



BELMONT CHURCH

BELMONT CHURCH BYLAWS

Updated
August 01, 2023

68 Music Square East, Nashville, TN 37203
615.256.2123 | info@belmont.org | www.belmont.org

TABLE OF CONTENTS

ARTICLE 1: MISSION AND BELIEFS	7
Section 1. Statement of Identity.	7
Section 2. Statement of Purpose.	7
Section 3. Statements of Core Spiritual Beliefs.	7
Section 4. Statements on Sacramental Practices	10
ARTICLE 2: NAME AND OFFICES	Error! Bookmark not defined.
Section 1. Name.	11
Section 2. Registered Office.	11
Section 3. Church Office.	11
ARTICLE 3: MEMBERSHIP	12
Section 1. Membership.	12
Section 2. Criteria for Belmont Church Membership.	12
Section 3. Qualifications for New Members.	13
Section 4. Discipline.	13
Section 5. Termination of Membership.	13
Section 6. Membership of Elders, Pastors, Directors, and Staff	14
ARTICLE 4: COLLEGE OF ELDERS	15
Section 1. Membership and Definitions.	15
Section 2. Number of Elders.	15
Section 3. Selection and Qualifications of Elders.	15
Section 4. Term of Service.	16
Section 5. Evaluation and Accountability.	16
Section 6. Powers of Elders.	16
Section 7. Duties and Responsibilities of Elders.	16

Section 8. Limitations of Individual Elders.	18
Section 9. Removal of Elders.	18
Section 10. Resignation of Elders.	18
Section 11. Compensation and Reimbursement.	18
Section 12. Meetings of the College of Elders.	19
Section 13. Sabbatical.	19
Section 14. Elder Emeritus.	20
ARTICLE 5: OFFICERS	21
Section 1. Officers.	21
Section 2. Selection and Term.	21
Section 3. Limitations.	21
Section 4. Vacancies.	21
Section 5. Compensation.	21
Section 6. Removal of Officers.	22
Section 7. Resignation of Officers.	22
ARTICLE 6: STAFF ELDERS	23
Section 1. Membership and Definitions.	23
Section 2. Selection and Qualifications of Staff Elders.	23
Section 3. Assessment of Staff Elder(s).	23
Section 4. Term of Office.	23
Section 5. Duties and Responsibilities of Staff Elder(s).	23
Section 6. Limitations.	24
Section 7. Removal of Staff Elder.	24
Section 8. Resignation of Staff Elder.	24
ARTICLE 7: DEPARTMENTS AND EXECUTIVE GROUPS	25

Section 1. Departments.	25
Section 2. Executive Groups.	25
ARTICLE 8: EMPLOYMENT	25
Section 1. Employment.	26
Section 2. Definitions.	26
Section 3. Oversight, Discipline, Hiring and Firing of Pastors, Staff Directors, and Financial Administrators.	26
Section 4. Oversight, Discipline, Hiring and Firing of Staff.	27
Section 5. Employee Handbook.	27
Section 6. Limitations.	27
ARTICLE 9: MISSIONARIES	29
ARTICLE 10: PROPERTY OWNERSHIP	30
Section 1. Title to Property.	30
Section 2. Restrictions.	30
Section 3. Certification on Real Property Conveyance.	30
Section 4. Exemption from Restrictions.	30
ARTICLE 11: FINANCE	31
Section 1. General Oversight and Compensation.	31
Section 2. Periodic Financial Review.	31
Section 3. Quarterly Reports.	31
ARTICLE 12: DISSOLUTION	32
ARTICLE 13: AMENDMENTS	33
ARTICLE 14: INDEMNIFICATION	34
Section 1. Conduct.	34
Section 2. Scope of Indemnification.	34

Section 3. Indemnification Request.	34
ARTICLE 15: MISCELLANEOUS	35
Section 1. Interested Party Transaction.	35
Section 2. Review and Approval of Interested Party Transactions.	35
Section 3. Private Inurement.	35
Section 4. Insurance.	36
Section 5. Corporate Records.	36
Section 6. Inspection By Elders.	36
Section 7. Church Facilities for Weddings.	36

ARTICLE 1: MISSION AND BELIEFS

Section 1. Statement of Identity.

Belmont Church is a diverse, locally-governed, non-denominational Christian church located in Nashville, Tennessee. We believe that the Bible is the divinely inspired Word of God. We also believe in the present-day ministry and gifts of the Holy Spirit. Accordingly, we purpose passionately to pursue God's eternal redemptive plan for our church, our community, our nation, and our world.

Section 2. Statement of Purpose.

Jesus taught that the greatest commandments were to love the Lord your God with all your heart, soul, and mind and to love your neighbor as yourself (Matthew 22: 36–40). Therefore:

- Belmont Church purposes to express our love for God through extravagant worship and praise, fervent prayer and intercession, exuberant giving of its resources to the Kingdom of God, and in-depth biblical study and inquiry.
- Belmont Church purposes to express our love for our neighbors through serving the poor and needy; our faithful support and embrace of local and world outreach; and our desire for meaningful worship where all are welcomed to encounter the truth, love, and power of God. We take Jesus' mandate seriously to go into all the world and make disciples. (Matthew 28:19–20).

Section 3. Statements of Core Spiritual Beliefs

Belmont Church is a congregation of believers who rely wholly on the Word of God and the Spirit of God for our values and beliefs. As such, we share many core beliefs with multitudes of Christian churches around the globe. In this Section we choose to highlight our core beliefs to articulate for ourselves and others the foundational and distinctive elements of our theological beliefs and spiritual practices. The following Statements of Core Spiritual Beliefs do not exhaust the extent of our faith. The Word of God itself is the final authority concerning what we believe.

