

# **BY-LAWS**

## **EVERYDAY FELLOWSHIP**

FLORISSANT, MISSOURI 63031

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# Everyday Fellowship Bylaws

## TABLE OF CONTENTS

PREAMBLE	PAGE 3
ARTICLES:	
I. Name	3
II. Section 1: Purpose	4
Section 2: Statement of Faith	4
Section 3: Limitations on Corporate Authority	5
III. Membership	5
Section 1: General	5
Section 2: Enrollment	5
Section 3: Voting / Balloting Privilege	6
IV. Organization	6
Parliamentary Procedure	6
Section 1: Notice of Meetings	6
Section 2: Quorum, Majority	7
Section 3: Voting Privilege	7
Section 4: Election Ballot	7
Section 5: Parliamentary Authority	7
Section 6: Adjournment	8
V. Meetings	8
Section 1: Place	8
Section 2: Presiding Officer	8
Section 3: Annual Meeting	8
Section 4: Special Meetings	8
Section 5: Elders Meetings and Deacons Meetings	8
VI. Ministers	9
Section 1: Seeking Minister(s)	9
Section 2: Election of Minister(s)	9
Section 3: Tenure	9
Section 4: Contract	9
Section 5: Ex Officio Capacity	9
Section 6: Dismissal	9
VII. Additional Staff	10
VIII. Elders and Deacons	10
Section 1: Candidates	10

# Everyday Fellowship Bylaws

	Section 2: Tenure, Elders and Deacons	11
	Section 3: Interim Elections	11
IX.	Officers	11
	Section 1: Officers of the Church	12
X.	Functions	12
	Section 1: Appointments	12
	Section 2: Financial Responsibility	12
	Section 3: Record Keeping	12
XI.	Amendments	13
XII.	Dissolution of Funds	13
XIII.	Indemnification	13

## PREAMBLE

These regulations presuppose that the Bible rightly divided constitutes the only and all-sufficient rules of faith for the local congregation. This congregation is and shall always remain autonomous in government, recognizing Christ as its sole head.

# Everyday Fellowship Bylaws

## Article I

NAME

For business and legal purposes the name of this worship congregation shall be “Everyday Fellowship Christian Church” hereafter referred to as “Everyday Fellowship” and/or “Church”.

## Article II

### Section 1: Purpose

The purpose of the congregation shall be to worship God and fulfill the great commission of Jesus Christ as expressed in the New Testament of the Bible as stated in Matthew 28:18-20.

### Section 2: Statement of Faith

#### The Word of God

We believe that the Bible is the Word of God, fully inspired and without error in the original manuscripts, written under the inspiration of the Holy Spirit, and that it has supreme authority in all matters of faith and conduct.

#### The Trinity

We believe that there is one living and true God, eternally existing in three persons, that these are equal in every divine perfection, and that they execute distinct but harmonious offices in the work of creation, providence and redemption.

#### God the Father

We believe in God, the Father, an infinite, personal spirit, perfect in holiness, wisdom, power and love. We believe that He concerns Himself mercifully in the affairs of each person, that He hears and answers prayer, and that He saves from sin and death all who come to Him through Jesus Christ.

#### Jesus Christ

We believe Jesus Christ was God's only begotten Son, born of a virgin and conceived by the Holy Spirit. We believe in Christ's sinless life, miracles and teachings. We believe Christ died on the cross to atone for our sins. We believe Christ rose from the dead, ascended into heaven and will return.

#### The Holy Spirit

We believe in the Holy Spirit who came forth from the Father and Son to convict the world of sin, righteousness, and judgment, and to regenerate, sanctify, and empower all who

# **Everyday Fellowship Bylaws**

believe in Jesus Christ. We believe that the Holy Spirit dwells in every believer in Christ, and that He is an abiding helper, teacher and guide.

