

# **Sanctuary Community Church**

## **Bylaws**

### **ARTICLE I**

#### **NAME**

The name of this church shall be Sanctuary Community Church, as incorporated in the State of Iowa.

### **ARTICLE II**

#### **PURPOSE**

The purposes of this church are to encounter Jesus, receive the healing and joy he offers, build meaningful relationships with him and others, and bring his life to our world.

### **ARTICLE III**

#### **CORE BELIEFS**

We affirm the Apostles' Creed and the Nicene Creed which anchor us to a tradition of theological reflection that has guided life and thought in diverse Christian communities across the centuries. The pastoral staff may also commission and/or produce a Statement of Core Beliefs that reflect additional matters of belief and theology held by the church.

#### ***Apostles Creed***

I believe in God, the Father Almighty,  
Creator of heaven and earth.  
I believe in Jesus Christ, his only Son, our Lord,  
who was conceived by the Holy Spirit,  
born of the Virgin Mary,  
suffered under Pontius Pilate,  
was crucified, died, and was buried;  
he descended to the dead.  
On the third day he rose again;  
he ascended into heaven,  
he is seated at the right hand of the Father,  
and he will come to judge the living and the dead.  
I believe in the Holy Spirit,  
the holy catholic Church,  
the communion of saints,  
the forgiveness of sins,

the resurrection of the body,  
and the life everlasting.  
Amen.

***Nicene Creed***

We believe in one God,  
the Father, the Almighty,  
Maker of heaven and earth,  
of all that is, seen and unseen.

We believe in one Lord, Jesus Christ,  
the only Son of God,  
eternally begotten of the Father,  
God from God, Light from Light,  
true God from true God,  
begotten, not made,  
of one Being with the Father.  
Through him all things were made.

For us and for our salvation  
he came down from heaven:  
by the power of the Holy Spirit  
he became incarnate from the Virgin Mary,  
and was made man.

For our sake he was crucified under Pontius Pilate;  
he suffered death and was buried.  
On the third day he rose again  
in accordance with the Scriptures;  
he ascended into heaven  
and is seated at the right hand of the Father.

He will come again in glory to judge the living and the dead,  
and his kingdom will have no end.

We believe in the Holy Spirit, the Lord, the giver of life,  
who proceeds from the Father and the Son.  
With the Father and the Son he is worshiped and glorified.  
He has spoken through the Prophets.

We believe in one holy catholic and apostolic Church.  
We acknowledge one baptism for the forgiveness of sins.  
We look for the resurrection of the dead,  
and the life of the world to come.  
Amen.

## **ARTICLE IV MEMBERS**

### **SECTION 1 - Classes of Members**

The church shall have one class of members.

### **SECTION 2 - Qualifications**

In order to be eligible for membership, the following qualifications shall be met:

- A. The individual shall have attended the church consistently for at least three months.
- B. The individual shall agree to the bylaws governing the organization.
- C. The individual shall make the following membership commitments:
  - Attend Sunday morning church services and attend membership meetings
  - Contribute to the church through service
  - Contribute to the church through regular and generous financial giving

### **SECTION 3 - Membership Rolls**

A prospective member will complete an orientation course provided from time to time by the pastoral staff of the church. A new member may then be added by the submission of a signed statement of commitment in which the applicant verifies that they meet the qualifications for membership (Section 2) and that they agree to be governed by the bylaws of this corporation. By applying for membership, all members agree to be bound by all provisions of these bylaws. Upon the approval of the president or other officer, the new member shall be added to the list of active members. This list may be reviewed and updated at any time by the Church Board to ensure that all members are members in good standing according to the provisions of this Article.

### **SECTION 4 - Termination of Membership**

By notifying the Pastoral Staff or Church Board in writing, a member may resign at any time. The Board may terminate a person's membership in the church due to:

- A) Change of Residence: By moving to a residence outside the bounds of the geographical area served by the church.
- B) Inactivity: By withdrawing from an active and functional participation in the life and ministry of the church, thus failing to fulfill the membership requirement specified in Article IV.

C) Pastoral Recommendation: By recommendation of the Pastoral Staff because it has determined that the person under consideration fails to fulfill the requirements and qualification of membership outlined in Article IV. Pastoral recommendations for removal from membership are presented to the Board and shall be confirmed by a majority vote of the Board.

