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## **CALVARY MEMORIAL CHURCH BYLAWS**

(as amended December 2024)

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## CALVARY MEMORIAL CHURCH BYLAWS

### Preamble

These Bylaws have been established after careful consideration, prayer and study. They are based on Scriptural principles, and are intended to provide a clear and easily-understood organizational structure to facilitate the ministries, mission and business of the Church.

### Section I — The Corporation

Calvary Memorial Church (referred to herein as the "Church") is a nonprofit religious corporation based in Racine, Wisconsin. It is organized under the laws of the State of Wisconsin as set forth in "Restated Articles of Incorporation" (the Church's "constitution") filed February 3, 1959.

### Section II — Purposes

Calvary Memorial Church is organized for exclusively religious purposes: to glorify God through worship and through service to others; to proclaim and defend the faith of our Lord Jesus Christ as made known by God throughout the Scriptures; and to provide a means of edification and fellowship for believers.

### Section III — Statement of Faith

Introduction. Calvary Memorial Church is in the Reformation tradition: *Only Faith, Only Grace, Only Scripture*. The Church's Statement of Faith reflects that tradition, as do the Apostles' Creed and the Nicene Creed. Applicants for membership will assent to the Church's Statement of Faith, which is set forth as follows:

- A. We believe in God, Creator of all things, infinite in power, perfect, and eternally existing in three persons — Father, Son and Holy Spirit. (Genesis 1; Deuteronomy 6:4; Psalm 8 and 19:1-4; Isaiah 40:21-31; John 1:1-17 and 14:1-20; Hebrews 1; Revelation 4:11)
- B. We believe the Scriptures of the Old and New Testaments are the verbally- inspired Word of God, without error in the original writings. They are the supreme and final authority in faith and life, and provide standards of morality and conduct which are absolute, not relative. (II Timothy 3:16-17; II Peter 1:20-21; Galatians 5:19-23; Proverbs 4:27; Isaiah 30:21; Romans 13:9; Hebrews 4:12)
- C. We believe that Jesus Christ is God the Son, that He became man, was begotten of the Holy Spirit, born of the Virgin Mary and possessed a sinless nature and life, and that throughout eternity He continues to be true God, entirely infallible, and true man. We believe that He died on a cross for our sin as a substitutionary and atoning sacrifice, was resurrected in His crucified body, was seen by many, ascended into heaven and is there as our High Priest and Advocate before the Father. (Isaiah 7:14; Matthew 1:18-25; John 1:14; Acts 1:3 and 1:9-10; I Corinthians 15:1-8; Hebrews 4:15-16 and 7:23-27; I Peter 2:21-25; I John 2:1-2)
- D. We believe man, both male and female, was created in the image of God, but that man sinned and thereby incurred both physical and spiritual death. All are born with a sinful nature, and are sinners. (Genesis 1:26-27; Psalm 51:5; Jeremiah 17:9; Romans 3:23 and 5:12; Ephesians 2:1-3)
- E. We believe that all sinners who repent, believe and trust in Jesus Christ by faith (i.e., Christians) are saved based on His death and bodily resurrection; they are born of the Holy Spirit, thereby becoming children of God — the *only* way of salvation. (Luke 7:48-50; John 1:12-13, 3:5-8, 3:16, 11:25-26 and 14:6;

- Acts 4:12 and 16:29-31; Romans 10:8-13; I Corinthians 1:18; Ephesians 2:8-9; Titus 3:5-7; Genesis 15:6; Romans 4:3; Psalms 34:4-8 and 40:1-4; Isaiah 12:2, 25:9 and 45:22)
- F. We believe that Christians are to live in accordance with the Scriptures by the power of the Holy Spirit within them. (Matthew 4:4; John 14:15-18 and 23-24; Romans 6:2-4 and 8:4-5; II Corinthians 5:14-17; Galatians 2:19-20 and 5:13-25; Ephesians 5:1-2; Colossians 2:6-7; I Peter 2:12; I John 3:24 and 4:11-16; Psalm 1; Proverbs 7:2)
- G. We believe that Satan exists; although his defeat is sure, he seeks to tempt and deceive people and to distort the Word of God. (Matthew 4:1-11; John 12:31-32; II Corinthians 11:14; Ephesians 6:10-13; I Peter 5:8-9; Revelation 20:10)
- H. We believe that the universal church, of which Jesus Christ is the Head, is composed of all who believe and trust in Him by faith, and that its mission is to fulfil His Great Commission to proclaim the Gospel to all people — a mission fulfilled through local bodies of believers working together for this purpose. (Matthew 28:18-20; John 15:19; Acts 2:41-47, 14:27 and 20:28; Romans 12:4-8; I Corinthians 12:12-13; Ephesians 1:22-23 and 3:8-11)
- I. We believe that baptism of believers and the Lord's Supper (communion) are ordinances to be observed by the Church. They are not to be regarded as means of salvation or prerequisites for membership in the Church. The Church practices baptism by immersion. (Matthew 28:18-20; Luke 22:19-20; Acts 2:38, 8:12 and 35-38; I Corinthians 11:23-29; Colossians 2:12)
- J. We believe that Jesus Christ will return — a bodily, visible, glorious return in which God's purposes of grace toward mankind will find their consummation, and that this has a vital bearing on the lives of believers. (Matthew 24:30-31; Mark 13:26-33; Luke 21:27; John 14:1-6; Acts 1:10-11; I Thessalonians 4:13-18; I Timothy 6:13-15; II Timothy 4:8; Titus 2:11-14; I John 3:3; Revelation 1:7; Psalm 121:8)
- K. We believe in the resurrection of the dead — of believers in changed bodies to everlasting life and joy with the Lord, and of unbelievers to judgment and everlasting separation from God. (Matthew 25:31-46; John 5:28-29 and 11:25; I Corinthians 15:20-26 and 15:51-58; II Thessalonians 1:5-10; Revelation 20:11 to 22:5; Job 19:25-27; Malachi 3:16-18)
- L. We believe that God has established marriage as a lifelong, exclusive relationship between one man and one woman and that all intimate sexual activity outside the marriage relationship, whether heterosexual, homosexual, or otherwise, is immoral and therefore sin. (Genesis 2:24-25; Exodus 20:14, 17, 22:19; Leviticus 18:22-23, 20:13, 15-16; Matthew 19:4-6, 9; Romans 1:18-31; I Corinthians 6:9-10, 15-20; I Timothy 1:8-11; Jude 7) We believe that God created the human race male and female and that all conduct with the intent to adopt a gender other than one's birth gender is immoral and therefore sin. (Genesis 1:27; Deuteronomy 22:5)
- M. We believe that God offers redemption and restoration to all who confess and forsake their sin, seeking His mercy and forgiveness through Jesus Christ. (Acts 3:19-21; Romans 10:9-10; 1 Corinthians 6:9-11)
- N. We believe that every person must be afforded compassion, love, kindness, respect, and dignity. (Mark 12:28-31; Luke 6:31) Hateful and harassing behavior or attitudes directed toward any individual are to be repudiated and are not in accord with Scripture nor the doctrines of the Calvary Memorial Church.

