

BYLAWS
OF
Vineyard Community Church
Doing Business As
Vineyard Cincinnati Church

Adopted: September 3, 2025

BYLAWS
OF
VINEYARD COMMUNITY CHURCH
Doing Business As
VINEYARD CINCINNATI CHURCH
An Ohio Corporation

ARTICLE I

Purpose

Section 1.01 Introduction. These Bylaws constitute the regulations adopted by Vineyard Community Church, doing business as Vineyard Cincinnati Church (VCC or the “Church”).

Section 1.02 Powers. The Church will have the purposes or powers as may be stated in its Articles of Incorporation, and such powers as are now or may be granted hereafter by the Ohio Nonprofit Corporation Law, Ohio Revised Code Chapter 1702 (the “Act”), or any successor legislation.

Section 1.03. Purposes.

The purposes for which this Church is formed are:

- A. The specific and primary purposes are:
 - 1. To proclaim the good news of salvation by faith in our Lord Jesus Christ by any suitable method or media which includes but is not limited to the following:
 - a. Establishing and operating a local church for the worship of Jesus Christ, using personal evangelism, television, radio, internet, podcasts, conferences, preaching, teaching, missions, and other Christian means.
 - b. Assisting and furthering the task of providing Biblical Scripture to groups of the world. This is done through providing the Holy Scriptures themselves as well as other printed material, and by providing speakers and other instructional and educational programs which may be

deemed necessary or convenient in effecting the above purpose; and

- c. Establishing new programs of outreach and ministry, and the strengthening of existing programs and organizations which have a similar purpose and dedication presenting Christ as Savior.
2. To license and ordain ministers of the Gospel and missionaries for the furtherance of the work of the Church and our Lord and Savior, Jesus Christ in Cincinnati, in the United States and in all foreign countries.
3. To be obedient to our Lord Jesus Christ's command to "Go ye therefore and teach all nations, baptizing them in the name of the Father, and of the Son, and of the Holy Spirit."
4. To serve as an instrument through which we may be witnesses unto our Lord Jesus Christ "...in Jerusalem and unto all Judea, and in Samaria, and unto the uttermost parts of the earth."
5. To do only that which glorifies the Father, the Son, and the Holy Spirit.

B. Additional general purposes and powers are:

- a. To engage in spiritual work and services based upon the authority of the Holy Bible;
- b. To solicit, collect, receive, acquire, hold, and invest money and property, both real and personal, including money and property received by gift, contribution, bequest, or devise; to sell and convert property, both real and personal, into cash, and to use the funds of the Church and the proceeds, income, rents, issues, and projects derived from any property of the Church for any of the purposes for which the Church is formed;
- c. To purchase, acquire, own, hold, sell, assign, transfer, dispose of, mortgage, pledge, hypothecate, or encumber, shares, bonds, notes, debentures, or other securities or evidences of indebtedness of any person, firm, corporation, or association, and, while the owner or holder of them, to exercise all rights, powers, and privileges of ownership;
- d. To purchase or acquire, own, hold, use, lease (either as lessor or lessee), sell, exchange, assign, convey, dispose of, mortgage, hypothecate, or encumber real and personal property;
- e. To enter into, make, perform and carry out contracts of every kind for any lawful purpose without limit on amount, with any person, firm, association, or corporation, municipality, county, parish, state, territory, government, or other municipal or governmental subdivision;
- f. To borrow money, incur indebtedness, and to secure repayment by mortgage, pledge, deed or trust, or other hypothecation of property, both real and personal; and
- g. To do all things necessary, expedient, or appropriate to the accomplishment of any of the objects and purposes for which this corporation is formed.

Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of the Church.

No part of the net earnings of the Church shall ever inure to or for the benefit of or be distributable to its members, Elders, officers, or other private persons, except that the Church shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes for which it was formed.

This Church is organized exclusively for religious purposes.

Notwithstanding any other provisions of these Bylaws, the Church shall not carry on any other activities not permitted to be carried on (a) by an association exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or any corresponding or successor provision of any United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or any corresponding or successor provision of any United States Internal Revenue Law).

ARTICLE II

Affiliation and Statement of Faith

Section 2.01 Affiliation. Vineyard Cincinnati Church acknowledges that it has operated as an affiliated church with the Association of Vineyard Churches (also known as Vineyard USA, VUSA) and will strive to maintain the unity of faith by seeking to establish bonds of fellowship and cooperation. Although Ohio corporate law and the Bylaws of this Church govern the Church's corporate legal affairs, this Church acknowledges the Vineyard USA National Leadership Handbook (Handbook) and the procedures and policies contained therein as the authority providing spiritual guidance and instruction on matters defining the relationship between Vineyard USA, Vineyard pastors, and Vineyard churches. In any instance where this Church's Bylaws and the Handbook address the same issue and require reconciliation, the Church shall give prayerful consideration to the spirit and intent of the Handbook in evaluating options for the Church's conduct and obligations as a member of Vineyard USA. Nothing in this section is intended to displace Ohio corporate law and the Church's Bylaws as the final authority on matters of the Church's governance and operation.

Regarding matters that currently define the relationship between Vineyard USA, Vineyard pastors, and Vineyard churches:

- **LOCAL CHURCH GOVERNANCE** - Vineyard USA affirms the right of this Church to govern its affairs in a spirit of unity and with the awareness of its interdependence on, and connection to, Vineyard USA and the Body of Christ.
- **TRADEMARK LICENSE** - The commitments as previously agreed to in the Trademark License shall remain in effect until and/or unless explicitly revised and ratified as required by the Handbook. These commitments include:
 - **CONDUCT:** Conduct consistent with Vineyard USA's "core values," "statement of faith," and any other formal or informal theological or ecclesiastical position taken by Vineyard USA.
 - **LOGO AGREEMENT:** Having authorization to use the logo of the national association in the provision of those services and wherever the name "Vineyard" is used or displayed provided this Church complies with the terms and conditions set out in the Trade Name and Trademark License Agreement.
 - **REQUIRED INSURANCE COVERAGE:** Submitting a certificate of general liability insurance coverage upon request by Vineyard USA. In any circumstance when this Church is not covered by a general liability insurance policy, it will provide Vineyard USA with documentation indicating why it has been denied coverage.
 - **3% CONTRIBUTION:** This Church shall contribute 3% of its general fund to Vineyard USA (VUSA) annually. In exceptional circumstances, this contribution amount may be temporarily lowered or waived by a unanimous vote of all Elders.
- **POSITION PAPERS** - Positions Papers previously published by Vineyard USA continue to provide guidance and instruction until and/or unless explicitly revised.

