

GRACE EVANGELICAL FREE CHURCH

Denison, Iowa

CONSTITUTION

PREAMBLE

We, the members of Grace Evangelical Free Church of Denison, Iowa, in order to carry out more efficiently the commission given by the Lord Jesus Christ to His church, do ordain and establish the following Constitution to which we voluntarily submit ourselves.

ARTICLE II

1.100 - The name of this organization shall be Grace Evangelical Free Church of Denison, Iowa.

ARTICLE II

2.100 - We are committed to sharing the gospel by reaching out with God's love, mercy and grace.

ARTICLE III

3.100 - The corporate existence of the Church begins on the date the certificate of incorporation is issued by the Secretary of State of the state of Iowa and shall continue perpetually thereafter unless dissolved as provided by law.

3.200 - The Church is organized exclusively for the charitable, educational, religious or scientific purposes within the meaning of 501 (c) (3) of the Internal Revenue Code.

3.300 - No part of the net earnings shall inure to the benefit of any director or officer of the Church or any private individual (except that reasonable compensation for services rendered to or for the Church affecting one or more purposes).

3.400 - No officer of the Church, or any private individual shall be entitled to share in the distribution of any Church assets upon dissolution of the Church.

3.500 - No substantial part of the activities of the Church shall be the carrying on of propaganda or otherwise attempting to influence legislation, except as otherwise permitted in 501 (h) of the Internal Revenue Code. The Church shall not participate in or intervene in (including the publishing or distributing of statements) a political campaign on behalf of any candidate

for public office.

3.600 - Notwithstanding any other provision of these Articles, the Church shall not conduct or carry on activities not permitted to be conducted or carried on by any organization exempt under 501 (c) (3) of the Internal Revenue Code, or by any organization, contributions of which are deductible under 170 (c) (2) of the Internal Revenue Code.

3.700 - As a means of accomplishing the foregoing purposes, the Church shall have all of the general powers set forth in Chapter 504A of the Code of Iowa. These general powers shall be exercised exclusively for the attainment of the charitable, educational, religious or scientific purposes of the Church as set for in this Article.

ARTICLE IV

AUTHORITY AND AFFILIATION

4.100 - Authority The congregation (at its annual, quarterly and special congregational meetings) is the legislative and governing body of this organization.

4.200 - Affiliation This Church shall be affiliated with the Evangelical Free Church of America and its Central District Conference, and shall send delegates to their conferences, support their missions and unite in all mutual efforts for the furtherance of the gospel of Christ in the measure that this congregation itself may officially decide.

ARTICLE V

STATEMENT OF FAITH

(New ELCA Statement adopted by Congregation on 1/17/10)

5.100 - **God** - We believe in one God, Creator of all things, holy, infinitely perfect, and eternally existing in a loving unity of three equally divine Persons: the Father, the Son and the Holy Spirit. Having limitless knowledge and sovereign power, God has graciously purposed from eternity to redeem a people for Himself and to make all things new for His own glory.

5.101 - **The Bible** - We believe that God has spoken in the Scriptures, both Old and New Testaments, through the words of human authors. As the verbally inspired Word of God, the Bible is without error in the original writings, the complete revelation of His will for salvation, and the ultimate authority by which every realm of human knowledge and endeavor should be judged. Therefore, it is to be believed in all that it teaches, obeyed in all that it requires, and trusted in all that it promises.

5.102 - **The Human Condition** - We believe that God created Adam and Eve in His image, but they sinned when tempted by Satan. In union with Adam, human beings are sinners by nature and by choice, alienated from God, and under

His wrath. Only through God's saving work in Jesus Christ can we be rescued, reconciled and renewed.

