

Our Bylaws

Article 1 – Name & Organization

1.1 The name of this church shall be Sojourn Heights Church (“Sojourn”). Sojourn shall be governed by these Bylaws and will operate as a non-profit corporation of the State of Texas.

1.2 Sojourn maintains the right to govern its own affairs, independent of denominational control, but shall retain the right and ability to affiliate with various networks for support, collaboration, and accountability. In terms of theological and ecclesiastical leadership, Sojourn acknowledges and defers to the leadership and oversight of the Sojourn Collective to the extent delineated within the Sojourn Collective Bylaws, provided, however, that no direction given by the Sojourn Collective shall be followed that violates any provision of these Bylaws.

1.3 No part of Sojourn’s net income shall inure to the benefit of, or be distributable to, its members, officers, or other private persons. Sojourn, however, shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the permissible purposes described in Section 2.2.

1.4 No substantial part of Sojourn’s activities may include the carrying on of political propaganda or otherwise attempting to influence legislation. Sojourn may not participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office. Sojourn may not carry on any activities not permitted to be carried on (1) by an entity exempt from federal income tax under Code Section 501(c) (3) or (2) by an entity, to which contributions are deductible under Code Section 170(c) (2).

Article 2 – Purpose

2.1 This church exists by the grace of God, for the glory of God, which shall be the ultimate purpose in all its activities. To this end, we equip the saints through the faithful preaching and teaching of the whole counsel of God given in Scripture. We nurture Christian individuals and families in order that they might enjoy the benefits of the covenant of grace; encourage, support, and participate in local, domestic, and international church planting; administer the sacraments of baptism and communion; encourage Biblical community among believers; serve individuals, families, and

churches through the provision of physical, emotional, and spiritual needs; and call fellow churches to biblical faithfulness and purity through instruction and encouragement regarding the nature of the local church.

2.2 Subject to the provisions of the Texas Business Organizations Code ("TBOC"), Sojourn is organized and must be operated exclusively for charitable, religious, educational, or literary purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provision of any future United States Internal Revenue Law.

Article 3 – Beliefs

3.1 Sojourn's Confession of Faith does not exhaust the extent of our beliefs. The Bible itself, as the inspired and infallible Word of God that speaks with final authority concerning truth, morality, and the proper conduct of mankind, is the sole and final source of all that we believe. For legal purposes, the Council of Elders is Sojourn's final interpretive authority on the Bible's meaning and application with respect to faith, doctrine, practice, policy, and discipline.

Sojourn also delineates the following beliefs:

3.2 We believe that all human life is sacred and created by God in His image. Human life is of inestimable worth in all its dimensions, including pre-born babies, the aged, the physically or mentally challenged, and every other stage or condition from conception through natural death. We are therefore called to defend, protect, and value all human life. (Ps 139.)

3.3 We believe God wonderfully and immutably creates each person as male or female. These two distinct, complementary genders together reflect the image and nature of God (Gen 1:26-27). Rejection of one's biological sex is a rejection of the image of God within that person. We believe that the term "marriage" has only one meaning: the uniting of one man and one woman in a single, exclusive union, as delineated in Scripture (Gen 2:18-25). We believe God intends sexual intimacy to occur only between a man and a woman who are married to each other (1 Cor 6:18; 7:2-5; Heb 13:4). We believe any form of sexual immorality (including lust, adultery, fornication, homosexual behavior, bisexual conduct, bestiality, incest, and use of pornography) is sinful (Matt 15:18-20; 1 Cor 6:9-10). We believe that in order to preserve the function and integrity of Sojourn as the local Body of Christ, and to provide a biblical role model to Sojourn's members and the community, it is imperative that all persons employed by Sojourn in any capacity, agree to and abide by this

statement (Matt 5:16; Phil 2:14-16; 1 Thess 5:22). We believe God offers redemption and restoration to all who confess and forsake their sin, seeking His mercy and forgiveness through Jesus Christ (Acts 3:19-21; Rom 10:9-10; 1 Cor 6:9-11). We believe that every person must be afforded compassion, love, kindness, respect, and dignity (Mark 12:28-31; Luke 6:31). Hateful and harassing behavior or attitudes directed toward any individual are to be repudiated and are not in accord with Scripture nor the doctrines of this church.

