



Constitution and By-Laws

**Approved by the Interim Board of Directors of Trinity Christian Fellowship
On September 4, 2011**

And

**Adopted by the Membership of Trinity Christian Fellowship
On September 25, 2011**

**REVISIONS Approved by Membership
Annual Meeting February 24, 2013**

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TRINITY CHRISTIAN FELLOWSHIP CONSTITUTION AND BYLAWS

ARTICLE I

NAME

Trinity Christian Fellowship (hereinafter referred to as Trinity) is an interdenominational religious nonprofit corporation established and identified as Trinity Christian Fellowship Church, under the provisions of the North Carolina Nonprofit Corporation Act, Chapter 55A of the General Statutes of North Carolina and in accordance with the provisions of Section 501(c)(3) of the United States Internal Revenue Code of 1986.

ARTICLE II

PRINCIPLES AND BELIEFS

Section 1. Guiding Principles. Trinity, as an interdenominational God-centered church empowered by the Holy Spirit, seeks to worship God, study His Word, obey the Great Commission, and fulfill Christ's command that we love one another. It is Trinity's vision to be a biblical Christian community; its mission to make disciples by being disciples; its call to live and lead in Christian relationship; and its desire to influence others to be united as one with us in Christ. To these ends, Trinity is committed to seeking fellowship within community, exercising freedom within boundaries, and pursuing faithfulness within discipleship.

Section 2. Beliefs. Trinity, as a community of Christians, believes in the Triune God - Father, Son, and Holy Spirit - the word of God as set forth in the Holy Bible, the tenets of the Nicene and the Apostles' Creeds, the celebration of the Sacraments of Baptism and The Lord's Supper, the covenant of marriage, and the power of prayer to guide and direct the lives and actions of God's children.

ARTICLE III

MEMBERSHIP

Section 1. Founding Members. Each individual, 18 years of age or older, who, prior to September 5, 2011, affirmed in writing their faith in Jesus Christ as Savior and their willingness to support Trinity to the best of their ability with their presence, talents, gifts, and prayers, is a Founding Member of Trinity.

Section 2. Active Members. Each individual accepted into membership in accordance with the admissions process established under Section 5 of this Article is an Active Member of Trinity.

Section 3. Voting Members. Each Founding Member and each Active Member 18 years of age or older qualifies as a Voting Member and is eligible to vote in the election of Councilmembers and upon all other matters required by these Bylaws to be submitted to a vote by the Membership.

Section 4. Inactive Members. A Founding Member or an Active Member in good standing who asks that their name be removed from Trinity's roll of Founding or Active Members may also request to become an Inactive Member and will be kept on the rolls of Trinity in that capacity. A Founding Member or an Active Member who has been determined, in accordance with the provisions of Section 8(5) of this Article, to be no longer upholding their support of Trinity may, at the discretion of the Senior Pastor, be kept on the rolls as an Inactive Member. An Inactive Member may subsequently be re-admitted as an Active Member through the admissions process established under Section 5 of this Article.

Section 5. Admission of Active Members. The Senior Pastor with the assistance of Trinity's Ministries shall establish and maintain a process whereby an individual who is or may be interested in becoming an Active Member of Trinity may do so. That process shall provide means for such an individual to:

- (1) Be formally instructed in Trinity's Principles and Beliefs, its ministries, and its activities
- (2) Be given the opportunity to make known to Trinity their religious beliefs and experiences;
- (3) Profess their faith in Jesus Christ and confirm their baptism or commit to be baptized before admission to Membership;
- (4) Be recommended by the Senior Pastor and presented to the Membership for admission; and
- (5) Profess to the Membership their commitment to support Trinity with their presence, talents, gifts, and prayers and be accepted into the fellowship of Trinity as an Active Member.

Section 6. Disciplinary Process. Any Member who has reason to believe that another Member is failing or erring in matters of faith or that the conduct of another Member has or is likely to adversely affect or bring discredit on Trinity shall make it known to that Member for the purposes of establishing the truth and bringing about resolution and, if appropriate, redemption and forgiveness. A Member who initiates such an undertaking may seek the assistance of one or more other Members and, failing to reach a satisfactory resolution, may petition the Council to intervene.

Should the Council choose to intervene, it shall defer to the Senior Pastor on issues of Scriptural doctrine and faith and shall seek the guidance of Scripture in its deliberations and decisions. Any decision that includes disciplinary action against a Member must have the concurrence of the Senior Pastor and the reasons therefore delivered in writing to the Member being disciplined.

Section 7. Appeal of Disciplinary Action. A Member who is disciplined by the Council under Section 6 of this Article, may appeal the Council's decision to the Membership within ten days after receiving written notice thereof by petitioning the Council to call a Special Meeting of the Membership for that purpose. The petition must include the petitioner's acknowledgement that all of the facts and information upon which the Council based its decision may be disclosed to the Membership and discussed at that meeting. The Membership will have the option of approving or revoking the Council's decision. If so approved, the Council's decision is final.

Section 8. Termination of Membership. The Membership of a Member may be terminated by the Council upon:

- (1) Notification of the death of the Member;
- (2) Receipt of a written resignation from the Member;
- (3) Receipt of a letter of the Member's transfer to another church;
- (4) A disciplinary decision of the Council to terminate the Member's Membership becoming final; or
- (5) Receipt of certification from the Corporate Secretary that Trinity's records show that the Member has not attended or otherwise been involved in any of Trinity's activities for period of one year or longer and that indications are that the absence was voluntary.

ARTICLE IV

MEMBERSHIP MEETINGS

Section 1. Annual meeting. An Annual Meeting of the Membership of Trinity shall be held during the month of January or February at a time and place fixed by the Council. At the meeting annual reports of the Pastors, Ministries, officers, and committees shall be presented, and an election to fill pending vacancies on the Council shall be conducted, and such other business as may be properly brought before the meeting shall be considered.

Section 2. **Special Meetings.** To address matters which cannot await the next Annual Meeting, the Council may call a Special Meeting of the Membership. Only business specified in the notice of the meeting shall be considered at the meeting. Any 50 Voting Members may request the Council Chair to call a Special Meeting of the Membership. The request shall specify the purpose of the meeting, and within 20 days after receiving the request, the Council Chair shall call a Special Meeting. Only business specified in the request shall be contained in the notice of the meeting and considered at that meeting.

Section 3. **Notice.** The Council Chair shall cause a notice of each Annual Meeting of the Membership to be mailed to each Voting Member no later than 30 days before the meeting. The Council Chair shall cause notice of each Special Meeting stating the business to be conducted at that meeting to be mailed to each Voting Member not later than ten days before the meeting. In the case of members who are residents of the same household and who have the same mailing address, a single notice may be sent to them jointly. The Council Chair shall cause notice of both Annual and Special Meetings to be included in Trinity's print and electronic media publications.

Section 4. **Conduct of Meetings.** The Council Chair shall preside at each Annual and every Special Meeting. In the absence of the Council Chair, the Council Vice-Chair shall preside. In the absence of both, any other Councilmember may preside. The Corporate Secretary shall cause a current list of Voting Members to be available to the presiding officer at each such meeting.