- 5.103 - **Jesus Christ** - We believe that Jesus Christ is God incarnate, fully God and fully man, one Person in two natures. Jesus-Israel's promised Messiah-was conceived through the Holy Spirit and born of the virgin Mary. He lived a sinless life, was crucified under Pontius Pilate, arose bodily from the dead, ascended into heaven and sits at the right hand of God the Father as our High Priest and Advocate.
- 5.104 - **The Work of Christ** - We believe that Jesus Christ, as our representative and substitute, shed His blood on the cross as the perfect, all-sufficient sacrifice for our sins. His atoning death and victorious resurrection constitute the only ground for salvation.
- 5.105 - **The Holy Spirit** - We believe that the Holy Spirit, in all that He does, glorifies the Lord Jesus Christ. He convicts the world of its guilt. He regenerates sinners, and in Him they are baptized into union with Christ and adopted as heirs in the family of God. He also indwells, illuminates, guides, equips and empowers believers for Christ-like living and service.
- 5.106 - **The Church** - We believe that the true church comprises all who have been justified by God's grace through faith alone in Christ alone. They are united by the Holy Spirit in the body of Christ, of which He is the Head. The true church is manifest in local churches, whose membership should be composed only of believers. The Lord Jesus mandated two ordinances, baptism and the Lord's Supper, which visibly and tangibly express the gospel. Though they are not the means of salvation, when celebrated by the church in genuine faith, these ordinances confirm and nourish the believer.
- 5.107 - **Christian Living** - We believe that God's justifying grace must not be separated from His sanctifying power and purpose. God commands us to love Him supremely and others sacrificially, and to live out our faith with care for one another, compassion toward the poor and justice for the oppressed. With God's Word, the Spirit's power, and fervent prayer in Christ's name, we are to combat the spiritual forces of evil. In obedience to Christ's commission, we are to make disciples among all people, always bearing witness to the gospel in word and deed.
- 5.108 - **Christ's Return** - We believe in the personal, bodily and premillennial return of our Lord Jesus Christ. The coming of Christ, at a time known only to God, demands constant expectancy and, as our blessed hope, motivates the believer to godly living, sacrificial service and energetic mission.
- 5.109 - **Response and Eternal Destiny** - We believe that God commands everyone everywhere to believe the gospel by turning to Him in repentance and

receiving the Lord Jesus Christ. We believe that God will raise the dead bodily and judge the world, assigning the unbeliever to condemnation and eternal conscious punishment and the believer to eternal blessedness and joy with the Lord in the new heaven and the new earth, to the praise of His glorious grace. Amen.

ARTICLE VI

MEMBERSHIP

6.100 - Membership of this church shall be composed of those individuals who, through saving faith in the Lord Jesus Christ, have been born again, who manifest the fruit of a true Christian life, who subscribe to the aforementioned Statement of Faith, and who are willing to support the church by their prayers, contributions and attendance. Membership procedures are defined in the Bylaws of this Constitution.

ARTICLE VII

CHURCH POLITY

7.100 - This Church chooses to be congregational in polity.

7.200 - Congregational polity assures (1) that the local church's highest authority under God and His Word resides in the appropriate majority vote (as defined in the Bylaws) of the Church membership, and (2) that the responsibility for ministry also belongs to the entire membership. The congregation should strive for the maximum use of its spiritual gifts by the members in the conduct of the Church government. The responsibility for ministry rests not with a few but with the entire congregation, each member being gifted by the Holy Spirit to minister for Christ and to exercise individual choice in the decisions of the Church.

7.300 - Any decision made by an officer, committee or board can be affirmed or overruled by the members at a duly called congregational meeting.

ARTICLE VIII

OFFICERS

8.100 - The corporate affairs, as delegated by the congregation, shall be managed by the designated leaders. The Bylaws define these leaders, their election and terms of office.

ARTICLE IX

PROPERTY

9.100 - This Church shall have the power to receive, either by gift or purchase, and to hold such real, personal or mixed property as is authorized by the laws of the State of Iowa and as is deemed necessary for the business of the Church, and shall have the power to dispose of such property by mortgage, deed or otherwise. All purchases of real estate or major construction and building renovations or additions must be approved by a seventy-five (75%) majority

vote of a quorum present at an annual, quarterly or special congregational meeting of the Church.

9.200 - All debts for the corporation shall be held in the name of the corporation.

