

BYLAWS OF
CrossRoad Baptist Church

Ames, Iowa

Adopted February 5, 2006

Last Amended April 30, 2023

Bylaws of CrossRoad Baptist Church

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Section I: Definitions.....	3
Section II: Statement of Faith	4
Section 1: The Bible.....	4
Section 2: God.....	4
Section 3: Jesus Christ	4
Section 4: The Holy Spirit.....	4
Section 5: Angels and Demons	5
Section 6: Man	5
Section 7: Salvation	6
Section 8: The Church.....	6
Section 9: Things to Come.....	7
Section III: Covenant.....	8
Covenant.....	8
Section IV: Location of Church Offices	9
Section V: Membership.....	9
Subsection 1. Requirements for membership.....	9
Subsection 2. The membership committee.	9
Subsection 3. Process for becoming a member, membership list.	9
Subsection 4. Pastoral membership, student membership.	10
Subsection 5. Duties of members.....	10
Subsection 6. Restoration of members.....	10
Subsection 7. Administrative removal from membership.....	11
Section VI: Officers of the Church	12
Section VII: Pastors of the Church.....	12
Subsection 1. Number.....	12
Subsection 2. Qualifications.	12
Subsection 3. Duties.....	12
Subsection 4. Call of a pastor.....	12
Subsection 5. Termination Of A Pastor	13
Section VIII: Deacons.....	14
Subsection 1. Qualifications:	14
Subsection 2. General powers and duties.....	14
Subsection 3. Number, nomination, and election of deacons.	14
Subsection 4. Meetings of deacons.	15
Subsection 5. Removal of deacons.	15
Section IX: Congregational Meetings	15
Subsection 1. Annual meeting and moderator.	15
Subsection 2. Other periodic meetings.....	15
Subsection 3. Special meetings.....	16
Subsection 4. Notice of special meetings.....	16
Subsection 5. Place of meetings.....	16
Subsection 6. Closing of membership list and fixing record date.	16
Subsection 7. Membership list and voting requirements.	16

Subsection 8.	Conduct of meetings, exclusion of non-voting members.	17
Subsection 9.	Quorum of members.	17
Subsection 10.	Proxies, voting agreements.	17
Subsection 11.	Informal action by congregation.	17
Subsection 12.	Voting by ballot.	17
Subsection 13.	Inspectors.	17
Section X: Task Forces.		18
Subsection 1.	Establishment of task forces.	18
Subsection 2.	General application.	18
Subsection 3.	Regular meetings.	18
Subsection 4.	Minutes, reports to congregation.	18
Subsection 5.	Vacancies.	18
Section XI: Statutory Officers.		18
Subsection 1.	Designation of statutory officers.	18
Subsection 2.	Election and term of office.	18
Subsection 3.	Removal.	19
Subsection 4.	Vacancies.	19
Subsection 5.	The president.	19
Subsection 6.	The secretary and assistant secretaries.	19
Subsection 7.	The treasurer and financial recorders.	19
Subsection 8.	Other assistants and acting officers.	20
Subsection 9.	Salaries.	20
Subsection 10.	Status of pastors.	20
Section XII: Contracts, Loans, Checks and Deposits.		20
Subsection 1.	Contracts.	20
Subsection 2.	Loans.	20
Subsection 3.	Checks, drafts, etc.	20
Subsection 4.	Deposits.	20
Section XIII: Fiscal year and seal.		20
Section XIV: Waiver of notice.		20
Section XV: Amendments.		21
Section XVI: Indemnification.		21
Index.		22

Section I: Definitions

For purposes of the Bylaws the following definitions shall apply:

- A. **Annual Meeting:** the meeting held as prescribed in Section IX, Subsection 1.
- B. **Articles:** the Articles of Incorporation of the Church, as amended from time to time.
- C. **Bylaws:** these Bylaws, as amended from time to time.
- D. **Call:** the invitation of the Voting Members to a qualified man to become a Pastor of the Church.
- E. **Church:** the entity incorporated under the laws of the State of Iowa.
- F. **Congregation:** the Voting and Non-Voting Members of the Church.
- G. **Covenant:** the agreement among the Members in Section III.
- H. **Deacon:** a male Voting Member elected by the Voting Members under Section VIII.
- I. **Deacons' Fund:** a fund for the assistance of the Members and persons in the community.
- J. **Directors:** the Deacons.
- K. **Financial Recorders:** those Voting Members designated under Section XI, Subsection 7.
- L. **Member:** a person whose name appears upon the Membership List of the Church.
- M. **Membership Committee:** those Voting Members designated by the Voting Members to act under Section V.
- N. **Membership List:** a list kept by the Secretary as provided in Section V, Subsection 3.
- O. **Ministry Team:** a small group of Members designated by Resolution to minister to specific Members and non-Members with common characteristics.
- P. **Moderator:** the male Voting Member designated by the Deacons to preside at meetings of the Congregation.
- Q. **Nominating Committee:** the committee established according to Section VIII, Subsection 3.
- R. **Non-Voting Member:** a Member not qualified to vote according to Section IX, Subsection 7.
- S. **Pastor:** a man who has accepted a call by the Voting Members under Section VII.
- T. **President:** the Deacon selected by the Voting Members to act as President under Section XI.
- U. **Restoration Committee:** those Voting Members designated or elected to act under Section V, Subsection 6.
- V. **Resolution:** an official action taken by the Voting Members at a meeting of the Voting Members.
- W. **Search Committee:** those Voting Members designated by the Voting Members to act under Section VII, Subsection 4.
- X. **Secretary:** the Deacon selected by the Voting Members to act as Secretary under Section XI.
- Y. **Senior Pastor:** the Pastor so designated by the Voting Members.
- Z. **Statement of Faith:** the doctrinal statement contained in Section II.
- AA. **Student Member:** a Member admitted to membership as provided in Section V.
- BB. **Task Force:** a group of Voting Members designated by Resolution to perform broad functions for the Congregation according to the provisions of Section X.
- CC. **Treasurer:** the Deacon selected by the Voting Members to act as Treasurer under Section XI.
- DD. **Voting Member:** a Member qualified to vote according to Section IX, Subsection 7.
- EE. **Watchcare Member:** a Member admitted or included in membership as provided in Section V. Subsection 4.

Section II: Statement of Faith

The Members hold to the following doctrinal statement, which shall be known as the Statement of Faith. Each Member shall be deemed by the act of becoming a Member to assent wholeheartedly to the Statement of Faith. This Section II shall not be amended, modified, replaced, restated or otherwise changed except upon the vote of 75% of the Voting Members at a Special Meeting called solely for this purpose.

Section 1: The Bible

We believe that every word of the Bible, consisting of the sixty-six books of the Old and New Testaments, as originally written was inspired by God.¹ It is truth² without any error.³ We believe the Bible to be the basis of Christian unity and the supreme standard by which all human conduct, creeds, and opinions shall be tried.

¹ 2 Timothy 3:16-17;
² Peter 1:19-21
³ John 17:17
³ Psalm 19:7

Section 2: God

We believe there is one and only one living and true God,¹ an infinite² spirit.³ He is awesome in holiness and worthy of all possible honor,⁴ confidence and love.⁵ In the unity of the Godhead there are three persons: the Father, the Son and the Holy Spirit, equal in every divine perfection and executing distinct but harmonious functions in God's plan.⁶

¹ Deuteronomy 4:39
² Revelation 1:8; Psalm 45:6
³ John 4:24
⁴ Revelation 4:11
⁵ Deuteronomy 6:5
⁶ Matthew 28:19-20
⁷ Genesis 1, 2;
Colossians 1:16-17;
John 1:3;
1 Corinthians 8:6

We believe that God is the creator and supreme ruler of heaven and earth, of angels and people.⁷ The biblical account of creation is neither allegory nor myth, but a literal, historical account of the direct, immediate creative act of God without any evolutionary process.

