CONSTITUTION AND BY-LAWS OF FAITH ARLINGTON BAPTIST CHURCH

PREAMBLE

We, the members of Faith Baptist Arlington Church, declare and establish these Constitution and By-Laws to preserve the principles of our faith and to govern this Church body in a Christian and orderly manner for ourselves and future generations. We establish these Church Constitution and By-Laws to further the work of the Lord Jesus and to fulfill His Great Commission.

Our desire is to love and serve God through our lives, to serve others as we intentionally reach the unsaved, and to equip believers to be fully devoted followers of Jesus Christ (Matt 22:36-40; Matt. 28:19-20; John 13:14-15; Gal. 5:13).

CHURCH COVENANT

We have been led, as we believe, by the Spirit of God to receive the Lord Jesus Christ as our Savior and, on the profession of our faith, have been baptized in the name of the Father, and of the Son, and of the Holy Spirit. We do, now, in the presence of God, His angels, and His assembly, most solemnly and joyfully enter covenant with one another as one body in Christ.

We agree, by the aid of the Holy Spirit, to walk together in Christian love; to strive for the advancement of this church in knowledge, holiness, and guidance. We agree to promote its spirituality and vitality and to sustain its worship, ordinances, discipline, and doctrines. To promote the spread of the Gospel through all nations, we agree to contribute, cheerfully and regularly, in support of the ministry and missions of the church, the expenses of the church, and the relief of those in need.

We also agree to maintain family worship and private devotions; to educate our children about our beliefs as Christians; to seek the salvation of our family members, friends, and acquaintances; to walk worthy of our calling in the world; to be just in our dealings, faithful in our commitments, and Christ-like in our behavior; and to be zealous in our efforts to advance the Kingdom of our Savior; the Lord, Jesus Christ.

We further agree to watch over one another in brotherly love; to remember one another in prayer; to aid one another in sickness and distress; to develop Christian sympathy toward others and Christian courtesy in speech; to be slow to take offense, but always ready for reconciliation and mindful of the example of our Savior to secure it without delay.

We, moreover, agree that, should we leave the membership of this church, we will, as soon as possible, unite with another church which carries out the spirit of this covenant and the principles of God’s word.

ARTICLE I CHURCH AUTHORITY AND GOVERNANCE

Section 1. The authority of Faith Arlington Baptist Church (hereinafter referred to as "Faith Arlington" or "Church") is granted by the Lord Jesus Christ. Its governance shall be in accordance with the Scriptures. This Constitution and By-laws, and any other governing documents and/or procedures shall be secondary to the inspired Word of God. If at any point these Constitution and By-laws are found to be truly inconsistent with or directly contrary to God's inerrant Word, they are, in that point, null and void. The final authority in all matters of faith and conduct shall be the Holy Bible.

ARTICLE II OFFICES

Section 1. Principal Offices

(a) The principal office of the Church in the State of Tennessee shall be in Shelby County, Tennessee. The Church may have other such offices either within or outside the State of Tennessee, as the Church may determine.

Section 2. Registered Office and Registered Agent

(a) The Church shall have and continuously maintain in the State of Tennessee a registered office and a Registered Agent whose office is identical with such registered office, as required by the Tennessee Non-Profit Corporation Act. The registered office may be, but not need be, identical with the principal office of the Church in the State of Tennessee, and the address of the registered office may be changed from time to time as determined by the Church Council.

ARTICLE III STATEMENT OF VISION AND MISSION

Section 1. The Vision of Faith Arlington is to reflect the glory of God as we are transformed into the likeness of Jesus Christ, who died for our sin so we could have abundant life. (2 Corinthians 3:18; 2 Corinthians 5:21; John 10:10) Occasionally, the Church may establish a separate statement that aligns with this vision.

Section 2. The Mission of Faith Arlington is to declare the Good News of salvation and lead those who believe to live in obedience to the Scripture and bring honor and glory to Jesus Christ. (Matthew 28: 18-20; Matthew 5:16; 2 Corinthians 4:6) Occasionally, the Church may establish a separate statement that aligns with this mission.

