



## Constitution

**Our purpose is to proclaim the good news of Jesus Christ through the teaching of Scripture so that we may present everyone as a mature disciple in Him. (Colossians 1:28)**

We believe the Bible is the Holy Spirit-inspired Word of God and is the final standard of truth and the framework upon which the church is built, guided and governed. It is profitable for correction and instruction in righteousness. We believe no man should add any word to or take any word away from the Word of God. We believe that everything we need to live abundant lives is contained in the Word of God. In Him we live and breathe and have our being, therefore we exist to worship Him and to build up the Body of Christ by serving God in the ministry He has gifted us for.

The Grove Church is a local assembly of the body of Christ universal which consists of many assemblies worldwide. We count as brothers and sisters in Christ any church that believes that Jesus Christ is Lord, our only Savior and the Bible is the inerrant word of God. As a Doctrinal Statement we believe the biblical principles outlined in The Baptist Faith and Message. We are a Southern Baptist Church participating in the Cooperative Program in mission with other Southern Baptist Churches worldwide.

The Grove Church is governed by Elders and not by the membership. This form of governance is consistent with the New Testament model for a Church. This governing board is made up of Full time Pastoral Staff and Lay Elders as outlined in the bylaws of this church.



## **OUR CORE BELIEFS**

### **About The Scripture, The Word of God**

We believe that the Bible, consisting of the sixty-six books of the Old and New Testaments, is the infallible Word of God, verbally inspired by God, and without error (inerrant) in the original manuscripts.

We believe that God's intentions, revealed in the Bible, are the supreme and final authority in testing all claims about what is true and what is right. God's intentions are revealed through the communicated words of inspired human authors. In matters not addressed by the Bible, what is true and right is assessed by criteria consistent with the teachings of Scripture.

Therefore, the process of discovering the intention of God in the Bible (which is its fullest meaning) is a humble and careful effort to find in the language of Scripture what the human authors intended to communicate. Limited abilities, traditional biases, personal sin, and cultural assumptions often obscure Biblical texts. Therefore the work of the Holy Spirit is essential for right understanding of the Bible, and prayer for His assistance belongs to a proper effort to understand and apply God's Word.

### **About God**

God is the Creator and Ruler of the universe. He eternally exists in three persons; the Father; the Son and the Holy Spirit. These three are co-equal and are one God, each with distinct personal attributes, but without division of nature, essence, or being.

### **About 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 sovereign in all things, be it in power, knowledge, love, justice, or wisdom. 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 people.

### **About Jesus Christ**

Jesus Christ is the Son of God. He is co-equal with the Father. Jesus lived a sinless human life and died on a cross as the perfect sacrifice for sin making atonement for those who will believe. He arose from the dead after three days to demonstrate His power over sin and death. He ascended to Heaven's glory and will return again someday to earth to reign as King of Kings and Lord of lords.

### **About The Holy Spirit**

The Holy Spirit is co-equal with God the Father and the Son of God. He is present in the world to make men aware of their need for Jesus Christ. He also lives in every Christian from the

moment of salvation. He provides the Christian with power for living, understanding of spiritual truth, and guidance in doing what is right. He administers spiritual gifts to believers when they are saved for the building up of the body of Christ. Christians seek to live under His control daily.

## **About Baptism**

We believe that baptism by immersion is one of two ordinances of the church.

### As Christians We Follow the Example Set By Christ

"At that time Jesus came from Nazareth in Galilee and was baptized by John in the Jordan."

Mark 1:9

### Christ Instructed Us To Be Baptized

"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." Matthew 28:19

### Through Baptism We Are Identified With Christ

"We were therefore buried with him through baptism into death in order that, just as Christ was raised from the dead through the glory of the Father, we too may live a new life." Romans 6:4

### Why Do We Baptize With Immersion?

- Christ was baptized that way.
- Everyone in the New Testament was baptized that way.
- The word "baptize" means "to immerse."