## **SECTION 3: LIMITATIONS ON CORPORATE AUTHORITY**

### **Distributions to Exempt Organizations**

The Church, being organized exclusively for religious purposes, may make distributions to organizations that qualify as exempt organizations under § 501(c)(3) of the IRS Code.

### **No Distributions to Private Persons**

No part of the net earnings of the Church shall inure to the benefit of, or be distributable to, its Members, Elders, Deacons, Assistant Deacons, Staff, or any other private person, except that the Church shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Two.

### **Prohibited Activities**

Notwithstanding any other provisions of these By-Laws, the Church shall not carry on any activities not permitted to be carried on by: (a) a corporate entity exempt from federal income tax under § 501(c)(3) of the Code; or (b) a corporate entity, contributions to which are deductible under § 170(c)(2) of the Code.

## **Article III**

### **Membership**

## **SECTION 1: GENERAL**

Acceptance of, and remaining faithful to, the Gospel of Christ shall constitute church membership. Differentiation between qualifications specified in the New Testament for becoming a Christian and those for becoming a member of the local church is made only for definition of enrollment and balloting privileges.

## **Section 2: Enrollment**

For enrollment purposes, membership shall consist of those obedient to the Gospel of Christ and remaining faithful. Members are defined as penitent believers who, upon confession of faith in Jesus Christ as the Son of God, have been baptised by immersion into Christ. Transfers shall be accepted upon public reaffirmation of such obedience.

# Everyday Fellowship Bylaws

## Section3: Voting / Balloting Privilege

The privilege of voting shall be limited to active members of the congregation eighteen (18) years of age or older who have worshiped with this congregation on a regular basis for a minimum of six (6) months. For purposes of determining who is eligible to vote, a member shall cease to be an active member (and will lose voting rights) if he or she has not worshiped with this congregation for the prior 6 months. There is no limitation on the number of persons that may be admitted as members.

Only qualified active members present at any given business meeting shall have the privilege of voting. Each active member present at a meeting of members shall be entitled to cast one vote on each matter coming before such meeting for the vote of the members. A member shall not be entitled to accumulate his or her votes, whether the vote is taken pursuant to an election of elders or otherwise. No member may appoint a proxy to vote or otherwise act for the member.

## Article IV

### ORGANIZATION

The church will consist of elders, ministers, deacons, assistants and members.

**The Board of Elders** will guide the church, act as the final authority on the direction of the church and its activities and oversee all pastoral and ministerial areas including personnel, doctrine, and discipline. Elders shall be chosen by the congregation.

**Ministers** will be qualified pastoral candidates with a heart for teaching and preaching God's Word and a willingness to serve the congregation. They will receive direction from and be accountable to the Board of Elders. The Senior Minister shall be considered an Elder.

**Deacons** have the responsibility of serving in all areas of the church. They are accountable to the elders, receive their directions from the elders and the ministers, and are tasked with carrying out the physical work of the church.

**Assistants** are volunteers who work under the direction of the deacons to perform the tasks needed by the church.

**Members** are individuals meeting the requirements of "voting members" as specified in Sections 2 and 3 of Article III.

### PARLIAMENTARY PROCEDURE

## Section 1: Notice of meetings

The Church shall notify its members and elders of the place, date and time of each annual, regular and special meeting of members. If any Major Actions are to be considered at a meeting, such notice shall be provided

# Everyday Fellowship Bylaws

no fewer than ten (10), or if notice is mailed by other than first-class or registered mail, thirty (30), nor more than sixty (60) days before the meeting date. If no Major Actions are to be considered at a meeting, such notice shall be provided in a fair and reasonable manner (as determined by the elders) and the elders may use the latest technology readily available to the members to provide such notice. "Major Actions" shall mean an amendment to the Bylaws or the Articles of Incorporation of the Church, the sale of all or substantially all of the Church's assets, the merger of the Church with another entity, or the indemnification of any elder, deacon, employee, or other agent pursuant to Article XII of these Bylaws

Notice of a special meeting shall include a description of the matter or matters for which the meeting is called. Any member may waive notice of any meeting in writing, signed by the member entitled to the notice, and delivered to the Church for inclusion in the minutes or filing with the corporate records. The attendance of any member at any meeting shall: (i) waive objection to lack of notice or defective notice of the meeting, unless the member at the beginning of the meeting objects to holding the meeting or transacting business at the meeting; (ii) waive objection to consideration of a particular matter at the meeting that is not within the purpose described in the meeting notice, unless the member objects to considering the matter when it is presented.

