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By-Laws of The Bible Fellowship Church Zionsville

Article I - Name

The name of the church shall be THE BIBLE FELLOWSHIP CHURCH OF ZIONSVILLE. The church is located at 6401 Vera Cruz Road South, Zionsville, Pennsylvania, 18092, Upper Milford Township, Lehigh County. THE BIBLE FELLOWSHIP CHURCH OF ZIONSVILLE may be hereafter in these By-Laws referred to as "the Church".

Article II - Constitution

The constitution of The Bible Fellowship Church of Zionsville is the *Faith and Order of the Bible Fellowship Church* and the Standing Rules of the Annual Conference. As a member of the Annual Conference of the Bible Fellowship Church, the Bible Fellowship Church of Zionsville is bound by the legislation approved by that body.

These By-Laws are subject to the provisions contained in the *Faith and Order of the Bible Fellowship Church*.

Article III - Purpose

Believing that The Bible Fellowship Church of Zionsville has been called of God to make disciples and that it is our greatest privilege and responsibility, it is our purpose to equip and assist the believers of our congregation in the task of making disciples from among our families, our friends, and our business acquaintances, from among those who reside in Upper and Lower Milford Townships, and throughout the world. To accomplish this, we will focus and shape all aspects of our church, including worship, edification, fellowship and outreach in such a way that each believer in our congregation is able to reach his full potential as a disciplemaker and that new disciples are able to be integrated into this local church.

Article IV - Covenant of Fellowship

Having been led, as we believe, by the Holy Spirit of God to receive Jesus Christ as our Lord and Savior, and to be baptized in accordance with Christ's command, and having learned that the Christian life cannot be lived in the flesh but only by the Spirit as we allow Christ to live His life through us, we do now in the presence of God and our fellow members solemnly enter into covenant with one another as one body in Christ to allow Him to move us toward the following spiritual goals:

1. To walk together in Christian love.
2. To exercise Christian care and watchfulness over one another.
3. To pray with and for one another, sharing our burdens, sorrows, and joys.
4. To be thoughtful and courteous to one another, to be slow to take offense, and to be quick to forgive and to seek forgiveness.
5. To guard the spiritual and Scriptural purity, peace and prosperity of the Church and its growth in Scriptural knowledge and godliness.
6. To assist, as the Lord enables, in the work of the Church.
7. To contribute, as the Lord directs and prospers, to the financial support of the Church, the relief of the needy, and the evangelization of all peoples.
8. To engage regularly in personal Bible reading and prayer, and to establish family devotions where possible.
9. To bring up such children as may be entrusted to our care in the nurture and admonition of the Lord.
10. To put Christ at the center of our family life.
11. To walk circumspectly in the world and to maintain a godly lifestyle.
12. To serve the body of Christ with our time and our talents; and recognizing that we are summoned to be doers of the Word and not hearers only, to discover, develop and exercise the spiritual gifts God has sovereignly given each of us for ministry to the body and in the world.
13. To endeavor by example, by word, and by prayer to win others to an acceptance of Jesus Christ as Savior and Lord.

Article V - Membership

The membership of The Bible Fellowship Church of Zionsville is composed of people, who through faith in Christ, have been regenerated and have given testimony of the assurance of the forgiveness of sin, have been baptized by immersion, and have committed themselves to the discipline and fellowship of the Church as set forth in the *Faith and Order of the Bible Fellowship Church*.

A. Regular Adult Membership

Persons of age 16 or older requesting regular adult membership in the church shall follow the procedure specified below:

The procedure for applying for church membership is as follows:

1. The applicant shall submit a Church Membership Application to the Pastor.
2. The applicant shall read and be in agreement with the *Faith and Order of the Bible Fellowship Church* and the By-Laws of The Bible Fellowship Church of Zionsville.
3. The applicant shall meet with the Pastor in as many meetings as necessary to share the applicant's conversion experience, baptism experience and commitment to the ministry of the church. During this time the Pastor will seek to resolve any questions or problems the applicant may have.
4. The applicant shall be interviewed by the Membership Committee.
5. The Pastor and the Membership Committee shall each make a recommendation to the Board of Elders regarding the applicant's membership. The Board of Elders will then either approve or disapprove the applicant for membership.
6. The approved applicant shall be publicly recognized by the Pastor in a worship service.

B. Junior Membership

Persons under the age of 16 may apply for junior membership in the Church. The procedure to acquire junior membership is the same as for regular adult membership. Junior members shall have all rights of membership in the Church except the right to vote or hold an elected church office. They shall be designated junior members on the Church rolls. During the year following the date they reach the age of 16, junior members shall, if they wish to become adult members, submit a Church Membership Application to the Pastor. The Board of Elders will either approve or disapprove the application. Junior membership shall terminate when a person reaches the age of 17 or becomes an adult member, whichever shall occur first.

C. Associate Membership

Any friends who worship with the church regularly, but who wish to retain membership in another church, or members of our own church who find it necessary to be away for a prolonged period of time, may become associate members, and enjoy all the privileges of membership, except that they will not be able to vote or hold an elected church office. The procedure to acquire associate membership will be the same as for regular adult membership. Such members shall render to the Church as many duties of the active member as they are able to perform.

D. Termination of Membership

Membership in the Church may terminate in any of the following ways:

1. By death.
2. By transfer to another Bible Fellowship Church. At his request, the Board of Elders may remove a member's name from the church roll and may forward a letter of transfer to a designated Bible Fellowship Church with which he is uniting. A letter of transfer will not be issued to an unspecified church.
3. By transfer to another evangelical church. At his request, the Board of Elders may remove a member's name from the church roll and may forward a letter of transfer to a designated evangelical church with which he is uniting. A letter of transfer will not be issued to an unspecified church.
4. By withdrawal. At his request, the Board of Elders may remove a member's name from the church roll. If he desires, a letter of withdrawal may be sent to a non-Bible Fellowship Church with which he is uniting.
5. By exclusion. Should a member become an offense to the church and its good name, the church may terminate his membership, but only after faithful efforts have been made to bring such member to repentance and correction as indicated under "Discipline."

