



General Provisions

Non Profit Status

This church shall be organized and operated exclusively for religious purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law.

The church received this status from the Internal Revenue Service on November 2, 2007. Copies of the filings are maintained in the church offices.

This church is not organized, nor shall it operate, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits, or dividends to its members and is organized solely for non-profit purposes. The property, assets, profits and net income of this church are irrevocably dedicated to charitable, educational, and religious purposes and no part of the profits or net income of this church shall ever inure to the benefit of any individual. On the dissolution of this church, its assets remaining after payment, or provision of payment of, all debts and liabilities of this church shall be distributed to a non-profit fund, foundation, or corporation that is organized and operated for charitable, educational, ecclesiastical, religious, or sacerdotal purposes and that has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code and its Regulations as they now exist or may hereafter be amended.

Prohibition against sharing in corporate earnings

No member, trustee, officer, employee, committee member, or person connected with the church, or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the church, provided that this shall not prevent the payment to any such person of such reasonable compensation for services rendered to or for the church in effecting any of its purposes as shall be fixed by the church leadership, and no such person or persons shall be entitled to share in the distribution of any of the church assets upon dissolution of the church. All members of the church shall be deemed to have expressly consented and agreed that upon such dissolution or winding up of the affairs of the church, whether voluntary or involuntary, the assets of the church, after all debts have been satisfied, then remaining in the hands of the leadership shall be distributed, transferred, conveyed, delivered and paid over, in such amounts as the leadership may determine or as may be determined by the court of competent jurisdiction upon application of the leadership, exclusively to charitable, religious, scientific testing for public safety, literary or educational organizations which would then qualify under the provisions of Section 501 (c) (3) of the Internal Revenue Code and its Regulations as then now exist or as they may hereafter be amended.

Exempt Activities

Notwithstanding any other provision of these Bylaws, no member, trustee, officer, employee, or representative of this church shall take any action or carry on any activity by or on behalf of the church not permitted to be taken or carried on by an organization exempt under Section 501 (c) (3) or the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are now deductible under Section 170 (c) (2) and 509 (a) (1) of such Codes and Regulations as they now exist or as they may hereafter be amended.

Article One

Offices

The principal office of StoneBridge Church, Inc. hereinafter referred to as the Corporation, shall be located at the address set forth in the Articles of Incorporation. The Corporation may have such other offices, either within or without the State of Incorporation, as the elders may determine.

Article Two

Statement of Faith

The Bible

We believe the Bible, both Old and New Testaments, to be the inspired Word of God, without error in the original writings, the complete revelation of God's will for the salvation of men and women, and the final authority for all Christian faith and life. (2 Timothy 3.16-17, 2 Peter 1.19-21, Matthew 5.17-18, John 10.34-36)

The Trinity

We believe in one God, Creator of all things, infinitely perfect and eternally existing in three persons, Father, Son, and Holy Spirit. (Deuteronomy 6.4, Matthew 28.19, 2 Corinthians 13.14)

The Father

We believe in God the Father, an infinite personal Spirit, perfect in holiness, wisdom, power, and love. We believe that He actively and mercifully intervenes in the affairs of humanity, that He hears and answers prayer, and that He saves from sin and death all who come to Him through Jesus Christ. (Exodus 34.6-7, John 3.16, John 4.23-24, Ephesians 1.3)

Jesus Christ

We believe that Jesus Christ is true God and true man. He was conceived by the Holy Spirit and born of the virgin Mary. He lived a sinless life. He died on the cross as a sacrifice for our sins. He rose bodily from the dead. He ascended into heaven. He is now our High Priest and Advocate at the right hand of the Father. (John 1.1-18, Romans 4.25, Ephesians 1.15-23, Colossians 1.15-23, Hebrews 7.23-25)

