

The Commonwealth of Massachusetts

Articles of Organization & Bylaws

ARTICLE I

Name

The exact name of the corporation shall be "Grace Lighthouse Church"
(amended on 12/18/2020 with the Massachusetts Secretary of State's Office)

ARTICLE II

Purpose

This Corporation, as organized under these bylaws, is to guide and facilitate the business activities of this Church in the acquiring and holding of real estate, the collecting and disbursing of monies, and the directing of agencies of the Church, exclusively for religious purposes following the intent of all applicable Internal Revenue Codes. **The Church will minister the Word of God, conduct Bible studies and support missions and outreach.**

ARTICLE III

Public Support and Benefit

No part of the net earnings of this Corporation shall insure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions in furtherance of the purposed set forth in Article II hereof. No substantial part of the articles of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these articles, the church shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal Income Tax under Section 501(c) (3) of the applicable Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV

Public Charity

The Corporation is not a private foundation within the meaning of Section 501 (a) of the Internal Revenue Code of 1954, as amended, or any superseding section.

ARTICLE V
Meetings

Section 1:

- a) The annual meeting of the Corporation shall be held on a Sunday in December following a morning service unless hampered by weather or other legitimate situations. In such case the meeting will be held on the first available Sunday.
- b) The quorum shall be $\frac{1}{4}$ (one-quarter) of the voting membership as determined under Article VII, Section 4.
- c) All elections may be made by either a written or voice vote. The type of vote shall be decided by a two-thirds ($\frac{2}{3}$) vote of the Corporation membership taken at the beginning of the meeting.
- d) Roberts Rules of Order, as revised, shall be followed. The Pastor, or his designee shall moderate the meeting. The designee shall be a Member of the Church.
- e) Annual reports of the Church Leadership Board will be given out to voting members at least one (1) week before the annual Church meeting.

Section 2:

- a) Special meetings may be called at any time by the Chairman of the Leadership Board or upon the written request, submitted to the Church Leadership Board, of one-fourth ($\frac{1}{4}$) or more of the members.
- b) All such meetings shall be previously announced at regular services of the Church at least one (1) week prior to the specially called meeting, stating the purpose of the meeting, with allowances made for emergencies.

ARTICLE VI
Order of Business

- a) Prayer (may include a brief inspirational)
- b) Call to confirm quorum
- c) Minutes of the previous meeting
- d) Report of Officers
- e) Report of Committees
- f) Old Business
- g) Elections
- h) Original resolutions and new business
- i) Adjournment
- j) Prayer

ARTICLE VII
Voting and Non-Voting Membership

Section 1:

The membership of this Corporation shall be restricted to those who meet the following requirements, and all qualified members of the Corporation shall have the right to vote in all business meetings.

- a) They shall make a profession of faith in Jesus Christ as Lord and Savior, either in public or in private with the pastor.
- b) They shall be eighteen (18) years of age or older.
- c) They shall have demonstrated devotion to the Church over a period of at least three (3) months and a majority vote of the Board.
- d) Members who haven't attended for one (1) year may be notified by the Pastor to see if they want to remain on as members.

Section 2:

All persons shall be regarded as voting members of this Corporation upon confirmation of eligibility as defined in Article VII, Section 1 and Section 4.

Section 3:

The right of any person to voting membership may be questioned by any other member. In such case, the right of voting membership shall be determined by the Pastor and the Leadership Board.

Section 4:

Three (3) weeks prior to the Annual Meeting of the Corporation, the Secretary shall post a typed notice of the meeting, the requirements for eligibility, and voters' eligibility under Article VII, Section 1.

Section 5:

Members who have not attended Church in a 24-month consecutive period shall be deemed as forfeiting their membership and shall no longer be a member of the Corporation as outlined in Article VII, Section 1. An appeal to remain a member may be made to the Pastor and the Leadership Board within 3 months of this forfeiture. The decision to reinstate membership shall be that of the Leadership Board by majority vote.