Section 2.02 Statement of Faith. Vineyard Cincinnati Church shall subscribe to the Apostles, Nicene, and Chalcedonian Creeds, which we believe reflect Christian orthodoxy. As disciples of Jesus walking together in a Vineyard congregation, seeking to imitate Christ in all things, we receive and interpret the Bible as the normative center of our rule of faith and practice. We embrace the full range of Kingdom practices and standards that are described in the Bible, including proclaiming the gospel of Jesus, praying for healing and deliverance from oppression, ministering to and with the poor, and more. In every way, our desire is to know God, be obedient to God, and experience the kind of life together that God promises in the Bible. By articulating and practicing our faith in this way, we intend to remain in theological and practical continuity with the apostolic witness of the Christian Church, as confessed by Christians globally and historically.

As citizens of God's kingdom, we are called to love, worship, and obey our Lord, to love and serve His Body, the Church, and to present the whole gospel for the whole person throughout the whole world. We believe that the Bible is God's inspired and authoritative word, revealing that Jesus Christ is God's Son; that people are created in God's image; that He created us to have eternal life through Jesus Christ; that although all people have sinned and come short of God's glory, God has made salvation possible through the death on the cross and resurrection of Jesus Christ; that repentance, faith, and loving obedience are fitting responses to God's initiative of grace toward us; that God desires all people to be saved and to come to the knowledge of the truth; and that the Holy Spirit's power is demonstrated in and through us for the accomplishment of Christ's last commandment, "Go into all the world and preach the good news to all creation." (Mark 16:15)

Vineyard Cincinnati Church subscribes to Vineyard USA's Statement of Faith:

God the King and the Holy Trinity: We believe that God is the Eternal King. He is an infinite, unchangeable Spirit, perfect in holiness, wisdom, goodness, justice, power, and love. From all eternity He exists as the One Living and True God in three persons of one substance, the Father, the Son, and the Holy Spirit, equal in power and glory.

God the King: The Creator and Ruler of all things: We believe that God's kingdom is everlasting. From His throne, through His Son, His eternal Word, God created, upholds and governs all that exists: the heavenly places, the angelic hosts, the universe, the earth, every living thing, and human beings. God created all things very good.

Counterfeit Kingdom: Satan and Demonic Hosts: We believe that Satan, originally a great, good angel, rebelled against God, taking a host of angels with him. He was cast out of God's presence and, as a usurper of God's rule, established a counter-kingdom of darkness and evil on the earth.

The Kingdom in Creation, The Fall, and The Doctrine of Original Sin: We believe that God created mankind in His image, male and female, for relationship with Himself and to govern the earth. Under the temptation of Satan, our original parents fell from grace, bringing sin, sickness, and God's judgment of death to the earth. Through the fall, Satan and his demonic hosts gained access to God's good creation. Creation now experiences the consequences and effects of Adam's original sin. Human beings are born in sin, subject to God's judgment of death, and captive to Satan's kingdom of darkness.

God's Providence, Kingdom Law and Covenants: We believed that God did not abandon His rule over the earth which He continues to uphold by His providence. In order to bring redemption, God established covenants which revealed His grace to sinful people. In the covenant with Abraham, God bound Himself to His people Israel, promising to deliver them from bondage to sin and Satan, and to bless all nations through them.

We believe that as King, God later redeemed His people by His mighty acts from bondage in Egypt and established His covenant through Moses, revealing His perfect will

and our obligation to fulfill it. The law's purpose is to order our fallen race and to make us conscious of our moral responsibility. By the work of God's Spirit, it convicts us of our sin and God's righteous judgment against us and brings us to Christ alone for salvation.

We believe that when Israel rejected God's rule over her as King, God established the monarchy in Israel and made an unconditional covenant with David, promising that his heir would restore God's kingdom and reign over His people as Messiah forever.

Christ the Mediator and Eternal King: We believe that in the fullness of time, God honored His covenants with Israel and His prophetic promises of salvation by sending His Son, Jesus, into the world. Conceived by the Holy Spirit and born of the Virgin Mary, as fully God and fully human in one person. He is humanity as God intended us to be. Jesus was anointed as God's Messiah and empowered by the Holy Spirit, inaugurating God's kingdom reign on earth, overpowering the reign of Satan by resisting temptation, preaching the good news of salvation, healing the sick, casting out demons, and raising the dead. Gathering His disciples, He reconstituted God's people as His Church to be the instrument of His kingdom.

After dying for the sins of the world, Jesus was raised from the dead on the third day, fulfilling the covenant of blessing given to Abraham. In His sinless, perfect life Jesus met the demands of the law and in His atoning death on the cross He took God's judgment for sin which we deserve as law-breakers. By His death on the cross He also disarmed the demonic powers. The covenant with David was fulfilled in Jesus' birth from David's house, His Messianic ministry, His glorious resurrection from the dead, His ascent into heaven, and His present rule at the right hand of the Father. As God's Son and David's heir, He is the eternal Messiah-King, advancing God's reign throughout every generation and throughout the whole earth today.

The Ministry of the Holy Spirit: We believe that the Holy Spirit was poured out on the Church at Pentecost in power, baptizing believers into the Body of Christ and releasing the gifts of the Spirit to them. The Spirit brings the permanent indwelling presence of God to us for spiritual worship, personal sanctification, building up the Church, gifting us for ministry, and driving back the kingdom of Satan by the evangelization of the world through proclaiming the word of Jesus and doing the works of Jesus. We believe that the Holy Spirit indwells every believer in Jesus Christ and that He is our abiding Helper, Teacher, and Guide. We believe in the filling or the empowering of the Holy Spirit, often a conscious experience, for ministry today. We believe in the present ministry of the Spirit, and in the exercise of all of the biblical gifts of the Spirit. We practice the laying on of hands for the empowering of the Spirit, for healing, and for recognition and empowering of those whom God has ordained to lead and serve the Church.

The Sufficiency of Scripture: We believe that the Holy Spirit inspired the human authors of Holy Scripture so that the Bible is without error in the original manuscripts. We receive the sixty-six books of the Old and New Testaments as our final, absolute authority, the only infallible rule of faith and practice.

