

## **Bylaws of**

### **Mt. Pleasant Church, Inc.**

#### **A North Carolina Nonprofit Corporation**

##### **Article I. God**

There is only one true, living God often referred to as “YHWH” (the LORD) in the Old Testament and “God” in the New Testament. He is the Creator of all things and in Him we live and move and have our being. He is the God of truth and without iniquity. He is all-knowing, all-powerful and all-loving. He is just and right and He will judge the world. God eternally exists in three persons: the Father, the Son, and the Holy Spirit. These three are one God, having precisely the same nature, attributes, and perfections, and are worthy of precisely the same worship, trust, and obedience. God is personal and has made himself known to man in various ways but ultimately through His Son Jesus Christ, and through the Scriptures inspired and preserved by the Holy Spirit.

John 17:3, Genesis 1:1-31, Acts 17:28, Deuteronomy 32:4, Psalm 9:8, Mark 12:29, John 1, Acts 4:3-4, Psalms 103:19, Romans 11:36, Romans 8:15, Ephesians 1:3-6, Hebrews 12:5-9, John 14:8-9, 1 Timothy 3:16, 2 Corinthians 5:21, John 16:14, Romans 8:37-39, Romans 10:9-10, 1 Corinthians 12:13, Mark 13:11, John 14:26, John 16:13, Romans 5:5, 1 Corinthians 6:19, John 16:8-11

##### **I.01 God the Father**

God the Father is the first Person of the Trinity. As the absolute and highest Ruler in the universe, He is sovereign in creation, providence and redemption. He sent His Son, Jesus Christ, into the world to save from sin all who trust in Him. He relates to His own as their good Father.

##### **I.02 God the Son**

The Lord Jesus Christ, the only begotten son of God the Father, is the second Person of the Trinity. He is the full manifestation of God in the flesh. He was conceived by the Holy Spirit and born of the virgin Mary. He is true God and true man. Christ died for our sins, fulfilling the Scriptures, as a representative and substitutionary sacrifice for our sin. He was raised from the dead with a glorified body and appeared to His disciples as the person who was with them before His crucifixion. He ascended into heaven and is now exalted at the right hand of God. He is the One Mediator, fully God, fully man, in whose Person is effected the reconciliation between God and man. He will return in power and glory to judge the world and to consummate His redemptive mission. He now dwells in all believers as the living and ever-present Lord.

##### **I.03 God the Holy Spirit**

The Holy Spirit is the third Person of the Trinity. The Spirit’s ministry is to glorify the Lord Jesus Christ. The Holy Spirit draws the unredeemed to repentance and faith in Christ, and at salvation imparts new spiritual life to the believer, bringing the believer into union with Christ and the body of Christ, the universal Church. The Holy Spirit indwells, guides, instructs, comforts, fills, and empowers each believer for Godly living. The Holy Spirit convicts the world of sin, of God’s righteousness and of coming judgment.

##### **Article II. The Bible**

The Scriptures of the Old Testament and New Testament are inspired, breathed out by God, and inerrant in their original writings. We believe the 66 books of the Old Testament and the New Testament are God’s

complete and sufficient revelation and therefore carry God's authority for the total well-being of humanity. All Scripture is a testimony to Christ, who is Himself the focus of divine revelation. We recognize no other voice as having authority in matters of faith and practice other than the Scriptures.

Psalm 119:97-104, Psalm 119:160, Matthew 5:18, John 5:46-47, John 10:35, 2 Timothy 3:15-16

### **Article III. Salvation**

People are justly condemned being born into a state of sinfulness and on our own have no defense or excuse. Without exception, every man and every woman is totally depraved and desperately needs a Savior.

Salvation involves the redemption of the whole person and is offered freely to all who accept Jesus Christ as Lord and Savior, who by His own blood obtained eternal redemption for the believer. In its broadest sense salvation includes regeneration, justification, sanctification, and glorification. There is no salvation apart from personal faith in Jesus Christ as Lord.

At a time appointed by God, He effectually calls people from their life of sin. God extends grace to the unbeliever throughout their life while they are still dead in sins. This has been called prevenient grace or providence. His grace calls them by His word and His Spirit from their natural state of spiritual death and enmity with him to a state of grace and salvation through Jesus Christ. He enlightens their minds with a saving understanding of spiritual truth, leading to repentance of their sins and a desire to follow Him. Those who are called are also justified by the blood of Christ. No merit, work or favor of the person is considered by God, it is by grace we are saved, through faith in Christ alone. By justification the believer is given the judicial satisfaction earned by Christ by His substitutionary atonement for the believer's sin. In exchange, the believer receives the righteousness earned by Christ as their own and are now a new spiritual creation.

God adopts the justified as His children who enjoy privileges unique to being called the children of God in that they can boldly approach the throne of His grace and cry to him "Abba, Father". They are protected, provided for, loved and disciplined by God as a father. However, they are never cast off, as they are heirs of everlasting salvation.

After the believer's justification, they enter into a life of sanctification. Sanctification is the experience, beginning in regeneration, by which the believer is set apart to God's purposes, and is enabled to progress toward moral and spiritual maturity through the presence and power of the Holy Spirit dwelling in him. Growth in grace should continue throughout the regenerate person's life.

Those who truly believe in the Lord Jesus, who honestly love him and try to walk in good conscience before him, may in this life be assured with certainty that they are in a state of grace. They may also rejoice in the hope of the glory of God, and they will never be ashamed of that hope.

The assurance true believers have of their salvation may be shaken, lessened, or interrupted for various reasons: from neglecting to preserve it; from committing some particular sin, which wounds the conscience and grieves the Spirit; from some sudden or strong temptation; or from God's withdrawing the sense of His presence and allowing them to walk in darkness. Nevertheless, they are never completely

without God's seed, the life of faith, the love of Christ and of other believers, and the sincere heart and obedient conscience, out of which the Spirit may revive this assurance in due time and by which they are in the meantime kept from complete despair.

Those whom God has accepted in His Son and has effectually called and sanctified by His Spirit can never completely or finally fall out of their state of grace. Rather, they shall definitely continue in that state to the end and are eternally saved.

Genesis 3:1-6, John 8:24, Romans 1:18-20, Romans 1:32, Romans 3:10-19, Romans 5:12.

