

## **DOOR CREEK CHURCH, INC. BY-LAWS**

We believe that Door Creek Church is an instrument of God that has as its purpose to bring glory to Him. These Bylaws are intended to assist the congregation to achieve this end. They specify the roles and responsibilities of Members; empower leaders to lead; give the congregation the means to hold leaders accountable; and provide governance principles consistent with those of the Evangelical Free Church of America. The Biblical functions and responsibilities of teaching, oversight, shepherding, discipline, care and serving are incorporated throughout the Bylaws.

### **Article I Authority and Responsibility**

Section 1.1. The Membership has ultimate responsibility, with corresponding authority, for all ministries, finances and facilities of Door Creek Church. The responsibilities not reserved to the Membership in these Bylaws are delegated to the Stewardship Board; those not reserved to the Stewardship Board are delegated to the Strategic Leadership Team; those not reserved to the Strategic Leadership Team are delegated to the Ministry Leadership Team; and those not reserved to the Ministry Leadership Team are delegated, through the Ministry Triads, to Ministry Teams.

### **Article II Membership**

Section 2.1. Criteria for Membership. Every person who meets the criteria for Membership set forth in Article V of the Constitution is eligible to be a member of Door Creek Church.

Section 2.2. Expectations of Members. Every member is expected to grow in love for God and others; to strive to live according to the teaching of the Word of God; to serve faithfully with time, gifts and resources; and to support the purposes of the Church and its leaders. Every member is expected to agree with Articles 1 through 8 and Article 10 of the Statement of Faith of the Evangelical Free Church of America.

Section 2.3. Admission and Release of Members.

2.3.1 Admission.

- 2.3.1.1 A person who desires to become a member of this church shall complete the membership requirements established by the Stewardship Board.
- 2.3.1.2 Upon the recommendation of the Strategic Leadership Team, the Board shall vote to receive new members. New members will be publicly recognized and welcomed.

2.3.2 Good Standing.

- 2.3.2.1 To remain in good standing, with voting privileges, Members will be expected to affirm in writing, before the Annual Meeting each year, that they remain committed to membership.
- 2.3.2.2 Any Member who does not annually affirm the desire to continue in membership, or who has been absent from the church without reasonable cause for one year or more is subject to removal from the roll of voting Members.
- 2.3.2.3 Discipline of any Member in accordance with Article V(2) of the Constitution is to have the objective of bringing the person to repentance and restored relationship with the Lord and within the church. The Strategic Leadership Team is responsible for initiating and conducting the discipline according to Biblical standards and the pattern established in Matthew 18:15-17.

2.3.3 Release. A Member may be released from membership by voluntary withdrawal or by an affirmative vote of the Board upon the recommendation of the Strategic Leadership Team.

- 2.3.3.1 Members wishing to withdraw their membership should notify the Strategic Leadership Team.

Members in good standing who desire to join another church may request a letter of recommendation.

Section 2.4 Privileges and Responsibilities Reserved to the Membership; Delegation.

2.4.1 Privileges and Responsibilities. The Membership is responsible for establishing ministries that are consistent with the spiritual purposes of the Church, for insuring that the ministries are carried out in a manner consistent with scriptural teachings, and for insuring that the finances and facilities are adequate to meet the needs of those ministries. Accordingly, the following specific privileges and responsibilities are reserved to the Membership.

- (1) To elect the Stewardship Board;
- (2) To call the Lead Pastor.
- (3) To remove the Lead Pastor;
- (4) To approve the purchase, disposition, or any modification that alters the value of real property; and to borrow money;
- (5) To adopt and/or amend the Constitution and Bylaws;
- (6) To adopt the Church budget;
- (7) To dissolve the Church and dispose of assets in accordance with Article VI of the Constitution.

2.4.2 Delegation. The Congregation delegates the responsibility for oversight of ministries, finances and facilities and otherwise to direct the affairs of the Church to the Stewardship Board (“the Board”) within the limits of the authority and responsibilities prescribed in these Bylaws. The Board is accountable to the Congregation for carrying out these responsibilities.

Section 2.5. Meetings of the Membership.

2.5.1 Annual and Other Meetings. The Annual Meeting of Members shall be held in August of each year, or at such time as the Board may, from time to time, determine. Other Meetings of Members shall be held at such times as the Board shall determine.

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2.5.1.2 Ministry Evaluation and Plans. A report on ministry evaluation and the annual ministry plan is to be provided at or in advance of the Meeting where the budget for the next fiscal year is presented.

2.5.1.3 Reports. Reports on the ministries, finances and facilities of the church are to be given at or in advance of every Annual and Other Meeting. Members are to vote on those matters reserved to the Membership in Section 2.4.1 of these Bylaws, and on other matters as may be required by these Bylaws and/or those recommended by the Stewardship Board for action of the Members.

2.5.2 Special Meetings. Special meetings may be called from time to time, as needed, by the Chair, the Board, or by written request signed and dated by ten percent (10%) of the Members and delivered to the Chair or Secretary. The record date for determining ten percent (10%) of the voting Membership is 30 days before the date the demand for a Special Meeting is delivered to the Chair or the Secretary.