E. Discipline

The Scripture warns that false teachers and other disruptive persons will enter the church, and admonishes the church to exercise discipline over those who threaten the peace and purity of the fellowship.

1. The purposes of discipline:
 - a. To restore the offending member to fellowship with the Lord and His people.
 - b. To preserve the peace and purity of the Church.
 - c. To protect younger or weaker members of the Church from spiritual harm.
 - d. To maintain the testimony of the Church.
2. The causes of discipline:
 - a. There is a breakdown of fellowship between two or more believer.
 - b. There is a divisive person in the church.

- c. There is false doctrine being promulgated.
 - d. There is immoral conduct within the body of Christ.
3. The procedure in discipline
- a. Where there appears to be cause for disciplinary action against a member of the Church, biblical principles as outlined in Scripture (Matthew 5:23,24; 18:15-20; Galatians 6:1-5) shall be followed as well as the *Faith and Order of the Bible Fellowship Church*.
 - b. The Church shall reinstate a previously disciplined member upon his request and expression of repentance and satisfactory evidence that he has made the necessary correction.

Article VI - Congregational Meetings

A. Number of Meetings

The Board of Elders shall conduct at least one congregational meeting in January each year for the receiving of yearly reports of officers and committees, for the election of elders and two members of the nominating Committee and approval of the Church Budget, the election of the Delegate and Alternate Delegate to the Annual Conference, Sunday School Officers, and Deacons, and for any other business that may arise. Other Special Congregational Meetings may be called by the Pastor or by action of the Board of Elders. Calls for special meetings shall include a statement of the purpose of the meeting, and no other business shall be conducted. Public notice of the time, place, and purpose of all special meetings shall be given at not less than three officially scheduled services before the meeting.

B. Officers of Meetings: Quorum

1. The Pastor shall serve as chairman of all Congregational Meetings. The Secretary-Treasurer of the Board of Elders shall serve as Secretary of the Congregational meetings. If either of these officers cannot serve in a specific meeting, another elder shall be chosen by the Board of Elders to bear the responsibility.
2. A quorum shall consist of the Chairman, the Secretary, and all the eligible voters present .

C. Rules of Order

Robert's Rules of Order shall be used in conducting the business of the Church in all instances not covered by these By-Laws or by the Faith and Order of the Bible Fellowship Church..

Article VII - Officers of the Church

A. Pastoral Staff

1. Pastor
 - a. Selection – The Pastor of the Church shall be called as provided for in, and in accordance with, the *Faith and Order of the Bible Fellowship Church*. Upon the recommendation of the Board of Elders, after prayerful investigation and consideration, he shall be elected by the Congregation for an indefinite period.
 - b. Duties – The pastor shall have charge of the spiritual welfare of the Congregation. He shall be primarily responsible for the preaching of the Word and have in his care the stated services of public worship and activities of the church. More precise responsibilities are indicated in the *Faith and Order of the Bible Fellowship Church*. He shall be chairman of the Board of Elders and shall be an ex-officio member of all committees and other organizations of the church except the Pastoral Relations Committee. He may attend committee or organizational meetings but is not required to do so. He shall be required to annually sign the Faith and Order of the Bible Fellowship Church, without mental reservation.
2. Other Pastoral Staff Members

If for any reason the proper function of the church requires the services of an additional ministerial member, the Pastor shall make such staff position recommendation to the Board of Elders. If the financial need is not in the budget, it shall be presented to the Congregation for their approval. This person shall serve under the direction of the Pastor. The selection process shall be established by the Board of Elders as the need arises.

B. Elders

1. The Elders shall be godly men, who are active members of the Church. The qualifications for this office are found in the Scriptures, the principle passages being 1 Timothy 3: 1-7; Titus 1:6-9; James 5: 14.
2. No person will be considered as a candidate for the office of Elder unless he has been an active member in good standing of the Church for at least one year at the time of the election.
3. The Board of Elders shall be composed of the Pastor and up to seven men elected according to the rules of the *Faith and Order of the Bible Fellowship Church*. For each additional fifty members above 100 another elder may be elected.
4. It shall be the duty of the Elders to be diligent and faithful in attendance at the Elders' meetings and at the regular services of the Church. They shall assist the Pastor at the Lord's Table and in the ministry of visitation among the members of the Congregation. The Board of Elders shall have the general oversight of the life and work of the Church.

5. Each Elder shall annually declare in writing, his agreement with the *Faith and Order of the Bible Fellowship Church*.
6. The Pastor shall serve as Chairman of the Board of Elders. The Board shall elect one of its members to serve as Secretary- Treasurer. Two-thirds of the membership of the Board shall constitute a quorum. The Board shall meet on the second Monday of every month unless otherwise stated by the Board.
7. The Board of Elders shall be the channel of communication between the Church and the Fellowship-wide organizations.
8. The Board of Elders shall hold an organizational meeting in January. At this meeting, the Board shall, in addition to its regular business:
 - a. Elect a President, Vice-President, Secretary, and Treasurer who shall, as officers of the Board, serve as authorized legal representatives of the Church and hold title to all properties of the Church.
 - b. Elect two of its members to the Nominating Committee.
 - c. -These elections shall be effective as of the date of the organizational meeting vote.
9. An Elder may be removed from office by a two-thirds vote of all Elders for doctrinal reasons or lowering of Biblical standards of life and service.

