

# BYLAWS

COVENANT CHURCH LAGRANGE, INC.

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# BYLAWS

## PREAMBLE

WHEREAS, it is the express purpose of God our Heavenly Father to call out of the world a saved people who shall contribute to the Body of Christ, built and established on the foundation of the apostles and prophets, Jesus Christ being the Chief Cornerstone.

WHEREAS, the members of the Body of Christ are enjoined to assemble themselves together for worship, fellowship, counsel, and instruction in the Word of God and the work of the ministry and for the exercise of those spiritual gifts and offices proved for the New Testament therefore,

BE IT RESOLVED that we recognize ourselves as a body of Christian believers working together for the common purpose of spreading the Gospel of our Lord and Savior Jesus Christ, and that under the laws of the state of Kentucky, we may exercise all the rights and privileges granted to religious bodies.

## LANGUAGE

The masculine gender pronouns stated within this document shall refer to both men and women.

## ARTICLE I NAME

The name of this Corporation shall be Covenant Church LaGrange, Inc.

## ARTICLE II PURPOSE

The specific purpose of which the Corporation is initially organized is to establish and oversee places of worship, teaching and preaching the Gospel to all people, conduct evangelistic and humanitarian outreach, license and ordain ministers of the Gospel, support foreign missions, and engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith which are consistent with Section 501©(3), Internal Revenue Code.

## ARTICLE III STATEMENT OF FAITH

The statement of faith does not exhaust the extent of our faith. The Bible itself is the sole and final source of all that we believe. We do believe, however, that the statement of faith accurately represents the teachings of the Bible and, therefore, is binding upon all staff, members of the Board of Directors, and ministry leaders. (The statement of faith does not bind non-ministry staff persons, temporary teachers, and teachers in the preschool, but they must agree not to teach against or counter to the church's statement of faith in their role.) All activities permitted or performed in any facilities owned, rented, or leased by this Church or engaged in by any member of the church staff (volunteer or paid) and all decisions of the administration of this Church shall not conflict with the statement of faith. In all

conflicts regarding the interpretation of the Statement of Faith, the Senior Pastor and Board of Directors, on behalf of the Church, have the final authority.

Covenant Church is a community of believers committed to historical orthodox Christianity with the Bible as the sole and final authority as expressed in the Apostles Creed and the Nicene Creed, which are revealed in our predecessor denominations in the form of the Twenty-Five Articles of Religion (affirmed by the Methodist Episcopal Church in 1784) and the Confession of Faith (revised in 1962 by the Evangelical United Brethren Church). We believe the Wesleyan-Arminian interpretation of the Holy Scriptures to be true and forms the basis of our theology as contained herein.

## APOSTLES' CREED

I believe in God the Father Almighty, Maker of heaven and earth;  
And in Jesus Christ, his only Son, our Lord; Who was conceived by the Holy Spirit,  
Born of the Virgin Mary; Suffered under Pontius Pilate, was crucified, dead, and buried;  
The third day, he rose from the dead; He ascended into heaven,  
And sitteth at the right hand of God the Father Almighty;  
From thence, He shall judge the quick and the dead.  
I believe in the Holy Spirit; the holy catholic Church; the communion of Saints;  
The forgiveness of sins; the resurrection of the body; and the life everlasting. Amen.

## BELIEFS

- a. We believe God's very existence is community – God the Father, God the Son, and God the Holy Spirit.
- b. We believe the Bible is divinely inspired, making it trustworthy and authoritative as the Word of God received through the Holy Spirit as the only true rule and guide for faith and practice.
- c. We believe Jesus Christ makes forgiveness possible for everyone. This forgiveness is a gift from God that gives us freedom from the failures of our past by pardoning our sins and reconciling us to Himself. We believe embracing faith in Jesus is the only way for this restoration to take place.
- d. We believe that regeneration is the renewal of humanity in righteousness through Jesus Christ, by the power of the Holy Spirit, whereby we are made partakers of His divine nature and experience the newness of life. By this new birth, the believer becomes reconciled to God and fellow humans and is empowered to serve God with the will and the affections.
- e. We believe that persons empowered by the Holy Spirit may become responsible in freedom to exercise their will for good, that the ministry of the Holy Spirit convicts the world of sin and righteousness unto judgment while also leading persons through faithful response to the Good News of the Gospel into the fellowship of the Church, where He comforts, empowers, and guides the faithful into all truth.
- f. We believe that, as followers of Jesus, we are called to holiness and to bring our lives under the Lordship of Jesus Christ. As we follow Jesus, the same Holy Spirit that raised Jesus from the dead lives within us and transforms us with His presence, resulting in lives more pleasing to God's holiness. This is the work of God's grace through the Word and the Spirit, whereby regenerated believers are cleansed from sin in their thoughts, words, and deeds. These persons are also enabled to live in accordance with God's will and to strive for holiness, which is a gift of God's grace.
- g. We believe all people were created by God in His image and should, therefore, matter to us. Everyone is welcome at Covenant Church, no matter where they are in their spiritual journey. We affirm that the Church is the community of all true believers under the Lordship of Jesus

Christ. It is the redemptive fellowship in which the Word of God is preached by persons divinely called, and the sacraments are duly administered according to Christ's own appointment. Under the discipline of the Holy Spirit, the Church exists for the maintenance of worship, the edification of believers, and the redemption of the world. Covenant Church is a visible and formative expression of that community on earth, often referred to as the Body of Christ.

- h. We believe the Sacraments ordained by Christ are a means of grace by which God works in us. These are, first, the celebration of Holy Communion, which is not only a sign of the love that Christians should have among themselves but is a recognition of Christ's presence and a celebration of our redemption by Christ's death and a sharing in His life. By regularly taking Holy Communion, we open ourselves to the divine love that is already present in our lives, becoming ready by God's grace to receive His love and to respond to it. Second, Baptism is not only a sign of our profession of faith but is also a Sacrament as a gift of God's grace available to persons of all ages and signifying entrance into the household of faith.
- i. We hold to the Great Mystery of the Faith: Christ has died; Christ is risen; Christ will come again!

