

## GENESIS: THE CHURCH

### ARTICLE I TITLE AND INCORPORATION

#### A. NAME:

1. The name of the corporation is Genesis: the Church, formerly known as The First Baptist Church of Royal Oak, a Michigan ecclesiastical corporation. All references herein to the "church" refer to the universal Christian church in general; references to "Genesis: the Church" or the "Church" refer to Genesis: the Church, formerly known as The First Baptist Church of Royal Oak.

#### B. AUTHORITY:

1. Genesis: the Church is incorporated pursuant to the provisions of Act No. 327 of the Public Acts of Nineteen Hundred Thirty-One (1931), as amended and its purposes and objectives are those set forth in the Articles of Incorporation (Ecclesiastical Corporation) filed with the Michigan Department of Commerce, as amended.
2. The worship and government of Genesis: the Church shall be in accordance with the provisions of the by-laws and the statement of faith.
3. Genesis: the Church, as determined by the Session affiliates with, but is not directed or governed by, like-minded churches for the purpose of fellowship and service through membership in organizations such as The Willow Creek Association and the American Baptist Churches of Michigan. These affiliations shall continue until such a time as determined by the Session or an affiliated organization deviates from the mission and vision of Genesis: the Church or seeks to exert authority or control over the worship, program or vision.

#### C. STATEMENT OF FAITH

We believe that you matter to God. The same awesome God who created the universe created you and wants to give your life true meaning and purpose. Here are other key elements of what we believe:

1. **We Believe** there is only one God, who exists eternally as a Trinity of Father, Son and Holy Spirit. Each member of the Trinity is fully God, yet each is distinct from the other.
2. **We Believe** the Bible (both Old and New Testaments) is the Word of God, written by individuals who were inspired by the Holy Spirit to write down what God wanted to communicate to us.
3. **We Believe** Jesus Christ (second person of the Trinity) proclaimed and inaugurated the kingdom of God, was crucified and died on the cross, was resurrected from the dead and

ascended to heaven. Someday, he will return to Earth to conclude history and consummate God's kingdom.

4. **We Believe** the Holy Spirit (third person of the Trinity) comes to live within a person once they accept God's free gift of salvation. The Spirit gives us power to live as God wants us to live, and gives us spiritual gifts to serve the Church and change the world.
5. **We Believe** men and women were created by God to live in relationship with him. Yet, the first humans chose to rebel against God bringing sin into the world. Sin spread like a virus to all humans, separating us from God.
6. **We Believe** men and women were created to exist forever. We will either exist eternally separated from God by sin (hell) or in union with God through forgiveness and salvation (heaven).
7. **We Believe** Jesus Christ died on the cross to pay for our sins. It is only through faith in Jesus Christ – not by being a good person or doing good deeds – that a person can be restored to a right relationship with God.
8. **We Believe** the church is the Body of Christ, made up of those who follow Jesus together in authentic community, relating to God personally and representing God powerfully.

#### D. PURPOSE :

We believe that the church exists for the four-fold purpose of exaltation, edification, evangelism and extension.

1. Exaltation – the church existing for Christ  
The purpose of the church begins with the recognition that we do not belong to ourselves, having been purchased by the death of Jesus Christ; and that He alone is Lord. Enthroned with all authority, He is the head of the church, the One to whom our entire allegiance is due. We thus should seek in all things to follow His will as revealed in scriptures, and bring glory to His name. This purpose is to be accomplished through corporate meetings for worship and encouraging personal devotion to Christ.
2. Edification – the church existing for itself  
One of the primary goals of the church must be the life transformation of each of its members. This requires a strong program of Bible teaching and of training in discipleship. Believers are to be committed one to another. The body of Christ is thus composed of interdependent members, each for the uplifting of the whole body and for the bearing of one another's spiritual and temporal burdens. We thus desire to encourage in one another the development and use of each other's abilities, knowing that "the whole body, as a harmonious structure knit together by that which every joint supplies, grows by the proper functioning of individual parts to its full maturity in love" Ephesians 4:16. This purpose is to be accomplished through public teaching and small group discipleship with specialized programs directed toward all different age groups.
3. Evangelism – the church existing for proclamation

We accept this commission as a priority of the church collectively and of each believer individually, and it is our desire to share as widely and effectively as possible the good news of God's forgiveness in Christ. God equips and calls believers into a variety of vocations and ministries, and within that context each person is to be a witness by word and deed to the Lord Jesus Christ. God offers His love to all without distinction and is concerned that believers achieve their full potential in Christ. The proclamation of the gospel should be accompanied by genuine love and concern for all, and for the whole person. This purpose is to be accomplished through regular or special public meetings and through encouraging individuals to share their personal faith in Christ. It will also be accomplished through planting new churches and through licensing and ordaining qualified ministers for Christian service.