Section 3: Jesus Christ

The virgin birth: We believe that Jesus was conceived of the Holy Spirit in a miraculous manner,¹ born of Mary, a virgin,² as no other man was ever born or can be born of woman, and that He is both the Son of God³ and God, the Son.⁴

¹ Matthew 1:18-25
² Isaiah 7:14
³ Luke 1:35
⁴ John 1:1, 14

Resurrection and Priesthood: We believe in the bodily resurrection of Christ¹ and in His ascension into heaven,² where He now sits at the right hand of the Father³ as our High Priest⁴ interceding for us.⁵

¹ Matthew 28:6-7; Luke 24:39
² Luke 24:51
³ Hebrews 12:2
⁴ Hebrews 2:17
⁵ Hebrews 7:25

Section 4: The Holy Spirit

We believe that the Holy Spirit is a divine person,¹ equal with God the Father and God the Son, and of the same nature.² He was active in the creation,³ and in His relation to the unbelieving world, He restrains the evil one until God's purpose is fulfilled.⁴ He convicts of sin, of righteousness and of judgment;⁵ He bears witness to the truth of the gospel in preaching and testimony;⁶ and He is the agent in the new birth.⁷ He seals,⁸ endows,⁹ guides,¹⁰ teaches,¹¹ comforts, sanctifies,¹² and helps¹³ the believer. We believe the sign and revelatory gifts of the Holy Spirit, such as healing and tongues, have fulfilled their purpose and are not the works of the Holy Spirit today.¹⁴

¹ Acts 5:3-4
² Mathew 28:19
³ Genesis 1:1-3
⁴ 2 Thessalonians 2:7
⁵ John 16:8-11
⁶ Romans 8:16
⁷ John 3:5-6
⁸ Ephesians 1:13-14
⁹ Luke 24:49
¹⁰ John 16:13; Romans 8:14
¹¹ John 14:26
¹² 2 Thessalonians 2:13;
1 Peter 1:2
¹³ John 14:16-17; Romans 8:26-27
¹⁴ 1 Corinthians 13:8-10;
2 Corinthians 12:12

Section 5: Angels and Demons

We believe in the reality of angels, created by God¹ as his servants.² Some angels chose to rebel against God in pride and are usually referred to as demons.³

We believe in the reality and personality of Satan, the Devil.⁴ He was created by God as an angel but through pride and rebellion became the enemy of his Creator.⁵ He became the unholy god of this age, the ruler of all the powers of darkness⁶ and is destined to eternal judgment in the lake of fire.⁷

¹ *Colossians 1:6*

² *Mark 1:13; Hebrews 1:6-7, 14*

³ *2 Peter 2:4; Jude 6; Revelation 12:9*

⁴ *Matthew 4:1-11*

⁵ *Isaiah 14:12-17;*

Ezekiel 28:11-19

⁶ *2 Corinthians 4:4*

⁷ *Revelation 20:10*

Section 6: Man

Creation and the Fall of Man: We believe Adam and Eve were created by the direct and immediate act of God, in His image, and not from previously existing forms of life. Adam and Eve were created in innocence in the image and likeness of God,¹ but by choosing to disobey God,² Adam fell from his sinless and happy state.³ We believe all people are descended from the historical Adam and Eve, and as a consequence of Adam's sin, all people are totally depraved,⁴ are sinners by nature and conduct,⁵ and are guilty before God.⁶ We teach that, because all men were in Adam, a nature corrupted by Adam's sin has been transmitted to all men of all ages, Jesus Christ being the only exception. All men are thus sinners by nature, by choice, and by divine declaration.⁷

¹ *Genesis 1:26-27; 2:7, 18, 21-23, James 3:9*

² *Genesis 3:1-6*

³ *Genesis 3:24*

⁴ *Romans 3:10-19*

⁵ *Romans 5:12, 19*

⁶ *Romans 1:18, 32*

⁷ *Psalm 14:1-3; Jeremiah 17:9; Romans 3:9-18, 23; 5:10-12*

Sex (Gender): We believe God created man in His own image, creating male and female. These exclusive genders of male and female are essential properties, not a choice or fluid, but fundamental and fixed.¹ While equal in value, the divinely ordained differences between male and female reflect God's original creation design and are meant to be complementary, and for human good and flourishing.² Seeking to confuse or change the God-given distinction of one's biological sex violates God's creative design and revealed will.³ As God's people we are called to own our God-given biological sex, to be set apart with distinctive markers, including by our conduct and the wearing of clothes appropriate for our biological sex.⁴

¹ *Genesis 1:26-27; Matthew 19:4-6*

² *Genesis 2:22-24*

³ *Jeremiah 1:5; Psalm 139:13-14*

⁴ *Deuteronomy 22:5; 1 Corinthians 11:7-15*

Marriage: As delineated in Scripture, the term "Marriage" has only one meaning: the uniting of one man and one woman in a single, exclusive, covenant union as husband and wife for a lifetime.¹ It is God's unique gift to reveal the union between Christ and His church² and to provide for the man and the woman in marriage the framework for intimate companionship, the exclusive channel for sexual expression according to biblical standards,³ and the means for procreation of the human race.⁴ Any form of sexual immorality, including but not limited to adultery, fornication, homosexuality, bisexual conduct, bestiality, incest, pedophilia, or pornography, is sinful by God's standard and design.⁵

¹ *Matthew 19:3-6; Mark 10:2-9; Romans 1:18-32*

² *Ephesians 5:22-6:4*

³ *Proverbs 5:15-20; 31:10-11, 28; 1 Corinthians 7:1-16*

⁴ *Genesis 1:26-28; Malachi 2:14-16*

⁵ *Leviticus 18:1-30; Matthew 5:28, 15:18-20; Romans 1:24-27; 1 Corinthians 5:1, 6:9-10; 1 Thessalonians 4:1-8*

Family: God has ordained the family as the foundational institution of human society. It is composed of persons related to one another by marriage, blood, or adoption.¹

¹ *Genesis 1:26-28; 2:15-25; Proverbs 17:6; 18:22; 127; Malachi 2:14-16; Genesis 15:3; Exodus 2:10; Esther 2:7*

Civil Government: We believe that God established civil government for the interests and good order of human society.¹ Believers should pray for, honor and obey government officials,² except in those things opposed to the will of our Lord Jesus Christ³ Who is the only Lord of the conscience and the coming King of kings.

¹ *Romans 13:1-7; Acts 23:5; Matthew 22:21*

² *Daniel 3:17-18;*

Acts 4:19-20; 5:29;

1 Timothy 2:1-2

³ *Acts 5:26-29*

Section 7: Salvation

We believe that the salvation of sinners is initiated by God,¹ wholly of grace,² and accomplished through the death, burial and resurrection of Jesus Christ, the Son of God.³ In obedience to the Father, Jesus freely took our human nature,⁴ but without sin,⁵ thus qualifying Himself to be our Savior. By the shedding of His blood in His death, He fully satisfied the just demands of a holy and righteous God regarding our sin.⁶ His sacrifice was a voluntary substitution of Himself in our place, the Just dying for the unjust,⁷ Christ the Lord bearing our sins in His own body on the tree.⁸ Having risen from the dead, He broke the power of death and sin over us,⁹ and He is now enthroned in heaven,¹⁰ qualified in every way to be a suitable,¹¹ compassionate,¹² and all-sufficient Savior.

We believe that faith in the Lord Jesus Christ¹³ is the only condition of salvation.¹⁴ Repentance is a change of mind and purpose toward God, prompted by the Holy Spirit.¹⁵ It is an integral part of saving faith.¹⁶

Grace and the new birth. We believe that in order to be saved, sinners must be born again;¹ that the new birth is a new creation in Christ Jesus;² that it is instantaneous and not a process;³ that in the new birth we sinners participate in God's nature⁴ and receive eternal life, the free gift of God.⁵ The new birth is brought about by our sovereign God in a manner above our comprehension,⁶ solely by the power of the Holy Spirit⁷ through the word of God,⁸ to which we respond by faith.⁹ The natural result of our salvation is to do the good works that God has prepared for us.¹⁰

Justification. We believe that justification is that judicial act of God by which He declares the believer righteous based on the imputed righteousness of Christ. It is granted, not in consideration of any work of righteousness which we have done, but solely through faith in the Redeemer's shed blood.¹

Sanctification. We believe that God sanctifies believers in three ways. First, He establishes the believer in a position of holiness at the moment the believer is saved;¹ second, the Holy Spirit helps believers increasingly apply the word of God to their lives;² third, He completes sanctification at the Lord's return, when the believer sheds the sin nature and becomes totally holy.³

Eternal Security. We believe that all who are truly born again cannot lose their salvation; they are kept secure by the power of God.¹