Section 5. **Quorum.** At an Annual Meeting and at any Special Meeting, other than a meeting called to consider the removal of a Pastor or the amendment of these bylaws, the quorum shall be the number of Voting Members actually present. At any meeting called to consider the removal of a Pastor, the quorum shall be 50% of all currently eligible Voting Members. At any meeting where the amendment of this Constitution and these Bylaws is to be considered, the quorum shall be 40% of all currently eligible Voting Members.

Section 6. Voting. Except as otherwise provided in these Bylaws, any matter requiring a vote by the Membership of Trinity shall be determined by a majority of those Voting Members present and voting at a meeting called for that purpose. If not otherwise specified in these Bylaws, voting shall be conducted by voice vote, unless the presiding officer specifies that the voting shall be by a show of hands or by written ballot. Voting by proxy is not allowed.

Section 7. Rules of Order. All procedural questions not provided for in these Bylaws regarding any Annual or Special Meeting of the Membership shall be resolved by the presiding officer in accordance with *Robert's Rules of Order Newly Revised*.

ARTICLE V

PASTORS

Section 1. Senior Pastor. The Senior Pastor of Trinity is its spiritual leader responsible for organizing and conducting public worship services including the delivery of sermons, promoting the spiritual welfare of Trinity, performing the customary duties of pastoral ministry, managing and coordinating the activities of the Trinity staff and Trinity's various ministries, and administering the general activities of Trinity in cooperation with the Council.

Section 2. Senior Associate Pastor. If the Council determines it to be necessary or appropriate, there may be a Senior Associate Pastor who shares the responsibility for the work of Trinity under the direction and counsel of the Senior Pastor and in cooperation with the Council. The Senior Associate Pastor shall act on behalf of the Senior Pastor at the request of the Senior Pastor, or at the request of the Council in the absence of the Senior Pastor.

Section 3. Co-Pastors. Sections 1 and 2 of this Article notwithstanding, when Trinity has two Pastors who together with a majority of the Council so agree, the two Pastors may function as Co-Pastors sharing equally the duties and responsibilities and exercising equally the authority of the Senior Pastor as set forth in Sections 1 and 8 of this Article and elsewhere in these By-laws. If such a sharing of Pastorial duties and authority is adopted and either of the Co-Pastors or a majority of the Council finds that the co-ministry arrangement is not functioning to the best interest of Trinity, that arrangement may be dissolved at the request of either of the Co-Pastors or a majority of the Council. In which case the Council may nominate one of those Pastors to be Senior Pastor and present that nomination to the Voting Members as provided in Section 6 of this Article or initiate a Pastoral Search for a Senior Pastor as provided in Section 4 of this Article.

Section 4. Pastoral Search. When it becomes apparent to the Council that the Senior Pastor or Associate Pastor position will become vacant, the Council Chair shall appoint an ad hoc committee of at least five Voting Members, subject to the approval of a majority of the Council, to serve as a Pastoral Search Committee. That Committee shall identify and select candidates who meet the qualifications set forth in Section 5 of this Article and subscribe to the principles of Trinity as set forth in Article II. In evaluating candidates, the Committee shall consider each candidate's personal demeanor, aptitude for pastoral ministry leadership, known private and public reputation, and views on matters of importance to Trinity and its Membership. The Committee shall present its findings and recommendations to the Council.

Section 5. Qualifications for Senior or Senior Associate Pastor. To be accepted for a position as the Senior or Senior Associate Pastor, a candidate must hold an advanced degree in theology from an accredited member of the Association of Theological Schools and must have been ordained by a denomination doctrinally compatible with Trinity.

Section 6. Selection of Senior or Senior Associate Pastor. At a meeting of the Voting Members called for that purpose, a Pastoral Search Committee, having completed its search for

a candidate for Senior or Senior Associate Pastor and secured the approval of the Council, shall present one nominee whose election shall require the written vote of eighty percent of the Voting Members present and voting. A Pastor so called serves for a term of unspecified length. Terms and conditions of employment consistent with the employment policies and procedures established by the Council shall be specified in a written contract executed between the Council and the Pastor.

Section 7. Interim Pastor. An Interim Pastor may be appointed by a majority of the Council to serve during any time both the Senior Pastor and Senior Associate Pastor positions are vacant. Terms and conditions of employment consistent with the employment policies and procedures established by the Council shall be specified in a written contract executed between the Council and the Pastor.

Section 8. Council Membership and Voting. The Senior Pastor shall be a voting member of the Council. In the case of Co-Pastors, both Co-Pastors shall be members of the Council and shall share a single vote. In the case of an Interim Pastor, the Interim Pastor is not a member of the Council and not entitled to a vote therein.

Section 9. Other Pastors. As may be necessary or appropriate to assist the Senior and Senior Associate Pastors in carrying out the various activities of Trinity, the Council may establish positions and provide for the employment of additional Pastors consistent with the employment policies and procedures of the Council. If the Council determines it appropriate, a Pastor who retires from a position of successful service to Trinity while remaining an Active Member may be named to the position of Emeritus Pastor by the Council.

Section 10. Removal. The Senior Pastor, Senior Associate Pastor, or any Co-Pastor may be dismissed by the written vote of two-thirds of the Voting Members present and voting at a meeting called for that purpose.

ARTICLE VI

TRINITY GOVERNMENT

Section 1. Governing Body. A Council composed of elected individuals from among the Voting Members of Trinity as provided in Section 3 of this Article together with the Senior Pastor shall serve as the trustees of Trinity with authority to supervise the business and corporate affairs of Trinity except as otherwise expressly provided by law, Trinity's Articles of Incorporation, or these Bylaws.

Section 2. General Powers and Duties. In addition to the powers vested in and the duties assigned to the Council elsewhere in these Bylaws, and in support thereof, the Council may exercise the following powers and shall carry out the following duties:

- (1) Call Annual and Special meetings of the Trinity Membership in accordance with these Bylaws and implement the decisions of the membership.
- (2) Oversee the administrative, fiscal, and legal affairs of Trinity.
- (3) Review, approve, and amend Trinity's annual budgets and present them to the Membership.
- (4) Approve all Trinity fund-raising projects.
- (5) Establish and maintain policies and procedures governing the hiring, position descriptions, performance evaluations, compensation, and discharge of Pastors and employees. The Council may designate one or more individuals with known skills in such matters to assist in formulating and implementing those policies and procedures.
- (6) Appoint Pastoral Search Committees as required in accordance with Article V of these Bylaws.
- (7) Acting on the recommendations of the Treasurer, appoint members to the Finance Committee.
- (8) Ensure the oversight and coordination of the activities of the ministries of Trinity.
- (9) Establish such ad hoc committees as the Council may determine necessary or appropriate and appoint members to those committees
- (10) Develop and implement long-range planning in collaboration with the Senior Pastor.
- (11) Approve, with the concurrence of the Membership, the purchase, sale or conveyance of Trinity real estate and monetary expenditures exceeding the amount specified in Article VIII of these Bylaws.
- (12) Establish and maintain such policies and procedures as the Council may determine necessary or appropriate for the proper execution of its vested powers and duties.
- (13) Engage in prayerful support of Trinity's Pastors, Membership, Ministries, and staff and their undertakings and activities on behalf of Trinity.