## THEOLOGY AND SOCIETY

Additional theological beliefs based upon the Holy Scriptures and the application of how we live out our faith for the common good of the Covenant community, we commit ourselves to the following guiding principles acknowledging we live in a fallen world:

- a. We believe God wonderfully and immutably creates each person as either male or female. Together, these two distinct sexes reflect the creative nature and image of God.
- b. We affirm marriage as sanctioned by God, which joins one man and one woman in a single, exclusive union for life, as delineated in Scripture, and provides the sole context for sexual intimacy, helping to ensure the blessings of that relationship as God intended.
- c. We affirm celibacy as a valuable and honorable practice related to holy living. We honor and esteem the fidelity of deep, holy friendships as being in the image of God.
- d. We affirm God's design for holy living and believe that Scripture clearly prohibits certain acts, including but not limited to drinking alcohol to excess, using pornography, stealing, speaking or writing profanely or slanderously, acting dishonestly, cheating, engaging in occult practice, and engaging in sexual relations outside the bonds of marriage (including but not limited to premarital sex, adultery, and same-sex practices). Such actions have devastating personal, social, and global effects, especially upon society's most vulnerable members.
- e. Based on a Biblical view of creation, fallen human nature, and redemption, our goal is to come alongside as a loving community anyone who is experiencing gender identity discordant with their birth sex. We do not affirm theologically the adoption of a psychological identity discordant with one's birth sex as a result of the tension between one's biological sex and one's experience of gender. Similarly, we do not affirm attempts to change one's given biological birth sex via medical intervention in favor of the identity of the opposite sex or of an indeterminate identity.
- f. We affirm the sanctity of life in all respects, including in the protection of the innocent unborn. Therefore, we do not condone abortion except in extreme situations limited to the mother's life being placed in jeopardy, rape, and incest. We do not accept abortion as a means of birth control or gender selection. We call upon all Christians as disciples of the Lord of Life to consider prayerfully how we can support women facing unintended pregnancies without adequate care, counsel, or resources.

## ARTICLE V MEMBERSHIP

Members of Covenant United Methodist Church shall become members of Covenant Church, LaGrange. Those seeking membership shall:

- a. Attend a pre-membership class or meet with one of the pastors of Covenant Church to learn about the beliefs of Covenant Church, the practices of the Church, the vows of Baptism and membership, and the expectations of membership.
- b. Be interviewed by the Senior Pastor or a member of the pastoral staff to ensure they earnestly desire to follow Jesus Christ, honor Christ in word and deed, and support Covenant Church with their prayers, presence, gifts, service, and witness.
- c. Membership is granted upon recommendation of the Senior Pastor, confirmation of water baptism, affirmation of the baptismal, and membership vows during a public Sunday morning worship service.
- d. Existing members shall affirm their acceptance into membership during the public worship service, where they take the vows of membership.

### TERMINATION OF MEMBERSHIP

The Board of Trustees reserves the right to remove any member who is deemed to be harming the flock and is in willful contention with the Church. Reasons for removal include:

- a. Voluntary withdrawal of membership
- b. The Member dies
- c. The Member unites in membership with another church
- d. Propagation of doctrines and practices contrary to the Tenants of Faith
- e. The Member, in the past 24 months, has not attended a regular in-person, participated in ministry activities, or made a financial contribution to the Church unless there are extenuating circumstances approved by the Senior Pastor or Senior Pastor's designee such as health confinements or temporary service in another locality.

The Board of Directors shall be authorized to revise the membership roll of the Corporation as needed.

Any person who may have been terminated as a church member shall be notified of this action in writing and shall have the right to appeal to the President for reconsideration of said action.

The Board of Directors may restore to membership any person previously excluded upon request of the excluded person and upon evidence of the excluded person's repentance and reformation. This should be done in the Spirit of forgiveness and love (II Corinthians 2:6-8).

### DISCIPLINE OF A MEMBER

- a. When a member becomes aware of an offense of such magnitude that it hinders the spiritual growth and testimony of another member or the body of the Church, that person is to go to the offending party seeking to restore the offender. First, that person should be sure the action is taken in a spirit of humility and with the goal of restoration.
- b. If reconciliation is not reached, the first person is to take a second member to approach the offending party once again in humility and seeking restoration.

- c. If the offense is unresolved after the above steps, the members shall bring the issue before the Senior Pastor, the Board of Directors, or the Personnel Committee (if the offense involves an employee), as deemed appropriate according to Matthew 18.
- d. If the Senior Pastor, Board of Directors, or Personnel Committee agree that the offending conduct does, in fact, hinder the testimony of the Member or body of the Church, they shall attempt to meet with the offending Member to seek reconciliation. If reconciliation is not reached, the Senior Pastor, the Board of Directors, or the Personnel Committee shall determine whether membership of the offending Member should be terminated. This matter shall not be made public unless an issue of safety or security exists.
- e. The Senior Pastor, the Board of Directors, and Personnel Committee shall be subject to the same discipline and entitled to the same consideration. When the Senior Pastor or Member of the Board of Directors or Personnel Committee is the subject of disciplinary action, that person is not permitted to vote on the question of membership termination.
- f. For any membership terminated according to the provisions of Article 5, the Senior Pastor may inform the Member in writing, although this is not required.
- g. Actions related to the discipline of members are based on the following Scripture: Matt. 18:15-20; Rom. 16:17-18; 1Cor. 5:1-13; 2Cor. 2:1-11; Gal. 6:1; 1Thess. 3:6,10-15; 1Tim. 5:19-20; and Titus 3:10-11.