Section 6:

In the event of a qualified member of the Corporation finding it impossible to attend a business meeting due to illness or some other unavoidable reason, may cast an absentee ballot, providing they have requested it two (2) days prior to the meeting. Their marked ballot must be sealed in an envelope and given to the Chairman of the Leadership Board before the business meeting, and their name must be approved as a voting member and recorded in the minutes.

Section 7:

Non-voting membership in the Corporation will consist of those who love the Lord and make this Church their regular place of worship, are ministered to by this body. They shall include anyone under 18 years old.

ARTICLE VIII Officers

Section 1:

The officers of the Corporation shall be President, Secretary, Treasurer and two Directors. They shall serve from Annual Business Meeting to Annual Business Meeting. The officers of the Corporation shall be nominated by the Leadership Board annually, at least 2-weeks prior to the Annual Business Meeting. Election of Corporation officers shall be voted upon at the Annual Business Meeting.

Section 2:

The Chairman of the Leadership Board shall be elected by the Leadership Board for a term of 1 (one) year. He would preside at all business meetings of the Church. He may be elected for several consecutive terms, as the Leadership Board sees fit.

Section 3:

The Pastor of the Church shall be the Vice-Chairman of the Leadership Board. He shall perform the duties of the Chairman when such is absent, a conflict interest or in the event of his inability to serve. He shall exercise general supervision over the affairs of the Church. He shall also be an advisory member of every board and committee.

Section 4:

The Secretary shall keep an orderly record of the procedures of the annual business meetings of the Church and Leadership Board Meetings. These records shall be carefully preserved by the Secretary and shall remain the property of the Corporation. The Secretary shall be elected by the Church Leadership Board for a term of one (1) year and shall be ratified by the Corporation. No limit shall apply to the number of consecutive terms.

Section 5:

The Treasurer shall be elected by the Church Leadership Board for a term of one (1) year and shall be ratified by the Corporation. No limit shall apply to the number of consecutive terms.

- a) The Treasurer shall see that all income is recorded on forms recommended by the Church Leadership Board.
- b) The Treasurer or the Financial Secretary shall receive the funds of the Church and shall cause them to be deposited in a local bank, chosen at the discretion of the Church Leadership Board.
- c) The Treasurer or the Financial Secretary shall, at the end of the calendar year, prepare an Annual Contribution Report for each person having recorded contributions.
- d) The Treasurer shall cause all vouchers and orders paid and filed as a part of the record of the Church.
- e) The Treasurer shall make a quarterly written report to the Church Leadership Board.
- f) The Chairman, Vice Chairman, and the Treasurer shall be authorized to sign checks. Only one signature shall be required.
- g) The record of the total income and expenses of the Church shall be open to members, except for tithing records which shall be kept confidential.
- h) The Treasurer shall open the records for auditing at the request of the Church. The Leadership Board may vote to have an audit by an Independent Certified Public Accountant at any time.
- i) The Treasurer shall pay only those allowable expenses in the annual budget according to the authorized procedures set up by the Church Leadership Board and ratified by the Corporation at the annual meeting.

Section 6:

Any vacancies occurring in the offices of Chairman, Secretary, Treasurer or Directors of the Corporation shall be appointed by the Church Leadership Board. Such appointment shall be for the interim to the next Annual Business Meeting of the Corporation.

ARTICLE IX

Boards and Committees

A. Church Leadership Board

Section 1:

The Church Leadership Board of the Corporation (Board) shall be composed of seven (7) voting members. The Pastor, Secretary of the Corporation, Chairman of the Deacon Board, Vice Chairman of the Deacon Board, Treasurer of the Corporation and the two Directors of the Corporation.