## **ARTICLE V MEETINGS OF MEMBERS**

### **SECTION 1 - Annual Meetings**

An annual meeting of the members shall be held in the first quarter of each calendar year for such purposes as hearing reports on the business of the church, making inquiries of the pastors regarding the affairs of the church, both business and spiritual, transacting such business as may be needed at the time, and seeking God as to the progress and direction of the church.

### **SECTION 2 - Special Meetings**

Special meetings of the members may be called by the Senior Pastor or by the Church Board or by petition of a majority of the official membership.

### **SECTION 3 - Notice of Meetings**

Written, printed, or electronic notice stating the place, day and hour of the meeting and, in case of a special meeting, the purpose(s) for which the meeting is called, shall be delivered not less than five nor more than forty days before the date of the meeting, either personally, by mail, or by electronic communication, by or at the direction of the president, or the secretary, or the officers or persons calling the meeting, to each official member.

### **SECTION 4 - Place of Meetings**

The place of meetings shall be determined by the Church Board, and the members shall be notified of the place when the meeting is announced.

### **SECTION 5 - Quorum**

One-third (1/3) of the total membership and at least one half (1/2) of the Church Board shall constitute a quorum at any meeting of the church. No business may be transacted without such quorum.

### **SECTION 6 - Decisions**

Except as otherwise provided, decisions at all meetings, shall be reached by a simple majority of the members present and a two-thirds (2/3) majority of the Church Board present. Each member shall be entitled to one vote on each matter submitted to a vote of the members.

#### SECTION 7 - Proxies

Each member entitled to vote at a meeting of members or to express consent or dissent to church action at any meeting may authorize another person to act for the member by proxy. The proxy shall have written authorization from the member or members for which he or she is to act.

### **ARTICLE VI GOVERNMENT**

#### SECTION 1 - The Oversight of the Church by the Church Board

The Church Board shall serve under the leadership of the Senior Pastor, who is to function as the President of the Board and of the Corporation. The Church Board shall be the governing body of the church in respect to matters concerning business being done by the church (i.e. financial investment, buying or leasing of facility, maintenance, contract negotiation, etc.) and any other matters specifically given to the Church Board in this Bylaws.

#### SECTION 2 - The Church Board

##### A. Job Description

1. The Church Board shall oversee the business of the church under the leadership of the Senior Pastor, who is automatically the President of the Church Board.
2. Each person on the Church Board shall be a member of the church and fulfill all of the membership commitments outlined in Article IV.
3. Each person on the Church Board shall represent the church at all times to all people and consistently demonstrate the character of a Christian leader as displayed in Biblical texts like Galatians 5:22-23.
4. Each person on the Church Board provides regular and generous financial support to the church. The tithe - giving 10% - is seen as a benchmark.
5. The Church Board shall be responsible to review the church financial record and handle financial-related matters under the leadership of the President.
6. The Church Board shall approve a yearly budget, which shall constitute approval of all budgeted items. Approval of the budget requires the consent of the President and ratification by more than one-half of the Church Board.

7. For non-budgeted items, the President has the power to approve expenditures outside the budget up to a maximum of 3% of the prior calendar-year total church expenses. A majority of the Church Board can approve non-budgeted expenditures that are greater than 3% and up to 10% of the prior calendar-year total church expenses. For non-budgeted expenditures over 10%, approval by a majority of the Church Board and a majority of the church membership is required.
8. The Church Board shall be responsible to set the compensation arrangements for the church, including compensation for the pastors and officers.
9. Upon request of the Senior Pastor or a majority of the Church Board, a certified public accountant will be employed to perform an independent audit of the church books. At any time the Church Board may review a financial or legal decision of the officers, and may by a two-thirds majority of those present overrule any action.
10. Subject to limitation of the Articles of Incorporation, other sections of the Bylaws, and of Iowa law, all corporate powers of the corporation shall be exercised by or under the authority of the Church Board and the business and affairs of the corporation shall be controlled by the Church Board. The Church Board is the equivalent of a board of directors and shall have the following powers:
  - a. To select and remove all other officers, agents and employees of the corporation, prescribe such powers and duties for them as may not be inconsistent with law, the Articles of Incorporation or the Bylaws, fix their compensation, and require from them fidelity bonds with acceptable sureties.
  - b. To conduct, manage and control the business affairs of the corporation, and to make rules and regulations not inconsistent with law, Articles of Incorporation or the Bylaws.
  - c. To borrow money, and incur indebtedness for the purpose of the corporation and for that purpose cause to be executed and delivered, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges or other evidence of debt and securities.
  - d. To receive reports from the pastoral staff on the condition of the church and to offer advice and counsel to the Senior Pastor and pastoral staff on matters of the church.