The Power of the Gospel over the Kingdom of Darkness: We believe that the whole world is under the domination of Satan and that all people are sinners by nature and choice. All people therefore are under God's just judgment. Through the preaching of the Good News of Jesus and the Kingdom of God and the work of the Holy Spirit, God regenerates, justifies, adopts, and sanctifies through Jesus by the Spirit all who repent of their sins and trust in Jesus Christ as Lord and Savior. By this they are released from Satan's domain and enter into God's kingdom reign.

The Church: Instrument of the Kingdom: We believe in the one, holy, universal Church. All who repent of their sins and confess Jesus as Lord and Savior are regenerated by the Holy Spirit and form the living Body of Christ, of which He is the head and of which we are all members.

Baptism and the Lord's Supper: We believe that Jesus Christ committed two ordinances to the Church: water baptism and the Lord's Supper. Both are available to all believers.

The Kingdom of God and the Final Judgment: We believe that God's kingdom has come in the ministry of our Lord Jesus Christ, that it continues to come in the ministry of the Spirit through the Church, and this will be consummated in the glorious, visible, and triumphant appearing of Christ - His return to the earth as King. After Christ returns to reign, He will bring about the final defeat of Satan and all of his minions and works, the resurrection of the dead, the final judgment and the eternal blessing of the righteous and eternal conscious punishment of the wicked. Finally, God will be all in all and His kingdom, His rule and reign, will be fulfilled in the new heavens and the new earth, recreated by His mighty power, in which righteousness dwells and in which He will forever be worshiped.

ARTICLE III

Membership

Section 3.01 Members. As required by state corporations law, action which otherwise would require approval by the members shall require approval only of the Board of Elders as set forth in these Bylaws. All rights which otherwise would vest in the members including, without limitation, the right to elect directors, shall vest in the Board of Elders. Notwithstanding the fact that the Church is not a membership corporation for purposes of governance, these Bylaws refer to persons as "members" or "VCC Partners" even though those individuals are not voting members under state corporations law. Individuals meeting the qualifications of Section 3.02 VCC Partner Qualification will be considered members of the congregation.

Section 3.02 VCC Partner Qualification: Church congregants who desire to become VCC Partners shall demonstrate their commitment to the Church by agreeing to the VCC Partner Agreement on a schedule as determined by the relevant ministry leader and approved by the Board of Elders.

Section 3.03 Authority of VCC Partners. While VCC Partners do not have voting rights, the Board of Elders may seek the input of the VCC Partners on major/strategic leadership decisions.

Section 3.04 Annual Meeting of VCC Partners. The annual meeting of the VCC Partners shall be held at the Church on a date the Board of Elders determine. Notice of the time and place of the annual meeting of VCC Partners shall be given electronically to each VCC Partner. The purpose of the meeting will be the reporting on the financial and organization health of the Church.

Section 3.05 Termination of VCC Partner Membership. VCC Partner Membership may be terminated by the Lead Pastor or by the Board of Elders when an individual demonstrates significant disagreement with or deviation from the Statement of Faith, in letter or in spirit, or in cases where the Lead Pastor or the Board of Elders determine that the individual no longer meets the qualifications for VCC Partner Membership, or if in the discretion of the Lead Pastor or the Board of Elders, VCC Partner Membership should be terminated as a matter of spiritual discipline.

If cause for removal is found in any VCC Partner, great care must be taken by the Lead Pastor and the Board of Elders to exercise responsible discernment and communication.

Discernment and communication will typically be facilitated by the Board of Elders, or the person designated by the Lead Pastor(s), by going to the VCC Partner privately and confronting him or her. This should be done to bring that person to repentance and restore the person to a proper place with God and the Church. If this fails to correct the problem, the Lead Pastor or the person the Lead Pastor(s) designates, and another Elder or designated person shall go to the VCC Partner and again confront the person with the problem. If this attempt also fails, the Lead Pastor or the person designated by the Lead Pastor(s) may bring the matter to the Board of Elders.

Upon hearing the matter, the Board of Elders may consider the recommendation of the Lead Pastor or person(s) designated by the Lead Pastor(s) who have spoken with the member under consideration for membership removal. If the Board of Elders agrees that an appropriate and discerning process has been followed, they should vote to remove the individual from VCC Partner membership. The removal and causes for removal may be announced to the Senior Leadership Team and may, at the discretion of the Board of Elders, be announced before the entire Church, or some smaller group of the Church. Additionally, VCC Partners may be instructed to cease fellowship with such a person until he or she is reinstated by the Board of Elders.

Alternative processes for discerning the possible removal of a VCC Partner may be exercised by the Board of Elders, especially in cases where the Matthew 18 model required in this Section 3.05 would bring harm to vulnerable person(s) or people groups. Translocal leadership of Vineyard USA may be requested to counsel all parties in such matters.

Other forms of discipline may be instituted by the Board of Elders. Other forms of discipline may include but are not limited to: barring a person from attendance at any Church activity, removal of offices and positions, or any other discipline which may, in the sole discretion of the Elders, be appropriate in the circumstances.

Section 3.06. Resignation of VCC Partners. An VCC Partner may resign by filing a written resignation with the Secretary of the Church.

ARTICLE IV

Board of Elders

Section 4.01 Power of Board of Elders. Subject to any limitations in the Articles of Incorporation, and instruction from the National Leadership Handbook of Vineyard USA, the activities and affairs of the Church shall be conducted, and all corporate powers shall be exercised by or under the direction of, the Board of Elders. The Board of Elders shall oversee both the spiritual and temporal management of the Church, and will fulfill the requirements of a Board of Directors for all purposes under state law. The Board will be responsible for the administration and care of all real and personal property held by the Church. The Board may delegate the management of the activities of the Church to any person or persons, management company, or committee or committees however composed, provided that the activities and affairs of the Church shall be managed, and all corporate powers shall be exercised under the ultimate direction of the Elders.

Section 4.02 Number of Elders. The number of Elders of the Church shall be no less than six (6) nor more than twenty (20), with the exact number of authorized Elders to be fixed from time to time, within such limits, by approval of the Board. In addition, the Lead Pastor(s) will serve as a voting *ex officio* member of the Board.

Section 4.03 Qualifications for Elders. All Elders must meet the Biblical criteria as agreed upon by the Board of Elders and the Executive Committee.

The Board of Elders will consist of the Lead Pastor and VCC Partners that are independent. For the purposes of these Bylaws, an independent Elder is one who is not an employee of the Church, spouse of a Church employee or any entity affiliated with the Church, or a person having a direct or indirect business relationship with the Church which creates a conflict of interest. The Lead Pastor may add an employee(s) of the Church as a non-voting member to the Board of Elders.

