

Epiphany Baptist Church of Springfield, TN

(Revised and Updated — January 30, 2022)

BYLAWS

OF

EPIPHANY BAPTIST CHURCH OF SPRINGFIELD, TN

A Tennessee nonprofit religious corporation

Preamble

The New Testament teaches that the local church is the visible organized expression of the Body of Christ. The people of God are to live and serve in obedience to the Word of God and under the Lordship of Jesus Christ.

The Southern Baptist Convention operates on the presupposition that the congregation finds broader meaning and outreach in fulfilling its biblical responsibilities within the life and witness of the denomination.

This document constitutes the Bylaws for Epiphany Baptist Church (the “church”). These Bylaws shall govern the nonprofit corporation or association through which the church operates legally. As used herein, the term “church” shall refer to such legal entity.

The church is an integral part of the district, national, and worldwide fellowship of The Southern Baptist Convention and is united in governance, fellowship, and service in order to present the gospel of Jesus Christ to every person in the world and to make disciples of all nations.

The church is organized and shall be operated exclusively as a member church of the SBC, a church denomination which operates legally as a Tennessee nonprofit corporation (the “SBC”). Accordingly, the church shall operate under the sole ecclesiastical authority of, and be subject to the usages, doctrines and teachings of, the SBC as set forth in the Baptist Faith and Message 2000 (see Appendix I), as such manual may be amended from time to time by the SBC (the “Baptist Faith and Message”).

Epiphany Baptist Church is governed and led by the ideals set out in the Holy Bible. When a disagreement arises, or clarity is needed concerning an issue, then the Epiphany Baptist Church Membership Covenant is the next document of consideration. If more clarity is necessary, then the bylaws of Epiphany Baptist Church will stand for clarity. These bylaws have been adopted as required by the Tennessee Nonprofit Corporation Act. However, when the religious doctrine governing the affairs of Epiphany Baptist Church is inconsistent with the provisions of the Tennessee Nonprofit Act, then our religious doctrine shall take precedence and shall control the governance of Epiphany Baptist Church.

BYLAWS

ARTICLE 1

OFFICES

1.1 Location

The principal office of the corporation in the state of Tennessee shall be located at 211 1st Avenue West Springfield, TN 37172 in Robertson County, Tennessee. The corporation may have such other offices, either within or without the State of Tennessee, as the Board of Elders may designate or as the business of the corporation may require from time to time.

ARTICLE 2

MEMBERS

2.1 Membership

The Membership of this Church shall consist of persons who confess faith in the Lord Jesus Christ as personal Savior, who give evidence of regeneration by living consistent with their profession and with the views of faith, doctrine and practice of this Church, who have been baptized, and who have met the qualifications for membership, have received an affirmative vote from the Elder Board, and an affirmative vote from the Church Body, and are listed on the membership role.

2.2 Qualifications for Membership

1. A personal commitment of faith in Jesus Christ for salvation
2. Baptism, by immersion, as a believer, as a testimony of salvation
3. Completion of the Church's Membership Class
4. A signed copy on file of the Membership Covenant of this Church, a commitment to abide by the Membership Covenant (see Appendix II), and an adherence to the Membership Covenant

5. Affirmative votes by the Elder Board (3.2) and Church Body (2.1).

2.3 Designation of Membership

In order to properly identify those who are members of the Church, the Membership Roll shall be updated biannually as determined by the Elders. The Elder Board, in its sole discretion, and according to the voting percentages listed in 3.2, reserves the right to terminate membership of a member at any time, if it is the decision of the Board of Elders that a member is not fulfilling his/her covenant responsibilities.

2.4 Termination of Membership

Members shall be removed from the Church Roll for the following reasons:

2.4.1 Death

2.4.2 Transfer of membership to another church

2.4.3 By personal request of the member

2.4.4 When determined by the Elders to have fallen into a pattern of non-attendance and non-participation in the life of the Church Body not requiring formal church discipline, E.g., going to another church but not requesting a change in membership, having moved or changed contact information, etc.

2.4.5 Dismissal by the Elders according to the following conditions:

a. When the member's life and conduct is not in accordance with the Membership Covenant (thus not in accordance with the Bible) in such a way that the member hinders the ministry and/or the influence of the Church in the community

b. After the Elder body has made contact with the member and followed the steps for Church Discipline for reconciliation (due to sin, absence, etc.), in the effort to restore him/her to active membership

2.4.6 Church Discipline shall be conducted in the following manner:

Who	Steps	Action	Description	Scripture
Witness(s) <small>(Christian, church member, etc.)</small>	1	Privately	Privately show the fault of the sinful individual	Matthew 18: 15
	2	Witnesses	If sinful individual refuses to repent, take another witness with you.	Matthew 18: 16
	3	Notify	If sinful individual refuses to repent, take the matter to the church leadership.	Matthew 18: 17
Church Leadership	4	Remove	Remove sinful individual from ministry position(s), Bible Studies and fellowship. The sinful individual is to only participate in counseling with church leadership.	1 Corinthians 5: 2 - 13
	5	Forgiveness	A place of forgiveness and comfort should be created for the sinful individual if he/she decides to repent.	2 Corinthians 2: 5 - 8
	6	Warning	Do not associate with sinful individual. If you have contact with the sinful individual, then warn them as a brother.	Romans 16: 17 - 18; 2 Thessalonians 3: 14, 15
	7	Reject	Reject the sinful individual from the church body.	Titus 3: 10, 11; Matthew 18: 17b

2.5 Restoration of Membership

2.5.1 Members dismissed by the Elders shall be restored by the Elders according to the spirit of 2 Corinthians 2:7-8, when their lifestyles are judged to be in accordance with the Membership Covenant.

