

PROPOSED BYLAWS

Oakwood Church BYLAWS

ARTICLE I – MEMBERSHIP

Section 1 - QUALIFICATIONS

Any person who confesses faith in the Lord Jesus Christ, who has the assurance of salvation, whose character and conduct are in accord with his/her confession, who subscribes to the Statement of Faith in the Constitution of this church, who accepts the Constitution and Bylaws of this church and who is at least eighteen (18) years of age, may apply to become a member of Oakwood Church.

Section 2 - ADMISSION

Admission to membership in Oakwood Church will follow the Oakwood membership process, which is administered by the Lead Pastor and Ministry Staff. This process includes orientation for the new member, procedures for the addition of new members to the Church and expectations of member conduct, absence, withdrawal, and discipline. Admission to membership assumes commitment to be fully invested in the life of the Church, providing identification with the members and mission of this local expression of the Body of Christ, the Church. New members shall be confirmed by the Elders.

Section 3 - ABSENCE

The Elders shall periodically identify and contact members who have not participated in the life of the Church for more than one year to determine whether membership is still desired. Any member indicating that membership is no longer desired, or does not respond after at least two contact attempts, shall be removed from membership.

Section 4 - WITHDRAWAL

Any member who wishes to withdraw from membership shall so inform the Church.

Section 5 - PROPERTY RIGHTS

The private property of the individual members of the Church shall be exempt from corporate debt and corporate legal liability.

ARTICLE II – GOVERNMENT

It is critical that Oakwood Church be led and directed by the head of the Church, Jesus Christ. Oakwood's structure of government is meant to achieve that end, to produce theocracy (government by God), not democracy (government by the people). Only in that end will the structure of government have meaning. Submitting to the lordship and authority of Jesus Christ, Oakwood strives to carry out His mission while pursuing His vision for this Church. In that spirit and based on the pattern of Scripture, the following is set forth on how Oakwood Church will be governed.

Section 1 - THE CONGREGATION

The government of Oakwood Church shall be congregational in its form in the sense that all leaders are accountable to the Congregation. Recognizing the Word of God as the final authority and the Holy Spirit as the source of power, Oakwood does not claim authority in and of itself but seeks to be under the lordship of Jesus Christ. Oakwood Church is first and foremost a work of God through the Holy Spirit.

The members of Oakwood Church, hereinafter referred to as “the Church”, shall entrust all matters of Church leadership to the Elders and the Ministry Staff, except those matters reserved to the Congregation, as listed below. All Elders, Church Officers, and volunteer leaders of ministry teams must be chosen from among members of the Church. All volunteers will follow the guidelines for service as developed for each ministry and/or defined by church wide policies.

The following matters must be brought before the members for approval:

- Hiring the Lead Pastor
- Buying and selling real estate
- Building new buildings or remodeling existing structures in excess of \$100,000
- Incurring debt in excess of \$50,000
- Changing the Constitution and/or Bylaws
- Approval of the annual Church Budget
- Approval of non-budgeted expenses that exceed 2% of total annual Church Budget per occurrence
- Electing Elders
- Electing the Treasurer and the Assistant Treasurer
- Electing the Financial Secretary and the Assistant Financial Secretary
- Electing Nominating Team Members

Section 2 - MINISTRY STAFF

A. Lead Pastor

1. The Lead Pastor is called by God, confirmed by the Congregation and is accountable to the Elder Team. He shall preach and teach the Word of God, oversee the public worship services of the Church, watch over the spiritual welfare of the Church, manage the Church Staff and daily staff activities, and lead the Congregation in a practical Christian life. The Lead Pastor is primarily responsible for communicating and executing the vision of the Church as defined by the Elder Team. The Lead Pastor is responsible to lead the staff and Church to accomplish the church’s mission and develop and maintain policies that effectively manage the operations of the church to that same end. The Lead Pastor will shepherd all the functions of the ministry. The Lead Pastor may consult with the Elders on policy and personnel matters, doctrinal questions, ministry priorities, and budget priorities, seeking their advice and perspectives on such matters. The Lead Pastor is a permanent, voting member of the Elder Team. He shall be an ex-officio member of all committees and teams.