**Section IV — Church Membership**

- A. **Qualifications**. Any person who meets the following requirements is eligible for membership: (1) professes faith in Jesus Christ and shows evidence of such faith; and (2) assents to the Church's Statement of Faith and these Bylaws.
- B. **Applications for Membership**. The Council of Elders will establish procedures from time to time for the review and handling of membership applications, and will vote to admit new members.
- C. **Admission**. Persons admitted to membership shall, if possible, present themselves at a worship service designated by the Council of Elders and Senior Pastor to affirm their membership and be publicly acknowledged as members.
- D. **Covenant of Members**. At the time of public presentation and acknowledgement of new members, the new and existing members shall confirm a covenant to each other and the Church as fellow Christians and as members with the following:

"Since we have made public profession of our faith in Jesus Christ, we now, in the presence of God and of one another, publicly acknowledge our covenant of consecration to His service at the Calvary Memorial Church. We covenant together, as members of this Church, to love one another in the Lord; to submit to the government and discipline of Christ's church as here administered; to live as Christians; to give diligent heed to the Word of God; to faithfully attend the worship services of this Church; to support the Church's work by giving as we are able; and to maintain private and family prayer — all so that the fruit of the Spirit may be manifested in us and in this Church."

- E. **Voting Rights**. Membership in the Church shall not vest in any member any proprietary rights in the Church, but entitles the member (if otherwise eligible) to vote at a meeting of the members on matters coming before the membership for vote. Members at least eighteen (18) years of age and present at a meeting may vote; there shall be no proxy voting.
- F. **Business Meetings of the Members**.
1. **Notice of Meetings**. Notice of any membership meeting (whether the regular Annual Meeting or a special meeting) shall be made from the pulpit and/or in the regular weekly calendar of the Church distributed on Sunday morning on each of the two Sunday mornings immediately preceding the meeting. The notice shall state the date, time and place of the meeting and, if it is a special meeting, shall state the purpose(s) of the meeting. In special situations, the Council of Elders may designate another means of giving notice, provided such other means is reasonably calculated to effectively notify the membership.
  2. **Quorum; Presiding Officer**. At all meetings of members, the presence of fifty members shall constitute a quorum. The Chairman of the Council of Elders shall preside. If a quorum is not present, the meeting shall be adjourned; such meeting may thereafter be reconvened after additional notice pursuant to subsection IV(F)(1) above.
  3. **Manner of Acting**. Except as otherwise indicated in these Bylaws, a majority of members voting shall determine a decision of the membership.
  4. **Place of Meetings**. All business meetings of the members shall be in Racine, Wisconsin at the building where the Church's principal worship services are held.

