

CONSTITUTION of the Parkman Congregational Church

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ARTICLE I: NAME, PRINCIPAL OFFICE, AFFILIATION

The name of the Corporation is Parkman Congregational Church. This Corporation will be further referred to in the Constitution and Bylaws as the “Parkman Church,” the “Church,” or the “Corporation.” The Parkman Church maintains its principal office at 18265 Madison Road, Parkman, OH. The congregation of the Parkman Church shall have full power and authority to change the location of the principal office from one location to another. Such change in address shall not be deemed an amendment of this Constitution. The membership shall be notified in writing at least sixty (60) days in advance of a change of address. Such notices shall include the new address, effective date, telephone and facsimile numbers and a copy shall be filed with this Constitution.

The Corporation was founded in 1823 and incorporated in the State of Ohio as a not-for-profit corporation, organized and recognized in 1960. The Corporation is a tax-exempt organization under section 501 (c) (3) of the Internal Revenue Code. The Corporation shall not be operated for profit, and no profit or any portion thereof, remainder or residue from dues, donations or income from operations

shall not inure to the benefit of members or officers. Elders and Trustees shall serve without compensation except that they be allowed and paid reasonable reimbursement for actual or IRS allowable reimbursement of expenses incurred in the performance of their regular duties as specified in this Constitution and Bylaws.

Parkman Congregational Church is fully autonomous, affiliated with the Conservative Congregational Christian Conference (8941 Highway 5, Lake Elmo, Minnesota 55042), its New England Congregational Christian Fellowship, and in fellowship with all churches which acknowledge Jesus as Christ to be their divine Redeemer and Lord.

ARTICLE II: PURPOSE

The purpose of Parkman Congregational Church is to fulfill the Great Commission of Christ (Matthew 28:18-20) locally and globally, drawing non-Christians and the unchurched to personal faith in Jesus Christ as Savior and Lord, to disciple Christians to become obedient followers of Christ and well-equipped ministers for Him, and to exalt and worship God in all things.

ARTICLE III: STATEMENT OF FAITH

We believe:

1. that the Bible, both in the Old and New Testaments, is the Word of God written. As such it is the infallible rule of faith and life. Correctly interpreted, it is the final authority for our individual lives as Christians and our life together as the Body of Christ in Parkman
2. that God has existed forever in the three Persons of the Trinity: Father, Son, and Holy Spirit.
3. that Jesus is the Christ, the Son of God and God the Son. He was born of a virgin, lived a sinless life, performed the miracles reported in the gospels and Acts, died and rose again on the third day, and now sits at the right hand of the Father. In His death, He took on the sins of the world so that all who accept Him as Savior and serve Him as Lord shall have their sins forgiven.
4. that the Holy Spirit must be at work in anyone who is saved.
5. that the Holy Spirit provides the strength and wisdom for Christians to grow in Christ and to live a godly life in this present evil world.
6. that both the saved and the lost will be resurrected on the last day and the saved will spend eternity with God while the lost will be condemned to hell.
7. in the spiritual unity of all true believers in Christ.
8. in the confession of faith called the Apostles' Creed.

ARTICLE IV: POLITY

Section 1: Overview

The Parkman Congregational Church is Congregationally governed, Elder Board managed, and Pastor led, under the Headship of the Lord Jesus Christ.

The Chairman of the Elders is the Moderator of the Corporation; the Vice Chair of the Elders is the Vice Moderator of the Corporation; and the Clerk of the Congregation is the Recording Secretary of the Corporation. The Church Treasurer is the Treasurer of the Corporation. The Trustees of the Corporation will be elected by the Congregation and serve as the legal representatives of the Corporation.

Section 2: Congregationally Governed

The Congregation has the final say in budgets, officers, and the hiring and firing of pastoral staff. Additionally, when the congregation acts prayerfully together, as in a congregational meeting, decisions by the whole congregation are believed to be led by God's Spirit and must be followed by the leaders and members.

Section 3: Elder Managed

Elders are called by God to provide oversight to the Church. When the Elders make a decision as a Board, then pastors, individual Elders, and the congregation are to submit to their decisions, unless in extreme cases the congregation prayerfully overrides it. The Elders exercise oversight over all

Church functions and ministries. The Pastoral staff, Deacons, Trustees, and all other boards, committees, task forces, or individuals report to the Board of Elders.