4. Extension – the church existing for action

In addition to the proclamation of the Gospel, the church has been commissioned by Christ to extend in the world His own ministry of compassion and of prophetic protest against evil. Without manipulating political power to impose Christian standards on a secular and pluralistic society, the church is commanded to act as a conscience to the world by demonstrating the love and righteousness of God in both word and sacrificial deed. This purpose is to be accomplished by encouraging believers to live out their own conscience and be actively involved in the social and political system of our country. It will also be accomplished through providing assistance, monetary and otherwise, to Christian ministries in the United States and around the world.

E. THE SESSION

1. The Session shall consist of the Elders, the Senior Pastor, and other pastoral staff as determined by the Senior Pastor and Elders.
2. The Senior Pastor shall be moderator. Another pastoral staff member, at the request of the Senior Pastor and with the consent of the Session, may serve as moderator on behalf of the Senior Pastor.
3. The Session shall be the governing body over all the affairs and activities of Genesis: the Church, with duties and responsibilities as follows:
  - a. The Session is charged with the spiritual oversight of the congregation. The Session shall oversee the membership process. They shall oversee the process of calling the membership to repentance and devotion to Christ. They shall remove from membership those who fail to renew their membership and exclude from membership or office those whose unrepentant choices bring reproach on the name of Christ.
  - b. The Session shall have the responsibility to carry out the annual review of each pastor. The Session may delegate to the Senior Pastor the responsibility for the annual reviews of other members of the pastoral

staff.

- c. The Session's responsibility is to advise the Senior Pastor on philosophy of ministry and direction of the church. They will also give final approval of these decisions. They will also be responsible to hold the Senior Pastor accountable to a faithful life and ministry.
- d. The Session shall designate the persons who may sign checks in the account of Genesis: the Church.
- e. The Session may commission a financial subcommittee for the purpose of advising the Session regarding setting the financial direction of the Church's budget.
- f. The Session may make contracts, take by gift, grant, devise or other lawful manner, property, real and personal, and may hold or dispose of, mortgage or convey the same for uses and purpose of Genesis: the Church, provided, however, the Session shall not convey or encumber the church's building or real property upon which it rests without approval by a majority of the membership. The Session may delegate to the financial subcommittee, or such other committee as it deems appropriate, the ability to make contracts consistent with the approved budget of the Church.
- g. The Session shall have the authority to charter committees, boards, and task forces in order to assist the Session in executing its duties and responsibilities. These committees, boards, and task forces may be chartered for a specific time period or on a standing basis. The progress of each committee, board, or task force must be reviewed by the Session each year.
- h. Except as otherwise limited by these by-laws, the Session shall exercise all powers conferred upon corporations by the laws of the State of Michigan in order to attain these purposes.

#### 4. Session Limitations:

- a. For any fiscal year the Session shall be competent to authorize expenditures outside of the approved Church budget up to ten percent (10%) of the annual budget of Genesis: the Church.
- b. For any fiscal year, the Session shall not be competent to authorize expenditures in excess of ten percent (10%) of the annual budget of Genesis: the Church, without authorization by the Membership at an annual or special meeting.

- i. No member of the Session shall contract or pay bills that have not first received the approval of the Session at a regular or special meeting, except budget expenditures.

## ARTICLE II MEMBERSHIP

### A. COMMUNITY MEMBERSHIP:

1. Anyone is welcome to be a Community Member of Genesis: the Church through attendance at Church events and association with Church body. No particular beliefs or commitments are required for Community Membership.

### B. COVENANT MEMBERSHIP:

#### 1. Qualifications:

- i. The following are requirements to become covenant members of Genesis: the Church. Membership is an acknowledgement that an individual has covenanted together with Genesis: the Church in fulfillment of the vision and purpose of Genesis: the Church as evidenced by:

1. Being baptized into the Christian Faith
2. Agreeing to our Statement of Faith
3. Owning our Core Values
4. Affirming our Church Covenant

#### ii. Renewal of covenant membership

1. Each covenant member shall sign a yearly statement of commitment to reaffirm his or her continued desire for membership. In the event membership is terminated, the process for reinstatement shall be the same as the above.

#### 2. Members of the Corporation

- i. All covenant members of the church, as established by official action of the Session, are also members of the corporation. The covenant members of the church are collectively hereafter termed the Membership.