5. **Regular Annual Meetings.** Each Annual Meeting of members shall be in or about early December, as set by the Council of Elders. The agenda for each Annual Meeting shall include elections and affirmations required by these Bylaws, reports of the affairs of the Church (including committee reports), a report on the annual budget of the Church, and such other business as the Council of Elders determines shall be brought before the meeting.
  6. **Special Meetings.** Special meetings may be called by the Council of Elders, the Chairman of the Council of Elders, or the Senior Pastor. Members may petition the Council of Elders for a special meeting. The agenda of a special meeting shall be limited to the purpose(s) for which the meeting was called.
- G. **Change of Membership Status.** The Council of Elders may remove members from the Church's membership roll for the following reasons: (1) being inactive (including by virtue of absence from the area) for more than one year without sufficient reason (such as age or illness); (2) engaging in conduct in violation of Scriptural principles; (3) advocating severe error in basic doctrine; or (4) forsaking or violating the Covenant of Members. Any removal based on 2 or 3 shall be only in the manner set forth in the disciplinary steps in section IV(H) below. Removal from membership by the Council of Elders may not be appealed. Reinstatement may be possible by action of the Council of Elders.
- H. **Discipline.**
1. **Purposes.** The Scriptural purposes of appropriate discipline are to glorify God and edify believers by deterring sin and maintaining purity in the local church and to promote the spiritual welfare of an offending believer by calling such believer to return to a Scriptural standard of doctrine and conduct. (Galatians 6:1; I Corinthians 5; I Timothy 5:20)
  2. **Applicability.** Church discipline is applicable to members and other professing Christians who regularly attend and fellowship with the Church if they engage in conduct in violation of Scriptural principles or advocate severe error in basic doctrine (referred to as "heresy" in these Bylaws). Discipline of an erring person does not end by resignation from membership.
  3. **Steps.** Discipline, as needed, shall be carried out in a spirit of love and with due attention to Scriptural principles, in four stages, as follows:
    - a. It shall be the duty of a member with personal knowledge of an erring person's sin or heresy to warn and correct such erring person in private, seeking such person's repentance. (Matthew 18:15)
    - b. If the erring person does not heed the warning, then the warning member shall go again to the erring person to seek repentance, but shall do so with one or two individuals who shall confirm that the sin or heresy has occurred or is continuing, if that be the case, and/or that the erring person has been confronted and has refused to repent. (Matthew 18:16)
    - c. If the erring person does not heed this warning, the matter should be brought to the attention of the Council of Elders (or a committee of Elders). If, after careful investigation in accordance with pertinent Scripture (including Matthew 18:15-18, I Timothy 5:19 and Titus 3:10), the Council of Elders determines (i) that there is corroborating evidence of the erring person's having sinned or continuing to sin or persisting in heresy and (ii) that the erring person has been appropriately confronted and (iii) that the erring person has refused

to repent, then the Council of Elders shall engage in counsel and warning to the erring person concerning such matter. If such counsel and warning are not heeded, then the Council of Elders shall, in a manner which it determines, notify the congregation thereof in order that the Church may call the erring person to repentance. If the erring person demonstrates repentance, then notice to that effect shall be given to the congregation.

- d. If the erring person does not repent in response to such collective call to repentance, the Council of Elders shall remove the erring person from membership if the erring person is a member (or from the fellowship, if not), and give notice thereof to the congregation in a manner to be determined by the Council. The Council of Elders may also exclude such erring person from attendance at services of the Church. Reinstatement is possible if the erring person demonstrates repentance and requests reinstatement before the Council of Elders.

### **Section V — Council of Elders**

**Introduction.** The Council of Elders (including each individual Elder) shall, in its initial meeting after each Annual Meeting of members, covenant with the members to shepherd them as the flock of God placed under its care. The Elders will seek to serve as overseers not because they must, but because they are willing, as God wants them to be. The Elders will covenant to serve eagerly, not as "lords" over those entrusted to them but as examples to the flock. (I Peter 5:2-3)

- A. **Leadership Responsibilities.** The Church shall have a Council of Elders (also known as "Church Council") which is responsible for the shepherding and oversight of the congregation and is board of directors of the corporation. Except as required by these Bylaws or the law, the activities, business and affairs of the Church shall be exercised by or under the direction of a Council of Elders. Without limiting its general responsibilities, the responsibilities of the Council of Elders include the following:

1. to select the Senior Pastor, subject to the limitations and requirements of Section VIII;
2. to select other pastoral staff members, including associate and/or assistant pastors and a minister of music (subject to confirmation by the members of the Church by a two-thirds vote), and other staff and employees of the Church, prescribe such duties for them as are consistent with the Scriptures, these Bylaws and the law, fix the terms of their offices and their compensation, and remove them as may be deemed necessary or appropriate;
3. to establish such policies, practices, rules and regulations (for inclusion in a "Standard Operating Procedures Manual" as appropriate, or otherwise) as are consistent with the Scriptures and with the purposes of the Church;
4. to oversee such disbursements from the funds and properties of the Church as are required to fulfill the purposes of the Church, as they may deem best;
5. to sell Church-owned real estate, provided, however, that sale of real estate with a value greater than fifty thousand dollars (\$50,000) shall be with the approval of the members;



