



Board Handbook 2024

"They read from the book of the Law of God, making it clear and giving the meaning so that the people could understand what was being read."

Nehemiah 8:8

The most recent version of this document is available for viewing and printing on the TBS website under “About – TBS Documents.”

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Introduction



The Bible Seminary (TBS) is an independent, non-denominational, 501(c)(3) charitable institution of higher education incorporated in Texas in 2010 to offer training for laity and vocational ministry professionals. On-campus and Distance Education programs include a non-degree certificate program, as well as Dual Degree Completion, Master of Arts, and Master of Divinity degree programs.

The seminary is an accredited member of the Transnational Association of Christian Colleges and Schools (TRACS), a member of the National Council for State Authorization Reciprocity Agreements (NC-SARA) approved to offer Distance Education, a member of the Council for Higher Education Accreditation (CHEA), an approved CEU provider for the Association of Christian Schools International (ACSI), and an accredited member of the Evangelical Council for Financial Accountability (ECFA).

TBS aims to glorify God by impacting multitudes of souls for Christ and to help fulfill the Great Commission by the power of God's Spirit. Our mission is to foster biblical literacy through comprehensive and strategic studies of all 66 books of the Bible, cultivate professional leadership skills for life and ministry, and deploy Christian disciples in service worldwide. Faculty integrate studies of the Bible with historical, theological, and practical disciplines and engage in experiential education through classroom instruction, study tours, hands-on ministry training, and community-based training with ministry professionals.

Leadership includes Dr. K. Lynn Lewis, President; Dr. Scott Stripling, Provost and Vice-President of Donor Relations; Dr. Israel Steinmetz, Academic Dean and full-time Professor; numerous adjunct faculty members, ministry professionals, and mentors who serve as part of the teaching team; and a Board of Trustees.

Accreditation



The Bible Seminary is a member of the Transnational Association of Christian Colleges and Schools (TRACS) [15935 Forest Road, Forest, VA 24551; Telephone: (434) 525-9539; e-mail: info@tracs.org] having been awarded Accredited Status as a Category III institution by the TRACS Accreditation Commission on October 26, 2020. This status is effective for a period of five years. TRACS is recognized by the United States Department of Education (USDOE), the Council for Higher Education Accreditation (CHEA), and the International Network for Quality Assurance Agencies in Higher Education (INQAAHE). For more information, visit [TRACS.org](https://www.tracs.org).

TBS is an Accredited member of the Evangelical Council for Financial Accountability (ECFA). Based on the ECFA Seven Standards of Responsible Stewardship™, including financial accountability, transparency, sound board governance and ethical fundraising, ECFA accredits leading Christian nonprofit organizations that faithfully demonstrate compliance with the ECFA Standards pertaining to financial accountability, fundraising, and board governance. For more information, visit [ECFA.org](https://www.ecfa.org) or call 1-800-323-9473.



TBS participates in the State Authorization Reciprocity Agreements (SARA), a private nonprofit organization 501(c)(3) that helps expand students' access to educational opportunities and ensure more efficient, consistent, and effective regulation of distance education programs. For more information, visit [NC-SARA.org](https://www.nc-sara.org).



Also see:

- [Council for Higher Education Database of Accredited Institutions](#)
- [U.S. Department of Education Database of Accredited Institutions](#)

Covenantal Documents

The Bible Seminary requires all administration and staff, Board members, faculty, and certificate and degree students to read and indicate agreement with these covenantal documents that define the ideological, relational, and theological parameters of the seminary community. Generally, everyone signs these documents annually in conjunction with their employment, enrollment or re-enrollment, and service contracts.

Vision, Mission, and Key Verse

Vision: The Bible Seminary (TBS) exists to glorify God by impacting multitudes of souls for Christ and to help fulfill the Great Commission by the power of God's Spirit.

Mission: Our mission is to foster biblical literacy through studies of all 66 books of the Bible, cultivate professional and lay leadership skills, and deploy trained Christian disciples in service worldwide.

Key Verse: "They read from the book of the Law of God, making it clear and giving the meaning so that the people could understand what was being read." – Nehemiah 8:8

Core Values

Lordship – Because He is Lord (Philippians 2:11), we will continually ask Jesus Christ to sit on the throne of the seminary and on the throne of the lives of its faculty, administrators, and students for the glory of God (1 Corinthians 10:31).

Bible – Because the Bible is the fully true Word of God (2 Timothy 3:16), we will offer and require the study of all 66 books of the Bible before graduation with a degree. We will seek to creatively integrate classical theological disciplines and ministry training by studying books of the Bible (e.g. Church History will begin with the Book of Acts and keep going; Pastoral Leadership will come through the study of the Pastoral Epistles; Systematic Theology will flow out of the study of the Pauline Epistles).

Prayer – Because apart from Him we can do nothing (John 15:5), we will continually seek to plug into the Vine Jesus Christ through yielding to Him in prayer. We will offer a unique emphasis on prayer, integrated with the curriculum, in classroom settings, meetings, and continual prayer opportunities in the life of the seminary.

Unreached Peoples – Because the return of Christ awaits the evangelization of all people groups (Matthew 24:14), we will keep our eyes on the unreached peoples of the world and train our students to have a heart for the fulfillment of the Great Commission (Matthew 28:18-20) by seeking to reach millions of souls for Jesus Christ.

Local Church – Because the church universal (the body of Christ) is God's plan (Matthew 16:18), comprised of local churches (Acts 20:28; Romans 16:3-5; Acts 5:42), we will have a symbiotic relationship of service, training and education with local churches and parachurch ministries.

Community – Because we were created for community (Genesis 1:26; Hebrews 10:24-25), we will seek to build a unique fellowship where we continually grow together in relationship and as followers of Christ, seeking to live as examples of biblical community, where authenticity and accountability are practiced, and where integrity is modeled and taught (Romans 12:4-5; Acts 2:42-47; 4:32-35).

Compassion – Because God has a huge heart for the poor and overlooked (Matthew 25:31-46), we will strive to motivate, equip, and train students to minister to "the least of these" as a lifestyle.

Institutional Objectives

The Bible Seminary strives to provide faculty, staff, and support services that do the following:

- Promote belief in Jesus Christ as **LORD** and the centrality of discipleship by offering Christ-centered educational programs and courses.
- Promote all 66 books of the **BIBLE** as the fully true Word of God by integrating the study of these biblical books into studies of classical theological disciplines and ministry training.
- Promote the vital priority of **PRAYER** by modeling and teaching prayer in classes, events, meetings, publications, and retreats.
- Promote awareness of and compassion for **UNREACHED PEOPLES** of the world by offering education in missions and engagement in cross-cultural endeavors.
- Promote experiential training by integrating **LOCAL CHURCH** and parachurch ministry leaders, site visits, and service opportunities into educational experiences.
- Promote authenticity, accountability, and integrity through genuine communication, collaborative learning, and ethical relationships in an academic faith **COMMUNITY**.
- Promote **COMPASSION** by providing education and cooperative experiences in ministering to the poor, overlooked, and underprivileged.

Progress in achieving each institutional objective is measured with Likert Scale assessments completed by students prior to beginning and upon completion of curriculum.

Institutional Outcomes

- The student will demonstrate mastery of all 66 biblical books by completing a summative Capstone project (CAP 590) as the culmination of his or her program prior to graduating with a degree.
- The student will demonstrate learning proficiency, progression in study skills, and academic achievement through successfully passing course exams, improving scores between pre-course and post-course assessments, research reports, written papers, and class presentations.
- The student will demonstrate evidence of core ministry skills in basic and advanced hermeneutics, pastoral leadership, preaching and teaching, biblically-based counseling, and cultivation of personal and group spiritual formation by successfully passing course exams, improving scores between pre-course and post-course assessments, and submitting high quality research reports, written papers, class presentations, and ministry service reports.
- The student will demonstrate exegetical comprehension and applied learning from the study of biblical cultures, languages, history and theology through successful engagement in course assignments and ministry activities within the seminary educational community and beyond, and by successfully passing course exams, improving scores between pre-course and post-course assessments, and submitting high quality research reports, written papers, and class presentations.

Doctrinal Statement

- **We believe in the inspiration and authority of Scripture** – The Bible is the only inspired Word of God, fully true, and our sole authority for all that we believe and do (2 Timothy 3:16-17; 2 Peter 1:20-21; Matthew 5:18). We hold to the inerrancy of Scripture, as outlined in the [“Chicago Statement on Biblical Inerrancy.”](#)
- **We believe in one God** – There is only one true God who exists eternally in three Persons: God the Father, God the Son, and God the Holy Spirit (Genesis 1:26; Deuteronomy 6:4; Matthew 28:19; John 14:9; Acts 5:3-4,9; 2 Corinthians 3:17; 13:14; Hebrews 1:1-3, 1 John 5:7).
- **We believe in the deity and humanity of Christ** – Jesus Christ is Lord, being fully God and yet fully Man, born of a virgin, as affirmed in the Nicene, and Apostles’ Creeds (Matthew 1:18-23; Luke 1:26-38; John 1:1-2,14; Philippians 2:5-8; Colossians 1:13-20; Hebrews 1:8).
- **We believe in substitutionary atonement** – Jesus Christ died on the cross as our substitute – taking upon Himself the penalty of the sins of fallen humans (John 1:29; Romans 3:25-26; 5:8, 12-19; Galatians 3:13; 2 Corinthians 5:21; 1 Peter 3:18).
- **We believe in the resurrection of Christ** – Jesus rose from the dead in a bodily resurrection defeating sin and death (Romans 6:4-9; 10:9; 1 Corinthians 15:3-6).
- **We believe in salvation by grace through faith alone** – A person is saved from eternal separation from God as a free gift when that person places their faith in Jesus Christ who is the only way to the Father (John 1:12; 3:16; 5:24; 14:6; Acts 4:12; Romans 1:16-17; Ephesians 2:8-9; Revelation 21:27).
- **We believe in the Second Coming of Jesus Christ** – Jesus Christ will come again to judge the living and the dead (Matthew 24-25; Acts 1:9-11; 1 Thessalonians 4:13-18; Revelation 19-21).
- **We believe in heaven and hell** – Believers in Jesus Christ will be resurrected to everlasting blessedness and joy in eternal fellowship with God (1 Corinthians 15:35-57; 2 Corinthians 5:1-9; Philippians 3:20-21; 1 Thessalonians 4:13-17; Revelation 21:1-7; 22:1-5). Unbelievers will be resurrected to conscious separation from God and eternal punishment (Matthew 25:41,46; Mark 9:43-48; 2 Thessalonians 1:7-9; Revelation 14:9-11; 20:10-15; 21:8).

