

# **BYLAWS**

Of  
**Immanuel Bible Fellowship**  
of Virginia

## **ARTICLE I**

### **Name and Location of Church**

The name of the Church is Immanuel Bible Fellowship (hereinafter referred to as the “Church”). It is a Virginia nonprofit religious organization with its principal offices in Culpeper, Virginia.

## **ARTICLE II**

### **Purpose**

This Church is organized for exclusively religious purposes (including charitable and eleemosynary purposes common to a pastoral church ministry as defined by Scripture). Our commission is summarized as follows: “And Jesus came up and spoke to them, saying, ‘All authority has been given to Me in heaven and on earth. Go therefore and make disciples of all the nations, baptizing them in the name of the Father and the Son and the Holy Spirit, teaching them to observe all that I commanded you; and lo, I am with you always, even to the end of the age,’” (Matthew 28:18-20).

## **ARTICLE III**

### **Statement of Faith**

The statement of faith of this Church is the most recent version of *Immanuel Bible Fellowship—Statement of Faith* approved by the Board of Elders of Immanuel Bible Fellowship (hereinafter referred to as the “Statement of Faith”).

## **ARTICLE IV**

### **Church Membership**

#### **Section 1. Purpose of the Fellowship**

The congregation of Christian believers who have applied for membership and have been duly accepted shall constitute a spiritual body, united for the spiritual purposes set forth in the Constitution at Article II, and in Article II of these Bylaws.

#### **Section 2. Active Membership**

Active membership in Immanuel Bible Fellowship shall be open to all persons who confess Jesus Christ as their Lord and Savior and who have been baptized.

#### **Section 3. Voting Privileges**

Membership in this Church shall only entitle the member to vote at a meeting of the members on those matters that the Board of Elders chooses to submit to the Church membership for affirmation. In such cases, voting privileges are restricted to members who are in good standing, who are not

under any disciplinary action, and who have passed their sixteenth (16) birthday. Membership shall not be assignable inter vivos by any member nor shall membership vest to any personal representative, heir, or devisee.

Those admitted to church membership do not constitute a legislative body, cannot pass resolutions binding upon the Church, nor shall they have any equity in the real property of the Church, or rights to vote on its disposal. Said property of the Church is dedicated to religious and charitable purposes as outlined in the Constitution of Immanuel Bible Fellowship.

#### **Section 4. Applications for Membership**

All requests for membership shall be made to an Elder. Upon making such a request, the person shall be given an application for membership, along with a copy of the Statement of Faith and a copy of the Bylaws. An Elder shall meet with the applicant following receipt of the application. Each applicant shall assent to the Statement of Faith, subscribe to the Bylaws, and shall testify publicly before a duly appointed Committee of the Elders, per Article V, Section 17 of these Bylaws, at a regularly held meeting for prospective members.

#### **Section 5. Denial of Membership**

If, upon review of an application for membership or after meeting with a prospective member, the Board of Elders determines that the applicant does not confess Jesus Christ as his or her Lord and Savior, or that there is a lack of evidence of a godly lifestyle, membership shall be denied. The decision made by the Board shall be final and there shall be no appeal to any court from that decision. Reapplication will be considered if the aforementioned reasons for denial have been resolved.

#### **Section 6. Admission of Applicants**

Applicants admitted to membership shall, if possible, present themselves at a worship service designated by the Board of Elders, at which service such applicants shall publicly affirm their membership commitment and be publicly acknowledged as members.

#### **Section 7. Responsibilities of Members**

Members shall seek to exercise their spiritual gifts for the mutual benefit of all (e.g., regular attendance, financial support, evangelism, hospitality, etc.) the Church body and shall submit to the loving rule of the Elders.

#### **Section 8. Church Discipline**

(a) The threefold purpose of church discipline is to glorify God by maintaining purity in the local church (1 Corinthians 5:6), to edify believers by deterring sin (1 Timothy 5:20), and to promote the spiritual welfare of the offending believer by calling him or her to return to a biblical standard of doctrine and conduct (Galatians 6:1).

