

**Sample Bylaws**  
**Any Church**

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## BYLAWS OF

### Any Church

#### ARTICLE 1 – NAME

- 1.1 The legal name of this corporation is the insert church name here of city, state. Insert church name is a voluntary organization associated with Church of God Ministries, Anderson, Indiana, and Florida Church of God Ministries, Inc.
- 1.2 The present location of the business is insert church address
- 1.3 Hereafter, the principal location for the ministry and church business shall be a location determined by the voting members of insert church name.

#### ARTICLE 2 – PURPOSE & MISSION

- 2.1 The purpose of this congregation shall be to introduce people to Jesus Christ and become life long disciples, mature people into the likeness of Jesus Christ, and expand the Kingdom of God in our city, state, and world.
- 2.2 The insert church name accepts the Scriptures as its authority in matters of faith and practice and seeks to inspire commitment to the teachings, mission, and faith as represented in the theological perspectives of the Church of God, Anderson, Indiana.
- 2.3 The mission of this congregation is to...
  - Win people to Jesus Christ and to encourage and enable Jesus' disciples to actively engage in God's mission in the world,
  - Equip, train, develop and prepare Jesus' disciples for Christian service according to their spiritual gifts and abilities,
  - Provide leadership that will create and enhance a healthy environment for the growth of the Kingdom of God and support a vision for every believer to fulfill the mandate of the Great Commission, the Great Commandment, and the teachings of Jesus Christ.

#### ARTICLE 3 – MEMBERSHIP

- 3.1 Members of this congregation with voting privileges shall meet all of the following:
  - A person who has made a profession of faith in the Lord Jesus Christ.
  - Has worshipped regularly with this congregation for not less than six months.
  - Is sixteen years of age or older.
  - Is living according to the beliefs and practices as represented by Church of God Ministries, Anderson, Indiana.
  - Supports the local congregation through Christian service and financial stewardship.
  - Supports the mission, goals, and leadership of this church.
- 3.2 The membership, by three-fourths (3/4) vote of the members present and voting, shall declare, on occasion, when individuals are recognized by the members as adhering to the biblical principles to which church name itself is committed.
- 3.3 If a name is approved by the members, voting privileges may be extended to the person whose name has been submitted; however, such voting privileges shall extend only to the meeting, including all sessions thereof, at which the approval of voting privileges is granted.
- 3.4 The rules and regulations governing membership herein stated shall apply to business meetings only, and shall not affect in any way the religious standing, rights, and privileges of either ministers or laymen.

## ARTICLE 4 – OFFICERS

- 4.1 The officers of church name shall be the Chairperson, Secretary, and Treasurer.
- 4.2 The Chairperson and the Secretary shall be appointed by the Governance Board from among its members. (*Note: It is possible for the bylaws to call for the pastor to serve as chairperson of the Governance Board.*)
- 4.3 The Treasurer shall be appointed by the lead pastor and approved by the Governance Board.

### 4.4 Terms of Office

The officers shall serve a three (3) year term or until their successors are ratified and qualify. The ratified officers shall be eligible for no more than three consecutive full terms.

### 4.5 Duties of Officers

#### 4.6.1 Chairperson

- 4.6.1.1 Shall serve as the Chairperson for the Governance Board and the annual business meeting of church name.
- 4.6.1.2 Shall manage the affairs of the Governance Board under the general direction of the Governance Board.
- 4.6.1.3 Shall be accountable to the Governance Board for the proper conduct of business according to the policies established by the Governance Board.
- 4.6.1.4 Shall represent church name when requested or necessary.
- 4.6.1.5 Shall sign legal documents as instructed by the Governance Board.
- 4.6.1.6 Shall serve as a voting, ex-officio member of any team or committee reporting to the Governance Board.

#### 4.6.2 Secretary

- 4.6.2.1 Shall keep or cause to be kept accurate minutes of all meetings, proceedings, and actions of the Governance Board, the annual business meeting, and all special meetings of church name.
- 4.6.2.2 Shall keep or cause to be kept a current copy of Guiding Principles and provide Governance Board members with current copy.
- 4.6.2.2 Shall give notice of all meetings to the members of the Governance Board in a manner consistent with the Bylaws and with the policies and procedures of church name.

#### 4.6.2 Treasurer

The duties of the Treasurer are specified in the policy and procedures of the *Office Policy Manual*. The treasurer shall not serve on the Governance Board.

## ARTICLE 5 – LEAD PASTOR

- 5.1 The Lead Pastor shall be an ordained or licensed minister with credentials recognized by Church of God Ministries, Anderson, Indiana.
- 5.2 The Governance Board shall select a Lead Pastor to manage the business affairs and ministries of church name contingent on section 5.4.1. The Lead Pastor shall hold that office at the pleasure of

church name membership or until he/she resigns the office.

