

Grace Hill Church Constitution

Preamble

We, the Members of Grace Hill Church (hereinafter, “Grace Hill” or the “Church”), do hereby organize ourselves in accord with this Constitution as our articles of governance, to be interpreted at all times to reflect the character of and bring glory to Jesus Christ, as revealed in the Scriptures and articulated in the standards set forth in the Statement of Faith (2019) and Members Covenant (2019) of this church, attached hereto as Exhibit 1 and Exhibit 2, respectively.

Article 1 – Name

The name of this Church is Grace Hill Church.

Article 2 – Purpose

This Church exists by the grace of God, for the glory of God, which will be its ultimate purpose in all its activities. This church glorifies God by loving Him and obeying His commands through: worshipping Him; equipping the saints through biblical instruction; encouraging biblical fellowship among believers; serving the city by providing spiritual, emotional, and physical needs; proclaiming the gospel of Jesus Christ through preaching and personal evangelism; encouraging, supporting, and participating in missions work locally, domestically, and internationally; administering the ordinances of baptism and communion; as is consistent with the teaching of Scripture.

Article 3 – Membership

Section 1 - Qualifications

To qualify for membership in this Church, one must be a believer in Jesus Christ who gives evidence of his or her salvation and whole heartedly believes in the Christian faith as revealed in the Bible. Candidates for membership must agree to submit to the teaching of the Scripture as expressed in the Statement of Faith (2019) and must promise to keep the commitments expressed in the Member’s Covenant (2019). The Elder(s) will be responsible for determining each person’s qualification for membership. In making this determination, they may rely on a person’s profession of faith, personal testimony, or other such evidences, as the Elder(s) deem appropriate.

Section 2 – Admission of Members

To be admitted into church membership, applicants must complete all the Membership Classes and be interviewed by the Elder(s), or by whomever the Elder(s) designate this responsibility. Applicants will be interviewed and accepted by the Elder(s) for admission and presented before the Members of the congregation at any regular or special Members Meeting. Upon acceptance the applicant will withdraw their membership in other churches. Any Member with reason to believe that an applicant should not be admitted to membership should express their concern to the Elder(s), upon which an applicant’s qualification for membership will be reviewed. If, upon

review of an application for membership or after meeting with a prospective Member, the Elder(s) or Members of the church determine that the applicant does not confess Jesus Christ as Lord and Savior, or that there is a lack of evidence of a godly lifestyle, membership shall be denied. The decision made by the congregation shall be final and there shall be no appeal to any court from that decision.

Section 3 – Duties and Privileges of Membership

Under Christ, this congregation is governed by the Elder(s) and its Members. Therefore, it is the privilege and responsibility of Members to attend all Members' meetings and vote on significant matters in the church. The members of the church shall vote on the matters of (a) the amending of the Statement of Faith (2019), Member's Covenant (2019), and the Constitution (b) the election of officers (c) the decision regarding acceptance and removal of members (d) the annual operating budget (e) other matters as may be submitted to a vote by the Elder(s).

In accord with the duties specified in the Member's Covenant (2019), Members will be privileged and expected to participate in and contribute to the ministry and life of the church, consistent with God's leading and with the gifts, time, and material resources each has received from God. Only those who are Members will be entitled to serve in leadership roles and ministries of the church. Non-members may serve on an ad-hoc basis with the approval of the Elder(s).

Section 4 – On Church Discipline

The purpose of church discipline is the repentance, reconciliation, and spiritual restoration of the disciplined individual (c.f. Mt 18:15-17; Acts 2:4; Gal 6:1-5; Jas 1:22); for instruction in righteousness and the good of other Christians, as an example to them (Rom 15:14; 1 Cor 5:11; 15:33; Heb 10:24-25); for the purity of the church as a whole (Acts 2:40; 1 Cor 5:6-7; 2 Cor 13:10; Jude 24); for the good of our corporate witness to a watching world (Mt 5:13-16; Jn 13:34-35; Acts 5:1-14; 1 Tim 3:7); and for the glory of God by reflecting His holy character (Deut 5:11; Mt 5:16; Rom 2:24; 2 Cor 6:14-7:1; 1 Pt 2:12).

Members of this church who err in doctrine, or who engage in conduct that violates Scripture as determined by the Elder(s) or other Members, shall be subject to church discipline, according to the instructions of our Lord given in Matthew 18:15-17 and the teaching of Scripture. All other professing Christians who regularly attend or fellowship with this church may be subject to discipline as determined by the Elder(s).

