



BYLAWS OF

New Faith Church

A Kansas Not-For-Profit Corporation

Business Entity ID 10088000 · EIN 42-4455915

Olathe, Johnson County, Kansas

DRAFT FOR REVIEW · AUGUST 14, 2026

*Jesus Christ is the head of the Church. All authority exercised
under these Bylaws is derived, accountable, and exercised
as under-shepherding.*

ARTICLE III, SECTION 3.1

ARTICLE I — NAME, OFFICES, AND PURPOSE

1.1 Name. The name of this corporation is New Faith Church (the "Church").

1.2 Principal Office. The principal office is located in Johnson County, Kansas. The Board may change the location without amending these Bylaws.

1.3 Resident Agent. The Church shall continuously maintain a resident agent with a physical Kansas address as required by law.

1.4 Purpose. Exclusively religious and charitable purposes within the meaning of Section 501(c)(3), as stated in the Articles of Incorporation: to function as a church, to proclaim the gospel and make disciples, to ordain and commission ministers, and to provide charitable assistance to those in need.

The Church does not limit its mercy to any single class of need. Its charge is Matthew 25:35–40 — the hungry, the thirsty, the stranger, the naked, the sick, and the imprisoned — together with the widow and the orphan, the addicted, the grieving, and the vulnerable. The Church assists any person in need, without regard to the cause or category of that need.

1.5 Ministries. The Church may establish named ministries and programs by resolution of the Board. Such names designate programs of the Church and create no separate legal entity.

1.6 Fiscal Year. January 1 through December 31.

1.7 Tax Status. The Church is a church within the meaning of Section 508(c)(1)(A) of the Internal Revenue Code, exempt from federal income tax under Section 501(c)(3) without application, and excepted from the annual information return requirement under Section 6033(a)(3)(A). The Board may nevertheless apply for a determination letter if it judges that useful.

ARTICLE II — DOCTRINE

2.1 Confession. The Church confesses Jesus Christ as Lord — crucified, buried, risen bodily, ascended, and returning.

2.2 Doctrinal Standard. The doctrinal standard of the Church is the document titled **The Doctrine and Positions of New Faith Church**, as adopted by the Elders and as amended from time to time. That document governs what the Church believes, what it practices, and where it stands on contested questions.

2.3 Authority. The Church derives doctrine from the Lord Jesus Christ. Where He has spoken, the matter is closed. Where He has not, the Church looks to the Law and the Prophets He affirmed, to the apostolic witness, and to the earliest instruction of the church, particularly the Didache. Later councils, systems, and traditions are not binding.

2.4 Custody. The currently adopted doctrinal standard shall be maintained in the corporate records and made available to any person on request. The Church publishes it openly and does not maintain private or unpublished doctrinal positions.

2.5 Amendment. The doctrinal standard may be amended by two-thirds vote of the Elders at any meeting for which the proposed amendment was included in the notice.

2.6 Affirmation. Every Elder, officer, and ordained minister shall affirm the doctrinal standard without reservation. Persons serving in other roles shall affirm it to the extent the Elders require for the role.

ARTICLE III — GOVERNMENT

3.1 Headship. Jesus Christ is the head of the Church. All authority exercised under these Bylaws is derived, accountable, and exercised as under-shepherding — not as lords over those entrusted to the Church's care, but as examples to the flock.

3.2 Elder-Led Government. The Church is governed by a plurality of Elders, also designated Overseers, the terms being used interchangeably.

3.3 Elders Are the Board of Directors. The Elders constitute the Board of Directors of the corporation. Each Elder is a director; each director is an Elder. Election as Elder is election as director, and removal as Elder is removal as director. The Church maintains no separate board.

3.4 No Members. The Church has no members within the meaning of the Kansas General Corporation Code and maintains no membership roll. All who come and worship the Lord are the church, because the church is the body of believers in Christ gathered in His name. Accordingly there is no defined body entitled to vote on corporate matters, and no congregational vote is taken or implied.

3.5 Deacons. The Elders may recognize Deacons to serve in the material and practical care of the body, including administration of the Mercy Fund. Deacons serve under the oversight of the Elders and are not directors.

