Elders and the majority of Board of Advisors, recommendations should be sought from the pastoral staff prior to the Elders and the Board of Advisors having the sole authority to choose the next Pastor. This choice must be confirmed by an unanimous vote of the remaining members of the Elders and confirmed by the majority of the Board of Advisors.

- 7.4 Accusation against the Senior Pastor: Any serious misconduct accusation against the Senior Pastor, qualifying for church discipline, by any church member must be resolved by:
- a) The church member first meeting alone with the Senior Pastor to attempt to reconcile any differences. If the church member feels uncomfortable meeting alone with the Senior Pastor, the church member may request a member of church leadership to attend the meeting.
 - b) If reconciliation is not achieved, then the church member will ask two (2) members of the church leadership to meet with the member and the Senior Pastor. The church member shall present a signed complaint at this meeting.
 - c) If reconciliation is not made at this point, the matter is to be presented to the remaining Elders. The remaining Elders will receive the written accusation and hear the details from both the church member and the Senior Pastor. The church member and Senior Pastor will then be excused, and the remaining Elders will examine the charges.
 - d) Should the remaining Elders find that the charges have merit, they will then inform the Board of Advisors. The Board of Advisors at that time will have liberty to investigate the charges themselves.
 - e) If the majority of the Board of Advisors recommends that the remaining Elders rule against the Senior Pastor, he shall be given 30 days to pray, seek the Lord and correct his behavior and attitude showing the fruit of repentance. During that time he shall not function in pastoral or administrative duties. The Senior Pastor shall continue to receive full compensation during this time. The remaining members of the Elders, by a majority vote, shall determine who shall be appointed as acting pastor during this period.
 - f) Should the Senior Pastor, at the sole determination of the remaining Elders and the majority of the Board of Advisors, fail to show the fruit of repentance, a second session may be called by the remaining Elders. If the majority of the Board of Advisors recommends that the remaining Elders rule against the Senior Pastor, he shall be disciplined by having his relationship with the church suspended or terminated on spiritual terms and conditions as recommended by the Board of Advisors to the remaining Elders, but in any event, in a gentle and prayerful manner, seeing that proper provision is made for his family during a reasonable transition period, of not more than three months.
 - g) In the event, at any stage, the majority of the Board of Advisors should recommend that the remaining Elders rule in favor of the Senior Pastor, the remaining Elders shall disregard all charges and cooperate with the Senior Pastor, and it shall be announced to the church or such groups as are aware of the proceeding that the Board of Advisors has exonerated the Senior Pastor of all charges made against him.
 - h) If for any reason the Senior Pastor refuses to submit to any of the steps spelled out above, he will automatically forfeit the Pastorate without further action.

Article VIII Officers

8.1 This corporation shall have officers elected unanimously by the Elders.. The Senior Pastor shall always serve as the President of the organization. Officers will retain their office until they resign from the Elder team or until the team of Elders votes to nominate new officers. Officers will include at minimum a President, Secretary and Treasurer.

Article IX Transactions of the Church

9.1 Contracts. Unless otherwise limited by the by-laws, the Elders may authorize any three (3) Elders, to execute contracts and deliver any instruments in the name of and on behalf of the church, after having such actions approved in accordance with the requirements of the by-laws. This authority may be limited to a specific contract or instrument or it may extend to any number and type of possible contracts and instruments.

9.2 Deposits. All church funds shall be deposited in the name of the church in such banks, trust companies, or other depositories as the Elders select. Depository responsibilities may be delegated.

9.3 Gifts. The Elders on behalf of the church, may accept or reject any contribution, gift, bequest, or devise (referred to collectively as “gifts”) for the general purposes of the church or for any special purpose that the Elders deem to be in the best interest of the church, as determined in the sole discretion of the Elders. All gifts accepted with a restricted use from the donor, shall be used for that purpose. Gifts containing restrictions which cannot be followed, or are not in the best interests of the church, must be rejected.

9.4 Compensation. Staff members may receive salaries as set by the Elders with the exception of the Senior Pastor whose salary, other compensation, and benefits shall be approved by the Board of Advisors. In the event that an officer or employee is a relative of the Senior Pastor, the Elders shall approve any salary or other compensation paid to such officer or employee. The Senior Pastor shall not participate in the determination of his own salary by the Board of Advisors except to the extent that he may make his needs known. Any officer may decline to accept any raise. The Elders, at its discretion, may appoint a task force to bring recommendations for compensation to the Elders. Compensation may include a salary, and other benefits such as: housing allowance, professional, travel and medical reimbursement plans, insurance and retirement plans, and any other benefits that are normal and available by law.