The Holy Spirit

We believe the Holy Spirit is fully God, equal with the Father and the Son. The primary ministry of the Holy Spirit is to glorify Jesus by convicting non-Christians of their need for Christ; giving new birth to believing sinners; and indwelling, sanctifying, leading, teaching, and empowering believers for godly living and service. We believe that all Christians are to be baptized (filled) with the Holy Spirit subsequent to conversion. We also believe that all of the spiritual gifts listed in the Bible (Romans 12.6-8, Ephesians 4.11, 1 Corinthians 12.8-10, 28-30) continue to be distributed by the Spirit today; that these gifts are divine provisions central to spiritual growth and effective ministry; and that these gifts are to be eagerly desired, faithfully developed, and lovingly exercised according to biblical guidelines. (John 3.3-8, John 14.15-27, John 16.5-15, Romans 8.9-17, 1 Corinthians 12-14, Galatians 5.16-26, Ephesians 5.18-21)

Humanity

We believe God created humanity in the image of God. We further believe men and women are sinners by nature and action and are therefore spiritually dead. We also believe that those who repent of sin and place their trust in Jesus Christ are spiritually born again to new life by the Holy Spirit. (Genesis 1.27, Acts 2.38-39, Ephesians. 2.1-9, Romans 3.9-26, Romans 5.12-21)

Salvation

We believe that salvation is a free gift of God and is received by individuals through faith in Jesus Christ apart from any human merit, works, or ritual. We believe that the shed blood of Jesus and His resurrection provide the only grounds for the forgiveness of sins for all who believe and that only those who receive Jesus Christ are born of the Spirit, become children of God, and are given eternal life. (John 3.16-17, John 8.23-24, John 14.6, Acts 16.29-34, Romans 3.21-31, Romans 10.9-10, Ephesians 2.4-9, 1 Timothy 2.3-6, Titus 3.5-7)

The Church

We believe that the Church is composed of all people who through saving faith in Jesus Christ are united together in the Body of Christ of which He is the head. (Ephesians 1.22, 2.14-22 and 4.1-5) We believe the ordinances of the local church are believers' baptism and the Lord's Supper. Believers' baptism is a testimony of the death to sin and resurrection to a new life in Christ; and the

Lord's Supper is a memorial service, setting forth in sacred and symbolic manner the death of Jesus and our salvation through faith in Him. All believers and only believers should participate in these ordinances. (Matthew 26.26-29, Matthew 28.19-20, Acts 2.38-39, Romans 6.3-4, 1 Corinthians 11.17-32, Colossians 2.11-12)

Christ's Return

We believe that the personal and imminent return of our Lord Jesus Christ is our future hope and has a vital bearing on the personal life and service of the believer. (Matthew 24, John 14.1-4, 1 Thessalonians 4.16-18, Titus 2.11-14, Revelation 19-20)

Resurrection

We believe in the bodily resurrection from the dead: of the believer to everlasting joy with the Lord; and of the unbeliever to judgment and everlasting separation from God. (1 Corinthians 15.35-58, 2 Corinthians 5.1-10, 2 Thessalonians 1.5-10, Revelation 20-21)

Kingdom of God

We believe that the Kingdom of God has come in the ministry of the Lord Jesus Christ, that it continues to come in the ministry of the Holy Spirit through the Church, and that it will be consummated in the glorious, visible and triumphant appearing of Christ when He returns to the earth as King. We believe that after Christ returns He will bring about the ultimate defeat of Satan, the resurrection of the dead, the final judgment, and the eternal blessing of the righteous. At that time, the Kingdom of God will be completely fulfilled in the new heaven and the new earth. (Matthew 4.23, Matthew 12.28, Mark 13.26, Acts 1.1-8, Acts 2.14-39, Romans 14.17-18, 1 Thessalonians 4.15-17, Revelation 19.11-16, Revelation 20.10, Revelation 21.1-5)

Christian Responsibility

We believe that the highest priorities for every believer are the Great Commandments: "Love the Lord your God with all your heart and with all your soul and with all your mind and with all your strength" and "Love your neighbor as yourself." These commands are fulfilled by glorifying God, enjoying Him and fulfilling His Great Commission to "Go and make disciples of all nations." These pursuits require personal commitments to live by the truth of God's Word and to depend on the power of the His Spirit. Practically, both the Word and the Spirit call us to a life of Christ-like character, wholehearted worship, generous giving, unselfish service, and compassionate outreach to the lost. (Matthew 20.26-28, Matthew 22.37-40, Matthew 25.31-24, Matthew 28.19-20, Luke 6.38, John 4.23-24, Ephesians 4.12-13, Ephesians 5.18-21, 2 Timothy 3.16-17)

Article Three

Dual Nature of the Church (Corporation)

The Church (Corporation) has a dual nature as both the Body of Christ and a Nonprofit Corporation incorporated in the State of Georgia. The purpose of the Corporation is to create an organizational structure that supports the life of StoneBridge as the Body of Christ, to protect the leadership of StoneBridge by adhering to all applicable state and federal regulations governing the operation of a church, and to maintain a stable organizational culture so the people and ministries of StoneBridge can flourish.