2.5.2 The members of this church understand that Epiphany Baptist Church is an autonomous church comprised of members who have voluntarily joined together to carry out the vision for Epiphany Baptist Church as given by God and led by the Elders. All members covenant and agree that any appeal of a termination of membership or any request for restoration of membership shall be made, in writing, to the Elders. If approved by an affirmative vote of the Elders as determined by sec. 3.2 and affirmed by a simple majority of the church body in a Membership Meeting, such individuals shall be restored to membership in accordance with sections 2.1–2.4. They agree to abide by the Elders’ decision, if the restoration request is declined, and shall not seek an appeal to any outside ecclesiastical or governmental body, including, but not limited to, a county association, state or national convention, or a local, state, or federal judicial system.

2.5.3 Membership in this church shall not vest in any member any proprietary rights or property rights in the Corporation.

2.6 Special Meetings

Special meetings of the members for a purpose consistent with membership voting rights as defined in these bylaws may be held at any time at the call of the Elder Body or fifty-one percent (51%) of the members entitled to vote at such meeting.

2.7 Place of Meeting

The Board of Elders may designate any place within Robertson County as a place of meeting for business meetings called by the Board of Elders. The Board of Elders may designate any place within or outside the state of Tennessee for the purpose of worship or fellowship or discipleship training. If no designation is made, or if the meeting is called by the members or the President, the place of meeting shall be the principal office of the corporation in the state of Tennessee.

2.8 Notice of Meeting

Whenever a Membership Meeting takes place, 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 (minimum of 2) which shall be deemed to be a reasonable method of calling a Membership Meeting:

- a. Distribution of written material to the congregation in attendance at a regular weekend service
- b. Announcement of the meeting in the Church newsletter, either electronic or printed
- c. Telephone call, or text messaging
- d. Oral announcement to the congregation at a weekend service
- e. Delivery by United States mail to each member identified on the membership roll
- f. Distribution through e-mail or other internet-based communication

2.9 Members Entitled to Notice and Vote

The record date for determining the members entitled to notice of a meeting shall be the date which is 60 calendar days before the date of the meeting. If notice is waived, such waiver can be made by the members of record as of the day prior to the meeting for which the waiver of notice is made. The record date for determining the members entitled to vote at any meeting shall be the day prior to the meeting.

2.10 List of Members Entitled to Vote

A list of members entitled to vote at a meeting, certified by the Office Manager / Secretary, or, in his/her absence, by the Elder Board, shall be open for inspection at any meeting of members. If the right to vote at any meeting is challenged, the person presiding there may rely on such list as evidence of the right of the persons challenged to vote at such meeting.

2.11 Voting Rights of Membership

Every member in good standing, 18 years or older, shall have the right to vote on

specified matters.

2.11.1 Members have the right to vote on the following matters:

2.11.1.1 Annual Budget

2.11.1.2 Decisions involving building or real estate purchases

2.11.1.3 The calling of an Elder

2.11.1.4 Purchases by the Church of \$5000 or greater

2.11.1.5 Church membership of those who have met the requirements of sections 2.1, 2.2, and 2.5

2.11.1.6 Changes to the Church Membership Covenant, Constitution, and Bylaws

2.11.2 All other matters of the church shall be decided by the ministry leaders of the teams for which the items are concerned, while being overseen by the Elders of the church, unless the Elder Board feels it necessary to bring it back to the active membership of Epiphany Baptist Church.

2.12 Quorum

Fifty-one (51%) percent of the members in good standing that cast a vote by being physically present for said meeting or by a member that casts an absentee vote within a week of said meeting shall constitute a quorum.

2.13 Proxies and Absentee Ballots

Proxies and Absentee Ballots shall be permitted. All Proxies shall be written in writing and specifically state the issue and how the proxy is to be voted. Proxies shall be presented to Office Manager/Secretary within seven (7) days of vote. Likewise, Absentee Ballots may be received within seven days (7) by email or other internet communication to the Office Manager/Secretary. Proxies shall be permitted in the cases of the:

2.13.1 Member being out of town for family vacation or work related events.

2.13.2 Member being too sick to travel to meeting location.

2.13.3 Member serving the church in missions in another geographical location.

ARTICLE 3

BOARD OF ELDERS

3.1 Board of Elders

The business and affairs of the corporation shall be managed and overseen by the Board of Elders. The Elders of the church shall be the managers of the corporation and shall be known as the Board of Epiphany Baptist Church. Any reference to the terms “Board,” “Managers,” or “Elder Board” shall refer to the Elders of Epiphany Baptist Church.

3.2 Voting of Board

All decisions by the Elder Board shall require an affirmative vote percentage listed below to pass.

Number of Elders:	Minimum percentage of affirmative votes needed for passage:
1–2	Unanimous vote needed
3	2/3—67%
4	3/4—75%
5	3/5—60%
6	3/6—67%
7	5/7—71%
8	6/8—75%
9	6/9—67%
10	7/10—70%
11 or more	2/3—67%

Elder is absent, it is the absent Elder's responsibility to respond in a timely manner on any decisions. If any Elder is incapacitated, by physical or mental disability, the decision will not be delayed as a result of his absence.

