

THE CROSSING CHURCH, INC.

AMENDED AND RESTATED CONSTITUTION AND BY-LAWS

ARTICLE I - NAME

This church shall be known as The Crossing Church, Inc. (hereinafter sometimes referred to as the "Church").

ARTICLE II - PURPOSES AND LIMITATIONS

SECTION 1 - Purposes

The Crossing Church is organized and shall be operated exclusively for religious, charitable, and educational purposes within Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. More particularly, believing in the Bible as the inspired Word of God and as the authority for faith and practice, and acknowledging its commitment to all of the teachings of Jesus Christ. The Crossing Church declares its purpose:

To lead people into a growing relationship with Jesus Christ

SECTION 2 - Limitations

In order to carry out the above-stated purposes, the Church shall have all those powers set forth in the Florida Not For Profit Corporation Act, as it now exists or as it may hereafter be amended. The powers of the Church to promote the purposes set out above are limited and restricted in the following manner:

- a. No part of the net earnings of the Church shall inure to the benefit of or be distributable to its incorporators, officers or other private persons, except that the Church shall be authorized and empowered to make payments and distributions (including reasonable compensation for services rendered to or for the Church or reimbursement of expenditures) in furtherance of its purposes as set forth in these Articles. No substantial part of the activities of the Church shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Church shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Church shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.
- b. The Church shall not accept any gift or grant if the gift or grant contains major conditions which would restrict or violate any of the Church's religious, charitable, or educational purposes or if the gift or grant would require serving a private as opposed to a public

interest.

- c. Upon the liquidation, dissolution or winding up of the Church, the Elder Board of the Church shall, after paying or making provision for payment of all the liabilities of the Church, distribute all Church assets to any organization designated by the Elder Board which is of like faith and order and is exempt from taxes under Internal Revenue Code Section 501(c)(3) (or the corresponding provision of any future tax law of the United States).

ARTICLE III - ARTICLES OF FAITH

We affirm our common faith in adopting the Baptist Faith and Message, a statement of Articles of Faith adopted by the Southern Baptist Convention.

BY-LAWS

ARTICLE I - MEMBERSHIP

SECTION 1 - Admission by Statement of Faith and Believer's Baptism

A person presenting themselves for membership shall have made a public profession of faith and may be admitted for membership through baptism by immersion (Believer's Baptism) and completion of the Church's new member orientation and membership covenant.

SECTION 2 - Admission by Letter of Recommendation

Members from other churches holding like faith may be received into membership by: declaration of his or her acceptance of Christ as their personal Savior and acknowledgement that their acceptance of Christ was followed by baptism by immersion (Believer's Baptism), completion of the new member orientation, including acceptance of the aims and ideals of The Crossing Church indicated by signing the membership covenant, and receipt of a "letter of transfer" from the church of like faith. If no letter of recommendation can be produced because of some misfortune such as fire destroying church records, an applicant may be accepted on the basis of his or her personal statement that he or she has completed these steps.

SECTION 3 - Admission by Restoration

Excluded members may be restored to membership upon confession of their errors, giving evidence of repentance, and by agreement of the Elders and Lead Pastor.

SECTION 4 - Dismissal of Members

- a. By Death: Names are removed from the roll upon death.
- b. By Transfer of Letter: Any member in good standing shall be granted a letter of dismissal to join another Church of like faith and order. The request shall come from the church to which the member has made request for transfer of membership to. It is not the policy of

The Crossing Church to grant a letter to individuals.

- c. By Exclusion: When a member persists in conduct unbecoming a Christian, based on Biblical principles, and after all diligent effort has been made to improve the conduct of the member according to Matthew 18:15-17, it shall be the duty of the Elders to withdraw fellowship from such a member.
- d. By Erasure: On request of an individual or upon an individual uniting with another church.

ARTICLE II - GENERAL CHURCH OFFICERS

SECTION 1 - Officers

In addition to the Lead Pastor, the officers of this church shall be elected by the Elders from among the Elders: a President, Vice President, Secretary, Treasurer, and other officers deemed necessary to maintain the ministry of the church.

SECTION 2 - Lead Pastor

The Lead Pastor shall be singularly responsible to the Elders for vision achievement, all staff matters, and the functions of church ministry and operations.

SECTION 3 - Call of a Lead Pastor

A Lead Pastor shall be chosen and called by the church whenever a vacancy occurs. The Elders shall follow the Lead Pastor Succession Policy to ensure that a mature and strategic process is followed in a timely manner to secure the most qualified Lead Pastor for the church.

SECTION 4 - Dismissal of the Lead Pastor

If, after a period of thoughtful discussion, prayer and supplication, and by unanimous consensus, the Elder Board (notwithstanding the Lead Pastor) agrees on the need for a new Lead Pastor for the good of the church, the Elders will follow the process outlined in the Lead Pastor Succession Policy to ensure a smooth transition of leadership. Before the Elders take such action, they shall discuss their grievances with the Lead Pastor and make every effort to make such action unnecessary. The Elders shall determine appropriate severance.

SECTION 5 - Elders

The role of the Elder Board shall be to maintain spiritual, moral, and legal accountability for The Crossing Church and its members. The Elder Board is to govern with an emphasis on being proactive rather than reactive and commits itself to strategic visionary leadership rather than internal administrative detail. The Crossing Church Board Policy Manual provides the processes and procedures by which the Elders and Lead Pastor will lead the church.

- a. The number of active Elders shall be a minimum of eight (8) and a maximum of twelve (12). The Lead Pastor shall serve as an Elder, but shall be the only staff member on the Elder Board. The Elders will elect their own chairman and other officers as they deem necessary.
- b. In order to maintain the required number of Elders, the church shall follow the Elder Selection Process as indicated in The Crossing Church Board Policy Manual.

SECTION 6 - Standing Committees

Standing Committees shall be formed and overseen as deemed necessary by the Lead Pastor and Elders.

ARTICLE III - BUSINESS MEETINGS

SECTION 1 - Business Meetings

The Elder Board may call a business meeting at any time after providing at least two weeks notice to the church membership.

SECTION 2 - Petitioned Business Meeting

A church member may petition the Elder Board to call a special business meeting to consider matters to be brought before the church membership, provided the petition has been signed by a minimum of ten (10) percent of the church members. If a properly executed petition is brought before the Elder Board, it shall be mandatory that a two-week notice be given and a special business meeting be called to address the petition.

SECTION 3 - Business Meeting Quorum

The quorum for a business meeting shall consist of those church members present at that meeting.

ARTICLE IV - GENERAL

SECTION 1 - Amendments

This constitution and bylaws may be amended by unanimous approval of the Elder Board.