The personal and private property of the officers or members of this corporation shall not be used in the payment of the corporate debt.

9.300 - In case of a division of the Church (from which we pray God by His mercy to preserve us) the property of the Church shall belong to those who abide by its Constitution and Bylaws with the Central District Board of Directors determining which group abides by this Constitution and Bylaws.

9.400 - In case of the dissolution of the Church organization, the property shall be assigned to the Central District Conference of the Evangelical Free Church of America, to enable said Conference to renew the work or use the values thereof for further gospel enterprises. The Church shall be considered dissolved if so decided by the organization, or when the Church has not held an annual meeting for three years or when less than six members remain.

ARTICLE X

AMENDMENTS

10.100 - Amendments to this Constitution must be submitted to the members in writing and adopted as a preliminary step at a regular congregational meeting of the Church at least three months prior to the annual meeting. At that annual meeting, amendments may be acted upon for final adoption; however they must be acted upon as originally adopted and without further amendment. Such amendments must receive the affirmative vote of sixty-six per cent (66%) majority of the quorum present at both meetings.

Adopted - March 3, 2004

BYLAWS – as of 04/29/2012

ARTICLE I

MEMBERSHIP PROCEDURES

1.100 - ACCEPTING PROCEDURES

- 1.101 - A person who is a member of an organization that has beliefs that are antithetical to the church's Statement of Faith (Article V of our constitution) may not be a member of this church. Anyone desiring membership must first renounce his/her membership in that organization and renounce the beliefs that are not in accordance with the church's Statement of Faith (1 Timothy 1:3-4, 6:3-6, 2 Peter 2:1-9).
- 1.102 - Those seeking membership are required to participate in a membership information class to be offered periodically.
- 1.103 - Those professing faith in Christ and desiring membership shall meet with two or more board members who will determine if the person should be recommended to the church board for church membership.
- 1.104 - When the Church Board is confident of the applicant's qualifications, as stated in Article VI of the Constitution, they shall recommend that person to the congregation for membership.
- 1.105 - Members of the congregation will be encouraged to give input regarding the suitability of the person for church membership over at least a 2 week period from the time the person is recommended by the board to the congregation.
- 1.106 - After hearing and discerning the congregation's input, the Church Board will decide on whether to confirm upon or deny the person church membership.
- 1.107 - Those confirmed shall become members of the church when they are announced at the next quarterly, annual, or called congregational meeting. They will be given the opportunity to share their faith story, and be welcomed into the congregation at that time.

1.200 - TERMINATION PROCEDURES

- 1.201 - The Church Board may write a letter of recommendation for membership transfer at its discretion.
- 1.202 - The Church Board will remove a person's name from the membership roll upon receiving a written request from that member.
- 1.203 - A member may be removed from the membership by the Church Board

when he/she has not attended or communicated with the church for one year. The Church Board will attempt to notify them of their action.

1.204 - A person's membership may be terminated for discipline reasons according to Article III of these Bylaws.

1.300 - MEMBERSHIP PRIVILEGES

1.301 - A person who is at least 16 years of age may become a member with full voting rights.

1.302 - A member may be elected to any office for which he/she meets the Biblical qualifications.

1.303 - A former member who has withdrawn or been dismissed from membership has no right or claim to any church property.

ARTICLE II

LEADERSHIP

2.000 - LEADERSHIP

The affairs of the congregation will be conducted by the Church Board and the Elder Board.

2.001 – CHURCH BOARD

This Board will be composed of three men, two women and the pastor (all voting members). They will meet at least monthly to organize and carry out the responsibilities delegated to them by the congregation that are not delegated to the Elder Board. The Secretary, Treasurer, Financial Secretary, and other leaders will report to the Church Board and meet with them at the Board's request. Spouses may not serve on the Church Board.

2.002 – ELDER BOARD

The Board will be initially composed of the pastor and three men, nominated by the pastor and approved by the congregation. The Elder Board, along with the pastor, will be responsible for the spiritual condition and spiritual issues of the congregation. This will include (but not necessarily be limited to): meeting with the pastor for prayer, discussion, and vision regarding the church, church discipline issues, and the oversight of the worship, discipleship, and evangelism of the church.