Section 4.04 Election and Term of Office. Elders shall be elected by the Elders. Each Elder, including an Elder elected to fill a vacancy, shall hold office until the expiration of the term for which he or she was elected. Elders, except for the Lead Pastor, shall be elected for three-year staggered terms insofar as possible.

Besides the Lead Pastor holding an elder role because of his or her pastoral position, the selection of a new elder will follow the policies as agreed upon by the Board of Elders.

Section 4.05 Term Limits. Elders, except the Lead Pastor, shall be limited to serving two (2) consecutive three (3) year terms. After the completion of any second consecutive three (3) year term, such Elder shall be required to sit out for at least one year before being eligible to be nominated and elected again as an Elder and may then serve an additional two (2) consecutive three (3) year terms.

If an Elder is elected for a term less than three (3) years but greater than one (1) year, that term shall be considered a full three (3) year term for purposes of the term limit provision described herein, and that Elder shall be permitted to serve only one additional three (3) year term, after which that Elder will be required to sit out at least one year before being permitted to be nominated and elected as an Elder for an additional term.

In exceptional circumstances, the term limit provision described herein **may be waived** by a unanimous vote of all other Elders.

Section 4.06 Resignation, Removal, and Vacancies. Any Elder may resign by giving thirty (30) day written notice to an officer of the Board of Elders unless the notice specifies a later time for the effectiveness of such resignation. However, the Board of Elders is responsible for ensuring that the Church is not left with less than six Elders in charge of its affairs. If the resignation is effective at a future time, a successor may be elected to take office when the resignation becomes effective.

A vacancy on the Elders shall be deemed to exist on the occurrence of the death, resignation or removal of any Elder or if the authorized number of Elders is increased.

The Board may remove an Elder who has been declared of unsound mind by a final order of court, or has been convicted of a felony, or been found by a final order or judgment of any court to have breached any corporate legal duty. Elders (other than Lead Pastor) may be removed from office prior to the completion of his or her term of office by a seventy-five percent (75%) vote of the remaining Elders. Elders (other than the Lead Pastor) may be removed at any time without cause.

No reduction of the authorized number of Elders shall have the effect of removing any Elder prior to the expiration of that Elder's term of office.

Section 4.07 Elder Duties. Being an Elder carries with it a high level of commitment. An Elder may have various responsibilities during the course of his or her term. However, the three main responsibilities of an Elder are to Pray, Steward, and Shepherd.

Pray: As the leaders of the early church did, Elders should take up the responsibility to care for the church in prayer, saying, “We will devote ourselves to prayer” (Acts 6:4). Elders should be dedicated to prayer in their own walk with God and committed to pray for the church, both personally and corporately with the Elders. Elders should pray in at least these ways: in discernment, seeking God’s will for the Church; for the pastors, staff, and their families; for Church ministries, programs, and outreach; for members of the congregation; and for specific prayer requests. During Sunday services, the Elders will be available to pray as needed.

Steward: Elders are responsible to steward not only the financial resources of the Church, but also to steward the mission and vision of the Church. They are responsible for facilitating an environment where congregants can encounter the Lord Jesus and Holy Spirit and where disciples are made.

Shepherd: Elders are called “overseers” and “shepherds,” titles that highlight their role as leaders (1 Tim 3:1, 1 Pet 5:1-2). Elders should lead by example, shepherding the church, “not lording it over those entrusted to you, but being examples to the flock” (1 Pet. 5:3). Specifically the Elders are responsible to shepherd the Lead Pastor, the Executive Pastor, the Staff and each other. It also requires Elders to be “among the people,” allowing others to see them up close—being models of Christ both in the church and community.

Section 4.08 Additional Duties of Elders.

Advise and Counsel: With prayerful discernment, Elders should offer counsel and advice about the Church to the Senior and Executive Pastors. As a body, the Elders are responsible for leading and responding to theological, moral, and philosophical issues affecting the Church. When appropriate, they should seek input from the Leadership Team; Area, Regional, and/or Super Regional Leaders; and others in the Church.

Discern: The Elders shall join the Senior and Executive Pastors in discerning vision and organizational objectives for the Church. Under the direction of the Lead Pastor, they shall empower the Leadership Team. They shall assist, guide, monitor progress of the Church in the fulfillment of its mission and vision.

Lead and Executive Pastor Review: All Elders other than the Lead and/or Executive Pastor will conduct (as deemed necessary) an annual developmental review of the Lead and Executive Pastor and, as needed, other members of the Leadership Team. Review of the Lead Pastor must be led by an independent Elder.

Participation, as needed and requested by the Lead Pastor, in the selection of the Executive Pastor, and other key staff leaders.

Ongoing monitoring of the financial status and risk management practices of the Church to ensure fiscal responsibility, solvency, and adequate protection of all operating risks.

Periodic review of all practices, activities, and decision-making processes of the Church to ensure they do not violate commercially reasonable standards of conduct, professional ethics, or the “best practices” of reputable business institutions.

Establishing, as needed, fiscal “guardrails” and management policies to ensure the ongoing health of the Church.

Succession: The Elders shall supervise the Lead Pastor’s succession process, which may be delegated to an Elder committee.

Section 4.09 Place of Meetings. Meetings of the Board of Elders may be held at any place which has been designated in the notice of the meeting or, if not stated in the notice or there is no notice, at the principal office of the Church.

Section 4.10 Regular Meetings. Regular meetings of the Board of Elders shall be held at least quarterly at the principal office of the Church, unless the Elders set a different time or location.

Section 4.11 Special Meetings. Special meetings of the Board of Elders for any purpose or purposes may be called at any time by the Lead Pastor, the Executive Pastor, the Chair of the Board, or any two Elders.

Section 4.12 Notice of Special Meetings. Special meetings of the Board of Elders shall be held upon 24 hours’ notice delivered personally or by telephone, SMS, email, or other electronic communication. Any such notice shall be addressed or delivered to each Elder at the most recent address, phone number or other designated electronic communication account each Elder has on file with the Secretary.

Notice of a special meeting must state the purpose of the meeting, and no business other than the noticed business may be conducted at the meeting.

