

Christ Our Savior Lutheran Church

Livonia, MI

Constitution

Preamble

It is the will of our Lord Jesus Christ that His disciples should preach the Gospel to the whole world (Mark 16:16, Matthew 28:18-20, Acts 1:8). That Christ's mission for His church might be carried out according to His will, he has commanded that Christians unite in worship (Hebrews 10:24-25), practice fellowship with one another (Acts 1:8, Matthew 28:18-20), and serve the needs of all the people in Christian love (Ephesians 4:7-16, Mark 10:42-44, John 13:35, Galatians 6:10). Since Christians are also to administer the Office of the Keys of His church (John 20:21-23, Matthew 18:15-20), and to maintain decency and order in His church (1 Cor. 14:40), we the members of Christ Our Savior Lutheran Church, located in Livonia, Michigan, accept and subscribe to the following Constitution and Bylaws, established according to the confessional standard of the Lutheran Church Missouri Synod, in accordance with which all spiritual and material affairs of our congregation shall be governed.

Article 1: Name

The name of this congregation shall be Christ Our Savior Lutheran Church, Livonia, Michigan.

Article 2: Mission

Making disciples who share the love of Jesus Christ in these communities and with people everywhere.

Article 3: Doctrinal Standard

- A. This congregation acknowledges and accepts all the canonical books of the Old Testament and the New Testament as the revealed and inerrant Word of God, verbally inspired, and submits to them as the only infallible authority in all matters of faith and life.
- B. This congregation acknowledges and accepts all the confessional writings of the Evangelical Lutheran Church, contained in the book of Concord of the year 1580, as the correct presentation and true exposition of Christian Doctrine drawn from Holy Scriptures, Viz:
 - 1. The three Ecumenical Creeds: Apostolic, Nicene, Athanasian.
 - 2. The Unaltered Augsburg Confession.
 - 3. The Apology of the Augsburg Confession.
 - 4. The Smalcald Articles.
 - 5. Luther's Small Catechism.
 - 6. Luther's Large Catechism.
 - 7. The Formula of Concord.

No doctrine or practice in conflict, or inconsistent, with the above norms of our faith and life shall be taught or tolerated in this congregation. All hymns, prayers and liturgies used in this congregation shall conform to these confessional standards.

Article 4: Synodical Affiliation

This congregation shall be affiliated with the Lutheran Church Missouri Synod as long as the confessions and constitution of said Synod are in accord with the confession and constitution of this congregation as laid down in Article 3. This congregation shall, to the best of its ability, collaborate with said Synod, and assist it in effecting all sound measures intended for the building up of the Kingdom of God.

Article 5: Membership

The membership of this congregation includes the following:

A. Baptized Membership

1. **Definition:** Baptized members are all who have been baptized with water in the name of the Triune God and who are under the spiritual care of the pastors of this congregation.
2. **Reception:** Baptized members are received through the sacrament of Holy Baptism, through transfer, or in the case of children who have been baptized in another Christian congregation, when their parent(s) or guardian(s) become communicant members.
3. **Duties:** Baptized members shall conform their lives to their baptismal vow.
4. **Termination:** Baptized members who have not been received as communicant members shall have their membership terminated for the same reasons that communicant membership is terminated, insofar as these reasons are applicable.

B. Communicant Membership

1. **Definition:** Communicant members are those baptized members who have been confirmed in the Lutheran faith, accept the doctrinal standards of Article 3 of this Constitution, are familiar with the contents of Luther's Small Catechism, and who are not members of a secret society or organization whose principles and conduct conflict with the Word of God.
2. **Reception:** Communicant members are received through the rite of confirmation, by transfer from a sister congregation, upon profession of faith, or by reaffirmation of faith, provided they conform to the requirements for membership as stated in this Article. Their reception shall be approved by the Board of Elders and subsequently reported to the congregation.
3. **Duties:** Communicant members shall conform their entire lives to the rule of God's Word and, to that end, make diligent use of the means of grace, exercise faithful stewardship of God's gifts, impart and accept fraternal admonition as the need for such admonition becomes apparent, and be readily available for service in the kingdom of Christ within and beyond the congregation.
4. **Termination:**

