

BYLAWS OF HOLLY TREE CHAPEL HOLLY LAKE RANCH, TEXAS

ARTICLE I: PRINCIPAL OFFICE AND REGISTERED AGENT

- A. **PRINCIPAL OFFICE.** The principal office of Holly Tree Chapel, a non-profit corporation of the State of Texas, (hereinafter referred to as "the Church") shall be located at 1620 FM 2869, Holly Lake Ranch, TX 75765. The corporation may have such other offices, either within or without the State of Texas, as the Board of Elders may determine or as the affairs of the corporation may require from time to time.
- B. **REGISTERED OFFICE AND REGISTERED AGENT.** The corporation shall have and continuously maintain in the State of Texas a registered office, and a registered agent (specifically, the Chairman of the Board of Elders) whose office is identical with such registered office, as required by the Texas Non-Profit Corporation Act. The registered office may, but need not, be identical with the principal office of the corporation in the State of Texas, and the address of the registered office may be changed from time to time by the Board of Elders.

ARTICLE II: CONGREGATIONAL MEETINGS

- A. **ANNUAL MEETING:** The fiscal year of the Church shall begin on January 1st, and end on December 31st. The annual meeting of the Church shall be held in November, notice of which meeting shall be given in the bulletin and/or from the pulpit two (2) consecutive Sundays preceding the meeting. Expiring terms of elective office (Elders and Deacons) shall end and all new terms begin on January 1 following the annual meeting.

The Agenda shall include:

1. Annual report of the Treasurer including a presentation of the budget for the ensuing year.
 2. A report of the year's work shall be made by oral and/or written reports from the Pastor(s) and/or Staff, the Elder Board Chairman and the Deacon Board Chairman.
- B. **CALLED MEETING(S):** Special business meetings of the congregation may be called by the Pastor, the Board of Elders, or the Board of Deacons. Notice of such meeting shall be given from the pulpit at least two (2) Sundays prior to the called meeting and noted in the Church bulletin. If resolutions are proposed for approval, a vote of two-thirds (2/3rds) majority vote of the members of the congregation in attendance will be required for passing.
- C. **PARLIAMENTARY PROCEDURE:** In all business meetings, any parliamentary question not covered by the Articles of Incorporation, the Constitution or Bylaws of Holly Tree Chapel shall be decided by the latest edition of *Roberts Rules of Order*.
- D. **REGULAR MEETING(S):** The regular services of the Church shall include Sunday School and Worship Services each Lord's Day (Sunday) morning and/or evening and other such times as may be approved by the Board of Elders.

ARTICLE III: LEADERSHIP

- A. The primary spiritual leaders of a congregation are the Elders, who are also called overseers or pastors in the New Testament. Elders teach and/or preach the Word of God (the Bible) and shepherd (pastor) those under their care (Eph. 4:11; 1 Tim. 3:2; 5:17; Titus 1:9; Heb. 13:17). The Deacon Board has a crucial role in the life and the health of the local Church, but that role is different from the Elder Board.

The biblical role of a Deacon/Deaconess is to take care of the physical and logistical needs of the Church so that the Elders can concentrate on their primary calling of spiritual ministry of the Word of God, prayer, and shepherding. This distinction between Elder and Deacon is based on the pattern found in Acts 6:1–6. The Elders devoted themselves “to prayer and to the ministry of the word” (v. 4). Since this was their primary calling, seven (7) men [Deacons] were chosen to handle more practical matters of the Church fellowship in order to allow the Elders the freedom to continue with their study and spiritual ministry.

- B. THE BOARD OF ELDERS AND SPIRITUAL LEADERSHIP (PASTOR/S): The affairs of the corporation shall be managed by the Board of Elders. Holly Tree Chapel acknowledges the Lord Jesus Christ as its head; the Holy Scriptures as the infallible guide in the matter of faith, church order, and discipline; the Holy Spirit as its teacher; and is neither accountable to nor under the jurisdiction or supervision of any other ecclesiastical body. Executive authority in spiritual matters and material matters is invested in the Board of Elders.