**B. *Number of Board Members.*** The Church Board shall consist of no more than nine (9) members and at least four (4) members until the number of members is changed by amendments to this Bylaws. If both members of a married couple have been independently called and selected as members of the Church Board, then for all purposes herein they shall be collectively treated as a single member of the Board. Generally, both members of such married couples will attend all meetings of the Board

of Directors, but if only one is able to attend then that member shall serve for that meeting.

*C. Appointment, Vacancies, and Terms of Office of Board Members.* The Senior Pastor shall serve as President of the Board as long as that same person (or the married couple) serves as pastor. The initial appointment of a Board Member shall be made by the Senior Pastor and ratified by a majority vote of the Church Board and a majority vote of the members of the church. Board Members shall be members of the church in order to be eligible for appointment. At least a majority of the Board shall not be employed by the church. A Board Member's first term shall extend to the first Board meeting of the year. Thereafter, Board Members will serve yearly terms, needing only the approval of the Senior Pastor to continue in that function; they need not be ratified by the Board or the church membership after they have served their first full term.

*D. Quorum.* The greater of three (3) members of the Church Board or a majority of the Board shall constitute a quorum for the transaction of business.

*E. Place and Time of Meetings.* Regular meetings of the Church Board may be held at any place that has been designated by the Board and at any time designated by the Board. Special meetings of the Church Board for any purpose or purposes may be called at any time by the President (Senior Pastor) or a majority of the other Board members.

*F. Organization Meeting.* Before each annual meeting the Church Board shall hold a regular meeting for the purpose of organization, appointment of officers, approval of the budget and transaction of other business.

*G. Telephonic Meetings.* Any meeting, regular or special, may be held by conference telephone or similar communication equipment, so long as all members participating in the meeting can hear one another, and all such members shall be deemed to be present in person at the meeting.

*H. Action Without Meeting.* Any action required or permitted to be taken by the Church Board may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to that action. Such action by written consent shall have the same force and effect as a unanimous vote of the Church Board. Such written consent or consents shall be filed with the minutes of the proceedings of the Board.

I. *Removal*. A Board member other than the Senior Pastor may be removed from office by the vote of a majority of the total Board membership or by resignation. The Senior Pastor may only be removed from the Board by a two-thirds (2/3) vote of the combined total Board membership and by two-thirds (2/3) vote of the total church membership. The Senior Pastor may not vote on his or her own dismissal. Grounds for removal of any Board member include departure from the Bylaws, immoral conduct, or failure to faithfully fulfill the duties of the office.

J. *Compensation*. The Board members shall receive no compensation for their services as Board members. However, the pastors can receive compensation for their services as pastors. Board members may also serve as staff of this church for which they may be compensated. No member can vote on his or her own compensation or spouse's compensation.

K. *Voting*. In any meeting of the Church Board where a quorum is present at the beginning of the meeting, the affirmative vote of a majority of the members of the Church Board then present shall constitute the decision of the Board, except where this constitution otherwise requires a higher percentage approval. In the case of a married couple who collectively serves as a single member of the Church Board, they may vote only if both are in agreement on the matter; otherwise such married couple shall abstain from voting on the matter, whether represented at the meeting by one or both members of the married couple.

### SECTION 3 - Ecclesiastical Matters vs. Business Matters

All matters relating to the spiritual health of the church, matters of doctrine and interpretation, matters of spiritual ordinances for the church, direction of ministry, leading and discernment for initiating or terminating ministry activities, and any other matters reasonably connected to spiritual leadership shall be the ultimate responsibility and under the authority of the Senior Pastor.