3.3 Authority

The Elders of Epiphany Baptist Church will provide spiritual leadership, oversight, prayer, cast vision, guide the local assembly of Christ at Epiphany Baptist Church, facilitate ministry in the church, and make certain decisions (not covered by a ministry team) governing the future of this church. If a decision can be covered by a membership team, then the decision is not made by the Elders. The Elder's role is to oversee the ministry, report to the Elder Board, and to provide guidance when necessary. All ministries, policies, and teams at Epiphany Baptist Church are developed and maintained under the spiritual leadership and direction of the Elders. All Elders will have equal

oversight and each has one vote on all matters on which to be voted. Elder responsibilities are not limited to, but will include the following:

- a. Shepherding (Greek: *poimainō*, to shepherd, 1 Peter 5:1-2)
- b. Managing (Greek: *episkopeō*, to oversee / care for, 1 Peter 5:2)

3.3.1 Ministry teams are made up of members decided upon by spiritual giftedness as deduced by prayer and spiritual giftedness resources found in the Membership Covenant/ Membership Class Materials.

3.4 Day to Day Operations

The Elders will provide oversight to those that conduct the day-to-day operations of Epiphany Baptist Church. That team may include: Administrative Staff, Cleaning Crew, Grounds Crew and other paid Ministry Staff as may be needed. The Elders will work to ensure job responsibilities are being met and that the best use of time is maintained as well as the general job responsibilities. The Elders are empowered to assist in the development and assignment of teaching responsibilities of any pastoral staff, which may include a youth minister or role similar in nature. The Elders will have the responsibility to facilitate the day-to-day financial decisions up to \$5,000.00 for items not covered under the annual budget, without having to receive approval from the membership.

3.5 Tenure of Elders

The term of service for any Elder shall be three years. Being sensitive to the potential for burnout, stagnation, and the re-direction of the person by the Holy Spirit, each elder is encouraged to take at least a one year break after two consecutive terms. An elder may be nominated and serve an indefinite number of terms.

3.6 Number of Elders

The Elder Board is made up of whatever number of biblically-qualified men, as described in 3.7, the church membership shall set aside to serve as Elders. The Elder Board may, in any Membership Meeting, bring a recommendation to the Membership to increase or decrease the size of the Elder Board based on the needs of the Membership.

3.7 Election of Elders

Whenever the presiding Elder Board determines that there is a need to expand the Elder leadership in Epiphany Baptist Church, they will present this to the church body offering them the opportunity to nominate candidates for the office. The membership of Epiphany Baptist Church shall nominate men whom they believe meet the qualifications set forth in this document. The presiding Elder Board shall examine the nominees to determine if they meet the qualifications set forth in the following sections of this document. The Elder Board will then, as described in sections 3.7.1—3.7.7, present the nominated man or men to the Membership of Epiphany Baptist Church for approval in a special or regular Membership Meeting, where, upon a 75% or higher vote of affirmation, he or they shall be elected as Elder(s).

3.7.1 Using Acts 20:28 for scriptural guidance, the present Elders shall review and pray over all those nominated and shall approach those whom they determine meet the qualifications set forth in this document.

3.7.2 Those men who are determined to meet the qualifications of an Elder will be asked if they would consider the position. The candidate will complete the Elder Leadership Course developed by the Elder Board. After he has completed the course successfully, he will then be asked to review, pray over and sign a statement affirming that he believes he meets the qualifications of an Elder as set forth in this document. He will be interviewed at length, and if after the interview, he believes he still aspires to the position, and if the present Elders still believe he meets the qualifications set forth in this document by an affirmative vote, as described in 3.2, he will be presented to the Membership as a candidate for the position of Elder.

3.7.3 The members of Epiphany Baptist Church will have the opportunity to meet with the present Elders, at the next scheduled Meeting of the Elders, to voice any concerns or objections to any man nominated, based on the biblical qualifications set forth in 1 Timothy and Titus. It is the members' responsibility to make an appointment with the office administration in order to meet with the Elders in such cases.

3.7.4 The Members of Epiphany Baptist Church shall vote on the election of any new Elder in accordance with sections 2.6—2.13 and 3.7 of these bylaws. This vote shall be taken after the above provisions have been satisfied and the candidates have been carefully examined, interviewed and prayerfully considered.

3.7.5 The responsibility of Ordaining and / or Licensing the new Elder will be the responsibility of the current Elder body.

3.7.6 The new Elder will be assigned specific responsibilities by the Elder Board in light of his spiritual giftedness, experience and talents. These designations are not limited to, but will foundationally require 3.3 or 3.3.1.

3.7.7 Qualifications: Elders shall be members in good standing of the church. They shall also, in their private and public lives, conform to the principles set forth in such Scripture as: Acts 20:28; Romans 12:1–2; I John 3:16–18; Psalm 15; II Corinthians 5:17; Galatians 5:13–16; Ephesians 4:22–32, 5:1–33; Philippians 2:1–8; Colossians 3:5–11; I Peter 3:8–12, 5:2–3; I Timothy 3:2–7; and Titus.

3.8 Removal of Elders

Any Elder may be removed from office at any regular or special meeting of the Board or at any regular or special Membership Meeting by a 75% or greater affirmative vote if he is found to be physically or mentally incapacitated or spiritually unqualified according to pertinent Scripture, (including 1 Timothy 3:1-7 and Titus 1:5-9) and after thorough corroborating investigation by the Elders, or a duly appointed Committee of the Board, in accordance with the procedures prescribed by pertinent Scripture, including Matthew 18:15-18 and 1 Timothy 5:19. Any vote to remove an Elder in a duly called meeting of the Elder Board shall be made consistent with paragraph 3.2 of these bylaws except that the Elder who is the subject of removal shall not be allowed to vote on such removal and said vote, or lack thereof, shall not be considered as counting against a vote of at least

75% affirmation. When an Elder is removed because of sin that is deemed sufficient to disqualify him from shepherding, and if he refuses to repent from that sin, the removal shall be accompanied by a public rebuke, and notice shall be made before the church and the congregation thereof at a regularly-scheduled worship service as prescribed in 1 Timothy 5:20. Such meetings should be recorded in writing and filed in the business records of the church.