C. NUMBER AND TENURE OF THE ELDER AND THE DEACON BOARDS:

1. The Board of Elders shall consist of a minimum of three (3) members, which number may be increased by the Elder Board. Membership shall be determined by the Board itself. Each Elder, other than the Senior Pastor, shall serve a term of three (3) years unless otherwise determined. The Senior Pastor shall serve as a permanent voting member of the Board of Elders in addition to his regular pastoral duties. If additional pastoral staff should be hired, they may serve on the Elder Board, if requested to do so by the acting Elder Board.
2. The Deacon Board shall consist of a minimum of three (3) members, which number may be increased or decreased, according to persons qualified and willing to fill the positions. Each Deacon/Deaconess shall serve a term of three (3) years unless otherwise determined.
3. Initial [2016] Board of Elders and Board of Deacons: The initial Board of Elders shall consist of qualified ordained Ministers of the Gospel of Jesus Christ. The initial Board of Deacons/Deaconesses shall be the current acting Board of Trustees of Holly Tree Chapel, and shall fulfill their terms of office as accepted when they were elected or appointed as Trustees.

- D. ORGANIZATION OF THE ELDER BOARD: At the first meeting of the fiscal year, the Board of Elders shall elect a chairman, vice-chairman, and secretary. It may also appoint from its members individuals or committees to represent the Board of Elders in the oversight of the various spiritual activities and material aspects of the Church. The Board of Elders has the power to delegate to the Deacon Board, or individuals or to committees or organizations the right to transact any of their business or to exercise any of their powers, but the exercise of such delegation shall be subject to the supervision and control of the Board of Elders.

1. Elders shall be entrusted with the following duties:
 - a) Spiritual supervision of and involvement in all ministries and worship services of Holly Tree Chapel including Children's Church, the music ministry, and all educational programs.
 - b) Spiritual ministry to the needy within the Church body, through a Pastoral Support Committee, chaired by an acting Elder. Guidelines for this committee are currently in place at Holly Tree Chapel, and may be revised according to the committee's needs.
 - c) Spiritual development of Church members, including a small group ministry to select groups of families within the Church body, led by each Elder.
 - d) Spiritual discipline of Board and Church members.
 - e) Oversight and accountability of all pastors and staff.
 - f) Selection and ordination of qualified applicants for the position of Elder. (See Addendum A attached).
 2. Meetings and Quorum: Annually, the Elders shall elect from their number a Chair and such other officers as they require. Regular meetings of the Board of Elders shall be held monthly at such time and place as the Board may determine. Special meetings may be called at the request of the Chair of the Board, or a majority of the Elders. Notice of a regular or special meeting of the Board shall be given in person, in the church bulletin, by telephone, or by electronic means at least one (1) day prior to the meeting. Notice may be waived if waived by all members of the Board of Elders in writing, including by electronic means. A majority of all the Board members shall constitute a quorum of the Board, and the acts of the majority of the Board present and voting shall be the acts of the entire Board, unless otherwise specifically required by law or by the Constitution or Bylaws. The Board of Elders shall keep records of their meetings and decisions, and shall inform the congregation of all major decisions made in their meetings.
 3. Termination: The office of Elder shall be considered vacant upon the death or resignation of an Elder, or upon removal from office by the Board of Elders. The Board of Elders may remove an Elder from office by a two-thirds (2/3rds) majority vote of all of the other members of the Board of Elders for refusal or failure to fulfill the responsibilities designated in the Constitution or Bylaws, including excessive absences from business meetings that effect his ability to serve well, or if an Elder shows himself by person or attitude to be disturbing the purity, peace or unity of the Church, or has admitted to changing his views regarding the Statement of Faith, or fails to live in harmony with the standards expressed in the Constitution and the Bylaws of the Church.
- E. ORGANIZATION OF THE DEACON BOARD: At the first meeting of the fiscal year, the Board of Deacons shall elect a chairman, vice-chairman, and secretary and treasurer. The duties of the treasurer position are listed below in Article IV., Paragraph G.
1. The similarities of the qualifications for Deacons and Elders in 1 Timothy 3 are striking. Like the qualifications for Elders, a Deacon must not be an addict (v. 3), not greedy for dishonest gain (v. 3), blameless (v. 2; Titus 1:6), the husband of one wife (v. 2), and an able manager of his children and household (vv. 4–5).