Article Four

Membership

People who have repented of their sins, chosen to follow Jesus, and have received the Holy Spirit into their lives are joined to the Body of Christ through the work of the Holy Spirit (Romans 8.15-16, 1 Corinthians 12.13.)

As a local expression of the Body of Christ, StoneBridge Church is comprised of all people the Holy Spirit has grafted into this fellowship. As an expression of this reality, members of StoneBridge will: regularly participate in corporate worship, contribute financially to StoneBridge, regularly serve at StoneBridge, and engage in the disciple-making ministries of StoneBridge. Members of StoneBridge also agree to submit to the pastor and leadership of the church in matters of conduct and doctrine. Discipline of church members is described in Article 13.

For the purpose of voting, a signed copy of the Membership Covenant from the most recent calendar year will serve as proof of membership. Members' voting rights are described in Article Nine, Paragraph 5, relating to nominations for the board of elders and Article Seven, relating to the selection of a new senior pastor. Members shall have no other voting rights.

Those under church discipline, or anyone whose purpose is to disrupt the service or the meeting, or any person whose presence is deemed to be detrimental to the church or its services, at the sole discretion of the Senior Pastor and/or the Elders of the church, may be excluded from any service or property of the church. This church is not a public institution and its property, whether rented, leased,

owned or volunteered for us by a member, is not a public place. The church maintains the right to determine who may and may not attend meetings or come onto property owned or used by the church.

Article Five

Government

StoneBridge Church seeks to be led by the Holy Spirit in all its decisions. The Senior Pastor, the congregation, the Transformation Network Board, the Elders, and the Finance Team all have a role in the body's leadership. The Senior Pastor's office is responsible for developing and communicating the vision and overseeing the day-to-day ministry of the church. The congregation influences the spiritual tone, strength, and direction of the church by wisely selecting the Senior Pastor. The Transformation Network Board is to protect the church through counsel, prayer, and if required, the discipline of the Senior Pastor, as described in Article Seven. The Elders are to serve the church as described in Article Eight. The Finance Team is to serve the church by assuring compliance with church corporation management policies and by approving the major financial commitments for the church, as described in Article Nine.

Article Six

Senior Pastor of the Church/ President of the Corporation

Section 1. The Office of the Senior Pastor

(Paragraph 1) The Dual Role

StoneBridge Church has two complementary branches-the spiritual Body of believers and the legal Corporation and it is the senior pastor who administratively bridges the gap between the two branches. The Senior Pastor is primarily responsible for the spiritual life of the church. Therefore, he must be in a position corporately to ensure that financial strength is directed toward the ministries of his choice.

(Paragraph 2) Responsibilities of the Senior Pastor

It is the Senior Pastor's responsibility to:

1. Provide biblical vision and direction for the congregation;
2. Define and communicate the church's purpose;
3. Oversee and coordinate the day-to-day ministry of the congregation and administration of the church
4. Work with the Transformation Network Board pursuant to Article Eight;
5. Recognize and enlist apostolic, prophetic, evangelistic, pastoral and teaching ministries, along with elders, deacons and additional staff members as he deems biblical and necessary for the healthy spiritual development of the Body of believers;
6. Select members of the Finance Team (to be confirmed by the Elders) pursuant to Article Ten who will help oversee the business of the Corporation;
7. Staff the church as he deems necessary to help administrate the affairs of the Corporation;
8. Veto any nominations to the Board of Elders pursuant to Article Nine.

