



BYLAWS

Last Revision of Bylaws Adopted June 15, 2015

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PREAMBLE

We, the General Assembly of The Church at the Crossing Corporation, desiring to seek God's blessing and recognizing the Holy Bible as the only divine standard of faith and practice and as the final authority of life and conduct, hereby adopt these Bylaws to preserve and secure the principles of our faith, to prosper and sustain spiritual growth, and to govern and facilitate our business affairs in harmony according to the civil law of the State of Indiana.

ARTICLE I // IDENTIFICATION

SECTION 1. Name The name of the corporation is "The Church at the Crossing Corporation" (hereinafter referred to as the "Corporation").

SECTION 2. Principal Office The post-office address of the principal office of the Corporation is 9111 North Haverstick Road, Indianapolis, Indiana 46240.

SECTION 3. Affiliation We, as a local church body, acknowledge our identity and affiliation with the General Assembly of the Church of God with offices in Anderson, Indiana, as represented by Church of God Ministries, Inc.

ARTICLE II // PURPOSE OF THE CORPORATION

To love God with all our heart, soul, mind, and strength, and to love all people as God does. Here at the Church at the Crossing, this is our mission. The Church at the Crossing will honor God by reaching out to all people, helping them become disciples of Jesus Christ.

ARTICLE III // DEFINITIONS

"The Church" means the Corporation, its civil and ecclesiastical business and its General Assembly.

"The Pastoral Staff" means the Senior Pastor and Pastors of primary ministry areas. (See Addendum B-CATC Organizational Chart)

"The Ministerial Staff" means the Associate Pastors and Ministry Directors who have a Pastor as a Direct Supervisor. (See Addendum B-CATC Organizational Chart)

"The Administrative Staff" means employees in non-pastoral or non-ministerial positions whose hiring is not subject to the requirements of Article X. (See Addendum B-CATC Organizational Chart)

"The Resource Staff" consists of non-pastoral, non-ministerial, or non-administrative positions including accountant, secretaries, custodians, food servers, assistants to Directors, child care staff, et al. These positions are not subject to provisions in Article X. (See Addendum B-CATC Organizational Chart)

“The General Assembly” means the aggregate of all persons regularly attending the Church.

“Notice” to the General Assembly may be accomplished by fulfilling the requirements of two of the following: a) an oral notice may be given in weekend worship services; b) an all church mailing may be made; c) a written notice may be handed out during weekend worship services; d) notice may be posted outside the main office.

ARTICLE IV // THE GENERAL ASSEMBLY

SECTION 1. Eligible Voters within the General Assembly All of the following eligibility requirements must be met to vote. A person: **(a)** must be sixteen (16) years of age or older; **(b)** have worshiped regularly with this congregation for a period of at least six (6) months preceding the meeting at which they wish to exercise voting rights; and, **(c)** have made a personal commitment to Jesus Christ as Lord and Savior and have lived, for the past (6) months, in harmony with the standards of God’s Word as held by The Church.

SECTION 2. Declaration of Eligibility All persons who meet the criteria stated in Section 1 of the Article may vote in any annual or special meeting of the General Assembly by declaring their eligibility and intention to vote through the following procedure:

(a) All persons qualified to vote shall declare their eligibility and intention by signing a Registration form for each of the Assembly meetings in which they desire to vote. Registration forms shall include Section 1 of this Article in its entirety, and the following: “I hereby affirm that I meet the above stated criteria to vote in this meeting of the General Assembly. Date _____. Signature _____.” The signed forms shall become the registration of voters.

(b) In the case of a question of eligibility, the Board of Elders shall determine the eligibility of all voters. A two-thirds (2/3) majority of voting Elders shall be necessary to sustain a challenge to a voter’s eligibility.

SECTION 3. Voting Each eligible voter shall be entitled to one vote, in person or by absentee ballot, as to each matter that comes before the General Assembly requiring a vote. The Board of Elders shall determine from time to time, and shall inform the General Assembly of, the procedures to be followed in order for eligible voters to vote by absentee ballot at annual or special meetings. The Board of Elders will give notice to those wanting to submit an absentee ballot prior to any vote before the General Assembly.

SECTION 4. Meetings

(a) A meeting of the General Assembly may be called by the Chair at the direction of the Board of Elders.

(b) For any meeting of the Assembly to be held, the Chair shall cause notice to be given at least ten (10) full days prior to the meeting, counting from the date and time notice is given. Such notice shall state the purpose of calling such special meeting and shall list the date, time and place for holding the meeting.