#### 3. Privileges of Membership

- i. Only members who are at least 18 years of age and who are physically present at a duly called meeting of the church shall be entitled to vote. There should be no proxy or absentee voting. The eligible membership of the

church has certain limited areas to exercise a vote. Members may not initiate any church action, rather the vote of a member is to confirm and ratify the direction of the church as determined by the Session.

- ii. This congregation functions not as a pure democracy, but as a body under the Lord Jesus Christ at the direction of the Session. Determinations of the internal affairs of this church are ecclesiastical matters and shall be determined exclusively by the church's own rules and procedures. The Session shall oversee and/or conduct all aspects of the church.
- iii. Membership in this church does not afford the members with any property, contractual, or civil rights based on principles of democratic government. Although the general public is invited to all of the church's worship services, the church property remains private property. The Session has the authority to suspend or revoke the right of any person, including a member, to enter or remain on church property. If after being notified of such a suspension or revocation, the person enters or remains on the church property, the person may, in the discretion the pastor, or in his or her absence, an individual designated by the session, be treated as a trespasser.
- iv. A member may inspect or copy the last five (5) years of prepared financial statements of the church and the minutes of the proceedings of church meetings and board meetings, when reasonably available, provided he or she has made a written request upon the church and the church has received the written request at least five (5) business days before the requested inspection date.
- v. No member shall have the right to inspect or copy any record relating to individual contributions to the church, the list of names and addresses of church members, or the accounting books and financial records of the church.
- vi. The church may impose a reasonable charge, covering the cost of labor and material, for materials of any documents provided to the member before releasing the copies to the member.

#### 4. Discipline of a Church Member

- i. The Session is authorized to commission a discipline committee whenever necessary to carry out any and all necessary discipline of church members.
- ii. The discipline committee shall consist of a pastor and the Session members and any other church members appointed by the Session. These men and women shall have sole authority in determining heretical deviations from the Statement of Faith and Purpose and violations of the church covenant. If the

pastor or a session member is the subject of a disciplinary matter, he or she shall not sit as a member of the discipline committee. The pastor and session members shall be entitled to the same steps as other church members and be subject to the same discipline.

- iii. Members are expected to demonstrate special loyalty and concern for one another. When a member becomes aware of an offense of such magnitude that it hinders spiritual growth and testimony, he or she is to go alone to the offending party and seek to restore his or her brother or sister. Before they go, they should first examine themselves. When they go, they should go with a spirit of humility and have the goal of restoration.
- iv. If reconciliation is not reached, a second member, either a session member or the pastor, is to accompany the one seeking to resolve the matter. This second step should also be preceded by self-examination and exercised in a spirit of humility with the goal of restoration.
- v. If the matter is still unresolved after the steps outlined in *Subsections (iii) and (iv)* have been taken, the discipline committee shall hear the matter. If the matter is not resolved during the hearing before the discipline committee, the committee shall recommend to the members of the church that they, after self-examination, make an effort personally to go to the offending member and seek that member's restoration.
- vi. If the matter is still unresolved after the steps outlined in *Subsections (iii), (iv), and (v)* have been taken, such members who refuse to repent and be restored are to be removed from the membership of the church upon a majority vote of the membership present at a meeting called for the purpose of considering disciplinary action.
- vii. No matter may be heard by the discipline committee or the church unless the steps outlined in *Subsections (iii) and (iv)* have been taken, except in the case of a public offense.
- viii. If an unrepentant offending party is removed from the church membership, all contact with him or her from that point forward (except by family members) should be done for the goal of restoration.
- ix. The procedures provided in this section are based on:

*Matt. 18:15-20 15 "If your brother or sister sins, go and point out their fault, just between the two of you. If they listen to you, you have won them over. 16 But if they will not listen, take one or two others along, so that 'every matter may be established by the testimony of two or three witnesses.' 17 If they still refuse to listen, tell it to the church; and if they refuse to listen even to the*

*church, treat them as you would a pagan or a tax collector. 18 “Truly I tell you, whatever you bind on earth will be bound in heaven, and whatever you loose on earth will be loosed in heaven. 19 “Again, truly I tell you that if two of you on earth agree about anything they ask for, it will be done for them by my Father in heaven. 20 For where two or three gather in my name, there am I with them.”;*

*Rom. 16:17-18 17 I urge you, brothers and sisters, to watch out for those who cause divisions and put obstacles in your way that are contrary to the teaching you have learned. Keep away from them. 18 For such people are not serving our Lord Christ, but their own appetites. By smooth talk and flattery they deceive the minds of naive people.;*

