

Citywest Church Bylaws

Effective February 20, 2019

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Article 1. Name

The name of this corporation is Citywest Church. Throughout these Bylaws the corporation may be called the "Church" or "Citywest".

Article 2. Mission Statement

Citywest is a local expression of Christ's body that exists to glorify God and to make disciples through worship, prayer, teaching, fellowship, and the proclamation of the gospel throughout the community.

Article 3. Offices

3.1 Principal Office

The principal office is 3139 Junction Highway, Ingram, Texas 78025.

The Elders of the Church (designated in Article 10) may at any time change the principal office from one location to another.

3.2 Other Offices

The Elders may establish other offices and campuses at any other location where the Church is legally permitted to conduct business.

Article 4. Nonprofit Status

Citywest Church is a Texas nonprofit corporation and has been granted exempt status under Internal Revenue Code 501(c)(3).

Article 5. Purposes

The Church shall be operated exclusively for religious, charitable, and educational purposes as defined by Section 501(c)(3) of the Internal Revenue Code. Notwithstanding the foregoing, the Church's purposes also include the limited participation in any other activities, including taxable activities, to the extent the activities would be permitted by a tax-exempt organization.

Article 6. Affiliations

The Church is autonomous and is not subject to denominational control. However, the Church may affiliate with other churches or associations by a passing vote of the Elders, as described in Article 10.

Article 7. Meetings

7.1 Public Worship

Meetings for public worship shall be held at such times and places as may be provided for under the direction of the Elders.

7.2 Church Business Meetings

The Elders shall have the authority to call business meetings or special meetings as needed.

Article 8. Beliefs

8.1 Basic Beliefs

The following comprise the fundamental beliefs of the Church (“We” in this section):

1. We believe the Bible is the divinely inspired, inerrant, and authoritative written Word of God.
2. We believe in one God who exists eternally in three persons: God the Father, God the Son, and God the Holy Spirit.
3. We believe that Jesus Christ is the Son of God, both fully God and fully man forever, and the one mediator through whose death, burial, and resurrection God chose to redeem a people for Himself, to the praise of His glory. We believe that Jesus is returning to the world in the future to judge the living and the dead.
4. We believe that God created humans, male and female, in His own image and for His own glory. While all people have dignity and worth as God’s image-bearers, Adam’s sinful disobedience has made us “by nature children of wrath,” unable to stand justified, according to our own efforts, in the presence of a holy and righteous God.
5. We believe that salvation unto eternal joy with God begins with the regenerating work of the Holy Spirit, according to God’s purpose of election, and is received by grace alone, through faith alone, in Christ alone.
6. We believe that the Holy Spirit is the third distinct person of the Trinity and yet fully God. The Holy Spirit gives believers new life at conversion, sanctifies them in their Christian walk, and empowers them for gospel-oriented service.
7. We believe the church is Christ’s body, called to glorify God and to make disciples, through worship, prayer, teaching, fellowship, and the proclamation of the gospel throughout the community. We further believe that there are two ordinances of the church: communion (Lord’s Supper) and imitating, proclaiming, and celebrating Jesus’ death, burial, and resurrection through believer’s baptism.

8.2 Marriage and Sexuality

Citywest believes the following with regard to marriage and sexuality:

- Marriage is the union of one man and one woman (Genesis 2:24, Matthew 19:1-9).
- Sexual immorality, which includes any sexual activity outside of the boundaries of the sacred marital relationship between one man and one woman, is expressly forbidden in the bible (1 Corinthians 6:9-11, 7:1-2, 1 Thessalonians 4:3, Hebrews 13:4).
- Sexual identity is biologically determined at birth (Genesis 1:27). Disagreement with one’s biological sex is evidence of a spiritual struggle and should be combated, as any other sin (Romans 1:26-27).

The Elders shall have the authority to prohibit the use of any Church assets or property by any person or organization that might use such assets or property in a manner inconsistent with the beliefs expressed in this Article.

Article 9. Membership

9.1 Requirements

Membership within the Church is first predicated on one becoming a genuine follower of Jesus Christ, having responded by faith to the drawing of the Holy Spirit to the message of the gospel. In addition, members shall have completed all of the requirements of membership as defined by the Elders.

