

**Amended and Restated Bylaws
of
St. Matthew Church, Inc.
Belleville, Illinois**

Preliminary Statement: These Amended and Restated Bylaws of St. Matthew Church, Inc., amend, restate and supersede in their entirety those certain Bylaws of St. Matthew Church dated August 28, 2022 (the “Original Bylaws”), and a draft of the revision of the Original Bylaws distributed (but not voted on) on October 16, 2023 (the “Revised Bylaws Draft”). These Amended and Restated Bylaws shall hereinafter be referred to as the “Bylaws,” and the terms and provisions of the Original Bylaws and the Revised Bylaws Draft shall be superseded and governed by these Bylaws.

Article I – Name and Purpose

The name of the corporation is St. Matthew Church, Inc., and it may also be referred to in these Bylaws as “St. Matthew Church,” “St. Matthew,” or the “Church.”

St. Matthew is organized exclusively for charitable, religious, and educational purposes under Section 501(c)(3) of the Internal Revenue Code as approved by the Internal Revenue Service on September 16, 2022, and in furtherance of that purpose, more specifically strives to reach people with the Christian gospel message, to disciple believers in the Lord Jesus Christ and to connect people in relationship with one another and God through Jesus Christ.

St. Matthew Church stands in the long tradition of Wesleyan ministry and the teachings of John Wesley, extends God’s grace to all people, and seeks through personal and corporate evangelism to introduce people to a saving relationship with Jesus Christ.

Members of St. Matthew join in its mission to help people to **Know** Jesus, to **Grow** in His grace, and to **Go** in His name to love and serve others.

St. Matthew’s vision is to reach its local community and the world for Jesus Christ, in union with other followers from other churches, joined together on behalf of Christ and His kingdom. St. Matthew is an independent church, not affiliated with any group or denomination.

Article II – Operational Limitations

Section 1. **Restricted Activities.** Notwithstanding any other provisions of these Bylaws, St. Matthew shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986, or the corresponding or successor provision of either of the above Sections of any United States Internal Revenue Law.

Section 2. **Inurement.** No part of the income of the Church shall ever inure to or for the benefit of or be distributable to its members, pastors, Board Members, officers, trustees, or other private persons or entities, except that the Church shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes for which it was formed.

Article III - General

Section 1. **Principal Office.** The principal office of the Church is 1200 Moreland Drive, Belleville, Illinois 62223. The principal office may be relocated from time to time by the Administrative Board according to provisions of the General Not For Profit Corporation Act of 1986 (the “Act”).

Section 2. **Registered Office and Registered Agent.** The Church has and maintains in the State of Illinois a registered office as required by the Act. The registered office may but need not be the same as that of the Principal Office and may be changed from time to time by the Administrative Board. The Executive Director of the Church will serve as the Registered Agent.

Article IV - Doctrinal Statement

The St. Matthew Church Doctrinal Statement as stated in Addendum A was originally adopted and approved by the Administrative Board on March 28, 2023, and may be amended by the Administrative Board at any time according to its voting procedures as set forth in these Bylaws.

Article V - Membership

Section 1. Membership. The Membership of St. Matthew Church shall be made up of those who have accepted Christ as their Savior, are in harmony with the Doctrinal Statement of St. Matthew Church as stated in Addendum A, and have taken the vow of membership by accepting the Member Responsibilities as shown in Section 5 below. Voting is limited to those age 18 or older. Membership shall not be required for attendance of Church services or generally for other participation in activities at St. Matthew for which Membership is for good reason otherwise required.

Section 2. Baptism. Baptism by any mode is required for Membership; however, baptism by immersion is strongly encouraged as stated in the Doctrinal Statement.

Section 3. Membership Roll. A current list of the Membership (the “Membership Roll”) shall be maintained and available for review in the Church Office at all times. The list shall be used for purposes of notice to the Members if notice is required by the Bylaws

Section 4. Confirmation. St. Matthew may but is not required to provide traditional confirmation classes; however, through ministries for children and youth, it does provide an excellent foundation in biblical truth designed to lead to a personal profession of faith in the Lord Jesus Christ and to Church Membership.

Section 5. Member Responsibilities. Members shall have the responsibility and vow to support the Church through:

- A. Their prayers, both public and private, on behalf of St. Matthew and its leaders;
- B. Their presence at worship services and other events as the Lord enables;
- C. The use of their financial resources through proportional giving to support the ministries of St. Matthew;
- D. The use of their time and talents in service to the Lord and St. Matthew;
- E. Their witness to others of the saving grace of the Gospel and invitation of people to experience new life in Christ through St. Matthew.

Section 6. **Membership Rescission.** The Administrative Board may remove a Member from the Membership for (a) inactivity as a Member or (b) if after having an opportunity to meet with the Senior Pastor to resolve conduct that is scripturally inappropriate or that is not in keeping with the Membership Responsibilities, continues to engage in such conduct. Rescission shall be by a vote of three-fourths (3/4) of the Administrative Board Members present at a duly called meeting of the Administrative Board according to these Bylaws.