ARTICLE IV STATEMENT OF FAITH

Section 1. Faith Arlington affirms the Holy Bible as the inspired Word of God and as the only basis for our beliefs. This Church accepts "The Baptist Faith and Message 2000," as adopted by the Southern Baptist Convention as an affirmation of basic Christian beliefs, and as a general statement of faith.

Section 2. This Church acknowledges that the Holy Bible alone is God's infallible and inerrant Word and is the standard by which all matters of belief and conduct are to be decided.

Section 3. Faith Arlington believes the Bible and the historical Christian church have held that sex is reserved for one man and one woman within the covenant of marriage as a reflection of the love Christ has for His church. Consistent with the church’s First Amendment rights, it is the church’s sincerely held belief that marriage is a God ordained covenant between one man and one woman.

ARTICLE V AFFILIATION

Section 1. Faith Arlington is autonomous and retains unto itself the right of self-government in all phases of the spiritual and temporal life of this church. Recognizing, however, the benefits of cooperation with other churches in world missions, Faith Arlington voluntarily affiliates with the Southern Baptist Convention in its national, state, and local expressions as it deems appropriate.

ARTICLE VI CHURCH MEMBERSHIP

Section 1. General

(a) Membership in Faith Arlington shall consist of all persons who have met and maintained the qualifications for membership.

Section 2. Qualifications for Membership

(a) Any person meeting all the following qualifications is a member of Faith Arlington:

(1) Is a believer in Jesus Christ and has trusted Him alone for salvation.

(2) Has been baptized by immersion after salvation.

(3) Has completed the Faith Arlington membership class or has met with a church pastor who affirms their eligibility.

(4) Agrees to abide by the Faith Arlington Membership Covenant.

Section 3. Voting Rights of Members

(a) Every member of Faith Arlington is entitled to vote in all elections or other matters submitted to the church for a formal vote in a duly called meeting.

Section 4. Termination of Membership

(a) Membership shall be terminated in the following ways:

(1) Death of the member

(2) Transfer to another Bible believing church

(3) Erasure upon request or proof of membership in a church of another denomination

(4) Exclusion by action of this Church (See Discipline and Conflict Resolution Section outlined below in Article XIV)

(5) Inactivity in the life of this Church for a significant period as determined by the Church Council.

Section 5. Restoration

(a) The Church may restore to membership any person previously excluded, upon request of the excluded person, and when the Church Council determines it to be acceptable, having received evidence of the excluded person’s repentance and reformation.

ARTICLE VII MEMBERSHIP MEETINGS

Section 1. Place

(a) Meetings of the members shall be held at a building on the Church property or at such other place or places within or outside Tennessee as may be designated from time to time by the Church Council. Membership meetings may be held outside of Tennessee only in emergency situations.

Section 2. General Meetings

(a) A general meeting of the members shall be held in the final month of the fiscal year. This general meeting shall be the annual membership meeting of the Church. The purpose of this meeting shall be to adopt an annual budget for the Church. Subject to the notice requirements outlined below, any other proper business may also be conducted at this meeting.

Section 3. Special Meetings

(a) Special meetings may be called at any time by the Senior Pastor or by a quorum of no less than two thirds of the Church Council for any purpose by giving notice to the members in accordance with the requirements outlined below.

Section 4. Notice Requirements for Formal Membership Meetings

(a) General Requirements. Whenever members are required or permitted to take any formal action at a meeting, notice shall be given to members no less than two (2) weeks prior to a meeting. Notification of membership meetings shall be given in any of the following manners which shall be deemed to be a reasonable method of calling a membership meeting:

(1) Distribution of written material to the congregation in attendance at a regular weekend service(s); or

(2) Announcement of the meeting in the Church newsletter, either electronic or printed; or

(3) Oral announcement to the congregation at weekend service(s); or

(4) Delivery by United States mail or e-mail to each member identified on the membership roll.

(b) Notice of Certain Agenda Items and Related Actions. Formal action by the members on any of the following items is valid only if the notice specifies the nature of the item. Formal action on the items listed below or any other formal action required to be taken shall proceed under procedures as outlined in these Constitution and By-Laws or as established and announced by the Senior Pastor or Church Council. Any established procedures, however, shall not be in direct conflict with any specific provision of these Constitution and By-Laws. The most recent edition of Robert's Rules of Order shall serve as a general guideline regarding the establishment of meeting procedures.

