

**THE GOVERNING DOCUMENTS OF MERCY HILL CHURCH (COLLEGE STATION, TEXAS)  
INCLUDING THE ARTICLES OF INCORPORATION, CONSTITUTION, AND BYLAWS  
COLLEGE STATION, TEXAS**

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**— THE ARTICLES OF INCORPORATION —**

**1. NAME**

The name of this corporation is Mercy Hill Church, located in College Station, Texas, in Brazos County.

**2. REGISTERED OFFICE AND AGENT**

The registered office of the church shall be located within Brazos County in the state of Texas at the address of the church's registered agent. The agent and/or office may be changed by a majority vote of the Board of Directors and noted in its minutes. Such changes of address shall not be deemed, nor require, an amendment of these articles.

**3. TERM**

This corporation shall have perpetual existence until the glorious return of Jesus Christ.

**4. PURPOSES**

**SECTION 1:** Mercy Hill Church exists to glorify God by making disciples and planting churches. Our mission is to see lives transformed by the Gospel of Jesus Christ.

**SECTION 2:** We will seek to accomplish our purpose and mission through various ministries including but not limited to: gathering weekly in services of worship, the public observance of the Lord's Supper and Baptism, prayer and discussion in small groups, various community services and strategic partnerships, as well as any other initiatives as deemed appropriate by the governing body.

**SECTION 3:** The general purpose for which this corporation is formed is to operate exclusively for such religious, charitable, and educational purposes as will qualify it as an exempt organization under section 501 (C) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that code.

**SECTION 4:** No part of the net earnings of this corporation will inure to the benefit of any individual or member.

**5. MEMBERS**

The members of this corporation shall consist initially of the Board of Directors who will be replaced in due time from among those persons who are duly designated as members of the Council of Elders. On occasion of need, other such persons as from time to time hereafter may become members of Mercy Hill Church in the manner provided in the By-laws and approved by the Council of Elders may serve on the Board of Directors for purposes of legal matters of the corporation.

## 6. GOVERNING BODY

**SECTION 1:** Jesus Christ, to whom all power and authority in heaven and earth has been granted, is Lord and the Head of over all things to the Church, which is His Body. It belongs to His Majesty from His throne of glory to rule and teach the Church through His Word and Spirit; thus exercising His own authority for the edification and establishment of His Kingdom.

**SECTION 2:** The biblical office for governing the Church consists of elders who make up the Council of Elders. For more on the office and council of elders, see these By-laws. Once the Council of Elders is in place, these Articles of Incorporation will be amended to note the change in the governing body.

**SECTION 3:** Until a Council of Elders can be established, the members of the Board of Directors are those who compose the original directors of the corporation for legal matters before the State and establishing the corporation for business.

**SECTION 4:** The initial Board of Directors, recognizing the necessity of the spiritual care and authority for Mercy Hill Church, will call a church planter to serve as the lead pastor / elder. This lead pastor will in turn establish a Task Force made up of 5 individuals (himself included) who can serve as a temporary Council of Elders for the spiritual guidance necessary to establish Mercy Hill Church. This Task Force will remain in effect until a Council of Elders from within MHC can be established.

## 7. THE ANNUAL GENERAL MEETING

A congregational meeting shall take place once a year which will serve as an annual general meeting Mercy Hill Church.

## 8. AMENDMENTS TO THE ARTICLES OF INCORPORATION, THE CONSTITUTION, AND BY-LAWS

**SECTION 1:** These Articles of Incorporation may be amended by unanimous approval of the Board of Directors and a two-thirds vote of the eligible members of Mercy Hill Church . A quorum of 100% of the Board of Directors and 50% of the eligible voting membership is required for amendment.

**SECTION 2:** The Constitution functions as the basic confessional statement of belief around which Mercy Hill Church is formed. As such, it is not intended to be changed in substance, but provision is made in case greater clarity in wording is needed. The Constitution may only be amended by a unanimous consensus of the Council of Elders and a subsequent three-quarters (3/4) affirmation of the voting membership of Mercy Hill Church. A quorum of 100% of the Council of Elders and 50% of eligible voting membership is required for such a vote.

**SECTION 3:** The by-laws must be approved by the unanimous consensus of the Board of Directors for the conduct of its business and the carrying out of its purposes; these by-laws may be amended by a unanimous consensus of the Board of Directors along with a majority affirmation of the voting membership of the Mercy Hill (once established). A quorum of 25% of the eligible voting membership of Mercy Hill Church shall be considered a quorum for changes to the **by-laws**.

## 9. DISSOLUTION

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation. Upon dissolution of this corporation all of its assets remaining after payment of all costs will go to causes furthering the gospel of the Lord Jesus Christ, in the evangelical tradition, which will have qualified for exemption under Section 501 (C) (3) of the Internal Revenue Code. Such distribution shall be made in accordance with all applicable provisions of the laws of the state of Texas. None of the assets will be distributed to any member or officer of this corporation.