A. We believe that there is one infinite God, who is omnipotent, omniscient, omnipresent, perfectly righteous and holy, and incomparably loving. God is eternally existent in three persons: Father, Son and Holy Spirit. (Genesis 1:1; John 1:1; John 10:30-33; John 14:10-17; Ephesians 4:4-6)

B. We believe that Jesus Christ is Lord and Savior, fully God and fully human. (Philippians 2:5-8) We believe in His appearance on earth through a virgin birth (Luke 1:26-38; Luke 2:1-7), His sinless life (2 Corinthians 5:21), His miracles, His death to take away the sins of the world and restore humankind toward right relationship with God (Romans 4:25) His bodily resurrection (Luke 24:2-7), His ascension to the right hand of the Father (Mark 16:19) and His personal return to earth in power and glory to complete the work of bringing the Kingdom of God to earth as it exists in heaven. (2 Peter 3:3-13)

C. We believe in the active ministry of the Holy Spirit who ushers in the experiential presence of God and who empowers the Christian for witness and service (Acts 1:8). We believe that all the fruit and gifts of the Holy Spirit are operative and necessary for the church. (Galatians 5:22-23; I Corinthians 12:8-10)

D. We believe that the Bible is the Holy Spirit-inspired, authoritative Word of God and that it is completely reliable and infallible. All Scripture is God-breathed and is useful for teaching, rebuking, correcting and training in righteousness, so that the servant of God may be thoroughly equipped for every good work. (II Timothy 3:16-17)

E. We believe Jesus Christ, alone, is the way, the truth and the life of God. (John 14:6). We believe that salvation is solely by grace, through faith in the Lord and Savior Jesus Christ, by the shedding of his blood on the cross for all humanity. (Ephesians 2:8-9; Romans 3:25; I Peter 3:18) We believe that anyone who confesses with their mouth that Jesus is Lord and believes in their heart that God raised him from the dead, will be saved. (Romans 10:9)

F. We believe that God wants all people to be saved and that all come to the knowledge of Him. (I Tim 2:4; 2 Peter 3:9) We believe in the resurrection of both the saved and the lost. Those who are saved to eternal life with God, and those who are lost to punishment and eternal death and separation from God. We believe that those who accept Jesus as Lord and savior will be joined with Him now and forever and those who reject Jesus will be separated from Him now and forever. (Matthew 25:31-46)

G. We believe in one universal church that is the body of Christ. (1 Corinthians 12.12) We believe that Christ is its head. (Colossians 1:18) We believe that all who are born again by the blood of Jesus and by the Spirit are its members. (John 3:5-8) We believe the church's purposes are offering love and worship to God (1 Chronicles 16:23-31; Hebrews 12:28-29); providing fellowship, love, ministry, and instruction to itself (Acts 4:32-35); extending love, evangelism and service to the world by joining Jesus in

bringing His Kingdom on earth through our ministry as His ambassadors of reconciliation to all others. (2 Corinthians 5:18-20) We believe in the spiritual unity of all believers in our Lord Jesus Christ.

H. We believe in the presence and ministry of angels, the reality of the devil and demonic beings, and the legitimacy and necessity for spiritual warfare over and for our nations, cultures, cities, families and individuals so that the purposes for which God created every human (Psalm 139) and established every nation (Acts 17:26-27) may find their fulfillments.

I. We believe in the power of prayer to connect to the heart of the Father and experience His love and acceptance. We believe prayer enables us to communicate directly with God and God to communicate directly with us as we listen. (John 10:27-28; John 16:23; Jeremiah 33:3) We believe that prayer transforms our physical and spiritual reality and has the power to bring healing, restoration, and meaningful change in our world and our community. (Mark 11:22-24)

J. We believe in the sanctity of life from conception to death. (Psalm 139:13-16)

K. We believe God has designed the beautiful gift of sexual intimacy to be shared in the sacred covenant marriage relationship between a husband and wife. We further believe that all intimate sexual activity outside the marriage relationship, whether heterosexual, homosexual, or otherwise, is immoral and therefore sin. (Genesis 2:24-25; Exodus 20:14, 17, 22:19; Leviticus 18:22-23, 20:13, 15-16; Matthew 19:4-6, 9; Romans 1:18-31; I Corinthians 6:9-10, 15-20; I Timothy 1:8-11, Jude 7)

L. We believe men and women are equally created in the image of God, and that God uniquely, wonderfully, and immutably creates each person as male or female (Genesis 1:27). These two distinct genders together reflect the image and nature of God, and we believe men and women augment each other in the service of God's Kingdom and in the working of the Holy Spirit (1 Corinthians 11:11-12); therefore both should be encouraged and released in all aspects of the ministry of Jesus Christ (1 Corinthians 14:26).

M. In marriage and in the church, we believe God works within the distinctiveness and uniqueness of men and women for order and harmony, and He calls men and women to love and serve one another; He calls those who lead to be greater servants (Mark 10:43-45). We believe the Biblical role of elder/overseer is reserved for men in the church (1 Timothy 3:1-7, Titus 1:5-9). However, through their husbands, the wives of the Elders

also have a distinct and unique voice in the shaping and shepherding of the body of Belmont Church.

N. We believe Gentile followers of Jesus do not replace Israel in the promises of God. (Romans 1:16) As ingrafted branches on God's tree, Gentiles now share both the nature and the continuing promise with the Jewish people who have been rooted in God. Therefore, we believe we should love, encourage, comfort and stand with Jewish people throughout the world. (Romans 11:11-26)

O. God poured out His Spirit on all people, young and old, men and women on the day of Pentecost (Joel 2:28-29, Acts 2:17-18). We affirm that the Spirit continues His work today in both men and women, and we believe He calls, anoints, and releases both men and women to the good works He has prepared for each to do (Ephesians 2:10), as He determines (1 Corinthians 12:11). We believe that when Jesus ascended, He gave spiritual gifts to His people, enabling some to serve as apostles, prophets, evangelists, pastors and teachers for the purpose of equipping the church and bringing the body of Christ into maturity. (Ephesians 4:1-11) We believe that He continues to give these ministry gifts today.