(Paragraph 3) The Senior Pastor's Spiritual Leadership

The Senior Pastor may work with elders, deacons or anyone serving in the functions or offices as outlined in Ephesians 4:11-13 in whatever way he determines is biblical to serve the spiritual needs of the congregation. Additionally, the Senior Pastor may budget moneys, hire staff, develop projects, create small groups, programs or other ministries according to his convictions and biblical understanding. He shall have the authority to appoint and approve any assistants necessary to properly carry on the church.

(Paragraph 4) The Senior Pastor's Responsibility for Services

Times, order of services and the leadership of services are to be determined by the Senior Pastor or by the spiritual church structure he establishes. No person shall be invited to speak, teach or minister in any area of the church, or in the name of the church, without the approval of the Senior Pastor or the appropriate member of the established church ministry team.

Section 2. The Office of the President

(Paragraph 1) The President

The Corporation defines its leadership under the Lord Jesus Christ and in its president. The Senior Pastor shall serve as the president and chief executive officer of the Corporation. If possible, he shall preside at all the meetings of the Finance Team and shall see that all orders and resolutions of the team are put into effect. He shall execute in the name of the Corporation all deeds, bonds, mortgages,

contracts and other documents authorized by the Finance Team. He shall be an ex-officio member of all standing committees, and shall have the general powers and duties of supervision and management usually vested in the office of the president of the Corporation.

(Paragraph 2) The Presidents Role With the Finance Team

The president is the chairman of the Finance Team. He calls meetings and determines the agenda in consultation with the team members. The president shall make selections to the Finance Team from the church membership in accordance with Article Ten. The president may also dismiss team members, but at a rate that does not exceed one dismissal every six months in accordance with Article Ten, section 3, paragraph 2.

(Paragraph 3) The President's Administrative Role

The president is the senior administrator of the church. He is ultimately responsible for all day-to-day administrative decisions of the church.

(Paragraph 4) The President's Role With Staff

The president, in consultation with the Elders, hires, directs and dismisses staff. As the Senior Pastor, his call is confirmed to the church through the congregation, and those hired by him are to assist him in fulfilling this calling.

Article Seven

Congregation

Section 1. General Authority to Select a New Senior Pastor

Should the church need a new Senior Pastor, two methods are provided for the congregational selection of a new Senior Pastor. One method involves the participation of the departing pastor. One method does not. The congregation need not officially confirm the founding pastor of the church; therefore, he is exempted from Article Seven. All candidates for Senior Pastor must be approved by the Transformation Network Board prior to being presented to the congregation.

Section 2. Congregational Process with the Participation of the Departing Senior Pastor

If the Senior Pastor is in good standing with the church and is removing himself because of retirement or relocation, the following is the selection process.

Congregational Vote

The Senior Pastor may choose up to two candidates. The first candidate is to speak in three or more primary church services. Then the Senior Pastor is to formally recommend this candidate during a meeting of the membership. The meeting is to be announced in the primary services of the church and held at least eight days, but not more than fourteen days, later. Any meeting of the membership for pastoral selection requires that the members have a signed copy of the Membership Covenant from the most recent calendar year on file at the church office. At that meeting, the departing senior pastor and the candidate must leave. Then the secretary/treasurer is to conduct a secret ballot vote and, with a minimum two-thirds (2/3) vote, the candidate shall be accepted. If that candidate fails, the second candidate chosen by the Senior Pastor is afforded the same opportunity as the first. If the second ballot fails, the process outlined in Section 3 shall be followed.

Section 3. Congregational Process without Departing Senior Pastor's Participation

(Paragraph 1) Departing Senior Pastor Unavailable

If the Senior Pastor is removed by the Transformation Network Board, is deceased or cannot or will not participate in the selection process of the new senior pastor for any reason, the following shall be the process for selecting a new senior pastor.

(Paragraph 2) Meeting of the Membership

The secretary/treasurer or another person appointed by the Board of Elders is to immediately call a meeting of the membership by making an announcement during the primary worship service(s) of the church. The meeting is to be held in the church building at least eight days, but not more than fourteen days later. At the meeting of the membership, a Pastoral Selection Committee of seven people will be formed; four will be elected by the membership and three will be staff members to be selected by the Transformation Network Board. If there are not at least three staff members, the membership may elect people who are familiar with the day-to-day work of the church. The committee itself is to vote and select a chairperson and co-chairperson.