(b) Members of this Church and all other professing Christians who attend or fellowship with this Church who err in doctrine, or who engage in conduct that violates Scripture as determined by the Board of Elders, shall be subject to church discipline, including dismissal according to Matthew

18:15-18. Before such dismissal, however, (1) it shall be the duty of any member of this Church who has knowledge of the erring individual's heresy or misconduct to warn and correct such erring individual in private, seeking his or her repentance and restoration. If the erring individual does not heed this warning, then (2) the warning member shall again go to the erring individual, seeking his or her repentance, but accompanied by one or two individuals who shall confirm that the sin has occurred or is continuing to occur, and/or that the erring individual has been appropriately confronted and has refused to repent. The first and second warnings may occur with no specified time interval. If the erring individual still refuses to heed this warning, then (3) it shall be brought to the attention of the Board of Elders (or a duly appointed Committee of the Board, per Article V, Section 17 of these Bylaws, at the sole discretion of the Board). If the Board of Elders (or a duly appointed Committee of the Board, per Article V, Section 17 of these Bylaws, at the sole discretion of the Board) determines—after thorough investigation in accord with the procedures prescribed by pertinent Scripture, including Matthew 18:15-18, 1 Timothy 5:19—that there is corroborating evidence that the erring individual has sinned or is continuing to sin, that he or she has been appropriately confronted, and that he or she has refused to repent, then the Elders shall inform the Church and the congregation thereof in order that the Church may call the erring individual to repentance. If the erring individual demonstrates repentance, then notice to that effect may be given at a regularly scheduled worship service. If, however, the erring individual does not repent in response to the Church in its collective call to repentance, then (4) he or she shall be publicly dismissed from the fellowship and/or membership of the Church and the congregation thereof. If the erring individual, after such dismissal, heeds the warning, demonstrates repentance, and requests reinstatement before the Board of Elders (or a duly appointed Committee of the Board, per Article V, Section 17 of these Bylaws, at the sole discretion of the Board), then he or she shall be publicly restored to all the rights, duties, privileges, and responsibilities of fellowship and/or membership.

(c) Notwithstanding the foregoing, the Elders in the exercise of their discretion may proceed directly to the third stage of church discipline, (i.e., the informing of the Church and the congregation thereof in order that the Church may call the erring individual to repentance) or to the fourth stage of church discipline, (i.e., the dismissal from the fellowship and/or membership of the Church) when one or more of the following have occurred:

(i) Where the transgression and the refusal to repent have been public, i.e. openly and to the offense of the whole Church (1 Cor. 5:1-5);

(ii) Where the disciplined party has taught or otherwise disseminated doctrine deemed false or erroneous by the Elders, then chosen to disregard the direction and reproof of the Elders (Romans 16:17); or

(iii) Where the disciplined party has been warned twice to cease from factious and divisive conduct and has chosen to disregard that warning (Titus 3:10-11).

(d) The members of this Church, and all other professing Christians who regularly attend or fellowship with this Church, agree that there shall be no appeal to any court because of the dismissal or because of public statements to the congregation at the third or fourth stages of church discipline. Members, who are under discipline by the Church, as defined in the previous paragraphs, forfeit and waive the right to resign from this Church. Resignations from membership are possible only by members who are in good standing and who are not under any disciplinary action.

(e) Separate and apart from the process of church discipline, but subject to the discretion and

approval of the Elders (or a duly constituted subcommittee thereof), a member, non-member regular attendee, or other individual may be notified that he or she is not to be present upon Church premises for such a period of time as is deemed necessary for the safety and well-being of others on Church premises. Such required absence may, but need not, be concurrent with church discipline of that person.

(f) Separate and apart from the process of church discipline, but subject to the discretion and approval of the Elders (or a duly constituted subcommittee thereof), the names of any members may be removed from the membership rolls for consistent non-attendance.

### **Section 9. Regular Meeting**

Vacant.

### **Section 10. Special Meetings**

Special meetings of the members may be called at any time by order of the Pastor-Teacher, the Chairman or Vice-Chairman of the Board of Elders, or by a quorum of the members of the Board of Elders.

### **Section 11. Notice of Meetings**

Notice of regular meetings shall be given from the pulpit by the Pastor for two successive Sundays prior to the meeting. In addition reasonable effort will be made to notify all members. Notice of special meetings shall be given from the pulpit at least seven (7) days prior to the meeting.