Section 8: The Church

We believe that a local church is an organized congregation of immersed believers, associated by covenant of faith and fellowship of the gospel;¹ observing the ordinances of Christ;² governed by His laws; and exercising the gifts, rights and privileges invested in them by His Word. Its officers are pastors and deacons, whose qualifications, claims and duties are clearly defined in the Scriptures.³ We believe the true mission of the church is the faithful witnessing of Christ to all men as we have opportunity.⁴ We hold that the local church has the absolute right of self-government free from the interference of any hierarchy of individuals, organizations, or governments. On all matters of membership, polity, government, discipline, and benevolence, the will of the local church is final.⁵ Its one and only authority is Christ through the Holy Spirit.⁶ It is Scriptural for true churches to cooperate with each other in contending for the faith and for the furtherance of the gospel.⁷ Each local church is the sole judge of the measure and method

¹ *Jonah 2:9; John 3:16*

² *Ephesians 2:8; Acts 15:11*

³ *1 Corinthians 15:3-4*

⁴ *Philippians 2:7-8*

⁵ *2 Corinthians 5:21*

⁶ *Hebrews 9:22-26*

⁷ *1 Peter 3:18*

⁸ *1 Peter 2:24*

⁹ *1 Corinthians 15:12, 13-18, 19-21*

¹⁰ *Acts 5:31*

¹¹ *Hebrews 2:17*

¹² *Hebrews 4:15*

¹³ *Romans 3:21-22*

¹⁴ *Acts 4:10-12*

¹⁵ *Acts 26:20*

¹⁶ *Luke 24:46-47*

¹ *John 3:3*

² *2 Corinthians 5:17*

³ *1 John 5:1; Acts 16:31*

⁴ *2 Peter 1:4*

⁵ *Romans 6:23*

⁶ *Ephesians 2:1, 5;*

Colossians 2:13

⁷ *Romans 8:16*

⁸ *Romans 10:17*

⁹ *Ephesians 2:9-8*

¹⁰ *Ephesians 1:10*

¹ *Romans 3:24; 4:5; 5:1, 9;*

Galatians 2:16; Philippians 3:9

¹ *1 Corinthians 1:30;*

Hebrews 10:10-14

² *John 17:17; 2 Corinthians 3:18;*

Ephesians 5:25-27; 1

Thessalonians 5:23-24

³ *1 John 3:2; Jude 24-25*

¹ *Philippians 1:6; John 10:28-29;*

Romans 8:35-39; Jude 1

¹ *Acts 2:41-21*

² *1 Corinthians 11:2;*

Matthew 28:19-20

³ *1 Timothy 3:1-13*

⁴ *Matthew 28:19-20; Acts 1:8*

⁵ *Matthew 18:15-17; Acts 6:1-7;*

13:1-3; 14:26-27;

1 Corinthians 5:1-13; 6:1-11;

2 Corinthians 8:1-24

⁶ *Ephesians 1:22-23; 4:15-16;*

Acts 9:31; Luke 16:13

⁷ *Acts 15:4 -16:5*

⁸ *1 Corinthians 12:12-13;*

Ephesians 1:22-23; 3:1-6; 4:11;

5:23; Colossians 1:8;

Acts 15:13-18

of its cooperation.

We believe in the unity of all New Testament believers in the universal church, which is the Body of Christ.⁸

Baptism and the Lord's Supper. We believe God gave the church two ordinances, baptism and the Lord's Supper, to observe.

We believe that baptism is the single immersion of a believer in water to show a solemn and beautiful picture of our identification with Christ in his death, burial and resurrection, through whom we died to sin and rose to a new life.¹ Baptism is to be performed under the authority of the local church² and is a prerequisite to church membership.³

We believe that the Lord's Supper is the commemoration of His death until He comes, and should always be preceded by solemn self-examination. We believe participants in the Lord's Supper should be obedient believers.⁴

Separation. We believe in obedience to the Biblical commands to separate ourselves to God from worldliness¹ and apostasy.²

Israel. We believe in the sovereign selection of Israel as God's eternal covenant people.¹ Israel is now dispersed because of disobedience to and rejection of Christ.² Israel will be kept, gathered again in the Holy Land, and saved at the second coming of Christ.³ We believe that the Church and Israel are separate and distinct.⁴

Section 9: Things to Come

Future Events. We believe the pretribulational, premillennial return of Christ could happen at any time. When it does the dead in Christ will be raised in glorified bodies and the living in Christ will be given glorified bodies without dying. Together they will be taken up to meet the Lord in the air.¹ Following the seven year Tribulation, Christ will return to earth in power and great glory to sit on the throne of David and establish the millennial kingdom.²

The Righteous and the Wicked. We believe that there is a radical and essential difference between believers and unbelievers;¹ that only believers are truly righteous in His sight;² and that all who continue in unbelief are wicked in His sight and under judgment.³ This distinction is fixed for all people forever at death. We believe in the everlasting happiness of believers with God in the new heaven and new earth and the everlasting conscious suffering of unbelievers in the lake of fire.⁴

¹ Acts 8:36, 38-39;
Romans 6:3-5; Colossians 2:12

² Matthew 28:18-20

³ Acts 2:41-42

⁴ 1 Corinthians 11:23-28

¹ 2 Corinthians 6:14-18; 7:1;

1 Thessalonians 1:9-10;

1 John 2:15-16

² 1 Timothy 6:3-5; Romans 16:17;

2 John 1:9-11

1 Genesis 13:14-17

2 Leviticus 26:33; Nehemiah 1:8;

Ezekiel 6:8; 36:19

3 Ezekiel 37:2-28

4 Romans 11:1-32

¹ 1 Corinthians 15:51-57;

1 Thessalonians 4:13-18

² Zechariah 14:4-11;

Revelation 3:11; 20:1-7

¹ Malachi 3:18;

Galatians 5:19-23

² John 3:18; Romans 1:17

³ Mark 16:16; 2 Peter 2:9

⁴ Luke 16:19-31; Mark 9:43-49

2 Thessalonians 1:3-10;

Revelation 20:11-15

Section III: Covenant

Each Member by becoming a Member or continuing to be a Member assents to the following agreement among the Members. This agreement shall be known as the Covenant.

Covenant

We believe the Holy Spirit led each of us personally¹ to receive the Lord Jesus Christ as our Savior,² and we have declared our faith by word³ and baptism.⁴ Because of this, we enter into a covenant with all the members of CrossRoad Baptist Church, as one body in Christ.⁵

¹John 15:26, 1 Corinthians 12:3; ²Isaiah 12:2, John 1:12, 3:16; Acts 16:31, Ephesians 2:8, 2 Thessalonians 2:13; ³Matthew 10:32; ⁴Matthew 28:19, Acts 2:38, 8:36-38, 10:48, 16:31-34, ⁵Romans 12:4-8, 1 Corinthians 12:13-27

We walk together in love⁶ without regard to national origin, sex (gender), income, or social standing,⁷ working together to serve our church with the power of the Holy Spirit. We pledge to fulfill our stewardship obligations of regularly gathering together for worship, study, participation, and service in the ministries and life of the church.⁸ We support the pastors who lead our church, increasing their joy as they work on our behalf.⁹

⁶Amos 3:3, Romans 15:5-6, 1 Corinthians 1:10; ⁷Genesis 1:26-27, Exodus 23:3, 2 Corinthians 5:16, 1 Timothy 5:21; ⁸2 Corinthians 9:7, Galatians 5:13, Hebrews 10:24; ⁹1 Thessalonians 5:12-13; Hebrews 13:7, 17

We pray for an increase in spiritual knowledge, holy living, and wisdom,¹⁰ worshipping God fervently while sustaining the church ordinances, discipline, and doctrines.¹¹ We cheerfully contribute regular offerings to support the expenses of the church, the relief of the poor, and communication of the gospel to Ames and all the world.¹²

¹⁰Matthew 26:41, Colossians 1:9, James 1:5-6; ¹¹Acts 2:42, 2 Thessalonians 2:15, 1 Timothy 4:6-16, Hebrews 10:1-39; ¹²Malachi 3:10, Acts 11:29-30, Romans 15:25-27, 1 Corinthians 16:1-3, 2 Corinthians 8:2-4, 8:12-14, 9:7, Galatians 2:10, 1 Timothy 5:17-18

We will continue personal and family times of Bible study and prayer.¹³ We who are parents will responsibly teach our children to obey the commands of Christ in all of life.¹⁴ We pray for the salvation of our families and friends while testifying of Christ in word and actions.¹⁵ We guard our reputation in the community by demonstrating integrity in our business relationships and faithfulness at work, living lives of example,¹⁶ avoiding all gossip,¹⁷ false witness,¹⁸ and inappropriate display of anger.¹⁹