Unless limited by the Congregation, Elders are charged with the management of Parkman Congregational Church. They have the authority to approve hiring and dismissing of budgeted office or administrative staff, musicians and worship leaders, custodial and maintenance help, using whatever process they deem best.

Section 4: Pastor Led

Pastors are called by God and placed in specific churches by Him. Elders and members of the congregation are to submit to the leadership of the Pastor. The Pastor submits to the decision of the Elders when they are acting as the Elder Board and to the members of Parkman Congregational Church when they are acting as the Congregation. All church members recognize that such relationships are to be under the ultimate authority and Headship of the Lord Jesus Christ. Church staff, including pastoral staff, report to the Pastor.

ARTICLE V: MEMBER COVENANT

In our desire to glorify God in all we do and say, we, the active members of Parkman Congregational Church do commit ourselves to faithfully keep these commitments before God. We will recommit ourselves to these at each Annual meeting. Under the Headship of Jesus Christ, we do prayerfully covenant before God and with one another:

1. To protect the unity of our church

- ... by acting in love toward other members
- ... by refusing to gossip
- ... by following the leaders as they follow Christ

Colossians 3.12-14: And so, as those who have been chosen of God, holy and beloved, put on a heart of compassion, kindness, humility, gentleness and patience; bearing with one another, and forgiving each other, whoever has a complaint against anyone; just as the Lord forgave you, so also should you. And beyond all these things *put on* love, which is the perfect bond of unity.¹

I Peter 1.22: Now that you have purified yourselves by obeying the truth so that you have sincere love for each other, love one another deeply, from the heart.

I Corinthians 11.1: Follow my example, as I follow the example of Christ.

2. To share responsibility for our church

- ... by praying for its growth
- ... by inviting the unchurched to attend
- ... by warmly encouraging in Christ those who visit

I Thessalonians 1.1-2: ... To the church of the ThessaloniansWe always thank God for all of you and continually mention you in our prayers.

Luke 14.23: Then the master told his servant, "Go out to the roads and country lanes and compel them to come in, so that my house will be full."

Romans 15.7: Accept one another, then, just as Christ accepted you, in order to bring praise to God.

3. To serve in the ministries of our church

- ... by developing a servant's heart
- ... by being equipped by my pastors and teachers to serve
- ... by discovering and using my gifts and talents

¹ all Bible references come from the NIV

I Peter 4.10: Each of you should use whatever gift you have received to serve others, as faithful stewards of God's grace in its various forms.

Ephesians 4.11-12: So Christ himself gave ...the pastors and teachers, to equip his people for works of service, so that the body of Christ may be built up

Philippians 2.3-7: ... in humility value others above yourselves, not looking to your own interests but each of you to the interests of the others... have the same mindset as Christ Jesus: Who ... made himself nothing by taking the very nature of a servant...

4. To support the testimony of our church

... by attending faithfully

... by living a godly life

... by giving regularly

Hebrews 10.24-25: And let us consider how we may spur one another on toward love and good deeds, not giving up meeting together... but encouraging one another...

Philippians 1.27: Whatever happens, conduct yourselves in a manner worthy of the gospel of Christ...

Leviticus 27.30: A tithe [tenth] of everything from the land, whether grain from the soil or fruit from the trees, belongs to the LORD; it is holy to the LORD.

5. To submit to the discipline of our church

... by applying the truths of the Holy Bible in our own lives

... by agreeing to our Statement of Faith and accepting this Constitution and By-laws

... by submitting to the guidance and guarding of our pastor and elders

II Timothy 3.16-17: All Scripture is God-breathed and is useful for teaching, rebuking, correcting and training in righteousness, so that the servant of God may be thoroughly equipped for every good work.

Galatians 3.15: Brothers and sisters, let me take an example from everyday life. Just as no one can set aside or add to a human covenant that has been duly established, so it is in this case.

Hebrews 13.17: Have confidence in your leaders and submit to their authority, because they keep watch over you as those who must give an account. Do this so that their work will be a joy, not a burden, for that would be of no benefit to you.

ARTICLE VI: AMENDMENTS

This Constitution may be amended only at the Annual Congregational Meeting. Proposed changes shall be made when approved by two thirds of votes cast by the active members of the congregation present at the meeting (abstentions will not be considered as votes cast). The content of the proposed changes shall be published 30 days prior to the meeting.

