

COLLIN COUNTY LIGHTHOUSE CHRISTIAN
FELLOWSHIP CHURCH, INC.

BYLAWS

ARTICLE I: VISION, PURPOSES, PREROGATIVES

1.01 Right of Self-government. This church shall have the right to govern itself according to the standards of the New Testament scriptures, "endeavoring to keep the unity of the Spirit in the bond of peace. . . till we all come in the unity of the faith and/or the knowledge of the Son of God, unto a perfect man, unto the measure of the stature of the fullness of Christ." Ephesians 4:3-13.

1.02 Prerogatives. This church shall implement its New Testament Christianity commissioned by the following prerogatives:

- a. To administer the regular ordinances defined in Article II of these Bylaws;
- b. To establish and maintain such departments, institutions and services within the Fellowship for the propagation of the gospel and its work embraced by the purposes of this corporation;
- c. To examine candidates for the ministry, and to license, commission and ordain those who shall have been approved by the Elder Board
- d. To designate its own officers, to appoint committees, to arrange for its own meetings, and to govern itself in accordance with the Constitution and Bylaws herein and after defined;
- e. To establish and define policy by which it shall be governed; f. To take such other and further actions and prerogatives as may be necessary or appropriate to implement and operate its New Testament commission.

1.03 Enumerated Purposes. This church shall be organized and operated exclusively for religious purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, or any superseding section in order to, but not limited to:

- a. Minister the Word of God;
- b. Minister the Gifts of the Holy Spirit;
- c. Conduct a regular religious worship service through various forms of ministries;
- d. Promote and encourage, through the ministries of the organization, cooperation with other organizations ministering within the community;
- e. Utilize all available media and vehicles of broadcast, communication, and expression for the purpose of advancing the Gospel and the tenets of our faith.

f. To conduct a local church by the direction of the Lord Jesus Christ and under the leadership of the Holy Spirit in accordance with all the provisions as set forth in the Holy Bible;

g. To maintain local church facilities;

h. To conduct a school for Gospel ministry training;

i. To license and ordain qualified individuals;

j. To provide Church School or any other type of school for the religious educational instruction of anyone under the direction of the church;

k. To provide facilities for a day childcare center;

l. To provide leadership training;

m. To provide for missions and other outreach programs;

n. To provide a center for the development of Christian dance and arts;

o. To fulfill the call of the Lord Jesus Christ to care for one another including operating a food bank and providing benevolence to those in need.

p. To undertake such other and further purposes as may be necessary to fulfill the calling of Lighthouse Christian Fellowship Church.

ARTICLE II LEADERSHIP: BOARD OF ELDERS

Lighthouse Christian Fellowship Church, "LCF", shall be governed by a Board of Directors, otherwise known as the Board of Elders.

2.01 Definitions.

a. **Governing Elders.** Governing Elders are current members of the Board of Elders who are actively serving their elected terms.

b. **Non-Governing Elders.** When a Governing Elder steps off the Board of Elders either because their current term has been completed or because they request to be relieved of their duties prior to the completion of their term, they become Non-Governing Elders.

2.02 Qualifications. Governing Elders shall meet the following requirements, as well as meet the qualifications in Acts 14:23, I Tim. 3:1-7; Titus 1:5-9.

a. **Called.** Governing Elders shall be men who are gifted, called, and available for the role of Elder as represented in scripture and outlined in these bylaws.

b. **Vision.** Governing Elders shall wholeheartedly embrace and model the mission and ministry values of Lighthouse Church.

c. Doctrine. Governing Elders shall wholeheartedly embrace and model biblical doctrine as expressed in our Statement of Faith. (See Attachment A.)

d. Membership. Governing Elders shall be Members in good standing of Lighthouse Christian Church (see Attachment B).

2.03 Responsibilities. Governing Elders shall carry out the following responsibilities:

a. Personal Support. Governing Elders shall encourage, provide for, protect, and pray for the lead Pastor, staff and the church body, at large.

b. Wise Counsel. Governing Elders shall provide mature leadership and experience to help discern God's direction in matters that challenge the staff and the church, at large.

c. Ministering to and Shepherding the Flock. The Governing Elders in conjunction with other staff and ministry leaders in the body shall be responsible for shepherding the members of the congregation as well as participating in and/or leading various ministry efforts within the body.

d. Oversight. Governing Elders have final authority and responsibility to govern and oversee the operations and ministries of LCF. The Governing Elders normally limit their decisions to matters affecting the church at the highest corporate levels. Specifically, the Elders must approve decisions in the following areas:

1. Bylaws. Additions or changes to the by-laws.

2. Doctrine; Additions or changes to the Statement of Faith.

3. Ministry; Additions or changes to statements of vision, mission, or ministry values.

4. Finances/Regulations; Total budgeted expenditures for each budget cycle; the purchase/sale of real property; adopt regulations, not inconsistent with these bylaws, for the management of the organization's business and affairs.

5. Pastoral Staff; Evaluation, compensation, termination, and succession of the lead Pastor.

6. Ordination; Ordain (or license) qualified people to the ministry.

2.04 Number and Composition of Board of Elders. The number of members who shall constitute the Board of Elders shall be a minimum of five Governing Elders.

2.05 Selection and Term of Office. The Board of Elders shall examine all possible candidates of whom they are aware and shall pray and discuss the matter as deemed necessary. The Board of Elders will dialogue with each potential candidate as needed

to determine if he meets the spiritual qualifications (outlined in Section 2.02) and truly "aspires to the office" of Elder.

a. Selection. The Board of Elders shall follow the following process in electing new Governing Elders. This process may be carried out at any time the Board of Elders deems it necessary to select a new elder.