"Having been buried with him in baptism and raised with him through your faith in the power of God, who raised him from the dead." Colossians 2:12

## **About Salvation**

Salvation is God's free gift to all who confess that Jesus is Lord and believe in their hearts that God raised him from the dead. We can never make up for our sin by self-improvement or good works. Only by trusting Jesus Christ as God's offering of forgiveness can anyone be saved from sin's penalty. We believe Jesus paid the full penalty for man's sin by his death on the cross. We believe forgiveness of sin is based on grace alone, in Christ alone, and through faith alone. Salvation is not based on good works or human efforts.

Everyone is a sinner- "There is no difference...for all have sinned and fall short of the glory of God." -Romans 3:22-23

The penalty for sin is death- "For the wages of sin is death." -Romans 6:23

Jesus died to pay our debt, so that we could live eternally- "... but the gift of God is eternal life in Christ Jesus our Lord." -Romans 6:23

You can accept Jesus' gift- "That if you confess with your mouth, "Jesus is Lord," and believe in your heart that God raised him from the dead, you will be saved." -Romans 10:9

"For it is by grace you have been saved, through faith-and this is not from yourselves, it is the gift of God-not by works, so that no one can boast." -Ephesians 2:9

"If we confess our sins, he is faithful and just and will forgive us our sins and purify us from all unrighteousness." -1 John 1:9

We celebrate salvation by participating in the ordinance of The Lord's Supper, or Communion. We are commanded to do this in Matthew 26:26-29 and 1 Corinthians 11:23-29.

### **About Marriage**

We believe that the term 'marriage' has only one meaning: it is that relationship sanctioned by God in which He joins one man and one woman in a single, exclusive covenant union for a lifetime, as defined (delineated in) by Scripture.

Jesus taught this view in Matthew 19:3-12. He quoted Genesis 2:24, insisting on this Biblical view that is designed by God and has not changed from His creation of man and woman.

We also 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 one engage in intimate sexual activity outside of the Biblical relationship of marriage between a man and woman (1 Corinthians 7:3-8)

We further believe that any form of sexual immorality, such as adultery, fornication, homosexuality, bisexual conduct, bestiality, incest, pornography, pedophilia, or any attempt to change one's gender, or disagreement with one's biological gender, is sinful and offensive to God. Scripture that address these areas are as follows: Romans 1:24-27; Romans 13:13-14; 1 Corinthians 6:18-20; 1 Corinthians 4:3-6; Galatians 5:16-26; Colossians 3:5-9.

We believe that in order to preserve the function and integrity of the church as the local Body of Christ, and to provide a biblical role model to the church members and the community, it is imperative that all persons who are officers of the church, members of the church staff, members of church committees, church messengers or who serve as volunteers in the functioning of the ministries of the church and its Bible studies, should abide by and agree to the statements in this Section "About Marriage," conducting themselves accordingly.

We believe that God offers redemption and restoration to all who confess and forsake their sin, seeking His mercy and forgiveness through Jesus Christ. Scripture that addresses these areas are as follows: Galatians 5:16-26; Colossians 3:1-17; 1 Thessalonians 4:1-8.

We also believe that every person must be afforded compassion, love, kindness, respect, and dignity. Hateful and harassing behavior or attitudes directed toward any individual are to be repudiated and are not in accord with Scripture or the doctrines of the church.



## **Our Church Covenant**

Having been led, as I believe, by the Spirit of God, to receive the Lord Jesus Christ as my Savior, and on the profession of my faith in Him, having been baptized in the name of the Father and of the Son and of the Holy Spirit, I do now, in the presence of God, angels and this local assembly, most solemnly and joyfully enter into covenant with one another as one local body in Christ.

Being in agreement with the essential beliefs of The Grove Church as outlined in the Doctrinal Statement, I engage, therefore, by the assistance of the Holy Spirit, to walk together in Christian love, to strive for the advancement of this Church in knowledge, in holiness and comfort; to promote its prosperity and spirituality by employing my spiritual giftedness in the local body; to sustain its worship, ordinances, disciplines and doctrines; to contribute generously, cheerfully, and regularly to the support of the ministry, the expenses of the Church, the relief of the poor, and the spread of the Gospel through all nations.