(1) Calling or removal of a member of the Church Council:

(2) Adopting, amending or repealing these Constitution and By-Laws:

(3) Disposing of all or substantially all the Church's assets:

(4) Adopting or amending a merger agreement:

(5) Approving the election to wind up and dissolve the Church:

(6) Approving the acquisition of real property and related indebtedness:

(7) Adoption of the annual budget

(8) Calling of the Senior Pastor and all Pastoral Staff

Section 5. Moderator

(a) All meetings of the church shall be moderated by the Senior Pastor or his designee.

Section 6. Quorum

(a) Those members present and voting at a meeting duly noticed and called shall constitute a quorum of the membership for the transaction of business.

ARTICLE VIII LEADERSHIP AND ORGANIZATION

Section 1. Congregational Involvement

(a) Under the authority of Jesus Christ and the Word of God, the congregation of Faith Arlington is the final authority within this local Church. This authority is exercised through the calling of certain vocational pastors to lead the Church and the election of lay members to serve on the Church Council. The vote of the membership of Faith Arlington at a properly called meeting as provided in these Constitution and By-Laws shall be required to effect the specific actions as outlined in Section 4(b) of Article VII of these Constitution and By-Laws.

Section 2. Leadership Structure

(a) Faith Arlington recognizes two (2) scriptural offices in the Church; that of Elder (also referred to as Pastor or Overseer) and Deacon. Men who serve as Elders/Pastors/Overseers must meet the Scriptural requirements of 1 Timothy 3:1-7 and Titus 1:5-9. The purpose of the officers of the Church is to lovingly govern, care for and equip the membership to do the work of the ministry.

(1) The Church Council shall consist of biblically qualified men called by the Holy Spirit to serve in this capacity. The actual number of Church Council members serving at any given time shall be determined by the Church Council as the needs of the Church shall dictate. The Church Council shall be comprised of a fairly balanced combination of non-vocational members and vocational pastors/Elders. The Church Council, under the leadership of the Senior Pastor, will serve to uphold the theology, advance the vision and guard the unity of Faith Arlington.

In certain instances, the Church Council may be comprised solely of vocational pastors. However, this is not the intended long-term strategy.

(2) Deacons shall serve as ministers and servants of the Church. Specific scriptural qualifications for and functions of the office of Deacon are outlined in Article XI.

ARTICLE IX CHURCH COUNCIL

Section 1. Selection of Church Council

(a) Calling a Vocational Pastor

(1) Calling the Senior Pastor

(i) The Senior Pastor serves as leader of the staff and as chairman of the Church Council (see Article X). When seeking to fill the position of Senior Pastor, a Pastor Search Team will be selected according to the process prescribed in these Constitution and By-Laws. In the absence of a Senior Pastor, the Church Council shall elect a non-vocational member to serve as Chairman. When forming a Pastor Search Team, the Church Council shall announce an Acting Leadership structure for the Church during the Senior Pastor search. Members of the Acting Leadership structure may be considered for the role of Senior Pastor.

(ii) Once the Pastor Search Team identifies a candidate, either internal or external, he will be presented to the Church Council. Upon approval of the Church Council, he will be presented to other staff members and the Deacons. After final consideration of the Pastor Search Team and the Church Council the candidate will be presented to the Church for affirmation. Such an affirmation shall require no less than 75% approval from all members present at a meeting called for this purpose.

(2) Calling Pastors other than the Senior Pastor

(i) When seeking to fill a position on the Church Council of a pastoral staff member, the Senior Pastor will recommend to the Church Council a biblically qualified pastor to serve in this capacity. Once affirmed by the Church Council, the candidate will be presented to the Church for affirmation and will thus be eligible to serve on the Church Council.