2. The focus of these qualifications is the moral character of the person who is to fill the office: a Deacon/Deaconess must be mature and above reproach. The main difference between an Elder and a Deacon is a difference of gifts and calling, not character.
3. The Board of Deacons shall consist of men and women who are members of the Church who are twenty-one (21) years of age or older, and who are elected at the annual congregational meeting. This board should normally number not less than three (3) persons and should be increased as the needs of the Church demand. Deacons shall be elected in accordance with I Timothy 3:8-10.
 - a) Term of Office: Deacons shall be elected for terms of three (3) years unless otherwise specified at the time of election. Their terms shall be arranged on a rotating basis so that, as nearly as possible, the terms of one-third (1/3rd) shall expire each year. No Deacon who has served two (2) years or more shall be permitted to succeed himself or herself on the same board until one (1) year has elapsed, but shall be eligible for election to other offices during that year.
 - b) Selection: At least six (6) weeks before the annual congregational meeting, a request for recommendations of men and women for service on the Board of Deacons shall be made from the pulpit or published in the bulletin. The scriptural passages dealing with the qualifications for a Deacon shall be read out and explained or published. Any member of the Church may submit the name of a man or woman for consideration as a nominee. From the names submitted, the Board of Elders shall select nominees who, in the elders' opinion, possess the qualifications of a Deacon and who have agreed to serve willingly. The number of nominees selected shall depend upon the needs of the Board of Deacons. At least three (3) weeks before the annual congregational meeting, the Board of Elders shall announce the names of the nominees. From that time until one (1) week before the annual congregational meeting, the chair of the Board of Elders shall receive any submitted objections to the nominations and questions may be put to the Board of Elders privately. There shall be no nominations from the floor. An eighty percent (80%) majority of votes cast by secret ballot shall be required to confirm each nominee. Those selected shall take office January 1 of the year following the annual congregational meeting. Should a vacancy occur during the church year, the Board of Deacons may, if desirable for the functioning of the Board of Deacons, appoint a temporary officer to serve the remaining term of the elected Deacon.
 - c) Meetings and Quorum: The regular meetings of the Board of Deacons shall be held monthly at such time and place as the board may determine. Special meetings may be called at the request of the Board of Elders, the chairman of the Board of Deacons or a majority of the Deacons. Notice of a regular or special meeting of the board shall be given personally, in the bulletin, by telephone, or by electronic means at least one (1) day prior to the meeting. Notice may be waived if waived by all members of the Board of Deacons in writing, including by electronic means. A majority of all the board members shall constitute a quorum for the board, and the acts of the majority of the board present and voting shall be acts of the entire board unless otherwise specifically required by law or by the Constitution and these Bylaws. The Board of Deacons shall keep minutes of their meetings and make such minutes available to the Church Secretary to be retained by the Church Secretary as corporate records.
 - d) Termination: The office of Deacon shall be considered vacant upon the death or resignation of a Deacon or upon removal from office by the Board of Elders. The Board of Elders may remove a Deacon from office by a two-thirds (2/3rds) vote for refusal or failure to

fulfill the responsibilities designated in the Constitution or the Bylaws, including excessive absences from business meetings that effect his/her ability to serve well, or if a Deacon shows himself or herself by person or attitude to be disturbing the purity, peace, or unity of the Church, or has admitted to changing his or her views regarding the Statement of Faith, or fails to live in harmony with the standards expressed in the Constitution and the Bylaws of the Church.

