

CONSTITUTION
AND
BY-LAWS
OF

The Grace Community Church, Inc.

CONSTITUTION OF The Grace Community Church, Inc.

I. Name

The name of this church shall be The Grace Community Church, Inc. It shall be referred to from here on out as Grace Community Church or GCC.

II. Purpose

The purpose of Grace Community Church is:

To worship and serve God and to fulfill the Great Commission of Jesus Christ as set forth in Matthew 28:18-20; "Then Jesus came to them and said, 'All authority in heaven and on earth has been given to Me. 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, even to the very end of the age.'"

III. Articles of Faith

1. We believe the Holy Bible is the inspired Word of God, without any error, the all-sufficient authority in matters of faith, doctrine, and Christian living. (2 Timothy 3:16)
2. We believe in one God, eternally existing in three Persons: the Father, the Son, and the Holy Spirit. (Matthew 28:19; Luke 4:18; Luke 24:49; John 14:16; 2 Corinthians 13:14)
3. We believe in the Virgin Birth of Jesus Christ, and that He is the true God and man. He died on the cross for our sins. He rose bodily from the dead, ascended into heaven where He sits at the right hand of the Father and is now our High Priest and Advocate. {Matthew 1:23; Luke 2:8-12; John 1:14; 1 Corinthians 15:3-4; Romans 8:34; 1 John 2: 1-2)
4. We believe that man was created in the image of God but fell into sin and therefore lost. Only through regeneration by the work of the Holy Spirit can man's salvation and spiritual life be obtained. (Genesis 1:26; Titus 3:4-6)
5. We believe that eternal salvation is the free gift of God, entirely apart from man's works, and is possessed by any and all who have faith, repent, confess, be baptized into water and receive Jesus Christ as their personal Lord and Savior. (Acts 2: 38, Mark 16: 16, John 3:16; Romans 6:23; Ephesians 2:8-9)
6. We believe in a regenerated church membership: that is, persons old enough to understand their need for Jesus Christ and, of their own free will, accepted Him through the plan of salvation as their personal Lord and Savior. (Acts 2:40-47)

7. We believe that baptism is by immersion and the Lord's Supper is a memorial to His suffering and death on the cross. These are ordinances to be observed by the church in its present age. (Luke 3:21-22; 22: 19-20; Acts 16:30-31)

8. We believe in the personal, bodily, imminent, and glorious return of the Lord Jesus Christ and that His Second Coming inspires believers for dynamic and zealous life and service for Him while waiting for His return. (John 14:3; 14:28; Acts 1:11; 2 Thessalonians 2; Hebrews 9:28)

9. We believe in the bodily resurrection of the dead, the everlasting blessedness of the saved in heaven, and the everlasting punishment and separation from God of the unsaved in hell. (Matthew 25:31-46; Revelation 21:7-8)

10. We believe in the autonomy of the local church. The church shall manage its own affairs and shall not be subject to any other religious body or organization. (Matthew 16:18-19; Ephesians 5:23; Colossians 1:18)

11. We believe that the term "marriage" has only one meaning and that is marriage sanctioned by God which joins one man and one woman in a single, exclusive union, as delineated in Scripture. We believe that God intends sexual intimacy to only occur between a man and a woman who are married to each other. We believe that God has commanded that no intimate sexual activity be engaged in outside of marriage between a man and a woman. (Genesis 2: 15-25; Matthew 19:4-6; Mark 10:6-12; Hebrews 13:4)

12. We believe that because salvation is of the Lord, those who have received salvation are to live for God's glory. In order for us to glorify and enjoy God we must live under His liberating authority. Such a conviction impacts how we view human life as uniquely created in God's image and how we pursue our calling to protect human life from beginning to end. We believe that life begins at the moment of conception. (Psalms 139:13-16)

IV. Government

The government of Grace Community Church is vested in its members. The membership retains unto itself the right of exclusive self-government in all phases of its life and organization. It recognizes the needs for mutual counsel and cooperation, which are common in the Bible and job descriptions of its ministers and/or employees.

