

This Constitution was drafted by the
RHBC Constitution Committee (Tom Bowerman, Dean Leber, Guy McClendon, Joel Metheny,
Matthew Setliff)
and completed on July 25, 2016

Reviewed and accepted by the
Pastoral Staff (Bill Simmons, Jody Simmons, Matt Williams, Randy Mathisen, Bobby Pruiett),
and
Deacons (Jimmy Lambert, Brian Hatch, Chris McFaddin, and Bill Cash)
on September 12, 2016

This Constitution was reviewed by Richard Leshin of Welder Leshin LLP on October 5, 2016.

*This Constitution was voted on and approved by the congregation of River Hills Baptist Church
at a Members' Business Meeting on November 20, 2016.*

THE CONSTITUTION of the River Hills Baptist Church Robstown, Texas

Since God established a Congregation on June 8, 1947, under the name Central Baptist Church, of Robstown, Texas, for the worship of God and the spread of the gospel of Jesus Christ, and since He has sustained this work to the present day as River Hills Baptist Church (On October 9, 1985, Central Baptist Church of Robstown voted to change the name of the church to River Hills Baptist Church of Robstown, Texas, effective January 1, 1986); and whereas we, having searched the Scriptures under the guidance of His Spirit, have recognized the appropriateness of defining the polity of the Congregation in this, our first permanent Constitution, to conform to our understanding of the Scriptural model; now therefore, the Congregation does hereby reorganize itself as a Texas Non-Profit Corporation under the Texas Business Organizations Code and the 1973 Articles of Incorporation of this church and the 1985 Certificate of Amendment for River Hills Baptist Church, formerly Central Baptist Church, of Robstown, Incorporated Charter Number 3200141 and adopt this Constitution as its articles of governance, to be interpreted at all times to reflect the character of and bring glory to Jesus Christ, as revealed in the Holy Bible and articulated in our Statement of Faith, the New Hampshire Confession of Faith (attached as Exhibit "A", and our Church Covenant which Covenant is attached hereto as Exhibit "B"). This Constitution is in lieu of Bylaws and revokes and replaces the previously adopted Temporary Constitution and any previously adopted Bylaws.

Article 1 - Name

The name of the Church shall be River Hills Baptist Church (hereafter referred to as “the church” or “the congregation”). The church is a 501(c) 3 non-profit corporation organized exclusively for charitable and religious purposes under the laws of the State of Texas. The office and official meeting place of the church shall be 16318 F.M. 624, Robstown, Texas 78380.

Article 2 - Purpose

Section 1 - This church exists for the worship and glory of Jehovah, God.

Section 2 - This church seeks to accomplish this purpose by loving one another, equipping one another, and sending one another out to reach the lost, locally and globally.

Article 3 - Church Government

Section 1 - Jesus Christ is the Lord and Head of this Church. His will as expressed in the inspired, infallible, inerrant Word of God, both Old and New Testaments, is the sole authority in matters of faith and practice. (Ephesians 1:20-22; Matthew 28:18-20)

Section 2 - The government of this church is vested in the body of members who compose the church as further defined in this Constitution. The church is subject to no other ecclesiastical body, but it recognizes and sustains the obligations of mutual counsel and cooperation and so cooperates with the Corpus Christi Baptist Association, the Southern Baptists of Texas Convention, and the Southern Baptist Convention. Being an autonomous body, this church may choose to cooperate with, or to withdraw cooperation from, any organization as circumstances may dictate. This can be accomplished by a simple majority vote at a Members' Business Meeting.

Article 4 - Articles of Faith

Section 1 - In order to fully express our faith to the world and to demonstrate our commitment to the heritage and mission of the Southern Baptist Convention, we do hereby affirm the Baptist Faith and Message as adopted by the Southern Baptist Convention in 2000 and officially adopt the New Hampshire Confession of Faith (Exhibit “A”) as our confession of faith.

Section 2 - The New Hampshire Confession of Faith shall be subscribed to and accepted voluntarily by members as they offer themselves for membership. This document is a most excellent summary of those things most surely believed among us. We accept our Articles of Faith, not as an authoritative rule or code of faith, whereby we are fettered, but as an assistance to us in controversy, a confirmation in faith, and as a means of edification in righteousness. In these documents our church will have a body of Divinity in small compass and by means of Scriptural proof will be ready to give a reason for the hope that is in them (1 Peter 3:15).

Article 5 - Membership

Section 1 - Requirements for Membership.

Members of this church shall be believers in the Lord Jesus Christ who:

- (a) have given a credible profession of faith in Christ Jesus as Lord (i.e. must profess repentance toward God and faith toward our Lord Jesus Christ); (Romans 1:7); (1 Corinthians 1:2)
- (b) give evidence of regeneration;
- (c) have been baptized, by immersion, after conversion, as believers in obedience to Christ; (Acts 2:41-42);
- (d) hold to the belief in the inerrancy and infallibility of the Word of God;
- (e) hold without mental reservation the doctrines of our church as expressed in the New Hampshire Confession of Faith and in the Church Covenant;
- (f) promise to keep the commitments expressed in the Church Covenant and
- (g) agree with and submit to the aims and the government of this church

Section 2 - Method of Reception into Membership

Any person meeting the requirements of section one of this Article may apply for membership in one of the following ways as appropriate:

- (a) By Profession of faith and baptism - This method is appropriate for those who have been recently converted to faith in Christ and/or have never been scripturally baptized.
- (b) By letter of recommendation - Those who are members in good standing (i.e., not under church discipline) of other churches of like faith and order may be received upon the written recommendation of that church.
- (c) By statement of faith - This method is appropriate for those who have been baptized by immersion in another church of like faith and order, but whose churches have lost the records of their membership, or do not send letters of recommendation and for those who have been excommunicated from (or are otherwise not in good standing with) a church of like faith and order, but have since repented of the sin which led to their dismissal, and whose reconciliation with that church is not practical (for a reason to be validated by the elders). Such a person may be received by making a public statement of his faith in Christ, his baptism, and his agreement to our church's Articles of Faith, the Covenant, and government.

Section 3 - Process of Membership

- (a) Method of Reception - When a person requests church membership, at least two elders and/or church pastoral staff shall meet with the applicant as soon as possible. The applicant shall be examined concerning his Christian experience and doctrinal beliefs. He shall be provided a copy of the Church's Constitution, the New Hampshire Confession, and the church covenant. These documents shall be thoroughly discussed.

The applicant may need to complete a new membership class (or an alternative curriculum of study to be determined by the elders). When the elders concur that the applicant meets the requirements for church membership, the applicant shall be baptized (if necessary) and recommended to the church for membership at a regular Members' Business Meeting.

(b) Due to differing ages, degrees of maturity and intellectual ability, each candidate shall be tenderly, lovingly, and carefully nurtured in his understanding of the membership qualifications. The elders shall be responsible for determining each person's qualifications for membership. In making this determination, they may rely on a person's profession of faith, or other such evidence, as the elders deem appropriate.

(c) An applicant shall be received as a member of the Church upon the recommendation of the Elders and the subsequent agreement by a three-quarters vote of members present at any Members' Business Meeting. All who are received into the membership of this Church according to the procedures set forth in this Constitution shall be:

(1) considered regular members of this Church;

(2) entitled to all the rights and privileges (exception - members must be 18 years of age or older to vote); and

(3) subject to all the responsibilities and discipline, of membership unless their status is changed by one of the conditions set forth in this Constitution.