1. A verbal and written announcement will be made requesting that members make known to the Board of Elders the names of men who they believe meet the qualifications of Elder

2. A list of all men who the Board of Elders believe should be appointed to serve as Elder and are willing to serve in this capacity will be posted. This list will be available in the church bulletin as well as on other media sources the church uses to communicate with members.

3. Members of LCF will have the opportunity to communicate with any Governing Elder regarding the qualifications of those on the list. If one believes that a particular man is not qualified, or if they are in possession of information that would render the individual unsuited for service in this office, they should make this known to any one or several of the Governing Elders. Every reasonable effort will be made to keep this information in confidence. No objections to any particular Elder candidate will be accepted beyond one month after the names of the candidates are posted. The Board of Elders will prayerfully process this information and perform due diligence to determine if the concerns expressed regarding a particular candidate are true and relevant.

4. From this list, The Board of Elders will elect new Governing Elders to the Board at a regular meeting, or special meeting, to fill seats being vacated by Governing Elders who will be stepping down at the end of their term or to fill additional seats on the Board as deemed necessary. Governing Elders will be selected by unanimous vote of the Board of Elders.

5. A final list of new Governing Elders will be presented to the membership of Lighthouse Church for their installation at a specially called meeting of the members.

6. This is the opportunity to celebrate the incoming Elders as determined by the current Board of Elders, in accordance with the church's By-Laws.

b. Terms. Terms for Governing Elders will begin at the time of their installation.

1. Governing Elders. Governing Elders will serve in this capacity a minimum of five years, but no more than eight years per term, and will be eligible for re-election after a one-year layoff. Elders may be asked to extend their service due to extenuating circumstances. Extenuating Circumstances may include, but are not limited to, current discussions of importance that the outgoing Elder is intimately involved with, discussions that require the specific experience/expertise of the outgoing Elder, another Elder (whose term has not expired) is unable to continue serving for personal or other reasons. Such extension of time will be discussed with the other Elders at a called meeting and a time certain extension period will be established.

2. Staff Governing Elders. The Lead Pastor is a permanent member of the Board of Elders.

3. A Governing Elder who otherwise would rotate off the Board of Elders following his minimum of five years and a maximum of eight year term may be retained for another year if it is determined by a majority vote of the other Governing Elders to be in the best interest of the church.

4. Ratio of non-Staff to Staff Elders. At all times the ratio of non-Staff to Staff Elders shall be a minimum of 60% (rounded to the nearest whole number).

2.06. Duration of Eldership. Once ordained as a Governing Elder, the person remains an Elder (whether governing or non-governing) for life unless they are removed or leave LCF.

2.07. Removal/Vacancies. A Governing Elder shall be subject to removal by unanimous vote, with or without cause, at a regular scheduled meeting or a special meeting called for that purpose. A unanimous vote is to consist of all governing Elders, except in the case of removal of an Elder. The Elder in question cannot vote. Any vacancy that occurs on the Board of Elders, whether by death, resignation, removal or any other cause, may be filled by following the process of selection as outlined in Section 2.05a above. At the time an Elder is selected to fill a vacancy the remainder of that year shall count as the first year of his term.

2.08. Quorum. To conduct official business at any regular or specially called meeting of the Board of Elders at least 70% of the Elders are required to be present, (in person, or by telephone or video conferencing) provided that the ratio of Staff to non-Staff Elders is correct. If a quorum shall fail to attend any meeting, a majority of the Elders present may adjourn the meeting to another place, date, or time. The new meeting place, date, and time will be provided to all board members by at least 5 days notice before the rescheduled meeting.

2.09. Procedures. The vote of a majority of the Elders present at a properly called meeting at which a quorum is present shall be the act of the Board of Elders, unless the vote of a greater number is required by law or by these by-laws for a particular resolution. In the case of a tie vote, the Lead Pastor has the authority to break the tie. The Board shall keep written minutes of its proceedings in its permanent records. Action may be taken by the Board of Elders without a meeting if a majority of members thereof consent thereto in writing, or other means deemed appropriate by the Board (i.e. email), and the results are filed with the minutes of the following proceedings of the Board of Elders.

2.10. Action by Elders Without Meeting. Any action required to be taken at a meeting of the Board of Elders, or any action which may be taken at a meeting of Elders or of a committee of Elders, may be taken without a meeting if a consent in writing, setting forth for the action to be taken, shall be signed by all the Elders entitled to vote with respect to the subject matter thereof, or a majority of the members of the committee, as the case may be. Such consent will have the same force and effect as a regular vote. Electronic mail shall constitute an acceptable means of digital signature for actions taken within the meaning of this paragraph.

Each written consent shall bear the date of the signature (including electronic signature) of each Elder or committee member who signs the consent. A written consent signed by less than a majority of the Board of Elders or committee members is not effective to take the action that is the subject of the

consent unless, within sixty (60) days after the date of the earliest dated consent delivered to the Corporation in the manner required by this section, a consent or consents signed by the required number of Board of Elders or committee members is delivered to the Corporation at its registered office, registered agent, principal place of business, transfer agent, registrar, exchange agent, or an officer or agent of the Corporation having custody of the books in which proceedings of meetings of Board of Elders or committees are recorded. Electronic delivery is acceptable.

Prompt notice of the taking of any action by the Board of Elders or a committee without a meeting by less than unanimous written consent shall be given to all Elders or committee members who did not consent in writing to the action.

