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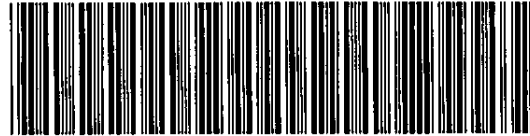
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C. CARROTHERS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Cornerstone Church of Orlando, Florida Inc.

DOCUMENT NUMBER: N95000001424

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Marc A. Brashear

(Name of Contact Person)

Cornerstone Church of Orlando, Florida Inc.

(Firm/ Company)

3370 Snow Hill Road

(Address)

Chuluota, FL 32766

(City/ State and Zip Code)

Pastor Marc @ CornerstoneOrlando.org

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Marc Brashear

(Name of Contact Person)

at (407) 435-8957

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|---|--|---|--|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

Cornerstone Church of Orlando, Florida, Incorporated

(Name of Corporation as currently filed with the Florida Dept. of State)

N95000001424

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

Cornerstone Church of Orlando, Inc.

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

(Florida street address)

New Registered Office Address:

_____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
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6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

Please see attached amended articles

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated November 16, 2014

Signature Marc A. Brashear

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Marc A. Brashear

(Typed or printed name of person signing)

President

(Title of person signing)

Constitution of Cornerstone Church

Cornerstone Church of Orlando, Inc.
Adopted by the Membership, March 24, 1995
Amended by the Membership, November 16, 2014

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Cornerstone Church
www.CornerstoneOrlando.org
3370 Snow Hill Road
Chuluota, FL 32766
(407) 971-7685

Preamble

As it has pleased Almighty God, by His Holy Spirit, to call certain of His servants to unite together under the name Cornerstone Church for the worship of God, the edification of His saints, and the spread of the gospel of Jesus Christ our Lord;

As Jesus Christ our Lord has given us the Great Commission of “making disciples for the glory of God” and has, by His grace, sustained and prospered this work through prosperity and adversity to the present day;

Having searched the Scriptures under the guidance of the Holy Spirit, desiring to constitute ourselves in accord with the Word of God as it relates to His will for the Church, and preparing ourselves for great efforts in His name;

We, the members of Cornerstone Church, do therefore hereby organize ourselves in accord with the laws of the State of Florida and adopt this Constitution as our articles of governance to be interpreted at all times to reflect both the character and glory of God as revealed in the Holy Bible and articulated in the Baptist Confession of Faith (1689) and the Cornerstone Church Covenant.

Article I

Name and Location

The name of this Church is Cornerstone Church of Orlando, Inc. (“Cornerstone Church”). Cornerstone Church is a Florida nonprofit religious corporation with its principal offices at 3370 Snow Hill Road, Chuluota, Florida 32766.

Article II

Ministry Purpose and Mission

A. Ministry Purpose

Cornerstone Church exists for the glory of God (Ephesians 1:3-14), which shall constitute the ultimate purpose for all of its activities and efforts. Sustained and prospered by the grace of God, Cornerstone Church is organized for exclusively religious purposes common to pastoral church ministry as defined by Scripture.

Cornerstone Church glorifies God through its orderly worship of God and through obeying His commands including, but not limited to:

- Love the Lord our God with all our heart, soul, mind, and strength (Mark 12:30)
- Love your neighbor as yourself (Mark 12:31)
- Administer the ordinances of Baptism and the Lord’s Supper (Matthew 28:19, 1 Corinthians 11:23-26)
- Equip the saints through Bible preaching, instruction, and study (Ephesians 4:11-16)
- Preach the gospel through personal and corporate evangelism by those means consistent with the teaching of the Bible (Matthew 28:18-20, Mark 16:15, Luke 24:46-47)
- Encourage, support, and participate in local, domestic, and international missions work (Acts 1:8)
- Participate in biblical fellowship among disciples of Christ (Romans 12:10-13, Hebrews 10:25, 1 Peter 4:9, 1 John 1:3, 7)

- Be accountable to one another as disciples of Christ (Hebrews 10:24-25)
- Practice church discipline (Matthew 18:15-20, Romans 16:17, 1 Cor. 5:1-13, Titus 3:9-11)
- Oppose sin and religious error (Ephesians 5:11, 1 Timothy 1:3-7, 18, 2 Timothy 4:1-5, Titus 1:9-11, 2:15)
- "Contend earnestly for the faith which was once for all delivered to the saints" (Jude 3)
- Show benevolence toward the needy (Romans 15:26-27, Galatians 2:10, 6:10, 1 Timothy 5:3-16, James 1:27)
- Plant and strengthen churches (Acts 11:29-30, 15:3, 36,41, 16:5)

B. Ministry Mission

The ministry mission of Cornerstone Church is summarized in the Great Commission given to us by the Lord Jesus Christ in Matthew 28:18-20:

And Jesus came and spoke to them, saying, "All authority has been given to Me in heaven and on earth. Go therefore and make disciples of all the nations, baptizing them in the name of the Father and of the Son and of the Holy Spirit, teaching them to observe all things that I have commanded you; and lo, I am with you always, *even* to the end of the age." Amen.

This ministry mission is further expressed in our Church Mission Statement, "Making Disciples for the Glory of God."

Article III

Statement of Faith

We believe the Holy Scriptures of the Old and New Testaments to be the Word of God, and a sufficient rule of all saving knowledge, faith and obedience. Further herein we substantially agree with a Confession put forth by our brethren the Baptists and signed at a General Assembly by thirty-seven of them. This Baptist Confession of Faith was adopted at the London General Assembly of the Particular Baptist Churches in the year 1689.

Cornerstone Church acknowledges the London Baptist Confession of Faith of 1689 as best summarizing our essential doctrinal beliefs and standards. We utilize this document not as an infallible rule or code of faith, but as giving assistance in doctrinal definition and practice. Furthermore, written materials produced by the church may serve to clarify the church position regarding specific contemporary issues.