Section 4.13 Quorum and Action of the Board. A majority of Elders in office constitutes a quorum of the Board for the transaction of business, except for purposes of adjournment as provided in Section 4.16 of these Bylaws. Unless a greater number is required by law, the Articles of Incorporation or elsewhere in these Bylaws, every action taken or decision made by a majority of the Elders present at a meeting duly held at which a quorum is present is the act of the Board of Elders.

Section 4.14 Participation in Meetings by Conference Telephone and Electronic Means. Members of the Board of Elders may participate in a meeting through the use of telephone, video conferencing, or similar communications systems, as long as all Elders participating in such a meeting can hear one another. Participation in a meeting pursuant to this Section constitutes presence in person at such meeting.

Section 4.15 Waiver of Notice. Notice of a meeting need not be given to any Elder who signs a waiver of notice or a written consent to holding the meeting or an approval of the

minutes thereof, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to such Elder. All such waivers, consents, and approvals shall be made a part of the minutes of the meetings.

Section 4.16 Adjournment. A majority of the Elders present, whether or not a quorum is present, may adjourn any meeting to another time and place. If the meeting is adjourned for more than 24 hours, notice of any adjournment to another time or place shall be given prior to the time of the adjourned meeting to the Elders who were not present at the time of the adjournment.

Section 4.17 Action Without Meeting. Any action required or permitted to be taken by the Board of Elders may be taken without a meeting, if all the Elders individually or collectively consent in writing unanimously to such action within three business days; provided, however, that the unanimity requirement does not include the consent of any Elder who has a material financial interest in a transaction to which the Church is a party and who is an "interested director." Such written consent or consents shall be filed with the minutes of the proceedings of the Board and shall have the same force and effect as the unanimous vote of such Elders.

Section 4.18 Committees. The Board of Elders may, by resolution adopted by a majority of the number of Elders then in office, create one or more committees, each consisting of two or more Elders, to serve at the pleasure of the Board of Elders. Appointments to such committees shall be by a majority vote of the Elders then in office. The Board may appoint one or more Elders as alternate members of any such committee, who may replace any absent member at any meeting of the committee. Any such committee to the extent provided in the resolution of the Board, shall have all the authority of the Board except with respect to:

- a. The approval of any action for which state law requires approval of the Board or of a majority of the Board;
- b. The filling of vacancies on the Board or in any committee which has the authority of the Board;
- c. The fixing of compensation of the Directors for serving on the Board or on any committee;
- d. The amendment or repeal of Bylaws or the adoption of new Bylaws;
- e. The amendment or repeal of any resolution of the Board which by its express terms is not so amendable or repealable;
- f. The appointment of committees of the Board or the members thereof;
- g. The approval of any self-dealing transaction.

The Board of Elders may create from its membership an Executive Committee. The Executive Committee operates within the following boundaries:

1. Comprised entirely of VCC Board members

2. Includes Board Chair, Board Vice Chair (optional), Board Chair Emeritus (optional), Lead Pastor, Executive Pastor and any additional Elders (optional) for a minimum of three members
3. Such a committee will serve in an advisory role to the Board of Elders, but may be entrusted to engage in and commit the Church to responsibilities and obligations, provided it regularly reports to the Board of Elders at the meetings of the Board of Elders.

The purpose and responsibilities of the Executive Committee are as follows:

1. Speeds up decision making between full Board meetings
2. Assists Lead Pastor during emergencies
3. Provides counsel to the Chair or Lead Pastor between full Board meetings

The Board of Elders may also create from its membership a Stewardship Committee to assess financial health and keep routine financial activities moving between full Board meetings. Other committees may be formed to update Bylaws, to lead Board development efforts, to nominate candidates for the Board of Elders, or for on-boarding of new members.

Section 4.19 Meetings and Actions of Committees. Regular and special meetings and actions of committees of the Board of Elders shall be governed by the provisions of this Article IV applicable to meetings and actions of the Board, provided however, that the Board may adopt rules for the conduct of the business of any committee consistent with these Bylaws, or in the absence of rules adopted by the Board, the committee may adopt such rules.

Section 4.20 Fees and Compensation. Elders will not be compensated for their service on the Board. However, the Board may authorize reimbursement of the expenses of Elders for their services to the Church as Elders, including attendance at board retreats. Elders that serve in another capacity for the Church in addition to serving as an Elder may be compensated for that other capacity.

Section 4.21 Procedural Requirements of Meetings. The meetings of the Church, the Board of Elders, and its committees may be conducted with informality. However, this informality does not apply to procedural requirements mandated by the Articles of Incorporation, these Bylaws, or the state law. When circumstances warrant, or when otherwise invoked by any person entitled to vote at a meeting, any such meeting or a portion of such meeting will be conducted according to the latest edition of Robert's Rules of Order, Newly Revised to the extent that such procedural reference authority does not conflict with the Articles, or Bylaws.

ARTICLE V

Officers

Section 5.01 Officers. The officers of the Church shall be the Chair of the Board, the Lead Pastor, a Secretary/Executive Pastor, and a Treasurer/Chief Financial Officer. The Church also may have, at the discretion of the Board, such other officers as may be elected or appointed in accordance with the provisions of Section 5.04 of this Article V. Any number of offices may be held by the same person except that the Lead Pastor may not serve in any other capacity than that of Lead Pastor. Each officer shall be a VCC Partner of the church.

Section 5.02 Appointment of Officers. The Lead Pastor shall be elected by vote of the Board of Elders, excluding any other Pastor(s) who are Elders. All other officers of the Church shall be appointed by, and shall serve at the pleasure of, the Board, and shall hold their respective offices until their resignation, removal, or other disqualification from service.

Section 5.03 Subordinate Officers. The Board of Elders may appoint and may empower the Lead Pastor or other officers to appoint such other officers as may benefit the Church, each of whom shall hold office for such period as the Board may determine.

Section 5.04 Removal and Resignation. Any officer other than that of Lead Pastor may be removed by the Board at any time. Any such removal shall be without prejudice to the rights, if any, of the officer under any contract of employment.

Any officer may resign at any time by giving written notice to the Church without prejudice to the rights, if any, of the Church under any contract to which the officer is a party. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein and, unless otherwise specified therein.

Section 5.05 Lead Pastor. The Lead Pastor is the Lead Elder, general manager, president, and chief executive officer of the Church corporation and, subject to the control of the Board of Elders, shall be responsible for the general supervision, direction, and control of the business and officers of the Church including without limitation the negotiating and signing of any contracts, deed, mortgages, bonds, documents, debt instruments or another agreements or commitments properly authorized by the Board of Elders. He/She shall report to the Board of Elders. The Lead Pastor may be assigned other powers and duties from time to time by the Elders.

