

# CONSTITUTION AND BY-LAWS

## CHURCH CONSTITUTION & BY-LAWS (Approved January 22, 2006) (Amended October 12, 2008)

### BIG VALLEY GRACE COMMUNITY CHURCH

#### ARTICLE I — NAME

This Church shall be called BIG VALLEY GRACE COMMUNITY CHURCH, INC of Modesto, California.

#### ARTICLE II — PURPOSE AND OBJECTIVES

##### Section 1 — PURPOSE

The purpose of the Church is to bring glory to God. (I Corinthians 10:31; Ephesians 1:6, 12)

##### Section 2 — MISSION STATEMENT

“Our mission is to love God, love people, and make disciples.” (Matt 22:37-40, Matt 28:19 – 20)

##### Section 3 — CORE VALUES

At Big Valley you will:

**Worship** – experience God’s presence  
(Heb 13:15, I Pet 2:5, Phil 3:3)

**Connect** – know you belong  
(Rom 12:5, Acts 2:42, Eph 4:2)

**Grow** – become like Jesus  
(Matt 11:29, Matt 10:38, Luke 9:23)

**Serve** – discover your passion  
(Matt 25:34-36, Gal 5:13-14, 1 Pet 4:10)

**Reach** – offer His grace  
(Matt 28:19, Mark 16:15, Acts 1:8)

## **Section 4 — OUR VISION (ministry objectives)**

We exist to lift up the Lord Jesus Christ.

It is our desire to be a church:

1. Worshiping in spirit and in truth, offering a variety of worship styles that will help to draw all generations and cultures into a relationship with our Lord.
2. Living in authentic community, loving and supporting one another as we journey through life together, encouraging everyone to be a part of a small group.
3. Equipping believers to love and grow in obedience to His Word through a variety of classes and ministries.
4. Helping people discover and use their God-given talents to serve in our church and community.
5. Actively reaching people in Modesto, the surrounding communities, and the world with the love of Jesus through compassion efforts, training church leaders, and multiplying churches.

## **ARTICLE III — COVENANT**

The covenant by which this church exists as a distinct body, and which every member accepts, is as follows:

### **ACKNOWLEDGING:**

Jesus Christ to be our Savior and Lord; accepting the Holy Scriptures, both Old and New Testaments as inspired by God and inerrant as our rule of faith and practice; recognizing the privilege and duty of uniting ourselves for Christian fellowship; participation in Christian ordinances; the public worship of God and the advancement of His church on earth.

We do now, in the sight of God and invoking His blessing, solemnly covenant and agree with each other to associate ourselves to be a church of the Lord Jesus Christ, as warranted by the Word of God.

We agree to maintain the instructions of the gospel, to submit ourselves to the orderly administration of the affairs of the church, and to walk together in brotherly love.

This we do, depending upon the aid of our Heavenly Father, Who so loved the world that He gave His only begotten Son for our salvation, and of Jesus Christ, Who has redeemed us with His blood, and of the Holy Spirit, our Comforter and Guide. We understand the basic content of our preaching and teaching to be the Bible.

## **ARTICLE IV — AUTHORITY**

### **Section 1**

The Bible is our ultimate authority and the only basis of our faith. (II Timothy 3:16-17)

### **Section 2**

The members of this church are responsible to affirm members of the Elder Board, bearing responsibility for the stewardship of facilities and equipment owned by this church. A vote of affirmation is a

confirmation that a person is in agreement with the decision. It requires all non-affirmations to be followed up, because a single legitimate vote of non-affirmation may reverse the decision, i.e. a legitimate non-affirmation vote of an elder candidate may result in him not serving on the Board of Elders.

Membership approval is necessary for the annual church budgets (general fund and missions) and the purchase of real property and buildings which the church and its related ministries will own and use. A vote of approval is a formal vote that requires a majority of the quorum to approve the decision, i.e. a decision to purchase land is approved if more than 50% of the members voting approve. The title to all real property of the corporation shall be in the name of the corporation and no member or group of members shall have any individual property rights in the assets of the corporation.

### **Section 3**

The church is incorporated and chartered under the laws of the State of California.

### **Section 4**

The property and facilities of this church are dedicated to its purpose and objectives. Upon the liquidation, dissolution, or abandonment of the corporation, the property, facilities, and funds will not be assigned to the benefit of any private individual, but rather to a fund, foundation, or corporation organized and operated for like religious or charitable purposes.