(c) The annual meeting of the General Assembly shall be held during the month of May, June, July, August, or September of each year. The date and time of such meeting shall be determined by resolutions of the Board of Elders. Among the items

of business at the annual meeting shall be the adoption of the budget for the next succeeding fiscal year of the Church, the election of members of the Board of Elders, and for conducting such other business as may properly come before the General Assembly.

(d) Upon receipt of a written request signed by fifty (50) eligible voters of the General Assembly (Article IV), no two (2) of whom shall be of the same household, and after notifying the Elders of such request and purpose of the meeting, the Chair shall call a special meeting of the Assembly. Such written request shall be submitted to the Chair and shall state the purpose for which they desire the meeting. If such purpose is directly concerned with the relationship of the Church and a member of the Pastoral/Administrative Staff, the provisions of Article X prevail.

SECTION 5. Quorum Fifty (50) eligible voters present, either in person or by proxy, shall constitute a quorum at any meeting of the General Assembly.

SECTION 6. General Assembly Authorization The General Assembly must approve the following actions by an affirmative vote of at least three-fourths (3/4) of the quorum in order for the Board of Elders to take final action:

- (a)** the sale or purchase of any real property that would affect the Church's primary location;
- (b)** the selection of the Pastoral staff as defined in the Personnel Policy;
- (c)** changing the church's name or congregational affiliation;
- (d)** new "long term" indebtedness, defined as indebtedness equal to or greater than twenty (20) percent of the general operational budget then in effect and for a duration in excess of two (2) years;
- (e)** appointing new voting members to full terms on the Board of Elders. See Article VII for the Nominating Procedure.
- (f)** ratifying the annual budget presented by the Finance Committee. See Article VIII.
- (g)** amending this Article IV, Section 6.

ARTICLE V // THE BOARD OF ELDERS (Board of Directors)

SECTION 1. Purpose The purpose of the Board of Elders shall be to assure the long term spiritual and fiscal health, strength, and leadership for the Church.

SECTION 2. Duties The Board of Elders shall:

- (a)** Seek the will of God in developing the overall purpose and direction of the Church through study of the Bible, prayer, and consultation; develop the overall policies that guide the Church's life and work, including the major areas of ministry of the Church;
- (b)** Give the direction to assure the full and appropriate work of all committees created or approved by the Board of Elders;

(c) Be the board of directors of the Corporation and the legal trustees of the property of the Church, subject to the provisions of these Bylaws, with authority including, but not limited to:

- (i) Direct the business and fiscal affairs of the Corporation, including all entities which it shall establish;
- (ii) Have full charge and control of all property, effects and assets of the Corporation with the full power to use, regulate, and control the same for the benefit of the Corporation as authorized by these Bylaws and/or the General Assembly;
- (iii) Perform all legal transactions related to the property of the Corporation. All such action shall be authorized by the General Assembly under these Bylaws. All such action shall be done through the officers of the Corporation;
- (iv) Cause an annual independent audit or review;
- (v) Have the responsibility to select, hire, discharge, or otherwise direct the employment of Pastoral Staff; and
- (vi) Set the wages, salaries, benefits and other compensations for all Pastoral Staff members, within the approved annual budget.

(d) Make recommendations to the General Assembly with respect to those actions, itemized under Article IV, Section 6 of these Bylaws, that cannot be taken by the Board of Elders without General Assembly approval; and

(e) Perform related duties as needed.

SECTION 3. *Members*

(a) The Voting members of the Board of Elders shall be comprised of (15) persons elected by the General Assembly from among its eligible voters.

(b) The Senior Pastor shall serve as an ex officio non-voting member of the Board of Elders.

(c) If the Treasurer is not otherwise a member of the Board of Elders, he or she shall serve as an ex officio non-voting member of the Board of Elders.

SECTION 4. *Nomination and Election of Elders* All members of the Board of Elders shall be nominated, elected, and serve in accordance with procedures and leadership qualifications as set forth in Sections 3 and 4 of Article VII and in Addendum A.

SECTION 5. *Terms of Office*

(a) Terms of Elders elected during the first election held under these Bylaws shall be of the next three (3) succeeding years; thereafter, the term of office of each voting Elder shall be for three (3) years.

(b) After serving two (2) consecutive three (3) year terms as a voting Elder, a person shall not be eligible for nomination or appointment to the Board of Elders until after a waiting period of two (2) years.

(c) Elders appointed to complete greater or equal than eighteen months of the term of a previous Elder shall be eligible for one (1) full term as described in Section 5(a) and (b) above. Elders appointed to complete less than eighteen months of the term of a previous Elder shall be eligible for two (2) full terms as described in Section 5 (a) and (b).