In Matthew 18:15-17, Jesus outlines the four-step process by which the church is to seek the restoration of a believer who has fallen into sin. First, when a brother or sister sins, he or she is to be confronted privately by a single individual (v. 15). If he or she refuses to repent, the confronting individual is to take one or two other Members along to confront him or her again (v. 16). If the sinning individual refuses to listen to the two or three, the two or three are then to tell it to the church by bringing it to the Elder(s) (v. 17). If there is still no repentance, the final step is to put the person out of the assembly (v. 17; cf. 1 Corinthians 5:1-13). Alternatively, in accordance with 1 Corinthians 5:1-13, a motion can be made to excommunicate an individual immediately as determined by the Elder(s).

Church discipline can include admonition by the Elder(s) or congregation, suspension from communion for a definite period, removal from an office, and excommunication (Mt 18:15-17; 2 Thess 3:14-15; 1 Tim 5:19-20; 1 Cor 5:4-5). After a thorough investigation, in accordance with the procedures prescribed by Scripture, if the Elder(s) determine that there is sufficient evidence to conclude that an individual has sinned or is continuing to sin, that he or she has been appropriately confronted, and that he or she has refused to repent, then the Elder(s) will inform the church and the congregation thereof at a regularly scheduled or ad hoc Members' meeting in order that the church may call the erring individual to repentance.

If the erring individual demonstrates repentance, then notice to that effect may be given at regularly scheduled or ad hoc Members' meeting.

If, however, the erring individual does not repent in response to the church in its collective call to repentance, then he or she will be subject to excommunication at a regularly scheduled or ad hoc Members' meeting. Excommunication entails the final step to removal of individual from church membership.

Any motion to excommunicate receiving a 2/3 majority of all vote cast by Members of this church who are present at a Members' meeting will be deemed final, and the individual will be publicly dismissed from the fellowship and/or membership of the church; abstentions will be not considered as votes cast. If the erring individual, after such dismissal, heeds the warning, demonstrates repentance and requests reinstatement before the Elder(s), then he or she will be publicly restored to all the rights, duties, privileges, and responsibilities of fellowship and membership.

The Members of this church agree that there will be no appeal to any court of law because of the dismissal or because of public statements to the congregation and the third or fourth stage of church discipline. Members, who are under discipline by the church, forfeit and waive the right to resign from this church. Grace Hill Church reserves the right to disclose disciplinary details to the leadership of church(es) attended by the Member under discipline. Resignations from membership are possible only by Members who are in good standing and who are not under disciplinary action.

Section 5 – Membership Resignation

The church will recognize the resignation of a person's membership following his or her death, or when he or she has voluntarily resigned or joined with another church. A Member's resignation will not be recognized while subject to church discipline. Any Member with reason to believe that an individual should not be dismissed from the membership should express their concern to the Elder(s), upon which the resignation will be reviewed. The church will have authority to refuse a Member's voluntary resignation or transfer of membership to another church, either for the purpose of proceeding with a process of church discipline, or for any other biblical reasons.

Separate and apart from the process of church discipline, but subject to the discretion and approval of the Elder(s), the names of any Members who have not attended a worship service or fellowship gathering for a period of six months or longer may be removed from the membership rolls.

Article 4 – Meetings

Section 1 – Worship Meetings

Worship services will be held on Sundays and may be held throughout the week as the church determines.

Section 2 – Members’ Meeting

In every Members’ meeting, Members shall act in a spirit of mutual trust, openness, and loving consideration as is appropriate within the body of Christ.

There will be a Members’ meeting regularly held shortly after Worship on Sundays or some other day as determined by the Elder(s). Special Members’ meetings may be called as required by the Elder(s). The date, time, and purpose of any special meeting will normally be announced at all public services of the church at least two weeks preceding the meeting, unless otherwise stipulated by all the Elder(s).

An Elder designated by the other Elder(s) shall preside as moderator at all Members’ meetings of the church. The Elder(s) shall see to it that the stated meetings of the church are regularly held and that required reports are submitted to the church by the responsible Members.

Provided all constitutional provisions for notification have been met, a quorum (i.e. the number of people necessary for a meeting) shall be understood to be met by those Members present. A quorum shall be required at all Members’ meetings where voting takes place unless otherwise specified in the Articles. All votes shall be tallied based on the number of votes cast by Members present. The quorum will consist of 2/3 of the current membership roster being present in the members meeting.