1 John 2, 1 John 3, 1 John 5:13, 2 Timothy 1:12, Romans 5:2, Romans 5:5, 2 Timothy 4:7-8, Hebrews 6:11-19, 2 Peter 1:4-5.

Psalms 51:8-14, Ephesians 4:11-31, Psalms 77:1-10, Matthew 26:69-72, Psalms 31:22, Psalms 88, Isaiah 50:10, 1 John 3:9, Luke 22:32, Job 13:15, Micah 7:7-9, Isaiah 54:7-10, Psalms 22, 2 Corinthians 4:8-10, Acts 3:19.

2 Peter 1:4-11, 2 Corinthians 1:12. Romans 8, Ephesians 1:13-14, 2 Corinthians 1:21-22, 1 John 5:13, Isaiah 50:10, Mark 9:24, Psalms 77:1-20, Psalms 73, 1 Corinthians 2:12, 1 John 4:13, Hebrews 6:11-12, Ephesians 3:17-19, Romans 5:1-5, Romans 14:17, Romans 15:13, Ephesians 1:3-4, Psalms 4:6-7, Psalms 119:32, Romans 6:1-2, Titus 2:11-14, 2 Corinthians 7:1, Psalms 130:4, 1 John 1:6-7.

Philippians 1:6, 2 Peter 1:10, John 10:28-29, 1 John 3:9, 1 Peter 1:5,9, Jeremiah 32:40.

#### **Article IV. Heaven, Hell, and the Return of Christ**

After death the redeemed go to be with the Lord in paradise, while the unredeemed go to a place of torment. In these respective places, the spirits of the dead await the final bodily resurrection and judgment.

God the Father has ordained a day in which He will judge the world in righteousness by Jesus Christ, to whom He has given all power and judgment. In that day not only will the apostate angels be judged, but all the people who have lived on earth will appear before the court of Christ to give an account of their thoughts, words, and actions, and be judged according to what they have done in the body, whether good or evil.

God's purpose in arranging for this day is to show forth the glory of His mercy in the eternal salvation of the elect and the glory of His justice in the damnation of the reprobate, who are wicked and disobedient. At that time the righteous will go into everlasting life and receive that fullness of joy and refreshment which will come from the presence of the Lord which is called Heaven. But the wicked, who do not know God and do not obey the gospel of Jesus Christ, will be thrown into eternal conscious torment and punished away from the presence of the Lord and the glory of His power, which is called Hell.

Christ wants us to be completely convinced that there is going to be a day of judgment, as a deterrent to sin for everyone and as an added consolation for the Godly in their suffering. He has also made sure that

no one knows when that day will be, so that we may never rest secure in our worldly surroundings, but, not knowing what hour the Lord will come, we must always be alert and may always be ready to say, “Come, Lord Jesus, come quickly.” Amen.

Acts 17:31, Matthew 25:31-34. John 5:22-27, 1 Corinthians 6:3, Jude 6, 2 Peter 2:4, 2 Corinthians 5:10-11, Ecclesiastes 12:14, Romans 2:16, Romans 14:10-12, Matthew 12:36-37, 1 Corinthians 3:13-15. Romans 9:22-23, Matthew 25, Ephesians 2:4-7, Luke 16:19-31, Romans 2:5-6, 2 Thessalonians 1:5-9, Psalms 16:11, Isaiah 66:24, Mark 9:47-48, 2 Peter 3:9-14, Luke 21:27-28, Romans 8:23-25. Matthew 24:36-44, Mark 13:35-37, Luke 12:35-36, Revelation 22:20.

### **Article V. The Church**

Upon accepting the Lord Jesus Christ as Savior, a believer becomes part of His body, which is the one universal church, composed of all those throughout the world who trust Christ as Savior and Lord. The Scriptures call believers to gather in local assemblies to devote themselves to worship, prayer, teaching of the Word, observance of ordinances (baptism and communion) and fellowship. Each of us, as part of this gathering of believers, is also called to develop and use our talents and gifts given by the Holy Spirit, to build up the church, to share the message of the gospel and to accomplish God’s Kingdom purposes in the world.

Wherever God’s people meet regularly in obedience to this command, there is the local expression of the church. The church’s members are to work together in love and unity, under the oversight of elders and other supportive leadership, intent on the ultimate purpose of glorifying Christ. The good news of Christ is for everyone, so we commit ourselves to ongoing ministry outside of the church, seeking to share the gospel and make disciples in our community and around the world. Christ calls us to love our neighbors, so we respond through actively seeking ways to serve and care for those who are in need in our community and beyond.

Ephesians 5:23, Romans 12:1, Acts 2:42-47, 1 Corinthians 14:26, Matthew 28:18-20, Hebrews 10:23-25, Ephesians 4:15-16, Matthew 25:35-40, Mark 12:30-31.

### **Article VI. Humanity**

All humanity is created in the image of God and possesses intrinsic dignity and worth.

God made humanity— Adam and Eve, the first man and woman—in His own image. Set apart as His image bearers, every human being is sacred. All men and all women, bearing the image of God, are meant to represent God in His creation. God made humanity male and female, by His sovereign choice at their conception. God alone has the authority to make humanity male and female, humans are not given this right, thus maleness or femaleness at birth is understood to be God’s sovereign choice for that person. Men and women are absolutely equal in essence, dignity and value but are distinct by divine design.

God declares the created order to be very good, distinguishing men and women as His agents to care for, manage and govern over it. As part of God’s good created order, men and women are to have different yet complementary roles and responsibilities in the home and church. As it relates to the church, men and women are both expected to lead; however, the office of elder is reserved for qualified men.

Adam and Eve were innocent under God's law, but by their voluntary transgression they fell from this sinless and joyful state, bringing death and condemnation into the world. Consequently, all people are sinners not only by our own choice, but by inheritance.

Genesis 1:27-30, Genesis 2:18-25, Job 10:10-12, Psalm 139:14, Luke 1:31-44, 1 Timothy 3, Titus 1.

#### **Article VII. Marriage and Family**

Adam and Eve were made to complement each other in a one-flesh union in the covenant of marriage that establishes the only God-ordained pattern of sexual relations for men and women. In God's wise purposes, men and women are not simply interchangeable, but rather they complement each other in mutually enriching ways. Marriage was designed and instituted by God to be the permanent, monogamous union of a man and a woman, representing the mystery of the union of Jesus Christ and His church. The man and woman are meant to live under the authority of God in the one-flesh union, living in mutual love and respect, with the man being charged as the head of his household.