Article IV

Church Affiliation

We believe that each local church is an autonomous organization and we acknowledge no ecclesiastical authority other than our Lord Jesus Christ, Who is the Head of the church (Ephesians 5:23, Colossians 1:18), the One to Whom all authority has been given (Matthew 28:18), and Who directs the affairs of His church through the Scriptures entrusted to Elders chosen and ordained for that purpose according to the precepts of Scripture (Acts 14:21-23, 1 Timothy 3:1-13, Titus 1:5-9).

Cornerstone Church cooperates with and may cooperate further at her own discretion with other like-minded churches in matters of mutual interest or concern. We may seek the assistance or the counsel of other churches or elders in matters of special concern to us. However, the decision of no

other entity, organization, church, group of churches, association, or denomination shall at any time be acknowledged as binding in any form on Cornerstone Church.

Cooperation with other tested and proven churches of like precious faith and practice may or may not be pursued through association. Such association must exist and function by the express will of the churches involved. Any cooperative ties must be voluntary and may be terminated at any time without reprisal. Upon recommendation by the elders, such association may be entered by a three-fourths (75%) majority vote of the membership. Withdrawal from association may be effected by the same procedure.

Article V

Church Ordinances

The two ordinances of the church commanded by the Lord Jesus Christ are baptism and the Lord's Supper. Neither ordinance has saving merit nor is receiving them absolutely necessary for salvation. The grace of God is not automatically imparted through the water of baptism or the bread and cup of the Lord's Supper. However, the ordinances of the church are a means of grace for those who properly participate in them. Observation of the ordinances is to be done in an orderly manner for the edification of the body.

A. Baptism

Baptism is the initiatory ordinance by which a disciple of Christ enters the visible church. The ordinance of baptism is available to any person who gives evidence of regeneration (John 3:3) and professes repentance toward God and faith in the person and work of our Lord Jesus Christ while bearing fruits of the same (Acts 20:21, 2 Corinthians 7:10-11). All such persons should be baptized (Acts 2:38) and baptized in the biblical mode which is by immersion (Acts 8:38-39, Colossians 2:12) in the name of the Father and of the Son and of the Holy Spirit (Matthew 28:19).

B. The Lord's Supper

The Lord's Supper is an ordinance of remembrance and self-examination instituted by the Lord to be observed by the assembled church (Luke 22:14-20, 1 Corinthians 11:17-34) made up of genuine disciples of Christ. By virtue of the unity of all true churches of the Lord Jesus Christ, one may partake in the Lord's Supper if he or she is attending and in good standing with any church holding to the essential doctrines and disciplines of our faith. The bread and cup of the supper are and remain only symbols of the body and blood of our Lord Jesus Christ. The Lord's Supper shall be held by Cornerstone Church, under normal circumstances, on the first Lord's Day of each month.

Article VI

Church Membership

The congregation of Christian disciples who have applied for membership at Cornerstone Church and have been duly accepted shall constitute a spiritual body ("Church") united for the spiritual purposes and priorities set forth in this Constitution.

A. Qualifications for Church Membership

Active membership in Cornerstone Church is available to any person who gives evidence of regeneration (John 3:3), professes repentance toward God and faith in the person and work of our Lord Jesus Christ while bearing fruits of the same (Acts 20:21, 2 Corinthians 7:10-11), has been baptized as a believer by immersion in obedience to Christ following conversion (Matthew 28:18-20), and who wholeheartedly believes in the content of our Christian faith as revealed in the Holy Scriptures. Membership requires that each member commit to the essential doctrines, purposes, priorities, and practices of Cornerstone Church as expressed in the Bible and interpreted in the Constitution, the Statement of Faith, and the Membership Covenant. Furthermore, membership requires that each member give wholehearted support to its ministry, prayer and devotion for its prosperity, service and effort to its goals, and submission to its discipline (Matthew 18:15-20) and government (Hebrews 13:17).

Persons who are actively and unrepentantly engaged in any sinful practice or practice that contradicts or undermines the doctrine of the church are not eligible for membership with the church. Similarly, active and unrepentant engagement in any sinful practice or practice that contradicts or undermines the doctrine of the church is grounds for church discipline up to and including excommunication or revocation of membership (Article VII). A practice is "sinful" when it is contrary to the teachings of the Holy Bible.

The Elders shall be responsible for determining qualification for membership relying upon qualifying evidence listed here or other such evidence as the Elders deem appropriate.

B. Admission to Church Membership

Requests for membership shall be made to an Elder of the church. Upon request, membership candidates shall be given an application for membership, a copy of this Constitution, a copy of the Church Covenant, and the Statement of Faith. Upon review of that information, those desiring to pursue membership should complete the following:

- Submit a completed application and a written testimony of conversion to an Elder
- Schedule an appointment with an Elder or Deacon for a membership interview
- Complete the necessary "Essentials" classes. Under certain circumstances, the Elder Board may approve membership with a commitment to complete
- Give a public testimony at a meeting of the church designated by the Elders
- Be baptized or give testimony of believer's baptism
- Attend a "New Members Class" or classes as designated by the Elders. Under certain circumstances, the Elder Board may approve membership with a commitment to complete
- Review, sign, and submit the Church Covenant, give assent to essential articles in the Statement of Faith, and subscribe to the Constitution

If an applicant for membership has been a member of another biblical church, efforts will be made to determine their standing with that church and reasons for leaving. If the former church raises an objection considered by the Elders to be valid, the applicant may be denied membership at the discretion of the Elders.

Any objection, concern, or question raised by the membership of the church should be reported to an Elder. If no legitimate objection is submitted, or if all objections are resolved to the satisfaction of the Elder Board, the candidate shall be admitted to the membership of the church by a vote of the Elder Board and presented before the membership of the church at a regularly called meeting.

Upon admission to membership in Cornerstone Church, membership in any other church is thereby relinquished.