## Section 2: Quorum, Majority

- A. A quorum of 40 percent (40%) of eligible voting members shall be present to permit transaction of business.
- B. At all congregational meetings a simple majority (51%) of those present and voting shall govern.

## Section 3: Voting Privilege

The privilege of voting shall be limited to members of the congregation sixteen (18) years of age or older who have worshiped with this congregation for a minimum of six (6) months.

Only qualified voting members present at any given business meeting shall have the privilege of voting.

## Section 4: Election Ballot

Voting for a Senior Minister, and/or others engaged in church-related vocations on behalf of the congregation, for elders and deacons shall be by secret ballot.

## Section 5: Parliamentary Authority

The rules contained in the [Simplified Rules of Order](#) shall govern the business meetings of the congregation in all cases for which they are applicable and in which they are consistent with the bylaws of this congregation.

# **Everyday Fellowship Bylaws**

## **Section 6: Adjournment**

If a quorum shall not be present at any such meeting, the members present shall have the power, successively, to adjourn the meeting, without notice other than announcement at such meeting, to a specified date.

At any follow up meeting that was previously adjourned, at which a quorum shall be present, any business may be transacted which could have been transacted at the original session of such meeting.

## **Article V**

### **MEETINGS**

#### **Section 1: Place**

All business meetings of the congregation shall be held at the principal meeting address of the congregation, or at a location suitable to the Board of Elders.

#### **Section 2: Presiding officer**

Business meetings shall be presided over by the chairman of the elders. If the stated chairman should be absent at any meeting, his parliamentary successor according to the Simplified Rules of Order shall preside.

#### **Section 3: Annual Meeting**

An annual congregational meeting shall be scheduled and called by the elders. A specific item of business to be included is the election of elders and deacons. A minimum of two weeks notice must be given to the membership when a congregational meeting is scheduled.

#### **Section 4: Special Meetings**

Special congregational meetings may be called by the elders.

#### **Section 5: Elders Meetings and Deacons Meetings**

Elders meetings and deacons meetings shall convene as needed



# **Everyday Fellowship Bylaws**

## **Article VI**

### **MINISTERS**

Senior Minister and other ministers employed in Christian vocational services on behalf of the congregation.

### **Section 1: Seeking Minister(s)**

The elders shall be responsible for seeking and screening candidates. Only one candidate for a position shall be presented to the congregation for consideration at a given time.

### **Section 2: Election of Minister(s)**

Candidates shall be elected by the congregation upon recommendation of the elders. The election shall be conducted in harmony with the relevant rules governing congregational meetings as set forth in these by-laws. A simple majority of affirmative votes of those present and voting shall be necessary before a call is extended.

### **Section 3: Tenure**

Terms for tenure of the ministry shall be specified in a written contract, negotiated by the elders between the congregation and the minister(s). The ministers shall be assessed by the congregation on a yearly basis.

### **Section 4: Contract**

At the time of the call, a written statement shall be prepared setting forth the terms of agreement reached between the elders and the candidate(s). Said statement shall specify the starting salary, including such considerations as housing, vacation arrangements, and other arrangements and/or stipulations affecting remuneration. Terms of tenure, as provided in Article VI, Section 3 shall also be stated. Copies of this contract shall be signed by the minister(s) and the elders, the same to be retained by the contractee(s) and the secretary of the elders.

### **Section 5: Ex Officio Capacity**

The senior minister (generally, in the event of a multiple ministry situation) and Chairman of the Elders shall be ex officio members of all meetings, committees and auxiliaries of the congregation.

