EDGEWATER

CHURCH BYLAWS

Governance • Accountability • Faithful Stewardship

NOVEMBER 10, 2026

Edgewater Methodist Church, Inc. • Florida Nonprofit Corporation

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Article 1 | NAME, LOCATION, PURPOSE

A. Name of Edgewater Church

This congregation/organization shall be legally known as Edgewater Methodist Church, Inc., incorporated under the laws of the State of Florida. Any references in this document to “Edgewater Church”, “the church,” or the “Corporation” shall refer to Edgewater Methodist Church, Inc.

B. Church Location

Edgewater Church’s principal location is:

19190 Cochran Blvd.

Port Charlotte, Florida 33948

The church may have offices at such places within or outside the State of Florida as The Guide Team may from time to time appoint or as the business of the church may require or make desirable.

C. Charitable Purposes under the Internal Revenue Code:

Notwithstanding any other provisions of these Bylaws, Edgewater Church 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 any corresponding or successor provision of any United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or any corresponding or successor provision of any United States Internal Revenue Law). No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, officers, directors or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions in furtherance of the purposes set forth herein.

C. Governing Documents:

These Bylaws shall govern the affairs of the Church. In the event of any conflict between these Bylaws and any ministry document (including the Church Playbook or MAP), these Bylaws shall control.

Article 2 | STATEMENT OF FAITH

A. The Church

Edgewater Church is an independent congregation intentionally connected with partners who are a part of the Wesleyan/Methodist theological movement. We are committed to maintaining our Wesleyan/Methodist Theological and Doctrinal Heritage, along with the Historical Orthodox Creedal statements held by the Church Universal for centuries.

Edgewater Church is led in ministry by our Ministry Action Plan (MAP). It includes our Mission, Vision, Values, and Context. (A current and completed version of our map is available in the church office.)

B. Mission - Who and What we are about

Disciples, helping others meet, know, and serve Jesus Christ

C. Vision – Where We Are Called to Go

A safe harbor amid spiritual hurricanes, where the Disciples of Edgewater serve as a Spiritual Coast Guard, offering God's healing, restoration, and invitation to join in God's mission.

D. Values

Unapologetically Jesus Centered

- We worship 1 God – Father, Son, and Spirit.
- Transformational apprenticeship with Jesus
- Bold Lifestyle Worship (integrity, excellence, ongoing, and creative)

Everyone is a COGPOW, therefore beloved

- People Matter – To God…to Us
- Welcome Home means we are an intentional family

Strategic Missional Teams Matter

- No heroic solo leaders
- Servant Leadership – we serve first
- Team living/working in a covenant is our way

Our Community will affect The Community.

- We share both faith and life through fellowship and family
- Transformational testimonies matter
- Helping others outside the family move toward the heart of God – spiritual, physical, emotional, relational

Article 3 | CHURCH GOVERNMENT & CORPORATE OFFICERS

A. Structure

The Lead Pastor is responsible for the spiritual, strategic, and day-to-day ministry leadership and guidance of Edgewater Church and is accountable to the Guide Team. The Guide Team is the Church's governing body and exercises the corporate authority and oversight assigned to it by these Bylaws and applicable law. The Guide Team and Lead Pastor may work in conjunction with coaches from the Sanctification Network or similar approved organization. The Lead Pastor appoints the Vision Team to assist in adaptive leadership, mission alignment, and operational discernment. For Guide Team nominations and vacancies, the whole Vision Team fulfills the Servant Leader Team discernment function described in Article 4, without exercising the governing authority of the Guide Team.

B. The Legislative Body

The Church Council (hereinafter, the Guide Team) is composed of Passionate Spiritual Leaders who serve as the Church's primary legislative body. Tasked with Financial, Legal, Property, and Facility oversight. The Guide Team is the church's ruling body and shall have the power and authority to act on behalf of the church. The Lead Pastor shall always be a member of the Guide Team and have voting rights. The Guide Team operates on a "consensus" model of leadership, taking time to discern wisely the key structural leadership components for the Church body.