2. The Lead Pastor shall be chosen by a three-fourths majority vote at any regular or special business meeting of the Church.
3. The Lead Pastor, in consultation with the Human Resources Committee, is responsible for hiring and dismissal decisions.
4. The Lead Pastor, in consultation with the Visionary Finance Committee, is responsible to lead the development and maintenance of the annual Church budget.
5. The Lead Pastor shall be an ordained minister in accordance with EFCA standards, or willing to become ordained within three (3) years of hire. The vote to call a pastor shall also signify acceptance into Church membership for the pastor and his wife, if married. He shall be called for an indefinite period of time.
6. The Lead Pastor shall give unreserved acceptance of and agreement with the doctrinal statement of Oakwood Church (see Constitution).
7. The Lead Pastor will develop policies, approved by the Elders, for administering and maintaining oversight over the Benevolent Fund and Missions Fund.
8. The Lead Pastor is required to fully participate in reconciliation processes, as directed by the Elders.
9. The Lead Pastor's employment may be terminated by a unanimous decision of the Elder Team (other than the Lead Pastor).

B. Ministry Staff

1. The Ministry Staff shall consist of men and women who are called of God to dedicate themselves to vocational ministry. They shall give servant leadership to the area of ministry where they have been called to serve. The titles given to each Ministry Staff member shall be determined by the Lead Pastor in consultation with the Human Resources Committee based on the nature of their ministry, their training and background, and the policies and procedures of the Evangelical Free Church of America.
2. Ministry Staff will work under the direction of the Lead Pastor.
3. The Ministry Staff are required to fully participate in reconciliation processes, as directed by the Lead Pastor.
4. The Ministry Staff shall oversee and coordinate the activities of ministry volunteers.
5. The Ministry staff shall give unreserved acceptance of and agreement with the doctrinal statement of Oakwood Church (see Constitution).

Section 3 - CHURCH OFFICERS

The officers of the Church have vested in them all the powers and authority usually ascribed to officers of a corporation and will have authority to use these titles when necessary, in handling corporate or civil matters involving the Church. The Church is incorporated under the laws of the State of Wisconsin as a non-profit religious organization, and the officers of the corporation are stated as follows:

A. President (an Elder elected by the Elder Team)

The Chairman of the Elder Team shall be the President and Church Chairman. He shall preside over business meetings of the Church and ensure that all decisions of the Church are fully carried out.

B. Vice President (an Elder elected by the Elder Team)

The Vice Chairman of the Elder Team shall serve in the capacity of Vice President. He shall fill the role of Chairman in the Chairman's absence. In addition, he shall be the Elders' liaison to the Nominating Team.

C. Elder Secretary (an Elder elected by the Elder Team)

The Elder Secretary shall keep minutes of all Elder meetings, recording all actions taken. The Elder Secretary shall keep minutes of congregational business meetings, recording all actions taken. The minutes shall be made available to members upon request.

D. Treasurer and Assistant Treasurer (elected by the Congregation)

The Treasurer and Assistant Treasurer shall be elected for a term of three (3) years not to exceed two consecutive terms and would qualify for re-election after a one-year break in service. The Treasurer shall have charge of accurate recording and reporting of church funds, except the Church Benevolent Fund. He/she shall perform the Treasurer's responsibilities as outlined in that job description.

E. Church Financial Secretary and Assistant Financial Secretary (elected by the Congregation)

The Church Financial Secretary and Assistant Financial Secretary shall be elected for a term of three (3) years not to exceed two consecutive terms and would qualify for re-election after a one-year break in service. The Financial Secretary shall ensure the proper receipting of all money received by the church and keep proper records of the source and the purpose for the money given. He/she shall perform the Church Financial Secretary responsibilities as outlined in that job description.