3.4 Because God has ordained marriage and defined it as the covenant relationship between a man, a woman, and Himself, Sojourn will only recognize marriages between a biological man and a biological woman. Further, Sojourn's elders and staff shall only participate in weddings and solemnize marriages between one man and one woman. Finally, the facilities and property of Sojourn shall only host weddings between one man and one woman.

Article 4 – Government

4.1 The whole of this church's government shall rest under the royal authority of the Lord Jesus Christ (1 Corinthians 11:3; Ephesians 1:22), whose decree concerning the church is revealed in Scripture. Serving under this authority and pursuant to Section 4.2, Sojourn's senior leadership shall be vested in a governing board of male elders/pastors (each, an "Elder" and collectively, "the Council of Elders") made up of both paid and unpaid men who meet the qualifications of Eldership as outlined in Scripture (1 Timothy 3:1-7; Titus 1:5-9), as determined by the current Council of Elders. If no Council of Elders has yet been established pursuant to Section 4.3, the Sojourn Collective governing body shall oversee the appointment of qualified Elders. In addition, deacons are both paid and unpaid lead servants under the authority of the Council of Elders. Deacons may be male or female, and must meet the biblical qualifications of a deacon (1 Timothy 3:8-13). Members who hold these offices shall be considered ordained officers of the church by the authority vested in the Council of Elders. Elders are ordained with the authority to oversee the church. Deacons are ordained with the authority to serve the church.

4.2 Notwithstanding Section 4.1, for the purposes of TBOC and the Texas Nonprofit Corporation Act (or any equivalent thereof), the "Board of Directors" shall be synonymous with the "Council of Elders" and a "Director" shall be synonymous with an "Elder." The Council of Elders shall have the power to control and manage the affairs and property of Sojourn in accordance with the purposes and limitations set forth in the TBOC, the Certificate of Formation of Sojourn, and these Bylaws, as they may be amended.

4.3 The Council of Elders shall consist of no less than three (3) members. Each elder must be at least 18 years of age. Elders need not be residents of the State of Texas. Elders shall serve terms of three (3) years and may be elected to any number of consecutive terms. Candidates for eldership must be members in good standing and nominated by a 3/4 majority vote of the current Council of Elders. The installation process for new elders shall include: (1) a period of training and testing to assess the candidate's character and enhance the candidate's competencies, (2) a period of no less than four (4) weeks during which church members may present concerns or objections to the Council of Elders for consideration, (3) a unanimous vote of the Council of Elders, and (4) installation by the laying on of hands. Upon the renewal of an Elder's term on the Council of Elders, a 3/4 majority vote of the remaining members at a meeting of the Council of Elders will effectuate the reelection. The number of Elders and the terms thereof may be increased or decreased from time to time by amendment to these Bylaws. However, no decrease may have the effect of shortening the term of any then-serving Elder, and the number of Elders may not be decreased below three (3). Serving on the Council of Elders does not result in contract rights as an employee.

4.4 All Sojourn employees are "at will," and the employment relationship may be terminated without regard to a person's eldership status.

4.5 Seasons of sabbath are required for all Elders. Lay Elders shall take a minimum of one (1) year sabbatical for every seven (7) years served. Vocational Elders shall take one to two (1-2) months sabbatical within their first five (5) years, and every three (3) years thereafter. Elders on sabbatical shall be considered inactive and nonvoting. The Council of Elders may also agree by majority vote to transition a fellow Elder to an inactive and nonvoting status as necessary and without regard to sabbatical. Should an Elder intend to resign, he must make his intentions known in the form of a written letter addressed to the Council of Elders. Any Elder may resign from office at any time. Any such resignation must be in writing and specify the time that it will take effect. The Council of Elders need not accept the resignation for it to be effective. If the Council of Elders accepts the resignation of an Elder tendered to take effect at a future time other than the time at which such Elder's term would otherwise expire, a successor Elder may be selected in accordance with Section 4.3, to take office when the resignation becomes effective. An Elder appointed to fill a vacancy that exists for any reason other than the end of the predecessor's term of office serves for the unexpired term of the predecessor. No resignation may discharge any accrued obligation of an Elder.