### **Section 6: Dismissal**

The Board of Elders, being charged with the representation, propagation, and protection of the faith and interests of the congregation are empowered with a  $\frac{3}{4}$  majority to initiate and carry out dismissal procedures when established violations of faith and/or conduct are deemed otherwise unresolvable. In accordance with Biblical

# Everyday Fellowship Bylaws

injunctions serious, considerate, and prayerful attempts at reconciliation and restoration shall be pursued before dismissal procedures are initiated.

## Article VII

### ADDITIONAL STAFF

As need may arise the elders are authorized to call additional staff members (secretarial, custodial, ministerial, etc.) to serve on a part-time or full-time basis. Those approved to serve as ministers of the Word shall be added in accordance with procedures specified under Article VI.

## Article VIII

### ELDERS AND DEACONS

**Elders** shall be chosen by the congregation and shall be charged with the responsibility of the oversight of the church, as prescribed in the New Testament Scriptures. The elders constitute a Board of Elders who shall decide the path and activities that Everyday Fellowship should undertake.

**Deacons** include both male and female personnel. Such are not considered as constituting an Official Board, along with the elders, but are to be chosen by the congregation and assigned duties in keeping with New Testament principles.

### Section 1: Candidates

- A. Approximately eight (8) weeks prior to the annual congregational meeting, oral and written appeals shall be initiated urging members of the congregation to present themselves for consideration as elders and assistants, and to attend special instructional classes which shall be provided.
- B. Approximately six (6) weeks before the annual congregational meeting the Senior Minister and elders shall institute instructional classes concerning the Organizational Structure of the Church, as prescribed by the New Testament and the qualifications and duties of elders, deacons, potential candidates and such women as may aspire to be appointed to specific responsibilities in behalf of the congregation. Attendance of all such persons is expected, except for extenuating circumstances which do not reflect on one's interest or fitness.
- C. Within a prescribed time limit, after having attended the instructional sessions, candidates shall be encouraged to make known their willingness to be considered and their desire to serve, if chosen. All candidates are subject to due consideration and screening by the eldership. No numerical limitation or specification shall prevail, except that in the case of the eldership a plurality of elders must be maintained. No numerical ratio of elders and deacons shall be established.

# **Everyday Fellowship Bylaws**

- D. The congregation shall be notified of candidates being considered for elder or deacon, with the written notification of the election.
- E. Notice of election shall be given as specified in Article IV, Section I. Each candidate shall be considered on the basis of his personal fitness and expressed willingness to serve.
- F. Ballots shall be prepared containing the names of the candidates, the respective offices they seek and Scriptural guidelines relative to such offices. Only ballots marked either “Yes” or “No” with regard to an individual candidate shall be considered valid in determining the percentage of votes cast for each.

## **Section 2: Tenure, Elders and Deacons**

- A. The first time a person is elected to the office of elder or deacon, respectfully, the term shall extend until the following annual congregational meeting. Upon re-election, the candidate will serve for three (3) years. Elders and Deacons shall be reviewed by the congregation on a yearly basis via a formal assessment.
- B. Any elder or deacon who absents himself from three (3) consecutive regularly scheduled meetings described in Article V, Section 5 and 6, shall be automatically suspended, subject to review by the elders at his request.

## **Section 3: Interim Elections**

- A. Interim elections will be held between annual elections to fill vacancies in or for additions to the office of elder or deacon. The chairman of the elders, or his designee, may contact those individuals who have been approved by the elders, and encourage them to submit their names for congregational approval. Upon approval of the congregation, these people will be installed into the office to which elected. The term in office shall continue until the next annual congregational meeting.

# **Article IX**

## **OFFICERS**

### **Section 1: Officers of the Church**

The officers of the congregation shall be selected from the Elders by the Elders to hold the offices of Chairman, Vice-Chairman and Secretary/Treasurer. The chairman shall sign and execute all contracts of the congregation when authorized to do so by the congregation.