ARTICLE IV — ELDERS

4.1 Number. No fewer than three (3) and no more than twelve (12), following the number the Lord Jesus Christ Himself chose in appointing His apostles.

4.2 Minimum. If the number of Elders falls below three, filling the vacancy is the first business of the Board, and the Board shall take no action other than ordinary operations until it is filled.

4.3 Qualifications. An Elder shall be a believer in Jesus Christ who meets the character qualifications set forth in Scripture, affirms the doctrinal standard without reservation, is at least eighteen years of age, and is approved by the existing Elders.

4.4 Residency. Kansas imposes no residency requirement, and neither do these Bylaws. An Elder must nevertheless be able to participate meaningfully in the oversight and care of the body.

4.5 Election. Elders are elected by **two-thirds vote** of the existing Elders. A simple majority is not sufficient to add an Elder.

4.6 Term. Elders serve indefinite terms, subject to resignation and removal.

4.7 Resignation. By written notice to the Board, effective on receipt unless a later date is stated.

4.8 Removal. An Elder may be removed for departure from the doctrinal standard, disqualifying conduct, or persistent failure to fulfill the duties of the office, by two-thirds vote of the remaining Elders.

An accusation against an Elder shall not be received except on the testimony of two or three witnesses. The Elder shall be given notice of the accusation and opportunity to be heard before any vote. An Elder whose sin is established shall be rebuked before all.

4.9 Vacancies. Filled by the remaining Elders.

4.10 Meetings. The Board shall meet no less than quarterly. Notice of seven days for regular meetings and forty-eight hours for special meetings. Meetings may be held by telephone or video conference, and participation by such means constitutes presence.

4.11 Quorum and Action. A majority of Elders then in office constitutes a quorum. Action requires a majority of those present at a meeting at which a quorum is present, except where these Bylaws require a greater vote.

4.12 Action Without a Meeting. The Board may act by unanimous written consent, including electronic mail. **All such consents shall be filed with the minutes.**

4.13 Minutes. Minutes of every meeting and every written consent shall be recorded, approved, and permanently retained.

4.14 Compensation as Directors. Elders serve without compensation for service as directors.

4.15 Compensation for Ministerial Service. An Elder serving in a paid ministerial or staff role may be compensated for that role only if the compensation is approved in advance by the disinterested Elders, is reasonable for the services rendered, is supported by comparability data, and is documented in the minutes — with the interested Elder absent from the discussion and the vote.

This procedure is not optional formality. Following it establishes the rebuttable presumption of reasonableness under federal law. Skipping it exposes the individual personally to excess-benefit penalties.

ARTICLE V — OFFICERS AND PASTORAL STAFF

Officers of the Corporation

5.1 Officers. The officers are President, Secretary, and Treasurer, elected by the Board from among the Elders.

5.2 Officers Shall Be Elders. Each officer shall be a serving Elder. The Church does not create a class of officers outside the eldership. Officer positions are administrative assignments, not additional seats or additional authority: holding an office confers no vote beyond the vote every Elder already has, and all governing authority rests with the Board under Article III.

Three officers and a three-Elder minimum fit together exactly, one office to each Elder. Keeping officers inside the eldership avoids a second layer of officeholders before the Church needs one. It is easier to expand government later than to unwind it.

5.3 President. Presides at meetings of the Board and executes instruments authorized by the Board. The presidency is a corporate office only and carries no pastoral authority by itself.

5.4 Secretary. Keeps the minutes, gives notice of meetings, and maintains the corporate records — Articles, Bylaws, doctrinal standard, policies, minutes, consents, the ordination register, and the EIN letter.

5.5 Treasurer. Oversees receipt, custody, and disbursement of funds; maintains fund accounting; presents a written financial report at every regular Board meeting.

5.6 Separation of Money and Chair. The Treasurer shall not be the President and shall not be related to the President by blood, marriage, or household. The Board may engage a bookkeeper, accountant, or other qualified person to perform financial work under the Treasurer's oversight; such a person is not an officer and does not vote.