ARTICLE VII: DISSOLUTION

The property of this Corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any officer or member of this Corporation or to the benefit of any private individual. Upon the winding up and dissolution of this Corporation, and after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed to the CCCC, or a nonprofit fund, foundation or corporation that is organized and operated exclusively for charitable purposes, and which has established and maintained its tax-exempt status under Section 501(c)(3) of the United States Internal Revenue Law of 1986, as amended (the "Internal Revenue Code") or the corresponding provision of any future Internal Revenue Law.

BY-LAWS OF PARKMAN CONGREGATIONAL CHURCH OF PARKMAN, OHIO

ARTICLE I: MEMBERSHIP

Section 1: Qualifications for Membership

Membership in Parkman Congregational Church shall be open to any person who:

- a. evidences personal faith in Jesus Christ as Savior and Lord,
- b. earnestly desires to live in obedience to Scripture,
- c. unreservedly agrees with the purposes of the church and its Statement of Faith,
- d. has been or will be baptized prior to joining
- e. willingly abides by the provision and requirement of this Constitution and By-laws,
- f. affirms the church's membership covenant.

Section 2: Reception into Membership

Any person may make his or her desire to join the membership known to the Pastor or any of the Elders. They shall then attend a membership class that reviews the history, doctrine, and organization of this church. Representatives from the Board of Elders shall then meet with the applicant to hear their testimony and recommend their approval according to the qualifications of the prior Section. The membership may vote to receive all such applicants during any worship service. After new members have been received, they shall be formally introduced to the church family.

Section 3: Active Membership

Active Members are members who are 18 years of age or older and who have participated in the life and activity of the church at least 50% of the time during the previous 12 month period. Individuals who have been members less than one year need to have at least 50% participation since joining the Church. Only active members can vote in congregation meetings. If members have been absent for reasons beyond their control or for other acceptable cause, the Elders shall determine their eligibility to vote.

Section 4: Associate Membership

Persons may be granted Associate Membership if they have satisfied the requirements for membership but:

- a. are younger than 18 years of age and has attended a confirmation class (as set forth in Section 2 above), or
- b. do not meet the minimum participation requirement (e.g. shut-ins, goes south for the winter, away for school, or military)

Associate Members enjoy all the benefits of membership, but are not eligible to vote, teach, or to hold elected offices within the church.

The Board of Elders may move Associate Members to Active status when:

- a. they reach their 18th birthday or
- b. they return to full fellowship with the Parkman Congregation for a period of three months.

Section 5: Alumni Membership

Alumni members are those individuals who have left Parkman Congregational Church for more than one year. Alumni members may not actively participate in Congregational meetings.

Section 6: Changes in Membership Status

Members may be moved to Alumni Membership by decision of the Board of Elders. Members may be moved for any of the following reasons:

- a. moving from the area and thus being no longer able to attend regularly.
- b. death
- c. by request of the member, including letter of transfer.

- d. one year without attending Sunday morning worship without appropriate cause.
- e. regularly attending another local church.
- f. leaving the Church.
- g. for Church discipline and failing to repent and humbly accept correction.
- h. for violation of Biblical principles or insubordination to the leadership of the congregation.

The Elders shall practice concern for the spiritual well-being of the congregation and shall attempt to contact a member before moving them to Alumni membership.

Alumni Members may be restored to Active membership when they complete Sections 1 and 2 of this Article.

Section 7: Church Discipline

A disciple seeks to become like the Master. Thus church discipline teaches, corrects, rebukes and trains in righteousness just as the Scriptures do (II Timothy 3.16-18). The object of church discipline is never punishment, but rather reconciliation. If reconciliation fails, then dismissal from membership may be necessary to guard the rest of the flock (Acts 20.28-30).

The Board of Elders shall be responsible for insuring that church discipline conforms to the Biblical principles given in Matthew 18.15-18; Galatians 6.1-2; I Corinthians 5; and II Corinthians 2.5-11.

Acceptance of membership into this congregation and of its membership covenant implies consent to be placed under the applicability of such church discipline.

In the case of removal from membership due to discipline, the Elders may restore such members to Active Membership only after they have seen evidence of repentance for the cause of the removal and a recommitment to the requirements for Active membership over the course of a six month period.

ARTICLE II: CONGREGATIONAL MEETINGS & CONGREGATIONAL OFFICERS

Section 1: Location

Congregational Meetings shall be held in an appropriate location in the church building unless the Board of Elders specifically designates an alternate site.