Section 7. **Annual Membership Meeting.** An Annual Meeting of the Membership shall be held in January of each year, which Members of the Church are encouraged to attend. Notice via e-mail, in public announcements in church services, and in the newsletter (when possible) shall be delivered to Members no less than five (5) but no more than sixty (60) days prior to the meeting date, except when twenty (20) days advance notice is required for certain purposes under Section 107.15 of the Act.

The Annual Budget and list of Administrative Board Members and Officers shall be made available to the Membership and presented at the Annual Meeting.

Section 8. **Special Member Meetings.** Special Meetings of the Membership may be called by the Administrative Board which shall approve the Special Meeting by a two-thirds (2/3) vote of the Administrative Board Members present at a duly called meeting. Notice of such meeting, including the reason for the meeting shall be delivered to Members no less than five (5) but no more than sixty (60) days prior to the meeting date, except when twenty (20) days advance notice is required for certain purposes under Section 107.15 of the Act.

Section 9. Membership Meetings

A quorum for a Membership meeting shall consist of the number of members present. For purpose of voting, a simple majority (51%) of voting members participating in the meeting or two-thirds if required by these by laws for certain voting reasons will be required to pass resolutions presented at the meeting. The majority of Membership Meetings will be held in person. However, meetings by Zoom, e-mail or some similar methods may be utilized.

Section 10. **Required Membership Approval.** Notwithstanding any other provisions of these Bylaws, vote by the Membership shall be required only for:

A. Approval of an Administrative Board recommendation that St. Matthew join a denomination and cease to be an independent congregation.

B. Approval of an Administrative Board recommendation that St. Matthew be dissolved as a corporation and cease to exist as provided in these Bylaws.

Article VI - Governing Body

Section 1. Board of Directors. The governing body of St. Matthew shall be designated the “Administrative Board,” which shall serve as the Board of Directors for all purposes described in the Act and that may also be referred to as the “Board of Directors” or the “Board.” The purpose of the Administrative Board is to conduct the operations and business of St. Matthew in a manner consistent with the Doctrinal Statement and the Church purposes as described in these Bylaws.

The Board shall consist of (a) no less than five (5) voting Board Members who are not members of any Committee and (b) a number of voting Board Members comprising all members of each Standing Committee as described in the following Section.

Section 2. Committees.

A. Formation. On December 1 of the year succeeding the approval of these Bylaws, the Administrative Board will establish the following Standing Committees, each having at least three (3) members but not more than six (6) members, in addition to the Chair.

A description of the role of each Standing Committee is attached to these Bylaws and incorporated by reference as Addendum B.

Although it is not a Standing Committee per se, annually in the fall, the Nominating Committee will make nominations for the Administrative Board, Committees and Committee Chairs. The Nominating Committee will include the Senior Pastor (Chair), Executive Director and Administrative Board Chair, in addition to up to three at large members appointed by the Senior Pastor.

Anyone in the congregation who desires to be considered for membership on the Administrative Board or on a Committee should contact the Executive Director no later than September 30.

Nominees will be evaluated based on gifts, character, and spiritual maturity. The nominees are to be affirmed by both the Administrative Board and the pastors. The congregation shall be informed at its annual meeting of the membership of the Administrative Board, as well as the membership of the staff.

B. Members of the Standing Committees are full, voting Members of the Administrative Board.

C. The Committees will not have authority to reach decisions without Administrative Board approval, but are tasked to bring their recommendations to the Administrative Board for decisions and approval by the Administrative Board.

D. The Administrative Board has the authority to establish ad hoc committees from time to time as needed to carry out the purposes of the Church and to appoint members of the same as needed; however, the members of such committees will not be voting Board members.

E. The Senior Pastor, the Executive Director, and the Associate Pastors will be ex-officio Board Members with a voice but no vote in all Board meetings. Retired pastors of St. Matthew who are or are not Members or otherwise affiliated with St. Matthew may serve as ex-officio and non-voting members of the Board.

F. The Administrative Board Chair will serve as an ex-officio member of the Buildings & Grounds Committee, the Finance Committee, and the Personnel Committee, as well as any ad hoc committees. However, if the Administrative Board Chair is a member of the Church staff, he/she will not serve as an ex-officio member of the Personnel Committee.

G. The Chair shall preside over Board Meetings and will not present or speak on matters and will not vote other than to break a tie vote of the Board. If the Chair wishes to present or speak on a matter, the Chair shall step aside as chairperson on that issue and permit the Vice-Chair to preside over that portion of the meeting, including any vote on that matter.

Section 3. Officers. Officers of the Board are the Chair, Vice-Chair, Secretary, and Treasurer. Administrative Board Members, Officers and Committee Members for positions to begin on January 1 of the following year shall be nominated by a Nominating Committee of the Administrative Board and submitted to the Administrative Board for approval in December of each year. The list of

Administrative Board Members, Officers and Committee Members will be presented to the congregation for review at the Annual Meeting held in the following January.