4. The Deacon Board shall be entrusted with the following:

- a) Facilities: The Deacons will be responsible for managing the Church property. This would include making sure the place of worship is prepared for the worship service, cleaning up afterwards, or running the sound system, etc.
- b) Benevolence: Similar to what took place in Acts 6:1–6 with the daily distribution to the widows, the Deacons may be involved in administrating funds or other assistance to the needy, through local or national organizations, including those serving in full time Christian ministry as missionaries.
- c) Finances: While the Elders oversee the financial affairs of the Church (Acts 11:30), the Deacons will handle the day-to-day matters of operation. This would include collecting and counting the offerings, keeping records, maintaining the Church properties both inside and outside, etc.
- d) Ushers: The Deacons are responsible for distributing bulletins, seating the congregation, or preparing the elements for communion. They may appoint others to help with these ministries.
- e) Logistics: Deacons should be available to help in a variety of ways so that the Elders are able to concentrate on teaching and shepherding the Church.
- f) Social Gatherings: Fellowship Dinners, Back to Church Sunday, Vacation Bible School, and other special events shall be led by the Deacon Board, under the supervision of pastoral staff and/or the Elder Board.
- g) Women's Ministry: Deaconesses shall manage and supervise ministry to women, including Tuesday Bible studies, and related events.
- h) Community Advertising and Community Outreach.
- i) Serving the Church and community through Service Projects including, but not limited to Holly Helpers, the Texas Ramp Project, etc.

F. DUTIES OF THE SECRETARY OF THE ELDER BOARD AND THE DEACON BOARD: The secretary of the Elder Board and the Deacon Board shall keep the minutes of the meetings of the Board of Elders and the Board of Deacons in one or more books provided for that purpose; give all notices in accordance with the provisions of these Bylaws or as required by law; be custodian of the corporate records and of the seal of the corporation, and, in general perform all duties incident to the office of the Secretary and such other duties as from time to time may be assigned them by the Pastor, by the Board of Elders or the Board of Deacons.

- G. DUTIES OF THE TREASURER OF THE CHURCH: The Board of Elders and the Board of Deacons shall work with the Church Treasurer, elected by the Board of Deacons, who shall have custody of funds contributed to the Church for any purpose and shall pay out the same as directed by the Board of Deacons, under the supervision of the Board of Elders.

ARTICLE IV: CHURCH EMPLOYEES AND ORDAINED CLERGY

- A. Employees of this Church shall be selected by the Board of Elders excepting the ordained clergy whose selection must also be approved by the congregation by the procedure as described in this document.
- B. Ordained clergy shall be chosen by the Church as hereinafter provided:
1. A pulpit committee to consist of not less than five (5) members, no more than two (2) of whom may be current Elders, shall be appointed by the Chairman of the Board of Elders upon notice of resignation or termination of the current Pastor.
 2. The pulpit committee will recommend prospective clergy to the Board of Elders. The recommendation must be accepted by at least a two-thirds (2/3rds) majority of present and voting Elders in a regular or special called meeting of the Board.
 3. The Board of Elders shall recommend the prospective clergy to the congregation. The recommendation of the Board must be accepted by at least a two-thirds (2/3rds) majority of members present and voting in a regular or special congregational meeting before a call may be extended.
 4. The term of employment shall be for an indefinite period and may be terminated by either party.
 5. Resignation of clergy shall be handled in the following steps:
 - a) Voluntary resignation shall be submitted to the Board of Elders in writing. A consultation between the clergy and the Chairman of the Board prior to bringing this matter to the Board is encouraged but not mandatory.
 - b) Following action on the resignation by the Board of Elders, the Chairman shall announce the action to the congregation.
 6. Termination of clergy for any doctrinal, moral or ethical failure shall be handled by the Board of Elders.