## — THE CONSTITUTION OF MERCY HILL CHURCH —

### 1. THE SCRIPTURES

The Scriptures of the Old Testament (39 books) and the New Testament (27 books) comprising the Holy Bible are the supreme authority for life and faith. These writings alone constitute the verbally inspired Word of God, which is utterly authoritative and without error in the original writings, complete in its revelation of his will for salvation, sufficient for all that God requires of to believe and do, and final in its authority over every domain of knowledge to which it speaks.

### 2. ARTICLES OF FAITH

The following Articles of Faith are a trustworthy summary of the teaching of the Scriptures and serve as the official Confessional Statement of Faith for Mercy Hill Church.<sup>1</sup>

#### **ARTICLE 1 — God: The Trinity**

We believe in one God, eternally existing in three equally divine Persons: the Father, the Son, and the Holy Spirit, who know, love, and glorify one another. This one true and living God is infinitely perfect both in his love and in his holiness.

He is the Creator of all things, visible and invisible, and is therefore worthy to receive all glory and adoration. Immortal and eternal, he perfectly and exhaustively knows the end from the beginning, sustains and sovereignly rules over all things, and providentially brings about his eternal good purposes to redeem a people for himself and restore his fallen creation, to the praise of his glorious grace.

#### **ARTICLE 2 — God's Revelation: The Bible**

God has graciously disclosed his existence and power in the created order, and has supremely revealed himself to fallen human beings in the person of his Son, the incarnate Word. Moreover, this God is a speaking God who by his Spirit has graciously disclosed himself in human words: we believe that God has inspired the words preserved in the Scriptures, the sixty-six books of the Old and New Testaments, which are both record and means of his saving work in the world.

These writings alone constitute the verbally inspired Word of God, which is utterly authoritative and without error in the original writings, complete in its revelation of his will for salvation, sufficient for all that God requires us to believe and do, and final in its authority over every domain of knowledge to which it speaks. We confess that both our finitude and our sinfulness preclude the possibility of knowing God's truth exhaustively, but we affirm that, enlightened by the Spirit of God, we can know God's revealed truth truly.

The Bible is to be believed, as God's instruction, in all that it teaches; obeyed, as God's command, in all that it requires; and trusted, as God's pledge, in all that it promises. As God's people hear, believe, and do the Word, they are equipped as disciples of Christ and witnesses to the gospel.

#### **ARTICLE 3 — God's Creation: Man and Woman**

We believe that God created human beings, male and female, in his own image. Adam and Eve belonged to the created order that God himself declared to be very good, serving as God's agents to care for, manage, and govern creation, living in holy and devoted fellowship with their Maker. Men and women, equally made in the image of God, enjoy equal access to God by faith in Christ Jesus and are

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<sup>1</sup> <https://www.thegospelcoalition.org/about/foundation-documents/confessional-statement>. For helpful footnotes with Scripture references, see the document, "We Believe: The Confessional Statement of Faith of Mercy Hill Church."

both called to move beyond passive self-indulgence to significant private and public engagement in family, church, and civic life.

Adam and Eve were made to complement each other in a one-flesh union that establishes the only normative pattern of sexual relations for men and women, such that marriage ultimately serves as a type of the union between Christ and his church. In God's wise purposes, men and women are not simply interchangeable, but rather they complement each other in mutually enriching ways. God ordains that they assume distinctive roles which reflect the loving relationship between Christ and the church, the husband exercising headship in a way that displays the caring, sacrificial love of Christ, and the wife submitting to her husband in a way that models the love of the church for her Lord.

In the ministry of the church, both men and women are encouraged to serve Christ and to be developed to their full potential in the manifold ministries of the people of God. The distinctive leadership role of elder within the church given to qualified men is grounded in creation, fall, and redemption and must not be sidelined by appeals to cultural developments.

#### **ARTICLE 4 — God's Judgment: The Fall**

We believe that Adam, made in the image of God, distorted that image and forfeited his original blessedness—for himself and all his progeny—by falling into sin through Satan's temptation. As a result, all human beings are alienated from God, corrupted in every aspect of their being (e.g., physically, mentally, volitionally, emotionally, spiritually) and condemned finally and irrevocably to death—apart from God's own gracious intervention.

The supreme need of all human beings is to be reconciled to the God under whose just and holy wrath we stand; the only hope of all human beings is the undeserved love of this same God, who alone can rescue us and restore us to himself.

#### **ARTICLE 5 — God's Plan: Redemption**

We believe that from all eternity God determined in grace to save a great multitude of guilty sinners from every tribe and language and people and nation, and to this end foreknew them and chose them. We believe that God justifies and sanctifies those who by grace have faith in Jesus, and that he will one day glorify them—all to the praise of his glorious grace. In love God commands and implores all people to repent and believe, having set his saving love on those he has chosen and having ordained Christ to be their Redeemer.

