

BYLAWS FOR EMMANUEL FELLOWSHIP CHURCH OF AKRON

Article I – Name

The name of this church is Emmanuel Fellowship Church of Akron (EFC), and the principal place of business of this church is Akron, Ohio.

Article II – Purpose

The mission of EFC is to worship God; to serve God by serving others in our diverse community; to nurture those seeking healing and reconciliation with God; and to share God's love through words and actions. It shall be the aim of this church to be an agent of God for bringing all people to a more complete knowledge of Jesus Christ as Savior and Lord, and to provide fellowship for all those who come within its doors.

Article III – Membership

A. Qualifications: Membership is a free choice of an individual. Persons seeking to become members of EFC shall have attended a worship service at EFC, have been or will be baptized, will complete a new members' class for the church, have signed a covenant of peace with EFC, and participate in a public profession of faith during a worship service.

B. Any member's child who is under the age of reasoning (less than twelve years old) will also be considered a member unless EFC is directed otherwise by the parent. At the age of twelve years, the child then has the free choice to make a public profession of faith and express a desire to become a member of EFC.

C. If a member wishes to rescind his/her membership, he/she is required to do so in writing to the Council Secretary or the Pastor.

Article IV – Church Council

A. Composition: The Church Council shall consist of the Pastor/Minister (if the Pastor/Minister is a member of EFC), five Trustees, five Officers, and the active Deacons. The Deacons have the right to opt out of sitting on council for one year at the Annual Congregational Meeting. All Council members must be members of EFC, as defined in Article III.

B. Election and Terms:

1. Three Trustees, Council Secretary and Assistant Treasurer shall be nominated and elected in the fall of even-numbered years.

2. Two Trustees, Chairperson, Assistant Council Secretary and Treasurer shall be nominated and elected in the fall of odd-numbered years.

3. The Congregation shall nominate EFC members for Trustee and Council Officer Positions.

4. The Pastor/Minister and Trustees will hold an informational meeting for those persons who have been nominated for Trustee position(s).

5. The Pastor/Minister and Council Officers will hold an informational meeting for those persons who have been nominated for Council position(s).

6. Each Trustee and Council Officer shall be elected for a two-year term.

7. Trustees and Council Officers may serve three terms, and then must take one term off before being re-elected to the same seat. The Trustee or Council Officer may hold a different Council seat in the interim.

8. Newly elected Trustees and Council Officers shall take office on January 1.

9. No member may hold Trustee and Council Officer Positions simultaneously.

C. Functions: Purpose and authority of Church Council:

The Council has the right and authority to oversee and coordinate all business of the church; appoint standing Ministries and form ad hoc Ministries as necessary.

1. **The Trustees** shall be responsible for the selection of the candidate(s) for Pastor/Minster. The Trustees shall coordinate with the Pastor/Minister to hire and fire other employees of the church as needed. The Trustees are responsible for business/administrative functions of the church. Trustees are responsible for signing legally binding contracts for the church. A quorum of the Trustees shall meet at least 10 times a year at a time prior to each Church Council meeting. Trustees shall elect a leader and secretary, from among themselves. Copies of the Trustees' meeting minutes will be given to the Council, plus an oral report to Council by the leader or a representative of the Trustees. Two Trustees will count, record and deposit all monetary collections and pass the record on to the Treasurer. In the even that only one or no Trustees are available to count the collection, then the Treasurer or Assistant Treasurer, along with another Church Officer, will perform this duty. If none of the aforementioned is available, then monies will be collected and put in the office safe until they can be properly recorded. The Trustees will be responsible for appointing an Ad Hoc Audit Committee consisting of members only, which shall conduct an annual audit of the prior year in the first quarter of the New Year. The completed audit and findings shall be presented to the Church Council no later than the first meeting of the 2nd quarter of the New Year. All Audit Committee members must be independent of and not family or in a partnered relationship with any financial officer.

2. **Chairperson** shall conduct the Council and Congregational meetings and see that the general rules of order are observed. The Chairperson shall be thoroughly familiar with the by-laws of the church and have a good general understanding of how to preside at meetings as explained in Robert's Rules of Order. The Chairperson shall set agendas for the Council and Congregational meetings.

3. **Council Secretary** shall record the minutes of all Council and Congregational meetings. The Council Secretary shall keep a record of the minutes, distribute copies to the Church Secretary and the Trustees, as well as post a copy on the Council bulletin board. The Council Secretary will also preside over Council and Congregational meetings if the Chairperson is not present.

4. **Assistant Council Secretary** shall assist with and perform the duties of the Council Secretary as needed.

5. **Treasurer** shall conduct the financial day-to-day business of the church. The Treasurer shall work with the Trustees in making a budget with the guidance of the Pastor/Minister. The Treasurer shall submit to the Trustees a monthly report of all income, expenditures and holdings of the church. The report shall cover the month prior to the one that just ended and shall be presented to the Trustees at or before their monthly meeting. The Treasurer shall make no decisions concerning monies spent outside the approved budget.