The duties of the Officers are as follows:

A. The Chair, serving as President of St. Matthew, will preside over meetings of the Administrative Board and determine the agenda in conjunction and cooperation with the Senior Pastor and the Executive Director, if they are available. The Chair and the Senior Pastor will jointly preside over the Annual Membership Meeting.

B. In the absence of the Chair, the Vice-Chair, serving as Vice-President of St. Matthew, will assume the responsibilities of the office of Chair.

C. The Secretary will record and keep the minutes of all Administrative Board and Membership meetings. Once minutes have been approved by the Board, the Secretary will cause such records to be maintained by Church staff along with the corporate records of St. Matthew, and will have such other duties as from time to time may be assigned to the Secretary by the Board.

D. In conjunction with appropriate members of Church Staff, including the Financial Administrator, the Senior Pastor, and the Executive Director, the Treasurer will have charge and custody of all monies of St. Matthew; oversee payment of all bills for expenditures which have been approved by the Administrative Board, oversee the deposit all monies in the name of St. Matthew in financial institutions approved by the Administrative Board, oversee all financial transactions including but not limited to income, expenses, and issuing of tax receipts to donors, and oversee any and all records required to be kept by a non-profit charitable organization as required by the Internal Revenue Service, the Illinois Department of Revenue, and any other applicable governmental body; serve as a voting member of the Finance Committee; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to the Treasurer by the Administrative Board.

Section 4. Qualifications. As qualification to serve as an Administrative Board Member, appointed nominees must:

A. Profess Jesus Christ as personal Lord and Savior.

B. Be a Member of St. Matthew.

- C. Seek to demonstrate a lifestyle of discipleship as evidenced by:
- (a) Regular worship attendance;
 - (b) Continual prayer for the congregation and leadership of the Church;
 - (c) A daily devotional life that includes regular reading and study of the Word of God;
 - (d) Supporting and serving the Church through time, talents and treasure as God provides;
 - (e) Sharing the gospel with others through word and/or lifestyle; and
 - (f) Commitment to the highest level of personal integrity and maintaining confidentiality regarding Board matters discussed during Executive Session or otherwise deemed confidential by the Board.

Section 5. Doctrinal Statement and Support

- A. Members of the Administrative Board shall uphold and annually renew their agreement with the current Doctrinal Statement.
- B. Any changes to the Doctrinal Statement shall be approved by the Administrative Board before taking effect. Administrative Board members shall uphold and annually renew their agreement with any revised Doctrinal Statements.

Section 6. Terms of Office. Each initial term of office as a Board Member will commence on January 1 and conclude on December 31 of the applicable year for such Member, according to the following provisions:

- A. Each Board Member shall hold office for a term of one, two or three years, depending on the class into which the Member is placed. Members in classes of two or three years will automatically continue their terms each year. Members in a class of one year will be subject to nomination by the Nominating Committee when their one-year term expires.
- B. After one three-year term, a Board Member may, at the option of the Board, be reappointed for a second three-year term. As a general rule, Board Members may not serve more than two consecutive terms; after an absence of one year from Board

Membership, an individual is eligible for reappointment to the Board. However, based on a recommendation of the Nominating Committee, the Board may determine that it is in the best interest of the Board and the Church for an exception to be made to the general rule above and appoint a member to an additional term of one to three years, subject to the approval of the Administrative Board at its December meeting.

C. Committee Chairs and Officers of the Board are subject to annual nomination by the Nominating Committee. However, the provisions of Section B above may also apply to Committee Chairs and Officers.

D. A Board Member or Officer may resign at any time by giving written notification to the Chair, who shall immediately provide notice of the resignation to all Board Members. An Officer may resign as Officer without resigning as a Board Member.

E. Board Member may be removed from the Board or as an Officer, if it is deemed best for the future of St. Matthew, at a regular or special meeting duly called and held according to these Bylaws.

F. In the event of resignation or removal, an interim replacement may be appointed by the Nominating Committee.

Section 7. Board Powers and Duties. The Board shall have the following powers and duties, in addition to other powers and duties of a Board of Directors as set out in the Act that are not expressly prohibited by these Bylaws:

A. Approving all real property purchases, sales, and leases.

B. Approving all personal property acquisitions of items having a value of over \$25,000 which are not included in the Annual Budget.

C. Approving construction, major renovation, and maintenance work in an amount more than \$25,000 for real and personal property which are not included in the Annual Budget.

D. Approving legal obligations and actions that affect the congregation as a whole or that involve litigation.

E. Approving loans entered into on behalf of St. Matthew, providing resolutions, and designating parties having authority to execute loan documents.

- F. Overseeing the physical improvements and real properties, disposal of property and equipment having a value over \$25,000 real property, or vehicles.
- G. Overseeing finances and bank accounts.
- H. Providing direction and making policy decisions for the ministry of the Church.
- I. Approving an Annual Budget for presentation to the Membership.
- J. Approving the annual audit or review and other business matters.
- K. Creating additional Standing Committees or removing such additional Standing Committees.
- L. Creating various task forces and subcommittees consisting of members of the Administrative Board and qualified members of the Church as needed for the execution of special projects.
- M. Authorizing any Officer or qualified representative or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of St. Matthew. Such authority must be confined to specific transactions.
- N. Any one of the following may approve contracts under \$5,000: Executive Director, Administrative Board Chair, Administrative Board Vice Chair. Any two of these may approve contracts above \$5,000 not to exceed \$25,000. The Administrative Board will be informed on a contemporary basis of all such contracts.
- O. Contracts or expenditures over \$25,000 which are not included in the annual budget will require approval in advance by Finance and Buildings & Grounds and subsequent approval by the Administrative Board. Depending on the circumstances, the Administrative Board may authorize a single signatory for amounts over \$25,000.