2.003 - COMMITTEES

Committees will be created by the Church Board as needed.

1. Pastoral Search (see 5.300)

2. Nominating (see 6.200)

2.100 – DUTIES, STRUCTURE AND QUALIFICATIONS OF CHURCH BOARD MEMBERS

2.101 - CHURCH BOARD MEMBERS DUTIES

1. Lead and encourage the congregation in prayer for one another and model it by being accountable to each other in personally praying for the congregation.
2. Aspire to be a living model of a Christ-like life.
3. With the Elder Board, help process applicants for membership.
4. Arrange for a speaker in the absence of the pastor.
5. Oversee the functions of the church.
6. Administer benevolent funds.

2.102 – CHAIRMAN OF THE CHURCH BOARD

1. Conduct congregational and Church Board meetings in Christian dignity and order.
2. Be a non-voting liaison to all other boards and committees or appoint a Church Board Member to represent him.
3. Hold other leaders accountable for their responsibilities.
4. Appoint annual auditors for all financial records.

2.103 - VICE-CHAIRMAN OF THE CHURCH BOARD

1. Preside in the absence of the chairman.
2. Assist the chairman.

2.104 – SECRETARY OF THE CHURCH BOARD

1. Keep the minutes of Church Board meetings and congregational meetings.
2. Be responsible for the official correspondence of the church.
3. Keep the records of the church.

2.110 – QUALIFICATIONS OF A CHURCH BOARD MEMBER

2.111 - The Church Board must be members of the church.

2.112 - Realizing, that in our humanness we all fail to fully live up to Scripture, we ask our leadership to strive for the qualities of leaders in I Timothy 3 and Titus 1.

2.113 - The chairman and vice-chairman shall have the ability to lead, conduct, coordinate and delegate.

2.114 - The secretary shall have an aptitude for keeping records and doing correspondence.

2.200 – DUTIES, STRUCTURE AND QUALIFICATIONS OF ELDER BOARD MEMBERS

2.201 - DUTIES

1. Lead and encourage the congregation in prayer for one another and model it by being accountable to each other in personally praying for the congregation.
2. Aspire to be a living model of a Christ-like life.
3. Assist the pastor in shepherding the congregation.
4. Help the Pastor with maintaining his Christian character
5. With the Church Board, help process applicants for membership.
6. Lead the congregation in achieving its goals and projecting its vision.
7. Apply Biblical discipline in the spirit of Christian love.
8. Oversee the spiritual functions of the church.

2.210 – QUALIFICATIONS OF AN ELDER BOARD MEMBER

2.211 - The Elder Board must be members of the church.

2.212 - Realizing, that in our humanness we all fail to fully live up to Scripture, we ask our leadership to strive for the qualities of leaders in I Timothy 3 and Titus 1.

2.213 – The Elder Board member must have the congregation’s spiritual health and faithfulness in mind and be diligent in helping the pastor perform his duties well.

2.300 – OTHER LEADERSHIP POSITIONS

2.301 - TREASURER

1. Dispense the funds as directed by the congregation.
2. Provide monthly financial reports to the Church Board and quarterly reports at Congregational meetings.
3. Write all checks

2.302 - FINANCIAL SECRETARY

1. Receive, record and deposit in the church account the contributions to the

church.

2. Provide records to donors to meet the requirements of the Internal Revenue Service.

3. Sign checks along with other designated signators approved by the Church Board.

4. Secure two members to count all offerings.

2.400 - If any leader becomes unqualified the Church Board or Elder Board shall ask for that person's resignation by a 51% majority vote of all Church Board or Elder Board members not including that person's vote. If that person does not resign, he/she will be removed from office by a 51% majority vote of the members voting at a congregational meeting.

ARTICLE III

DISCIPLINE

3.100 - The purpose of discipline is to restore a person to faith and fellowship.