4.6 Any credible charge against an Elder of moral impropriety, doctrinal error, or anything else contrary to the biblical qualifications of an Elder (1 Timothy 3:1-7; Titus

1:5–9), shall be investigated by the Council of Elders. During the investigation, the Elder in question shall be deemed inactive and nonvoting. If the Council of Elders find tenable evidence of wrongdoing, they shall charge the Elder in accordance with Scripture James 3:1; 1 Timothy 5:19–21). A 3/4 majority vote of the remaining Elders is necessary to find an Elder guilty of the charges. The disciplinary consequences for such a finding shall be determined by another 3/4 majority vote of the remaining Elders. In such instance, the members of Sojourn shall be notified in writing of the process and results.

4.7 The Council of Elders may organize however they deem necessary so long as it preserves the essential biblical elements and functionality of a plurality of Elders. The Council of Elders may appoint various councils and committees from within its membership and the membership of the church at large. These councils and committees shall perform tasks solely in accordance with the duties and powers specifically delegated and shall only exist for the period specified by the Council of Elders.

4.8 No loan shall be made from the church to any Elder. Any director who assents to the making of such a loan shall be jointly and severally liable for its repayment.

4.9 Deacons are lead servants in the ministry of the church. They work with their fellow deacons to extend the overseeing ministry of the Council of Elders into the fiscal, property, and physical needs of the church. Under the leadership of the Council of Elders, they care for and maintain the orderly administration of our fellowship, giving expression to the communion of saints. The office of Deacon shall not be authorized ecclesiastical jurisdiction with respect to church doctrine or church discipline.

4.10 Any Elder or Deacon may nominate a Deacon candidate to the Council of Elders, and Deacons will be selected by a 3/4 majority vote of the Elders. Upon selection, Deacons serve indefinitely. Deacons may take sabbaticals from service whenever deemed necessary by the Council of Elders. Deacons who wish to resign must do so in written form addressed to the Council of Elders. Involuntary termination of service requires a 3/4 majority vote of the Council of Elders.

4.11 The principal office of Sojourn is located at 608 Aurora Street, Houston, Texas, 77008. Sojourn may also have offices at any other location that the Council of Elders may, from time to time, determine or as the business of Sojourn may require. Meetings of the Council of Elders may be held either within or without the State of Texas. An annual meeting of the Council of Elders must be held at a time and place fixed by the

Council of Elders; notice of this time and place must be given to each Elder at least five (5) days before the date thereof.

4.12 The books of accounts of the activities and transactions of Sojourn, including a minute book of the formal meetings of the Council of Elders, must be kept at the Sojourn offices. The minute book shall contain a copy of the Certificate of Formation, a copy of these Bylaws, and all minutes of the meetings of the Council of Elders. Sojourn must keep financial books, records, and annual reports in accordance with Section 22.352 of the TBOC, as may be amended from time to time. Sojourn must also keep, at the registered or principal office of Sojourn, a record giving the names and addresses of the Elders entitled to vote. Any Elder, or such Elder's agent, accountant, or attorney, may inspect the books and records of Sojourn for any proper purpose under law at any reasonable time, with prior notice to the remainder of the Council of Elders.

4.13 Unless a greater proportion is required by the TBOC, a majority of the entire Council of Elders constitutes a quorum for the transaction of business or of any specified item of business. Except as otherwise provided by the TBOC or these Bylaws, the vote of a majority of the Elders present in person or by proxy at any meeting at which a quorum is present will be considered the act of the Council of Elders.

Article 5 – Covenant Membership

5.1 The membership of Sojourn shall be composed of individuals who are affirm the Lordship of Jesus Christ and submit willingly to the tenets of Sojourn's Confession of Faith, attached hereto as Exhibit A [not applicable within this appendix], and who offer evidence, by their confession and conduct, that they are living in accord with their affirmations. The Council of Elders shall have final authority in all matters of church governance, as set forth and described in the Bylaws.

5.2 The expectations of a member of Sojourn shall be outlined in the Membership Covenant and agreed to by signature.

5.3 Members shall be removed from the roll for the following reasons: (1) death, (2) transfer of membership to another church, (3) withdrawal of membership by a written letter of intent addressed to the Council of Elders, or (4) dismissal by church discipline as outlined in Article 6. Dismissed members shall be restored to membership when deemed appropriate by the Council of Elders and reinstated in accordance with the spirit of 2 Corinthians 2:7-8.