Section 8. Individual Powers. No Board Member has individual power unless specifically designated for a particular task and approved by the Board according to the terms of these Bylaws.

Section 9. Quorum and Voting Requirements.

A. Administrative Board Quorum. A simple majority (51%) of the voting Board Members then holding office shall constitute a quorum for all regular and special meetings of the Board.

B. Vote Required. Except as otherwise expressly specified in these Bylaws, a simple majority (51%) of the Board Members present at any meeting duly called at which a quorum is present is required for approval of any matter before the Board.

Section 10. Restrictions. Administrative Board Officers and voting Members may not be (a) Staff Members of the Church who are regularly scheduled to work twenty (20) or more hours per week for pay or (b) in the immediate family, by blood or marriage, to the foregoing Staff Members.

Section 11. Concurrent Membership Any Administrative Board member may serve concurrently as a voting member of the St. Matthew Church Reserve Trust.

Section 12. Conflict of Interest. Any member of the Administrative Board who has a financial, personal, or official interest in, or conflict, or the appearance of an impropriety of a conflict, with any matter pending before the Administrative Board, or of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, shall make known such appearance of an impropriety and shall voluntarily recuse themselves from any vote on such matter and leave the meeting during any discussion and vote on the matter. If such circumstance results in a loss of quorum, then the matter must be tabled and heard at a future meeting.

Section 13. Compensation. No Board Member or Officer may receive any salary or compensation for services rendered to the Church in the exercise of their duties or responsibilities as Board Members or Officers.

Section 14. Regular Board Meetings

A. Unless waived by the joint action of the Senior Pastor and the Administrative Board Chair for good reason given to the Board Members, regular meetings must be held at least quarterly. Notice of meetings shall be communicated via e-mail to Board Members by the Chair at least ten (10) days in advance unless an emergency requires otherwise. Notice of Board meetings will be listed on the church calendar as a way of informing the congregation of the meetings.

B. Any Church Member may attend a meeting of the Administrative Board, without voice or vote in the meeting, except when the Board enters into an Executive Session. The Board may enter into executive session for the following reasons:

1. Personnel matters or decisions;
2. Negotiations regarding the purchase or sale of property;
3. Claims or litigation requiring confidentiality; and
4. Other confidential matters, the disclosure of which might detrimentally affect negotiations on behalf of St. Matthew or an individual.

Section 15. Special Board Meetings.

A. Meetings of the Board may be called by the Administrative Board Chair or by the Senior Pastor. Meetings may also be called by a two-thirds (2/3) written vote of the Administrative Board members.

B. Special Meetings. Special Meetings may be held with at least a forty-eight (48) hour notice by email, telephone, or personal delivery of the time, place, and purpose of the meeting to each Board Member.

C. Electronic meetings, including meetings at which a vote is requested, may be held as needed and as scheduled as determined by the Administrative Board Chair or the Senior Pastor.

Section 16. Order of Business. The order of business at each regular meeting of Administrative Board,

Call to order by Chair

Devotions and Opening Prayer

Roll call or written attendance of all members present

Approval of minutes from last meeting

Senior Pastor's Report

Associate Pastors' Report

Executive Director's Report

Committee Reports and Recommendations for Action Steps

Other Old Business

New Business

Closing Prayer and Adjournment

Special or called meetings do not need to follow this format.

Section 17. Minutes of Proceedings. At a minimum, the minutes of the Board shall contain the names of persons present for discussions and votes on the Agenda, the content of the discussion including any alternatives to the proposed transaction or arrangement, and a record of any motions and votes taken in connection with the proceedings.

Section 18. Parliamentary Procedures. The parliamentary procedure of all meetings of the Board, Committees, and Membership shall be governed by the then current edition of *Robert's Rules of Order*; however, in all meetings, the goal is to seek a consensus as the Lord directs.

Article VII - Legal Provisions

Section 1. Organization. The organization and function of the Church is under the authority of the Bylaws as outlined subject to the laws of the state of Illinois and any applicable federal laws.

Section 2. Adoption. These Bylaws are adopted in conformance to the laws of the state of Illinois at a meeting of the Administrative Board and passed by two-thirds (2/3) of those Board Members present at a duly called meeting for such purpose at which a quorum was present.

Section 3. Indemnification. The Board Members, Directors, Officers, employees, and agents of St. Matthew are indemnified as set out in Section 105/108.75 of the Illinois General Not-For-Profit Corporation Act of 1986 as fully and specifically therein described. The Board is authorized to purchase and maintain insurance against any liability asserted against any such party in any such capacity, or arising out of his or her status as such, as the Board deems appropriate and according to Illinois law.