### **Section 12. Quorum**

At all meetings of the members, whether regular, special or adjourned, the members present shall constitute a quorum for the transaction of business.

## **ARTICLE V Elders**

### **Section 1. Powers**

Subject to the limitations of the Constitution and these Bylaws, all the activities and affairs of the Church shall be exercised by or under the direction of the Board of Elders, who are responsible for shepherding, having oversight of the flock, and for the spiritual welfare of the Church. Without prejudice to such general powers, but subject to these same limitations, it is hereby expressly declared that the Board shall have the following powers in addition to the other powers enumerated by these Bylaws:

(a) To select and remove all the officers, agents, Elders, staff, and employees of the Church; prescribe such duties for them consistent with the Scriptures, with law, with the Constitution of the Church, or with these Bylaws; and fix the terms of their offices and their compensation.

(b) To make such disbursements from the funds and properties of the Church as are required to fulfill the purposes of this Church as are more fully set out in the Constitution of the Church, thereof, and

generally to conduct, manage, and control the activities and affairs of the Church and to make such rules and regulations consistent with the Scriptures, with law, with the Constitution of the Church, or with these Bylaws, as they may deem best.

(c) To establish policies and practices for the Church consistent with the purposes of this Church.

(d) To assist the Pastor-Teacher in the administration of the ordinances of baptism and the Lord's Table.

(e) To borrow money and incur indebtedness for the purposes of the Church and to cause to be executed and delivered, in the Church's name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, or other evidences of debt and securities.

(f) To carry on a business and apply any such profit that results from the business activity in which it may legally engage.

## **Section 2. Number of Elders**

The number of Elders shall not be less than two. If unforeseen circumstances cause the number of Elders to decrease to only one, the remaining Elder retains his powers and will assign another qualified man to serve as Elder as expeditiously as possible. Under no circumstances will a biblically unqualified man be selected.

## **Section 3. Nomination, Selection, and Tenure of Office**

Elders in Immanuel Bible Fellowship are appointed for life. Their tenure in the office of Elder ends either at death, at transfer of membership to another church, at resignation, or by disqualification. Selection of Elders is determined solely by the Board of Elders as they take into consideration the input of the whole congregation and weigh the man's qualifications against the Biblical criteria.

## **Section 4. Qualifications**

Each member of the Board of Elders must be an active member of this Church, be in full agreement with the Statement of Faith, and be a man who possesses the qualifications described in 1 Timothy 3:1-7 and Titus 1:6-9. He shall be:

(a) Blameless as a steward of God; above reproach (1 Timothy 3:2; Titus 1:6-7)

(b) Husband of one wife; a one-woman man (1 Timothy 3:2; Titus 1:6)

(c) Temperate, sober, vigilant (1 Timothy 3:2)

(d) Sober-minded, prudent (1 Timothy 3:2; Titus 1:8)

(e) Of good behavior; orderly, respectable (1 Timothy 3:2)

(f) Given to hospitality (1 Timothy 3:2; Titus 1:8)

(g) Apt to teach; able to teach; he can exhort believers and refute false teaching (1 Timothy 3:2;

Titus 1:9)

(h) Not given to wine (1 Timothy 3:3; Titus 1:7)

(i) Not violent; not pugnacious (1 Timothy 3:3, Titus 1:7)

(j) Patient, moderate, forbearing, gentle (1 Timothy 3:3)

(k) Not a brawler; un-contentious; not soon angry or quick-tempered (1 Timothy 3:3; Titus 1:7)

(l) Not covetous; not a lover of money; not greedy of base gain (1 Timothy 3:3, Titus 1:7)

(m) Rules well his own house; his children are faithful, not accused of rebellion to God (1 Timothy 3:4; Titus 1:7)

(n) Not a novice; not a new convert (1 Timothy 3:6)

(o) Has a good report or reputation with outsiders (1 Timothy 3:7)

(p) Not self-willed (Titus 1:7)

(q) A lover of good men and things (Titus 1:8)

(r) Just, fair (Titus 1:8)

(s) Holy, devout (Titus 1:8)

(t) Self-controlled (Titus 1:8)

## **Section 5. Vacancies**

Any Elder may resign effective upon giving written notice to the Chairman of the Board or the Secretary of the Board, unless the notice specifies a later time for the effectiveness of such resignation. If the resignation is to take effect at some future time, a successor may be selected before that time. Elders are not appointed to fill vacancies. They are selected based upon qualification. If an Elder is removed from office for any reason, his position might not be filled. Additions to the Board of Elders are determined based upon qualification, not need.

