

Proposed Changes to the HCC Constitution and Bylaws

Spring/Summer 2018

The following copy of the Hillcrest Covenant Church Constitution and Bylaws contains amended text proposed by the Hillcrest Governance Board (HGB) and submitted for approval by the congregation at the next annual congregational meeting. Proposed deletion of text is indicated by red strikethrough, and proposed addition is indicated by red underline.

It is the desire of the HGB that the language in the Constitution and Bylaws be clear and accurate in the description of the church's governance and operation.

Below is a summary of the proposed changes:

- 1. Designation and Election of Governance Board Officers** – Constitution Art. VII; Bylaws Art. II, Sec. 10
 - Divides Secretary and Treasurer roles rather than requiring single officer to fill both roles.
 - Clarifies election of Board officers.
- 2. Financial Review Clarification & Budget Approval Timing** – Constitution Art. VIII
 - Clarifies that independent annual financial review may be done by qualified members of the congregation.
- 3. Membership Process** – Bylaws Art. I, Sec. 3 & Sec. 7
 - Redacts language describing process for challenging an individual's inclusion in church membership, prescribing specific profession of faith for new members, and requiring reporting of membership termination.
- 4. Governance Board Terms** – Bylaws Art. II, Sec. 5
 - Clarifies HGB member term length, limits, and timing.
- 5. Clarifying Text and Typo Correction:**
 - Bylaws Art. II, Sec. 7 – Typo Correction: Leadership team to “HGB”
 - Bylaws Art. IV, Sec. 3 – Clarifying Text: Pastor search team is “a committee of” the HGB
 - Bylaws Art. IV, Sec. 4 – Clarifying Text: Vote count for pastor call is of “members present and voting”
 - Bylaws Art. V, Sec. 1 – Clarifying Text: Nominating committee responsibility roles added “conference attendees” and removed “personnel relations team”
 - Bylaws Art. VI, Sec. 4 – Typo Correction: Leadership team to “HGB”



Constitution and Bylaws

Amended by Hillcrest Covenant Church at the August 21, 2016 Annual Meeting

Preamble

A historical statement from the preamble of the Constitution and bylaws of the Evangelical Covenant Church as adopted by the Evangelical Covenant Church in 2001 and amended in 2003:

The Evangelical Covenant Church is a communion of congregations gathered by God, united in Christ, and empowered by the Holy Spirit to obey the great commandment and the great commission. It affirms its companionship in faith with other church bodies and all those who fear God and keep God's commandments.

The Evangelical Covenant Church adheres to the affirmations of the Protestant Reformation regarding the Bible. It confesses that the Holy Scripture, the Old and the New Testament, is the Word of God and the only perfect rule for faith, doctrine, and conduct. It affirms the historic confessions of the Christian Church, particularly the Apostles' Creed and the Nicene Creed, while emphasizing the sovereignty of the Word of God over all creedal interpretations.

In continuity with the renewal movements of historic Pietism, the Evangelical Covenant Church especially cherishes the dual emphasis on new birth and new life in Christ, believing that personal faith in Jesus Christ as Savior and Lord is the foundation for our mission of evangelism and Christian nurture. Our common experience of God's grace and love in Jesus Christ continues to sustain the Evangelical Covenant Church as an interdependent body of believers that recognizes but transcends our theological differences.

The Evangelical Covenant Church celebrates two divinely ordained sacraments, baptism and the Lord's Supper. Recognizing the reality of freedom in Christ, and in conscious dependence on the work of the Holy Spirit, we practice both the baptism of infants and believer baptism. The Evangelical Covenant Church embraces this freedom in Christ as a gift that preserves personal conviction, yet guards against an individualism that disregards the centrality of the Word of God and the mutual responsibilities and disciplines of the spiritual community.

The Evangelical Covenant Church has its roots in historical Christianity, the Protestant Reformation, the biblical instruction of the Lutheran Church of Sweden, and the great spiritual awakenings of the eighteenth and nineteenth centuries. These influences, together with more recent North American renewal movements, continue to shape its development and distinctive spirit. The Evangelical Covenant Church is committed to reaching across boundaries of race, ethnicity, culture, gender, age, and status in the cultivation of communities of life and service.

