

# BY-LAWS

To The Constitution of the Grace Brethren Church of Wooster, Ohio  
(revised June 3, 2015)

## ARTICLE 1 – MEMBERSHIP

### Section 1 – Qualifications

The necessary qualifications required of the members to perform their duties under these by-laws are enumerated in the Constitution of the Grace Brethren Church of Wooster under Article III.

### Section 2 – Duties

Members are expected to be faithful in all spiritual duties essential to Christian life, to participate in the Communion Ordinance, to be loyal to the church, to attend its services regularly, to contribute to its ministries “as the Lord has prospered,” and to share in its organized work.

### Section 3 – Privileges

All members who are sixteen (16) years of age or older and who are in good standing are eligible to vote in all congregational business meetings of the church.

Any member who feels compelled to express dissatisfaction with any procedure or aspect of the church will be required to set forth his complaint in writing to the Pastor and/or Moderator. The signed complaint will then be brought before the Official Board of Overseers (the Board) for review and any necessary action. The names of all members initiating the complaint will be presented to the Board as part of its review.

Members are strongly encouraged to resolve disagreements prayerfully by following the principles of Matthew 18:15-17.

### Section 4 - Withdrawal and Transfer

A member may cause his name to be deleted from the membership roll upon written request to the Pastor and/or Moderator. Such written request will be incorporated into the official records of the church.

A member may secure a transfer of membership to another church by requesting a certificate of transfer. This certificate will be granted to any member in good standing. The member to whom the certificate of transfer is granted will be immediately released from the membership roll.

### Section 5 – Removal

The Board may remove from membership those members who do not participate in church activities for a period of one year. Prior to Board action, an attempt will be made to contact the inactive members.

### Section 6 – Discipline and Dismissal

If any member of the church be charged with:

(A) Active opposition to any of the Biblical doctrines in the Statement of Faith as set forth in Article VI of the Constitution, or

(B) Influencing others contrary to the best interests of the church, or

(C) “Walking disorderly” (2 Thessalonians 3:6); such charge will be made in writing to the Moderator.

All such cases will first be investigated by a committee consisting of the Moderator, Senior Pastor, and two Members-at-Large appointed by the Moderator. Upon request, the Board will conduct a hearing and may proceed with discipline or dismissal.

### Section 7 – Reinstatement

(A) A member removed from membership according to Article 1, Section 5 may be reinstated to church membership by written request to the Pastor and approval by the Board.

(B) A member disciplined or

excommunicated according to Article

1, Section 6 may be reinstated as an active member after public rededication of life and approval by the Board.

## ARTICLE II – SENIOR PASTOR AND PASTORAL STAFF

### Section 1 – Qualifications of Senior Pastor and Pastoral Staff

The Senior Pastor, Associate Pastors and all other pastoral positions will be established by the Board. The Senior Pastor and all pastoral staff members will be members who:

(A) Will meet the Biblical standards of overseer/elder which are outlined in 1 Timothy 3:1-7, Titus 1:6-8 and 1 Peter 5:1-3;

(B) Will adhere to the Statement of Faith as set forth in Article VI of the Church Constitution;

(C) Will be members of the church, as set forth in Article III of the Church Constitution; and

(D) Will give proper time to personal study and prayer (Acts 6:4).

### Section 2 – Duties of the Senior Pastor

The Senior Pastor will have charge of the spiritual welfare of the church. His basic responsibilities include:

(A) Shepherding and feeding the flock (Acts 20:28-31 and 1 Peter 5:1-4);

(B) Preaching and teaching the Word of God (Acts 2:42, Ephesians 4:11 and 1 Timothy 5:17);

(C) Providing spiritual guidance and direction for the church in conjunction with the Board (1 Timothy 3:15 and 5:17);

(D) Equipping believers for their work of ministering to one another that the body might be edified (1 Peter 4:10-11 and Ephesians 4:11-16);

(E) Presiding at all church services unless other acceptable arrangements are made;

(F) Serving as an ex-officio voting member of all boards and committees in the organizations of the church; and

(G) Maintaining a record of the names of all members including the dates of admission, withdrawal, dismissal, baptism, marriage, death, and other important services.

### **Section 3 – Duties of the Pastoral Staff**

(A) Each member of the pastoral staff will be required to assist the Senior Pastor in all possible ways. His basic responsibilities include:

(1) Assisting in the duties described in Article II, Section 2, (Numbers 1-4);

(2) Working in areas assigned by the Senior Pastor, the Board and congregation; and

(3) Serving in consultation and in harmony with the approved ministries of the church.