SECTION 6. *Family Limitation*

(a) No more than one (1) member of any immediate family, defined to include spouse, parent, child or sibling, shall serve concurrently as a voting Elder.

(b) No spouse of a Pastoral, Ministerial, Administrative, or Resource staff member, including ECC, may serve as a voting member of the Board of Elders.

SECTION 7. *Filling Vacancies on the Board of Elders*

(a) In the event of death, resignation, or removal of a voting Elder, the remaining voting members of the Board of Elders shall, at its next meeting or as soon thereafter as possible, appoint an eligible voter of the General Assembly qualified as provided in Article IV and Addendum A to fill the vacant seat.

(b) To be appointed, a potential appointee must receive the affirmative votes of at least nine (9) voting elders.

(c) An appointed Elder shall serve on the Board of Elders for the remainder of the unexpired term.

SECTION 8. *Removal of Voting Elders*

(a) When, in the aggregate judgment of the members of the Board of Elders, such action is deemed necessary for reason of a blatant defect of character, for sustained lack of participation in the activities of the Board of Elders or for other such causes, the Board of Elders shall have the authority to remove a voting Elder. This removal action shall be done only upon the affirmative votes of at least ten (10) voting Elders. All Elders must be notified in writing at least five (5) days before such a vote is taken unless such notice is waived individually by the presence of the voting Elder.

(b) Resulting vacancies shall be filled in the manner provided in Section 7 of this Article.

SECTION 9. *Regular Meetings* The Board of Elders shall hold at least six (6) regular meetings each year.

SECTION 10. *Special Meetings* A special meeting of the Board of Elders may be called at any time by the Chair, or in the Chair's absence or inability to serve, by the Vice Chair. A special meeting of the Board of Elders may also be called upon receipt by the Secretary if a written request bearing the signatures of eight (8) voting members of the Board of Elders stating the purpose for which they desire a meeting called. A special meeting shall be held within ten (10) days of receipt of such written request by the Secretary. All Elders shall be notified either in writing or in person at least seventy-two (72) hours prior to such a vote unless such notice is waived individually by the presence of the Elder or an emergency exists.

SECTION 11. *Quorums and Voting* A quorum exists when there is a simple majority of the voting members of the Board of Elders present. A voting Elder must be present to cast his/her vote at a meeting. Proxy voting by telephone, e-mail, or other means shall be permitted at the discretion of the Chair or Vice Chair.

SECTION 12. *Transactions with Elders* Any contract or other transaction between the Corporation and one (1) or more of its Elders, or any entity of which one or more of the Elders are members, shareholders, directors, officers or employees, or in which they are interested, is valid for all purposes if the Elder's interest is disclosed and known to the Board of Elders, and it shall, nevertheless, authorize, approve and ratify such contracts or transactions, even if the interested Elder or Elders were present at the meeting of the Board of Elders which acts upon, or in reference to, such contracts or transactions and even if the Elder or Elders participate in such action, whether counted in determining the presence of a quorum. Such disclosure shall be made a part of the record. The vote of a disinterested majority of the Elders present must approve the transaction. This section shall not be construed to invalidate any contract or other transaction which would otherwise be valid or to create any liability on the part of any Elder which would not otherwise be imposed, under the common and statutory law.

SECTION 13. *Indemnification* The Corporation shall indemnify any person, and his/her heirs and legal representatives, who shall be made a party to, or threatened with, any civil or criminal action, suit or proceeding because he/she is or was an Elder (Director), officer of the Corporation, or an employee of the Corporation (including Pastoral Staff) because of any of his/her acts or omissions in such capacity taken or not taken, for and in the interest of the Corporation, in good faith and in the exercise or reasonable care. This indemnification is against all liability, and reasonable expenses, including attorney fees, actually and necessarily incurred in connection with such action, suit or proceeding, whether actual or threatened, or in connection with any appeal thereof. If an Elder, an employee of the Corporation (including Pastoral Staff), or officer in any such action, suit or proceeding is wholly successful, on the merits or otherwise, he/she is entitled to complete indemnification.