C. Officers

The officers of the Church shall be a Lay Leader, Vice Lay Leader, a Treasurer, a Trustee, a Secretary, and such other officers as may be elected in accordance with the provisions of these bylaws under Article 4, C. titled Election of Officers/Guide Team Members. Guide Team may elect or appoint such other officers, including one or more assistant secretaries and one or more treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by Guide Team.

1) Lay Leader

a. The Lay Leader shall serve as the President of the Guide Team. The Lay Leader of the Guide Team is responsible for discharging the duties of the office in a manner consistent with the governance process and Bylaws, with the requirements for membership, and in the

best interests of the congregation. (The Lay Leader is not to be confused with the Lead Pastor.)

b. The Lay Leader will be subject to the oversight and leadership of the Guide Team and Lead Pastor, and supervise the business affairs of Edgewater Church in conjunction with Edgewater Treasurer. The Lay Leader will perform all duties incident to the office of the Lay Leader and any other duties that may be required by these bylaws or prescribed by the Guide Team.

2) Vice Lay Leader

The Vice-Lay Leader will perform all duties and exercise all powers of the Lay Leader when the Lay Leader is absent or is otherwise unable to act. The Vice-Lay Leader will perform any other duties that the Guide Team may prescribe.

3) Treasurer

The Treasurer will have charge and custody of all funds of Edgewater Church. The Guide Team and Treasurer may authorize one or more Edgewater Church staff members and/or authorized check signers to;

a. Oversee all funds of the congregation and deposit them with a reliable banking institution approved by The Guide Team.

b. Pay invoices and bills.

c. Sign checks

d. Keep and maintain adequate and correct accounts of the church's properties and business transactions,

e. And render reports and accountings to the Guide Team.

The Treasurer will perform all duties incident to the office of Treasurer, and any other duties that may be required by these Bylaws or prescribed by the Guide Team. The Treasurer shall follow best accounting practices for a lay-governed and pastor-led church ministry, as adopted from time to time by the Guide Team.

4) Secretary

The Secretary will prepare and approve the minutes of all meetings of the Guide Team; be responsible for all correspondence except as otherwise prescribed by the Guide Team, and perform any other duties and functions customarily pertaining to this office or as prescribed by the Guide Team.

5) Trustee

The Trustee is charged with the overall oversight of the Church Facilities, the church's contractual and legal obligations, risk management, and any business-related activities. The Trustee is responsible for ensuring compliance with all respective policies and procedures. Working with the Secretary, the Trustee is keeper of the Church Bylaws, and will ensure that any changes to the bylaws are brought to the entire congregation during one of the quarterly Family Meetings.

6) Lead Pastor

The Lead Pastor is responsible for inspiring spiritual growth and unity within the body and for the welfare and oversight of the church. The Lead Pastor is a member of all organizations and teams and may call a special meeting of any leadership team, support team, ministry team, or any other organization within the church. The Lead Pastor is responsible for overseeing and leading scheduled worship services, administering ordinances, and ministering to the spiritual needs of the church and the community. The Lead Pastor or their designee from the Ministerial Staff is responsible for providing a worship leader or a guest speaker when the Lead Pastor is absent from any worship service.

The Lead Pastor is tasked with the strategic leadership of Edgewater. Therefore, he/she is responsible for developing and communicating the church's vision, overseeing the day-to-day ministry and operations of the church, providing for the general care of the congregation, and effectively stewarding the church's resources.

7) Operational Administrator

The Operational Administrator is a Passionate Spiritual Leader who serves as the Church’s primary executive officer, overseeing the day-to-day operations of Edgewater Church. The Operational Administrator reports to the Lead Pastor in the performance of his/her duties. While attendance at all Guide Team meetings is not required, attendance once a quarter will be necessary to ensure full communication between the Guide Team and the required administrative functions within the church. The Operational Administrator may attend in a nonvoting advisory capacity and is not a director by virtue of employment.

Any future officers may be created and appointed by a two-thirds (2/3) vote of the Guide Team.