(B) An Associate Pastor may be appointed by the Senior Pastor to

serve as an ex-officio voting member of boards and committees of the church.

### **Section 4 - Affirmation of God's Call**

#### (A) New Position or Vacancy

When a new position or vacancy occurs in any pastoral position, the Board will review the applicants and select one name to be presented to the members of the church for affirmation. The prospective Senior Pastor or pastoral staff member must be affirmed with a 75 percent majority vote by written ballot of the congregation.

#### (B) Current Staff Pastors.

The Board will make recommendations to the church members relative to retention of the Senior Pastor and pastoral staff members. The Senior Pastor and each pastoral staff member will be initially affirmed for a period of one year by written ballot with a simple majority vote at the annual congregational business meeting.

(C) Upon completing three years of continuous service, the Senior Pastor and each pastoral staff member will be eligible to be affirmed for a three-year call by written ballot of the congregation with a majority vote at the annual congregational business meeting.

### **Section 5 – Agreements**

A written agreement between the Senior Pastor, each pastoral staff member and the Board will be executed after election by the church. This agreement will include salary amounts, vacation time, benefits, and other employment-related matters.

### **Section 6 – Disputes**

The Senior Pastor and pastoral staff members are strongly encouraged to resolve disagreements prayerfully among

themselves and with members of the church by following the principles of Matthew 18:15-17.

### **Section 7 – Resignation**

If the Senior Pastor or pastoral staff member desires to resign, he is required to give the church three months written notice or enter into some other arrangement acceptable to the Board.

### **Section 8 – Dismissal**

#### (A) As Initiated by the Board

The Board may request upon two-thirds (2/3) vote the resignation of the Senior Pastor or any other pastoral staff for service unsatisfactory to the church, for conduct unbecoming a Christian or for teaching contrary to the Statement of Faith as set forth in Article VI of the Church Constitution. If the pastor does not resign, the Board will present its recommendation for congregational action at a congregational business meeting.

#### (B) As Initiated by the Congregation

If at least 20 percent of the voting members of the church submit a written petition alleging unsatisfactory service, improper conduct, or teaching contrary to the Statement of Faith, the Board will investigate said petition. After due deliberation, should two-thirds (2/3) of the Board concur with the allegations, the Board will bring the petition calling for dismissal before the members of the church at a congregational business meeting.

#### (C) Congregational Action

If a simple majority of the voting members of the church present at the congregational business meeting vote for dismissal, the Senior Pastor or pastoral staff member will be notified in writing that his employment has been terminated. By a two-thirds (2/3) vote, the Board may place a pastor on leave of absence until the

process is completed.

## **ARTICLE III – OFFICIAL BOARD OF OVERSEERS**

### **Section 1 - Composition**

The Official Board of Overseers (the “Board”) will consist of the following: the Senior Pastor, Administrative Pastor, an Associate Pastor, the Moderator, Vice Moderator, Treasurer, and nine (9) Members-at-Large.

The Associate Pastor will be appointed by the Senior Pastor and ratified by the Board to serve for one year or until his successor is appointed.

### **Section 2 – Statement of Purpose**

The Board will govern under the Lordship of Christ and the authority of the congregation. The Board will provide spiritual leadership and oversight of the church through prayer, pastoral care and ministry direction within the guidelines of Scripture.

### **Section 3 - Duties**

In purposing to provide spiritual leadership and oversight of the church, the Board will be committed to the following:

#### **(A) Prayer**

Pray for the people of the church, its pastors, and its ministries (Acts 6:4).

#### **(B) Pastoral Care (Acts 20:28)**

(1) Be sensitive to the spiritual, physical, and emotional needs of the people of the church and implement plans to meet these needs;

(2) support the pastors’ work and vision; and

(3) administer scriptural discipline.

#### **(C) Ministry Direction**

Establish doctrinal guidelines and ministry policies that enhance the ministries of the church and are consistent with Scripture and the Church Constitution and By-laws.

#### **(D) Recommendations**

Prepare recommendations for congregational approval.

#### **(E) Church Property**

Hold in trust the property of the church.

### **Section 4 - Qualifications**

A Board member of this church will:

(A) Be a voting member of this church as specified in Article I, Section 3(A) of the by-laws, and thus be in complete agreement with the beliefs and practices set forth in Articles II, IV, and VI of the Constitution;

(B) Be men recognized by the congregation as meeting the Biblical qualifications of an overseer/elder as set forth in 1 Timothy 3:1-7, Titus 1:6-9 and 1 Peter 5:1-3;

(C) With the exception of the Senior Pastor and pastoral staff members, have been a member of the church for a minimum of two (2) years; and

(D) Support the Mission, Values, and Vision of the church.