I also engage to maintain family and personal devotions; to educate my family in the Christian faith; to seek the salvation of my family, associates, and acquaintances; to live carefully in the world; to be just in my dealings, faithful in my engagements, and blameless in my attitudes and conduct; to avoid gossip, murmuring, and excessive anger; to seek God's help in abstaining from the use of illegal substances and practices which harm the body or jeopardize my own or another's faith.

I further engage to watch over one another in brotherly love; to remember one another in prayer; to aid one another in sickness and distress; to cultivate Christian sympathy in feeling and courtesy in speech; to be slow to take offense and always ready for reconciliation and mindful of the rules of our Savior to secure it without delay.

I moreover engage to follow the leadership of the church, being the elders, submitting myself to their teaching, guidance, encouragement, and if need be, correction.



**BYLAWS**  
**OF**  
**THE GROVE CHURCH**

A Tennessee nonprofit religious corporation

These bylaws have been adopted as required by the Tennessee Nonprofit Corporation Act. However when the religious doctrine governing the affairs of The Grove Church is inconsistent with the provisions of the Tennessee Nonprofit Act, then our religious doctrine shall take precedence and shall control the governance of The Grove Church.

**ARTICLE 1**

**OFFICES**

1.1 **Location.** The principal office of the corporation in the state of Tennessee shall be located at 2122 Tom Austin Highway (HWY 431) Greenbrier, Tennessee 37073 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 on the Lord Jesus Christ as personal Savior, who give evidence of regeneration by a living consistent with their profession and with the views of faith, doctrine and practice of this Church, who have been baptized by immersion and who have met the qualifications for membership 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 testimony of salvation.
3. Completion of the Church's membership process.
4. A signed copy on file of the membership covenant of this Church, a commitment to abide by the membership covenant, and an adherence to the membership covenant.

## **2.3. Designation of Membership**

In order to properly identify the membership of the Church, the membership shall be updated periodically as determined by the Board of Elders. The Elder board, in its sole discretion, reserves the right to terminate membership of a member at any time if it is the decision of the board 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 Dismissal by the Board of Elders according to the following conditions:

a. The member's life and conduct is not in accordance with the membership covenant in such a way that the member hinders the ministry and/or the influence of the Church in the community.

b. A member, at the discretion of the Board of Elder's, may be placed on an inactive member list when a member is not fulfilling his/her covenant responsibilities. The Elder board will then seek to meet with the individual in the effort to restore him/her to active membership.

Note: A member that is placed on an inactive list loses his/her rights as a member in good standing.

## 2.5 Restoration of Membership

2.5.1. Members dismissed by the Board of Elders shall be restored by the Board of 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, and all other professing Christians who regularly attend or fellowship with this church, understand that The Grove Church is an autonomous church comprised of members who have voluntarily joined together to carry out the vision for The Grove Church as given by God and led by the Elders. All members, and all other professing Christians who regularly attend or fellowship with this church, 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 and agree to abide by their decision 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 President or ten percent (10%) of the members entitled to vote at such meeting.

2.7. **Place of Meeting.** The board of Elders may designate any place within or without the state of Tennessee as a place of meeting for any meeting called by the board of Elders. 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 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. Oral announcement to the congregation at a weekend service; or
- d. Delivery by United States mail to each member identified on the membership roll.

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 Secretary, 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 above the age of 16 years old shall have the right to vote on the following matters:

1. Purchases by the Church of \$5000 or greater
2. Decisions involving building or real estate purchase
3. All other matters of the Church shall be decided by the Elders of the Church unless the Elder board feels it necessary to bring it back to active membership of the local assembly at The Grove Church.

2.12. **Quorum.** Ten (10%) percent of the members entitled to vote at a meeting of the members shall constitute a quorum at that meeting. A meeting may be adjourned despite the absence of a quorum.

2.13. **Proxies.** All members must be present in person to vote at any meeting of the members. No proxies shall be permitted.

## ARTICLE 3

### BOARD OF DIRECTORS

3.1. **Board of Directors.** The business and affairs of the corporation shall be managed by the board of directors, and each director shall be of legal age. The Governing Elders of the church shall be the directors of the corporation and shall be known as the Board of The Grove Church. Any reference to the terms “board,” “Elder board,” “Board of Elders,” “directors” and “board of directors” shall refer to the Board of The Grove Church.