Section 3. Composition. The Council shall have nine Councilmembers elected by the Voting Members of Trinity from among qualified members of Trinity and the Senior Pastor, each being a voting member of the Council. Six of the nine Councilmembers shall be nominated by a Nominating Committee appointed by the Council as provided in Section 5 of this Article and elected by the Voting Members of Trinity. Three of the nine Councilmembers shall be nominated by the Senior Pastor as provided in Section 5 of this Article. The Council shall be composed of those ten voting members together with such ex-officio members without a vote as may otherwise be appointed or authorized under Section 8 of this Article.

Section 4. Terms and Qualifications. Each elected Councilmember shall serve for a period of three years. Annual elections of Councilmembers will be so scheduled as to provide staggered terms with three elected Councilmember positions to be filled each year. The term of service for an elected Councilmember commences at the time of the first Council meeting following that individual's election. An elected Councilmember, other than one whose nomination derived from the Senior Pastor, having served a three year term, is not eligible for

re-election for a period of one year thereafter. However, an individual appointed or elected for a period of eighteen months or less is eligible for nomination and election to a full three year term upon conclusion of that appointed or elected term. To qualify for nomination and election to a position of Councilmember, a candidate must be a Voting Member of Trinity for at least one year before being nominated or a Founding Member, known to be spiritually suitable in the candidate's public and private life, supportive of Trinity's principles and beliefs, actively engaged in the life of Trinity, and willing to serve.

An elected Councilmember may resign from the Council by giving written notice to the Council Chair. Such resignation shall take effect at the time specified therein, or, if no time is specified, at the time of acceptance thereof as determined by the Council Chair.

Section 5. Nomination and Election. No later than September 1 of each year, the Council Chair shall, with the concurrence of the Council, appoint a Nominating Committee of five Voting Members, not more than one of whom is a currently serving Councilmember. The Nominating Committee shall solicit suggestions for nominations from the membership and nominate at least one candidate for each upcoming vacancy among the six Councilmember positions for which the Council has nominating authority under Section 3 of this Article. No later than December 1, the Nominating Committee shall provide to the Council the names of the candidates.

No later than September 1 of each year, the Senior Pastor shall nominate and provide to the Council the name of at least one candidate for each upcoming vacancy among the three Councilmember positions for which the Senior Pastor has nominating authority under Section 3 of this Article.

No later than December 15, the Council shall make known to the membership by publication in the church bulletin, or by such other means as the Council may select, the names of those so nominated. The Council may, as it considers appropriate, provide means for the Voting Members to meet with or otherwise become acquainted with the candidates and their views on matters relating to Trinity. The election shall be conducted by written ballot provided to each Voting Member present at the next Annual Meeting of the Membership and the results announced at that meeting.

Section 6. Vacancies. If for any reason a vacancy occurs in any of the elected Councilmember positions, the remaining voting members of the Council may, by majority of those present at a duly constituted meeting, appoint an eligible individual to fill the vacancy until the next Annual Meeting, or the unexpired term thereof can be filled by nomination and election by the Voting Members at the next Annual Meeting of the membership in the manner provided in Section 5 of this Article. In the case of an appointment to fill a vacant position for which the Senior Pastor has nominating authority, the appointee must first be selected by the Senior Pastor and approved by a majority of the other Councilmembers present at the meeting.

Section 7. Elected and Appointed Officers. The elected officers of the Council shall be a Chair, a Vice Chair and a Corporate Secretary. The Chair, Vice Chair, and the Corporate Secretary shall be elected from among the elected voting members of the Council each calendar year at the first Council meeting following the Annual Meeting of the membership. They shall take office immediately and serve until the corresponding Council meeting of the next calendar year. A Treasurer and a Recording Secretary shall be appointed by the Council from among

the Trinity Membership at the same Council meeting and likewise take office and serve until the corresponding Council meeting of the next calendar year.

A Ministries Coordinator selected by the Senior Pastor with the concurrence of the Council shall be appointed by the Council.

An individual elected to the position of Corporate Secretary may be re-elected annually and serve in that position at the discretion of the Council so long as that individual remains an elected Councilperson. An individual appointed to the position of Treasurer or Recording Secretary may be reappointed annually at the discretion of the Council and serve in that position for a period not to exceed three years and is not eligible for re-appointment to that position for one year thereafter. An individual appointed to the position of Ministries Coordinator may be reappointed annually at the joint discretion of the Senior Pastor and the Council for a period not to exceed three years and is not eligible for re-appointment to that position for one year thereafter. An individual may not hold more than one elected or appointed officer position at the same time.

Should a vacancy occur in an elected or appointed officer position during the year, the Council shall act in a correspondingly like manner to fill that vacancy.

Section 8. Duties of Elected and Appointed Officers. The Council Chair shall preside at all meetings of the Council and at the Annual and all Special Meetings of the membership. The Council Chair together with the Corporate Secretary as co-signer shall have the authority to execute contracts, conveyances, and such other legal written instruments as the Council may approve.

The Council Vice-Chair shall perform the duties of the Council Chair when the Council Chair is not available and shall perform such other duties as may be assigned by the Council Chair. Should a matter or situation arise requiring the action of the Council Chair or Vice-Chair and neither is available, the Council may elect a temporary Chair to serve until at least one of them becomes available.

The Corporate Secretary shall maintain custody or provide for the secure keeping of all records and correspondence relating to the business affairs of Trinity; co-sign contracts, conveyances and such other legal written instruments as the Council may approve; give notice of meetings of the Trinity membership as required by these Bylaws; in collaboration with the Senior Pastor, maintain the rolls of all members of Trinity and issue letters of transfer and dismissal; record all baptisms and marriages; and prepare annual reports as may be required by law or the Council.

The Treasurer, whose qualifications for appointment shall include known skills in personal communications and long-range planning as well as an understanding of budgeting and fiscal accountability, shall chair the Finance Committee and make recommendation to the Council regarding the composition of the Committee. The Treasurer shall, upon written authorization from the Council, disburse monies as allocated by the approved budget; ensure that an accurate account of income and expenditures is maintained; and cause summary monthly financial reports to the Council and an annual detailed financial report to the membership to be prepared. The Treasurer shall be an ex-officio member of the Council without a vote unless that individual is also an elected Councilmember.

The Recording Secretary shall record the minutes of all Council meetings and all annual and special meetings of the membership and provide for a permanent record of those minutes in

their approved form to be maintained together with the other records and correspondence relating to Trinity.

The Ministries Coordinator shall serve the Council as a liaison to and a communication link with Trinity's various ministries, the individuals and groups who are active in those ministries, and the Senior Pastor with regard to the work of the ministries. The Ministries Coordinator, as requested by the Senior Pastor, shall assist in preparing for and conducting the Senior Pastor's annual review of the ministries and shall be available to analyze, critique and provide counsel regarding the establishment of new or the modification or discontinuation of existing ministries. The Ministries Coordinator may attend and participate in ministry meetings and convene meetings of the ministry Leaders as may be necessary or appropriate in carrying out these duties. The Ministries Coordinator shall be an ex-officio member of the Council without a vote unless that individual is also an elected Councilmember.