- The Pastor/Minister or a Trustee must approve monies of \$1 to \$200 spent outside the approved budget.
- Two Trustees and the Pastor/Minister must approve monies of \$201 to \$500 spent outside the approved budget.
- The Church Council must approve monies of \$501 to \$5,000 spent outside the approved budget.
- The Congregation must approve monies greater than \$5,000 spent outside the approved budget.

6. **Assistant Treasurer** shall assist with and perform the duties of the Treasurer as needed.

Exclusions: No two people in a family or partnered relationship may simultaneously hold the office of Treasurer, Assistant Treasurer or Trustee. The Pastor's partner/spouse/significant other may not hold the position of Chair of the Congregation, Trustee, Treasurer or Assistant Treasurer.

Article V – Deacons

A. Selection: Members of EFC shall recommend candidates for Deacons to the Pastor/Minister and the current Deacons. If, after prayer and discernment, the Pastor/Minister and current Deacons determine that a Deacon candidate is suitable, the candidate shall be referred to the Church Council for approval to begin training. After a Deacon candidate is trained, he/she must be approved by the Congregation before becoming a Deacon.

B. Functions: The Deacons shall assist the Pastor/Minister in serving the spiritual needs of the Congregation.

Article VI – Employees

A. Authority to Hire: EFC shall employ a Pastor/Minister. The Pastor/Minister shall be approved by the Congregation from among candidates presented by the Trustees. The Trustees, in coordination with the Pastor/Minister, shall hire other employees, as needed.

B. Pastor/Minister:

1. **Qualifications:** The Pastor/Minister shall be a Christian who is a graduate of an accredited Christian seminary and who is a licensed Pastor/Minister.

2. **Functions:** The Pastor/Minister shall tend to the business, administrative and spiritual needs of the Congregation in accordance with her/his employment agreement. The Pastor/Minister, in coordination with the Trustees, shall have the right to hire and fire employees.

3. The Pastor/Minister shall appoint a Church Secretary (which is a position separate from the Council Secretary position) to assist the Pastor/Minister in any administrative functions the Pastor/Minister deems necessary.

Article VII – Removal of a Church Leader

(These removal provisions are Biblically-based; see 1 Corinthians 5:1-3, 2 Corinthians 2:5-11 and Matthew 18:15-17.)

A. Grounds for Removal: A Trustee, Council Officer, Deacon, or Ministry Leader may be removed for malfeasance or nonfeasance of duties, which includes, but is not limited to, failing to perform his/her duties for a three (3) month period of time. The Church Council will review the circumstances and make a decision to begin the process as follows in Section B.

B. Procedure: Any member of the Congregation may request that a church leader be removed from his/her position by first pursuing the following steps:

1. **Initial meeting:** The person raising the concern about the church leader shall first meet with the church leader to discuss ways to resolve the concern about malfeasance or nonfeasance.

2. **Second meeting:** Should this initial meeting not resolve the malfeasance or nonfeasance concern, the person raising the concern, the church leader in question, and a mediator shall meet to discuss ways to resolve the malfeasance or nonfeasance concern. This mediator shall be chosen by the person raising the concern and shall be a Trustee, Officer, Deacon, or the Pastor/Minister and may not be related to either party.

3. **Third meeting:** Should the second meeting not resolve the malfeasance or nonfeasance concern, the person raising the concern, the church leader in question, the mediator, and a second

mediator chosen by the person raising the concern shall meet to discuss ways to resolve the malfeasance or nonfeasance concern. The second mediator must be from a group different from the first mediator (e.g., if the first mediator is a Trustee, the second mediator may not be a Trustee) and may not be related to any party involved in the situation.

4. **Congregational vote:** Should the third meeting not resolve the malfeasance or nonfeasance concern, the matter shall be taken to the Congregation for a vote, by written ballot, on the removal of the church leader in question.

Article VIII – Replacement of a Church Leader

A. Replacement: Should a church leader be removed, resign, die, or otherwise no longer be capable of holding the church leadership position, the vacancy in the church leadership position shall be filled as follows:

1. **Trustees and Officers:** if less than one half of the Trustee's or Officer's term remains, the position shall be filled by an appointment by the Pastor/Minister and a majority of Church Council as deemed necessary. If more than one half of the Trustee's or Officer's term remains, the position shall be filled in the manner previously stated in Article IV at the annual or a duly-called special Congregational meeting.

2. **Deacons and Employees:** a vacancy may be filled, if necessary, as previously provided in these by-laws (Articles V and VI).

3. **Ministry Leaders:** a vacancy shall be filled by a vote of the members of the particular ministry involved, at the next scheduled meeting of that ministry.

Article IX – Standing Ministries

General Provisions: Ministry at Emmanuel Fellowship Church involves participation from the entire church community, members and non-members, as one heart and mind with God in Christ; however, non-members have no vote regarding ministry decisions (related to voting for annual ministry events and Torchbearers - see "Appointment" below). While ministry service is voluntary, everyone is openly affirmed and encouraged to follow the leading of the Holy Spirit to participate in all designated ministry. The congregation, members and non-members, are called to fulfill the duties of that ministry by God's grace and provision. The call to ministry is a service not only to God but also to His people.