¹³Matthew 6:6, Luke 18:1, ; ¹⁴Deuteronomy 6:7-12, Psalm 78:1-8, Proverbs 22:6, Ephesians 6:4, 2 Timothy 3:15; ¹⁵Matthew 5:16, 28:19-20, Philippians 1:27; ¹⁶Ephesians 6:5-10, Philippians 3:16-18, Titus 2:9-10, 1 Peter 2:11-12; ¹⁷Proverbs 26:20, Matthew 12:36, Romans 1:30; ¹⁸Exodus 20:16; ¹⁹Ephesians 4:26

We abstain from any drugs, food, drink, and practices which bring unwarranted harm to our bodies, minds, or spirits.²⁰ We will avoid anything that is a hindrance to our fellowship with the Lord, or encourages believers to sin.²¹

²⁰1 Corinthians 6:12-20, 10:23; ²¹Romans 14:1-15:7, 1 Corinthians 8:1-13

We will love and care for each person in the family of God, praying for and helping those who are sick or in need.²² We will show this love by using courteous speech,²³ giving and receiving correction with meekness and affection.²⁴ We will be slow to take offense,²⁵ always ready to secure reconciliation as soon as possible.²⁶ We affirm the essentials of our faith while giving freedom when we disagree over non-essential issues, which will remain between ourselves and God.²⁷

²²Galatians 6:2, Ephesians 6:18, Philippians 4:16, 1 John 3:17-18; ²³Colossians 4:6; ²⁴James 3:13; ²⁵Proverbs 14:29, 1 Corinthians 6:1-8, James 1:19; ²⁶Matthew 18:15, Romans 12:18, 14:19; ²⁷Romans 14:1, Galatians 1:9 Hebrews 4:14, Jude 1:3

We further promise that when we move from the Ames area, we will quickly join another church where we can carry out the spirit of this covenant and the principles of God's Word.²⁸

²⁸Acts 9:19, 18:27, Romans 16:1-2, Hebrews 10:25

Section IV: Location of Church Offices

The principal office of the Church shall be 57011 U.S. Highway 30, Ames, Story County, Iowa. It may be relocated by vote of the Voting Members. The registered office of the Church shall be the principal office. The Church may have other offices in Story County, Iowa.

Section V: Membership

Subsection 1. Requirements for membership.

Membership in the Church is open to those persons who:

- A. Confess faith in the Lord Jesus Christ as personal Savior, B. Have identified themselves with Christ's death, burial, and resurrection by submitting to baptism by immersion (Matthew 28:19; Acts 8:34-38),
- C. Exhibit evidence of regeneration by living consistent with their profession,
- D. Subscribe wholeheartedly to the Statement of Faith and the Covenant, and
- E. Agree to be governed as a Member by the Articles and Bylaws.

Subsection 2. The membership committee.

- A. The Membership Committee shall be an ad hoc committee comprising:
 1. Three Deacons, or
 2. A Pastor and a Deacon.
- B. It shall be formed from time to time as a person indicates a desire to become a Member.

Subsection 3. Process for becoming a member, membership list.

- A. A person desiring to become a Member (the Applicant) shall first tell a Pastor or a Deacon.
- B. A Membership Committee shall be constituted and shall interview the Applicant, specifically asking the Applicant to recount the circumstances of the Applicant's salvation, baptism, and evidence of regeneration.
- C. The Applicant shall complete and sign a Membership Application in the form adopted by the Voting Members.
- D. Based upon the Application and its interview, the Membership Committee shall either (i) recommend the Applicant to the Voting Members or (ii) refer the Applicant to a Pastor for a further interview.
 1. If they recommend the Applicant to the Voting Members, then the Applicant shall appear before the Congregation or provide a written or recorded testimony to tell the Congregation the details of the Applicant's salvation and baptism. In the event baptism is to occur after such appearance, the Applicant shall state a desire to be baptized prior to being admitted to Membership.
 2. The Voting Members shall then vote whether to accept or reject the Applicant into membership (a non-baptized Applicant shall be provisionally accepted subject to full acceptance upon baptism).
 3. If the Voting Members vote to accept the Applicant, the Secretary shall add the new Member's name to the Membership List.
 4. If the Voting Members vote to reject the Applicant, the Applicant shall not be added. However, an Applicant rejected by the Voting Members may re-apply at any time.
- E. If the Membership Committee refers the Applicant to a Pastor, then the Pastor shall further interview the Applicant to ascertain whether the Applicant appears to meet the requirements for membership. The Pastor may ask other Pastors, Deacons or Voting Members to assist in this interview if he so desires. Following the interview the Pastor may either (i) recommend the Applicant to the Voting Members or (ii) counsel the Applicant to withdraw the application.
 1. If the Pastor recommends the Applicant, then the Applicant shall follow the procedure in D. 1. – 4. above.
 2. If the Pastor counsels the Applicant to withdraw the application, then the Applicant shall not be presented to the Congregation.

3. However, an Applicant not presented may re-apply at any time.

Subsection 4. Pastoral membership, Student membership, Watchcare Membership.

- A. Pastoral Membership. A Pastor, having given testimony of his salvation and baptism prior to the Call, shall become a Member upon acceptance of the Call.
- B. Student Membership. Student membership will be made available to those college and university students who wish to retain membership in their home church. Candidates for student membership will follow the procedure described in Subsection 3 above, except that the candidate for student membership must provide evidence that the doctrinal statement of the candidate's home church is substantially identical to the Statement of Faith in Section II. Student Members shall not be Voting Members, but shall otherwise have all the privileges and responsibilities of Members. The Secretary shall keep a separate list of Student Members in the Membership List and shall send the home church a notification that a person has joined as a Student Member. Student membership will be terminated three months after graduation or the cessation of college or university enrollment.
- C. Watchcare Membership: Watchcare Membership will be made available to those individuals who are not planning to be permanent or long-term residents of the community, or to those who are unable to regularly attend Church services and/or participate in the ministries of Church due to ill health or other conflicting circumstances.
 - 1. A Candidate for Watchcare Membership who is currently not a member of the Church will follow the procedure described in Subsection 3 above.
 - 2. An individual who is currently a member of the Church, but for conflicting circumstances is unable to regularly attend services and/or participate in the ministries of the Church (1) may request Watchcare Membership by communicating such desire to a Pastor or Deacon who shall review the request with the Pastor(s) and Deacons and determine if the person qualifies for Watchcare Membership. Or, (2) as recommended by the Pastor(s) and Deacons after an attempt had been made to contact the individual by representatives from the Pastor(s), the Deacons, or a combination thereof about changing their membership status to that of Watchcare. Members recommended for Watchcare Membership by the Pastor(s) and Deacons shall be deemed a Watchcare Member by a majority vote of the Voting Members present at any business meeting.
 - 3. Watchcare Members shall not be Voting Members or be eligible to hold elected office, but shall otherwise have all of the privileges and responsibilities of Members as their circumstances allow. The Secretary shall keep a separate list of Watchcare Members in the Membership List.
 - 4. Procedure for Transition from Watchcare Membership to Voting Member Status: A Member may be transitioned from other Membership status to Watchcare Membership status by a majority vote of the Voting Members present at any business meeting.

Subsection 5. Duties of members.

The New Testament teaches that the church is the body of Christ, and that God has called every member to a life devoted to the growth of the body. Scripture exhorts all believers to edify the other members by practicing the "one anothers" of the New Testament (e.g., Heb. 10:24-25) and exercising their spiritual gifts (Rom. 12:6-8; 1 Cor. 12:4-7; 1 Pet 4:10-11). Exhortations to this kind of ministry presuppose that believers have committed themselves to other believers in a specific local assembly. Church membership is simply the formal way to make that commitment. Therefore, the Members shall strive to (i) perform the duties contained in the Church Covenant and (ii) comply with the Articles and Bylaws.

Subsection 6. Restoration of members.

