

# **BYLAWS**

## **AUSTIN BLUFFS EVANGELICAL FREE CHURCH OF COLORADO SPRINGS, COLORADO**

**ADOPTED BY THE MEMBERSHIP OCTOBER 16, 2011**

**AMENDED BY THE MEMBERSHIP OCTOBER 21, 2012**

## Table of Contents

	Page
SECTION 1: Name and Organization .....	1
SECTION 2: Purpose.....	1
SECTION 3: Statement of Faith.....	2
SECTION 4: Church Property .....	4
SECTION 5: Membership .....	4
<b>5.01</b> Reason for Membership.....	4
<b>5.02</b> Requirements for Membership.....	4
<b>5.03</b> Responsibilities of Church Membership.....	5
<b>5.04</b> Member Covenant.....	5
<b>5.05</b> Membership Roll; Member Removal.....	6
SECTION 6: Unity Commitment .....	9
SECTION 7: Members Meetings.....	9
<b>7.01</b> Scheduled Meetings.....	9
<b>7.02</b> Special Meetings.....	9
<b>7.03</b> Motions.....	9
<b>7.04</b> Voting Privileges.....	10
<b>7.05</b> Absentee Ballots.....	10
<b>7.06</b> Quorum.....	10
SECTION 8: Elders and Deacons.....	10
<b>8.01</b> Elders as Servant Leaders.....	10
<b>8.02</b> Elder Qualifications.....	10
<b>8.03</b> Election of Elders.....	11
<b>8.04</b> Elder Functions and Number.....	12
<b>8.05</b> Elder Term of Office.....	12
<b>8.06</b> Organization of Board of Elders; Election of Officers.....	14
<b>8.07</b> Board of Elders Meetings and Action Without a Meeting.....	14
<b>8.08</b> Elder Decisionmaking Process.....	15
<b>8.09</b> Deacons.....	15
<b>8.10</b> Discipline of Elders or Deacons.....	16
SECTION 9: Church Employees.....	17
<b>9.01</b> Pastoral Staff.....	17
<b>9.02</b> Duties of the Senior Pastor.....	17
<b>9.03</b> Duties of an Associate Pastor.....	18
<b>9.04</b> Termination of Pastors.....	18
<b>9.05</b> Other Employees.....	18
SECTION 10: Indemnification.....	19
<b>10.01</b> Scope of Indemnification.....	19
<b>10.02</b> Right to Impose Conditions to Indemnification.....	19

<b>10.03</b> Indemnification of Agents .....	19
<b>10.04</b> Savings Clause; Limitation .....	19
SECTION 11: Division.....	20
SECTION 12: Miscellaneous .....	20
<b>12.01</b> Amendments .....	20
<b>12.02</b> Public Accountability.....	20
<b>12.03</b> Fiscal Year .....	20
<b>12.04</b> Conflicts of Interest.....	20
<b>12.05</b> Loans to Members, Elders, Officers, or Deacons Prohibited .....	21
<b>12.06</b> Severability .....	21

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**Preamble**

We, the members of Austin Bluffs Evangelical Free Church, in order to carry out more efficiently the Great Commission (Matt. 28:18-20) given by Jesus Christ to His Church, do ordain and establish the following bylaws to which we voluntarily submit. While we believe these bylaws are in harmony with the Scriptures, we affirm that they are nevertheless subordinate to the Scriptures in every way. As the church matures, grows, and changes, it is expected that these bylaws will need to be revisited and modified in order to meet our growing understanding of the Scriptures and the changing needs of ministry. These bylaws along with our articles of incorporation serve as our only governing documents.

**SECTION 1: NAME AND ORGANIZATION**

The name of this church will be Austin Bluffs Evangelical Free Church (“church”).

This church is organized and shall be operated exclusively for religious, charitable, and educational purposes as a Colorado nonprofit corporation and within the meaning of Internal Revenue Code section 501(c)(3).

This church is independent and free so far as it relates to its internal organization and the regulation of its own affairs. It is in subjection to no ecclesiastical body, except by its own consent. It controls the admission, discipline, and removal of its members according to its own understanding of the Word of God and these bylaws.

**SECTION 2: PURPOSE**

Our overarching purpose is to glorify God through the exaltation of His Son, Jesus Christ. We believe this purpose will be best achieved as we fulfill our mission *to glorify God by making disciples through biblical ministry that **exalts** Christ, **equips** the believer for service, and **extends** the gospel to the lost.*

As we are faithful to our purpose and mission, we believe that our desire to see unbelieving people become committed followers of Christ through the proclamation of God’s Word will be realized. The fulfillment of our purpose to glorify God by making disciples will necessarily involve the public worship of God, the preaching of the Scriptures, consistent Christian living, evangelism, Christian education, fellowship, encouragement, and missionary endeavor (Eph. 2:10, 4:11-16; Col. 1:9-10; Matt. 5:16; 1 Pet. 2:9-12).

We will operate exclusively for nonprofit religious, charitable, and educational purposes. No part of the church’s net earnings shall go to the benefit of any person except as reasonable compensation

for services rendered; and no substantial part of the church's activities shall be utilized for any other purpose except those exempt purposes stated above.

The church will handle affairs pertaining to property in accordance with the civil law, providing that its requirements do not conflict with the clear teaching of Scripture (Acts 5:29).

The church will issue no shares of stock. It will pay no dividends. With the exception of the benevolence fund, no part of the income or assets of the church will be distributed to any member or officer without full consideration. No member or officer has any vested right, interest, or privilege in or to the assets, property, functions, or activities of the church. The church may contract in due course, for reasonable consideration, with its members or officers without violating this section.

### **SECTION 3: STATEMENT OF FAITH**

We affirm that the Scriptures are our sole authority for faith and practice. Having stated this, we nevertheless believe it is useful and helpful to summarize the teaching of Scripture in a succinct and orderly Statement of Faith. While this Statement of Faith is not an exhaustive description of our beliefs, it does represent well the foundational doctrines of our church.

The Evangelical Free Church of America ("EFCA") is an association of autonomous churches united around these theological convictions:

#### **God.**

We believe in one God, Creator of all things, holy, infinitely perfect, and eternally existing in a loving unity of three equally divine Persons: the Father, the Son, and the Holy Spirit. Having limitless knowledge and sovereign power, God has graciously purposed from eternity to redeem a people for Himself and to make all things new for His own glory.