It is the divine intention that persons entering the marriage covenant become inseparably united, thus allowing for no dissolution save that caused by the death of either husband or wife. However, the weaknesses of one or both partners may lead to gross and persistent denial of the marriage vows; yet only in cases of extreme, unrepented-of, and irremediable unfaithfulness (physical or spiritual) should separation or divorce be considered. Such separation or divorce is accepted as permissible only because of the failure of one or both of the partners and does not lessen in any way the divine intention for indissoluble union. Divorce is also not the unpardonable sin, and is not the means to evaluate a person for Christian service.

Children, from the moment of conception are fearfully and wonderfully made for God's sovereign purposes and are a blessing and heritage from the Lord. Parents are to demonstrate to their children God's pattern for marriage. Parents are to teach their children spiritual and moral values and to lead them, through consistent lifestyle example and loving discipline, to make choices based on biblical truth. Children are to honor and obey their parents. And likewise parents are not to provoke their children to the point of wrath.

Genesis 2:23-24, Matthew 5:31-32, Mark 10:2-9, Romans 7:2-3, 1 Corinthians 7:1-15, 39, Ephesians 5:28-33, Matthew 19:4-9, 1 Corinthians 13:4-13, Mark 10:4-9, 1 Corinthians 7:12-13, 1 Corinthians 7:15, Matthew 19:3-9, Job 10:10-12, Psalm 139:14.

#### **Article VIII. Baptism**

Baptism is a sacrament of the New Testament, ordained by Jesus Christ. By baptism a person is solemnly admitted into the visible church. Baptism is also a sign and seal of the covenant of grace, of the believer's engrafting into Christ, of rebirth, of remission of sins, and of the believer's yielding to God through Jesus Christ to walk in newness of life. By Christ's own direction this sacrament is to be continued in His church until the end of the world. The sacrament of baptism does not accomplish salvation but is an outward sign of an inward work of the Holy Spirit.

The physical substance to be used in this sacrament is water. The person is to be baptized in the name of the Father, the Son, and the Holy Spirit. Dipping the person into the water is not necessary nor is it forbidden. Baptism is correctly administered by immersion, pouring or sprinkling water on the person.

Matthew 28:19-20, Mark 16:16, 1 Corinthians 12:13, Galatians 3:27-29, Acts 2:38-41, Acts 10:47, Colossians 2:11-12, Romans 6:3-5, Titus 3:5, Mark 1:4-5, Acts 22:16, Matthew 3:11, John 1:33, Acts 8:36-39, Ephesians 4:11-13, Hebrews 9:9-10, Acts 16:33, Mark 7:4-15, Acts 1:5, Acts 11:15-16, Acts 10:46-47.

### **Article IX. The Lord's Supper**

The night Jesus was betrayed He instituted the sacrament of His body and blood, called the Lord's Supper, to be observed in His church until the end of the world as a perpetual remembrance of His sacrifice in death and of the seal of all the benefits of that sacrifice for true believers. The Lord's Supper should be celebrated routinely, in a manner that is consistent with the holy nature of the remembrance.

In this sacrament Christ is not offered up to His Father, nor is any actual sacrifice made for the remission of sins of the living or the dead. Rather, this sacrament commemorates Christ's offering up of himself, by himself, on the cross once for all, and it spiritually offers up to God every possible praise for that sacrifice. In the administration of the Lord's Supper, Jesus has directed His ministers to declare to the congregation His words instituting this sacrament, to pray, and to bless the bread and juice, which are thus set apart from their ordinary use and put to holy use.

The bread and juice in this sacrament, properly set apart to the uses ordained by Christ, so relate to him crucified that truly and yet only sacramentally they are sometimes called by the name of what they represent, that is, the body and blood of Christ. Even so, they still remain in substance and nature only bread and wine, as they were before their sacramental use.

Mt. Pleasant believes that the Lord's Supper may be celebrated by anyone who repents of their sins and earnestly seeks to live their life in submission to Christ Jesus.

1 Corinthians 11:23-28, 1 Corinthians 10:16-21, Matthew 26:26-29, Luke 22:19-20. Hebrews 9:22-28, Hebrews 7:23-27, Hebrews 10:11-18, Mark 14:22-24, 1 Corinthians 11:20-27.

### **Article X. Creation**

In the beginning it pleased God the Father, Son, and Holy Spirit to create the world out of nothing in order to reveal the glory of His eternal power, wisdom, and goodness. He made everything in the world, visible and invisible, in the space of six days, and it was very good. After God had made all the other creatures, He created man, male and female, unique from the animals with reasoning and immortal souls.

Hebrews 1:2, John 1:2-3, Genesis 1:1-3, Job 26:7-13, Job 33:4, Romans 11:36, 1 Corinthians 8:6, Romans 1:20, Jeremiah 10:12, Psalms 104:24, Psalms 33:5-6, Hebrews 11:3, Colossians 1:16-18, Acts 17:24, Exodus 20:11, Genesis 1:27.

### **Article XI. The Lord's Day**

The first day of the week is the Lord's Day. It is a Christian institution for regular observance. It commemorates the resurrection of Christ from the dead and should include exercises of worship and spiritual devotion, both public and private. Activities on the Lord's Day should be commensurate with the Christian's conscience under the Lordship of Jesus Christ.

Exodus 20:8-11, Matthew 12:1-12, Mark 2:27-28, Mark 16:1-7, Luke 24:1-3, John 4:21-24, John 20:1, Acts 20:7, Romans 14:5-10, I Corinthians 16:1-2, Colossians 2:16, Revelation 1:10.

#### **Article XII. Providence**

God, who created everything, also upholds everything. He directs, regulates, and governs every creature, action, and thing, from the greatest to the least, by His completely wise and holy providence. He does so in accordance with His infallible foreknowledge and the voluntary, unchangeable purpose of His own will. This is all done to the praise of the glory of His wisdom, power, justice, goodness, and mercy.