- a. Communicant members in good standing may be transferred by the Senior Pastor to a sister congregation immediately upon their request. Such a transfer shall be reported to the Board of Elders for approval at its next meeting, and subsequently reported to the congregation.
- b. Communicant members who move out of the community and become inactive shall be encouraged to transfer their membership to the sister congregation nearest them. If the member has not elected to transfer his or her membership after a period of one (1) year, the member's name may be removed from the membership list by resolution of the Board of Elders, and subsequently reported to the congregation.
- c. Communicant members who join congregations outside of our fellowship thereby terminate their membership. Their names shall be removed from the membership list by resolution of the Board of Elders, and subsequently reported to the congregation.
- d. Communicant members who are persistently absent from worship services and communion, and show no participation in congregational life, may be released from membership by resolution of the Board of Elders after visitation by an elder and/or pastor. The names of members so released shall be removed from the membership list by the Board of Elders, and subsequently reported to the congregation.
- e. Communicant members whose whereabouts are unknown and whose addresses cannot be established shall, upon the recommendation of the Board of Elders, have their names submitted for removal from the membership list by resolution of the Voters' Assembly at the next congregational meeting.
- f. Communicant members who conduct themselves in an un-Christian manner shall be admonished according to Matthew 18:15-20. If the member remains impenitent after proper admonition, they shall be excommunicated in accordance with Luther's Small Catechism. Each case of excommunication shall, upon the recommendation of the Board of Elders, be presented individually to the Voters' Assembly for a decision. Ten percent (10%) of the voting membership shall be required to constitute a quorum, and a two-thirds majority vote (2/3) of the votes cast shall be required for excommunication.

C. Voting Membership

1. Definition: All communicant members of the congregation who are at least eighteen (18) years of age are eligible to vote.
2. Duties: Voting members shall attend the meetings of the congregation when such meetings are called. Voting members are to read and abide by the Constitution and Bylaws of the congregation.
3. Termination: Termination of communicant membership automatically terminates voting membership.

Article 6: Organization

A. Voters' Assembly

1. Authority of Voters' Assembly: The Voters' Assembly shall consist of all voting members of the congregation. The congregation shall be represented by and administer its affairs through the Voters' Assembly and its delegates. The establishment and conduct of all organizations and bodies within the congregation, or related to it, shall be subject to the overall authority and general oversight of the Voters' Assembly.

2. Scope of Delegation: Congregational officers or committees, whether elected, selected, or appointed, shall have no authority beyond that which has been conferred upon them, and whatever authority may have been delegated to them may be altered or revoked by the delegating body.

B. Congregational Officers

The officers of this congregation will be the Chairman, Vice-Chairman, Secretary and Treasurer of the Church Council, as elected by the Church Council in accordance with the Bylaws. The Chairman will sign, or designate persons to sign, legal and financial documents on behalf of the congregation.

C. Church Council

1. Authority: The Church Council shall be empowered by the Voters' Assembly to govern all the affairs of the congregation, except those reserved by the Bylaws to the Voters' Assembly, the Board of Elders, and the Senior Pastor..
2. Members: The Church Council shall consist of nine (9) members at-large, elected by the congregation in accordance with the Bylaws, the Chairman of the Board of Elders, and the Senior Pastor.

D. Board of Elders

1. Authority: The Board of Elders shall be empowered by the Voters' Assembly to assist the pastors in ministering to the spiritual needs of the congregation.
2. Members: The Board of Elders shall consist of twelve (12) men of at least twenty-one (21) years of age elected in accordance with the Bylaws.

