

BYLAWS OF GATHERING IN VICTORY INC.

A Texas Nonprofit Corporation | The Gathering CTX

P.O. Box 1051, Cleburne, TX 76033 | EIN 41-4491311 | Permanently adopted June 23, 2026, superseding the Temporary Bylaws of March 9, 2026

These Bylaws of Gathering in Victory Inc. were permanently adopted by the Board of Directors and the Elders on June 23, 2026, superseding the Temporary Bylaws adopted March 9, 2026.

Article 1 — Name, Purpose, and Limitations

1.1 Name. The name of the Corporation is Gathering in Victory Inc. (the “Corporation” or “Church”).

1.2 Purpose. This Corporation is organized and operated exclusively for religious purposes, including worship, discipleship, evangelism, missions, benevolence, and related ministries consistent with the Church’s Statement of Faith, Mission, and Values.

1.3 Limitations. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director, Officer, Elder, or private person, except as reasonable compensation for services rendered and reimbursement of reasonable expenses.

1.4 Dissolution. Upon dissolution, assets shall be distributed to one or more organizations organized and operated exclusively for religious or charitable purposes in a manner consistent with federal tax-exempt purposes under Section 501(c)(3).

Article 2 — Statement of Faith, Mission, and Values

2.1 Statement of Faith. The Church holds to the Statement of Faith set forth in Schedule A, which is attached to and incorporated into these Bylaws. The Elders shall guard doctrine and teach in accordance with Scripture.

2.2 Mission and Values. The mission of the Church is: Formed by the Word. Led by the Spirit. Walking in the victory Christ has already won. The Church shall adopt and maintain Values consistent with its biblical convictions and ministry identity.

Article 3 — Partnership

3.1 Partners in Good Standing (Who Votes). Voting Partnership is limited to “Partners in Good Standing,” defined as individuals who: (1) profess faith in Jesus Christ; (2) are baptized or pursuing baptism; (3) agree with the Church’s Statement of Faith, Mission, and Values; (4) have demonstrated consistent participation for a defined season (recommended 8 to 12 weeks) through regular involvement in the worship gathering and connection to the Church community, as determined by the Elders; and (5) are not under church discipline.

3.2 Admission of Partners. The Church shall receive Partners through a process established by the Elders (for example, conversation, covenant agreement, orientation, or other steps). The Elders may establish non-voting attendee categories.

3.3 Partner Rights. Partners in Good Standing have the right to vote as provided in these Bylaws and to receive basic ministry information as determined by the Elders and Board, including high-level financial reporting.

3.4 Resignation and Removal. Partnership may end by resignation, death, relocation, long-term inactivity as defined by Elder policy, or through church discipline under elder oversight with due process.

Article 4 — Congregational Meetings and Voting

4.1 Annual Meeting. The Church shall hold at least one annual Partner meeting for updates, testimony, and any necessary votes.

4.2 Special Meetings. Special meetings may be called by the Elders or Board, or upon written request by 10 percent of Partners in Good Standing, subject to Elder review for doctrinal and order purposes.

4.3 Notice. At least 14 days notice shall be given for any meeting with a vote, stating the time, place, agenda, and voting matters.

4.4 Quorum. Quorum shall be the lesser of 25 percent of Partners in Good Standing, or a number set annually by the Board based on Partnership size, present in person or by approved secure ballot.

4.5 Voting Thresholds. Elder affirmation requires a two-thirds affirmative vote of Partners in Good Standing casting ballots. Director elections require a simple majority. Major decisions listed in Section 4.6 require a two-thirds affirmative vote.

4.6 Matters Requiring Partner Vote. Affirmation of Elders and Board; purchase or sale of real property in an amount equal to or greater than \$250,000; incurring debt of \$50,000 or more; merger or dissolution; and any bylaw amendments that materially change doctrine, the elder model, or Partner voting rights. The Board reserves the right to bring a matter to a vote.

4.7 Voting Methods. Voting may occur in person or by a secure ballot method approved by the Board with Partner eligibility verification.

Article 5 — Board of Directors

5.1 Number. The Corporation shall have at least three (3) Directors.

5.2 Composition. The Board is composed of the Elders together with additional Directors. The current Elders and Directors then serving are recorded in a standing Board Resolution maintained in the corporate records and updated by the Board as composition changes, without requiring amendment of these Bylaws. The number requirement of Section 5.1 and the qualification requirements of these Bylaws continue to apply to all Elders and Directors.

5.3 Quorum. A majority of the Directors in office constitutes a quorum for the transaction of business.

5.4 Powers and Duties. The Board shall oversee fiduciary and legal matters, including: approving the annual budget and material financial decisions; banking authority, signers, and internal controls; contracts, property, insurance, and risk management; compliance, recordkeeping, and required filings; and approval of compensation, if any, with conflict safeguards.