Hebrews 1:3, Daniel 4:34-35, Psalms 135:6, Acts 17:25-28, Job 38-41, Matthew 10:29-31, Matthew 6:26,30, Nehemiah 9:6, Proverbs 15:3, Proverbs 16:1, 2 Chronicles 16:9, Psalms 104:24, Psalms 145:7,17, Acts 15:15-18, Psalms 94:8-11, Ephesians 1:11-12, Psalms 33:10-11, Isaiah 63:14, Ephesians 3:10-11, Romans 9:17-18, Genesis 45:7, Genesis 50:20, Acts 2:23, Jeremiah 32:19, Genesis 8:22, Jeremiah 31:35, Acts 27:24-44, Isaiah 55:10-11, 2 Kings 6:6, Daniel 3:27, 1 Kings 18:17-39, Job 34:10.

#### **Article XIII. Civil Authorities**

God, the supreme Lord and King of the whole world, has ordained civil authorities to be over people under Him for His own glory and the public good. God causes kingdoms to rise and fall based on His sovereign will, and at times uses civil authorities as an instrument of judgment.

Civil authorities may at times direct laws and policy which run counter to the clear teaching of Scripture. At these times, the church must follow God's law insofar as it requires obedience to Him. If the laws of the land are contrary to the commands, directions and examples given for holy living in the Scriptures, it is the believer's responsibility to stay true to God's commands even if it violates laws set by civil authorities.

It is the believer's duty to pray for those in authority, to honor them, to pay them taxes and whatever is owed them, to obey their lawful commands, and to be subject to them for conscience's sake.

It is lawful for Christians to accept and execute offices of civil authority when that is their calling. In the administration of such offices they should take care to support true religion, justice, and peace, according to the beneficial laws of each government, and in so doing they may lawfully under the New Testament wage war on just and necessary occasions.

Romans 13:1-7, Proverbs 21:1, Proverbs 8:15-16, Psalms 2:10-12, 1 Timothy 2:1-3, Psalms 82:1-4, Matthew 8:9-10, Acts 10:1-2, Matthew 16:19, 1 Corinthians 12:28-29, Ephesians 4:11-12, John 18:36, Acts 5:29, Ezra 7:23-28, Acts 18:14-16, 2 Samuel 23:3, 1 Peter 2:17, Matthew 22:21, Titus 3:1, Acts 25:9-11, 1 Peter 2:10-16.

#### **Article XIV. Non-Essentials**

We believe that there are matters of conscience relating to aspects of the Christian life that are non-essential to salvation and sanctification. Christian liberty is to prevail in matters not expressly forbidden or commanded in Scriptures. Things may be permitted but may not be edifying to the body. We believe it is our duty to extend grace to weaker brothers while instructing and training in righteousness, administering truth with love.

Romans 14, 1 Corinthians 10:23-33, Ephesians 4:15

## **ARTICLE II. OFFICES**

**Section 2.01 Registered Office and Agent:** The Registered Agent shall be filled by the Administrative Council Chair, or individual otherwise appointed by the Administrative Council, and Registered Office address is 6516 Old Greensboro Rd, Thomasville, NC 27360.

**Section 2.02 Other Offices:** The corporation may have offices at such place or places within or without the State of North Carolina as the Administrative Council may from time to time appoint or as the business of the corporation may require or make desirable.

## **ARTICLE III. ADMINISTRATIVE COUNCIL (BOARD OF DIRECTORS)**

**Section 3.01 General and Specific Powers and Duties:** The Administrative Council shall function as the corporation's board of directors and manage the business and worldly affairs of the church in order to help carry out the purpose of the church. Specific duties shall include management of facilities, the care of buildings and grounds; financial management, developing and recommending the annual budget, managing income and expenditures; overseeing the buying and selling of property; managing legal affairs of the church; hiring and termination of pastors and other employment. These actions require a two-thirds (2/3) vote by the Council. No Council member has individual power unless specifically designated for a particular task, which is to be approved by two-thirds (2/3) vote and accounted in written record.

**Section 3.02 Number:** The Administrative Council shall consist of three (3) Elders, three (3) Deacons, the Senior Pastor, and no fewer than nine (9) additional at-large members who are current members of the church in good standing. No Council member other than the Senior Pastor, Treasurer and Secretary will serve more than three (3) consecutive years. Council members are eligible to serve a new term following a two (2) year absence on the Council. The Administrative Council will establish the number of at-large candidates in the fourth quarter prior to the annual Congregational meeting.

**Section 3.03 Election of Administrative Council:** Those set forth in the Articles of Incorporation shall serve as the original Administrative Council. Thereafter, election shall be held annually. Nominations for the Council will be made by the congregation four weeks prior to the annual meeting with the nominations closing two weeks prior to the annual meeting. At-large Nominees will be confirmed by the Administrative Council prior to being placed on the ballot and will be evaluated based on their gifts, character, and spiritual maturity. Nominees must meet the requirements of the membership vows to support the church with their time, talents, offerings and attendance. Nominees must be a member of the church in good standing for 3 years prior to being elected. Each nominee shall fulfill the requirements of membership; and have been absent from duties of the Council for a previous 2 year period. The top recipients of votes will be elected to fill the open positions on the Administrative Council. The congregation will elect the Administrative Council at-large members as presented in Article 7.02. The voting members of the administrative council should not be made-up of immediate family members.

**Section 3.04 Term of Office, Removal of Council Members, and Vacancies:** Each member of the Administrative Council shall hold office for three (3) years. After a three-year term, the Council member will be replaced by appointment in accord with Article 3, Section 3.03. A Council member may resign at any time by giving written notification to the Chairman of the Council. A Council member may be removed from his/her position at any time, for good cause. Good cause for removal of a Council member includes, but is not limited to, the unexcused failure to attend three (3) consecutive Council meetings, or a lifestyle that is contrary to God's Word. This action requires a called meeting and a two-thirds (2/3) vote by the Administrative Council.

Prior to removing a Council member, the process of mediation and reconciliation provided in Matthew 18:15-20 must be followed. A meeting of the Administrative Council to consider removing a Council member would be the culmination of the process if reconciliation is not possible. The meeting shall be called and notice of the meeting must be given stating the removal of a Council member. This would be the sole item on the agenda for such a meeting.

At the meeting, the Council member in question may present evidence of why he or she should not be removed. The Council will consider possible arrangements for resolving the problems that are in the mutual interest of the Church and Council member. A Council member may be removed by the affirmative vote of two-thirds majority (2/3) after both parties have had reasonable opportunity to present their case.