1. The Board of Elders consists of “Governing Elders.” Governing Elders are responsible for the management of the church, finances, capital improvements, and facilities. Governing Elders are also responsible for shepherding the local assembly in spiritual matters outlined in 3.3. Authority.

2. **Shepherding Elders** will not be voting members of the board, instead they will share in the responsibilities for spiritual leadership, casting vision, and guiding the spiritual health of the local assembly of Christ at The Grove Church with the Governing Elders. The responsibilities of the Shepherding Elder is in direct correlation to spiritual matters and the care of individuals.

3.2. **Voting of the Board.** All decisions by the Governing Elders (Board) shall require a unanimous vote to pass. If after prayer and Bible study on any given issue, unanimity is not reached, the Board will table the issue for further prayer and discussion at the next meeting. If any Governing Elder is absent, it is the absent Governing Elder's responsibility to respond in a timely manner on any decisions. If any Governing Elder is incapacitated, by physical or mental disability, the decision will not be delayed as a result of their absence

3.3. **Authority.** The Board of The Grove Church will provide spiritual leadership, cast vision, guide the local assembly of Christ at The Grove Church, facilitate ministry in the church, approve teaching curriculum and to make certain decisions governing the future of this church. All ministries and teams of The Grove Church are developed and maintained under the Spiritual Leadership and direction of the Board. All Governing Elders will have equal authority and each has one vote on all matters on which to be voted.

3.4. **Day to Day Operations.** The board will empower the the appropriate staff personnel to facilitate the day to day operation of directing non-elder staff in their duties and to ensure job responsibilities are being met. The board is empowered to assist in the development and assignment of teaching responsibilities of the Pastoral staff. The board will empower a staff member the responsibility to facilitate the day-to-day financial decisions up to \$1000 without having to receive approval from the board.

3.5. **Tenure of Elders.** The term of service for any Elder shall be for an indeterminate period of time, being sensitive to the potential for burnout and stagnation and the re-direction of the person by the Holy Spirit.

3.6. **Number of Elders.** The Elder body, consisting of both Governing Elders and Shepherding Elders, is made up of full time pastoral staff and Lay Elders. The Elder body will add or reduce based on the needs of the body. There shall always be a majority of Lay Governing Elders to Staff Governing Elders.

3.6.1. There must be maintained a minimum of 4 Governing Elders. If this minimum is not maintained, the Shepherding Elders and deacons will serve together with the Governing Elders for the governing of the church until a fourth Governing Elder is nominated and/or elected.

3.7. **Election of Elders.** The membership of The Grove Church shall be able to nominate men whom they believe meet the qualifications set forth in this document. The present Governing and Shepherding Elders shall identify men whom they believe meet the qualifications set forth in this document for consideration as well.

3.7.1 Using Acts 20:28 as our scripture guidance the present Governing and Shepherding 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. They will be asked to review, pray over and sign a statement affirming that they believe they meet the qualifications of an Elder as set forth in this document. They will be interviewed at length and if after the interview believe they still aspire to the position and if the present Governing and Shepherding Elders still believe they meet the qualifications set forth in this document, they will be presented to the congregation as candidates for the position of Elder.

3.7.3. The members of The Grove Church will have the opportunity to meet with the present Governing and Shepherding Elders at the next scheduled Board meeting to voice any concerns or objections to any man nominated, based on 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 Governing Elders shall vote on the election of any new Elder in accordance with paragraph 3.2. 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.

3.8. **Removal of Elders** Any Governing or Shepherding Elder may be removed from office at any regular or special meeting of the Board 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), after thorough corroborating investigation by the Governing and Shepherding Elders, or a duly appointed Committee of the Board, in accord with the procedures prescribed by pertinent Scripture, including Matthew 18:15-18 and 1 Timothy 5:19. Any vote to remove an Elder 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 for a vote of affirmative unanimity. When an Elder is removed because of sin that is deemed sufficient to disqualify him from eldership, 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.

3.9. **Regular Meeting.** The Board shall hold a regular meeting at such place and on such day as may be set by the Governing Elders, at which time the Governing Elders shall transact any business as may properly be brought before the meeting. Shepherding Elders are welcome to attend any Board Meeting. These Shepherding Elders are not confined to observation and are allowed to engage in the meetings, but without voting privilege.