(b) Calling a Non-Vocational Member

(1) When seeking to fill a position on the Church Council of a non-vocational member, nominations shall be requested from all church members. Following receipt of the nominations, the Senior Pastor and other vocational pastors from the Church Council shall review all nominations and determine each nominee's qualifications. The full Church Council, which includes the Senior Pastor, vocational pastors and current non-vocational Council members, shall review the qualified nominations and determine a final slate of nominee(s) to be submitted to

the Church. The final slate of nominee(s) shall be presented to the Church for affirmation at its annual meeting or a special meeting called for this purpose. Once approved, a nominee shall assume office immediately and shall serve according to the term of service described in these By-laws.

Section 2. Duties, Responsibilities and Authority

(a) In keeping with the principles set forth in Acts 6:1-6 and 1 Peter 5:1-4, the Church Council shall devote their time to prayer, the ministry of the Word (by teaching and encouraging sound doctrine) and shepherding God's people. The Church Council shall recognize the unique vocational calling and responsibilities placed upon pastors and ministry staff. Under the leadership of the Senior Pastor, the Church Council shall serve to uphold the theology, advance the vision and guard the unity of Faith Arlington. The Church Council will provide counsel, encouragement and exhortation to vocational staff.

Section 3. Term of Service

(a) Vocational Pastors

(1) The Senior Pastor and other pastors (see Article IX Section 1a) shall serve on the Church Council until such a time as they are called to another place of service or removed by action of the Church Council as outlined in Article IX Section 4.

(b) Non-Vocational Members

(1) Non-vocational members of the Church Council shall serve three (3) year terms on a staggered basis. Terms shall commence at the beginning of each respective fiscal year. At the completion of a member's term and at the recommendation of the Church Council, he will either rotate off or be eligible for another three (3) year term. After rotating off, no lay member shall be eligible to serve another term on the Church Council until one (1) year has elapsed. No lay member shall hold the office of Deacon during his tenure.

Section 4. Removal of a Member of the Church Council

(a) A Church Council member's term of office may be terminated by resignation or by dismissal.

If at any time a member of the Church Council fails to maintain the biblical standards of 1 Timothy 3:1-7 or Titus 1:5-9 and/or to live by and uphold the Membership Covenant of this Church, he may be dismissed from the Church Council by a unanimous vote of all other members. The procedure for dismissal shall be subject to the biblical guidelines as set forth in 1 Timothy 5:19-20, Matthew 18:15-17 and Galatians 6:1-2. Any formal action for dismissal must be presented to the Church during a meeting called for this purpose as outlined in Article VII Section 4.

Section 5. Removal of the Church Council

(a) If at any time Faith Arlington shall recognize the need for the removal of all sitting members of the Church Council, a meeting of the Church may be called for such a purpose. Such a meeting shall require a petition signed by no less than one third (1/3) of all members. Upon receipt of such a petition by

the Church Council, a duly called meeting of the church body with at least thirty (30) days' notice shall be held as soon as practicable, but no later than ninety (90) days after receipt of the petition. Any vote to remove/replace the Church Council shall require an affirmative vote of two-thirds (2/3) of all members present and voting for such an action. At the duly called meeting, a moderator of the meeting, other than a current member of the Church Council, shall be elected by a majority vote of all members present and voting. The Moderator shall establish and implement meeting procedures for the duly called meeting. The most recent edition of Robert's Rules of Order shall serve as a general guideline to the Moderator regarding the establishment of meeting procedures.

ARTICLE X PASTORAL STAFF

Section 1. Senior Pastor

(a) Function

(1) The Senior Pastor shall lead the Church to fulfill its biblical mission. This shall include, but is not limited to, leading God's people to: (1) worship in spirit and truth; (2) grow in the grace and knowledge of Christ; (3) be equipped for effective ministry; (4) love one another; and (5) share the good news of Jesus Christ wherever they go. The Senior Pastor shall ensure that each of these actions is accomplished through sound doctrine.

(2) The Senior Pastor shall oversee the ministries of the Church, manage the day-to-day operations of the Church, and supervise the staff of the Church. In consultation with the Human Resources Team and the Church Council, it shall be the responsibility of the Senior Pastor to make decisions related to the structure, calling/hiring, and dismissal of all Pastoral and Ministerial Staff. Certain key staff positions which shall include, but are not limited to, the Pastors/Directors for Worship, Administration, Discipleship/Education, shall be presented to the church for affirmation/approval prior to their service at Faith Arlington.