Section 2: Meeting Announcements

The date, time, and location of all regularly scheduled congregational meetings of Parkman Congregational Church shall be announced at the two Sunday worship services prior to the meeting, in any available church publications, and via email to active members (or regular post if no email address on file).

Section 3: Annual Congregational Meeting

The Annual Congregational Meeting shall be in January each year at a time and date determined by the Board of Elders.

The meeting will be opened with a prayer by the Pastor. The Clerk of the Congregation shall then take attendance to make sure there is a quorum (51% of active members).

The purpose of this meeting shall be to review annual reports, adopt an annual budget, elect Church officers, discuss and decide any business brought before the Congregation.

Requests for other matters of business to be brought before the Congregation must be presented to the Board of Elders by an active member at least four weeks prior to the Annual Congregational Meeting. A business item presented by this procedure will be added to the Agenda of the Annual Congregational Meeting if a majority of the elders deem it is ready for the congregation's consideration. Otherwise, they have the option to schedule a Special Congregational Meeting (see Section 4) or to refer the matter back to the member who then can seek to call a Special Congregational Meeting as allowed in Section 4.

All financial and other reports for this meeting will be made available to active members one Sunday prior to the meeting. A current list of active members will be included as part of these reports.

After all church business has been concluded, the Clerk will read the Member Covenant. Active members will reaffirm their commitment to this covenant by a show of hands. The meeting will then conclude with prayer.

Section 4: Special Congregational Meetings

Special meetings may be called at any time by the Board of Elders, the Pastor, or by 10 or more active members of the congregation for any purpose. Only the purposes announced in advance may be considered at these meetings. Meetings will be scheduled by the Board of Elders within 30 days of the request by giving notice to the members in accordance with By-Laws Article II, Section 2 and by written explanation of the topic to be considered to the active members

Section 5: Quorum and Voting

Fifty-one percent (51%) of the active members shall constitute a quorum at any business meeting of the Church.

Under normal circumstances, voting shall be by a simple show of hands. The Clerk of the Congregation and one other shall tally the results and announce these results to the congregation. A written ballot may be used if the Elders so choose or if a majority of the active members request one. (Written ballots will be counted by the Clerk and one other.)

Unless otherwise stated in these Bylaws, decisions of the congregation shall be by simple majority of votes cast by the active members of the congregation present at the meeting. An abstention will not count as a vote cast. The only exceptions are where a two-thirds majority (of the votes cast) is required (changing the Constitution, the calling or dismissal of the pastor, and approval of the slate of officers at the Annual Meeting).

We affirm again our intention that every decision be prayerful, with a shared commitment to discern and follow the mind of Christ.

Section 6: Rules of Order

In so far as possible, Church meetings shall follow the pattern of Acts 1 and 15. Matters of procedure not detailed in Scripture shall be handled in accordance with Robert's Rules of Order.

Section 7: Moderator of the Congregation

The Moderator of the Congregation prepares the agenda for each Congregational meeting with the help and advice of the Clerk of the Congregation, the Elders, and the Pastor.

The Moderator shall then conduct the meeting.

The Moderator shall be elected at the start of each Annual Meeting. The same person may be reelected without any term limit.

Section 8: Clerk of the Congregation

The Clerk of the Congregation shall ensure that all active members are notified on all annual and special meetings of the Congregation.

The Clerk shall record the minutes of each Congregational meeting and maintain a record of all these minutes.

The Clerk will also maintain a record of the membership status of each member of the Parkman Congregation, working with the Board of Elders when changes need to be made.

The Clerk shall be elected at the start of each Annual Meeting. The same person may be reelected without any term limit.

ARTICLE III: PASTOR

Section 1: Qualifications

Being guided by God's Word, the Parkman Congregational Church will seek and call a Pastor with a track record of Christian maturity, a passionate love for Jesus Christ, a shepherd's heart, a

hunger to reach the lost with the gospel of Christ, and demonstrated anointing and ability to fulfill the biblical responsibilities of his calling.