Section 5.06 Chair of the Board. The Chair of the Board shall chair all meetings of the Board of Elders when in attendance. The Chair of the Board shall prepare the agenda for each Board meeting in advance of the meeting for the purpose of assuring that issues that should be addressed at upcoming Board meetings are properly prepared. However, any Elder may raise items of new business at meetings of the Board of Elders. The Chair will have no authority other than those listed in this section. All spiritual authority as leader of

the Church will be overseen by the Lead Pastor. The Elders shall annually, by majority vote, elect the Chair for a term of one (1) year, commencing on November 1 of each year. A Chair may serve not more than five (5) consecutive one (1) year terms.

Section 5.07 Secretary. The Secretary, who is the Executive Pastor, shall keep or cause to be prepared and maintained, a record of minutes of all meetings of the Board and its committees and the VCC Partners meetings. The minutes shall include at a minimum, the time and place of meetings, whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at Board and committee meetings, the precise language of all motions and resolutions presented to the Board, and the outcome of all votes on such motions and resolutions. The Secretary shall have principal responsibility for assuring that all corporate documents and records are maintained in accordance with any Document Retention or Destruction Policy prescribed by the Board and shall certify such records as needed by the Corporation in carrying out its business.

The Secretary shall give, or cause to be given, notice of all meetings of the Board and its committees required by law or by these Bylaws to be given, and shall have such other powers and perform such other duties as may be prescribed by the Board.

Section 5.08 Treasurer. The Treasurer/Chief Financial Officer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the properties and business transactions of the Church. The books of account shall be open at all reasonable times to inspection by any director.

The Treasurer shall deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the Church with such depositories as may be designated by the Board. The Treasurer shall disburse the funds of the Church as may be ordered by the Board, shall render to the Lead Pastor and the Directors, whenever requested, an account of all transactions as Treasurer and of the financial condition of the Church, and shall have such other powers and perform such other duties as may be prescribed by the Board.

ARTICLE VI

Ecclesiastical Authority

Section 6.01 The Headship of Christ. The government of the Church shall be focused on seeking and maintaining the lordship and direction of Jesus Christ over His Body. All those in authority shall continually seek His mind and will, through His Spirit and the Word of God in all actions and decisions.

Section 6.02 Ecclesiastical Matters. All ecclesiastical matters relating to the Church including, but not limited to, matters of doctrine and interpretation, matters of spiritual ordinances for the Church, direction of ministry, leading and discernment for initiating and determining ministry activities, and any other matters reasonably connected to the

spiritual leadership of the Church shall be the ultimate responsibility of the Board of Elders and shall be under their authority, with advice and counsel being either initiated and/or received from the Leadership Team or Vineyard USA translocal leadership.

Section 6.03 Powers and Duty of the Lead Pastor. The Lead Pastor shall lead the Elders who share responsibility for the spiritual oversight of the Congregation. The Lead Pastor shall minister unto the Lord in regular personal worship and praise. He/she shall give himself/herself to the ministry of the Word and prayer (Acts 6:4) and seek to walk upright before the Lord in his/her personal life. He/she shall seek the mind of God. The Lead Pastor shall be the primary teaching pastor of the Church. He/she shall give considerable time to the study of the Word and shall teach the Scriptures to the Church by precept and example. He/she shall aim to feed the Church, equip the saints for ministry, and guard the Church against the attack of the enemy. The Lead Pastor shall preside at all VCC Partner's meetings. The Lead Pastor shall have such additional powers and duties as the Board of Elders may delegate.

Section 6.04 Qualifications of the Lead Pastor. The Lead Pastor shall be a Spirit-gifted teacher of the Word, an ordained pastor of good reputation, Biblically conservative theology, Christ-centered, Spirit-filled, and willing to serve.

Section 6.05 Calling the Lead Pastor. A new Lead Pastor may be called by a seventy-five percent (75%) majority vote of the Board of Elders. In the event of a vacancy in the position of Lead Pastor and with input from the Executive Pastor(s) of the Church, the Board of Elders shall seek, find, and nominate a candidate for election by the Elders.

Section 6.06 Lead Pastor Compensation. The Lead Pastor's compensation and any other benefits provided by the Church shall be specified and set by the Board of Elders and approved by a majority of the Elders.

Section 6.07 Correction and Removal of the Lead Pastor. The Lead Pastor may be removed by a seventy-five percent (75%) majority vote of all of the Elders then serving in the role of Elder, excluding the Lead Pastor. The Lead Pastor is not entitled to a vote on his or her removal. The Lead Pastor shall be entitled to a written account of the charges and actions being considered and, and an opportunity to present his or her case to the remaining Elder members prior to a vote.

Grounds for correction or removal of the Lead Pastor shall include significant departure from the Statement of Faith as determined by the remaining members of the Board of Elders; substantial departure from Biblical norms of behavior as determined by the remaining members of the Board of Elders; or failure to faithfully fulfill the duties of the office of Lead Pastor. Translocal leadership of Vineyard USA may be requested to counsel all parties in such matters.

Section 6.08 Notification of Correction or Removal. The Board of Elders will notify the designated Vineyard USA Super Regional Leader within 48 hours of any corrective or removal action against the Lead Pastor.

Section 6.09 Interim Lead Pastor. If for any reason the Lead Pastor cannot fulfill the duties of the office of Lead Pastor, an Interim Lead Pastor may be appointed by a seventy-five percent (75%) majority vote of the Elders. Additionally, in the event that the Lead Pastor resigns or is removed from his or her role before a permanent Lead Pastor has been appointed, the Elders must promptly appoint an Interim Lead Pastor.

Section 6.10 Powers and Duty of The Executive Pastor. The Executive Pastor, reporting to the Lead Pastor, shall have the primary authority to operate the Church. The Executive Pastor may, with respect to the operation of the Church, consult with the Lead Pastor and/or any Elders concerning any matters. The Executive Pastor shall be the Secretary of the Church. He/she is the Chief Operating Officer of the Church. He/she shall give considerable time to the development of the organization, its people and its resources. He/she shall aim to guide the Church towards the realization of its mission and vision. He/she shall ensure the efficient use of its resources. The Executive Pastor shall be committed to daily devotions and prayer and seek to walk uprightly before the Lord in his/her personal life. He/she shall seek the mind of God.