3.9 Regular Meeting

The Elders shall hold a regular meeting at such place and on such day as may be set by the Elders, at which time the Elders shall transact any business as may properly be brought before the meeting.

3.10 Special Meetings

Special meetings of the Elders may be called by, or at the request of, the President or a majority of the Elders.

3.11 Notice

Notice of any special meeting shall be given at least two (2) days before the date of such meeting by written notice delivered personally, by telephone, by mail, or by email. Except as specifically provided by these Bylaws, neither the business to be transacted at, nor the purpose of any special or regular meeting of the Elders, need be specified in the notice of such meeting.

3.12 Notice of Special Actions

Any meeting of the Elders at which one or more of the following actions shall be taken must be preceded by seven (7) days' written notice to each Elder that the matter will be voted upon, unless notice is waived. Actions requiring such notice are: removal of an Elder; amendment or restatement of the Charter and amendment of the Bylaws.

3.13 Quorum and Voting

A majority of the Elders shall constitute a quorum for the transaction of business at any meeting of the Elders. When a quorum is once present to organize a meeting, it is not broken by the subsequent withdrawal of any of those present. A meeting may be adjourned despite the lack of a quorum. A vote in accordance with paragraph 3.2 of these bylaws by a quorum of the Elders at a properly called meeting shall be the act of the Elders.

3.14 Voting Procedure

Whenever the Elders are required or permitted to take any action by vote, such action may be taken without a meeting on written consent, setting forth the action so taken and signed by all of the Elders.

3.15 Lead Elder

The Lead Elder's primary responsibilities are to serve as pastor, preacher, and teacher. The Lead Elder shall be a member of the Board of Elders, and shall supervise the other members of the ministerial and the non-ministerial staff alongside the Personnel Team.

The Lead Elder shall provide job descriptions and responsibilities of other staff members as it is approved by the Personnel Team and Elder Board. He shall also be responsible for acquiring other staff members that will satisfy the ministry of the church through unanimous approval from the Elder Board.

3.15.1 The vacancy of the Lead Elder position will be filled in the following manner. When the position of Lead Elder becomes vacant, a team, consisting of two Elders and a minimum of three lay members shall be appointed by the Elder Board, shall seek out and recommend a candidate for the position of Lead Elder. Once appointed, committee members will continue to serve, even though their status as members of the Board of Elders may change, until the team's responsibilities are discharged, or the team is discharged by the Board of Elders. The recommendation of such Lead Elder Search Committee shall be submitted to the Board of Elders. If all of the members of the Board of Elders present concur, the recommendation of the committee shall be reported to the Membership. The Personnel Team will then set a time for a Trial Sermon and Vote. The Lead Elder shall be nominated and elected through a 75% membership vote of approval by the Membership of Epiphany Baptist Church, as described in sections 2.6—2.13 of these Bylaws.

ARTICLE 4

BIBLICAL CHARACTER AND STANDARDS

4.1 Exercise and Expression of the Church's Biblical Beliefs

As described in the Preamble, the Church is a Christian community of faith that exists to exercise and express its biblical beliefs within the broader community of the SBC. These beliefs are grounded in a shared understanding of Holy Scripture including those beliefs and standards specifically addressed in the Baptist Faith and Message. The Church exercises and expresses its biblical beliefs and standards in the following ways:

- a. As a Community. The Church understands that the local church is the visible organized expression of the Body of Christ and that the local church finds broader meaning and outreach in fulfilling its biblical responsibilities within the life and witness of the denomination. In addition, those who participate in the life of the church, including Epiphany's members and employees, are following the biblical command to live out their faith in community and association with other believers. Accordingly, the church community is itself an exercise and expression of the church's biblical beliefs and standards.
- b. Through its Activities. The Church Body believes that all church activities, including the responsibilities of every member and employee, should be rendered in service to God as a form of worship. Therefore, Epiphany, as a

community of faith, exercises and expresses its biblical beliefs and standards in every activity, action, and responsibility.

4.2 Standards for Church Activities and Facilities

The Church shall engage in activities and use its facilities solely to exercise and express the biblical beliefs of Epiphany and the SBC and to further the mission of both. In furtherance of this mission, Epiphany may provide services or goods to, and may allow use of its facilities by, other groups and persons who are not members of Epiphany, but no church activity, nor any use of Epiphany facilities by another group or person, may be conducted or permitted if the church determines that such activity or use expresses a message of support by the church for any view contrary to the biblical beliefs of Epiphany and the SBC. The determination as to whether any particular activity or use of the church facilities is not permitted requires both spiritual discernment and an understanding of the Baptist Faith and Message which are applied to each particular circumstance. Such determination shall be made in conformance with this discernment and these beliefs and standards in the sole discretion of the spiritual leaders of Epiphany designated by either the governance authority of the church and elders. With respect to uses by other groups or persons, the church may consider without limitation both the content of the proposed activities and whether the group or person is generally perceived as advocating views contrary to the biblical beliefs of Epiphany and the Southern Baptist Convention.

ARTICLE 5

WAIVER OF NOTICE

5.1 Procedure

Any notice required to be given to any Elder under these Bylaws, the Charter, or the laws of Tennessee may be waived. The waiver shall be in writing and signed by the Elder entitled to notice either before or after the time the notice was due to be given. Neither the business to be transacted at, nor the purpose of any special or regular meeting, need be specified in the waiver of notice of such meeting.

5.2 Waiver By Attendance

The attendance of a member or Elder at any annual, regular, or special meeting shall constitute a waiver of notice of such meeting, except where a member or Elder attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

ARTICLE 6

OFFICERS

6.1 Officers

The corporation shall have three officers: a President, a Vice President, a Secretary. Any two or more offices may be held by the same person, except the offices of President and Secretary.