Section 9. Meetings. The Council shall meet as frequently as the business of Trinity requires, but at least bi-monthly, at such times and places as the Council Chair may designate. All Council meetings shall be open to the membership other than when an executive session is convened by the Council Chair. The Council Chair shall issue such notice of the meetings at least five days in advance so as to allow the members of the Council to arrange for their attendance and provide opportunity for the membership to attend the meeting. Upon written request of the Senior Pastor or two or more elected Councilmembers, the Council Chair shall call a special meeting of the Council within five days after receiving the request and issue such advance notice of the meeting as the situation allows. In the event of an emergency, advance notice of a Council meeting may be suspended if so agreed by two-thirds of the voting members of the Council.

Section 10. Quorum and Voting. At any meeting of the Council, a majority of voting members of the Council then serving shall constitute a quorum. Unless otherwise required by these Bylaws, the act of the majority of the voting members of the Council present at a meeting at which a quorum is present shall be the act of the Council. If a quorum is not present at any meeting of the Council, a majority of the voting members present may adjourn the meeting from time to time without further notice. Any one or more voting members of the Council may participate in a meeting of the Council by means of a conference telephone or similar communications device that allows all individuals participating in the meeting to hear each other. Participation by these means shall be considered to be present in person at the meeting. Voting by proxy is not allowed. Voting by electronic means without the opportunity to hear and be heard by the other participants is allowed only when all voting members of the Council have agreed in advance to such a method of voting on a specific action or decision.

Section 11. Rules of Order. All procedural questions not provided for in these Bylaws regarding any meeting of the Council shall be resolved by the presiding officer in accordance with the then current edition of *Robert's Rules of Order Newly Revised*.

Section 12. Removal. Any individual elected to serve as a Councilmember who fails to attend three or more consecutive meetings, other than emergency meetings, may be removed by majority vote of the other voting members of the Council. Any individual elected to serve as a

Councilmember may be removed with or without cause by the written vote of two-thirds of the Voting Members present and voting at a meeting called for that purpose. Any individual elected by the Council or appointed by the Council or the Council Chair to serve as an officer of Trinity or to serve or represent Trinity in any capacity on behalf of the Council may be summarily removed with or without cause by the Council.

ARTICLE VII

MINISTRIES

Section 1. General Requirements for Ministries. To provide for the performance of Trinity's essential functions of Christian education, fellowship, prayer, worship, community within its membership, and outreach to the larger community, the Senior Pastor in consultation with the Council shall establish a process by which groups of Trinity's membership may join together to form Ministries to assist in this work. That process shall include provisions for (1) initiating, continuing, and, when appropriate, discontinuing a Ministry and (2) specifying which activities will be performed by a proposed Ministry, how those activities relate to Trinity's guiding principles and beliefs, and what facilities, funding and staffing it will require. The process shall also allow for balancing the need and benefits of each ongoing and proposed Ministry with the capacity of Trinity to sustain that Ministry.

Section 2. Supervision. The Senior Pastor is responsible for general oversight and guidance of Ministries. In carrying out this responsibility, the Senior Pastor, with the concurrence of the Council, may engage the services of any other Pastor employed by Trinity and is to be assisted by the Ministries Coordinator as provided in Article VI, Section 7.

Section 3. Annual Review. The Senior Pastor shall annually review the activities of Trinity's Ministries with the leaders of the Ministries and such Councilmembers as the Council may designate. The review shall include consideration of the need for or desirability of initiating additional Ministries or modifying or discontinuing ongoing Ministries. How the collective Ministries may best ensure proper stewardship of Trinity's resources of time, funds, talents, and facilities shall also be considered. The review shall be conducted at such time as will allow the findings of the review and any associated recommendations to provide timely input to Trinity's annual budget process and any ongoing staffing or long-range planning.

ARTICLE VIII

FINANCE, BUDGET, AND RESOURCES

Section 1. Management of Fiscal and Capital Resources. The Finance Committee shall oversee the management of all financial and capital assets of Trinity including the administration and investment of all endowment funds. To meet its oversight and reporting responsibilities, the Committee shall meet at least once each month. The Treasurer, in furtherance of the duties set forth in Article II, Section 8, shall oversee the collection, recording, deposit, and disbursement of all monies, arrange for an annual third-party audit or procedural review, and submit the results of that audit or review to the Council.

Section 2. The Finance Committee. In addition to the Treasurer who serves as Chair, the Finance Committee shall be composed of at least four and no more than six additional members from among Trinity's Membership. Members of the Committee shall be appointed by the Council upon the recommendation of the Treasurer to serve at the pleasure of the Council. No later than April 1 of each year, the Treasurer shall report to the Council any recommended changes to the composition of the Committee. In recommending and appointing members of the Committee, the Treasurer and the Council shall seek to select individuals who can provide a collective experience which encompasses auditing, budgeting, accounting, financial planning, banking, investing, insurance, taxation, and business management.

Section 3. Year and Budget Process. The fiscal year for Trinity shall be the calendar year. The Finance Committee shall establish and maintain a budget development process which allows the Committee, in consultation with the Senior Pastor and Trinity's Ministries, to determine Trinity's financial requirements for the next fiscal year.

Section 4. Adoption of the Budget. The Finance Committee shall present the proposed budget to the Council for approval and adoption no later than December 1 for the succeeding year. Upon the recommendation of the Finance Committee, an adopted budget may be subsequently amended by the Council.

Section 5. Management and Disbursement of Funds. Sums allocated by an approved budget may be expended only on the written authorization of the persons so designated in the approved budget or the chair of the appropriate ministry and may not exceed the total amount approved for that designated person or group. In case of a deficiency of income, funds may be reallocated within an adopted budget by the Council in order of priority as determined by the Council. Any expenditure that would result in a designated person or group exceeding their approved annual budget by \$10,000.00 or less must first be approved by the Council. Any expenditure that would result in a designated person or group exceeding their approved annual budget by more than \$10,000.00 must first be approved by the Membership. The Treasurer and no more than two members of the Finance Committee designated by the Council shall have authority to sign checks on Trinity's accounts. For any check of \$100.00 or more, dual signatures are required.

Section 6. Endowment Funds, Gifts, and Bequests. Gifts and bequests received by Trinity other than annual pledges and contributions shall be considered part of Trinity's Endowment Fund. Gifts which are specifically directed by the donor shall be considered part of the Restricted Endowment Fund, with income and principal to be disbursed in accordance with the wishes of the donor. The income from Unrestricted Funds shall be used solely to carry out the purposes of Trinity as determined by the Council. These Funds shall be adPastored by the Finance Committee in accordance with policies set by the Council and shall be reviewed annually by the Council.

ARTICLE IX

INDEMNIFICATION

Trinity shall indemnify its Senior Pastor, Senior Associate Pastor, Councilmembers, and officers to the extent required or permitted by Part 5 of Article 8 of Chapter 55A of the General Statutes of North Carolina as from time to time amended.