*1 Cor. 5:1-13 It is actually reported that there is sexual immorality among you, and of a kind that even pagans do not tolerate: A man is sleeping with his father's wife. 2 And you are proud! Shouldn't you rather have gone into mourning and have put out of your fellowship the man who has been doing this? 3 For my part, even though I am not physically present, I am with you in spirit. As one who is present with you in this way, I have already passed judgment in the name of our Lord Jesus on the one who has been doing this. 4 So when you are assembled and I am with you in spirit, and the power of our Lord Jesus is present, 5 hand this man over to Satan for the destruction of the flesh, so that his spirit may be saved on the day of the Lord. 6 Your boasting is not good. Don't you know that a little yeast leavens the whole batch of dough? 7 Get rid of the old yeast, so that you may be a new unleavened batch—as you really are. For Christ, our Passover lamb, has been sacrificed. 8 Therefore let us keep the Festival, not with the old bread leavened with malice and wickedness, but with the unleavened bread of sincerity and truth. 9 I wrote to you in my letter not to associate with sexually immoral people—10 not at all meaning the people of this world who are immoral, or the greedy and swindlers, or idolaters. In that case you would have to leave this world. 11 But now I am writing to you that you must not associate with anyone who claims to be a brother or sister but is sexually immoral or greedy, an idolater or slanderer, a drunkard or swindler. Do not even eat with such people.12 What business is it of mine to judge those outside the church? Are you not to judge those inside? 13 God will judge those outside. “Expel the wicked person from among you.”;*

*2 Cor. 2:1-11 2 1 So I made up my mind that I would not make another painful visit to you. 2 For if I grieve you, who is left to make me glad but you whom I have grieved? 3 I wrote as I did, so that when I came I would not be distressed by those who should have made me rejoice. I had confidence in all of you, that you would all share my joy. 4 For I wrote you out of great distress and anguish of heart and with many tears, not to grieve you but to let you know the depth of my love for you. 5 If anyone has caused grief, he has not so*

*much grieved me as he has grieved all of you to some extent—not to put it too severely. 6 The punishment inflicted on him by the majority is sufficient. 7 Now instead, you ought to forgive and comfort him, so that he will not be overwhelmed by excessive sorrow. 8 I urge you, therefore, to reaffirm your love for him. 9 Another reason I wrote you was to see if you would stand the test and be obedient in everything. 10 Anyone you forgive, I also forgive. And what I have forgiven—if there was anything to forgive—I have forgiven in the sight of Christ for your sake, 11 in order that Satan might not outwit us. For we are not unaware of his schemes.;*

*Gal. 6:1 6 Brothers and sisters, if someone is caught in a sin, you who live by the Spirit should restore that person gently. But watch yourselves, or you also may be tempted.;*

*1 Thess. 5:14 14 And we urge you, brothers and sisters, warn those who are idle and disruptive, encourage the disheartened, help the weak, be patient with everyone.;*

*2 Thess. 3:6, 6 In the name of the Lord Jesus Christ, we command you, brothers and sisters, to keep away from every believer who is idle and disruptive and does not live according to the teaching you received from us.,*

*2 Thess. 3: 10-15 10 For even when we were with you, we gave you this rule: “The one who is unwilling to work shall not eat.” 11 We hear that some among you are idle and disruptive. They are not busy; they are busybodies. 12 Such people we command and urge in the Lord Jesus Christ to settle down and earn the food they eat. 13 And as for you, brothers and sisters, never tire of doing what is good.*

*1 Tim. 5:19-20 19 Do not entertain an accusation against an elder unless it is brought by two or three witnesses. 20 But those elders who are sinning you are to reprove before everyone, so that the others may take warning. and*

*Titus 3:10-11 10 Warn a divisive person once, and then warn them a second time. After that, have nothing to do with them. 11 You may be sure that such people are warped and sinful; they are self-condemned.*

## 5. Termination of a Member

- i. The membership of any individual member shall automatically terminate without notice if the member in question has not attended a regular worship service of the church in the preceding twelve (12) months or if a member fails to sign the yearly statement of commitment for a period of more than one year. Upon good cause being shown to the Session, this provision for termination may be waived in the case of any individual member at the discretion of the

Session. This provision shall not apply to any Covenant Member who is a shut-in, student or active military.

- ii. Membership shall be terminated automatically should a member cause any safety concern for any church members or staff. Membership shall also be automatically terminated should the Session determine that the Member is disrupting the Church community's ability to peaceably worship.
- iii. No provision contained in this section shall be subject to or governed by the procedures regarding discipline of members set forth in *Section iv* above.
- iv. A member may resign at any time upon written notice to the Session.