A. Appointment: EFC members shall nominate and prayerfully vote on ministry events to be held for the current year at the annual Congregational meeting. For each approved event, EFC members shall prayerfully elect a Torchbearer, who must be a member of EFC, to lead the event. Serving in ministry is on a voluntary basis, and a person must communicate his or her desire to serve as a Torchbearer for discernment and vote at the annual Congregational meeting. Torchbearers and any

willing participants shall meet quarterly with the Ministry of Ministry, or as designated by the Minister of Ministry.

B. Standing Ministries: Standing Ministry will be prayerfully discerned each year at the annual Congregational meeting. If and when new direction and ideas are given to members and friends of EFC in regards to ministry, it is to be reported to the Minister of Ministry who will document the idea. The Minister of Ministry will present the new idea(s) to Pastor and Council for prayerful consideration and vote whether to place on a waiting list for the following Congregational meeting or put into place for the present year. All Christian/Spiritual education must be brought before Pastor and/or Spiritual Leaders for discernment and confirmation. All general education must be brought before Council for discernment and confirmation.

Article X – Meeting and Voting

A. Meeting: The annual Congregational meeting of EFC shall be held in January or February of each year. The Church Council shall meet at least ten (10) times per year. Additional special meetings of either the Congregation or the Church Council may be requested by any member and shall be held if the Church Council determines a special meeting is necessary. In case of the need for a special Congregational meeting, due diligence will be made to contact as many members as possible. A meeting of the Congregation or Church Council can take place only if a quorum is present.

B. Quorum: For a Congregational meeting, a quorum is the members present in addition to a quorum of the Church Council. For Church Council, a quorum is half of the Council plus one. A Congregational meeting must be announced four Sundays preceding the meeting, not including the day of the meeting (with the exception of special Congregational meetings as mentioned in Article X-A).

C. Church Matters:

1. **Eligibility to Vote:** All members of EFC 18 years of age or older may vote on church matters at a Congregational meeting.

2. **Majority:** Except as provided below, all decisions made by the Congregation or Church Council must be approved by a simple majority of the members voting at the meeting.

3. **Voting Process:** Voting to appoint or remove Trustees, Officers, Deacons or Ministry Leaders shall be conducted by written ballot. All other votes taken by the Congregation or Church Council may be voice votes (except as previously mentioned in Article VII-B4).

4. **Voting shall be in the fall of each year.** Nominations will be accepted during a two week period. Each person who wishes to nominate someone or nominate himself/herself will write

his/her name on the form provided. At the close of nominations, an informational meeting, with current Trustees and the Pastor/Minister, will be scheduled for each person being nominated as a Trustee. The same type of meeting will also be scheduled for nominated Church Council members with the current Church Council members and the Pastor/Minister. A completed list of all nominees will be included as a bulletin insert for two weeks prior to the election. Election will take place during the following two week period. Voting will be done by written, secret ballot.

D. Access to Meetings: Ministry, Church Council, and Congregational meetings are open to all members of and visitors to EFC. The Church Council or Trustees and the Pastor/Minister may also meet in closed sessions as needed. The Pastor/Minister and Deacon's meetings are all closed meetings.

Article XI – Self-Dealing

No member or employee of EFC shall present to the Church Council or Congregation any church business or administrative proposal in which the member or employee has a financial interest, without full disclosure of financial/business relationship. No member or employee with a financial interest in a matter before the Congregation or Church Council shall vote on that matter.

Article XII – Nondiscrimination Statement

EFC does not discriminate on the basis of race, creed, color, nationality, ethnicity, disability, sexual orientation, gender identity, veteran status or familial status in the access to or provision of services.

Article XIII – Amending By-Laws

A. Motion to Amend: At a Congregational meeting, any member of EFC may propose, in writing, an amendment to these by-laws.

B. Vote: The Congregation will vote on a motion to amend these by-laws at the next scheduled Congregational meeting after the one at which the proposed amendment was presented.

C. Majority: No motion to amend these by-laws is effective unless approved by two-thirds of the members present at the Congregational meeting at which the voting occurs.

Article XIV – Robert's Rules of Order

Robert's Rules of Order shall govern all matters not specifically addressed by these by-laws, the church's Policy and Procedure Manual or the laws of the State of Ohio.

Article XV – Dissolution

Upon the dissolution or liquidation of the Corporation, whether in whole or in part, the Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, transfer the assets of the Corporation to another religious entity exempt under Section 501(c) (3) of the Internal Revenue Code of 1986 (26 U.S.C. Section 501(c) (3)). If Emmanuel Fellowship Church of Akron, Ohio does not exist or shall no longer qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any further United States Internal Revenue Law) at the time of the dissolution of the Corporation, any assets of the Corporation shall be transferred to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), as the Trustees determine. These amended by-laws shall take the place of and supersede the existing by-laws. A copy of the minutes of the meeting in which the consenting vote was given is in the Corporation file.

*Revisions voted by Congregational vote in 2015.
Bylaws officially revised October 17, 2017.*