(Paragraph 3) Formation of Pastoral Selection Committee

The duty of the Pastoral Selection Committee is to work in conjunction with the Transformation Network Board to provide an interim pastor or guest speakers to conduct church services. However, neither an interim pastor nor a replacement speaker shall have the corporate powers of the president.

(Paragraph 4) Congregational Vote

The committee is to recommend a new senior pastor as soon as an acceptable candidate is available. Once the committee recommends a senior pastoral candidate, that person may speak to the church in every weekend service for three consecutive weeks. Afterward, a meeting of the membership shall be publicly called, chaired by the secretary/treasurer or by a member of the Finance Team. At that meeting church members shall vote by secret ballot to either accept or reject the pastoral candidate. Finance Team members and their spouses are to count the ballots. A minimum two-thirds (2/3) vote of those attending the meeting is required to elect the next Senior Pastor. When a two-thirds (2/3) majority in favor of the candidate does not occur, the Pastoral Selection Committee shall seek another candidate.

(Paragraph 5) Staff Administration During Transition

During the selection process, members of the church staff are to continue in their positions. The Transformation Network Board is to appoint an acting president; this person will generally be the senior associate pastor, if any. Should staff or financial problems arise, the acting president has authority to alter the roles of staff members, including dismissal if necessary in his judgment. When the new senior pastor is in place, he has full authority to select his own staff, replacing existing staff members, if he should choose (Article Six, Section 2, Paragraph 4).

Article Eight

Transformation Network Board

(Paragraph 1) StoneBridge Church's Relationship to the Transformation Network Board

StoneBridge Church is a member of the Transformation Network, Inc. and has willingly agreed to uphold the values of the Network, to seek to further the mission of the Network, and to abide by the guidelines of the Network including:

- Giving 1% of all undesignated offerings to the Network,
- Participating in Network-wide ministry events,
- Participating in the planting of churches through the Network and according to the Network's policies and procedures.

(Paragraph 2) Function of the Transformation Network Board

The Senior Pastor will be accountable to the Transformation Network Board in the event of alleged misconduct in compliance with Article Fourteen.

Article Nine

Elders

(Paragraph 1) Spiritual Role

The Elders are to serve the congregation and the Senior Pastor in establishing the spiritual climate of the church.

(Paragraph 2) Definition

The Elders are people who function within the local church but are not members of the pastoral staff of the church. They meet the biblical qualifications for eldership and function in that calling, but derive their income from sources other than the church. StoneBridge Church shall begin with 3 elders. To help ensure that leadership grows as the congregation grows, an additional elder shall be added with every increase of 100 persons in regular worship attendance after 100 (200 in worship attendance= 4 elders, 300= 5 elders 400= 6 elders, 500= 7 elders, etc) with a maximum of 8.

(Paragraph 3) Functions

The functions of the elders are to:

1. Give wise counsel to the Senior Pastor regarding major directional decisions in the church;
2. Provide a prayer shield for the pastoral team and the local church;

3. Pray for the sick;
4. Mediate disputes among the brethren;
5. Counsel;
6. Confirm or reject the presidents/senior pastor's appointments to the Finance Team (confirmation requires a supermajority of 75% or more); and
7. Contact the Transformation Network Board to initiate investigation and potential discipline of the Senior Pastor.

(Paragraph 4) Biblical Qualification for Eldership

“An elder must be blameless, the husband of but one wife, a man whose children believe and are not open to the charge of being wild and disobedient. Since an overseer is entrusted with God's work, he must be blameless-not overbearing, not quick tempered, not given to drunkenness, not violent, not pursuing dishonest gain. Rather he must be hospitable; one who loves what is good, who is self-controlled, upright, holy and disciplined. 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.” (Titus 1:6-9)

(Paragraph 5) Appointment and Confirmation to the Board of Elders

New elders will be nominated by the congregation and confirmed by a supermajority vote (at least 75%) of the current Board of Elders.

(Paragraph 6) Service Terms

Once confirmed to the Board of Elders, the elder is to serve for three years. After that time of service, the selection process is to be repeated. Elders may serve two consecutive terms. After a second consecutive term, the elder must rotate off of the Board for one term before he can be reappointed. The Senior Pastor will setup an initial system for rotating Elder Board members off to provide continuity of the group.