### ARTICLE III MEMBERSHIP MEETINGS

#### A. Nature:

- 1. All ecclesiastical matters and corporate business of the church shall be conducted jointly in the annual meeting or in any special meeting.

#### B. Annual:

- 1. An annual meeting of the Membership shall be held each fiscal year, for the purpose of considering the Church budget and transacting any business that may lawfully come before the meeting. The date of the annual meeting shall be set by the Session.

#### C. Special:

- 1. Special congregational meetings may be called by the Session or by petition of 25% of the church members.
- 2. No other business may be considered by the Membership except the business specified in the call.

#### D. Notification:

- 1. Public notice of the time of the annual meeting and the time and purpose of all special meetings shall be announced during the two successive Sunday services proceeding the meeting day.

#### E. Place:

1. All annual and special meetings shall be held at the then regular place of worship for the church, or at such place as is designed by the Session.

F. Quorum:

1. One-tenth of the membership (or one-fifth of the Membership if the number of members shall be less than 100) shall constitute a quorum at any annual or special meeting. If a quorum were not assembled at the hour appointed, any two members shall be competent to adjourn from time to time, that an opportunity may be given for a quorum to assemble.

G. Voting:

1. Those who are eligible to vote at the meeting consist of those persons who are Community or Covenant Members of the congregation and who are present at the meeting, with the exception that changes to the By-Laws may only be voted on by Covenant Members. Voting by proxy is not permitted. Voting by absentee ballot is not permitted. The moderator of the meeting may not vote. The votes of the Community Members shall not be binding.

ARTICLE IV  
CONDUCT OF MEMBERSHIP MEETINGS

A. Presiding Officer:

1. The Session shall appoint a member of the Session to preside at annual or special congregational meetings. The appointed moderator shall determine the rules of procedure according to his or her sense of fairness and common sense, giving all members a reasonable opportunity to be heard on the matter. The moderator is the final authority on questions or procedure, and his or her discretion is final and controlling.
2. For any meeting under this article, the moderator, in his or her sole discretion, shall have full and unilateral authority to require non-members to leave the meeting room and to order the immediate removal of any member or other person present who is deemed by the moderator to be disruptive to the proceedings by act or presence. The moderator shall have full authority to order the removal of all children (ages to be determined by the moderator) if the moderator determines, in his or her sole discretion) that the circumstances so warrant. If the moderator determines the compliance with his or her order removal is unsatisfactory, the moderator may, in his or her sole discretion, revoke the disruptive person's right to remain on the premises in accordance with these bylaws and treat the person as a trespasser.

B. Secretary:

1. The Session shall appoint a member of the Session to serve as secretary of any annual or

special congregational meetings.

C. Procedure:

1. All meetings shall be opened and closed with prayer.

ARTICLE V  
GOVERNING BODIES BOARDS, OFFICERS AND TERMS

A. Elders

1. Qualification for Membership

Any Covenant Member who meets the biblical qualifications for Elder as described in I Timothy 3:2-7 and who is affirmed by the congregation as described below may serve as an Elder.

*I Timothy 3:2-7 2 Now the overseer is to be above reproach, faithful to his wife, temperate, self-controlled, respectable, hospitable, able to teach, 3 not given to drunkenness, not violent but gentle, not quarrelsome, not a lover of money. 4 He must manage his own family well and see that his children obey him, and he must do so in a manner worthy of full respect. 5 (If anyone does not know how to manage his own family, how can he take care of God's church?) 6 He must not be a recent convert, or he may become conceited and fall under the same judgment as the devil. 7 He must also have a good reputation with outsiders, so that he will not fall into disgrace and into the devil's trap.,*

*Titus 1:6-9 6 An elder must be blameless, faithful to his wife, a man whose children believe and are not open to the charge of being wild and disobedient. 7 Since an overseer manages God's household, he must be blameless—not overbearing, not quick-tempered, not given to drunkenness, not violent, not pursuing dishonest gain. 8 Rather, he must be hospitable, one who loves what is good, who is self-controlled, upright, holy and disciplined. 9 He must hold firmly to the trustworthy message as it has been taught, so that he can encourage others by sound doctrine and refute those who oppose it., and*

*I Peter 5:1-3 5 To the elders among you, I appeal as a fellow elder and a witness of Christ's sufferings who also will share in the glory to be revealed: 2 Be shepherds of God's flock that is under your care, watching over them—not because you must, but because you are willing, as God wants you to be; not pursuing dishonest gain, but eager to serve; 3 not lording it over those entrusted to you, but being examples to the flock.*