6.2 Election and Term of Office

The officers of the corporation shall be elected annually at a meeting of the Elder Board. Each officer shall hold office until the expiration of the term for which he is elected and thereafter until his successor has been duly elected and qualified, except that the term of office of any officer who dies, resigns, or is removed shall end immediately upon such event.

6.3 Removal

Any officer elected by the Elder Board may be removed by the Elder Board whenever, in its judgment, the removal would serve the best interests of the corporation.

6.4 Vacancies

A vacancy in any office because of death, resignation, removal, disqualification, or otherwise may be filled by the Elder Board for the unexpired portion of the term.

6.5 President

The President shall be the Chief Executive Officer of the corporation and, subject to the control of the Elder Board, shall see that all orders and resolutions of the Elder Board are carried into effect. He shall preside at all meetings of the Elder Board as the Chairman of the Board. The President has the authority to sign any deeds, mortgages, bonds, or other instruments and any contracts or documents made, executed and delivered in the ordinary course of business as authorized by the Elder Board, except in cases where the signing and the execution thereof shall be expressly delegated by the Elder Board to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed. The President shall perform any other duties which may be prescribed by the Elder Board from time to time.

6.6 Vice President

In the absence of the President or in the event of his death, inability, or refusal to act, the Vice President shall perform the duties of the President, and so acting shall have all the powers of and be subject to all the restrictions on the President. The Vice President shall also perform such other duties as from time to time may be assigned by the President or by the Elder Board.

6.7 Secretary

The Secretary shall keep the minutes of meetings of the members or Elders in one or

more books provided for that purpose; shall see that all notices of meetings are duly given according to these Bylaws; shall be custodian of the corporate records; shall keep a register of the post office address of each member and Elder as furnished by the member or Elder to the Secretary; and shall in general perform all duties incident to the office of Secretary and such other duties as may from time-to-time be prescribed by the President or by the Elder Board.

ARTICLE 7

CONTRACTS, LOANS, CHECKS, AND DEPOSITS

7.1 Contracts

The Elder Board may authorize any officer or officers, agent or agents, to enter into any contract and to execute and deliver any instrument in the name of and on behalf of the corporation; and such authority may be general or confined to specific instances.

7.2 Loans

No loan shall be contracted on behalf of the corporation, and no evidences of indebtedness shall be issued in its name, unless authority is specifically given by a resolution of the Elder Board. Such authority may be general or confined to specific instances.

7.3 Checks, Drafts, Etc.

All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents, of the corporation and in such manner as shall from time-to-time be determined by resolution of the Elder Board.

7.4 Deposits

All funds of the corporation not otherwise employed shall be deposited from time-to-time to the credit of the corporation in such banks, trust companies, or other depositories as the Elder Board may select.

7.5 Annual Audit of Church Finances

The Corporate Treasurer shall engage a certified public accounting firm at the conclusion of each fiscal year to conduct an audit of the church's finances. A representative of the CPA firm shall submit a summary of its annual audit report to the Elders at one of their regular meetings.

ARTICLE 8

INDEMNIFICATION OF OFFICERS AND ELDERS

8.1 Indemnification

The corporation shall indemnify any Elder or officer who was, is, or is threatened to be made a party to a completed, pending, or threatened action or proceeding from any liability arising from the Elder's or officer's official capacity with the corporation. This indemnification shall extend to the personal representative of a deceased Elder or officer if the Elder or officer would, if living, be entitled to indemnification under these Bylaws.

8.2 Costs and Expenses Covered by Indemnification

Indemnification provided under these Bylaws shall extend to the payment of a judgment, settlement, penalty, or fine, as well as attorneys' fees, court costs, and other reasonable and necessary expenses incurred by the Elder or officer with respect to the action or proceeding.

8.3 Limitation on Indemnification

No indemnification shall be made to, or on behalf of, any Elder or officer if a judgment or other final adjudication adverse to the Elder or officer establishes his or her liability:

- (a) for any breach of the duty of loyalty to the corporation or its members;
- (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or
- (c) for any distribution of the assets of the corporation which is unlawful under Tennessee law.

ARTICLE 9

FISCAL YEAR

9.1 Determination

The fiscal year of the corporation shall be fixed by resolution of the Elder Board.

ARTICLE 10

PARLIAMENTARY AUTHORITY

10.1 Designation

The parliamentary authority of the corporation in all meetings shall be the latest revised edition of *Robert's Rules of Order*.

ARTICLE 11

AMENDMENTS

11.1 Procedure

These Bylaws may be amended or repealed, and new Bylaws may be adopted, by a vote of the Elders then in office, consistent with section 3.2 of these Bylaws, and by an affirmative vote of 75% of the Membership in a duly called Membership Meeting, as prescribed in sections 2.6–2.13.3 of these Bylaws. Any meeting of the Elder Board at which the Bylaws are amended or repealed must be preceded by written notice given in accordance with Paragraph 3.12 of these Bylaws, stating that one of the purposes of the meeting is to consider a proposed amendment or repeal of the Bylaws, unless notice is waived. The notice shall be accompanied by a copy or summary of the amendment or state the general nature of the amendment.

11.2 Dissolution

The dissolution of the Epiphany Baptist Church of Springfield, TN can only occur at the unanimous decision of the current Elder Board and a 75% affirmative vote by the current Membership Body. Upon the chance of dissolution, the items and properties of Epiphany Baptist Church of Springfield, TN will be given to the Robertson County Baptist Association, If not accepted, then the Tennessee Baptist Association. If not accepted by them, then the nearest Southern Baptist Church of similar method and aspirations.