C. Deacons

1. The need for and number of Deacons shall be determined by the Board of Elders, elected by and from the Congregation, and meet the qualifications of the Scripture (1 Timothy 3: 8-13) and be in accordance with the *Faith and Order of the Bible Fellowship Church*.
2. No person will be considered as a candidate for the office of Deacon unless he has been an active member in good standing in the Church for at least one year at the time of election.
3. The Board of Elders shall have the authority to delegate to the Board of Deacons specific responsibilities to assist the Board of Elders in carrying out the work and ministry of the Church.
4. A Chairman and Secretary shall be elected from among the Deacons. The Secretary shall circulate minutes of their meetings to the Deacons and Elders.
5. The general responsibility of the Deacons is one of sympathetic and benevolent service to the Church, the distressed, friendless and sick, showing the mercy and concern of the Church for the material and natural needs of the others.
6. A Deacon may be removed from office by a two-thirds vote of all Elders for doctrinal reasons or lowering of Biblical standards of life and service

D. Deaconesses

(Pending action of the Annual Conference of the Bible Fellowship Church.)

E. Board of Elders' Officers

The Board of Elders shall annually elect from their number three men who will serve as the Legal Officers and Legal Committee. They shall be President, Vice President, and Secretary- Treasurer.

1. President – He shall serve as Chairman of the Legal Committee.
2. Vice President
3. Treasurer – He shall serve as the chairman of the Legal Committee. He shall present a financial report to the membership at the Annual Congregational Meeting. He shall also serve as the Chairman of the Finance Committee and shall be responsible for submitting a monthly financial report and an annual financial report to the Board of Elders. The monthly and annual financial reports shall be in writing.
4. Secretary - He shall serve as Secretary of the Board of Elders. He shall record and distribute minutes of all meetings, and maintain records of Board transactions. He shall provide a summary of the elders meetings at the annual congregational meeting.

F. Delegate

1. The Delegate shall represent the Church at the Annual Conference and shall preside at meetings of the Congregation or the Board of Elders in the absence of the Pastor. He shall serve as Chairman of the Pastoral Relations Committee.
2. The Alternate Delegate shall serve in the absence of the Delegate.

G. Resignation

1. All resignations from elected church offices must be in writing and submitted to the Board of Elders. The written resignation shall include an explanation of the resignation.
2. The Board of Elders shall accept or reject the resignation.
3. If the resignation is accepted, the Board of Elders shall determine whether to hold an election to replace the resigner or to wait until the next scheduled election.

Article VIII - Election of Officers

A. General Rules

1. Voting Requirements – Only members in good standing who are present at the meeting and who have attained the age of sixteen years shall be eligible to vote.
2. Nominations
 - a. Nominees for church offices shall be submitted to the congregation by the Nominating Committee.
 - b. The Board of Elders shall approve all nominees for Church office before they are submitted to the congregation.
 - c. Any voting member in good standing has the right to suggest names for nomination to the Nominating Committee prior to its official meeting.
 - d. All names of nominees for church offices shall be publicized for two Sundays before the date of the election.
3. Miscellaneous Requirements
 - a. In all elections at Congregational Meetings, ballots shall be used.
 - b. The election of all officers of the Church shall be by simple majority of those present and voting at a duly called meeting unless otherwise stated in the *Faith and Order of the Bible Fellowship Church* or in these By-Laws. After the first ballot has been cast, if there is no election, the name of the candidate receiving the fewest votes shall be dropped.

B. Particular Rules

1. Pastor – The Pastor shall be called according to the rules set forth in the *Faith and Order of the Bible Fellowship Church*.
2. Elders
 - a. Elders shall be elected for a period of three years and arranged in classes so that not more than approximately one-third of the Elders will be elected in any one year.
 - b. Nominations to fill vacancies on the Board of Elders shall be made by the Nominating Committee and approved by the Board of Elders.
 - c. The election of the Elders will be held at the Annual Congregational Meeting unless otherwise authorized by the Board of Elders.
 - d. After the completion of a full term of office, an Elder may be eligible for re-election. There shall be no limit to the number of terms that an Elder may be able to succeed himself.
 - e. If a vacancy occurs on the Board of Elders, the un-expired term may be filled by a special election at a Congregational Meeting.

3. Deacons
 - a. Deacons shall be elected for a period of three years and arranged in classes so that not more than approximately one-third of the Deacons will be elected in any one year.
 - b. The election of Deacons shall take place at the Annual Congregational Meeting unless otherwise authorized by the Board of Elders.
 - c. After completion of a full term of office, a Deacon may be eligible for re-election. There shall be no limit to the number of terms that a Deacon shall be able to succeed himself.
 - d. Nominations for the office of Deacon shall be made by the Nominating Committee and approved by the Board of Elders.
4. Delegates
 - a. Nominations for the office of Delegate and Alternate Delegate to the Annual Conference of the Bible Fellowship Church shall be made by the Nominating Committee and approved by the Board of Elders.
 - b. Nominations for the office of Delegate and Alternate Delegate must be selected from the Board of Elders.
 - c. The Delegate and Alternate Delegate shall be elected annually by Congregational vote at the Annual Congregational Meeting.

Article IX - Committees of the Church

A. Required Committees

1. General Rules

These committees shall be permanent committees of the Church. They shall be directly responsible to the Board of Elders and elders shall be the Chairman of all such committees. Unless otherwise directed by these By-Laws, the Pastor will appoint the chairman and members of each required committee and the Board of Elders will approve each appointment.
2. Christian Education Committee
 - a. Composition – The Christian Education Committee shall consist of a chairman and three or more members who shall include but not be limited to the Youth Leader, and the Junior Church Leader. The Chairman shall be appointed by the Pastor and approved by the Board of Elders for a term of one year.
 - b. Meetings – The Christian Education Committee shall meet at least four times per year and more frequently if necessary.
 - c. Functions
 - 1) The Christian Education Committee shall oversee all the educational activities and programs of the Church such as the Sunday School,

Junior Church, Youth Groups, Nursery, KAT Day, KAT Club, Sunday School Picnic and the Christmas Program, Women's Bible Study and other education oriented programs and activities.