(d) No member of this Church shall retain membership in any other church.

Section 4 - Duties and Privileges of Members.

In accord with the duties enumerated in the Church Covenant, each member shall be privileged and expected to participate in and contribute to the ministry and life of the church, consistent with God's leading and with the gifts, time, and material resources each has received from God. Under Christ, this church is governed by its members. Therefore, it is the privilege and responsibility of members to attend all Members' Business Meetings and vote on the election of officers, on decisions regarding membership status, and on such other matters as may be submitted to a vote. Only church members who are in good standing with the church and are mature Christians shall be eligible to stand for any office or to teach. Each member, who is able, shall be privileged and expected to have regular attendance to scheduled services. (Hebrews 10:25) The duties of members are summarized in the Church Covenant.

Section 5 - Termination of Membership

Under certain circumstances, the church may terminate the membership of a member. Termination may take place in one of the following ways:

(a) By death - When a member of the church is removed by the Lord through physical death, his name shall be transferred to the file of former members.

(b) By transfer - When a member in good standing moves to another area and/or requests transfer of membership to another church of like faith and order for good cause, a letter of recommendation shall be granted such persons by vote of the church, and his membership shall be terminated.

(c) By failure to attend for at least one year - When a member, without good cause, has not attended church for a period of at least one year, his membership may be terminated after honest attempts have been made to contact the individual by recommendation of the elders and a three-fourths vote of regular members present and voting at a duly called Members' Business Meeting.

(d) By excommunication - When a member has been disciplined by the church by excommunication, his membership is thereby terminated until such time as he is restored to fellowship in accordance with Article 6 of this Constitution.

(e) By erasure - removal of letter upon written request from the member, or upon request or proof of membership from an evangelical, like-minded church.

Article 6 - Church Discipline

Section 1 - Purposes of Church Discipline

Recognizing that the redeemed of Christ continue to struggle with indwelling sin (Rom. 7:13-24; 1 John 1:7-9), and out of a love for Christ and a longing to be conformed more perfectly to His image (Rom. 8:29-30; 2 Cor. 3:18), it shall be the policy of this church to follow biblical principles of church discipline, following the example of our Heavenly Father who lovingly disciplines His children (Heb. 12:5-11). The purpose for such discipline is for:

(a) The glory of God by reflecting His holy character. (Deut. 5:11; 1 Kings 11:2; 2 Chron. 19:2; Ezra 6:21; Neh. 9:2; Isa. 52:11; Ezek. 36:20; Matt. 5:16; John 15:8; 18:17, 25; Rom. 2:24; 15:5-6; 2 Cor. 6:14-7:1; Eph. 1:4; 5:27; 1 Peter 2:12)

(b) The repentance, reconciliation and restoration to the body and spiritual growth of the individual disciplined. (Prov. 15:5; 29:15; 1 Cor. 4:14; Eph. 6:4; 1 Tim. 3:4-5; Heb. 12:1-11; Ps. 119:115; 141:5; Prov. 17:10; 25:12; 27:5; Eccl. 7:5; Matt. 7:26-27; 18:15-17; Luke 17:3; Acts 2:40; 1 Cor. 5:5; Gal. 6:1-5; 2 Thess. 3:6, 14-15; 1 Tim. 1:20; Titus 1:13-14; James 1:22)

(c) The instruction in righteousness and good of other Christians, as an example to them. (Prov. 13:20; Rom. 15:14; 1 Cor. 5:11; 15:33; Col. 3:16; 1 Thess. 5:14; 1 Tim. 5:20; Titus 1:11; Heb. 10:24-25)

(d) The purity of the church as a whole. (1 Cor. 5:6-7; 2 Cor. 13:10; Eph. 5:27; 2 John 10; Jude 24; Revelation 21:2)

(e) The good of our corporate witness to non-Christians. (Prov. 28:7; Matt. 5:13-16; John 13:35; Acts 5:1-14; Eph. 5:11; 1 Tim. 3:7; 2 Peter 2:2; 1 John 3:10)

Section 2 - Methods of Church Discipline

Any member consistently neglectful of his duties or guilty of conduct by which the name of our Lord Jesus Christ may be dishonored, and so opposing the welfare of the church, shall be subject to the admonition of the elders and the discipline of the church, according to the instructions of our Lord in Matthew 18:15-17 and the example of Scripture. Church discipline, then, should ordinarily be contemplated after individual

private admonition has failed. Church discipline can include admonition by the elders or congregation, suspension, deposition from office, and excommunication. (Matt. 18:15-17; 2 Thess. 3:14-15; 1 Timothy 5:19-20; 1 Cor. 5:4-5)

(a) Suspension - Suspension involves the temporary removal of all or some of the privileges of church membership. If a member has publicly sinned, but shows hopeful signs of repentance, then severe discipline such as excommunication would be improper. Nevertheless, serious offenses may not be overlooked altogether. Therefore, upon the recommendation of the elders, the Church may suspend for a designated time all or some of the membership privileges of such a member by three-fourths vote of the regular members present and voting at a duly called Members' Business Meeting. Those who submit to such discipline are to be wholly forgiven and received as brethren.

(b) Excommunication - If the brother or sister persists unrepentant in serious sin or heresy, the elders shall recommend that such an unrepentant member be excommunicated from the fellowship of the Church in the hope that such action may lead to a godly repentance. Excommunication involves the termination of church membership and treatment of the excommunicated member as an unbeliever. The Church may excommunicate a member by three-fourths vote of the regular members present and voting at a duly called Members' Business Meeting. When an excommunicated member gives evidence of repentance, he may be restored upon the recommendation of the elders and the majority vote of the regular members present and voting at a duly called Members' Business Meeting.

Section 3 - Refusal of Voluntary Resignation

The Church shall have the authority to refuse a member's voluntary resignation or transfer of membership to another church, either for the purpose of proceeding with a process of church discipline, or for any other biblical reason. The purpose for such a refusal would be to ensure that the Church has done all it can to fulfill the Biblical goal of church discipline, which is to seek repentance, reconciliation and spiritual growth of each member of the body. A member who would seek to remove himself from the body to avoid an ongoing or forthcoming disciplinary process may thereby miss the God-given opportunity for Biblical discipline, which is intended for his own soul and for protection of the Church.

Article 7 - Meetings

Section 1 - Regular Meetings

The Church shall meet together for public worship each Lord's Day and at other times throughout the week as the Church may determine.

Section 2 - Member's Business Meetings

(a) The Church shall hold Member's Business Meetings at least every quarter. Non-members cannot vote or hold any elected or appointed position in the Church.

(b) The Elders, whenever they deem it necessary or within thirty days of receiving a written request signed by ten percent of the voting membership, shall call a special Members' Business Meeting.

(c) No regular or special Members' Business Meeting shall be held until the date, time, and place of such meeting has been announced at all Sunday morning and Sunday evening services of the Church for at least two weeks prior to the Members' Business Meeting in question.

(d) In cases of emergency, the Elders may call a special Members' Business Meeting with less than a week's notice, though they are required to make a reasonable effort to contact all church members to inform them of the meeting. In the event there are no Elders, the Deacons may call such a business meeting in accordance with the same guidelines. In the event of an emergency meeting, reasonable efforts will be made to inform members. If there are any regularly scheduled meetings of the church prior to the special Members' Business Meeting, public announcement at the regularly scheduled meeting will also be made.