ARTICLE X

AMENDMENTS

The provisions of this Constitution and these Bylaws may be amended by the written vote of two-thirds of the Voting Members present and voting at a meeting called for that purpose.

ARTICLE XI

MERGER AND DISSOLUTION

Before any plan for merger of Trinity with another religious organization or for the dissolution of Trinity is undertaken, it shall have first been approved by the written vote of two-thirds of the Voting Members present and voting at a meeting called for that purpose.

Upon the dissolution of Trinity, the Council shall, after paying or making provision for the payment of all the liabilities of Trinity, dispose of all of the assets of Trinity exclusively for

the purposes of Trinity in such manner, or to such organization or organizations organized and operated exclusively for religious or charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or any amending or corresponding Section that may be in effect at the time of dissolution) as the Council shall determine. Any assets not so disposed of shall be disposed of by the Superior Court of Moore County North Carolina, exclusively for the purposes or to such organizations as the court determines are organized and operated for the purposes set forth above. In the event of the dissolution of Trinity, no Councilmember, officer or member of Trinity will be entitled to any distribution of any property or other assets of Trinity; however, this prohibition will not bar the payment of reasonable compensation for services rendered in the performance of the dissolution.

ARTICLE XII

ADOPTION OF CONSTITUTION AND BYLAWS

This Constitution and these Bylaws shall be submitted to and approved by a majority vote of the entire Interim Board of Directors of Trinity and shall be recommended to the Voting Members of Trinity for favorable action at a meeting called for that purpose. Copies of this Constitution and these Bylaws shall be reproduced and made available to such members for their inspection at least seven days before the meeting at which they are to be submitted for approval. If ratified by majority vote of the Voting Members attending the meeting, this Constitution and these Bylaws shall stand adopted.

Immediately upon adoption of this Constitution and these Bylaws, the Interim Board shall, in so far as possible consistent with Article VI, Sections 3 and 5, initiate a process for the nomination and election of Councilmembers. Immediately upon election the Councilmembers so elected shall take office and this Article being of a transitory nature, shall stand repealed and the Interim Board dissolved. Pending the duly elected Council taking office, the Interim Board and all others involved in carrying out the activities of Trinity shall do so as consistently as possible with the adopted Constitution and Bylaws.

**COMMENTARY
ON
TRINITY CHRISTIAN FELLOWSHIP
CONSTITUTION AND BYLAWS**

Those Christians who joined together to form Trinity Christian Fellowship are being asked to adopt a Constitution and Bylaws—a living, working framework intended to serve the Fellowship in perpetuity. As a companion to the proposed Constitution and Bylaws, this Commentary has been prepared to provide a contemporaneous explanation of the considerations and reasoning of those who engaged in drafting that proposal. It is meant to be an aid in the adoption process and to be available in the future for those who may have reason to question or seek to better understand the reasons for and the intended purposes of particular provisions of Trinity Christian Fellowship’s Constitution and Bylaws.

TITLE

Dictionaries and legal treatises distinguish between a *constitution* and *bylaws* using such terms as “organic,” “fundamental,” and “foundation” to describe the former and “rules for conducting business” and “determining the rights and liabilities of members” to describe the latter. The American Heritage Dictionary of the English Language perhaps best describes a *constitution* as “the system of fundamental laws and principles that prescribes the nature, function, and limitations of a government or institution” and a *bylaw* as “a law or rule governing the internal affairs of an organization.”

In as much as this document embodies both categories of provisions, the title **CONSTITUTION AND BYLAWS** provides an accurate description of its overall content. Article II sets forth the fundamental principles of Trinity Christian Fellowship, and the Articles that follow lay out the manner in which Trinity’s internal and business affairs are to be conducted. When the context of an internal reference so requires, the full title **CONSTITUTION AND BYLAWS** is used. Otherwise, when an internal reference is made to another Article or other provisions therein, the shorthand term **BYLAWS** is used.

ARTICLE I

NAME

This Article allows Trinity Christian Fellowship to be identified simply as “Trinity” throughout the rest of the Constitution and Bylaws. It also states its North Carolina registered Nonprofit Corporate name and its status under Federal tax laws.

ARTICLE II

PRINCIPLES AND BELIEFS

This Article sets forth a statement of fundamental core values and matters of faith which, taken together, define who and what constitute Trinity Christian Fellowship and the Fellowship's relationship to God, to each other, and to all humankind.

Each of the several elements of this Article has its biblical derivations.

Section 1. Guiding Principles.

"...Trinity's vision is to be a biblical Christian community..."

"... and to know this love that surpasses knowledge—that you may be filled to the measure of all the fullness of God. (Ephesians 3:19 NIV)

"... its mission to make disciples by being disciples..."

"Therefore go and make disciples of all nations, baptizing them in the name of the Father and the Son and the Holy Spirit, and teaching them to obey everything I have commanded you." (Matthew 28:19-20 NIV)

"...its call to live and lead in Christian relationship..."

"A new command I give you: 'Love one another as I have loved you.'" (John 13:14 NIV)

"...its desire to influence others to be united with us in Christ."

"My prayer is not for them alone. I pray also for those who believe in me through their message, that all of them may be one, Father, just as you are in me and I am in you. May they also be in us so that the world may believe that you have sent me." (John 17:20-21 NIV)

"Delight yourself in the Lord and he will give you the desires of your heart." (Psalm 37:4 NIV)

"...fellowship within community..."

Fellowship is composed of two elements: deepening friendships and commitment to a common vision, mission, and call. Community is sincere and sensitive care for the body of Christ made possible by a common unity in Christ's Holy Spirit.

"If we walk in the light, as he is in the light, we have fellowship with each other, and the blood of Jesus his Son purifies us from all sin." (I John 1:7 NIV)

"...freedom within boundaries..."

"Freedom" encompasses being freed from bondage and free to serve. Boundaries bring order out of chaos thus allowing God's will to be established on earth.

"You, my brothers, were called to be free. But do not use your freedom to indulge the sinful nature, rather, serve one another in love." (Galatians 5:13 NIV)

"...Faithfulness within discipleship..."

Faithfulness is living one's life in confident reliance on God. Discipleship is becoming like Jesus

Christ. Trinity's vision, mission, call, and desire will be fulfilled to the extent that faithfulness is practiced among its members.

"If you love me you will obey what I command." (John 14:15 NIV)

Section 2. Beliefs.

Because it is the source of the name of Trinity Christian Fellowship, reference to the Trinity introduces this Section. The common unity that lays the foundation for God's fulfillment of Jesus Christ's prayer for His followers to be one is commitment and adherence to the essential beliefs found in the Nicene and Apostles' Creeds. Those Creeds connect all Christians to the historic roots of the Christian Church and enable them to make their contribution to the furthering of God's kingdom on earth.

The Creeds, set forth as follows, were derived from the belief that God's written word, the Holy Bible, is the only truly reliable authority for conducting one's personal life and the life of the Church.