V. Amendment

This Constitution may be amended provided the proposed amendment shall have been presented in writing at a regular church family meeting and then circulated to the membership. Amendments to this Constitution shall be three fourths votes of members of the church who are qualified to vote and are present in the family meeting with a quorum to discuss and vote for this matter.

BY-LAWS OF Grace Community Church

I. Church Membership

A. Qualifications:

Membership of Grace Community Church shall consist of people who have made a profession of their faith in Jesus Christ as Lord and Savior, and who, having been scripturally baptized by immersion, and are in agreement with the Articles of Faith, and Covenant of the church.

B. Reception:

Membership in the church may be attained in one of the following manners:

1. By scriptural baptism by immersion after profession of faith in Jesus Christ as personal Lord and Savior.
2. By statement of faith of their prior experience of conversion and scriptural baptism by immersion in another evangelical church of like faith and practice.
3. By restoration to the church membership after having been removed.

C. Orientation of New Members:

Candidates for membership and new members must learn and understand the privileges and responsibilities of members to God and to the church.

1. Members in good standing shall have the right to a voice and vote in all church transactions and shall have the right and privileges to full participation in the life and work of the church.
2. It shall be the duty of church members to uphold the Articles of Faith, Constitution and Bylaws, and Covenant of the Church.

D. Active Members:

1. Any member of this church shall be considered active who supports their church through their regular attendance, contributions (offerings), participation, and cooperation.
2. Every active member of this church is entitled to vote on all transactions and issues brought up at Church family meetings provided the member is present.
3. Every active member of this church is eligible for consideration by the membership as candidates for the elective offices in the church.
4. Every active member may participate in the ordinances of the church as administered by the church.

5. Every active member shall have access to the principle records of this church including the minutes of its governing body and the principle financial reports, but shall not have access to the individual financial donor records of others.

E. Inactive Members:

The board will no less than every three years review the membership rolls of the church. For those persons who, without good cause, have not participated in the life of the church in the past year, the pastor will seek to make personal contact, and determine the reasons for inactivity, and encourage them in their relationship with the church. In the event the inactive members cannot be contacted, or the persons indicate a desire to no longer be a member the board shall remove them from membership.

Persons who have been removed from membership:

1. Be entitled to vote on any matter before the church.
2. Be considered by the membership to be a candidate for any elective office.
3. Have access to any principle records or financial records.

F. Church Discipline:

1. Should any unhappy difference arise among members, the aggrieved member shall follow in a tender spirit, the rules given by our Lord in Matthew 18:15-17.

G. Termination:

Membership in this church can be terminated when a member:

1. Goes home to be with the Lord in heaven.
2. Is dismissed by a majority vote of the board due to reasons and circumstances provided in the church discipline.

II. Church Officers

All church officers must be active members of Grace Community Church for at least one year, excluding paid staff

III. Church Meetings

A. Worship Services:

The church shall meet regularly each Sunday morning for the worship of God, for preaching, instruction, evangelism, and on Wednesday, or another night designated for prayer and Bible study. These meetings will be open for the entire membership of the church and for all people, and shall be conducted under the direction of the pastor, or designated church member in the absence of the pastor.

B. Quorum:

A quorum of the church members in family meetings shall be the members present at the meeting.

All family meetings will be opened and closed with prayer.

C. Majority Vote:

Unless otherwise stated, a 3/4 (75%) majority vote of active members present shall be required to pass a motion or recommendation brought before the church body.

D. Parliamentary Rules:

"Roberts Rules of Order" is the authority for parliamentary rules of procedure for all family meetings of the church.

IV. Ordinances

We believe, according to God's Word, that Jesus Christ commanded the observance of two ordinances before He ascended unto His Father in Heaven; Baptism (Matthew 28: 19) and the Lord's Supper (1 Corinthians 11:23-30).

A. Baptism: We believe that all people of the age of accountability are to follow the Biblical example of Jesus' baptism (Matthew 3: 13-17). We believe that He was immersed; therefore we are to be immersed after His example. We believe that every people of the age of accountability on up should follow the Lord in Scriptural baptism. This ordinance openly signifies that the believer in Christ is crucified with Christ and buried with Him, being dead to sin and resurrected with Him by the power of God to newness of life through Him (Acts 2:38-41).