Church discipline is a biblical process that is to be followed by the church when a member is found to be consistently in violation of clear biblical truth. The purpose of church discipline is to see repentance and restoration of the erring member to a spiritually healthy condition and full participating membership in the Church and its ministries. A. Discipline Process

1. The biblical process articulated in Matthew 18:15-17 and Ephesians 4:15 shall be the basis for the church discipline progression.
 - a. PRIVATE CONSULTATION. The erring member should be directly approached in private by a concerned and informed fellow member, who, speaking the truth in love, queries the erring member regarding their sin. If repentance does not follow, the church discipline process proceeds to the next step.
 - b. PRIVATE CONFERENCE. The erring member will be confronted about his or her sin by the fellow member (a. above) and two or three fellow Voting Members. If repentance does not follow, the church discipline process proceeds to the next step.
 - c. CHURCH NOTIFICATION. After the second step, the Pastor(s) and Deacons will determine whether or not the biblical ideals of discipline, love, and concern have been appropriately communicated and counseled to the erring member. If the Pastor(s) and Deacons are so convinced and the erring member has not repented, they shall call a public meeting to inform the Voting Members regarding the erring member. The Pastor(s) and Deacons may opt to:
 - i. Recommend to the Voting Members to plead with the erring member for a determined time period not to exceed 100 days. The erring member shall not hold elected office, teach, serve in a ministry capacity, or be allowed to participate in Business Meetings, until such a Member has been restored. If repentance does not follow, the church discipline process shall proceed to the final step.
 - ii. Recommend to the Voting Members to proceed to the final step of Public Exclusion immediately.
 - d. PUBLIC EXCLUSION. When the Pastor(s), Deacons, and Voting Members have made reasonable efforts to bring the erring member to repentance without results, the erring member shall be dismissed from membership by the Voting Members at a Business Meeting. The erring member shall be considered by the Church as an unbeliever.
2. A Member under discipline shall be denied a request to transfer their membership to another church.
3. At any point of the discipline process, if the allegations are found to be false, the case shall be dismissed and the Pastor(s) and Deacons shall clear the name of the accused member in a manner appropriate to the situation.
4. At any point of the discipline process, if the Pastor(s) and Deacons determine that the erring member has repented and forsaken the offense(s) for which discipline was exercised, the erring member may be restored to active membership by a majority vote of the Voting Members at a business meeting.

Subsection 7. Administrative removal from or change in membership

- A. ADMINISTRATIVE REMOVAL OR CHANGE IN MEMBERSHIP STATUS. Should a Member who is not a Watchcare Member meet any of the following conditions, the Member may be removed from the membership.
 1. The Member has moved from the area,
 2. The Member has joined or is regularly attending another church,
 3. The Member has not attended the regular services of the Church for a significant time, or
- B. CONDITIONS FOR ADMINISTRATIVE REMOVAL OR CHANGE IN STATUS. The conditions for administrative removal are:
 1. The Member has moved from the area,
 2. The Member has joined or is regularly attending another church,
 3. The Member has not attended the regular services of the Church for a significant time, or
- C. PROCEDURE FOR ADMINISTRATIVE REMOVAL OR CHANGE IN STATUS. A Member may be removed from the membership or their membership changed by a vote of the Voting Members at a business meeting.
- D. MEMBER REQUESTS REMOVAL. Should the Member request that the Member be removed from the membership, the Pastor(s) shall care for the Member to understand the nature of the request and grant

removal. The Voting Members shall be notified at the next business meeting of the Member's request and removal.

Section VI: Officers of the Church

The Biblical officers of the Church shall be the Pastors and Deacons. Any other persons filling positions of responsibility the Church may desire to establish shall not be considered Biblical officers of the Church. The Voting Members shall designate certain persons to fill the offices of President, Secretary and Treasurer as provided in Section XI to comply with the requirements of the Iowa Non-Profit Corporation Act, but these officers shall have no rights or duties unless they are delegated to that officer by the Voting Members or prescribed in the Bylaws.

Section VII: Pastors of the Church

Subsection 1. Number.

The number of Pastors shall be determined by the Voting Members. If there is more than one Pastor, one of them shall be designated the Senior Pastor by the Voting Members.

Subsection 2. Qualifications.

A Pastor shall meet the qualifications of 1 Timothy 3:1-7 and Titus 1:5-9. In this regard, the Congregation believes that a Pastor should:

- A. Be able to articulate why he believes he has been called by God to be a Pastor.
- B. Never have been divorced.
- C. Demonstrate the ability to be the husband of one wife and rule his household well.
- D. Subscribe wholeheartedly to the Statement of Faith and Church Covenant.
- E. Agree to be subject to the Articles and Bylaws.

Subsection 3. Duties.

A. SENIOR PASTOR. The Senior Pastor, with the assistance of the Associate Pastors, shall:

- 1. Perform all the Biblical duties of the office of Pastor to the best of his ability.
- 2. Have general oversight of the Members, the other Pastors, and the Church staff.
- 3. Oversee the administration of the ordinances of baptism and the Lord's Supper.

B. ASSOCIATE PASTORS.

The duties of such Associate Pastors as may be called by the Voting Members shall be prescribed by the Senior Pastor with the advice and consent of the Voting Members from time to time. Associate Pastors shall be supervised by and shall report to the Senior Pastor.

Subsection 4. Call of a pastor.

A Pastor shall be called by invitation of the Voting Members following a careful examination of his qualifications. The procedure shall be as follows:

- A. The Congregation shall meet at one or more regular or special meetings to discuss the ministry of the Church and the qualifications of the Pastor necessary to lead the Congregation in accomplishing the ministry. The Congregation shall develop a statement of qualifications of the Pastor for use by the Search Committee in searching for a candidate. The Congregation may invite to one or more of these meetings such advisors as it deems appropriate to assist in preparing this statement.
- B. At one of these meetings, the Voting Members shall select a group of Voting Members that fairly represents the character of the Congregation to act as a Search Committee. This group may or may not include a Pastor, at the discretion of the Congregation.
- C. The Search Committee may be given a budget for defraying the costs of the search, including any travel to hear a potential candidate. The Search Committee shall canvass the Congregation, friends of the Church, and

such other resources as it deems appropriate for the names of persons who might meet the statement of qualifications developed by the Congregation.

- D. The Search Committee shall interview each potential candidate and hear him speak either in person or electronically before recommending him to the Church as a candidate.
- E. When the Search Committee has identified a single candidate, it shall extend an invitation to the candidate, his wife and family to visit the Congregation. The candidate shall preach at a regular Sunday morning service and such other services of the Church as may be mutually convenient for the candidate and the Congregation. The candidate shall also meet with the Congregation for at least one question and answer session.
- F. After the candidate has departed, the Congregation shall meet at either a regular or special meeting to determine whether it is God's will to extend a call to the candidate. In the event the Congregation believes that a call should be extended to the candidate, a vote shall be taken. No call shall be extended to the candidate unless 80% or more vote in favor
- G. A member of the Search Committee shall write or call the candidate to inform him of the results of the vote. The member shall determine the desire of the candidate in the event a call has been extended and inform the Congregation. In the event the candidate accepts the call the Search Committee shall negotiate a compensation package with the candidate and establish a start date for his ministry, subject to the approval of the Voting Members. In the event the candidate does not accept, the Search Committee shall commence its search anew, following the same procedure.

Subsection 5 Termination Of A Pastor

- A. **TERMINATION FOR CAUSE.** A Pastor may be terminated for cause from his position on the same basis and using the same procedure as provided in Section V, Subsection 6 for the restoration of Members, provided, however, that (i) the Pastor shall not be a member of the Restoration Committee, (ii) an Acceptable Written Notice shall be one signed by at least two Notifying Members and (iii) the Pastor shall not be terminated until the following additional steps are taken.
- B. **PROCEDURE FOR TERMINATION FOR CAUSE.** If the restoration process does not result in the restoration of the Pastor, then at the Special Meeting of the Voting Members that would be called for the purpose of presenting to the Voting Members the recommendation of the Restoration Committee as to appropriate discipline of a Restoration Member, the Restoration Committee shall recommend the termination of the Pastor. The procedure for calling and holding this meeting shall be as follows:
 - 1. The reason for the calling of the Special Meeting shall be presented to the Pastor in writing at least two weeks prior to the special meeting.
 - 2. The Special Meeting shall be announced two Sundays in advance.
 - 3. The Moderator shall moderate the meeting.
 - 4. The reason for calling the Special Meeting shall be read as well as any written response from the Pastor. The reading of the reason shall constitute a motion and a second to terminate the Pastor. No separate motion and second shall be required.
 - 5. There will then be a discussion, and a ballot vote taken.
 - 6. A majority vote of a quorum of the Voting Members in favor of the motion shall be sufficient to terminate the Pastor.
 - 7. The Pastor shall be considered terminated upon the vote in favor of the motion. He shall be allowed a reasonable time thereafter to remove his belongings from the Church premises.
- C. **PROCEDURE FOR TERMINATION OTHER THAN FOR CAUSE.** A Pastor may be terminated other than for cause upon the majority vote of the Voting Members provided this procedure is followed:
 - 1. The matter shall be brought before the Voting Members at a Special Meeting.
 - 2. The Special Meeting may only be called upon the vote of majority of the Pastors (other than the Pastor who may be terminated) and Deacons.