#### **The Bible.**

We believe that God has spoken in the Scriptures, both Old and New Testaments, through the words of human authors. As the verbally inspired Word of God, the Bible is without error in the original writings, the complete revelation of His will for salvation, and the ultimate authority by which every realm of human knowledge and endeavor should be judged. Therefore, it is to be believed in all that it teaches, obeyed in all that it requires, and trusted in all that it promises.

#### **The Human Condition.**

We believe that God created Adam and Eve in His image, but they sinned when tempted by Satan. In union with Adam, human beings are sinners by nature and by choice, alienated from God, and under His wrath. Only through God's saving work in Jesus Christ can we be rescued, reconciled, and renewed.

#### **Jesus Christ.**

We believe that Jesus Christ is God incarnate, fully God and fully man, one Person in two natures. Jesus-Israel's promised Messiah-was conceived through the Holy Spirit and born of the virgin Mary. He lived a sinless life, was crucified under Pontius Pilate, arose

bodily from the dead, ascended into heaven, and sits at the right hand of God the Father as our High Priest and Advocate.

**The Work of Christ.**

We believe that Jesus Christ, as our representative and substitute, shed His blood on the cross as the perfect, all-sufficient sacrifice for our sins. His atoning death and victorious resurrection constitute the only ground for salvation.

**The Holy Spirit.**

We believe that the Holy Spirit, in all that He does, glorifies the Lord Jesus Christ. He convicts the world of its guilt. He regenerates sinners, and in Him they are baptized into union with Christ and adopted as heirs in the family of God. He also indwells, illuminates, guides, equips, and empowers believers for Christ-like living and service.

**The Church.**

We believe that the true church comprises all who have been justified by God's grace through faith alone in Christ alone. They are united by the Holy Spirit in the body of Christ, of which He is the Head. The true church is manifest in local churches, whose membership should be composed only of believers. The Lord Jesus mandated two ordinances, baptism and the Lord's Supper, which visibly and tangibly express the gospel. Though they are not the means of salvation, when celebrated by the church in genuine faith, these ordinances confirm and nourish the believer.

**Christian Living.**

We believe that God's justifying grace must not be separated from His sanctifying power and purpose. God commands us to love Him supremely and others sacrificially, and to live out our faith with care for one another, compassion toward the poor and justice for the oppressed. With God's Word, the Spirit's power, and fervent prayer in Christ's name, we are to combat the spiritual forces of evil. In obedience to Christ's commission, we are to make disciples among all people, always bearing witness to the gospel in word and deed.

**Christ's Return.**

We believe in the personal, bodily, and premillennial return of our Lord Jesus Christ. The coming of Christ, at a time known only to God, demands constant expectancy and, as our blessed hope, motivates the believer to godly living, sacrificial service and energetic mission.

**Response and Eternal Destiny.**

We believe that God commands everyone everywhere to believe the gospel by turning to Him in repentance and receiving the Lord Jesus Christ. We believe that God will raise the dead bodily and judge the world, assigning the unbeliever to condemnation and eternal conscious punishment and the believer to eternal blessedness and joy with the Lord in the new heaven and the new earth, to the praise of His glorious grace. Amen.

## **SECTION 4: CHURCH PROPERTY**

This church may purchase, own, improve, maintain, encumber, rent, lease, and sell real property. It may convey or encumber its real property, provided, however, that, for any transaction involving value greater than 5% of the church annual budget, at least 75% of the votes cast at a properly called members meeting must approve of the proposed transaction. Instruments of conveyance or encumbrance so authorized at any such meeting will be signed in the name of the church by an officer of the church.

## **SECTION 5: MEMBERSHIP**

### **5.01 Reason for Membership.**

Church membership has proven to be an effective shepherding tool. While the phrase “church membership” cannot be found in the Bible, the principles of commitment (Acts 2:42, Rom. 12:10) and accountability (Heb. 13:17) which undergird church membership are clearly taught in the Scriptures.

The New Testament depicts the local church as a clearly defined community of individual believers who have committed themselves to one another and have submitted themselves to the church’s leadership. The New Testament presents the local church as a distinct group of individuals that could:

- a. Be counted (Acts 2:41-42; 4:4),
- b. Be added to (Acts 2:47; 5:13-14),
- c. Be called upon to choose leaders and representatives from among itself (Acts 6:1-6; 2 Cor. 8:19; Acts 15:22),
- d. Be officially gathered together (Acts 14:27; 15:22; I Cor. 14:23),
- e. Carry out church discipline (Matt. 18:17; 1 Cor. 5:4, 13; 2 Cor. 2:6),
- f. Observe the Lord’s Table as a wholly present corporate assembly (1 Cor. 11:17-20, 33-34), and
- g. Be identified and shepherded by church leadership (Heb. 13:17; Phil. 1:1).

In light of these facts, we have established a formal process of church membership as a tool whereby individuals can publicly profess their faith in Christ, solemnly commit themselves to the other members of this church, actively share in the purpose of our church, and voluntarily submit themselves to the loving oversight of the church’s leadership.

### **5.02 Requirements for Membership.**

This church will receive as members all those who have repented of their sins and, by faith, accepted Jesus Christ as their Lord and Savior and who, by their lives, manifest that they have been born again (John 3:3; Matt. 7:15-20). Because the universal, invisible Church is made up of *all* believers but *only* believers (1 Cor. 12:12-14), we therefore as a local, visible church accept *all* believers in Christ, but *only* believers in Christ. In accord with this desire to accept all true believers but only believers, any person may become a member of this church upon his or her credible profession of saving faith in the Lord Jesus Christ, baptism by water, and satisfaction of these requirements:

- a. Completion of the membership course,
- b. Submission of a membership application,
- c. Signing of the member covenant,
- d. Sharing his or her personal testimony of faith in Christ with an elder (or elder designee), and
- e. Acceptance by the board of elders.

