

The Constitution of ST. MARK LUTHERAN CHURCH Battle Creek, Michigan

PREAMBLE

The Holy Scriptures do not prescribe a form of polity for a local congregation. Congregations are free to structure themselves in a way that they believe will be most effective for carrying out the Great Commission of our Lord (Matthew 28:18-20) in a manner that is in harmony with the Holy Scriptures, the Lutheran Confessions, and the teachings and practices of The Lutheran Church—Missouri Synod (LCMS). Since God requires that his people conform to his divine Word in doctrine and in practice (Deuteronomy 6:1-12; Joshua 24:14-15; Psalm 119:105-112; Micah 6:8; Mark 1:16-18; John 20:30-31; Acts 1:1-8; Romans 1:16-18; Philippians 2:1-11; Colossians 2:6-15; 2 Timothy 4:1-5; 1 Peter 5) and that all things be done decently and in order (1 Corinthians 14:26-40; 1 Timothy 2 & 3); we, the members of St. Mark Lutheran Church, located in Battle Creek, Michigan, accept and subscribe to the following Constitution and Bylaws, by which all spiritual and material affairs of our congregation shall be governed.

ARTICLE I: NAME

The name of this congregation shall be St. Mark Lutheran Church of Battle Creek, Calhoun County, Michigan.

ARTICLE II: PURPOSE

The purpose of this congregation is to give honor and glory to the Triune God, to carry out His will, to proclaim the Gospel of Jesus Christ to all the world, to nurture the faith of its members, to manifest the unity of our faith in Jesus Christ as Lord and Savior, to foster Christian fellowship, to connect with the community in Christian love and service, and to extend a helping hand to human need by the preaching of the Word of God, by the administration of the Sacraments of Holy Baptism and the Lord's Supper, and by the instruction of all its members in the Christian faith, according to the doctrinal standard of the LCMS.

ARTICLE III: DOCTRINAL STANDARD

This congregation acknowledges and accepts:

- A. all the canonical books of the Old Testament and the New Testament as the revealed, inspired, and inerrant Word of God, and submits to them as the only infallible authority in all matters of faith and life (2 Timothy 3:14-17, 2 Peter 1:12-21).
- B. the three Ecumenical Creeds (Apostles', Nicene, and Athanasian), as true and faithful expositions of God's Word.
- C. all the confessional writings of the Evangelical Lutheran Church contained in the Book of Concord of the year 1580 as true and genuine expositions of the doctrines of the Bible. These confessional writings are the three Ecumenical Creeds, the Unaltered Augsburg Confession, the Apology of the Augsburg Confession, the Smalcald Articles, Luther's Large and Small Catechisms, the Treatise on the Power and Primacy of the Pope, and the Formula of Concord.

ARTICLE IV: SYNODICAL MEMBERSHIP

For the purposes of pastoral accountability, church worker education and training, and ecclesiastical resourcing and support; this congregation shall be a member of the LCMS as long as the Synod conforms to the doctrinal standards set forth in this Constitution. It shall send its pastor(s) and a lay delegate to the Michigan District convention and support the District in its mission of “vigorously making known the love of Christ by word and deed within our congregations, communities, and world”.

ARTICLE V: MEMBERSHIP

The membership of this congregation consists of:

A. Baptized Members

1. Membership: Baptized Members are all who have been baptized in the name of the Triune God (Matthew 28:19) and who are under the spiritual care of the pastor(s) of this congregation, including those children who have not yet been confirmed into Communing Membership.
2. Reception: Baptized Members are received through the Sacrament of Holy Baptism, through transfer from another Christian congregation, or with the consent of one or both parents or guardians in the case of children who have been baptized in another Christian congregation.
3. Duties: Baptized Members shall:
 - a. support and confess the doctrinal standards set forth in sections A and B of Article III of this Constitution; and
 - b. commit to growing in understanding of the doctrinal standards set forth in Article III of this Constitution; and
 - c. submit to the spiritual care and authority of the pastor(s) of this congregation (Hebrews 13:17); and
 - d. regularly attended worship services of this congregation in the current year (Hebrews 10:19-25); and
 - e. not be a regular attender of another congregation; and
 - f. strive to lead exemplary Christian lives in conformance to their baptismal vows (Matthew 5-7, Galatians 5:19-21); and
 - g. regularly and faithfully contribute their finances in the current year, as God has blessed them, towards this congregation (2 Corinthians 9:6-7); and
 - h. devote their time, energy, and resources to the extension of the Kingdom of God; and
 - i. permit themselves to be fraternally admonished and corrected when they have erred (Matthew 18:15-20, Galatians 6:1-2, James 5:19-20); and
 - j. not be members of organizations of an anti-Christian character which deny the Holy Trinity, the deity of Christ, the Vicarious Atonement, and other Scriptural doctrines.