### SECTION 4 - Financial Conflicts of Interest

In any financial matter coming before the Church Board, if a member of the Church Board is personally involved in the matter, directly or indirectly, then that member shall declare the potential conflict of interest to the Church Board, and shall not be present during the discussion and vote on such matter.

## **ARTICLE VII OFFICERS**



## SECTION 1 - Officers

The officers of the church shall be a president, a secretary, a treasurer, and such other officers as the Church Board may appoint. The same person cannot serve as both President and Secretary or Treasurer, but a single person may serve as Secretary-Treasurer. Any position as officer or pastor (including President and Senior Pastor) may be held collectively by a married couple, for so long as both remain eligible for the position. In such cases, formal decisions shall require agreement between both members of the married couple; otherwise, the decision cannot be taken until mutual agreement is reached.

## SECTION 2 - Appointment

The Senior Pastor shall serve as President and the Church Board shall appoint all other officers of the corporation. Each officer shall hold office until a successor shall have been duly appointed, or until death, resignation or removal as provided herein. Vacancies shall be filled by appointment of the Church Board.

## SECTION 3 - Removal

Any officer other than the Senior Pastor may be removed by the Church Board at any time by a vote of two-thirds (2/3) of the Board members. The Senior Pastor (President) may only be removed by a vote of two-thirds (2/3) of the total Church Board membership and two-thirds (2/3) of the total church membership on the basis of the grounds outlined in Article VI, Section 2, Paragraph I.

## SECTION 4 - Powers and Duties

The officers shall have power to execute documents, contracts and routine legal or financial business of the church, except as delegated to the Church Board.

## SECTION 5 - Terms of Office

Terms of office shall be as described above for Church Board Members in Article VI, Section 2, paragraph C.

## SECTION 6 - President

*A. Job Description.* The President shall be the principal executive officer of the corporation. The President shall see that the resolutions and directives of the Church Board are carried into effect, except in those instances in which that responsibility is assigned to some other person by the Church Board, and, in general, shall discharge all duties incident to the office of president and such other duties as may be prescribed by the Church Board. Except in those instances in which the authority to execute is

expressly delegated to another officer or agent of the corporation or a different mode of execution is expressly prescribed by the Church Board or these bylaws, the President may execute for the corporation any contracts, deeds, mortgages, bonds or other instruments which the Church Board has authorized to be executed, and the President may accomplish such execution either under or without the seal of the corporation and either individually or with the secretary, any assistant, or any officer thereunto authorized by the Church Board, according to the requirements of the form of instrument.

As the President, the Senior Pastor shall have general supervision, direction and control of the business and affairs of the corporation except as otherwise provided herein. He or she shall preside at the meetings of the Church Board and serve as its Chairman. He or she shall oversee the business of the church on a daily basis and give leadership to the Associate and Assistant Pastors, the Church Board, the general church body and its ministries. The Senior Pastor shall have general supervision of the entire church and charge of all services, gatherings and meetings as he or she shall deem necessary.

*B. Appointment.* The Church Board shall seek and appoint a new Senior Pastor should a vacancy arise in the pastorate. They shall seek first among the other pastors or leaders from within the church, but may appoint a Senior Pastor from outside. The resigning or retiring Senior Pastor may nominate a successor and/or participate in the appointment of their successor. After approval by at least two-thirds (2/3) of the Church Board the candidate for Senior Pastor shall be ratified by a majority of the members at a members meeting.

*C. Termination.* Should two-thirds (2/3) of the total Church Board membership and two-thirds (2/3) vote of the total church membership concur that the Senior Pastor should terminate as pastor of the church, the Senior Pastor shall resign or be terminated.

#### SECTION 7 - Secretary

The secretary shall oversee recording and preservation of the minutes of meetings of the members and of the Church Board, see that all notices are duly given in accordance with the provisions of these bylaws or as required by law, be custodian of the corporate records and of the seal of the corporation, keep a register of the members, and perform all duties incident to the office of secretary and such other duties as from time to time may be assigned by the President or by the Church Board.

#### SECTION 8 - Treasurer

The treasurer shall be the principal accounting and financial officer of the corporation. The Treasurer shall: (a) have charge of and be responsible for the maintenance of adequate books of account for the corporation; (b) have charge and custody of all funds and securities of the corporation and for the receipt and disbursement thereof; and ( c) perform all the duties incident to the office of treasurer and such other duties as from time to time may be assigned by the President or by the Church Board. If required by the Church Board, the Treasurer shall give a bond for the faithful discharge of the duties of the office in such sum and with such surety or sureties as the Church Board shall determine.