A budget will be approved by membership at a Members’ meeting no more than a month after the start of the church calendar year. Prior to this approval and subject to the Elder(s) discretion, expenditures may continue at the prior year’s level. The proposed budget is to be approved by a 2/3 vote by Members of this church who are present at the first Members’ meeting of the church calendar year. No money shall be solicited by or on behalf of the church or any of its ministries without the approval of the Elder(s).

At any regular or special Members’ meeting, officers may be elected and positions filled as needed, as long as all relevant constitutional requirements have been met.

Section 3 – Meeting Disruptions

Any person deemed by the Elder(s) to pose a physical or psychological threat to any person or to the Church, or to be causing, about to cause, or capable of causing disruption of the religious services and activities of the Church, shall be considered a trespasser on Church property and may be ejected summarily. No Church employee or Elder may incur any liability for acting in good faith in the interests of the Church pursuant to this section.

Article 5 – Elders

Section 1 – Elders

The authorized number of Directors of this Corporation (hereinbefore and hereinafter “Elder(s)”) shall not be less than one (1). When three or more Elder(s) are established at Grace Hill Church, the total number of Elder(s) shall not be less than three (3) unless changed by an amendment to this Constitution.

Section 2 – Responsibility of Elders

Subject to the will of the congregation, the Elder(s) are responsible to oversee the ministry and resources of the church. In keeping with the principles set forth in Acts 6:1-6 and 1 Peter 5:1-4, the Elder(s) shall devote their time to prayer, the ministry of the Word (by teaching and encouraging sound doctrine), and shepherding God’s flock.

The Elder(s) shall take particular responsibility to shepherd and pray for Members, examine and instruct prospective Members, examine and recommend all prospective candidates for offices and positions, oversee the work of the deacons and appointed church officers and committees, oversee worship services, administer the ordinances of baptism and communion, equip the Members for the work of ministry, encourage sound doctrine and practice, admonish and correct error, oversee the process of church discipline, coordinate and promote the ministries of the church, and mobilize the church for world missions.

The Elder(s) may establish ministry positions or committees to assist them in fulfilling their responsibilities. The Elder(s) may also propose to the Members that funds be utilized for new paid staff positions. The Elder(s) shall have primary responsibility for the employment, supervision, and evaluation of all paid staff.

Section 3 – Qualifications

No Elder shall hold the office of deacon during his tenure. Each Elder must be an active Member of the church and possess the qualifications described in 1 Timothy 3:1-7 and Titus 1:6-9. He shall be:

- Blameless as a steward of God; and above reproach (1 Timothy 3:2; Titus 1:6-7)
- Qualified male (1 Timothy 2:12-14)
- If married, a one-woman man (1 Timothy 3:2; Titus 1:6)
- Temperate, sober, vigilant (1 Timothy 3:2)
- Sober-minded, prudent (1 Timothy 3:2; Titus 1:8)
- Of good behavior; orderly, respectable (1 Timothy 3:2)
- Give to hospitality (1 Timothy 3:2; Titus 1:8)
- Able to teach, exhort believers, and refute false teaching (1 Timothy 3:2; Titus 1:9)
- Not a drunkard (1 Timothy 3:3; Titus 1:7)
- Not violent; not argumentative (1 Timothy 3:3; Titus 1:7)
- Patient, moderate, forbearing, gentle (1 Timothy 3:3)
- Uncontentious; not easily-angered or quick tempered (1 Timothy 3:3; Titus 1:7)
- Not covetous; not a lover of money; not greedy (1 Timothy 3:3; Titus 1:7)
- Leads his own household well (1 Timothy 3:4; Titus 1:6)

- Not a new convert or recent member (1 Timothy 3:6)
- Has a good reputation with outsiders (1 Timothy 3:7)
- Not self-willed (Titus 1:7)
- A lover of good (Titus 1:8)
- Just, fair (Titus 1:8)
- Holy, devout (Titus 1:8)
- Self-controlled (Titus 1:8)

Section 4 – Nomination, Selection, and Tenure of Office

By recommendation of the Elder(s), the church shall recognize men who are qualified and willing to serve in this calling, in accordance with the constitutional provisions on elections. These qualified men shall be received as gifts of Christ to His church and set apart as Elders.

All nominations to install new Elders at our church must be submitted by the Board of Elders to the congregation at a regularly scheduled or ad hoc Members' meeting. Candidates for eldership must be approved by a 3/4 majority vote by Members of this church who are present at a Members' meeting before being installed to serve as Elders.