2.11. Committees. To the extent permitted by law, the Board of Elders may appoint from its members a committee or committees, temporary or permanent, and designate the duties, powers and authorities of such committees. Action may be taken by a committee without meeting if a majority of members thereof consent thereto in writing, or other means deemed appropriate by the committee (i.e. email), and the results are filed with the minutes of the following proceedings of the committee.

2.12. Amendments to Bylaws. A quorum of Governing Elders must be present at a regularly scheduled meeting, or a specially called meeting, to amend the bylaws. A unanimous vote is required. A unanimous vote is to consist of all governing Elders, except in the case of removal of an Elder. The Elder in question cannot vote. The text of the proposed change shall be distributed to all board members at least ten (10) days before the meeting. Further, the Board of Elders shall have the power to appoint a Bylaws Committee which shall have the power to adopt such revisions to the bylaws as are, in its judgment, non-substantive modifications or clarifications, reorganization or renumbering, or revisions made necessary because of punctuation, spelling, or other errors of grammar or expression. The action to revise may be taken by motion acted upon in the same manner as any other motion before the committee. Such revisions shall be effective immediately and shall be permanent subject to revocation by the Board of Elders at any duly called meeting. The Board of Elders shall be made aware of revisions and supplied with the updated version of the bylaws no later than the next regularly scheduled meeting.

ARTICLE III LEADERSHIP: OFFICERS

3.01. Officers. The officers of the Board of Elders shall consist of at least a President, Vice President, Chairman, Secretary, and Treasurer. Other senior or subordinate officers may from time to time be elected by the Board of Elders. Officers, other than that of President, shall be elected by majority vote by the Board of Elders, which shall consider that subject at its first meeting after January 1 of each year or as deemed necessary. Each officer shall hold his office until his successor is elected and qualified or until his earlier resignation or removal. Any number of offices may be held by the same person. Officers may include but not be limited to:

a. President. The office of President shall be permanently held by the Lead Pastor, who shall be the chief executive officer of the organization. Subject to the provisions of these bylaws and to the direction of the Board of Elders, he shall have the responsibility for the general management and control of the affairs and business of the organization and shall perform all duties and have all powers which are

commonly incident to the office of chief executive or which are delegated to him by the Board of Elders. He shall have power to sign all contracts and other instruments of the organization which are authorized. He shall have general supervision and direction of all of the other officers and agents of the organization. The President has the authority to convene special meetings of the Board of Elders.

b. Vice President(s). Each Vice President shall perform such duties as the Board of Elders shall prescribe. In the absence or disability of the President, the Vice President who has served in such capacity for the longest time shall perform the duties and exercise the powers of the President. The Vice President has the authority to convene special meetings of the Board of Elders.

c. Secretary. The Secretary shall issue all authorized notices for, and shall keep minutes of, all meetings of the members and the Board of Elders. He shall have access to the corporate records and shall have the authority to certify any records, or copies of records, as the official records of the organization. He shall exercise and perform such other powers and duties as may be from time to time assigned to him by the Board of Elders.

d. Treasurer. The Treasurer shall have the custody of all monies and securities of the organization and shall keep regular books of account and shall have charge of the corporate records. He shall oversee such disbursements of the funds of the organization as are proper and shall render from time to time an account of all such transactions and of the financial condition of the organization.

e. Chairman. The office of chairman shall be held by a non-staff Governing Elder, and is responsible to convene meetings, as well as, special meetings and in conjunction with the Lead Pastor (President), set the meeting's agenda. The Chairman is also responsible to maintain close relationship and connection with the Lead Pastor, to ensure effective board-staff coordination, and exercise and perform such other powers and duties as may be from time to time assigned to him by the Board of Elders.

3.02. Delegation of Authority. The Board of Elders may from time to time delegate the powers or duties of any officer to any other officer or agents, notwithstanding any provision hereof.

3.03. Removal or Vacancy. The Board of Elders shall have the power to remove an officer or agent of the organization without cause. Any vacancy that occurs for any reason may be filled by the Board of Elders.

3.04. Election and Term of Office. The officers shall be elected annually by the Board of Elders at the first meeting of the Board of Elders. Each officer shall serve a one-year term or until a successor has been elected and qualified. Officers can serve consecutive terms as deemed necessary by the Board of Elders.

3.05. Compensation. Elders, as such, shall not receive any stated salary for their services, but by the resolution of the Board of Directors a fixed sum and expenses of attendance, if any, may be allowed for attendance at any meeting of the Board. An Elder shall not be precluded from serving the Corporation in any other capacity and receiving compensation for such services. Members of committees may be allowed similar compensation and reimbursement of expenses for attending committee meetings.

3.06 Duties and Responsibilities.

a. Review and approve the annual budget, which shall constitute approval of all budgeted items, including all compensation. Approval of the budget by the Board of Elders shall be no later than January 31st of the budget year.

b. Approve any single expenditure that exceeds five percent (5 %) of the prior calendar year of the total Church revenue.

c. Perform those other tasks and duties as may be assigned by these bylaws, the Articles of Incorporation.

3.07. Delegation. The Board of Elders may appoint a task force or task forces made up of elders and/or congregation members to perform any function or duty assigned by these By-Laws. Such delegation shall be in writing and shall specify the function or duty to be performed by the task force. The written delegation shall be made a part of the minutes of the corporation. In the event of such a delegation the task force shall act in the full authority and capacity of the Board of Elders in the limited area of the delegation. The secretary of the corporation shall be responsible to see that minutes of meetings of all such task forces shall be kept, approved by the full Board of Elders, and incorporated into the corporate minute book. The Board of Elders may issue guidelines, policy statements, or the like that it deems necessary under the circumstances for the empowerment, direction, structuring, or functioning of such task forces. However, no such task force shall have the authority of the Board of Elders in reference to amending, altering, or repealing, the Bylaws; electing, appointing, or removing any Elder or member or officer of the corporation; amending the Articles of Incorporation; adopting a plan or merger or adopting a plan of consolidation with another corporation; authorizing, the sale, lease, exchange, or mortgage of any of the property and or assets of the corporation; authorizing the voluntary dissolution of the corporation or revoking proceedings therefore; adopting a plan for the distribution of the assets of the corporation; 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 task force. The designation and appointment of any such task force and the delegation thereto of authority shall not operate to relieve the Board of Elders or any individual Elder of any responsibility imposed.