(b) Selection Process

(1) When seeking to fill the position of Senior Pastor, a Pastor Search Team consisting of between six (6) and nine (9) men and women will be selected. These people must feel called to this responsibility, fulfill the qualifications of a mature believer (1 Timothy 3:8-13), and have been a member of Faith Arlington for a minimum of three (3) years.

(2) Any individual member in good standing may submit two (2) names to the Church Council to be considered as prospective members of the Pastor Search Team. The Church Council shall compile a short list of potential team members. Potential team members shall be interviewed by the Church Council. The Pastoral Search Team members will then be presented to the Church for affirmation.

(3) One Lay member of the Church Council shall serve on the Pastor Search Team. No vocational staff members shall serve on the Pastor Search Team.

(4) The Church Council and Pastor Search Team will be in unity on the decision of a recommended Senior Pastor before the selection of that Senior Pastor goes to the Church for affirmation.

(5) The Senior Pastor shall be affirmed by the body at a duly called meeting. Upon receiving a 75% affirmation of members at this meeting, he will serve until his services are terminated upon his request or until removed by action of the Church subject to Article VII Section 4.

Section 2. Pastors and Ministers

(a) Function

(1) Staff pastors are ordained Elders of the Church who, in response to God's call, have devoted their lives to the ministry of the Word and prayer in the service of the Church of the Lord Jesus Christ. Staff ministers/directors are the non-ordained ministers of the Church who, in response to God's call, serve the Church as their primary vocation. Under the leadership of the Senior Pastor, pastoral and ministerial staff shall lead the respective ministries of Faith Arlington to fulfill its biblical mission. This shall include, but is not limited to, leading God's people to: (1) worship in spirit and truth; (2) grow in the grace and knowledge of Christ; (3) be equipped for effective ministry; (4) love one another; and (5) share the good news of Jesus Christ wherever they go.

ARTICLE XI TRUSTEES

Section 1. The Trustees shall be responsible for holding in trust all property of the church. Trustees shall not have the authority to engage in any transactions involving the purchase, sale, mortgage, lease, or transfer of real property belonging to the church unless such actions are specifically authorized by a vote of the church. The Board of Trustees serves as an advisory body to the church council, providing guidance on matters pertaining to financial administration, budgetary matters, and the maintenance of the church's building and properties. It does not assume the role of managerial oversight in the day-to-day operations of finance, budget, or property management. The Board of Trustees recommends policies for financial and property management. Once policies are adopted, the Board of Trustees is responsible for ensuring that the church complies with these established policies.

(a) Trustees shall be composed of at least three Church members one of which shall be Chairman.

(b) Trustees are accountable to the Church Council for conduct and performance of responsibilities.

(c) Trustees shall be appointed by the Church Council.

(d) Trustees serve for a term of three (3) calendar years.

(e) One Trustee shall be designated by the Church Council as the Registered Agent of the Church.

ARTICLE XII DEACONS

Section 1. Function

(a) The Deacons must meet the Scriptural requirements described in 1 Timothy 3:8-13 and Acts 6:3. Deacons shall serve as ministers and servants of the Church. They shall minister to the sick, comfort the bereaved, and provide counsel and assistance to the hurting. They shall also assist the pastoral staff in the administration of the ordinances. The Diaconate at Faith Arlington is not a decision-making body. However, when requested by the Church Council, the Deacons may be called upon to provide input, make recommendations and offer counsel regarding various actions of the Church.

Section 2. Selection Process

(a) The Chairman of the Deacons, who shall be a member of the Diaconate, Shall be appointed annually by the Church Council. It shall be the duty of the Chairman of the Deacons to appoint the additional officers of the Diaconate (Vice Chairman and Secretary). No Chairman may serve more than two consecutive years.

(b) The actual number of Deacons serving at any given time shall be determined jointly by the Church Council and the Deacon Officers. When it is determined that new deacons are needed or current vacancies should be filled, the Deacon Officers shall comprise a Deacon Selection Team, which, along with the Church Council, shall be responsible for the selection of new Deacons.