3. The reason for the calling of the Special Meeting shall be presented to the Pastor in writing at least two weeks prior to the special meeting.
 4. The Special Meeting shall be announced two Sundays in advance.
 5. The Moderator shall moderate the meeting.
 6. The reason for calling the Special Meeting shall be read as well as any written response from the Pastor. The reading of the reason shall constitute a motion and a second to terminate the Pastor. No separate motion and second shall be required.
 7. There will then be a discussion, and a ballot vote taken.
 8. A majority vote of a quorum of the Voting Members in favor of the motion shall be sufficient to terminate the Pastor.
 9. The Pastor shall be considered terminated upon the vote in favor of the motion. He shall be allowed a reasonable time thereafter to remove his belongings from the Church premises.
- D. **STATUS AFTER TERMINATION.** A terminated Pastor shall remain a Member unless the termination is for cause, in which case the termination shall act as a termination of the Pastor's membership as well.
- E. **SALARY AFTER TERMINATION.** A terminated Pastor shall receive one month's salary following the termination date. By mutual consent of Pastor and Voting Members this period may be shortened or lengthened.

Section VIII: Deacons

Subsection 1. Qualifications:

The qualifications for deacon shall be those set forth in the New Testament (Acts 6:3 and I Timothy 3:8-13). In this regard, the Congregation believes that a Deacon should:

- A. Be able to articulate why he believes it is God's will that he be a Deacon.
- B. Never have been divorced.
- C. Demonstrate the ability to be the husband of one wife and rule his household well.
- D. Subscribe wholeheartedly to the Statement of Faith and Church Covenant.
- E. Agree to be subject to the Articles and Bylaws.

Subsection 2. General powers and duties.

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Church shall be managed under the direction of, the Voting Members with the leadership of the Pastors. From time to time the Voting Members may delegate to the Deacons certain duties. Until revoked or modified by the Voting Members, the Deacons are hereby delegated the following duties. They shall:

- A. **MINISTER TO MEMBERS.** Assist the Pastors in ministering to the spiritual, emotional, physical and financial needs and concerns of the Members.
- B. **MINISTER TO THE PASTORS.** Minister to the spiritual, emotional, physical, and financial needs and concerns of the Pastors.
- C. **DEACONS' FUND.** Collect and administer the Deacons' Fund, with the advice of the Pastors.

Subsection 3. Number, nomination, and election of deacons.

- A. **NUMBER.** The number of Deacons shall be commensurate to the needs of the Congregation. The number of Deacons may be increased or decreased by Resolution of the Voting Members. Any increase in the number of the Deacons shall create a vacancy that may be filled immediately by the vote of the Voting Members. A decrease in the number of Deacons shall have no effect on the length of the term of office of any incumbent Deacon.

- B. **NOMINATION.** Candidates for the office of Deacon shall be nominated by a Nominating Committee consisting of the Pastors and a group of Voting Members selected by the Voting Members at the quarterly meeting held prior to the Annual Meeting. No Deacon who is eligible to be re-elected as a Deacon shall be on the Nominating Committee.
- C. **ELECTION.** At each Annual Meeting, the Voting Members shall elect Deacons from among those nominated by the Nominating Committee to hold the office for the term for which the Deacon is elected. Each Deacon shall be a deacon for the term for which he is elected or until his successor shall have been elected and qualified, whichever occurs last. Deacons shall be elected to serve two-year terms. There shall be no term limits.

Subsection 4. Meetings of deacons.

The Deacons shall meet from time to time as they and the Pastors shall determine. At these meetings the Deacons and Pastors shall pray for the needs and concerns of the Congregation and encourage one another in the ministry. They shall perform such other duties as the Voting Members may delegate to them from time to time.

Subsection 5. Removal of deacons.

- A. **REMOVAL FOR CAUSE.** A Deacon may be removed from office for cause on the same basis and using the same procedure as provided in Section V for the restoration of Members, provided, however, that the Deacon shall not be a member of the Restoration Committee.
- B. **PROCEDURE FOR REMOVAL FOR CAUSE.** If the restoration process does not result in the restoration of the Deacon, then at the special meeting of the Voting Members that would be called for the purpose of presenting to the Voting Members the recommendation of the Restoration Committee as to appropriate discipline of the Member, the Restoration Committee shall recommend the removal of the Deacon. The procedure for calling and holding this meeting shall be as follows:
 - 1. The reason for the calling of the special meeting shall be presented to the Deacon in writing at least two weeks prior to the special meeting.
 - 2. The special meeting shall be announced two Sundays in advance.
 - 3. The Moderator shall moderate the meeting.
 - 4. The reason for calling the special meeting shall be read as well as any written response from the Deacon. The reading of the reason shall constitute a motion and a second to remove the Deacon. No separate motion and second shall be required.
 - 5. There will be then be discussion, and a ballot vote taken.
 - 6. A majority vote of a quorum of the Voting Members in favor of the motion shall be sufficient to remove the Deacon.
 - 7. The Deacon shall be considered removed from office upon the vote in favor of the motion.
 - 8. The removal of a Deacon from office shall not operate to remove him from the Membership List.

Section IX: Congregational Meetings

Subsection 1. Annual meeting and moderator.

The Annual Meeting of the Congregation shall be held immediately after the last Sunday morning service in April. At each Annual Meeting the election of the Deacons for the following fiscal year shall take place and such other business shall be transacted as may be properly presented to such meeting. If the election of Deacons shall not be held on the day so designated for any Annual Meeting, or at any adjournment thereof, an election shall be held at a meeting of the Congregation as soon thereafter as conveniently possible. All meetings of the Congregation shall be presided over by the Moderator, who shall be selected by the Deacons prior to the Annual Meeting to preside as Moderator for a term of one year.

Subsection 2. Other periodic meetings.

Meetings of the Congregation shall be held on the second Sunday on the second month of each quarter. Notice of these quarterly meetings shall be given to the Congregation in the bulletin normally prepared and distributed for the

regular Sunday morning service. Other meetings of the Congregation may be held from time to time to consider routine matters of interest to the Congregation.

Subsection 3. Special meetings.

Special Meetings of the Congregation may be held from time to time when called by the Senior Pastor, by petition of not less than one-fourth of the Voting Members or as provided in these Bylaws. All Special Meetings shall be held on Sunday. The purpose of any Special Meeting shall be announced at the same time the day for the meeting is announced. No other business may be transacted at a Special Meeting except as stated in the announcement of the meeting. In the absence of a Senior Pastor either a majority of the Deacons or of the Search Committee may call a special meeting.

Subsection 4. Notice of special meetings.

Written or printed notice stating the place, day and hour of a Special Meeting and the purpose or purposes for which the Special Meeting is called, shall be given not less than fourteen nor more than sixty days before the date of the meeting, either (a) personally, (b) by mail, or (c) by announcement at two regular Sunday morning services and, in those same services, publication in the bulletin normally prepared and distributed for the regular Sunday morning service. If such notice shall be made by personal service or by mail, then it shall be made to each Member. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the Member at the Member's address as it appears on the Membership List of the Church, with postage thereon paid.

Subsection 5. Place of meetings.

All meetings of the Congregation shall take place at the principal office of the Church or, if it is unavailable, at some other convenient and appropriate place in Story County, Iowa as shall be designated by the notice of the meeting. If no designation is made the place of meeting shall be the principal office of the Church in the State of Iowa.

Subsection 6. Closing of membership list and fixing record date.

For the purpose of determining Voting Members entitled to notice of or to vote at any meeting of the Congregation or any adjournment thereof or in order to make a determination of Voting Members for any other proper purposes, the Voting Members may provide that the Membership List shall be closed as of a certain date. If the Membership List shall be closed for the purpose of determining Members entitled to notice of or to vote at any meeting of Members, such Membership List shall be closed for not less than fourteen nor more than sixty days immediately preceding such meeting. Instead of closing the Membership List, the Voting Members may fix, in advance, a date as the record date for any such determination of Members. Such date in any case shall be not less than fourteen nor more than sixty days prior to the date on which the particular action, requiring such determination of Members, is to be taken. If the Membership List is not closed and no record date is fixed for the determination of Members, the date on which notice of the meeting is mailed shall be the record date for such determination of Members.

