

# The Bylaws of Wellspring Covenant Church

## 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 PSWC.

### **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, 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. Individuals invited by the pastor(s), in collaboration with the Servant Leadership Council, into membership of the church shall be welcomed at a service and make 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. At age 15, they may apply for church membership as outlined under Section 3 of this article.

### **Section 5. Discipline.**

**a. Discipline of members.** The Servant Leadership Council, in collaboration with the pastor(s), 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 Servant Leadership Council in writing, which shall be brought to the attention of the Servant Leadership Council in writing, which shall in meekness and gentleness seek to restore the member.

**c.** 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 Servant Leadership Council 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 Pastor(s) or the Servant Leadership Council. Letters of transfer shall be issued by the Lead Pastor if so requested and the member is in good standing. The Servant Leadership Council shall annually review the membership roster to determine inactivity. Those members determined to be inactive by the Servant Leadership Council may be removed by two-thirds vote of the Servant Leadership Council.

**Section 7. Recording.** The names of those joining and terminating membership shall be duly recorded and reported to the congregational meeting.

## **ARTICLE II**

### **The Servant Leadership Council**

**Section 1. Purpose.** The Servant Leadership Council shall be responsible for building, maintaining and overseeing the spiritual welfare of the congregation and for directing and overseeing all ministries and business affairs of the church.

**Section 2. Composition.** The Servant Leadership Council shall be comprised of no less than 5 and no more than 9 non-pastoral members. The Lead Pastor, or his or her designee, shall also be an ex officio member. The Servant Leadership Council 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 Servant Leadership Council.

**Section 4. Election.** Servant Leadership Council members shall be nominated by the Nominating Committee and elected by a majority vote of those members voting at a meeting of the congregation called for that purpose.

**Section 5. Term of Officers.** Servant Leadership Council members shall be elected for a term of 3 years and shall not be elected for more than two consecutive terms. After at least one year off, a person may be eligible for subsequent service, subject again to the terms stated in this article.

**Section 6. Vacancies and Removal.** A Servant Leadership Council member may resign. A Servant Leadership Council member may be removed from office by a two-thirds 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 two-thirds vote of the Servant Leadership Council. A Servant Leadership Council member appointed to serve the remaining period of a resigned or removed member's term shall not be precluded from being elected thereafter to two full consecutive terms.

**Section 7. Notification of Meetings.** All Servant Leadership Council 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 two-thirds vote of the entire Servant Leadership Council.

**Section 8. Quorum.** A majority of Servant Leadership Council members shall constitute a quorum.

**Section 9. Decisions.** Matters shall be determined by a majority vote of a Servant Leadership Council quorum, unless on a matter in which the Constitution and Bylaws require a different percentage.

**Section 10. Organization.** The Servant Leadership Council shall elect from among themselves a chair, a vice chair, a secretary and a financial officer.

- 1. Chair.** The Chair shall preside at all business meetings of the church and of the Servant Leadership Council, unless she or he chooses to defer that responsibility at any given meeting. The Chair shall confer with the Lead Pastor in preparing the agenda for such meetings.
- 2. Vice-chair.** The Vice-chair shall assume the duties of the Chair in the Chair's absence, assist in the Chair's duties as needed, and chair the mutual ministry committee.
- 3. Secretary.** The Secretary shall keep and preserve the minutes of all business meetings of the church and of the Servant Leadership Council, as well as all official correspondence and documents of the church.
- 4. Financial Officer.** The Financial Officer 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 Servant Leadership Council.

**Section 11. Responsibilities of the Servant Leadership Council.** In being responsible to the congregation for overseeing the spiritual welfare and business affairs of the church, the Servant Leadership Council shall:

- a. Discern future strategies consistent with the vision and values of the church, in collaboration with the pastor(s);
- b. Act as the trustees of the church for the advancement and protection of its assets. The Servant Leadership Council shall designate those Servant Leadership Council members and any other members of the church who shall be authorized to sign legal documents on behalf of the church;
- c. Approve church policies;
- d. Be responsible for hiring and dismissal of staff subject to the provisions of these Bylaws. Action shall be by two-thirds vote;
- e. Annually review and approve staff compensation and compensation for new staff and other personnel expenses for any staff member or activity;
- f. Be responsible for establishment of personnel policies;
- g. Be responsible for approval of changes in staff job descriptions and approval of job descriptions for new staff positions;
- h. Be responsible for maintenance of current job descriptions for all staff members;
- i. 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 Servant Leadership Council shall be responsible for seeing that the budget is carried out as approved. The Servant Leadership Council shall have the authority to appropriately adjust budget items and amounts where ministry objectives necessitate. Without seeking congregational approval, the Servant Leadership Council shall have the authority to exceed the approved annual budget where ministry objective necessitate, provided that the

total excess amount shall not exceed three percent (3%) of the total approved annual budget. The Servant Leadership Council shall appoint a member of the church as financial secretary (not necessarily a Servant Leadership Council member) who shall be authorized to receive monies on behalf of the church and shall appoint a treasurer (not necessarily a Servant Leadership Council member) to disburse funds for church purposes in accordance with standard accounting procedures for non-profit organizations. The Servant Leadership Council shall appoint an independent review of the financial records of the church and report such findings to the congregation every two years;

- j. Hear and respond appropriately to concerns of members;
- k. Be responsible for church discipline as outlined in Article I, Section 5 of these Bylaws;
- l. Be responsible for maintaining the active membership roster as outlined in Article I, Section 3 and 6 of these Bylaws.