This document, which is in harmony with the above preamble, is the Constitution and bylaws of the Hillcrest Covenant Church of Prairie Village, Kansas.

Articles of the Constitution

ARTICLE I **Name**

The name of this church shall be Hillcrest Covenant Church (HCC) of Prairie Village, Kansas.

ARTICLE II **Affiliation**

This church is affiliated with the Evangelical Covenant Church (ECC) and its Midwest Conference. It is pledged to work in harmony with the ECC and the Midwest Conference and to faithfully support the mission, ministries, and policies of each.

ARTICLE III **Confession of Faith**

This church believes in the Holy Scriptures, the Old and New Testaments, as the Word of God and the only perfect rule for faith, creed, and conduct. This church believes in the Triune God, the Father, God the Son, and God the Holy Spirit. This church believes in the basic principles of the Christian faith as outlined in the Apostles' Creed.

ARTICLE IV **Purpose**

As we share in worship and Christian friendship, our purpose as a church family is to present Jesus Christ so that people will accept Him as Savior, know Him as Friend, live and grow under His Lordship and reach out with the gospel to the whole world as faithful disciples.

ARTICLE V **Membership**

Membership in this church is granted to those who confess faith in Jesus Christ as Lord and Savior, who have been baptized in the name of the Father, Son, and Holy Spirit, who are living and desire to live a Christian life, and who promise to support faithfully the ministry of the church.

ARTICLE VI **Governance**

The authority of this church is vested in its membership acting through duly called congregational meetings. The management, administration and oversight of business and spiritual affairs are delegated by the congregation to appropriate leadership as delineated in the bylaws. All elected leadership specified in the bylaws shall be members of the church. 1 Peter 5:2-3

ARTICLE VII **Officers**

The officers of the church shall be a chair, a vice-chair, ~~and a secretary/~~, and a treasurer. All officers shall be members of the Governance Board. Election for The offices of secretary and treasurer may be filled by a single Board member at the discretion of the Board. Election of officers shall be ~~held no less than 30 days prior to the end~~done at the first Board meeting of the calendar year ~~and new officers will begin office January 1~~. Officers are to be elected by the Governance Board.

ARTICLE VIII

Congregational Meetings

An Annual Meeting shall be held as near the first of the fiscal year as feasible. At the Annual Meeting, written reports on the preceding year shall be submitted from the pastor(s), appropriate officers, and ministry teams. The treasurer for the church and each of its organizations shall submit reports a report on an independent review of financial records. At the discretion of the Hillcrest Governance Board, such annual independent review may be conducted by qualified lay members of the congregation.

The church budget shall be submitted for action at a Congregational Meeting. A Congregational Meeting may be called prior to the beginning of the fiscal year to allow presentation of a budget so that the fiscal year may begin with an approved budget in place.

ARTICLE IX

Property

The congregation shall hold title to its own assets.

In case of dissension within the congregation, the title to all church property, real and personal, shall remain with that group abiding by this Constitution. If the Hillcrest Covenant Church dissolves, the property and assets of the church shall become and be the property of the Evangelical Covenant Church. In the event the Evangelical Covenant Church is not an exempt corporation within the meaning of the Internal Revenue Code of 1986, Section 501 (c) (3), then the assets, if any, shall be distributed to one or more exempt organizations under the said code.

ARTICLE X

Amendments

This constitution can be amended or altered only at the annual business meeting, and by a two-thirds majority of those voting. All proposed amendments, alterations, or additions shall be presented in written form at least three months before they are acted on.

Articles III, IV, and IX of this constitution cannot be amended or removed.

Bylaws of the Constitution

ARTICLE I Membership

Section 1. Purpose

The purpose of membership is to join with other followers of Christ in building a community of worship committed to prayer, preaching and study of the Word of God, the celebration of the sacraments, and fellowship across gender, race, age, culture, and class. In so doing, the membership covenants together to equip loving, giving, growing Christians to reach out with the good news of Jesus Christ - evangelizing the lost, ministering to those in need, and seeking justice for the oppressed.