2.5.3 Location. All meetings shall be held at the Church unless the meeting notice designates another place.

#### 2.5.4 Notice.

- 2.5.4.1 Notice of Membership Meetings. Notice of meeting is to state the place, date and time, and be announced on the two (2) successive Sundays prior to the meeting, and also published in writing at least 14 days in advance of the meeting. If any of the following matters is to be voted upon, the notice, including a copy and/or summary of the matter(s) to be considered and the action being recommended, is also to be mailed to Members' homes:
- (1) Amendments to the Articles of Incorporation, Constitution and/or Bylaws;
  - (2) Call and/or dismissal of Lead Pastor;
  - (3) Purchase or disposition of real property;
  - (4) Removal of a Steward from the Stewardship Board;
  - (5) Steward and/or Officer Conflict of Interest;
  - (6) Indemnification for legal costs;
  - (7) Merger, dissolution or other matters affecting the existence of the Church.
- 2.5.4.2 Special Meetings. In addition to the requirements of Section 2.5.4.1, notice of a Special Meeting is also to describe the purpose or purposes for which the meeting is called. Only those matters described in the notice of Special Meeting may be considered and/or acted upon.
- 2.5.4.3 Waiver of Notice. A Member's attendance at a meeting waives any objection to either lack of notice or defective notice.

#### 2.5.5 Quorum and Voting Requirements.

- 2.5.5.1 Quorum. Unless the Constitution or these Bylaws specify a larger quorum for specific matters, official action may be taken when a quorum of at least twenty percent (20%) of the voting membership is present. If a quorum is *not* present, an advisory vote may be taken, thereby authorizing the Board to take action on the matter or matters properly presented to the Membership; nevertheless, this paragraph does not give the Board authority to amend the Constitution or Bylaws, or call the Lead Pastor, or dissolve the Church and/or dispose of assets.
- 2.5.5.2 Voting Member. Only Members who satisfy the requirements of Article V of the Constitution and Article II, Sections 2.1 and 2.2 of these Bylaws, and who are at least 16 years of age, shall be counted in the quorum and be allowed to vote. The Board is responsible to set a date for determining the number of active members for quorum and voting purposes, and the Strategic Leadership Team is responsible to determine the active status of those members entitled to vote.
- 2.5.5.3 Method of Voting. Any vote of the membership as provided in the Constitution or these Bylaws may be conducted in the manner, times and places as specified by the Board, including by written consent. Written ballot is to be used for choosing a pastor, election of Stewards and/or amendments to the Articles of Incorporation, Constitution and/or Bylaws. With respect to votes occurring during meetings, the Chair may choose the method of voting on all other matters unless a majority of members present chooses a specific method.
- 2.5.5.4 Vote required. Unless otherwise provided in these Bylaws, the Articles of Incorporation or the Constitution, the vote of a simple majority shall decide any action. Unless the Board authorizes absentee ballots or proxies, only the votes of members present shall be valid.

### **Article III Governance**

#### Section 3.1. The Stewardship Board.

- 3.1.1 Authority. Except for those powers and privileges that are reserved to or authorized by the Membership in Article II, Section 2.4 of these Bylaws, all corporate powers shall be exercised by or under the authority of the Stewardship Board, and the affairs of the Church shall be managed under

the direction of the Board.

3.1.2 Qualifications and Eligibility for Office. Only those persons who satisfy the following criteria are eligible to be elected to the Board:

- (1) A voting Member of the Church, in good standing, as defined in Sections 2.3.1 and 2.3.2, for at least two (2) years;
- (2) Agrees with, and is committed to, the Articles of Faith, mission and purposes of the Church;
- (3) Is a person of wisdom and sound judgment, competent and willing to carry out with diligence the duties of the office or offices to which elected or appointed;
- (4) Understands the responsibilities of, and is committed to, the role and function of a governing Board and is committed to attending the meetings of the Board;
- (5) Is a person of spiritual maturity and moral integrity, excellence and character who: sets an example for the believers in speech, in life, in love, in faith and in purity (I Timothy 4:12); needs not be ashamed and correctly handles the word of truth (II Timothy 2:15); pursues righteousness, faith, love and peace (II Timothy 2:22), and who seeks to apply Biblical principles for leadership including, at a minimum, those set forth in the Attachment, both in personal life and in service to the Church.

3.1.3 Composition, Number and Term.

3.1.3.1 Composition and Number. The Board shall consist of not less than eight (8) nor more than ten (10) Stewards and the Lead Pastor, who shall be an *ex officio* Steward with voting privileges. The Board shall determine any change in number within this parameter and notify the Membership accordingly.

3.1.3.2 Term of Office. The term of office for elected Stewards is three (3) years. The initial term for any Steward may be less than three (3) years so that, as far as possible, the term of office for one-third of the Stewards shall expire each year. A Steward, if otherwise qualified, may be re-elected for one (1) additional three-year term. After a two-year break in service, a person who meets the criteria of Section 3.1.2 is again eligible for nomination for a term, or terms, as described herein. Stewards shall take office immediately upon election.

3.1.3.3 Vacancies.

- (1) Occurrence. A vacancy occurs when a Steward resigns in writing, is removed from office, or dies. Vacancies shall be effective as of the earlier of the date notice is received, or the date stated in the resignation, or the date of removal or death.
- (2) Removal.
  - (a) Removal by Membership. A Steward or Stewards may be removed, with or without cause, by a majority vote of Members present and voting at a Membership Meeting. Notice of the meeting shall state that the purpose, or one of the purposes, of the meeting is the removal of the Steward(s).
  - (b) Removal by the Board. The Board may remove a Steward who fails to attend 25% of the Board's meetings unless absence is due to reasons acceptable to the Board.
- (3) Filling Vacancies. Should a vacancy occur, the Board shall elect a person to fill the position and complete the unexpired term of the Steward who vacated the office.