E. Pastors and Church Staff

The pastors and church staff shall be charged with the implementation of programs and the carrying out of daily activities in support of the congregation's objectives, as developed by the Church Council and reviewed by the Voters' Assembly.

F. Committees

1. Appointment of Committees: The pastors, Church Council, Board of Elders, or church staff may appoint one or more committees. Such committees shall serve only for the duration of time required to accomplish their stated task, and the appointing body will retain ultimate responsibility for any tasks delegated to the committee.
2. Scope of Delegation: Committees shall have no authority beyond that which has been conferred upon them, and whatever authority may have been delegated to them may be altered or revoked by the delegating body.

G. Decisions and Voting

For purposes of decision-making, all questions of doctrine and conscience shall be decided only by the Word of God. All other questions shall be decided by a simple majority of the votes cast within the Voters' Assembly, Church Council, Board of Elders, or appropriate committee, as applicable, unless otherwise specified in this Constitution or the Bylaws.

Article 7: Pastors and Other Professional Positions

Only such candidates shall be called and elected to serve as pastors, and other professional positions, who profess acceptance of, and pledge faithful adherence to the confessions of the Lutheran Church as set forth in Article 3 of this Constitution, and have been properly certified by the Lutheran Church-Missouri Synod. The call is valid and is to be honored by all until such time as the person accepting the call accepts another call, or until such time as the person accepting the call is removed under disciplinary action as outlined in the Bylaws.

Article 8: Property Rights

If at any time a division should take place on account of doctrine, the property of the congregation and all benefits connected therewith shall remain with those communicant members who continue to adhere to the confession and practice contained in Articles 3 and 4 of the Constitution. If a division takes place for any other reason, the property shall remain with the majority of the communicant members. In the event the congregation should totally disband, the property and all rights connected therewith shall be transferred to that District of the Lutheran Church-Missouri Synod of which the congregation has been a member at the time of disbanding.

Article 9: Changes to the Constitution

- A. Unalterable actions: The Preamble, Articles 3, 7 and 9-A shall not be subject to change or repeal.
- B. Amendments: Amendments to this Constitution will be proposed in writing to the Church Council, and adopted at a scheduled meeting of the congregation under the following guidelines:
 - 1. The proposed amendments shall not conflict with the provisions laid down in Article 3, or with any other article that pertains to the scriptural doctrine and practice;
 - 2. Upon approval by the Church Council, the proposed amendments shall be published and announced at services on not less than two (2) consecutive Sundays, and notification will be mailed to each household at least fourteen (14) days prior to the meeting at which the proposed amendments will be acted upon; and
 - 3. Ten percent (10%) of the voting membership shall be present to constitute a quorum and an affirmative vote of two-thirds majority (2/3) of the votes cast shall be required to approve the proposed amendments.

Christ Our Savior Lutheran Church

Livonia, MI

BYLAWS

Article 1: Meetings of the Voters' Assembly

A. Annual Meetings of the Congregation

1. Spring Meeting: A meeting of the Voters' Assembly shall be held each year in May for the purpose of electing members of the Church Council and Board of Elders, for receiving annual reports, and any other business as prescribed by the Church Council or the Constitution, or raised by voting members in attendance.
2. Fall Meeting: A second meeting of the Voters' Assembly shall be held each year in November for the purpose of presenting the total budget expenditure, review of the congregation's objectives for the upcoming year and the plan to achieve them, and addressing business raised by voting members in attendance.
3. Notice of Meeting: Each meeting of the Voters' Assembly will be properly called by the Church Council by publicly announcing the date, time and place of the meeting at least two (2) consecutive Sundays immediately prior to the date of the meeting.
4. Voting: All meetings of the Congregation will have a published agenda of items to be addressed. For a voters' meeting, only items listed on the agenda may be voted upon, if a proper quorum is present. Items not on the agenda may be brought up and discussed, but a vote on these items may only be conducted at another properly called meeting.