## **ARTICLE V — MEMBERSHIP**

Membership shall consist of such persons who have confessed Jesus Christ to be their personal Lord and Savior and have been baptized as a believer in water by immersion in the name of the Father, and of the Son, and of the Holy Spirit. (Matthew 28:19-20; Acts 2:38-41, 8:26-38)

### **Section 1 — PROCESS**

1. Demonstrate a desire to unite with this congregation.
2. Read and sign a statement of agreement with this Constitution, Statement of Faith, and Church Covenant.
3. Willingly submit to Christ as the Head of the Church, the selected leadership of this church, and to the other members of this fellowship.
4. Complete the membership process prescribed by the Board of Elders.

### **Section 2 — PRIVILEGE**

All members have the privilege to participate in the ministries of the church and those 16 years of age and above have the privilege of participating when an affirmation or approval of the membership is asked for in the business meetings of the church.

### **Section 3 — EXPECTATIONS**

- 1. WEEKLY WORSHIP:** Participate in the weekly worship services on a regular basis.
- 2. GROUP PARTICIPATION:** Join the family life of the church in a congregational and/or small group context.
- 3. SPECIFIC MINISTRY:** Exercise one's spiritual gift(s) in specific areas of ministry.
- 4. CHURCH INVOLVEMENT:** Support the variety of ministries of the church through prayer and service.
- 5. CONSISTENT GIVING:** Contribute financially to the church in a consistent, generous manner.

## **6. PERSONAL EVANGELISM/WORLD**

**OUTREACH:** Share one's faith personally while supporting others who proclaim the gospel around the world.

**7. WILLING ACCOUNTABILITY:** Respond positively to the leadership of the Board of Elders in matters of church policy and discipline.

**8. PERSONAL GROWTH:** Assume the responsibility for one's own spiritual nourishment through personal and corporate Bible study and prayer.

## **Section 4 -- TERMINATION**

1. Leaving the church
2. Disqualification by the Board of Elders for:
  - a. Failure to meet the qualification set forth in Article V, Section 1.
  - b. Failure to properly respond to church discipline.
  - c. Continued lack of interest and attendance at the services of the church, illness or old age excluded. When such condition continues for one year without any comment from the member involved, after written and/or verbal notification.

## **Section 5 — DISCIPLINE**

The desire of Big Valley Grace Church is to edify and exhort our membership to a consistent Christian lifestyle. In the event that church discipline is necessary, the steps as outlined in Matthew 18:15-17 will be pursued with the following understanding:

1. The goal of church discipline is always restoration.
2. The spirit of church discipline is to be characterized by gentleness with authority.
3. The object of church discipline is to maintain a pure and godly testimony to the world.

Dismissal from church membership may be for any of the following reasons:

- a. Departure from the faith by advocating, teaching, or promoting beliefs contrary to the church's Statement of Faith.

- b. Continuance in sinful practices without repentance.

## **ARTICLE VI — CHURCH GOVERNMENT**

### **Section 1 — GOVERNING BODY**

The governing body of the church will be a Board of Elders, which will function in legal matters as a Board of Directors. The Board of Elders shall consist of no less than five (or some other higher number) individuals, a majority of whom shall be other than employees/staff and/or related by blood or marriage, which shall meet at least semiannually.

### **Section 2 — ELDERS**

1. Candidates for the Board of Elders are recommended by the Board of Elders and affirmed by the members according to the qualifications of I Timothy 3:1-7 and Titus 1:5-9. Candidates must be members for at least one year before taking office. All non-affirmations will be followed up by the Elders.
2. Elders are responsible for the oversight and direction of all matters of church life and practice. (I Timothy 3:4-5; 5:17) Two-thirds of the Elders will constitute a quorum.
3. Corporate officers shall be appointed from the Board of Elders.
4. The Board of Elders bears responsibility for the oversight and direction of the various ministries of the church. (I Timothy 5:17)
5. The term of service shall be a three year staggered commitment, but an Elder may not serve more than two consecutive terms.
6. Eldership may be terminated by:
  - a. Leaving the church
  - b. Resignation
  - c. Disqualification by the remainder of the Board of Elders for:
    1. Failure to maintain scriptural standards of character
    2. Failure to discharge duties

7. The Senior Pastor of the church will continue to serve as a voting Elder. The Executive Pastor and Business Administrator will serve as ex-officio members of the Board of Elders.