Section 2. Responsibilities

The members of this church do covenant together by God's grace to live lives in a manner consistent with the standards of biblical teaching, including the support of this congregation in attendance, prayer, service, and giving, to live lives in word and deed that are an encouragement to others to know and be like Jesus Christ, to reflect in all our relationships the servant love of our Lord, and to support the broader mission of Christ through the ECC and Midwest Conference.

Section 3. Procedure for admission

- a. Membership in the church is granted to those who through faith in God's Son, our Lord Jesus Christ, have been born anew to a living hope through the Holy Spirit, have been baptized according to the Holy Scriptures, desire to live a Christian life, promise to faithfully support the mission, ministries, and policies of the church, and to share in its fellowship and obligations.
- b. Upon completion of a membership class or confirmation class, persons desiring to apply for membership shall submit their application to the Governance Board. Applicants shall meet with an interview team appointed by the Governance Board to give testimony to personal faith in Jesus Christ. Upon completion of such, the team shall submit its recommendations on the applications to the Governance Board who shall notify members of the church of the recommendations. ~~Any member objecting to or having concerns over the granting of membership to an applicant shall communicate in writing such objection or concern to the Governance Board within ten (10) days after notification by the Governance Board.~~
- c. Final action on applications for membership shall be taken by the Governance Board within sixty (60) days of receiving the recommendations of the interview team. ~~Such action may be appealed by a member at the next congregational meeting where the action of the Governance Board may be overturned by a majority vote of members present and voting.~~

Applicants who are received into membership of the church shall be welcomed at a service and make a public confession of their Christian faith, ~~as outlined in *The Covenant Book of Worship*.~~

Section 4. Children

Children of the church shall be nurtured under its spiritual care. They shall receive instruction in the Word of God, Christian doctrine, and the history of the church, normally using the confirmation/discipleship material of the ECC. Upon completion of the confirmation class, they may apply for church membership as outlined under Section 3 Procedure for Admission of this article.

Section 5. Discipline

- a. Discipline of members. The Governance Board shall be responsible for admonishing members who willfully neglect their responsibilities to the church or who err in doctrine or conduct.

- b. Erring members. Any member known to err in doctrine or conduct shall be counseled according to the procedure outlined in Matthew 18:15-18 and Galatians 6:1. Any member having knowledge of such error shall, in the spirit of Christian love, seek to restore the erring member. If he or she does not heed this counsel, the matter shall be brought to the attention of the Governance Board in writing, which shall in meekness and gentleness seek to restore the member.

After the above process has been completed, dismissal of a member remaining in gross error in doctrine or conduct may result by a two-thirds vote of all current Governance Board members. Such action may be appealed by the member to the congregation for consideration at the next congregational meeting.

Section 6. Withdrawal and removal of membership

Any member desiring to transfer or withdraw from membership shall make such request in writing to the senior pastor or Governance Board. Letters of transfer shall be issued by the pastor if so requested, and the member is in good standing.

Section 7. Recording

The names of those joining ~~and terminating~~ membership shall be duly recorded and reported to the congregational meeting following action.

Section 8. Non-member friends

The church and its pastors shall serve them in all their spiritual needs, and they shall be encouraged to consider HCC as their church home.

ARTICLE II

The Governance Board

Section 1. Purpose

The Governance Board shall represent the interests of the congregation and be responsible for determining the overall direction and desired outcomes of the church; building, maintaining and overseeing the spiritual welfare of the congregation, and ensuring the financial health of the church.

Section 2. Composition

The Governance Board shall be comprised of not less than five (5) but no more than nine (9) Governance Board members, one of whom shall be the senior pastor (ex-officio). The Governance Board may appoint other pastors or staff members as non-voting advisors and may remove the same.

Section 3. Qualification

Any member of the church meeting the biblical standards of character and giftedness for church leaders may be nominated and elected to the Governance Board after two years of good standing with the church.

Section 4. Election

Governance Board members shall be nominated by the Nominating Team and elected by a majority vote of those members voting at a meeting of the congregation called for that purpose.

Section 5. Term of office

Governance Board members shall be elected for ~~two staggered terms of two years. A term of two years. Board members may be reelected to a second consecutive term.~~ After serving two consecutive terms, a Governance Board member must have one year

off prior to being elected back on the Governance Board. As much as possible, terms should be staggered, to allow approximately half of the terms expire each year.