B. Informational Meetings

In addition to the meetings set forth in Section A, above, the Church Council shall call additional meetings from time to time for the purpose of sharing information and soliciting congregational input. Additional meetings of the congregation shall be properly called by the Church Council by publicly announcing the date, time and place of the meeting at least two (2) consecutive Sundays immediately prior to the date of the meeting.

C. Special Meetings

1. Request by Congregation: The voting membership may petition the Church Council to call a special meeting of the congregation for the purpose of discussing and dealing with matters pertaining to this congregation. The Church Council will consider the petition and may call a special meeting for the purpose of discussing and addressing the issues raised.
2. Required Meeting: The Church Council must call a special meeting if the petition contains a written agenda and is signed by twenty-five (25) or more voting members of the congregation. Ten percent (10%) of the voting membership shall be present to constitute a quorum for a required meeting.
3. Notice of Special Meeting: The Church Council will properly call the meeting by announcing the date, time, place and agenda of any such meeting at least two (2) consecutive Sundays immediately prior to the date of the meeting.

D. Quorum & Required Vote

1. Quorum: Ordinarily the voters present at a properly called meeting shall constitute a quorum to do business. However, a minimum of ten percent (10%) of the voting membership must be present to constitute a quorum for amending the Constitution and/or Bylaws, extension of a call, taking action at a special required meeting, or excommunication, and a minimum of twenty percent (20%) of the voting membership must be present to constitute a quorum for the removal of a pastor or other called position.
2. Failure to Achieve Quorum: If a required quorum (10 or 20% described in D.1. above) is not present to conduct particular business at a properly called meeting, those voting members attending the meeting may conduct any other business for which the quorum is sufficient, or choose to adjourn the meeting until a later time. If the meeting is adjourned, notice of the rescheduled meeting will be given by the Church Council in accordance with the notice requirements for the original meeting. At the rescheduled meeting, if the required quorum is still not present, the voting members may again conduct any other business for which the quorum requirement is sufficient, but any issues to be considered at the rescheduled meeting for which the required quorum has not been met shall be considered abandoned, and the meeting will not be rescheduled a second time.
3. Required Vote: In all events, a simple majority vote will be required to approve the action unless otherwise specified in the Constitution or Bylaws.

E. Order of Business

The order of business of any congregational meeting shall be determined by the Church Council in keeping with the expressed purpose of that meeting and in accord with the Constitution and Bylaws. All matters of doctrine and conscience shall be decided only by the Word of God as outlined in Article 3 of the Constitution. The meetings shall be conducted in a brotherly spirit in accordance with the most recent edition of Roberts Rules of Order Revised insofar as they do not conflict with the provisions of the Constitution and Bylaws. There shall be no voting by proxy or absentee ballot.

Article 2: Church Staff

A. Pastors and Professional Staff

The Pastoral Office is the authority conferred upon the Senior Pastor and any associate and assistant pastors by God through a call of the congregation. The Senior Pastor is the primary administrator in the congregation and shall serve in a supervisory capacity for all other pastors and professional positions within the congregation. The associate and assistant pastors are to work in close partnership with the Senior Pastor in caring for and providing ministry to the membership of the congregation. Each pastor will have specific areas of leadership responsibility, which will be outlined in their individual job descriptions and the personnel policies of the congregation. Additional professional church staff may be called or non-called, and shall have the authority conferred upon them by the congregation to work in a specific discipline of service. Professional staff will take direction from the Senior Pastor and other pastoral staff as appropriate, based on their responsibilities and individual discipline of service.