# Everyday Fellowship Bylaws

## Article X

### FUNCTIONS

#### Section 1: Appointments

Annually the elders and deacons jointly shall re-evaluate and reassign departmental and committee chairmen to adjust assignments with respect to the number of men serving and the desire of individuals for a change in responsibility. The chairman of the elders shall have the option of appointing committee chairmen, special committees, or other agents of the congregation as necessary. The duties of the respective functional committees, except special committees, shall be set forth by the elders in writing before the appointment.

#### Section 2: Financial Responsibility

The annual budget, having been approved by the elders, shall be presented to the congregation for their information. The deacons shall have authority to dispense funds within said budget. Dispersal of funds which exceed budget coverage are to be approved by the elders.

All funds are to be dispersed by check, church debit or credit card. Two (2) signatures shall be required for all purchases over \$1,000.00. Any elder may be designated to place his name on the bank's signature card and is authorized to sign checks, with preference being given to the treasurer and the chairman of the elders unless expediency requires other elders to sign. As the budget expands, pastors, officers of the church and staff may make purchases and turn in receipts for purchases that are within their budget

#### Section 3: Record Keeping

Records should be kept in accordance with the requirements of the Missouri Secretary of State, the Missouri Department of Revenue and the IRS.

Copies of the following records should be kept at the principal office of the church and maintained permanently:

- (1) its articles or restated articles of incorporation and all amendments to them currently in effect;
- (2) its bylaws or restated bylaws and all amendments to them currently in effect;
- (3) resolutions adopted by its board of directors relating to the characteristics, qualifications, rights, limitations and obligations of members or any class or category of members;
- (4) the minutes of all meetings of members and records of all actions approved by the members;
- (5) all written communications to all members or any specific class of members generally, including the financial statements furnished under the Act;
- (6) a list of the names and business or home addresses of its current directors and officers and
- (7) its most recent annual report delivered to the secretary of state under the Act;
- (8) appropriate financial statements of all income and expenses. As noted, a nonprofit corporation must provide annually a report to the Missouri Secretary of State. Such report must contain the information required by the Act and should be filed on the form prescribed and furnished by the secretary of state.

# **Everyday Fellowship Bylaws**

## **Article XI**

### **AMENDMENTS**

These by-laws may be amended at a congregational meeting provided that the entire proposed amendment has been submitted in writing to the membership at least seven (7) days prior to the meeting.

## **ARTICLE XII**

### **DISSOLUTION OF FUNDS**

Upon dissolution of the church by a 3/4 vote of the Board of Elders, the Elders shall, after paying or making provisions for the payment of all liabilities of the church, dispose of all the assets of the church exclusively for the purposes of the church in such manner, or to such organization or organizations organized and at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Elders shall determine.

Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the church is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Ample notice must be given to the Secretary of State's Office and to the Missouri Department of Revenue to satisfy their reporting requirements.

## **ARTICLE XIII**

### **INDEMNIFICATION**

The Church shall indemnify any person who was or is a party, or is threatened to be made a party to or witness in, any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that the person is or was a Member, Elder, Deacon, or Assistant, against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by that person in connection with such action, suit, or proceeding to the fullest extent and in the manner set forth in and permitted by the Act and any other applicable law, as from time-to-time in effect.

Such right of indemnification shall not be deemed exclusive of any other rights to which such Member, Elder, Deacon, or Assistant may be entitled apart from the foregoing provision. The foregoing provision of this Article shall be deemed to be a contract between the Church and each Member, Elder, Deacon, and Assistant who serves in such capacity at any time while this Article and the relevant provisions of the Act and other applicable law, if any, are in effect, and any repeal or modification thereof shall not affect any rights or obligations then existing, with respect to any state of facts then or theretofore existing, or any action, suit, or proceeding theretofore, or thereafter, brought or threatened based in whole or in part on any such state of facts.

**— END OF BY-LAWS —**