3.08. Conflict of Interest. An Elder of this corporation shall not be disqualified by his office, from dealing or contracting with this corporation, either as a service provider or product provider, or other-wise, nor shall any transaction or contract of this corporation be void or voidable by reason of the fact that any Elder or any firm of which any Elder is a shareholder, officer or Director, is in any way interested in such transaction or contract. Any such interested Elder shall be counted in determining whether a quorum exists at Elders meetings and may vote with the same effect as disinterested Elder provided that any such interested Elder shall disclose the nature of his interests to the Board of Elders, who may not be similarly interested.

3.09. Waiver of Notice. Whenever any notice is required to be given under the laws of the State of Texas or under the provisions of the Articles of Incorporation or these By-Laws, a waiver of such notice in writing signed by the person or persons entitled to receive the notice, whether before or after the meeting, shall be deemed equivalent to actual receipt of the notice.

ARTICLE IV LEADERSHIP: STAFF

Under the oversight, counsel, and personal support of the Governing Elders, the Lead Pastor and his staff are responsible to lead the church to live out its mission and values.

4.01. Definition. The Lighthouse staff is a team of paid full-time and part-time ministry leaders and administrative and resource personnel led by the Lead Pastor. The staff is charged with the primary responsibility and authority to lead the church to embrace its doctrine, live its values, and fulfill its mission. While the Lead Pastor and staff are finally and fully accountable to the Board of Elders, the Lead Pastor and staff are the ones the church recognizes as chosen, commissioned, and empowered by God to provide the ongoing direction, equipping, and care so that Lighthouse Church fulfills its mission.

4.02. Responsibilities. Under the leadership of the Lead Pastor, the staff shall be responsible for the following:

a. Doctrine, Mission, Values. The Lead Pastor and staff shall embrace, model, and champion the mission and ministry values of LCF as adopted by The Elder Board.

b. Policy. The Lead Pastor and staff shall follow the policies and procedures, as directed by the Elder Board, needed to provide clear organizational direction and order.

c. Ministry. The Lead Pastor and staff shall train and equip the body as needed to fulfill the church's mission and ministry values.

d. Finances. The Lead Pastor and staff shall propose for Governing Elder approval regular corporate budgets. They shall limit total spending to the approved total budgeted expenditures. They shall keep the Governing Elders advised on the overall corporate financial condition. They shall manage all assets in a way that reflects good stewardship and preserves high standards of the Christian Faith

e. Personnel. The Lead Pastor with the assistance of the staff shall select, organize, supervise, hire (as needed), and terminate (when necessary) all employees and volunteers required for effective ministry at Lighthouse.

4.03. Terms.

a. Lead Pastor. Terms will be at the discretion of the Board of Elders.

b. Staff. Terms will be at the discretion of the Lead Pastor with advisement of the Board of Elders. Includes all ministry, administrative, and resource personnel.

ARTICLE V: LEADERSHIP

5.01. Deacons

a. Number. The elders shall have the sole authority to appoint the number of deacons to meet the permanent and short-term needs of the church.

b. Qualifications and Definition. Deacons may be men or women, who meet the qualifications as specified in 1 Timothy 3:8-13.

c. Election Term. Deacons will serve a term of three to five years with a year off between terms.

d. Responsibility. The responsibility of the deacons is not explicit within the biblical text. The overall responsibility of the deaconate is to assist the elders in their service and equipping functions.

e. Vacancies. If a deacon is removed from service, either voluntarily or involuntarily, the appointment of a successor deacon is under the sole authority and discretion of the elders.

f. Appointments and Confirmation. The elders shall have the sole authority to appoint deacons. The elders shall communicate prospective deacons to the church no less than twenty-one (21) days prior to an elder vote. Comments received from the church will be considered on a case-by-case basis. Confirmation of deacons will be at the final discretion of the elders and requires a passing vote.

g. Removal of Deacons. Any deacon may be removed from office with or without cause. A written notice of proposed removal of any deacon shall be given to the Secretary and Chairman of the Elder Board at least ten (10) days prior to the meeting at which an action to affect such removal is to be taken to ensure that the deacon is given a reasonable opportunity for defense. The deacon shall have the opportunity to answer the charges in the presence of his or her accusers but shall not be present during the discussion and vote on his or her removal. Removal of a deacon requires a majority vote of the elders. A vacancy among the deacons of the church by reason of death, resignation or otherwise, shall be filled by election of the elders at their discretion in accordance with Article 5.02b.

5.02. Review of License and Ordination. The licenses and/or ordination of ministers with LCF shall be automatically renewed unless revoked at the discretion of the Board of Elders. The license and/or ordination of any minister licensed or ordained by LCF may be revoked at any time at the discretion of the Board of Elders. The revocation of the license or ordination of any minister previously licensed or ordained by LCF may be communicated to the church, associated and affiliated churches and organizations, and the public at large.