Article X
Books and Records

10.1 Required Books and Records. The church shall keep correct and complete books and records of account. The church's books and records shall include:

- a. Recorded Legal Documents. A file-endorsed copy of all documents filed with the Texas Secretary of State relating to the church, including, but not limited to, the Articles of Incorporation, and any articles of amendment, restated articles, articles of merger, articles of consolidation, and statement of change of registered office or registered agent.
- b. By-laws. A copy of the by-laws, and any amended versions or amendments to the by-laws. Minutes of Elder Meeting. Minutes of the regular and special meetings of the Elders.
- c. Minutes of Advisor Meeting. Minutes of the regular and special meetings of the Advisors.
- d. Address Register. A list of the names and addresses of the Elders, and members of the church.
- e. Financial Statements. A financial statement showing the assets, liabilities, net worth, and income and expenses of the church at the end of the three most recent fiscal years.
- f. Tax status. All rulings, letters, and other documents relating to the church's federal, state, and local tax status.
- g. Tax Returns. The church's federal, state, and local information or income tax returns for each of the church's three most recent tax years.
- h. Audit. Financial audits or reviews of the corporation will be conducted when deemed necessary by the Elders or as required by federal or state government regulations.

Article XI
Limitation of Liability; Indemnity

11.1 Limitation of liability. No person shall be liable to the corporation on account of any action taken or omitted to be taken by him in good faith as a member of the Board of Advisors, the Elders, officer, agent or employee of the corporation, if, in respect thereto, he used or exercised the same degree of care and skill as a prudent man would have used or exercised under the circumstances in the conduct of his own affairs. Without limitation on the foregoing, any such person shall be deemed to have used and exercised such degree of care and skill if he took or omitted to take such action in reliance in good faith upon advice of counsel for the corporation, or reports or information made or furnished to the corporation by any of its officers, accountants, engineers, appraisers or other experts employed by the corporation, and selected, with reasonable care by the Elders, and authorized officers or committee of the corporation.

11.2 Indemnity. The corporation shall indemnify and hold harmless each member of the Board of Advisors, the Elders, officer, member of a committee, agent or employee of the corporation and each person who at any time acted in such capacity and his heirs, devisees, personal representatives and assigns, against all liability, loss, damage, judgments, expenses and cost (including attorneys fees imposed on or incurred by him in connection with any claim asserted against him), by legal proceeding (civil or criminal) or otherwise by reason of his being or having been such officer, agent or employee of the corporation, except in relation to matters as

to which he shall have been adjudged guilty of negligence or misconduct in the performance of his duty; provided, that the corporation shall be given reasonable notice of the assertion or institution of such claim or proceeding, and in the event the same shall be settled, in whole or in part, otherwise than by a judgment, the corporation or its counsel shall consent to such settlement and it shall be determined by its counsel or found by a majority of the Elders then in office and not involved in such controversy, although less than a quorum, that such settlement was to the best interest of the corporation, and the person to be indemnified was not guilty of negligence or misconduct in respect to the matter in which indemnity is sought.

If the corporation has not therefore fully indemnified any such person, the court having jurisdiction of any action instituted by such person on his claim for indemnity, may assess indemnity against the corporation, or its receiver, trustee or successor, for the amount paid or to be paid by such person in satisfaction of any judgment or in settlement of any such claims (exclusive in either case of any amount paid by the corporation) and any expenses and costs (including attorney's fees) incurred by him in connection therewith to the extent that the court shall deem reasonable and equitable, provided that the person indemnified was not guilty of negligence or misconduct in respect of the matter in which indemnity is sought.

11.3 Right Cumulative. The provisions of this Article XI shall not be deemed exclusive or in limitation of, but shall be deemed cumulative of and in addition to any other limitation of liability or right of indemnity to which such member of the Board of Advisors, the Elders, officer, member of a committee, agent or employee of the corporation may be otherwise entitled.

11.4 Insurance. The church may, as the Elders may direct, purchase and maintain such insurance on behalf of any person who is or at any time has been an officer of the church, member of the Elders, an Elder, leadership, or ministry staff, or other agent of or in a similar capacity with the church, or who is or at any time has been, at the direction or request of the church, a Elders member, officer, administrator, manager, employee, member, advisor or other agent of or fiduciary for any other corporation, partnership, trust, venture or other entity or enterprise including any employee benefit plan against any liability asserted against or incurred by such person

Article XII Ordination of Ministers

12.1 This church, through and by its Elders, shall have the right to ordain, license, and commission or otherwise credential Christian workers and ministers.

12.2 Upon application to the Elders, the minister would be evaluated to determine that he meets Biblical qualifications, has adequate ministerial preparation, confirmed gifting and ability, a proven record of ministry of the Word of God, a good report from other ministers and churches, and the anointing of the Holy Spirit.

12.3 The credential, as evidenced by a certificate, of any minister shall be subject to yearly renewal by the Elders.

The commission and/or license and/or ordination of any minister commissioned, licensed, or ordained by Antioch Community Church Houston, may be revoked at any time at the discretion of the Elders on grounds that would justify the application of church discipline to a member of Antioch Community Church Houston. The revocation of the commission, license, or ordination of any minister previously commissioned, licensed, or ordained by Antioch Community Church may be communicated to the church, associated and affiliated churches and organizations, and the public at large if the minister whose commission, license, or ordination has been revoked allows or promotes the idea that he continues to be commissioned, licensed, or ordained by the corporation after the revocation.