2. Process for Elder selection:

- a. The existing Session shall appoint a nominating committee consisting of at least three Covenant Members, none of whom currently serves as an Elder. Nominating committee members are not eligible to be nominated for Elder.
- b. The Session will determine the qualifications for Elders and determine questions that should be posed to the candidates.
- c. The congregation shall be provided with teaching regarding, or a written description of, the biblical qualifications for and role of elders based on I Timothy 3:2-7, Titus 1:6-9, and I Peter 5:1-3. With the biblical qualifications in mind, members of the congregation will be given no less than 14 days to submit prayerfully the names of members for consideration as elder.
- d. Men or women whose names are submitted shall be so informed, and they shall be urged to engage in self-appraisal and personal evaluation in light of the scriptural qualifications. Any person may withdraw his or her name at that point, if they do not aspire to the position of Elder (I Tim 3:1 Here is a trustworthy saying: Whoever aspires to be an overseer desires a noble task.) or if he/she does not believe he/she adequately meet the qualifications.
- e. The nominating committee shall review the names of the nominees, and shall conduct interviews with each nominee. After prayerfully considering each nominee, the nominating committee shall make final recommendations to the Elders. The Elders shall review the nominees and make a final selection.
- f. The names of the prospective Elders shall be brought before the members of the church, who will be given no less than 14 days to show cause why any one of the prospective Elders would not be qualified to serve. Consistent with Matthew 18:15-15 *“If your brother or sister sins, go and point out their fault, just between the two of you. If they listen to you, you have won them over”* and Matthew 5:24 *“leave your gift there in front of the altar. First go and be reconciled to them, then come and offer your gift”*, any member with such “cause” must first express their concern to the prospective Elder and then must also express his/her concern to the board of Elders for consideration.
- g. At the end of the set period, the prospective Elders will be presented to the members of the church for affirmation by majority vote of the members present, and for a service of dedication.
- h. The process of selection of new Elders shall take place at least once a year and should be conducted within four months, if possible.
- i. The number of Elders should generally be 5 to 9.

### 3. Term

- a. Elder terms shall be one (1) year in length.
- b. Each currently serving Elder may reaffirm his/her willingness to serve another term following a self-evaluation as described above. Elders willing to serve another term will also be subject to review by other Elders. Any such Elder will be subject to affirmation by the members.
- c. No Elder may serve more than six (6) consecutive terms prior rotating off the Elder board for at least one year, at which time that person would again become eligible to be considered for Elder.
- d. If an Elder is unable to complete his term, the Elders may, in their discretion, choose to fill the vacancy. A person's leaving the board of Elders would not preclude his service as a future Elder, subject to the regular Elder selection process. The Elders may refer to previous nominees to choose a candidate, or may re-initiate the whole selection process. The new candidate would be elected by a majority vote of the members at a special meeting called for that purpose.

### 4. Removal of Elder

- a. Elders may be removed from office for conduct inconsistent with the Statement of Faith, Core Values of the Church or conduct inconsistent with the purpose of the Church as determined by the Session, upon a three fourths (3/4) majority vote of the remaining members of the Session only after carrying out the guidelines described in Matthew 18 as outlined within Article Two of these bylaws.
- b. Should an Elder's membership in the church be terminated under these bylaws, he or she shall be automatically removed as an Elder of the church.

### 5. Purpose of the Elders

- a. The Elders shall assist the pastor, in any such manner as he or she should request, in promoting the spiritual welfare of the church, and conducting the religious services, and in performing all of the work of the church. They should make provision for the observance of the ordinances of the church. They should, if requested by the pastor, consider applications for church membership. They should, in cooperation with the pastor disperse the benevolence fund. They shall assist the pastor in visitation and all other evangelistic efforts of the church. The elders shall assist the pastor in caring for the administrative needs of the church's various ministries as requested by the pastor. They shall provide the Pastor necessary tools and resources to lead the church community and choose a moderator for church meetings if the pastor is unavailable or the office of the pastor is vacant. Upon death, resignation or dismissal pastor, the Elders may appoint a search committee.

6. Authority of the Elders

- a. Following the annual church administration meeting, the Elders shall assemble and elect, from their own number, a Chairman, who shall be vice president of the corporation, a vice-chairman, and a secretary. The Elders constitutes the Board of Trustees of the corporation. The board of trustees shall exercise only the following specific powers, upon authorization by a majority vote of the members present duly called church administration meeting:
  - (i) To purchase, hold, lease, or otherwise acquire real or personal property on behalf of the church, and take personal property by will, gift, or bequest on behalf of the church.
  - (ii) To sell, convey, alienate, transfer, lease, assign, exchange, or otherwise dispose of, and to mortgage, pledge, or otherwise encumber the real and personal property church, to borrow money and incur indebtedness for the purpose and the use of the church; to cause to be executed, issued, delivered for the indebtedness, in the name of the church, promissory notes, bonds, debentures, or other evidence of indebtedness; and to secure repayment by deeds of trust, mortgages, pledges.
  - (iii) To act to exercise all powers necessary for the dissolution of the church Corporation.