APPENDICES

APPENDIX I

Statement of Faith—Baptist Faith and Message 2000

For biblical references, see www.bfm.sbc.net/bfm2000/.

I. The Scriptures

The Holy Bible was written by men divinely inspired and is God's revelation of Himself to man. It is a perfect treasure of divine instruction. It has God for its author, salvation for its end, and truth, without any mixture of error, for its matter. Therefore, all Scripture is totally true and trustworthy. It reveals the principles by which God judges us, and therefore is, and will remain to the end of the world, the true center of Christian union, and the supreme standard by which all human conduct, creeds, and religious opinions should be tried. All Scripture is a testimony to Christ, who is Himself the focus of divine revelation.

II. God

There is one and only one living and true God. He is an intelligent, spiritual, and personal Being, the Creator, Redeemer, Preserver, and Ruler of the universe. God is infinite in holiness and all other perfections. God is all powerful and all knowing; and His perfect knowledge extends to all things, past, present, and future, including the future decisions of His free creatures. To Him we owe the highest love, reverence, and obedience. The eternal, triune God reveals Himself to us as Father, Son, and Holy Spirit, with distinct personal attributes, but without division of nature, essence, or being.

A. God the Father

God as Father reigns with providential care over His universe, His creatures, and the flow of the stream of human history according to the purposes of His grace. He is all powerful, all knowing, all loving, and all wise. God is Father in truth to those who become children of God through faith in Jesus Christ. He is fatherly in His attitude toward all men.

B. God the Son

Christ is the eternal Son of God. In His incarnation as Jesus Christ He was conceived of the Holy Spirit and born of the virgin Mary. Jesus perfectly revealed and did the will of God, taking upon Himself human nature with its demands and necessities and identifying Himself completely with mankind yet without sin. He honored the divine law by His personal obedience, and in His substitutionary death on the cross He made provision for the redemption of men from sin. He was raised from the dead with a glorified body and appeared to His disciples as the person who was with them before His crucifixion. He ascended into heaven and is now exalted at the right hand of God where He is the One Mediator, fully God, fully man, in whose Person is effected the reconciliation between God and man. He will return in power and glory to judge the world and to consummate His redemptive mission. He now dwells in all believers as the living and ever present Lord.

C. God the Holy Spirit

The Holy Spirit is the Spirit of God, fully divine. He inspired holy men of old to write the Scriptures. Through illumination He enables men to understand truth. He exalts Christ. He convicts men of sin, of righteousness, and of judgment. He calls men to the Saviour, and effects regeneration. At the moment of regeneration He baptizes every believer into the Body of Christ. He cultivates Christian character, comforts believers, and bestows the spiritual gifts by which they serve God through His church. He seals the believer unto the day of final redemption. His presence in the Christian is the guarantee that God will bring the believer into the fullness of the stature of Christ. He enlightens and empowers the believer and the church in worship, evangelism, and service.

III. Man

Man is the special creation of God, made in His own image. He created them male and female as the crowning work of His creation. The gift of gender is thus part of the goodness of God's creation. In the beginning man was innocent of sin and was endowed by his Creator with freedom of choice. By his free choice man sinned against God and brought sin into the human race. Through the temptation of Satan man transgressed the command of God, and fell from his original innocence whereby his posterity inherit a nature and an environment inclined toward sin. Therefore, as soon as they are capable of moral action, they become transgressors and are under condemnation. Only the grace of God can bring man into His holy fellowship and enable man to fulfill the creative purpose of God. The sacredness of human personality is evident in that God created man in His own image, and in that Christ died for man; therefore, every person of every race possesses full dignity and is worthy of respect and Christian love.

IV. Salvation

Salvation involves the redemption of the whole man, and is offered freely to all who accept Jesus Christ as Lord and Saviour, who by His own blood obtained eternal redemption for the believer. In its broadest sense salvation includes regeneration, justification, sanctification, and glorification. There is no salvation apart from personal faith in Jesus Christ as Lord.

A. Regeneration, or the new birth, is a work of God's grace whereby believers become new creatures in Christ Jesus. It is a change of heart wrought by the Holy Spirit through conviction of sin, to which the sinner responds in repentance toward God and faith in the Lord Jesus Christ. Repentance and faith are inseparable experiences of grace.

Repentance is a genuine turning from sin toward God. Faith is the acceptance of Jesus Christ and commitment of the entire personality to Him as Lord and Saviour.

B. Justification is God's gracious and full acquittal upon principles of His righteousness of all sinners who repent and believe in Christ. Justification brings the believer unto a relationship of peace and favor with God.

C. Sanctification is the experience, beginning in regeneration, by which the believer is set apart to God's purposes, and is enabled to progress toward moral and spiritual maturity through the presence and power of the Holy Spirit dwelling in him. Growth in grace should continue throughout the regenerate person's life.

D. Glorification is the culmination of salvation and is the final blessed and abiding state of the redeemed.

V. God's Purpose of Grace

Election is the gracious purpose of God, according to which He regenerates, justifies, sanctifies, and glorifies sinners. It is consistent with the free agency of man, and comprehends all the means

in connection with the end. It is the glorious display of God's sovereign goodness, and is infinitely wise, holy, and unchangeable. It excludes boasting and promotes humility.

All true believers endure to the end. Those whom God has accepted in Christ, and sanctified by His Spirit, will never fall away from the state of grace, but shall persevere to the end. Believers may fall into sin through neglect and temptation, whereby they grieve the Spirit, impair their graces and comforts, and bring reproach on the cause of Christ and temporal judgments on themselves; yet they shall be kept by the power of God through faith unto salvation.