Tenure of the office of Elder shall be vested in the Board of Elder(s) and will serve three-year terms. An elder, other than employed pastor(s), will be reexamined at the end of their three-year term. If the Board of Elder(s) determine that an Elder needs a break, the Elder may transition to being a non-voting Elder for a period of time (up to one year) determined by the Elder(s). After the determined period of time, the non-voting elder may be re-appointed or asked to resign.

Section 5 – Vacancies

Subject to the provision of Section 9226 of the California Nonprofit Religious Corporation Law, any Elder may resign effective upon giving written notice to the Board of Elders, unless the notice specifies a later time for the effectiveness of such resignation. If the resignation is to take effect at some future time, a successor may be selected before that time. A vacancy or vacancies in the Board of Elders shall be deemed to exist in the case of death, resignation, or removal of any Elder. No reduction of the authorized number of Elder(s) shall have the effect of removing any Elder prior to the expiration of the Elder's term of office.

Section 6 – Removal of Elders

An Elder's term of office may be terminated by dismissal if he is found to be physically or mentally incapacitated or spiritually unqualified (according to pertinent Scripture, especially 1 Timothy 1:3-17 and Titus 1:5-9). Any two Members with reason to believe that an Elder should be dismissed should express such concern to the other Elders. After thorough corroborating investigation by the Elder(s) (or a duly appointed committee by the Board of Elders in accordance with the instruction of our Lord in Matthew 18:15-17 and 1 Timothy 5:17-21), a motion to remove an Elder may be made at a regularly scheduled or ad hoc Members' meeting. Any Elder may be dismissed by a 3/4 majority vote by Members of this church who are present at a Members' meeting.

Article 6 – Pastors, Deacons and Staff

Section 1 – Pastors

A pastor shall be selected by the Elder(s) and confirmed by the Members at a regularly scheduled Members' meeting. His call shall be defined according to Article 5, Section 3.

A pastor shall be called an Elder of Grace Hill Church. He shall perform the duties of an Elder described in Article 5, Section 2. He shall be recognized by the church as particularly gifted and called to the ministry of preaching and teaching. As pastor he shall arrange for and conduct all public and regular services of the church and shall be responsible for the general oversight of the spiritual welfare of the church. He shall preach on the Lord's Day, administer the ordinances of baptism and communion, and perform such other duties as usually pertain to that office, or as set forth in the constitution. In the absence of incapacity of the pastor, the Elder(s) shall assume responsibility for his duties, any of which can be delegated.

Section 2 – Deacons and Deaconesses

Deacons and Deaconesses must be an active Member of the church and possess the qualifications described in 1 Timothy 3:8-13. The church shall recognize, in accordance with the constitutional provisions on elections, men and women who are giving of themselves in service to the church, and who possess particular gifts of service.

In keeping with the principles set forth in Acts 6:1-6, these members shall be received as gifts of Christ to His church and set apart as deacons and deaconesses. Deacons and Deaconesses shall care for the temporal needs of members, attend to the accommodations for public worship, and encourage and support those able to help others and those with the gifts of administration.

Section 3 – Staff

The Elder(s) may hire additional staff to assist with pastoral ministry, designated as a member of church staff. These shall not be pastors according to the definition set forth in Article 6, Section 1. Grace Hill Church may honor the ordination of any individual previously confirmed as an Elder by another church by recognizing them with the title of "pastor." However, the individual will not function as an Elder at Grace Hill Church until confirmation according to Article 5, Section 4 is completed. Each member of church staff shall be an active Member of the church. The Elder(s) shall define the responsibilities of the staff members. They shall serve at the will of the Elder(s) for any term approved by the Elder(s).

Article 7 – Dispute Resolution

The Bible commands Christians to make every effort to live at peace and to resolve disputes with each other in private or within the Christian Church (Matthew 18:15-20; 1 Corinthians 6:1-8). The church shall encourage its Members to resolve conflict among themselves according to biblically-based principles, with each person regarding one another before himself and striving to preserve the unity of the Spirit in the bond of peace (Ephesians 4:1-3), with any needed counsel from the Elder(s), and without reliance upon any secular court of law (unless criminal charges and Article 8, Section 2 are relevant). Consistent with its call to peacemaking, the church shall encourage the use of biblically-based principles to resolve disputes between itself and those outside the church, whether Christian or secular and whether individuals or corporate entities.

Article 8 – Allegations and Abuse

Section 1 – Purpose

The church requires all its Elders, employees, and volunteers to observe high standards of ethics in the conduct of their duties and responsibilities. As representatives of the Church, individuals must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations.