6. to borrow money and incur indebtedness for the purposes of the Church, with the approval of the members;
  7. to carry on businesses in which the Church may legally engage and apply any resulting profit to the purposes of the Church;
  8. to overrule, in a situation in which it is deemed necessary, any decision made by any officer, committee, council or other group of the Church; and
  9. to settle disputes between members, pastors or other staff members regarding any matter, including but not limited to matters of spiritual teaching or practice.
- B. **Number of Elders.** The Council of Elders shall consist of not less than five (5) nor more than thirteen (13) elected Elders plus the Senior Pastor and such other full-time pastoral staff members of the Church as have been individually designated Elders by the Council of Elders; provided, however, that in no event shall the number of elected Elders be fewer than a majority of the entire Council.
- C. **Nomination, Selection and Tenure of Elected Elders.** The nomination, selection and tenure of elected Elders shall be as follows:
1. **Recommendations from Members of the Church.** Once each year, at a time months before the Annual Meeting of members, the Council of Elders, or the Nominating Committee it chooses (see section below), shall seek recommendations from the members of the Church (individually) of persons to be considered as possible Elders. A member of the Nominating Committee may not be recommended for the position of Elder unless recommended by another member of the Nominating Committee.
  2. **Nominating Committee.** A Nominating Committee of not less than five active members of the Church, including one designated as Nominating Committee chairman, shall be appointed annually by the Council of Elders. The Nominating Committee shall review any and all recommendations for the position of elected Elder and determine their qualifications, and submit to the Council of Elders a list of persons qualified to serve as Elders. The list shall include a number sufficient to fill the upcoming vacancies in the position of elected Elder. In addition, the Nominating Committee, as set forth in subsection VII(A), shall provide the Council of Elders names of members for possible positions on the standing committees of the Church.
  3. **Selection.** After seeking review and comment by the pastoral staff, and others as the Council of Elders may deem helpful, the Council of Elders shall approve/disapprove persons on the list from the Nominating Committee (or add persons, as they deem right), and thereby form a slate of approved nominees. The slate shall be sufficient in number to fill upcoming vacancies, but not more than would be necessary to bring the total number of elected Elders (retained and new) to thirteen if every approved nominee were to be elected. The slate of approved nominees, in alphabetical order, will be presented to the members of the Church in the weekly bulletin or by mail at least three weeks prior to the next Annual Meeting of members.
  4. **Election.** At the Annual Meeting, the membership of the Church shall vote to elect each nominee approved by the Council of Elders. Those receiving a majority vote shall assume the office of elected Elder on the first of the next month following the Annual Meeting.
  5. **Terms, Limits and Time-Related Eligibility.** Elected Elders' terms shall be three years in duration; provided, however, that in exceptional circumstances a slate of approved nominees may include one or more men who

are designated as nominees for one-year or two-year terms. Elders who have served two consecutive three-year terms shall not be eligible for re-election as Elders at the end of the last of such consecutive three-year terms. Any such man may not be an Elder during the following year, but at any time after that year he will again be eligible for nomination and election to the Elder Council. All sections of these bylaws referring to eligibility and election of Elders shall be interpreted consistent with this amended sub-section 5.

D. **Qualifications.** Each Elder must be a member of the Church and possess the qualifications described in the New Testament (in I Timothy 3:1-7 and Titus 1:5- 9). Each Elder must be:

1. A man above reproach, blameless as a steward of God; just, fair, patient, forbearing, gentle, hospitable; able to teach; holy, devout; temperate, sober-minded, prudent, vigilant; of good behavior, self-controlled, orderly, respectable; of good reputation with outsiders; faithful in his home; rules well his own house; and
2. Not a recent convert; not quick-tempered, violent or pugnacious; not given to drunkenness; not self-willed or covetous; not a lover of money or greedy of base gain.

E. **Vacancies.** Any Elder may resign, effective immediately or on a future date before the end of his term, by giving notice to the chairman or secretary of the Council of Elders. If any such vacancy would reduce the number of elected Elders to fewer than a majority of the full Council, then the elected Elders (*i.e.*, those Elders not on the pastoral staff), acting in consultation with the full Council, shall elect a new Elder to fill such vacancy until the next December 31.

F. **Removal of an Elder.** An Elder may be removed from office by the Council of Elders if he is determined by the Council to be unable to carry out his duties or, after careful investigation and confrontation (as necessary and appropriate) in accordance with pertinent Scripture (including Matthew 18:15-18 and I Timothy 5:19), the Council of Elders determines that such Elder is spiritually unqualified. The Council of Elders shall, in a manner which it determines, notify the congregation of such removal and the reason for such removal.

G. **Meetings of the Council of Elders.**

1. **Regular Meetings.** Regular meetings of the Council of Elders shall be held monthly without call, on dates and at places as set by the Council.
2. **Special Meetings and Meeting Notice.** Special meetings shall be after careful prior notice is given, such notice being at least sufficient to satisfy Wisconsin law.
3. **Quorum.** A majority of the Elders constitutes a quorum.
4. **Decisions of the Council of Elders.** Decisions by the Council of Elders shall be by majority of those present; provided, however, that a decision shall be made only on a two-thirds (2/3) vote if, on motion supported by one-third of those present, the matter in question is designated a matter of particular importance. If division appears on any matter designated a matter of particular importance, special prayerful consideration shall be given to the matter; and, if the decision on such matter is made on less than unanimous vote, all the Elders, after prayer, shall affirm by unanimous vote, in a spirit of humility with each Elder regarding others before himself, that the decision is a decision of the entire Council of Elders.

- H. **Action by Unanimous Consent Without a Meeting.** Any action by the Council of Elders may be taken without a meeting if all Elders consent in writing (individually or collectively) to a duly-prepared resolution setting forth such action.
- I. **Rights of Inspection.** Every Elder, for any purpose reasonably related to his interest as an Elder, shall have a right at any reasonable time to inspect and copy all books, records and documents of every kind and to inspect the physical properties of the Church.
- J. **Committees of Elders.** Committees of the Council of Elders consisting of Elders may be appointed by resolution of the Council of Elders. Committees shall be composed of two (2) or more Elders, and shall have powers as expressly delegated by the Council of Elders; provided, however, that the following powers may not be delegated to a committee:
1. Any action which the law requires of the full Council of Elders;
  2. Selection of nominees for the position of Elder or filling of vacancies on the Council of Elders;
  3. Selection or removal of officers, agents, pastoral staff members (see section VIII with respect to the Senior Pastor), staff and employees of the Church, prescribing their duties, and fixing the terms of their offices and their compensation;
  4. Creation and termination of committees and councils, delegation and removal of their powers, and selection and removal of committee and council members;
  5. Approval of policies, practices, rules and regulations;
  6. Approval of any self-dealing transaction; and
  7. Borrowing of money, subject to the requirements of section X(B).