The Corporation may also reimburse to any such Elder, to any such employee of the Corporation (including Pastoral Staff), or officer the amounts (other than amounts paid to the Corporation) of judgments, fines and penalties resulting from, and the reasonable costs of settlement and expenses, including attorney fees, actually incurred and connected therewith, of any such action, suit proceeding if a majority of the Elders not involved in the matter of controversy (even if such Elders do not constitute a quorum), or a majority vote of the General Assembly, finds that such Elder, or such employee of the Corporation (including Pastoral Staff), or officer acted in good faith and in the exercise of reasonable care in the performance of his or her duty and that the payment of such judgments, fines, or penalties, whether resulting from a plea of nolo contendere or otherwise, and costs of settlement are in the interests of the Corporation. The fact that an action, suit, or proceeding was terminated by judgment, settlement of conviction, or upon a plea of guilty or nolo contendere or its equivalent, shall not create a presumption that any such Elder, or any such employee of the Corporation (including Pastoral Staff), or officer did not act in good faith for the Corporation. However, no Elder, or employee of the Corporation (including Pastoral Staff), or officer shall be indemnified in relation to any matter as to which he is adjudged in any such action, suit or proceeding to be liable for negligence or misconduct in the performance of his/her duty to the Corporation. The Corporation may, in its discretion, advance any expenses to, or at its expense undertake the defense of, any such Elder, any such employee of the Corporation (including Pastoral Staff), or officer, but any amounts of advanced or spent shall be repaid to the Corporation by him/her to the extent that it is ultimately determined that such Elder or officer or such employee of the Corporation (including Pastoral Staff) is not entitled to indemnification or reimbursement.

The rights of indemnification or reimbursement provided in this section do not exclude any other rights to which any Elder, any such employee of the Corporation (including Pastoral Staff), or officer of the Corporation or such other corporation may be entitled by law or by authorization adopted by a majority vote of the General Assembly after notice is duly given.

ARTICLE VI // OFFICERS

SECTION 1. *Number* The officers of the Corporation shall be a Chair, Vice Chair, Secretary, and Treasurer.

SECTION 2. *Selection*

(a) The Chair, Vice Chair, and Secretary shall be elected by the Board of Elders from among its voting members at its first meeting following the annual meeting of the General Assembly. Each such officer shall serve for one (1) year or until his or her successor is duly elected. These same officers will be the officers of the Board of Elders.

(b) The Treasurer shall be elected by the Board of Elders at its first meeting following the annual meeting of the General Assembly from among the eligible voters within the General Assembly in accordance with the leadership qualifications as stated in Addendum A. The Treasurer shall serve for one (1) year or until his or her successor is elected.

SECTION 3. *Chair* The Chair of the Corporation shall cause the officers of the Corporation to perform any and all duties in the management of the property and affairs of the Corporation as determined by resolution of the General Assembly or the Board of Elders. The Chair shall chair all meetings of the Board of Elders and the General Assembly.

SECTION 4. *Vice Chair* The Vice Chair shall perform the duties of the Chair in the Chair's absence or inability to serve.

SECTION 5. *Secretary* The Secretary shall maintain all records of the Board of Elders and the General Assembly and other appropriate records of the Corporation. Such records shall be kept at the principal office of the Church.

SECTION 6. *Treasurer* The Treasurer shall be responsible for the receipt, disbursement and full accounting of all church funds, and shall maintain records of individual contributions for tax and legal purposes. The Treasurer shall participate in the preparation of the annual budget. The Board may appoint an Assistant Treasurer to assist with responsibilities that are related to the daily business operations of the church.

SECTION 7. *Officers as Signatories* The Treasurer shall be the principal signatory of all church accounts and investments. In the Treasurer's absence or inability to serve as signatory, the Assistant Treasurer may be appointed to serve as signatory on checks. If multiple signatures shall be required by the Board of Elders, the Chair, Vice Chair and Secretary shall be signatories on such transactions.

SECTION 8. *Removal of Officers of the Corporation* The Board of Elders shall have full authority to remove an officer of the Corporation from office provided such action receives the affirmative votes of at least ten (10) voting Elders of the Board. All Elders shall be notified either in writing or in person at least seventy-two (72) hours prior to such a vote unless such notice is waived individually by the presence of the Elder or an emergency exists. Resulting vacancies for such unexpired terms shall be filled by the Board of Elders.

ARTICLE VII // THE NOMINATING COMMITTEE

SECTION 1. *Membership* The Nominating Committee shall be appointed annually by the Board of Elders and shall be comprised of five (5) voting members. Each committee member must be an eligible voter of the General Assembly, and no more than two (2) may be members of the Board of Elders. All members of the Nominating Committee shall meet the leadership qualifications as set forth in Addendum A. No member of the committee shall serve when she or he is a candidate for election. The Senior Pastor or his or her designee shall serve as an ex officio nonvoting member of the committee.