B. Call Process for Pastors

1. Nomination by Congregation: When a pastor is to be called, each voting member of the congregation shall be provided the opportunity to suggest one or more names for consideration by the call committee.
2. Call Committee: A call committee will be jointly appointed by the Chairman of the Church Council and the Chairman of the Board of Elders, with the approval of their respective bodies. The committee shall be composed of not less than seven (7) communicant members, of which no more than two (2) shall be members of the Church Council, and no more than two (2) shall be Elders. The committee will submit all suggested names to the district president for information and evaluation. After receiving information from the district president, the committee will develop a list of recommended candidates for submission to the congregation and, prior to the Voters' Assembly call meeting, will present the congregation with its proposed list of candidates, together with biographical sketches and other pertinent information.
3. Call Meeting: At a meeting of the Voters' Assembly, properly called for the purpose of calling a new pastor, the congregation shall vote to determine to which candidate, if any, a call should be extended. A minimum of ten percent (10%) of the voting membership of the congregation must be present to constitute a quorum at the call meeting. The election will proceed by ballot, with a simple majority needed to extend a call. Ballot voting shall continue until a majority vote determines the disposition of the call. The election shall, if possible, be made unanimous before extending the call.
4. Notification: The committee will communicate the outcome of the call meeting to the congregation.

C. Call/Nominating Committee for Non-Ordained Professional Staff

1. Nomination by Congregation: When a professional staff member is to be called, each voting member of the congregation shall be provided the opportunity to suggest one or more names for consideration by the call/nominating committee.
2. Call/Nominating Committee: A call/nominating committee will be jointly appointed by the Chairman of the Church Council and the Chairman of the Board of Elders, with the approval of their respective bodies. The committee shall be composed of not less than five (5) communicant members, of which no more than one (1) shall be a member of the Church Council, and no more than one (1) shall be an elder. The committee shall include the Senior Pastor, or a representative of his choosing, and at least one (1) member with knowledge or experience in the area(s) of ministry that will be the responsibility of the staff position being filled. The committee will submit all suggested names to the district president for information and evaluation. After receiving information from the district president, the committee will develop a list of recommended candidates for submission to the congregation and, prior to the Voters' Assembly meeting, will present the congregation with its proposed list of candidates, together with biographical sketches and other pertinent information.
3. Extension of Call or Contract: The committee will evaluate the available candidates, and determine whether the position should be filled by the extension of a call or by contract. The committee shall consider the input of the pastors and other professional staff as appropriate based on the nature of the particular position being filled. Where possible, the committee shall strive to fill the position by call.

4. Call Meeting: For called positions, a Voters' Assembly meeting shall be properly called for the purpose of considering the extension of a call. The congregation shall vote to determine whether a call should be extended. Ballot voting shall continue until a simple majority vote determines the disposition of the call.
5. Non-Tenured Calls: Calls may be extended as tenured or non-tenured. In the case of non-tenured calls, the Church Council will consider extending tenure or renewing the call within a reasonable time, based upon the recommendation of the Personnel Committee (established pursuant to Article 4, Section D of these Bylaws).
6. Contract Positions: For non-called positions, the recommendation of the committee shall be adopted with the joint approval of the Church Council, Board of Elders and Senior Pastor, at a joint session called for that purpose.
7. Notification: The committee will communicate the outcome of the call meeting to the congregation.

D. Engagement of Administrative/Support Staff

Administrative and support staff authorized by the Church Council shall be engaged by the Senior Pastor, in consultation with the Personnel Committee and, where applicable, other pastors and church staff.

E. Establishment of New Pastoral or Professional Staff Positions

The establishment of a new position on the church staff, other than administrative/support staff, must be approved by the Voters' Assembly at a properly called congregational meeting prior to any call or contract being extended. This requirement does not apply to the extension of a call or contract for the replacement of a departed staff member, provided the replacement staff member will undertake a substantially similar role and duties.

F. Removal

1. Any pastor or other called professional staff member may be removed from office at a meeting of the Voters' Assembly, properly called for the purpose of removing the pastor or staff member, only for any one of the following reasons: persistent adherence to false doctrine; scandalous life; willful neglect of duty; prolonged incapacity; or general incompetence. Twenty percent (20%) of the voting membership shall be required to constitute a quorum at the meeting, and a two-thirds majority vote (2/3) of the votes cast shall be required for removal.
2. Non-called and administrative/support staff may be released only with the joint approval of the Senior Pastor and the respective Chairmen of the Church Council and the Board of Elders.