(e) An Elder designated by the Elders shall preside as the Moderator at every Members' Business Meeting. The Moderator shall be responsible to maintain order. In the event the Moderator is not present at a meeting, those Elders who are present will designate a substitute moderator for that meeting.

(f) Members' Business Meetings shall proceed according to a reasonable order and shall operate under Robert's Rules of Order.

(g) For the transaction of business at any regular or special business meeting of the Church, a quorum shall consist of those members present. Any member in good standing who is eighteen years of age or older shall have the right to vote at Members' Business Meetings. All decisions shall be made by a simple majority of the quorum present and voting, unless specifically stated otherwise in this Constitution.

Section 3 - Actions Taken in Business Meetings

The Church duly assembled at a Members' Business Meeting shall be responsible to:

(a) elect officers;

(b) receive individuals into Church membership;

(c) recognize the termination of membership due to death, transfer of membership, or voluntary resignation;

(d) edit or amend the Statement of Faith, Church Covenant, or Constitution;

(e) exercise Church discipline;

(f) approve, once in every year, a Church budget;

(g) hear reports from the Elders and, from time to time, various Deacons and ministry teams; and

(h) take any other action they deem necessary or desirable within the confines of this Constitution.

Article 8 - Polity

Section 1 - Biblical Offices

Jesus Christ alone is the Head of His church. However, He has ordained that the administration of local churches is to be accomplished by qualified men who are called by the Holy Spirit to minister in special offices. The biblical offices in the Church shall be Elders and Deacons, but final authority is vested in the assembled Congregation.

1 Timothy 3:1-13, Ephesians 4:11-12

Section 2 - Elders

(a) Oversight of the ministry and resources of the Church shall be vested in a Council of Elders, which shall be comprised of men who are members of the Church and who satisfy the qualifications set forth in 1 Timothy 3:1-7 and Titus 1:6-9.

(b) After the first elders are established, at least once every year, the Elders shall at any regular Members' Business Meeting solicit from the Congregation recommendations for the office of Elder. Such recommendations shall be given to the Elders in private and not publicly. The Elders shall give due consideration to any recommendations received.

(c) Elders shall be selected as follows: The Council of Elders shall at any regular Members' Business Meeting present to the Church a list of nominees to the office of Elder. For a period of at least one month, the Church shall consider whether such nominees are qualified for the office. If any member believes one or more of the nominees to be unqualified, that member shall express such concern to the Elders, who may on the basis of that advice remove names from the list of nominees. No name shall be added to the list of nominees, which was not included on the initial list. When a period of one month has elapsed, the Elders shall at the next regular Members' Business Meeting present a final list of nominees to the Church, who shall vote yes or no by written ballot on each of the nominees separately. At least two or more members designated by the Elders shall count the votes, and any nominee receiving approval by three-fourths vote shall, in due haste, be publicly recognized as an Elder and set apart as such.

(d) In accordance with 1 Timothy 2:12, women shall not serve as Elders.

(e) A majority of the Council of Elders shall be laymen, that is, Church Members not in the regular pay of the church.

(f) Lay elders shall be reaffirmed by vote of the Church triennially, and having served two consecutive three-year terms, shall not be eligible for re-election for one year. Elders serving on staff of the church shall not be subject to a reaffirmation vote, or to any term limit. When the first class of Elders is elected following the adoption of this Constitution, those Elders shall serve initial terms of one, two, or three years, as determined by the Elders at their first meeting following the first election of Elders.

(g) All Elders are equal in spiritual authority and are alike responsible to God for the general oversight of the Church.

(h) No Elder shall hold the office of Deacon during his tenure as an Elder.

(i) The Council of Elders shall choose its Chairman, Vice Chairman and Secretary by a majority vote of the Elders. The Senior Pastor will not be eligible for any of these positions. The Chairman of Elders shall be chosen by the Council of Elders from among the lay elders, that is those not in the regular pay of the Church. The Council of Elders shall serve in lieu of a board of directors and the Chairman of Elders shall serve as the chief officer of the Church for legal purposes. In addition to such other duties as may be set forth in this Constitution or otherwise delegated by the Council of Elders, the Vice-Chairman shall serve as Chairman in event of the incapacity or absence of the Chairman. The Secretary of the Elders shall maintain the minutes of Elder meetings. These minutes shall remain confidential. A quorum will be made up of a majority of active, elected elders.

(j) The Elders shall, in keeping with the principles set forth in the Scriptures, especially Acts 6:1-6; 1 Timothy 3:1-7; Titus 1:5-9, James 5:14; and 1 Peter 5:1-4, undertake the responsibility of shepherding God's flock by devoting themselves to prayer and the ministry of the Word. They shall have the following particular authority:

- (1) To plan and oversee corporate worship services;
- (2) To oversee the ordinances of the Church, which ordinances are Baptism and the Lord's Supper.
- (3) To examine and instruct prospective members;
- (4) To oversee the process of Church discipline;
- (5) To examine and recommend candidates for all offices and positions;
- (6) To oversee the work of the Deacons and all other agents of the Church;
- (7) To set direction and take any other action which shall be necessary and proper for faithfully overseeing and shepherding the Church; and
- (8) when needed to preach on the Lord's Day, administer or delegate appropriate church ministers to administer the ordinance of Baptism and the Lord's Supper, and perform such other duties as usually pertain to that office.

(k) An Elder shall be removed from office by a three-fourths vote at any Members' Business Meeting. Any such action shall be done in accordance with the instructions of the Lord Jesus in Matthew 18:15-17 and those of the Apostle Paul in 1 Timothy 5:17-21.

(l) Any elder who voluntarily resigns for any reason must do so in writing.

Section 3 - Deacons

(a) Particular service to the Church shall be provided by Deacons, the number of which shall vary as the Church has need, and who shall satisfy the qualifications set forth in 1 Timothy 3:8-13.

(b) Each diaconate position shall serve a particular need of the Church and shall be created or dissolved upon the recommendation of the Elders and the subsequent agreement of three-fourths vote at any Members' Business Meeting.

(c) At least once every year, the Elders shall, at a Member's Business Meeting, and by other notice, solicit from the Congregation recommendations for qualified persons to serve as deacons. Such recommendations shall be given to the Elders in private, not publicly. The Elders shall give due consideration to any recommendation received.

(d) Deacons shall be selected as follows: The Council of Elders shall, at a Members' Business Meeting, present to the Church a list identifying a nominee for each specific diaconate position to be filled. For a period of at least one month, the Church shall consider whether each nominee is qualified for the office of deacon and gifted for the specific deacon position to which he is nominated. If any member believes one or more of the nominees to be unqualified to be a deacon or not gifted for the specific deacon position to which he is nominated, that member shall express such concern to the Elders, who may on the basis of that advice remove names from the list of nominees and substitute for specific deacon positions other names who are already in nomination by the Church. When a period of one month has elapsed, the Elders shall at the next Members' Business Meeting present to the Church a final list of deacon nominees and associated diaconate positions. Eligible members shall vote yes or no by written ballot on each of the nominees in turn. At least two or more members designated by the Elders shall count the votes, and any nominee receiving approval by three-fourths vote shall be a Deacon, and shall in due haste be publicly recognized and set apart as such.