Section 6. Vacancies and removal

A Governance Board member may resign. A Governance Board member may be removed from office by a 2/3 vote of congregational members voting at a meeting called for that purpose. Vacancies created by resignation or removal may be filled by appointment through the 2/3 vote of the Governance Board. A Governance Board member appointed to serve an unexpired term of less than half the remaining term shall not be precluded from being elected thereafter to one full term.

Section 7. Notification of meetings

All Governance Board members shall receive a minimum 3-day advance notification of any meeting, including time and place of the meeting. In emergency situations, the 3-day notice may be waived by the 2/3 vote of the entire ~~leadership team~~Governance Board.

Section 8. Quorum

A majority of Governance Board members shall constitute a quorum.

Section 9. Decisions

The Governance Board shall strive for unanimity. Matters shall be determined by a majority vote of a Governance Board quorum, unless on a matter in which the Constitution and bylaws require a different percentage.

Section 10. Organization

The Governance Board officers shall consist of a chairman, a vice-chairman, ~~and~~a secretary^{f₁}
~~and a~~ treasurer. The offices of secretary and treasurer may be filled by a single board member at the discretion of the Board.

Chairman. The chair shall preside at all business meetings of the church and of the Governance Board. The chair shall confer with the senior pastor in preparing the agenda for such meetings, and shall utilize the counsel that the senior pastor can give by virtue of training, experience, and calling.

Vice-chairman. The vice-chair shall assume the duties of the chair in the chair's absence and assist in the chair's duties.

Secretary/treasurer. The secretary/treasurer shall keep and preserve the minutes of all congregation business meetings of the church and of the Governance Board, conduct and preserve all official correspondence as shall be delegated and be responsible for the official seal and documents of the church. ~~They~~

Treasurer. The treasurer shall ensure proper policies, processes, reporting, and reviewing of all matters related to the finances of the church, including the submission of monthly financial reports to the Governance Board, and made available to the congregation.

Section 11. Responsibilities

In being responsible to the congregation for building, maintaining and overseeing the spiritual and financial welfare of the church and for determining the overall direction and desired outcomes of the church, the Governance Board shall:

- a. Present annual mission and ministry objectives to the congregation.
- b. Approve church policies.
- c. Be responsible for representing the congregation in certain staff relationships including:
 1. Hiring and dismissal of the senior pastor subject to the provisions of these bylaws.
Action shall be by 2/3 vote;
 2. Annual appraisal of the senior pastor and providing godly counselor discipline as required; annual review and approval of senior pastor compensation and expenses; approval of personnel policies;

- d. Be responsible for overseeing the preparation and submission of a proposed budget for each fiscal year to the membership for approval. Upon approval of the budget by the membership, the Governance Board shall be responsible for seeing that the budget is carried out as approved. The Governance Board shall have the authority to appropriately adjust budget items and amounts where ministry objectives necessitate but in no event shall total expenditures exceed the total authorized budget without prior notification of the membership.
- e. On an annual basis, the Governance Board shall submit reports to the congregation on an independent review of financial records for the church and each of its organizations.
- f. Hear and respond appropriately to concerns of members.
- g. Be responsible for church discipline as outlined in Article I, Section 5 of these bylaws.
- h. Act as the trustees of the church for the advancement and protection of its assets. The Governance Board shall designate those Governance Board members and any other members of the church who shall be authorized to sign legal documents on behalf of the church.
- i. Be responsible for action on applications for membership as outlined in Article I, Section 3 of these bylaws.
- j. The Governance Board is authorized to dispose of, accept, and purchase property for the church not to exceed \$25,000.

Section 12. Unity

Action by the Governance Board shall be taken in such manner as to preserve the unity of the Spirit in the bond of peace.

Section 13. Committees

The Governance Board may establish and eliminate standing committees or short-term project committees to assist the Governance Board with its governing work.

- a. Composition: such teams may be comprised of Governance Board members and non-Governance Board members.
- b. Selection: members of the committees are appointed by the Governance Board.
- c. Authority of committees: such committees have no authority to act at their own discretion. Their role is to make recommendations in their area of expertise to the full Governance Board.