#### **Section VI — Officers of the Church**

- A. **Officers.** The officers of the Church shall be a Chairman, a Vice Chairman, a Secretary and a Treasurer. At the discretion of the Council of Elders, other officers may be appointed in accordance with subsection C of this section.
- B. **Election.** The Chairman, Vice Chairman, Secretary and Treasurer shall be chosen annually by the Council of Elders in their first meeting following the Annual Meeting of the membership, and shall serve one-year terms ending when their respective successors are chosen. At least the Chairman, Vice Chairman and Secretary shall be chosen from among the elected Elders; they may be referred to as chairman, vice chairman and secretary of the Council of Elders and/or of the Church. The Treasurer of the Church need not be an elected Elder. All officers, including subordinate officers appointed in accordance with subsection C, if any, serve at the pleasure of the Council of Elders.
- C. **Subordinate Officers.** The Council of Elders may appoint, and empower the Chairman to appoint, such other officers as the business of the Church may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Council of Elders may from time to time determine.
- D. **Chairman.** The Chairman shall be the chief executive officer of the corporation and shall, subject to the control of the Council of Elders, have general supervision, direction and control of the activities, officers and committees

of the Church. He shall preside at meetings of the Council of Elders and at meetings of the members.

- E. **Vice Chairman.** In the absence or disability of the Chairman, the Vice Chairman shall perform the duties of the Chairman.
- F. **Secretary.** The Secretary shall: (1) keep, or cause to be kept, a book of minutes of the meetings and actions of the Council of Elders; (2) keep, or cause to be kept, a book of minutes of the meetings of the members; (3) be responsible for assuring that required notices are issued for meetings of the Council or meetings of the members; and (4) perform the duties of Secretary as required under Wisconsin law.
- G. **Treasurer.** The Treasurer shall: (1) ensure the stewardship of the financial resources of the Church and, in doing so, enlist only the assistance of persons of good reputation; (2) make monthly reports to the Council of Elders and to the Finance Committee concerning the financial condition and projected financial needs of the Church; and (3) attend any regular or special meeting of the Finance Committee when requested by the Finance Committee or its chairman to do so.

#### **Section VII - Deacons**

- A. **Deacons.** In keeping with 1 Timothy 3:8-11, the Council of Elders will appoint deacons to assist the elders by assuming the responsibility of fulfilling the tasks assigned to them so that such work will not interfere with the elders' ministry of the word and prayer. Deacons serve the congregation and assist the elders by overseeing the physical needs of the church and the ministries of mercy and benevolence. A deacon shall be assigned to serve as the chairman for each of the standing committees of the Church unless indicated otherwise in these bylaws. Deacons may also be appointed to oversee other ministries as determined to be necessary by the Council of Elders. All deacons must fulfill their duties in cooperation with one another and in full subjection to the Council of Elders. Each deacon appointed by the Council of Elders will be responsible for fulfilling the function of their respective committee or ministry.
- B. **Qualifications for Deacons.** Each deacon must be a member of the Church and possess the qualifications described in the New Testament (1 Timothy 3:8-12). Each deacon must be:
  - a. Reverent; not double-tongued; not given to drunkenness; not greedy for money; holding the mystery of the faith with a pure conscience; tested and found blameless; not a slanderer; temperate; the husband of one wife; a good manager of his children and household; and faithful in all things. Likewise, his wife must be reverent; not a slanderer; temperate; and faithful in all things.
- C. **Identification and Appointment of Deacons -**
  - a. Responsibilities of the Elders

The Council of Elders must carefully consider the needs of the Church and seek to add qualified men to the Church's diaconate from among the members of the Church. The Elders may appoint individuals to the diaconate who are recommended by members of the congregation or who have been observed by the Council of Elders to be equipped by the Spirit of God with the necessary qualifications and gifts required for this ministry.

    - i. All decisions by the Council of Elders to appoint a member of the Church to the diaconate shall be made on a two-thirds ( $\frac{2}{3}$ ) vote of those present.
    - ii. The Council of Elders will give notice to the congregation of each appointee to the diaconate to be voted on at the Annual Meeting. This notice shall be presented to the members of the Church in the weekly bulletin or by mail at least three weeks prior to the Annual Meeting.

b. **Responsibilities of the Congregation**

The congregation, in recognizing the importance of the selection of their deacons, must prayerfully, and with an honest examination of the relevant passages of Scripture, seek to discover those men whom the Spirit of God is preparing for the work of deacon.

i. Individual members of the congregation may at any time recommend qualified members of the Church for appointment to the diaconate by the Council of Elders.

ii. All appointees to the diaconate shall be confirmed by the members of the Church by a majority of those present at the Annual Meeting.