P. We believe that God has entrusted to His church both the message and ministry of reconciliation through the power of the Gospel to tear down dividing walls in our culture and society based on racial, ethnic, socioeconomic or denominational backgrounds. (2 Corinthians 5:17-20; Proverbs 31:8-9; Isaiah 1:17; Micah 6:8)

Section 4. Statements on Sacramental Practices

- A. **Baptism:** We practice baptism by immersion as a testimony and public declaration of believers who have repented of sin and confessed Jesus Christ as their Savior and Lord in obedience to the Holy Scriptures (Acts 2:38).
- B. **The Lord's Supper/Communion:** We believe that Jesus taught his followers to come together often to remember and celebrate his life, death, and resurrection through the Lord's Supper. We believe the symbolic sharing of bread and wine together, to be reminded of his sacrificial gift of eternal life, draws us closer to him and to each other. We believe that in the Lord's Supper we are renewed to walk in the power of his life, death, resurrection, and triumphant return to earth (Luke 22:7-20; 1 Corinthians 11: 23-26).
- C. **Marriage:** We believe that marriage is a sacred covenant relationship established by God between a man and a woman. Jesus taught "For this reason, a man will leave his father and mother and be united to his wife, and the two will become one flesh. Therefore, what God has joined together, let no one separate (Matthew 19:4-6)."

Accordingly, all Pastors, Elders, and/or Staff of Belmont Church may only officiate, host, and/or solemnize marriages between one biological man and one biological woman and shall not foster any activity contrary to God's ordained definition of marriage.

- D. **Dissolution of Marriage:** We believe that God instituted marriage as a lifelong, monogamous union between a man and a woman and that it represents a binding covenant relationship (Mark 10:6–9). God hates divorce (Malachi 2:16) and so must we. In certain circumstances, divorce may be permissible where marital infidelity, physical abandonment, or abuse has occurred, and reconciliation has not been achieved (Matthew 19:9; 1 Corinthians 7:10-15).

ARTICLE 2: NAME AND OFFICES

Section 1. Name.

The name of this corporation is Belmont Church, as provided in the Nonprofit Corporation Charter ("Charter") filed with the Tennessee Secretary of State. It is intended that Belmont Church have the status of a corporation that is exempt from federal income tax under Section 501(a) of the Internal Revenue Code of 1986, as amended, or any corresponding provisions of any future tax laws (hereinafter referred to as the "Code"), as an organization described in Section 501(c)(3) of the Code. Belmont Church has been organized pursuant to the Tennessee Non-Profit Corporation Act. The words Belmont Church, as used in these Bylaws, include all entities and multisite locations of Belmont Church.

Section 2. Registered Office.

The registered office of Belmont Church is required to be maintained in the State of Tennessee by the Tennessee Non-Profit Act, as amended from time to time, and may, but need not, be identical with the principal office in the State of Tennessee. The address of the registered office may be changed from time to time by the Elders (as defined in Article 4).

Section 3. Church Office.

The principal office of Belmont Church is located at 68 Music Square East, Nashville, Tennessee 37203. The principal office of Belmont Church may not be moved to a different location unless approved by the Elders.

ARTICLE 3: MEMBERSHIP

Section 1. Membership.

Belmont Church will have “Members”, which shall mean those individuals who have met and maintained the criteria for membership provided in Article 3 Section 2, and Section 3.

Section 2. Criteria for Belmont Church Membership.

A. We invite those who meet the membership standards to become active Members of Belmont Church. A Member of Belmont Church affirms the following membership standards, in a form provided during the membership process:

1. I have been saved by grace through faith in Jesus Christ alone and have received Him as both my Savior and Lord.
2. I believe there is only one God; Father, Son, and Holy Spirit; Maker of heaven and earth.
3. I believe Jesus Christ is God’s only Son, our only Lord and Savior, eternally existing, conceived of the Holy Spirit, born of the virgin Mary, crucified for our sins, risen from the dead on the third day, ascended to the Father, sitting at His right hand, coming again as Judge and King.
4. I believe the Holy Spirit has been given to all believers.
5. I have been baptized in water at some point in my life, signifying conversion and faith in Jesus.
6. I believe the Bible is God’s Word and is authoritative in all matters of faith and practice.
7. I have read and am in agreement with Belmont Church’s Mission and Beliefs (found in Article 1) and Statement of Core Spiritual Beliefs (found in Article 1 Section 3).
8. I agree to be governed by Belmont Church’s Bylaws as they pertain to church life.
9. I agree to support the work of God regularly through Belmont Church with my time, gifts, skills, and finances.

- B. A Member of Belmont Church must have concluded membership in any previous churches as ethically and peacefully as possible.
- C. A Member of Belmont Church accepts that the Elders and Pastors of Belmont Church have a pastoral responsibility in his or her life, including following the biblical disciplinary process as defined in Section 4.

Section 3. Qualifications for New Members.

Any person attending Belmont Church who gives satisfactory evidence of having placed their faith in the Lord Jesus Christ as their personal Savior and Lord, who affirms his or her agreement with the criteria for Belmont Church membership provided in Article 3, Section 2, and who completes an appropriate new Member process shall be received as a Member of Belmont Church.

Section 4. Discipline.

The disciplining of a Belmont Church Member, when necessary, shall proceed as follows:

- A. If any Member should conduct himself or herself in a manner which, in the studied opinion of the Staff Elder(s), based upon the facts known to them, is not in harmony with Biblical principles and for which he or she does not show evidence of repentance, he or she shall be interviewed and counseled after the manner clearly indicated in the Word of God (Matthew 18:15–17; Galatians 6:1; 2 Thessalonians 3:14–15). The restoration of the erring Member shall be the primary purpose and love the sole motivating force in these interviews.
- B. If, however, the Member should choose to continue in his or her unrepentant condition and should persist in sin, false teaching, or division as determined by the Staff Elder(s), the Staff Elder(s) may recommend to the Elders termination of his or her membership. The Elders may terminate his or her membership by a two-thirds majority vote. The Elders may also notify Belmont Church of such action, and may expel him or her from the fellowship of Belmont Church (1 Corinthians 5:9–13).