In such case of removal, an interim Council member may be appointed by the Administrative Council, for the remainder of the term or until another nominee can be appointed in accord with Article 3, Section 3.03.

**Section 3.05 Conflict of Interest:** Any member of the Council who has a financial, personal, or official interest in, or conflict (or appearance of an impropriety of a conflict) with any matter pending before the Council, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, shall make known such appearance of an impropriety and shall offer to the Council to voluntarily recuse him/herself and will vacate his/her seat and refrain from discussion and voting on said item. In the absence of the Council member, the remainder of the Council will decide by two-thirds (2/3rds) majority whether such conflict or appearance of conflict should preclude the Council member from the decision-making process.

#### **ARTICLE IV. ADMINISTRATIVE COUNCIL MEETINGS**

**Section 4.01 Regular Meetings:** The Administrative Council shall hold its annual meeting in the fourth quarter of each year with the express purpose to review and approve the financial audit report and elect officers for the following year. Regular meetings of the Administrative Council shall be held at least quarterly to conduct the business affairs of the church, with notice as to such times and place as the Administrative Council shall from time to time designate. All meetings shall occur at such places within or without the State of North Carolina as the Administrative Council shall from time to time designate.

**Section 4.02 Calling Meetings:** Meetings of the Administrative Council may be called by the Chairman of the corporation or by a majority of the Council members. No Council meeting is to be called or held without providing at least 7 days' written notice to all Council members.

**Section 4.03 Special or Called Meetings:** Special meetings may be held with at least seven (7) days' notice by electronic communication, telephone, personal delivery of the time and place of the meeting to each Council member. At times emergency meetings can be called in shorter notice. These should be limited to unique situations.

**Section 4.04 Notice:** Notice of the annual, regular or any special meeting of the Administrative Council shall be communicated with each Council member. The attendance of a Council member at any meeting shall constitute a waiver of notice of such meeting, except where a Council member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws.

**Section 4.05 Quorum:** At all meetings of the Administrative Council, the presence of two-thirds (2/3) of the authorized number of Council members shall constitute a quorum for the transaction of business. In the absence of a quorum, a majority of the Council members present at the meeting may adjourn the meeting for a brief time until a quorum is obtained.

**Section 4.06 Voting:** The Administrative Council will work diligently to act by consensus. If consensus is not available, the act of a majority of the Council members present at any meeting at which there is a quorum shall be the act of the Administrative Council, except as may be otherwise specifically provided by law or by these Bylaws. A Council member who is present at a meeting of the Council and abstains from vote, or otherwise, is presumed to have assented to any action on any matter before the Council unless his/her vote is recorded to the contrary in the minutes of the meeting. Employees of the church who serve on the Administrative Council are not allowed to vote. Voting may take place by being physically present to vote, by teleconference, Skype or any other electronic means of communication where the member's face can be seen and/or voice can be heard. Remote attendance is allowed for unique circumstances and is not allowed as a routine method of meeting attendance.

**Section 4.07 Conduct of Meetings:** The Chairman shall preside at meetings of the Administrative Council. The Secretary of the corporation, or in the Secretary's absence any person appointed by the presiding officer, shall act as Secretary for meetings of the Administrative Council, whose minutes shall be signed of record by such Secretary as well as by the presiding officer and placed in the minute book of the corporation for such. Meetings shall be governed in the spirit of discernment, consensus, and when necessary, Robert's Rules of Order.

**Section 4.08 Telephone Participation:** Council members may participate in meetings of the Administrative Council through use of conference telephone or similar communications equipment, so long as all Council members participating in the meeting can hear one another. Such participation shall constitute personal presence at the meeting, and consequently shall be counted toward the required quorum and in any vote.

**Section 4.09 Written Consent:** Any action required or permitted to be taken at any meeting of the Administrative Council or of any committee thereof may be taken without a meeting if a written consent, setting forth the action so taken is signed by all members of the Council or of such committee, as the case may be. Such written consent shall be filed with the minutes of the proceedings of the Council or committee.

**Section 4.10 Adjournment:** A majority of the Council members present, whether or not a quorum exists, may adjourn any meeting of the Administrative Council to another time and place. Notice of any such adjourned meeting shall be given to the Council members who were not present at the time of the adjournment and, unless the time and place of the adjourned meeting are announced at the time of the adjournment, to the other Council members, with at least two days' notice by telephone or personal deliver, or five days' notice by first class mail, of the time and place of the meeting.

## **ARTICLE V. OFFICERS**

**Section 5.01 Officers:** The officers of the corporation shall be a Chairman/President, Vice Chairman, a Secretary, and a Treasurer selected from the at-large members. The Elder and Deacon representatives cannot hold these offices. Other offices may be elected in accordance with the provisions of this Article. The Senior Pastor, or other ordained pastors, shall not be permitted to serve as Officers.

**Section 5.02 Election and Term of Office:** The officers of the Church shall be elected annually by the Administrative Council at the annual meeting. If the election of officers is not held at such meeting, such election shall be held as soon thereafter as is convenient. New offices may be created and filled at any meeting of the Administrative Council. Each officer shall hold office until his/her successor has been duly elected and qualified.

**Section 5.03 Removal:** Any officer elected or appointed by the Administrative Council may be removed by the Administrative Council, by two-thirds (2/3) vote, whenever in its judgment the best interests of the Church would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

**Section 5.04 Vacancies:** A vacancy in any office, because of death, resignation, removal, disqualification, or otherwise, may be appointed by the Administrative Council until the next annual nomination process. The appointment is to be approved by two-thirds (2/3) vote of the Administrative Council.

### **Section 5.05 Responsibilities of Officers:**

- (a) Chairman/President.** The President is the Chair of this corporation and will, subject to the control of the Administrative Council, lead the church to supervise and control the business affairs of the church. The Chairman will perform all duties incident to the office of the president and any other duties that may be required by these bylaws or prescribed by the Administrative Council or Senior Pastor.