Section 2:

Bylaws Committee

The Bylaws Committee shall be appointed under Article IX and composed of at least three (3) voting members plus the Pastor who shall serve as Chairman. The voting members shall be elected by majority vote of the Church Leadership Board and serve for a term of one (1) year. The Bylaws Committee shall serve only when its function is required or requested by the Church Leadership Board. The Bylaws Committee shall review the current Bylaws and any recommendation by the Church Leadership Board or members of the Corporation. The Bylaws Committee shall make recommendations and submit those recommendations in writing to the Church Leadership Board. The Church Leadership Board shall review those recommendations and approve the By-Law updates for submission to the Members of the Corporation for approval at the next Annual Business Meeting or a Special Meeting. By-Law changes shall require a two-thirds (2/3) vote of the quorum of members of the Corporation pursuant to Article XIII and become effective pursuant to Article XIV.

Section 3:

Board of Deacons

The Board of Deacons shall be comprised of the Pastor and Deacons nominated by the Pastor and elected by the Church Leadership Board. Each Deacon shall be elected for a term of three (3) years with the terms of office rotated. They shall be permitted to serve two (2) consecutive terms in office. The Chairman of the Board of Deacons shall be voted into office annually by the Board of Deacons. The Pastor shall not be eligible for an officer position of this Board. It shall acquaint itself with the circumstances of those who are properly objects of concern and to assist in wisely distributing the benevolence and mission funds and material of the Church and shall keep the congregation informed of those in need or ill in the community. The Deacon Board shall be responsible for the Spiritual health and needs of the Church.

The Board of Deacons shall at the pastor's invitation or at their own discretion counsel the Pastor on sensitive issues or relationships within the congregation, advising him when there is uncertainty about crucial decisions, alerting him when this is a risk of conflict and advocating on his behalf when members of the congregation need to be more understanding.

The Board of Deacons should meet with the pastor(s) to:

1. Acknowledging the pastor's strengths.
2. Acknowledging the pastor's weaknesses.
3. Jointly strategizing as to how support the pastor based on the review.

The Board of Deacons shall be the designated body to which members of the congregation shall direct their concerns about the pastor's performance, character, or style. They shall receive all such concerns courteously and give thoughtful attention to them. The Board of Deacons shall not be compelled to act upon petitions.

The Board of Deacons shall do an annual salary review with the Treasurer and make its recommendation to the Leadership Board prior to the Annual Business Meeting of the Corporation. As a part of this assignment, they may interview the pastor(s) to hear his expectations and general feelings. Prior to making its recommendations the Board of Deacons may meet a second time with the pastor(s) to reveal its recommendation and the rationale.

B. Standing Committees

Section 1:

The Budget Committee shall consist of a minimum of three (3) members of the Corporation. Two (2) shall be members of the Leadership Board. One of which shall be the Treasurer. The duties of the Budget Committee shall be:

- a) To arrange a budget of the estimated expenses of the Corporation for the next fiscal year and to submit it to the Church for ratification. They shall assign a priority to each item in the proposed budget.
- b) To provide the proposed budget to the Church members at least two (2) weeks prior to the Annual Business Meeting.
- c) To consider any changes desired in the budget when submitted in writing by any Corporation member and received at least one week prior to the Annual Business Meeting.
- d) To revise the budget at any time throughout the year when requested by a majority vote of the Leadership Board with a written update within two (2) weeks to the members of the Corporation.

Section 2:

The Worship Committee shall consist of the Pastor and the Worship Team. They shall consider the music and worship desires of the entire congregation. They shall meet at least quarterly to plan and make suggestions concerning the worship programs of the Church.

ARTICLE X Expulsions

Section 1

Any officer of this body, or any member of any regular or special board or committee which it may constitute may be removed from office by a three-fourths (3/4) affirmation vote of the quorum of members present at any regular or special meeting. The expulsion may be for conduct unbecoming a Christian for failure of duty, for a lack of interest in the work of the Church, or for adhering to a doctrine contrary to Scripture.

Section 2:

Any member considered for removal shall have the right to a hearing with the Board of Deacons prior to the posting of the meeting for expulsion.

Section 3:

Notice of the time of the meeting for expulsion and the reason for the expulsion shall be given at least seven (7) days prior to the date of the meeting. A written statement of the charges against the person to be expelled shall be given to them by the Secretary of the Church no later than the time when the meeting for their expulsion is announced. Upon expulsion from office, their membership and voting rights as well as any authority in any office ceases at once.