When a determination of Members entitled to vote at any meeting of Members has been made as provided in this subsection, such determination shall apply to any adjournment thereof.

Subsection 7. Membership list and voting requirements.

The Secretary shall maintain the Membership List. The Membership List shall designate those Members entitled to vote at a Congregational meeting, arranged in alphabetical order, with their addresses. It shall also designate those having Student Membership and Watchcare Membership, arranged in alphabetical order, with their addresses. The Membership List shall be kept on file at the registered office of the Church and shall be subject to inspection by any Member at any time during usual business hours. The Membership List shall also be produced and kept open at the time and place of any meeting and shall be subject to the inspection of any Member during the whole time of the meeting. The Membership List shall be presumptive evidence as to who are the Members entitled to examine such record or to vote at any meeting of the Congregation. Failure to comply with the requirements of this subsection shall not affect the validity of any action taken at such meeting. The Membership List shall not, however, be open to inspection of the public or any authority without the consent of all the Members.

For purposes of voting at any meeting of the Congregation only those Members who meet the following qualifications shall be entitled to vote. A Voting Member shall:

- A. Be at least 16 years of age.
- B. Not be undergoing the restoration process, as defined in Section V.

- C. Not be a Student Member.
- D. Not be a Watchcare Member.

Subsection 8. Conduct of meetings, exclusion of non-voting members.

All meetings of the Congregation shall be conducted under the guidance of the Moderator, who shall allow all Members to express themselves, provided the expression is in an orderly manner. A Pastor shall be recognized to speak at any time except where the Bylaws provide otherwise. All decisions of the Congregation shall be made by the Voting Members, voting as provided in the Articles and Bylaws. At any meeting of the Congregation, it may vote to exclude from the meeting all Non-Voting Members except for Watchcare Members in attendance. Watchcare Members in attendance shall not be eligible to vote.

Subsection 9. Quorum of members.

- A. BASIC QUORUM. Thirty percent (30%) of the Voting Members, present at the meeting, shall constitute a quorum at any meeting of the Voting Members.
- B. BASIC VOTING REQUIREMENT, EXCEPTIONS. If a quorum is present, the affirmative vote of the majority of the Voting Members present at the meeting and entitled to vote on the subject matter shall be the act of the Congregation unless the vote of a greater number is required by the Iowa Non-profit Corporation Act, the Articles or the Bylaws.
- C. LACK OF QUORUM. Should less than a quorum be present, a majority of the Voting Members present may adjourn the meeting from time to time without further notice. Any business may be transacted at an adjourned meeting at which a quorum is present that could have been transacted at the meeting as originally called.
- D. LOSS OF QUORUM. If a quorum is present at the organization of a meeting but Member withdrawals thereafter leave less than a quorum, those of the Voting Members remaining present may continue to conduct business until adjournment, but their acts to be the acts of the Congregation shall require the same majority vote as is called for in this Subsection.
- E. QUORUM FOR CALL OF PASTOR. The quorum for the call of a pastor shall be 55% of the Voting Members.

Subsection 10. Proxies, voting agreements.

No person may vote by absentee ballot or by proxy at any meeting of the Congregation, nor shall any Member enter into a voting agreement with any other Member. No proxy or voting agreement shall be recognized or enforceable.

Subsection 11. Informal action by congregation.

Except for the calling or termination of a Pastor (as described in Section VII) or a vote of the Voting Members during the restoration process (as described in Section V) any action required by the Iowa Nonprofit Corporation Act to be taken at a meeting of the Congregation, or any action which may be taken at a meeting of the Congregation, may be taken without a meeting if a consent in writing setting forth the action so taken, shall be signed by a majority of the Voting Members.

Subsection 12. Voting by ballot.

Voting on any question or in any election may be by voice unless the Moderator shall order or any of the Voting Members shall demand that voting be by ballot, provided, however, that all votes on the following matters shall always be by ballot:

- A. Election or termination of any officers.
- B. During the restoration process with respect to any Member.

Subsection 13. Inspectors.

The Moderator at any meeting of the Congregation may appoint two or more inspectors to act at such meeting or any adjournment thereof. If the Moderator fails to appoint inspectors, the Voting Members may do so. Such inspectors shall faithfully execute the duties of inspectors. At such meeting, the inspectors shall receive and take charge of the ballots and count them, making a report to the Congregation of the results. An inspector shall be a

Member. Any officer of the Church may be an inspector on any question other than a vote for or against a proposal in which he shall have a material interest.

Section X: Task Forces.

Subsection 1. Establishment of Task Forces.

- A. **RESOLUTION.** The Voting Members, by Resolution, may designate from among the Voting Members one or more Task of which, to the extent provided in such Resolution, shall have and may exercise such authority and carry out such duties as the Resolution may provide.
- B. **MEMBERSHIP.** Each Task Force shall have as members at least two (2) Deacons of which the Senior Pastor and Deacons shall designate a Chair and Vice-Chair. The Resolution shall provide the number of Members to be on each Task Force, and either the identity of each Member or the manner in which a Member shall be designated.
- C. **TERM.** Each member of Task shall serve for a one-year term.
- D. **LIMITATION ON AUTHORITY.** No Task Force shall have the authority to:
 - 1. Usurp the authority granted the Pastors or Committees established by the Articles or Bylaws,
 - 2. Approve or recommend to the Voting Members actions or proposals required by the Iowa Nonprofit Corporation Act to be approved by Voting Members,
 - 3. Amend the Articles or Bylaws, or
 - 4. Take or recommend any action not within the scope of the Resolution establishing such Task Force.
- E. **REPORTS TO CONGREGATION.** All Task Force shall periodically report their doings to the Congregation.
- F. **APPROVAL BY VOTING MEMBERS.** All actions of a Task Force shall be subject to the approval or disapproval of the Voting Members, unless an action has been accomplished and its undoing would either be impractical or detrimental to the ministry of the Church.

Subsection 2. General application.

Whenever in the Bylaws or by Resolution of the Voting Members a group of Members is established or designated a Task Force, and given certain duties, the rules stated below shall apply to the actions and meetings of such Task Force.

Subsection 3. Regular meetings.

The Task Force shall have regular meetings at such times and places as its members shall determine by vote.

Subsection 4. Minutes, reports to congregation.

Minutes of any meeting of a Task Force shall be kept and be open to inspection by any Member.

Subsection 5. Vacancies.

Any vacancy occurring in a Task Force may be filled by the affirmative vote of the Voting Members. A member elected to fill a vacancy shall be elected for the unexpired term of the member's predecessor in office.

Section XI: Statutory Officers

Subsection 1. Designation of statutory officers.

As required by the Iowa Code, the corporate officers of the Church shall be the President, Secretary, and Treasurer. No person may hold more than one office.

Subsection 2. Election and term of office.

The corporate officers shall be elected from among the Deacons by the Voting Members at the Annual Meeting for one-year terms. Vacancies may be filled or new offices created and filled at any meeting of the Voting Members. Each officer shall hold office until his successor has been duly elected and qualified, until his death, or until he resigns or has been removed in the manner provided in these Bylaws. Election or appointment of an officer or agent

shall not of itself create contract rights. None of these corporate officers shall have any duties or rights not delegated to them by the Voting Members by Resolution.

Subsection 3. Removal.

Any officer or agent may be removed by the Voting Members whenever in their judgment the best interests of the Church will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. No Pastor or Deacon shall be removed except as provided by these Bylaws.

Subsection 4. Vacancies.

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Voting Members for the unexpired portion of the term.

Subsection 5. The president.

The President shall sign, with the Secretary or any other officer of the Church authorized by the Voting Members, deeds, mortgages, bonds, contracts, or other instruments which the Voting Members have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Voting Members or by the Bylaws to some other officer or agent of the Church, or shall be required by law to be otherwise signed or executed. In general, he shall perform such duties as may be prescribed by the Voting Members from time to time, but shall have no other authority or duties.

Subsection 6. The secretary and assistant secretaries.