As heaven will be populated by people from every tribe and tongue and people and nation (Rev. 5:9; 7:9), so no person will be excluded from membership because of gender, national origin, or ethnicity. Rather, the board of elders will examine all applicants for membership to determine (as best as humanly possible) if they are members of the Body of Christ, and to determine if they sincerely support the purpose of this local church as stated in section 2 of these bylaws. If the board of elders determines that the applicant's profession of faith is lacking or that his or her moral and spiritual character would not support the stated purpose of this local church, then his or her application for membership will be declined. No person will be accepted for membership who is under biblical church discipline at another church.

When the applicant for membership has completed the necessary requirements and the board of elders are confident of the applicant's faith in Christ, the board of elders will then post the names of the candidates publicly for two weeks. Any member of the church objecting (having already spoken with the individual privately in accord with Matt. 18:15) must give to an elder a biblical reason, in writing, why this candidate should not be accepted. Taking any objections into consideration, the board of elders shall then vote whether to accept these candidates into the membership.

Those candidates receiving a vote of acceptance by the board of elders shall then be enrolled by the board of elders on the membership roll, and thereby become members of the church.

All staff pastors and their wives automatically become members with full voting privileges upon receipt and acceptance of a call from the church.

### **5.03 Responsibilities of Church Membership.**

Church members will faithfully participate in the worship services (Heb. 10:25), fellowship with the congregation, actively engage in discipleship (Matt. 28:19-20), and seek to exercise their spiritual gifts for the mutual benefit of the church body (1 Cor. 12:7-27). Unless providentially hindered, church members will support the ministries of this church by their active participation, intercessory prayer, and faithful giving.

### **5.04 Member Covenant.**

All new members shall subscribe to the member covenant below.

*Having been chosen by God and drawn by the Spirit to receive by faith the Lord Jesus Christ as my Savior, I now, having been baptized by water in the name of the Father, and of the Son, and of the Holy Spirit, do joyfully enter into this covenant with the members of this church as one body in Christ, according to the following affirmations and commitments.*

*I believe the Bible, consisting of the Old and New Testaments, to be the Word of God, and its doctrine of salvation to be the perfect and only true doctrine of salvation.*

*I acknowledge myself to be a sinner in the sight of God, justly deserving His wrath, and without hope except in God's sovereign love and mercy to save me.*

*I believe in the Lord Jesus Christ as the Son of God, the only Savior of sinners, and receive and rest upon Him alone for salvation as He is offered to me in the Gospel.*

*I resolve and promise, in humble reliance upon the grace of the Holy Spirit, that I will endeavor to grow as a disciple of Jesus Christ by putting to death the misdeeds of my sinful nature and to live my life as is fitting a true follower of Jesus Christ and to help others do the same.*

*I promise to support the church in its purpose and ministry to the best of my ability.*

*I submit myself to the government of the church, and promise to pursue its purity and peace.*

*I submit myself to the discipline of the church and will persevere in church discipline until those in leadership determine that the disciplinary process should come to an end.*

*Finally, I have received and read the church's bylaws, and I hereby covenant and agree to support and submit to them.*

## **5.05 Membership Roll; Member Removal.**

- a. *Membership Roll.* The board of elders shall oversee the membership roll. The board of elders or its designee shall review the membership roll not less than annually to determine if any name should be removed from the roll due to prolonged absence or other good cause.

If any member should be absent from the church services for a period of six months, the board of elders will endeavor to contact the member. Unless the member has an acceptable reason, the name of the member will be removed from the roll. Upon the death of a member, the board of elders will remove the deceased person's name from the roll.

- b. *Voluntary Resignation by Members in Good Standing.* Members in good standing may be removed from membership at their own request (preferably in writing) by informing the board of elders of their intention to withdraw. The board of elders will discuss the request and, assuming there are no outstanding issues, the board of elders will accept their request for withdrawal and document this fact.
- c. *Restorative Church Discipline.* The threefold purpose of restorative church discipline is to glorify God by maintaining purity in the local church (1 Cor.5:6), to edify believers by deterring sin (1 Tim. 5:20), and to promote the spiritual

restoration and welfare of the offending believer by calling him or her to return to a biblical standard of doctrine and conduct (Gal. 6:1).

- i. Members of this church who unrepentantly err in doctrine, or engage in conduct that violates Scripture as determined by the board of elders, shall be subject to the process of restorative church discipline, including dismissal according to Matthew 18:15-18. The process of restorative church discipline is as follows:
  - (a) It shall be the duty of any member of this church who has knowledge of the erring individual's heresy or misconduct to warn and correct such erring individual in private, seeking his or her repentance and restoration.
  - (b) If the erring individual does not heed this warning, then the warning member shall again go to the erring individual, seeking his or her repentance, but accompanied by one or two individuals who shall confirm that the sin has occurred or is continuing to occur, that the erring individual has been appropriately confronted, and that he or she has refused to repent. The first and second warnings may occur with no specified time interval.
  - (c) If the erring individual still refuses to heed this warning, then it shall be brought to the attention of the board of elders or a duly appointed committee of the board. If the board of elders (or a duly appointed committee of the board) determines—after thorough investigation in accord with the procedures prescribed by pertinent Scripture, including Matthew 18:15-18 and 1 Timothy 5:19—that there is corroborating evidence that the erring individual has sinned or is continuing to sin, that he or she has been appropriately confronted, and that he or she has refused to repent, then the board of elders shall inform the erring member in writing, stating the reasons therefore, and permitting the member, if he or she wishes, to appear before the board of elders (or a duly appointed committee of the board) to state why the discipline process should not proceed.
  - (d) If the board of elders (or a duly appointed committee of the board) determines that the erring member is unrepentant, then the board of elders shall inform the church and the congregation thereof at a regularly scheduled worship service or regular or special members meeting in order that the church may call the erring individual to repentance. If the erring individual demonstrates repentance, then notice to that effect may be given at a regularly scheduled worship service or regular or special members meeting.