#### SECTION 9 - Associate or Assistant Pastors

A. *Job Description.* The Senior Pastor shall define an Associate or an Assistant Pastor's ministry upon appointment. They shall serve under the Senior Pastor's direction and with the Senior Pastor in the administration and oversight of the church and its business.

B. *Their Appointment.* The Senior Pastor may appoint with the agreement of a majority of the Church Board an Associate or Assistant pastor.

C. *Termination.* It shall be the prerogative of the Senior Pastor, after consulting with the Church Board, to require the resignation of Pastoral Associates or Assistants.

#### SECTION 10 - Indemnification

Recognizing that serving as an officer or member of the Church Board entails potential legal liability, the Sanctuary Community Church agrees to indemnify (repay) its current and past officers and Board for legal expenses incurred related to their good-faith conduct as an officer or member of the Board.

### **ARTICLE VIII ORDINATION**

#### SECTION 1 - Principles of Ordination or Licensing

The purpose of this Article is to provide for the ordination or licensing of pastors or ministers of the Gospel.

#### SECTION 2 - Qualifications for Ordination

A candidate for ordination shall do all of the following:

- agree to these bylaws.

- consistently demonstrate the character of a Christian leader as displayed in Biblical texts like Galatians 5:22-23.
- believe in the vision, objectives, and core values of this church.
- live out the calling of God in terms of ministerial experience and report.

### SECTION 3 - Procedure for Ordination and Licensing

*A. Recommendation.* Each person fulfilling the above qualifications shall be recommended by the Senior Pastor to the Church Board. The Church Board may elect one of two types of ordination:

1. Full, permanent ordination into the ministry of the Gospel of Jesus Christ.
2. Provisional ordination (licensure) on a year to year basis

*B. Approval.* Upon approval of at least two-thirds (2/3) of the Church Board present, the candidate will be ordained or provisionally licensed as a minister of the Gospel with the right to perform ministerial functions in accordance with the laws of the land and the church ordinances with all the prerogatives of such a calling and office.

*C. Notification and Renewal.* All candidates, successful or otherwise, will be notified of the Board's decision in writing within one week of the final Board action and to provide a certificate of ordination or licensure. Provisional ordination (licensure) shall continue on a year to year basis until such time as the candidate receives full ordination, or is no longer in ministry connected with this church, or the licensure is otherwise terminated by a vote of two-thirds (2/3) of the Church Board present. After initial approval, provisional ordination shall continue if a simple majority of the church Board votes to continue it. Provisional ordination shall be approved annually.

### SECTION 4 - Revocation of Ordination

Ordination is a privilege extended to the candidate and can be revoked at any time for cause according to the following provisions:

A. The matter giving rise to revocation shall be sent to the candidate in writing thirty (30) days prior to a vote for revocation by the Church Board after a majority of the Board present has voted to send such notice of revocation.

B. The candidate shall submit a defense to the charges either in writing or orally before the Church Board.

C. Following the defense or within thirty (30) days from notification the Church Board shall vote on the revocation or ordination. The revocation shall be made by two-thirds (2/3) vote of the total Church Board.

D. The outcome of the vote on revocation shall be communicated to the candidate in writing within seven (7) days of the vote on revocation.

**ARTICLE IX  
AMENDMENTS**

The Church Board shall have the power to alter, amend or repeal the bylaws by a two-thirds (2/3) vote of the Church Board with the ratification of two-thirds (2/3) of the membership.

**ARTICLE X  
SEAL**

The corporate seal shall have inscribed thereon the name of the corporation and the words "Corporate Seal, Iowa."

**ARTICLE XI  
FISCAL YEAR**

The fiscal year of the corporation shall be fixed by resolution of the Church Board.

**ARTICLE XII  
DISSOLUTION OF PROPERTY**

In the event of the dissolution of this organization, any outstanding obligations, bills or debts shall be paid. Remaining assets will be distributed to 501.C.3 organizations or other organizations that previously received contributions.