Section 5. Termination of Membership.

- A. Membership may be terminated when one or more of the following occurs:
 - 1. A Member dies.
 - 2. A Member resigns from Belmont Church and/or joins another church.

3. A Member absences themselves from Belmont Church fellowship for a period of one (1) year other than for mission activities, personal commitments, or physical impairment.
 4. A Member is disciplined in accordance with Section 4(B) above.
 5. A Member denies his or her profession of faith in Jesus Christ.
 6. A Member departs from membership standards.
- B. Membership may be reviewed periodically. Those members liable for termination of membership under Article 3, Section 5, 3 through 6 above shall be identified. They shall be counseled with a view toward reconciliation with Belmont Church. The Elders are empowered to remove from membership those who have not responded to discipline and those who have asked to permanently leave fellowship with Belmont Church.

Section 6. Membership of Elders, Pastors, Directors, and Staff

The office of Elder and their spouses will be active Members of Belmont Church during their tenure. Each Pastor and Staff member and their respective spouses will be active Members during their tenure or period of employment.

ARTICLE 4: COLLEGE OF ELDERS

Section 1. Membership and Definitions.

The “Elders” shall mean the “College of Elders.” The College of Elders (“COE”) is made up of Staff Elder(s) and/or volunteer Members of Belmont Church.

Section 2. Number of Elders.

The COE will consist of at least five and no more than twenty members. The exact number of Elders will be fixed, within those limits, by a resolution adopted by the COE, as amended from time to time.

Section 3. Selection and Qualifications of Elders.

A. The Elders shall be selected according to the following process:

1. From time to time, the COE may solicit nominations for new Elders from Members of Belmont Church. Nominees are limited to active Members of Belmont Church.
2. Individuals nominated for the COE shall be approved by a two-thirds majority vote of the COE after determining the person’s biblical qualifications for becoming an Elder as provided in 1 Timothy 3:1–7 and Titus 1:6–9 and in accordance with these Bylaws.
3. The COE shall present the Elder candidates to the Members for comment following recommendation. Any comments from the Members shall be investigated and acted upon by the Elders.

B. The COE shall nominate a Chairman of the Elders from the current COE and approve such nominee by a two-thirds majority vote of all active members of the COE. The Chairman of the Elders shall serve for a period of up to 3 consecutive years, and the active members of the COE will take an annual vote affirming the Chairman of the Elders, which must pass by a two-thirds majority vote. An Elder who has previously served as the Chairman may be reelected, provided they have not served as Chairman of the Elders during the immediately preceding 3-year period. The Chairman of the Elders will preside at all meetings of the COE and will exercise and perform other powers and duties the COE may from time to time assign to him or as prescribed by the Bylaws. In the event the Chairman of the Elders is unable to preside at a meeting, the Chairman of the Elders may appoint a designee from the COE to preside at the meeting.

- C. The COE shall nominate a Secretary of the Elders from the current COE and approve such nominee by a two-thirds majority vote of all active members of the COE. The Secretary of the Elders shall serve for a period of up to 3 consecutive years, and the active members of the COE will take an annual vote affirming the Secretary of the Elders, which must pass by a two-thirds majority vote. An Elder who has previously served as the Secretary of the Elders may be reelected, provided they have not served as Secretary of the Elders during the immediately preceding 3-year period. The Secretary of the Elders shall keep a complete record of COE proceedings and hold the other powers and duties that the COE prescribes.

Section 4. Term of Service.

Each Elder will serve in the COE until they resign, die, become incapacitated, or are removed. Notwithstanding, an Elder may request a 12-month sabbatical as provided for under Section 13 herein.

Section 5. Evaluation and Accountability.

- A. Each Elder must evaluate his own physical, practical and spiritual ability to continue to be a contributing member of the COE, and honestly communicate such to the Chairman of the Elders on a regular basis, but no less frequently than annually.
- B. The COE will conduct annual peer-to-peer reviews and maintain an open-door policy for Belmont Church membership to bring feedback.

Section 6. Powers of Elders.

Recognizing Jesus Christ as the Head of the Church, the Elders are the governing authority of Belmont Church. Elders are known as and function as Directors under the Tennessee Nonprofit Corporations Act. Subject to the provisions and limitations of the Tennessee Nonprofit Corporations Act, any other applicable laws, and any contrary provisions in Belmont Church's Bylaws or Charter. Belmont Church's activities and affairs will be managed, and all corporate powers will be exercised, by or under the direction of the COE.

Section 7. Duties and Responsibilities of Elders.

The duties and responsibilities of the COE include those identified for Directors under the Tennessee Nonprofit Corporations Act, designated in the Bylaws and as provided below:

- A. To participate in the ministries of Belmont Church.

- B. To approve the mission and vision of Belmont Church and release the staff under the supervision of the Staff Elder(s) (see Article 6) to implement them.
- C. To guard and preserve the core beliefs, vision, and distinctive elements of Belmont Church. All changes to the current doctrinal policies of Belmont Church must be approved by a two-thirds majority of all active members of the COE.
- D. To approve borrowing money and incurring indebtedness on behalf of Belmont Church, or cause to be executed and delivered for Belmont Church's purposes and in Belmont Church's name, any promissory notes and other evidences of debt and/or security instruments by a two-thirds majority vote.
- E. To exercise all powers conferred by the State of Tennessee and/or other applicable laws.
- F. To approve any official affiliation of Belmont Church with another church or organization by a two-thirds majority vote of all the active members of the COE at any duly called meeting; or, should that circumstance ever arise, approve the dissolution of Belmont Church in accordance with Article 12.
- G. To demonstrate regular attendance and service in weekly assemblies and ministry to the congregation of Belmont Church.
- H. To change the principal office or the principal business office in Tennessee from one location to another; cause Belmont Church to be qualified to conduct its activities in any other state, territory, or country; and conduct its activities in or outside Tennessee.
- I. To select and remove Belmont Church's Officers and agents, to prescribe powers and duties for them, with the Belmont Church Charter or Bylaws, fix their compensation, and require from them security for faithful service.
- J. To oversee and govern the affairs and business of Belmont Church and to make relevant rules and regulations not inconsistent with the law, the Charter or the Bylaws.
- K. To review and provide final approval for the annual budget and staffing plan of Belmont Church.
- L. To conduct an annual review of the Staff Elder(s), and financial administrator (as defined in Article 8).
- M. To review and provide final approval for the hiring and firing of all Pastors, Staff Directors, and the financial administrator.