#### **ARTICLE 6 — God's Good News: The Gospel**

We believe that the gospel is the good news of Jesus Christ—God's very wisdom. Utter folly to the world, even though it is the power of God to those who are being saved, this good news is all about the Lord Jesus Christ, centering on his cross and resurrection. The gospel is not proclaimed if Christ is not proclaimed, and Christ has not been proclaimed if his death and resurrection are not central (the message is "Christ died for our sins . . . [and] was raised").

This good news is biblical (his death and resurrection are according to the Scriptures), theological and salvific (Christ died for our sins, to reconcile us to God), historical (if the saving events did not happen, our faith is worthless, we are still in our sins, and we are to be pitied more than all others), apostolic (the message was entrusted to and transmitted by the apostles, who were witnesses of these saving events), and intensely personal (where it is received, believed, and held firmly, individual persons are saved).

## **ARTICLE 7 — God’s Son: Jesus Christ**

We believe that, moved by love and in obedience to his Father, the eternal Son became human: the Word became flesh, fully God and fully human, being one Person in two natures. The man Jesus, the promised Messiah of Israel, was conceived through the miraculous agency of the Holy Spirit, and was born of the virgin Mary. He perfectly obeyed his heavenly Father, lived a sinless life, performed miraculous signs, was crucified under Pontius Pilate, arose bodily from the dead on the third day, and ascended into heaven. As the mediatorial King, he is seated at the right hand of God the Father, exercising in heaven and on earth all of God’s sovereignty, and is our High Priest and righteous Advocate.

We believe that by his incarnation, life, death, resurrection, and ascension, Jesus Christ acted as our representative and substitute. He did this so that in him we might become the righteousness of God: on the cross he canceled sin, satisfied God’s justice, and, by bearing the full penalty of our sins, reconciled to God all those who believe.

By his resurrection Christ Jesus was vindicated by his Father, broke the power of death and defeated Satan who once had power over it, and brought everlasting life to all his people; by his ascension he has been forever exalted as Lord and has prepared a place for us to be with him. We believe that salvation is found in no one else, for there is no other name given under heaven by which we must be saved. Because God chose the lowly things of this world, the despised things, the things that are not, to nullify the things that are, no human being can ever boast before him—Christ Jesus has become for us wisdom from God—that is, our righteousness, holiness, and redemption.

## **ARTICLE 8 — God’s Verdict: The Justification of Sinners**

We believe that Christ, by his obedience and death, fully discharged the debt of all those who are justified. By his sacrifice, he bore in our stead the punishment due us for our sins, making a proper, real, and full satisfaction to God’s justice on our behalf. By his perfect obedience he satisfied the just demands of God on our behalf, since by faith alone that perfect obedience is credited to all who trust in Christ alone for their acceptance with God.

Inasmuch as Christ was given by the Father for us, and his obedience and punishment were accepted in place of our own, freely and not for anything in us, this justification is solely of free grace, in order that both the exact justice and the rich grace of God might be glorified in the justification of sinners. We believe that a zeal for personal and public obedience flows from this free justification.

## **ARTICLE 9 — God’s Spirit: The Power of the Holy Spirit**

We believe that this salvation, attested in all Scripture and secured by Jesus Christ, is applied to his people by the Holy Spirit. Sent by the Father and the Son, the Holy Spirit glorifies the Lord Jesus Christ, and, as the “other” Paraclete (that is, “Helper” or “Advocate”), is present with and in believers. He convicts the world of sin, righteousness, and judgment, and by his powerful and mysterious work regenerates spiritually dead sinners, awakening them to repentance and faith, and in him they are baptized into union with the Lord Jesus, such that they are justified before God by grace alone through faith alone in Jesus Christ alone.

By the Spirit’s agency, believers are renewed, sanctified, and adopted into God’s family; they participate in the divine nature and receive his sovereignly distributed gifts. The Holy Spirit is himself the down payment of the promised inheritance, and in this age indwells, guides, instructs, equips, revives, and empowers believers for Christ-like living and service.

## **ARTICLE 10 — God’s Reign: The Kingdom of God**

We believe that those who have been saved by the grace of God through union with Christ by faith and through regeneration by the Holy Spirit enter the kingdom of God and delight in the blessings of the new covenant: the forgiveness of sins, the inward transformation that awakens a desire to glorify, trust, and obey God, and the prospect of the glory yet to be revealed.

Good works constitute indispensable evidence of saving grace. Living as salt in a world that is decaying and light in a world that is dark, believers should neither withdraw into seclusion from the world, nor become indistinguishable from it: rather, we are to do good to the city, for all the glory and honor of the nations is to be offered up to the living God. Recognizing whose created order this is, and because we are citizens of God’s kingdom, we are to love our neighbors as ourselves, doing good to all, especially to those who belong to the household of God.

The kingdom of God, already present but not fully realized, is the exercise of God’s sovereignty in the world toward the eventual redemption of all creation. The kingdom of God is an invasive power that plunders Satan’s dark kingdom and regenerates and renovates through repentance and faith the lives of individuals rescued from that kingdom. It therefore inevitably establishes a new community of human life together under God.