### **Section 3 - OFFICERS**

1. Officers - The officers of the Corporation shall be a President, a Chairman, a Vice-Chairman, a Secretary, and a Treasurer. The Corporation may also have, at the discretion of the Board of Elders, other officers as may be appointed in accordance with the provisions of Section 2, Item 3 of this article.
2. Election - The officers of the Corporation, shall be chosen annually by, and shall serve at, the pleasure of the Board of Elders. Each officer shall hold his office until he shall resign, be removed, or become otherwise disqualified to serve, or until his successor shall be elected and qualified.
3. Subordinate Officers - The Board of Elders may appoint, and may empower the Chairman to appoint, such other officers as the business of the Corporation may require, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in the Constitution and By-laws or as the Board of Elders may from time to time determine.
4. Removal and Resignation - Any officer may be removed upon disqualification and removal as an Elder per Article 6, Section 2 of the Constitution and By-laws. In accordance with the provisions of Section 9213 (b) of the California Nonprofit Religious Corporation Law, any officer may resign at any time without prejudice to the rights, if any, of the Corporation under any contract to which the officer is a party, by giving written notice to the Board of Elders, or to the Chairman, or to the Secretary of the Corporation. 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, the acceptance of such resignation shall not be necessary to make it effective.

5. Vacancies - A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in the Constitution and By-laws.
6. Inability to Act - In the case of absence or inability to act of any officer of the Corporation and of any person herein authorized to act in his place, the Board of Elders may from time to time delegate the powers or duties of such officer to any other officer or other person whom the Board may select.
7. The President - The President shall be the principal executive officer of the corporation and shall in general supervise and control all of the business affairs of the corporation. He may sign, with the Secretary or any other proper officer of the corporation authorized by the Board of Elders, any deeds, mortgages, bonds, contracts, or other instruments which the Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Elders or by these By-laws or by statute to some other officer or agent of the corporation; and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Elders from time to time.
8. The Chairman - The Chairman shall preside at all meetings of the Board of Elders, which are to be conducted according to ***Roberts Rules of Order***. He shall be an ex-officio member of all the standing committees, if any, and shall have powers and duties as may be prescribed by the Board of Elders or the Constitution and By-laws.
9. Vice-Chairman - In the absence or disability of the Chairman, the Vice-Chairman shall perform all the duties of the Chairman, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the Chairman. The Vice-Chairman shall have such other powers and perform such other duties as from time to time may be prescribed for him by the Board of Elders.

10. Secretary - The Secretary shall keep, or cause to be kept, a book of minutes at the principal office or such other place as the Board of Elders may order, of all meetings of the members, the Board of Elders, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at the meetings, the Board and committees' meetings, and the proceedings thereof. The Secretary shall keep, or cause to be kept, at the principal office in the State of California the original and a copy of the Corporation's Articles and Constitution and By-laws, as amended to date.

The Secretary shall give, or cause to be given, notice of all meetings of the Board and any committees thereof required by the Constitution and By-laws or by law to be given, shall keep the seal of the Corporation in safe custody, and shall have such other powers and perform such other duties as prescribed by the Board.

11. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the Corporation. The books of account shall at all reasonable times be open to inspection by any Elder as provided in Section 9513 of the California Nonprofit Religious Corporation Law.

The Treasurer shall deposit, or cause to be deposited, all monies and other valuables in the name and to the credit of the Corporation with such depositories as may be designated by the Board of Elders. He shall disburse, or cause to be disbursed, the funds of the Corporation as may be ordered by the Board of Elders, shall render, or cause to be rendered, to the Chairman and the Elders, whenever they request it, an account of all the transactions and of the financial condition of the Corporation, and shall have such other powers and perform such other duties as may be prescribed by the Board of Elders. He shall make, or cause to be made, the financial reports at each regular Board meeting

and at the annual meeting of members.

## **ARTICLE VII — ORGANIZATIONS AND MEETINGS**

### **Section 1 — ORGANIZATIONS**

1. Only organizations that are approved by the Board of Elders of the church shall be recognized as a part of our church program and ministry.
2. These organizations have no authority in themselves other than what is delegated to them by the Board of Elders.
3. These organizations must be committed to the purpose and be in agreement with our "Statement of Faith."

### **Section 2 — USE OF FACILITIES**

All meetings, events, or activities held at our facility by outside groups will be approved through established administrative procedures.

### **Section 3 — BUSINESS MEETINGS**

1. The fiscal year of the church shall be from July 1 to June 30.
2. The time of the annual business meeting of the church shall be determined by the Board of Elders.
3. A special business meeting of the church may be called by the Board of Elders. At least one week in advance, a public announcement will be made from the pulpit during the regular weekend services of the church and put in the bulletin on the same day, specifying the time and location.
4. At any church business meeting the members present shall constitute a quorum for the transaction of business.
5. When approval is necessary, a majority of the members present at the business meeting shall prevail. The manner in which the approval or affirmation is taken shall be at the option of the Elders leading the meeting.