(c) Nominations shall be received from church members. The Deacon Selection Team and Church Council shall determine the process by which these nominations are received. All recommendations will be received and reviewed by the Deacon Selection Team and Church Council. To be eligible to serve as a Deacon, a candidate must have been a member of Faith Arlington for at least one year.

(d) The Deacon Selection Team and Church Council shall screen nominees to make a preliminary assessment that the biblical qualifications of each candidate are met. The Deacon Selection Team shall then contact selected candidates to determine if he has an interest or desire to continue the selection process.

(e) Candidates will then enter an interview process which will require written responses, doctrinal affirmations, and personal interviews as deemed necessary by the Church Council and the Deacon Selection Team.

(f) The final list of candidates will be approved by the Deacon Selection Team and the Church Council. Each candidate will then be notified of his selection by the Deacon Selection Team. Approved candidates are presented to the full Diaconate for affirmation.

(g) Candidates shall be required to serve a minimum of ninety (90) days before being presented to the church for affirmation and installation.

Section 3. Removal

(a) A Deacon may resign from office at any time.

(b) If at any time a Deacon fails to maintain the standards described in Article XI, Section 1(a), or to live by and uphold the Membership Covenant of this Church, he may be dismissed from the Diaconate by a two-thirds (2/3) vote of all active Deacons voting in a meeting called for that purpose, or by direct action of the Church Council.

ARTICLE XIII MINISTRY TEAMS

Section 1. The following ministry teams shall be formed along with other such ministry teams as the Church Council deems necessary from time to time. Church Council members shall serve as ex-officio members of all ministry teams.

Section 2. Stewardship Team.

(a) The Stewardship Team shall be made up of a minimum of five (5) members appointed by the Church Council. The Team shall be comprised of a combination of lay members and staff members. The Team shall be chaired by a lay member and lay members shall make up a majority of the Team. Lay members shall serve three (3) year terms on a staggered basis. Terms shall commence at the beginning of each respective fiscal year. Any vacancies shall be filled by appointment of the Church Council. The Stewardship Team shall assist in the preparation of the annual budget, the administration of church finances, and the encouragement of church members to be faithful in Christian stewardship. The Stewardship Team, under the direct leadership and guidance of the Board of Trustees, is to ensure that thorough financial review, monitoring, direction and accountability exists in all ministries and activities of the Church. To be eligible to serve on the Stewardship Team, all potential team members must have been a member of Faith Arlington for at least one year.

Section 3. Human Resources Team.

(a) The Human Resources Team shall be made up of a minimum of five (5) members appointed by the Church Council. The Team will be comprised of a combination of lay members and staff members. The Team shall be chaired by a lay member and lay members shall make up a majority of the Team.

Lay members shall serve for three (3) year terms on a staggered basis. Terms shall commence at the beginning of each respective fiscal year. Any vacancies shall be filled by appointment of the Church Council. The Human Resources Team serves the church body by providing a reservoir of expertise and knowledge. The Human Resources Team shall assist in the preparation and implementation of employment policies, practices, procedures. The Human Resources Team will make recommendations to the Church Council and/or the Senior Pastor or his designee in the areas of compensation and benefits. The Human Resources Team will also assist in the preparation of the personnel budget, and in matters of employee dispute and resolution. To be eligible to serve on the Human Resources Team, all potential team members must have been a member of Faith Arlington for at least one year.

Section 4. Building and Grounds Team

The Building and Grounds team follows under the authority of the Church Council and is an arm of the trustees.

1) The Building and Grounds Team shall consist of at least five (5) members appointed by the church council.
2) The members of the Building and Grounds Team shall appoint the Chairperson, annually. The Team members shall appoint a Vice-Chairperson and Secretary, annually.