ARTICLE V: COMMITTEES AND BOARDS

- A. The Board of Elders, by resolution adopted by the Elders in office, may designate and appoint one (1) or more committees, each of which shall consist of one (1) or more Elders, which committees, to the extent provided in said resolution shall have and exercise the authority of the Board of Elders in the management of the Church.

However, no such committee shall have the authority of the Board of Elders in reference to amending, altering, or repealing the Bylaws or the Constitution of the Church; electing, appointing, or removing any member of any such committee or any Elder or officer of the Church; amending the Articles of Incorporation; adopting a plan of merger or adopting a plan of consolidation with another Church; authorizing the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of the Church; authorizing the voluntary dissolution of the Church or revoking proceedings therefore; adopting a plan for the distribution of the assets of the Church; or amending, altering, or repealing any resolution of the Board of Elders which by its terms provides that it shall not be amended, altered, or repealed by such committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Elders, or any individual Elder, of any responsibility imposed on it or by him by law.

- B. OTHER COMMITTEES: Other committees not having and exercising the authority of the Board of Elders or the Board of Deacons in the management of the Church may be designated by a resolution adopted by the Elders present at a meeting at which a quorum is present. The Elders of the Church shall appoint the members of such committees. Any members thereof may be removed by the Elders whenever in their judgment the best interests of the Church shall be served by such removal.
- C. TERM OF OFFICE: Each member of a committee shall continue as such until the next annual meeting of the Church and until his successor is appointed, unless the committee shall be sooner terminated by the Board of Elders, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.
- D. CHAIRMAN: One (1) member of each committee shall be appointed chairman by the person or persons authorized to appoint the members thereof.
- E. VACANCIES: Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.
- F. QUORUM: Unless otherwise provided in the resolution of the Board of Elders designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.
- G. RULES: Each committee may adopt rules for its own government not inconsistent with these Bylaws or with rules adopted by the Board of Elders.
- H. FINANCE BOARD:
 - 1. Membership: The Finance Board, if formed, shall be composed of the Church Treasurer, the Deacon Board Chairman, and such other persons from the congregation deemed necessary by the Elder Board.
 - 2. Duties: The Finance Board, if formed, shall prepare a proposed budget which will be presented to the Elders annually, in preparation for the called Congregational Meeting in November.
 - 3. Policy: The Finance Board shall operate under such policy guidelines as adopted by the Elder Board with Deacon Board input.

ARTICLE VI: CONTRACTS, CHECKS, DEPOSITS, AND FUNDS

- A. **CONTRACTS:** The Board of Elders may authorize any officer or officers, agent or agents of the Church, including the Deacon Board, and in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Church. Such authority may be general or confined to specific instances.
- B. **CHECKS AND DRAFTS:** All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of Holly Tree Chapel shall be signed by such officer or officers, agent or agents of the Church and in such manner as shall from time to time be determined by resolution of the Board of Elders. In the absence of such determination by the Board of Elders, such instruments shall be signed by one (1) Elder or Deacon and the Treasurer, as assigned by mutual agreement between the Elder and Deacon Boards.
- C. **DEPOSITS:** All funds of the Church shall be deposited from time to time to the credit of the Church in such banks, trust companies, or other depositories as the Board of Elders or the Board of Deacons may select. This includes the current Holly Tree Eternal Endowment Fund, Established 2014, and administered through Guidestone, Inc. of Dallas, Texas.
- D. **GIFTS:** The Board of Elders may accept on behalf of the Church any contribution, gift, bequest, or device for the general purpose or for any special purpose of the Church.
- E. **USE OF MONIES AND OTHER ASSETS:** All monies and assets received by this Church body shall be used to accomplish the purpose of this local Body of Christ, as outlined in the Church's Constitution and Bylaws.

ARTICLE VII: BOOKS AND RECORDS

- A. **BOOKS AND RECORDS:** The Church shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of the Board of Elders, the Board of Deacons, and such committees as appointed. These records shall be kept in the Church secretary's office.
- B. **CONGREGATIONAL MEETING MINUTES:** Minutes of annual or other congregational meetings shall be kept by the secretary of Church, in the Church office.
- C. **ELDER BOARD AND DEACON BOARD MINUTES:** Minutes and records of Elder and Deacon transactions shall be kept by the Church secretary in the Church office.