SECTION 2. *Duties* The Nominating Committee shall:

- (a) Receive nominations and consider potential candidates for any open position on the Board of Elders from any eligible voter of the General Assembly;
- (b) Submit to the Board of Elders a slate of candidates with a rationale for each candidate.
- (c) Place in nomination the number of candidates equal to the number of positions open on the Board of Elders, allowing each eligible voter of the General Assembly to vote for the slate of nominees or withhold his/her vote from one or more of the nominees.
- (d) Acquaint the eligible voters of the General Assembly with the persons nominated for the Board of Elders through at least two (2) notices and by at least by one other means; and
- (e) Perform related tasks as needed.

SECTION 3. *Qualifications for Nominees* Each candidate nominated for a position on the Board of Elders shall, in the aggregate judgment of the Nominating Committee, possess first and foremost the biblical leadership qualifications for elders as stated in I Timothy 3:1-13 and Titus 1:5-9, and as said scriptures are interpreted and articulated in Addendum A. In addition, candidates shall possess specific spiritual and temporal gifts that are needed on the Board of Elders.

SECTION 4. *Procedure*

- (a) The Nominating Committee shall draft a tentative slate of nominees and alternates to the Board of Elders along with its rationale for approval.
- (b) With the approval of the Board of Elders, each nominee shall be contacted by the Nominating Committee or its designee(s), shall be told the requirements and responsibilities for the office for which the candidate is being nominated and shall be given the opportunity to permit his or her name to be placed in nomination.
- (c) With such permission obtained, the Nominating Committee shall meet to finalize the nomination and submit to the Board of Elders a complete slate of nominees for the coming annual meeting of the General Assembly.
- (d) Upon completion of the final review of the Board of Elders, the Nominating Committee shall cause the official ballot to be printed and shall cause the ballot to be made available in the church office at least eight (8) days before the annual meeting.

ARTICLE VIII // THE FINANCE COMMITTEE

SECTION 1. *Membership* The Finance Committee shall be a standing committee appointed by the Board Elders and shall be comprised of at least five (5) voting members, each of whom shall be eligible voters of the General Assembly. The senior pastor or his or her designee shall serve as an ex officio nonvoting member of the committee. The Treasurer shall serve as the chair of the committee. Three Elders shall serve on the committee with terms for two years each. The Church Business Administrator and the Church Accountant shall serve as consultants to the committee and regularly attend the committee meetings.

SECTION 2. *Duties and Procedures* The Finance Committee shall:

- (a) Prepare the church budget by:
 - (i) The Senior Pastor and Business Administrator prepare a proposed budget of estimated income and expenses of the church for its next fiscal year;
 - (ii) Reviewing and analyzing a proposed budget of estimated income and expenses of the church for its next fiscal year, as prepared by church staff;
 - (iii) Presenting and recommending the proposed budget to the Board of Elders for its review and approval;
 - (iv) Causing the proposed budget to be printed and made available in the church office at least eight (8) days before the meeting of the General Assembly at which the budget is to be ratified;
 - (v) Meeting with members of the congregation, if requested, to explain the budget; and
 - (vi) Presenting and explaining the budget to the General Assembly when the budget is presented for ratification.
- (b) Monitor the implementation of the budget and periodically report to the Board of Elders concerning the budget;
- (c) Analyze financial and legal matters facing the Church and provide recommendations for action to the Board of Elders.
- (d) Perform related tasks as needed.

ARTICLE IX // COMMITTEES

SECTION 1. *Committees Created by the Board of Elders* The Board of Elders may create any and all committees that it deems necessary, which may include executive, buildings and grounds, personnel, and governance committees. The members of any such committees shall be appointed by the Board of Elders, to whom the committee is responsible.

SECTION 2. *Committees Created by Staff* Each member of the Pastoral, Ministerial, Administrative or Resource staff may create such committees as he or she deems necessary to fulfill his or her general duties or to complete specific tasks assigned by the Board of Elders. Such committees shall be responsible to the staff member who created them within the general policies of the

Corporation. No committee shall exist unless it is authorized and created by these Bylaws, the Board of Elders, or a Staff member. The Board of Elders and each Staff member are encouraged to regularly review the committees in existence created by them to determine whether any can and should be eliminated. The Board of Elders will be responsible for reviewing the effectiveness and necessity of each committee. The Board of Elders will appoint and remove members of a committee or the committee if it is not achieving its goals.

ARTICLE X // SELECTION, RETENTION, REMOVAL, RESIGNATION, AND REASSIGNMENT OF PASTORAL STAFF MEMBERS

SECTION 1. *Selection of Pastoral Staff* The Board of Elders shall be responsible for the selection of all candidates of the Pastoral Staff. The Board of Elders shall seek the advice of the Senior Pastor in its duties.