Section 4. Severability. Each provision of these Bylaws is intended to be severable. If any term or provision hereof is determined by a Court of competent jurisdiction to be invalid or illegal for any reason whatsoever, such invalid or illegal term or provision shall not affect the validity or legality of the remainder of the other sections and or provisions of these Bylaws.

Section 5. Amendments. These Bylaws may be amended by a two-thirds (2/3) vote of the Board at a duly called special or regular meeting at which a quorum is present.

Article VIII - Pastors and Staff

Section 1. Minimum Considerations. At a minimum, the Personnel Committee shall examine the background, moral, and spiritual character, academic qualifications, and references from prior employment and other contacts, including personal references of all persons considered for employment prior to extending any offer.

Section 2. Ordination and Licensing. The Senior Pastor shall be a licensed or ordained minister of the Gospel. Assistant or Associate Pastors may or may not be licensed or ordained.

Section 3. Senior Pastor Employment. If the position of Senior Pastor is vacant due to death, resignation or termination, the Administrative Board, through its Personnel Committee or a special Pastoral Search Committee, shall be responsible for the identification and employment of a Senior Pastor to lead the Church. Subject to prior Administrative Board approval, the Committee will determine the qualifications necessary for this position and then develop an action plan to locate qualified individuals.

If the Senior Pastor is retiring, he is strongly encouraged to actively participate in the process of assisting the Personnel Committee or the Pastoral Search Committee in developing the criteria for the position, as well as in the search for and selection of his successor.

Section 4. Senior Pastor Qualifications. At a minimum, the Church will seek to employ someone with several years of pastoral leadership experience who has a Master of Divinity or higher degree from an accredited university that is generally in accordance and agreement with the Church's Doctrinal Statement.

Section 5. Hiring - Senior Pastor. Based on the Personnel Committee's recommendation, the Board shall make the final determination to employ a Senior Pastor. Once the Board has received the Personnel Committee's recommendation, the Board will act to approve or disapprove the recommendation within thirty (30) days. If not approved, the recommendation will be deemed disapproved. The

potential Senior Pastor will be notified in writing of such decision by the Personnel Committee Chair and the Administrative Board Chair. Membership approval will not be required for employment of a Senior Pastor.

Section 6. Termination - Senior Pastor. Termination of a Senior Pastor will be subject to expressed and written contractual agreements with St. Matthew. Termination of a Senior Pastor must be recommended to the Board by Personnel Committee and approved by a two-thirds (2/3) vote of the Administrative Board at a meeting duly called and held according to these Bylaws.

Section 7. Application for Ordination. Application by an employed pastor for ordination or licensing as a minister of the Gospel shall be subject to approval by the Board. An applicant's application shall be either approved or denied within thirty (30) days of the completion of the investigation of the applicant and if not approved, shall be deemed disapproved. The decision regarding approval will be sent via written communication from the Personnel Committee Chair and the Administrative Board Chair.

Section 8. Assistant or Associate Pastor. The Personnel Committee and the Senior Pastor will seek to identify and make initial contact with candidates to be considered as Assistant or Associate Pastors. Qualifications will generally be the same as for the Senior Pastor, except that ordination shall not be required. The Senior Pastor, with input from the Personnel Committee, will make the final decision regarding employment of an Assistant or Associate Pastor.

Section 9. Other Ministry Positions. The Senior Pastor, with input from the Personnel Committee and the Executive Director, makes the final decision concerning ministry leadership positions including, but not limited to, Music Minister, Youth Minister, Children's Minister, and Christian Education Director. However, the Senior Pastor and the Personnel Committee shall provide regular reports regarding efforts to fill any such positions and shall keep the Administrative Board informed as fully as possible concurrent to the appointments.

Section 10. Executive Director. The Executive Director functions as the Chief Operating Officer of the Church and is responsible for the day-to-day operation of all non-ministry functions, including but not limited to:

Building maintenance and renovation
Equipment maintenance and acquisition
Administering the Vehicle Policy

Rental properties
Master church schedule
Social media
Internet and live stream services
Staff recruiting
Conducting staff meetings in the absence of the Senior Pastor
Administering employee benefits and making recommendations re: changes
Church finances including profit and loss statements and balance sheet

The Executive Director may approve contracts and special expenses not to exceed \$5,000 which are not included in the budget.

After receiving input from the Senior Pastor, Administrative Board Chair and Personnel Committee Chair, the Executive Director will provide an annual evaluation for all Staff Members for whom he/she is responsible.

In conjunction with the Senior Pastor, Administrative Board Chair and Personnel Committee Chair, the Executive Director may terminate Staff Members.

Section 11. New Life Club Director. The Director of the New Life Club is authorized to sign contracts for New Life Club trips as needed and shall at all times keep the Executive Director informed of such contracts on at least a monthly basis.