Article 3: Authority of the Voters' Assembly

A. Non-Delegable Decisions: The Voters' Assembly will be the final authority of the congregation and will not delegate the following decisions:

- calling and removal of called staff;
- purchase or sale of real property;
- amendments to the Constitution and Bylaws;
- election of the Church Council and Board of Elders in accordance with the Bylaws;
- excommunication of a member upon recommendation of the Board of Elders;
- establishment of a new professional position on the church staff, as required by Article 2, Section E; and

- the approval of any building program or major renovation requiring the borrowing of funds.
- B. Items Requiring Review by the Voters' Assembly:
- annual objectives and the plan to achieve them;
 - removal of members from the church membership list whose whereabouts are unknown upon recommendation of the Board of Elders;
 - the total budget expenditure for the year; and
 - any non-budgeted expenditure in an amount exceeding Fifty Thousand Dollars (\$50,000).
- C. Delegation of Authority: All other decisions are delegated by the Voters' Assembly to the Church Council, unless otherwise specified in the Constitution or Bylaws.

Article 4: Church Council

- A. Duties & Responsibilities: The Church Council shall be empowered by the Voters' Assembly to govern all of the affairs of the congregation, except those specifically reserved by the Bylaws to the Voters' Assembly, the Board of Elders, and the Senior Pastor.. In general, the responsibilities of the Council will include:
- concerning itself with the governance of the church, as outlined in Articles 2 and 3 of the Constitution, and seeing to it that the activities of the church reflect the theology and mission of the church and the Gospel of Jesus Christ;
 - developing and planning a vision for the future of the church; establishing policies governing the activities of the church, including the definition of the congregation's objectives; and monitoring compliance to those policies and performance against the objectives.
 - ensuring the proper maintenance and supervision of all church properties;
 - establishing the annual budget, and ensuring proper administration of the budget and other financial matters throughout the year;
 - reviewing the activities and reports of the Board of Elders and church staff;
 - communicating regularly with the congregation and conducting meetings of the Voters' Assembly in accordance with the Bylaws;
 - ensuring the timely appointment of jointly appointed committees by the Chairmen of the Church Council and Board of Elders;
 - periodically reviewing the Constitution and Bylaws to identify any recommended changes; and
 - appointing committees and task forces as needed to help accomplish their duties and responsibilities, and monitoring and directing the activities of the same, including the committees listed in Section D, below.
- B. Membership
- The Church Council shall consist of nine (9) members at large, the Chairman of the Board of Elders, and the Senior Pastor. The Council shall annually elect its own Chairman, Vice-Chairman, Treasurer and Secretary from the nine (9) elected Council members. These individuals shall also serve as the officers of the congregation. The offices of Chairman and Vice-Chairman shall be limited to males.

C. Meetings

The Church Council ordinarily meets in regular session monthly. The Senior Pastor, or the Chairman, or any three (3) members of the Council may call a special meeting by personally informing each member of the Council of the time and place of such meeting. A majority of members of the Council in attendance shall constitute a quorum at any properly called meeting.

D. Committees

1. Committee Membership: All committees of the Church Council shall consist of members of the congregation, appointed by the Chairman with the approval of the Council.
2. Audit Committee: The Audit Committee will consist of two (2) or more members of the congregation. The Audit Committee will annually review the books and records detailing the finances and physical property of the church, and will take such steps as the committee deems necessary to ensure the accuracy of such records, including any specific steps directed by the Church Council. The Audit Committee will work with the church staff to ensure that administrative policies and procedures are developed and implemented, and appropriate records are maintained.
3. Personnel Committee: The Personnel Committee will consist of three (3) or more members of the congregation. The Personnel Committee will work with the Senior Pastor and/or designated head of staff to develop and recommend employee compensation, benefits and personnel policies. They shall also develop and maintain staff job descriptions. The committee will also monitor staff performance, and provide input to the Church Council regarding increases or decreases to staffing levels.