ARTICLE 4| The Guide Team

A. General and Specific Powers and Duties

The corporate powers, business, and affairs of Edgewater Church shall be managed, controlled, and conducted by and under the supervision of The Guide Team, subject to the provisions of the Church's Articles of Incorporation and these Bylaws. For purposes of these Bylaws, the Guide Team shall perform the duties of a Board of Directors under the provisions of the Florida Not For Profit Corporation Act. The Guide Team shall have the powers and responsibilities regarding

(a) general establishment, oversight, and policy of the Church's finances and personnel as outlined by the Church's playbook;

(b) supervision of and oversight in the administration of all real and personal property owned by the Church and gifts and bequests made to Edgewater Church. Guide Team shall have all other powers and duties given to a Board of Directors by Florida law, as set forth in the Articles of Incorporation and these Bylaws.

For purposes of these Bylaws, each voting member of Guide Team shall be deemed to be a "member". The Guide Team provides overall governance and oversight to support the Church's mission. Specific duties include holding the Lead Pastor accountable under these Bylaws; working with Edgewater Church pastors and executive staff to provide oversight and accountability for the ministry of Edgewater Church, approving an annual budget, and hiring and terminating pastors.

B. Number of Members:

The Guide Team shall consist of eleven (11) voting directors: nine (9) regular lay directors (including the Treasurer, Trustee, and Secretary), one (1) additional lay director serving as Lay Leader and President, and the Lead Pastor. The Lay Leader seat is separate from the nine regular lay director seats. The Lead Pastor shall have voting rights as a director. No other pastor, employee, or executive staff member shall be a director by virtue of office or employment. Such persons may be invited to attend meetings in a nonvoting advisory capacity but shall not be counted for quorum. Corporate officer titles do not by themselves create additional director seats or voting rights. All directors are subject to applicable conflict-of-interest requirements.

Responsibilities will include:

1. **Finance**

(a) Establish the annual General Budget in September/October each year.

(b) Receive and evaluate monthly financial reports.

(c) Establish boundaries for spending outside of the General Budget.

(d) Ensure the church's financial procedures are in place and are up to date.

(e) Ensure the annual audit/review is completed.

(f) Determine guidelines for ministry fundraising efforts.

(g) No spending of reserves without the approval of the Guide Team.

(h) The Guide Team approves Capital Equipment expenditures outside of the Operating Budget.

(i) A Church Conference approves property purchases and expenditures beyond 10% of total property assets on the recommendation of the Guide Team.

2. **Trustee**

a) Oversee, maintain, and supervise all campus property.

b) Report annually to the congregation the state of the church's property, equipment, investments, and resources.

c) Receive and administer all memorial gifts made to the congregation through the Planned Living and Gifting Task Team.

d) Ensure that all funds of the congregation are invested properly.

e) Be responsible for all use of the church buildings and grounds in conjunction with the Lead Pastor.

3. **Personnel**

a) Work with the Lead Pastor in hiring, evaluation, and termination of staff

b) Conduct annual 360-degree evaluation of appointed Lead Pastor in December-February each year

c) Ensure that a Child Protection Policy is in place

d) Ensure compliance with Staff Guidelines and Employee Handbook

e) The Lay Leader will present to the Guide Team any grievances against the Lead Pastor, and the team will discuss actions needed

C. Election of Officers/Guide Team Members

The officers named in the Articles of Incorporation initially filed with the Florida Secretary of State office shall serve as the original officers of The Guide Team.

The whole Vision Team shall serve as the discernment body for nominations to the Guide Team, fulfilling the function formerly assigned to the Servant Leader Team. Nominations may be submitted by members of the congregation, including self-nominations, and by members of the Guide Team, Vision Team, and pastoral leadership. Following prayerful review, the Vision Team may invite potential candidates to complete a leadership application and review the Leadership Standards & Covenant. Nominees shall be evaluated for gifts, character, spiritual maturity, commitment to the mission, and qualifications otherwise required by these Bylaws. The Vision Team shall recommend a slate of qualified candidates to the Guide Team. The Guide Team may raise concerns or suggest additional names, which shall be referred to the Vision Team for further discernment. The teams shall seek shared agreement; the Guide Team retains sole authority to elect or appoint directors in accordance with these Bylaws. Each elected Guide Team member shall be a Church Member in good standing and shall have completed or be in the process of completing the Passionate Spiritual Leader Course as described in the Edgewater Playbook.