ARTICLE III Ministry Teams

Section 1. Purpose

Ministry teams shall be established as required to achieve the church's ministry objectives.

Section 2. Establishment

Ministry teams shall be established and overseen by pastors/staff to implement specific ministries.

Section 3. Duties

The duties of ministry teams shall be to:

- a. Meet as required to plan and execute specific mission and ministry objectives.
- b. Recruit and train ministry personnel.
- c. Define and provide the necessary materials required for ministry.
- d. Submit annually to the pastors/staff proposed budgets and objectives for the forthcoming year.
- e. Manage within constraints of approved budgets.
- f. Report as requested to the pastors/staff.

Section 4. Leadership

- a. The leader of a ministry team may be the pastor or staff member overseeing the team, or may be appointed by the pastor or staff member who oversees the ministry team. The ministry team leader will provide reports and information when requested by pastors/staff.
- b. Ministry team members may be selected and removed by the ministry team leader.
- c. Each ministry team shall organize itself as required to perform its ministry.

ARTICLE IV Pastoral and Ministry Staff

Section 1. Purpose

Pastoral and additional ministry staff servant-leadership positions are created to help the congregation fulfill Christ's purposes in the world and among its members.

Section 2. Pastoral qualifications

Pastors of the church shall meet the qualifications for character, giftedness, and call set forth in the Holy Scriptures. The senior pastor shall be an ordained pastor in good standing with the ECC. A pastor and spouse shall be members of the church by virtue of the call to serve the church.

Section 3. Call of the senior pastor

The senior pastor shall be called at a regular or special congregational business meeting, the purpose of which shall be announced two weeks in advance. A Pastoral Search Team shall nominate the senior pastor. It shall be representative of the congregation and have five to nine members, including the Governance Board chair. The Search Team is a committee of, and shall be appointed by the Governance Board. It shall work closely with the regional conference superintendent. The senior pastor shall be called by written ballot with a 2/3 vote of members present and voting required for a call. The call shall be for an indefinite period of time.

Section 4. Call of additional pastors and credentialed ministry staff

Additional staff members to hold ministerial credentials shall be called at a congregational business meeting, the purpose of which shall be announced at least two weeks in advance. The meeting shall include the budget implications of the proposed position. The Governance Board will recommend one candidate for a call, and the vote shall be by written ballot, with 2/3 vote of members present and voting required for call. The Search Team shall be appointed by the Governance Board. The Governance Board chair and senior pastor shall be members of the Search Team by virtue of their office. The call shall be for an indefinite period of time unless otherwise noted at the time of call.

Section 5. Non-credentialed ministry staff

Non-credentialed ministry staff will be hired, overseen, and dismissed by the senior pastor or other staff as he/she delegates the responsibility. These staff members include non-pastoral ministry directors and coordinators, interns, and support staff, either full- or part-time.

Section 6. Duties of the senior pastor

The senior pastor shall preach and teach the Word of God, administer the sacraments, provide missional leadership, and faithfully carry out pastoral work. The senior pastor shall direct the church staff, providing counsel, encouragement, and Christian discipline so as to assist in the accomplishment of objectives for each staff member. All staff shall be responsible to the senior pastor or those to whom he/she delegates such responsibility. The senior pastor shall be a member of the Governance Board. The senior pastor is responsible to accomplish objectives and strategies in conjunction with the mission and purpose of the church.

Section 7. Duties of additional pastors and ministry staff members

Additional pastors and ministry staff members shall carry out specific areas of ministry under the direction of the senior pastor.

Section 8. Cooperation

The pastor(s) shall, both in word and precept, work in harmony with their fellow pastors, the ECC, and the Midwest Conference.

Section 9. Resignation of a pastor or ministry staff member

The senior pastor shall resign by submitting a letter of resignation to the Governance Board. All other pastors or ministry staff shall resign by submitting a letter of resignation to the senior pastor. Unless there are extenuating circumstances, six weeks' notice should be observed.

Section 10. Dismissal with cause

The dismissal of a pastor or ministry staff member should be undertaken only after avenues of remediation have been pursued.