(a) The Board of Elders shall be responsible for securing a person or persons for filling the pulpit for the regular services during the period in which the Church is without the services of a Senior Pastor. The honoraria for such services shall be determined by the Board of Elders.

(b) The Board of Elders shall investigate the qualifications of prospective Pastoral Staff members, using the criteria and procedures which the membership of the Board of Elders deem most appropriate but in no case shall they be less than those criteria set out in Addendum A. The Board of Elders or its appointed committee shall have interviewed in person any candidate for a Pastoral Staff position.

(c) Upon the affirmative vote of at least ten (10) members of the Board of Elders regarding the call of a prospective Senior Pastor or a primary member of the pastoral staff, the Board of Elders shall call a special meeting of the General Assembly at which meeting the Board of Elders shall present the name of the prospective Senior Pastor or a primary member of the pastoral staff and give a full description of such candidate's qualifications.

(d) The Board of Elders shall present the name of only one prospective Senior Pastor or a primary member of the pastoral staff for consideration and possible call. A three-fourths (3/4) majority of the eligible voters voting shall be necessary to extend the call of the Church to a prospective Senior Pastor or a primary member of the pastoral staff. If less than three-fourths (3/4) vote in favor of calling a prospective Senior Pastor or a primary member of the pastoral staff, the Board of Elders shall select another prospect using the procedure described above and present the person's name for consideration at a later called special meeting of the General Assembly.

SECTION 2. *Retention or Removal of Pastors and Staff Members*

(a) If the Senior Pastor or a Direct Supervisor becomes aware of behavior in any member of the church staff that may harm the church or the ministry of that person, the Senior Pastor or Direct Supervisor will take action to reasonably investigate the problem and devise an appropriate course of action as outlined in the Personnel Policy. Terminations of Pastoral or staff require approval by the Board of Elders. The principles of Matthew 18: 15-17 shall be used in this process.

(b) If a member of the pastoral or support staff of the church does not perform his/her duties in the manner required, the Senior Pastor will be prepared to recommend remedies that may include clarification of expectations, added training, reassignment within the church, or termination of employment as outlined by the Personnel Policy. In such matters, the Senior Pastor may consult others members of the church staff or members of the Board of Elders, within the bounds of appropriate confidentiality.

(c) If a concern is raised about the behavior or performance of the Senior Pastor, it is to be directed to the Chair of the Board of Elders in the most confidential manner possible. The Chair of the Board of Elders will then address the concern directly or consult with the Senior Pastor, or others who may help clarify the question. Confidentiality is to be maintained at all times to preserve the leadership of the Pastor and the integrity of the Church.

(d) Action to remove the Senior Pastor can be taken only in accordance with the following steps:

- (i) The Chair of the Board of Elders must call a special meeting of the Board of Elders for that purpose. The calling of the meeting must be with the approval of at least four other voting Elders.
- (ii) To recommend removal of the Senior Pastor, a three-fourths (3/4) vote of the full Board of Elders is required.

(e) If any member of the pastoral staff is removed from employment for any reason, it shall be the duty of the Board of Elders to determine appropriate compensation, if any, in accordance with the severance provision in the Personnel Policy.

SECTION 3. *Resignation of Pastoral Staff* If a member of the Pastoral Staff desires to terminate his or her position with the Church, that person shall present a written resignation to the immediate supervisor as described in the Personnel Policy. The Board of Elders shall cause such resignation of a member of the Pastoral, Ministerial, or Administrative staff to be presented to the congregation. The resignation shall become effective no sooner than thirty (30) days after the date of presentation to the Board of Elders, for all positions other than Resource staff, unless other mutually satisfactory arrangements are made.

SECTION 4. *Assignment and Reassignment of Staff Responsibilities* The Senior Pastor is authorized to determine, and shall be responsible for, the assignment and reassignment of members of the Pastoral, Ministerial and Administrative staff to areas of ministry or other employment responsibilities as described in the Personnel Policy. The Senior Pastor shall regularly inform the Board of Elders of each such assignment or reassignment.

SECTION 5. *Creation of Staff* The Board may authorize the creation of staff positions at the recommendation of the Pastoral, Ministerial, Administrative or Resource staff.

ARTICLE XI // PARLIAMENTARY PROCEDURE

SECTION 1. *Parliamentary Authority* If a question of parliamentary procedure arises during discussion or action within a meeting of the Board of Elders, or the General Assembly, the Robert's Rules of Order, Revised, shall be the parliamentary authority for all matters of procedure.

SECTION 2. *Parliamentarian* The Chair shall appoint an individual knowledgeable in Robert's Rules of Order to act as parliamentarian.