- (e) If, however, the erring individual does not repent in response to the church in its collective call to repentance, then he or she shall be publicly dismissed from the fellowship and membership of the church and the congregation thereof at a regularly scheduled worship service or regular or special members meeting. If the erring individual, after such dismissal, heeds the warning, demonstrates repentance, and requests reinstatement before the board of elders (or a duly appointed committee of the board), then he or she shall be publicly restored to all the rights, duties, privileges, and responsibilities of fellowship and/or membership.
- ii. Notwithstanding the foregoing, the board of elders in the exercise of their discretion may proceed directly to the third stage of church discipline (*i.e.* the informing of the church and the congregation thereof at a regularly scheduled worship service or regular or special members meeting in order that the church may call the erring individual to repentance), or to the fourth stage of church discipline (*i.e.* the dismissal from the fellowship and membership of the church), when one or more of the following have occurred:
  - (a) Where the transgression and the refusal to repent have been public (*i.e.* openly and to the offense of the whole church) (1 Cor. 5:1-5);
  - (b) Where the disciplined party has taught or otherwise disseminated doctrine deemed false or erroneous by the board of elders, then chosen to disregard the direction and reproof of the board of elders (Rom. 16:17); or
  - (c) Where the disciplined party has been warned twice to cease from factious and divisive conduct and has chosen to disregard that warning (Titus 3:10-11).
- iii. Those under church discipline and those who have been under church discipline shall resolve any dispute they have with the church or any civil claim they may have against the church or any of its leaders exclusively through the procedures defined in this section (5.05). By virtue of being members of the church and in accordance with I Corinthians 6:1-8, those under discipline waive and release any legal claim and right to file a civil action against the church or its leaders arising directly or indirectly from statements, acts, or omissions in the church disciplinary process and covenant not to sue it or any of them in any civil court for any such matters including without limitation, statements made to those involved in the disciplinary process, to the board of elders, or to the congregation.
- iv. Restorative church discipline is the exclusive prerogative of the church in accordance with this section (5.05). Resignations from membership are

possible only by members who are in good standing and who are not under any church disciplinary action. Members who are under church discipline, as defined in the previous paragraphs, cannot avoid such discipline by resigning their membership. Such persons forfeit and waive the right to resign from this church until discipline is concluded.

- d. *Church Premises.* Separate and apart from the process of church discipline, but subject to the discretion and approval of the board of elders (or a duly constituted subcommittee thereof), a member, nonmember regular attendee, or other individual may be notified that he or she is not to be present upon church premises for such a period of time as is deemed necessary for the safety and well-being of others on church premises. Such required absence may, but need not, be concurrent with church discipline of that person.

## **SECTION 6: UNITY COMMITMENT**

When church members disagree or their interpretations of Scripture differ, we pray that the love of Christ will guard our attitudes toward one another so that we exhibit a genuine concern for the building up of all God's people in an atmosphere of love. We will be diligent to preserve the unity of the Spirit in the bond of peace (John 17:20-23; Eph. 4:1-3; Phil. 2:1-8).

## **SECTION 7: MEMBERS MEETINGS**

### **7.01 Scheduled Meetings.**

The congregation as a whole will have at least one scheduled members meeting during the year. This will be the annual members meeting held early in the year on a date set by the board of elders. All members meetings will be announced publicly during each regular weekend service for the two weekends before the date of the meeting.

### **7.02 Special Meetings.**

Special members meetings may be called at any time of year by the board of elders. Members may request a special meeting by submitting a written request stating the purpose or purposes for which the meeting is to be held. The board of elders will give formal, serious, and prayerful consideration to all written members meeting requests they receive. The board of elders will respond to all written special meeting requests, explaining the rationale behind their decision to either grant or deny the special meeting request. All special members meetings will be announced publicly to the congregation at least two weeks before the date of the meeting.

### **7.03 Motions.**

Any member may recommend a motion in writing to the board of elders for their consideration. The board of elders will give formal, serious, and prayerful consideration to all written member-recommended motions they receive. The board of elders will respond to all written motion requests, explaining the rationale behind their decision to either grant or deny the motion request. All motions will be made by the board of elders and submitted to the membership for affirmation. Unless stated otherwise in these bylaws, a majority of the votes cast by the members at any properly called members meeting is sufficient to decide any matter.

#### **7.04 Voting Privileges.**

Members in good standing, 18 years of age or older, will be eligible to vote at members meetings. “Good standing” means that a member is not presently under the formal discipline process.

#### **7.05 Absentee Ballots.**

If extenuating circumstances exist preventing a member’s attendance at a vote of the membership, the board of elders may approve and issue to that member an absentee ballot to be included in the final count. Voting by proxy will not be permitted.

#### **7.06 Quorum.**

The voting members present at any members meeting which has been properly called will constitute a quorum to conduct business.

### **SECTION 8: ELDERS AND DEACONS**

#### **8.01 Elders as Servant Leaders.**

Jesus Christ alone is the Lord and Head of this church (Col. 1:18). He mediates His rule through the teaching of the Scriptures. Therefore, we are following Christ’s rule only to the degree that we are following the Scriptures (Luke 6:46; John 13:17; James 1:22).

These Scriptures clearly teach that God intends the church to be led by a plurality of godly, biblically qualified, servant-leaders called elders (Acts 20:28; 1 Thess. 5:12-13; 1 Tim. 3:4-5, 5:17; 1 Pet. 5:2). The board of elders serve as the board of directors of the church. When they function as a board of directors, they shall be referred to as the board of elders.

#### **8.02 Elder Qualifications.**

Those who have been called of God to lead and to teach in the church are called elders, pastors, or overseers. These are three interchangeable names designating one and the same office in a New Testament church (Acts 20:17, 28; Eph. 4:11-12; Titus 1:5, 7). They are to be men, and they are to meet the following scriptural qualifications:

- a. Blameless as a steward of God, above reproach, a model of Christian maturity (1 Tim. 3:2; Titus 1:6).
- b. If he is married, he is the husband of one wife, a one-woman kind of man, totally devoted and faithful to his own wife (1 Tim. 3:2; Titus 1:6).
- c. Temperate, clearheaded, Spirit-controlled and disciplined, well balanced, calm and steady rather than self-indulgent (1 Tim. 3:2).
- d. Sober minded, prudent, biblically minded to the extent that he walks wisely according to the wisdom of Scripture (1 Tim. 3:2; Titus 1:8).
- e. Well behaved, orderly, virtuous, he is respected by others because his life adorns the Word of God (1 Tim. 3:2).
- f. Given to hospitality, as he is able, he shares his home with others in order to minister to their needs (1 Tim. 3:2; Titus 1:8).
- g. Able to teach; he must be able to exhort believers in sound doctrine and refute those who contradict (1 Tim. 3:2; Titus 1:9).