Except for the Lead Pastor, who serves as a voting director by virtue of office, Guide Team directors may not be employees of the Church or related by blood or marriage to any staff member of the Church. The Lead Pastor is exempt from the staff-employment restriction; all directors remain subject to the applicable conflict-of-interest provisions.

D. Term of Office, Removal of Officers and Members, and Vacancies

The Guide Team shall consist of eleven (11) voting directors: six (6) regular lay directors serving staggered three (3)-year terms; three (3) regular lay directors serving as Treasurer, Trustee, and Secretary for five (5)-year terms; one (1) additional lay director serving as Lay Leader and President for a five (5)-year term; and the Lead Pastor, serving by virtue of office. The six three-year director seats shall be organized into three cohorts of two (2) seats each, with one cohort ordinarily expiring each year. A director serving a three-year term may be elected to one additional consecutive three-year term, after which the individual shall ordinarily remain off the Guide Team for at least one (1) year before becoming eligible for another three-year term. The Lay Leader’s five-year term may be extended by the Guide Team for up to two (2) additional years. The Treasurer, Trustee, Secretary, and Lay Leader each serve a five-year director-and-officer term; these four seats shall be assigned staggered expiration years by the Guide Team and included in the rotation. An officer’s five-year term is not shortened by the three-year rotation for other directors. The Lead Pastor serves as a director by virtue of office. Each term begins upon the Guide Team’s recorded appointment unless a later effective date is specified.

A Guide Team member may resign by written notice to the Lay Leader and Lead Pastor. A director may be removed at a called meeting of the Guide Team by a two-thirds (2/3) vote, subject to applicable law. When a director seat becomes vacant, the whole Vision Team shall prayerfully discern and recommend a qualified replacement to the Guide Team. The Guide Team shall make the appointment. The replacement shall serve the unexpired portion of the vacant seat's term. No unilateral appointment by the Lead Pastor shall fill a director vacancy. Until a vacancy is filled, the remaining directors may continue to act to the extent permitted by applicable law and the quorum provisions of these Bylaws.

E. Members of Guide Team; Conflicts of Interest

Any member of Guide Team who has a financial, personal, or official interest in, or conflict (or appearance of an impropriety of a conflict) with any matter pending before The Guide Team, 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 him/herself and refrain from discussion and voting on said item. No contract or commercial transaction between the Church and one or more members of Guide Team or any other Church, firm, association or entity in which one or more of the members of Guide Team have a financial interest in shall be either void or voidable because of such relationship or interest, because such member of Guide Team is present at the meeting of Guide Team thereof which authorizes, approves or ratifies such contract, if the following conditions are met:

1. The fact of such a relationship or interest is disclosed or known to the Guide Team, which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested members of the Guide Team;

2. The contract or transaction is fair and reasonable as to the Church at the time the Guide Team authorizes it;

3. Common or interested members of Guide Team may be counted in determining the presence of a quorum at a meeting of Guide Team which authorizes, approves, or ratifies such contract or transaction; and

4. The member offers to recuse themselves from the discussion and refrains from voting on the issue before the Guide Team.

F. Integrity and Standard of Care

A Guide Team member shall, based on facts then known to the member, discharge his or her duties as a member of Guide Team, including duties as a member of a committee, in good faith, with the care an ordinary prudent person in a like position would exercise under similar circumstances and

in a manner the member reasonably believes to be in the best interests of the Church. In discharging the member's duties, a member may rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by an officer or employee of the Church whom the member reasonably believes to be reliable and competent in the matters presented, by legal counsel, public accountants, or other persons as to matters the director reasonably believes are within the person's professional or expert competence, justifies reliance and confidence and whom the member believes to be reliable and competent in matters presented. A member is not acting in good faith if the member has knowledge concerning a matter in question that makes such reliance unwarranted. For purposes of these Bylaws, each member of Guide Team shall be deemed to be a member pursuant to the provisions of the Florida Not For Profit Corporation Act.