6. In case of questions regarding parliamentary procedure, “Roberts Rules of Order” shall be used as a guideline, but shall not be considered binding upon the Elders or the will of the people.
7. One of the Elders shall moderate the business meetings of the church.

## **ARTICLE VIII — AMENDMENTS**

This Constitution may be amended by a two-thirds majority vote of the members present at duly called church business meetings provided notice of the meeting has been given by public announcement in the regular weekend services of the church at least two weeks in advance, stating the time and location.

## **ARTICLE IX — MISCELLANEOUS**

### **Section 1 — EXECUTION OF DOCUMENTS**

The Board of Elders may authorize any agent or agents to enter into any contract or execute any instrument in the name of, and on behalf of the church, and such authority must be confined to specific instances; and, unless so authorized by the Board of Elders, no agent may enter into a contract, or engage, or pledge Big Valley Grace Church’s credit, rendering it liable for any purpose for any amount. This does not apply to the full-time paid staff fulfilling their usual or ordinary ministry duties.

### **Section 2 — INSPECTION OF BY-LAWS**

The church shall keep in its principal office the original, or a copy, of this Constitution and By-laws as amended, or otherwise altered to date, which shall be open to inspection by the members at all reasonable times during office hours.

### **Section 3 — CONSTRUCTION AND DEFINITIONS**

Unless the context otherwise requires, the general provisions, rules of construction and definitions contained in the California General Nonprofit Corporation Law shall govern the construction of this Constitution and By-laws.

## **Section 4 —**

### **ORDINATION AND COMMISSIONING**

1. Ordination - Ordination refers to the recognition by the Board of Elders of a man's call to the ministry, preparation as a shepherd, and qualification to serve. Ordination shall be conferred for life, so long as the man continues to manifest the qualifications of the office.
2. Commissioning - When local church certification is required for ministry where ordination would be unnecessary or inappropriate, a person is commissioned by the Board of Elders to minister. This authorization continues as long as the opportunity to minister remains in effect and as long as the person maintains the qualifications for ministry.
3. Ordination and Commissioning will be considered on qualified candidates following established procedures. These procedures must include the completion of Big Valley Grace's staff candidate questionnaire, an interview with the executive pastor and the appropriate team leaders, and for ordination, a formal interview with an ordination council established by the Board of Elders.

## **ARTICLE X — STATEMENT OF FAITH**

We believe and accept the following statements as essentials for the unity and practice of the members of this church:

### **1. THE AUTHORITY OF THE BIBLE**

(II Timothy 3:16-17; II Peter 1:19-21)

We believe the 66 books of Old and New Testaments are a complete and final revelation from God, without error in the original autographs, and sufficient in themselves as our only rule of faith and practice.

### **2. THE TRIUNITY OF GOD**

(Matthew 28:19; II Corinthians 13:14)

We believe that God is one, manifesting Himself in three distinct and separate Persons: Father, Son,

and Holy Spirit, each of Whom is God and to be honored and worshiped as God.

### **3. THE PERSON AND WORK OF JESUS CHRIST**

(Matthew 1:23; John 1:1, 14, 29; 3:16;  
I Corinthians 15:3, 4, 12-19; Hebrews 4:15;  
I John 2:1-2; Acts 1:9-11)

We believe that Jesus Christ is God manifest in the flesh, born of a virgin, sinless, crucified for our sins, resurrected from the dead, ascended to heaven, and coming back again to establish His Kingdom on earth.

### **4. THE MINISTRY OF THE HOLY SPIRIT**

(John 3:5; 14:16-17; 16:7-13; Romans 8:14;  
I Corinthians 6:11, 19; 12:13; Galatians 5:16-17;  
Ephesians 4:30; 5:18-21)

We believe the Holy Spirit is God, convicting the world, causing spiritual birth, baptizing all believers into one body in Christ, indwelling, sealing, sanctifying, guiding, and teaching every believer, as well as filling and controlling those who walk in obedience to God and His Word.

### **5. THE CREATION AND FALL OF MAN**

(Genesis 1:26-28; 2:7; 3:1-24; Romans 3:23; 5:12;  
Ephesians 2:3)

We believe that man was created by God in His own image, and not the product of evolution or animal ancestry; that he fell into sin by personal disobedience to the revealed will of God, and that all men and women are sinful in nature and practice, and unable to save themselves.