(e) When the first class of deacons is elected, those deacons shall serve initial terms of one, two, or three years, as determined by the deacons at their first meeting following the first election of deacons. Deacons shall serve for one term of three years and may be reaffirmed by a vote of the Church for one additional three-year term. Deacons who have served two consecutive three-year terms shall then not be eligible to serve as a deacon for a period of one year.

(f) In keeping with the principles set forth in Acts 6:1-6, Deacons shall support the Elders' ministry of the Word while they work to maintain the unity of the Church, and care for the physical needs of the Church. The Elders shall, from time to time, request the Deacons, individually or as a group, to meet together with the Elders for the purpose of discussing the Deacon ministry of the Church. In addition, the Vice Chairman of Elders shall call and lead a meeting at least once each quarter of all Deacons, along with all non-Deacon heads of ministry teams, for the purpose of prayer, encouragement and coordination of Deacon and ministry team activities.

(g) The Church will, upon recommendation of the Elders, recognize Deacons to take responsibility for the following specific ministries:

- (1) overseeing the budget and financial affairs of the Church;
- (2) attending to matters related to Church personnel;
- (3) attending to the mission outreach of the Church;
- (4) seeing that the sick, the sorrowing, the aged, and the infirm receive spiritual and physical comfort;
- (5) receiving, holding, and disbursing a fund for benevolence, and for reporting from time to time on the use of such funds to both the Elders and the Church;

- (6) attending to the accommodations for corporate worship, including greeting and the taking of the offering;
- (7) attending to the elements of the Lord's Supper;
- (8) attending to baptisms;
- (9) attending to details pertaining to sound and media; and
- (10) maintenance and efficient use of church buildings.

In addition, the Elders may identify and recommend to the Church the recognition of Deacons to serve in other specific diaconate ministries as the Church may have need.

(h) After the deacons have constructed and approved an annual church budget and elders have approved such budget, the Deacon of Finance shall present to the Church in November a budget, which shall then be considered and voted upon by the Church in December in accordance with the fiscal year starting January 1. The Deacon of Finance shall work closely with the Treasurer to track the account balances, revenues, and expenses of the Church for the Elders and Congregation with the goal of achieving a balanced budget within each fiscal year. No person or group shall solicit money on behalf of the Church or any of its ministries without the prior written approval of the Council of Elders and the Deacon of Finance.

(i) A deacon may temporarily be removed from office by a decision of the Elders. Such removal shall then become effective for the remainder of the Deacon's term upon the subsequent agreement of the Church by a three-fourths vote at any Members' Business Meeting.

(j) Any deacon who voluntarily resigns for any reason must do so in writing.

(k) In the event a diaconate position becomes vacant or the Elders identify a new diaconate position, the Elders may appoint a person to fill that position and assume its responsibilities, until such time as that or another person can be duly recognized by the Church as a Deacon to serve in the specific diaconate ministry.

(l) Ministry teams may be formed by the Deacons to assist them in fulfilling their roles. The Elders and Staff shall provide assistance to the Deacons in the forming of ministry teams by helping identify Church members who have appropriate gifts and the desire to serve in particular areas. The Senior Pastor or Elders may form additional ministry teams. Members of ministry teams shall be reported to the Church at a Members' Business Meeting but no vote of confirmation by the Church is required.

Section 4 - Senior Pastor

(a) Primary responsibility for preaching and teaching the Scriptures in public meetings of the Church shall be vested in a Senior Pastor, who shall be an Elder.

(b) A Senior Pastor shall be selected as follows: the Elders shall appoint a Senior Pastor Search Committee whenever a vacancy occurs. That committee shall present their recommendations to the Elders. The Elders at any given Members' Business Meeting shall present to the Church the name of one nominee to the position of Senior Pastor. For a period of at least two weeks, the Church shall consider the nominee's gifts in preaching and teaching and his commitment to minister personally to the members of

this Church. If any member believes the nominee to be unqualified, that member shall express his concern to the Elders. When a period of one month has elapsed, the Elders shall at a Members' Business Meeting, present the nominee for Senior Pastor to the Church, who shall, by written ballot, vote yea or nay on his selection as such. At least two members designated by the Elders shall count the votes, and if the nominee receives the approval of at least three-quarters of the members present and voting, he shall be a member of the Church, an Elder, and the Senior Pastor. The Church shall in due haste publicly recognize him as such.

(c) In the absence or incapacity of the Senior Pastor, the Elders shall assume responsibility for his duties, any of which can be delegated.

Section 5 - Assistant Pastors

(a) The Church may call additional pastors whose relationship to the Senior Pastor is that of an assistant.

(b) An Assistant Pastor shall assist the Senior Pastor in the performance of his regular duties, and shall perform other duties as usually pertain to the office of a pastor.

(c) An Assistant Pastor shall be selected in a manner identical to the selection of the Senior Pastor.

Section 6 - Staff

(a) The Elders may approve the hiring of additional staff to assist with pastoral, administrative, and custodial ministry.

(b) All elders, deacons, and staff will be subject to a background check.

Article 9 - Administration

Section 1 - Clerk

(a) The Clerk, who shall be considered an officer of the Church, shall record the minutes of all regular and special Members' Business Meetings, keep an accurate record of the church membership, and maintain all official reports and correspondences of the Congregation. The Clerk shall also provide reports as requested by the Elders, particular Deacons, or the Church.

(b) The Clerk shall be selected to a renewable term of one year upon the recommendation of the Elders and the subsequent agreement of three-fourths vote at any Members' Business Meeting.

(c) The Clerk may be removed from office by a decision of the Elders, or by a three-fourths vote at any Members' Business Meeting.

Section 2 - Treasurer

(a) The Treasurer shall be considered an officer of the Church, shall ensure that all funds and securities of the Church are properly secured in such banks, financial institutions, or depositories as designated by the Church. The Treasurer shall also ensure that full and accurate accounts of receipts and disbursements are kept in books belonging to the

Church, maintained at the church, and that adequate controls are implemented to guarantee that all funds belonging to the Church are appropriately handled by any officer, employee, or agent of the Church. The Treasurer shall render to the Elders, whenever they may require it, an account of all financial transactions and of the financial condition of the Church. The Treasurer shall also be responsible for presenting regular reports of the account balances, revenues, and expenses of the Church to the Congregation.

(b) The Treasurer shall be elected to a renewable term of one year upon the recommendation of the Elders, and the subsequent agreement of three-fourths vote at a Members' Business Meeting.

(c) No person shall serve more than three consecutive terms as Treasurer.

(d) No person currently serving as an Elder, paid staff member of the Church, or the Deacon of Finance, shall be eligible for the office of Treasurer.

(e) The Treasurer and any Assistant Treasurer may be removed from office by a decision of the elders or by a three-fourths vote at any Members' Business Meeting.

(f) One or more Assistant Treasurers may be recommended by the Elders. Any Assistant Treasurer shall be elected in a similar manner, for similar terms and shall have similar qualifications, as the Treasurer.

Article 10 - Church Policy Manual

The Council of Elders shall be responsible for creating and adopting a Church Policy Manual which shall set forth Church policies not covered in this Constitution. The Church Policy Manual will be reviewed by the Elders at least annually. The Church Policy Manual may not contain any policies or procedures that are in conflict with this Constitution. The Church shall be informed when the Church Policy Manual is adopted or amended by the Elders. The Church Policy Manual shall be kept in the Church office and a copy shall be provided upon request to any member of the Church.