### **5.3 Duties of Lead Pastor**

- 5.3.1 The Lead Pastor shall be accountable for the church fulfilling the Mission Principles according to the Boundary Principles as established by the Governance Board and contained in the Guiding Principles.
- 5.3.2 The Lead Pastor shall be accountable to the Governance Board for the proper and legal conduct of the business of church name according to the policies established by the Governance Board.
- 5.3.3 The Lead Pastor shall be accountable to the Governance Board and will carefully give spiritual oversight and guidance to the ministries of the church. He/she shall perform all of the duties inherent in the office of the pastor.
- 5.3.4 A description of outcomes shall be included in the Guiding Principles of the Governance Board.

### **5.4 Selection or Removal**

- 5.4.1 The selection of the Lead Pastor shall require an affirmative vote of three-fourths (3/4) of the voting membership at a regular or special meeting called for that purpose.
- 5.4.2 The removal of the Lead Pastor shall require the affirmative vote of three-fourths (3/4) of the voting membership at a regular or special meeting called for that purpose.

## **ARTICLE 6 – GOVERNANCE BOARD**

### **6.1 Membership**

- 6.1.1 Church name Governance Board shall be comprised of at least four (4) persons appointed by the Nominating Committee (*note: the Governance Board can serve as the nominating committee*) and ratified by the members in its annual business meeting.
- 6.1.2 The Governance Board members shall be ratified on a balanced rotation basis for a term of three years.
- 6.1.3 In addition to the four persons ratified by the congregation, the lead pastor shall serve as a Governance Board member.

### **6.2 Qualifications**

- 6.2.1 Persons qualified to serve on the Governance Board must support the local church and leadership and commit to attending the meetings of the Governance Board.
- 6.2.2 Members shall be selected on the basis of spiritual gifts, skills, and experiences. The Governance Board shall reflect the gender and ethnic diversity of the congregation.
- 6.2.3 Each Governance Board member shall be a participating member of church name and in good standing in the congregation. Each member must support the vision, mission, and values of church name.

### **6.3 Duties and Responsibilities**

- 6.3.1 The Governance Board will provide broad parameters, resources, and sound financial management for the accomplishments of church name mission as outlined in the Guiding Principles that it develops.

- 6.3.2 Transact any business as may be referred to the Governance Board at an annual or special called meeting.
- 6.3.3 Hire, receive the resignation of, or recommend the termination of the Lead Pastor and appoint an Interim when the position becomes vacant pursuant to 5.4.
- 6.3.4 Adopt, amend and repeal church name Guiding Principles, policies and procedures.
- 6.3.5 Assist, encourage and support the accomplishment of the Church name mission.
- 6.3.6 Adopt the annual budget and present it to the voting members to be ratified.
- 6.3.7 Receive and review reports from teams and committees.
- 6.3.8 Fill any vacancies on the Governance Board, when they occur, maintaining any policy pertaining to representation (6.6.3).
- 6.3.10 Maintain oversight of property of every kind owned by church name and transact any business as may be referred to the Governance Board at an annual or special meeting and any other business as may properly come before the Governance Board.

#### **6.4 Terms of Office**

Ratified members of the Governance Board shall hold office for three (3) years or until their successors are ratified and qualify. Members shall be eligible for no more than three (3) consecutive full terms.

#### **6.5 Meetings**

- 6.5.1 The Governance Board shall meet at least once each calendar quarter.
- 6.5.2 Written notice of a Governance Board meeting shall be issued seven (7) days in advance of the scheduled meeting.
- 6.5.3 A quorum for meetings of the Governance Board shall be a simple majority of the members of the Governance Board.
- 6.5.4 Any decision ordered by a simple majority of the Governance Board present at a duly called meeting when a quorum is present is an act of the Governance Board. The members present at a duly called meeting when a quorum is present may continue to transact business until adjournment, even if the number of members has withdrawn to leave less than a quorum. If any decision is approved by at least the majority of the Governance Board members who remain, this will constitute a quorum.
- 6.5.5 Special meetings may be called by the Chairperson of the Governance Board or the Lead Pastor or upon petition to the Chairperson by three of the Governance Board members. Notice of special meetings called will be given seven (7) days in advance of the meeting with the business of the meeting stated in the notification.
- 6.5.6 Telephonic and electronic devices shall be permitted for meetings with at least five (5) days notice of the time of the meeting, with the business of the meeting stated in the notice.