Nicene Creed: "I believe in one God, the Father Almighty, Maker of heaven and earth, And of all things visible and invisible; And in one Lord Jesus Christ, the only-begotten Son of God, Begotten of His Father before all worlds, God of God, Light of Light, very God of very God: Begotten, not made; Being of one substance with the Father; By Whom all things are made: Who for us men and our salvation came down from heaven, And was incarnate by the Holy Ghost of the Virgin Mary, And was made man; And was crucified also for us under Pontius Pilate; He suffered and was buried; And the third day He rose again according to the Scriptures; And ascended into heaven, And sitteth on the right hand of the Father; And He shall come again with glory to judge both the quick and the dead; Whose kingdom shall have no end.

And I believe in the Holy Ghost, the Lord and Giver of Life, Who proceedeth from the Father and the Son. Who with the Father and the Son together is worshipped and glorified; Who spake by the Prophets; And I believe in one Catholic and Apostolic Church; I acknowledge one Baptism for the remission of sins; And I look for the Resurrection of the dead; And the Life of the world to come. Amen."

(Book of Common Prayer, 1928 Ed.)

Apostles' Creed: "I believe in God, the Father Almighty, Maker of heaven and earth: And in Jesus Christ his only Son our Lord; Who was conceived by the Holy Ghost, Born of the Virgin Mary: Suffered under Pontius Pilate, Was crucified, dead, and buried: He descended into hell; The third day He rose again from the dead: He ascended into heaven, And sitteth on the right hand of God the Father Almighty: From thence He shall come to judge the quick and the dead.

I believe in the Holy Ghost; the holy Catholic Church; The Communion of Saints; The Forgiveness of sins; The Resurrection of the body; And Life everlasting. Amen."

(Book of Common Prayer, 1928 Ed.)

Baptism and The Lord's Supper are ordinances that are to be observed by the Church and are central to the Christian experience.

Baptism

"Therefore go and make disciples of all nations, baptizing them in the name of the Father and of the Son and of the Holy Spirit, and teaching them to obey everything I have commanded you. And surely I am with you always to the very end of the age." (Matthew 28:19-20 NIV)

As taught in the New Testament, **Baptism** relates to a believer's identification with Christ in His death, burial, and resurrection.

“What shall we say then? Shall we go on sinning so that grace may increase? By no means! We died to sin; how can we live in it any longer? Or don't you know that all of us who were baptized into Christ Jesus were baptized into his death? We were therefore buried with him through baptism into death in order that just as Christ was raised from the dead through the glory of the Father, we too may live a new life. If we have been united with him like this in his death, we will certainly also be united with him in his resurrection. For we know that our old self was crucified with him so that the body of sin might be done away with, that we should no longer be slaves to sin—because anyone who has died has been freed from sin.” (Romans 6:1-6 NIV)

The Lord's Supper

“For I received from the Lord what I also passed onto you: The Lord Jesus, on the night he was betrayed, took bread, and when he had given thanks, he broke it and said, ‘This is my body, which is for you; do this in remembrance of me.’ In the same way, after supper he took the cup, saying ‘This cup is the new covenant in my blood; do this, whenever you drink it, in remembrance of me.’ For whenever you eat this bread and drink this cup, you proclaim the Lord's death until he comes. Therefore, whoever eats the bread or drinks the cup of the Lord in an unworthy manner will be guilty of sinning against the body and blood of the Lord. A man ought to examine himself before he eats of the bread and drinks of the cup. For anyone who eats and drinks without recognizing the body of the Lord eats and drinks judgment on himself.” (1 Corinthians 11:23-29 NIV)

The **Lord's Supper** remembers Christ's suffering and death on the cross. The partaking of one loaf symbolizes the unity we have in Christ and thus is open to all self-examined believers in Christ as the Son of God, regardless of church affiliation.

“Because there is one loaf, we, who are many, are one body, for we all partake of the one loaf.”
(1 Corinthians 10:17 NIV)

Marriage

The covenant of **Marriage** is between one man and one woman as ordained by God.

“For this reason a man will leave his father and mother and be united to his wife, and they will become one flesh.”
(Genesis 2:24; Matthew 19:5 NIV)

Prayer

“Ask and it will be given to you; seek and you will find; knock and the door will be opened to you. For everyone who asks receives; he who seeks finds; and to him who knocks, the door will be opened.”
(Matthew 7:7-8 NIV)

ARTICLE III

MEMBERSHIP

This Article establishes categories of Trinity's Membership and prescribes the essential elements associated with application for, acceptance into, and departure from those categories of Membership.

Eighteen is the minimum age at which a Member is considered to have attained the capability to make the kind of informed objective judgments that would entitle them to a voice and vote in the governance of Trinity.

Section 1 identifies as Founding Members the 223 adult individuals who, during the period from the first of April through September 4, 2011, each executed a form containing the following statement:

“By signing this inaugural membership roll, I am expressing my desire to become a member of Trinity Christian Fellowship Church and testify to my personal faith in Jesus Christ as Savior. As a member I agree to support the church with my presence, my talents, my gifts, and my prayers. If under the age of eighteen, I have completed confirmation class.”

Section 2 identifies individuals who are admitted into full Membership after September 4, 2011, as Active Members.

Section 3 provides that every Member eighteen or older who is identified in the first two Sections is entitled to a vote on all matters to be put before the Membership for decision. The term or title “Voting Member” is employed here to describe those individuals and is used throughout the Bylaws whenever they require a decision to be made by the Membership.

Section 4 allows identification as “Inactive” those Members whose participation has waned, but whose tacit support and occasional participation or presence warrant recognition of a continuing reduced relationship. In that capacity, the Member would no longer be entitled to a Membership vote.

Section 5, in reflection on various related biblical admonitions, lists progressively the steps to be taken by Trinity and an applicant for admission into Membership. It also speaks to a number of essential elements to be addressed and fixes responsibility for implementation on the Senior Minister and Trinity’s Ministries. It is reasonable to presume that the conscious intention of each Founding Member, and of each Active Member subsequently accepted into the fellowship of Trinity, is to regularly participate in Trinity’s public worship services; provide Trinity and its Ministries with faithful stewardship of their time, talents, and gifts; lead a life in the community fittingly representative of Jesus Christ and His Church, endeavor to preserve the unity of Trinity, and promote fellowship among the Membership.

With regard to the very important element baptism, on which there is not universal agreement, let it be said that baptism is an essential sacrament, the doorway to the church, and all believers, as an act of obedience to our Lord and as a public witness to their faith, should be baptized. While it is true that baptism does not save the individual, since salvation is a matter of faith and profession (Romans 10:9-10), baptism does identify the believer with Christ and symbolically recapitulates the death, burial and resurrection of our Lord. Accordingly, anyone who professes faith in Jesus Christ and desires to be part of Trinity, must affirm that they have been baptized, or receive baptism before being admitted to Membership. Baptism will be administered at Trinity in accordance with the Trinitarian formula of Matthew 28:19.

As an interdenominational fellowship, Trinity recognizes all forms of baptism as regarding mode (immersion, affusion and sprinkling) and also recognizes both infant and believer’s baptism as orthodox practices by major Christian traditions. In the case of infant baptism, it is necessary that one baptized as an infant confirm his or her faith when he or she reaches an age to make such a covenantal commitment. Until confirmation, accomplished after a suitable period of instruction, the person is under the watch care of the church, but not a fully participating member.