If an Elder, employee, or volunteer of the Church reasonably believes that the Church, by and through its Elders, employees, or volunteers is in violation any policy or procedure of the Church, then that individual shall file a complaint with the Elder(s).

If an Elder, employee, or volunteer of the Church reasonably believes that the Church, by and through its Elders, employees, or volunteers is in in violation of applicable state and/or federal criminal law or regulation, then that individual shall file a report to local authorities.

This policy is intended to encourage and enable employees, members and others to raise serious concerns within the Church.

Section 2 – Reporting Responsibility

It is the responsibility of all of the Church's Elders, employees, and volunteers to comply with all applicable laws and regulations, as well as all policies and procedures of the Church and to report violations or suspected violations.

If an Elder, employee, or volunteer of the Church reasonably believes that any policy, practice, or activity of the Church is in violation of any applicable law, regulation, policy, or procedure of the Church, then the Elder, employee, or volunteer should share their questions, concerns, or complaints with a neutral third party that is qualified to address them properly. If the concerns are not addressed, the reporting individual should make a formal complaint to the Board of Elders and seek counsel from affiliated church network/denomination.

Section 3 – Reporting Violations

In most cases, an Elder or supervising ministry leader is in the best position to address an area of concern. However, if the reporting individual is not comfortable speaking with any of these parties, the reporting individual is encouraged to speak with another Elder, Officer, or ministry leader in the Church.

Section 4 – Investigation of Complaint

After receiving a complaint, the Elder or ministry leader to whom the complaint was made shall provide the complaint to the Elders Board. The Elder Board shall then determine whether an investigation is appropriate and the form that is should take.

The Elder or ministry leader to whom the complaints was made shall notify the individual and acknowledge receipt of the reported violation within seven days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

Section 5 – Safeguards

Reported or suspected violations may be submitted on a confidential basis by the reporting individual. Reports of violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation. However, the reporting individual may be encouraged to put his or her name to the allegation for the sake of appropriate follow-up questions and investigations.

No reporting individual who, in good faith, reports a violation shall suffer retaliation or employment consequence. An employee or representative of the Church who retaliates against a reporting individual who has reported a violation in good faith is subject to discipline, including but not limited to, termination of employment.

The Elder(s) recognize that intentionally untruthful, malicious, or harassing allegations could be damaging to the mission, integrity, and unity of the Church and to the reputation of the accused individual. Therefore, while all reports will be taken seriously and handled promptly, there will be due process before any formal decisions are made.

Article 9 – Amendments

This Constitution, the Statement of Faith (2019), and the Member's Covenant (2019) may be amended by a 3/4 vote by Members of this church who are present at a Members' meeting, provided the amendment shall have been offered in writing at the previous Members' meeting. Whenever an amendment or new bylaw is adopted, it shall be recorded in meeting minutes. If any bylaw is repealed, the fact of repeal with the date of the meeting at which the repeal was enacted or written assent was filed shall be stated in meeting minutes.

Article 10 – Receipt, Investment, and Disbursement of Funds

The Church shall receive all monies or other properties transferred to it for the purposes for which the Church was framed (as shown by the Articles of Incorporation). However, nothing contained herein shall require the Board of Elders to accept or receive money or property of any kind if it shall determine in its discretion that receipt of such money or property is contrary to the expressed purposes of the Church as shown by said Articles.

Article 11 – Corporate Records and Reports

Section 1 – Records

The Church shall maintain adequate and correct accounts, books, and records of its business and properties. All such books, records, and accounts shall be kept at its principal place of business in the State of California, as fixed by the Board of Elders from time to time.

Section 2 – Inspection of Books and Records

Every Elder shall have the absolute right at any reasonable time to inspect all books, records, documents of every kind, and the physical properties of the Corporation, and also of its subsidiary organizations, if any.

Section 3 – Fiscal Year of the Corporation

The fiscal year of the Corporation shall begin on the first day of September and end on the last day of August in each year.

Article 12 – Dissolution

In the event that the elders of the church determine that there is reasonable cause to dissolve Grace Hill Church as a corporate entity, the elders shall recommend dissolution to the membership. The elders shall call a special member's meeting as set out in Article 4. At least two-thirds of the members present at the meeting must vote in the affirmative to approve the proposal of dissolution.

After approval of dissolution by the members, all the corporation's debts shall be fully satisfied. None of its assets or holdings shall be divided among the members or other individuals but shall be designated to another corporation with purposes similar to that identified in Article 2 of this Constitution.