- 2) The Christian Education Committee shall approve all educational materials used in the programs and activities.
- 3) All teachers and leaders shall be approved by the Christian Education Committee and recommended to the Board of the Elders for final approval. At the discretion of the program leader, new teachers or helpers may teach or help temporarily until final approval is obtained.

3. Finance Committee

- a. Composition – The Finance Committee shall be comprised of a chairman and three or more members. The Chairman shall be the Secretary-Treasurer of the Board of Elders. The members shall be appointed by the Pastor and approved by the Board of Elders.
- b. Meetings - The Finance Committee will meet as many times as necessary.
- c. Functions
 - 1) to receive, count and record the offerings and contributions of the Church in the presence of at least two members of the committee.
 - 2) to deposit such funds in a church-designated depository in the name of the Church.
 - 3) to disburse the funds of the Church according to the directions of the Board of Elders.
 - 4) to draft a proposed budget for the Board of Elders prior to the December meeting of the Board .
 - 5) to prepare a written monthly financial report for the Board of Elders.
 - 6) to prepare an annual financial report for presentation to the Board of Elders, to the Congregation and to Annual Conference.
 - 7) to keep adequate records of all income and expenditures.
 - 8) to maintain records of individual giving and provide receipts for Federal Income Tax purposes.
 - 9) to arrange for and announce special offerings to be received in the Church as directed by the Board of Elders.

4. **Legal Committee**

- a. Composition – The Legal Committee shall be comprised of the President, the Vice President and the Secretary-Treasurer of the Board of Elders. The President shall be the Chairman.
- b. Meetings – The Legal Committee shall meet as many times as necessary.
- c. Functions
 - 1) The Legal Committee shall represent the Church in legal matters.
 - 2) The Legal Committee will investigate and make recommendations to the Board of Elders regarding legal problems.

5. Membership Committee

- a. Composition – The Membership Committee shall consist of three Elders appointed by the Pastor and approved by the Board of Elders for a term of one year. One of the Elders shall be designated as the Chairman by the Pastor.
- b. Meetings – The Membership Committee shall meet when necessary.
- c. Functions - The Membership Committee shall interview all prospective members and make recommendations to the Board of Elders.

6. Nominating Committee

- a. Composition - The Nominating Committee shall consist of the Pastor, two Elders elected by the Board of Elders, and two voting members of the Congregation elected at the December Congregational Meeting by majority vote. The Pastor shall be the Chairman. No member of the Committee with the exception of the Pastor, may serve two successive years.
- b. Meetings – The Nominating Committee shall meet as many times as necessary to accomplish its work.
- c. Functions
 - 1) to present nominations for the office of Elder and two members of the Nominating Committee at the December Congregational Meeting
 - 2) to present nominations for the office of Deacon, Delegate, and Alternate Delegate at the Annual Congregational Meeting
 - 3) to receive suggested nominations from the membership of the Church prior to its official meeting
 - 4) to certify that all nominees have given their permission to be nominated
 - 5) to publish a list of nominees at least two Sundays prior to the election

7. Pastoral Relations Committee

- a. Composition – The Pastoral Relations Committee shall consist of the delegate, who shall be Chairman, the Secretary-Treasurer and one (1) other Elder appointed by the Pastor and approved by the Board of Elders.
- b. Meetings – The Pastoral Relations Committee shall meet at least two times per year.
- c. Functions
 - 1) The Pastoral Relations Committee shall seek to maintain a good relationship between the Pastor and the Congregation.
 - 2) The Pastoral Relations Committee shall discuss problems with the Pastor as they arise and seek solutions to these problems.
 - 3) The Pastoral Relations Committee shall review the adequacy of the compensation package of the Pastor on an annual basis. The Committee shall make recommendations concerning such compensation package to the Board of Elders who shall have final approval for its placement in the annual proposed budget.

B. Optional Committees

The Board of Elders may organize various optional committees to assist them in carrying out the work of the Board when such assistance is deemed necessary. Elders shall be the Chairman of all such committees and the committees shall be directly responsible to the Board of Elders. The Chairman and members of these optional committees shall be appointed by the Pastor and approved by the Board of Elders. The duties, frequency of meeting and composition of membership of such committees shall be specified in writing by the Board of Elders and set out in an Appendix to these By-Laws.

C. Committees In General

1. Unless otherwise specified, the term of required or optional committee appointments shall be for one year beginning on January 1. New committee assignments shall be posted each year by January 1.
2. The Board of Elders may dissolve existing optional church committees when it deems the functions of that committee are no longer necessary or can be better handled in another way. The Board of Elders may restructure optional church committees or change their duties to keep pace with the changes in the Church and its ministry.
3. The Board of Elders shall keep the Congregation informed of the duties and functions of each optional committee and of any changes in such duties and functions.
4. In the event that new committee appointments are not made by January 1, the term of existing committees shall be extended until new committees are appointed and approved, but no later than February 1.

Article X - Organization of the Church

A. General Rules

1. All organizations of the Church shall function in harmony with the *Faith and Order of the Bible Fellowship Church*.
2. The creation of new organizations within the Church may occur to meet specific needs and must be approved by the Board of Elders.

B. Approved Organizations

1. Sunday School
 - a. The Sunday School of the Church shall organize and function according to the rules of the *Faith and Order of the Bible Fellowship Church* with the exception that the Christian Education Committee of the Church shall perform the functions of the Executive Committee mentioned in the *Faith and Order*.
2. Youth Fellowship
 - a. The Youth Fellowship of the Church shall organize and function according to the guidelines of the *Faith and Order of the Bible Fellowship Church*.
 - b. The Youth Sponsors shall present an annual report to the membership at the December Congregational Meeting.
3. Women's Missionary Society
 - a. The Women's Missionary Society of the Church shall organize and function according to the rules of the *Faith and Order of the Bible Fellowship Church*.
 - b. The President of the Women's Missionary Society of the Church shall present an annual report to the membership at the Annual Congregational Meeting.