ARTICLE VI

6.01. Non-Discriminatory Policy

a. The corporation adopts a racially nondiscriminatory policy in connection with any present or future Church School function in that it admits students of any race, color, national or ethnic origin to all rights, privileges, programs, and activities of the school and does not discriminate on the basis of race in administration of its educational, athletic and other school-administered programs.

b. It also adopts the publicity guidelines set out by the Internal Revenue Service as are now in force and such as shall be in force in the future.

c. The corporation adopts a non-discriminatory policy in connection with the hiring of staff personnel as regards race, sex, color, national or ethnic origin.

ARTICLE VII: DEDICATION OF PROPERTY AND EARNINGS TO NON-PROFIT ACTIVITIES

7.01. Pledge of Properties. The properties and assets of the corporation are pledged in perpetuity to carry on the non-profit Church work and other purposes set out in the Articles of Incorporation of this corporation.

7.02. Vesting on Dissolution. In the event of dissolution of the corporation, the properties and assets of the corporation shall be transferred to and become vested in such organization or organizations, organized and operated exclusively for charitable, educational, religious or scientific purposes, as may be deemed by the Board of Elders most suitable and appropriate with regard to continuance of the evangelical missionary work and activities for which this corporation has been formed, and as may qualify as an exempt organization or organizations under the provisions of the Articles of Incorporation of this corporation.

7.03. Prohibition Against Sharing in Corporate Earnings. No director, officer, employee, committee member, person connected with the corporation, or any private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the corporation, provided that this shall not prevent the payment to any such person of such reasonable compensation for services rendered to or for the corporation in effecting any of its purposes as shall be fixed by the Board of Elders; and no such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the corporation.

7.04. Investments. The corporation shall have the right to retain all or any part of any securities or property acquired by it, in whatever manner, and to invest and re invest any funds held by it, according to the judgment of the Board of Elders under its general powers specified in Section 2.03 of these By-Laws, restate with proper section number without being restricted to the class of investments which a trustee is or may hereafter be permitted to make, or any similar restriction; provided that no action shall be taken by or on behalf of the corporation if such action is a prohibited transaction, or would result in the denial of the tax exemption under §§503 or 507 of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

7.05. Exempt Activities. Notwithstanding any other provision of these By-Laws, no director, officer, employee, or representative of the corporation shall take any action or carry on any activity by or on

behalf of the corporation not permitted to be taken or carried on by an organization exempt under §501(C)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under §170(C)(2) of such code and regulations as they now exist or as they may hereafter be amended. The 501(c)(3) exempt status of the church should not and may not be construed as a waiver of any and all First Amendment rights of the church to address any issue in our society, culture or government.

ARTICLE VIII: LIMITATION OF LIABILITY; INDEMNITY

8.01. Limitation of Liability. No person shall be liable to the corporation on account of any action taken or omitted to be taken by him in good faith as a director, officer, member of a committee, agent or employee of the corporation, if, in respect thereto, he used or exercised the same degree of care and skill as a prudent man would have used or exercised under the circumstances in the conduct of his own affairs. Without limitation on the foregoing, any such person shall be deemed to have used and exercised such degree of care and skill if he took or omitted to take such action in reliance in good faith upon advice of counsel for the corporation, or reports or information made or furnished to the corporation by any of its officers, accountants, engineers, appraisers or other experts employed by the corporation, and selected, with reasonable care by the Board of Elders.

8.02. Indemnity. The corporation shall indemnify and hold harmless each Elder, director, officer, member of a committee, agent or employee of the corporation and each person who at any time acted in such capacity and his heirs, devisees, personal representatives and assigns, against all liability, loss, damage, judgments, expenses and cost (including attorney's fees imposed on or incurred by him in connection with any claim asserted against him, by legal proceeding (civil or criminal) or otherwise by reason of his being or having been such director, officer, member of a committee, agent or employee of the corporation, except in relation to matters as to which he shall have been adjudged guilty of negligence or misconduct in the performance of his duty; provided, that the corporation shall be given reasonable notice of the assertion or institution of such claim or proceeding, and, in the event the same shall be settled, in whole or in part, otherwise than by a judgment, the corporation or its counsel shall consent to such settlement and it shall be determined by its counsel or found by a majority of the Board of Elders then in office and not involved in such controversy, although less than a quorum, that such settlement was to the best interest of the corporation, and the person to be indemnified was not guilty of negligence or misconduct in respect to the matter in which indemnity is sought.

If the corporation has not theretofore fully indemnified any such person, the court having jurisdiction of any action instituted by such person on his claim for indemnity, may assess indemnity against the corporation, or its receiver, trustee or successor, for the amount paid or to be paid by such person in satisfaction of any judgment or in settlement of any such claims (exclusive in either case of any amount paid by the corporation) and any expenses and costs (including attorney's fees) incurred by him in connection therewith to the extent that the court shall deem reasonable and equitable, provided that the person indemnified was not guilty of negligence or misconduct in respect of the matter in which indemnity is sought.

8.03. Rights Cumulative. The provisions of this Article VIII shall not be deemed exclusive or in limitation of but shall be deemed cumulative of and in addition to any other limitation of liability or right of indemnity to which such director, officer, member of a committee, agent or employee of the corporation may be otherwise entitled.

8.04. Insurance. The church may, as the Board of Elders may direct, purchase and maintain such insurance on behalf of any person who is or at any time has been a member of the Board of Elders, or ministry staff, or other agent of or in a similar capacity with the church, or who is or at any time has been, at the direction or request of the church, a Board of Elders member, administrator, member, employee, advisor or other agent of or fiduciary for any other corporation, partnership, trust, venture or other entity or enterprise including any employee benefit plan against any liability asserted against or incurred by such person.