## **ARTICLE 11 — God’s People: The Church**

We believe that God’s new covenant people have already come to the heavenly Jerusalem; they are already seated with Christ in the heavenlies. This universal church is manifest in local churches of which Christ is the only Head; thus each “local church” is, in fact, the church, the household of God, the assembly of the living God, and the pillar and foundation of the truth. The church is the body of Christ, the apple of his eye, graven on his hands, and he has pledged himself to her forever.

The church is distinguished by her gospel message, her sacred ordinances, her discipline, her great mission, and, above all, by her love for God, and by her members’ love for one another and for the world. Crucially, this gospel we cherish has both personal and corporate dimensions, neither of which may properly be overlooked. Christ Jesus is our peace: he has not only brought about peace with God, but also peace between alienated peoples. His purpose was to create in himself one new humanity, thus making peace, and in one body to reconcile both Jew and Gentile to God through the cross, by which he put to death their hostility.

The church serves as a sign of God’s future new world when its members live for the service of one another and their neighbors, rather than for self-focus. The church is the corporate dwelling place of God’s Spirit, and the continuing witness to God in the world.

## **ARTICLE 12 — God’s Sacraments: Baptism and the Lord’s Supper**

We believe that baptism and the Lord’s Supper are ordained by the Lord Jesus himself. Baptism is connected with entrance into the new covenant community of the church. The Lord’s Supper is connected with ongoing covenant renewal signifying communion with Christ and one another. Together they are simultaneously God’s pledge to us, divinely ordained means of grace, our public vows of submission to the once crucified and now resurrected Christ, and anticipations of his return and of the consummation of all things.

## **ARTICLE 13 — God’s Future: The Restoration and Renewal of All Things**

We believe in the personal, glorious, and bodily return of our Lord Jesus Christ with his holy angels, when he will exercise his role as final Judge, and his kingdom will be consummated. We believe in the bodily resurrection of both the just and the unjust—the unjust to judgment and eternal conscious punishment in hell, as our Lord himself taught, and the just to eternal blessedness in the presence of

him who sits on the throne and of the Lamb, in the new heaven and the new earth, the home of righteousness.

On that day the church will be presented faultless before God by the obedience, suffering and triumph of Christ, all sin purged and its wretched effects forever banished. God will be all in all and his people will be enthralled by the immediacy of his ineffable holiness, and everything will be to the praise of his glorious grace.

### **3. AMMENDMENTS**

As noted in our Articles of Incorporation, the Constitution functions as the basic confessional statement of belief around which Mercy Hill Church is formed. As such, it is not intended to be changed in substance, but provision is made in case greater clarity in wording is needed.

The Constitution may only be amended by a unanimous consensus of the Council of Elders and a subsequent three-quarters (3/4) affirmation of the voting membership of Mercy Hill Church. A quorum of 100% of the Council of Elders and 50% of eligible voting membership is required for such a vote.

### **4. GUIDING DOCUMENTS**

Mercy Hill Church stands in the tradition of the Reformation. As such, we look to Reformational documents like the *Westminster Confession of Faith* as well as *The Heidelberg Catechism* as trustworthy documents for understanding the “faith that was once and for all delivered to the saints” (Jude 3). They are, however, non-binding.

## — THE BY-LAWS OF MERCY HILL CHURCH —

### 1. INTRODUCTION

The following by-laws are designed to help our church operate in a biblically faithful manner. They are created with the intention to describe a church government which is faithful to the values of the Holy Scriptures while at the same time able to function effectively within the principles of law empowering modern corporate governance. In deference to the Holy Scriptures, voting is not favored as it is in corporate governance. The community of faith called the Church, as embodied in its various units of governance within this described structure, is expected to make decisions through consensus and affirmation as the Spirit enables.

Nonetheless, for the sake of clarity, certain provisions requiring a vote are maintained. However, when a consensus or affirmation is called for, the intention of these Bylaws is not to describe a formal process of voting per se, but rather a different method of decision-making. Once reached, a consensus decision shall become final when entered into the official minutes of the meeting. This standard shall provide for clarity in finality as to determining when a consensus has been reached following any discussion. Additionally, opportunities for affirmation are provided for so that the Church Partnership might join in the decisions made by Church Leadership. May the Spirit direct his church as to how the processes of affirmation and consensus, operating in the sphere of Christian love, may guide the local Church in following the Lord Jesus Christ.

### 2. NAME

The name of this organization shall be known is “Mercy Hill Church,” or may hereinafter be referred to as “Mercy Hill.”

### 3. AFFILIATION

Mercy Hill Church maintains the right to govern its own affairs. Recognizing, however, the universal communion of Christians and the benefit of wider association, Mercy Hill Church maintains the right to seek membership with any network of churches (i.e., a denomination) of like-mindedness in order to further the cause of Christ’s Kingdom as well as for mutual encouragement and accountability.

In order to seek membership, a unanimous consensus of the Board of Directors and and a majority (51%) affirmation of the eligible voting membership of the Mercy Hill. Fifty percent of the eligible membership of Mercy Hill Church shall be considered a quorum for such a vote.