Article XI - Church Employees

The Board of Elders shall exercise the general oversight of all church employees. Employees are those who are hired for non-ministerial functions in the Church. This may include sexton, cemetery caretaker, etc. The Board of Elders shall have the authority to hire employees as it deems necessary within the allowances of the Church budget. The budget for employees' salaries shall be recommended by the Board of Elders in the Church budget and approved by the membership. The Board of Elders shall provide job descriptions for all church employees.

Article XII - Amendments

- A. The Board of Elders shall have authority to amend the By-Laws at their discretion for two years following initial acceptances of them by the membership. Initial acceptance was given on May 20, 1992.
- B. Two years after initial approval of these By-Laws, the membership shall give final acceptance based on the majority approval of those voting.
- C. After final acceptance, amendments of these By-Laws may be made upon the recommendation of the Board of Elders and approval of the membership by a majority of those voting.
- D. Following the initial approval by the membership of these By-Laws, these By-Laws shall supersede all previous resolutions and enactments of both the Board of Elders and the membership.

Article XIII - Conflict of Interest Policy

It is the policy of Bible Fellowship Church of Zionsville to operate in a manner that is free from Conflict of Interest. The full Conflict of Interest Policy can be found in "Appendix B. I" of the Bylaws of the Bible Fellowship Church of Zionsville. As the Conflict of Interest Policy may need to be updated in future years to remain current with state and federal laws, the Board of Elders of the Bible Fellowship Church of Zionsville will have privilege to update this policy as needed by majority vote of the Board of Elders.

Article XIV - Gift Acceptance Policy

The main purpose of a gift acceptance policy is to assist the Bible Fellowship Church of Zionsville in evaluating potential gifts in order to protect the Bible Fellowship Church of Zionsville from "problem" gifts (gifts that expose the organization to risk or are inconsistent with our stated mission), and to provide guidance for the acceptance of any gift within the current framework of a non-profit organization. The full Gift Acceptance Policy can be found in "Appendix B. II" of the Bylaws of the Bible Fellowship Church of Zionsville. As the Gift Acceptance Policy may need to be updated in future years to remain current with state and federal laws, the Board of Elders of the Bible Fellowship Church of Zionsville will have privilege to update this policy as needed by majority vote of the Board of Elders.

Article XV - Whistle Blower Policy

The Bible Fellowship Church of Zionsville is committed to being 'above reproach' in all of its operations and functions in accordance with good governance policies and procedures. The Bible Fellowship Church of Zionsville will operate in compliance with all applicable laws, rules and regulations, including those concerning accounting and auditing, and we prohibit all fraudulent practices by any of our elders, officers, employees, or volunteers. This policy outlines a procedure for employees to report actions that an employee reasonably believes violates a law, or regulation or that constitutes fraudulent accounting or other practices. This policy applies to any matter which is related to the Bible Fellowship Church of Zionsville's business and does not relate to private acts of an individual not connected to the business of the Bible Fellowship Church of Zionsville. The full Whistle Blower Policy can be found in "Appendix B. III" of the Bylaws of the Bible Fellowship Church of Zionsville. As the Whistle Blower Policy may need to be updated in future years to remain current with state and federal laws, the Board of Elders of the Bible Fellowship Church of Zionsville will have privilege to update this policy as needed by majority vote of the Board of Elders.

SUBSTANTIVE CHANGES MADE TO THE BY-LAWS AT THE DISCRETION OF THE BOARD OF ELDERS DURING THE PERIOD FROM MAY 20, 1992 - MAY 25, 1994

1. Under Article V-Membership

The following material was eliminated:

D. INACTIVE MEMBERSHIP

Members who absent themselves for 6 months without legitimate excuse and without showing any interest by communicating with the church shall be placed on an Inactive Membership roll. The elders shall define the term "legitimate excuse" in every case. Inactive members are not eligible to vote or hold elected church office. Any member against whom such action is taken, shall be informed of that action, and also that they may be reinstated as an active member upon resumption of their regular attendance.

2. Under Article VII – Officers of the Church

In section E, part 3. Secretary-Treasurer, the following change was made:

"He shall present an annual report to the membership at the August Congregational meeting." was changed to read "He shall present a financial report to the membership at the December Congregational meeting."

3. Under Article IX-Committees of the Church

- In section A.2., part c. Functions, in subpart (3) the following sentence was added:

"At the discretion of the program leader, new teachers or helpers may teach or help temporarily until final approval is obtained."

- Also in section A.3., part c. Functions, in subpart (6) the following phrase was deleted: "at the August Congregational Meeting."

- Also in section C, the following part was added:

"In the event that new committee appointments are not made by January 1, the term of existing committees shall be extended until new committees are appointed and approved, but no later than February 1. "

4. As a result of the Board of Elders' decision to change the Church's budget year and all terms of officers and committees to a calendar year basis, there are numerous date changes throughout the By-laws. For example, the May Congregational meeting will now take place in August and the August Congregational meeting will take place in December.

APPENDIX TO THE BY-LAWS

Optional Committee Information

According to Article IX, Part B of the church By-Laws, the Board of Elders of the Bible Fellowship Church of Zionsville has organized the following Optional Committees to assist it in carrying out the work of the Board.

I. Fellowship Committee

- A. Composition – The Fellowship Committee shall consist of a chairman and 3 or more members appointed by the Pastor and approved by the Board of Elders for a term of one year.
- B. Meetings - The Fellowship Committee shall meet when necessary.
- C. Functions
 - 1. The Fellowship Committee shall seek to promote a spirit of fellowship within the church.
 - 2. The Fellowship Committee shall plan and implement church fellowship activities.
 - 3. The Fellowship Committee shall appoint a subcommittee to plan and oversee after-church socials.