## **Section 6. Removal of Elders**

Any Elder may be removed from office at any regular or special meeting of the Board of Elders if he is found to be physically or mentally incapacitated or spiritually unqualified (according to pertinent Scripture, including 1 Timothy 3:1-7 and Titus 1:5-9), after a thorough corroborating investigation by the Elders (or a duly appointed Committee of the Board, per Article V, Section 17 of these Bylaws, at the sole discretion of the Board), in accord with the procedures prescribed by pertinent Scripture, including Matthew 18:15-18 and 1 Timothy 5:19. When an Elder is removed because of sin that is deemed sufficient to disqualify him from shepherding, and if he refuses to repent from that sin, the removal shall be accompanied by a public rebuke, and notice shall be made before the church and the congregation thereof as prescribed in 1 Timothy 5:20.

## **Section 7. Place of Meetings**

Notwithstanding anything to the contrary provided in these Bylaws, any meeting (whether regular, special, or adjourned) of the Board of Elders of the Church may be held at any place within or without the State of Virginia.

## **Section 8. Regular Meetings**

Regular meetings of the Board shall be held without call or notice on the second Monday of each month, unless otherwise modified by the Board. Individual Church members who so request in advance, or are invited by the Board of Elders, shall be received for short presentations of items of concern.

## **Section 9. Special Meetings**

Special meetings of the Board of Elders may be called at any time by order of the Senior Pastor or Chairman or Vice-Chairman or the Secretary of the Board of Elders or by a quorum of the members of the Board of Elders.

## **Section 10. Notice of Special Meetings**

Special meetings of the Board shall be held after each Board member is given notice of the time and place of the meeting.

## **Section 11. Quorum**

When a majority of the Board of Elders is present in a meeting, it constitutes a quorum of the Board of Elders, provided such a majority shall constitute either one-third of the authorized number of Elders or at least two Elders, whichever is larger, or unless the authorized number of Elders is only one. A majority of the Elders present, whether or not a quorum is present, may adjourn any meeting to another time and place. Whenever the matter to be considered concerns calling or dismissing an Elder, or buying or selling real estate, a quorum shall consist of not less than two-thirds of the members of the Board. Except as the Constitution of Immanuel Bible Fellowship or these Bylaws may provide, the act or decision done or made by the Elders present at a meeting duly held at which a quorum is present shall be the act of the Board of Elders.

## **Section 12. Participation in Meetings by Conference Telephone**

Members of the Board may participate in a meeting through use of conference telephone or similar communications equipment, provided such equipment does not hinder participation by any member.

## **Section 13. Adjournment**

A majority of the Elders present may adjourn any Elders' meeting to another time and place.

## **Section 14. Action Without Meeting**

Any action required or permitted to be taken by the Board may be taken without a meeting if all

members of the Board shall individually or collectively consent in writing to a duly prepared resolution to such action. Such consent or consents shall have the same effect as a unanimous vote of the Board and shall be documented by attaching the signed resolution with the minutes of proceedings of the Board.

### **Section 15. Rights of Inspection**

Every Elder shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the Church of which such person is an Elder, for a purpose reasonably related to such person's interest as an Elder.

### **Section 16. Decisions of the Board of Elders**

Decisions shall be reached after prayerful consideration by unanimous vote in a spirit of humility, with each Elder regarding one another before himself. In the case of the removal of a disqualified Elder the Elder under question shall have no vote.