- (b) Vice-Chairman.** The Vice-Chairman will perform all duties and exercise all powers of the Chair when the Chair is absent or is otherwise unable to act. The Vice-Chairman will perform any other duties that may be prescribed by the Administrative Council or the Senior Pastor.
- (c) Secretary.** The secretary will keep minutes of all meetings of members and of the Administrative Council, be the custodian of the corporate records, give all notices as are required by law or by these Bylaws, and generally perform all duties incident to the office of secretary and any other duties as may be required by law, by the Bylaws, or which may be assigned by the Administrative Council or the Senior Pastor. This role will not be subject to term limits.
- (d) Treasurer.** The treasurer will have charge and custody of all funds of this Corporation, and will deposit the funds as required by the Administrative Council, keep and maintain adequate and correct accounts of the church's properties and business transactions, and render reports and accountings to the Council. The treasurer will perform all duties incident to the office of treasurer, and any other duties that may be required by these Bylaws or prescribed by the Administrative Council. Best accounting practices shall be followed as voted on by the Administrative Council. This role will not be subject to term limits.
- (e)** Any future officers may be created and appointed by two-thirds (2/3) vote of the Administrative Council upon recommendation of the Chairman and will report to the Chairman in performing all duties and responsibilities.

#### **Section 5.06 Pastoral Matters:**

- (a) Resignation.** In the event the Senior Pastor should voluntarily choose to leave, the pastor's successor shall be chosen according to Article V, Sections 5.06, c and d. When an associate or assistant pastor resigns the Senior Pastor may make the recommendation for the successor to the Administrative Council who will appoint a special committee to enact the provisions of Article V, Sections 5.06, c and d.
- (b) Removal.** In the event a pastor shall have serious charges brought against them or his ministry has ceased to be effective, the Elders shall evaluate these matters and make a report to the Administrative Council. As appropriate to resolve the matter, the process of mediation and reconciliation provided in Matthew 18:15-20 must be followed. A meeting to consider removing a pastor would be the culmination of the process if reconciliation is not possible. In the event the matter cannot be resolved, power is then vested in the Administrative Council to come together with the Pastor to consider his removal. The Elder Council must first recommend removal of the Pastor by a combined two-thirds (2/3) majority vote. After prayerful consideration, the Administrative Council may remove the Pastor by a combined two-thirds (2/3) vote.
- (c) Pastoral Recruitment and Confirmation.** In the event a pastor shall resign or be removed, a special committee shall be appointed by the combined Administrative Council to recruit and present a candidate for the role of pastor. Only one candidate will be considered at a time. This process shall be spiritually directed and accomplished as timely as possible.

- (d) Ordination.** The Administrative Council will evaluate the ordination of any candidate. The candidate's ordination must be approved by the Elders Council and Administrative Council by two-thirds (2/3) majority vote.
- (e) Presentation and Approval.** Upon recommendation of the special committee, the pastoral candidate shall be presented to the combined Administrative Council for his approval. The pastor is to be approved by the Elder Council and the Administrative Council by a combined two-thirds (2/3) vote of each group respectively.

## **ARTICLE VI. ORDINATION**

**Section 6.01 Ordination and Licensing:** As we grow as a church and employ those who have ministry responsibilities in a variety of areas, it is important to know they are gifted, capable and trained. In order to provide our staff and lay members opportunities to grow in their faith and be trained in specific areas, we offer the ability to become certified in certain areas. It would be expected that ministers who are hired are also given these continuing educational opportunities.

The Elder Council working with the Senior Pastor, may ordain and/or license a person who has received the call, and met the requirements to Pastor the church. Requirements for ordination which shall include:

1. A male candidate receives his calling from God and his confirmation from the church.
2. The candidate obtained, or is pursuing, a ministry degree (either Bachelors or Masters or both) during which time he can serve the church in a capacity consistent with his gifts and education. The Elders would oversee ministerial candidates seeking ordination, and elect a mentor for the person.
3. The candidate comes before a Elder Council where he would be interviewed on a wide range on ministry topics to confirm that the pastoral candidate is qualified to be ordained.
4. A candidate must be a member of the church for at least one year.

**Section 6.02 Limitation:** The Elder Council, working with the Senior Pastor, may limit any licensee or ordinee to an area of special emphasis. The following areas are recognized, but not limited to:

- (a) Music
- (b) Youth
- (c) Christian Education
- (d) Outreach Ministry/Mission

**Section 6.03 Pastor:** The Senior Pastor shall be an ordained minister of the Gospel. Assistant or associate ministers may or may not be licensed or ordained.

**Section 6.04 Application:** Application for ordination and/or licensing as a minister of the Gospel shall be on the form provided by the Elder Council. An applicant's application shall be either approved or denied within thirty (30) days of the completion of the investigation of the applicant. Those applicants who are approved shall receive a certificate evidencing the approval.

**Section 6.05. Licensure:** Prior to eligibility for ordination, a candidate may be licensed. This requires an examination, including a personal statement of Christian experience and inward call, basic knowledge of Biblical doctrine, practical knowledge of the Bible, and basic knowledge of church government.

**Section 6.06 Installation:** Once the candidate has been ordained, he is eligible for installation into the office of minister at the church that has called him.

#### **ARTICLE VII. CHURCH MEMBERSHIP**

**Section 7.01 Membership:** Members of the church shall be made up of those who have accepted Christ as their Savior and are in accord with the Statement of Faith of Mt. Pleasant. A member must be a professing baptized believer, either by transfer of membership from a traditional evangelical church or by presentation as a candidate for baptism at Mt. Pleasant Church.

The Elders in conjunction with the senior pastor will affirm to accept new members and the new members will take their membership vows during a worship service.

**Section 7.02 Church Responsibility and Duties:** Upon the affirmative vote of three-fourths (3/4) of the members of the Church present at an annual or specially called meeting, the members of the Church may:

- a. Amend the constitution and bylaws
- b. Merge or affiliate with another church
- c. Dissolve the corporation

Upon the affirmative vote of a majority of the members of the Church present at an annual or specially called meeting, the members of the Church may:

- a. Sell or acquire real property
- b. Assume debt, accept grants, or endowments
- c. Elect Elders and Administrative Council
- d. Approve Annual fiscal budget

No other rights or privileges are afforded to the members of the corporation. A majority of the participating members present will carry any other decision. Proxy voting is not permitted.

**Section 7.03 Church Member Meetings:** The Church will hold an annual meeting in the winter of each calendar year. Any business of the Church regarding member responsibilities and duties maybe presented at that time. Special meetings for transactions regarding member responsibilities and duties may be called by the Administrative Council as needed.