II. Missions Committee

- A. Composition – The Missions Committee shall consist of a chairman and 3 or more members appointed by the Pastor and approved by the Board of Elders for a term of one year.
- B. Meetings – The Missions Committee shall meet at least 2 times per year.
- C. Functions
 - 1. The Missions Committee shall seek to encourage a missions spirit within the church.
 - 2. The Missions Committee shall investigate missionaries, missions projects, and church extension work in order to make recommendations to the Board of Elders concerning financial support.
 - 3. The Missions Committee shall assist the Pastor with the planning and implementation of missions conferences.
 - 4. The Missions Committee shall keep the church informed concerning missions and church extension news.
 - 5. The Missions Committee shall oversee and cooperate with the Women's Missionary Society.

III. Music Committee

- A. Composition – The Music Committee shall consist of a chairman and 3 or more members appointed by the Pastor and approved by the Board of Elders for a term of one year.
- B. Meetings – The Music Committee shall meet at least 3 times per year.
- C. Functions
 - 1. The Music Committee shall oversee the overall music ministry of the Church.
 - 2. The Music Committee shall schedule the special music for worship services. Selecting the hymns for worship services shall be the responsibility of the Pastor.
 - 3. The Music Committee shall assign the pianist and organist for all worship services.
 - 4. The Music Committee shall appoint the Choir Leader who shall be approved by the Board of Elders.
 - 5. The Music Committee shall plan and implement several special music programs throughout the church year.
 - 6. The Music Committee shall be responsible for inviting those with musical talent to minister at the church.

IV. Ordinances Committee

- A. Composition – The Ordinances Committee shall consist of a chairman and 3 or more members appointed by the Pastor and approved by the Board of Elders for a term of one year.
- B. Meetings – The Ordinances Committee shall meet when necessary.
- C. Functions
 - 1. The Ordinances Committee shall prepare the Communion elements for the Communion Services and select elders to serve at such services.
 - 2. The Ordinances Committee shall assist the Pastor at Baptismal Services.

V. Property Committee

- A. Composition – The Property Committee shall consist of a chairman and 3 or more members appointed by the Pastor and approved by the Board of Elders for a term of one year.
- B. Meetings – The Property Committee shall meet at least 4 times per year.
- C. Functions
 - a. The Property Committee shall oversee and care for the physical properties of the church.

- b. The Property Committee shall determine if repairs or improvements are necessary with respect the church property.
- c. The Property Committee shall be responsible for the purchase and upkeep of audio/visual equipment.

(Approved by the Board of Elders 11/14/94)

Appendix B - Conflict of Interest, Gift Acceptance, and Whistleblower Policies

I. Conflict of Interest Policy

1. Reason for Policy

As a ministry initiated and sustained by God, the Bible Fellowship Church of Zionsville has a mandate to conduct all of its affairs decently and above reproach both in the sight of God and man. That accountability includes a commitment to operate with the highest level of integrity and to avoid conflicts of interest. This duty is underscored by Standard #6 of the Evangelical Council for Financial Accountability (ECFA).

As a nonprofit, tax-exempt entity, the Bible Fellowship Church of Zionsville depends on charitable contributions from the public. Maintenance of its tax-exempt status is important both for its continued financial stability and for the receipt of contributions and public support. Therefore, the IRS and state corporate and tax officials view the operations of the Bible Fellowship Church of Zionsville as a public trust, accountable to both governmental authorities and members of the public.

Among the Bible Fellowship Church of Zionsville and its Board of Elders there exists a fiduciary duty, which carries with it a broad and unbending duty of loyalty. The Board of Elders is responsible for administering the affairs of the Bible Fellowship Church of Zionsville honestly and prudently, and for exercising their best care, skill, and judgment for the sole benefit of the Bible Fellowship Church of Zionsville. Those persons shall exercise the utmost good faith in all transactions involved in their duties, and they shall not use their positions with the Bible Fellowship Church of Zionsville or knowledge gained there from for their personal benefit. The interests of the Bible Fellowship Church of Zionsville must have the first priority, and all purchases of goods and services must be affected on a basis that secures for the Bible Fellowship Church of Zionsville full competitive advantages as to product, service, and price.

2. Persons Concerned

This statement is directed to the Board of Elders as well as those employees annually designated by the Board of elders who influence the actions of the Bible Fellowship Church of Zionsville or its Board of Elders, or make commitments on their behalf. For example, this would include all who make purchasing decisions, all other persons who might be described as “management personnel,” and all who have proprietary information concerning the Bible Fellowship Church of Zionsville.

3. Areas in Which Conflicts May Arise

Conflicts of interest may arise in the relations of Directors and management employees with any of the following third parties:

3.1 Persons or entities supplying goods and services to the Bible Fellowship Church of Zionsville.

3.2 Persons or entities from which the Bible Fellowship Church of Zionsville leases property and equipment.

3.3 Persons or entities with whom the Bible Fellowship Church of Zionsville is dealing or planning to deal in connection with the gift, purchase, or sale of real estate, securities, or other property.

3.4 Other ministries or nonprofit organizations that affect the operations of the Bible Fellowship Church of Zionsville.

3.5 Donors and others supporting the Bible Fellowship Church of Zionsville.

4. Nature of Conflicting Interest

A material conflicting interest may be defined as an interest, direct or indirect, between any person or entity mentioned in Section 3, and a Director or management employee, which might affect, *or might reasonably be thought by others to affect*, the judgment or conduct of a Director or management employee of the Bible Fellowship Church of Zionsville. Such an interest might arise through:

4.1 Owning stock or holding debt or other proprietary interests in any third party dealing with the Bible Fellowship Church of Zionsville.

4.2 Holding office, serving on the Board of Elders, participating in management, or being otherwise employed (or formerly employed) in any third party dealing with the Bible Fellowship Church of Zionsville.