VI. The Church

A New Testament church of the Lord Jesus Christ is an autonomous local congregation of baptized believers, associated by covenant in the faith and fellowship of the gospel; observing the two ordinances of Christ, governed by His laws, exercising the gifts, rights, and privileges invested in them by His Word, and seeking to extend the gospel to the ends of the earth. Each congregation operates under the Lordship of Christ through democratic processes. In such a congregation each member is responsible and accountable to Christ as Lord. Its scriptural officers are pastors and deacons. While both men and women are gifted for service in the church, the office of pastor is limited to men as qualified by Scripture.

The New Testament speaks also of the church as the Body of Christ which includes all of the redeemed of all the ages, believers from every tribe, and tongue, and people, and nation.

VII. Baptism and the Lord's Supper

Christian baptism is the immersion of a believer in water in the name of the Father, the Son, and the Holy Spirit. It is an act of obedience symbolizing the believer's faith in a crucified, buried, and risen Saviour, the believer's death to sin, the burial of the old life, and the resurrection to walk in newness of life in Christ Jesus. It is a testimony to his faith in the final resurrection of the dead. Being a church ordinance, it is prerequisite to the privileges of church membership and to the Lord's Supper.

The Lord's Supper is a symbolic act of obedience whereby members of the church, through partaking of the bread and the fruit of the vine, memorialize the death of the Redeemer and anticipate His second coming.

VIII. The Lord's Day

The first day of the week is the Lord's Day. It is a Christian institution for regular observance. It commemorates the resurrection of Christ from the dead and should include exercises of worship and spiritual devotion, both public and private. Activities on the Lord's Day should be commensurate with the Christian's conscience under the Lordship of Jesus Christ.

IX. The Kingdom

The Kingdom of God includes both His general sovereignty over the universe and His particular kingship over men who willfully acknowledge Him as King. Particularly the Kingdom is the realm of salvation into which men enter by trustful, childlike commitment to Jesus Christ. Christians ought to pray and to labor that the Kingdom may come and God's will be done on earth. The full consummation of the Kingdom awaits the return of Jesus Christ and the end of this age.

X. Last Things

God, in His own time and in His own way, will bring the world to its appropriate end. According to His promise, Jesus Christ will return personally and visibly in glory to the earth; the dead will be raised; and Christ will judge all men in righteousness. The unrighteous will be consigned to Hell, the place of everlasting punishment. The righteous in their resurrected and glorified bodies will receive their reward and will dwell forever in Heaven with the Lord.

XI. Evangelism and Missions

It is the duty and privilege of every follower of Christ and of every church of the Lord Jesus Christ to endeavor to make disciples of all nations. The new birth of man's spirit by God's Holy Spirit means the birth of love for others. Missionary effort on the part of all rests thus upon a spiritual necessity of the regenerate life, and is expressly and repeatedly commanded in the teachings of Christ. The Lord Jesus Christ has commanded the preaching of the gospel to all nations. It is the duty of every child of God to seek constantly to win the lost to Christ by verbal witness undergirded by a Christian lifestyle, and by other methods in harmony with the gospel of Christ.

XII. Education

Christianity is the faith of enlightenment and intelligence. In Jesus Christ abide all the treasures of wisdom and knowledge. All sound learning is, therefore, a part of our Christian heritage. The new birth opens all human faculties and creates a thirst for knowledge. Moreover, the cause of education in the Kingdom of Christ is co-ordinate with the causes of missions and general benevolence, and should receive along with these the liberal support of the churches. An adequate system of Christian education is necessary to a complete spiritual program for Christ's people.

In Christian education there should be a proper balance between academic freedom and academic responsibility. Freedom in any orderly relationship of human life is always limited and never absolute. The freedom of a teacher in a Christian school, college, or seminary is limited by the pre-eminence of Jesus Christ, by the authoritative nature of the Scriptures, and by the distinct purpose for which the school exists.

XIII. Stewardship

God is the source of all blessings, temporal and spiritual; all that we have and are we owe to Him. Christians have a spiritual debtorship to the whole world, a holy trusteeship in the gospel, and a binding stewardship in their possessions. They are therefore under obligation to serve Him with their time, talents, and material possessions; and should recognize all these as entrusted to them to use for the glory of God and for helping others. According to the Scriptures, Christians should contribute of their means cheerfully, regularly, systematically, proportionately, and liberally for the advancement of the Redeemer's cause on earth.

XIV. Cooperation

Christ's people should, as occasion requires, organize such associations and conventions as may best secure cooperation for the great objects of the Kingdom of God. Such organizations have no authority over one another or over the churches. They are voluntary and advisory bodies designed to elicit, combine, and direct the energies of our people in the most effective manner. Members of New Testament churches should cooperate with one another in carrying forward the missionary, educational, and benevolent ministries for the extension of Christ's Kingdom. Christian unity in the New Testament sense is spiritual harmony and voluntary cooperation for common ends by various groups of Christ's people. Cooperation is desirable between the various Christian denominations, when the end to be attained is itself justified, and when such cooperation involves no violation of conscience or compromise of loyalty to Christ and His Word as revealed in the New Testament.

XV. The Christian and the Social Order

All Christians are under obligation to seek to make the will of Christ supreme in our own lives and in human society. Means and methods used for the improvement of society and the establishment of righteousness among men can be truly and permanently helpful only when they are rooted in the regeneration of the individual by the saving grace of God in Jesus Christ. In the spirit of Christ, Christians should oppose racism, every form of greed, selfishness, and vice, and all forms of sexual immorality, including adultery, homosexuality, and pornography. We should work to provide for the orphaned, the needy, the abused, the aged, the helpless, and the sick. We should speak on behalf of the unborn and contend for the sanctity of all human life from conception to natural death. Every Christian should seek to bring industry, government, and society as a whole under the sway of the principles of righteousness, truth, and brotherly love. In order to promote these ends Christians should be ready to work with all men of good will in any good cause, always being careful to act in the spirit of love without compromising their loyalty to Christ and His truth.