D. **Length of Ministry for Deacons.** Deacons shall be installed for a term of three years, but may serve any number of consecutive terms as approved by the Council of Elders and confirmed by the members of the Church at the Annual Meeting prior to the beginning of each new term. Deacons may resign, effective immediately or on a future date, by giving notice to the chairman or secretary of the Council of Elders. A deacon may choose to resign from the diaconate for a temporary period of time due to reasons other than those that would disqualify him. These reasons may include needed rest, a time to reevaluate his personal responsibilities, an illness, etc. The process of reinstatement, if his return falls within the period of three years, will be determined by the Council of Elders in consideration of the circumstances, his qualifications, and his desire to serve again.

E. **Removal of Deacons.** Deacons may be removed by the Council of Elders if it is determined by the Council of Elders that they are unable to carry out their duties or, after careful investigation and confrontation (as necessary and appropriate) in accordance with pertinent Scripture (including Matthew 18:15-18), the Council of Elders determines that such deacon is spiritually unqualified. The Council of Elders shall, in a manner which it determines, notify the congregation of such removal and the reason for such removal.

F. **Vacancies.** If the resignation or removal of a deacon results in a vacancy, the responsibilities of that deacon shall be assumed by an elder of the Church (including pastors), another deacon, or an approved member of the committee or ministry under the oversight of that deacon until a replacement can be appointed by the Council of Elders. Any deacon appointed to fill a vacancy shall be confirmed by the members of the Church at the next Annual Meeting. If there is a vacancy in the diaconate for any reason, and at any time, which cannot be filled by a qualified member of the church per Section VII(B), or which no qualified member of the church agrees to fill upon request by the Council of Elders, any elder of the Church (including pastors) may be designated by the Council of Elders to fill the vacancy until a qualified deacon can be appointed.

G. **Meetings and Accountability.** The diaconate, the chairman of the Christian Education Committee, and the chairwoman of the Women's Ministries Committee shall meet three times a year for prayer, planning, and reporting the activities of the standing committees of the Church and other ministries of the Church overseen by the diaconate. The Elder to the Deacons will preside over these meetings and he shall ensure that a record of each meeting is kept to be forwarded to the Council of Elders, the diaconate, and the chairwoman of the Women's Ministries Committee after each meeting.

- H. **The Elder to the Deacons.** The Vice Chairman of the Council of Elders shall serve as the Elder to the Deacons. The Elder to the Deacons will be responsible for planning and presiding over the regular meetings of the diaconate as well as maintaining communication between the standing committees and other ministries of the Church. The Elder to the Deacons shall also oversee and manage the selection of members of standing committees (See Section VIII(A) for the selection of members of standing committees).

### **Section VIII – Standing Committees and Councils**

- A. **Selection of Members of Standing Committees.** Each year, at a time designated by the Council of Elders, each deacon overseeing a standing committee, the chairman of the Christian Education Committee, and the chairwoman of the Women's Ministries Committee shall submit to the Elder to the Deacons a list of members they recommend for service on the committee under their oversight. After receiving recommendations from each deacon, the chairman of the Christian Education Committee, and the chairwoman of the Women's Ministries Committee, the Elder to the Deacons shall assign nominees to each committee with due consideration given to the recommendations received. The Elder to the Deacons shall then present a proposed list of members for each committee for discussion and approval at the following meeting of the diaconate. Following approval by the diaconate, the Elder to the Deacons shall present the final list of committee members to the Council of Elders for approval. Following approval by the Council of Elders, a list of committee nominees shall be provided to the congregation to be voted on at the Annual Meeting. This list shall be presented to the members of the Church in the weekly bulletin or by mail at least three weeks prior to the Annual Meeting.
- B. **Qualifications for Members of Standing Committees.** He or she must be:
- a. In good standing as a member of Calvary Memorial Church
  - b. In adherence to the Statement of Faith and Bylaws of Calvary Memorial Church
  - c. Willing to serve God and His people
  - d. Growing in personal righteousness
  - e. Submissive to the governing body of Calvary Memorial Church
  - f. In regular attendance at the services of Calvary Memorial Church
- C. **Length of Ministry for Members of Standing Committees.** Members of standing committees shall serve one year terms, but may serve any number of successive terms with the approval of the deacon overseeing their committee and the Council of Elders.
- D. **Standing Committees.** The Church shall have standing committees each overseen by one appointed deacon, unless indicated otherwise in these bylaws, and consisting entirely of men and women from the general membership who are selected by the deacon, approved by the Council of Elders, and confirmed by the members of the congregation at the Annual Meeting. Deacons shall meet the qualifications of subsection VII(B), and all other members shall meet the qualifications of subsection VIII(B). All elders, elected or otherwise, designated by the Council of Elders or required by these bylaws to serve on a committee, shall serve as functioning members of that committee. All members of standing committees shall only serve as functioning members of the committees for which they were approved by the Council of Elders and confirmed by the members of the congregation. Members of standing committees may be assigned to attend the meetings of other committees in order to represent their own committee; to maintain communication between the committees; and to provide guidance on matters pertaining to their own committee, but shall not serve as functioning members of those other committees. The standing committees shall be as follows:

1. **Women's Ministries Committee.** The Church shall have a Women's Ministries Committee of at least four (4) women selected by the chairwoman of the committee, approved by the Council of Elders and confirmed by the members of the congregation in accordance with Section VIII(A), whose purpose is the implementation of special caring ministries of the church. Each year the members of the committee will vote to elect a chairwoman who will also act as the representative of the Women's Ministries Committee to the diaconate. The chairwoman will be invited to attend the regular meetings of the diaconate. The Women's Ministries Committee will report monthly to the Council of Elders through an elected elder designated by the Council in its first meeting after the Annual Meeting. This elder is not required to act as a functioning member of the committee and may serve as a liaison between the Council of Elders and the Women's Ministries Committee. The Women's Ministries Committee manual will detail the services performed by the Women's Ministries Committee, which, in general, shall:

- a. assist the Elders and the Seniors' Pastor in the visitation ministry for shut-ins, hospital patients, and nursing home residents;
- b. assist the Elders in preparing the elements for Communion;
- c. assist the Elders and Pastoral staff with baptismal services and funeral hospitality;
- d. assist in carrying out the women's ministries of the church;
- e. perform other duties and responsibilities as needed or as assigned by the Council of Elders.