3.1.4 Meetings of the Board

3.1.4.1 Time and Place.

- (1) Regular meetings of the Board shall be held at least quarterly, or more frequently as needed, at the Church or at another location specified by the Board. Dates and times shall be announced at least one meeting in advance; no further notice is required. Board meetings are open to

Members unless the Board determines there is a need for a closed executive session to act on confidential matters.

- (2) Special meetings may be called by the Chair or by the Lead Pastor and may be held at the Church, at another location, or by telephone conference call. Notice of special meetings is to be given, by regular mail or e-mail and by telephone, at least two (2) days before the meeting is to take place, and is to include date, time, place and purpose of the meeting. A Steward's attendance waives objection to either lack of or defective notice.

3.1.4.2 Quorum and Voting.

- (1) Quorum. The presence of 70% of the Stewards constitutes a quorum.
- (2) Voting. If a quorum is present when a vote is taken, unless otherwise required by these Bylaws the affirmative vote of a majority of Stewards present is the action of the Board.
- (3) Consent Minutes. Should a quorum not be present at a meeting requiring action on an urgent matter, the matter may be deferred to a special meeting called for that purpose, or acted upon by unanimous written consent signed by all of the Stewards then in office.

3.1.5 Accountability and Responsibilities.

3.1.5.1 Accountability.

- (1) The Board is accountable to the Membership for the direction and oversight of ministries, facilities and finances of the Church.
- (2) The Board shall hold the Strategic Leadership Team accountable for the administration of ministries, finances and facilities.
- (3) The Board shall assure the Membership that Door Creek ministries are effective and fruitful, consistent with scriptural purposes and values, and have sufficient resources.
- (4) The Board shall assure the Membership that effective spiritual oversight is provided to all ministries.

3.1.5.2 Responsibilities. The Board is responsible to ensure that the Church accomplishes its mission; that the Membership's interests are appropriately addressed; and that activities are carried out in accordance with Biblical, ethical, and legal principles. In so doing, the Board has the following specific responsibilities:

- (1) To ensure that appropriate and adequate reports are made to the Membership;
- (2) To make recommendations to the Membership on matters reserved for action by the Membership (Section 2.4) and any other matters commonly acted upon by the Membership of churches with congregational governance;
- (3) To establish the criteria for the Lead Pastor and his delegates to develop ministry, facility and financial plans; to approve and/or refine those plans as recommended by the Lead Pastor, and to hold the Lead Pastor accountable for carrying out those plans; notwithstanding, the Board shall *not* develop and carry out such plans, nor direct, lead or oversee those responsible to carry out those plans;
- (4) To act upon any recommendation of the Lead Pastor to call and/or release other Strategic Leadership Team personnel contemplated in Section 4.2.6 and to recommend appropriate action to the Membership;
- (5) To establish primary policies setting forth parameters for carrying out the mission and purposes of the Church;
- (6) To establish the ministries that are essential to the ethos of the Evangelical Free Church of America and the mission and purpose of Door Creek Church, and to ensure that such ministries are included in the Ministry Vision and strategic planning;
- (7) To evaluate ministries in relationship to carrying out the mission and purposes of the

- Church.
- (8) To approve the appointment of Ministry Directors and act on other recommendations of the Strategic Leadership Team;
  - (9) To appoint the Registered Agent, auditors, Board committees and such other advisors as may be required by law and/or the Board's fiduciary responsibility;
  - (10) To elect the Church Officers;
  - (11) To appoint assistants for a Church Officer as may be needed; such appointments do not confer status as a Steward;
  - (12) To designate those persons who shall have authority to execute any instrument on behalf of, or that binds, the Church;
  - (13) To receive and act on accusations of unbiblical conduct of any Steward or member of the Strategic Leadership Team or the Ministry Leadership Team if there is testimony from two or three eyewitnesses (I Timothy 5:19);
  - (14) To carry out such other responsibilities as may be required by law or that are consistent with the Board's governing responsibility.

### 3.1.6. Committees of the Board.

3.1.6.1 Authority to Appoint. The Board may act as a "committee of the whole" or establish committees of the Board to assist it in carrying out the Board's responsibilities.

- (1) The authorizing resolution establishing a committee shall identify the committee's scope, accountability, responsibilities, and duration. No committee shall have power to act on any matter reserved to the Membership in Section 3.4.1, nor on any matter delegated to the Board in Section 3.1.5.2 of these Bylaws, nor does the delegation of authority to a committee relieve the Board or any Steward of any duty imposed by law.
- (2) At least three (3) Stewards shall be appointed to any committee that is empowered to act on behalf of the Board.

### 3.1.6.2 Nominating Committee.

- (1) At least 60 days before the Annual Meeting of the Membership, the Chair is to appoint a Nominating Committee consisting of the Lead Pastor, at least two elected Stewards, and up to two members at large from the Membership. Members of the Nominating Committee may not be nominated for election that year.
- (2) At least fourteen (14) days before the scheduled election, the Committee is to evaluate the positions on the Board that will need to be filled. The Nominating Committee shall solicit recommendations for nominees from the Membership, and submit to the Board for its approval those nominees for election who, in its judgment, are qualified and eligible, as specified in Section 3.1.2, to fill such positions as Stewards. The Nominating Committee may, but is not required to, submit more than one name for each open position.
- (3) At least ten (10) days before the scheduled election, the listing of nominees is to be mailed to the Membership. This listing is to include the respective qualifications of each nominee.

## Section 3.2 Church Officers.

3.2.1 Officers. The corporate Officers of the Church shall be the Chair, Vice Chair, Secretary, and Treasurer and such other officers as the Board may, from time to time, determine.