Exceptional cases are to be dealt with in accordance with the applicable procedure outlined in the Handbook of the LCMS (1 Corinthians 10).

4. Termination: Any Baptized Member may be removed from this congregation's Baptized Membership upon:
 - a. the death of the member; or
 - b. failure to fulfill any of the duties of Baptized Members set forth in Article V of this Constitution; or
 - c. rejection of the doctrinal standards set forth in sections A and B in Article III of this Constitution; or
 - d. consistent conduct in a grievous and anti-Christian manner shall be admonished according to Matthew 18:15-20. If the Baptized Member refuses admonishment from the Senior Pastor, and then the Senior Pastor and the Head Elder (or their designee), the Senior Pastor shall make a case to the Board of Elders. The Board of Elders will then give their recommendation to the Voters' Assembly for a decision.

A two-thirds majority vote is required to excommunicate a Baptized Member

B. Communing Members

1. Membership: Communing Members are those Baptized Members who:
 - a. confirm their subscription to all doctrinal standards set forth in Article III of this Constitution.
2. Reception: Communing Members are all Baptized Members who conform to all doctrinal standards set forth in Article III of this Constitution and receive the Lord's Supper with this congregation.
3. Duties: Communing Members shall:
 - a. partake of the Lord's Supper frequently. (Matthew 26:26-28, 1Corinthians 11:17-34)
4. Termination: In addition to the guidelines for termination of Baptized Membership, a Communing Member may be removed from this congregation's Communing Membership upon:
 - a. rejection of the true nature of the sacrament according to the Confessional Writings of the Evangelical Lutheran Church set forth in section C of Article III of this Constitution.

C. Voting Members

1. Membership: Voting Members are all Communing Members who:
 - a. have reached the age of 18 years; and
 - b. have signed an Affirmation of Voting Membership made available before each Voter's Assembly which outlines the beliefs of this congregation as described in Article III of this Constitution; and

- c. have attended one (1) of the last three (3) Voters' Assemblies.
2. Reception: Communing Members are received as Voting Members by signing, before every Voters' Assembly, an Affirmation of Voting Membership which summarizes the distinct beliefs listed in Article III of this Constitution.
3. Duties: Voting Members shall:
 - a. attend and vote at any special or regular Voters' Assemblies.
4. Termination: Any Voting Member may be removed from this congregation's Voting Membership upon:
 - a. failure to sign the Affirmation of Voting Membership; or
 - b. failure to attend one (1) of the last three (3) Voters' Assemblies.
5. Reinstatement: A Communing Member shall be reinstated into Voting Membership when, after attending one of the last three (3) Voters' Assemblies where they abstained from voting, they sign the Affirmation of Voting Membership at a subsequent Voters' Assembly.

ARTICLE VI: THE OFFICES OF PASTOR OR OTHER CALLED CHURCH WORKERS

The Voters' Assembly of this congregation shall have the exclusive right to call a Senior Pastor, and this right shall not be delegated to a smaller body and never to an individual. All other commissioned ministers and called church workers may only be called upon the majority vote of the Church Council and a majority vote of the Board of Elders.