Section 6.11 Qualifications of the Executive Pastor. The Executive Pastor shall also be an experienced and gifted executive leader of good reputation, Christ-centered, Spirit-filled, and willing to serve.

Section 6.12 Appointment of the Executive Pastor. In the event of a vacancy in the position of Executive Pastor, the Lead Pastor shall seek, find, and nominate a candidate for election by the Board of Elders. An Executive Pastor shall be elected by seventy-five percent (75%) or more of the Elders.

Section 6.13 Compensation of the Executive Pastor. An Executive Pastor's compensation and any other benefits provided by the Church shall be specified and set by the Lead Pastor and shall require the approval of seventy-five percent (75%) or more of the Elders.

Section 6.14 Removal of the Executive Pastor. An Executive Pastor of the Church may be removed either with or without cause at any time by the recommendation of the Lead Pastor and by a vote of seventy-five percent (75%) or more of the Elders.

Section 6.15 Leadership Team. In consultation with the Elders and Executive Pastor, the Lead Pastor shall appoint a Leadership Team to execute the vision and organizational objectives of the Church and provide input to the Elders about the Church and its affairs.

Section 6.16 Number on Leadership Team. The size of the Leadership Team will vary under the direction of the Lead Pastor, Executive Pastor, and Elders.

Section 6.17 Leadership Team Offices. Individual VCC Partners may be appointed to particular leadership roles on the Leadership Team, including pastoral roles. Such leadership roles may be compensated.

Section 6.18 Appointment to the Leadership Team. Appointment to the Leadership Team shall be made by the Lead Pastor or an individual designated by the Lead Pastor to manage this responsibility. To be qualified for appointment the person must be a VCC Partner in good standing. Additionally, Leadership Team members should have demonstrated personal integrity, a proven record of trustworthiness, teachableness, an anointing for leadership, and healthy friend and familial relationships, including, for married individuals, a strong and stable marriage with support for Church leadership from his or her spouse.

Term of Office. A Leadership Team member shall serve indefinitely until he or she is removed, resigns, or cannot fulfill the duties of Leadership Team members.

Removal. Leadership Team members may be removed without cause by the Lead Pastor, the person(s) to whom the Lead Pastor designates that authority, or the Elders.

Section 6.19 Duties of the Leadership Team.

1. **Pray:** Leadership Team members shall regularly pray for the Church and its ministries.
2. **Oversee and Care:** Leadership Team members shall lead the various ministries of the Church and care for the individuals serving in the various ministries of the Church.
3. **Notice, Discern, and Share:** As praying leaders serving the Church, Leadership Team members are tasked with intentionally observing what they understand to be the work of God, discerning possible invitations for the advancement of the Church's ministry, and reporting barriers to health and growth in the Church that they have observed and experienced. When appropriate—either from their own observations or by invitation from the Lead Pastor, other Leadership Team officers, or Elders—Leadership Team members are encouraged to share what they have noticed and discerned with the Lead Pastor, other Leadership Team officers, or Elders.

ARTICLE VII

Ordination

Section 7.01 Principles of Ordination. Only our Sovereign Holy God can truly call and ordain his children for service in the ministry of the Gospel of Jesus Christ. The calling of a pastor or other minister of the Gospel is not the result of a title; rather the title is a result of God's calling. This calling is recognized as from the true and living God. It is the privilege of the Church of Jesus Christ to ratify the ordination of God when such is

obviously placed upon a person's life. Ordination is awarded to a pastor who shows evidence of an obvious lifelong calling of God upon his/her life to the satisfaction of the Lead Pastor. The purpose of this Article is to provide for the ordination of pastors and other ministers of the Gospel.

Section 7.02 Classification. The church recognizes three distinct pastoral/ministerial classifications. They are:

- a. Ordained pastor
- b. Licensed pastor
- c. Commissioned pastoral coordinator

Section 7.03 Qualifications. The qualifications for recognition as an ordained pastor, licensed pastor, or commissioned pastoral coordinator are as follows:

- a. A candidate for ordination by the Church must be a born-again believer in Jesus Christ as described by our Lord in the third chapter of the Gospel of John.
- b. A candidate must subscribe to the Statement of Faith as described in these Bylaws.
- c. A candidate must meet the scriptural requirements for the office of elder as described in 1 Timothy 3:1-7 and Titus 1:6-9.
- d. A candidate must believe in the objectives of this Church and its concepts concerning the work of the Holy Spirit today.
- e. A candidate must have evidenced the obvious calling of God in terms of ministerial experience and report.
- f. A candidate must have completed a four (4) years course of Bible study or the equivalent prescribed or approved by the Lead Pastor.

Typically, a person will have completed a probationary period before receiving full ordination.

A pastoral intern or a person who is engaged in professional ministry other than as a pastor may receive credentials as a commissioned pastoral coordinator.

The Board of Elders may make exceptions to these qualifying standards where, in the unanimous opinion of the Board and under the strong compelling conviction of the Holy Spirit, such exception is according to the will of God and consistent with God's Word.

Section 7.04 Procedure for Ordination and Licensing. Persons fulfilling the above qualifications may be recommended by the Lead Pastor to the Board. The Board shall consult the Vineyard USA National Leadership Handbook to determine its duties and obligations therein.

The Board may approve one of three types of pastoral/ministerial credentials;

- a. Ordination: Full, permanent ordination into the ministry of the Gospel of Jesus Christ.
- b. Licensing: Provisional ordination on a year-to-year basis until said candidate has demonstrated a calling and proficiency for long-term ministry within this Church or has established an independent church body with its own ordination procedures which will thereafter ordain the candidate.
- c. Commissioning: Provisional credentials issued on a year-to-year basis recognizing a pastoral internship or a professional level of leadership of one of the integral ministries of the Church.

Section 7.05 Revocation of Ordination. Ordination is a privilege extended to the candidate and can be revoked at any time for cause. When the Elders are considering the revocation of ordination, it shall generally adhere to the following process:

- a. The matter giving rise to revocation shall be sent to the candidate in writing thirty days to sixty days prior to a vote for revocation by the Elders after a majority of the Elders present have voted to send such notice of revocation.
- b. The candidate shall be given opportunity to submit a defense to the charges either in writing or orally before the Elders.
- c. Following the defense or within thirty days from notification the Elders shall vote on the revocation or ordination.
- d. The revocation shall be made by a consensus vote of the Elders present at a meeting.
- e. The outcome of the vote on revocation shall be communicated to the candidate in writing within seven days of the vote on revocation.