3.2.2 Election and Term. The Officers shall be elected annually for a term of one year by the Stewardship Board from their own number. Officers shall take office immediately upon election, and shall hold

office until their respective successors are duly elected. The same individual may hold more than one office, except that the same person shall not hold both the offices of Chair and Secretary.

### 3.2.3 Vacancies.

- 3.2.3.1 Occurrence. A vacancy in an office may occur by reason of resignation, removal, or death of an officer.
- 3.2.3.2 Removal. An Officer may be removed only by an affirmative vote of 75% of the Stewards, excluding the Officer, present at any regular or special meeting of the Board that is properly called and convened. The notice of the proposed action of removal is to be included in the notice of such meeting. An Officer subject to removal action shall first be given opportunity to present a defense at the meeting where removal action is to be taken.
- 3.2.3.3 Filling Vacancies. The Board shall fill a vacancy in any office for the unexpired term at any regular or special meeting.

### 3.2.4 Duties and Responsibilities.

#### 3.2.4.1 Chair. The Chair shall:

- (1) Coordinate and lead the work of the Board, its committees and the Officers;
- (2) Preside at all meetings of the Board and of the Membership;
- (2) Have authority to call special meetings of the Board or the Membership;
- (3) Have the authority to appoint Task Forces for specific purposes and needs;
- (4) Be a voting ex-officio member of all committees created by the Board;\_ and
- (5) Perform such other duties as may, from time to time, be assigned by the Board.

#### 3.2.4.2 Vice Chair. The Vice Chair

- (1) Shall perform those duties that may be assigned from time to time by the Chair and/or the Board and, in the absence of the Chair, serve as Chair;
- (2) Succeeds to the office of Chair if the Chair resigns, dies or is otherwise unable to perform the duties of the office.

#### 3.2.4.3 Secretary. The Secretary shall:

- (1) Be responsible for the accurate recording and custody of minutes of all meetings of the Board and the Membership, and for the custody of all minutes of all committees created by the Board;
- (2) Oversee the publication of notice of all meetings of the Membership as required by Section 2.5.4 of these Bylaws;
- (3) Authenticate and/or certify records of Door Creek Church, Inc.;
- (4) Have charge of all books, corporate documents and papers properly belonging to the office of Secretary, all of which shall be open to examination at a reasonable time by any Steward or Member;
- (5) Perform all duties incidental to the office of Secretary or requested by the Board.

#### 3.2.4.4 Treasurer. The Treasurer shall:

- (1) Fulfill the legal responsibilities required by law;
- (2) Recommend to the Board the scope of the annual assessment and the party or parties who will conduct the assessment.
- (3) Supervise the conduct of the annual assessment.

## Section 3.3 Conflicts of Interest.

- 3.3.1 Disclosure Required. Before engaging in any type of the following transactions that may present a conflict of interest, a Steward or Officer shall disclose all of the relevant facts to the Stewardship Board:

- (1) Any contract or business transaction with the Church in which the Steward or Officer, or a related third party, may directly or indirectly profit financially or materially;
  - (2) Any contract or business transaction that has a material financial interest that would be adverse to the Church.
- 3.3.2 Review and Action. After due deliberation to determine whether the contract or business transaction is just, fair and reasonable to, and in the best interest of, the Church, the Board shall vote to authorize, approve, ratify or prohibit the contract or transaction, or to refer action to the Membership on transactions related to purchase and disposition of real property. Although the interested Steward or Officer may be counted in the quorum for the meeting, the Steward or Officer shall not influence the deliberations of the Board, and shall leave the meeting during the discussion and vote.
- 3.3.3 Minutes. The minutes of the meeting are to reflect that the conflict of interest was disclosed and discussed, the action taken, and that the interested Steward or Officer was absent from the meeting during discussion and vote.

## Article IV Ministry

### Section 4.1 Ministry Leadership.

- 4.1.1 Composition. The Ministry Leadership consists of the Strategic Leadership Team, the Ministry Leadership Team, the Ministry Triads, and the Ministry Team Leaders.
- 4.1.2 Responsibilities. The Ministry Leadership has the responsibility within the authority granted by the Board, for carrying out all Church ministries, including programs, resources and facilities. Those responsibilities include (but are not limited to): teaching, spiritual oversight, shepherding, discipline, care and serving.
- 4.1.3 General Qualifications of Leaders. Every person appointed to the Strategic Leadership Team, the Ministry Leadership Team, or a Ministry Triad shall:
- (1) Personally agree with and be committed to Articles 1 through 8 and 10 of the Statement of Faith of the Evangelical Free Church of America and accept that Door Creek Church's position is further reflected in Article 9 of the Statement of Faith, and therefore will not teach contrary to Article 9, and agree with the mission and purpose of Door Creek Church;
  - (2) Be a person of spiritual maturity and moral integrity, excellence and character who: sets an example for the believers in speech, in life, in love, in faith and in purity (I Timothy 4:12); needs not be ashamed and correctly handles the word of truth (II Timothy 2:15); pursues righteousness, faith, love and peace (II Timothy 2:22), and who seeks to apply Biblical principles for leadership including, at a minimum, those set forth in the Attachment, both in personal life and in service to the Church.
  - (3) Be a person of wisdom and sound judgment, competent and willing to carry out, with diligence, the duties of the position to which called or appointed;
  - (4) Possess the maturity and specific gifts, qualifications and skills appropriate for the position and level of responsibility to which called or appointed.
  - (5) Be a member in good standing of the Church.
- Qualifications for Ministry Team members are set out in Section 4.5.2.