(Paragraph 7) Removal of an Elder

Should anyone in the congregation, including a staff member or another elder, bring accusation against an elder, charging that the person does not qualify for eldership, a five-member group from the staff and the elder board may hear the accusations and any response from the accused elder. Two of the five-member group are to be chosen by the accused elder, and three are to be chosen by the Senior Pastor. The Senior Pastor may not serve on the panel judging the elder, but may oversee the procedures if he chooses. Then in an anonymous vote, if 4 out of 5 agree that the elder does not meet the qualifications for eldership, that elder may no longer serve on the elder board. In the event an elder resigns all action will cease and the file will be sealed to all except the president/Senior Pastor.

(Paragraph 8) Replacement of Elders

During the three years of service, those elders who are no longer able to serve for any reason need not be replaced unless the total number of elders is decreased to less than four.

Article Ten

Finance Team

Section 1. General Powers

The purpose of the Finance Team is to provide for the overall financial health of StoneBridge Church and to ensure that financial resources are available for the accomplishment of the church's mission and goals. Also, all major financial commitments of the Corporation shall be approved by the Finance Team, whose members shall have a fiduciary obligation to the Corporation.

Section 2. Functions

(Paragraph 1) Provide Facilities

The Finance Team votes in accordance with these bylaws in order to conduct the major financial commitments of the Corporation. The Finance Team oversees the provision of the physical facilities needed by the church Body. Management of any construction project that requires a loan is accountable to the Finance Team.

(Paragraph 2) Exclusive Authority

The Finance Team is the only body within the Corporation or church Body with the authority to (1) buy and sell real estate, (2) borrow money and/or (3) secure real estate leases.

(Paragraph 3) Counsel

The Finance Team is to provide counsel, at the Senior Pastor's request, regarding the major financial commitments of the church.

(Paragraph 4) Salaries

The Finance Team will set the salary of the Senior Pastor and work with the Senior Pastor in setting salaries for other employees.

Section 3. Appointment, Number, Term and Qualifications

(Paragraph 1) Number and Selection

The Finance Team shall be composed of three members who are appointed by the Senior Pastor and approved by a supermajority vote of at least 75% of the Elders. Finance Team members may not be employees of the Corporation or staff members of the church, nor can they be related or married to employees or staff members. Elders cannot serve on the Finance Team. Finance Team members will be selected for a three-year term with a maximum of two consecutive terms. The Senior Pastor will set-up an initial system for rotating Finance Team members off to provide continuity of the group. All Finance Team members must be selected from the membership of the church.

(Paragraph 2) Removal

The Senior Pastor may dismiss Finance Team members without cause, but at a rate that does not exceed one dismissal every 6 months. The Elders are not required to approve pastoral dismissals of Finance Team members. In the event that the office of Senior Pastor is vacant, the acting president may appoint or dismiss Finance Team members subject to the same limitations that apply to appointments and dismissals by the Senior Pastor in accordance with this paragraph.

(Paragraph 3) Exclusive Role

Because the Finance Team is responsible for the major financial commitments of the church, they must resign their positions on the team if they ever become paid staff members, or have an immediate family member working at the church, take any other paid position within the church, or otherwise have a conflict of interest as determined by the Senior Pastor. Volunteer work within the church is encouraged, but paid positions may constitute a conflict of interest.

Section 4. Meetings

(Paragraph 1) Frequency of Meetings

A meeting of the Finance Team shall be held at least once per quarter. The Senior Pastor, or any Finance Team member, may call a meeting at any time under the condition that the Senior Pastor and all of the Finance Team members attend the meeting.

(Paragraph 2) Leadership of Meetings

If possible, the Senior Pastor is to attend and lead each Finance Team meeting. If not possible, a member of the Finance Team must lead that meeting and proceed in order, with an appointed member keeping minutes for the record. Any motions passed and recorded in a meeting without the Senior Pastor may not take effect without the Senior Pastor's approval.

(Paragraph 3) Teleconferencing

At any meeting of the Finance Team, any person may participate in the meeting by telephone provided all members of the Finance Team present at the meeting or by telephone can hear and speak to each other. Participation by telephone shall be equivalent to attending the meeting in person.