### **Section 5 – Positions**

#### **(A) Moderator**

(1) The Moderator will be elected by written ballot at the annual congregational business meeting to serve for one (1) year or until his successor is elected and installed.

#### **(2) Duties**

The Moderator will:

(a) preside at all congregational business meetings of the Board;

(b) be an ex-officio voting member of the Board and all committees in the organizations of the church (or he may designate a Board member in his place);

(c) subject to the provisions of Article III, Section 10(B) of these by-laws, nominate individuals for Board approval to fill any vacancies on the Board; and

(d) along with the Treasurer, execute all legal documents as representatives of the Board.

#### **(B) Vice Moderator**

(1) The Vice Moderator will be elected by written ballot at the annual congregational business meeting to serve for one (1) year or until his successor is elected and installed.

#### **(2) Duties**

The Vice Moderator will:

(a) serve as assistant to the Moderator;

(b) serve as chairman of the Nominating Committee;

(c) serve as chairman of the Pastoral Care Committee; and

(d) serve in the absence of the Moderator, when the Moderator is unable to fulfill his duties.

#### **(C) Recording Secretary and Assistant Recording Secretary**

(1) The Recording Secretary and Assistant Recording Secretary will be appointed from the membership of the Board at the first Board meeting of the fiscal year to serve for one (1) year or until their successors are appointed.

#### **(2) Duties**

The Recording Secretary will:

(a) be responsible for recording the official minutes of all Board and congregational business meetings;

(b) submit for approval to the

Board or the church the official minutes of all congregational business meetings; and

(c) issue letters of dismissal and recommendations as voted by the church; preserve communications and written official reports on file at the church office, and give legal notice of all meetings where such notice is required.

(3) Subject to the approval of the Board, the Recording Secretary may delegate the work of this office but retain all of its responsibility.

(4) The Assistant Recording Secretary will assist the Recording Secretary in the discharge of his duties and will assume the same in his absence or inability to serve.

(D) Treasurer and Assistant Treasurer

(1) The Treasurer will be elected by written ballot at the annual congregational business meeting to serve for one (1) year or until his successor is elected and installed.

(2) The Assistant Treasurer will be appointed from the membership of the Board by the Moderator and ratified by the Board at the first Board meeting of the fiscal year to serve for one (1) year or until a successor is appointed.

(3) Duties

The Treasurer will oversee the administration of policies and procedures relating to the collection, expending, budgeting, and reporting of the church's finances as developed under Article IV, Section 1(A) of the by-laws; serve as chairman of the Finance Committee; and, along with the Moderator, execute all legal documents as representatives of the Board.

(4) The Assistant Treasurer will assist the Treasurer in the

discharge of his duties, assume the same in his absence or inability to serve, and serve as vice-chairman of the Finance Committee.

**Section 6 – Members-at-Large**

(A) There will be a total of nine Members-at-Large, three (3) of whom will be elected by written ballot at each annual church business meeting to serve for a period of three years or until their successors are elected and installed.

(B) Duties

Members-at-Large will:

(1) serve as direct representatives of the congregation to the Board;

(2) serve on a standing or special committee or organization of the Board; and

93) fulfill duties as assigned by the Board.

**Section 7 – Manner of Election**

(A) For each of the elected positions set forth in Article III, Section 5, of these by-laws, the Nominating Committee will seek to nominate at least one (1) more person than is to be elected. All nominees for an elected position must have been nominated by the Nominating Committee. These nominations will be publicized at least one Sunday before the annual congregational business meeting or at such time the office is to be filled. Each individual nominated by the Nominating Committee for one of the elected positions will give his consent prior to the placement of his name on the ballot.

(B) Nominees for Moderator must have served on the Board for at least one (1) year within the previous five (5) years.

(C) Nominees for Moderator or Vice Moderator who are not elected will be automatically placed in nomination for Members-at-Large.

**Section 8 – Resignation**

If a board member desires to resign, he is required to give the Moderator one (1) month's written notice or enter into some other arrangement acceptable to the Board.

**Section 9 – Dismissal**

(A) As Initiated by the Board

The Board may request upon two-thirds 2/3 vote the resignation of a board member for service unsatisfactory to the church, for conduct unbecoming a Christian or for teaching contrary to the Statement of Faith as set forth in Article VI of the Church Constitution. If the Board member does not resign, the Board will present its recommendation for congregational action at a congregational business meeting.