4.3 Receiving remuneration for services with respect to individual transactions involving the Bible Fellowship Church of Zionsville.

4.4 Using the Bible Fellowship Church of Zionsville's personnel, equipment, supplies, or goodwill for other than Bible Fellowship Church of Zionsville -approved activities, programs, and purposes.

4.5 Receiving personal gifts or loans from third parties dealing with the Bible Fellowship Church of Zionsville. (Receipt of any gift is disapproved except gifts of nominal value, which could not be refused without discourtesy. No personal gift of money should ever be accepted.)

4.6 Obtaining an interest in real estate, securities, or other property that the Bible Fellowship Church of Zionsville might consider buying or leasing.

4.7 Expending staff time during the Bible Fellowship Church of Zionsville's normal business hours for personal affairs to the detriment of work performance for the Bible Fellowship Church of Zionsville.

5. Indirect Interests

As noted above, conflicting interests may be indirect. A Director or management employee will be considered to have an indirect interest in another entity or transaction if any of the following also have an interest:

5.1 A family member of a Director or management employee. (Family member is defined for these purposes as all persons related by blood or marriage.)

5.2 An estate or trust of which the Director or management employee or member of his family is a beneficiary, personal representative, or trustee.

5.3 A company of which a member of the family of the Director or management employee is an officer, director, or employee, or in which he has ownership or other proprietary interests.

6. Interpretation of This Policy

The areas of conflicting interest listed above and the relations in those areas which may give rise to conflict, are not exhaustive. Conceivably, conflicts might arise in other areas or through other relations. It is assumed that the Board of Elders, Directors, and management employees will recognize such areas and relation by analogy.

The fact that one of the interests described in Section 4 exists does not necessarily mean that a conflict exists, or that the conflict, if it exists, is material enough to be of practical importance, or if material, that upon full disclosure of all relevant facts and circumstances that it is necessarily adverse to the interests of the Bible Fellowship Church of Zionsville. However, *it is the policy of the Board that the existence of any of the interests described in Section 4 shall be disclosed before any transaction is consummated.* It shall be the continuing responsibility of the Board of Elders, Directors, and management employees to scrutinize their transactions with outside business interests and relationships for potential conflicts and to immediately make such disclosures.

Disclosure should be made to the Board of Elders (or if one of them is the one with the conflict, then to the Chairman of the Board of Elders), who shall bring these matters to the attention of the Board of Elders. The Board of Elders shall then determine whether a conflict exists and is material, and in the presence of an existing material conflict, whether the contemplated transaction may be authorized as just, fair, and reasonable as to the Bible Fellowship Church of Zionsville. The decisions on these matters are the sole discretion of the Board of Elders. The Board of Elders's first concern must be the welfare of the Bible Fellowship Church of Zionsville and the advancement of its purposes.

Certification

I have carefully read the foregoing Statement of Policy concerning Conflicts of Interest and the accompanying Resolution of the Bible Fellowship Church of Zionsville Board of Elders. In signing this certificate, I have considered not only the literal expression of the policy, but also its intents. I hereby certify that, *except as hereinafter stated*, I do not, to the best of my knowledge: (1) have any of the relations with any person or firm of the classes listed above; and (2) I have no interests conflicting with the interests of this Bible Fellowship Church of Zionsville , nor do I have any relationship that may appear conflicting.

THE EXCEPTIONS ARE:

If any situation should arise in the future which I believe may involve me in a conflict of interest, I will promptly and fully disclose the circumstances to the Chairman of the Board of Elders, directly.

(Signature)

(Date)

Related-Party Board Resolution

RESOLVED, that in order to assist the Bible Fellowship Church of Zionsville in avoiding harm from conflicts of interest between the Bible Fellowship Church of Zionsville and its board members, officers, or management staff, the following conflict of interest policy is hereby adopted. It is hereby established as the policy of the Bible Fellowship Church of Zionsville that Related-Party Transactions (as defined below) must meet the following requirements:

1. For the purposes of this Policy, the term “Related Party” shall mean any member of the Bible Fellowship Church of Zionsville Board of Elders, any Director, or any relative of any such person within the second degree, whether related by blood or marriage, and any organization in which any such person(s) is an owner, partner, or shareholder.
2. In addition, for the purposes of this Policy, the term “Related-Party Transaction” shall mean any relationship between the Bible Fellowship Church of Zionsville and a Related Party pursuant to which the Bible Fellowship Church of Zionsville is to pay compensation for services, materials, or products.
3. If the transaction is one that would lend itself to competitive bidding, the Board of Elders or Appropriate Committee shall obtain not less than two (and preferably three or more) competing bids or proposals to provide the desired products and/or services. In soliciting and accepting such bids or proposals, Appropriate Committee shall not provide any person who is solicited to bid or who actually bids on the contract with access to any information contained in any of the bids of others until after the contract has been awarded by the Bible Fellowship Church of Zionsville Board of Elders or an Appropriate Committee. Any information given to or any questions asked of any bidder shall be given to or asked of each and every other bidder. It shall be noted, however, that the contract does not necessarily have to be awarded to the person making the lowest price bid, if management is otherwise persuaded that to contract with a person who has not made the lowest bid would be in the best interest of the Bible Fellowship Church of Zionsville. A decision maker—that is, an Elder or Committee Chairman—should never be in a position to deal directly with a relative in a related-party transaction.
4. A Related-Party Transaction in which an Elder or Appropriate Committee Member is a Related Party must be approved by the Board of Elders prior to any commitment by the Bible Fellowship Church of Zionsville or any of its Departments to any such transaction. All of the material terms and conditions of the Related-Party Transaction shall be described in writing and provided to the Board of Elders, together with the written request for approval of any such Related-Party Transaction.
5. Related-Party Transactions of amounts greater than \$1,000 in which any member of the Bible Fellowship Church of Zionsville Board of Elders or Appropriate Committee Member is a Related Party shall be approved by the Board of Elders. This shall be determined by a vote of not less than a majority of the members present, without including the vote of any director who is a Related Party in the Related-Party Transaction. All of the material terms and conditions of the Related-Party Transaction shall be described in writing and provided to the Board of Elders prior to the Bible

Fellowship Church of Zionsville Board of Elders's being committed to any such contract.