5.7 Terms. Two years, renewable without limit. Any officer may be removed from office at any time by majority vote of the Board. Removal from office does not remove a person as an Elder, which is governed by Section 4.8.

Pastoral Staff

5.8 Pastoral Roles Are Not Corporate Offices. The pastoral team is distinct from the Board and from the officers of the corporation. Pastoral roles — including Lead Pastor, Senior Pastor, Executive Pastor, and any associate or assistant role the Church establishes — are ministry positions, not corporate offices. They are created, defined, filled, and ended by the Board, and they are not fixed by these Bylaws.

5.9 No Automatic Correspondence. Holding a pastoral role does not make a person an Elder, an officer, or a director, and does not confer a vote. Serving as an Elder or officer does not make a person a pastor. **A person may hold both, and commonly will** — it is ordinary for the President of the Board to also serve on the pastoral team — but neither position carries the other with it, and no combination is required or prohibited by these Bylaws.

5.10 Definition of Roles. The titles, duties, reporting relationships, and qualifications of pastoral roles shall be established by written policy adopted by the Board and maintained in the corporate records. That policy may be amended by the Board without amending these Bylaws.

Pastoral titles carry different meanings in different churches, and the Church's needs will change as it grows. Keeping role definitions in policy rather than in the Bylaws lets the Church adjust them by resolution instead of by amendment.

5.11 Ordination. Pastoral service does not require ordination unless the Board so requires for a given role. Ordination is governed by Article VIII.

5.12 Compensation. Compensation of pastoral staff is set by the Board. Where the person compensated is also an Elder, **Section 4.15 applies without exception.**

ARTICLE VI — THOSE WHO GATHER

6.1 No Membership. Consistent with Section 3.4, the Church maintains no membership process, roll, class, covenant, or vote. Nothing in this Article creates a legal status, a property interest, or a right to participate in the governance of the corporation.

6.2 Welcome. No one is refused attendance at New Faith Church. Anyone may come and seek the light of Jesus Christ.

6.3 Participation in Service and the Table. Those who serve, work, or take the Lord's Supper are expected to be actively pursuing repentance and forgiveness. The table is open and participation is on the honor system; the Church does not examine those who come. Where sin is unrepentant and openly displayed, the Church will refuse participation, and such cases are adjudicated individually by the Elders.

6.4 Fitness to Serve. Fitness to serve or to work in the Church is assessed individually by the Elders. The Church does not investigate or probe the lives of those who come to it.

6.5 Restoration. Where correction is necessary, it follows the pattern of Matthew 18:15–17 — privately, then with one or two witnesses, then before the gathered church — and its aim throughout is restoration. Correction is exercised in gentleness. One who repents is received back.

6.6 Freedom to Leave. Any person may cease attending or participating at any time, for any reason or none. The Church asserts no continuing authority over any person who has done so.

6.6 is not a courtesy provision. Churches that claim ongoing disciplinary jurisdiction over people who have left are the churches that get sued, and they generally lose. Keep it unconditional.

ARTICLE VII — ORDINANCES

7.1 Baptism. Administered as provided in the doctrinal standard: to anyone who asks, of any age, regardless of prior baptism, following the pattern of the Didache. The Church prefers that a member of the ministry staff administer baptism but does not require it.

7.2 The Lord's Supper. Observed as often as possible and no less than weekly, following the Didache. A member of the pastoral team presides.

7.3 Governing Document. In any conflict between this Article and the doctrinal standard, the doctrinal standard governs.

ARTICLE VIII — ORDINATION

8.1 Authority. The Church ordains its own pastors and ministers and holds the authority to revoke that standing. This authority belongs to the Board of Elders and may not be delegated outside it.

8.2 Standards. Ordination criteria and the prescribed course of study shall be established by written policy adopted by the Board and maintained in the corporate records. The policy may be amended by the Board without amending these Bylaws.

8.3 Initial Ordination. The Board may ordain its first minister, who is thereafter empowered to participate in the ordination of others. Until at least two ordained Elders serve on the Board, ordination requires the unanimous consent of all Elders then in office.