(B) As Initiated by the Congregation

If at least 20 percent of the voting members of the church submit a written petition alleging unsatisfactory service, improper conduct, or teaching contrary to the Statement of Faith, the Board will investigate said petition. After due deliberation, should two-thirds (2/3) of the Board concur with the allegations, the Board will bring the petition calling for dismissal before the members of the church at a congregational business meeting.

(C) Congregational Action

If a simple majority of the voting members of the church present at the congregational business meeting vote for dismissal, the Board member will be notified in writing that his service as a Board member has been terminated. By a two-thirds (2/3) vote, the Board may place a Board member on leave of absence until the process is completed.

**Section 10 – Vacancy**

(A) When a vacancy occurs in the position of Moderator, the Vice Moderator will automatically assume the position of Moderator and fill the remainder of the unexpired term. When a vacancy occurs in the position of Treasurer, the Assistant Treasurer will automatically assume the position of Treasurer and fill the remainder of the unexpired term.

(B) When a vacancy on the Board occurs for any reason in any other position, the Moderator will nominate a replacement. Upon approval of the Board, the replacement will serve until the next regularly scheduled congregational business meeting at which time an election will be held in a manner consistent with the by-laws. The elected replacement will fill the remainder of the unexpired term.

### **Section 11 – Board Meetings**

Meetings may be called by the Senior Pastor, the Moderator or by a majority of Board members. A quorum will be established by a simple majority of the total membership of the Board.

## **ARTICLE IV – COMMITTEES AND ORGANIZATIONS**

### **Section 1 – Standing Committees**

(A) The Finance Committee

(1) Composition

It will consist of seven (7) voting members in addition to ex-officio members.

(a) Treasurer. The Treasurer will serve as chairman of the committee.

(b) Assistant Treasurer. The Assistant Treasurer will serve as vice-chairman of the committee.

(c) Administrative Pastor.

(d) Director of Operations.

(e) Three (3) members of the congregation. The Moderator will

nominate annually one (1) member of the congregation to serve a three-year term beginning July 1, subject to ratification by the Board.

(2) Duties

(a) Prepare the annual church budget for approval by the Board and congregation;

(b) Monitor the annual church budget and cash flow in conjunction with pastoral staff;

(c) Oversee the policies and procedures for the on-going financial activities of the church; and

(d) Oversee all loans and investments of the church.

(3) Limitation on Expenditures

Neither the Finance committee nor the Board may approve a non-budgeted single purchase in excess of 1 % of the total annual church budget without congregational approval. They will be permitted to spend no more than an accumulated 2 percent beyond the annual church budget without express authority by congregational approval.

(B) The Nominating Committee

(1) Composition

Seven (7) voting members of the church will be elected by written ballot at the annual church business meeting to serve on this committee for a period of one (1) year. No member of this committee will hold office two years in succession. The Senior Pastor, Moderator and Vice Moderator of the church will be ex-officio members with the Vice Moderator serving as chairman.

(2) Duties

(a) Seek to nominate at least one (1) more person than is to be elected to the Board positions as set forth in Article III of the by-laws; and

(b) Seek to nominate at least one (1) more person than is to be elected as members of the Nominating Committee for the

ensuing year as set forth in Article III of the by-laws.

(C) The Pastoral Care Committee

(1) Composition

It will consist of five (5) voting members in addition to ex-officio members.

(a) Vice Moderator. The Vice Moderator will serve as chairman of the committee.

(b) Administrative Pastor.

(c) Three (3) Members-at-Large of the Board. The Moderator will nominate annually one (1) Member-at-Large from the Board to serve on the committee for a three-year term to begin July 1, subject to ratification by the Board.

(2) Duties

(a) To help and encourage the pastors in carrying out the Mission, Values, and Vision of the church;

(b) To review the ministries of the Senior Pastor and Associate Pastors and report to the Board in April of each year and at other times as needed;

(c) To recommend annual changes in compensation and benefits for the pastoral staff to the Finance Committee;

(d) To interview new pastoral staff applicants, as needed; and

(e) to review concerns and unresolved differences between the congregation and pastors as outlined in Matthew 18:15-17.

(D) The Human Resources Committee

(1) Composition

It will consist of seven (7) voting members in addition to ex-officio members.

(a) Member-at-Large of the Board. The Moderator will nominate annually one (1) member from the Board to serve on the committee for a one-year term to begin July 1, subject to ratification by the Board. The Member-at-Large will serve as chairman of the committee.

(b) Administrative Pastor.

(c) Director of Operations.

(d) Wooster Christian School Board member. The Wooster Christian School Board will annually appoint one (1) of its members to serve on the committee for a one-year term to begin July 1.