Section 4 - ELDER TEAM

The Bible is very clear about the qualifications for and responsibilities of elders in the local church. The role of an elder is clearly defined in the Bible as providing the spiritual leadership of the church, under the headship of Christ. Elders are primarily shepherds tasked with discerning the direction of the Church and guarding the health of the Church. The Bible also speaks regarding how elders should perform their duties.

A. Elder Qualifications

Elders should be men of proven character (1 Timothy 3:1-7); men of sound doctrine (Titus 1:5-9); and men who are active discipling ministry participants assisting the Ministry Staff in caring for the congregation (Matthew 28:1-20; 2 Timothy 2:2; 1 Peter 5:1-6). Elder selection is based upon the recognition of these attributes in the life of the one being considered for the position of Elder here at the Church.

B. Elder Terms

The Elder Team shall consist of a maximum of twelve (12) and a minimum of six (6) men. The term of an Elder shall be three (3) years; however, the team may adjust the terms so that approximately 1/3 of the team is elected each year. An Elder can be elected to no more than two consecutive terms. Being out of office one year restores eligibility.

The Elder Team shall annually appoint from within its membership a Chairman, Vice Chairman and Secretary.

C. Meetings of the Elder Team

The Elder Team shall meet once a month or whenever called together by the Lead Pastor, the Chairman or any two members of the Elder Team.

D. Elder Responsibilities

The Elder Team is responsible for spiritual oversight, shepherding the people of the Church, and organizational governance.

Spiritual Oversight

The Elders will shepherd the people of the Church, with the Ministry Staff, by knowing them, praying for them, protecting them, encouraging them, and caring for them (1 Peter 5:2-3). The Elders will encourage ministry to the poor and distressed (James 1:27). The Elders will promote unity within the Church (Ephesians 4:3) by protecting the Congregation and Ministry Staff from division and by pursuing reconciliation (according to Matthew 18). The Elders will protect the Church from doctrinal error by confronting error and aligning teachings to the clear biblical truth when correction is needed (Acts 20:28-30). The Elders will ensure the Church is

being fed with sound biblical teaching and will clarify, in writing, biblical positions to be held by the Church (Titus 1:9).

Organizational Governance

The elders will:

- Establish the vision of the church by discerning the direction regarding the goals and priorities of the Church.
- Ensure that the life of the church is being well managed by monitoring mission effectiveness and ministry alignment.
- Annually conduct a Lead Pastor performance review.
- Provide a written report to the congregation annually regarding its activities during the past year and its plans for the upcoming year.
- Periodically audit Church finances with an external auditor.
- Annually approve a Human Resources Committee chosen by the Lead Pastor to assist the Lead Pastor in managing personnel. The Human Resources Committee will report to the Lead Pastor.
- Annually approve a Visionary Finance Committee chosen by the Lead Pastor to assist the Lead Pastor in the development of the annual budget. The Visionary Finance Committee will report to the Lead Pastor.

The Elder Team is responsible to create, regularly review and update the Governing Policy that describes the direction and desired results that God is leading the Church to pursue consistent with the Church's Mission and Vision. The Governing Policy will include a list of Limitations that informs the Lead Pastor of impermissible ways of attaining the desired results.

E. Elder Team Actions

Elder Team actions are made collectively. No Elder may take actions on behalf of the Elder Team without express approval for those actions as designated by the Elder Team.

The Elder Team requires a quorum of three-fourths of the elders to be in attendance (in-person or through synchronous electronic medium) to be able to produce actions.

An affirmative vote of the Elder Team requires a three-fourths majority vote of the elders that are present.

F. Removal from Office

An elder may be removed from office:

- By their own decision, or
- By a three-fourths majority vote of all the other Elders.

G. Temporary Appointments

In the event that any of the elected positions specified in this article goes vacant, the Elders shall have the authority to make temporary appointments to fill the vacant position(s) until it (they) can be filled by a special election or by election at the next annual meeting. The elected positions which can be filled temporarily in this manner are Treasurer, Assistant Treasurer, Financial Secretary, Assistant Financial Secretary, or Nominating Team Member. Elders shall not have the authority to appoint other Elders.