Article 5 | GUIDE TEAM MEETINGS

A. Regular Meetings

Regular meetings of the Guide Team shall be held at least quarterly**,** with notice of the time and place to be provided by the Guide Team from time to time. An annual meeting of the Guide Team shall be held within two months before or two months after the close of the Church's yearly accounting period, all at such places within or without the State of Florida as the Board shall from time to time designate.

B. Calling Meetings

Meetings of the Guide Team may be called by a majority of its members or by the Lead Pastor.

C. Special or Called Meetings

Special or called meetings may be held with at least twenty-four (24) hours' notice by electronic communication, telephone, or personal delivery, or with three days' notice by first-class mail, of the time and place of the meeting to each member of the Guide Team.

D. Notice

Notice of the annual, regular, or special meetings of Guide Team shall be communicated to each member of Guide Team. The attendance of a member at any meeting shall constitute a waiver of notice of such meeting, except where a member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Notice of any regular, annual, or special meetings of the Guide Team may be furnished by mail, facsimile transmission, email, or other form of electronic submission. The Church may also furnish notice in person by telephone; provided, however, that written notices sent to such member confirm the date and time of the meeting. Any notice sent by electronic mail shall be sent by means that allow the Church to verify that the notice was received by the Guide Team member. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws.

E. Quorum

At all meetings of the Guide Team, the presence of not less than five (5) or no less than half plus one, whichever is higher, of the voting members shall constitute a quorum for the transaction of business. In the absence of a quorum, a majority of Guide Team members present at any meeting may adjourn the meeting from time to time until a quorum is obtained.

F. Voting

The act of a majority of Guide Team members present at any meeting at which there is a quorum shall be the act of Guide Team, except as may be otherwise specifically provided by law or by these Bylaws. A Guide Team member who is present at a meeting of Guide Team is presumed to have assented to any action on any matter before the Guide Team unless his/her vote is recorded to the contrary in the minutes of the meeting.

G. Conduct of Meetings

The Lead Pastor or the Lay Leader in his/her absence shall preside at meetings of the Guide Team. The Secretary of the Guide Team, or in the Secretary's absence, any person appointed by the presiding officer, shall act as Secretary for meetings of the Guide Team, whose minutes shall be signed and recorded by such Secretary and placed in the minute book of the Church. Meetings shall be governed in the spirit of discernment, consensus, and only when necessary, Robert's Rules of Order.

H. Live Electronic Participation

Guide Team members may participate in any annual, regular or special meeting or in any meeting (live) of a committee by any means of communication by which either (i) all participating Guide Team members or committee members may simultaneously hear each other during the meeting or (ii) all communication during the meeting is immediately transmitted to each participating member and each participating Guide Team member is able to immediately send messages to all other participating members. The method of conducting a meeting may include holding the meeting by conference call, video conference or similar telecommunications device which is authorized under the laws of the State of Florida. Guide: Team members may participate via video or conference call when other members are present in person to hold a meeting.

If a meeting is conducted through the use of one or more of the foregoing means, all participating members must be informed that a meeting is taking place at which official business may be transacted. Video or electronic conferencing shall be permitted if all Guide Team members are

permitted to hear each other and participate in the meeting. A member participating in such a meeting is deemed to be present in person at the meeting. A Guide Team member who is present at a meeting or a member of a committee created under these Bylaws, at which action on any matter is taken, is deemed to have assented to the action taken unless (i) Guide Team member objects, at the beginning of the meeting or promptly upon his or her arrival, to holding the meeting or transacting specified affairs at the meeting or (ii) Guide Team member votes against or abstains from the action taken. Each Guide Team member in good standing shall have the right to one vote, in person or by electronic device, upon every proposal properly submitted to vote at any meeting of the Guide Team.