### **Section 17. Committees**

Committees of the Board may be appointed by resolution passed by a unanimous vote of a majority of the whole Board. Committees shall be composed of two or more members of the Board and shall have such powers of the Board as may be expressly delegated to it by resolution of the Board of Elders, except with respect to:

- (a) The filling of vacancies on the Board or on any committee.
- (b) The amendment or repeal of Bylaws or the adoption of new Bylaws.
- (c) The amendment or repeal of any resolution of the Board.
- (d) The appointment of other committees of the Board or the members thereof.
- (e) The approval of any self-dealing transaction.

The Board shall have the power to prescribe the manner in which proceedings of any such committee shall be conducted. In the absence of any such prescription, such committee shall have the power to prescribe the manner in which its proceedings shall be conducted. However, the establishment of quorums and a need for a unanimous vote shall apply to all committees. Unless the Board or such committee shall otherwise provide, the regular and special meetings and other actions of any such committee shall be governed by the provision of this Article applicable to meetings and actions of the Board. Minutes shall be kept of each meeting of each committee.

### **Section 18. Fees and Compensation**

Elders (as such) shall not receive any stated or fixed salary for their services; however, nothing herein contained shall be construed to preclude any Elders from serving the Church in any other capacity and receiving compensation. Any person receiving compensation directly or indirectly from Immanuel Bible Fellowship shall not be in a position to determine the nature or amount of said compensation.

## **ARTICLE VI Other Councils and Committees**

### **Section 1. Deacons**

The Deacons shall consist of members possessing the qualifications described in 1 Timothy 3:8-13. They shall be men appointed by the Board. The Deacons shall assist the Elders in ministering to the saints, assist at the Lord's Table and baptismal services, and perform other duties as assigned by the Board of Elders. A Deacon shall be a man of dignity, not double-tongued, not addicted to much wine, not fond of sordid gain, holding to the mystery of the faith with a clear conscience, first tested and found above reproach. Their wives must also be dignified, not slanderers, but sober-minded, faithful in all things (1 Timothy 3:11).

### **Section 2. Councils and Committees**

To promote efficient handling of Board matters, the Board may appoint various councils and committees from within its membership, the staff, and from the Church at large. These councils and committees shall perform tasks solely in accordance with the duties and with powers specifically delegated by the Board. The general functions of councils and committees are:

- (a) To bring considered recommendations to the Board concerning ministries.
- (b) To provide a wider base of counsel to the Elders having the oversight of specific ministries.

All councils and committees shall exist for the period specified by the Board and may be dissolved at any time at the discretion of the Board.

### **Section 4. Vacancies**

In the event any of the above-mentioned offices becomes vacant, the Board of Elders may fill such vacancies.

## **ARTICLE VII Officers**

### **Section 1. Officers**

The officers of the Church shall be a Chairman, a Vice-Chairman, a Secretary, and a Treasurer. The Church may also have, at the discretion of the Board of Elders, other officers as may be appointed in accordance with the provisions of Section 3 of this Article. All officers must be a member of the Church's Board of Elders in accordance with the provisions of Article V.

### **Section 2. Election**

The officers of the Church, except such officers as may be appointed in accordance with the provisions of Section 3 or Section 5 of this Article, shall be chosen annually by, and shall serve at, the pleasure of the Board of Elders. Each officer shall hold his office until he shall resign, be removed, or become otherwise disqualified to serve, or until his successor shall be appointed and

qualified.

### **Section 3. Subordinate Officers**

The Board of Elders may appoint, and may empower the Chairman to appoint, such other officers as the business of the Church may require, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in the Bylaws or as the Board of Elders may from time to time determine.

### **Section 4. Removal and Resignation**

Any officer may be removed from office by decision of the Board of Elders. The reason for any removal from office will be clearly made known to the officer being removed. All decisions by the Board of Elders are final. Any officer may resign at any time without prejudice to the rights, if any, of the Church under any contract to which the officer is a party, by giving written notice to the Board of Elders, or to the Chairman, or to the Secretary of the Church. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

### **Section 5. Vacancies**

A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled through appointment by the Board of Elders.

### **Section 6. Inability to Act**

In the case of absence or inability to act of any officer of the Church and of any person herein authorized to act in his place, the Board of Elders may from time to time delegate the powers or duties of such officer to any other officer or other member of the Board whom the Board may select.