1. Baptism shall be immersion in water.
2. Baptism shall be administered by any Christian member but with the knowledge of the Pastor.
3. Baptism shall be administered as an act of worship during any worship service or in a private setting where two or more are gathered.

B. The Lord's Supper:

The Lord's Supper is a symbolic act of obedience whereby members of the church and other believers, through partaking of the bread and fruit of the vine, commemorate the death of Jesus Christ and anticipate His Second Coming (1 Corinthians 11:23-26, Luke 22: 19, 20). Each believer should examine his heart first, for the unworthy partaking of the Lord's Supper brings judgment upon himself (1 Corinthians 11:27-29).

1. The Lord's Supper shall be observed at the pleasure of the church.
2. Other Christians shall assist the pastor in the administration of the Lord's Supper.

V. Avoidance of Illegal Action

No action of the church will be construed as authorizing its ministry groups or related entities to take any action that may be contrary to the law, unless such laws are contrary to the church's statement of faith. Specifically, the church will not solemnize any same-sex marriage or allow any church property or facilities to be used for the purpose of solemnizing or celebrating any same-sex marriage.

VI. Amendment

These Bylaws may be amended provided the proposed amendment shall have been presented in writing at a regular family meeting and then circulated to the membership. Amendments to these Bylaws shall be three-quarters/ (75%) majority vote of members of the church who are qualified to vote and are present in the board meeting with a quorum to discuss and vote for this matter. At least one Family Meeting a year.

Extending Bylaws of GCC

Article I – NAME AND PURPOSE

Section 1 – Name: The name of the organization shall be The Grace Community Church, Inc. It shall be a nonprofit, nondenominational, independent, organization incorporated under laws of the State of Vermont.

Section 2 – Purpose: The Grace Community Church, Inc. is organized exclusively as a nonprofit charitable religious group.

This Purpose of this Corporation is:

To acquire and maintain the current use of the church located at 300 Gale Street, Canaan, VT and its properties for religious purposes to provide a religious presence in the community. The Corporation may only engage in activities permitted to be performed by an organization that is exempt from taxation under section 501(c) 3 of the Internal Revenue Code of 1986, as amended. No part of the principal or net earnings of the Corporation shall inure to the benefit of any director, officer, agent or employee of the Corporation except as reasonable compensation for services.

Article II – BOARD OF DIRECTORS

Section 1 – Board role, size, and compensation: The board is responsible for overall policy and direction of the Corporation, and has authority to delegate responsibilities for operation or otherwise to agents, staff, volunteers and committees. The board may have up to 9, but not fewer than 5 members. The board will receive no compensation other than reimbursement of reasonable expenses.

Section 2 – Terms: All board members shall serve as follows: Executive Board 3 years and Board members 2 years unless the terms or rotation and or dismissal happens the voted on member will serve the rest of the term and be voted in after the previous term is up.

Board members shall be eligible for re-election for up to five consecutive terms. Successive annual terms for all Directors shall be calendar years.

Section 3 – Meetings and notice: The board shall meet at least quarterly but suggested monthly, at agreed upon time and place. An official board meeting requires that each board member have written or electronic notice at least five days in advance, unless notice waived in writing by all directors.

Section 4 – Board Elections: During the last quarter of each fiscal year of the corporation, the Board of Directors shall elect Directors to replace those whose terms will expire at the end of the fiscal year. This election shall take place during a regular meeting of the Directors, called in accordance with the provisions of these bylaws. New Directors may be elected at any regular meeting to replace vacancies on the board, when the number of Directors is less than nine or someone has resigned from the maximum number of nine but no less than five. Directors filling vacancies will assume the term of the Director being replaced unless otherwise specified by the Directors within five days of such occurrence if there are less than five Directors.

Section 5 – Election procedures: New Directors shall be nominated by a majority of Directors present at such a meeting, provided there is a quorum present. Directors so nominated shall be presented to the Church general membership for approval by a majority vote at a Church Family Meeting. Elected directors shall serve a term beginning on the first day of vacancy for the Director position they have been elected to fill.