WHERE WE STAND ON SOME CONTROVERSIAL SOCIAL ISSUES

We acknowledge that the following social issues generate much pain and division in some churches, and we do not approach these issues lightly or glibly. But we also acknowledge that at the heart, these are authority of Scripture issues. We believe the Bible is clear about the following:

- **Abortion** – We believe human life inside a mother’s womb begins at conception and that at conception, a real human being is created in the image of God (Psalm 139:13-16; Jeremiah 1:4-5; Luke 1:39-45) and, therefore, that abortion is murder and wrong/sin (Exodus 20:13). We believe God offers full forgiveness to an abortive mother/father who has turned to Jesus Christ (Colossians 2:13-15; Ephesians 1:7).
- **Celibacy, Marriage, and Sexuality** – We believe God created humans in His image, intentionally and immutably male and female, each bringing unique and complementary qualities to sexuality and relationships (e.g., Genesis 1:27; 2:18, 21-24; Matthew 19:4-5; Ephesians 5:22-33). Celibacy, marriage, and sexuality in general are gifts from God to be expressed: (1) within specific boundaries He designed for our safety and pleasure, and (2) within the confines of His purposes, which include gratefully honoring the Lord with our bodies and minds (e.g., Proverbs 6:20-7:27; Romans 12:1-2; 1 Corinthians 6:19-20; 7:19-20; Ephesians 4:17-5:21).

We believe God ordained marriage to be a lifelong union between one man and one woman (e.g., Genesis 2:18, 21-24; Matthew 19:4-9, Mark 10:5-9, Ephesians 5:31). God's design for sexual acts is within marriage for the purpose of moral human procreation and the unique pleasurable intimacy (one flesh) intended for husbands and wives (e.g., Genesis 1:27-28; 9:1; 35:11; Psalm 127:3; Proverbs 5:18-19; Song of Solomon 7:6-13; 1 Corinthians 7:5). Sexual acts outside God-instituted boundaries are sinful and defy God's natural order, plans, and purposes (e.g., Exodus 20:14; Leviticus 18:7-23; 20:10-21; Matthew 5:27-28; 15:19; 1 Corinthians 6:9-13; Galatians 5:19; Colossians 3:5; 1 Thessalonians 4:2-8; 1 Timothy 1:8-11; Jude 7, cf. Genesis 19). We do not believe in ordaining self-avowed practitioners of such sexual sin and do not believe in the validity of ceremonies that celebrate same-sex unions (e.g., Leviticus 18:22; 20:13; Romans 1:18-32; Hebrews 13:4).

- **Ministry Leadership** – We believe persons engaged in willful, ongoing sinful practice(s) should not serve in ministry leadership (Romans 1:18-32; I Corinthians 5:1-13 and 6:9-20; I Thessalonians 4:1-8; I Timothy 3:1-13; Titus 1:5-9), and those already serving in ministry leadership who engage in ongoing sinful behavior(s) should be disciplined and removed from ministry leadership (I Samuel 15: Matthew 18:15-18). We believe true repentance is an essential first step in the sanctification process necessary towards restoration of ministry leadership (I Corinthians 6:9-11; I Thessalonians 4:1-8). Therefore, anyone considering ministry leadership via a path that includes seeking a degree from and/or working for The Bible Seminary should evidence public and private freedom from sinful behavior(s) over time (Matthew 3:8; Acts 26:20; James 2:14-26), since ministry leadership is incorporated into official positions and roles at The Bible Seminary, including administration, board, faculty, staff, volunteers and students.”

Ethos Statement

It is a high honor and privilege to represent God to people by training for and serving in ministry. When people see someone “in the ministry,” they see that person as representing Christ’s church. It is for this reason that the Bible outlines in 1 Timothy 3 some of the expectations and qualifications of a leader in the church. It is very important for each member of the seminary community (no matter what their position) to seek to live up to these standards (with God’s help and empowerment). Thus, we ask each member of the seminary community to covenant to lead a life that is “above reproach” as defined by the following Ethos Statement. The heart of this document is healthy community full of grace and truth (John 1:17).

As a member of the seminary community, I agree, with God’s help and empowerment, to live by the following ideals to the best of my ability:

1. I will seek to walk with God through a personal relationship with Jesus Christ (Genesis 5:22; John 17:3; Mark 12:29-31; Ephesians 2:8-9).
2. I will seek to have no other gods than Jesus Christ (Exodus 20:3-6; 1 Peter 3:15). I will seek to keep myself from idolatry (1 John 5:21) by not making idols out of money, sex, power, people, material things, school, or ministry success.
3. I will work as “unto the Lord” (Colossians 3:23-24). I will give God my best in my family, in my job performance, and in my training for ministry.
4. I will refrain from sexual immorality (1 Thessalonians 4:3-5). If I am married, I will be faithful to my spouse (Exodus 20:14). If I am single, I will remain celibate in my singleness. I will not engage in homosexual practice (1 Corinthians 6:9-11).
5. I will refrain from drunkenness or the use of illegal drugs (Ephesians 5:18). I will not allow a substance to control me, rather I will seek to be controlled by God. If I choose to “drink socially,” I will do so in a way that does not cause other people to stumble (1 Corinthians 8).
6. I will practice biblical conflict resolution. If someone hurts or offends me, I will go to that person and speak the truth in love (Ephesians 4:15,25) and forgive them (Ephesians 4:32). If this does not resolve the issue, I will then involve a second person as prescribed in Matthew 18:15-17. I will not slander another person by talking negatively about him/her (Ephesians 4:31). I will seek to build others up with my words (Ephesians 4:29). If I cannot bring resolution through these steps, I will seek counsel.
7. I will be respectful of those in authority over me and submit to their leadership (Hebrews 13:17) unless they were to call me to do something contrary to Scripture (Acts 5:27-29). I will seek humbleness in my life (1 Peter 5:5-6).

The purpose of this Ethos Statement is to maintain order (1 Corinthians 14:40) and to uphold integrity, respect, honor, and character (2 Timothy 2:20-22). There is plenty of grace in this community for mistakes (James 5:16), whereas there is not room in this community for blatant and unrepentant rebellion (1 Corinthians 5). I agree to do my best to live by this Ethos Statement with God’s help and power through Jesus Christ and for His glory.

Academic Freedom Statement

The Bible Seminary (TBS) provides academic instruction and vocational training for Christian ministers to perform as pastors, counselors, missionaries, church planters, and leaders. Supporting this mission are the seven adopted Core Values of TBS and basic Christian convictions stated in the TBS Covenantal Documents and the Faculty Handbook.

Diversity of education and religious viewpoint is available to society through the plurality of global academic institutions. At TBS, we invite the richness of interpretation and study of the Bible as we seek its deepest meaning and truth. TBS is to be distinguished as an academic institution that shares a basic set of Core Values among its students, faculty, administrators, and Board of Trustees. Instruction, research, and academic investigation are to uphold and respect the positions provided in the Core Values, the Ethos and Doctrinal Statements, and the Faculty Handbook. For example, the following statement from the TBS Faculty Handbook summarizes one of our institutional doctrinal positions that we expect all TBS faculty to uphold:

Creationism versus Evolution

God created the heavens and the earth (Genesis 1:1); God set the land to produce seed-bearing plants and trees (Genesis 1:11-12); God created all living things in the sea and on land, and the birds of the sky (Genesis 1:20-25); and God created man, male and female (Genesis 1:26-27). Scientific observations make obvious that God's creation is uniquely enabled by God to adapt to its environment, making subtle changes over time to survive and thrive in the world – a process often described as “micro-evolution.” Humans have also adapted and diversified, as indicated by the many races, peoples, and societies that have developed through the ages. However, this ability to adapt is not a substitution for the absolute truth that God created humans in His image (Genesis 1:27), breathed life into man (Genesis 2:7), and, after the discovery of sin by the first humans, Adam and Eve, God dispatched mankind to the less-than-perfect circumstances in which we live life today (Genesis 3:14-24). Therefore, while we acknowledge the phenomena of micro-evolution, we reject the macro-evolutionary theory of how plants, animals, and humans came to exist. Rather, we embrace the biblical view of creation that God created the heavens and the earth and all that is within it, including humans. We are open to either a young earth view of creation (where “yowm” = 24-hour period) or an old earth view of creation (where “yowm” = an age).