XVI. Peace and War

It is the duty of Christians to seek peace with all men on principles of righteousness. In accordance with the spirit and teachings of Christ they should do all in their power to put an end to war.

The true remedy for the war spirit is the gospel of our Lord. The supreme need of the world is the acceptance of His teachings in all the affairs of men and nations, and the practical application of His law of love. Christian people throughout the world should pray for the reign of the Prince of Peace.

XVII. Religious Liberty

God alone is Lord of the conscience, and He has left it free from the doctrines and commandments of men which are contrary to His Word or not contained in it. Church and state should be separate. The state owes to every church protection and full freedom in the pursuit of its spiritual ends. In providing for such freedom no ecclesiastical group or denomination should be favored by the state more than others. Civil government being ordained of God, it is the duty of Christians to render loyal obedience thereto in all things not contrary to the revealed will of God. The church should not resort to the civil power to carry on its work. The gospel of Christ contemplates spiritual means alone for the pursuit of its ends. The state has no right to impose penalties for religious opinions of any kind. The state has no right to impose taxes for the support of any form of religion. A free church in a free state is the Christian ideal, and this implies the right of free and unhindered access to God on the part of all men, and the right to form and propagate opinions in the sphere of religion without interference by the civil power.

XVIII. The Family

God has ordained the family as the foundational institution of human society. It is composed of persons related to one another by marriage, blood, or adoption.

Marriage is the uniting of one man and one woman in covenant commitment for a lifetime. It is God's unique gift to reveal the union between Christ and His church and to provide for the man and the woman in marriage the framework for intimate companionship, the channel of sexual expression according to biblical standards, and the means for procreation of the human race.

The husband and wife are of equal worth before God, since both are created in God's image. The marriage relationship models the way God relates to His people. A husband is to love his wife as Christ loved the church. He has the God-given responsibility to provide for, to protect, and to lead his family. A wife is to submit herself graciously to the servant leadership of her husband even as the church willingly submits to the headship of Christ. She, being in the image of God as is her husband and thus equal to him, has the God-given responsibility to respect her husband and to serve as his helper in managing the household and nurturing the next generation.

Children, from the moment of conception, are a blessing and heritage from the Lord. Parents are to demonstrate to their children God's pattern for marriage. Parents are to teach their children spiritual and moral values and to lead them, through consistent lifestyle example and loving discipline, to make choices based on biblical truth. Children are to honor and obey their parents.

APPENDIX II

Church Membership Covenant

THE EPIPHANY BAPTIST CHURCH MEMBERSHIP COVENANT

“Having received Christ as my Lord and Savior, and having been baptized, and being in agreement with Epiphany’s statements, strategy, and structure, I now feel led by the Holy Spirit to unite with the Epiphany Baptist Church family. In doing so, I commit myself to God and to the other members to do the following:

1. I WILL PROTECT THE UNITY OF MY CHURCH

...by acting in love toward other members

...by refusing to gossip

...by following and supporting the leaders

“We then who are strong ought to bear with the scruples of the weak, and not to please ourselves.” Romans 15:1

“Now may the God of patience and comfort grant you to be like-minded toward one another, according to Christ Jesus.” Romans 15:5

“...love one another fervently with a pure heart.” 1 Peter 1:22

“Let no corrupt communication proceed out of your mouth, but what is good for necessary edification, that it may impart grace to the hearers.” Ephesians 4:29

“Obey those who rule over you, and be submissive, for they watch out for your souls, as those who must give account. Let them do so with joy and not with grief, for that would be unprofitable for you.” Hebrews 13:17

2. I WILL SHARE THE RESPONSIBILITY OF MY CHURCH

...by praying for its growth

...by inviting the unchurched to attend

...by warmly welcoming those who visit

“We give thanks to God always for you all, making mention of you in our prayers.”
1 Thessalonians 1:2

“Then the master said to the servant, ‘Go out into the highways and hedges, and compel them to come in, that My house may be filled.’ Luke 14:23

3. I WILL SERVE THE MINISTRY OF MY CHURCH

...by discovering my gifts and talents
...by being equipped to serve by my elders
...by developing a servant's heart

“As each one has received a gift, minister it to one another, as good stewards of the manifold grace of God.” 1 Peter 4:10

“God gave some to be pastors and teachers to prepare God’s people for works of ministry, so that the body of Christ may be built up.” Ephesians 4:11 – 12

“Let nothing be done through selfish ambition or conceit, but in lowliness of mind let each esteem others better than himself. Let each of you look out not only for his own interests, but also for the interest of others.” Philippians 2:3 – 4

4. I WILL SUPPORT THE TESTIMONY OF MY CHURCH

...by attending faithfully
...by living a Godly life
...by generously giving

“Not forsaking the assembling of ourselves together...but exhorting one another...”
 Hebrews 10:25

“Only let your conduct be worthy of the gospel of Christ...” Philippians 1:27

“Now concerning the collection for the saints...on the first day of the week let each one of you lay something aside, storing up as he may prosper, that there be no collection when I come.”
 1 Corinthians 16:1 – 2

“Bring all the tithes and offerings in the storehouse, that there may be food in My house, and test me now in this. If I will not open for you the windows of Heaven and pour out for you such blessing that there will not be room enough to receive it.” Malachi 3:10 – 11

SIGNED: _____ DATE: _____

PRINT NAME: _____