## MEMBERSHIP VOTING RIGHTS

This is a limited-voting membership church. Each Member shall be entitled to one vote as a member of this Church on approved issues. Voting in this Corporation is limited to those individuals who have been fully accepted into membership.

The only issues that members are permitted to vote on are as follows:

- a. Installation of members of the Board of Directors: perspective Board of Directors members shall be presented to the membership at a membership meeting and may only be approved as Board of Directors members by a simple majority vote of the corporate membership present at any corporate meeting.
- b. Appointment of President: Perspective candidates for President shall be presented to the membership at a membership meeting and may only be approved as President by a simple majority vote of the corporate membership present at any corporate meeting.
- c. Appointment of Senior Pastor: Perspective candidates for Senior Pastor shall be presented to the membership at a membership meeting and may only be approved as Senior Pastor by a simple majority vote of the corporate membership present at any corporate meeting.
- d. Purchase or Sale of Real Property: No Real property may be purchased or sold without corporate member approval. Proposals to purchase or sell any real property shall be presented to the membership at a membership meeting and may only be approved by a simple majority vote of the corporate membership present at any corporate meeting.
- e. Taking On Debt: No debt or loan greater than 5 percent of the value of the property (at any given time) can be taken on without corporate membership approval. Proposals to take on a loan of more than 5 percent of the value of the property shall be presented to the memberships at a membership meeting by the Trustees Committee and may only be approved by a simple majority vote of the corporate membership present at any corporate meeting.

- f. Amendment of these Bylaws: No amendment to these bylaws may be made without corporate member approval. Proposals to amend the bylaws shall be presented to the membership at a membership meeting and may only be approved by a simple majority vote of the corporate membership present at any corporate meeting.
- g. Approval of the Annual Budget: The proposed annual budget shall be presented to the membership at the last corporate members meeting of the corporation year in order to establish the budget for the following corporation year meeting and may only be approved by a simple majority vote of the corporate membership present at any corporate meeting.
- h. Membership in a Denomination: The Board of Directors may present a proposal for Covenant Church, LaGrange, to align with a denomination that aligns with the Statement of Faith of the Church. The proposal shall be presented to the membership at a membership meeting and may only be approved by a simple majority vote of the corporate membership present at any corporate meeting.
- i. Board of Directors Discerned Issue: The Board of Directors may discern additional issues that need to come before the corporate membership for a vote. Issues approved by a majority vote of the Board of Directors may be added to the agenda of a meeting of the corporate membership where it will be presented and may only be approved by a simple majority vote of the corporate membership present at any corporate meeting.

All other governing and financial decisions shall be made and carried out by the Board of Directors.

## MEETINGS OF THE CORPORATE MEMBERSHIP

The corporate year shall coincide with the calendar year, beginning on January 1<sup>st</sup> and running through December 31<sup>st</sup>.

Notice shall be given in Sunday morning worship at least ten calendar days prior to any Corporate Membership Meeting. The Corporate Membership shall meet at least once a year in the fourth quarter. Additional meetings may be called by the President of the Board of Directors.

This is a limited-voting membership church. Each corporate Member shall be entitled to one vote as a member of this Church on approved issues. Voting in this Corporation is limited to those individuals present at the meeting who have been fully accepted into membership and whose status as a corporate member is active.

Binding decisions made by this Corporation shall be by a simple majority vote unless otherwise stated in the Bylaws. Those in attendance at a properly announced Corporate Meeting shall constitute a quorum.

## ARTICLE VI CHURCH GOVERNANCE

Covenant Church, LaGrange, seeks to be led by the Holy Spirit in all things. The governing authority of Covenant Church, LaGrange, shall be vested in and exercised by the Board of Directors, consisting of no fewer than ten and not more than 15 members. The Board of Directors is responsible for vision, strategic planning, allocating resources, and governance. The primary responsibilities of the Board of Directors include the following:

1. Protecting the mission and vision of the Church;
2. Modeling spiritual leadership to the Church;
3. Providing both accountability and encouragement to the Senior Pastor;
4. Advising the Senior Pastor on key strategic decisions;
5. Making significant stewardship decisions;
6. Initiating a Search Committee when a Senior Pastor vacancy occurs to recruit, identify, and recommend a Senior Pastor;
7. Confirming the appointment of staff members recommended by the Senior Pastor and Personnel Committee;
8. The Board of Directors shall review the Bylaws periodically and bring suggested changes to a meeting of the membership for consideration.

#### BOARD OF DIRECTORS

1. There shall be a President
2. There shall be a Vice President
3. There shall be a Senior Pastor
4. There shall be a Secretary
5. There shall be a Finance Committee Director
6. There shall be a Personnel Committee Director
7. There shall be a Trustees Committee Director
8. There shall be a Nominating Committee Director
9. There shall be at least three non-staff ministry area leaders
10. Other individuals may be added as needed.

Church Staff not listed above shall have a voice but no vote at the Board of Directors meetings.

#### OFFICIAL BOARD OF DIRECTORS AND VOTING POWER

1. The Board of Directors is the group of persons vested with the management of the business and affairs of the Corporation.
2. The official Board of Directors shall consist of individuals listed above and those added by official action of the Board of Directors.
3. The majority of the Board of Directors shall serve without remuneration. The majority shall also not be comprised of one group whose memberships are related by blood, business, or marriage.
4. The President shall be the chairperson of the Board of Directors.
5. Each Member of the Board of Directors shall have equal voting power among all of the other members.
6. A decision by the Board of Directors is considered valid with a simple majority vote unless otherwise specified in the Bylaws.
7. The Board of Directors shall adopt a Conflict of Interest Policy to prevent voting by disqualified individuals, as defined in IRC Section 4958(f)(1). All members who are disqualified with respect to a decision shall recuse themselves from the vote.
8. The Board of Directors shall be authorized to create any additional committees as may be deemed necessary for the management of the Corporation.
9. The Senior Pastor and President shall be ex officio members of every committee and can, at their discretion, be the chair of the committee at the time of its creation.