3.200 - The Church Board will confront persons who digress from Scripture, the church Constitution or Bylaws or disrupt the fellowship according to the principles of Matthew 18:15 -17 and Galatians 6:1-5.

3.300 - No charge against any person shall be brought before the church by any individual or group unless the principles of Matthew 18:15-17 and Galatians 6:1-2 are followed. At that time such charges shall be given in writing with a personal signature to the Church Board. The Church Board shall look into the matter and confer with the accused. If the Church Board is satisfied that the charges made are true, and if the accused shows no sign of repentance, the Church Board shall take action. Should the Church Board's action seem unfair, the accused shall have the option of direct appeal to the congregation at a duly called congregational meeting.

3.400 - No member shall be expelled until efforts have been made to reclaim him/her for Christ and the church, in accordance with Matthew 18:15-17, II Thessalonians 3:13-15, and Galatians 6:1-2. If these efforts fail, that person shall be expelled from membership by a simple majority vote (51%) of the members voting at a congregational meeting.

ARTICLE IV

CONGREGATIONAL MEETINGS

4.100 - ANNUAL CONGREGATIONAL MEETINGS

The fiscal year is the calendar year with the annual congregational meeting held in late January on a date set by the Church Board. At this meeting the annual reports shall be presented, the proposed budget acted upon, and a spiritual vision proposed for the new year. All printed reports will be

distributed to the congregation at least one week prior to this meeting.

4.200 - QUARTERLY CONGREGATIONAL MEETINGS

The quarterly congregational meetings will be held in April, July and October on a date set by the Church Board. The annual election of officers will be held at the October meeting, with those who are elected taking office the following January 1st.

4.300 - SPECIAL CONGREGATIONAL MEETINGS

Special congregational meetings will be called at the request of either the pastor, chairman, the Church Board or when three eligible members, representing three families, submit a written request for a special meeting to the Church Board. The date will be set by the Church Board and announced with its purpose(s) at two consecutive Sunday worship services or by written notice to the members and announced at one Sunday worship service. The meeting will be limited to the stated purpose(s).

4.400 - EMERGENCY CONGREGATIONAL MEETINGS

Emergency congregational meetings may be called by the Church Board. They are responsible to notify the members of this meeting. Emergency congregational meetings are only for situations that cannot wait for a regular or special congregational meeting.

4.500 - CONDUCT

All congregational meetings will be conducted in a CHRIST-LIKE spirit and Robert's Rules of Order will be used unless the Church Board Requests another method and the Congregation approves (51% majority).

ARTICLE V

PASTORS

5.100 - DUTIES

1. The pastor shall perform all the Scriptural duties of the office under the guidance of the Holy Spirit including freedom of the pulpit. (Ephesians 4:11-16) These duties shall include teaching the Word of God for the equipping of the saints, keeping the congregation focused on its purpose, and projecting a vision which fulfills that purpose.
2. He shall be a voting member of the Church Board and an ex-officio member of all other boards and committees, with the exception of the Pastoral Search Committee.
3. He shall not qualify for any other elected church office.
4. He shall be accountable to the Church Board.

5.200 - QUALIFICATIONS

1. The qualifications for the pastor shall be as found in I Timothy 3:1-7 and Titus 1:5-9.
2. He shall exhibit the spiritual gifts of the pastor/teacher. (Ephesians 4:11-12)
3. He shall hold to the Statement of Faith (Constitution Article V) without reservation.
4. At the time of candidating, he shall state in writing any differences of opinion he has with the Constitution or Bylaws.
5. He shall be credentialed or actively pursuing credentialing with the Evangelical Free Church of America.

5.300 - CALLING A PASTOR

1. The Pastoral Search Committee will be composed of two members of the Church Board (appointed by the Board) and three members elected by the congregation.
2. The duties of the Search Committee shall be (without unnecessary delay) to seek advice from the District Superintendent, investigate, interview and invite to candidate a man of good report who meets the qualifications stated in 5.200.
3. After the time of candidating, the Pastoral Search Committee shall give their recommendation to the congregation at a congregational meeting. At this time a call to become the pastor may be extended to the candidate who receives an 85% vote of the members voting at that congregational meeting.
4. A candidate shall be eliminated before another is invited to candidate.