C. Associate Church Membership

Students, Interns, or others temporarily residing who are members of another evangelical church may apply for associate membership if or when deemed appropriate by the Elder Board. Commendation will be sought from the candidate's home church and home church membership will be retained.

Furthermore, regular members who move away from our area and are unable to find another local church with which they may conscientiously unite may, at their request, be retained as associate members of Cornerstone Church. Associate members in this category shall maintain regular communication with Cornerstone Church in order to maintain their associate membership. *However, they shall be urged to diligently seek a church in their area with which they may unite as soon as possible.*

Candidates for associate membership must meet the qualifications for standard membership as outlined in the Constitution. *Associate members are not eligible to hold office or to vote. Conditions for the termination of associate membership are identical to those holding a standard membership. Additionally, associate membership will terminate upon completion of the temporary residency. The home church is to be notified of any termination.*

D. Denial of Church Membership

If the Elders determine upon review that an applicant for membership does not qualify for any reason, or that qualification cannot be adequately ascertained, membership shall be denied. The decision of the Elder Board is final and there shall be no appeal to any court (ecclesiastical or secular) from that decision. Upon evidence of qualification, the applicant for membership may reapply.

Persons who do not qualify for membership may continue to attend the church provided their actions are not inconsistent with church rules regarding the use of facilities (Article IX) and subject to provisions for non-members and attenders (Article VII).

E. Responsibilities and Privileges of Church Membership

Membership in Cornerstone Church shall not vest in any member any proprietary rights in the Corporation. Those admitted to church membership do not constitute a legislative body for the Corporation, they do not constitute members of the Corporation, and they cannot vote or pass resolutions binding upon the Corporation. Rights pertaining to the Corporation shall vest in the Elder Board and any action that would otherwise require approval of members shall only require approval by a vote of the Elder Board.

Although the Lord has ordained that the church should be led by a plurality of qualified elders, it is both biblical and desirable for church members to be involved in many decisions through their common suffrage or consent. Church Membership shall entitle the member to vote at a meeting of the members on those matters designated by the Constitution or submitted by recommendation of the Elder Board to the church membership for affirmation or an expression of unity. A membership vote will be required for the selection of church officers, joining or withdrawing from an association of churches, any change to the Statement of Faith, the amendment or alteration of the Constitution, matters involving the sale or purchase of church properties, and any other matter deemed necessary by the Elder Board. Voting privileges are restricted to members in good standing age sixteen or older present or represented at a regular or appropriately called meeting of the membership where a quorum of the Elder Board is present or represented at the time of the vote.

In accord with those duties described in the Church Covenant and the Statement of Faith, each church member is privileged and expected to both participate in and contribute to the life and ministry of Cornerstone Church consistent with the gifts, time, resources, finances, and calling each has received from God. Members shall seek to exercise their spiritual gifts for the mutual edification

of the church body (Romans 12:1-8, Ephesians 4:7-16) and shall submit to the loving and biblical rule of the Elders (Hebrews 13:17). Members are expected to attend all the stated meetings of the church unless providentially hindered by illness, accident, unusual working conditions, and /or other such circumstances. The stated meetings of the church include the Lord's Day services (morning and evening), Sunday School, a midweek small group, the Membership Matters meeting, and any other specially called meetings at the discretion of the Elder Board (Hebrews 10:24-25, see Article IX, Section A). Members are expected to maintain moral and doctrinal purity, adhere to the Church Covenant, Statement of Faith, and Constitution, and serve in the ministries of the church. Non-members may serve with the approval of the Elders.

F. Transferability of Church Membership

Membership in Cornerstone Church including membership rights and privileges is not assignable. Membership shall not be assignable inter vivos by any member nor shall membership vest to any personal representative, heir, or devisee.

Members may transfer their membership to another church of like faith and practice on the condition that they are members in good standing and not under church discipline or involved in the church disciplinary process. A letter of commendation may be requested for any church not deemed by the Elders to be disloyal to "the faith which was once for all delivered to the saints" (Jude 3) or negligent to exercise godly care over its members.

Members transferring from another church will be admitted to membership in Cornerstone Church upon meeting the standard requirements and qualifications for membership as defined in the Constitution (see Article VI).

G. Termination of Church Membership

The Elder Board may recognize the termination of church membership following a member's death, upon a member's transfer to another church, when a member voluntarily resigns membership or desires to have their membership terminated, upon a member's unwarranted absence for a period of three consecutive months or longer, when a member is no longer making a profession of faith in the Lord Jesus Christ, or when church disciplinary action necessitates that a member is excommunicated (Article VII). Members terminating or resigning their membership should only do so upon meeting with the Elders and providing an explanation in writing.

The Elder Board may refuse a member's termination of membership for the purpose of pursuing a process of church discipline or for any other biblical reason. A resignation of membership offered by a person guilty of sin that warrants corrective discipline will be regarded as invalid and the church may proceed with public censure, suspension of privileges, or excommunication in accordance with procedures outlined in Article VII (Acts 15:24, 1 John 2:19, 2 John 7-11).

Cornerstone Church does not exist in isolation from other true churches in the universal church of the Lord Jesus Christ. Because open and forthright communication is necessary for the purity, peace, unity, and edification of these churches, details regarding the circumstances under which a person's membership is terminated may be communicated to the members of Cornerstone Church and other churches at the discretion of the Elder Board. Additionally, at the discretion of the Elder Board and for the purpose of maintaining our testimony before civil authorities and/or society at large, information regarding a terminated membership may be shared outside ecclesiastical structures (Romans 13:1-7). Cornerstone Church, its officers, and staff will abide by all state and federal reporting requirements.