10. All meetings of official committees or teams of the Church will be open to the membership of the Church, with the exception of the Personnel Committee and the Senior Pastor Search Committee.

## MEETINGS OF THE BOARD OF DIRECTORS

1. **Regular Meetings:** Regular meetings of the Board of Directors shall be held at such time and place as the Senior Pastor and President determine and will be held a minimum of four times annually.
2. **Special Meetings:** The Senior Pastor and President and two other Board of Directors Members may call a special meeting of the Board of Directors when pressing issues arise with two days' notice.
3. **Notice of Meetings**
  - a. **Requirement of Notice:** Notice shall not be required for regularly scheduled meetings of the Board of Directors unless there has been a change to the time, date, or location of such regularly scheduled meetings, in which case notice shall be given in accordance with this section of the Bylaws.
  - b. **Method of Notice:** Notice shall be sent to each Board of Directors Member for special meetings by means of the secretary's chosen method of communication, whether by postal mail, phone, or email at each Board of Directors Member's address or phone number as it appears in the records of the Church or as supplied by the Board of Directors member to the secretary for the purpose of notice. Notice shall be given by or at the direction of the President or Senior Pastor. In the event the Senior Pastor or President refuses to give notice, three Board of Director Members may give notice of any meeting. The secretary is responsible for verifying that notice is duly provided.
  - c. **Content of Notice:** Notice of any special meeting shall state the time, place, and purpose of the meeting.
4. **Waiver of Notice:** Attendance of a Director at any meeting of the Board of Directors will constitute a waiver of notice of such meeting except where such Director attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.
5. **Meeting by Remote Communications Technology:** Subject to the notice provision aforementioned this Article, the Directors may also hold meetings by means of a remote electronic communications system, including video or telephone conferencing technology or the internet, or any combination, only if each person entitled to participate in the meeting consents to the meeting being held by means of that system, and the system provides access to the meeting in a manner or using a method by which each person participating in the meeting can communicate concurrently with each other participant. Participation in such a meeting shall constitute presence in person at such meeting or except participation for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called or convened.
6. **Action by Unanimous Written Consent Without Meeting:** Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all members of the Board of Directors shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board of Directors. Such action by written consent shall have the same force and effect as

the unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to the action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Bylaws of the Corporation authorize the Directors to so act and such statement shall be prima facie evidence of church authority.

7. Quorum: A simple majority of the Board of Directors members at any official Board of Directors meeting constitutes a quorum.

## SUCCESSION OF THE SENIOR PASTOR

Should the Senior Pastor be legally removed by the Accountability Board, resign, pass away, or become incapable of holding office, the Personnel Committee will name an Interim Senior Pastor who can serve no more than one year.

Within 60 days, the members of the congregation must hold a called meeting to confirm the Interim Senior Pastor to office by a simple majority vote. The acting Senior Pastor may not attend this meeting, and no other items may be voted on during this meeting.

## SUCCESSION OF THE PRESIDENT

Should the President be legally removed, the following shall serve as an order of succession:

1. Vice President
2. Secretary
3. Finance Committee Director

The successor will automatically and immediately become acting President should the President:

1. Resign,
2. Pass away,
3. Become incapable of holding office,

Within 60 days, the Member of the congregation must hold a called meeting to confirm the acting President to office by a simple majority vote. The acting President may not attend this meeting, no other items may be voted on during this meeting, and no other meetings of the Members of the congregation may take place prior to this meeting.

## REMOVAL FROM THE BOARD OF DIRECTORS

Any Board of Directors member may be removed from office by a simple majority vote of the Board of Directors.

The removal of the Senior Pastor is subject to Article 8.

The President may be removed from office by a simple majority vote of the Board of Directors.

The following reasons are considered just cause for Board of Directors member removal by the Board of Directors:

1. In absentia at three consecutive Board of Directors meetings;
2. Violation of the mutual interest clause of Article XI;
3. Not acting in the best interests of the organization;

4. Willful nondisclosure of a conflict of interest as interpreted by a majority of the Board of Directors.

## VACANCIES

In the event of a Director vacancy, whether due to resignation or removal, the Nominations Committee shall be given six weeks to nominate an individual deemed qualified in accordance with these Bylaws. The nomination must be approved by a simple majority vote of the Board of Directors.

## RESIGNATION

Any Director may resign at any time by giving written notice to the Board of Directors. Such resignation shall take effect on the date of the receipt of such notice, and acceptance of such resignation shall not be necessary to make it effective.

## STANDING COMMITTEES

The Church will have:

1. a Committee on Finance,
2. a Committee on Personnel,
3. a Committee on Nominations
4. a Trustees Committee

Each committee will have a Director who will be a member of the Board of Directors. Each committee will be made up of three rotating classes of three people who will serve for three years. Directors and committee members will be approved at the Annual Meeting of the Corporate Membership. Each committee will meet at least once every quarter.

## ARTICLE VII OFFICIAL FUNCTIONS

The officers listed below are ultimately responsible for overseeing that all listed duties are properly executed. The actual carrying out of necessary actions may be accomplished by an individual whom the Board of Directors sees fit.

### PRESIDENT

1. Qualifications: The President shall have wisdom in handling the Corporation's affairs. He shall be of sound doctrine, good judgment, and adhere to the church's Statement of Faith.
2. Duties: The President shall be the chairman of the official Board of Directors and preside over all corporation meetings.
3. Manner of Appointment: The President shall be nominated by any member of the Board of Directors and appointed by a simple majority vote of the corporate membership.
4. Term of Office: The term of office of the President shall be two years. The number of consecutive terms that he may serve is three (6 years). He is subject to removal at any time in accordance with Article 6.

## SENIOR PASTOR

### QUALIFICATIONS

The Senior Pastor shall hold to the doctrines as established in the Statement of Faith. He shall be of good judgment and have wisdom in handling the Corporation's affairs.