I. Executive or Emergency Sessions

The Guide Team may hold an executive or emergency session in conjunction with each regularly scheduled or special Guide Team meeting. An executive session of Guide Team may be called by the Lead Pastor under the following circumstances:

1. on the advice of counsel,
2. to discuss current pending legal or contractual matters,
3. to consult with a Church's financial representatives, auditors or consultants,
4. to acquire or dispose of real property owned by the Church,
5. to discuss or act on personnel issues, or
6. to address such other matters as Guide Team deems appropriate.

Additionally, upon a majority vote of the Guide Team, an executive or emergency session may be called.

J Written Consent

Any action required or permitted to be taken at any meeting of Guide Team or of any committee thereof may be taken without a meeting if a written consent, including electronic communication setting forth the action so taken, is signed by all members of Guide Team or of such committee. Such written consent shall be filed with the minutes of the proceedings of the Guide Team. A written consent will be effective as of the date stated in the written consent or, if an effective date is not stated in the written consent, on the date when the last Guide Team member signs the written consent. For purposes of this section, "signed" includes messages of consent as set forth in an electronic communication. Whenever the Guide Team or a designated committee of the Guide Team takes any action by written consent, the Secretary shall file the written consent or consents with the records of the proceedings of the Guide Team. Any action taken by written consent of the Guide Team, or an authorized committee of the Guide Team, shall have the same effect as a vote taken at a duly noticed and convened meeting. Documentation of the signed consent, including

electronic transmissions of consent actions, shall be placed in Edgewater Church's corporate records.

K. Adjournment

A majority of Guide Team members present, whether a quorum exists, may adjourn any meeting of Guide Team to another time and place. Notice of any such adjourned meeting shall be given to the Guide Team members who were not present at the time of the adjournment and, unless the time and place of the adjourned meeting are announced at the time of the adjournment, to the other Guide Team members, with at least forty-eight (48) hour notice by telephone or personal deliver, or three days' notice by first class mail, of the time and place of the meeting.

L. Ex Officio Members of Guide Team

The Guide Team may invite nonvoting advisers to its meetings. Such advisers are not directors, shall not vote, and shall not count toward quorum.

Article 6 | OTHER COMMITTEES/TEAM

A. Standing and Special Committees/Teams.

The structure of the Guide Team will consist of generalists who will have oversight of all subject matters (ie, financial, facilities, and personnel as defined in the above section entitled "Guide Team responsibilities. The Guide Team may appoint teams to carry out the Church's activities and mission. The Guide Team may appoint new teams to assist the Church in performing its oversight of the Church's affairs, and such working teams shall be authorized to exercise such powers as are conferred upon them by the Guide Team or these Bylaws.

Article 7 | MINISTERS

A. Pastor

The Lead Pastor shall be a licensed or ordained minister of the Gospel with Theological training in Wesleyan/Methodist Tradition (Master of Divinity or Master of Theological Studies). All Pastors will also be licensed or ordained ministers of the gospel or recognized to be in good standing as they progress in a timely fashion through the process as outlined in the Ordination Guidebook.

(a) **Participation.** The pastor and associate pastor shall be members of The Sanctification Network.

(b) **Review.** The pastor will undergo an annual 360-degree review hosted by the Sanctification Network.

(c) **Removal.** In the event that a pastor has serious charges brought against him/her, or his/her ministry has ceased to be effective, the matter shall be brought to the Guide Team no later than 36 hours after the charges are brought. In the event the matter cannot be resolved at this meeting, the Guide Team is vested with the power to meet with the pastor to consider his/her removal. If this does not resolve the matter, Guide Team will appoint a team to work with the Sanctification Network or a similar church ministry that follows best practices for a lay-governed, pastor led ministry to help navigate next steps. Guide Team shall have full discretion to select an outside accountability ministry team or organization to assist it in this process. After fully implementing this process, the Guide Team may remove the pastor by unanimous vote.