As an interdenominational fellowship, Trinity accepts all forms and modes of baptism administered under the Trinitarian formula (Father, Son, and Holy Spirit). This position reflects the reality that the Church at large has not reached consensus on the mode or time of baptism.

Trinity’s Members are free to hold to their own traditions and indeed to profess those traditions

freely, but at the same time acknowledge that those who practice other traditions are to be respected and affirmed in their beliefs. In this, as in other areas of doctrine, Trinity follows the dictum attributed to Philip Melancthon: *“In essentials unity, in non-essentials freedom, in all things charity.”* Baptism is an essential, but the specific practice (i.e. how and at what point in the Christian life it is administered) is not a matter of consensus and thus must remain for us as a matter of freedom.

Section 6 speaks directly to each individual Member as to their continuing obligation to support Trinity and the Principles and Beliefs to which they subscribed upon entering into the Membership.

Sections 6 and 7 provide a series of procedural steps consistent with Scripture for dealing in a fair and balanced manner with known or suspected departures from accepted levels of faith and /or conduct by a Member. If such a matter cannot be informally resolved, Section 7 provides a path for it to be steered to the Council and Senior Minister for a resolving decision which could include disciplinary action. The threefold purpose of church discipline is to glorify God by maintaining purity in the local church (I Cor. 5:6), edify believers by deterring sin (I Tim. 5:20), and promote the spiritual welfare of the offending believer by calling him or her to return to a biblical standard of doctrine and conduct (Gal. 6:1).

Should the steps set out in Section 6 result in a decision adverse to a Member, Section 7 allows for that decision to be appealed to the membership.

Section 8 specifies the situations and conditions under which the Council is authorized to remove a Member’s name from Trinity’s Membership rolls. Exercise of this authority will serve to help to ensure that Membership rolls are kept current and accurate.

ARTICLE IV

MEMBERSHIP MEETINGS

This Article provides the procedural rules for Membership meetings. It covers the publication, timing, and content of notices of the meetings, who may call a meeting, what is to be considered at a meeting, who is to preside, and how meetings are to be conducted.

Section 1 requires that there be an Annual Meeting at which the leadership will report to the Membership on the activities of Trinity, including the approved budget for the ensuing year, and the Members will elect replacements for upcoming vacancies on the Council.

Section 2 allows for holding Special Meetings to deal with important matters which require Membership consideration and action between Annual Meetings. It also recognizes that the call for such a meeting can arise from various sources within the Trinity family.

Section 3 specifies how the Membership is to be given advance notice of a meeting and made aware of what the meeting is to be about. In this regard, there are certain actions for which these Bylaws require a vote of approval by the Membership at a meeting called for that purpose. The table that follows the commentary on this Article lists those actions.

Sections 5 and 6 state the quorum requirements for the meetings and the manner in which voting is to be carried out at the meetings. The level of votes required to pass or approve a particular action is specified in various other Articles in these Bylaws which reserve the power of decision to the Membership. Those quorum and level of vote requirements are summarized in the table that follows.

**SUMMARY TABLE OF ACTIONS
REQUIRING
MEMBERSHIP ACTION OR APPROVAL**

The voting for the election of Councilmembers is to be conducted at Annual Meetings as provided in Article VI, Section 5, and thus will be specified in the notices of those meetings. Other listed actions could also be carried out at an Annual Meeting if specified in the notice of that meeting. However, it is more likely that most of them would be matters for a Special Meeting.

CBL ART & SEC	ACTION	QUORUM	FORM OF VOTE	VOTE REQ'D
Art. III, Sec.9	Appeal of Disciplinary Action	Voting Members Actually Present	Voice*	Majority of Voting Members Present & Voting
Art. V, Sec 6	Selection of Sr. & Sr. Assoc. Minister	Voting Members Actually Present	Written Ballot	80% of Voting Members Present & Voting
Art. V Sec. 10	Removal of Sr. or Sr. Assoc. Minister	50% of Voting Members	Written Ballot	2/3 of Voting Members Present & Voting
Art. VI, Sec.2(11)	Purchase, Sale, or conveyance of Real Estate	Voting Members Actually Present	Voice*	Majority of Voting Members Present & Voting
Art. VI Sec. 2(11) & Art. VIII, Sec, 5	Approval of Off-Budget Expenditures Over \$10,000	Voting Members Actually Present	Written Ballot	Majority of Voting Members Present & Voting
Art. VI, Sec. 5	Election of Councilmembers	Voting Members Actually Present	Voice*	Majority of Voting Members Present & Voting
Art. VI, Sec. 12	Removal of Councilmembers	Voting Members Actually Present	Written Ballot	2/3 of Voting Members Present & Voting
Art. X	Amendment of C&BL's	40% of Voting Members	Written Ballot	2/3 of Voting Members Present & Voting
Art. XI	Merger or Disolution	Voting Members Actually Present	Written Ballot	2/3 of Voting Members Present & Voting

***Unless presiding officer specifies count of hands or written ballot. (Art. IV, Sec. 6)**

ARTICLE V

MINISTERS

This Article sets forth Trinity's Ministerial framework and the manner in which its Ministers are brought into their positions, the relationship of the Ministers to the Membership and the Council and among other Ministers within Trinity.

Section 1 identifies Trinity's spiritual leader and specifies that leader's general religious duties and management responsibilities regarding staff personnel, ministries, and the need for cooperation with the Council.

Section 2 allows for, but does not require, a second well qualified Minister to be called to assist and share the work of the Senior Minister. The title Senior Associate distinguishes this Minister from any additional Ministers who may be employed by Trinity.

Section 3 recognizes the Ministerial role-sharing arrangement that accompanied the establishment of Trinity and provides a process for its timely termination and transition into the more traditional structure contemplated in Sections 1 and 2.

Section 4 provides the process for finding and evaluating the personal qualities of candidates for Senior Ministerial positions and nominating individuals who are fully qualified to perform the tasks that Trinity's Membership expects of its spiritual leadership.

Section 5 sets forth the educational and ordination requirements for Senior Ministerial candidates. It allows for candidates with advanced degrees but who may still be working towards a doctorate and whose ordination is from a well-recognized and compatible church even though that church is not part of a traditional mainstream Protestant denomination.

Section 6 places the ultimate determination as to whether to call a minister to a Senior Ministerial position in the hands of the Voting Members (over age 18) of the congregation.

Section 7 allows the Council to act to fill the need for spiritual leadership and the conducting of services in the event of an unexpected total loss of Senior Ministerial leaders.

Section 8, as well as Article VI, Section 3, provides the Senior Minister (or two Co-Ministers) with membership on the Council with one vote therein.

Section 9 allows the Council to create additional Minister positions. Such Ministers duties would be spelled out, and they would be employed in the same fashion as other Trinity staff and administrative personnel. This section would also authorize the Council to place a retiring Minister who continues to be a member of Trinity in an honorary position of Emeritus Minister, thus allowing Trinity and the Minister to continue in a reduced but mutually beneficial relationship.