ARTICLE IX: AFFILIATIONS

9.01. Kerygma Network of Churches.

a. Affiliation: The church is autonomous and maintains the right to govern its own affairs. The church is not subject to the control of any other civil or ecclesiastical body. Recognizing, however, the benefits of cooperation with other churches and ministries in the fulfillment of its purposes, the church may voluntarily affiliate with other churches and conventions by a majority vote of the elders. In particular, the church agrees to affiliate with and voluntarily cooperate with and through Kerygma Network. This and any other affiliations of the church will be public knowledge in a forum designated by the elders.

b. Kerygma Network Involvement in Specific Situations: The elders have chosen Kerygma Network as a point of relationship, outside accountability and apostolic oversight as well as one means of cooperating with and relating to the larger body of Christ.

9.02. Relationship and Communication: The elders shall maintain open communication and relationship with the leadership of Kerygma Network through participation in Kerygma Network events and conferences and direct communication on a regular basis. This shall include consultation with such leadership in matters of significant directional, structural or strategic issues, which would include:

- a. doctrinal changes,
- b. the calling and installation of elders (or other significant change in the elder board),
- c. the calling and installation of pastors, and
- d. significant change in the vision, structure, or finances of the church.

9.03. Crisis Management or Conflict Resolution: In the case of a significant crisis or conflict between church leaders or elders or an impasse among the elder board, the elders have decided that Kerygma Network shall provide outside consultation.

Trigger: Any elder who perceives a crisis or conflict that would benefit from outside consultation with Kerygma Network shall contact the leadership of Kerygma Network.

Response: Kerygma Network shall designate a team with consideration for relationship to the church. The Kerygma Network designated team shall meet with the elder board to consult, provide an outside perspective and prayerful godly wisdom, and assist the church in resolving and reconciling the issues.

Authority: The Kerygma Network designated team shall have the authority to call meetings of the elder board, attend and participate (non-voting) in all meetings of the elder board and speak to the congregation of the church.

ARTICLE X: GENERAL PROVISIONS

10.01. Gender. Wherever used herein a male pronoun shall be treated as including the female and vice versa.

10.02. Principal Office. The principal office of the corporation is in the State of Texas. The corporation may have such other offices within the State as the Board of Elders may determine or as the affairs of the corporation may require from time to time.

10.03. Fiscal Year. The fiscal year of the corporation shall begin on the first day of January and end on the last day in December in each year.

10.04. Books and Records. The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its official board and task forces having any of the authority of the Board of Elders. All books and records of the corporation may be inspected by any member of the Board of Elders.

ARTICLE XI: INCORPORATION BY REFERENCE

Any attachments made to these By-Laws by the Board of Elders shall be construed as being a part of these By-Laws, to the extent that they do not conflict with the provisions of the Articles of Incorporation or these By-Laws.

The following attachments are included:

1. Statement of Faith
2. Articles of Membership

ARTICLE XII: AMENDMENTS

12.01. Amendments. These By-Laws reflect our present understanding of the revealed Word of God as it relates to church structure and authority. We do not claim to have all knowledge and we recognize that God's revelation and restoration is progressive. Amendments to these By-Laws may be made by a unanimous vote of the Board of Elders at any time they deem it necessary to alter church government to conform to God's Word as revealed and understood in present truth, after prayerful and judicious consideration. No amendment, however, shall be made that would deprive the corporation of its Section 501(c)(3) tax exempt status unless the Board of Elders agree unanimously that such amendment is necessary to obey God in His specific direction for the church.

12.02. Review. These bylaws are to be reviewed on an annual basis in order to assure that they conform to the Word of God as presently revealed and understood.

ARTICLE XIII: INTEGRATED AUXILIARIES

13.01. The Board of Elders may authorize an unlimited number of integrated auxiliaries. The church shall have the power to elect and replace a minimum of one (1) director of each integrated auxiliary.

**UNANIMOUS WRITTEN CONSENT RESOLUTION FOR COLLIN COUNTY
LIGHTHOUSE CHRISTIAN FELLOWSHIP, INC.**
a 501(c)(3) nonprofit corporation

RESOLUTION ADOPTING AMENDMENTS TO BYLAWS

The undersigned, being all the members of the Board of Elders of Collin County Lighthouse Christian Fellowship, Inc., a Texas nonprofit corporation (the "Church"), and being all the persons who would be entitled to vote on the following matters at a meeting of the Board of Elders of the Church held for such purpose, pursuant to the Texas Business Organizations Code hereby consent to and approve the following resolutions and each and every action affected thereby:

WHEREAS, the Board of Elders have reviewed the proposed changes to the Bylaws and after full discussion have unanimously approved said changes.

IT IS THEREFORE RESOLVED, that by unanimous written consent, the Board of Elders of Collin County Lighthouse Christian Fellowship, Inc. adopts the proposed changes to the Bylaws attached hereto.

Elders

Attachment A.

Statement of Faith.