In general, Academic freedom means individuals have rights to engage in intellectual debate, research, and speech, through written or electronic correspondence, on and off campus, without fear of censorship, retaliation, or sanction. This freedom encompasses rights to maintain academic standards and gives faculty members reasonable latitude in deciding how to teach assigned courses; encourages intellectual integrity; sustains pedagogical approaches consistent with disciplines taught; and informs evaluations of student work, all exercised within the shared boundaries defined by the TBS Covenantal Documents.

Academic freedom does not involve expressions that substantially impair the rights of others or the imposition of political, religious, or philosophical beliefs on individuals of the TBS community. Academic Freedom does not provide protection of faculty who demonstrate professional ignorance, incompetence, or dishonesty with regard to their assigned discipline or fields of expertise, or who engage in arbitrary or capricious evaluation of students.

All members of the TBS community have a right to due process. Anyone alleging or responding to a potential breach of academic freedom should follow the TBS Grievance Policy.

Nondiscriminatory Policy

The Bible Seminary admits students of any race, sex, color, disability, age, or national or ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the Seminary. It does not discriminate on the basis of race, sex, color, disability, age, or national or ethnic origin in the administration of its hiring policies, educational policies, admissions policies, scholarship and loan programs, and other school-administered programs.

Philosophy of Education

We believe the Bible, written by many authors and inspired by one Spirit, is the best training manual for ministry.

We believe that engaging in ministry, analyzing ministry, and studying ministry – in association with called, life-giving, seasoned and Spirit-filled professionals – is an effective educational model.

We believe a balanced, Bible-based, Christ-centered, mission-focused educational approach includes a comprehensive curriculum that integrates studying all 66 biblical books along with studying standard historical, theological, and practical disciplines critical to developing professional skills for 21st century ministry.

We believe that challenging and nurturing students, getting them into the Word of God, and helping them think biblically while listening to the Holy Spirit, involves a unique combination of professional ministry training, cutting-edge tools, and extraordinary experiences.

We believe that interactive personal engagement over time, among groups of individuals with a common set of core values and doctrines and ethical standards, and with diverse backgrounds and experiences, can offer an exciting, family-friendly, practical, rich, and unparalleled learning environment.

We believe that a journey of theological education should accomplish the following:

- Glorify the Lord
- Be rooted in His Word
- Nurture an intimate, faithful, trusting relationship with the Father, Son, and Holy Spirit
- Cultivate a contextual and more profound understanding of God and creation, scripture and the world, heaven and earth, culture and history, time and eternity, and things seen and unseen
- Equip students with relevant experiences, knowledge, relationships, training, and tools for a lifetime of ministry leadership
- Lead to a passionate commitment to love and serve the Lord and others with all that students are and have, in perpetuity.

Conflict of Interest Policy Disclosure and Acknowledgement Form

It is in the best interest of The Bible Seminary (TBS) to be aware of and properly manage all conflicts of interest and appearances of a conflict of interest. This conflict of interest policy is designed to help directors and officers of TBS identify situations that present potential conflicts of interest and to provide TBS with a procedure to appropriately manage conflicts in accordance with legal requirements and the goals of accountability and transparency in operations of TBS.

1. **Conflict of Interest Defined.** In this policy, a person with a conflict of interest is referred to as an “interested person.” For purposes of this policy, the following circumstances shall be deemed to create a Conflict of Interest:
 - a. A director or officer, including a board member, (or a family member of any of the foregoing) is a party to a contract, or involved in a transaction with TBS for goods or services.
 - b. A director or officer (or a family member of any of the foregoing) has a material financial interest in a transaction between TBS and an entity in which the director or officer (or a family member of the foregoing), is a director, officer, agent, partner, associate, employee, trustee, personal representative, receiver, guardian, custodian, or other legal representative.
 - c. A director or officer (or a family member of the foregoing) is engaged in some capacity or has a material financial interest in a business or enterprise that competes with TBS.

Other situations may create the *appearance of a conflict*, or present a *duality of interests* in connection with a person who has influence over the activities or finances of TBS. All such circumstances should be disclosed to the board or staff, as appropriate, and a decision made as to what course of action the organization or individuals should take so that the best interests of the nonprofit are not compromised by the personal interests of stakeholders in TBS.

Gifts, Gratuities and Entertainment. Accepting gifts, entertainment or other favors from entities or individuals can also result in a conflict or duality of interest when the party providing the gift/entertainment/favor does so under circumstances where it might be inferred that such action was intended to influence, or possibly would influence, the interested person in the performance of his or her duties. This does not preclude the acceptance of gifts of nominal or insignificant value, or entertainment of nominal or insignificant value, which are not related to any particular transaction or activity of TBS.

2. Definitions

- a. A "Conflict of Interest" is any circumstance described in Part 1 of this Policy.
- b. An "Interested Person" is any person serving as an officer or member of the Board of Trustees of TBS or a major donor to TBS or anyone else who is in a position of control over TBS who has a personal interest that is in conflict with the interests of TBS.
- c. A "Family Member" is a spouse, parent, parent of spouse, child or spouse of a child, brother, sister, or spouse of a brother or sister, aunt, uncle, niece or nephew, of an interested person.
- d. A "Material Financial Interest" in an entity is a financial interest of any kind, which, in view of all the circumstances, is substantial enough that it would, or reasonably could, affect an Interested Person's or Family Member's judgment with respect to transactions to which the entity is a party.
- e. A "Contract or Transaction" is any agreement or relationship involving the sale or purchase of goods or services, the providing or receipt of a loan or grant, the establishment of any other type of financial relationship, or the exercise of control over another organization. The making of a gift to TBS is not a Contract or Transaction.

3. Procedures

- a. Prior to board or committee action on a Contract or Transaction involving a Conflict of Interest, a director or committee member having a Conflict of Interest and who is in attendance at the meeting shall disclose all facts material to the Conflict of Interest. Such disclosure shall be reflected in the minutes of the meeting. If board members are aware that staff or other volunteers have a conflict of interest, relevant facts should be disclosed by the board member or by the interested person him/herself if invited to the board meeting as a guest for purposes of disclosure.
- b. A director or committee member who plans not to attend a meeting at which he or she has reason to believe that the board or committee will act on a matter in which the person has a Conflict of Interest shall disclose to the chair of the meeting all facts material to the Conflict of Interest. The chair shall report the disclosure at the meeting and the disclosure shall be reflected in the minutes of the meeting.
- c. A person who has a Conflict of Interest shall not participate in or be permitted to hear the board's or committee's discussion of the matter except to disclose material facts and to respond to questions. Such person shall not attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting.
- d. A person who has a Conflict of Interest with respect to a contract or transaction that will be voted on at a meeting shall not be counted in determining the presence of a quorum for purposes of the vote.
- e. The person having a Conflict of Interest may not vote on the contract or transaction and shall not be present in the meeting room when the vote is taken, unless the vote is by secret ballot. Such person's ineligibility to vote shall be reflected in the minutes of the meeting. For purposes of this paragraph, a member of the Board of Trustees of TBS has a Conflict of Interest when he or she stands for election as an officer or for re-election as a member of the Board of Trustees.
- f. Interested persons who are not members of the Board of Trustees of TBS, or who have a Conflict of Interest with respect to a contract or transaction that is not the subject of Board or committee action, shall disclose to their supervisor, or the Chair, or the Chair's designee, any Conflict of Interest that such Interested Person has with respect to a Contract or Transaction. Such disclosure shall be made as soon as the Conflict of Interest is known to the Interested Person. The Interested Person shall refrain from any action that may affect TBS's participation in such contract or transaction.

In the event it is not entirely clear that a Conflict of Interest exists, the individual with the potential conflict shall disclose the circumstances to his or her supervisor or the Chair or the Chair's designee, who shall determine whether full board discussion is warranted or whether there exists a Conflict of Interest that is subject to this policy.

4. Confidentiality

Each director and officer shall exercise care not to disclose confidential information acquired in connection with disclosures of conflicts of interest or potential conflicts, which might be adverse to the interests of TBS. Furthermore, directors, officers, employees and volunteers shall not disclose or use information relating to the business of TBS for their personal profit or advantage or the personal profit or advantage of their Family Member(s).

5. Review of Policy

- a. Each director and officer shall be provided with and asked to review a copy of this Policy and to acknowledge in writing that he or she has done so.
- b. Annually each director and officer shall complete a disclosure form identifying any relationships, positions or circumstances in which s/he is involved that he or she believes could contribute to a Conflict of Interest. Such relationships, positions or circumstances might include service as a director of or consultant to another nonprofit organization, or ownership of a business that might provide goods or services to TBS. Any such information regarding the business interests of a director, officer,

employee or volunteer, or a Family Member thereof, shall be treated as confidential and shall generally be made available only to the Chair, the President of the Corporation, and any committee appointed to address Conflicts of Interest, except to the extent additional disclosure is necessary in connection with the implementation of this Policy.