5.4 Sojourn's members agree to submit any legal dispute with the church for mediation before a mutually agreed-upon mediator, or if none can be agreed upon, one selected by Peace Maker Ministries. Lawsuits between believers are contrary to biblical and church teaching, and mediation is an effort to resolve disputes in a biblical manner (1 Cor 6: 1-7). Mediation will be governed by the Rules of Procedure for Christian Conciliation of the Institute for Christian Conciliation (ICC Rules), unless modified as stipulated by the parties. In particular, subject to the more detailed provisions of the ICC Rules, mediator(s) will attempt to assist us in reaching a voluntary settlement of any disputes through mediation. The confidentiality of the mediation process will be protected, and these matters will not be discussed with people who do not have a necessary interest in them. If settlement can be agreed upon, the conciliators may, at their discretion, issue an advisory opinion. Neither the opinion, nor any communications exchanged in the mediation process, will be admissible for any purpose in any subsequent legal proceeding.

Article 6 – Church Discipline

6.1 The purpose of church discipline is fourfold: (1) to aid in conforming us individually and corporately to Christ, for the glory of God and the purity and unity of his church (Col. 1:28; Eph. 4:1-6; 1 Cor. 10:31), (2) to help bring a wandering soul back to Christ (Matt. 18:15-17; 1 Cor. 5:5; Gal. 6:1- 5), (3) to help deter others from sin (1 Tim. 5:20), and (4) to help protect the church from false teachers, metaphorical wolves, and division (Acts 20:25-31; Titus 1:10-11).

6.2 The Lord Jesus Christ has entrusted the local church with the authority and responsibility to discipline members for (1) divisiveness (Titus 3:9-11, Romans 16:17-18, Hebrews 13:17), (2) scandalous or unrepentant immorality (1 Corinthians 5:9-11, 6:9-10, Exodus 20:12-17), and (3) rejecting essential doctrines of the faith (1 Timothy 1:19-20, 6:3-5, 2 John 9-11). Church discipline is entrusted to the Council of Elders and shall follow the biblical pattern as set forth in Matthew 18:15-20; 1 Corinthians 5; 2 Corinthians 2:7-8; Galatians 6:1; 2 Thessalonians 3:6; Titus 3:10-11; and 2 John 7-11.

6.3 Matthew 18:15-16 outlines the biblical process of reconciliation between individuals. The process is summarized in four progressive steps: (1) seek private reconciliation (Matthew 18:15), (2) if the person refuses to listen, involve select others (Matthew 18:16), (3) if the person refuses to listen, inform the Council of Elders (Matthew 18:17a), and (4) if the person refuses to listen, treat the unrepentant person as an unbeliever (Matthew 18:17b).

6.4 Discipline is an effort to bring the individual to repentance and protect the church from unrepentant sin. Discipline may involve exclusion from participation in ministry and communion, as well as dismissal from the fellowship of this church. An individual may be disciplined by the Council of Elders short of dismissal from the fellowship, as they deem appropriate for the specific circumstance. The Council of Elders, as is required by Scripture, may report to the congregation the names of those who have lost membership by reason of church discipline, and the reason for that discipline, as described in Matthew 18:15-20.

6.5 In joining Sojourn, all members agree that these methods of church discipline shall provide the sole remedy for any dispute arising against the church and its agents, and they waive their right to file any legal action against the church in a civil court or agency.

6.6 Separate and apart from the process of church discipline, but subject to the discretion of the Council of Elders: (1) a member, a regular attendee, or other individual may be prohibited from the church premises and church functions for such a period of time as is deemed necessary for the safety and well-being of others, and (2) members who have not attended a Sunday Gathering or Neighborhood Parish Gathering under the leadership of Sojourn for a consecutive period of six months may be removed from the membership roll.

Article 7 - Indemnification

7.1 Sojourn reserves the right to indemnify any Elder, officer, member, or other person to the maximum extent provided by the TBOC but is under no obligation to indemnify.

7.2 Sojourn shall have the freedom to expand its corporate powers to the fullest extent permitted by applicable law. If the TBOC is amended in the future to expand or increase the power of the corporation to indemnify, to pay expenses in advance of final disposition, to enter into contracts or to expand or increase any similar or related power, then, without any further requirement of action by the corporation or any other person, the powers described in this Article shall be expanded and increased to the fullest extent permitted by the applicable provisions or the TBOC or other applicable law.