Section 12. Other Staff Positions. The employment of individuals for other staff positions, including the creation of additional staff positions, will be made by the Executive Director in cooperation with the Senior Pastor and the Personnel Committee Chair. The Executive Director will provide regular reports regarding efforts to fill any such positions and shall keep the Personnel Committee Chair, the Senior Pastor, and the Administrative Board Chair informed during negotiations and hiring of staff positions.

Article IX - Miscellaneous

Section 1. Records. St. Matthew Church will maintain the following correct and complete records and reports in the Church Office:

A. Financial Records of the corporation;

- B. Minutes of the Members, the Board, and committees having the authority of the Board;
- C. Church Membership
- D. Baptism records

Section 2. Fiscal Year. The fiscal year of St. Matthew shall be the calendar year.

Article X - Dissolution

Section 1. Method of Dissolution. St. Matthew may be dissolved:

- A. If approved by an affirmative vote of two-thirds (2/3) of the Membership present and voting at a duly called meeting of the Membership for such purpose following recommendation of dissolution by the Administrative Board; or
- B. Upon an order of judicial dissolution in accordance with the Act.

Section 2. Liquidator. Upon the dissolution of St. Matthew as provided in this Article and permitted by these Bylaws, a liquidator will be selected by the Board to settle the Church's affairs in accordance with the Act.

Section 3. Conveyance of Property. In the event of any dissolution of the Church or the winding up of its affairs, or other liquidation of its assets, no property of the Church may be conveyed to any organization created or operated for profit or to any individual for less than the fair market value of such property.

Section 4. Remaining Assets. All assets remaining after the payment of the Church's debts shall be conveyed or distributed as the Administrative Board shall determine, with preference given to an organization or organizations created and operated for nonprofit purposes, objectives and mission similar to those of the Church, and within the intent of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law); provided, that any such assets not so disposed of shall be disposed of by the Circuit Court of St. Clair County in which the principal office of the Church is located

Article XI. Certification

This is to certify that the foregoing Bylaws are a true and exact copy of the Bylaws duly adopted by the Administrative Board of St. Matthew Church, Inc., an Illinois not-for-profit corporation, which are in full force and effect as of the 18th day of June, 2024.

By: Virginia Shelton

Administrative Board Secretary

(Original signed document is on file in the church office.)

Addendum A

St. Matthew Church, Inc. Belleville, Illinois Doctrinal Statement

Who We Are

St. Matthew Church is a unique assembly of believers living under the lordship of Jesus Christ. Since its founding, St. Matthew Church has been a lighthouse for the gospel in West Belleville, the Metro East and throughout the world.

St. Matthew Church stands in the long tradition of Wesleyan ministry and the teachings of John Wesley. It extends God's grace to all people and seeks through personal and corporate evangelism to introduce people to a saving relationship with Jesus Christ.

St. Matthew Church was founded as a Methodist church in 1956, which later became the United Methodist Church in 1968. St. Matthew Church withdrew from the UMC in 2023. This action caused church leaders to develop the following foundational principles as a means of establishing our identity as to who we are and what we believe.

St. Matthew Church exists to help people to **Know** the Lord Jesus Christ, to **Grow** in His grace, and to **Go** in His name to love and serve others.

What We Believe

We uphold ten core beliefs as essential to our Christian faith. These relate to God the Father, Jesus Christ, the Holy Spirit, the Bible, et al. Our emphasis is on things that unite us as believers in the Lord Jesus Christ, not on secondary issues that have the potential to divide us.

The Bible itself is the sole and final source of all that we believe. We do believe, however, that the following accurately represents the teaching of the Bible and is therefore relevant to those who are part of St. Matthew Church.

In addition to these ten items and the practical moral and social principles which follow, we also believe in and accept the historic statements of the Christian faith as found in the Apostles' Creed and the Nicene Creed.

If you have questions about what it means to trust in Christ for salvation, or if you are struggling with what to believe about God and Christianity, please contact us at 618/397-5994. At St. Matthew Church, we are all pilgrims on a spiritual journey.

We don't have all the answers to all of life's questions, but with the Bible as our guide, we would be delighted to counsel and pray with you as you move forward on the path to knowing Jesus.

The following does not exhaust the extent of our faith, but it summarizes important subjects which are essential to what we believe and who we are.

1. God

We believe in one God, Creator of all things, holy, infinitely perfect, and eternally existing in a loving unit of three equally divine persons: the Father, the Son, and the Holy Spirit. Having limitless power, God has graciously purposed from eternity to redeem a people for Himself.

2. Jesus Christ

We believe in the deity of Jesus Christ, the only begotten Son of God. He was conceived by the Holy Spirit and born of the Virgin Mary, fully God and fully man. He died a substitutionary death on the cross of Calvary as a sacrifice both for original sin and for all human transgressions and to reconcile us to God. Christ was buried, but after three days in the grave, He rose bodily from the dead and ascended into heaven. There He intercedes for us at the Father's right hand until He returns as both Redeemer and Judge at the last day.