### **ARTICLE III Ministry Teams**

**Section 1. Purpose.** Ministry Teams shall be formed as required to implement the varied ministries of the church.

**Section 2. Establishment.** Ministry Teams shall be established by the Servant Leadership Council to implement specific ministries. The configuration of Ministry Teams shall be reviewed regularly by the Servant Leadership Council, upon recommendation of the church staff, in accord with the church's purpose, strategies, and objectives for mission and ministry.

**Section 3. Duties.** The duties of the 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 Servant Leadership Council proposed budgets and objectives for the forthcoming year and manage consistent with approved budgets.
- e. Report as requested to the Servant Leadership Council.

**Section 4. Leadership.**

- a. The leader of a Ministry Team shall be approved by the Servant Leadership Council in consultation with the pastor(s). The team leader will serve as liaison to the Servant Leadership Council to provide reports and information when requested, and to forward requests to the Servant Leadership Council when necessary.
- b. Ministry Team members may be selected by the Ministry Team leader. The Servant

Leadership Council may remove a Ministry Team member by two-thirds vote.

- c. Each Ministry Team shall organize itself as required to perform its ministry.
- d. The Servant Leadership Council may appoint one of its members to be an ex officio member of any Ministry Team, who may also serve as that Ministry Team's leader.

## **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 Lead Pastor shall be an ordained pastor in good standing with the ECC. Other pastors shall be credentialed by the ECC in accordance with their qualifications and duties. A pastor shall be a member of the church by virtue of the call to serve the church.

**Section 3. Call of the Lead Pastor.** The Lead Pastor shall be called at a regular or special congregational business meeting, the purpose of which shall be announced two weeks in advance. The Lead Pastor shall be nominated by a pastoral search committee. This committee shall be selected by the Servant Leadership Council. It shall be representative of the congregation and have five to nine members, including the Servant Leadership Council chair and at least one member from the congregation at-large. No pastoral staff members or their immediate family shall serve on the committee. It shall work in conjunction with the regional conference superintendent. The Lead Pastor shall be called by a ballot of the attending active membership with a two-third vote required for a call. The call shall be for an indefinite period of time. When the church receives aid from the conference and/or denomination through appropriations, the call shall be with the approval of PSWC.

**Section 4. Call of Additional Pastors and Credentialed Ministry Staff.** Additional staff members to hold ministerial credentials shall be called at the agreement of the pastor(s) and Servant Leadership Council in a meeting. The meeting shall include the budget implications of the proposed position. The Servant Leadership Council will recommend one candidate for a call, and the vote shall be with two-thirds vote required for call. The Servant Leadership Council may establish the search committee, and may serve as the search committee. When the church receives aid from the conference and/or denomination through appropriations, the call shall be with the approval of PSWC. The call shall be for an indefinite period of time unless otherwise noted at the time of call.

**Section 5. Duties of the Lead Pastor.** The Lead Pastor shall preach and teach the Word of God, administer the sacraments, provide missional leadership, and faithfully carry out pastoral work. The Lead Pastor or his or her designee 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 Lead Pastor or her or his designee. The Lead Pastor or his or her designee shall be an ex officio member of the Servant Leadership Council, providing a tie-breaking vote, and an ex officio member of all ministry teams and committees. As a member of these teams, the Lead Pastor or her or his designee shall strive to establish and accomplish objectives and strategies in conjunction with the mission and purpose of the church. The Lead Pastor shall present the annual mission and ministry objectives to the congregation.

**Section 6. 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 Lead Pastor. They may be designated by the Servant Leadership Council to be the leader or member of one or more Ministry Teams.

**Section 7. Cooperation.** The pastor(s) shall, both in word and precept, work in harmony with the ECC, and the PSWC.

**Section 8. Resignation of a Pastor or Ministry Staff Member.** A pastor or ministry staff member may resign by submitting a letter of resignation to the Servant Leadership Council. Unless there are extenuating circumstances, six weeks notice should be observed.

**Section 9. Dismissal.** The dismissal of a pastor or ministry staff member should be undertaken only after avenues of remediation have been pursued.

**a. Dismissal of the Lead Pastor.** The dismissal of the Lead 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 the two-thirds action of the Servant Leadership Council, or through the request of the congregation accomplished by a petition for such a meeting signed by 20% of the membership. The quorum for such a meeting shall be 50% 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 Lead Pastor.