- c. This policy shall be reviewed annually by each member of the Board of Trustees. Any changes to the policy shall be communicated to all staff and volunteers

Basic Conflict of Interest Disclosure and Acknowledgement Form

Date: _____

Name: _____

Position: _____

Please describe below any relationships, transactions, positions you hold (volunteer or otherwise), or circumstances that you believe could contribute to a conflict of interest between TBS and your personal interests, financial or otherwise:

_____ I have no Conflict of Interest to report

_____ I have the following conflict of interest to report (please specify other nonprofit and for-profit boards you (and your spouse) sit on, any for-profit businesses that may conduct business with TBS for which you or an immediate family member are an employee, officer or director, or a majority shareholder, and the name of your employer and any businesses you or a family member own):

1. _____

2. _____

3. _____

4. _____

I hereby certify that the information set forth above is true and complete to the best of my knowledge. I have reviewed, and agree to abide by, the Policy of Conflict of Interest of TBS.

Signature: _____

Date: _____

Facts

Incorporation and Licensing

- Independent and non-denominational
- Registered Domestic Non-Profit Corporation in the state of Texas (Feb 2010)
- Registered IRS 501(c)(3) Charitable Institution of Higher Education (Aug 2010)
- Exemption by Texas Workforce Commission (Mar 2011, Oct 2018, Aug 2020)
- Exemption by Texas Higher Education Coordinating Board (May 2011)
- Affiliate Member of the Association for Biblical Higher Education (2012 - Jul 2021)
- Approved CEU provider by the Association of Christian Schools International (Oct 2015)
- Approved by the Transnational Association of Christian Colleges and Schools (TRACS) for Applicant Status (Jan 2018), Candidate status (Apr 2019), Accredited status (Oct 2020), and to offer Distance Education (Apr 2021)
- Approved accredited member of ECFA (Sep 2019)
- Approved member of the National Council for State Authorization Reciprocity Agreements (Dec 2021, Aug 2023)

Founders

- Dr. James E. Leggett, *Founding President* (2010-13)
- Rev. Paul Helbig, *Bible Institute Co-founder and Lead Faculty* (2008-16)
- Mr. Dan Dunham, *Founding Board of Trustees Chair* (2010-13)
- Grace Fellowship Church, *Seed funding for launch* (2010-11)

Executive Officers

- *President*, Dr. K. Lynn Lewis (2014-present), Executive Vice-President/Provost (2011-13)
- *Provost*, Dr. Scott Stripling (2017-present)
- *Vice-President of Finance and Administration*, Mr. Rick McCalip (2010-present)
- *Board of Trustees*, Mr. Adam Peters (Chair) with 7 total members

Programs

- *Master of Divinity* (84-credit hours)
- *Master of Arts* (four majors, 48 to 60-credit hours)
- *Dual Degree Completion* (*Bachelor of Arts in Christian Ministry* in conjunction with a TBS MA or MDiv)
- *Certificate of Theological Studies* (27-credit hours)

Faculty

- Two full-time administrators who also teach
- One full-time faculty member and 15+ adjunct professors and teaching assistants
- 50+ professionals who serve as mentors and visiting teachers

Unique Features

- All programs cover all 66 books of the Bible
- Comprehensive, relevant education and training for 21st century leadership
- Local mentoring and training opportunities throughout the graduate degree programs
- Educational experiences in classrooms, on-site visits to regional locations and international locations, especially in Israel

Special Program Elements

- Distinctively clear core values, doctrine, and ethos statements
- Holy Land Study tours and archaeological excavation opportunities
- Technological study and resource tools
- Multiple experiential learning opportunities
- Strong commitment to helping students graduate with ZERO (\$0) seminary debt

History

The Bible Seminary's passion for vibrant Bible-based, Christ-centered, mission-focused leadership training began with Dr. James E. Leggett, founder and senior pastor of Grace Fellowship Church in Katy, Texas. Under the leadership of Teaching Pastor, Paul Helbig, the church established a Bible Institute in 2008 teaching all 66 books of the Bible. A team led by future Board Chair, Dan Dunham, and Vice-President of Finance and Administration, Rick McCalip, helped incorporate The Bible Seminary (TBS) in 2010 as an independent, non-denominational, charitable 501(c)(3), educational institution of higher education. The Board named Dr. Leggett as volunteer President and Grace Fellowship raised \$1,100,000 from 260 donors to help launch the seminary.

In 2011, the Board hired Dr. K. Lynn Lewis as full-time Executive Vice-President and Provost; received exemptions for its Master of Divinity program by the Texas Workforce Commission and Texas Higher Education Coordinating Board; transferred the Bible Institute from Grace Fellowship to TBS; and graduated the first 12 students from the Bible Certificate program in December 2011.

In 2012, TBS received approval for Affiliate status with the Association for Biblical Higher Education (ABHE). The graduate program launched on September 4, 2012 with 12 inaugural students. In 2014, Dr. Leggett resigned as volunteer President, the Board named Dr. Lewis as President, and TBS hired a full-time Provost.

In 2015, TBS established a Master of Arts program, a Dual Degree Completion program, a Licensed Professional program (now Certificate of Theological Studies) consisting of core graduate courses, awarded its first graduate degrees (seven Master of Divinity and one Master of Arts), launched a Spanish Bible Certificate program, and received approval from the Association of Christian Schools International (ACSI) to provide continuing education.

In 2016, TBS began offering courses in regional locations. In 2017, the seminary hired Dr. Scott Stripling as Provost and Dr. Douglas Petrovich as full-time faculty member, revised the Bible Certificate program, and received recognition by the *Knowledge Review* as one of the 10 Most Preferred Divinity Schools for Religious Studies 2017. In 2018, TBS added four new Master of Arts programs, reduced Master of Divinity credit hours from 96 to 84, revised the Licensed Professional program, received approvals of exemption from the Texas Workforce Commission, and added new remote instructional locations.

In 2019, TBS hired Dr. J. Paul Nyquist as Dean of Graduate Programs and became an accredited member of the Evangelical Council for Financial Accountability (ECFA). In 2020, TBS named Dr. Doug Petrovich Dean of Graduate Programs and Mrs. Carousel Pieterse Director of the Bible Certificate Program, renamed the "Licensed Professional" program the "Vocational Ministry" certificate program, and earned Accredited Status with the Transnational Association of Christian Colleges and Schools (TRACS). In 2021, TBS received approval from TRACS to offer Distance Education and became a member of the National Council for State Authorization Reciprocity Agreements (NC-SARA).

In 2022, TBS added four Master of Arts concentrations (since placed in abeyance), formed a publishing division (Nehemiah Press), opened the 3J Archaeological Museum, hired Dr. Israel Steinmetz as Graduate Dean, and expanded Dr. Scott Stripling's role to include Vice-President of Donor Relations.

In 2023, TBS transformed the non-degree Bible Certificate and Vocational Ministry Certificate programs into the non-degree Certificate of Theological Studies program. In partnership with the Grace and Mercy Foundation, TBS launched Public Reading of Scripture (PRS) weekly on Mondays from Noon to 1 PM on campus (with a free meal) and online.

Bylaws of The Bible Seminary

Revised November 9, 2023

ARTICLE I. GOVERNMENT

The government of The Bible Seminary shall be conducted in strict accord with the provisions set forth in the Certificate of Formation (the “Certificate”) and these Bylaws.

ARTICLE II. NAME, PURPOSES, POWERS, KEY SCRIPTURE, VISION, MISSION, AND FOUNDATIONAL PRINCIPLES AND VALUES

Section 1. Name

The name of this corporation is The Bible Seminary (hereinafter referred to as “The Bible Seminary,” “Seminary,” or “Corporation.”)

Section 2. Purposes

The Bible Seminary is organized and shall be operated exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision hereafter in effect (the “Code”), as more specifically set forth in Article Four of the Certificate of Formation and as may more specifically be set forth in these Bylaws.

Section 3. Powers

The Bible Seminary is an independent, non-denominational, non-profit corporation and shall have all the powers, duties, authorizations, and responsibilities relating to non-profit corporations as provided in the Texas Business Organizations Code; provided, however, The Bible Seminary shall neither have nor exercise any power, nor engage directly or indirectly in any activity, that would invalidate its status as a corporation that is exempt from federal income tax as an organization described in Section 501(c)(3) of the Code.

Section 4. Mission

The mission of The Bible Seminary is captured in the following:

Key Scripture – “They read from the Book of the Law of God, making it clear and giving the meaning so that the people could understand what was being read.” – Nehemiah 8:8 (NIV)

Vision - The Bible Seminary exists to glorify God by impacting multitudes of souls for Christ and to help fulfill the Great Commission by the power of God’s Spirit.

Mission - Our mission is to foster biblical literacy through studies of all 66 books of the Bible, cultivate professional and lay leadership skills, and deploy trained Christian disciples in service worldwide.