Likewise, the Council of Elders may also seek to form relationships with other networks (e.g., church planting networks) and strategic ministries to further the cause of Christ. A simple consensus of the Council of Elders is required to form such connections and will be noted in the minutes.

### 4. MEMBERSHIP / PARTNERSHIP

#### **SECTION 1: Membership is a Covenant Partnership**

- (1) Membership at Mercy Hill Church is an intentional partnership in the gospel. The Apostle Paul once wrote, “I thank my God in all my remembrance of you, always in every prayer of mine for you all making my prayer with joy, because of your partnership in the gospel from the first day until now” (Philippians 1:3-5).

The idea of partnership entails fellowship and expresses the idea of uniting on a mutual mission, sharing the joys, burdens, and struggles along with sacrificing toward the end of common goals. In the New Testament, the picture of the church is not one of simply attending or going to church, but instead being the church. “And they devoted themselves to the apostles’ teaching and fellowship, to the breaking of bread and the prayers” (Acts 2:42).

Thus at Mercy Hill Church, we use the word “partnership” interchangeably with words like “membership” and “association” to indicate our unity in walking together in covenant with one another in the mission of the church to make disciples and plant churches.

- (2) “Covenant Partners” renew their membership once a year normally in our annual partnership renewal service, or in a meeting with an elder. The purpose of this renewal is both an aid to the Council of Elders in shepherding the flock as well as a benefit to our partners to keep the vision of Mercy Hill Church in view as well as their commitments.

## **SECTION 2: Members / Partners**

(1) The members of Mercy Hill Church are those...

- a. ...who have professed faith in the Lord Jesus Christ as their Savior and have received baptism in the name of the Father, the Son, and the Holy Spirit, together with their children who are of minor age, and
- b. ...who express a desire to be a disciple of the Lord Jesus and endeavor to live a holy life in keeping with Christ’s commands, and
- c. ...who have covenanted to partner with Mercy Hill by supporting the testimony of the church, sharing in the responsibility of the church, serving in the ministry of the church, and protecting the unity of the church, and
- d. ...who affirm their covenant membership by signing the “My Covenant with Mercy Hill Church” document, and
- e. ...who have been received as members of Mercy Hill by the Council of Elders and presented to the church as covenant partners.

(2) Other requirements (e.g., participation in a Partnership Class, interviews with an elder) may be added as necessary by the elders to maintain the health and purity of the congregation.

(3) Classification of Members

- a. Communicant Voting Members: All professing believers in the Lord Jesus Christ who have been baptized and are over the age of 18 and who have been received into membership by the Council of Elders.
- b. Non-Communicant Non-Voting Members: These are the children of believers of minor age who have not made a profession of faith and have not been admitted to the Lord’s Supper by the Council of Elders.
- c. Communicant Non-Voting Members: These are the children of believers who have made a profession of faith in Jesus and have been admitted to the table by the Council of Elders, but are not 18 years of age and thus are not eligible to vote.
- d. Associate membership: Any person who is currently a member of another church in another city or state or country, yet through temporary relocation resides in our community (e.g., a student or a visiting professor) and seeks to come under the spiritual oversight of Mercy Hill Church may do so. Associate members are not eligible to vote at Mercy Hill since their primary membership is with another church.

### **SECTION 3: TERMINATION OF MEMBERSHIP / PARTNERSHIP**

Members may be removed from membership / partnership status by the Council of Elders for any of the following reasons:

- (1) Death
- (2) Choosing to not renew their membership annually
- (3) Transfer of membership to another church.
- (4) Withdrawal of membership. In order to do so, a member must normally provide a written letter to the Council of Elders.
- (5) Dismissal by church discipline as outlined below in Section 4.

### **SECTION 4: CHURCH DISCIPLINE**

Discipline is the exercise of authority given the Church by the Lord Jesus Christ to instruct and guide its members, to promote its purity and welfare, and to reclaim those who stray. Therefore all baptized persons, being members of the Church, are subject to its discipline and entitled to the benefits thereof.

The power which Christ has given to His Church is for building up, and not for destruction. It is to be exercised under a dispensation of mercy and not of wrath.

Application of church discipline shall be consistent with the biblical principles outlined in Matthew 18:15-18. The elders oversee the disciplinary process in service to the church as described below.

- (1) Offenses Addressed. General categories of offense in Scripture which may result in church discipline include:
  - a. Divisiveness (Titus 3:9-11; Romans 16:17-18; Hebrews 13:17)
  - b. Scandalous immorality (1 Corinthians 5:9-11, 6:9-10; Exodus 20:12-17)
  - c. Rejecting core doctrines of the Christian faith (1 Timothy 1:19-20, 6:3-5; 2 John 9-11)
- (2) Methods Used. Matthew 18:15-16 outlines the approach to bring about reconciliation between individuals when offenses occur. If this is unsuccessful, then those who sought the offender's repentance may come to the Council of Elders. The Elders, in turn, are to follow the general procedures below to ensure order.