12.4 The purposes of ordination are to attain unto the purposes of the church as set forth in Article II of this document; to give legal and valid authority to the ministries of the fellowship to proceed with said purpose; to establish fellowship among Christian workers; to provide for a standardization of doctrine; to encourage the upgrading of ministerial standards; and to provide, through the fellowship and the church, education and experience necessary to equip potential ministers.

12.5 There shall be three classes of credential:

- a. Commissioned minister - Issued following a period of training and instruction. The commissioned person is duly recognized as a minister of Jesus Christ and authorized to fulfill certain ministry functions such as preaching, teaching or ministry leadership, as a member of the local church ministry, but without the authorization to officiate at weddings and funerals.
- b. Licensed minister - Issued following a period of training and instruction and application process. The licensed person is authorized to fulfill certain ministry functions such as preaching, teaching, ministry leadership, and officiating at weddings and funerals, as a member of the local church ministry. The licensed person is duly recognized as a minister of Jesus Christ, but without the classification of being a ministry gift as recorded in Ephesians 4:11 (apostle, prophet, pastor, teacher, evangelist).
- c. Ordained minister - Ordination recognizes the development of the ministry gift of apostle, prophet, pastor, teacher, evangelist, although not giving them one of those specific titles (Ephesians 4:11-12). They are then to serve as a member of the local ministry and/or as a traveling minister under the authority and fulfilling the duties of a fully ordained minister of Jesus Christ.

Article XIII
Association

13.1 While maintaining its inherent rights to sovereignty in the conduct of its own affairs, this church body shall voluntarily enter into spiritual fellowship with other churches like faith.

13.2 Antioch Community Church Houston will facilitate church plants in Houston, the United States, and worldwide who desire to be a part of the Antioch Movement.

13.3 Antioch Community Church Houston will oversee the Antioch Houston Family of Churches as voluntary, missional affiliation of Antioch Movement churches in the Greater Houston area.

Article XIV
Church Fiscal and Program Year

14.1 Fiscal Year. The church fiscal year for accounting and tax purposes, shall begin on the first day of January and end on the last day of December of each year.

14.2 Program Year. The church program year shall begin on the first day of, and end on the last day of such months as the Elders shall determine by resolution.

Article XV

Miscellaneous Provisions and Definitions

15.1 Legal Authorities Governing Construction of By-laws. The by-laws shall be construed in accordance with the laws of the State of Texas. All references in the by-laws to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

15.2 Legal Construction. If any by-law provision is held to be invalid, illegal, or unenforceable in any respect, the invalidity, illegality, or unenforceability shall not affect any other provision and the by-laws shall be construed as if the invalid, illegal, or unenforceable provision had not be included in the by-laws.

15.3 Headings. The headings used in the by-laws are used for convenience and shall not be considered in construing the terms of the by-laws.

15.4 Gender. Wherever the context requires, all words in the by-laws in the male gender shall be deemed to include the female, all singular words shall include the plural, and all plural words shall include the singular.

15.5 Seal. The Elders may provide for a corporate seal. Configuration of such seal shall be imprinted on the minutes of the meeting of the Elders in which such seal is adopted. The seal, if adopted, may, but need not be affixed to any legal documents in order for the documents to be properly executed and to have legal effect.

15.6 Parties Bound. The by-laws shall be binding upon and inure to the benefit of the Elders, employees, agents, and members of the church and their respective heirs, executors, administrators, legal representative, successors, and assigns except as otherwise provided in the by-laws.

15.7 Church. Shall refer to Antioch Community Church Houston.

15.8 Open and Closed Meetings. The term “open meeting” shall refer to the right of all members to attend such meetings. The term “closed meeting” shall refer to the absence of any right by members to attend such a meeting.

15.9 Dissolution of the Corporation. Upon dissolution of this corporation, assets shall be distributed for one or more purposes within the meaning of Section (c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code or shall be distributed to the federal government or to a state or local government, for a public purpose.

Article XVI
Amendments

16.1 These by-laws shall be in full force and effect upon adoption by the Senior Pastor, the majority vote of the current Elders, and the Board of Advisors.

16.2 Amendments. These by-laws reflect our present understanding of the revealed Word of God as it relates to church structure and authority. Amendments to these by-laws may be made by the Senior Pastor and all the Elders with the counsel of the Board of Advisors, at any time they deem it necessary to alter church government to conform to God's Word as revered and understood in present truth, after prayerful and judicious consideration. No amendment, however, shall be made that would deprive the corporation of its tax exempt status unless the Senior Pastor and a majority of the Elders agree that such amendment is necessary to obey God in His specific direction for the church.

This original document was voted on and approved unanimously by the Board of Advisors on Wednesday, October 31, 2012. These restated bylaws were reviewed by the Board of Advisors and approved unanimously by the Elders at a duly called meeting on November 2, 2020.

Fred Nelson, Senior Pastor and Elder

David Hash, Elder

Paul Hopkins, Elder