B. Board of Trustees

- 1. The members of the Board of Trustees shall be identical with the members of the Session, and each member shall be designated an elder-trustee.

C. Church Officers

- 1. As an accommodation to legal relationships outside the church, the corporate officers of the church shall be as follows:
  - a. President – Senior Pastor
  - b. Secretary – Clerk of Session
  - c. Treasurer – Chairperson of the financial subcommittee
- 2. Eligibility for Office
  - a. The church shall not install or retain an officer who fails to adhere to or expresses disagreement with the statement of faith and core values. All church officers must be approved initially and thereafter annually by the Session in order for them to commence or continue in their offices. Only covenant members are eligible for election or appointment to a church officer position.

- (i) Terms of Office
  - (a) The term of service for all offices and positions in the church, except a pastor, shall be one (1) year, at the expiration of which the officers may be reelected or reappointed.
  - (b) A vacancy occurring in any office or board, except in the case of the pastor, may be filled any regular church administration meeting.
  - (c) All elected appointed officers shall serve in the respective offices until their successors are duly elected or appointed.
  - (d) Members of the Board may be removed from office for a nonbiblical conduct as determined by the Session, upon majority vote of the remaining members of the session only after carrying out the guidelines described in Matthew 18 as outlined within Article Two of these bylaws.

## ARTICLE VI SENIOR PASTOR

### A. Qualifications for Senior Pastor

1. The Senior Pastor must meet the same biblical qualifications as those for elders as described in I Timothy 3:2-7, Titus 1:6-9, and I Peter 5:1-3, The Senior Pastor must further meet the qualifications determined by the Elders at the time of his or her hiring.

### B. Process for selecting/hiring the Senior Pastor:

1. A search committee will be chosen by Elders with input from other members of the pastoral staff. The committee's job will be to find qualified candidates to interview, and present a qualified candidate to the active members of the congregation.
2. The members must approve of the candidate and his or her terms of call by the affirmative vote of seventy-five percent (75%) of the Covenant Members attending a special meeting of the congregation.

### C. Termination of the Senior Pastor

1. Should the Senior Pastor be determined by the Elders, in accordance with biblical standards as laid out in Matthew 18 and other biblical passages, be determined to be involved in and unrepentant of sin which disqualifies him for the role of Senior Pastor, the Elders will address the Senior Pastor according to the guidelines described in Matthew 18 as outlined within Article Two of these bylaws.
2. The Elders are authorized to evaluate the Senior Pastor's performance. Should the Elders

determine that the Senior Pastor's performance is substandard, they shall provide written notice to the Senior Pastor of the deficiencies and work with the Senior Pastor on a performance improvement plan. Should the Senior Pastor continue to perform at a substandard level, the Elders, following a unanimous vote, may terminate the Senior Pastor's employment.

## ARTICLE VII BOARD MEETINGS

### A. Session

1. The Session shall meet no less frequently than monthly for the purpose of transacting business that may come before it.
2. Additional meetings of the Session may be convened by the request of the moderator or two Elders. Such request should be communicated to the members of the Session in writing or via electronic communication no less than 5 days ahead of the proposed meeting date.
3. A simple majority of the members, plus the moderator, shall constitute a quorum.

## ARTICLE VIII INDEMNIFICATION

1. The church may identify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal administrative or investigative, including all appeals (other than an action by or in the right of the church) by reason of the fact that the person is or was a Pastor, Session member, officer, employee or agent of the church, against expenses, including attorney's fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit or proceeding; and if that person acting in good faith and in the manner he reasonably believed to be in or not opposed to the best interests of the church and, with respect to any criminal action proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action or proceeding by judgment, order, settlement, conviction on a plea of nolo contendere or its equivalent shall not of itself, create a presumption that the person did not act in good faith and in a manner that he reasonably believed to be in or not opposed to the best interests of the church and, with respect to any criminal action or proceeding, had no reasonable cause to believe that his or her conduct was unlawful.
2. To the extent that a pastor, Session member, officer, employee or agent has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in this Article, or in the defense of any claim, issue, or matter in that action, suit, or proceeding he or she may be indemnified against expenses, including attorney's fees,

actually and reasonable incurred by him or her in connection with the action, suit, or proceeding.