#### **6.6 Removal, Resignation and Vacancy**

- 6.6.1 Any member may be removed for proper cause as defined by the policy manual of the Governance Board, at any time. Any member may resign at any time by giving written notice to the Chairman of the Governance Board or Secretary.
- 6.6.2 Any resignation shall take effect at the date of receipt of said notice or at any later date

specified therein, and, unless otherwise specified therein, the acceptance of said resignation shall not be necessary to make it effective.

- 6.6.3 Upon the notice of a vacancy, the Governance Board shall appoint a person to serve in that position until the next annual business meeting, at which time the Nominating Committee shall submit a name to be ratified for the unexpired term.

## ARTICLE 7 – MEETINGS

- 7.1 The church name will meet in its annual business meeting during the months of October or November with a specific date and time to be determined by the Governance Board. Notification of the annual meeting shall be provided to each member at least fifteen (15) days prior to the meeting date.
- 7.2 Special meetings shall be scheduled by the request of the Governance Board, the Lead Pastor, or upon a written request signed by one-third (1/3) of the voting membership. A fourteen (14) day written notice stating the business to be considered shall be given to each member.
- 7.3 All meetings of the voting membership shall be conducted according to parliamentary procedures as directed by the most recent revision of *Robert's Rules of Order*.

## ARTICLE 8 – COMMITTEES

- 8.1 The church name shall maintain a nominating committee. (*Note: delete this last sentence if the Governance Board serves as the Nominating Committee.*) The Governance Board may establish ad hoc committees consisting of no less than three (3) members to delegate such portions of their authority as they may desire with the exception of the hiring or termination of employment of the Lead Pastor; amending, repealing, or adopting bylaws; or approving any contract or transaction in which The Church name is a party.
- 8.1.1 The committee members need not be members.
- 8.1.2 Task assignments that are appointed, recommended, or delegated to a committee shall function under the direction of the Governance Board.
- 8.2 NOMINATING COMMITTEE** (*Note: adapt accordingly if Governance Board serves as Nominating Committee.*)
- 8.2.1 The Governance Board shall annually appoint a Nominating Committee which shall be comprised of the Chairman, one other member of the Governance Board, and three (3) members at large of The Church name. The Lead Pastor shall be a member of the Nominating Committee.
- 8.2.2 The committee will only consider persons that have completed governance training provided by the Governance Board.
- 8.2.3 The Committee, prior to the annual meeting of The Church name shall:
- a) Fully explain to potential candidates their duties and responsibilities as members of the Governance Board.
  - b) Obtain from each candidate a written consent to place the name for ratification.
  - c) Prepare a list of candidates to be ratified to fill vacant positions.

## **ARTICLE 9 – AMENDMENTS**

- 9.1 These bylaws may be amended at any annual or special meeting of church name. Each proposed amendment must be presented to the Governance Board not less than thirty (30) days prior to the annual or special meeting at which proposed amendment is to be considered and acted upon.
- 9.2 A notice of a meeting at which a change of bylaws will be considered shall be presented in writing to members of church name at least fourteen (14) days in advance of such meeting. An affirmative vote of a three-fourths (3/4) majority of members present and voting is required for passage of amendments to the bylaws.

## **ARTICLE 10 – INDEMNIFICATION**

- 10.1 Every Governance Board Member or Officer of the corporation and his/her executors, administrators, and estate shall be indemnified and saved harmless, out of the funds of the corporation, from and against:
- 10.1.1 All costs, charges, damages, and expenses whatsoever that the Governance Board Member or an Officer sustains or incurs in or about any action, suit, or proceeding which is brought, commenced, or prosecuted against him, or in respect of any act, deed, or matter of thing whatsoever, made, done, or permitted by him, in or about the execution, in good faith, of the duties of his office or in respect of any such liability.
- 10.1.2 All other costs, charges, damages, and expenses which the Governance Board Member or an Officer sustains or incurs in or about or in relation to the affairs thereof, except such cost, charges, or expenses as are occasioned by the Governance Board Member's or Officer's own willful neglect or default. The Church name shall carry such sufficient indemnification insurance as is currently available and can be reasonably afforded by The Church name.

## **ARTICLE 11 – PLAN FOR DISSOLUTION**

- 11.1 Upon the dissolution of church name any assets remaining after payment or provision for payment, of all debts and liabilities of this corporation shall be distributed to Florida Church of God Ministries, Inc. or an existing exempt organization which shares like faith, mission, and purpose, and which is tax exempt under Internal Revenue Code Section 501(c)(3).
- 11.2 Such distribution shall be implemented in accordance with the applicable provisions of the laws of the State of Florida and the membership of the Church name.