Foundational Principles and Values

1. **Lordship** – Because He is Lord (Philippians 2:11), we will continually ask Jesus Christ to sit on the throne of the Seminary and on the throne of the lives of its faculty, administrators, and students for the glory of God (1 Corinthians 10:31).
2. **Bible** – Because the Bible is the fully true Word of God (2 Timothy 3:16), we will offer and require the study of all 66 books of the Bible before graduation with a degree. We will seek to creatively integrate classical theological disciplines and ministry training by studying books of the Bible (e.g., Church History will begin with the Book of Acts and keep going; Pastoral Leadership will come through the study of the Pastoral Epistles; Systematic Theology will flow out of the study of the Pauline Epistles).
3. **Prayer** – Because apart from Him we can do nothing (John 15:5), we will continually seek to plug into the Vine Jesus Christ through yielding to Him in prayer. We will offer a unique emphasis on prayer, integrated with the curriculum, in classroom settings, meetings, and continual prayer opportunities in the life of the seminary.
4. **Unreached Peoples** – Because the return of Christ awaits the evangelization of all people groups (Matthew 24:14), we will keep our eyes on the unreached peoples of the world and train our students to have a heart for the fulfillment of the Great Commission (Matthew 28:18-20) by seeking to reach millions of souls for Jesus Christ.
5. **Local Church** – Because the church universal (the body of Christ) is God's plan (Matthew 16:18), comprised of local churches (Acts 20:28; Romans 16:3-5; Acts 5:42), we will have a symbiotic relationship of service, training, and education with local churches and parachurch ministries.
6. **Community** – Because we were created for community (Genesis 1:26; Hebrews 10:24-25), we will seek to build a unique fellowship where we continually grow together in relationship and as followers of Christ, seeking to live as examples of biblical community, where authenticity and accountability are practiced and where integrity is modeled and taught (Romans 12:4-5; Acts 2:42-47; 4:32-35).
7. **Compassion** – Because God has a huge heart for the poor and overlooked (Matthew 25:31-46), we will strive to motivate, equip, and train students to minister to "the least of these" as a lifestyle.

ARTICLE III. BOARD OF TRUSTEES

Section 1. Powers, Responsibilities, and Duties of Board of Trustees

It is the responsibility of the Board of Trustees ("Board;" any reference to a "Director" or "Trustee" in these bylaws or the Certificate shall be one and the same) to formulate and approve all policies of the Corporation and to delegate and authorize all legal and business matters necessary to execute and implement those policies. The Board exercises supervision over the Seminary's affairs through the President of the Corporation, who administers the policies and is directly accountable to the Board. The Board shall seek God's will in all matters of stewardship, recognizing that the institution stands only on the basis of faith in God and is maintained by faith and prayer. The duties of the Board include, but are not limited to the following:

1. Determine, sustain, and advance the mission of the Seminary through appropriate policies and personal investment.
2. Select, elect, and dismiss the Seminary President.
3. Review the strategic plan and ensure that the plan is consistent with the mission of the Seminary.
4. Ensure the Seminary's compliance with local, state, and federal regulations.
5. Ensure adherence to accrediting criteria.
6. Approve annual operating budget.
7. Authorize the purchase, sale, and management of all land, buildings, and other substantial interest in or of property.
8. Approve the construction of new buildings and major renovations of existing buildings.
9. Authorize the incurring of debt (other than minor purchases on account that may be incurred in the ordinary course of business).
10. Authorize all changes in tuition and fees.
11. Authorize officers or agents to accept gifts or bequests on behalf of the Seminary.
12. Guard the trust of gifts to the Seminary specified for property, buildings, and equipment.
13. Confirm appointments of Administrative Officers of the Seminary as identified in Article VII.
14. Approve the basic purpose of all Handbooks, including the initial version and any major modifications of same.
15. Establish standards for ordination.
16. Approve any major changes in the educational programs (consistent with mission).
17. Authorize Standing and Special committees to act on behalf of the Board of Trustees.
18. Authorize and oversee subsidiary boards that it deems necessary to create.
19. Perform an annual assessment of the Board of Trustees performance, effectiveness, and conformance to the Bylaws.
20. Act on behalf of the institution in business matters including but not limited to the matters listed above, and any other legal or financial matters necessary in the best interest of the institution.

Section 2. Board of Trustees Election

The Nominating Committee, as defined in Article VI, herein, shall recommend members for the Board at the annual meeting. Upon a simple majority vote of each individual nominee, the nominee shall become a Board member and serve a term as defined in Article III, Section 6.

Section 3. Membership and Officers of Board of Trustees

The size of the Board will be at the discretion of the Board. The Board shall be composed of a minimum size of 3 voting members. Maximum size shall be 31 voting members, always in odd numbers. The membership shall include the following positions:

1. Chairperson.
2. Vice-Chairperson.
3. Secretary/Treasurer.
4. President of Corporation as an *ex officio* member of Board without vote.

5. An even number of at-large members, the minimum of which is determined by the Board, to insure that there is an odd number of voting members.

The first three positions listed shall comprise the Officers of the Board of Trustees; Chairperson, Vice-Chairperson, and Secretary/Treasurer.

Section 4. Duties of Board of Trustee Officers

(1) Chairperson

The Board Chairperson presides over the Board, chairs the Executive Committee, and is an *ex officio* member of all Standing Committees. He/she is responsible for annually nominating the chair and members of the Standing Committees and shall perform all duties incident to such office, including but not limited to preparation of meeting agendas in collaboration with the President.

(2) Vice-Chairperson

The Board Vice-Chairperson shall perform duties as delegated by the Chairperson. In the event that the Chairperson is absent, under investigation for termination (Article II, Section 7), or is unable or unwilling to perform his/her duties, he/she shall perform all duties of the Chairperson. If the Chairperson is removed from office, the Vice-Chairperson shall perform his/her duties until a new Chairperson is elected.

(3) Secretary/Treasurer

The Board Secretary/Treasurer shall be responsible for the giving of proper notice of all meetings of the Board of Trustees and the keeping of a record of the appointment of all Committees of the Board. The Secretary/Treasurer shall be responsible for recording and preserving the minutes of all meetings of the Board and Special Committees. The Secretary/Treasurer will be responsible for all documents committed to the care of the Board. The Secretary/Treasurer is responsible for notifying the appropriate persons defined in the actions taken by the Board. The Secretary/Treasurer shall be responsible to manage and account for all Board-related expenditures.

Section 5. Qualifications

Trustees shall be dedicated Christians whose godliness, honesty, and wisdom will enable them to contribute to the governance of the corporate mission. Any person that is nominated for a Trustee position shall fully embrace and adhere to the Seminary's Ethos Statement, attached hereto as Exhibit A to the Bylaws and the Doctrinal Statement, attached hereto as Exhibit B to the Bylaws. Each elected Trustee will acknowledge annually, by signature, their understanding of the importance of and their willingness to adhere to the Ethos and Doctrinal Statements. No Trustee can have a conflict of interest in serving on the Board that results in financial or other personal advantage. Trustees will be required to annually sign a document containing the conflicts of interest policy as set forth herein Article X, Section 2, verifying that no conflict of interest exists. Trustees shall participate in the financial support of the Seminary and encourage others to do the same.

Section 6. Tenure

The members elected to the Board shall be divided into three classes so that no more than one-third of the Trustees are elected each year. The normal term for a Trustee shall be three years. Any Trustee, except the Chairperson, that has served two consecutive terms must observe a one-year

mandatory period of renewal before becoming eligible for an additional term. The Chairperson shall serve for terms of three years, but is not subject to the one-year mandatory period of renewal.

Section 7. Termination

Any Trustee can be removed from his/her office for the following infractions:

1. Upon remunerated employment by the Seminary (with exception of President who is an *ex officio* member of the Board);
2. His/her actions and behaviors no longer adhere to the Ethos and Doctrinal Statements; or,
3. He/she is no longer in “good standing” with the Board. Good standing means that the Trustee is actively supporting the Board with his/her interest, ideas, and presence at meetings and on committee assignments.

If a situation as listed above is alleged against a Trustee, the first course of action is for the one bringing the charge to confront the Trustee directly with the accusation. If this approach is not welcomed by the Trustee or the circumstance is not adequately explained or resolved, the following investigation and removal process shall apply.

A special Investigation Committee will be formed comprised of three Board members appointed by the Chairperson. The accused Trustee may make a personal presentation, face the one(s) bringing the charge, and has right of non-legal representation before the Investigation Committee makes its recommendation. The accused Trustee may choose to resign voluntarily at any time during the investigation and removal process at which time the process shall cease. Removal of a Trustee shall be by two-thirds of the members voting in person or by proxy at any regular or special meeting of the Board of Trustees upon the recommendation of the Investigation Committee.

In the event the charge is made against the Chairperson, then at a regularly scheduled or specially called meeting, at least one-third of the Board members must vote to appoint a special Investigation Committee comprised of three Board members appointed by the Vice-Chairperson. The Chairperson and remaining Board members must be made aware in writing that an Investigation Committee has been appointed. The Chairperson may make a personal presentation, face the one(s) bringing the charge, and has right of non-legal representation before the Investigation Committee makes its recommendation. The Chairperson may choose to resign voluntarily at any time during the investigation and removal process at which time the process shall cease. Removal of the Chairperson shall be by two-thirds of the members voting in person or by proxy at any regular or special meeting of the Board of Trustees upon the recommendation of the Investigation Committee.

Section 8. Faculty & Student Representation

A member of the Faculty and a student body member may be nominated by their peers to the President for attendance in open Board meetings. Both the Faculty and student representatives will be excused by the Chairperson when matters of a confidential nature or potential conflict of interest are discussed. Both the Faculty and student representatives must also fully embrace, and acknowledge by signature, the Ethos and Doctrinal Statements of the Seminary.

Section 9. Trustee Emeritus

Any Board member that has served at least two or more full terms, and no longer wishes to commit to additional service terms, can be considered for Trustee Emeritus status. Appointment to this position requires unanimous vote of the Board at a regular meeting. A Trustee Emeritus is honored for their distinguished service being given the privileges of the floor with voice, but without voting rights. Trustee Emeritus members cannot make up more than one-third of the Board and cannot serve as a chair on any Standing or Special Committees, although they may serve on those committees.