3.10. **Special Meetings.** Special meetings of the Board may be called by or at the

request of the President or by a majority of the Governing and Shepherding Elders. Shepherding Elders are welcome to attend any Special Board Meeting. These Shepherding Elders are not confined to observation and are allowed to engage in the meetings, but without voting privilege.

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 Board need be specified in the notice of such meeting.

3.12. **Notice of Special Actions.** Any meeting of the Board 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 Governing Elders shall constitute a quorum for the transaction of business at any meeting of the Board. 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 Governing Elders at a properly called meeting shall be the act of the Board.

## ARTICLE 4

### **Elected Leadership**

4.1. **Procedure.** Whenever the Elder Body determine that there is to be an expansion of leadership in The Grove Church, they will present this to the church body offering them the opportunity to nominate candidates for the office.

## ARTICLE 5

### **ACTION BY WRITTEN CONSENT**

5.1. **Procedure.** Whenever the Board is 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 Governing Elders. Unless the consent specifies a different effective date, the action taken by such consent shall be effective when signed by all of the Governing Elders.

## ARTICLE 6

### WAIVER OF NOTICE

6.1. **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.

6.2. **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 7

### OFFICERS

7.1. **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.

7.2. **Election and Term of Office.** The officers of the corporation shall be elected annually at the September meeting of the board of Elders. 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.

7.3. **Removal.** Any officer elected by the board of Elders may be removed by the board of Elders whenever in its judgment the removal would serve the best interests of the corporation.

7.4. **Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification, or otherwise may be filled by the board of Elders for the unexpired portion of the term.

7.5. **Chairman of the Board.** The Chairman of the Board shall be chosen from among the Governing Elders. He shall, when present, preside at all meetings of the members and of the board of Elders. He shall, in general, perform all duties incident to the office of Chairman of the Board and such other duties as may be assigned to him by the board of Elders.

7.6. **President.** The President shall be the chief executive officer of the corporation and, subject to the control of the board of Elders, shall see that all orders and resolutions of the board of Elders are carried into effect. He shall preside at all meetings of the board of Elders in the absence of 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 board of Elders, except in cases where the signing and the execution thereof shall be expressly delegated by the board of Elders 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 board of Elders from time to time.

7.7. **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 board of Elders.

7.8. **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 board of Elders.

## ARTICLE 8

### CONTRACTS, LOANS, CHECKS, AND DEPOSITS

8.1. **Contracts.** The board of Elders 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.

8.2. **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 board of Elders. Such authority may be general or confined to specific instances.

8.3. **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 board of Elders.

8.4. **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 board of Elders may select.

8.5. **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 Board of Elders at one of their regular meetings.

## ARTICLE 9

### INDEMNIFICATION OF OFFICERS AND ELDERS

9.1. **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.

9.2. **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.

9.3. **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 10

### FISCAL YEAR

10.1. **Determination.** The fiscal year of the corporation shall be fixed by resolution of the board of Elders.

## ARTICLE 11

### PARLIAMENTARY AUTHORITY

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

## ARTICLE 12

### Marriage and Human Sexuality

12.1. **Marriage.** We believe that the term 'marriage' has only one meaning: it is that relationship sanctioned by God in which He joins one man and one woman in a single, exclusive covenant union for a lifetime, as defined (delineated in) by Scripture.

12.2 **Privileges of Refusal.** Accordingly, The Grove Church, its pastors, staff and members will not officiate or participate in same sex unions, same sex marriages, or marriages that contradict the church's definition of marriage. Nor shall its property or resources be used for such purposes. Each staff member also has the privilege to decline to officiate or perform any marriage at his discretion after counseling with any couple. The staff can refuse the use of the facility for any prospective wedding after agreement with the elders.

## ARTICLE 13

### AMENDMENTS

13.1. **Procedure.** These Bylaws may be amended or repealed, and new Bylaws may be adopted, by a vote of the Governing Elders then in office, consistent with paragraph 3.2 of these bylaws. Any meeting 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.