8.4 Conferral. Ordination is conferred by vote of the Board, recorded in the minutes, and evidenced by a certificate signed by the President and Secretary.

8.5 Revocation. Ordination may be revoked for the grounds stated in Section 4.8, by the same vote and following the same protections, including the requirement of two or three witnesses and the opportunity to be heard.

8.6 Marriage Licenses. Ministers ordained by the Church may solemnize marriages and sign state marriage licenses to the extent permitted by law.

8.7 Records. The Church shall maintain a permanent register of ordinations and revocations, with dates and the minutes authorizing each.

ARTICLE IX — FINANCES

9.1 Fund Accounting. The Church maintains fund accounting, distinguishing at minimum the General Fund and the Mercy Fund.

9.2 Control of Contributions. All contributions become the property of the Church, which retains **full discretion and control** over their use. A donor may suggest a use or a recipient; **no suggestion binds the Church.** Contributions conditioned upon delivery to a named individual shall not be accepted as charitable contributions and shall not be acknowledged as deductible.

9.3 Transparency. **The Church is entirely financially transparent in all matters.** Financial reports shall be made available to anyone who asks.

9.4 Dual Signature. Disbursements exceeding **\$500** require two authorized signatures.

9.5 Segregation of Duties. No single individual shall receive, record, deposit, and reconcile the same funds. Contributions shall be counted by no fewer than two unrelated persons.

9.6 Reconciliation. Accounts shall be reconciled monthly, and each reconciliation reviewed by someone other than the person who performed it.

9.7 No Commingling. **Church funds shall never be deposited in, transferred through, or disbursed from any personal account, for any period, for any reason.**

9.8 Annual Review. The Board shall cause an annual financial review by a qualified person independent of the day-to-day handling of funds.

9.9 Tithing. Tithing is not required. Giving is an expression of relationship with Christ, and the Church does not condition participation, service, or standing on financial contribution.

9.10 Housing Allowance. Any ministerial housing allowance shall be designated **in advance** by Board resolution recorded in the minutes, and shall not be applied retroactively.

9.11 Contribution Statements. Written acknowledgments shall be furnished to donors no later than January 31, including for every single contribution of \$250 or more the statement required by federal law.

ARTICLE X — MERCY MINISTRY

10.1 Mercy Fund. A Mercy Fund is established for charitable assistance consistent with Article I and with Matthew 25:35–40.

10.2 Charitable Class. Assistance is available to **any person in need** — the hungry, the thirsty, the stranger, the sick, the imprisoned, the widow, the orphan, the addicted, the grieving, and the vulnerable — without regard to the cause or category of their need. **The class is open and continuing** and is not limited to persons known to the Church at any time, to any geography, or to any one form of hardship.

10.3 Policy. Administration is governed by the Benevolence and Mercy Fund Policy adopted by the Board, providing at minimum for written application, verification of need, approval by the Board or a designated committee, documentation of every grant, direct payment to vendors where practicable, and restrictions on assistance to insiders.

10.4 No Unilateral Grants. No individual, including the Lead Pastor, may approve a grant from the Mercy Fund alone.

10.5 Confidentiality and Consent. Records of assistance are confidential. **No recipient's identity, image, or circumstances shall be disclosed publicly without that person's specific, informed, written consent, freely given and revocable. Assistance shall never be conditioned on consent to publicity.**

10.6 Vehicles. Where assistance includes provision of a vehicle, title shall be issued in the recipient's name rather than the Church's, except where the Board specifically determines otherwise and confirms commercial auto coverage is in force.

ARTICLE XI — CONFLICTS OF INTEREST

11.1 Policy. The Board shall adopt and maintain a written Conflict of Interest Policy.

11.2 Annual Disclosure. Every Elder, officer, and committee member with board-delegated authority shall sign the policy annually.

11.3 Interested Transactions. Any transaction in which an Elder, officer, or family member of either has a financial interest requires full disclosure before discussion, recusal from discussion and vote, approval by the

disinterested Elders upon a finding that the transaction is fair to the Church, and documentation in the minutes.