- N. To license and ordain Pastors, Staff, and Members who affirm Belmont Church's Mission and Beliefs as set forth in Article 1 of these Bylaws as ministers of the Gospel and to perform marriages pursuant to these Bylaws and Tennessee law.
- O. To remove the license or ordination of Pastors, Staff, and Members who no longer affirm Belmont Church's Mission and Beliefs as set forth in Article 1 of these Bylaws.

Section 8. Limitations of Individual Elders.

Except as otherwise provided in these Bylaws, an individual Elder shall not have any power or authority to (A) act as an official representative of the COE in matters relating to interfacing with other churches, ministries, leadership groups, etc. unless officially designated by the COE for such responsibility; and/or (B) bind Belmont Church by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

Section 9. Removal of Elders.

Any Elder may be removed from office for conduct contrary to the Word of God or the Bylaws and as permitted by and in accordance with the laws of the State of Tennessee. A vote for the removal of an Elder may occur at any duly called COE meeting by a two-thirds majority vote of all the active members of the COE, and the Elder in question must exclude himself from the vote.

Section 10. Resignation of Elders.

Any Elder who wishes to resign will consult with the Chairman of the Elders regarding the Elder's resignation. After such consultation, the Elder may resign by giving written notice to the Chairman of the Elders or the Secretary of the Elders. The resignation is effective when the notice is given unless agreed to otherwise by the resigning Elder and Chairman.

Section 11. Compensation and Reimbursement.

Belmont Church may not compensate Elders who are volunteer members from the membership of Belmont Church for their service on the COE but may reimburse them for reasonable and necessary expenses related to their duties as an Elder. Staff Elder(s) are employees of Belmont Church, and their compensation shall be reviewed and approved annually by the COE, and the Staff Elder(s) will exclude themselves from the vote. The COE may contract for and pay to Elders rendering unusual or exceptional services to Belmont Church special compensation appropriate to the value of such services.

Section 12. Meetings of the College of Elders.

- A. Quorum. A quorum shall be a majority of the COE.
- B. Regular Meeting. The COE will hold regular meetings. The COE will establish the time of the regular meetings. Notice of a regular meeting is not required. All actions and responses (consent, objection, abstain, etc.) must be documented in the minutes.
- C. Remote Meeting. The COE members may participate in a remote meeting using visual and/or audio meeting systems, such as telephone conferencing, Internet-based conferencing or similar communications options, provided that all COE members participating in the meeting can hear one another.
- D. Special Meeting. The Chairman of the Elders or any Elder may call a special COE meeting for any purpose. All actions and responses (consent, objection, abstain, etc.) must be documented in the minutes.
- E. Notice of Special Meeting. Notice of a special meeting shall include the place and time of the meeting and shall be delivered to each Elder by personal delivery, first-class mail, telephone (including voicemail), electronic mail, or other electronic means.
- F. Action Without Meeting. Any action that the COE is required or permitted to take may be taken without a meeting if the entire COE consent. An action by written consent has the same force and effect as any other validly approved COE action. All actions and responses (consent, objection, abstain, etc.) must be documented in the minutes of the next COE meeting.
- G. All decisions made by COE must be approved by a two-thirds majority vote of all active members of COE unless otherwise provided for herein.

Section 13. Sabbatical.

Any active Elder in good standing may make a written request to the Chairman of the Elders for a sabbatical for up to 12 months. The Chairman of the Elders shall grant such request and notify the COE. While on sabbatical, the Elder will be deemed inactive. The Elder will not be required to attend meetings or vote on matters pending before the COE. At the end of the sabbatical period, the Elder may resume duties as an active member of the COE. Alternatively, the Elder may make a written request for an extension to the Chairman of the Elders. Subsequent extended sabbatical periods must be approved by the COE by a two-thirds majority vote of the active COE members.

Section 14. Elder Emeritus.

An Elder who resigns and has served on the COE for more than ten years may be appointed as an Elder Emeritus by a two-thirds vote of the active members of the COE. An Elder Emeritus will be deemed inactive. Notwithstanding, the Elder Emeritus may be invited to attend meetings to provide insight and guidance to the COE; however, the Elder Emeritus shall not have a vote on matters pending before the COE.

ARTICLE 5: OFFICERS

Section 1. Officers.

The Officers of Belmont Church shall be those individuals as may from time to time be designated by the COE to administer the policies of Belmont Church, consistent with the requirements of the State of Tennessee for officers of not-for-profit corporations. Each person serving as an Officer shall be required to support and agree with the stated Mission and Beliefs of Belmont Church, as provided in Article 1, and serve in accordance with the Belmont Church Charter and Bylaws. Unless otherwise designated and elected by the COE, the Officers shall be the Chairman of the Elders and the Secretary of the Elders (each an "Officer" and collectively the "Officers").

Section 2. Selection and Term.

The COE elects all Officers unless otherwise specified herein. Each Officer will serve for the longer of (A) the duration of their respective term as Chairman of the Elders or Secretary of the Elders, (B) the term determined by the COE, or (C) the date on which his successor is duly elected and qualified.

Section 3. Limitations.

Officers shall not have any power or authority to (A) act as an official representative of Belmont Church in matters relating to interfacing with other churches, ministries, groups, etc. unless officially designated by the COE for such responsibility; (B) authorize the expenditure of any funds on behalf of Belmont Church, unless officially designated by the COE for such; (C) bind Belmont Church by any contract or subject to any debt or encumbrance, unless officially designated by the COE for such; and/or (D) exercise any power or authority except as designated in the Bylaws and/or as identified in writing by the COE.