7.3 Notwithstanding any of the foregoing provisions, Sojourn shall indemnify and hold harmless any person who is or was a Director or Elder of the church, and pay

expenses in advance of final disposition of a proceeding, to the full extent to which Sojourn is empowered.

7.4 To the extent the rights of indemnification and advancement of expenses have been conferred by or pursuant to this Article, such rights shall be contract rights.

7.5 The rights reserved hereunder as to indemnification and advancement of expenses shall not be exclusive of any other right which any person may have or acquire under any statute, provision of the Articles of Incorporation or these Bylaws of the corporation, agreement of disinterested Directors, or otherwise.

7.6 Sojourn may purchase and maintain insurance, at its expense, to protect itself and any current or former Director, officer, employee or agent of Sojourn against any expense, liability, or loss, whether or not the church would have the power to indemnify such person against such expense, liability, or loss under the TBOC.

7.7 Any repeal or modification of this Article shall not adversely affect any right of any person existing at the time of such repeal or modification.

7.8 If any provision of this Article or any application thereof shall be invalid, unenforceable, or contrary to applicable law, the remainder of this Article, or the application of such provision to persons or circumstances other than those as to which it is held invalid, unenforceable, or contrary to applicable law, shall not be affected thereby and shall continue in full force and effect.

7.9 For purposes of this Article, "applicable law" shall at all times be construed as the applicable law in effect at the date indemnification may be sought, or the law in effect at the date of the action, omission, or other event giving rise to the situation for which indemnification may be sought, whichever is selected by the person seeking indemnification.

Article 8 - Finances and Conflicts of Interest

8.1 The fiscal year of the corporation shall be January 1 through December 31. Details regarding all financial operations are delineated within Sojourn's Financial Policies and Procedures, attached hereto as Exhibit B. [These policies are currently under construction. If you'd like to see them, please contact a staff member.]

8.2 Sojourn's annual budget may be amended in three ways: (1) reallocation, (2) adjustment for growth, and (3) expansion. The budget may be amended by

reallocation of funds from one account to another by a majority vote of the Council of Elders. The budget may be adjusted for growth by a majority vote of the Council of Elders if giving exceeds the amount estimated in the annual budget. The budget may be expanded by a majority vote of the Council of Elders should the Council determine that a new budget item is required or a particular ministry department has outgrown its current budget allocation.

8.3 Whenever a Director or officer has a financial or personal interest in any matter coming before the Council of Elders, the affected person shall (1) fully disclose the nature of the interest and (2) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested Directors determine that it is in the best interest of the corporation to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

Article 9 – Employment

9.1 The corporation will not discriminate in employment policies for reasons of race, religion, or sex, except in those situations that are necessary so as to not hurt the purposes for which Sojourn is formed, and only as is in accordance with law. Details on all issues pertaining to employment will be delineated within Sojourn's Employee Handbook.

Article 10 - Rules of Order

10.1 The current edition of Standard Code of Parliamentary Procedure by Alice Sturgis shall be the parliamentary authority for all matters of procedure not specifically covered by these by-laws.

Article 11 - Amendments

11.1 The corporation may amend, revise, add to, repeal or rescind these bylaws and/or adopt new bylaws at will by a 3/4 vote of the Council of Elders, provided that notice of the proposed alteration is given at least thirty days prior to the vote.

Article 12 - Compensation

12.1 No compensation shall be paid to Elders unless a resolution authorizing such remuneration shall have been adopted by Sojourn before the services were rendered.

The Council of Elders has the freedom to hire office staff, but members are to be informed of such decisions. All staffing costs are reflected in the annual budget. For more details pertaining to compensation, please see Sojourn's Employee Handbook and Financial Policies and Procedures.

Article 13 - Dissolution

13.1 The dissolution of Sojourn must be approved by a 3/4 vote of the Council of Elders, and all such procedures must be in keeping with Sojourn's governing documents and applicable state law. In the event that Sojourn dissolves, all remaining assets of Sojourn must be distributed for one or more exempt purposes within the meaning of Code Section 501(c)(3), or such corresponding Code section added in the future, to an exempt entity under Code Section 501(c)(3), or such corresponding Code section added in the future. The recipient entity of such a distribution must be determined by a 3/4 majority vote of the Council of Elders.