### DUTIES

1. The primary responsibility of the Senior Pastor is to preach the Gospel regularly. He/she shall be at liberty to preach the whole counsel of the Word of God. He/she shall administer the sacraments of the church, supervise the teaching ministries of the church, and watch over the spiritual interests of the membership. The Senior Pastor shall have day-to-day authority over – and shall be responsible for directing – all ministries and spiritual activities of the Church. Concurrently, the Senior Pastor shall be responsible for directing the daily business activities and operations. The Senior Pastor must ensure the Church's corporate health and that its resources are directed toward the ministries in line with the Church's Statement of Faith.
2. Duties and Responsibilities:
  - a. Provide for the biblical mission, vision, direction, and spiritual life of the Church.
  - b. Serve as the leader of the Church body of believers, the Church staff, and all organizations and ministries of the Church.
  - c. Define and communicate the Church's purpose.
  - d. Approve candidates for ministerial ordination and licensing.
  - e. A Senior Pastor Accountability and Evaluation process has been established by the Personnel Committee, to which the Senior Pastor will agree upon appointment to the position.
3. All appointments for public worship and Bible study and the arrangements thereof, including time and place, and the use of the property belonging to the Church for any other purposes, are under the control of the Senior Pastor, who, with the advice and guidance of the Board of Directors, shall determine the appropriateness of all property use, as well as persons permitted to use the church property.
4. The Senior Pastor shall be responsible for filling the pulpit for each regularly scheduled church service as well as any special services. In the event of his/her absence, he/she (or the chair of the Board of Directors in the case of a vacancy in the office of Senior Pastor or where the Senior Pastor is temporarily unable to perform his/her duties) shall be responsible for inviting speakers from within the membership or outside the Church to preach in a manner consistent with the beliefs articulated in the statement of faith.
5. The Senior Pastor and the Board of Directors shall be responsible for establishing mandatory safety and security procedures for all ministries and programs. There will be a zero-tolerance policy with regard the abuse of minors, and any reasonable suspicions of child abuse alleged to be perpetrated by staff, volunteers, members, or non-members will be reported to the appropriate law enforcement or child abuse prevention authorities.

### MANNER OF APPOINTMENT

Calling a Senior Pastor: Upon the resignation, death, or dismissal of the Senior Pastor, the Church shall seek a candidate who subscribes to the statement of faith in Article Three and who seeks to model the qualities/examples as described in I Timothy 3:1-7 and Titus 1:6-9.

1. The Board of Directors shall work with the Personnel Committee and up to five other members elected by a majority vote of the Board of Directors to form a search committee, with at least one of those members being between the ages of 18 and 35. The Personnel Committee (as

expanded by up to five additional members) shall interview potential candidates and will only consider those who completely subscribe to the statement of faith and who endorse the Covenant Church Bylaws.

2. The interview process for selecting a pastoral candidate shall include, at a minimum, the following: a background check, a credit check, a reference check, and completion of a detailed application that explains the potential candidate's qualifications and philosophy of ministry as well as his/her positions on issues of theological/doctrinal significance.
3. Upon a majority vote, the Personnel / Search Committee will formally recommend the candidate and introduce the candidate to the Board of Directors. Upon recommendation of the Board of Directors, the candidate will be presented to a meeting of the Corporate Membership. A simple majority vote in support of the candidate will be required of those members present.
4. The Personnel Committee and the Search Committee will only present for consideration to the Board of Directors one candidate at a time, and an up or down vote must be cast prior to consideration of other potential candidates. Confirmation of a candidate requires a two-thirds Board of Directors vote of members present, and a quorum is required for a Senior Pastor vote.

#### TERM OF OFFICE

The relationship between the Senior Pastor and the Church shall be permanent unless dissolved at the option of either party by the giving of a month's notice or less by mutual consent. The severance of the relationship between the Senior Pastor and the Church will be conducted as outlined in Article 8.

#### VICE PRESIDENT

1. Qualifications: The Vice President shall have wisdom in handling the Corporation's affairs. He shall be of sound doctrine, good judgment, and adhere to the church's Statement of Faith.
2. Duties:
  - a. He shall serve as chief advisor to the President
  - b. He shall carry out the responsibilities that the President delegates to him.
  - c. He shall stand in for the President in his absence.
3. Manner of Appointment: The Vice President shall be nominated by Nominations Committee and appointed by a simple majority vote of the corporate membership.
4. Term of Office: The term of office of the Vice President shall be two years. The number of consecutive terms that he may serve is three (6 years). He is subject to removal at any time in accordance with Article 6.

#### SECRETARY

1. Qualifications: The Secretary shall have wisdom in handling the Corporation's affairs. Have administrative abilities. He shall be of sound doctrine, good judgment, and adhere to the church's Statement of Faith.
2. Duties: The Secretary shall keep a true and accurate record of all meetings, including business meetings of the Corporation. He shall perform clerical duties and shall be the custodian of all legal documents.
3. Manner of Appointment: The Secretary shall be nominated by Nominations Committee and appointed by a simple majority vote of the corporate membership.
4. Term of Office: The term of office of the Vice President shall be two years. The number of consecutive terms that he may serve is unlimited. He is subject to removal at any time in accordance with Article 6.

## TREASURER

1. Qualifications: The Treasurer shall have wisdom in handling the Corporation's affairs. Have sound business and accounting abilities. He shall be of sound doctrine, good judgment, and adhere to the church's Statement of Faith.
2. Duties: The Treasurer shall keep, in a business-like manner, an itemized account of all receipts and disbursements of money committed to his trust and shall make reports to be presented during the official Board of Directors meetings.
3. Manner of Appointment: The Secretary shall be nominated by Nominations Committee and appointed by a simple majority vote of the corporate membership.
4. Term of Office: The term of office of the Treasurer shall be two years. The number of consecutive terms that he may serve is unlimited. He is subject to removal at any time in accordance with Article 6.