### Section 4.2. Strategic Leadership Team.

- 4.2.1 Composition. The Strategic Leadership Team consists of the Lead Pastor, the Executive Pastor and

such other personnel as the Board may, from time to time, approve.

4.2.2 Accountability.

4.2.2.1 The Strategic Leadership Team is accountable through the Board to the Membership.

- (1) The Lead Pastor is directly accountable to the Board;
- (2) Other Strategic Leadership Team personnel are accountable to the Lead Pastor.

4.2.2.2 The Strategic Leadership Team is responsible and accountable for the direction and administration of the affairs of the Church and shall hold the Ministry Leadership Team accountable for the ministries and use of resources and facilities of the Church.

4.2.3 General Responsibilities.

4.2.3.1 The Strategic Leadership Team is responsible:

- (1) For the ministry of the Word of God and for worship;
- (2) To recommend the appointment of Ministry Directors and to approve and recommend other matters for Board action;
- (3) To approve appointment of Ministry Triad lay members;
- (4) For the discipline of Members according to Biblical standards and the pattern established in Matthew 18:15-17;
- (5) To determine the active status of Members entitled to vote;
- (6) To carry out responsibilities delegated by the Board;
- (7) To develop vision and long-range planning for the Church in consultation with, and approval by, the Board;
- (8) For evaluation of the Ministry Leadership Team and their respective ministries.

4.2.3.2 Advisory Councils. The Strategic Leadership Team, or any member thereof with the approval of the Lead Pastor, has the authority to create an Advisory Council or Councils, as needed. No such Council shall have the authority of the Board.

Section 4.2.4 Lead Pastor.

4.2.4.1 Specific Qualifications. In addition to the qualifications described in Section 4.1.3, the Lead Pastor shall:

- (1) Be ordained by the Evangelical Free Church of America or obtain such ordination within six (6) months of accepting the call to Door Creek Church;
- (2) Be a gifted and committed spiritual leader;
- (3) Be gifted in preaching and teaching the Word of God;
- (4) Be committed to the need for accountability and to the authority of the Board.

4.2.4.2 Call and Release.

(1) Call and appointment. Upon the vacancy of the position of Lead Pastor, the Church Chair, with the approval of the Board, is to appoint a Lead Pastor Search Committee consisting of one or more Stewards plus additional ministry leaders and Members-at-large who shall be responsible to recommend a candidate to the Board. Upon the affirmative vote of 75% of the Board, the Committee shall present the candidate, together with the terms of the agreement between the Church and the candidate, to the Membership at a Special Meeting called for that purpose. A quorum of 40% of the active Members is required; vote shall be by secret ballot and a three quarters (75%) affirmative vote of Members present and voting is required to issue a call to the candidate.

(2) Release. The Lead Pastor may be released by resignation, dismissal, or death.

- (a) Resignation. Resignation requires a one-month written notice to be given to the Board; however, the Board may waive or reduce the one-month requirement.

- (b) Dismissal. Should the need arise to consider dismissal, the Chair with the approval of at least three-quarters (75%) of the Board shall appoint a Review Committee of at least four (4) Stewards, excluding the Lead Pastor, which is to conduct a thorough and objective review and report its findings and recommended action to the Board. If the issue is one of church discipline, the principles established in Matthew 18 are to be followed. Should at least 75% of the Stewards, excluding the Lead Pastor, agree with a recommendation to dismiss, the Chair shall call a Special Meeting of the Membership for the purpose of recommending dismissal; the quorum required at such a meeting is 40% of the voting Members. Vote shall be by secret ballot; action of dismissal requires an affirmative vote of three-quarters (75%) of the Members present at the Special Meeting. Dismissal shall be effective immediately.

4.2.4.3 Responsibilities. The Lead Pastor is responsible to:

- (1) Preach and teach the Word of God;
- (2) Exercise spiritual leadership;
- (3) Interpret Scripture competently, particularly with reference to doctrinal and theological issues;
- (4) Oversee worship;
- (5) Lead the Strategic Leadership Team;
- (6) Submit ministry plans for the Church for approval by the Board.

The Lead Pastor is an *ex officio* voting member of the Board, of any Search Committee established to seek other Strategic Leadership Team personnel, and of the Ministry Leadership Team.

4.2.5 Executive Pastor.

4.2.5.1 Specific Qualifications. In addition to the qualifications described in Section 4.1.3, the Executive Pastor shall have the ability to plan, administer, manage and direct the affairs of the Church.

4.2.5.2 Call and Release.

(1) Call. The Chair will appoint a Search Committee, which shall include the Lead Pastor and at least two Stewards, to seek out a candidate or candidates. The Search Committee is to make its recommendation, including the candidate's or candidates' qualifications and the terms of agreement, to the Board. Vote shall be by secret ballot. A call shall be issued upon the affirmative vote of 75% of the Board and confirmation by an affirmative vote of three quarters (75%) of Members present and voting at a Special Meeting of the Membership called for the purpose of issuing a call.

(2) Release. The Executive Pastor may be released by resignation, dismissal, or death.

(a) Resignation. Resignation requires a one-month written notice to be given to the Lead Pastor; however, the Lead Pastor may waive or reduce the one-month requirement.

(b) Dismissal. Should the need arise to consider the dismissal of the Executive Pastor, the Chair with the approval of at least three-quarters (75%) of the Board shall appoint a Review Committee of at least three (3) Stewards which is to conduct a thorough and objective review and report its findings and recommended action to the Board. If the issue is one of church discipline, the principles established in Matthew 18 are to be followed. Dismissal requires an affirmative vote of at least 75% of the Board, and shall be effective immediately. The Board's action shall be reported to the Membership with only so much detail as may be prudent in the circumstances.