9.2 Voting

While Citywest shall be governed by the Elder Board (see Article 10), every member shall have the right to vote on the following matters, which may be proposed only by the Elders:

- Merger or dissolution of the Church
- Large capital projects (costing greater than 25% of annual general operating budget)
- Commissioning a church plant
- Changes to the Bylaws of the Church that would reduce or revoke a right granted to members by the then-current Bylaws

The time, place, and nature of upcoming votes will be communicated to the Church at least two weeks in advance. Voting may take place during a public worship service or a special business meeting as determined in the sole discretion of the Elders.

A passing vote requires equal to or greater than two-thirds (2/3) of the total votes cast.

The manner of voting, whether by show of hands, written ballot, or another means, shall be determined in the sole discretion of the Elders.

9.3 Membership List

At the direction and discretion of the Elders, a membership list shall be compiled and reviewed periodically. Members shall be removed for the following reasons:

- Upon the death of a member
- Upon request for transfer of membership to another church
- By personal request of the member
- By decision of the Elders as a result of the disciplinary process, as outlined in Article 11 of these Bylaws.
- If in the sole determination of the Elders, the member has become inactive and is unlikely to return to active participation in the Church.

Article 10. Church Governance

10.1 Elder Board

10.1.1 Definition and Powers

The overall policy, control, direction, and management of the ministry, operations, and finances of the Church shall be vested in the Elder Board. The Elders are designated as the directors of this corporation as the term is defined and used in the Texas Nonprofit Corporation Act. Subject to the provisions and limitations of the Texas Nonprofit Corporation Act, all corporate powers shall be exercised by or under the direction of the Elders.

Except as limited by Section 9.3 above, the Elders shall be the express and final arbiter of ecclesiastical polity, religious doctrine, and questions of Church property, and shall make the final decision with respect to any other matter that shall arise concerning the Church, its internal workings, and its governance in every respect, consistent with these Bylaws. In deciding such matters, the Elders shall use the standards of: (a) the best spiritual, financial, and operating interests of the Church in light of the Bible and the tenets of faith of the Church; and (b) the furtherance of the religious purposes of the Church as discerned by the Elders according to the teachings of the Bible.

10.1.2 Qualifications of Members of the Elder Board

1 Timothy 3:1-7 and Titus 1:6-9 shall serve as the minimum qualifications for appointment to the Elder Board, including, without limitation, the requirement that Elders be men. Elders must also be members of the Church as defined in Article 9 of these Bylaws.

10.1.3 Duties

Duties of the Elders shall include, without limitation, leading the Church to fulfill its purposes. These include matters of doctrine, church discipline, appointment of leaders, including pastors, other elders, deacons, and teachers, discipleship, church budget, hiring of church staff and setting of salaries, regulatory compliance, and any other activity that would be considered routine and customary for similar organizations in the local community.

10.1.4 Selection and Term of Office

Elders will be nominated and approved by the members of the existing Elder Board. The nominee shall receive final approval from the Elder Board after publishing notice to covenant members to provide input related to the scriptural qualifications of the nominee. Any charge for disqualification will be thoroughly reviewed according to church discipline procedures by all of the Elders before final approval. Termination of service as an elder will be contingent upon the elder remaining within the qualifications outlined earlier, by resignation of the elder, or by death of the elder.

10.1.5 Removal

If charges are brought against the qualifications of a sitting elder, he will be placed in a probationary status which excludes him from any voting privileges until the charges are either confirmed or denied. The due process will be in accordance with the procedures outlined in the Church Discipline section of these Bylaws.

10.1.6 Meetings

Meetings of the Elder Board will be at least quarterly according to the calendar year and ad hoc as any acute situations arise.

10.1.7 Voting

An affirmative vote equal to or greater than two-thirds (2/3) of all Elders (a “passing vote”) is required for approval of any decision related to the duties or powers described in these Bylaws.

10.2 Officers

In accordance with Section 22.233 of the Texas Nonprofit Corporations Act, all duties and responsibilities normally associated with corporate officers shall be assigned to persons or committees as determined by the sole discretion of the Elder Board.