**b. Dismissal of Additional Pastors and Ministry Staff.** Additional pastors and ministry staff called by the congregation may be dismissed by the two-thirds vote of the

Servant Leadership Council. A meeting to overturn the action of the Servant Leadership Council may be called through the request of the congregation, accomplished by a petition signed by 20% of the membership. The quorum for such a meeting shall be 50% of the membership. The grounds for dismissal shall be presented. Members shall be allowed to speak to the matter. The pastor or ministry staff member in question 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 overturn the action of the Servant Leadership Council.

**Section 10. Charges Against a Pastor.** Charges against a pastor shall be submitted in writing to the Servant Leadership Council and the PSWC 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 Servant Leadership Council.

## **ARTICLE V Committees**

### **Section 1. Nominating Committee.**

**a. Composition.** The nominating committee shall consist of members designated by the Servant Leadership Council in collaboration with the pastor(s), including at least one member at-large. The Servant Leadership Council shall designate one of the committee members to serve as Chair of the nominating committee.

**b. Term.** The terms of the members shall be at the pleasure of the Servant Leadership Council.

**c. Quorum.** A majority of members shall constitute a quorum of the nominating committee.

**d. Responsibilities.** The nominating committee shall be responsible for nominations to fill the offices of Servant Leadership Council and any other positions assigned to it either by the Servant Leadership Council or congregation.

**e. Nominating procedure.** Any member of appropriate character, giftedness, and call may be considered for any position. One or more candidates for the office of Servant Leadership Council shall be nominated by the nominating committee. One or more candidates for the office of at-large member(s) of the nominating committee shall be nominated.

**f. Unity.** Actions by the nominating committee shall be taken in such a manner as to preserve the unity of the Spirit in the bond of peace.



**Section 2. Pastoral Search Committee.** The Lead Pastor shall be nominated by a pastoral search committee. The nominee shall meet the criteria set out in Article IV, Section 2 of these Bylaws. This committee shall be selected by the Servant Leadership Council. It shall be representative of the congregation and have five to nine members, including the Servant Leadership Council chair and at least one member from the congregation at-large. No pastoral staff members or their immediate family shall serve on the committee. It shall work in conjunction with the regional conference superintendent.

**Section 3. Mutual Ministry Committee.**

The mutual ministry committee shall work toward a vital, healthy, mutually beneficial relationship between the congregation and the pastors and ministry staff. The mutual ministry committee shall have four main areas of responsibility:

- a. care and encouragement for the pastors, ministry staff, and their families;
- b. receiving the perspectives and concerns of each pastor and ministry staff member relative to the congregation and ministry,
- c. communicating the perspectives and concerns of the congregation to each pastor and ministry staff member relative to that person's ministry; and
- d. periodic review of personal and church goals.

The mutual ministry committee shall be made up of the vice chair (who shall chair this committee), a member of the Servant Leadership Council selected by the Servant Leadership Council, and two congregational members elected by the congregation at a congregational meeting. Elected at-large members shall serve a two year term and may not succeed themselves.

**Section 4. Other Special Committees.** The Servant Leadership Council or the congregation may establish a committee to address a specific task. The committee shall report back to the body which formed it unless otherwise instructed by its founding body. The committee shall terminate upon the completion of its task.

## **ARTICLE VI Congregational Meetings**

**Section 1. Annual Meeting.** An Annual Meeting shall be held as near the first of the fiscal year as feasible. At the annual Meeting, written progress reports shall be submitted by the pastor(s), ministry staff, officers, and ministry teams. Reports on an independent review of financial records shall be submitted by the Financial Officer for the church and each of its organizations. Election for offices shall be held. The church budget shall be submitted for approval.

**Section 2. Other meetings.** Other meetings may be called by the Servant Leadership Council or by written request signed by 10% of the membership, unless otherwise noted in these Bylaws.

**Section 3. Notification of meeting.** All meetings shall be announced to the membership at least two weeks prior to the meeting date.

**Section 4. Conduct of meeting.** The Chair of the Servant Leadership Council or such other person as may be designated by the Servant Leadership Council in the Chair's absence shall serve as Chair of any meeting of the membership.

**Section 5. Voting.** Each member, and only members, shall be entitled to cast one vote on any matter at hand at any meeting of the membership. A member must be present for the meeting in order to vote. Vote by proxy shall not be allowed. All votes shall be by ballot. The Chair of the meeting may call for open balloting where no objection is raised.

**Section 6. Quorum.** Twenty percent of the membership shall constitute a quorum for the annual meeting, with a minimum of 20 members. Unless otherwise noted in these Bylaws, ten percent of the membership shall constitute a quorum for any other meeting, with a minimum of 20 members.

**Section 7. Rules of order.** All congregational meetings of the church and of any other committees 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 by-laws. 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 PSWC.

**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 PSWC 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 PSWC, 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 Servant Leadership Council 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 active members of record must be notified of the meeting at least two weeks in advance.

**Section 4. Quorum.** The quorum for such a meeting shall be all active 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 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 Servant Leadership Council.

## **ARTICLE IX Amendments**

**Section 1. Procedure.** These Bylaws may be amended by a vote of two-thirds 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, Article VIII and Article IX may only be amended with the prior approval of the PSWC executive board.