3) The Building and Grounds Team shall be responsible for all facets of the use, aesthetics (including janitorial services), and minor repairs of church facilities. As part of this responsibility, this Team shall determine necessary needs of the church and recommend and oversee activities required to address those needs.
4) In performing their duties, the Building and Grounds Team may add temporary Team members with specialized skills, in order to assist in the advice and / or performance of specific activities. Temporary Team members will not have voting authority while serving the Team.
5) Working closely with the Stewardship Team, the Building and Grounds Team proposes and manages the purchase of necessary equipment, material, and services to perform their responsibilities.
6) The Building and Grounds Team encourages creation and coordination of volunteers to assist in facilities activities.
7) The Building and Grounds Team shall create and maintain a Policy Manual that provides the details of how they plan to carry out their responsibilities.
8) The Building and Grounds Team assumes other duties or responsibilities that may be assigned by the Church Council or Senior Pastoral Staff pertaining to the oversight and upkeep of the church's facilities.

ARTICLE XIV DISCIPLINE AND CONFLICT RESOLUTION

Section 1. Discipline

(a) It shall be the practice of this church to emphasize to its members that every reasonable measure will be taken to assist any troubled member. The Church Council, church staff, and/or deacons are available for counsel and guidance. Should a member dishonor the name of our Lord Jesus Christ such that it negatively affects the welfare of the Church, the Church Council will take every reasonable measure to resolve the problem in accordance with Scripture (Matthew 18:15-17 and Galatians 6:1-2). The Church Council will also be responsible for any decision to exclude a member from fellowship and terminate membership.

Section 2. Conflict Resolution

(a) As commanded by scripture (Colossians 3:12-14), Christians are to make every effort to live at peace and resolve disputes with each other. Each dispute is to be resolved in accordance with scripture (Matthew 18:15-17 and Galatians 6:1-2). If a resolution is unreachable privately, the Church Council, church staff, and/or deacons are available for counsel and guidance.

ARTICLE XV INDEMNIFICATION

Section 1. Mandatory Indemnification

(a) If a legal claim or criminal allegation is made against a person because he or she is or was an officer, employee, or agent of the Church, the Church shall provide indemnification against liability and costs incurred in defending against the claim if the Church Council determines that the person acted (a) in good faith, (b) with the care an ordinarily prudent person in a similar position would exercise under similar circumstances, and (c) in a manner the person reasonably believed to be in the best interest of the church, and the person had no reasonable cause to believe his or her conduct was unlawful.

Section 2. Permissive Indemnification

(a) At the discretion of the Church Council, the Church may also indemnify any person

who acted in good faith and reasonably believed that his or her conduct was in the church's best interest and not unlawful. If a particular member of the Church Council is the one being considered for indemnification under this paragraph, that particular member shall abstain from the decision to grant or not grant the indemnification.

ARTICLE XVI FINANCE

Section 1. Faith Arlington strongly endorses financial accountability within all ministries and activities of the Church. Our primary accountability is to Jesus Christ, and our mission is to appropriately use our financial resources in His service.

Section 2. Financial Responsibility

(a) It is the Responsibility of the Stewardship Team, under the direct leadership and guidance of the Church Council, to ensure thorough financial review, monitoring, direction and accountability exists in all ministries and activities of the Church.

Section 3. Financial and Budgetary Reporting

(a) The Stewardship Team is responsible for providing financial updates to clearly demonstrate fiscal responsibility. These will include, but are not limited to, the following:

(1) Annual fiscal budget presented to the Church for their approval in a timely fashion.

(2) A mid-year and year-end financial report made available to the Church.

(b) Proper accounting records with supporting documentation will be maintained to ensure that all financial transactions including all donations provided to the Church are clearly and accurately recorded.

Section 4. Financial Audit

(a) An independent financial review will be prepared annually and presented to the Board of Trustees and the Church Council for review. The report shall be made available to any church member for review upon written request.

ARTICLE XVII CONSTRUCTION AND DEFINITIONS

Section 1. Unless the context requires otherwise, the general provisions, rules of construction and definitions in the Tennessee Non-Profit Corporation Act shall govern the construction of these by-laws.

ARTICLE XVIII AMENDMENTS

Section 1. These Constitution and By-laws may be altered, amended, or repealed by the church membership upon an affirmative vote of two-thirds (2/3) of the members present and voting at any annual or special meeting duly called by the Church. Proposed amendments must be presented in writing and must meet the notice and procedural requirements established under Article VII, Section 4 of these Constitution and By-laws.