Article 11 - Property and Assets

(a) The Church shall have the power to receive, either by gift or purchase, and so hold such real, personal, or mixed property as it is authorized by the laws of the State of Texas, and is deemed necessary or appropriate for the functioning of the Church, and shall have the power to dispose of such property by mortgage, bill of sale, deed, or otherwise. All property shall be held in the name of the Church. Gifts of property shall be approved by the Elders of the Church and the Elders have the right to refuse gifts when in the best interest of the Church.

(b) No real property shall be purchased, disposed of, encumbered or leased without approval by a three-fourths vote at a Members' Business Meeting where notice of the meeting and the proposed action have been given at all Sunday morning and Sunday evening services for two weeks prior to the meeting.

(c) In case of division of the Church by conflict (from which we pray God by His mercy to preserve us), all property and assets of the Church shall belong to those of River Hills Baptist Church who abide by this Constitution.

(d) In case of dissolution of the Church, the property and all assets shall be sold, either through private or public sale. From the proceeds, firstly all current and long-term obligations of the Church shall be paid. Secondly, all remaining funds shall be distributed to one or more Christian ministries (recognized as an IRS 501 (c) (3) organization), as the Church shall determine. The Church shall be considered dissolved if so decided by the Church by a three-fourths written ballot vote at a Church Members' Business Meeting called for that purpose, or when no Members' Business Meeting has been held for three consecutive years, or when less than six members remain.

Article 12 - Indemnification

The Church shall indemnify and hold harmless any and all Elders, Deacons, officers, business administrators, Pastors and staff personnel according to Exhibit C of this constitution.

Article 13 - Ratification

This Constitution shall be ratified upon the approval of three-fourths vote at a Members' Business Meeting, and shall take effect upon the recognition of at least three Elders.

Article 14 - Amendments

The Statement of Faith, Church Covenant, or this constitution shall be amended upon the recommendation of the Elders and the subsequent agreement of a three-quarters vote at any regular Members' Business Meeting, provided the amendment shall have been announced at all Sunday morning and Sunday evening services of the Church for at least two weeks immediately prior to final consideration.

Exhibits (Attached)

Exhibit A – New Hampshire Confession of Faith (Revised) as RHBC statement of faith.

Exhibit B – Church Covenant

Exhibit C – Indemnification of Church Elders, Deacons, officers, business administrators, Pastors and staff

Exhibit A - New Hampshire Confession of Faith (Revised Version)

From the time of the Apostles to today, Christians have laid out doctrine (beliefs) in brief, definitive statements. As those who know God, we believe it necessary to set forth in a concise fashion the cornerstone truths of our church as guided by Scripture. Our Statement of Faith summarizes essential Christian beliefs, shows unity in Christ, and guards the church from error.

All who join RHBC are required to affirm the RHBC Statement of Faith, the revised New Hampshire Confession of Faith from 1853. This statement registers our belief in historic Christianity, evangelical Christianity, believer's baptism, and congregational polity. Once we as

members agree to the statement, we are responsible for believing and living in accordance with it.

I. The Scriptures - We believe that the Holy Bible was written by men divinely inspired, and is a perfect treasure of heavenly instruction; that it has God for its author, salvation for its end, and truth without any mixture of error for its matter; that it reveals the principles by which God will judge us; and therefore is, and shall remain to the end of the world, the true center of Christian union, and the supreme standard by which all human conduct, creeds, and opinions should be tried.

II Tim. 3:16-17; II Tim. 3:15; Proverbs 30:5-6; Romans 2:12; Phil. 3:16; I John 4:1

II. Of The True God - We believe that there is one, and only one, living and true God, an infinite, intelligent Spirit, whose name is JEHOVAH, the Maker and Supreme Ruler of heaven and earth; inexpressibly glorious in holiness, and worthy of all possible honor, confidence, and love; that in the unity of the Godhead there are three persons, the Father, the Son, and the Holy Ghost; equal in every divine perfection, and executing distinct but harmonious offices in the great work of redemption.

John 4:24; Ps. 83:18; Heb. 3:4; Rom. 1:20; Jer. 10:10; Ex. 15:11; Ps. 145:5; Isa. 6:3; I Pet. 1:15-16; Rev. 4:6-8; Mark 12:30; Rev. 4:11; Matt. 10:37; Jer. 2:12-13; Matt. 28:19; John 15:26; 1 Cor. 12:4-6; 1 John 5:7; John 10:30; John 5:17; John 14:23; John 17:5&10; Acts 5:3-4; 1 Cor. 2:10-11; Phil. 2:5-6; Eph. 2:18; 2 Cor. 13:14; Rev. 1:4-5

III. Of The Fall Of Man - We believe that Man was created in holiness, under the law of his Maker; but by voluntary transgression fell from that holy and happy state; in consequence of which all mankind are now sinners, not by constraint but choice; being by nature utterly void of that holiness required by the law of God, positively inclined to evil; and therefore under just condemnation to eternal ruin, without defense or excuse.

Gen. 1:27; Gen. 1:31; Ecc. 7:29; Acts 17:26-29; Gen. 2:16-17; Gen. 3:6-24; Rom. 5:12; Rom. 5:15-19; Ps. 51:5; Rom. 8:7; Isa. 53:6; Gen. 6:12; Rom. 3:9-18; Eph. 2:1-3; Rom. 1:18,32; Rom. 2:1-16; Gal. 3:10; Matt. 20:15; Ezek. 18:19-20; Rom. 1:20; Rom. 3:19; Gal. 3:22

IV. Of The Way of Salvation - We believe that the salvation of sinners is wholly of grace; through the mediatorial offices of the Son of God; who by the appointment of the Father, freely took upon him our nature, yet without sin; honored the divine law by his personal obedience, and by his death made a full atonement for our sins; that having risen from the dead he is now enthroned in heaven; and uniting in his wonderful person the tenderest sympathies with divine perfections, he is every way qualified to be a suitable, a compassionate, and an all-sufficient Savior.

Eph. 2:3; Matt. 18:11; 1 John 4:10; 1 Cor. 3:5-7; Acts 15:11; John 3:16; John 1:1-14; Heb. 4:14; Heb. 12:24; Phil. 2:9&14; 2 Cor. 5:21; Isa. 42:21; Phil. 2:8; Gal. 4:4-5; Rom. 3:21; Isa. 53:4-5; Matt. 20:28; Rom. 4:25; Rom. 3:21-26; 1 John 2:3; 1 Cor. 15:1-3; Heb. 9:13-15; Heb. 1:8; Heb. 1:3; Col. 3:1-4; Heb. 7:25; Col. 2:18; Heb. 7:26; Ps. 89:19; Ps. 34

V. Of Justification - We believe that the great Gospel blessing which Christ secures to such as believe in Him is Justification; that Justification includes the pardon of sin, and the promise of eternal life on principles of righteousness; that it is bestowed, not in consideration of any works of righteousness which we have done, but solely through faith in the Redeemer's blood; by virtue of which faith His perfect righteousness is freely imputed to us of God; that it brings us into a state of most blessed peace and favor with God, and secures every other blessing needful for time and eternity.