Furthermore, termination of membership does not give license to former members to sow discord, slander, gossip, spread false teaching, be divisive or otherwise engage in any behavior which would threaten the peace and unity of Cornerstone Church or the church universal. When it has been

established that a former member is being divisive in such ways, the Elder Board, at its sole discretion, will disclose whatever information necessary and issue whatever warnings they deem appropriate to preserve the peace, harmony, and unity of Cornerstone Church and the universal church (Romans 16:17-20, 2 Timothy 2:14-19, 3:1-9, Titus 3:9-11).

H. Rights of Terminated Church Members

Upon the termination of church membership due to excommunication, the disciplined former member shall have the right to petition the Elder Board for a reinstatement of full membership. Reinstatement will be considered upon biblically appropriate and adequate fruits of repentance to the satisfaction of the Elder Board. Reinstatement to membership may involve some or all of the admission procedures described in the Constitution (see Article VI).

I. Dispute Resolution

Church members are to obey the Bible in their conduct toward one another, "with all lowliness and gentleness, with longsuffering, bearing with one another in love, endeavoring to keep the unity of the Spirit in the bond of peace" (Ephesians 4:2-3). Disputes are to be resolved quickly and according to biblical principles (Matthew 5:23-24, 18:15-20, 1 Corinthians 6:1-11, Philippians 2:3-4) without reliance upon secular courts. Upon entering into membership with Cornerstone Church, members agree to refrain from bringing any civil lawsuit against the church, any Elder, any leader, any employee, any staff member, or any deacon in connection with the performance of their official duties. In the event of a grievance on the part of one member toward another, every effort should be made to avoid a civil suit in a public court of law. Disputes will be ultimately resolved by the Elder Board of the church or their designated appointees upon prayerful and humble consideration.

J. Distribution of Assets

Membership in Cornerstone Church shall not vest in any member any proprietary rights in the Corporation nor shall any member have any equity in the real property of the Corporation or rights to vote on its disposal. In the event of dissolution, no property or assets shall be distributed to an individual. Property and assets shall be distributed by the Elder Board to ministries or organizations of their choosing dedicated to religious and charitable purposes.

Article VII

Church Discipline

The Word of God gives commands and instructions for the practice of church discipline. The purpose of church discipline is to glorify God by maintaining purity, peace, unity, and sound doctrine within the local church, to glorify God through maintaining our corporate witness to non-Christians, to edify believers by deterring sin and instructing in righteousness, and to promote the spiritual welfare, growth, and restoration of the offending person by calling him or her to return to a biblical standard of doctrine and conduct. The theological basis for church discipline is found in texts including, but not limited to Matthew 18:15-20, Romans 16:17-20, 1 Corinthians 5, Galatians 6:1, 2 Thessalonians 3:6-15, 1 Timothy 5:19-20, 2 Timothy 3:1-9, and Titus 3:10-11.

Members of Cornerstone Church and all other professing Christians who regularly attend or fellowship with this church who, as determined by the Elder Board, err in doctrine, engage in conduct that violates Scripture, neglect duties, or otherwise engage in conduct by which the name of the Lord Jesus Christ may be dishonored or the welfare of the church undermined or opposed, shall be subject to the admonition of the Elders and the discipline of the church including, but not limited to public censure, removal from office, dismissal, or excommunication.

1. It is the duty of any member of Cornerstone Church having knowledge of an individual's doctrinal error, misconduct, neglect, or dishonorable actions to confront, rebuke, warn, instruct, and correct such an individual in private seeking his or her repentance and restoration or reconciliation
2. If the individual does not repent evidenced by verbalizing a refusal to repent, by continued sin, by a lack of fruits befitting repentance (2 Corinthians 7:10-11), or by eluding or showing indifference toward the reconciliation process or the people involved, the person confronting shall go again to the sinning person to seek his or her repentance accompanied by one or two more so that on the testimony of two or three witnesses the matter may be confirmed: an appropriate and biblical confrontation followed again by either repentance and reconciliation or a refusal to repent (evidence previously described). There is no specified time interval between steps one and two.
3. If the individual does not repent evidenced by verbalizing a refusal to repent, by continued sin, by a lack of fruits befitting repentance (2 Corinthians 7:10-11), or by eluding or showing indifference toward the reconciliation process or the people involved, the matter shall be brought to the attention of the Elder Board (or a duly appointed committee of the board at the sole discretion of the board). The Elder Board, or their duly appointed committee, shall hear the matter, consider evidence, and determine if the sinning individual has been appropriately and biblically confronted and if the sinning individual has refused to repent (evidence previously described). If so, the Elders shall inform the church at a regularly scheduled worship service, small group, or meeting in order that the church may call the sinning individual to repentance. If the sinning individual repents (Luke 3:8, 2 Corinthians 7:10-11), then notice to that effect will be provided in the same manner.
4. If the individual does not repent evidenced by verbalizing a refusal to repent, by continued sin, by a lack of fruits befitting repentance (2 Corinthians 7:10-11), or by eluding or showing indifference toward the reconciliation process or the people involved, then he or she will be publically dismissed and excommunicated from the membership and fellowship of the church at a regularly scheduled worship service, small group, or meeting. If he or she repents after such a dismissal and excommunication (evidence previously described) and requests restoration and reconciliation, he or she may be reinstated according to the process described in Article VI, Section H of the Constitution.

Notwithstanding the foregoing, the Elders in the exercise of their wisdom and discretion in applying the Scripture:

1. May proceed directly to the third step in the church discipline process (informing the church in order that the church may call the sinning individual to repentance) or to the fourth step (dismissal and excommunication) when the sin involved is public and particularly grievous (e.g. 1 Corinthians 5). This decision is at the sole discretion of the Elder Board
2. May proceed directly to dismissal and excommunication when a person has taught or otherwise disseminated doctrine deemed by the Elders to be false or erroneous and has chosen to disregard the reproof, correction, and direction of the Elders (e.g. Romans 16:17-18)
3. May proceed to dismissal or excommunication when a person has been warned twice to cease from factious and divisive speech or conduct and has refused to heed the warning (e.g. Titus 3:10-11)

Furthermore, the members of this church and all other professing Christians who regularly attend or fellowship with this church agree that there shall be no appeal to any court because of dismissal or excommunication or because of public statements made to the church at the third or fourth steps in the church discipline process. Refer to Article VI, Section I of this Constitution.