**Section 7.04 Notice of Church Member Meetings:** Notice of Church member meetings requiring fulfillment of member's responsibilities and duties shall have no less than two weeks' notice. The notification requirement will be filled by any one of the following:

- \*Distribution of written material to the congregation in attendance at a regular weekend service;
- \*Announcement of the meeting in a Church newsletter, either electronic or printed;
- \*Oral announcement to the congregation at a weekend service;
- \*Delivery by US mail, email, or other electronic communication.

**Section 7.05 Quorum:** Those members present and voting at a meeting duly noticed and called shall constitute a quorum of the members for the transactions of the Church.

## **ARTICLE VIII. ELDER COUNCIL**

**Section 8.01 General Powers.** The Elder Council shall serve as spiritual leaders of the Church. The Council of Elders shall serve on a rotating basis with no Elder other than the Senior Pastor serving for more than 3 consecutive years. Elders are eligible to serve a new term following a two-year absence from the Council of Elders.

**Section 8.02. Elder Duties.** The spiritual affairs, spiritual growth, and spiritual direction of the Church and the pastoral staff will be managed and governed by the Elders. Elders shall serve without compensation, other than reimbursement for ordinary and reasonable expenses.

Elders have responsibility for:

- a. Doctrine. Ensuring that the doctrine of the Church is Biblical; all doctrinal issues in the Church will be settled solely by the Elder Council. Elders will review material and advise on all teaching ministries at the Church.
- b. Direction. Ensuring that the direction of the Church is consistent with the Mt. Pleasant Vision and Mission. Elders will evaluate ministry programs for appropriate Biblical content and intent to prevent Church activities from becoming "of the world".
- c. Care and Discipline. Caring for the congregation and administering in love and humility the process of Church discipline as outlined in Matthew 18:15-20, Galatians 6:1-4, Titus 3:10, 2 Thessalonians 3:14-15, 1 Timothy 5:17-25, 1 Corinthians 5, 2 Corinthians 2:5-11, and Romans 16:17.
- d. Supervision and coaching of pastor and pastoral staff.
- e. Pastor search oversight when the need arises.
- f. Meet, encourage and facilitate new members in finding a servant role in the church.

**Section 8.03 Elder Qualifications.** Qualifications to serve as an Elder are as articulated in Titus 1 and 1 Timothy 3.

- a. We understand that men and women are equal before God (Genesis 1:27, Galatians 3:28) and any distinction between the two is not one of value, dignity or worth, but

of role and responsibility. Our understanding of the Biblical design for Church leadership is that the role of Elder/Pastor is reserved for men alone. Candidates will be examined for fitness to serve as Elder using these Biblical criteria.

- b. Regardless of the specifics of any one situation, the general principle is this: does he enjoy the complete and full affirmation of the leaders and people of his own congregation, and is he presently living out the qualifications listed in 1 Timothy 3 and Titus 1? If the church scrutinizes his life and ministry and sees nothing in his present character or past conduct that brings a reproach, he may, in God's good providence, serve as an Elder.
- c. The Senior Pastor and other ordained clergy hired in pastoral roles shall meet the same qualifications as the Elders.
- d. Elders shall be members of the Church in good standing and be a member of the church for 3 years prior to being elected.

**Section 8.04 Number.** There shall be no fewer than nine (9) and no greater than thirteen (13) Elders. The Elder Council shall consist of the Senior Pastor and Teaching Pastor(s), and the balance of men meeting the qualifications in Section 8.03. Elders shall be nominated and elected by a majority vote of the members of the Church. The Elders will recommend the number of elders on the Council, based on the needs of the church, to the Administrative Council. The Administrative Council will vote by majority to establish the number of elders. It is expected that this number will change only as the ministerial needs change at the church.

**Section 8.05 Election.** Elders shall be elected at the annual or special Congregational meeting of Mt. Pleasant Church. The congregation will nominate candidates for Elder in the fourth quarter. The existing Elder Council will review the nominations for qualification based on Biblical standards. All members of the Church will be allowed to cast a number of votes equal to the number of open slots. Elders with the highest vote counts will be selected to fill the openings.

**Section 8.06 Term of Office.** The term of office of each Elder shall be three (3) years, with no fewer than two (2) Elders rotating off each year. Elder terms of service will be staggered such that the Elders function in a smooth manner and continuity of Elder activities are uninterrupted. Elders must take two full years of leave from serving in any office of the Administrative Council or Deacons to allow for rest and reflection.

**Section 8.07 Elders Meetings.** Elders shall hold an annual meeting in the fourth quarter of each year with the expressed purpose of reviewing the Senior Pastor and other pastoral staff for their spiritual growth and leadership as well as reviewing the spiritual direction of the Church. The Elders shall not meet less than quarterly to conduct the spiritual affairs of the Church. The Elders may call special meetings as required. Each Elder must be notified in writing at least two days before a special meeting. A quorum of two thirds (2/3) of the Elder Council must be present to vote or do business. The Elders shall elect a chairman and vice-chairman from the active Elders to lead the Elder Council. No member of the pastoral staff may serve as chairman or vice-chairman. The pastoral staff can attend the Elder meetings to discuss any matters, but will not be allowed to vote.

**Section 8.08 Removing an Elder.** The Elders may seek to remove a member of the Council of Elders if his lifestyle has become contrary to God’s Word. Prior to removing an Elder, the process of mediation and reconciliation provided in Matthew 18:15-20 must be followed. A meeting to consider removing an Elder would be the culmination of the process if reconciliation is not possible. The Elders would hold a specially called meeting with written notice provided to all Elders of the nature of the charges and the steps taken thus far to reconcile. A quorum of three-fourths (3/4) of Elders must be present to vote on removing an Elder. The vote to remove an Elder must be upheld by a two thirds (2/3) majority vote of the Elders present. The Administrative Council chair and vice chair shall also be present at this meeting, although they will not be allowed to vote. An opportunity for both sides will be made available to explain the issues and provide a final chance for reconciliation before voting to remove.

## **ARTICLE IX. DEACON COUNCIL**

**Section 9.01 Deacons.** Deacons will oversee the ministerial activities of the Church and provide guidance, direction and assistance to various committees and ministries within the Church, including but not limited to evangelism, outreach, pastoral care, visitation, missions, and children’s ministries.

**Section 9.02 Qualifications.** Qualifications to serve as a Deacon are articulated in 1 Timothy 3. Both men and women can serve as Deacon based on the Biblical use of the term in reference to women in the New Testament.