4.2.5.3 Responsibilities. The Executive Pastor is responsible:

- (1) For strategic planning and oversight of ministries, facilities and finances;
- (2) To supervise Ministry Directors as designated by the Lead Pastor and lead the Ministry Leadership Team;

(3) To lead the Strategic Leadership Team in the Lead Pastor's absence.

4.2.6 Other Strategic Leadership Team Personnel.

4.2.6.1 Call and Release. Call and release of other personnel shall be the same as for the Executive Pastor set out in Section 4.2.5.2.

4.2.6.3 Responsibilities. The Lead Pastor, with the approval of the Board, shall assign responsibilities commensurate with the position being filled.

Section 4.3 Ministry Leadership Team.

4.3.1 Composition. The Ministry Leadership Team shall consist of Ministry Directors appointed to lead and fulfill the ministries of the Church, the Lead Pastor and the Executive Pastor.

4.3.2 Specific Qualifications of Ministry Directors. In addition to the general qualifications described in Section 4.1.3, appointees to the Ministry Leadership Team shall:

- (1) Have the ability to work with a team to identify goals and develop plans for the administration of the ministries, finances and facilities of the Church;
- (2) Be qualified to teach others (I Timothy 4:13, II Timothy 2:2) and to be an example to and shepherd those under their care (I Peter 5:1-3);
- (3) The ability to lead a team or teams of lay volunteers responsible to implement such plans.

4.3.3 Selection, Appointment and Release.

4.3.3.1 Selection and Appointment. Appointment of Ministry Directors for full time positions is made by recommendation of the Strategic Leadership Team to the Board. A call shall be issued upon the affirmative vote of the Board.

4.3.3.2 Release. A Ministry Director may be released by resignation, dismissal or death. Any dismissal is to be confirmed by the Board.

4.3.4 Accountability and Responsibilities.

4.3.4.1 Accountability. Ministry Directors are accountable through the Executive Pastor to the Strategic Leadership Team and have a dual function:

- (1) As members of the Ministry Leadership Team;
- (2) As leader of designated Ministry Triad(s).

4.3.4.2 Responsibilities.

- (1) As the Ministry Leadership Team, Ministry Directors are responsible:
  - (1) To develop cohesive Church-wide ministry plans and budgets and recommend adoption to and through the Strategic Leadership Team;
  - (2) To execute approved ministry plans, allocating resources as appropriate;
  - (3) To establish priorities and coordinate inter-ministry activities and relationships;
  - (4) For annual evaluation of progress of the ministries toward accomplishment of the Church-wide plan;
  - (5) To recommend to the Strategic Leadership Team the appointment of lay members of Ministry Triads;
  - (6) For other responsibilities that may be assigned by the Strategic Leadership Team.
- (2) As Leader of Ministry Triad(s), a Ministry Director is responsible:
  - (1) To give leadership to the designated Ministry Triad(s) in planning, budgeting and executing respective ministry plans so as to fulfill the ministry purposes and priorities;
  - (2) To recommend to the Strategic Leadership Team the approval of members of Ministry Triads;

- (3) For other responsibilities that may be assigned by the Strategic Leadership Team.

Section 4.4 Ministry Triads.

- 4.4.1 Composition. Each Ministry Triad shall consist of one Ministry Director and/or one Ministry Staff, and two or more lay volunteers who satisfy the qualifications for leaders described in Section 4.1.3.
- 4.4.2 Appointment and Service. Lay leaders of Ministry Triads are appointed by the Strategic Leadership Team upon the recommendation of the Ministry Leadership Team and shall serve at the pleasure of the Strategic Leadership Team.
- 4.4.3 Accountability and Responsibility.
- 4.4.3.1 Accountability. Ministry Triads are accountable through the respective Triad's Ministry Director to the Ministry Leadership Team.
- 4.4.3.2 Responsibility. Each Ministry Triad is responsible:
- (1) For a designated ministry of the Church, including the development of the respective ministry's plan and budget, conduct of the ministry according to plan, and annual evaluation of the ministry based on the plan;
  - (2) To recruit, develop, train and direct a Ministry Team of lay volunteers who are responsible to carry out the ministry's programs and activities.

Section 4.5 Ministry Teams.

- 4.5.1 Composition. Ministry Teams shall consist of lay volunteers appointed by the Ministry Leadership Team to carry out specific ministries and programs of the Church under the leadership of the respective Ministry Triads.
- 4.5.2 Qualifications. Ministry Team members are to meet the General Qualifications for Leaders described in Section 4.1.3, subparagraphs (1) through (4).
- 4.5.3 Accountability and Responsibility. Ministry Teams are responsible to and accountable through the respective Ministry Triads for carrying out the ministry's programs and activities in accordance with the vision, mission and purposes of the Church.

**Article V Financial Responsibilities**

Section 5.1 Fiscal Year. The fiscal year shall commence on September 1 and end on August 31 of each year.

Section 5.2 Budget. Prior to the August meeting of the Membership, the Strategic Leadership Team shall present annual operating and capital budgets to the Board for review and recommendation to the Membership.