Members who are involved in the church disciplinary process or under church discipline as previously defined in the Constitution, forfeit and waive the right to resign from the church or

otherwise terminate their church membership. That right is reserved for those members who are in good standing and not under disciplinary action. Refusing to meet with the Elders to investigate and resolve a matter of concern demonstrates contempt for church discipline and contempt for the church. In such circumstances, the Elder Board may vote for either dismissal or excommunication.

While the church has no authority to exercise discipline over non-members, the church does have the *right and responsibility* to protect its members from those who would disrupt its peace, purity, protection, harmony, life, and doctrine (Titus 1:9-14). In the event that someone troubles the church or proves themselves to be a disruption or threat in this way, the Elders shall name them, identify their errors, and warn the members of the church to avoid them.

Separate and apart from the process of church discipline, but subject to the discretion and approval of the Elders (or their duly appointed committee), a member, non-member, regular attender, or any other individual may be notified that he or she is not allowed to be present on church premises for reasons of safety and/or the well being of others. Such a *requirement may or may not be associated* with the church discipline of that person.

Separate and apart from the process of church discipline, but subject to the discretion and approval of the Elders (or their duly appointed committee), a member, non-member, regular attender, or any other individual may be advised to attend church elsewhere or dismissed and required to forfeit attendance at Cornerstone Church. Such an action may or may not be associated with the church discipline of that person.

In conjunction with the process of church discipline, or separate and apart from the process of church discipline, Cornerstone Church, its staff, and its officers will abide by state and federal reporting requirements.

Article VIII

Church Officers

Jesus Christ alone is head of the church (Colossians 1:18) and administers His rule through the Word of God entrusted to qualified men endowed by His Spirit with *grace and gifts necessary to their work* (Ephesians 4:7-16). The church is to be led and governed by a plurality of these qualified men called Elders or Pastors (1 Timothy 3:1-7) and served and supported by qualified men called Deacons (1 Timothy 3:8-13). It is the duty of the church to observe and note among its membership those whom the Lord has appointed and imparted the necessary gifts, qualifications, and *calling to be set apart*, and chosen by the common suffrage of the church membership to be its officers, so called.

Additionally, the Elder Board may appoint church members to various administrative positions deemed necessary to the proper and effective management of the church. These supporting administrative positions may include but not be limited to Secretary, Treasurer, and various Church Staff roles at the sole discretion of the Elder Board.

A. Elders

The plurality of qualified men in the office of Elder shall be constituted to form the governing body of the church referred to as the Elder Board. Subject to the limitations of the Constitution and Bylaws, the corporation shall be exercised and the church led and governed under the direction of the Elder Board. The Elder Board shall be comprised of no less than three qualified men responsible for shepherding and providing oversight for the church. Though the elders shall be equal in authority, they shall be specialized in function according to calling, giftedness, experience, and need. Unless otherwise specified, a vote of the Elder Board shall be confirmed upon a strict majority.

The Elders of the church are bound to the Scriptures in discharging the duties of their office. Insofar as the instruction of the Elders is in accord with the Scriptures, that instruction carries with it the authority of Christ Himself. Where no regulative word from Christ is given, elders must exercise their authority in subjection to the general principles of Scripture, wisdom from God, and Christian prudence. This authority shall be exercised with great love and sensitivity toward the flock of God in the posture of servants and examples to them (Matthew 20:25-28, 1 Peter 5:3). The Elders should seek the support of the membership in any major endeavor and consider their input when doing so would serve the interests of Cornerstone Church.

Each Elder shall be a member of the Elder Board, shall be a member of the church (as defined in Article VI), shall not hold the office of deacon, and shall possess the qualifications described in 1 Timothy 3:1-7, Titus 1:6-9 and 1 Peter 5:1-4. He shall be:

1. Desirous of the position, willing, eager, and not otherwise under compulsion (1 Timothy 3:1, cf. 1 Peter 5:2)
2. Blameless as a steward of God and above reproach (1 Timothy 3:2, Titus 1:6-7)
3. The husband of one wife (e.g. a one-woman man, 1 Timothy 3:2, Titus 1:6)
4. Temperate, sober, and vigilant (1 Timothy 3:2)
5. Sober-minded and prudent (1 Timothy 3:2, Titus 1:8)
6. Of good behavior, orderly, and respectable (1 Timothy 3:2)
7. Given to hospitality (1 Timothy 3:2, Titus 1:8)
8. Apt and able to teach. Able to exhort believers and refute false teaching (1 Timothy 3:2, Titus 1:9)
9. Not given to wine (1 Timothy 3:3, Titus 1:7)
10. Not violent, pugnacious, quarrelsome, or contentious. Not a brawler, quick to anger, or quick-tempered (1 Timothy 3:3, Titus 1:7)
11. Patient, forbearing, moderate, and gentle (1 Timothy 3:3)
12. Not covetous, nor a lover of money, nor greedy for base gain (1 Timothy 3:3, Titus 1:7)
13. Ruling his own house well with faithful children not accused of rebellion (1 Timothy 3:4, Titus 1:7)
14. Not a novice or a new convert (1 Timothy 3:6)
15. In possession of a "good testimony among those who are outside " (1 Timothy 3:7)
16. Not self-willed (Titus 1:7)
17. Hospitable and "a lover of what is good" (Titus 1:8)
18. Just, holy, self-controlled, and devout (Titus 1:8)
19. Not authoritarian or abusive in his leadership (1 Peter 5:3)
20. A good example to the flock (1 Peter 5:3, cf. Philippians 3:17, 4:9)

Furthermore, the Elder shall be able to conscientiously affirm his agreement with and support of the Statement of Faith (1689), this Constitution, and the Church Covenant.