1. We believe that the Scriptures, both Old and New Testaments, are the inspired Word of God, without error in the original writings, the complete revelation of his will for the salvation of mankind, and the final authority for all Christian faith and life (Matthew 5:18; John 10:35; 17:17; 2 Timothy 3:16-17; 2 Peter 1:20-21).
2. We believe that the one true God exists eternally in three persons, Father, Son, and Holy Spirit, and that these, being one God, are equal in deity, power, and glory. We believe that God not only created the world but also now upholds, sustains, governs, and providentially directs all that exists and that he will bring all things to their proper consummation in Christ Jesus to the glory of his name. We believe that God has exhaustive foreknowledge of all future events, including the free choices of all moral agents, both angelic and human, that he hears and answers prayer, and that he saves from sin and death all who come to him through Jesus Christ (Isaiah 40-48; Psalm 104; Psalm 139; Matthew 10:29-31; 28:19; Acts 17:24-28; 2 Corinthians 13:14; Ephesians 1:9-12; 4:4-6; Colossians 1:16-17; Hebrews 1:1-3; Revelation 1:4-6).
3. We believe that Jesus Christ is God incarnate, fully God and fully man, that he was conceived by the Holy Spirit and born of a virgin, lived a sinless life, and offered himself as a substitutionary sacrifice for sinners. By the blood of his cross he satisfied the wrath of God, obtained for us eternal redemption, the forgiveness of sins, spiritual adoption as sons and daughters, life everlasting, and defeated the powers of darkness. He was raised bodily on the third day and ascended to the right hand of the Father, there to make intercession for the saints (Isaiah 53:1-12; Matthew 1:18-25; John 1:1-18; Romans 8:34; 1 Corinthians 15:1-28; 2 Corinthians 5:21; Galatians 3:10-14; Ephesians 1:7; Philippians 2:6-11; Colossians 1:15-23; 2:15; Hebrews 7:25; 9:13-15; 10:19; 1 Peter 2:21-25; 1 John 2:1-2; 3:8).
4. We believe that the Holy Spirit is fully God, equal with the Father and Son. The primary ministry of the Holy Spirit is to glorify the Lord Jesus Christ. The Holy Spirit also convicts unbelievers of their need for Christ and imparts spiritual life through regeneration (the new birth). The Spirit indwells, sanctifies, leads, illumines, and graciously empowers for godly living and service all who come to faith in Christ. We believe that the Lord Jesus Christ baptizes believers in the Holy Spirit, in whom also we are sealed for the day of redemption. Subsequent to conversion the Spirit desires to fill, empower, and anoint believers for ministry and witness (Matthew 3:11; John 1:12-13; 3:1-15; 15:26-27; 16:7-15; Romans 8:9; 1 Corinthians 12:12-13; 2 Corinthians 1:21-22; Ephesians 1:13-14; 5:18).
5. We believe that the gospel is the good news of what God has accomplished for sinners through the life, death, and resurrection of his Son, our Savior, Jesus Christ. The gospel is centered in Christ and is not proclaimed if his death and resurrection are not the focus of our message. The church is responsible for the declaration of this good news and the defense of it against all who would seek to distort or re-define its core truths. The gospel is the foundation for the life of the Church and our only hope for eternal life. The Gospel is not only the means by which people are saved, but also the means by which people are sanctified. The truth of the Gospel enables us to genuinely and joyfully do that which is

pleasing to God and to grow in progressive conformity to the image of Christ (Mark 1:1; Luke 24:46-47; John 3:16-18; Romans 1:16-17; 1 Corinthians 1:18-25; 2:2; 15:1-4; 2 Corinthians 4:1-6; 9:13; Galatians 1:6-9; 2 Timothy 1:8-14; Jude 3-4).

6. We believe that the ministry of the Spirit in signs and wonders continues to be as broad, tangible, and powerful among believers today as it was in the early church. We also believe that all the biblical gifts of the Spirit continue to be distributed by the Spirit today; that these gifts are divine provisions central to spiritual growth and effective ministry; and that these gifts are to be eagerly desired, faithfully developed, and lovingly exercised according to biblical guidelines (John 14:12; Acts 2:14-21; 4:29-30; Romans 12:3-8; 1 Corinthians 12:7-11; 12:28-31; 14:1-33; Galatians 3:1-5).

7. We believe that Adam was created in the image of God, righteous and without sin. In consequence of his disobedience, Adam's posterity are born subject to sin and moral corruption, and are therefore by nature and choice the children of wrath, justly condemned in the sight of God, wholly unable to save themselves or to contribute in any way to their acceptance with God (Genesis 1-3; Psalm 51:5; Romans 3:9-18; 5:12-21; Ephesians 2:1-3).

8. We believe that God chose us in Christ before the foundation of the world through the work of the Holy Spirit. We are therefore justified by grace alone, through faith alone, in Christ alone. No ordinance, ritual, work, or any other activity on the part of man is required in order to be saved. This saving grace of God, through the power of the Holy Spirit, also sanctifies us by enabling us to do what is pleasing in God's sight in order that we might be progressively conformed to the image of Christ (John 1:12-13; 6:37-44; 10:25-30; Acts 13:48; 16:30-31; Romans 3-4; 8:1-17,31-39; 9:1-23; 10:8-10; Ephesians 1:4-5; 2:8-10; Philippians 2:12-13; Titus 3:3-7; 1 John 1:7,9).

9. We believe that Satan, originally a great and good angel, rebelled against God, taking a multitude of angels with him. He was cast out of God's presence and is at work with his demonic hosts to establish his counter-kingdom of darkness and evil on the earth. Satan was judged and defeated at the cross of Christ and will, at the end of the age, be cast forever into the lake of fire which has been prepared for him and his angels (Matthew 12:25-29; 25:41; John 12:31; 16:11; Ephesians 6:10-20; Colossians 2:15; 2 Peter 2:4; Jude 6; Revelation 12:7-9; 20:10).

10. We believe that the Church is the Bride of Christ and is comprised of all believers in every age. The Church is also God's primary instrument through which he is fulfilling his redemptive purposes in the earth. We believe that God has called the Church to preach the gospel to all nations, and especially to remember the poor and to minister to their needs through sacrificial giving and practical service. We also affirm the priesthood of all believers and the importance of every Christian being joined with and actively involved in a local community of the saints (Isaiah 58:6-12; 61:1; Matthew 16:17-19; 28:18-20; Luke 4:18; 21:1-4; Acts 2:17-18,42; Galatians 2:10; Ephesians 3:14-21; 4:11-16; 1 Timothy 6:8; Hebrews 10:23-25; 1 Peter 2:4-5,9-10).