Section 10 deals with the dismissal of Ministers. A Minister who is called by a vote of the Membership can only be dismissed by a vote of the Membership. This is not to say that the Council acting in accordance with its approved and published Policies and Procedures could not suspend a Minister from some or all duties pending a Membership dismissal vote. A Minister who is employed under the authority of Section 9 may be dismissed in the same manner as other Trinity employees.

ARTICLE VI

TRINITY GOVERNMENT

This Article sets forth the structural governing framework and working processes by which Trinity Christian Fellowship carries out its secular business to provide for and maintain oversight of Trinity's spiritual and ministerial activities.

The interdenominational make-up of the membership of Trinity brings with it a rich, varied, and often conflicting legacy in such matters as the form of Worship, observation of the Sacraments, education and ordination of ministers, and biblical interpretation. This is no less true when it comes to the processes by which local congregations and independent churches make important decisions, procure and own property, select leaders, manage resources, and the like.

Drawing on this mixed heritage coming from mainline Protestant denominations, it is the consensus of those who propose the adoption of this Constitution and By-laws, that Trinity's governing body—its Council—be composed of nine elected members and its Senior Minister (Section 3). It calls for six seats with limited three year terms to be filled from the congregation at large and three seats with unlimited three year terms to be filled by nominees having the Senior Minister's endorsement (Sections 3&4). As such, this body is not unlike the widely recognized structure which is the hallmark of several Protestant denominations. The Senior Minister, six rotating actively involved members, and three spiritually mature, experienced members working together can well serve to yield balanced reasoned decisions and lead to courses of action having the depth of support needed to succeed.

Section 4 specifies criteria to help ensure that individuals chosen to serve on the Council are from among those best qualified and possessed of “...love, joy, peace, patience, kindness, goodness, faithfulness, gentleness and self-control....” (Gal. 5:22-23 NIV)

The nomination process is designed to produce by mid-December each year, a slate of validated candidates to fill the upcoming staggered vacancies and any unexpected vacancies. This to be followed by an election held as an integral part of the Annual Meeting of the membership conducted early in the next calendar year, with those elected taking their seats at the next Council meeting. Because it is believed that Trinity should be steered by an active, informed, and involved congregation, voting in Council elections, while by written ballot, is limited to those eligible voting members of the congregation who attend the Annual Meeting.

Section 2 is a general list of the overall duties of the Council and its discretionary powers and authorities. These duties and powers are supplemented by and further expanded upon in other Articles throughout these Bylaws. It is to be noted that these Bylaws call for the establishment of only one committee by name (the Finance Committee). Section 2(9) vests the Council with the authority to establish such other committees as may be needed and to terminate them when their purpose has been fulfilled.

Provision is made for the Council to fill its unanticipated vacancies pending the next election (Section 6), internally select its Chairperson and other officers (Section 7), and appoint other individuals to assist the Council in performance of its responsibilities. With the exception of the position “Ministries Coordinator,” the duties of those officers and appointees (Section 8) are much like the duties of comparable positions in other religious or corporate governing bodies.

The appointment position of “Ministries Coordinator” fills a recognized need for the Senior Minister to have assistance in establishing and working with Trinity's many ministries, the need for a unified and coordinated budget and expenditures process, the need of the council to be aware of the activities and requirements of the ministries, and the need of the ministries themselves for a dedicated voice and advocate with the Council.

The remaining Sections of Article VI prescribe standards for scheduling and calling Council meetings (Section 9), the requirements for a quorum and voting procedures (Section 10), procedural rules (Section 11), and processes for the removal of elected Councilmembers (Section 12).

ARTICLE VII

MINISTRIES

This Article provides the organizational framework for the detail work necessary for Trinity to be a church in the full sense of the word. It recognizes the requirement for ready, willing and able teams of members of the congregation (Ministries) working in conjunction with their chosen leadership (Ministers and Council) to meet this goal on a continuing basis. While prescribing a number of specific procedural steps intended to maintain viable Ministries, this Article allows Trinity the flexibility or freedom to structure and adjust its Ministry teams so as to best pursue the Principles and Beliefs expressed in Article II.

Section 1 draws on Luke's history of the early church as laid out in the Second Chapter of Acts in identifying the six absolutely essential areas to be addressed through Trinity's Ministries (Christian education, fellowship, prayer, worship, community within the church, and outreach to the world). As do the Articles regarding Trinity's Ministers and Council, this section imposes a degree of discipline or boundaries on Trinity's Ministries.

Section 2 vests the Senior Minister with management authority and an assignment of responsibility regarding the Ministries and allows for the Senior Minister to have the assistance of other key personnel in this regard.

Section 3 calls for an annual assembly of Trinity's Ministers, Councilmembers, and Ministry leaders for the dedicated purpose of conducting a thorough re-examination, and to some extent a re-validation, of Trinity's overall Ministries' activities, the timing of which is to take into account Trinity's budget and stewardship cycle.

ARTICLE VIII

FINANCE, BUDGET, AND RESOURCES

This Article speaks to the composition of the only committee expressly named in these Bylaws (the Finance Committee), and in the broadest possible terms, makes that committee under the leadership of the Treasurer responsible to the Council for dealing with Trinity's fiscal affairs.

Section 1, taken together with related provisions in Article VI [the duties of the Council in Article VI, Section 2 (2)-(4), (7), and (11) and those of the Treasurer in Article VI, Section 8), sets the relationship among the Council, the Treasurer, and the Finance Committee.

Section 2 lays out the process for appointing the members of the Finance Committee and seeks to assure that the Committee is staffed with individuals having the skills necessary to properly address the many areas of its responsibilities.

Sections 3 and 4 fix Trinity's annual budget cycle and give directions as to its preparation and presentation to the Council.

Section 5 prescribes certain requirements to be followed in disbursing funds following the Council's approval of a budget and its presentation to the Membership. While this Section requires prior approval of over-budget expenditures (if \$10,000 or less approval by the Council, if more than that by the Membership) it allows considerable flexibility for adjustments during the year by Ministry and other program leaders within their respective allocations and for re-allocation within the overall budget by the Council.

Section 6 provides for the handling of funds received by Trinity outside of those received as annual pledges and collection plate offerings and requires that they be employed in accordance with the donor's wishes.

ARTICLE IX

INDEMNIFICATION

This Article invokes the provisions of North Carolina Statutes allowing for the indemnification of an individual who is made a party to a law suit or proceeding because the individual is or was serving as Senior Minister, Associate Senior Minister, Councilmember, or as an officer of Trinity against liability incurred in the suit or proceeding.

ARTICLE X

AMENDMENTS

This Article provides the procedural requirements for amending the Constitution and Bylaws.

ARTICLE XI

MERGER AND DISSOLUTION

The first paragraph of this Article provides the procedural requirements for any internally initiated action to merge Trinity with another church or to dissolve Trinity.

The second paragraph contains provisions required by Federal and State law to be in the bylaws of all Nonprofit Corporations. It sets the rule for the disposition of Trinity's assets should it ever be dissolved.

ARTICLE XII

ADOPTION OF CONSTITUTION AND BYLAWS

This Article lays out the steps for adoption of the Constitution and Bylaws by the congregation. It also provides for post adoption transition to governance and implementation of the Constitution and Bylaws.