- A. **THE SECRETARY.** The Secretary shall keep or supervise the keeping of the minutes of the Church, maintain the Membership List, see that all notices are duly given in accordance with the provisions of the Bylaws or as required by law, be custodian of the Church records, keep a register of the post office address of each Member which shall be furnished to the Secretary by each Member, and in general perform all duties incident to these duties and such other duties as from time to time may be assigned to him by the Voting Members.
- B. **ASSISTANT SECRETARIES.** The Secretary may be assisted with respect to his duties as Secretary for the meetings of the Congregation by an Assistant Secretary or Assistant Secretaries, who shall be appointed, if at all, by the Secretary. The Assistant Secretary shall assist the Secretary in keeping the Membership List and shall correspond with other churches regarding membership matters, under the supervision of the Secretary.

Subsection 7. The treasurer and financial recorders.

- A. **THE TREASURER.** The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Church, however, he shall not receive nor give receipts for moneys due and payable to the Church, which shall be the function of the Financial Recorders. He shall in general perform all duties incident to this function and such other duties as from time to time may be assigned to him by the Voting Members. The Treasurer may appoint an Assistant Treasurer or Assistant Treasurers to assist in performing the day-to-day duties of the Treasurer. If required by the Voting Members, the Treasurer, any Assistants to the Treasurer and the Financial Recorders shall give a bond for the faithful discharge of their duties in such sum and with such surety or sureties as the Voting Members shall determine. The Church shall pay the cost of such bond.
- B. **THE FINANCIAL RECORDERS AND CHAIR.** A reasonable number of Voting Members, none of whom shall be a Treasurer or Assistant Treasurer, shall be appointed as Financial Recorders by the Deacons at the Annual Meeting. The Chair of the Financial Recorders shall be appointed by the Deacons from amongst the Deacons. The Chair shall make periodic reports to the Congregation, shall keep a confidential record of the contributions of individuals and in January of each year provide a copy of such record to each contributor. The Financial Recorders shall receive and deposit all moneys received by the Church from whatever source, in the name of the Church in such banks, trust companies or other depositories as shall be selected by the Voting Members.
- C. **THE AUDIT COMMITTEE.** A group of five Voting Members, none of whom shall be the Treasurer, an Assistant Treasurer or a Financial Recorder, shall be appointed by the Deacons at the Annual Meeting to serve as the Audit Committee. Upon appointment they shall elect a Chair who shall automatically serve as a member of the Audit Committee for the year elected and the following year to provide continuity. The Audit Committee shall be provided such information as they deem necessary by the Treasurer and the Financial Recorders to allow the Audit Committee to audit the accounts of the Church. The Audit Committee shall

make a report of their findings to the Congregation at the next quarterly meeting following the end of the fiscal year. The Voting Members shall take such action as the Voting Members deem appropriate upon receiving the Audit Committee's report.

Subsection 8. Other assistants and acting officers.

The Voting Members may appoint any Voting Member to act as assistant to any officer, or to perform the duties of such officer whenever for any reason it is impracticable for such officer to act personally. Such assistant or acting officer may perform all the duties of the office to which the Voting Member is so appointed to be assistant, or as to which the Voting Member is so appointed to act, except as the Voting Members may otherwise define or restrict the Voting Member's powers.

Subsection 9. Salaries.

No officer shall receive a salary or any other remuneration.

Subsection 10. Status of pastors.

Pastors shall be deemed officers of the Church solely for purpose of the filling the Biblical office of Pastor, as required by Scripture. They shall not be deemed to be corporate officers of the Church.

Section XII: Contracts, Loans, Checks and Deposits

Subsection 1. Contracts.

The Voting Members may authorize by Resolution any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Church, and such authority may be general or confined to specific instances.

Subsection 2. Loans.

No loans shall be contracted on behalf of the Church and no evidence of indebtedness shall be issued in its name unless authorized by Resolution of the Voting Members. Such authority may be general or confined to specific instances.

Subsection 3. Checks, drafts, etc.

All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Church, shall be signed by such officer or officers, agent or agents, of the Church, and in such manner as shall from time to time be determined by Resolution of the Voting Members. In no event, however, shall those delegated the responsibility of receiving and depositing the offerings and donations to the Church be authorized to sign any checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Church. Until otherwise determined by Resolution, the Treasurer or Assistant Treasurer shall sign checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Church.

Subsection 4. Deposits.

All funds of the Church not otherwise employed shall be deposited from time to time to the credit of the Church in such banks, trust companies, or other depositories as the Voting Members may select.

Section XIII: Fiscal year and seal

The fiscal year of the Church shall be June 1 through May 31. The Church shall have no seal. The procedure for the transition from calendar to fiscal year shall be established by Resolution of the Voting Members at the annual meeting in December 2005.

Section XIV: Waiver of notice

Whenever any notice is required to be given to any Member of the Church under the provisions of the Iowa Nonprofit Corporation Act or under the provisions of the Articles or Bylaws, a waiver thereof in writing signed by the person or persons entitled to such notice whether before or after the time stated therein, shall be equivalent to the giving of such notice.

Section XV: Amendments

Unless otherwise specifically stated herein, the Bylaws may not be altered, amended or repealed and new Bylaws adopted unless at a Special Meeting of the Voting Members at which a quorum is present, by the affirmative vote of a majority of the Voting Members present at the meeting. Notice of the Special Meeting shall include the text of any proposed amendments. The text of any proposed amendments shall also be posted in the church for thirty (30) days prior to the Special Meeting.

Section XVI: Indemnification

- A. Except as provided by Chapter 504, Code of Iowa, a director, officer, employee, or Member of the Church shall not be liable for the Church's debts nor obligations. A director, officer, Member, or other volunteer is not personally liable in that capacity, for a claim based upon an act or omission of the person performed in the discharge of the person's duties, except for a breach of the duty of loyalty to the Church, for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, or for a transaction from which the person derives an improper personal benefit.
- B. The Church shall indemnify any director, officer, Member, or other volunteer against all expenses, liabilities, and claims of every kind, including reasonable counsel fees, by or on behalf of any person or entity arising out of any act or omission performed in discharge of the person's duties on behalf of the Church unless such act (a) constitutes a breach of the duty of loyalty to the Church, (b) is not in good faith, (c) involves intentional misconduct or knowing violation of the law, or (d) involves a transaction from which the person derives an improper personal benefit.

Index

A

Acceptable Written Notice, 10
amendments, 21, 22
Annual Meeting, 15
Articles, 3, 9, 10, 12, 14, 17, 18, 19, 21
assistant, 21
assistant to any officer, 21
Audit Committee, 20

B

Bible, 4, 8
Bylaws, 3, 9, 10, 12, 14, 16, 17, 18, 19, 20, 21

C

Call, 3, 10
checks, 21
Church, 3, 6, 8, 9, 10, 11, 12, 13, 14, 16, 17, 18, 19, 20, 21, 22
Clerk, 20
compensation, 13, 19
Congregation, 3, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 20
contract, 19, 20, 21
Covenant, 3, 8, 9, 10, 12, 14

D

Deacon, 3, 9, 10, 14, 15, 20, 24
Deacons' Fund, 3, 14
Directors, 3

F

Financial Recorders, 3, 20
fiscal year, 15, 21

G

God, 4, 5, 6, 7, 8, 12, 14

I

indemnify, 22
inspectors, 17

J

Jesus Christ, 4, 5, 8, 9

L

loans, 21

M

Member, 3, 4, 8, 9, 10, 11, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22
Membership Committee, 3, 9
Membership List, 3, 9, 10, 16, 20
Ministry Team, 3, 18, 19
Moderator, 3, 13, 14, 15, 17

N

Nominating Committee, 3
Non-Voting Member, 3
Notice, 11, 13, 15, 18, 22

O

officers, 6, 12, 17, 19, 21
Officers, 12, 19, 21

P

Pastor, 3, 9, 10, 12, 13, 14, 17, 18, 20, 21
President, 3, 12, 19, 20
proxy, 17
Public Awareness Notice, 10

Q

Quorum, 17, 19

R

removal, 11, 15, 20
Resolution, 3, 18, 19, 21
Restoration Committee, 3, 10, 11, 13, 15
Restoration Member, 10, 11

S

Search Committee, 3, 12, 13, 16
Secretary, 3, 9, 10, 12, 16, 19, 20
Senior Pastor, 3, 16
Special Meeting, 4, 11, 13, 14, 16, 21
Statement of Faith, 3, 4, 9, 10, 12, 14
Student Member, 3

T

Task Force, 3, 18, 19
telephone, 19
Treasurer, 3, 12, 19, 20, 21

V

vacancy, 14, 19, 20
Voting, 16, 17, 18
voting agreement, 17
Voting Members, 3, 4, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21