The Elders will not entertain anonymous accusations. Except in extreme cases, the person accused of sin has the right to face and answer his or her accusers. Any charges against an Elder must be supported by two or more witness (1 Timothy 5:19) as well as provided in writing

Each of the four following steps represents a separate phase of church discipline; the time required for each depends upon the particular circumstances. Each step in the process below will be documented in writing and will include all pertinent information (e.g. history, proven offenses, expectations, actions taken).

- a. Investigation: The elders are to conduct an investigation to determine if the accused is guilty of the charges. If the charges are proven false, then appropriate exhortation will be given to the parties so that reconciliation can occur. If the charges are proven (whether by confession or by witnesses), admonition is to be initiated.
- b. Admonition: Admonition is the formal reproof of an offender by the Council of Elders and includes a description of the unacceptable behavior with a call to repentance along with the

accompanying fruits; a procedure for monitoring the behavior over a specified period of time, and a warning that public admonition (2 Thessalonians 3:14-15) or excommunication could follow if the behavior is not corrected. If satisfactory changes occur, the Elders may discontinue further monitoring. Other disciplinary measures, short of excommunication, may include suspension from the Lord's Supper for a time, limitation of ministry opportunities including suspension from the office of elder, and public admonition.

- c. Excommunication: If admonition and monitoring fail in correcting the unacceptable behavior, excommunication will occur. This action excludes the offender from the Lord's Table indefinitely. The church will be informed by the Elders of the reasons for this decision, and will explain the duty of all members relative to the offender. The excommunicated member is removed from fellowship (1 Corinthians 5:11-13) and treated as an unbeliever (Matthew 15:17-18). If the excommunicated member withdraws from any further involvement with the Elders and begins attending another church, the Elders are obliged to inform the new church of the offender's status.
- d. Restoration: When the excommunicated person genuinely repents, restoration begins. Restoration is a process that restores an offender to the full privileges that were withdrawn during excommunication and disfellowship. This will only occur if the Elders are satisfied that full repentance is a reality. The church will then be informed of the excommunicated person's restored status and will exhort the church of the duty of all members relative to the restored person (2 Corinthians 2:5-11).

## 5. MEETINGS OF THE CONGREGATION

- (1) The Council of Elders shall call a congregational meeting once a year for the purpose of submitting a budget to the congregation for the fiscal year. This budget is approved by the Council and presented as information, though the Council may ask for the affirmation of the congregation.

The Council of Elders may from time to time call a congregational meeting for the purposes of nominating and electing elders, purchasing property, etc, or simply as they deem necessary. In such cases requiring a vote, a quorum of 25% of eligible voting members will be required and two weeks notice will be given publicly.

- (2) The lead pastor shall be the moderator of congregational meetings by virtue of his office and role as moderator of the Council of Elders. If it should be impractical or inexpedient for him to preside, or if there is no pastor, the Council shall appoint one of their number to call the meeting to order and preside.

## 6. VOTING

- (1) Occasions for Congregational Voting

- a. Nominations of candidates for eldership
- b. Affirmation of approved elder candidates for installation
- c. Purchases of land and real estate
- d. Amendments to the articles of incorporation, constitution, and by-laws

- (2) Quorum: All matters of voting shall be determined by a majority vote unless otherwise specified in the articles of incorporation and by-laws.

## 7. THE COUNCIL OF ELDERS

The senior leadership of Mercy Hill Church shall be vested in a governing board of elders, hereinafter referred to as the “Council of Elders” (1 Timothy 4:14) or “Council” or simply “the elders.” This Council is composed of both paid and unpaid elders who are entrusted with the responsibility for shepherding the congregation under the Great Shepherd of the sheep, the Lord Jesus Christ (Hebrews 13:20-21).

### SECTION 1: QUALIFICATIONS

- (1) To be considered for the office of elder, a man must have been called by God into leadership at Mercy Hill Church (cf. Acts 20:28) and be a man of the highest Christian character according to the qualifications of Scripture as outlined below (see 1 Timothy 3:1-7; Titus 1:5-9):
  - 1) Relation to God
    - a. A man — a masculine leader
    - b. Above reproach—without any character defect
    - c. Able to teach — an effective teacher of the Scriptures either in public or in personal interactions
    - d. Not a new convert — a mature Christian
  - 2) Relations to Family
    - a. Husband of one wife — sexually pure, and if married, he must be a one-woman man
    - b. Faithful father — if he is a parent, he shepherds his children
    - c. Manages family well — provides for, leads spiritually, loves well
  - 3) Relation to Self
    - a. Temperate — mentally and emotionally stable
    - b. Self-controlled — disciplined life of sound decision-making
    - c. Not given to drunkenness — without harmful addictions
    - d. Not a lover of money — financially content and upright, not greedy but generous
  - 4) Relation to Others
    - a. Respectable — with following and imitating
    - b. Hospitable — welcomes others into his life, especially for purposes of evangelism and discipleship
    - c. Not violent — even-tempered
    - d. Gentle — kind, gracious, loving
    - e. Not contentious — peaceable, not quarrelsome or divisive
    - f. Good reputation with outsiders — respected by non-Christians
- (2) In addition to embracing our Constitution which outlines our basic system of doctrine, an elder must embrace the theological distinctives contained in the document, “We Affirm: The Theological Distinctives of Mercy Hill Church.”
  - 1) Like our Constitution, “We Affirm: The Theological Distinctives of Mercy Hill Church” are not intended to be changed in substance, but provision is made in case greater clarity in wording is needed. It may be changed only by unanimous consent of the full Council of Elders. A quorum of 100% of the Council of Elders is required for such a vote.