ARTICLE IV. PARLIMENTARY PROCESS

Section 1. Meeting Frequency

The Board shall meet a minimum of three times per year. Normally, meetings will be held in the fall, winter, and spring, with notification mailed out by the Secretary/Treasurer at least 60 days in advance of each scheduled meeting. Special meetings can be called by the Board Chairperson or by one-third of Board members with a notice given no less than 10 days prior to the meeting. In circumstances in which an immediate response is prudent, the Board Executive Committee can approve meetings of the Board by telephone conference call or e-mail. Decisions reached through such meetings shall require a quorum (Article IV, Section 3) and follow the normal rules for Board meetings, including the taking and archiving of minutes, which must be approved at the next regularly scheduled Board meeting.

Section 2. Annual Meeting

The annual meeting shall be held no later than May 31 of each year for the purpose of electing officers, receiving reports from committees, and approving the annual budget for the subsequent fiscal year (June 1 – May 31). Other business that arises may also be conducted at the annual meeting. Minutes of the meeting shall be recorded and filed with the Secretary.

Section 3. Quorum

A majority of voting members shall constitute a quorum at any regular, annual, or special meeting.

Section 4. Manner of Giving Notice

Whenever, under the provisions of any statute, the Certificate, or these Bylaws, notice is required to be given to any Trustee or Committee member, and no provision is made as to how such notice shall be given, it shall not be construed to require personal notice, but any such notice may be given in writing by hand delivery, by facsimile transmission, by electronic mail, or other electronic communication if permitted by the Texas Business Organizations Code, or by United States mail, postage prepaid, addressed to the Director or Committee member at such person's address as it appears on the records of the Corporation. Any notice required or permitted to be given by United States mail shall be deemed to be delivered at the time when the same shall be thus deposited in the United States mail, as aforesaid. Any notice required or permitted to be given by facsimile or by electronic mail shall be deemed to be given upon successful transmission of such facsimile or of such electronic mail.

Section 5. Waiver of Notice

Whenever any notice is required to be given to any Trustee or Committee member under the provisions of any statute, the Certificate, or these Bylaws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether signed before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Attendance at any meeting shall constitute a waiver of notice, unless attendance is solely for the purpose of objecting to the meeting for lack of notice.

Section 6. Actions Without Meetings

Any action required or permitted to be taken at any meeting of the Board or the members of a Committee may be taken without a meeting if a consent in writing setting forth the action to be taken shall be signed by all of the Trustees or all of the Committee members, as the case may be. Such consent shall have the same force and effect as a unanimous vote, and may be stated as such in any document.

Section 7. Amendments to Bylaws and the Ethos and Doctrinal Statements

Amendments to the Bylaws including the Ethos and Doctrinal Statements of the Corporation can only be considered during regular or annual meetings. The recommended amendments must be furnished to all Board members by electronic mail or postal mail at least 30 days prior to the meeting. Approval of such amendments to any of the Bylaws, including the Ethos Statement and/or the Doctrinal Statement of the Bylaws of the Seminary requires approval by vote of at least two-thirds of all voting Board members. A Board member is eligible to vote for amendments to the Bylaws only if they are present during the meeting in-person or by video conference.

ARTICLE V. EXECUTIVE COMMITTEE

Section 1. Membership

The Executive Committee is comprised of the:

1. Chairperson with one vote.
2. Vice-Chairperson with one vote.
3. Secretary/Treasurer with one vote.
4. President with voice, but without a vote.
5. Chief Financial Officer with voice, but without a vote.

The Chairperson of the Board is the Chairperson of the Executive Committee. Any individual who holds more than one of the positions named above shall be limited to one vote.

Section 2. Duties

The Executive Committee shall conduct the affairs of the Board between meetings and is subject to the orders of the Board. No acts of the Executive Committee can conflict with actions taken by the Board. The Executive Committee recommends to the Board any needed changes in the Bylaws with any such proposal being sent to Board at least 30 days in advance of a meeting. The Executive Committee has the authority to issue and/or approve contracts and approve financial transactions other than substantial contracts or transactions which shall require Board approval. The Executive Committee shall act as the Nominating Committee with duties outlined in Article VI, Section 2 (4). On behalf of the Board tThe Executive Committee will initiate an annual assessment of the Board of

Trustees' performance, effectiveness (including evaluation of organizational conformance with requirements of these Bylaws), and report the outcomes to the full Board with recommendations for changes/improvements when needed, as well as status of any previously recommended changes/improvements.

Section 3. Meetings

The Executive Committee shall meet as often as necessary to transact the business of the Board. Meetings can be called by either the Chairperson or three members of the Executive Committee. The meetings can be private, conference calls, faxes, and/or electronic mail for routine business. The Secretary shall submit minutes of its meetings to the Board and all actions shall be subject to the approval of the Board.

ARTICLE VI. STANDING AND SPECIAL COMMITTEES

Section 1. Purpose of Standing and Special Committees

The purpose of Standing and Special Committees is to make recommendations to the Board in the following functional areas:

1. Finance and Investment.
2. Financial Audit.
3. Campus Development.
4. Nominations.
5. Covenantal Documents
6. Special Committees designated for other business as determined necessary by the Board.

Board members serving on these various Committees shall liaise with the President and his/her Faculty and staff to work issues that are placed before the Board for approval by the Board at meetings. The Standing Committees shall meet at least once per year. The benefits of having the Committees are:

1. Ensuring efficient functioning of the Board by streamlining Board meetings and approval processes.
2. Accessing collective wisdom of the Board and administration and ensuring appropriate collaboration when studying issues that require Board approval.
3. Ensuring that all recommendations to the Board are aligned with the purpose and foundational principles of the Seminary as set forth in the Bylaws.
4. Providing a check-and-balance of powers to help ensure that a high level of integrity and transparency always exists at all levels of the Seminary.
5. Maximizing unity of purpose while avoiding duplication of effort.

Section 2. Standing Committees

(1) Finance and Investment Committee

This Committee shall recommend to the Board a policies for sound financial and investment management for the Seminary. This Committee reviews the budgets prepared and presented under

the direction of the President, and recommends an annual operating budget for Board approval. The Committee reviews financial performance, and assesses the adequacy of financial procedures and internal controls. This Committee is responsible for management and disposition of funds including annuities, endowments, and other investments.

(2) Audit Committee

This Committee coordinates with the President and administrative staff to annually recommend an independent auditing firm for Board approval at the annual meeting. The Committee oversees conduct of the annual financial audit and reviews the report provided by the independent auditing firm. A summary report, including the status of any findings and resulting corrective actions from each audit, is to be provided to the Board at the next regular or annual meeting following audit completion.

(3) Campus Development Committee

This Committee has oversight of current Seminary facilities and coordinates with the President and administrative staff to ensure that suitable and accessible classroom and office space exists for present needs on a continuous basis. Further, this Committee has oversight of and coordination responsibility regarding strategic intermediate term and/or long term campus facility master plans, including conceptual facility designs and specifications, plans for major facility leasing, and/or construction and the identification and acquisition of property.

(4) Nominating Committee

This Committee oversees recruitment of Officers of the Board and determines the qualification guidelines. The Committee is responsible for orientation of new members and ensures that all candidates review and embrace without reservation the Ethos and Doctrinal Statements. The Committee recommends Trustees to serve on Standing and Special Committees and helps identify and recruit at-large members to participate in those Committees. Upon a vacancy in the Board, the Nominating Committee is responsible to identify replacement candidates to be nominated and elected at a Board meeting.

(5) Covenantal Documents Committee

This Committee is responsible to periodically evaluate and recommend revisions or adjustments to these Bylaws and other Seminary Covenantal Documents (e.g., those documents required by accrediting agencies) upon referral and/or request by the Seminary President or Board. A report of completed evaluations along with recommendations for potential amendments is to be provided to the Executive Committee.

Section 3. Membership

Membership of Standing Committees (excluding Audit & Nominating Committees)

Each position has a one-year commitment beginning and ending at each annual Board meeting. The Board Chairperson appoints all positions after consultation with the Nominating Committee. There must be a minimum of two Board members on each Standing Committee. At-large, non-Board members are allowed with voting rights on their Committee. The Standing Committee Chair must be a voting member of the Board. The President is an *ex officio* member. The Secretary/Treasurer of the Seminary and the Chief Financial Officer are non-voting members of the Finance and Investment Committee.

Membership of Audit Committee

Each position on the Audit Committee has a one-year commitment beginning and ending at each annual Board meeting. The Board Chairperson appoints all positions after consultation with the Nominating Committee. There will be a minimum of two Board members on the Audit Committee. No member of the Finance and Investment or the Executive Committee can serve on the Audit Committee. The Chief Financial Officer shall serve as a non-voting member of the Audit Committee.

Membership of Nominating Committee

All members of the Executive Committee serve as members on the Nominating Committee.

Section 4. Special Committees

Special Committees can be formed by the Board to address other Seminary business that is not otherwise the responsibility of the Standing Committees. Special Committees are appointed by the Board Chairperson and require a Board-approved resolution. The resolution should document each Special Committees' purpose, expectations, deliverables, Chair, members if known, and timing for completion of the appointment. With agreement of a Standing Committee, a Special Committee may be appointed to assist with and report to the Standing Committee. The term for Special Committees is one-year, but can be extended by Board approval. At least one Trustee must participate in a Special Committee and the Chair must be a Trustee. Additional Trustees and at-large, non-Board members can serve on Special Committees.