John 1:16; Eph. 3:8; Acts 13:39; Isa. 53:11-12; Rom. 5:1-2; Rom. 5:9; Zech. 13:1; Matt. 9:6; Acts 10:43; Rom. 5:17; Titus 3:5-7; 1 Peter 3:7; 1 John 2:25; Rom. 5:21; Rom. 4:4-5; Rom. 6:23; Phil. 3:7-9; Rom. 5:19; Rom. 3:24-26; Rom. 4:23-25; 1 John 2:12; Rom. 5:3; Rom. 5:11; 1 Cor. 1:30-31; Matt. 6:33; 1 Tim. 4:8

VI. Of The Freeness of Salvation - We believe that the blessings of salvation are made free to all by the gospel; that it is the immediate duty of all to accept them by a cordial, penitent, and obedient faith; and that nothing prevents the salvation of the greatest sinner on earth, but his own inherent depravity and voluntary rejection of the gospel; which rejection involves him in an aggravated condemnation.

Isa. 55:1; Rev. 22:17; Rom. 16:25-26; Mark 1:15; Rom. 1:15-17; John 5:40; Matt. 23:37; Rom. 9:32; Prov. 1:24; Acts 13:46; John 3:19; Matt. 11:20; Luke 10:27; 2 Thess. 1:8

VII. Of Grace In Regeneration - We believe that, in order to be saved, sinners must be regenerated, or born again; that regeneration consists in giving a holy disposition to the mind; that it is effected in a manner above our comprehension by the power of the Holy Spirit, in connection with divine truth, so as to secure our voluntary obedience to the gospel; and that its proper evidence appears in the holy fruits of repentance, and faith, and newness of life.

John 3:3; John 3:6-7; 1 Cor. 3:14; Rev. 14:3; Rev. 21:27; 2 Cor. 5:17; Ezek. 36:26; Due. 30:6; Rom. 2:28-29; Rom. 5:5; 1 John 4:7; John 3:8; John 1:13; James 1:16-18; 1 Cor. 1:30; Phil. 2:13; 1 Peter 1:22-25; 1 John 5:1; Eph. 4:20-24; Col. 3:9-11; Eph. 5:9; Rom. 8:90; Gal. 5:16-23; Eph. 3:14-21; Matt. 3:8-10; Matt. 7:20; 1 John 5:4,18

VIII. Of Repentance And Faith - We believe that Repentance and Faith are sacred duties, and also inseparable graces, wrought in our souls by the regenerating Spirit of God; whereby being deeply convinced of our guilt, danger and helplessness, and of the way of salvation by Christ, we turn to God with unfeigned contrition, confession, and supplication for mercy; at the same time heartily receiving the Lord Jesus Christ as our Prophet, Priest and King, and relying on Him alone as the only and all sufficient Savior.

Mark 1:15; Acts 11:18; Eph. 2:8; 1 John 5:1; John 16:8; Acts 2:37-38; Acts 16:30-31; Luke 18:13; Luke 15:18-21; James 4:7-10; 2 Cor. 7:11; Rom. 10:12-13; Ps. 51; Rom. 10:9-11; Acts 3:22-23; Heb. 4:14; Ps. 2:6; Heb. 1:8; Heb. 7:25; 2 Tim. 1:12

IX. Of God's Purpose Of Grace - We believe that Election is the eternal purpose of God, according to which He graciously regenerates, sanctifies, and saves sinners; that being perfectly consistent with the free agency of man, it comprehends all the means in connection with the end; that it is a most glorious display of God's sovereign goodness, being infinitely free, wise, holy and unchangeable; that it utterly excludes boasting, and promotes humility, love, prayer, praise, trust in God, and active imitation of his free mercy; that it encourages the use of means in the highest degree; that it may be ascertained by its effects in all who truly believe the Gospel; that it is the foundation of Christian assurance; and that to ascertain it with regard to ourselves demands and deserves the utmost diligence.

2 Tim. 1:8-9; Eph. 1:3-14; 1 Peter 1:1-2; Rom. 11:5-6; John 15:16; 1 John 4:19; 2 Thess. 2:13-14; Acts 13:48; John 10:16; Matt. 20:16; Acts 15:14; Ex. 33:18-19; Matt. 20:15; Eph. 1:11; Rom. 9:23-24; Jer. 31:3; Rom. 11:28-29; James 1:17-18; 2 Tim. 1:9; Rom. 11:32-36; 1 Cor. 1:26-31; Rom. 3:27; Rom. 4:16; Col. 3:12; 1 Cor. 3:5-7; 1 Cor. 15:10; 1 Peter 5:10; Acts 1:24; 1 Thess. 2:13; 1 Peter 2:9; Luke 18:7; John 15:16; 1 Thess. 2:12; 2 Tim. 2:10; 1 Cor. 9:22; Rom. 8:28-30; John 6:37-40; 1 Thess. 1:4-10; Isa. 42:16; Rom. 11:29; 2 Peter 1:10-11; Phil. 3:12; Heb. 6:11

X. Of Sanctification - We believe that Sanctification is the process by which, according to the will of God, we are made partakers of his holiness; that it is a progressive work; that it is begun in regeneration; and that it is carried on in the hearts of believers by the presence and power of the Holy Spirit, the Sealer and Comforter, in the continual use of the appointed means, - especially, the word of God, self-examination, self-denial, watchfulness and prayer.

1 Thess. 4:3; 1 Thess. 5:23; 2 Cor. 7:1; 2 Cor. 13:10; Phil. 3:12-16; 1 John 2:29; Rom. 8:5; Eph. 1:4; Pro. 4:18; 2 Cor. 3:18; Heb. 6:1; 2 Peter 1:5-8; John 3:6; Phil. 1:9-11; Eph. 1:13-14; Phil. 2:12-13; Eph. 4:11-12; 1 Peter 2:2; 2 Peter 3:18; 2 Cor. 13:5; Luke 11: 35; Luke 9:23; Matt. 26:41; Eph. 6:18; Eph. 4:30

XI. Of The Perseverance of Saints - We believe that such only are real believers as endure unto the end; that their persevering attachment to Christ is the grand mark which distinguishes them from superficial professors; that a special Providence watches over their welfare; and they are kept by the power of God through faith unto salvation.

John 8:31; 1 John 2:27-28; 1 John 3:9; 1 John 5:18; 1 John 2:19; John 13:18; Matt. 13: 20-21; John 6:66-69; Job 17:9; Rom. 8:28; Matt. 6:30-33; Jer. 32:40; Ps. 121:3; Ps. 91:11-12; Phil. 1:6; Phil. 2:13; Jude 24:25; Heb. 1:14; 2 Kings 6:16; Heb. 13:5; 1 John 4:4

XII. Of The Harmony Of The Law And The Gospel - We believe that the Law of God is the eternal and unchangeable rule of His moral government; that it is holy, just, and good; and that the inability which the Scriptures ascribe to fallen men to fulfill its precepts, arises entirely from their love of sin: to deliver them from which, and to restore them through a Mediator to unfeigned obedience to the holy Law, is one great end of the Gospel, and the Means of Grace connected with the establishment of the visible church.

Rom. 3:31; Matt. 5:17; Luke 16:17; Rom. 3:20; Rom. 4:15; Rom. 7:12; Rom. 7:7,14-22; Gal. 3:21; Ps. 119; Rom. 8:7-8; Josh. 24:19; Jer. 13:23; John 6:44; John 5:44; Rom. 8:2-4; Rom. 10:4; 1 Tim. 1:5; Heb. 8:10; Jude 20 & 21

XIII. Of A Gospel Church - We believe that a visible church of Christ is a congregation of baptized believers, associated by covenant in the faith and fellowship of the Gospel; observing the ordinances of Christ; governed by His laws; and exercising the gifts, rights, and privileges invested in them by His word; that its only scriptural officers are Bishops, Elders, or Pastors, and Deacons, whose qualifications, claims, and duties are defined in the Epistles to Timothy and Titus.