A. Senior Pastor

1. Membership: The office Senior Pastor shall be conferred only upon ordained ministers who are members of the LCMS who:
 - a. adhere to the doctrinal standard set forth in this Constitution; and
 - b. who are qualified for the work of the ministry to which they are called; and
 - c. are candidates for the pastoral ministry who have satisfied the qualifications and requirements for assignment of first calls by the LCMS.
2. Reception: When calling a Senior Pastor, the Board of Elders, in conjunction with the Church Council, shall appoint a Call Committee which shall contact the Circuit Visitor and the President's Office of the Michigan District for their advice, prayers, and recommendations, publish a request to the congregation to identify qualified candidates, and prayerfully review all candidates for consideration. The Call Committee shall present a Call List of qualified candidates at a regular or a special meeting of the congregation with or without a recommendation. The congregation's Voting Members shall then vote on candidates on the Call List until a candidate is selected by majority vote. Nominations from the floor which have not been approved by both the Michigan District office and the Call Committee will not be considered.
3. Duties: In addition to the duties described in the Constitution and Bylaws of this congregation, the Senior Pastor shall operate according to the guidelines set forth in the Policy Manual of this congregation and the Staff Policy Manual.

4. Termination: The Senior Pastor may only be removed from office in Christian and lawful order by a two-thirds majority ballot vote of the Voters' Assembly for one of the following reasons:
 - a. persistent adherence to false doctrine; or
 - b. leading a scandalous lifestyle; or
 - c. willful neglect of the duties of office; or
 - d. inability to perform those duties; or
 - e. a domineering approach to the pastoral office or the respective call; or
 - f. prolonged incapacity; or
 - g. general incompetence.
5. Other: When a vacancy occurs in an office of a Senior Pastor, the congregation shall notify the President of the Michigan District to receive assistance in temporarily filling the vacancy and to receive his counsel in calling a new Senior Pastor.

B. Other Called Workers:

1. Membership: The office of commissioned ministers and called workers shall be conferred only upon commissioned workers and called workers who are members of the LCMS who:
 - a. adhere to the doctrinal standard set forth in this Constitution; and
 - b. who are qualified for the work of the ministry to which they are called; and
 - c. who are candidates of LCMS colleges, universities, or seminaries who have satisfied the qualifications and requirements for assignment of first calls.

Commissioned ministers and called workers in good standing from church bodies that are formally recognized to be in altar and pulpit fellowship with the LCMS may also receive a call when agreements for such calls are in place.

2. Reception: When hiring called workers, the congregation will follow the guidelines set forth in the Policy Manual and Staff Policy Manual of this congregation.
3. Duties: In addition to the duties described in the Constitution and Bylaws of this congregation, all called workers shall operate according to the guidelines set forth in the Policy Manual of this congregation, the Staff Policy Manual, and the terms of their job description.
4. Termination: All other commissioned ministers and called church workers may only be terminated upon the majority vote of the Church Council and a majority vote of the Board of Elders.

ARTICLE VII: AUTHORITY OF THE CONGREGATION

- A. Authority: The Voters' Assembly is the governing body of this congregation and is the final authority of the congregation with the sole responsibility for:
 1. amending the Constitution and Bylaws; and
 2. purchasing or selling real property, other than staff housing; and

3. approving the annual expenditure limit of the operating budget; and
 4. electing the Church Council and approving the appointments to the Board Elders; and
 5. dismissal of Church Council members or Board of Elder members; and
 6. calling a Senior Pastor; and
 7. borrowing funds over 2% of the annual operating budget in any fiscal year; and
 8. excommunicating unrepentant members from the congregation; and
 9. delegating special tasks to the Church Council.
- B. Decisions: All matters of doctrine and of conscience shall be decided only by the Word of God and the doctrinal standard set forth in Article III of this Constitution. All other matters shall be decided by a majority vote of the Voters' Assembly unless otherwise specified by the Constitution or the Bylaws of this congregation.
- C. Oversight within Congregation: The establishment and conduct of all organizations within the congregation or related directly to the congregation shall be subject to the overall authority and general oversight of the Voters' Assembly.
- D. Meetings: Meetings of the Voters' Assembly shall be held, called, and announced as determined in the Bylaws of this congregation.

ARTICLE VIII: OFFICERS, BOARDS, AND MINISTRY TEAMS

Congregations are at liberty to determine their own organizational and operational structures consistent with local and state requirements for not-for-profit corporations. Constitutions should establish only those offices, boards, and other ministry teams that form the essential framework of the congregation.