Section 5. Compensation

Finance Team members, as such, shall not receive any salaries for their services.

Article Eleven

Officers

Section 1. Officers

The officers of the Corporation shall be a president and a secretary/treasurer and any other officers that the Finance Team may authorize from time to time.

Section 2. Appointment, Election and Term of Office

(Paragraph 1) Appointment of the President

The appointment responsibilities of the president are listed in Articles Five and Six.

(Paragraph 2) Appointment of Secretary/Treasurer

The secretary-treasurer is to be nominated by the president and approved by the Finance Team (can be an employee, note change.) Should the team fail to approve the nomination of the president, other nominations must be made until a candidate suitable to the Finance Team is nominated. The president may remove the secretary/treasurer.

(Paragraph 3) New Offices

New offices may be created and filled at any meeting of the Finance Team. Each officer shall hold office until his successor has been duly elected and qualified.

Section 3. Removal of Officers

(Paragraph 1) Overseers' Responsibility for the President

The Transformation Network Board may discipline or remove the president according to Article Thirteen.

(Paragraph 2) President's Responsibility of Secretary/Treasurer

The president/senior pastor can remove the secretary/treasurer at any time.

(Paragraph 3) Finance Team's Responsibility for All Other Officers

Any officer elected or appointed by the Finance Team may be removed by the team when the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Section 4. Powers of Officers

(Paragraph 1) The President

The powers of the president are listed in Article Six.

(Paragraph 2) The Secretary/Treasurer

As secretary, the secretary/treasurer is responsible to attend all sessions of the Finance Team, and is responsible to act as clerk thereof to record (or have recorded) all votes and the minutes of all proceedings in a book to be kept for that purpose. This person shall oversee the keeping of the membership rolls of the Corporation, and in general perform the duties usually incident to the office of secretary, and such further duties as shall be prescribed from time to time by the Finance Team or by the president.

(Paragraph 3) The Secretary/Treasurer's Role over Accounting

As treasurer, the secretary/treasurer shall oversee the keeping of full and accurate accounts of the receipts and reimbursements in books belonging to the Corporation. The secretary/treasurer shall also oversee deposits of all moneys and other valuable effects in the name and to the credit of the Corporation in such banks and depositories as may be designated by the president or Finance Team. The secretary/treasurer does not determine expenditure, but does oversee the disbursement of the funds of the Corporation as may be ordered by the Finance Team or president. This person shall perform the duties usually incident to the office of treasurer and such other duties as may be prescribed from time to time by the Finance Team or by the president.

Section 5. Finance Team's Selection of Additional Officers

In the absence of any officer of the Corporation, except the president, or for any other reason that may seem necessary to the team, the Finance Team, by a majority vote, may delegate the duties and powers of that officer for the time being to any other officer, or to any team member.

Article Twelve

Business Practices

Section 1. Fiscal Year

The fiscal year of the Corporation shall be the calendar year.

Section 2. Contracts

The Finance Team may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation. Such authority may be general or may be confined to specific instances.

Section 3. Checks, Drafts or Orders

All checks, drafts, order for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation, and such manner, as shall from time to time be determined by resolution of the Finance Team. In the absence of such determination by the Finance Team, such instruments may be signed by either the secretary/treasurer or the president of the Corporation in accordance with their duties outlined in these bylaws.

Section 4. Deposits

All funds of the Corporation shall be deposited to the credit of the Corporation in such banks, trust companies or other depositories as the Finance Team or the president may select in accordance with these bylaws.

Section 5. Gifts

The president/Senior Pastor may accept on behalf of the Corporation any contribution, gift, bequest or device for any purpose of the Corporation.

Section 6. Books and Records

The Corporation shall keep correct and complete books and records of account. The Corporation shall also keep minutes of the proceedings of its members, Finance Team, committees having exercised any of the authority of the Finance Team and any other committees.

Article Thirteen

Church Ministry

Section 1. Minister Ordination and Licensing

(Paragraph 1) Role of the Senior Pastor in Ordaining/Licensing Pastoral Staff

The Senior Pastor and a group of his choosing may ordain and/or license a person as a minister of the gospel after first examining the applicant's background, moral and religious character, and previous Bible courses and/or independent studies completed. Final determination shall be within the absolute discretion of this group.