### SECTION 2: ELDER DESIGNATION AND ROLES

- (1) The Scriptures teach that the office of elder goes by certain titles such as “elder” (Acts 20:17; Titus 1:5), “overseer” (Acts 20:28; 1 Timothy 3:1ff; Titus 1:7), or even simply “your leaders” (Hebrews 13:17). Together these terms indicate a position of a shepherd who watches over the church and oversees the work that God has entrusted to her. This is an office of spiritual authority in which the elders call upon the flock under their care to follow the teaching and ways of Christ.

- (2) Mercy Hill Church follows the New Testament pattern of local church leadership with a plurality of elders (i.e., a “presbyterian” form of church government, taken from the New Testament word for elder: presbyteros).
- (3) Generally, though there is parity among elders, there is a distinction within the office of elder: “Let the elders who rule well be considered worthy of double honor, especially those who labor in preaching and teaching” (1 Timothy 5:17). Mercy Hill Church thus uses the terms “ruling elder” and “teaching elder,” the latter generally used to describe those elders who are involved in full-time ministry (popularly referred to as “pastors”).

### **SECTION 3: RULING ELDER SELECTION.**

The process of becoming a ruling elder involves at least the following steps:

- (1) He must be a member in good standing at Mercy Hill Church for at least a period of one year who has demonstrated the calling, character, and competency of an elder, together with the chemistry that comes with embracing the purpose and mission of the church.
- (2) Members of the congregation may nominate a man from among the membership who they believe exhibits these qualities. A minimum of three nominations are required for validation of nomination.
- (3) His nomination must be approved by the Council of Elders without objection. If accepted as a nominee, the man will undergo a period of training and testing which includes whatever may be deemed necessary by the Council of Elders to enhance the nominee’s understanding of the responsibilities of an elder as well as equip him for service.
- (4) Upon completing his training and testing process, the man must be approved by all the elders without objection. He will then be introduced to the members of Mercy Hill Church as an elder candidate who has met the criteria of an elder.
- (5) Once approved, the Council of Elders will present and commend the candidate to the congregation. Anyone within the church having a concern regarding the man’s qualifications will have two weeks to notify the elders who can investigate the matter to determine if there is any legitimate reason to disqualify the candidate. If no concerns are raised, or if raised and investigated and found to be without merit, the Council will set a date for the congregation to affirm the candidate as an elder (no less than two weeks notice will be given).
- (6) The unanimous consensus of the Council of Elders and a congregational affirmation (indicated by a simple majority vote of eligible members at a congregational meeting) are required prior to the installation of an elder.
- (7) If approved, the man will be installed / ordained to the office of elder by the laying on of hands and of prayer, after which he shall be considered a member of the Council of Elders at Mercy Hill Church.
- (8) The Task Force of MHC, which serves as a temporary Council of Elders while MHC is being established, may appoint appoint godly men from within MHC to serve as elders.

### **SECTION 4: PASTORS**

- (1) “Pastors” is a term popularly given to designate elders who are involved in full-time teaching and preaching. Generally speaking, pastors are teaching elders who have devoted specific time for training for full-time ministry by studying the Scriptures and preparing for pastoral responsibilities.

- (2) The Council of Elders may call a man to serve with them in the role of a pastor / teaching elder. In the process of interviewing, they will examine his the calling, character, and competency in the Scripture and Christian theology, as well as his chemistry in fitting the purpose and mission of the church. The elders, at their discretion, may also acknowledge his ordination received in another church or denomination. A unanimous consensus of the Council of Elders is needed to present a call to the congregation for approval.
- (3) Upon presentation to the congregation for approval, the Council of Elders will seek affirmation of the call from members of the congregation eligible to vote. A simple majority is needed to make the call official.
- (4) The Council of Elders will install the man into the office of teaching elder by the laying on of hands with prayer, after which he will be considered an ordained and licensed minister of the Gospel of Jesus Christ.