In extenuating circumstances where delaying the revocation of ordination would significantly harm the Church or a vulnerable individual or group, the Elders are encouraged to consult with the translocal leadership of Vineyard USA and may choose to expedite the revocation process. In such cases, the Elders may vote to revoke ordination in less than thirty days from the meeting where the majority of the Elders present have voted to send notice of revocation.

Section 7.06 Revocation of Licensing and Commissioning. Licensing and Commissioning is a privilege extended to the candidate and can be revoked by the Board of Elders at any time.

ARTICLE VIII

Emergency Powers

Section 8.01 Emergency Powers. In anticipation of or during an emergency, the Board of Elders may relocate the principal office, designate alternative principal offices or regional offices, or authorize the officers to do so.

During an emergency, (1) notice of a meeting of the Board of Elders need be given only to those Elders it is practicable to reach and may be given in any practicable manner; (2) those Elders who participate in a meeting of the Board of Elders shall constitute a quorum; and (3) one or more officers, including subordinate officers, who may not be Elders, who present at a meeting of the Board of Elders may be deemed to be Elders for the meeting, in order to constitute the minimum size of the board as set forth in Section 3.02 herein. Such officers shall be added as available in order of rank and within the same rank in order of seniority. Should there be an insufficient number of Elders available to meet the minimum threshold set forth in Section 4.02, actions by those who are available may carry out actions for the Elders during the time of emergency. In such circumstances, the available Elders may elect temporary Elders to serve until a regular meeting of the Elders, which may ratify the elections made by the smaller body or remove the temporary Elders.

Corporate action taken in good faith during an emergency to further the ordinary activities and affairs of the corporation: (1) binds the Church; and (2) may not be used to impose liability on an Elders, officer, employee, or agent.

“Emergency” means any of the following events or circumstances as a result of which, and only so long as, a quorum of the Church’s Board of Elders cannot be readily convened for action: (1) a natural catastrophe, including, but not limited to, a hurricane, tornado, storm, high water, wind-driven water, tidal wave, tsunami, earthquake, volcanic eruption, landslide, mudslide, snowstorm, or drought, or, regardless of cause, any fire, flood, or explosion; (2) an act of terrorism, violence, or other man-made disaster that results in extraordinary levels of casualties or damage or disruption severely affecting the infrastructure, environment, economy, government functions, or population, including, but not limited to, mass evacuations; or (3) a state of emergency proclaimed by a governor or by the President of the United States.

ARTICLE IX

Indemnification, Insurance and Elder Liability

Section 9.01 Right to Indemnification. This Church shall indemnify any person who was or is a party, or is threatened to be made a party, to any action or proceeding by reason of the fact that such person is or was an officer, Elder, or agent of this corporation, or is or was serving at the request of this corporation as an Elder, officer, employee, or agent of another foreign or domestic corporation, partnership, joint venture, or other enterprise, against expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with such proceeding, upon approval by the Board.

In determining whether indemnification is available to the Elder, officer, or agent of this Church under state corporation law, the determination as to whether the applicable standard of conduct has been met shall be made by a majority vote of a quorum of Board of Elders who are not parties to the proceeding. If the number of Elders who are not parties to the proceeding is less than two-thirds of the total number of Elders seated at the time the determination is to be made, the determination as to whether the applicable standard of conduct has been met shall be made by the court in which the proceeding is or was pending.

The indemnification provided herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled, and shall continue as to a person who has ceased to be an agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Section 9.02 Insurance. This Church has the power and must use its best efforts to purchase and maintain insurance on behalf of any Elder, officer, or agent of the Church, against any liability asserted against or incurred by the Elder, officer, or agent in any such capacity or arising out of the Elder's, officer's, or agent's status as such, whether or not the Church would have the power to indemnify the agent against such liability under Section 9.01 of these Bylaws; provided, however, that the Church may not purchase and maintain such insurance to indemnify any Elder, officer, or agent of the Corporation for any self-dealing transaction.

ARTICLE X

Miscellaneous

Section 10.01 Fiscal Year. The fiscal year of the Church shall be from September 1 through August 31.

Section 10.02 Checks, Notes and Contracts. The Board of Elders shall determine who shall be authorized from time to time on the Church's behalf to sign checks, drafts, or other orders for payment of money; to sign acceptances, notes, or other evidence of

indebtedness; to enter into contracts; or to execute and deliver other documents and instruments.

Section 10.03 Amendment of Articles of Incorporation and Bylaws. The Articles of Incorporation and Bylaws of the Church may be adopted, amended or repealed in whole or in part by seventy-five percent (75%) vote of the Elders then in office, and the approval of the Lead Pastor.

Section 10.04 Loans to Elders and Officers. The Church shall not make any loan of money or property to or guarantee the obligation of any Elder or officer; provided, however, that the Church may advance money to an Elder or officer of the Church for expenses reasonably anticipated to be incurred in the performance of the duties of such Elder or officer, provided that in the absence of such advance, such Elder or officer would be entitled to be reimbursed for such expenses by the Church. The provisions of this §9.04 do not apply to (1) the payment of premiums in whole or in part by the Church on a life insurance policy of an Elder or officer so long as repayment to the Church of the amount paid by it is secured by the proceeds of the policy and its cash surrender value; or (2) a loan of money to or for the benefit of an officer in circumstances where it is necessary, in the judgment of the Board of Elders, to provide financing for the purchase of the principal residence of the officer in order to secure the services or continued services of the officer and the loan is secured by real property located in within 30 miles of the Church.

Section 10.05 Church Property. All property, both real and personal, owned by this Church now and in the future, is and shall be solely and exclusively owned by this Church and, consistent with respective state law, shall not be subject to any trust interest or any other claim of ownership by Vineyard USA or any other ecclesiastical jurisdiction to which this Church may now or in the future be subject.

Section 10.06 Records. The Church shall keep correct and complete books and record of account and shall also keep minutes of the proceedings of the Board of Elders, and shall keep at the registered or principal office a record giving the names and addresses of the Elders.

CERTIFICATE OF SECRETARY

I, J.R. Gfani, the Secretary of Vineyard Cincinnati Church hereby certify that the foregoing Bylaws of the Corporation were adopted by the Corporation on 12.05.2025. There have been no amendments since that date, and these Bylaws, consisting of 25 pages, are the complete and operative Bylaws as of the date of my signature.

12.07.2025
Date

J.R. Gfani
Signature