1 Cor. 1:1-3; Matt. 18:17; Acts 5:11; Acts 8:1; Acts 11:21-23; 1 Cor. 4:17; 1 Cor. 14:23; 3 John 9:1; 1 Tim. 3:5; Acts 2:41-42; 2 Cor. 8:5; Acts 2:47; 1 Cor. 5:12-13; 1 Cor. 11:2; 2 Thess. 3:6; Rom. 16:17-20; 1 Cor. 11:23-24; Matt. 18:15-20; 1 Cor. 5:6; 2 Cor. 2:17; 1 Cor. 4:17; Matt. 28:20; John 14:15; John 15:12; 1 John 14:21; 1 Thess. 4:2; 2 John 6; Gal. 6:2; Eph. 4:7; 1 Cor. 14:12; Phil. 1:1; Acts 14:23; Acts 15:22; 1 Tim. 3; Titus 1

XIV. Of Baptism And The Lord's Supper - We believe that Christian Baptism is the immersion in water of a believer, into the name of the Father, and Son, and Holy Ghost; to show forth in a solemn and beautiful emblem, our faith in the crucified, buried, and risen Savior, with its effect, in our death to sin and resurrection to a new life; that it is pre-requisite to the privileges of a church relation; and to the Lord's Supper, in which the members of the church by the sacred use of bread and wine, are to commemorate together the dying love of Christ; preceded always by solemn self-examination.

Acts 8:36-39; Matt. 3:5-6; John 3:22-23; John 4:12; Matt. 28:19-20; Mark 16:16; Acts 2:38; Acts 8:12; Acts 16:32-34; Acts 18:8; Acts 10:47-48; Gal. 3:26-28; Rom. 6:4; Col. 2:12; 1 Peter 3:20-21; Acts 22:16; Acts 2:41-42; 1 Cor. 11:26; Matt. 26:26-29; Mark 14:22-25; Luke 22:14-20; 1 Cor. 11:28; 1 Cor. 5:1-8; 1 Cor. 10:3-32; 1 Cor. 11:17-32; John 6:26

XV. Of The Christian Sabbath - We believe that the first day of the week is the Lord's Day, or Christian Sabbath; and is to be kept sacred to religious purposes by the devout observance of all the means of grace, both private and public; and by preparation for that rest that remaineth for the people of God.

Acts 20:7; Gen. 2:3; Col. 2:16-17; Mark 2:27; John 20:19; 1 Cor. 16:1-2; Ex. 20:8; Rev. 1:10; Ps. 118:15, 24; Isa. 58:13-14; Isa. 56:2-8; Heb. 10:24-25; Acts 11:26; Acts 13:44; Lev. 19:30; Luke 4:16; Acts 17:2-3; Ps. 26:8; Ps. 87:3; Heb. 4:3-11

XVI. Of Civil Government - We believe that Civil Government is of Divine appointment, for the interests and good order of human society; and that magistrates are to be prayed for, conscientiously honored, and obeyed; except only in things opposed to the will of our Lord Jesus Christ, who is the only Lord of the conscience, and the Prince of the kings of the earth.

Rom. 13:1-7; Deu. 16:18; 2 Sam. 23:3; Ex. 18:23; Jer. 30:21; Matt. 22:21; Titus 3:1; 1 Peter 2:13; 1 Tim. 2:1-4; Acts 5:29; Matt. 28; Dan. 3:15-18; Dan. 6:7-10; Acts 4:18-20; Matt. 23:10; Rom. 14:4; Rev. 19:16; Ps. 72:11; Ps. 2; Rom. 14:9-13

XVII. Of The Righteous And The Wicked - We believe that there is a radical and essential difference between the righteous and the wicked; that such only as through faith are justified in the name of the Lord Jesus, and sanctified by the Spirit of our God, are truly righteous in His esteem; while all such as continue in impenitence and unbelief are in His sight wicked, and under the curse; and this distinction holds among men both in and after death.

Mal. 3:18; Pro. 12:26; Isa. 5:20; Gen. 18:23; Jer. 15:19; Acts 10:34-35; Rom. 6:16; Rom. 1:17; Rom. 1:17; Rom. 7:6; 1 John 2:29; 1 John 3:7; Rom. 6:18,22; 1 Cor. 11:32; Pro. 11:31; 1 Peter 4:17-18; 1 John 5:19; Gal. 3:10; John 3:36; Isa. 57:21; Ps. 10:4; Isa. 55:6-7; Pro. 14:32; Luke 16:25; John 8:21-24; Pro. 10:24; Luke 12:4-5; Luke 9:23-26; Ecc. 3:17; Matt. 7:13-14

XVIII. Of The World To Come - We believe that the end of the world is approaching; that at the last day Christ will descend from heaven, and raise the dead from the grave to final retribution; that a solemn separation will then take place; that the wicked will be adjudged to endless punishment, and the righteous to endless joy; and that this judgment will fix forever the final state of men in heaven or hell, on principles of righteousness.

1 Peter 4:7; 1 Cor. 7:29-31; Heb. 1:10-12; Matt. 24:35; 1 John 2:17; Matt. 28:20; Matt. 13:39-40; 2 Peter 3:3-13; Acts 1:11; Rev. 1:7; Heb. 9:28; Acts 3:21; 1 Thess. 4:13-18; 1 Thess. 5:1-11; Acts 24:15; 1 Cor. 15:12-58; Luke 14:14; Dan. 12:2; John 5:28-29; John 6:40; John 11:25-26; 2 Tim. 1:10; Acts 10:42; Matt. 13:49; Matt. 13:37-43; Matt. 24:30-31; Matt. 25:31-46; Rev. 2:11; 1 Cor. 6:9-10; Mark 9:43-48; 2 Peter 2:9; Jude 7; Phil. 3:19; Rom. 6:23; 2 Cor. 5:10-11; John 4:36; 2 Cor. 4:18; Rom. 3:5-6; 2 Thess. 1:6-12; Heb. 6:1-2; 1 Cor. 4:5; Acts 17:31; Rom. 2:2-16; Rev. 20:11-12; 1 John 2:28; 1 John 4:17; 2 Peter 3:11-12

Exhibit B - Church Covenant

Having been led by the Spirit of God to receive Jesus Christ as our Savior and Lord, and on the profession of our faith in Him, having been baptized in the name of the Father, Son, and Holy Spirit, we do now prayerfully and seriously make this covenant with God and with one another.

We determine, therefore by the grace of God and in the power of the Holy Spirit, to walk together in Christian love; to strive for the advancement of this church in knowledge, holiness, and strength; to uphold its doctrine, ordinances and discipline according to the teachings of the New Testament; to contribute cheerfully and regularly to the support of the ministry, the expense of the church, the relief of the poor, and the spread of the gospel through all nations; to identify and cultivate our spiritual gifts and dedicate our energies to the service of Christ's Kingdom; to seek to lead others into its fellowship to the end that His Kingdom may be promoted.

By God's help we further agree to cultivate personal and family devotions; to endeavor to lead our children to a personal relationship with our Lord Jesus Christ, to instruct them in the Scriptures and the spirit of this covenant, and to seek the salvation of our family and acquaintances.