- h. Not addicted to wine, free from any form of substance abuse (alcohol, drugs, etc.) or any kind of addiction which might take control of his life (1 Tim. 3:3; Titus 1:7).
- i. Not argumentative or contentious, not a quarrelsome man but a peacemaker. He is not to be offensively aggressive nor to insist on his rights. He is to keep his temper under control (1 Tim. 3:3; Titus 1:7).
- j. Kind, gracious, and gentle, handling others in a gentle, patient, and gracious way (1 Tim. 3:3).
- k. Not inclined to anger, not contentious, but peaceable, emotionally stable and in control of his feelings (1 Tim. 3:3; Titus 1:7).
- l. Not a lover of money, or greedy, but content with what he has (1 Tim. 3:3; Titus 1:7).
- m. One who rules his own house well, *i.e.*, his wife loves, respects, and follows his leadership, his children are submissive to parental authority, not accused of rebellion (1 Tim. 3:4; Titus 1:6).
- n. Not a novice or a new convert (1 Tim. 3:6).
- o. One who has a good report and reputation with nonbelievers (1 Tim. 3:7).
- p. Not self-willed or arrogant, able to set aside his own preferences in order to promote unity and care for the needs of others (Titus 1:7).
- q. A lover of good, devoted to that which is good or beneficial either in things, deeds, or people (Titus 1:8).
- r. Just and righteous living, able to make just decisions, those that are wise, fair, impartial, objective, and honest according to the principles of Scripture (Titus 1:8).
- s. Holy, devout and pleasing to God, committed to know, love, and walk with God (Titus 1:8).
- t. Self-controlled and disciplined (Titus 1:8).

In addition to these biblical qualifications, those who qualify for eldership must be members in good standing of this church, must be in full agreement with our Statement of Faith (*see* section 3), our church's philosophy of ministry, mission statement, and core commitments. They must also be in substantial agreement and agree to live in harmony with the church's "What We Teach" document.

### **8.03 Election of Elders.**

The congregation is encouraged to recommend to the board of elders possible elder candidates. The board of elders will carefully and prayerfully consider, examine, and nominate all qualified candidates for the position of elder. The names of all elder nominees shall be stated in the bulletin or announced during each regular weekend service for the two weekends before the date of the meeting when they will be presented for affirmation. Only candidates nominated by the board of elders and affirmed by the congregation by at least 75% of the votes cast at a properly called members meeting shall serve as an elder. The nominees, having been affirmed by the members, shall be elders and shall serve on the board of elders to oversee and direct all aspects of the church and its ministries.

The board of elders are to seek affirmation or nonaffirmation by the members for the following issues:

- a. The selection of new elders and deacons;
- b. The calling of staff pastors;
- c. The annual church budget;
- d. Any transaction regarding real property beyond 5% of the annual church budget;
- e. Any encumbrance of debt beyond 5% of the annual church budget;
- f. The adoption or amendment of the articles of incorporation or bylaws of this church; and
- g. Any matter submitted to the membership of the church by the board of elders.

#### **8.04 Elder Functions and Number.**

The elders are to love and humbly serve Christ's sheep (John 21:15-17; 1 Peter 5:2-3). This includes carefully listening to their concerns, seriously considering their recommendations, and earnestly seeking to meet their spiritual and practical needs (Acts 6:1-6; Phil. 2:3-5). The elders are to teach, shepherd, and pray for the flock of God (John 21:15-17; Acts 20:17-32; Acts 6:1-4). This involves teaching the truth, refuting error, and the administration of restorative discipline. They are to oversee and manage the entire ministry of this local body (Acts 20:28; 1 Tim. 3:5, 5:17; 1 Peter 5:2-3). This involves assessing the needs of the entire body, planning, evaluating, and appointing ministry teams or individuals to assist in various areas of responsibility, etc.

The board of elders shall, in dialogue with the senior pastor, develop the mission and vision of the church.

The board of elders shall oversee the management of the congregationally affirmed annual church budget. Assuming sufficient funds are available, the board of elders may approve as much as a 5% increase in the church's overall annual budget without seeking membership approval. Increases in expenditures in excess of that amount must be approved at a members meeting.

The board of elders shall resolve any dispute as to any controversy regarding the proper interpretation of the church's exempt purposes, its Statement of Faith, or the church's governing principles derived from the Bible.

There shall, at all times, be no less than two elders. The number of elders at any time will be determined by the needs of the ministry and by the call and qualification of men in the church. The board of elders will endeavor to maintain at least as many lay elders as staff elders.

#### **8.05 Elder Term of Office.**

Lay elders are those elders who do not receive compensation from the church for their service as an elder. The term of each lay elder will be one year. There will be no limit to the number of terms a lay elder may serve if he serves well and does not disqualify himself. Lay elders will be reaffirmed by the membership for each new term. Staff elders (senior and associate pastors) serve an unlimited term of service unless other arrangements are made at the time their call is accepted. An elder may resign from his office at any time by submitting a letter of resignation to the board of elders.

#### **8.06 Organization of Board of Elders; Election of Officers.**

The various functions and areas of responsibility of the board of elders will be delegated among the elders on an annual basis. While certain elders may have specific functions or roles, all elders share equal authority and responsibility before God.

The board of elders will select from among the lay elders the following church officers each year: a moderator, a vice-moderator, and a secretary. The elders will also nominate a deacon-qualified person to serve in the office of treasurer. The treasurer shall also be known as the deacon of finance.

*Moderator.* The moderator will preside over elder meetings and members meetings. The moderator, after elder board approval, shall have authority to execute notes, deeds, and encumbrances on behalf of the church.

*Vice-Moderator.* The vice-moderator will serve as acting moderator when no person holds the position of moderator; when the moderator requests the vice-moderator to preside; or when the moderator, after receiving notice of the meeting, is unable to preside. The vice-moderator, after elder board approval, shall have authority to execute notes, deeds, and encumbrances on behalf of the church.

*Secretary.* The secretary or his designee shall maintain and preserve the church's corporate records. He or his designee shall take and permanently maintain the minutes of all members meetings and all board of elders meetings.

In the absence of enough lay elders to serve in these roles, deacons will be selected by the elders to serve in these roles until a sufficient number of lay elders has again been achieved.