The officers of this Congregation shall be such officers as the Bylaws of this congregation prescribe. Congregational officers and boards, whether elected or appointed, shall have no authority beyond that which has been conferred upon them by the Voters' Assembly; and whatever authority may have been delegated to them may be altered or revoked.

ARTICLE IX: DIVISION

If at any time a formal division of the congregation should take place for any reason, the following principles will govern:

- A. Property: The property of the congregation and all benefits connected therewith shall remain with those Voting Members who continue to adhere in profession and practice to the doctrinal standards set forth in Article III of this Constitution.
- B. Dissolution: In the event this congregation closes, all property shall be disposed of by the final Voters' Assembly for the payment of debts and all just claims against the congregation, and any and all surplus and all rights connected therewith shall be conveyed to and become the property of the Michigan District of the LCMS.

ARTICLE X: DOCTRINAL LITERATURE

All worship and study resources used in this congregation shall conform to the doctrinal standards of Article III of this Constitution.

ARTICLE XI: BYLAWS

This congregation may adopt such Bylaws as may be required for the accomplishment of its purpose.

ARTICLE XII: AMENDMENTS

- A. Amendment: Amendments to this Constitution may be adopted at a Voters' Assembly provided:
1. they do not conflict with a Scriptural doctrine or practice laid down in Article III of this Constitution; and
 2. the proposed amendment has been published and communicated at least two successive weekends prior to the meeting at which the proposed amendment is to be acted upon; and
 3. changes to Articles II, III, VI and X of this Constitution do not alter the provision's essential meaning; and
 4. an affirmative vote of a two-thirds majority of the voters present is secured.
- B. Submission: The revised Constitution shall, as a condition of continued membership in good standing in the LCMS, be submitted to the President's Office of the Michigan District for review by the District's Constitution Committee.

The Bylaws of ST. MARK LUTHERAN CHURCH Battle Creek, Michigan

ARTICLE I: VOTERS' ASSEMBLY

A. Members:

1. Members of the Voters' Assembly shall consist of all Voting Members of the congregation as described in Article V of the Constitution of this congregation.

B. Meetings:

1. It shall be the duty of the Church Council of this congregation to make available a copy of the Constitution and Bylaws at all times.
2. The annual meeting of the Voters' Assembly will be scheduled by the President of the congregation who will chair the meeting. Notice of the meeting, place, date, time and the agenda will be published and communicated at least two successive weekends prior to the meeting date.
3. Special meetings of the Voters' Assembly must also be published and communicated to the congregation at least two successive weekends prior to the meeting date.
4. Special meetings of the Voters' Assembly may only be called by:
 - a. the Senior Pastor; or
 - b. the Head of the Board of Elders; or
 - c. the President of the Congregation; or
 - d. a majority of the Church Council; or
 - e. a majority of the Board of Elders.
5. The President of the congregation shall also call a special meeting of the Voters' Assembly upon receipt of a petition signed by 20% of the Voting Membership of the congregation. The President shall then publish and communicate the purpose, date, time and place of the meeting at least two successive weekends prior to the meeting date.
6. It shall be the duty of all Voting Members to attend the annual Voters' Assembly and any special congregational meetings. It shall also be their Christian duty to accept nomination for office, task force appointments, ministry team invitations, and other positions if possible; and, generally, to participate in the business activities of the Voters' Assembly. Absence shall not waive the right of election or appointment to an office provided the person has consented to nomination for the position.

- ### **C. Quorum and Decisions:**
- The Voting Members present at a properly called meeting shall constitute a quorum. Decisions will be made by a simple majority of those present and voting unless the

Constitution specifies otherwise. By failing to attend such meetings, Voting Members waive the right to cast their vote during those meetings.

D. Order of Business:

1. The meeting of the Voters' Assembly shall be conducted in accordance with the Constitution and Bylaws and shall include the reading of God's Word and prayer. Minutes of the prior meeting shall be available for review and approval.
2. For questions concerning parliamentary procedure not specified in the Constitution or Bylaws of this congregation, the latest edition of "Robert's Rules of Order" shall be followed.