Section 4. Vacancies.

The COE must fill a vacancy in any Officer because of death, resignation, removal, disqualification, or otherwise.

Section 5. Compensation.

Belmont Church may not compensate Officers for their service but may reimburse them for reasonable and necessary expenses related to their duties as an Officer.

Section 6. Removal of Officers.

Any Officer may be removed from office for conduct contrary to the Word of God or the Bylaws and as permitted by and in accordance with the laws of the State of Tennessee. A vote for removal of an Officer may occur at any duly called COE meeting by a two-thirds majority vote of all the active members of the COE, and the Officer in question must exclude himself from the vote.

Section 7. Resignation of Officers.

Any Officer who wishes to resign will consult with the COE regarding the Officer's resignation. After such consultation, the Officer may resign by giving written notice to the COE. The resignation is effective when the notice is given unless agreed to otherwise by the resigning Officer and the COE.

ARTICLE 6: STAFF ELDERS

Section 1. Membership and Definitions.

Staff Elder(s) are Elders that work as paid Belmont Church staff.

Section 2. Selection and Qualifications of Staff Elders.

Staff Elder(s) will meet all the qualifications of an elder as stated in Article 4, and be selected according to the following process:

1. The COE may appoint proposed Staff Elder candidates to participate with other Staff Elder(s) in providing day-to-day oversight of church staff during the initial interim period. During the interim period, Staff Elder Candidates will meet regularly with the COE as non-voting members. The interim period length shall be determined by a two-thirds majority vote of the COE. During the interim period, the COE will confirm if and when the Staff Elder Candidate is ready to join the COE.
2. The COE shall appoint Staff Elders by a two-thirds majority vote of the COE after confirming the person's Biblical qualifications for becoming an Elder as provided in 1 Timothy 3:1–7 and Titus 1:6–9 and in accordance with these Bylaws.

Section 3. Assessment of Staff Elder(s).

An assessment and evaluation of the functioning of the Staff Elders will be conducted annually by the COE.

Section 4. Term of Office.

Staff Elder(s) serve as long as they are employees of Belmont Church; their term may be extended after their employment has ceased by a two-thirds majority vote of the COE.

Section 5. Duties and Responsibilities of Staff Elder(s).

The duties and responsibilities of the Staff Elder(s) include those identified in writing by the COE, designated in the Bylaws and as provided below:

- A. To initiate and lead Belmont's ministries and programs according to the vision established collaboratively with the COE.
- B. To prepare the annual budget of the church for submission to the COE for approval. Following final approval of the annual budget, the Staff Elder(s) may not exceed

expenditures of the annual budget by more than 5% unless the expenditure is approved by the COE. The COE must also be notified of a deficit larger than \$5,000 in any church ministry account as soon as possible and within 14 days of the deficit balance.

- C. To establish a staffing plan annually for submission to the COE for approval.
- D. To supervise and oversee the Staff, including annual reviews.
- E. To be responsible for maintaining mechanisms for proper legal, personnel, organizational, tax, or fiscal compliance with all appropriate regulatory agencies, with established, internal Belmont Church policies and in a manner consistent with all other related and clearly delineated provisions existing in these Bylaws.
- F. To implement the approved annual staffing plan.
- G. To participate in regular COE meetings as an equal voting member of the COE.

Section 6. Limitations.

Individual Staff Elders shall not have any power or authority to (A) act as an official representative of Belmont Church in matters relating to interfacing with other churches, ministries, groups, etc. unless officially designated by the COE for such responsibility; and/or (B) bind Belmont Church by any contract, debt or encumbrance unless officially designated by the COE for such.

Section 7. Removal of Staff Elder.

Any Staff Elder may be removed from office for conduct contrary to the Word of God or the Bylaws and as permitted by and in accordance with the laws of the State of Tennessee. A vote for removal of a Staff Elder may occur at any duly called COE meeting by a two-thirds majority vote of all the active members of the COE, and the Staff Elder in question must exclude himself from the vote.

Section 8. Resignation of Staff Elder.

Any Staff Elder who wishes to resign will consult with the Chairman of the Elders regarding the Staff Elder's resignation. After such consultation, the Staff Elder may resign by giving written notice to the Chairman of the Elders or the Secretary of the Elders. The resignation is effective when the notice is given unless agreed to otherwise by the resigning Staff Elder and Chairman.

ARTICLE 7: DEPARTMENTS AND EXECUTIVE GROUPS

Section 1. Departments.

The Staff Elder(s), in agreement with the COE, create and terminate “Departments” of Belmont Church as necessary and advisable for the extension of the vision and work of Belmont Church. Departments may include but are not limited to: youth, children, community life, worship, media, global missions, and volunteers. All Departments function under the supervision of the Staff Elder(s).

Section 2. Executive Groups.

The COE or Staff Elder(s) may create and terminate Executive Groups within Belmont Church as may be necessary and advisable for the furtherance of the vision and work of Belmont Church and to provide guidance, counsel, and recommendations to the COE or Staff Elder(s) on specific matters (e.g., Executive Council, Pastoral Search Committee). All Executive Groups function under the general supervision of the COE and Staff Elder(s).

- A. **Limitations.** Neither the Executive Groups identified or created pursuant to Article 7 Section 2 (“Executive Groups”) nor the individual members thereof shall have the power or authority to (A) act as an official representative of Belmont Church in matters relating to interface with other churches, ministries, groups, etc.; (B) authorize the expenditure of any funds on behalf of the Executive Group or Belmont Church; or (C) bind the Executive Group or Belmont Church by any contract or subject Belmont Church to any debt or encumbrance unless authorized by the COE in writing.
- B. **Compensation and Reimbursement.** Belmont Church may not compensate Executive Group members for their service but may reimburse them for reasonable and necessary expenses related to their duties as Executive Group members.