*Deacon of Finance.* The deacon of finance or his designee shall prepare, maintain, and preserve correct and complete books and records of account. He or his designee shall prepare and present to the board of elders financial reports consisting of no less than the church's annual budget, the church's quarterly and annual balance sheets, and the church's quarterly and annual sources and uses of funds. The deacon of finance serves under the oversight of the board of elders.

The board of elders, acting in the best interests of the church, may remove any officer.

Any officer may resign at any time, subject to any rights or obligations under any existing contracts between the officer and the church, by giving written notice to the moderator or to the board of elders. An officer's resignation shall take effect at the time specified in such notice, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. A vacancy in any office, however occurring, may be filled by the board of elders for the unexpired portion of the term.

In accordance with these bylaws the lay elders are responsible for providing leadership, developing policies and ensuring accountability in the following areas: personnel management, performance feedback, compensation and benefits, and other related governance policies. The senior pastor will ensure that staff members adhere to the personnel policies established by the lay elders. The board of elders will appoint and oversee ministry teams and personnel needed to effectively and efficiently carry out the purpose of this church. No organization or ministry will be formed within, or

considered to be a part of the church, before the sponsors have submitted their plans to the board of elders for their approval and support.

Ministry teams are created and removed as necessary by the board of elders to ensure the proper functioning of the ministries of the church and to protect the elders from neglecting their primary ministries of shepherding, leadership, the Word, and prayer. Each ministry team is empowered by the board of elders for ministry and is connected to a specific elder for oversight, shepherding, support and ministry communication. Those ministry teams which require a higher degree of oversight, public trust, or confidentiality will be led by a congregationally affirmed elder or deacon.

#### **8.07 Board of Elders Meetings and Action Without a Meeting.**

A regular annual meeting of the board of elders shall be held during the first four months of each year for the purpose of electing officers and for the transaction of such other business as may come before the meeting. The board of elders may provide by resolution the time and place, either within or outside Colorado, for the holding of additional regular meetings.

Special meetings of the board of elders may be called by or at the request of the moderator or two or more elders for the purpose of electing officers and for the transaction of such other business as may come before the meeting. The board of elders may provide by resolution the time and place, either within or outside Colorado, for the holding of additional special meetings.

Notice of each meeting of the board of elders stating the place, day, and hour of the meeting shall be given to each elder at least three days prior thereto either by e-mail or by actual notice. The method of notice need not be the same for each elder. If transmitted by e-mail, such notice shall be deemed to be given when the transmission is completed. Neither the business to be transacted at, nor the purpose of, any meeting of the board of elders needs to be specified in the notice or waiver of notice of such meeting unless otherwise required by statute.

Any elder may waive notice of any meeting before, at, or after such meeting. The attendance of an elder at a meeting shall constitute a waiver of notice of such meeting, except where an elder attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

An elder present at a meeting of the board of elders, at which action on any matter is taken, shall be presumed to have assented to the action taken unless such elder's dissent shall be entered in the minutes of the meeting or unless the elder shall file a written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the secretary of the church within 48 hours after the adjournment of the meeting. Such right to dissent shall not apply to an elder who voted in favor of such action.

A majority of elders shall constitute a quorum for the transaction of business at any meeting of the board of elders, and the vote of a majority of the elders present, in person or by phone, at a meeting of the board of elders at which a quorum is present shall be the act of the board of elders. If less than a quorum is present at a meeting, a majority of the elders present may adjourn the meeting from time to time without further notice other than an announcement at the meeting, until a quorum shall be present. No elder may vote or act by proxy at any meeting of the board of elders.

Any action required or permitted to be taken at a meeting of the board of elders (or any ministry team) may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the elders (or ministry team members) entitled to vote with respect to the subject matter thereof. Such consent (which may be signed in counterparts) shall have the same force and effect as a unanimous vote of the board of elders (or ministry team members).

#### **8.08 Elder Decision-making Process.**

The sole basis of authority for all decisions, deliberations, and activities of the board of elders will be Scripture. The board of elders will approach decisions in prayerful dependence upon the Holy Spirit with an attitude of deference toward one another (Phil. 2:1-5). They will earnestly and prayerfully seek to reach a unanimous decision without coercion.

In the event that unanimity cannot be achieved, the total number of staff elders voting on an issue shall always be at least one less than the total number of lay elders voting. Staff elders who will be non-voting shall be determined by the senior pastor and lay elders at the beginning of the year or whenever there is a qualifying change to the ratio of staff elders to lay elders. The senior pastor maintains the right to vote at all times regardless of the number of lay elders.

An elder shall perform his duties as an elder, including his duties as a member of any ministry team upon which he may serve, in good faith, in a manner he reasonably believes to be in the best interests of the church, and with such judgment as an ordinarily prudent person in a like position would use under similar circumstances.

In performing his duties, an elder shall also be entitled to consider and rely upon information, opinions, or statements, including financial statements and other financial data, prepared or presented by an elder, officer, pastor, or employee of the church whom the elder reasonably believes to be reliable and competent in the matters presented; by legal counsel, public accountants, or other persons as to matters which the elder reasonably believes to be within such persons' professional competence; or by a ministry team upon which he does not serve as to matters within its designated authority, which ministry team the elder reasonably believes to merit confidence.

A person who so performs his duties shall not have any liability by reason of being or having been an elder of the church.

#### **8.09 Deacons.**

The New Testament teaches that certain qualified, godly individuals serve and minister mercy in the church as deacons. Deacons may be called on by the board of elders to assist them in shepherding the saints, in baptismal and communion services, in the general spiritual care of the church, in caring for the sick and needy, or in performing a variety of other duties as assigned by the board of elders. Deacons serve under the oversight and leadership of the board of elders.

Deacons are those whose lives conform to the qualifications of 1 Timothy 3:8-13. These qualifications include:

- a. Dignity; worthy of respect, has a good reputation (3:8).
- b. Not double-tongued; trustworthy, truthful, sincere (3:8).