### **6. THE SALVATION OF MAN**

(John 3:16; 14:6; Acts 16:31; Romans 3:24; 6:23;  
10:9-10; Ephesians 2:8-10; Titus 3:5;  
I Peter 1:18-19, 22-25; I John 5:11-13)

We believe that salvation is the free gift of God's grace, from sin, death and hell, to everyone who believes in Jesus Christ as Lord and Savior. Every believer has eternal life and complete security in the finished work of Jesus Christ when He died on the cross for our sins, and arose from the dead, thus guaranteeing our own resurrection and eternal life.

## **7. HUMAN DESTINY**

(Matthew 25:46; John 3:16; 5:24; 10:28-29; Romans 9:22-24; II Corinthians 5:8, I Thessalonians 1:9-10; 4:13-18; II Thessalonians 1:7-10; Jude 23-24 ; Revelation 20:11-15)

We believe in the eternal life of all believers in a new heaven and a new earth, and that upon physical death, they go immediately to be with Christ in heaven awaiting their future bodily resurrection at the second coming of Christ, and in the resurrection of all unbelievers to stand before the Great White Throne Judgment of God from which they will be cast into eternal fire and everlasting punishment.

## **8. THE EXISTENCE OF SATAN & EVIL**

(Isaiah 14:13-14; Ezekiel 28:13-17; Matthew 12:24-26; John 8:44; 12:31-32; II Corinthians 4:4; Ephesians 2:1-3; 6:12-18; Revelation 12:9-10; 20:10)

We believe that all angels, including Satan, were created by God, and that Satan, through pride and sinful ambition, rebelled against God, becoming the great adversary of God and His people. These spirit beings possess supernatural powers, but are limited by the permissive will of God. Satan, as leader of evil angels and demons, was defeated and judged at the cross of Jesus Christ, and his final destiny is everlasting punishment in the lake of fire, hell.

## **9. THE CHURCH OF JESUS CHRIST**

(Matthew 16:18; 28:19-20; John 13:1-17; Acts 2:41-47; I Corinthians 11:17-34; I Corinthians 12:13; Ephesians 1:22-23; Colossians 1:18)

We believe that all believers from the day of Pentecost in Acts 2 until the return of Jesus Christ are members of the Church, the body of Christ, and that the visible manifestation on earth is local churches where believers assemble for teaching, fellowship, prayer, and observance of Christ's commands regarding baptism and communion.

We believe in water baptism by immersion in the name of the Father, and of the Son, and of the Holy Spirit, and in remembering the night our Lord was with His disciples in the Upper Room by regularly observing the Lord's Supper.

## **10. THE GREAT COMMISSION**

(Matthew 9:36-38; 28:19-20; Mark 16:15; Luke 24:47-48; Acts 1:8; 8:1, 4; Romans 10:13-15; I Corinthians 9:13-14)

We believe that our Lord commanded us to preach the Gospel and to make disciples of all nations, and that every believer is to be a witness for Jesus Christ, trusting in the power of the Holy Spirit; and that we are responsible to pray for, support, and send missionaries into all the world.

## **11. MARRIAGE and HUMAN SEXUALITY**

(Gen. 1:27; Gen. 5:1-2; Mark 10:6; Gen. 2:21-24; Mark 10:2-12; Matt. 19:3-11; Eph. 5:21-33; 1 Tim. 3:2, 12; 1 Peter 3:1-7; Mal. 2:14-16; 1 Cor. 7:10-16; Matt. 5:31-32; Heb. 13:4; Gen. 1:28; 2:25; 1 Cor. 7:2-5; Lev. 18:1-30; Rom. 1:24-32; 1 Thess. 4:1-8; Jude 7)

We believe God intentionally designed and created humanity male and female.

We believe marriage is ordained and instituted by God and, according to the Scriptures, can only exist and be fulfilled between one man and one woman. A civil government's sanction of a union will be recognized as a legitimate marriage by the church only to the extent that it is consistent with the definition of "marriage" found in this Statement of Faith.

We believe marriage is a picture of the relationship of Christ and the Church and is to be a lifelong, covenant relationship between a man and a woman based on love, respect, mutual submission and personal sacrifice.

We believe God intended sexual intimacy to be enjoyed only within the context of the male and female marriage relationship; and that all other sexual relations outside of marriage are personally destructive, sinful, inconsistent with the teachings of the Bible and the Church, and forbidden by God.