3. Any indemnification made of this Article may be made by the church only as authorized in a specific case on a determination that indemnification of the pastor, session member, officer, employee or agent is proper in the circumstances because he has met the applicable standard of conduct set forth above. The determination shall be made (a) by a majority vote of the quorum consisting of the session who were not and are not parties to or threatened with the action suit or proceeding; (b) if the described quorum is not attainable or if a majority vote of the quorum of disinterested session members so directs, by independent legal counsel in a written opinion; or (c) by the majority over the members of the church.

#### ARTICLE IX CONSTRUCTION

1. References in these by-laws to articles and sections are references to articles and sections of these by-laws unless expressly noted to the contrary or unless the context clearly requires otherwise.

#### ARTICLE X AMENDMENTS

1. These by-laws may be amended subject to the laws of the State of Michigan at any annual meeting or at a special meeting by a two-thirds (2/3) majority vote of the Covenant Members present at a duly called meeting of the Membership provided that a full reading of the proposed changes or a printed distribution of the same shall have been made in conjunction with the call of the meeting.

#### ARTICLE XI REVERSIONARY CLAUSE/DISSOLUTION

1. In the event of dissolution, in the absence of a merger or other reorganization of the church, following all payment of church financial obligations, liabilities or other debts, all remaining rights, titles and interest in the assets of Genesis: the Church shall transfer as follows: one-half (50%) to the American Baptist Churches of Michigan, which is an organization qualified as an exempt organization under section 501c(3) of the Internal Revenue Code of 1986 as amended, or its assigns; and one-half (50%) to other organizations qualified as exempt organizations under section 501C(3) of the Internal Revenue Code of 1986 as amended.

#### ARTICLE XII FISCAL YEAR

1. The fiscal year of Genesis the Church is from October 1 to September 30.

ARTICLE XIII  
GIFT DESIGNATIONS ADVISORY ONLY

1. Any and all gifts or donations to the church is a transfer of a donor's entire interest in the donated property. The member relinquishes all present and future dominion and power over the gift. Genesis the Church may, at its discretion, change the use of gifts by donors. Designated gifts are received and understood to be advisory only rather than obligatory. That is, the management and use of all designated funds are subject to the exclusive control and discretion of the leadership and specific designations may not be followed.
2. To ensure that all gifts are effectively used, no gift will be accepted which is unduly restrictive, likely to result in a net loss for the church or designated for a purpose outside of the mission of Genesis the Church. Contributions are received and accepted with the understanding that Genesis the Church assumes complete discretion and direction over the usage of any gift.

ARTICLE XIV  
PRIVATE INUREMENT

1. No part of the net earnings of the church shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the church shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in furtherance of the purposes set forth Article One Section C.

ARTICLE XV  
POLITICAL INVOLVEMENT

1. No substantial part of the activities of the church shall be the carrying on of propaganda or otherwise attempting to influence legislation. The church shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE XVI  
RACIAL NONDISCRIMINATION

1. The church shall have a racially nondiscriminatory policy and, therefore, shall not discriminate against members, applicants, students, and others on the basis of race, color, or national or ethnic origin.

ARTICLE XVII

## LIMITATION OF ACTIVITIES

1. Notwithstanding any other provision of these bylaws, the church shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes stated in Article One Section C.

## ARTICLE XVIII OLIVE BRANCH

1. The church believes that it is to provide the community with a Christian based daycare which is based upon and consistent with Biblical teachings. The church believes that the home and church are responsible before God for providing a Christian education. To this end, the church shall engage in ministries in education in keeping with the following dictates:
  - a. The director of the daycare shall be a member of this church.
  - b. All educational programs or course of instruction shall be taught and presented in full accord with the Statement of Faith of the church.
  - c. All educational programs or courses of instruction shall be conducted as an integral and inseparable ministry of the church.
  - d. The Session shall assist and advise the director on all matters relation to the daycare. The Session shall act as the school board and shall hear all matters and disputes which may arise out of the daycare and shall advise the director accordingly. The Session may create and recommend to the director school policies for governing the ministry of education consistent with the provisions herein.
  - e. The Session shall be the final authority on all matters relating to the ministry of the daycare. The Session shall have the authority to approve or disapprove any decision or recommendation of the Olive Branch Board on all matters relating to the daycare.

## ARTICLE XIX SCRIPTURE

1. Any scripture cited within this document references *The Holy Bible*, New International Version. Grand Rapids: Zondervan House, 2011. Print.