6. Related-Party Transactions which provide for ongoing or continuing services or product sales to the Bible Fellowship Church of Zionsville on an as-needed basis shall be reviewed and approved by the Board of Elders, as the case may require. This shall occur not less often than once each year, and will not require a transaction-by-transaction approval.

CONFLICT OF INTEREST/RELATED PARTY QUESTIONNAIRE

A conflict of interest may relate to you, your spouse, family members, business interests, and/or associates. Conflicts of interest may arise when one party has the ability to significantly influence the management or operating policies of the other, to the extent that one of the transacting parties might be prevented from fully pursuing the interests of the Bible Fellowship Church of Zionsville rather than his/her own separate or related-party interests.

Considering the period from _____ to date: Yes* No

- | | | |
|--|-------|-------|
| 1. I (or a party related to me) hold, directly or indirectly, a position of financial interest in an outside concern from which the Bible Fellowship Church of Zionsville secures goods or services. | _____ | _____ |
| 2. I (or a related party of mine) render directive, managerial, or consultative services to, or am an employee of, any outside concern that does business with the Bible Fellowship Church of Zionsville. | _____ | _____ |
| 3. I have accepted gifts or other benefits from any outside concern that does, or is seeking to do, business with the Bible Fellowship Church of Zionsville. | _____ | _____ |
| 4. I have participated in management decisions concerning transactions that affect or benefit me, my family, or my personal financial interests (other than ordinary management decisions on employment matters such as compensation). | _____ | _____ |
| 5. I (or a related party of mine) have been indebted to the Bible Fellowship Church of Zionsville at some time during the above stated period.
(If so, please note the nature, date, terms, and amount.) | _____ | _____ |
| 6. The Bible Fellowship Church of Zionsville has been indebted to me (or a related party of mine) at some time during the above stated period.
(If so, please note the nature, date, terms, and amount.) | _____ | _____ |

*If you answered "Yes" to any of these statements, please provide further explanation and information on any related-party transactions.

(Signature)

(Date)

Gift Acceptance Policy

Acceptance of any contribution, gift or grant is at the discretion of the Bible Fellowship Church of Zionsville. The Bible Fellowship Church of Zionsville will not accept any gift unless it can be used or expended consistently with the purpose and mission of the Bible Fellowship Church of Zionsville.

No irrevocable gift, whether outright or life-income in character, will be accepted if under any reasonable set of circumstances the gift would jeopardize the donor's financial security.

The Bible Fellowship Church of Zionsville will refrain from providing advice about the tax or other treatment of gifts and will encourage donors to seek guidance from their own professional advisors to assist them in the process of making their decision.

The Bible Fellowship Church of Zionsville will accept donations of cash or publicly traded securities. Gifts of in-kind services will be accepted at the discretion of the Bible Fellowship Church of Zionsville.

Certain other gifts, real property, personal property, in-kind gifts, non-liquid securities, and contributions whose sources are not transparent or whose use is restricted in some manner, must be reviewed prior to acceptance due to the special obligations raised or liabilities they may pose for the Bible Fellowship Church of Zionsville.

The Bible Fellowship Church of Zionsville will provide acknowledgments to donors meeting IRS substantiation requirements for property received by the Bible Fellowship Church of Zionsville as a gift. However, except for gifts of cash and publicly traded securities, no value shall be ascribed to any receipt or other form of substantiation of a gift received by Bible Fellowship Church of Zionsville.

The Bible Fellowship Church of Zionsville will respect the intent of the donor relating to gifts for restricted purposes and those relating to the desire to remain anonymous. With respect to anonymous gifts, the Bible Fellowship Church of Zionsville will restrict information about the donor to only those staff members with a need to know.

The Bible Fellowship Church of Zionsville will not compensate, whether through commissions, finders' fees, or other means, any third party for directing a gift or a donor to the Bible Fellowship Church of Zionsville.

Whistle-Blower Policy

If an employee has a reasonable belief that an employee or representative of the Bible Fellowship Church of Zionsville has engaged in any action that violates any applicable law, or regulation, including those concerning accounting and auditing, or constitutes a fraudulent practice, the employee is expected to immediately report such information to the Pastor of the church. If the employee does not feel comfortable reporting the information to the Pastor he or she is expected to report the information to the Delegate of the Bible Fellowship Church of Zionsville.

All reports will be followed up promptly, and an investigation conducted. In conducting its investigations, the Bible Fellowship Church of Zionsville will strive to keep the identity of the complaining individual as confidential as possible, while conducting an adequate review and investigation.

The Bible Fellowship Church of Zionsville will not retaliate against an employee in the terms and conditions of employment because that employee: (a) reports to a supervisor, to the Pastor, the Delegate or other member of the Board of Elders, or to a federal, state or local agency what the employee believes in good faith to be a violation of the law; or (b) participates in good faith in any resulting investigation or proceeding, or (c) exercises his or her rights under any state or federal law(s) or regulation(s) to pursue a claim or take legal action to protect the employee's rights.

The Bible Fellowship Church of Zionsville may take disciplinary action (up to and including termination) against an employee who, in the Board of Elders' assessment, has engaged in retaliatory conduct in violation of this policy.

In addition, the Bible Fellowship Church of Zionsville will not, with the intent to retaliate, take any action harmful to any employee who has provided to law enforcement personnel or a court truthful information relating to the commission or possible commission by the Bible Fellowship Church of Zionsville or any of its employees of a violation of any applicable law or regulation.