## DIRECTORS

1. Qualifications: The Directors shall have wisdom in handling the Corporation's affairs. He shall be knowledgeable and proficient in his area of responsibility. He shall be of sound doctrine, good judgment, and adhere to the church's Statement of Faith.
2. Duties: By virtue of their office, Directors shall carry out the responsibilities that the President or Board of Directors delegate to them.
3. Manner of Appointment: The Director shall be nominated by Nominations Committee and appointed by a simple majority vote of the corporate membership.
4. Term of Office: The term of office of the Director shall be two years. The number of consecutive terms that he may serve is three (6 years). He is subject to removal at any time in accordance with Article 6.

## PASTORS, STAFF, TEACHERS, OFFICERS, DIRECTORS AND LEADERS

Qualifications: All pastors, staff, teachers, officers, directors, and leaders of Covenant Church, LaGrange, represent Jesus Christ and the Kingdom of God. Because of the significance of our work, we strive to live by high standards so that we might encourage others to faith and may cause no one to stumble. They shall exemplify the following in their lives:

- a. Hold to the beliefs and doctrines established in the Statement of Faith.
- b. Above reproach (1 Tim. 3:2; Titus 1:6-7)
- c. Husband of one wife or wife of one husband. (Marriage being the union of one man and one woman) (1 Tim. 3:2; Titus 1:6-7)
- d. Celibacy in singleness and fidelity in marriage
- e. Temperate, sober, vigilant (1 Tim. 3:2)
- f. Sober-minded, prudent (1 Tim 3:2; Titus 1:8)
- g. Of good behavior; orderly, respectable (1 Tim. 3:2)
- h. Hospitable (1 Tim. 3:2; Titus 1:9)
- i. Not a drunkard (1 Tim 3:3,8; Titus 1:7)
- j. Not violent; not pugnacious (1 Tim 3:3; Titus 1:7)
- k. Patient, moderate, forbearing, gentle (1 Tim. 3:3; Titus 1:7)
- l. Not a brawler, not contentious, not quick-tempered (1 Tim. 3:3; Titus 1:7)
- m. Not covetous; not a lover of money; not greedy (1 Tim. 3:3; Titus 1:7)
- n. Cares for family (1 Tim. 3:4; Titus 1:6)

- o. Well thought of, of good reputation (1 Tim. 3:7)
- p. Not self-willed (Titus 1:7)
- q. A lover of good (Titus 1:8)
- r. Just, upright (Titus 1:8)
- s. Holy, devout (Titus 1:8)
- t. Self-controlled (Titus 1:8)

## ARTICLE VIII SENIOR PASTOR DISCIPLINE AND REMOVAL

It is the intention of Covenant Church, LaGrange, to protect the hearts of all involved in matters of pastoral discipline. The discipline shall generally occur in accordance with the biblical pattern outlined in Matthew 18:15-17. In exceptional circumstances, the process of church discipline may follow the outline in 1 Corinthians 5 and Titus 3:10. For conflicts that do not involve accusations of moral failing, the Board of Directors and Personnel Committee may seek arbitration to resolve the conflict.

The removal of the Senior Pastor shall be subject to this Article. Until an Accountability Board is established, the removal of the Senior Pastor shall be accomplished by a simple majority vote of the Board of Directors (see Article VI Church Governance). However, after the Accountability Board is established and confirmed by a vote of the Board of Directors, the power to remove the Senior Pastor will be placed entirely within the Accountability Board's authority.

### STRUCTURE OF THE ACCOUNTABILITY BOARD

After the Accountability Board is established and confirmed by a vote of the Board of Directors, it shall be subject to the following:

1. There shall be an Accountability Board made up of five persons who shall serve without remuneration.
2. Two members of the Accountability Board will be nominated by the Senior Pastor.
3. Two members of the Accountability Board will be nominated by the Board of Directors.
4. The Chair of the Personnel Committee shall serve on the Accountability Board.
5. Nominated members of the Accountability Board are to be from outside the Corporation, persons of high integrity, knowledge of the Church and ministry, willing to have difficult conversations, and hold others accountable.
6. The Board of Directors shall consider the nominations and vote to have each nomination appointed.
7. Any Member of the Accountability Board may be replaced or removed at any time deemed necessary by request of the Senior Pastor and confirmed by the Board of Directors of the Corporation, provided that it not be after the Accountability Board has been called to officially meet in accordance with Section 1 of this Article.
8. The Chairperson of the Personnel Committee shall chair the Accountability Board.
9. A record of current and past Members of the Accountability Board shall be kept in a log under the custody of the official Board of Directors. The log shall clearly list the names of each Member and the current chairman. The Board of Directors will check in with the members of the Accountability Board once a year to assess each individual's desire to continue to be part of the Accountability Board.

10. Any successor Senior Pastor to the founding or current Senior Pastor shall keep the Accountability Board that was in existence at the time he became Senior Pastor. He may, after a six-month period, make nominations for replacements of no more than one representative per year. When establishing any new Accountability Board member, he must follow the procedure set forth in Section 1 of this Article.

#### PURPOSE OF THE ACCOUNTABILITY BOARD

1. Provide a spiritual covering by prayerfully giving necessary aid, instruction, guidance, protection, and correction as well as counsel, wisdom, and fellowship to the Senior Pastor (2 Timothy 3:16, 17; Acts 15)
2. To hear accusations against the Senior Pastor of the Corporation brought to them by a majority vote of the Board of Directors.
3. The Board of Directors may call the Accountability Board into session by a majority vote to conduct an investigation and/or dismiss the Senior Pastor if they find him guilty of any of the following accusations against the Senior Pastor:
  - a. Adultery
  - b. Embezzlement
  - c. Compulsive lying
  - d. Sexual impurity
  - e. Conviction of a felony that is a violation of Scripture
  - f. Acting not in the best interest of the Church
4. The Accountability Board will determine if the Senior Pastor is guilty or innocent and whether to discipline or dismiss him from office. The accountability Board is the only entity that has the authority to dismiss the Senior Pastor from his position if, after being called into session in accordance with the provisions of this Article and after considering all accusations against him, they determine that it is the best course of action for him and the Church. The decision of the Accountability Board is final.