**Section 9.03 Election.** Deacons will be nominated by the Elder Council based on spiritual gifts, character and ability to fulfill the Biblical role of Deacon and will be elected by the Administrative Council in the fall to begin serving in January. The people receiving the highest number of votes from the nominees will be elected to fill open slots.

**Section 9.04 Number.** The Deacon Council shall consist of the children’s minister, youth pastor, and a minimum of seven (7) people who are members in good standing who shall serve on a rotating basis to oversee and lead various parts of ministry within the Church. These areas of ministry include but are not limited to music, children’s education, special events, youth ministry, service ministry, community outreach, local and foreign missions. The Administrative Council will determine the number of Deacons needed based on the ministerial needs of the Church.

**Section 9.05 Term.** Deacons will serve a three (3) year term and are eligible to serve a new term following a two (2) year absence from any Deacon office.

**Section 9.06 Removing a Deacon.** The Deacons may seek to remove a member of the Deacon Council if the Deacon’s lifestyle has become contrary to God’s word. Prior to removing a Deacon, the process of mediation and reconciliation provided in Matthew 18:15-20 must be followed. A meeting to consider removing a Deacon would be the culmination of the process if reconciliation is not possible. The Deacons would hold a specially called meeting with written notice provided to all Elders of the nature of the charges and the steps taken thus far to reconcile. A quorum of

three fourths (3/4) of the Deacons must be present to vote on removal. The vote to remove a Deacon must be upheld by a two thirds (2/3) majority vote of the Deacon Council present. The Administrative Council chair and vice chair shall also be present at this meeting, although they will not be allowed to vote. An opportunity for both sides will be made available to explain the issues and provide a final chance for reconciliation before voting to remove.

## **ARTICLE X. FINANCE AND OFFERINGS**

**Section 10.01 Finance Committee:** The Administrative Council shall appoint a Finance Committee to manage the accounts, collections and bookkeeping of the church. The Finance Committee will be comprised of the Treasurer and a minimum of six (6) at large members serving staggered 3 year terms. Members of the Finance Committee must take 1 year off before being re-appointed, with the exception of the Treasurer.

**Section 10.02: Collections:** The Administrative Council shall appoint a Collections Team to handle collecting and accounting for gifts and offerings. This team will consist of a Leader, an Assistant Leader and three (3) helpers. The Administrative Council will appoint the Leader and Assistant.

- a. The charge of this team is to maintain utmost confidentiality and accountability in the handling of gifts and offerings collected as part of worship services.
- b. If any member is discovered to have shared information regarding giving, the Administrative Council may vote to immediately relieve them of their position on the Collections Team.
- c. At no time shall a single person handle any of the offerings or collections. At least two people must be present to count any offerings and secure them in a fashion for deposit. A written record any deposit total will be signed by all individuals involved in the count.
- d. The members of the collection team shall rotate their times of service so that the same two people are not routinely counting collections together.

## **ARTICLE XI. MISCELLANEOUS**

**Section 11.01 Contracts and Loans:** The Administrative Council may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances. No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Administrative Council and approved by a Congregational vote. Such authority may be general or confined to specific instances.

**Section 11.02 Amendment:** Subject to the provision of North Carolina Law, these Bylaws or any provision of them may be presented to be altered, amended, or repealed, or new Bylaws adopted by a three-fourths (3/4) vote of Members of the Church present at an annual or specially called meeting. Acceptance of the recommendation for adoption will require an affirmative vote of two-thirds (2/3) of the Administrative Council at any special or regular meeting at which a quorum is present.

**Section 11.03 Records:** Mt. Pleasant is responsible to maintain the following accurate and contemporaneous records and reports:

- Financial Records of the corporation
- Minutes of the proceeding of the meetings of the Administrative Council, related to corporate ecclesiastical governance, and church member meetings as related to corporate or ecclesiastical governance
- Church membership records
- Charitable contributions

**Section 11.04 Dissolution:** Upon dissolution of the corporation, the Administrative Council, after all of its liabilities and obligations have been discharged or adequate provision made therefore, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious purposes as shall qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended (or of the corresponding provisions of any future US Revenue Law) as the Administrative Council shall determine.

**Section 11.05 Inurement:** No part of the net earnings of Mt. Pleasant shall inure to the benefit of, or be distributable to its officers, Council Members, or any person except that Mt. Pleasant shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments in the furtherance of Mt. Pleasant. Notwithstanding any other provisions of the Articles of Incorporation or these Bylaws of Mt. Pleasant, Mt. Pleasant shall not carry on any activity not permitted to be carried on (a) by a corporation exempt from the Federal Income Tax, under Section 501(c) (3) of the Internal Revenue Code of 1954 (or any corresponding or successor provision of any United States Internal Revenue Law),) or (b) by a corporation, contributions of which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or any corresponding or successor provision of any United States Internal Revenue Law).

**Section 11.06 Fiscal Year:** The fiscal year of Mt. Pleasant shall be the calendar year.

**Section 11.07 Other:** Any other functions, responsibilities, and /or duties for the church and/or the corporation outside these Bylaws will fall under the authority of the pastoral leadership and governance of the church.

**Section 11.08 Legal Provision:** The organization and function of the corporation is under the authority of the Bylaws as outlined subject to the laws of the state of North Carolina and any applicable federal laws.

**Section 11.09 Severability:** Each provision of these Bylaws is intended to be severable. If any term or provision hereof is determined by a Court of competent jurisdiction to be invalid or illegal for any reason whatsoever, such invalid or illegal term or provision shall not affect the validity or legality of the remainder of the other sections and or provisions of these Bylaws.

**Section 11.10 Controlling Law:** These Bylaws are adopted in conformance to the laws of the state of North Carolina in a Specially Called Meeting of the members of the church by a two-thirds (2/3) majority of those members voting. Including any rights, remedies or obligations provided for hereunder, these Bylaws shall be construed and enforced in accordance with the laws of the state of North Carolina without regard to principles of conflicts of law that would result in the application of the laws of another state.

**Section 11.11 Indemnification:** Mt. Pleasant shall indemnify, hold harmless and defend its Council Members, Employees, and Officers against any liability or other expense arising in connection with their service to the corporation, to the extent afforded by the North Carolina Nonprofit Corporations Act, as currently in effect and as hereafter amended.