- a. Dismissal of the senior pastor. The dismissal of the senior pastor shall be by congregational vote at a special meeting called for that express purpose. Such an agenda item cannot be a part of, or added to, the agenda of any other meeting. The congregational meeting for such a vote may be called by a 2/3 vote of the Governance Board or through the request of the congregation accomplished by a petition for such a meeting signed by twenty (20) percent of the membership. The quorum for such a meeting shall be fifty (50) percent of the membership. The grounds for dismissal shall be presented. Members shall be allowed to speak to the matter. The pastor shall be allowed to speak to the matter. The vote shall be by written ballot. A majority vote of members present and voting is necessary to dismiss the senior pastor.

- b. Dismissal of additional pastors and credentialed ministry staff. The dismissal of an additional pastor or credentialed ministry staff member shall be by congregational vote. Such a vote may be called by a 2/3 vote of the Governance Board, or through the request of the congregation accomplished by a petition for such a meeting signed by twenty (20) percent of the membership. The quorum for such a meeting shall be fifty (50) percent of the membership. The grounds for dismissal shall be presented. Members shall be allowed to speak to the matter. The pastor shall be allowed to speak to the matter. The vote shall be by written ballot. A majority vote of members present and voting is necessary to dismiss the pastor or ministry staff member.

Section 11. Charges against a pastor

Charges against a pastor shall be submitted to the Governance Board and shall not be considered unless supported by the testimony of two (2) or more witnesses. The Governance Board shall meet with the pastor in question to discuss and evaluate the charges in spirit of Christian love. If, in the judgment of the Governance Board, the pastor has erred in doctrine or conduct, they shall in meekness and gentleness admonish and seek to restore the erring one according to the procedure outlined in Matthew 18:15-18 and Galatians 6:1.

Upon unanimous agreement the Governance Board will submit in writing to the Midwest Conference superintendent, charging a pastor with indiscretion, immorality, doctrinal error, unethical behavior, or disloyalty to the ECC. The superintendent shall confer with the ECC executive minister of the ordered ministry. These two officers shall confer and determine the order of responsibility in pursuing the matter according to the Rules and Regulations of the Board of Ordered Ministry of the ECC regarding discipline, prior to further action by the church. A pastor or staff member credentialed by the ECC may be suspended by the ECC during this process.

However, any minister who fails to become credentialed with the ECC may be suspended or recommended for dismissal at any time without prior notice by the Governance Board.

ARTICLE V Special Teams

Section 1. Nominating Team

- a. Composition. The Nominating Team shall consist of one Governance Board member designated by the Governance Board, the senior pastor or staff member designated by the senior pastor, and at least three members at-large elected by a majority of the congregation. The Governance Board shall designate the chair of the Nominating Team.
 - b. Term. The terms of the member from the Governance Board shall be at the pleasure of the Governance Board. The at-large members shall serve two years. The initial terms of the at-large members shall be alternated so that at least one at-large member shall be elected each year.
 - c. Quorum. A majority of members shall constitute a quorum of the Nominating Team.
 - d. Responsibilities. The Nominating Team shall be responsible for nominations to fill the members of the Governance Board, the at-large members of the Nominating Team, the at-large members of the personnel relations team, conference attendees and any other positions assigned to it either by the Governance Board or congregation.
- Nominating procedure. Any member in good standing and of appropriate character, giftedness, and call may be considered for any position. The Nominating Team shall nominate one or more candidates for the office of Governance Board. One or more candidates for the office of at-large members of the Nominating Team shall be nominated.
- e. Unity. Actions by the Nominating Team shall be taken in such manner as to preserve the unity of the Spirit in the bond of peace.

Section 2. Pastoral Search Team

A Pastoral Search Team shall nominate the senior pastor. The nominee shall meet the criteria set out in Article IV, Section 2 of these bylaws. The Governance Board shall elect this team and be affirmed by the congregation. It shall be representative of the congregation and have five to nine members, including the Governance Board chair. It shall work closely with the regional conference superintendent.

Section 4. Other Special Teams

The Governance Board or the congregation may establish a team to address a specific task. The team shall report back to the body which formed it unless otherwise instructed by its founding body. The team shall terminate upon the completion of its task.