5.400 - TERMINATION

1. The pastor shall serve until he resigns or is dismissed with 30 days notice given by either party or as mutually agreed upon.
2. If the pastor should depart from the Word of God in conduct or doctrine as defined in the Constitution or Bylaws, or if he has lost the confidence of the congregation, he shall be counseled in love by the Church Board. Should this not have the desired result, he shall be dismissed by a 66% majority vote of the members voting at a congregational meeting.
3. Heresy and conduct unbecoming a pastor are grounds for immediate dismissal according the procedure outlined in 2. above. Severance pay may or may not be extended for 30 days.

5.500 - MEMBERSHIP

The pastor and his wife shall become members upon assuming the position.

ARTICLE VI

CONGREGATIONAL VOTING AND ELECTIONS

6.100 - PROCEDURE

1. The quorum for all congregational meetings shall be 51% of eligible members (members physically present and those participating in the meeting via conference call [see 6.103])
2. Unless otherwise specified, all votes require a 51% majority vote of the members present [see 6.103 and 6.1004].
3. Members may request to participate in a conference call at the time of a congregational meeting to listen, speak and vote. A member desiring to be part of a conference call must inform the church office at least 48 hours in advance of the meeting.
4. Members may designate a proxy to vote for them at any congregational meeting. A proxy must be a member in good standing and must physically be present at the meeting to vote for the principle (the member designating the proxy). A member desiring to designate a proxy must inform the church office at least 48 hours in advance of the meeting.
5. No absentee voting is allowed at congregational meetings.

6.200 – NOMINATIONS

6.201 – NOMINATIONS FOR THE CHURCH BOARD

1. The congregation shall elect a Nominating Committee of three or more members each October. These members will be elected for a term of three years with the term of 1/3 expiring each year.
2. Members of the congregation are encouraged to submit names with that person's qualifications to the Nominating Committee.
3. The Nominating Committee will prayerfully and carefully consider qualified people and prepare a ballot with one qualified consenting nominee for each office.
4. Nominations will not be accepted from the floor.

6.202 – NOMINATIONS FOR THE ELDER BOARD

1. The pastor shall nominate members for service on the Elder Board
2. Nominations will not be accepted from the floor.
3. The Congregation will then approve or disapprove of the potential Elder at a Congregational meeting.

6.300 - APPOINTMENTS

The Church Board may appoint someone to temporarily fill a vacant office until the next congregational meeting. The Nominating Committee will then follow

the procedure in 6.200 to complete the unexpired or unfilled term.

6.400 - LIMITATIONS

1. Church Board members and Elder Board members shall be elected for a term of three years and all other officers shall be elected for a one year term. No person shall be elected for more than two consecutive terms in the same office with the exception of the treasurer and financial secretary who may serve five consecutive terms, and Elders which have no term limitations.
2. Initially the Church Board will have five members plus the pastor. As the church size changes the congregation may vote at a regular congregational meeting to increase or decrease the number of Church Board members.
 - A. When the size of the Church Board is increased, the Nominating Committee will prepare a ballot for the next regular congregational meeting.
 - B. If the size of the Church Board is decreased, the change will take place by not electing a member when the next term of office expires.
 - C. The church may never elect more Church Board members than meet the Biblical qualifications (see 2.300)

ARTICLE VII

AMENDMENTS

- 7.100 - Amendments to these Bylaws must be submitted by a member to the Church Board who shall inform the members in writing at least two weeks before a congregational meeting. The proposed amendment will be announced at least once on a Sunday morning. At the congregational meeting the amendment will be discussed and shall be passed if it receives a 66% majority vote of the members voting.

Adopted - August 18, 2004

Revised as Indicated

Elder Board additions/changes approved at Congregational Meeting on April 29,
2012