Section 5.3 Assessments and Audits. Annually the Board shall act upon the recommendations of the Treasurer with respect to the annual assessment of the financial records of the Church. The scope of the annual assessment and the selection of the person or persons conducting the annual assessment shall be determined by the Board in its sole discretion. The annual assessment may include an assessment of the internal controls of the Church and/or an audit of the financial records of the Church and may be conducted by an independent outside auditor. The Board shall ensure that a timely written report of findings of every financial assessment and audit, together with recommendations, be submitted to the Board and provided to the Membership in a manner to be determined by the Board.

Section 5.4 Bonding. The Board may require bonding of any Officer, employee or volunteer, as it deems

necessary, at Church expense, for any amount or amounts that the Board shall determine to be prudent.

Section 5.5 Indemnification. The Board may, in full accordance with the laws of the State of Wisconsin, indemnify Stewards, Officers, employees and agents of the Church who were a party to any threatened, pending or completed action, suit or proceeding, and may purchase and maintain insurance on behalf of such officers, Stewards, employees and agents against any liability arising out of or in conjunction with service in such capacity.

Section 5.6 Loans. Loans shall not be made to Stewards except that a reasonable secured loan may be made as part of the agreement to call a Lead Pastor to help with housing acquisition.

#### **Article VI Dispute Resolution**

Section 6.1. Door Creek Church is committed to the authority and teaching of the Scriptures, including resolution of disputes and reconciliation of differences according to Biblical principles, and the responsibility to manage God-given resources wisely. Therefore, should a dispute, claim or controversy arise out of the ministry and/or other affairs of the Church that is not peaceably resolved by reference to the Scripture and these Bylaws, the Board will seek to resolve and settle such dispute, claim or controversy by biblically based conciliation, mediation and/or, if necessary, by legally binding arbitration in accordance with practices adopted by the Evangelical Free Church of America and following the *Rules of Procedure for Christian Conciliation*. Any judgment or award therefrom may be entered into any court otherwise having jurisdiction.

#### **Article VII Consistency with Other Governing Documents**

Section 7.1. If any provision of these Bylaws is inconsistent with the Articles of Incorporation or the Constitution of Door Creek Church, or with any state or federal law, the inconsistent Bylaw shall be superceded by the respective Article of Incorporation or the Constitution, or by the statute.

#### **Article VIII Amendments to Bylaws**

Section 8.1. These Bylaws may be amended, modified, altered or repealed by a two thirds majority vote of the active Members present at any regular or special business meeting of the Members at which a quorum is present, providing that notice that complies with the requirements of Section 2.5.4 has been given.

## ATTACHMENT

### BIBLICAL PRINCIPLES FOR LEADERSHIP

Scripture quotations taken from the HOLY BIBLE, NEW INTERNATIONAL VERSION®,  
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#### **Consecration and Service:** Romans 12:1-8.

Therefore, I urge you, brothers, in view of God's mercy, to offer your bodies as living sacrifices, holy and pleasing to God - this is your spiritual<sup>a</sup> act of worship. <sup>2</sup>Do not conform any longer to the pattern of this world, but be transformed by the renewing of your mind. Then you will be able to test and approve what God's will is - his good, pleasing and perfect will.

<sup>3</sup>For by the grace given me I say to every one of you: Do not think of yourself more highly than you ought, but rather think of yourself with sober judgment, in accordance with the measure of faith God has given you. <sup>4</sup>Just as each of us has one body with many members, and these members do not all have the same function,<sup>5</sup> so in Christ we who are many form one body, and each member belongs to all the others. <sup>6</sup>We have different gifts, according to the grace given us. If a man's gift is prophesying, let him use it in proportion to his<sup>b</sup> faith. <sup>7</sup>If it is serving, let him serve; if it is teaching, let him teach; <sup>8</sup>if it is encouraging, let him encourage; if it is contributing to the needs of others, let him give generously; if it is leadership, let him govern diligently; if it is showing mercy, let him do it cheerfully.

*Footnotes:* <sup>a</sup> v. 1: or "reasonable"  
<sup>b</sup> v. 6: or "in agreement with the"

#### **Qualifications:** I Timothy 3:1-13

Here is a trustworthy saying: If anyone sets his heart on being an overseer<sup>a</sup>, he desires a noble task. <sup>2</sup>Now the overseer must be above reproach, the husband of but one wife, temperate, self-controlled, respectable, hospitable, able to teach, <sup>3</sup>not given to drunkenness, not violent but gentle, not quarrelsome, not a lover of money. <sup>4</sup>He must manage his own family well and see that his children obey him with proper respect. <sup>5</sup>(If anyone does not know how to manage his own family, how can he take care of God's church?) <sup>6</sup>He must not be a recent convert, or he may become conceited and fall under the same judgment as the devil. <sup>7</sup>He must also have a good reputation with outsiders, so that he will not fall into disgrace and into the devil's trap.

<sup>8</sup>Deacons, likewise, are to be men worthy of respect, sincere, not indulging in much wine, and not pursuing dishonest gain. <sup>9</sup>They must keep hold of the deep truths of the faith with a clear conscience. <sup>10</sup>They must first be tested; and then if there is nothing against

them, let them serve as deacons.

<sup>11</sup>In the same way, their wives<sup>b</sup> are to be women worthy

of respect, not malicious talkers but temperate and trustworthy in everything.

<sup>12</sup>A deacon must be the husband of but one wife and must manage his children and his household well. <sup>13</sup>Those who have served will gain an excellent standing and great assurance in their faith in Christ Jesus.