ARTICLE VII. ADMINISTRATIVE OFFICERS OF THE SEMINARY

Section 1 Qualifications

All Administrative Officers shall fully embrace and adhere to the Ethos and Doctrinal Statements of the Bylaws of the Seminary, attached hereto as Exhibits A and B, respectively. Each candidate will be asked to acknowledge, by signature, his/her understanding of the importance of and their willingness to adhere to the Ethos and Doctrinal Statements. Administrative Officers shall annually affirm in writing their continuing commitment to the Ethos and Doctrinal Statements.

Section 2. Members

The Officers of the Corporation shall be the President, the Vice President(s), and the Chief Financial Officer. Any one person may hold two or more offices, except that the position of the President and the Chief Financial Officer shall not be held by the same person.

(1) President

The President, as the Chief Executive Officer, is responsible for the execution of the policies of the Board and for the administration of the entire institution including staffing and effective organization of the Faculty and administration. The President shall be an *ex officio* member with voice, but without voting privileges on the Board and all Standing Committees.

(2) Vice President(s)

One or more Vice Presidents may be appointed by the President, upon approval by the Board, to assist with the administration and supervision of the institution. The Vice President(s) can be the designate for the President on Special and Standing Committee meetings and perform the duties of the President in his/her absence.

(3) Chief Financial Officer

The Chief Financial Officer shall be responsible for all documents committed to his/her care and will retain the minutes of all meetings of the Corporation. He/she shall be the custodian of all funds, assist in the annual audit made of the Corporation's records, work in conjunction with the Audit Committee for the annual audit, and make a full and complete financial report annually to the Board. The Chief Financial Officer shall serve as a non-voting member on the Finance and Investment Committee and Audit Committee. The Chief Financial Officer is authorized to issue and sign financial instruments, contracts, and other obligations on behalf of the Board.

Section 3. Election and Tenure

The President shall be selected by the Board upon recommendation of a committee appointed by the Chairperson. The President shall remain in office at the discretion of the Board. Vice President(s) and the Chief Financial Officer shall be approved by the Board upon the recommendation of the President in consultation with the Nominating Committee. The President may select academic or administrative Vice Presidents, or other officers necessary for the work.

Section 4. Duties and Responsibilities

The specific duties and responsibilities of the Officers of the Corporation shall be defined in the Administrative Handbook.

Section 5. Vacancies of Officers

In the event that the Office of President is vacant, the Board shall elect an interim President until the Board elects a full-time replacement. In the event that any other administrative office is vacant, it shall be filled by election at a meeting of Board upon the recommendation of the President in consultation with the Nominating Committee.

ARTICLE VIII. FACULTY

Section 1. Qualifications and Responsibilities

All members of the Faculty shall fully embrace and adhere to the Ethos and Doctrinal Statements of the Seminary. Each Faculty member will be asked to annually acknowledge, by signature, his/her understanding of, agreement with, and adherence to, the Ethos and Doctrinal Statements. Visiting and Adjunct Faculty shall also be required to sign the Ethos and Doctrinal Statements. Faculty members are expected to model exemplary moral and spiritual behavior. The Faculty reports to the President, a dean, and/or Vice President as determined by the President.

Section 2. Rules

Membership, remuneration, responsibilities, instructional rank, appointments, promotions, terminations, and all other areas that impact Faculty shall be defined in the Faculty Handbook.

ARTICLE IX. GOVERNANCE

In keeping with the Seminary's Ethos and Doctrinal Statements, governance at The Bible Seminary shall involve collaboration between the Board, administration, Faculty, staff, and alumni that is built on mutual trust and respect. "Shared governance" describes the appropriate relationships and respective roles that each constituent group plays in information-gathering, institutional planning,

policy-making, decision-making, and implementation. The specific governance processes shall be defined in the Administrative Handbook delineating respective responsibilities and duties.

ARTICLE X. MISCELLANEOUS PROVISIONS

Section 1. Indemnification

Each Board member, corporate Officer, Faculty member, and staff member of the institution shall be indemnified by the Corporation against all expenses actually and necessarily incurred in connection with the defense of any action, suit, or proceeding to which he or she has been made a party by reason of his or her having such position with the Seminary, except in relation to matters in which such Board member or Seminary employee shall be adjudicated in such action, suit, or proceeding to be liable for gross negligence or willful misconduct in the performance of duty. Each Board member who is not also an employee is considered a volunteer pursuant to Section 84.004 of the Civil Practice and Remedies Code of the State of Texas.

Section 2. Conflicts of Interest

A Board member shall be considered to have a conflict of interest if he/she:

- a) has existing or potential financial or other interests that might reasonably appear to impair independent, unbiased judgment in the discharge of responsibilities to the institution;
- b) is aware that a member of his or her immediate or extended family has such existing or potential financial or other interests; or,
- c) any member of the member's family is an officer, director, employee, member, partner, trustee, or controlling stockholder in any organization which has such existing or potential financial or other interests.

All Board members shall disclose fully to the Board any possible conflict of interest at the earliest practical time. No Board member shall participate in discussions on or vote (nor attempt to exert his or her personal influence either at or outside the meeting) on any matter under consideration at a Board or Committee meeting in which such Board member has a conflict of interest. The minutes of such meeting shall reflect that a disclosure was made and that the Board member having a conflict of interest abstained from voting. Any Board member who is uncertain whether a conflict of interest may exist in any matter will notify the Board of such potential conflict as well as all material facts related thereto. The Board shall then inquire and determine whether such a conflict exists, without the Board member having such potential conflict being involved in the discussion (except that, at the request of the Board, the Director who has a conflict of interest may meet with the Board to disclose material facts and to respond to questions). If the Board determines that a conflict exists, then such member shall abstain from the discussion and any vote on the matter.

Section 3. Family Relationships between Board Members and Full-time Faculty and Staff

In an effort to prevent any favoritism, special treatment, or potential conflict, no candidate can serve on the Board if he or she has a direct family member who is a full-time employee of the Seminary. In the same way, no individual can become a full-time employee of the Seminary if a direct family member is currently serving on the Board. A direct family member is defined as a parent, child, spouse, sibling, brother-in-law, sister in-law, mother-in-law, father in-law, aunt, uncle, niece, or nephew.

Section 4. Nondiscriminatory Policy

The Seminary admits students of any race, sex, color, disability, age, or national or ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the Seminary. It does not discriminate on the basis of race, sex, color, disability, age, or national or ethnic origin in the administration of its hiring policies, educational policies, admissions policies, scholarship and loan programs, and other school-administered programs.

Section 5. Disputes

Unless directed otherwise by legal counsel and as may be commercially reasonable, all substantial contracts between the Seminary and third parties shall contain a clause requiring mediation, then arbitration, substantially in the form of the following clause:

“The parties to this contract agree to negotiate in good faith in an effort to resolve any dispute related to the contract that may arise between the parties.

If the dispute cannot be resolved by negotiation within 30 days, then either party may, in writing, demand to the other party that the matter be submitted to mediation before arbitration of the matter may be initiated by either party.

If the need for mediation arises, the parties shall choose a mutually acceptable mediator, and the parties to the dispute shall share the costs of mediation equally.

If the parties are unable to agree upon a mediator, then the parties hereby agree that the mediator shall be provided by the Association of Christian Conciliation Services, Inc. (CC), and the cost of mediation services shall be shared equally by the parties to the dispute.”

Mediation is a voluntary dispute resolution process in which the parties to the dispute meet with an impartial person, called a mediator, who will attempt to help resolve the dispute informally and confidentially. Mediators facilitate the resolution of the dispute, but cannot impose binding decisions. The parties to the dispute must agree in a signed written settlement agreement before any settlement is binding.

If an agreement is not reached at mediation on the disputed issue or the dispute is not mediated within sixty days after demand for mediation is served upon all parties, then either party may seek arbitration of the dispute in accordance with the rules of arbitration as set out by CC, if available. If CC is not available, then arbitration shall be in accordance with the rules of arbitration as set out by the American Arbitration Association. Each party hereby waives its right to trial by jury or court in favor of Alternative Dispute Resolution as set out above.

Section 6. Dissolution

In the event of the dissolution of the Corporation, though intended to be perpetual, assets remaining after paying or making provisions for the payment of all of its liabilities shall be transferred by the Board of Trustees, as set forth in the Certificate of Formation, to non-profit organizations of like faith and practice whose purposes are substantially similar to those of the Corporation and which, at the time of transfer, are exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future federal tax code). Any such assets not so transferred by the Board of Trustees shall be disposed of by decree of the Circuit Court of the County in which the corporate office is then located, exclusively to such tax-exempt organizations of like religious and educational purposes as the Court shall determine.

Section 7. Restrictions

The property, assets, profits, and net income of the Corporation are irrevocably dedicated to religious and educational purposes, and no part of the profits or net income in its operation shall ever inure to the benefit of, or be distributable to, its Trustees, Officers, or other persons, except that Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

No substantial part of the activities of the Corporation shall be devoted to the carrying on of propaganda or otherwise attempting to influence legislation; and, the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Section 8. Ordination

The Seminary shall have the power to ordain persons as pastors according to the standards established by the Board.

I. Template - The Bible Seminary Board Meeting Agenda

Key Verse

"They read from the book of the Law of God, making it clear and giving the meaning so that the people could understand what was being read." - Nehemiah 8:8

Vision: The Bible Seminary (TBS) exists to glorify God by impacting multitudes of souls for Christ and to help fulfill the Great Commission by the power of God's Spirit.