(e) Three (3) members of the congregation. The Moderator will nominate annually one (1) member from the congregation to serve on the committee for a three-year term to begin July 1, subject to ratification by the Board.

## (2) Duties

(a) Make recommendations to the Board concerning establishing and maintaining policies and procedures related to hiring, compensation and benefits, retention, development, and performance evaluation for the non-pastoral employees for the church; and

(b) Facilitate compliance with legal requirements of governmental agencies regarding employment practices.

## (E) The Facilities Committee

### (1) Composition

It will consist of six (6) voting members in addition to ex-officio members.

(a) Member-at-Large of the Board. The Member-at-Large will serve as chairman of the committee. The Moderator will nominate a Member-at-Large from the Board to serve on the committee for a one-year term to begin July 1, subject to ratification by the Board. The Member-at-Large will serve as chairman of the committee.

(b) Director of Operations.

(c) Director of Facilities.

(d) Three (3) members of the congregation. The Moderator will nominate annually one (1) member from the congregation to serve on the committee for a three-year term to begin July 1, subject to ratification by the Board.

### (2) Duties

(a) Provide oversight to the operations and maintenance of the church's facilities and grounds.

(b) Review and negotiate all contracts related to the church's facilities and grounds;

(c) Make recommendations to the Finance Committee regarding capital needs; and

(d) Establish and maintain policies and procedures related to the use and operation of the church's facilities, property and grounds.

## Section 2 – Special Committees

Special committees may be elected by the church or appointed by the Moderator at the direction of the Board at any time.

## Section 3 - Organizations

### (A) Wooster Christian School

As a ministry of Wooster Grace Brethren Church, the school operates by a policy manual that is approved by the Board. Any changes to this policy manual must also be approved by the Board. The school administrator and school board members are to be approved by the Board. School teachers and staff are to be ratified by the Board. One (1) member of the Board will serve as a voting member on the school board. The Moderator will nominate annually one (1) Member-at-Large of the Board to serve as a voting member on the school board for a one-year term beginning on July 1, subject to ratification by the Board.

### (B) Other Organizations

Other organizations may be appointed, approved or dissolved by the Board, will establish their own leadership annually, and function under the guidance of the Board.

## Section 4 – Conduct of

## Committee Business

All committees will create their own structure annually including a chairman, vice-chairman, and recording secretary except as otherwise specified in these by-laws.

Ex-officio members will be a minority in all committees. Committee meetings may be called by the chairman, a majority of the committee members, the Senior Pastor or the Moderator. A quorum will be established by a simple majority of the total membership, provided that the number of elected and/or appointed members exceeds the number of ex-officio members.

## ARTICLE V – PROPERTY OF THE CHURCH

### Section 1 – How Titled

All real and personal property of the church will vest in and be titled in the name of the church, but the Board will hold in trust the same.

### Section 2 – Real Property

The Board will have no power to buy, sell, lease, mortgage, or transfer any real property without a majority vote of the members of the church authorizing such action.

### Section 3 – Personal Property

No personal property will be installed or removed from the church apart from policies established by the Finance Committee.

## ARTICLE VI – CONGREGATIONAL MEETINGS

### Section 1 – Fiscal Year

A fiscal year from June 1 to May 31 will be the accounting year for the church. Newly elected officers will be installed by July 1 each year.

## **Section 2 – Regular Business Meetings**

The June meeting will be considered the annual business meeting. Elections and financial, ministry and statistical reports covering the period elapsed since the preceding reports will be presented by appropriate officers and staff.

## **Section 3 - Special Business Meetings**

Special business meetings of the church may be called by the Senior Pastor, the Moderator, the Board, or by the members of the church. A public announcement stating the purpose of the meeting will be made at each of the Sunday services at least 10 days (covering a period of two [2] Sundays) prior to the meeting. A special business meeting may be called by 20 percent of the voting members (as defined in Article I, Section 3(A) of the by-laws) presenting a signed, written petition to either the Senior Pastor or Moderator. This petition must state the purpose of the special business meeting.

## **Section 4 – Conduct of Business**

The presence of 15 percent of the voting members of the church (as defined in Article I, Section 3(A) of these by-laws) will be necessary to constitute a quorum for the transaction of business.

## **ARTICLE VII – AMENDMENTS**

All proposed amendments to the by-laws must be submitted to the Board at least thirty (30) days before consideration by the congregation. By a two-thirds (2/3) vote of the Board the proposed amendment will be presented to the congregation for vote at a regular or special business meeting

called for that purpose. A two-thirds (2/3) vote of the voting members present at that meeting will be required for the approval of any proposed amendments.