Subject to the Word of God, the Elders shall devote themselves to prayer, the ministry of the Word, and shepherding the flock of God (Acts 6:1-6, 1 Peter 5:1-4). While every Elder is called upon to perform these duties and must be able to teach, some will be more engaged in formal and public teaching while others will be more engaged in private teaching, admonishing, shepherding, and governing. Furthermore, and consistent with the laws of the State of Florida and this Constitution, Elders shall be responsible for the following, including but not limited to:

1. Teaching the whole counsel of God and encouraging sound doctrine and practice, rebuking and correcting error, overseeing the process of church discipline, coordinating and promoting the ministries of the church, and mobilizing the church for evangelism and missions
2. Equipping the membership for the work of the ministry (Ephesians 4:12)

3. Serving the people and watching out for the welfare of the soul of every member of the church (Hebrews 13:17)
4. Providing a notable and observable example to the flock of God (Philippians 3:17, 4:9)
5. Exercising biblical authority with great sensitivity to the congregation (Ezekiel 34:4)
6. Submitting to his fellow Elders (Hebrews 13:17)
7. Voting on matters before the Elder Board requiring a decision of the Elder Board
8. Seeking the affirmation or vote of the membership where it is deemed good or necessary at the discretion of the Elder Board to provide for unity and peace
9. The selection, oversight, evaluation, and removal of officers, agents, elders, staff, and employees of the Corporation; to prescribe their duties, fix the terms of their offices, and *determine their compensation*
10. Establishing ministry or corporate positions or committees to assist them in fulfilling their responsibilities
11. The examination and selection of prospective members
12. *The oversight of Deacons including their work, responsibilities, qualifications, and terms*
13. The disbursement of funds or property of the Corporation as required to conduct, manage, and control the activities and affairs of the Corporation
14. The approval of and adherence to an annual itemized budget
15. Establishing rules, regulations, policies, and practices for the church consistent with the Scriptures and the purposes of the Corporation
16. Assisting the Pastor-Teacher in the administration of the ordinances of baptism and the Lord's Supper and conducting worship services
17. Conducting weddings on church property for Cornerstone Church members only. An Elder may, at his discretion and in keeping with doctrinal standards, conduct a wedding ceremony off premises for non-members. Church Elders, Ministers, Members, Staff, and any other individuals ordained by the Church shall not use their title, position, or ordination in any way that contradicts or undermines the teaching of the Church and the Bible by, including but not limited to, officiating over or solemnizing weddings or ceremonies joining more than two people or two people of the same sex
18. Incurring indebtedness consistent with the Scriptures and the purposes of the Corporation
19. Ensuring that all who would minister the Word to the Membership, including outside speakers, share our fundamental convictions
20. Striving to discipline himself in personal godliness being an excellent student of the Scriptures and committed to diligence in his work as a minister of the Lord Jesus Christ. He will teach and preach with authority while modeling spiritual virtue and obedience to the Word of God

In view of the many and varied responsibilities of Eldership, the Corporation shall provide financial support to Elders at the discretion of the Elder Board in accord with the Scriptures (1 Timothy 5:17-18, 1 Corinthians 9:1-14). Notwithstanding, the Eldership should be comprised, in some part, of church members not in the regular compensation of the church.

Elders shall be selected for office after both corporate and individual prayer, sober consideration, a unanimous vote of the Elder Board, and a vote of affirmation on the part of the membership. Nominations may be taken from the membership or the Elder Board. Nominations must be *unanimously approved by the Elder Board prior to their recommendation to the Membership of the Church*. Upon the recommendation of the Elder Board, candidates for the office of Elder shall be announced to the church at a regularly called meeting and a reasonable time of evaluation shall be provided. Any member with reason to believe that a nominated candidate is unqualified or *unsuitable for the office of Elder should express such a concern to the Elder Board in advance of the relevant church meeting*. Provision shall be made at a meeting of the membership for an open discussion of the candidate and statements affirming or objecting. The candidate shall then be presented to the membership for a vote to affirm the recommendation of the Elders. If affirmed, the newly selected Elder, having been set apart by the church, shall assume office immediately. *Newly*

selected Elders shall be ordained by the existing eldership of the church and / or others at the discretion of the Elder Board at a regular or specially called meeting of the church

An Elder's service in office may be terminated by resignation or removal. An Elder may be removed from office at any regular or special meeting of the Elder Board if he is found to be physically or mentally incapacitated, spiritually unqualified according to relevant Scripture previously explained, or unable to adequately perform the responsibilities of his position. Any two members with reason to believe that an Elder should be removed should express such a concern to the Elder Board and, if needed, to the membership of the church at the sole discretion of the Elder Board. Removal shall only occur upon a thorough corroborating investigation by the Elder Board or their duly appointed designees. Any such action shall be done in accord with the instructions of our Lord in Matthew 18:15-17 and 1 Timothy 5:17-21. When an Elder is removed due to unrepentant sin, their removal shall be accompanied by a public rebuke and notice shall be given before the church at a regularly called meeting in accord with 1 Timothy 5:20.

Once an Elder's service ends, he no longer retains the title or authority of that office and may no longer continue in its functions or privileges in relation to Cornerstone Church, any other church, or society at large. It is expected that all former officers will respect the sanctity of the trust previously given to them and that they will maintain the confidentiality of all church matters to the extent required by Scripture, this Constitution, and the judgment of the existing Elder Board.

If, in the providence of God, Cornerstone Church were to be left with less than three qualified Elders due to resignation or removal, the vacancy or vacancies may be temporarily filled through the oversight of Elders at a sister church with which we have intimate knowledge and fellowship. Any vacancy shall be filled upon the Lord raising another Elder from among the membership of Cornerstone Church.