11. We believe that water baptism and the Lord's Supper are the two ordinances of the church to be observed until the time of Christ's return. They are not a means of salvation but are sacramental channels of God's sanctifying grace and blessing to the faithful in Christ Jesus. Only those who have

personally and consciously placed their faith in Jesus Christ as Lord and Savior are qualified to receive the sacraments (Matthew 26:26-29; 28:19; Romans 6:3-11; 1 Corinthians 11:23-34; 1 Peter 3:21).

12. We believe that both men and women are together created in the divine image and are therefore equal before God as persons, possessing the same moral dignity and value, and have equal access to God through faith in Christ. We also believe that men and women are together the recipients of spiritual gifts designed to equip and empower them for ministry in the local church and beyond. We also believe that God has ordained the principle of male headship in both the home and in the local church and that certain governing roles are restricted to men (primarily the office of Elder) (Genesis 1:26-27; 2:18; 1 Corinthians 11:2-16; Galatians 3:28; Ephesians 5:22-33; Colossians 3:18-19; 1 Timothy 2:11-15; 3:1-7; 1 Peter 3:1-7).

13. We believe that when Christians die, they pass immediately into the blessed presence of Christ, there to enjoy conscious fellowship with the Savior until the day of the resurrection and glorious transformation of the body. The saved will then forever dwell in blissful fellowship with their great Triune God. We also believe that when unbelievers die they are consigned to hell, there to await the day of judgment when they shall be punished with eternal separation from the presence of God (Matthew 25:46; Luke 16:19-31; John 5:25-29; 1 Corinthians 15:35-58; 2 Corinthians 5:1-10; Philippians 1:19-26; 3:20-21; 2 Thessalonians 1:5-10; Revelation 20:11-15; 21:1- 22:15).

14. We believe that the Kingdom of God came in the ministry of the Lord Jesus Christ, that it continues to expand by the ministry of the Holy Spirit through the Church, and that it will be consummated in the glorious, visible, and triumphant appearing of Christ when he returns to the earth as King. We believe that after Christ returns, he will bring about the ultimate defeat of Satan, the resurrection of the dead, the final judgment, and the eternal blessing of the righteous. At that time, the Kingdom of God will be completely fulfilled in the new heavens and the new earth, in which righteousness dwells and in which he will be worshipped forever (1 Corinthians 15:20-28,50-58; Philippians 3:20-21; 1 Thessalonians 4:13-5:11; 2 Thessalonians 1:3- 12; Revelation 19:1-21).

Attachment B.

Membership Requirements.

Membership within Lighthouse Christian Fellowship is first precipitated on one becoming a genuine follower of Jesus Christ through having responded by faith by the drawing of the Spirit to the message of the gospel. In addition, thereto:

1. Members shall have completed all of the requirements of membership as defined by the elders in the Catch the Vision manual.
2. Members shall have signed the church Membership Agreement, thus committing themselves to the responsibilities therein assigned.

Attachment C.

A Statement of Beliefs Concerning Homosexuality and Ministering to Persons with Same Sex Attraction.

1. We believe that heterosexuality is God's revealed will for humankind and that, since God is loving, a chaste and faithful expression of this divine design (whether in singleness or in the marriage relationship between one man and one woman) is the ideal to which he calls all people.
2. We believe that homosexual behavior and same-sex attraction are a result of the fall of humanity into a sinful condition that pervades every person. Whatever biological or familial roots of homosexuality may be discovered, we do not believe that these would sanction or excuse homosexual behavior, though they would deepen our compassion and patience for those who are struggling to be free from sexual temptations.
3. We believe there is hope for the person who struggles with same-sex attraction and that Jesus Christ offers a healing alternative in which the power of sin is broken and the person is freed to know and experience his or her true identity in Christ and in the fellowship of his Church. We also believe that those guilty of heterosexual sin can find healing, freedom, and forgiveness through the gospel and the power of the Holy Spirit.
4. We believe that this freedom is attained through a process which includes not only recognizing homosexual behavior as a sin but also renouncing the practice of it. Sexual holiness also comes through the rediscovery of healthy, non-erotic friendships with people of the same sex; embracing a moral sexual lifestyle; pursuing Spirit-filled counseling, discipleship, and healing prayer, and in the age to come, rising from the dead with a new body free from every sinful impulse. This process parallels the similar process of sanctification needed in dealing with heterosexual sin and temptations as well. We believe that this freedom comes first and foremost through faith in Jesus Christ, by the power of the Holy Spirit.
5. We believe that all persons have been created in the image of God and should be accorded human dignity. We believe therefore that hateful, fearful, unconcerned harassment of persons with same-sex attraction should be repudiated. We believe that respect for persons with same-sex attraction involves, honest, reasoned, nonviolent sharing of facts concerning the immorality and liability of homosexual behavior. On the other hand, endorsing behavior which the Bible disapproves endangers persons and dishonors God.
6. We believe that Christian churches should reach out in love and truth to minister to people touched by homosexuality, and that those who contend biblically against their own sexual temptation should be patiently assisted in their battle, not ostracized or disdained. However, the more prominent a leadership role or modeling role a person holds in a church or institution, the higher will be the expectations for God's ideal of sexual obedience and wholeness. We affirm that both heterosexual and homosexual persons should find help in the church to engage in the biblical battle against all improper sexual thoughts and behaviors.