Mission: Our mission is to foster biblical literacy through studies of all 66 books of the Bible, cultivate professional and lay leadership skills, and deploy trained Christian disciples in service worldwide.

Core Values

Lordship: Because He is Lord we will continually ask Jesus to sit on the throne of the seminary and lives involved to the glory of God.

Bible: The Bible is the fully true Word of God, we will offer and require the study of all 66 books of the Bible.

Prayer: Because apart from Him we can do nothing (John 15:5), we will continually seek to plug into the Vine Jesus Christ through yielding to Him in prayer. We will offer a unique emphasis on prayer, integrated with the curriculum, in classroom settings, meetings, and continual prayer opportunities in the life of the seminary.

Unreached Peoples: The return of Christ awaits the evangelization of all people groups, we will keep our eye on the unreached peoples of the world and train our students to have a heart for the fulfillment of the Great Commission.

Local Church: Because the church universal (the body of Christ) is God's plan (Matthew 16:18), comprised of local churches (Acts 20:28; Romans 16:3-5; Acts 5:42), we will have a symbiotic relationship of service, training and education with local churches and parachurch ministries.

Community: Because we were created for community (Genesis 1:26; Hebrews 10:24-25), we will seek to build a unique fellowship where we continually grow together in relationship and as followers of Christ, seeking to live as examples of biblical community, where authenticity and accountability are practiced, and where integrity is modeled and taught (Romans 12:4-5; Acts 2:42-47; 4:32-35).

Compassion: God has a huge heart for the poor and overlooked, therefore we will strive to motivate, equip and train students to minister to "the least of these" as a lifestyle.

Agenda

X:00 - Y:00 p.m. - Day, Date
Location

1. Welcome
2. Opening Prayer
3. Read Mission Statement
4. Previous Business
5. Administration Report
6. Prayer Time
7. Standing and Special Committees
 - Covenantal Documents Review
 - Campus Development
 - Finance
 - Audit
 - Nominating
8. Other Business
9. Closing Prayer
10. Meeting Self-Assessment

II. Board Activity Calendar

A. Annual Board Meeting: May

1. Approve Proposed Operating Budget
2. Approve new Board members
3. Name Committee Chairs & members
4. Name Board Officers
5. Board members sign Covenantal Documents on form that includes the Conflict of Interest Policy Acknowledgement

B. Activity between Annual meeting and Fall meeting

1. Review budget and update considering student enrollment and financial status
2. Update long-range strategic plan

C. Fall Board Meeting: September

1. Review budget forecast and take final vote
2. Review long-range plan
3. Annual audit & Form 990 prepared by approved Auditor
4. Solicit nominees for Board membership

D. Activity between Fall and Early Winter Board meeting

1. Review annual audit
2. Form 990 made available for Board review

E. Board ExCom Meeting: December

1. Nominations Committee sets Board renewal plan
 - a. Target number of Board members
 - b. Candidate names
 - c. Contact priority
 - d. Discuss any updates to Board Packet
2. Review annual calendar for any adjustments

F. Winter Board Meeting: January

1. Discuss next year preliminary budget considerations and recommendations
2. Approve Auditor for upcoming year
3. Prepare for Board annual self-assessment
4. Present candidate nominations for Board membership

G. Activity between Winter and Annual Board meetings

1. Contact nominees for Board membership and fill target positions
2. Conduct annual Board Strategic Planning Retreat
3. Conduct Board orientation dinner
4. Set upcoming school year meeting calendar
5. Conduct Board annual self-assessment survey and prepare summary action plan
6. Prepare preliminary budget and review with Finance Committee

III. Board Assessment Survey

The Bible Seminary Board of Trustees and select administrators regularly participate in a "Board Assessment Survey" as part of the on-going process of determining institutional effectiveness. Beginning in January 2020, the Board moved from using a self-created assessment tool to using a Board Assessment tool created by the Evangelical Council for Financial Accountability (ECFA) entitled "NonprofitBoardScore™." Participants answer the questions below selecting from the options of "Yes," "No," or "Not Sure."

1. Spiritual Atmosphere

- 1) Our board has a strong emphasis on prayer. We allocate appropriate times for prayer during our board meetings and encourage board members to pray for the ministry between board meetings.
- 2) Our board reads Scripture at the beginning of each board meeting and sometimes we read additional Scriptures during our meetings to listen together for God's perspective on topics of discussion.
- 3) Our board recognizes the importance of discernment in the boardroom, dedicating time for silence, expectantly listening for the Spirit to speak, listening to each other, and listening to what is going on in the depths of our own souls.
- 4) Our board members take a posture of humble service characterized by openness, mutual trust, and respect in order to conduct our work and relationships with Christ-centered character.
- 5) Our board preserves the unity of the Spirit and the bond of peace and demonstrates spiritual depth by holding desires and opinions lightly.
- 6) Our board members understand their spiritual gifts, strengths and social styles to help them better connect to each other and to our senior staff members.

2. Board-Top Leader Synergy

- 1) Our board invests time for regular fellowship with each other and the top leader to maintain healthy relationships and to nurture camaraderie and commitment.
- 2) Our board members and top leader hold each other accountable to attend to their spiritual health by practicing various soul care exercises, such as spiritual direction, devotional reading, and prayer retreats.
- 3) Our board makes it a priority to protect the top leader's personal time, ensuring the top leader has a life outside the doors of the ministry.
- 4) Our board does a self-assessment after every board meeting to enrich engagement.
- 5) Our board annually reviews and approves the compensation (including fringe benefits) of the top leader. We also assess the compensation alongside comparable data at least every three years to maintain appropriate top leader remuneration.
- 6) Our board has a written emergency plan for the top leader transition and reviews it annually.

3. Intentionality

- 1) Our board meetings operate with a clear meeting agenda that reflects diligent preparation and aims at achieving the desired results with efficiency and effectiveness.
- 2) Our board has a dynamic written policies document such as a "Board Policies Manual" to ensure that both long-standing and any new board policies are easily accessible by the board and staff.
- 3) We use a Prime Responsibility Chart (PRC), or similar approach, to eliminate fuzziness between board and staff roles.
- 4) Our board is careful to focus on strategy and policy rather than on operational issues. Our goal is the 80/20 rule, spending 80% of our time looking ahead and 20% looking back.
- 5) Our board evaluates and prioritizes risks regularly, taking appropriate steps to mitigate significant risks, and trusting staff to address remaining risks and report accordingly.
- 6) Our board commits to protecting all of God's children, regardless of age, within our community from abuse—verbal, emotional, physical, and sexual.

4. Faithful Administration

- 1) Our ministry has a conflicts of interest policy and applies it in every applicable situation, including recusing board members from the vote and the meeting when appropriate.
- 2) Our board has a keen awareness of federal, state, and local laws that apply to the ministry and are informed of the ministry's compliance with these laws.
- 3) Our board monitors temporarily restricted gift balances to ensure timely use of these funds and adopts a gift acceptance policy which stipulates gifts that require board approval.
- 4) Our board prioritizes the protection of ministry assets by implementing appropriate financial controls to prevent physical and digital fraud.
- 5) Our board annually approves a reasonable operating budget that supports the ministry's strategic plan, while maintaining adequate cash reserves, enabling the ministry to timely meet all of its financial obligations. Our board receives accurate and timely reporting that communicates financial trends, financial viability, reserves, and budget compliance.
- 6) Our ministry demonstrates accountability by making financial statements available upon written request and by pursuing peer accreditation, when appropriate, related to standards of responsible stewardship.

5. Structure and Style

- 1) The appointment of board members follows a process that aims at locating qualified servants, and the selection process for our board chair demonstrates the importance of the position.
- 2) The size of our board is conducive to efficient and effective board meetings that enable each board member to contribute. We only create and maintain standing committees that have a clear and essential function that is aligned with appropriate board governance roles and responsibilities.
- 3) The majority of our board members are independent (for example, not staff members or related to staff members or each other) and serve within term limits to ensure that the board's composition stays fresh in relationship to the governance needs of the ministry.
- 4) The frequency of our board meetings has the right pace to engage the board in meaningful and clear agendas. The length and location of our board meetings is designed to maximize the board's attention for the duration of the meeting.
- 5) For every agenda action item, the staff presents the board with the draft of a resolution to avoid crafting resolutions from scratch during a board meeting. The minutes of our board meeting are recorded on a contemporaneous basis and reviewed at a subsequent board meeting.
- 6) Our board has a formal orientation (or onboarding) process for new board members.

6. Culture

- 1) Our board has a high passion for the ministry's mission, vision, and values. We ensure that our programs align with them.
- 2) All board members sign an annual commitment form to affirm in writing their willingness to fulfill their board responsibilities, including exhibiting self-discipline, trustworthiness, and proactive service by reading board materials in advance, faithfully attending, listening during meetings, and following-up on assignments.
- 3) We are lifelong learners who ask powerful questions in pursuit of information and perspectives to make informed decisions that honor our Lord Jesus Christ.
- 4) Our board members understand the difference between the governance hat, the volunteer hat, and the participant hat, and when to wear each hat, so their service models integrity and appropriateness.
- 5) The board demonstrates the importance of confidentiality, and members speak with one voice or not at all.
- 6) Our board members serve as role models for the ministry by functioning as a healthy, loving community of grace and truth.

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Board Handbook

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