B. Confirmation of Existing Ordination, Licensing, and Credentials

Pastor Jim Nichols (Reverend James D. Nichols) has been licensed, ordained, and commissioned by the Kentucky Annual Conference of the United Methodist Church. His ordination is recognized by the Florida Annual Conference of the Global Methodist Church and is hereby ordained, licensed, and commissioned as a minister of the Gospel on behalf of Edgewater Church.

Article 8 | PASTORAL MATTERS AND THE GUIDE TEAM

A. Ordination and Licensing

The Guide Team working with the Lead Pastor, may ordain and/or license a person as a minister of the Gospel after first examining the applicant's background, moral and spiritual character, education, and previous experience. This process will be outlined in the Ordination Guidebook for Edgewater Church, which is included in the Edgewater Church Playbook. The Church may also collaborate with other churches, ministries, and Wesleyan faith-based ministries to establish ministerial credentials for its pastors. The final determination shall be within the absolute discretion of The Guide Team.

B. Pastoral Recruitment and Confirmation. In the event that a pastor resigns or is removed, a special committee shall be appointed by the Guide Team to recruit and present a candidate for the role of pastor. This process shall be spiritually directed and carried out as promptly as possible. The Board, in consultation with the Lead Pastor, may approve the addition of new pastors for the Church or approve a change in the duties of pastors serving the Church.

C. Application

Application to become a candidate for ordination and/or licensing as a minister of the Gospel shall be on the form provided by the Guide Team, as indicated in the Ordination Guidebook. An applicant's application shall be either approved or denied within sixty (60) days of the completion of the investigation of the applicant. Those applicants who are approved shall receive a certificate confirming their candidacy.

D. Presentation and Approval. Upon the special committee's recommendation, the pastoral candidate shall be presented to the Guide Team for their approval. The pastor is to be approved by the Guide Team by a two-thirds (2/3) vote.

E. Resignation. In the event the Lead Pastor should voluntarily choose to leave, his/her successor shall be chosen in accordance with the provisions of Article 8.B of these Bylaws. When an associate or assistant pastor resigns, the Lead Pastor shall make the recommendation for the successor to the Guide Team, who will appoint a special committee to carry out the nominations and election process of provisions of Article 8.B.

Article 9 | CHURCH MEMBERSHIP

A. Membership

Members of the church shall be made up of those who have accepted Christ as their Savior and are in accord with the Statement of Faith of Edgewater Church, have signed our covenant, and have completed the partnership course as outlined in Edgewater Church Playbook. The Church Playbook shall define the active and inactive status of partners.

B. Church Responsibility and Duties

Members of the Church shall have the right to vote on and approve:

1. A merger/acquisition of Edgewater Church with another church, with the Edgewater Church serving as the surviving entity, has been authorized and approved by Guide Team members and will not require further membership approval.
2. Dissolution of the Church.
3. Disposition of fifty percent (50%) or more of the total assets of the Church.

4. The acquisition of real properties constituting fifty percent (50%) or more of the Church's total assets.

5. Annual budget.

6. Edgewater Church is a Wesleyan heritage church. Any changes in doctrine shall be voted on by the church.

No other rights or privileges are afforded to the members of the Church. A majority of the participating partners present will carry any decision.

Members of the Church will vow to support the church through their prayers, presence, gifts, service, and witness.

C. Church Family Member Meetings

Church Member meetings, also referred to as Family Meetings, will be held **quarterly.**

Any business of the church regarding member responsibilities and duties may be presented at that time. Special meetings to address partner responsibilities and duties may be called by the Guide Team as needed.

D. Notice of Member Meetings

Notice of church meetings, also referred to as Family Meetings, requiring fulfillment of the Member's responsibilities and duties shall have no less than two weeks' notice. The notification requirement will be filled by any one of the following:

1) Distribution of written material to the congregation in attendance at a regular weekend service;
2) Announcement of the meeting is posted on its church website and may be delivered in either electronic or printed format.
3) Oral announcement to the congregation at a weekend service or regularly held weekday service (ie. Wednesday night);
4) Delivery by US mail, email, or other electronic communication to each member identified on the partnership roll.