B. Senior Pastor (Pastor-Teacher)

The Senior Pastor shall be an Elder selected by the Elder Board and affirmed to office by a three-quarter majority vote of the church membership at a regular or specially called meeting. He shall perform the duties of an Elder described in Article VIII Section A and shall be recognized by the church as particularly called to the *full-time* ministry of preaching and teaching. The Senior Pastor shall be responsible to the Elder Board.

The Senior Pastor shall not be subject to term limitations. However the Elder Board reserves the right to remove the Senior Pastor according to Article VIII Section A upon giving him one month's written notice of its intention to remove. The Senior Pastor must give one month's written notice of his intention to resign. Notice may be diminished upon the mutual agreement of both the Elder Board and the Senior Pastor.

The Senior Pastor shall be an ex officio member of all councils and committees, shall arrange for and conduct all public and regular services of the church and shall be responsible for general oversight of the spiritual welfare of the church. In the absence of the Senior Pastor, the Elder Board shall be responsible to arrange for the public and regular services of the church.

C. Associate Pastor

The Elder Board may call additional full-time pastors whose relationship to the senior pastor is that of associate. An Associate Pastor shall be selected by the Elder Board at a regular or specially called meeting of the Elder Board. He shall perform the duties of an Elder described in Article VIII Section A and shall be recognized by the church as particularly called to the *full-time* ministry of preaching and teaching. An Associate Pastor shall be responsible to the Elder Board.

An Associate Pastor shall not be subject to term limitations. However the Elder Board reserves the right to remove an Associate Pastor according to Article VIII Section A upon giving him one month's written notice of its intention to remove. An Associate Pastor must give one month's written notice of his intention to resign. Notice may be diminished upon the mutual agreement of both the Elder Board and the Associate Pastor.

The Associate Pastor shall assist the Senior Pastor in the performance of his regular duties and shall perform any other duties as usually pertain to the office of Pastor (Elder), or as set forth in the Constitution, or as specifically assigned by the Senior Pastor or the Elder Board. In the absence or incapacity of the Senior Pastor for defined periods of time (such as sabbatical or illness), the Associate Pastor(s) shall assume the responsibilities for his duties under the oversight of the Elder Board.

D. Deacons

Subject to the Word of God and the limitations of this Constitution, the church shall be served and supported by qualified men gifted and selected for the office of Deacon. These men shall be set apart by the common suffrage of the church to care for and serve the temporal needs of the people, provide accommodations for public worship, prosper the ministries of the church, assist those with gifts of leadership or administration, and provide for any other necessary function at the discretion of the Elder Board.

A Deacon shall be a member of the church possessing qualifications for the office described in Acts 6:1-7 and 1 Timothy 3:8-13. He shall be:

1. A man of good reputation from among the membership of the church (Acts 6:3)
2. Observably wise and exhibiting fruits of the Spirit (Acts 6:3)
3. Dignified and worthy of respect (1 Timothy 3:8)
4. Trustworthy, honest, and consistent in his speech (1 Timothy 3:8)
5. Not given to much wine (1 Timothy 3:8)
6. Not greedy for money
7. Steadfastly committed to the doctrines of the Christian faith from the heart (1 Timothy 3:9)
8. Tested and proven in character and faithfulness through adversity over time (1 Timothy 3:10)
9. Blameless as a steward of God and above reproach (1 Timothy 3:10)
10. The husband of one wife (e.g. a one-woman man, 1 Timothy 3:12)
11. Ruling his own house well with faithful children not accused of rebellion (1 Timothy 3:12)

Likewise, the wives of deacons shall be dignified and worthy of respect. They are not to be slanderous, malicious, and/or backbiting with their speech and shall refrain from gossip. A Deacon's wife shall be sober-minded, self-controlled, faithful, and steadfast in all things (1 Timothy 3:11).

Deacons shall be selected for office after both corporate and individual prayer, sober consideration, a unanimous vote of the Elder Board, and a vote of affirmation on the part of the membership. Nominations may be taken from the membership or the Elder Board. Nominations must be unanimously approved by the Elder Board prior to their recommendation to the Membership of the Church. Upon the recommendation of the Elder Board, candidates for the office of Deacon shall be announced to the church at a regularly called meeting and a reasonable time of evaluation shall be provided. Any member with reason to believe that a nominated candidate is unqualified or unsuitable for the office of Deacon should express such a concern to the Elder Board in advance of the relevant church meeting. Provision shall be made at a meeting of the membership for an open discussion of the candidate and statements affirming or objecting. The candidate shall then be presented to the membership for a vote to affirm the recommendation of the Elders. If affirmed, the newly selected Deacon, having been set apart by the church, shall assume office immediately.

A Deacon's service in office may be terminated by resignation or removal. A Deacon may be removed from office at any regular or special meeting of the Elder Board if he is found to be physically or mentally incapacitated, spiritually unqualified according to relevant Scripture previously explained, or unable to adequately perform the responsibilities of his position. Removal shall only occur upon a thorough corroborating investigation by the Elder Board or their duly appointed designees. Such action may be done in accord with the instructions of our Lord given in Matthew 18:15-17.

Deacons shall serve for a maximum term of three years and then be eligible for election to another term after one year. Furthermore, Deacons shall be able to conscientiously affirm his agreement with and support of the Statement of Faith (1689), this Constitution, and the Church Covenant.

E. Treasurer

The Treasurer shall ensure the stewardship of the physical and financial resources of the corporation consistent with this Constitution and applicable sections of Florida's non-profit religious corporation laws. The treasurer shall keep and maintain, or cause to be kept and maintained, adequate and accurate accounts of the property and business transactions of the Corporation. The Treasurer shall deposit, or cause to be deposited, all monies and other valuables in the name and to the credit of the Corporation with such depositories as may be designated by the Elder Board. The Treasurer shall disburse, or cause to be disbursed, the funds of the corporation as may be ordered by the Elder Board. The Treasurer shall render to an Elder or Elders upon request, or cause to be rendered, an account of transactions or the financial condition of the Corporation and shall have the power to perform such other duties as prescribed by the Elder Board. The Treasurer shall make available, or cause to be made available, the financial reports of the Corporation at Elder Board meetings, Leadership meetings, and Membership meetings.