10.3 Deacons

10.3.1 Qualifications

Deacons shall serve at the discretion of the Elder Board and shall be chosen by the Elders according to the qualifications in 1 Timothy 3:8-13. Deacons may be men or women.

10.3.2 Duties

The duties and responsibilities of Deacons may include but are not limited to administration, building and ground maintenance, media presentation, offering collections, music ministry, community group leadership, research, staff oversight, visitation, and serving communion.

10.3.3 Removal

Any Deacon may be removed from office for a valid cause. Such a removal requires a passing vote of the Elder Board.

Article 11. Church Discipline

Church discipline shall be applied in cases of sexual misconduct, gossip, divisiveness, dishonesty, and various other expressions of sin. Using Matthew 18:15-17 as a guide, a person evidencing such sin shall first be confronted in a one-on-one meeting, followed by a meeting with additional members as witnesses if necessary. If the person remains unrepentant, further escalation shall be conducted at the discretion of the Elders.

If all disciplinary steps are exhausted, the Elders shall consider removing a person from membership with the hope of eventual reconciliation and restoration. The Elders may choose to prohibit a removed person from attending Church functions.

Article 12. Disruptions

Any person deemed by an Elder to pose a physical or psychological threat to any person or to the Church, or to be causing, about to cause, or capable of causing disruption to the religious services and activities of the Church, shall be considered a trespasser on Church property and may be ejected summarily. No Church employee or Elder shall incur any liability for acting in good faith in the interests of the Church pursuant to this Article.

Article 13. Transactions of the Church

13.1 Legal Instruments

The Elders may authorize an individual Elder, Officer, employee or agent of the Church to enter into a contract or execute and deliver any instrument in the name of and on behalf of the Church. This authority may be limited to a specific contract or instrument, or it may extend to any number and type of possible contracts and instruments.

13.2 Deposits

All funds of the Church shall be deposited to the credit of the Church in banks, trust companies, or other depositories that the Elder board selects.

13.3 Gifts

The Elders may accept on behalf of the Church any contribution, gift, bequest, or devise for the general purposes or any special purpose of the Church including, but not limited to, gifts of money, annuity arrangements, securities, and other tangible and intangible personal property, real property, and interest therein. The Elders may make gifts and give charitable contributions that are not prohibited by these Bylaws, the Articles of Incorporation, state law, or any requirements for maintaining the Church's federal and state tax status.

Article 14. Books and Records

14.1 Required Books and Records

The Church shall keep correct and complete books and records of account.

14.2 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 year.

Article 15. Dissolution and Merger

15.1 Dissolution

"Dissolution" means the complete disbanding of the Church so that it no longer functions as a congregation or as a corporate entity. Upon the dissolution of the Church, its property shall be applied and distributed as follows: (1) all liabilities and obligations of the Church shall be paid and discharged, or adequate provision shall be made therefore; (2) assets held by the Church upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred, or conveyed in accordance with such requirements; (3) assets received and not held upon a condition requiring return, transfer, or conveyance by reason of the dissolution, shall be transferred or conveyed to one or more organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and are engaged in activities substantially similar to those of the Church; this distribution shall be done pursuant to a plan adopted by the Elders by a passing vote; and (4)

any assets not otherwise disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Church is then located, for such purposes and to such organizations as said court shall determine, provided such organizations are in agreement with the Church's Beliefs as described in Article 8 of these Bylaws.

15.2 Merger

In the event of a merger of the Church with another church, the net assets of the Church shall be contributed to the surviving entity.

Article 16. Changes to Bylaws

Except for changes as described in Section 9.3, these Bylaws may be amended, altered, or restated by a passing vote of the Elder Board.

Article 17. Effective Date

These Bylaws are effective as the Bylaws of Citywest Church on the date of their passage, **February 20, 2019**, by a two-thirds (2/3) affirmative vote of participating Church members present, according to the terms of the previous Bylaws of the Church. All prior Bylaws and amendments are superseded by these Bylaws as of the effective date.