ARTICLE XII // AMENDMENT OF THE BYLAWS

These Bylaws may be amended by a vote of the Board of Elders in accordance with the procedure described in Section 1 below except for the following provisions: Article IV, Section 6 (powers reserved to the General Assembly); Article VII, Section 1 (Nominating Committee Membership); Article VIII, Section 1 (Finance Committee Membership); Article X, Sections 1 and 2 (Selection of Pastoral Staff and Retention or Removal of Pastors and Staff Members); and this Article XII (Amendment of the Bylaws) which shall only be amended with approval by the General Assembly as set out in Section 2 below.

SECTION 1. *Board of Elders' Procedure to Amend the Bylaws*

- (a) The Board of Elders shall have received written notice at least seven (7) days prior to such vote on the proposed amendment;
- (b) The Board of Elders shall have discussed the proposed amendment;
- (c) Upon a two-thirds (2/3) vote of the Board of Elders, the General Assembly will be notified at least fourteen (14) days prior to a vote by the Board of Elders to amend the Bylaws. Absent a two-thirds (2/3) vote of the Board of Elders, the General Assembly will not be notified.
- (d) Prior to the Board of Elders voting on a proposed amendment, the Board of Elders may hold an informational meeting with the General Assembly; and
- (e) Two-thirds (2/3) of the total number of eligible voting members of the Board of Elders must affirmatively vote for the amendment for a change to occur in the Bylaws.
- (f) Board of Elders members must be present to vote at any meeting of the Board of Elders where the Bylaws are amended or recommended to the General Assembly to be amended.

SECTION 2. *General Assembly's Procedure to Approve Amendment to the following Sections of the Bylaws* Article IV, Section 6 (powers reserved to the General Assembly); Article VII, Section 1 (Nominating Committee Membership); Article VIII, Section 1 (Finance Committee Membership); Article X, Sections 1 and 2 (Selection of Pastoral Staff and Retention or Removal of Pastors and Staff Members); and this Article XII (Amendment of the Bylaws).

- (a) The above procedures of Section 1 (a), (b), and (f) shall be followed by the Board of Elders prior to the amendment(s) coming to the General Assembly.
- (b) Two-thirds (2/3) of the Board of Elders eligible voters must affirmatively recommend the amendment(s) prior to it coming to the General Assembly.
- (c) The General Assembly shall have received written notice stating the purpose of the meeting either by a written notice handed out during weekend worship services or an all church mailing at least twenty (20) days prior to the meeting.
- (d) Three-fourths (3/4) of the quorum must affirmatively vote for a change to occur in the Bylaws.

SECTION 3. At all times, upon request, a copy of the Bylaws, as well as any proposed amendment(s), will be available to any member of the General Assembly for his or her review.

ARTICLE XIII // GENERAL CONDITIONS

SECTION 1. The fiscal year of the Corporation shall begin on the first day of July and shall end on the last day of the following June.

SECTION 2. *Permanent Records* The Corporation shall keep as permanent records a record of the minutes of meetings of the Corporation's Board of Elders for at least six years.

SECTION 3. *Records* The Corporation shall keep a copy of the following records at the Corporation's office:

- (a) The Corporation's Articles of Incorporation and all amendments thereto currently in effect;
- (b) The Corporation's Bylaws and all amendments thereto currently in effect;
- (c) A list of the names and addresses of the Corporation's current Board of Elders and officers;

SECTION 4. *Execution of Contracts and Other Documents* Unless otherwise ordered by the Board of Elders, all written contracts and other documents entered into by the Corporation shall be executed on behalf of the Corporation by such officer, agent, or agents of the Corporation and in such a manner as shall from time to time be determined by resolution of the Board of Elders. In the absence of such determination by the Board of Elders, such instruments shall be signed by the Chair or Vice-Chair and countersigned by the Secretary of the Corporation.

SECTION 5. *Checks and Drafts* All checks, drafts, or other orders for the payment of money, or notes issued in the name of the Corporation shall be signed by such officer, agent, or agents of the Corporation and in such a manner as shall from time to time be determined by resolution of the Board of Elders. In the absence of such determination by the Board of Elders, such instruments shall be signed by the Treasurer, or Assistant Treasurer.

SECTION 6. *Loans* Such officers or agents of the Corporation as shall from time to time be determined by resolution of the Board of Elders shall have the power, with such limitations as may be fixed by the Board of Elders, to borrow money on the Corporation's behalf, to establish credit, to pledge collateral, and to execute evidences of indebtedness and other instruments in connection therewith. The Corporation may not lend money to or guarantee the obligations of any Board of Elders' member or officer of the Corporation. Any loan by such officers or agents of the Corporation is subject to the limits established in Article IV, Section 6(d).