ARTICLE 8: EMPLOYMENT

Section 1. Employment.

All Pastors and Staff Directors employed by Belmont Church must be persons who are committed to Belmont Church's vision and purpose, have a personal born-again experience in Jesus Christ, evidence a consistent Christian life, personally subscribe to Belmont Church's statement of Mission and Beliefs and agree to abide by the Bylaws and Employee Handbook. Each person Belmont Church employs or otherwise accepts for service is expected and required to conduct their personal lives in a way that complements and advances Belmont Church's image and purpose. The religious beliefs and practices of every person who seeks employment with or is employed by Belmont Church shall be considered carefully when making and maintaining employment decisions.

Section 2. Definitions.

- A. A "Pastor" employee is an individual who has been approved by the COE, hired by Belmont Church, and charged with responsibility over a designated group of people or a department within Belmont Church. A Pastor shall either be ordained by Belmont Church or if previously ordained, accepted by the COE. Pastoral positions primarily work with the "people" side of leadership and development.
- B. A "Staff Director" employee is an individual who has been approved by the COE, hired by Belmont Church, and charged with responsibility over an activity, department, or organization. A Staff Director is not required to be ordained, either by qualification or by need, for the department within Belmont Church. Staff Director positions primarily work within the organizational side of ministry application.
- C. A "Staff" employee is an individual who has been hired by Belmont Church and who is not a Pastor or a Director.

Section 3. Oversight, Discipline, Hiring, and Firing of Pastors, Staff Directors, and Financial Administrators.

- A. Pastor, Staff Director, and financial administrator hires are vetted and recommended by the Staff Elder(s) unless otherwise directed by the COE. The COE has final approval in matters relating to the hiring and firing of Pastors, Staff Directors, and financial administrators.

- B. Any Pastor, Staff Director, or financial administrator may be removed from employment at Belmont Church for conduct contrary to the Word of God or the Bylaws and as permitted by and in accordance with the laws of the State of Tennessee. A vote for removal of a Pastor, Staff Director, or financial administrator may occur at any duly called COE meeting by a two-thirds majority vote of all the active members of the COE.
- C. Any Pastor, Staff Director, or financial administrator who wishes to resign will consult with the COE regarding their resignation. After such consultation, the Pastor, Staff Director, or financial administrator may resign by giving written notice to the COE. The resignation is effective when the notice is given unless agreed to otherwise by the resigning employee and the COE.

Section 4. Oversight, Discipline, Hiring, and Firing of Staff.

- A. The Staff Elder(s) have a responsibility in matters relating to the hiring, oversight, discipline, and firing of Staff employees. New Staff hires are made by Staff Elder(s) in accordance with the annual staffing plan, as approved by the COE, and any recommended hires outside the annual staffing plan must be pre-approved by the COE.
- B. Any Staff employee may be removed from employment at Belmont Church for conduct contrary to the Word of God or the Bylaws and as permitted by and in accordance with the laws of the State of Tennessee.
- C. Any Staff employee who wishes to resign will consult with the Staff Elder(s) regarding their resignation. After such consultation, the Staff employee may resign by giving written notice. The resignation is effective when the notice is given unless agreed to otherwise by the resigning Staff employee and the Staff Elder(s).

Section 5. Employee Handbook.

The Staff Elder(s) shall create and revise an “Employee Handbook,” which shall contain policies that are consistent with Belmont Church’s vision, mission, and these Bylaws; and comply with state and federal law. The Employee Handbook shall be approved by the COE.

Section 6. Limitations.

Individual Pastors, Staff Directors, and Staff employees shall not have power or authority to (A) act as an official representative of Belmont Church in matters relating to interfacing with other churches, ministries, groups, etc. unless officially designated in writing by their

overseeing authority (e.g. COE or Staff Elder(s)) for such responsibility; and/or (B) bind Belmont Church by any contract, debt or encumbrance unless officially designated in writing by their overseeing authority (e.g. COE or Staff Elder(s)) for such.

ARTICLE 9: MISSIONARIES

It is expected that full or partial support of missionaries will be undertaken in an expanding fashion as Belmont Church grows and as the Lord leads. The addition or removal of missionaries for support will be based on the recommendation of the global missions pastor or director, in collaboration with the Staff Elder(s), and approved by the COE.

ARTICLE 10: PROPERTY OWNERSHIP

Section 1. Title to Property.

The COE shall hold title to all of Belmont Church's property "in trust" for the benefit of Belmont Church and carry out specific duties with regard to the property.

Section 2. Restrictions.

None of Belmont Church's real property may be bought, taken, or otherwise acquired, sold, transferred, mortgaged, leased, assigned, conveyed, or otherwise alienated, without the same having been authorized by a two-thirds majority vote of all the active members of the COE.

Section 3. Certification on Real Property Conveyance.

The Chairman of the Elders and the Secretary of the Elders will certify in any conveyance, lease, or mortgage that same has been authorized by a two-thirds majority vote of all the active members of the COE. Such certificates will be held to be conclusive evidence thereof.

Section 4. Exemption from Restrictions.

The COE is empowered to receive and hold as custodians any gifts from Members or third parties, on any conditions and restrictions the COE, in its sole discretion, deems reasonable, and to dispose of same pursuant to those conditions exempted from and free of any restrictions that might otherwise appear in any provision of the Bylaws. This provision applies both to gifts of personal and real property. If the gift is subject to any financial encumbrance, the COE must approve the acceptance of the gift.

ARTICLE 11: FINANCE

Section 1. General Oversight and Compensation.

The Staff Elder(s) prepare and propose the annual budget, including compensation levels for Pastors, Staff Directors, and Staff which is submitted to the COE for final review and approval. The Staff Elder(s) shall not approve compensation levels for themselves. The COE shall approve the compensation of Staff Elder(s), Pastors, Staff Directors, and financial administrator(s).

Section 2. Periodic Financial Review.