ARTICLE VI Congregational Meetings

Section 1. Annual Meeting

See Article VIII of the Constitution.

Section 2. Other meetings

There will be at least three congregational meetings held throughout the year. Other congregational meetings may be called by the Governance Board or by written request signed by ten (10) percent of the membership, unless otherwise noted in these bylaws.

Section 3. Notification of meetings

All meetings shall be announced by written or electronic communication to the membership at least two weeks prior to the meeting date.

Section 4. Conduct of meeting

The chair of the Governance Board or in their absence the vice-chair or such other person as may be designated by the ~~leadership team~~Governance Board in the chair's absence shall serve as chair of any meeting of the membership.

Section 5. Voting

Each member, and only members (as designated by Article I, Section 3 of these bylaws), shall be entitled to cast one vote on any matter at hand at any meeting of the membership. Such votes must be cast in person. Vote by proxy shall be allowed in extenuating circumstances if received one day before meeting and will count towards a quorum. The chair of the meeting may call for open balloting when the chair deems it appropriate, when no objection is raised.

Section 6. Quorum

Fifteen (15) percent of the membership shall constitute a quorum for the annual meeting. Unless otherwise noted in these bylaws, fifteen (15) percent of the membership shall constitute a quorum for any other meeting.

Section 7. Rules of Order

All congregational meetings of the church and of any other teams or organizations shall be conducted according to the current edition of Robert's Rules of Order, subject to the provisions of this Constitution and bylaws.

Section 8. Final voice

The congregation reserves for itself final authority in any matter of its choice. A member may advance an item to the agenda of a congregational meeting by the majority vote of the membership at that meeting, providing that the item is not in conflict with other provisions of the Constitution and bylaws. An item brought to the agenda in this way shall be decided by a majority vote of the membership, unless the item requires a different percentage as outlined elsewhere in the Constitution and bylaws, in which case that percentage shall be used.

ARTICLE VII

Assets

Section 1. Title

The congregation shall hold title to its own assets.

Section 2. Acquisition

Assets acquired through budgetary provisions do not need additional congregational approval. Assets acquired beyond budgetary provisions, particularly land or facility acquisition, require the approval of the congregation by majority vote.

Section 3. Disputed assets

In the event of schism within the church, in which there are competing claims to the assets by various factions of the membership, the title of all church property, real, or personal, shall remain with the group, which abides by the Constitution and bylaws, as determined by the Executive Board of the Midwest Conference.

Section 4. Assignment of assets

Section 4. Assignment of assets. No action for the sale or transfer of assets may be taken when the closure of the church is under consideration without the prior approval of the Midwest Conference Executive Board. In the event the congregation votes to cease, the property and all

assets of the church shall become and be the property of the ECC and the Midwest Conference, shared equally for the furtherance of the mission of both in that region, primarily through church planting.

ARTICLE VIII

Closure

Section 1. Action needed

The congregation may terminate its existence by a majority vote of the membership present and voting at a congregational meeting called for that purpose.

Section 2. Meeting provisions

The decision on whether to close the church cannot be a part of, or added to, the agenda of any other meeting. The congregational meeting for such a vote may be called by the Governance Board or through the request of the congregation, accomplished by a petition for such a meeting signed by 20% of the membership.

Section 3. Notification

All members of record must be notified by best effort of the meeting through written or electronic communication at least two weeks in advance.

Section 4. Quorum

The quorum for such a meeting shall be all members of record who are present at the meeting.

Section 5. Asset distribution

Upon the vote to close, the assets of the congregation shall be transferred according to Assets Article VII Section 4 of these bylaws.

Section 6. Collaboration

Should congregational attendance stand below 25, the Conference Executive Board may appoint an ex-officio member to the Governance Board.

ARTICLE IX

Amendments

Section 1. Procedure

These bylaws may be amended by a majority vote of the membership present and voting at a duly called meeting for that purpose. A proposed amendment to the bylaws must be presented in writing to the membership not less than 90 days prior to the meeting called for the purpose of voting on bylaws changes. Article VII, Sections 3 and 4, and Article VIII may only be amended with the prior approval of the Executive Board of the Midwest Conference.