ARTICLE II: OFFICERS OF THE CONGREGATION

A. Membership: The officers of the Congregation shall be the:

1. President; and
2. Vice President; and
3. Treasurer; and
4. Secretary.

B. Reception: These offices will be elected by the Voters' Assembly for two-year terms. The President and Vice President are elected on odd numbered years; the Secretary and Treasurer are elected on even numbered years. The officers of the Congregation shall be the same as the officers of the Church Council.

ARTICLE III: THE CHURCH COUNCIL

A. Membership: The members of the Church Council shall be the:

1. congregational officers; and
2. the Head of the Board of Elders; and
3. the Property Chair; and
4. the Our World for Children Board Chair; and
5. the Finance Director and the Senior Pastor will serve the Council as ex-officio members.

All members of the Church Council shall be Voting Members of the congregation. Immediate family (parents, grandparents, siblings, children, etc.) shall not occupy positions on the Church Council during the same term. Paid staff shall not serve as members on the Church Council (other than as ex-officio members).

B. Duties: In accordance with Articles II and III of this Constitution, it shall be the duty of the Church Council to:

1. establish the mission, vision, and values of this congregation and early childhood center along with the outcomes and major goals necessary to achieve them; and
2. to oversee the leadership of the Senior Pastor and his coordination of all ministries, including OWC; and

3. to develop and enforce policies on matters affecting the overall operation of the congregation; and
4. to decide on matters not reserved for the Voters' Assembly or otherwise delegated to a specific staff member, ministry team, or task force.

C. Meetings: The following principles will govern all Church Council meetings:

1. meetings shall be held as frequently as necessary to accomplish its purposes, but not less than ten times per year at a day, time, and place determined by the President of the congregation; and
2. The Senior Pastor or President of the congregation may call special meetings of the Church Council or the officers of this congregation by informing Council members of the day, time, and place at least twenty-four hours in advance; and
3. all meetings of the Church Council are open to the Voting Membership of the congregation; and
4. while Voting Members may attend, listen, and comment during designated times during the meeting, they will not have voting power on the Church Council; and
5. if a Voting Member would like to address an issue with the Council, they must first meet with the President of the Congregation or the Senior Pastor prior to their attendance at a Council Meeting before submitting an agenda item. The Church Council will follow proper procedure from Robert's Rules of Order in determining the conduct of the Voting Member, the validity of the proposed agenda item, if the issue will be on the agenda for discussion during the next Council meeting, or if another type of meeting or response would better address the concern.

D. Quorum and Decisions: A majority of voting members of the Church Council shall constitute a quorum, and a majority vote of all members present is required to make a decision. The President or presiding chair shall not vote except in case of a tie. Any ex-officio members of the Church Council may not vote.

E. Other:

1. The Church Council, in consultation with the Senior Pastor, has the responsibility of recommending the establishment of or the dissolution of ministry teams or task forces which are required to carry out the work of the Council to accomplish the mission and ministry of the congregation. The Church Council shall furnish each appointed ministry team or task force with accurate information on their goals and objectives along with any respective job descriptions.
2. Senior Pastor Review Committee: The officers of the Church Council (President, Vice President, Treasurer, and Secretary) along with the Head Elder shall conduct the annual performance review of the Senior Pastor focusing on:
 - a. the congregation's alignment with its values, vision, and mission; and
 - b. achievements and outcomes of major goals presented at the Voters' Assembly; and
 - c. his spiritual leadership of the congregation; and
 - d. his relational skills with the leadership, staff, volunteers and members of the congregation; and

- e. his administrative oversight of the staff and ministries of the congregation.

The Senior Pastor Review Committee shall also recommend to the Church Council his salary for the next year per the guidelines set forth in the Council Policy Manual and the Staff Policy Manual of this congregation.

ARTICLE IV: BOARD OF ELDERS

A. Membership: The Board of Elders will consist of male Voting Members of the congregation who:

1. demonstrate spiritual maturity; and
2. meet all the guidelines of both 1 Timothy 3:1-7 and Titus 1:5-9; and
3. are highly involved in the mission and ministry of the congregation.