The appointment of Treasurer shall be effected by a vote of the Elder Board and termination effected by the same procedure. The Treasurer shall not be an active Elder or Deacon.

F. Secretary

The Secretary shall keep, or cause to be kept, a book of minutes at the principal offices of the church or other such place as designated by the Elder Board, of the called meetings of the Elders or Membership. Minutes shall include the time and place of the meeting, those present at the meeting, and the proceedings thereof. If the meeting is not a regularly called meeting and is a specially called meeting, the Secretary shall record how the meeting was authorized and how notification was effected.

The Secretary shall keep, or cause to be kept, the original and a copy of the Constitution and Bylaws as amended to date at the principal offices of the church or other such place as designated by the Elder Board. The Secretary shall have other such responsibilities and perform other such duties as prescribed by the Elder Board.

The appointment of Secretary shall be effected by a vote of the Elder Board and termination effected by the same procedure.

G. Church Staff Position

Church Staff Positions include those part-time or full-time support roles deemed necessary to the proper and effective management of the Church at the sole discretion of the Elder Board. Positions may be added or removed as needed to provide for such service to the church including but not limited to administrative assistance, counseling, media direction, ministry support, worship leader, pastoral internship, secretarial work, record-keeping, and / or facilities and property maintenance.

Church Staff positions are defined by the Elder Board and appointed by a vote of the Elder Board. Church Staff positions are terminated by the same procedure. With the exception of vendors or independent contractors, only members of the church are eligible for employment with the church and shall not be actively engaged in unrepentant sin and shall not be perceived to undermine or contradict, through his or her actions, behaviors, or speech, the doctrine of the Bible or the doctrine and practices of the church as reflected in the Statement of Faith, the Church Covenant, or this Constitution.

Article IX

Church Administration

A. Meetings of the Church

Regular meetings of the church membership shall be held at the principal location of the church where church members may consider reports on the affairs of the Corporation and transact other such business determined by the Elder Board. Special meetings of the members may be called at any time by order of the Pastor-Teacher or a quorum of the members of the Elder Board. At all meetings of the membership of the church, whether regular, special, or adjourned, the members present shall constitute a quorum for the transaction of business.

The stated meetings of the church include the Lord's Day services (morning and evening), Sunday School, a midweek small group, the Membership Matters meeting, and any other specially called meetings at the discretion of the Elder Board (Hebrews 10:24-25).

Meetings called for the purpose of church administration (as differentiated from those called primarily for worship, teaching, or prayer) shall involve the corporation's secretary or other authorized member to take minutes. These meetings would include, but not be limited to the Membership Matters meetings and administrative meetings of the Elder Board (see Article VIII, Section F.)

B. Use of Facilities

Church facilities are for the use of Cornerstone Church members. Church facilities are only to be used upon approval of the Elder Board for purposes or practices that maintain the highest standards of doctrinal purity and holy conduct found in the Scriptures, the Statement of Faith, the Church Covenant, and this Constitution. It is at the sole discretion of the Elder Board to welcome visitors to regular or specially called meetings of the church.

Neither property nor facilities owned or controlled by the Church (or used with permission obtained by the Church) shall be used or permitted to be used for any activity or speech that is contrary to any stated or implied doctrine of the Bible, or religious belief or practice of the church as interpreted by the Elder Board.

A person's sex is either male or female and is determined before birth. Therefore, participation in any program or activity that is limited to individuals of one sex is exclusively limited to individuals who are persons of that sex. In addition, access to facilities that are designated for use by only one sex is exclusively limited to individuals who are persons of that sex.

A wedding or marriage ceremony shall only be performed on church premises or in church facilities for Cornerstone members. Either bride or groom must be a member in good standing of Cornerstone Church.

C. Financial Administration

Cornerstone Church shall operate according to an annual budget drafted by the Elder Board or a designated financial committee comprised of members of Cornerstone Church. The Cornerstone Church budget, approved by a vote of the Elder Board, shall be under the operational oversight of the Treasurer (see Article VIII, Section E). Changes, additions, or deletions to the budget may be approved by a majority vote of the Elder Board.

Article X

Corporate Records and Reports

A. Records

The corporation shall maintain adequate and accurate accounts, books, records, and documentation of its business and properties. All such documentation, books, records, and accounts shall be kept at its principal place of business.

B. Inspection

Every Elder shall have the right at any reasonable time to inspect all books, records, accounts, and documents of any kind, and the physical properties of the Corporation and its subsidiary organizations, if any.

Article XI

Dissolution

In the event of dissolution, no property or assets shall be distributed to an individual. Property and assets shall be distributed by the Elder Board to ministries or organizations of their choosing dedicated to religious and charitable purposes (see also Article VI, Section J).

Article XII

Amendments

The Statement of Faith (1689), the Cornerstone Church Covenant, and this Constitution reflect the doctrines, values, principles, and practices we believe to be taught in the Word of God. The amendment of these documents is not to be entered into lightly and may only be amended upon a three-fourths (75%) majority vote of the members present and voting at a regular or appropriately called meeting of the membership where a quorum of the Elder Board is present or represented at the time of the vote (see also Article VI, Section E).

Proposed amendments shall be offered in writing at a prior meeting of the membership and announced from the pulpit at regularly called church services no less than two successive Sundays prior to any vote. Revised versions of this Constitution shall be made available to all church members.

Article XIII

Bylaws

Bylaws may be adopted to give practical effect to this Constitution. Bylaws shall be in every way subject to and in harmony with the letter and intent of this Constitution. Bylaws may be adopted or amended by a vote of the Elder Board.