

## ***Why change the current bylaws and why now?***

- a. Our bylaws were amended in 1992 when moved from a Board Governance to Elder-led governance.
  - a. In 2006-2007 we amended Article II section 4 from two meetings a month to one meeting a month and section 3 from 3 years limits an elder can serve in any one office to no limit.
- b. We have long understood our bylaws have needed updated. ***While we have operated in compliance with the current set of bylaws, some of the wording does not apply to how we operate today.***  
(Example: All Elders must be nominated from the Church membership with **no nominations from the floor.**)
- c. When we partnered with Dr. Gary Johnson and E2: Effective Elders earlier in the year he introduced us to elder governance.
- d. As we reviewed our current bylaws with Gary, we determined our bylaws were not adequate for a church our size and needed updated.
- e. That set in motion the plan to update the bylaws.
  
- f. ***As we undertook the project of rewriting our bylaws it became apparent making changes to the existing bylaws were more difficult than proposing an amended restated set of bylaws. We were also told our current bylaws do not meet Iowa state requirements for churches.***
  - a. Using several sources we created a proposed set of bylaws.
  - b. We sent them to Scott Rogers, our attorney, for his review
  - c. After a lengthy conversation with Scott Rogers and two others in his office, we agreed to take our content and put in a template they have for bylaws for churches.
  - d. The proposed amended restated bylaws meet the state of Iowa's requirements for churches.

## ***Current and amended restated Bylaws address these 6 areas:***

- ***Business Meeting/Annual Election***
- ***The Church Eldership***
- ***Organization of the Eldership***
- ***Membership***
- ***Church Ministries***
- ***Senior Pastor/Lead Pastor***

## **Business Meeting and Annual Election** (Article 1 current bylaw, Article 111 proposed amended bylaws)

- ***It is required that the bylaws provide the members the ability to call a special meeting.***
  - *There is no provision in the **current bylaws** for calling a special meeting of the membership.*

- Section 3.2 of the **proposed amended restated** bylaws State “Special meetings of the members may be called by the board of elders, and shall be called by the board of elders upon written petition, signed, dated and delivered to the chairman by not less than twenty-five percent (25%) of the members having voting rights. Such written petition shall state the purpose or purposes for which such meeting is to be called. The time, date and place of any special meeting shall be determined by the board of elders or by the chairman.
- Quorum
  - **Current bylaws** Article 1 Section 4-requires fifteen members of the church
  - Proposed amended bylaws-Article III section 3.6 Any number of Church members having voting rights physically present at a membership meeting shall constitute a quorum at such meeting.
- **It is required that the congregation receive notification 2 weeks prior to a meeting of the congregation**
  - There is no provision in the current bylaws regarding meeting notification. This is required.
  - Section 3.4 Notice of meeting addresses the means and time needed to hold a meeting of the congregation

### **Church eldership** (Article II current bylaws, Article IV proposed amended bylaws)

- **Current Bylaws**-Article I Section 3 All elders must be nominated from the church membership with no nominations from the floor
  - Nominations from the church membership has not been effective.
  - This process takes approximately 90 days
- **Proposed amended restated** bylaws Article IV -Section 4.2- Current serving elders will recruit, orient, equip and integrate new elders from the Church membership into the Church eldership through a deliberate vetting process.
  - The new policy can take a year to add men to the eldership. It raises the bar on the expectation for those being “called” to service as an elder.
- **Current Bylaws Article** II Section 2-Elders term shall be three years.
  - No annual review by their peers.
- **Proposed amended restated** bylaws Article IV 4.3 Each elder shall hold office until the next annual meeting of members (one year)
  - Subject to annual review by their peers.
- **Current bylaws** Article VI Section 2 requires Roberts Rules of Order to govern all meetings. Someone wins and someone loses, does not foster unity.
- **Proposed amended restated** bylaws Article IV 4.10 The consensus of the elders present at a meeting at which a quorum is present shall be the act of the board of elders.

## **Organization of the Eldership** (Article III current bylaws, Article V proposed amended bylaws)

- *There is no provision in the **current bylaws** for the duties of the chairman. This is required.*
- **Proposed amended restated** bylaws Section 5.5 States the duties and expectation of the Chairman. The chairman shall be the principal executive officer of the Corporation and shall in general supervise and control all of the business and affairs of the Corporation.

## **Members** (Article II **proposed amended restated bylaws**)

- ***It is required that the bylaws define membership requirements, expectations and periodic review.***
- *There is no provision in the **current bylaws** addressing requirements or expectations for members. This a requirement.*
- **Current bylaws**-Article I-Section 5 **A member** must be 18 years of age and present at the meeting to vote, with no voting by proxy. This is the only place in the current bylaws members are mentioned.
- **Proposed amended restated** bylaws Article II Section 2.3 describes the qualification of membership. Any person who has accepted Jesus Christ as his or her personal Savior and Lord, repented of sin, been baptized by immersion, verbally made a decision to become a member of the Church and signed a decision record form that affirms that statement, may become a member of the Church.
- **Proposed amended restated** bylaws Article II Section 2.5 Details the responsibilities of membership
- **Proposed amended restated** bylaws Article II Section 2.6 Addresses church discipline.
- **Proposed amended restated** bylaws Article II Section 2.8 Periodic review of the church membership is required.

## **Church Ministries**

- **In the current and proposed amended restated bylaws the elders have ultimate authority over all ministry teams. The elders may also appoint ministry teams.**

## **Senior Pastor/Lead Pastor**

- **Current bylaws** do not describe the duties of the Senior Pastor
  - **Proposed amended restated** bylaw 6.3.1 states the duties of the Lead Pastor.
- **Current bylaws** do not address the qualifications of the Senior Pastor.
  - **Proposed amended restated** bylaw 6.3.2 states the qualifications of the Lead Pastor.
- **Current bylaws** do not address who is responsible for hiring a Senior Pastor
  - **Proposed amended restated** bylaw 6.3.3 states who is responsible for hiring a Lead Pastor and details of the hiring process.

## **Other Notes**

### **Indemnification** (Article VII proposed amended bylaws)

- **Indemnification** clause is simply a promise by the other party to cover your losses if they do something that causes you harm.
- Nothing listed in the current bylaws

### **Contracts, checks, deposits and gifts.** (Article VIII proposed amended bylaws)

- Nothing listed in the current bylaws

### **Books and Records** (Article IX proposed amended bylaws)

- Nothing listed in the current bylaws
- Proposed amended bylaws Section 9.1 Details records to be kept.