B. Reception: The Elders shall annually elect their own Head Elder, who will serve as the Chair of the Board of Elders. The Board of Elders will have even-numbered membership, with no less than four members and no more than eight. Elders will serve a three-year term, with a limit of two terms. Elders may continue to serve after two terms after a one-year hiatus. The Senior Pastor will serve as one of the required members of the Board of Elders as an ex-officio member. Additional elders will be nominated by the Senior Pastor and the Head Elder for appointment by the Board of Elders and approval during the annual Voters' Assembly.

If any position is vacated on the Board of Elders, the Senior Pastor and the Head Elder will appoint a qualified person to fill that position.

C. Duties: The Elders; as an advisory arm to and extension of the pastoral office, and as recognized spiritual leaders of the congregation shall:

1. assist the Senior Pastor in all matters pertaining to the spiritual care of the congregation; and
2. cultivate peace, harmony, and love among the leadership, staff, volunteers, and members of the congregation; and
3. ensure the proper preaching and teaching of the Word of God and the administration of the Sacraments of Baptism and the Lord's Supper in accordance with the doctrinal standards of Article III of the Constitution; and
4. pray for, encourage, support, and advise the Senior Pastor spiritually, vocationally, emotionally, intellectually, and physically.

D. Meetings: The Elders shall meet at least quarterly, or as often as needed, to accomplish their purpose.

E. Quorum and Decisions: A majority of members of the Elders shall constitute a quorum, and a majority vote of all members present is required to make a decision.

F. Other: The Elders may appoint through their Chair as many teams and task forces as necessary to fulfill their purpose and accomplish their work. The Board of Elders shall report its activities and decisions to the Church Council through its Chair, the Head Elder.

ARTICLE V: ADDITIONAL BOARDS:

In addition to the Church Council and the Board of Elders, this congregation shall also have the following boards:

A. Our World for Children Early Childhood Center Board:

1. Membership: The Our World for Children (OWC) Board shall consist of:

- a. a Chair, who is a Voting Member of this congregation; and
- b. no less than four (4) members appointed by the Chair, to two-year terms; and
- c. the Director of Our World for Children as an ex-officio member.

One member of the Finance Team must serve as part of this Board. Sixty percent (60%) of the OWC Board must be Voting Members of this congregation.

2. Reception: The OWC Board shall:

- a. nominate a Chair for election for a two-year term at the annual Voters' Assembly of this congregation; and
- b. annually elect its Vice Chair and Secretary.

3. Duties: The OWC Board is an advisory body and not a legislative body. As such, they are an extension of the Director's Office, shall assist the Director in all matters relating to the operation of OWC. It shall:

- a. counsel the OWC Director in setting policies regarding the operation of the Center; and
- b. promote the Center both within this congregation and out in the community; and
- c. counsel the OWC Director in matters regarding the supervision of staff and teachers; and
- d. counsel the OWC Director in the instruction, care, and spiritual direction of students; and
- e. along with the Senior Pastor, shall serve as the appeal agency for disputes arising from staff, teachers, or parents; and
- f. report its activities and decisions to the Church Council through its Chair.

See the Policy Manual of this congregation and the OWC Handbook for any additional duties of the OWC Board.

- 4. Meetings: The OWC Board shall meet quarterly or as often as needed to accomplish its work.
- 5. Quorum and Decisions: Majority of members of the OWC Board shall constitute a quorum, and a majority vote of all members present is required to make a decision.
- 6. Other: The OWC Board shall appoint through its Chair as many teams as necessary to accomplish its work.

B. Finance Team

1. Membership: The Finance Team shall consist of:

- a. a Chair who is the Treasurer of this congregation; and

- b. the Finance Director of this congregation; and
 - c. at least three (3) members appointed by the Chair, who must be Voting Members of this congregation.
- 2. Reception: The Finance Team should annually elect its Secretary.
- 3. Duties: The Finance Team is an advisory body and not a legislative body. As such, in behalf of this congregation and the early childhood center, they shall:
 - a. review all receipts and disbursements; and
 - b. monitor internal financial controls and procedures; and
 - c. give their concerns and endorsements of the annual budget to the Church Council; and
 - d. review the purchase, sale, mortgage, or lease of property which is owned by the congregation as directed by the Church Council; and
 - e. review the purchase, sale, mortgage, or lease of staff housing which is owned by the congregation as directed by the Church Council; and
 - f. review any debt obligations of the congregation.