- c. Not addicted to wine; free from any form of substance abuse (alcohol, drugs, etc.) or any kind of addiction which might take control of his life (3:8).
- d. Not fond of sordid gain; not a lover of money, or greedy, but content with what he has (3:8).
- e. Holding to the mystery of the faith with a clear conscience; he lives a life consistent with the Scriptures (3:9).
- f. Having been tested; not a novice or a new convert (3:10).
- g. Blameless as a steward of God, above reproach, a model of Christian maturity (3:10).
- h. Husband of one wife; a one-woman kind of man, totally devoted and faithful to his own wife (3:12).
- i. Good managers of their children and their own households; his wife loves, respects, and follows his leadership and his children are submissive to parental authority, not accused of rebellion (3:12).

In addition to other responsibilities, the Deacons of Congregational Care will administrate the church's Benevolence Fund under the oversight of the board of elders.

The congregation is encouraged to recommend to the board of elders possible deacon candidates. The board of elders will carefully and prayerfully examine and nominate all qualified candidates for the position of deacon. Only candidates affirmed by at least 75% of the votes cast at a properly called members meeting will be allowed to serve as a deacon. The term of office is one year. There will be no limit to the number of terms a deacon may serve if he serves well and does not disqualify himself. A deacon may resign from his office at any time by submitting a letter of resignation to the board of elders.

#### **8.10 Discipline of Elders, Deacons, Teachers, or Leaders.**

Any elder or deacon who does not fulfill the qualifications or duties of his office, fails to regularly attend elder or deacon meetings without good cause, or does not regularly attend the corporate gathering of the church will, after notice and an attempt to restore him, be asked by the board of elders to resign as an elder or deacon.

The board of elders may discipline any elder, deacon, church leader, or teacher as appropriate for the circumstances, up to and including termination and removal from his present office and any position of leadership or responsibility. This discipline may or may not be in conjunction with the restorative discipline process described in section 5.05. Before exercising any such discipline, the board of elders shall notify the elder, deacon, church leader, or teacher who is being considered for discipline and shall state the reasons therefore in writing. If the person being considered for discipline wishes, he may appear before the board of elders and state why such discipline should be lessened or should not proceed. The board of elders shall meet respectfully and confidentially with such a person to receive and hear his testimony, comments, and relevant documents. The person being considered for discipline shall answer the questions of the board of elders regarding the allegations against him and regarding the proposed discipline. The board of elders shall thereafter vote whether to discipline such person and the manner of the discipline. The board of elders may, in its discretion, announce to the congregation or, on a need-to-know basis, to others that such a person no longer holds office or position in the church.

## **SECTION 9: CHURCH EMPLOYEES**

### **9.01 Pastoral Staff.**

In searching for pastoral staff, the board of elders themselves may serve as the search team or they may delegate this task by appointing qualified persons to serve as a pastoral search team. Any search team is directly accountable and subject to the board of elders.

All pastoral staff must meet the qualifications for elder (*see* Elder Qualifications in section 8.02).

The board of elders shall interview the candidate for senior pastor and they shall arrange for him to preach at one or more church services. Candidates for associate pastor or other ministry staff positions may or may not be asked to preach but will be given adequate opportunities to become acquainted with the congregation.

After the board of elders determines it has identified a man to recommend as a candidate for a call, the members will be convened for a special meeting. The members will then vote as to whether or not they affirm the board of elders' recommendation to issue the candidate a call. If the members affirm the recommendation by at least 75% of the votes cast at a properly called members meeting, the board of elders shall extend the call. If not, the matter goes back to the board of elders for the presentation of new recommendations. Candidates will be presented for congregational affirmation one at a time.

The board of elders will notify the candidate of the action of the church immediately. In the case of the affirmative vote of the congregation and the acceptance of the call by the candidate, the elders will make arrangements for his installation.

### **9.02 Duties of the Senior Pastor.**

The board of elders will ensure that the senior pastor shall preach and teach the Word of God, oversee the public worship services of the church, watch over the spiritual welfare of the church, manage the ministry and other staff, and lead the congregation in a practical Christian life. In conjunction with and subject to the board of elders, he will develop the mission and vision and oversee the ministry of the church. He shall be a voting member of the board of elders and an ex officio member of all ministry teams, committees, auxiliary bodies, and all other organizations of the church. The senior pastor reports directly to the lay elders.

The senior pastor shall have full authority to supervise all pastoral and nonpastoral staff. Unless stated otherwise in these bylaws, the senior pastor or his designee shall have authority to hire and terminate all pastoral and nonpastoral church staff after acquiring the approval of the board of elders.

He will not serve as the church moderator, vice-moderator, or secretary.

He will also perform such other duties in connection with the work of the church as will be delegated to him by the board of elders.

He will abide by the Word of God in his life, teaching, and preaching, taking great care in all his conduct so as to be esteemed a man of respect in the congregation and community.

### **9.03 Duties of an Associate Pastor.**

He will perform such duties in connection with the work of the church as prescribed by the senior pastor with the approval of the board of elders. He will directly report to the senior pastor unless otherwise stipulated.

Six months after he is hired and at the discretion of the board of elders, an associate pastor may be submitted to the membership for affirmation as an elder. If affirmed, he will be a voting member of the board of elders in conformity with section 8.08 "Elder Decision-making Process" paragraph 2 of these bylaws. He may participate in or lead ministry teams or other organizations of the church as approved or directed by the senior pastor in formal consultation with the board of elders (with the exception of personnel-related ministry teams).

He will abide by the Word of God in his life, teaching, and preaching, taking great care in all his conduct so as to be esteemed a man of respect in the congregation and community.

### **9.04 Termination of Pastors.**

A pastor will serve an unlimited term of service unless other arrangements are made at the time the call is accepted.

The relationship between a pastor and the church may be dissolved at the option of either, by giving two month's notice, or by any time period that is mutually agreed upon.

If a senior pastor should depart from the Word of God in his conduct or in doctrine as contained in the Statement of Faith of the church, or demonstrate proven ineffectiveness in ministry, the lay elders will admonish him in love. If this fails to achieve the desired result, the pastor may be suspended by action of the majority decision of the lay elders (having sought input and counsel from all associate pastors). In addition to the majority decision of the lay elders, the senior pastor may only be permanently discharged after the affirmation of the membership at a properly called members meeting that has been called specifically for that purpose. After hearing the reasons for his recommended dismissal, a pastor will be accorded the right of stating his position before the congregation. He (and his family) will absent himself at the time of voting. The decision of the lay elders to discharge the senior pastor will be affirmed by simple majority of the votes cast at the members meeting.