To give no man cause to speak evil against us, we will seek to be just in our dealings, to be faithful to our commitments, to set the proper example in our attitude and conduct, and to avoid conversation harmful to others and inappropriate anger. Realizing that the body is the temple of the Holy Spirit, we will avoid things that are harmful to the body, exercising self-discipline and cultivating purity in our lives.

We pledge not to forsake the assembling of ourselves together; to watch over one another in brotherly love; to remember each other in prayer; to aid each other in sickness and distress; to cultivate Christian sympathy in feeling and courtesy in speech; to be slow to take offense, always ready for reconciliation, and mindful of the rules of our Savior to secure it without delay.

Moreover, when we move from this place we will as soon as possible, unite with some other church, where we can carry out the principles of God's Word and the spirit of this covenant.

Exhibit C
INDEMNIFICATION

6.01 *Definitions.* For purposes of this Exhibit C, the following definitions shall apply:

- a. “Elder” means any person who is or was a member of the Board of Elders of the Church.
- b. “Deacon” means any person who is or was a Deacon of the Church.
- b. “Officer” means any person who is or was an officer of the Church.
- c. “Expenses” include court costs, a judgment (including arbitration awards), a penalty, a settlement, excise or similar tax, a fine and reasonable attorneys’ fees and paralegal fees, expert witness fees, and costs of investigation, litigation, and appeal, actually incurred by the person, as well as any amounts expended in asserting a claim for indemnification.
- d. “Liability” means the obligation to pay without limitation a judgment, arbitration award, settlement, penalty (including excise or similar taxes), fine, or other such obligation or expense.
- e. “Proceeding” means any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, arbitative or investigative, any appeal in such an action, suit, or proceeding, and any inquiry or investigation that could lead to such an action, suit, or proceeding.

6.02 *Indemnification for Elders.* The Church shall indemnify an Elder or former Elder who was, is, or is threatened to be made a respondent in a proceeding if the person acted in good faith, reasonably believed that in the case of conduct in the person’s official capacity that the person’s conduct was in the Church’s best interests and in any other case, that the person’s conduct was not opposed to the Church’s best interests. A person does not fail to meet the standard solely because of the termination of a proceeding by judgment, order, settlement, conviction or a plea of nolo contendere or its equivalent. In the case of a criminal proceeding, the person must not have a reasonable cause to believe the person’s conduct was unlawful. The indemnification shall be the full amount of the judgment and those expenses which are reasonable and actually incurred by the person in connection with the proceeding. An Elder or former Elder is considered to have been found liable in relation to a claim, issue or matter if the liability is established by an order and all appeals of the order are exhausted or foreclosed by law. An Elder or former Elder found liable to the Church or is found liable because the person improperly received a personal benefit is limited to reasonable expenses actually incurred by the person in connection with the proceeding and shall not receive indemnification for the judgment, penalty or fine. An Elder or former Elder shall not be indemnified for willful or intentional misconduct in performance of the person’s duty to the Church, breach of the person’s duty of

loyalty to the Church or an act or omission not committed in good faith that constitutes a breach of a duty of the person to the Church.

6.02 *Indemnification for Elders in Advance.* The Church shall pay or reimburse reasonable expenses incurred by an Elder who was, is, or is threatened to be made a respondent in a proceeding in advance of the final disposition of the proceeding without making the determinations required under Section 8.101(a) of TBOC to the fullest extent permissible under and pursuant to TBOC. The determination that indemnification under this Section is permissible and the evaluation as to the reasonableness of expenses in a specific case shall be made as provided by TBOC. Reasonable expenses incurred by the Elder shall be paid or reimbursed by the Church in advance of the final disposition of the proceeding after the Church receives a written affirmation from the Elder of his or her good faith belief that he or she has met the standard of conduct necessary for indemnification under Section 8.104(a) of the TBOC and a written undertaking by or on behalf of the Elder to repay the amount paid or reimbursed if it is ultimately determined that he or she has not met that standard or if it ultimately determined that indemnification of the Elder is prohibited by Section 8.102 of TBOC. Such written undertaking shall be an unlimited, unsecured general obligation of the Elder and shall be accepted by the Church without reference to his or her financial ability to make repayment. The termination of a proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent shall not of itself determine that an Elder acted in such a manner as to make him or her ineligible for indemnification. A person shall be deemed to have been found liable in respect to any claim, issue or matter only after the person shall have been so adjudged by a court of competent jurisdiction after exhaustion of all appeals therefrom. A person may be indemnified against any Liability actually incurred by the person in connection with any proceedings; but if the person is found liable to the Church or is found liable on the basis that personal benefit was improperly received by the person, indemnification (1) is limited to reasonable expenses actually incurred by the person in connection with the proceeding, and (2) shall not be made in respect to any proceeding in which the person shall have been found liable for willful or intentional misconduct in the performance of his or her duty to the Church.

6.03 *Indemnification for Deacons, Officers and Employees.* The Church shall to the same extent that the Church is required under this Exhibit C to provide indemnification and to make advances and reimbursements for expenses to its Elders, provide indemnification and make advances and reimbursements for expenses to its Deacons, officers, employees and agents and any person serving any other legal entity in any official capacity at the written request of the Board of Elders of the Church.

6.04 *Miscellaneous.* Every reference in this Exhibit C to persons who are or may be entitled to indemnification shall include all persons who formerly occupied any of the positions referred and their respective heirs, legatees, devisees, assigns, executors, and administrators. Nothing in this Exhibit C, whether express or implied, is intended to confer any rights or remedies under or by reason of this Article on any persons ("Third Persons") other than the persons entitled to indemnification ("Indemnitees") and their respective heirs, legatees, devisees,

assigns, executors and administrators. Nothing in this Exhibit C, whether express or implied, is intended to relieve or discharge the obligation or liability of any Third Persons to any Indemnitee or the Church. Nothing in this Exhibit C, whether express or implied, is intended to give any Third Persons any right of subrogation or action over or against the Church. Special legal counsel, if any, selected to make determinations under this Exhibit C may be counsel for the Church. Indemnification pursuant to this Exhibit C shall not be exclusive of any other right of indemnification to which any person may be entitled, including indemnification pursuant to valid contract, indemnification by legal entities other than the Church and indemnification under policies of insurance purchased and maintained by the Church or others. However, no person shall be entitled to indemnification by the Church to the extent he or she is indemnified by another. The Church is authorized to purchase and maintain insurance against any liability the Church may have under this Exhibit C.

6.05 *Invalidity of Indemnification.* If any provision of this Article or its application to any person or circumstance is held invalid by a court of competent jurisdiction, the invalidity shall not affect other provisions or applications of this Exhibit C, and to this end the provisions of this Exhibit C are severable.

6.06 *Effect of Amendment of Indemnification Provision.* No amendment, modification or repeal of this Exhibit C shall terminate, reduce or impair the right of any Indemnitee to be indemnified by the Church from claims arising from or relating to matters occurring, in whole or in part, prior to such amendment, modification or repeal, regardless of whether such claims were asserted at the time of such amendment, modification or repeal.

6.07 *Reporting of Indemnification.* A written report shall be provided to the Board of Elders of an indemnification or advance of expenses to a governing person. The report must be made not later than (1) the notice or waiver of notice of the next meeting of the Board of Elders and before the next submission of a consent to action without a meeting and (2) the first anniversary of the of the date of the indemnification or advance.