ARTICLE XII — PROTECTION OF CHILDREN AND VULNERABLE ADULTS

12.1 Policy Required Before Ministry. No ministry activity involving minors or vulnerable adults shall commence until the Board has adopted a written protection policy providing at minimum for background checks on all workers, a two-adult rule, a minimum period of association before volunteering, supervision standards, and reporting procedures.

The Board shall adopt such a policy concurrently with the adoption of these Bylaws, and shall review it annually.

12.2 Mandatory Reporting. All staff and volunteers shall report suspected abuse or neglect as required by Kansas law. No internal policy, no counsel, and no instruction from any officer or Elder of the Church shall delay or substitute for a report required by law.

12.3 Scope. This Article applies to the Church's mercy work as well as to any ministry to children. Care for the sick, the imprisoned, the addicted, the elderly, and the grieving brings the Church into contact with vulnerable adults from the outset.

Adopt Article XII before the first gathering. Nearly every insurer will require it, and its absence is the single most consequential omission a new church can make.

ARTICLE XIII — INSURANCE AND INDEMNIFICATION

13.1 Indemnification. The Church shall indemnify its Elders, officers, employees, and volunteers to the fullest extent permitted by the Kansas General Corporation Code.

13.2 Insurance. The Church shall maintain general liability insurance and shall obtain directors and officers liability coverage as soon as practicable. Any vehicle titled to the Church shall carry commercial auto liability coverage.

ARTICLE XIV — RECORDS

14.1 Corporate Records. The Church shall permanently maintain the Articles of Incorporation, these Bylaws, the doctrinal standard, all adopted policies, minutes and written consents, the ordination register, the EIN letter, and all state filings.

14.2 Retention. Financial and assistance records shall be retained not less than seven years.

14.3 State Filings. The Secretary shall calendar and cause the timely filing of the Kansas business entity information report and any other required filing. **Failure to file can forfeit the Articles of Incorporation.**

ARTICLE XV — DISPUTE RESOLUTION

15.1 Elders and those who serve in the Church agree to seek resolution of disputes arising from Church governance first through the pattern of Matthew 18, and thereafter through mediation before resorting to civil litigation — **except that this Section does not apply to, and shall never be invoked to delay or discourage, any claim involving abuse, criminal conduct, or a matter requiring mandatory reporting.**

ARTICLE XVI — AMENDMENT

16.1 Bylaws. These Bylaws may be amended by two-thirds vote of the Elders at any meeting for which the proposed amendment was included in the notice.

16.2 Doctrinal Standard. Amended as provided in Section 2.5.

16.3 Limitation. No amendment shall conflict with the Articles of Incorporation or cause the Church to fail to qualify under Section 501(c)(3).

ARTICLE XVII — DISSOLUTION

Upon dissolution, assets shall be distributed as provided in the Articles of Incorporation — exclusively for the purposes of the Church or to organizations qualifying as exempt under Section 501(c)(3).

CERTIFICATE OF ADOPTION

The undersigned certifies that the foregoing Bylaws were adopted as the Bylaws of New Faith Church on the date below.

Because the powers of the incorporator continued after filing, the initial Board of Elders is seated by the incorporator concurrently with the adoption of these Bylaws.

Samuel Everett Adams, Incorporator

Secretary

Date: __, 2026

STATUS

All decisions within these Bylaws are resolved. The following are governed by these Bylaws but drafted separately, as the Bylaws provide.

§ Document	Status
12.1 Child and Vulnerable Adult Protection Policy	Adopted concurrently with these Bylaws
11.1 Conflict of Interest Policy	Adopted concurrently with these Bylaws
10.3 Benevolence and Mercy Fund Policy	Adopted concurrently with these Bylaws
5.10 Pastoral Roles Policy	To follow
8.2 Ordination Policy and Course of Study	To follow

The third Elder may be seated by the Board at any time under Section 4.9 and does not delay adoption. These Bylaws are adopted by the incorporator concurrently with the seating of the initial Board, as provided in the Certificate above.