### **Section 7. The Chairman**

The Chairman shall be the Chief Executive Officer of the Church and shall, subject to the control of the Board of Elders, have general supervision, direction, and control of the activities and officers of the Church. He shall preside at all meetings of the Board of Elders, which are to be conducted according to the scriptural principles such as set forth in Philippians 2:2-8. He shall be an ex officio member of all the standing committees, if any, and shall have powers and duties as may be prescribed by the Board of Elders or the Bylaws.

### **Section 8. Vice-Chairman**

In the absence or disability of the Chairman, the Vice-Chairman 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 as from time to time may be prescribed for him by the Board of Elders or the Bylaws.

## **Section 9. Secretary**

The Secretary shall keep, or cause to be kept, a book of minutes at the principal office or such other place as the Board of Elders may order, of all meetings of the members, the Board 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 meetings, the Board and committees' meetings, and the proceedings thereof.

The Secretary shall keep, or cause to be kept, a copy of the Church's Constitution, Bylaws, and Statements of Faith, as amended to date. The Secretary shall give, or cause to be given, notice of all meetings of the Board and any committees thereof required by these Bylaws or by law to be given, and shall have such other powers and perform such other duties as prescribed by the Board. The Secretary shall keep, or cause to be kept at the principal office of the Church, a church membership register, or a duplicated membership register, showing the names of the members and their addresses.

## **Section 10. Treasurer**

The Treasurer shall ensure the stewardship of the physical and financial resources of the Church, "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). He shall select "men of good reputation, full of the Spirit and of wisdom" (Acts 6:3) to implement and accomplish this responsibility.

The Treasurer shall ensure that all financial activities and transactions are consistent with these Bylaws.

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 Church. 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 Church with such depositories as may be designated by the Board of Elders. He shall disburse, or cause to be disbursed, the funds of the Church as may be ordered by the Board of Elders, shall render, or cause to be rendered, to the Chairman and the Elders, whenever they request it, an account of all the transactions and of the financial condition of the Church, and shall have such other powers and perform such other duties as may be prescribed by the Board of Elders. He shall make, or cause to be made, the financial reports at each regular Board meeting and at the annual meeting of members.

## **ARTICLE VIII Ordination and Commissioning**

### **Section 1. Ordination**

Ordination refers to the unanimous recognition by the Board of Elders of a man's call to the ministry, preparation as a shepherd, and qualification to serve. Ordination shall be conferred for life, so long as the man continues to manifest the qualifications of the office.

## **Section 2. Licensing**

The license is issued by the Board of Elders and is given in recognition of a man's call to that ministry. Its aim is to allow a man to perform the ecclesiastical duties and functions of the church. Licenses will be evaluated and issued on a yearly basis.

## **Section 3. Commissioning**

When local-church certification is required for ministry where ordination would be unnecessary or inappropriate, such person may be commissioned by the Board of Elders to minister. This authorization continues as long as the opportunity to minister remains in effect and as long as the person maintains the qualifications for ministry.

## **ARTICLE IX The Pastor-Teacher**

### **Section 1. Selection**

The Pastor-Teacher (also known as Senior Pastor) shall be selected by the Board of Elders and appointed to the position of Pastor-Teacher. He is also considered to be a member of the Board of Elders. He shall remain in office an indefinite period of time subject to the following reservations: The Elders reserve the right to dismiss the Pastor-Teacher upon giving him one month's written notice of its intention to dismiss. One month's notice shall not be required in cases of biblical disqualification (1 Timothy 3:1-7; Titus 1:6-9). The Pastor-Teacher must give one month's notice if he intends to resign. The time limit of a Pastor-Teacher's resignation or dismissal is subject to a lesser time if both the Pastor-Teacher and the Board by mutual agreement provide otherwise.

### **Section 2. Duties**

The Pastor-Teacher shall be an ex officio member of all councils and committees, and he shall be responsible to the Board of Elders. The Pastor-Teacher shall arrange for all public and regular services of the Church and shall be responsible for general oversight of the spiritual welfare of the Church. In the absence of the Pastor-Teacher, the Board of Elders (or a duly appointed Committee of the Board, per Article V, Section 17 of these Bylaws, at the sole discretion of the Board), shall be responsible to arrange for the public and regular services of the Church.