*Footnotes:* <sup>a</sup> vv.1-2: traditionally "bishop"  
<sup>b</sup> v. 11: "way, deaconesses"

#### **Spiritual Walk:** Galatians 5:13-26

<sup>13</sup>You, my brothers, were called to be free. But do not use your freedom to indulge the sinful nature<sup>a</sup>; rather, serve one another in love. <sup>14</sup>The entire law is summed up in a single command: "Love your neighbor as yourself." <sup>15</sup>If you keep on biting and devouring each other, watch out or you will be destroyed by each other.

<sup>16</sup>So I say, live by the Spirit, and you will not gratify the desires of the sinful nature. <sup>17</sup>For the sinful nature desires what is contrary to the Spirit, and the Spirit what is contrary to the sinful nature. <sup>18</sup>They are in conflict with each other, so that you do not do what you want. <sup>18</sup>But if you are led by the Spirit, you are not under law.

<sup>19</sup>The acts of the sinful nature are obvious: sexual immorality, impurity and debauchery; <sup>20</sup>idolatry and witchcraft; hatred, discord, jealousy, fits of rage selfish ambition, dissensions factions <sup>21</sup>and envy; drunkenness, orgies, and the like. I warn you, as I did before, that those who live like this will not inherit the kingdom of God.

<sup>22</sup>But the fruit of the Spirit is love, joy, peace, patience, kindness, goodness, faithfulness, <sup>23</sup>gentleness and self-control. Against such things there is no law. <sup>24</sup>Those who belong to Christ Jesus have crucified the sinful nature with its passions and desires. <sup>25</sup>Since we live by the Spirit, let us keep in step with the Spirit. <sup>26</sup>Let us not become conceited, provoking and envying each other.

*Footnote:* <sup>a</sup> vv. 13, 16, 17, 19 and 24: or "the flesh"

**Evidence of Faith: James 1:19-2:9**

<sup>19</sup>My dear brothers, take note of this: Everyone should be quick to listen, slow to speak and slow to become angry, <sup>20</sup>for man's anger does not bring about the righteous life that God desires. <sup>21</sup>Therefore, get rid of all moral filth and the evil that is so prevalent, and humbly accept the word planted in you, which can save you.

<sup>22</sup>Do not merely listen to the word, and so deceive yourselves. Do what it says. <sup>23</sup>Anyone who listens to the word but does not do what it says is like a man who looks at his face in a mirror <sup>24</sup>and, after looking at himself, goes away and immediately forgets what he looks like. <sup>25</sup>But the man who looks intently into the perfect law that gives freedom, and continues to do this, not forgetting what he has heard, but doing it - he will be blessed in what he does.

<sup>26</sup>If anyone considers himself religious and yet does not keep a tight rein on his tongue, he deceives himself and his religion is worthless. <sup>27</sup>Religion that God our Father accepts as pure and faultless is this: to look after orphans and widows in their distress and to keep oneself from being polluted by the world.

<sup>1</sup>My brothers, as believers in our glorious Lord Jesus Christ, don't show favoritism. <sup>2</sup>Suppose a man comes into your meeting wearing a gold ring and fine clothes, and a poor man in shabby clothes also comes in. <sup>3</sup>If you show special attention to the man wearing fine clothes and say, "Here's a good seat for you," but say to the poor man, "You stand there" or "Sit on the floor by my feet," <sup>4</sup>have you not discriminated among yourselves and become judges with evil thoughts?

<sup>5</sup>Listen, my dear brothers: Has not God chosen those who are poor in the eyes of the world to be rich in faith and to inherit the kingdom he promised those who love him? <sup>6</sup>But you have insulted the poor. Is it not the rich who are exploiting you? Are they not the ones who are dragging you into court? <sup>7</sup>Are they not the ones who are slandering the noble name of him to whom you belong?

<sup>8</sup>If you really keep the royal law found in Scripture, "Love your neighbor as yourself," you are doing right. <sup>10</sup>But if you show favoritism, you sin and are convicted by the law as lawbreakers.

**Dependence on God: I Corinthians 1:18-31**

<sup>18</sup>For the message of the cross is foolishness to those who are perishing, but to us who are being saved it is the power of God. <sup>19</sup>For it is written:

"I will destroy the wisdom of the wise; the intelligence of the intelligent I will frustrate."<sup>a</sup>

<sup>19</sup>Where is the wise man? Where is the scholar? Where is the philosopher of this age? Has not God made foolish the wisdom of the world? <sup>20</sup>For since in the wisdom of God the world through its wisdom did not know him, God was pleased through the foolishness of what was preached to save those who believe. <sup>21</sup>Jews demand miraculous signs and Greeks look for wisdom, <sup>23</sup>but we preach Christ crucified: a stumbling block to Jews and foolishness to Gentiles, <sup>24</sup>but to those whom God has called, both Jews and Greeks, Christ the power of God and the wisdom of God. <sup>25</sup>For the foolishness of God is wiser than man's wisdom, and the weakness of God is stronger than man's strength.

<sup>25</sup>Brothers, think of what you were when you were called. Not many of you were wise by human standards; not many were influential; not many were of noble birth. <sup>26</sup>But God chose the foolish things of the world to shame the wise; God chose the weak things of the world to shame the strong. <sup>27</sup>He chose the lowly things of this world and the despised things - and the things that are not - to nullify the things that are, <sup>29</sup>so that no one may boast before him. <sup>30</sup>It is because of him that you are in Christ Jesus, who has become for us wisdom from God - that is, our righteousness, holiness and redemption. <sup>31</sup>Therefore, as it is written: "Let him who boasts boast in the Lord."<sup>b</sup>

Footnotes: <sup>a</sup> v. 19: Isaiah 29:14

<sup>b</sup> v. 31: Jeremiah 9:24