See the Policy Manual of this congregation for any additional duties for the Finance Team.

- 4. Meetings: The Finance Team shall meet quarterly or as often as necessary to accomplish its work.
- 5. Quorum and Decisions: A majority of the Finance Team shall constitute a quorum, and a majority vote of all members present is required to make a decision.
- 6. Other: The Finance Team through its Chair shall appoint as many teams as necessary to accomplish its work.

C. Property Team

- 1. Membership: The Property Team shall consist of:
 - a. a Property Chair, elected by the congregation on odd numbered years for a two-year term; and
 - b. the Facilities Coordinator of this congregation and OWC; and
 - c. at least two (2) Property Team Volunteers who are appointed by the Chair, who are Voting Members of this congregation; and
 - d. the Treasurer of this congregation or his/her appointee from the Finance Team.
- 2. Reception: The Property Team shall annually elect its Secretary.
- 3. Duties: The Property Team is an advisory body and not a legislative body. As such, they shall:
 - a. review the safety, functionality, and physical operation of all the congregation's properties, buildings, and grounds (campus); and

- b. assist the coordination of professional and volunteer human resources to perform work for the campus as needed; and
- c. monitor the proper management of all maintenance contracts; and
- d. provide an ongoing plan of required maintenance, upgrades, and improvements for the campus;
- e. report their progress through the Property Chair to the Church Council; and
- f. communicate their financial needs with the Finance Team and the Church Council and operate within their annual budget.

See the Policy Manual of this congregation for any additional duties of the Property Team.

- 4. Meetings: The Property Team shall meet at least quarterly or as often as needed to accomplish its work.
- 5. Quorum and Decisions: A majority of the Property Team shall constitute a quorum, and a majority vote of all members present is required to make a decision.
- 6. Other: The Property Team through its Chair shall appoint as many teams as necessary to accomplish its work.

All unbudgeted expenditures of the Property Team above the limits set by the Church Council must be approved by the Church Council in consultation with the Finance Team and/or the Finance Director of the congregation.

ARTICLE VI: NOMINATION/ELECTION OF MEMBERS OF THE CHURCH COUNCIL

A. Nomination Procedure:

- 1. The President of the congregation will select a Nominating Team of not less than six (6) Voting Members of the congregation, including:
 - a. the President; and
 - b. the Senior Pastor; and
 - c. one other Church Council member; and
 - d. one Elder; and
 - e. at least two (2) Voting Members of the congregation not currently serving on the Church Council.
- 2. The Nominating Team will prepare a single slate of candidates drawn from Voting Membership of the congregation. The Nominating Team will ensure a candidate's willingness to serve before placing any names on the slate of candidates.
- 3. The Nominating Team shall notify the proposed slate of candidates to the Church Council so the slate may be published for congregational review through the means approved by the Church Council at least two successive weekends prior to the annual Voters' Assembly for acceptance and/or amendment.

4. At the annual Voters' Assembly, nominations may be made from the floor, providing the nominee's consent has been secured. A majority vote is required for election.
- B. Election Procedure: At the annual meeting of the Voters' Assembly, the slate of candidates shall be elected to their respective offices by a simple majority of Voting Members present and voting.
- C. Vacancies of Elected Positions: If any elected position is vacated, the Church Council will appoint a person to fill that position for the remainder of the unexpired term.
- D. Term of Office: The term of office of all elected positions shall be two years. Those elected shall assume their duties on the 1st day of the month following their election. No person shall serve in the same elected position for more than three consecutive terms.