3. The Holy Spirit

We believe in the Holy Spirit who is of the same essential nature, majesty, and glory as the Father and the Son. He is truly and eternally God. In all that He does, the Holy Spirit glorifies the Lord Jesus Christ. He convicts the world of guilt and of sin and warns of the judgment to come. He provides regeneration for those who are not in a saving relationship with Jesus Christ. He baptizes believers into union with Christ

so that they are adopted into God's eternal family as heirs with Christ. He indwells, illuminates, guides, equips and empowers believers for holy living and sanctification.

As He does so, the Holy Spirit provides an on-going assurance of our salvation.

4. The Bible

We believe the Bible is the Word of God. We believe that God has spoken through both the 39 books of the Old Testament and the 27 books of the New Testament which constitute the complete and final Word of God. We believe that the Holy Spirit authored the Scriptures as He "breathed out" the very words to human authors so that the Bible is infallible.

God the Holy Spirit continues to lead and direct through the Scriptures to every generation and culture. Because He is its source, the Bible is the complete revelation of God's will for salvation and the ultimate authority by which every realm of human knowledge and endeavor must be evaluated. Therefore, the Bible is to be believed in all that it teaches, obeyed in all that it requires, and trusted in all that it promises.

5. The Church

We believe that the true church is comprised of all who have been justified by God's grace through faith in Christ. They are united by the Holy Spirit into the body of Christ of which He is the Head. The local church is the visible group of believers which is to preach and teach the Word of God, administer the sacraments, and live in obedience to the Scriptures as it meets regularly for worship, training, nurture, fellowship and evangelism.

6. Sin

We believe that man was created by and for God. We believe that through the disobedience of Adam and Eve sin entered the world and all creation suffered its consequences. Every person is a sinner by nature and practice. By man's disobeying God, every person incurred physical death and spiritual death which is separation from God. Every individual is born with a bent towards sin which manifests itself in deliberate sinful acts and independence from God. The atoning work of Christ is the only remedy for sin.

7. Atonement

We believe that the Lord Jesus Christ was offered once and for all for the sins of all mankind. Those who exercise saving faith and place their trust in Him and in His blood which He shed on Calvary are declared righteous. They are thus saved for this

life and for eternity. Through personal faith in Christ, and by God's grace, they enter into a right relationship with God and are part of His family forever.

8. Justification

We believe that when a person trusts the Lord Jesus Christ as Savior, at that moment he is justified, regenerated and adopted into the family of God. He then receives assurance of salvation through the witness of the indwelling Holy Spirit.

We believe that justification is the judicial act of God whereby a person is accounted righteous and granted full pardon for all sin. He is delivered from guilt and completely released from the penalty of sins committed. All of this is by the merit of the Lord Jesus Christ, by faith alone, not on the basis of works.

9. Sanctification

We believe that sanctification is that saving work of God beginning with new life in Christ whereby the Holy Spirit conforms His people to be like Christ. Sanctification begins when a person exercises saving faith in the Lord Jesus Christ and is regenerated and justified. From that moment on, there is a gradual ongoing sanctification as the believer walks with God. The believer "grows in grace" as he obeys the promptings of the Holy Spirit.

Although in this life believers will never be free from the pull and lure of the "old nature," those in Christ are called unto holiness and holy living. Therefore, believers are not to walk after the flesh, but after the Spirit and to live in the power of the indwelling Spirit.

We believe that good works are important and should be evident in the life of every believer, but they are never the means of salvation. Nor do they contribute to it in any way.

10. Christ's Return

We believe in the personal, bodily and imminent return of the Lord Jesus Christ. The coming of Christ, at a time known only to God, demands constant expectancy. It is a major motivation for holy living and provides a zeal for sacrificial service and for evangelism.

How We Live Out Our Faith

1. Sacraments

We believe that water baptism and the Lord's Supper are the sacraments of the church. Also known as ordinances of the church, these sacraments do not save and are not essential to salvation.

Water baptism is to be administered to believers as a declaration of their faith in Jesus Christ as Savior and of their desire to walk in newness of life which Christ desires and enables. Because we are buried with Christ in baptism, the preferred mode is by immersion.

We practice both baptism and dedication of infants. Baptism is a symbol of the new covenant of grace just as circumcision was the symbol of the old covenant. Since infants are recognized as being included in the atonement, they may be baptized upon the request of parents or guardians who will commit to their training in the Christian faith. They will be required to affirm their faith in Christ before being accepted into church membership.

The Lord's Supper is a testimony of our redemption and to the death, burial and resurrection of Christ. It is something that we do regularly in remembrance of Him until He returns. The Lord's Supper is also a sign of the love Christians have for each other and the unity we have in Christ.

2. The Church

We believe that the true church comprises all who have been justified by God's grace through faith alone in Christ alone. They are united by the Holy Spirit in the body of Christ, the church universal, His bride, of which He is the Head. The true church is seen in local churches such as St. Matthew Church whose membership should be comprised only of believers in the Lord Jesus Christ.

3. Christian Service

We believe that enabling gifts for service are bestowed by the Holy Spirit on all who are saved. Although there is a diversity of gifts, each believer is energized by the Holy Spirit and therefore called to a place of service of His divine choosing.