5.5 Meetings. The Board shall meet at least quarterly. Meetings may be held in person or by electronic means.

5.6 Action Without Meeting. Any action may be taken without a meeting if documented in writing and signed or approved as allowed under Texas law for nonprofits.

Article 6 — Elders

6.1 Role. The Church shall be led by a plurality of Elders who meet biblical qualifications (1 Timothy 3; Titus 1). Elders provide spiritual oversight: doctrine, prayer, shepherding, discipline, equipping, and mission direction.

6.2 Elder Decisions. Elders seek unity; decisions may be by consensus or majority as defined by elder policy. For major doctrine or discipline matters, unity or supermajority is recommended.

6.3 Nomination and Congregational Affirmation. Existing Elders nominate candidates or appoint a nominating team. Candidates are presented to Partners in Good Standing with 14 days notice, including testimony and qualifications. Partners may submit questions or concerns in writing within the notice period. Seating requires a two-thirds affirmative vote of Partners in Good Standing casting ballots.

6.4 Terms and Review. Elders serve while qualified and affirmed, subject to periodic review, recommended annually.

6.5 Removal and Resignation. An Elder may resign in writing. Removal for biblical disqualification, doctrinal error, moral failure, or divisive conduct includes investigation and documentation; opportunity for response; removal by a two-thirds vote of remaining Elders; and Partner ratification by two-thirds at the next Partner meeting, recommended, except for urgent protective action.

Article 7 — Officers

7.1 Officers. The Corporation shall have a President and a Secretary (not the same person). The Corporation may also appoint a Vice President, a Treasurer, and other officers.

7.2 Election and Appointment. Officers are appointed by the Board from among qualified individuals, who may be Directors or Elders.

7.3 Duties. President: executes Board-authorized decisions and may sign documents as authorized. Secretary: maintains minutes, notices, corporate records, resolutions, and required corporate documents. Treasurer: oversees accounting, reporting, reconciliations, budget tracking, and presents financial summaries to the Board.

Article 8 — Financial Integrity and Controls

8.1 Bank Accounts. All funds shall be held in accounts in the Corporation's name. There shall be no commingling with personal funds.

8.2 Budget, Reporting, and Financial Committee. The Board shall approve an annual budget, and the Treasurer shall provide regular reports, recommended monthly. The Board shall appoint a Financial Committee composed of the Acting Treasurer and the remaining members of the Board, to assist in preparing the annual budget, review financial reports, and make recommendations regarding staff and pastor compensation and salary levels. The Financial Committee shall research comparable compensation at similarly sized churches and ministries before making any salary recommendation. All final compensation and budget decisions remain subject to Board approval.

8.3 Spending Authority. The Board shall set spending limits. Any expenditure above \$5,000 requires Board approval, or dual approval per policy.

8.4 Internal Controls. Two-person counting of offerings when feasible; deposit logs and receipts; monthly bank reconciliation; conflict-of-interest and compensation safeguards; and documentation of restricted gifts and designated funds.

8.5 Financial Transparency. The Church will provide Partners periodic financial summaries and, as feasible, an annual outside review, CPA compilation, or independent review consistent with stewardship goals.

Article 9 — Conflicts of Interest

9.1 Policy. The Corporation shall maintain a Conflict of Interest Policy. All Directors, Elders, and Officers shall sign it annually.

Article 10 — Amendments

10.1 Permanent Adoption. These Permanent Bylaws were adopted by the Board of Directors and the Elders of Gathering in Victory Inc. on June 23, 2026, superseding the Temporary Bylaws adopted March 9, 2026.

10.2 Future Amendments. Any future amendment to these Bylaws shall be approved by the Board and the Elders and ratified by a vote of the Partners in Good Standing, in accordance with the thresholds set out in Article 4.

Article 11 — Indemnification

11.1 Indemnification. To the fullest extent permitted by the Texas Business Organizations Code, the Corporation shall indemnify its Elders, Directors, and Officers against expenses, judgments, and liabilities reasonably incurred in connection with any threatened, pending, or completed action or proceeding arising out of their service to the Corporation, provided that the person acted in good faith and in a manner reasonably believed to be in, or not opposed to, the best interests of the Corporation. The Corporation may purchase and maintain Directors and Officers liability insurance to support this obligation.

Certification of Permanent Adoption

These Permanent Bylaws of Gathering in Victory Inc. were adopted by the Board of Directors and the Elders on June 23, 2026.

William (Billy) Philips

President

Date: _____

Casey Green

Vice President

Date: _____

Clint Lacy

Treasurer and Secretary

Date: _____

Caleb Green

Director

Date: _____

Paul Atkinson

Director

Date: _____

Keith Sepulveda

Director

Date: _____

Schedule A — Statement of Faith

Adopted by the Board of Directors of Gathering in Victory Inc. on March 9, 2026, and attached to and incorporated into these Bylaws under Article 2.1. The convictions that anchor everything at The Gathering CTX.