(Paragraph 2) Role of the Senior Pastor in Ordaining/Licensing Church Planters

The Senior Pastor recommends potential church planters to the Transformation Network Board. That board oversees the ordination of all Network church planters.

(Paragraph 3) Ability to Limit Ministry Validation

The Senior Pastor and a group of his choosing may at their discretion limit any licensee ordained to an area of special emphasis.

Section 2. Ministry Training

The Senior Pastor and his staff may establish a School of Ministry, setting forth a prescribed curriculum and course of study leading to ordination and licensing of ministers. The School of Ministry shall prepare students in the knowledge of the Word of God and in ministering to people's needs through the gospel of Jesus Christ.

Article Fourteen

Church Discipline

Section 1. Disciplining Church Members

Only members are subject to church discipline.

(Paragraph 1) The Purpose of Church Discipline

The purpose of any church disciplinary procedure is the restoration of the erring member to a spiritually healthy condition and full participation in the life of the church as a member. However, should a member (including an elder; see 1 Tim. 5:19–20) consistently

conduct him- or herself in a manner that is in direct violation of clear biblical commands and remain unrepentant at the end of the following steps of discipline, that member is subject to loss of membership privileges through removal from the membership roll.

(Paragraph 2) The Steps of Discipline (Following Matt. 18:15–17)

In progressing through these stages of church discipline, ample time for repentance must be allowed at each step.

1. *Private confrontation.* The erring member should be directly approached in private by the concerned and informed fellow Christian and confronted with his or her sin. If repentance does not follow this step, the second step should be followed.

2. *Private conference.* If the erring member is unrepentant, then he or she should be confronted about his or her sin by two or three believers. If repentance does not follow this step, the third step should be followed.

3. *Public meeting.* After step two, the elders of the church should be made aware of the situation and should ensure that the biblical ideals of discipline, love, and concern have been communicated to the erring member. Care must be taken that fairness, evidence, and a right to be heard imbue all proceedings. If the elders determine that the erring member is guilty and remains unrepentant after being given ample evidence, warning, and time, step four should followed.

4. *Public exclusion.* After the elders have made clear, fair, and consistent efforts to bring the erring member to repentance without results, they may then disassociate the erring member from church fellowship. The erring member will thus lose his or her membership in the church and will be asked to stay away from any church activity. After a period of time, the elders shall attempt at least once more to bring the disfellowshipped member back into repentance, discipline, and fellowship.

Section 2. Disciplining the Senior Pastor

(Paragraph 1) Criteria for Discipline

Should the Senior Pastor demonstrate questionable moral conduct, questionable financial practices or theological views not in keeping with the StoneBridge Church Statement of Faith, which a supermajority of at least 75% of the elders believe may require either personal correction or termination of his position, the elders shall contact the Senior Pastor and then, if the problem remains, contact the Transformation Network Board for investigation and evaluation of any appropriate discipline.

(Paragraph 2) Process for Investigation

Should the Transformation Network Board be asked to investigate alleged pastoral misconduct, an agreement of a supermajority of at least 75% of the Transformation Network Board members is required to take disciplinary action. With such a supermajority, that Board shall assume complete authority over the Senior Pastor. They may decide to remove him from his position or to discipline him in a way they deem necessary. The Transformation Network Board has no authority in StoneBridge Church unless contacted by the elders, and then only insofar as permitted under these bylaws.

(Paragraph 3) Motivation

It is the intention of the church to protect the hearts of all involved in matters of pastoral discipline. Using the method outlined in these bylaws, the “sheep” never have to pass judgment upon their “shepherd.”

Article Fifteen

Amendment of Bylaws

These bylaws may be altered, amended or repealed, and new bylaws may be adopted, by a majority of the elders and concurrence of the Senior Pastor at any regular meeting. At least five days advance written notice of said meeting shall be given to each member of the board. The written notice must explain proposed changes. These bylaws may also be altered, amended or replaced, and new bylaws may be adopted by consent in writing by all elders and approval of the Senior Pastor.

Bylaws were approved by the Leadership Team StoneBridge Church on January 18, 2009