Section 6 – Quorum and Voting: A quorum shall be established when a simple majority of the members are present. If a quorum is not present, no formal action may be taken except to adjourn the meeting to a subsequent date. With a quorum, passage of any motion requires a simple majority of the members present.

Section 7 – Officers and Duties: There shall be four officers of the board, consisting of a President, Vice-President, Secretary, and Treasurer all together forming the Executive Committee. Their duties are as follows:

The President shall convene regular scheduled board meetings, shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: Vice-President, Secretary, and Treasurer. The spokesperson for the Corporation will be the President, unless otherwise determined by the board. The President shall have signature power along with the Treasurer over the account of the Corporation. The President shall direct, and be responsible to the board for, the accomplishment of the Corporation's Purpose.

The Vice-President shall prepare to succeed the President and assist the President as designated by the President or the board.

The Secretary shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each board member, and assuring that required corporate filings are made and corporate records are maintained.

The Treasurer shall make a report of income, expense, assets, and liabilities at each board meeting. The Treasurer shall control the accounts of the Corporation and have signature authority with the President and /or Vice President over such accounts. The Treasurer shall assist in the preparation and review of all budgets through the board's directions and inquires and shall make financial information available to board members and to church members at the request of the board or annual meetings. The fiscal year shall be the calendar year. Monthly reports are required to be submitted to the board showing income, expenditures, and pending transactions, as well as end of year assets and liabilities. The financial records of the organization are public information and shall be available to board members and to the public at the request of the board. The full board will help determine wage rates for all employees.

Section 8 – Resignation, termination, and absences: Resignation from the board must be in writing and received by a member of the board. A board member shall be terminated from the board due to excess (6 monthly meetings in a year) absences or for other reasons by three-fourths vote of remaining directors based on but not excluded to the constitution of GCC.

Section 9 – Special Meetings: Special meetings of the board shall be called upon the request of the President, or one-third of the board. Notices of special meetings shall be sent out by the Secretary to each board member at least five days in advance. Special meetings without notice can be held or action by the board can be taken with written consent of all members of the board.

Article III – COMMITTEES

Section 1 – Committee formation: The board may create committees as needed, such as fundraising, program services, public relation, data collection, ministry opportunities, etc. The President shall appoint and remove all committee chairs.

Section 2 – Executive Committees: the four officers serve as the members of the Executive Committee and the President shall be the chair. Except for the power to amend the articles of incorporation, constitution, and bylaws, the Executive Committee shall have all the powers and authority of the board of directors in the intervals between meetings of the board of directors, and is subject to the directions and control of the full board.

Article IV – EXECUTIVE DIRECTORS AND STAFF

Section 1 – Executive Directors: The Executive Directors are individually hired or removed by the board. An Executive Director must be a member of the Board of Directors and fall under the

terms of the Constitution of GCC, but must abstain from any vote on any matter relative to such Director. The Executive Directors have day-to-day responsibilities for the organization, including carrying out the Corporation's purpose, goals, and policies. The Executive Directors may suggest, but not set, goals or policies for the Corporation. If more than one, they may individually or collectively carry out the board's goals and policies, including the collection, payment or commitment of the Corporation's funds, within the guidelines of the budget, or direct volunteers or staff to do so.

Article V – AMENDMENTS

Section 1 – Amendments: These Bylaws may be amended provided the proposed amendment shall have been presented in writing at a regular family meeting and then circulated to the membership. Amendments to these Bylaws shall be three-quarters/q (75%) majority vote of members of the church who are qualified to vote and are present in the board meeting with a quorum to discuss and vote for this matter.

CERTIFICATION

This Constitution and Bylaws were approved by the consent of the board of directors and the members of GCC on __8/13/17 Board and General Family Meeting _____.

EIN # 46-5745478

12:41 PM

Irving Cullivan

Joanna Piesecki

Beth Sweatt

Sarah Tolley

Gen Chesky

JT Tolley

Lois Judkins

Ed Cunningham

Vern Crawford

Frank Sawicki

Katie Sawicki

Lois motioned and Irving 2nd and approved Bylaws and Constitution, Approved

JT motioned to close and Lois 2nd and approved to close at 1:09 PM