I. The Holy Scriptures

The Holy Bible, sixty-six books of the Old and New Testaments, is the inspired, inerrant, and infallible Word of God. Scripture alone is the supreme and final authority in all matters of faith and practice.

We preach through books of the Bible verse by verse because we believe the text has the agenda. Our job is not to use Scripture to say what we want, it is to let Scripture say what God wants. It is alive, active, and more than enough.

Key Scripture: 2 Timothy 3:16 to 17; Psalm 119:105

II. The Nature of God

We believe in one God, eternally existing in three Persons: Father, Son, and Holy Spirit, co-equal, co-eternal, co-substantial. Creator and Sustainer of all things, worthy of all worship.

God the Father is sovereign, holy, loving, and just. He is not distant, He is near. Jesus Christ is fully God and fully man, born of a virgin, sinless in life, crucified for our sin, bodily risen, ascended, and returning in glory. The Holy Spirit is fully God, active and present today.

Key Scripture: Matthew 28:19; Colossians 2:9

III. Jesus Christ

The eternal Son of God, born of a virgin, lived sinlessly, died as a substitutionary atonement for sin, rose bodily from the dead, ascended to the right hand of the Father, and will return personally and visibly in power and glory.

There is salvation in no one else. Jesus is not one way among many, He is the way, the truth, and the life. His resurrection is the foundation of our faith and the guarantee of our victory.

Key Scripture: Acts 4:12; 1 Corinthians 15:57

IV. The Holy Spirit

We are continuationist. We believe all the gifts of the Holy Spirit described in Scripture are active and available to the Church today. The same Spirit who moved in Acts is moving now.

The Holy Spirit convicts of sin, regenerates the lost, indwells every believer, and empowers the Church for mission. We make room for prophecy, healing, tongues, and every gift described in 1 Corinthians 12 to 14. The Spirit and the Word always work together. We test everything by Scripture, but we will not tell the Spirit He is done doing what He said He would do.

Key Scripture: John 14:26; 1 Corinthians 14:1

V. Humanity and Sin

Humanity was created in the image of God with dignity, worth, and purpose. Through Adam's disobedience, all people are born with a sinful nature, in need of redemption only possible through faith in Jesus Christ.

Sin is not just bad behavior. It is a condition of the heart that separates us from God and leads to death. Every person is a sinner in need of grace. No one is beyond the reach of that grace.

Key Scripture: Romans 3:23 to 24

VI. Salvation

Salvation is by grace alone, through faith alone, in Christ alone. It is the gift of God, received through genuine repentance and faith in Jesus Christ. It cannot be earned, inherited, or achieved.

All who believe are justified, born again, and granted eternal life. Salvation is not just a transaction, it is a transformation. The one who is saved is being made new and walking in the victory Christ has already won.

Key Scripture: Ephesians 2:8 to 9

VII. Baptism

We practice baptism by immersion as a public declaration of faith, an outward sign of an inward transformation. Baptism does not save, but it is an act of obedience and a bold public statement that you belong to Jesus.

We baptize believers, not infants. If you have trusted Jesus and have never been baptized, we would love to talk with you about it. It is one of the most powerful moments in the life of a follower of Christ.

Key Scripture: Romans 6:4

VIII. The Lord's Supper

We observe the Lord's Supper regularly as a remembrance of Christ's body broken and blood shed for us. It is a proclamation of His death until He comes again, a moment to re-center, re-orient, and re-commit to following Him.

It is open to all who have trusted in Jesus Christ as Savior and Lord. We do not take it lightly. We take it with gratitude.

Key Scripture: 1 Corinthians 11:26

IX. The Church

The universal Church is the body of Christ, made up of all who have been redeemed by Him. The local church is God's primary vehicle for making disciples, proclaiming the gospel, and advancing His kingdom.

The Gathering CTX is an elder-led, independent, non-denominational church. We hold a high view of local church membership, community, accountability, and mission. We love the whole Church and partner broadly with the Body of Christ.

Key Scripture: Acts 2:42

X. Marriage

We believe marriage is a covenant between one man and one woman, as established by God in creation and affirmed by Jesus in the Gospels. It is not a social contract or cultural arrangement, it is a sacred covenant designed to reflect the relationship between Christ and His Church.

We hold this conviction with love, not condemnation. Every person, regardless of background or struggle, is made in the image of God, loved by God, and welcome at The Gathering. Grace is not the absence of truth. Truth is not the absence of grace.

Key Scripture: Genesis 2:24; Matthew 19:4

XI. Life

We believe human life is sacred from conception to natural death. Every person, at every stage and in every condition, bears the image of God and is therefore worthy of dignity, protection, and love.

This conviction shapes how we think about the unborn, the elderly, the vulnerable, and every person on the margins. A church that walks in victory walks in the defense of life, because the Author of life calls us to.

Key Scripture: Psalm 139:13 to 14; Genesis 1:27