SECTION 7. *Deposits* All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks or other depositories as the Board of Elders may select.

SECTION 8. *Indiana Nonprofit Corporation Act* These Bylaws will be governed by the Indiana Nonprofit Corporation Act of 1991, as it may from time to time be amended, and any statute that may in the future supersede or replace this Act in whole or in part.

SECTION 9. *Restriction to Use of Facilities* The Corporation reserves the right to restrict the use of all properties owned from any event or program judged by the Board of Elders to be at odds with the mission or teachings of the congregation and/or with the Church of God movement (Anderson, IN), represented formally by the actions of the movement's General Assembly in the United States and Canada.

ADDENDUM A

QUALIFICATIONS FOR LEADERSHIP IN THE CHURCH

(Interpretation of I Timothy 3:1-13; Titus 1:5-9)

PREFACE

The Apostle Paul instructed first century churches and their pastors to appoint “Elders,” those with certain gifts from God, to “direct the affairs of the church” and provide the leadership God ordained for His body (I Timothy 5:17). Paul made a number of statements regarding the qualifications of those who were to be chosen. Some observations about those statements are appropriate.

(a) These qualifications given by the Apostle are principles governing the section of leadership. They are guidelines. While one may not measure up to all these guidelines all the time, they are qualities toward which we must always strive. They are not to be taken lightly. They are very important in helping us determine the kind of persons to look for in the choosing of leadership.

(b) Paul’s remarks and instruction must be interpreted within the context of the culture of his time and place.

(1) They are written within the Jewish culture wherein, for example, women were forbidden to learn and take part in the synagogue service, and they are written within the Greek culture wherein the rights of women as persons and citizens were not protected by law. These, and other cultural aspects and circumstances should not be superimposed on the Church today.

(2) Paul’s own personal conviction about personhood in Christ is that “there is neither Jew nor Greek, slave nor free, male nor female, for you are all one in Christ Jesus.” (Galatians 3:28)

QUALIFICATIONS

I Timothy and Titus 1 state that the Church needs leaders who are gifted and equipped by God’s Word and Christian discipline to manage its direction and ministries. Leaders should be:

(a) ABOVE REPROACH (I Tim. 3:2; Titus 1:7) Persons of unquestioned character, whose morals and ethics are not open to attack; having reputations for Godly Christian character.

(b) HOLDERS OF HIGH IDEALS OF MARRIAGE (I Tim. 3:2; Titus 1:6) The person, whether or not married, holds and demonstrates a sacred regard of marriage and the home and is committed to God’s principles regarding marriage. If the person is married, he or she is a faithful husband or wife. This does not mean the leader must necessarily be married nor that the person has never been divorced.

(c) TEMPERATE (I Tim. 3:2; Titus 1:8) Self-controlled, possessing a character which avoids extremes, a balance of mind and spirit.

(d) PRUDENT (I Tim. 3:2; Titus 1:8) Wise, sensible, balanced in judgment; not given to quick and superficial decisions based on immature thinking.

(e) HOSPITABLE (I Tim. 3:2; Titus 1:8) Open to the needs and hurts of others, willing to share the heart and home with others in need.

(f) ABLE TO TEACH (I Tim. 3:2; Titus 1:9) One who teaches sound doctrine and a trustworthy message by example and by instruction, who communicates beliefs and truths in a manner that encourages Christian commitment.

(g) GENTLE (I Tim 3:3; Titus 1:7) Not violent or quarrelsome; disinclined to fight. Christians around whom there is constant strife, persons with a history of turmoil, “spiritual bullies,” impatient retaliators and gossips should not be candidates for spiritual leaders of the church.

(h) TRUSTWORTHY (I Tim. 3:3; Titus 1:7) A person who is honest and keeps material things in perspective.

(i) ABLE TO MANAGE ONE’S OWN FAMILY (I Tim. 3:4; Titus 1:6)

(j) NOT SELF-WILLED (Titus 1:7) Persons who are not stubborn, who do not demand their own way or force their own opinions on others.

(k) DEVOUT (Titus 1:8) Holy, set apart for God’s use. Persons stable in their faith and obedient to the Word of God in all respects, not hypocritical.

(l) NOT A RECENT CONVERT (I Tim. 3:6) Persons tested in their faith long enough to demonstrate the reality of their conversion and the depth of their spirituality.

ADDENDUM B

ORGANIZATIONAL CHART OF THE CATC STAFF

Updated: January 2017



- Pastoral staff
- Ministerial staff
- Administrative staff
- Resource staff