4. Giving

We believe that every believer is a steward of what God has entrusted to him or her. As stewards and managers, all of us own the same amount: zero. We are just responsible to manage different amounts for God. We believe that it is a privilege and holy duty of each person to give as God provides and in proportion to his or her income.

We believe that tithing is giving one-tenth of one's income and is a place to start. As believers grow in grace and seek God's direction, they may want to consider moving beyond the tithe through gifts and offerings.

Our primary financial support of St. Matthew Church is through tithes and offerings, but above and beyond that giving, we believe God can and will direct in support of other agencies and missions for evangelization and spreading of the gospel, for teaching and preaching the Word of God at home and abroad, and for caring for those in need.

Social and Moral Principles

1. The Sanctity of Life

St. Matthew Church is pro-life. We believe that God is the source of all life and that every life is important to Him and therefore of great value. We believe that life begins at conception and it is not ours to determine if and when to end a life.

In this area, and in all that we do at St. Matthew Church, we are determined to extend God's grace and mercy to those affected by abortion. We believe God's forgiveness and healing are available to all who have experienced the trauma of abortion.

Because we are pro-life, we will endeavor to support those individuals and organizations that are working to promote life.

2. Marriage and Human Sexuality

We believe that marriage is a part of God's creation which He called "good." Marriage within the church is a rite founded by God who made us male and female. We also believe that marriage is a sacred institution which reflects the mysterious and wonderful bond between Christ and His church.

From a secular or civil viewpoint, marriage is a contract between two persons, but we believe it is much more than that. It is a holy covenant between one man and one woman that finds its divinely intended expression as the "one flesh" covenant union of husband and wife. Accordingly, we will only authorize and conduct heterosexual marriages.

We believe that all people are individuals of sacred worth and value and that God's grace is available to all. We welcome all to St. Matthew Church without regard to

national origin, color, race or sexual preference. However, we believe that God intends for His children to practice sexual purity and faithfulness in marriage and celibacy in singleness. It is our firm conviction that church membership and leadership are limited to those who meet these standards.

3. Divorce and Remarriage

We believe that when a couple is considering divorce, they should exhaust every avenue of reconciliation. However, if they are estranged to the point where reconciliation is not possible, then we recognize that divorce is a regrettable alternative to continuing the marriage relationship.

Based on the Scriptures, we believe that marriage is always preferable to divorce. Divorce is always less than what God intended for marriage, but it is not an unforgivable sin.

By God's grace, and through a process of healing, forgiveness and restoration, people can be restored to healthy and whole relationships that may include remarriage.

4. Addictions and Dependency

We believe addictions to alcohol, illicit or recreational drugs, and pornography are harmful and contrary to biblical teaching. We also understand that people make mistakes and that addictions and bondage cannot simply be prayed away.

We believe that deliverance from these and other addictions is possible for believers through the power of the indwelling Holy Spirit. That's why we proclaim the good news that there is hope and healing in Christ for the addict, regardless of the addiction.

At the same time, we realize it is very difficult for an individual to achieve freedom in Christ by themselves.

That's why St. Matthew Church supports and encourages participation in Celebrate Recovery as a powerful support group for addicts and their families.

Approved by the
Administrative Board
March 28, 2023

Addendum B

Standing Committee Descriptions

1. The Buildings and Grounds Committee is responsible for all of the property belonging to the Church or administered by the Church, including buildings, grounds, vehicles, equipment, and furnishings.

The Committee Chair will work closely with the Executive Director, the staff Property Manager and the Financial Administrator and serve as an advisor to them.

Each fall, as part of the budgeting process, the Committee will develop an Annual Budget for equipment, purchases, and property renovation, as well as a three-year plan for the same.

In the event of property losses which require insurance claims, the Committee will work closely with the Executive Director, the staff Property Manager, and the Administrative Board Chair to determine the best way to expedite major claims over \$5,000.

2. The Finance Committee is responsible for the overall finances of the Church, and working with Staff Members including but not limited to:

Development of an Annual Budget.

Forecasting income and expenses.

Opening and closing accounts.

Determining banking relationships.

Monitoring investments and determining changes as needed.

Counting and verifying the weekly contributions.

Making deposits.

Issuing statements to donors.

Reconciling bank statements.

Providing monthly financial reports to the Administrative Board.

3. The Personnel Committee Chair serves as an advisor to the Senior Pastor and Executive Director in all matters re: personnel. The Personnel Committee shall not meet without the Senior Pastor in attendance. The Personnel Committee works closely with the Executive Director and Senior Pastor to:

Identify and employ Staff Members.

Develop job descriptions for both ministerial and non-ministerial positions.

Develop personnel policies and procedures that enable Staff Members to understand expectations for their time at work.

Develop methods of evaluation.

Determine training for Staff Members.

Oversee the administration of employee benefits and make recommendations to the Administrative Board re: changes to them.

Serve as a sounding board for grievances of both Staff Members and Members of the congregation.

Identify prospective leaders and make recommendations re: leadership development.

Establish a vacation approval process.

Develop reward and recognition programs.

Create a process to screen, review and recommend candidates.