#### ARTICLE IX ORDINATION

1. Covenant Church may offer ordination to qualified candidates under the following conditions:
  - a. A Senior Pastor shall be automatically recognized as an ordained minister under the authority of Covenant Church if
    - i. The candidate is ordained from a like-minded Wesleyan-Arminian denomination (i.e., UMC, GMC, Free Methodist, Nazarene);
    - ii. He/she shares an evangelical faith relationship with the Lord and possesses the gifts and graces necessary for pastoral ministry;
    - iii. Is recommended by the Ordination Committee following a thorough evaluation process to determine whether the Senior Pastor meets other prescribed qualifications and is in alignment with Covenant Church's statement of faith, and will uphold the theological and doctrinal commitments of the Church.
  - b. The pastoral candidate is not already ordained but may be licensed as a Licensed Local Pastor (LLP) by the UMC or other Wesleyan-Arminian denomination and meets the following qualifications:

- i. The candidate has completed the Master of Divinity degree from an accredited theological seminary and meets other prescribed qualifications;
    - ii. Is recommended by the Ordination Committee to follow a thorough evaluation process to determine whether the Pastor is in alignment with Covenant Church's statement of faith and will uphold the theological and doctrinal commitments of the Church.
  - c. A pastoral candidate is already ordained but is not from a Wesleyan-Arminian denomination and meets the following qualifications:
    - i. The candidate has a Master of Divinity degree or equivalent and Orders of Ordination;
    - ii. The candidate has completed a prescribed number of hours in a seminary that is Wesleyan-Arminian as required by the Ordination Committee;
    - iii. The candidate is recommended by the Ordination Committee following a thorough evaluation process to determine whether the Pastor meets other prescribed qualifications and is in alignment with Covenant Church's statement of faith, and will uphold the theological and doctrinal commitments of the Church.
  - d. A pastoral candidate has shown exceptional pastoral leadership, gifts, and graces. While they may not have taken a traditional course in ministry, their exceptional service and qualifications warrant ordination as a pastor of Covenant Church, LaGrange. The candidate must meet the following qualifications:
    - i. The candidate has an exceptional history of pastoral service for at least ten years.
    - ii. The candidate has served in a ministry capacity within Covenant Church, LaGrange, or its predecessor, Covenant UMC, for two years or more.
    - iii. The candidate has demonstrated a willingness to learn and grow and can provide a transcript of classes taken in preaching, pastoral care, Biblical studies, and Wesleyan-Arminian theology. (A minimum of 18 hours.)
    - iv. Unanimous approval by the Ordination Committee, Personnel Committee, and the Board of Directors.
- 2. Ordination Committee: An ordination committee comprised of a minimum of three individuals shall be established for purposes of ordination or licensing a person as Minister of the Gospel. Application for ordination or licensing shall be on a form provided by the Church and submitted to the Ordination Committee for review. By a majority vote of affirmation, the Ordination Committee shall submit the candidate's application to the Senior Pastor. Approved candidates shall receive a certificate of license or ordination. Members of the Ordination Committee may include both internal and external individuals who understand well the distinctive theological commitments of Covenant Church. Members will be recommended and approved by the Board of Directors. Non-Covenant Church members may be invited to participate in candidate reviews as deemed necessary or helpful.
- 3. Requirements and Limitations of Covenant Church, LaGrange, pastors:
  - a. The Church requires that every minister adhere to a lifestyle that is consistent with the doctrines of this Church.
  - b. An ordained or licensed minister at Covenant Church is subject to discipline by the Senior Pastor or the Senior Pastor's designee, under the prayerful guidance and wisdom of the Board of Directors, in cases of outward, severe, and unrepentant sin, including

- but not limited to, sexual misconduct, divisiveness, abuse, dishonesty, illegal activity, or teaching false doctrine.
- c. The discipline shall generally occur in accordance with the biblical pattern outlined in Matthew 18:15-17. In exceptional circumstances, the process of church discipline may follow the outline in 1 Corinthians 5 and Titus 3:10.
  - d. Pastoral discipline may include admonition, removal from office or staff position, temporary suspension, or permanent revocation of the minister's credentials.
4. Duties of the Ordained / Licensed Minister: Ordained ministers are authorized to perform all functions of the Christian ministry and religious functions and must be capable of doing so. Ordained ministers are authorized to perform all religious functions:
- a. Conduct religious worship
  - b. Religious instruction
  - c. Administer communion
  - d. Provide spiritual counseling
  - e. Ministry administration
  - f. Perform baptisms
  - g. Perform weddings
  - h. Conduct funerals
  - i. Visit the sick and shut-in

## ARTICLE X ECCLESIASTICAL AUTHORITY

This Church is theocratic in government. In any growing congregation, there will be people at all stages of spiritual growth and maturity. For that reason, it is not proper to submit the affairs of the Church to a democratic vote, for the purpose of the Church is not to do the will of the majority but the will of God.

Any disputes that arise over the interpretation of these Bylaws, doctrine, or matters of faith shall be deferred to the highest ecclesiastical authority of this Church. In this case, it would be the Senior Pastor, with the advice of the Board of Directors.

In *Watson v. Jones*, the Court ruled that: "Whenever the questions of discipline, or of faith, of ecclesiastical rule, custom, or law have been decided by the highest church judicatory to which the matter has been carried, the legal tribunals must accept such decisions as final, and as binding on them..."