A person holding a temporary appointment may hold that appointment for up to two terms of up to six months each. If a temporary appointment is to extend beyond the first six-month term, the Elders must approve the extension. Time served as a temporary appointee shall count toward time served the same as if the appointee had been elected.

H. Conflict of Interest

If a conflict of interest by an Elder or Lead Pastor should arise, that Elder or Lead Pastor shall abstain from being involved in the decision in which there is a conflict of interest. Spouses of current Ministry Staff may be subject to conflicts of interest and may not be selected as Elder candidates without special consideration by the Elder Team.

Section 5 - HUMAN RESOURCES COMMITTEE

The Human Resources Committee shall be formed annually to advise and support the Lead Pastor with the management of Ministry Staff. Members shall be chosen by the Lead Pastor and approved by the Elder Team. The Human Resources Committee shall include at least one (1) Elder. The policy for the qualifications, responsibilities and limitations of this committee shall be maintained by the Lead Pastor.

Section 6 - VISIONARY FINANCE COMMITTEE

The Visionary Finance Committee shall be formed annually to advise and support the Lead Pastor with the management of the financial resources. Members shall be chosen by the Lead Pastor and approved by the Elder Team. The Visionary Finance Committee shall include at least one (1) Elder. The policy for the qualifications, responsibilities and limitations of this committee shall be maintained by the Lead Pastor.

Section 7 - NOMINATING TEAM

This team shall consist of five to ten members as follows: Vice Chairman of the Elder Team, the Lead Pastor, and three or more from the Church membership (at-large).

The individuals from the Church membership shall be elected and serve for a term of three years and would qualify for re-election after a one-year break in service. Qualifications for this position shall include a member in good standing, a member who is active in at least one ministry of the Church and who understands and supports the importance of qualifying candidates for leadership roles according to biblical instruction.

The current nominating team shall nominate for Congregational approval three or more at-large Nominating Team candidates. An at-large Nominating Team member can be eligible as a candidate for another elected position. A person cannot hold both an Elder position and be a member at-large on the Nominating Team. In the event that a Nominating Team member is seeking to be an Elder, this person's replacement on the Nominating Team should also be presented at the time of election.

When the Nominating Team is called on to develop a candidate list for open positions, the congregation should be given at least two weeks' notice to submit recommendations for open positions. Nominated positions will include the following:

- Elders
- Treasurer
- Assistant Treasurer
- Financial Secretary
- Assistant Financial Secretary
- Nominating Team Members

This Nominating Team shall present the names of candidates for each elected position to be filled to the Elder Team for approval before individuals are contacted. The individuals so named shall have sought the office themselves or been nominated by someone from within the congregation or the Nominating Team.

The Nominating Team shall contact the qualified candidates to obtain their final consent to serve and place their names on the ballot for a church membership vote at a business meeting. The Team shall present the ballot to the congregation no later than two weeks prior to the business meeting.

Section 8 - CHURCH RECORDS

Maintenance of Church Records shall be under the responsibility of Ministry Staff. The following Church Records are kept:

- Meeting minutes from Church Annual, Semi-Annual and Special Business Meetings are official records and shall be kept on file in keeping with current administrative procedures. Meeting minutes from Elder meetings, Missions meetings and meetings dealing with the administration of Church Ministries and funds are official records to be kept on file in keeping with current administrative procedures. Official copies of the minutes from the above meetings and teams shall be forwarded to Ministry Staff for filing.
- The Church Membership roll with the dates of their reception or removal. The roll shall be updated as members are added and leave, as well as regular review by the Elders and Ministry Staff for current status. The membership roll is the responsibility of the Ministry Staff.
- Financial record summaries as reported by the Treasurer and Financial Secretary, not including any individual financial records.
- Constitution (Articles of Incorporation) and Bylaws along with any current amendments.

A member shall be entitled to inspect and copy the above-mentioned records, at a reasonable time and location specified by the Elders or Ministry Staff. Members shall have access to documentation of the budget and expenditures.