Those members present and voting at a meeting duly noticed and called shall constitute a quorum of the members for the transactions of Edgewater Church. No proxy voting will be permitted.

Article 10 | MISCELLANEOUS

A. Contracts and Loans

Guide Team may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Church, and such authority may be general or confined to specific instances. No loans shall be contracted on behalf of the Church, and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Guide Team. Such authority may be general or confined to specific instances.

B. Amendment

Subject to the provision of Florida Law, these Bylaws or any provision of them may be presented to be altered, amended, or repealed, or new Bylaws adopted by the Guide Team. Acceptance of the recommendation for adoption will require an affirmative vote of two-thirds (2/3) of the Guide Team at any special or regular meetings at which a quorum is present.

C. Corporate Records

The Church shall keep the following records: (a) minutes of all meetings of Guide Team, and (b) a record of all actions taken by a committee of Guide Team on behalf of the Church. The Church shall keep at its principal office a hard and electronic copy of each of the following records:

(i) These Bylaws or any restated bylaws and all amendments to them that are currently in effect.

(ii) The Articles of Incorporation or any restated articles of incorporation of the Church and all amendments to them that are currently in effect;

(iii) The minutes of all meetings of Guide Team and special committee meetings as authorized by Guide Team;

(iv) All written notices and waivers of notice of meetings of Guide Team;

(v) All written consents to action taken without a meeting by Guide Team and special committee meetings for committees authorized by Guide Team;

(vi) Annual financial reports furnished to the Church for the previous seven fiscal years;

(vii) The most recent annual report delivered to the Florida Department of State in accordance with the Florida Not For Profit Corporation Act; and

(viii) A list of the names of the officers and Board members of the Church and their business street addresses or the home address for any officer or Guide Team member who does not have a business street address.

D. Financial Records

Edgewater Church is responsible to maintain the following accurate and contemporaneous records and reports:

1. Financial records of the Church as required to be kept under state and federal laws
2. Church partnership records; and
3. Charitable contributions, records of gifts and bequests made.

E. Indemnification

To the fullest extent permitted Florida law, the Church shall indemnify any person who was or is a party to any civil, criminal, administrative, or investigative action, suit, or proceeding by reason of the fact that he/she is or was a director or officer of Edgewater Church, or is an employee, authorized agent, or authorized volunteer of a duly authorized church activity, or is or was serving at the request of Edgewater Church as a director or officer of another Church, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and necessarily incurred by him/her in connection with such action, suit, or proceeding. The indemnification provided by this section shall not be deemed exclusive of any other rights to which a person may be entitled as a matter of law or by contract. The foregoing shall not apply to matters as to which any such person shall be adjudged in such action, suit, or proceeding to be liable for gross negligence or intentional misconduct in the performance of a duty. The Church may purchase and maintain indemnification insurance for any person to the extent permitted by applicable law.

F. Dissolution

Upon dissolution of the Church, Guide Team, after all of its liabilities and obligations have been discharged or adequate provision made therefore, dispose of all of the assets of the Church exclusively for the purposes of the Church in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious purposes as shall qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended (or of the corresponding provisions of any future US Revenue Law) as Guide Team shall determine.

G. Fiscal Year

Edgewater Church's fiscal year shall be the calendar year.

H. Other

Any other functions, responsibilities, and/or duties for Edgewater Church and/or the Church outside these Bylaws will fall under the authority of the pastoral leadership, governance of the church, and Edgewater Church Playbook.

I. Legal Provision

The organization and function of the Church is under the authority of the Bylaws as outlined, subject to the laws of the State of Florida and any applicable federal laws.

J. 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.

K. Controlling Law

These Bylaws are adopted in conformance to the laws of the state of Florida in a duly called meeting of the members of Guide Team by a two-thirds (2/3) majority of those members voting. Including any rights, remedies or obligations provided for hereunder, these Bylaws shall be construed and enforced in accordance with the laws of the State of Florida without regard to principles of conflicts of law that would result in the application of the laws of another state.

Originally approved: August 2026
Amended by the Guide Team: November 10, 2026
Secretary certification: _____ Date: _____