In the absence of a senior pastor, the board of elders will arrange for pulpit supply or appoint an elder-qualified interim pastor.

If an associate pastor should depart from the Word of God in his conduct or in doctrine as contained in the Statement of Faith of the church, or demonstrate proven ineffectiveness in ministry, the senior pastor and board of elders will admonish him in love. If this fails to achieve the desired result, the pastor and board of elders may further discipline the associate pastor as appropriate up to and including termination.

### **9.05 Other Employees.**

The church may employ others for the efficient operation of its ministries. These positions will be hired, overseen, and terminated by the senior pastor or his designee with the approval of the board of elders.

## **SECTION 10: INDEMNIFICATION**

### **10.01 Scope of Indemnification.**

The board of elders may indemnify and advance the church-related expenses of any officer, employee, or agent of the church.

Subject to the provisions of the final paragraph of this section, the church shall indemnify any elder or deacon or former elder or deacon of the church against claims, liabilities, expenses, and costs necessarily incurred by him in connection with the defense, compromise, or settlement of any action, suit, or proceeding, civil or criminal, in which such person is made a party by reason of being or having been an elder or deacon, to the extent not otherwise compensated, indemnified, or reimbursed by insurance, if:

- a. The conduct of the elder or deacon was in good faith;
- b. The elder or deacon reasonably believed that his conduct was in the best interests of the church, or at least not opposed to its best interests; and
- c. In the case of any criminal proceeding, the elder or deacon had no reasonable cause to believe that his conduct was unlawful.

Notwithstanding the foregoing, the church may not indemnify an elder or deacon in connection with a proceeding brought against him by or in the right of the church, in which he was adjudged liable to the church, or where the elder or deacon is charged with receiving an improper personal benefit and he is adjudged liable on that basis.

### **10.02 Right to Impose Conditions to Indemnification.**

The church shall have the right to impose, as conditions to any indemnification provided or permitted in this section, such reasonable requirements and conditions as may appear appropriate to the board of elders in each specific case and circumstances, including, but not limited to, any one or more of the following: (a) that any counsel representing the party to be indemnified in connection with the defense or settlement of any proceeding shall be counsel mutually agreeable to the party and to the church; (b) that the church shall have the right, at its option, to assume and control the defense or settlement of any claim or proceeding made, initiated, or threatened against the party to be indemnified; or (c) that the church shall be subrogated, to the extent of any payments made by way of indemnification, to all of the indemnified party's right of recovery, and that the party to be indemnified shall sign all writings and do everything necessary to assure such rights of subrogation to the church.

### **10.03 Indemnification of Agents.**

The church shall have the right, but shall not be obligated, to indemnify any agent of the church not otherwise covered by this article to the fullest extent permissible by the laws of Colorado.

### **10.04 Savings Clause; Limitation.**

If this section or provision hereof shall be invalidated by any court on any ground, then the church shall nevertheless indemnify each person otherwise entitled to indemnification hereunder to the fullest extent permitted by law or by any applicable provision of this section that shall not have been invalidated. Notwithstanding any other provision of these bylaws, the church shall neither indemnify any person nor purchase any insurance in any manner or to any extent that would

jeopardize or be inconsistent with the qualification of the church as an organization described in Internal Revenue Code section 501(c)(3), or that would result in the imposition of any liability under Internal Revenue Code section 4941.

## **SECTION 11: DIVISION**

If there is a division in the church, which we trust that God in His grace will prevent, the ownership and possession of the church's property shall remain with the church as governed by those elders, officers, and members acting consistently with these bylaws. No individuals, group, or faction leaving the church shall have any claim to or interest in the property of the church. If the church ever decides to withdraw from the Evangelical Free Church of America, the church will retain possession and ownership of its property. Such a withdrawal shall not constitute a dissolution.

## **SECTION 12: MISCELLANEOUS**

### **12.01 Amendments.**

These bylaws may be amended only when the amendment is presented in written form by the board of elders and discussed at a properly called regular or special members meeting held at least one month prior to vote. Amendments may then be approved at a subsequent properly called regular or special members meeting by at least 75% of the votes cast.

### **12.02 Public Accountability.**

The church shall provide for all financial reports necessary or desirable for a charitable organization exempt from tax under Internal Revenue Code section 501(c)(3). The church may provide for an annual independent audit of its financial affairs. The church shall publish and make available to the general public all tax applications and returns as required for a charitable organization exempt from tax under Internal Revenue Code section 501(c)(3).

### **12.03 Fiscal Year.**

The church's fiscal year shall begin January 1 and end on December 31.

### **12.04 Conflicts of Interest.**

If any elder, officer, pastor, or deacon becomes aware that the church is considering, directly or indirectly, entering a transaction with or making a gift to such person, any member of his family, or any entity in which that person has any legal, equitable, or fiduciary interest or position, including, without limitation, as a director, officer, shareholder, partner, beneficiary, or trustee, such person shall (a) promptly inform those charged with approving the transaction on behalf of the church of such person's interest or position; (b) disclose any material facts within such person's knowledge that bear on the advisability of such transaction from the standpoint of the church; and (c) abstain from voting on the decision to make such a gift or enter into such transaction.

If the church makes any gift, or otherwise enters into any transaction, that involves any actual or potential conflict of interest, the fact of the conflict and of compliance by all parties with the requirements of this section shall be recorded in the minutes of the proceedings approving such grant or other transaction.

The elders, officers, employees, and agents of the church shall also faithfully observe and comply with any other policies or procedures adopted by the church from time to time to ensure that

conflicts of interest and any other matters bearing on the proper and ethical conduct of corporate affairs are appropriately and effectively monitored, disclosed, and dealt with in the best interests of the church.

**12.05 Loans to Members, Elders, Officers, or Deacons Prohibited.**

The church shall make no loans to or co-sign any loan for any person. Any elder, officer, or deacon who assents to or participates in the making of any such loan shall be jointly and severally liable to the church for the amount of such loan until it is repaid.

**12.06 Severability.**

The invalidity of any provision of these bylaws shall not affect the other provisions hereof. In any such event, these bylaws shall be construed in all respects as if such invalid provision were omitted.