Article 5: Board of Elders

A. Duties and Responsibilities: The duties of the Board of Elders are the spiritual welfare of the congregational members (both individually and collectively), including the pastors and staff, and the general oversight of congregational worship. Their duties shall generally include:

- preserving and supporting the congregational membership by (i) meeting and welcoming new members and families, (ii) regularly praying for, communicating with and visiting members and families assigned to them, (iii) calling on delinquent members and encouraging their return to worship, and (iv) monitoring and recommending transfers and removals from the church membership list;
- assisting the pastors in shepherding the congregation by (i) investigating cases of need and recommending actions to the pastoral staff or Church Council, (ii) aiding the pastors in counseling difficult cases, (iii) encouraging and caring for the spiritual programs and small group ministries, and (iv) generally cultivating harmony among the congregational members;
- helping to maintain discipline in the congregation, and ensuring that it functions in accordance with established church doctrine as required by the Constitution and Bylaws;
- concerning themselves with the spiritual and emotional well-being of the pastors and staff, including regular prayer for the pastors and staff, and encouragement in their work and actions;

- assisting the pastors with the administration of worship services by (i) ensuring the proper conduct of services, (ii) establishing and overseeing programs to provide ushers, acolytes, and altar care, (iii) providing for vicars, assistants and substitute pastors as needed, (iv) ensuring that adequate baptismal and chancel supplies are maintained for services, and (v) assisting as needed with the distribution of communion;
- in conjunction with the pastors, coordinating the general worship of the congregation, including (i) setting the time, schedule and number of communion and other services, (ii) planning and publicizing the same, and (iii) encouraging spiritual programs such as small group ministries and Bible classes;
- in conjunction with the pastors, approving or disapproving of new forms of worship, liturgies and hymns for use in worship, and timely communication of such decisions to the congregation; and
- appointing committees, task forces and assistant elders as needed to help accomplish their duties and responsibilities, and monitoring and directing the activities of the same.

B. Membership

The nature of the duties of the Board of Elders requires that only men noted for their Christian knowledge, zeal and experience in the spiritual work of the Kingdom of Christ shall serve as elders. The Board shall consist of twelve (12) members elected by the congregation. The members will serve staggered terms such that four (4) expire each year. The Board shall annually elect its own Chairman, Vice-Chairman and Secretary.

C. Meetings

The Board of Elders ordinarily meets in regular session monthly, and may call such special meetings as needed in accordance with its established procedures.

D. Committees

All committees of the Board of Elders shall consist of members of the congregation, appointed by the Chairman with the approval of the Board.

Article 6: Nominations, Elections and Qualifications of Church Officials

A. Nominations for Elected Office

1. Nominating Committee: Each January, a nominating committee will be appointed jointly by the Chairman of the Church Council and the Chairman of the Board of Elders. The committee will be composed of the Senior Pastor (or another member of the pastoral staff), one (1) member of the Church Council, one (1) member of the Board of Elders, and three (3) members of the congregation at large.
2. Identification of Candidates: The nominating committee will solicit candidates from the congregation. Also the Congregation will have the opportunity to nominate candidates to the nominating committee. Each candidate will be expected to fulfill the obligations described by the Apostle Paul in 1 Timothy 3. No candidate will be placed upon the nominating slate without his or her consent. The final slate of candidates for each elected office will be completed at least two (2) weeks prior to the announcement of the May voters meeting. The final slate will be presented to the Church Council in sufficient time to allow its publication with

the announcement of the congregation's annual May meeting. Nominations from the floor at the voters meeting will not be accepted.