### **Section 3. Qualifications**

The Pastor-Teacher, being a member of the Board of Elders, is subject to the same qualifications as the Board of Elders as described in Article V, Section 4, of these Bylaws.

## **ARTICLE X Settlement of Disputes**

### **Section 1. General**

In any dispute arising between Church members, Elders, or staff pertaining to any matter of spiritual teaching or practices, Church finances, or title to property purchased with Church contributions, the

dispute shall be resolved by the Board of Elders of the Church (or a duly appointed Committee of the Board, per Article V, Section 17 of these Bylaws, at the sole discretion of the Board). A decision shall be reached after prayerful consideration, in a spirit of humility, with each Elder regarding one another before himself and striving to preserve the unity of the Spirit in the bond of peace (Ephesians 4:1-3).

## **ARTICLE XI Other Provisions**

### **Section 1. Endorsement of Documents, Contracts**

The Board of Elders, except as in the Bylaws otherwise provided, may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the Church. Such authority may be general or confined to specific instances. Unless so authorized by the Board of Elders, no officer, agent or employee shall have any power or authority to bind the Church by any contract or agreement, or to pledge its credit, or to render it liable for any purpose or to any amount. Subject to the provisions of applicable law, any note, mortgage, evidence of indebtedness, contract, conveyance, or other instrument in writing and any assignment or endorsement thereof executed or entered into between this Church and any other person, when signed jointly by the Chairman or Vice-Chairman, and the Secretary and the Treasurer of this Church shall be valid and binding on this Church in the absence of actual knowledge on the part of the other person that the signing officers had no authority to execute the same.

### **Section 2. Amendments**

These Bylaws may be amended and new and additional Bylaws may be made from time to time at any time by the Board of Elders in the exercise of the power granted to said Board of Elders in these Bylaws.

### **Section 3. Record of Amendments**

Whenever an amendment or new Bylaw is adopted, it shall be copied in the book of minutes with the original Bylaws, in the appropriate place. If any Bylaw is repealed, the fact of repeal with the date of the meeting at which the repeal was enacted or written assent was filed shall be stated in said book.

## **ARTICLE XII Receipt, Investment, and Disbursement of Funds**

### **Section 1. Receipt of Funds**

The Church shall receive all monies or other properties transferred to it for the purposes for which the Church was formed (as shown by the Constitution of Immanuel Bible Fellowship). However, nothing contained herein shall require the Board of Elders to accept or receive any money or property of any kind if it shall determine in its discretion that receipt of such money or property is contrary to the expressed purposes of the Church as shown by said Constitution.

### **Section 2. Management of Funds**

The Church shall hold, manage, and disburse any funds or properties received by it from any source

in a manner that is consistent with the expressed purposes of this Church.

## **ARTICLE XIII Church Records and Reports**

### **Section 1. Records**

The Church shall maintain adequate and correct accounts, books, and records of its business and properties. All such books, records, and accounts shall be kept at its principal place of business in the State of Virginia or other locations designated by the Board, as fixed by the Board of Elders from time to time.

### **Section 2. Inspection of Books and Records**

Every Elder shall have the absolute right at any reasonable time to inspect all books, records, documents of every kind, and the physical properties of the Church, and also of its subsidiary organizations, if any.

### **Section 3. Fiscal Year of the Church**

The fiscal year of the Church shall begin on the first day of January and end on the last day of December in each year, or if so decided by the Elders, may be changed as necessary.

## **ARTICLE XIV Dissolution**

Upon dissolution of this Church, the Board of Elders shall cause the assets herein to be distributed to another church with purposes similar to that identified in Article II of these Bylaws and Article II of the Constitution of Immanuel Bible Fellowship as amended or shall be distributed in a manner consistent with the stated purposes of this church.

## **ARTICLE XV Miscellaneous Provisions**

### **Section 1. Instruments in Writing**

All checks, drafts, demands for money and notes of the Church and all written contracts of the Church shall be signed by such officer or officers, agent or agents, as the Board of Elders may from time to time by resolution designate.