The COE will obtain a periodic financial review performed by a qualified independent certified public accountant. The periodic financial statements must be prepared in accordance with generally accepted accounting principles (GAAP).

Section 3. Quarterly Reports.

The Staff Elder(s) and/or financial administrator will submit a detailed quarterly financial report to the COE within 30 days after the end of each calendar quarter for Belmont Church.

ARTICLE 12: DISSOLUTION

In the event of the dissolution of Belmont Church, the residual assets shall be disbursed to one or more organizations that themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 as amended, or corresponding sections of any future law, or to the federal, state or local government for exclusively public purposes. Any and all such organizations shall be determined at duly called and held COE meetings. Dissolution shall occur upon the recommendation of a three-fourths majority vote of all the active members of the COE and ratified by a majority of the Members in attendance at a congregational meeting called for that purpose.

ARTICLE 13: AMENDMENTS

The Charter and Bylaws may be changed or amended by a three-fourths majority vote of all the active members of the COE at a duly called meeting of the COE. The effective date of any amendments shall be the date of the approving COE vote unless otherwise designated by the COE.

ARTICLE 14: INDEMNIFICATION

Section 1. Conduct.

An Elder, Officer, Pastor, Director, Staff, or non-Staff member of any committee or Group (each a “Belmont Party”), owes Belmont Church a duty of loyalty and a duty of care. The duty of loyalty is limited to 1) accounting to Belmont Church and holding as trustee for it, any property, profit, or benefit derived by the Belmont Party in the conduct of Belmont Church’s activities, as specified by the role of such Belmont Party, 2) refraining from dealing with Belmont Church as or on behalf of a party having an interest adverse to Belmont Church, 3) refraining from a violation of any law that would cause Belmont Church to be a party, a material breach of an employment agreement or a material violation of these Bylaws, and 4) refraining from activity that would bring reproach or disparagement to Belmont Church. The duty of care is limited to refraining from engaging in grossly negligent or reckless conduct, intentional misconduct, or a knowing violation of the law. A Belmont Party will discharge his or her duties consistent with the obligation of good faith and fair dealing.

Section 2. Scope of Indemnification.

Except for a violation of conduct provided in Article 14 Section 1, and as otherwise provided in the Bylaws, Belmont Church will indemnify a Belmont Party, including persons formerly occupying any such positions within the past 3 years, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any actual or threatened action, suit, or proceeding related to their service, position or affiliation with Belmont Church (an “Action”), against expenses, including reasonable attorney’s fees, judgments, penalties, fines, and amounts paid in a settlement actually and reasonably incurred by such Belmont Party in connection with the Action.

Section 3. Indemnification Request.

A Belmont Party must provide the COE with written notice of any Action, promptly after the Belmont Party becomes aware of such. On written request to the COE by any Belmont Party seeking indemnification under this Article 15, the COE must promptly decide whether the applicable standard of conduct set forth in Article 14 Section 1 and Section 2 has been met and if the Action requires indemnification, following the COE’s confirmation of such details the COE shall authorize indemnification. No indemnification will be provided to any Belmont Party for or in connection with the receipt of a financial

benefit to which such Belmont Party is not entitled, taking any action in violation of these Bylaws or a knowing violation of the law.

ARTICLE 15: MISCELLANEOUS

Section 1. Interested Party Transaction.

Any Elder or Officer is not permitted to maintain a direct or indirect interest in any contract, transaction, or in any other action relating to or incidental to Belmont Church's operations without first disclosing such interest to COE and the COE approving such at any duly called COE meeting by a two-thirds majority vote of all the active members of the COE, and, if applicable, the Elder and/or Officer in question must exclude himself from the vote.

Section 2. Review and Approval of Interested Party Transactions.

The COE must in good faith decide after reasonable investigation that Belmont Church cannot obtain a more advantageous arrangement with reasonable effort under the circumstances. The transaction must be fair and reasonable to Belmont Church at the time the transaction is entered. Entering into the contract or transaction must be for Belmont Church's own benefit and must not violate any part of the Articles of Incorporation or these Bylaws or otherwise prohibit Belmont Church's use or application of its funds for its own benefit. No contract, transaction, or act may be taken on behalf of Belmont Church if the contract, transaction, or act would result in denial of Belmont Church's exemption from federal income tax under the tax code and related regulations, as they now exist or as they may hereafter be amended.

Section 3. Private Inurement.

No Elder, Officer, Pastor, Staff Director or Staff, or member of a committee of or person connected with Belmont Church, or any other private individual, shall receive at any time any of the net earnings or pecuniary profit from Belmont Church's operations. This provision will not prevent the payment of reasonable compensation for services rendered to or for Belmont Church in effecting any of its purposes. And none of the persons noted above are entitled to share in the distribution of any of Belmont Church's assets upon the dissolution of Belmont Church.

Section 4. Insurance.

Belmont Church has the right and must use its best efforts, to purchase and maintain insurance to the full extent permitted by law on behalf of its Elders, Officers, Pastors, Staff Directors, Staff, and non-Staff members of a Group, and other agents, (each a “Belmont Party”) to cover any liability asserted against or incurred by any Belmont Party in such capacity or arising from the Belmont Party’s status as such.

Section 5. Corporate Records.

Belmont Church must keep adequate and correct books and records of account and written minutes of the proceedings of the COE and its advisory committees and Groups. Belmont Church must also keep at its principal office in the State of Tennessee.

Section 6. Inspection By Elders.

Every Elder on the COE has the absolute right to inspect all books, records, and documents of every kind and the physical properties of Belmont Church and each of its subsidiary companies. The Elder should make a written request of such a desire to the Secretary of the Elders specifying what books, records, or documents they require and the reason for the inspection.

Section 7. Church Facilities for Weddings.

In accord with God’s ordained purpose for marriage and good stewardship of His resources, the facilities and property of Belmont shall only host weddings:

- A. Which conform to the Statements on Sacramental Practices in Article 1 Section 4;
and
- B. Whose participants are active members or are in good standing with Belmont Church.