The functions of the Women's Ministries Committee shall supplement, but not replace, any other ministry of Calvary Memorial Church.

2. **Men's Ministries Committee.** The Church shall have a Men's Ministries Committee of persons who have demonstrated a commitment to special ministries by and to men of the Church and community. The committee shall be overseen by one deacon appointed by the Council of Elders and approved by the members of the congregation in accordance with Section VII(C). In addition to the deacon, there shall be at least three (3) Men's Ministries Committee members selected by the deacon, approved by the Council of Elders and confirmed by the members of the congregation in accordance with Section VIII(A), and one elected elder designated by the Council of Elders in its first meeting after the Annual Meeting. The Men's Ministries Committee shall:

- a. organize, lead and implement ministries to men in the Church;
- b. organize, lead and implement outreach to men in the community;
- c. perform other duties and responsibilities as needed or as assigned by the Council of Elders; and
- d. report monthly to the Council of Elders concerning the carrying out of the duties of the Men's Ministries Committee.

The functions of the Men's Ministries Committee shall supplement, but not replace, any other ministry of Calvary Memorial Church.

3. **Missions Committee.** The Church shall have a Missions Committee of persons who have demonstrated a sustained commitment to missions. The committee shall be overseen by one deacon appointed by the Council of Elders and approved by the members of the congregation in accordance with Section VII(C). In addition to the deacon, there shall be at least three (3) Missions Committee members selected by the deacon, approved by the Council of Elders and confirmed by the members of the congregation in accordance with Section VIII(A), and one elected elder designated by the Council of Elders in its first meeting after the Annual Meeting. The Missions Committee shall:

- a. recommend to the Council of Elders candidate missionaries and missionary societies for support by the Church;

- b. advise the Finance Committee of desirable support levels for the Church's missionaries and recommend such support levels to the Council of Elders;
- c. correspond and communicate regularly with the Church's missionaries;
- d. recommend to the Council of Elders special meetings and projects supporting or fostering support for missions;
- e. coordinate all missionary activities of the Church;
- f. perform other duties and responsibilities as assigned by the Council of Elders; and
- g. report monthly to the Council of Elders concerning the progress, activities and needs of the Church's missionaries and missionary efforts and concerning the carrying out of the duties of the Missions Committee.

**4. Christian Education Committee.** The Church shall have a Christian Education Committee consisting of persons who have a demonstrated interest and involvement in the Church's commitment to a broad and deep Biblical education ministry for those of any age who attend the church. The Christian Education Committee shall include three (3) members selected by the chairman, approved by the Council of Elders and confirmed by the members of the congregation in accordance with Section VIII(A); a minimum of two elders (including pastors with a minimum of one elected elder); every pastor (other than the Senior Pastor) charged with special responsibility for education and/or youth ministry; and the Sunday School Superintendent(s), who shall be appointed by the Council of Elders from time to time as necessary to serve at the pleasure of the Council of Elders. The Council of Elders, in its first meeting after the Annual Meeting, shall designate one of the elders assigned to the committee (including but not limited to pastors) to serve as the Chairman of the committee. The Chairman shall function as a member of the diaconate at the meetings of the diaconate per Section VII(G) and shall be involved in the selection of members for standing committees per Section VIII(A). The Christian Education Committee shall:

- a. coordinate the education program of the Church;
- b. approve study materials used in the Sunday School and other ministries of the Church or, if controversy arises about study materials, provide information and recommendations to the Council of Elders;
- c. recruit and provide personnel for teaching positions in the Sunday School and other teaching positions in the Church;
- d. oversee youth ministries of the Church;
- e. staff and oversee the crib and toddler nurseries; and
- f. report monthly to the Council of Elders concerning the progress of Christian education programs at the Church and the carrying out of the duties of the Christian Education Committee.

**5. Facilities Committee.** The Church shall have a Facilities Committee of persons having a knowledge and capability of managing buildings and grounds. The committee shall be overseen by one deacon appointed by the Council of Elders and approved by the members of the congregation in accordance with Section VII(C). In addition to the deacon, there shall be at least three (3) Facilities Committee members selected by the deacon, approved by the Council of Elders and confirmed by the members of the congregation in accordance with Section VIII(A), and one elected elder designated by the Council of Elders in its first meeting after the Annual Meeting. The Facilities Committee shall:

- a. represent the Church in all transactions pertaining to the Church's real and personal property;
- b. be responsible for the care, maintenance and upkeep of such property;



- c. sell, without approval of the Elders, any unneeded Church property having a market value of less than five thousand dollars (\$5,000);
- d. perform other duties and responsibilities as assigned by the Council of Elders; and
- e. report monthly to the Council of Elders concerning the progress, activities and responsibilities of the Facilities Committee.