ARTICLE VII: DUTIES OF OFFICERS

- A. President: All boards and ministry teams of the Church Council shall be responsible to the President, except the Board of Elders. The President of this congregation shall:
 1. schedule, call to order, and preside over meetings for the Church Council; and
 2. preside at all meetings of the Voters' Assembly; and
 3. enforce the Constitution and Bylaws of the congregation; and
 4. sign all contracts which are approved by the Voters' Assembly or by the Church Council or may delegate such authority to the Vice-President, the Treasurer, or to the Secretary.
- B. Vice-President: The Vice-President shall:
 1. perform the duties of the President in the President's absence, disability, or by the President's request; and
 2. participate in any executive session of the congregation's officers; and
 3. contribute to the work of the Church Council; and
 4. serve as a consultant to the President when necessary; and
 5. update the Church Council on the status of all impending term limits.
- C. Secretary: The Secretary shall:
 1. record the proceedings of any Church Council meetings and present them for approval at the following meeting; and
 2. furnish a copy of the Constitution and Bylaws for the congregation to review at least two successive weekends prior to the annual meeting of the Voters' Assembly and ensure an electronic copy may also be made available online; and
 3. furnish a copy of the Constitution and Bylaws, and a copy of the Policy Manual of this congregation to each new member of the Church Council.
- D. Treasurer: The Treasurer shall:

1. be responsible for ensuring the accurate recording of receipts and disbursements and the prompt payment of all salaries and bills for the congregation and the early childhood center; and
2. present a written financial statement at each regular meeting of the Church Council; and
3. advise the Church Council on financial matters; and
4. submit financial records for an annual financial review the Church Council and at the subsequent annual meeting of the Voters' Assembly; and
5. serve as the Chair of the Finance Team.

ARTICLE VIII: INDEMNIFICATION

- A. Those members duly elected or appointed by the Church Council who do not receive anything of value from this congregation for serving as Church Council Members other than reasonable per diem compensation and/or reimbursement for actual, reasonable and necessary expenses incurred by Council members shall be deemed a "Volunteer" for all purposes hereunder.
- B. A Volunteer Church Council Member shall not be personally liable to the congregation or its membership and/or members for monetary damages for any breach of Church Council Member's fiduciary duty except for liability arising from or relating to:
 1. a breach of the duty of loyalty to the congregation or its members;
 2. acts or omissions not in good faith or the involvement of intentional misconduct or a knowing violation of law;
 3. an act in violation of the provisions of Michigan Law, specifically MCLA 450.2551(1);
 4. any transaction from which a Church Council Member derives an improper personal benefit;
 5. any act or omission resulting in liability occurring before the date of the adoption and filing of this provision;
 6. any act or omission that is grossly negligent.
- C. The congregation shall assume all liability to any person or entity other than the congregation or its members for all acts or omissions of a Volunteer Church Council Member occurring on or after the date of adoption and filing of this provision.
- D. The congregation, by adoption of a resolution in accordance with its Articles of Incorporation and Bylaws, and pursuant to the provisions of Public Act 170 of the Michigan Public Acts of 1987, shall have the power to indemnify those persons serving in the position of, or at the request of the Corporation, as an officer, Trustee, Non-director Volunteer, Employee or Agent against expenses, including attorney fees, judgments, penalties, fines and amounts paid in settlement actually and reasonably incurred by a person in connection with any actions, suits or proceedings, formal or informal, relating to the service of said individual on behalf of the congregation if such person acted in good faith and in a manner that the person reasonably believed to be in, or not opposed to, the best interest of the congregation, or other respect to any criminal action or proceeding if the person had no reasonable cause to believe that the conduct engaged in was unlawful. The congregation, through the Church Council, shall have such further or other authority to indemnify officers, Employees or Agents

consistent with the provisions of Michigan Law and specifically consistent with the provisions of Public Act 170, Michigan Public Acts of 1987, as amended.

ARTICLE IX: CHANGING THE BYLAWS

Amendments to these Bylaws may be adopted at a Voters' Assembly, provided:

- A. they do not conflict with the provisions of the Constitution pertaining to Scriptural doctrine and practices; and
- B. the proposed amendments have been published and communicated to the congregation at least two successive weekends prior to the meeting at which the proposed amendment will be acted upon; and
- C. an affirmative vote of two-thirds majority of eligible voters present is secured.