Section 4:

Any member may be expelled for conduct unbecoming a Christian or for adhering to doctrine contrary to Scripture, by a three-fourths (3/4) vote of the members present at any regular or special meeting. Any member considered for removal shall have the right to a hearing with the Board of Deacons prior to the posting of the meeting for expulsion. Notice of the time of the meeting for expulsion and the reason for expulsion shall be given at least seven (7) days prior to the date of the meeting. A written statement of the charges against the person to be expelled shall be given to them by the Secretary of the Church no later than the time when the meeting for their expulsion is announced.

ARTICLE XI

Section 1:

When the Church is without the services of a regular pastor, the Board of Deacon shall be responsible for:

- a) The regular Church services. The honoraria for such services shall be determined by the Board of Deacons.
- b) Screening the applicants and contacting a prospective pastor to discuss the details of the pastorate.
- c) Adhering to the following procedure:
 1. Whenever possible, the pastoral candidate shall preach two (2) Sundays to the congregation. He shall also spend a time of planned fellowship with them.
 2. The decision on the pastoral candidate's call shall be made no earlier than one (1) week after his visit, not later than three (3) weeks. This decision shall be made before considering another candidate.
 3. Whenever possible, notice of a meeting to vote on the pastoral candidate shall be given at least one (1) week in advance of said meeting. The date, time and place shall be included. All voting members of the Church shall be notified.

4. A Pastor shall not be called unless he received a majority vote from the Board of Deacons and ratified by the Leadership Board.
 5. The pastoral candidate shall be notified following the meeting as to the results of the voting.
- d) The Board of Deacons shall have a clear understanding with the pastoral candidate regarding the financial arrangements between the pastor and congregation. This shall be in writing with a copy being held in file by the Secretary of the Corporation and a copy being given to the incoming pastor.
 - e) The Board of Deacons shall arrange for an installation service with the elected pastor.

Section 2:

The retention or removal of a pastor:

- a) If a pastor should desire a vote regarding his continued leadership, it may be taken in a regular or special meeting of the Corporation. The details of the vote shall be arranged by the pastor and the Board of Deacons.
- b) Should the pastor feel inclined to terminate his leadership, he shall present his resignation and should provide for a minimum of sixty (60) days before vacating the pastorate unless other arrangements are made which are satisfactory to both the church and pastor.
- c) If one-fourth (1/4) of more of the regular members of the Corporation object to the continuing leadership of the pastor, they may present their objections in writing to the Board of Deacons where they shall be carefully and prayerfully studied. If no solution can be reached the Board of Deacons shall call and conduct a Corporation meeting in keeping with these bylaws. The decision of the Corporation shall be final.
- d) The decision to remove a Pastor shall require a two thirds (2/3) majority vote of the quorum of members of the Corporation.

ARTICLE XII

For official church documents, the signature of the pastor is required. All contracts of more than \$2,500 shall require approval by the Leadership Board prior to signing by the Pastor.

ARTICLE XIII

These Bylaws can be amended on any annual or regular meetings of the Corporation by a two thirds (2/3) vote. Any by-law pertaining to Boards, Committees and Departments may be overridden, when necessary, because of the limited size of the body. The over-ride shall be for a maximum of one (1) year, at which time a new vote shall be required to renew the over-ride.

ARTICLE XIV

These Bylaws shall become effective immediately following their adoption and any Bylaws pertaining to Boards, Committees and Departments may be overridden, when necessary, because of the limited size of the body. The over-ride shall be for a maximum of one (1) year, at which time a new vote shall be required to renew the over-ride.

ARTICLE XV

DISSOLUTION - In the event of the dissolution of this church, the assets shall be given to other nonprofit organizations of like faith and practice that would qualify under the provision and regulations of section 501(c)(3) of the 1954 Internal Revenue Code. The Leadership Board shall present recommendations to the membership as to how the assets will be disbursed. Recommendations shall be approved by majority vote of the Corporation.