**6. Finance Committee.** The Church shall have a Finance Committee of persons having a knowledge of financial matters and a commitment to the support of the Church. The committee shall be overseen by one deacon appointed by the Council of Elders and approved by the members of the congregation in accordance with Section VII(C). In addition to the deacon, there shall be at least three (3) Finance Committee members selected by the deacon, approved by the Council of Elders and confirmed by the members of the congregation in accordance with Section VIII(A), and one elected elder designated by the Council of Elders in its first meeting after the Annual Meeting. The Finance Committee shall:

- a. supervise handling and disbursement of the Church's monies;
- b. provide at least three persons, approved by the Elders, to receive, count and deposit offerings;
- c. supervise the keeping of financial books and records and the preparation of reports, all in accordance with generally-accepted accounting principles;
- d. gather and prepare information necessary for preparation of an annual budget for the Church for submission and approval by the Council of Elders;
- e. perform other duties and responsibilities as assigned by the Council of Elders; and
- f. report to the Council of Elders at least monthly on the Church's financial condition, the advisability of proposed spending, and how to obtain monies needed for the ministries of the Church.
- g. List of responsibilities (Unchanged)

E. **Other Committees and Councils,** To promote the efficient handling of the business and ministries of the Church, the Council of Elders may appoint other various committees and councils. These committees and councils shall perform tasks solely in accordance with the duties and powers specifically delegated to them by the Council of Elders. All such committees and councils shall exist for the period specified by the Council of Elders. Members of these committees and councils may or may not be deacons, but must be selected and approved by the Council of Elders from among the general membership and shall meet the qualifications for members of standing committees under section VIII(B).

F. **Removal of Members of Standing Committees.** Members of standing committees may be removed by the Council of Elders if it is determined by the Council of Elders or the deacon overseeing their committee that they are unable to carry out their duties or, after careful investigation and confrontation (as necessary and appropriate) in accordance with pertinent Scripture (including Matthew 18:15-18), the Council of Elders determines that such person is spiritually unqualified.

G. **Vacancies.** In the event a vacancy occurs in any standing committee or other committee or council referred to in this section VIII, the Council of Elders may fill such vacancy.

#### **Section IX — The Senior Pastor**

A. **Election.** The Senior Pastor shall be selected by the Council of Elders and confirmed by the members of the Church by a three-fourths (3/4) vote at its Annual Meeting or a special

meeting, in either case after notice of such planned vote.

- B. **Qualifications**. The Senior Pastor shall be in full accord and harmony with the Statement of Faith above, and qualified by education, training and experience to preach and teach, and to carry out the usual and customary duties of a minister of the Gospel. He shall also meet the qualifications required of Elders as set forth above.
- C. **Duties, Privileges and Authority**. The Senior Pastor and his wife shall be members of the Church by virtue of his office. He shall perform all of the duties and responsibilities given to him by the Council of Elders, and shall have the authority customarily granted to a minister of the Gospel. He shall be an *ex officio* member of the Council of Elders.
- D. **Resignation and Removal**. The Senior Pastor shall serve at the pleasure of the Council of Elders. In the event that possible removal of the Senior Pastor comes before the Council of Elders in any manner, that subject shall be deemed a matter of particular importance pursuant to subsection V(G) (4), and handled accordingly. Resignation or removal shall be effective on three (3) months notice, or at such other time upon which the Council of Elders and Senior Pastor shall agree.

#### **Section X — Ordination, Licensing and Commissioning**

- A. **Ordination**. Ordination refers to the unanimous recognition by the Council of Elders of a man's call to the ministry, his preparation as a shepherd, and his qualification to serve. Ordination shall be conferred for life, so long as the man continues to manifest the qualifications of the office.
- B. **Licensing**. Such license is given by the Council of Elders in recognition of a man's call to such ministry. Its aim is to allow the performance of ecclesiastical duties and functions. Licenses will be evaluated periodically.
- C. **Commissioning**. If ordination is unnecessary or inappropriate but local-church certification is required for a ministry, a person may be commissioned by unanimous vote of the Council of Elders for such ministry. This authorization continues as long as the opportunity to minister remains in effect and the person maintains the qualifications for ministry.

#### **Section XI — Other Provisions**

- A. **Bonding of Officers**. Each officer of the Church handling Church funds shall be bonded in such amount as the Council of Elders directs from time to time.
- B. **Borrowing**. Any decision by the Council of Elders to borrow money shall have prior approval of the members.
- C. **Dissolution**. Upon dissolution of the corporation, the Council of Elders, after providing for payment of the liabilities of the corporation, shall dispose of all the assets of the Church only to one or more organization qualifying (at that time) under section 501(c) (3) of the Internal Revenue Code as having purposes which are in common with the purposes of the Church. Such disposing of assets shall be done in a manner in keeping with the requirements of the law.

#### **Section XII — Amendments**

These Bylaws shall be reviewed from time to time. These Bylaws may be amended only on a two-thirds (2/3) vote at a meeting of the members of the Church, either at a special meeting of members called for that purpose by the Council of Elders or at an Annual Meeting the notice for which has included notice of such purpose. Notice of any amendment shall be given in a manner readily enabling any member of the Church to secure the full text of the proposed amendment.