ARTICLE III – CHURCH MINISTRIES

Section 1 - MINISTRY TEAMS

The ministries of the Church shall be developed, directed, and administered by the Lead Pastor, Ministry Staff, and their respective ministry teams. Ministry teams shall operate according to the ministry team policies, which are maintained by the Ministry Staff.

Each ministry shall recruit teams and individuals whom they deem qualified to serve with them in carrying out the ministry. The ministry team leader shall be a member of the Church. The Ministry Staff is responsible for maintaining an accurate record of each ministry team.

Section 2 - OTHER CHURCH ORGANIZATIONS

Ministries formed within Oakwood Church, with the participation of Ministry Staff and support of the Elders, shall be considered Oakwood ministries. Ministries formed outside of this context that wish to be considered Oakwood ministries shall submit plans to the Ministry Staff for consideration and recommendation. The Ministry Staff will then forward their recommendations to the Elder Team for their approval and sanction.

ARTICLE IV - MEETINGS

- A. The Annual Business Meeting of the Church shall be held in July each year, or at such time as may be decided by the Elder Team provided notification of such meeting has been announced to the congregation at least two weeks prior to the meeting date. The format of the Annual and Semi-Annual Business Meetings shall be arranged by the Ministry Staff and Elders to reach as many members as possible to inform and present matters before the Church.
- B. The fiscal year shall end July 31 with the new budget year beginning August 1.
- C. A Semi-Annual Business Meeting of the Church shall be held in February each year, or at such time as may be decided by the Elder Team provided notification of such meeting has been announced to the congregation at least two weeks prior to the meeting date.
- D. Special business meetings may be called by the Lead Pastor, Chairman of the Elder Team, or by a request signed by a quorum of Church members (quorum consisting of 20% of Church membership). Notice of a special meeting shall be given either by announcement at the regular Sunday services of the Church at least two weeks prior to the date of the meeting, electronically and/or by written notice mailed in time to reach all resident members at least two weeks prior to the date of the meeting.

- E. Twenty percent (20%) of members shall constitute a quorum for the transaction of business. For regular business matters such as election of officers and budget approval members not able to be present may request an absentee ballot. Valid absentee ballots shall be counted toward meeting the quorum requirements for voting purposes, except in the case of hiring a lead pastor or when changing these Bylaws. The quorum requirement must be met by in-person members to approve the hiring of a lead pastor. The Elders are responsible to maintain a written policy for in-person and absentee voting (whether by paper ballots and/or electronic voting).
- F. All members have the right to vote on all matters coming before the business meetings. All matters shall be determined by majority vote (more than one-half of all the votes cast), except when otherwise specified in these Bylaws.

ARTICLE V – FINANCE

Section 1 - ANNUAL BUDGET

The preparation of the annual Church Budget is the responsibility of the Lead Pastor with counsel of the Visionary Finance Committee, with accounting review by the Church Treasurer and with approval of the Elder Team. The proposed budget is presented to the congregation for review and approval before the start of the new fiscal year. Approval of the budget shall constitute authority for the expenditure of the total amount of approved budget.

Section 2 – FINANCIAL ACCOUNTABILITY

The Elder Team shall maintain a financial review policy to ensure Oakwood’s resources are stewarded appropriately.

Section 3 - GIVING

Individual members of the Church are expected to pledge themselves to biblical stewardship to provide for the ministry operating funds of the Church as defined in the Church Budget. All funds received from the congregation are received as charitable gifts and go to meet the ministry operating needs of the Church as defined in the affirmed Church Budget. Special circumstance or opportunities may cause the Ministry Staff or Elders to request or accept offerings over and above the Church Budget. Fundraising projects are also limited to special limited time events and require approval by the Elders. The Church has other defined giving options such as Perpetual Fund and Planned Giving opportunities.

ARTICLE VI - AMENDMENTS

These Bylaws may be amended or altered by a two-thirds majority vote of the members present at any regular or special business meeting of the Church, providing notification of the proposed alteration or amendment has been made to the congregation at least two weeks prior to such meeting. Absentee ballots shall not be counted toward meeting the quorum requirements for voting purposes.