B. Elections

A majority of the votes cast will be required for election to each office. Candidates receiving the lowest number of votes shall be eliminated in each succeeding ballot. Newly elected or appointed officials will assume their respective offices immediately following the meeting.

C. Qualifications of Church Officials

Only members of the congregation meeting all of the following criteria may be elected to the Church Council or Board of Elders:

- at least twenty-one (21) years of age;
- may not hold more than one office simultaneously;
- may not be an employee of the church; and
- for the Board of Elders, Council Chairman and Vice-Chairman, or any other office which performs the responsibilities or prerogatives of the Pastoral Office, must be male.

D. Terms of Office

1. Length of Term: Persons elected or appointed to serve on the Church Council or Board of Elders shall serve a term of three (3) years.
2. Term Limit: No member of the Church Council or Board of Elders may serve as a member of either body for more than two (2) consecutive terms, whether full or partial, or a total of six (6) consecutive years, without waiting at least one (1) full term before serving again as a member of either body.
3. Removal: Any member of the Church Council or Board of Elders may be removed from office by a majority vote of the voters present at a properly called meeting of the Voters' Assembly, for one of the following reasons: persistent adherence to false doctrine, scandalous life, willful neglect of duties, general incompetence, or incapacity.
4. Vacancies: In the event of a vacancy on either the Church Council or Board of Elders due to resignation, death or other unexpected event, the respective body shall appoint a qualified replacement from the congregation to serve the remainder of the absent member's unexpired term.

E. Official Duties: The Church Council and Board of Elders will perform their respective duties as provided in the Constitution and Bylaws. The Voters' Assembly will have the right to detail and expand upon those duties by the development of job descriptions or similar guidelines.

F. Policies: The Church Council and Board of Elders will each create a written policy describing how to carry out their duties and responsibilities. Each such policy will conform to the Constitution and Bylaws, and will support the congregation's objectives. These policies will be published and made available for review by the congregation.

G. Liability and Indemnification

1. Liability of Members: Those members duly elected or appointed to the Church Council or the Board of Elders shall not be personally liable to the congregation, its membership or individual members for monetary damages for any breach of fiduciary duty, except for liability arising from or relating to:

- a breach of the duty of loyalty to the congregation or its members;
- acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;
- acts in violation of Michigan law, specifically MCL 450.2551(1);
- any transaction from which the member derives an improper personal benefit;
- any act or omission resulting in liability occurring before the date of the adoption of these Bylaws; or
- any act or omission that is grossly negligent.

2. Indemnification:

To the fullest extent permitted by law, the congregation shall indemnify any individual who was or is a party, or is threatened to be made a party, to any proceeding other than a proceeding by or in the right of the congregation, because he or she was or is a called employee, officer or board member of the congregation, or because of any action or inaction in such capacity, against liability and expenses incurred in the proceeding, if (a) he or she conducted himself or herself in good faith; (b) he or she reasonably believed (i) in the case of conduct in his or her official capacity, that his or her conduct was in the best interests of the congregation, and (ii) in all other cases, that his or her conduct was at least not opposed to the best interests of the congregation; and (c) in the case of any criminal proceeding, that he or she had no reasonable cause to believe that his or her conduct was unlawful.”

Article 7: Amendments

Amendments to the Bylaws will be proposed in writing to the Church Council, and adopted at a properly scheduled meeting of the Voters’ Assembly under the following guidelines:

1. The proposed amendment shall not conflict with the provisions laid down in Article 3 of the Constitution, or with any other article of the Constitution or Bylaws that pertains to a scriptural doctrine and practice;
2. Upon approval by the Church Council, the proposed amendment shall be published and announced at services on not less than two (2) consecutive Sundays prior to the meeting at which the proposed amendments will be acted upon; and
3. Ten percent (10%) of the voting membership shall be present to constitute a quorum and an affirmative vote of a simple majority of the votes cast shall be required to approve the proposed amendment.