## ARTICLE XI MUTUAL INTEREST

The behavior of anyone in fellowship with this Church is of common interest to the Board of Directors and membership. (Gal. 6:1) This Church requires every Board of Directors member and Congregational Member to adhere to a Lifestyle that is consistent with the doctrines of this Church as taught in the Holy Scriptures. Therefore, this Church reserves the right to refuse service to any individual, whether Member or not, who is not submitting their lifestyle to this Scriptural mode of conduct. This refusal would include services, benefits, and any use of church assets.

## ARTICLE XII PROHIBITED ACTIVITIES

This Church is prohibited from engaging in activities that violate its written doctrines. This Church is also prohibited from condoning, promoting, or allowing any of its assets to be used for activities that violate its written doctrines.

## ARTICLE XIII FOUNDERS VISION

In establishing effective leadership within the Church, the vision of John Wesley and the early Methodists will be represented and carried out. Each Senior Pastor shall carry on the vision and mission of the Methodist movement for the life of the Church.

## ARTICLE XIV REVIEW OF CHURCH RECORDS

### REQUESTS MADE BY CONGREGANT

To ensure the trust of the congregants and to also ensure that a public interest is being served, church records and basic financial information may be available for congregational inspection and review. At no time may information be supplied that would violate Section 4 of this Article or Article XVII. Any questions by any congregant shall be addressed to the Treasurer either in writing or by scheduled appointment.

### REQUIRED PROVISIONS OF THE REQUEST

The request must state the name of the individual, the reason for the request, and that the information shall in no way be made public or shared with any other congregant in a way that will jeopardize the Church.

### REQUIRED FEE

This Corporation may require a reasonable per-page fee for any copies that are required in order to accommodate approved records requests.

### CONFIDENTIALITY

No information will be released that violates an individual's right to privacy according to federal, state and local law.

In order to keep the records of the Church confidential, records shall not be released to any outside agency, person, or entity unless due process has been served and a certified subpoena has been personally delivered. This includes the IRS, except under the provisions of Section 7611, which shall be limited only to information deemed to be relevant to the inquiry being made. At all times, the IRS will be expected to comply with all of the provisions of Section 7611.

### DENYING A REQUEST

The Board of Directors reserves the right to deny such a request for any of the following reasons:

1. The request is considered by the Board of Directors and deemed to be frivolous;
2. The individual making the request has a history of being divisive;

3. The individual does not adequately provide the required information on the request, as stated in this Article;
4. The person making a request is not a regular attendee or tither.

The denial of the request will be given in writing, and will give the reason for denial.

## ARTICLE XV FINANCES

### AUDIT

The Board of Directors shall appoint at least two persons to complete an internal audit of all church accounts. The Treasurer shall cooperate in providing all necessary records and reports. The findings of the audit are to be reported to the Finance Committee and the Board of Directors. The Board of Directors can authorize an external audit by a simple majority vote. The audit of all financial records shall be made after the close of the calendar year, prior to the end of February.

### CHECKS, PAYMENTS AND WITHDRAWALS

The Board of Directors of Covenant Church LaGrange, Inc. Shall adopt a Corporate Expenditures Policy detailing the procedure for properly executing checks, payments, and withdrawals.

### SALARIES

All Salaries shall be determined in the following manner:

1. The Personnel Committee will work with the Finance Committee to consider each candidate and create a compensation package that shall be forwarded to the Board of Directors for approval.
2. The Board of Directors shall consider the recommendation of the Personnel Committee and shall vote on the package.
3. Only uncompensated individuals of the Board of Directors shall vote on any recommended compensation package.
4. All salaries shall be reviewed each year during the last meeting of the calendar year.

## ARTICLE XVI PROPERTY RIGHTS

1. All property, real or chattel, shall be taken, held, sold, transferred, or conveyed in the Corporation's name.
2. No real property of the Corporation shall be sold without a simple majority vote of the Corporate Membership Meeting upon the recommendation of the Trustees Committee.
3. No chattel property shall be sold without a simple majority vote of the Board of Directors upon the recommendation of the Trustees Committee.
4. No real or chattel property of the Corporation shall be leased, mortgaged, or otherwise alienated without authorization of the Trustees.
5. The President of the Corporation shall certify in such conveyances, leases, or mortgages.

## ARTICLE XVII DISSOLUTION

In the event that the Corporation ceases to exist, all assets of this Church shall, at the discretion of the Board of Directors, be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Church is then located, exclusively for such purposes or to such Church or Church, as said Court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE XVIII INDEMNIFICATION

This Church shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, Director, or employee of the Church against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the Corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

## ARTICLE XIX BINDING CHRISTIAN ARBITRATION/MEDIATION

### SUBMISSION TO ARBITRATION

Members of the Church must agree to submit to binding Christian arbitration any legal matters within the Church that cannot otherwise be resolved and expressly waive any and all rights in law and equity to bring any civil disagreement before a court of law, except that judgment upon the award rendered by the arbitrator may be entered in any court having jurisdiction thereof.

### ARBITRATION PROCEDURES

The procedures for arbitration shall be as adopted by the Board of Directors. If the Board of Directors has not adopted procedures, the Church may use arbitration procedures provided by the National Center for Life and Liberty or other legal counsel as adopted by the Board of Directors. This arbitration provision is ecclesiastical and faith-based in nature and is intended to operate under the rules and guidelines of this local Church. It is not intended to operate under any state or federal guidelines for arbitration.

## ARTICLE XX AMENDMENTS

These Bylaws may be amended as follows:

1. Such amendment shall be proposed in writing to the Board of Directors at least fourteen (14) days prior to the meeting where the proposed amendment(s) will be considered.
2. Proposed amendments will require two meetings: At the first meeting, the motion for amendment will be presented, followed by review and discussion; the second meeting will be for follow-up discussion and vote.
3. A simple majority vote of the corporate membership.

These Bylaws adopted on this the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_ make null and void all prior addenda, and these Bylaws supersede and replace all previous Bylaws voted on prior to this day.

DRAFT