## **SECTION 5: ELDER SERVICE**

- (1) The term of office for a ruling elder is generally for three years, after which he may rotate off for a sabbatical. In some occasions, a ruling elder may serve consecutive terms (but no more than two consecutive terms). In such cases, unanimous approval by the Council of Elders with a majority affirmation of the members of Mercy Hill Church is needed.
- (2) If the Council of Elders determine that an elder needs a leave of absence due to a legitimate reason (e.g., an illness, tragedy, etc.), then that elder can transition to an inactive, non-voting status for a period of time set but the Council.
- (3) To resign from the Council of Elders, an elder must notify the Council of his intentions in the form of a letter of resignation, which he will give to the lead elder who will then distribute to the Council.
- (4) Any credible charge made against an elder of moral impropriety, doctrinal error, or anything else that could displease the Lord or bring harm Mercy Hill Church, shall be investigated by the Council of Elders. During the investigation, the elder in question shall not be allowed to vote on any church matters and shall be placed on temporary leave. If the Council finds credible evidence of wrongdoing, the elder in question shall be tried by the elders according to the criteria of Scripture (e.g., James 3:1; 1 Timothy 5:19–21).

A three-fourths vote of the remaining elders is necessary in order to find an elder guilty of the charges. If such a verdict is rendered by the remaining elders, the consequences for such a finding shall be determined by the remaining elders, with any action (up to and including removal) requiring another three-fourths vote of the remaining elders. In such instance, the members of Mercy Hill shall be notified in a member's meeting of the process and results.

## **SECTION 6: GOVERNANCE OF THE COUNCIL OF ELDER**

- (1) Our Council of Elders functions as the leadership team for Mercy Hill Church setting the pace for ministry and mission. The lead pastor serves as the point man (i.e., the moderator) of the Council. In the event when there is no lead pastor, an assistant pastor can serve in this role. In the event that there are no pastors, the elders may elect a fellow elder to moderate the meetings of the Council.
- (2) The Council of Elders may structure and organize themselves however they deem necessary for the sake of simplicity, clarity of communication, and efficiency of organization, according to the needs of the church and the size of the Council of Elders so long as it preserves the plurality of elders and the doctrinal and character requirements for elders articulated in this document.

- (3) Quorum. The lead pastor along with two ruling elders if there are three or more constitutes a quorum, or one ruling elder if there are fewer than three, together with the pastor. When the church has no pastor, a quorum is three ruling elders if there are five or more, or two ruling elders if there are less than five ruling elders. In no case may the Session conduct its business with fewer than two present.
- (4) If at any time there are less than three persons on the Council, the congregation may elect if necessary, from among the voting members, individuals who will temporarily serve as directors of the church for the purpose of carrying out any required corporate business only. The terms of such temporary directors shall expire when sufficient elders have been elected and ordained to bring the number of the Council to three or more.
- (5) To promote efficient handling of the work of ministry, the Council of Elders may appoint various committees from within its membership, staff, and the membership at large. These committees shall perform tasks in accordance with the duties and with powers specifically delegated but the Council of Elders, and for the period of time so specified.
- (6) The church may appoint Trustees who shall be responsible for executing any documents required for the acquisition and disposition of church property. All Trustees shall be members of the Council, and shall be elected by the congregation at a duly called congregational meeting.

## **8. Church Records**

The Council of Elders shall keep the following records: (1) minutes of its meetings which are open to the public; (2) minutes of its executive meetings which are closed to the public due to sensitive pastoral issues; (3) rolls of membership (communing, non-communing, and voting) with dates of their reception; (4) resolutions adopted by the Council; (5) appropriate accounting records; (6) articles related to incorporation and all amendments to them currently in effect; (7) its constitution and all amendments to them currently in effect; (8) its bylaws or restated bylaws and all amendments to them currently in effect.

## **9. FISCAL YEAR**

The fiscal year of the corporation shall be January 1 through December 31.

## **10. Compensation**

No compensation shall be paid to elders unless a resolution authorizing such remuneration shall have been adopted by the corporation before the services were rendered. The elders have the freedom to hire assistants or office staff without seeking congregational approval, but the congregation should be informed of such decisions. All staffing costs are reflected in the annual budget.

## **11. INDEMNIFICATION**

**SECTION 1: MANDATORY INDEMNIFICATION:** If a legal claim or criminal allegation is made against a person because he or she is or was an elder, employee, or agent of the church (or former elder, employee, or agent of the church), the church shall provide indemnification against liability and costs incurred in defending against the claim if the elders determine that the person acted (a) in good faith, (b) with the care an ordinarily prudent person in a similar position would exercise under similar circumstances, and (c) in a manner the person reasonably believed to be in the best interest of the church, and the person had no reasonable cause to believe his or her conduct was unlawful. The church shall purchase appropriate insurance to meet these potential liabilities.

**SECTION 2: PERMISSIVE INDEMNIFICATION:** At the discretion of the elders, the church may also indemnify any person who acted in good faith and reasonably believed that his or her conduct was in the church's best interest and not unlawful.

## **12. AMMENDMENTS**

These by-laws may be amended by a unanimous consensus of the Board of Directors along with a majority affirmation of the voting membership of the Mercy Hill. A quorum of twenty-five percent of the eligible voting membership of Mercy Hill Church shall be considered a quorum for changes to the by-laws.