ARTICLE VIII: FISCAL YEAR

The fiscal year of the Church shall begin on the first day of January, and end on the last day in December in each calendar year.

ARTICLE IX: CORPORATE SEAL

The Board of Deacons shall provide a corporate seal, which shall be in the form of a circle and shall have inscribed thereon the name of the Church, Holly Tree Chapel, and the words, "Corporate Seal of Holly Tree Chapel."

ARTICLE X: WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the Texas Non-Profit Corporation Act or under the provision of the Articles of Incorporation, the Constitution or the Bylaws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XI: AMENDMENTS

If it does not infringe upon the doctrinal principles of this Church, these Bylaws may be altered, amended, or repealed by a two-thirds (2/3rds) majority of those members present and voting by secret ballot at a duly called and constituted congregational meeting, provided the proposed amendment has been approved by a unanimous vote of the Board of Elders, and provided the proposed amendment has been posted in written form for two (2) consecutive Sundays.

ADDENDUM A: ORDINATION OF ELDERS

- A. **ORDINATION APPLICATION:** When a member of Holly Tree Chapel or other applicant feels that God has called him or her to the Christian ministry, he/she may make application for ordination. This application shall be considered by the Board of Elders, with evaluation in light of I Timothy 3:1-13 and Titus 1:5-16; 2:1-8.
- B. **ORDINATION COUNCIL:** If the Board of Elders feels that the applicant should be considered for ordination by the Church to the Gospel ministry, the Board may ask the Pastor to call an ordination council which shall thoroughly examine the candidate as to his/her call to the ministry, education, Christian experience and doctrinal beliefs. The candidate shall be publicly ordained to the Christian ministry upon the recommendation of this council.
- C. **ORDINATION TITLE:** This title is reserved for those pastors or ministry directors who are in full time ministry and who have a seminary degree; or those who have been examined and are qualified to serve as Elders in a local Church ministry, which may or may not include Holly Tree Chapel.
- D. **COMMISSIONING:** This title is reserved for those pastors or ministry directors who are in full time ministry and have not yet received a seminary degree.
- E. **LICENSING:** This title is reserved for those who are engaged in ministry on a part time basis, or who are bi-vocational. That is, anyone who is involved in part time ministry and either a full time or part time non-ministry (secular) job would fall into this category.

**ADDENDUM B: QUALIFICATIONS FOR THE POSITIONS
OF ELDER AND DEACON AS STATED IN
1 TIMOTHY 3 AND TITUS 1 (NIV)**

A. ELDERS:

1. Must be above reproach, the husband of but one (1) wife, temperate, self-controlled, respectable, hospitable, able to teach, not given to drunkenness, not violent but gentle, not quarrelsome, not a lover of money (1 Timothy 3:2-3, Titus 1:6-8);
2. Must manage his own family well and see that his children obey him with proper respect (1 Timothy 3:4, Titus 1:6);
3. Must not be a recent convert or he may become conceited and fall under the same judgment as the devil (1 Timothy 3:6);
4. Must also have a good reputation with outsiders, so that he will not fall into disgrace and into the devil's trap (1 Timothy 3:7).

B. DEACONS:

1. Are to be persons worthy of respect, sincere, not indulging in much wine and not pursuing dishonest gain (1 Timothy 3:8);
2. Must keep hold of the deep truths of the faith with a clear conscience (1 Timothy 3:9);
3. Must first be tested, and then if there is nothing against them, let them serve as deacons (1 Timothy 3:10).
4. In the same way, their spouses are to be persons worthy of respect, not malicious talkers but temperate and trustworthy in everything (1 Timothy 3:11).
5. Men who are deacons must be the husband of but one wife and must manage their children and their household well (1 Timothy 3:12).