Section 2: Duties and Functions

Primary Duties

- a. Ministry of the Word (Colossians 1:28-29; I Thessalonians 2:1-12; II Timothy 2:15,24-26; 3:16-4:4; Titus 1:5-11; 2:15; James 3:1)
- b. Equip the Saints for Ministry (Ephesians 4:11-17; II Timothy 3:16-17)
- c. Disciple (Matthew 28:18-20; Colossians 1:28-29; II Timothy 2:2)
- d. Shepherd the Flock (John 21:15-17; I Thessalonians 5:12-14; Hebrews 13:17; I Peter 5:1-11)
- e. Evangelize (II Timothy 4:5)
- f. Live an Example of Godliness (I Corinthians 11:1; I Timothy 4:12; I Peter 5:3)

Other Duties as an Overseer

- a. Oversee and supervise the Pastoral staff (if any)
- b. Oversee and supervise the church secretary
- c. Oversee all the ministries of the Church
- d. Oversee baptisms, weddings, funerals
- e. Perform other duties as may be assigned by the Board of Elders

Section 3: Selection

The Board of Elders shall prayerfully oversee the selection process for a Pastor. They shall select two of their own number to serve on the Pastoral Search Team, one of whom shall serve as chair. Additional members shall be nominated by the Board of Elders from the active membership and approved (or modified) by the Congregation at a special meeting.

Only when a unanimous recommendation has been reached by the Pastoral Search Team, followed by confirmation by the Board of Elders will a candidate be presented to the Congregation. A minimum two thirds affirmative vote of the Active Members of the Congregation is required for calling a Pastor. The call issued to the Pastor will be an indefinite call.

Resignation or Removal

The voluntary resignation of the Pastor will be submitted to the Elders one to three months prior to the effective date of resignation. By mutual agreement, this time can be longer or shorter.

A majority of the Elder Board may request the "voluntary" resignation of the Pastor. Following the instruction of I Timothy 5: 19-22, if the Pastor no longer meets the qualifications, becomes inactive, or demonstrates insubordination to the governance of the Church, he will be confronted by the Elders. If there is clear evidence of sin and he does not repent, or he is otherwise deemed unable to continue as Pastor, the Elders may present the issues to the congregation at a congregational meeting, called in accordance with Article II of the Bylaws.

Any ten (10) active members of the Congregation may request a Congregational meeting to propose removal of the Pastor. Ideally, a representative of the Conservative Congregational Christian Conference should chair this meeting and offer insights and suggestions as appropriate. After the members' concerns have been considered, a majority of those attending will vote on whether or not to call a special meeting to vote on the removal of the Pastor. Such a meeting will be held after an official announcement is made at two Sunday worship services.

At the special Congregational meeting, the Pastor may be removed by a simple majority of votes cast by the voting members of the congregation present at that meeting. If removed, the Pastor will cease all church activities immediately. He will receive one month's wages and have one month to leave the Parsonage.

ARTICLE IV: ELDERS

Section 1: Qualifications

I Timothy 2:12-14, I Timothy 3:1-7, Titus 1:6-9, and I Peter 5:1-11 list the basic qualifications for a local church Elder. While recognizing that no one perfectly measures up to this standard these Scriptures will guide the prayerful process of selecting candidates for the Congregation to consider for appointment as Elder.

The Pastor shall be an Elder of the church.

Section 2: Duties and Functions of Elders

- a. The Elders as a board have the spiritual authority and responsibility to see that the Church remains on a biblically true course. Working in concert with the pastoral staff, they will set the overall parameters of the ministry of the Church.
- b. The Elders are responsible for seeing that members are being fed through accurate biblical teaching and that the life of the Church is being well managed. They are to care about the spiritual and physical well being of Church members and Staff.
- c. The Elders will prayerfully endeavor to reach unified decisions, but may make decisions by majority vote. When the Elder Board makes a decision, all Elders and pastoral staff shall support that decision. An individual Elder's authority is only present as part of the Elders as a whole, or is limited to that specific authority delegated to him by the Elder Board.
- d. The Elders may appoint qualified Church members to oversee or operate particular ministries of the Church.
- e. The Chairman of the Elder Board will be selected by a majority of Elders. The Chairman of the Elder Board will serve as the President of the Corporation.
- e. A Vice-Chairman and a Secretary will be chosen from among the Elders. The Vice-Chairman will fill-in for the Chairman in his absence and serve as Vice President of the Corporation. The Secretary will be responsible for taking minutes of the Elders.
- g. The Elders will meet to manage the spiritual concerns of the congregation at least monthly, at least eleven months of the year. A quorum shall be a majority of the Elders.
- h. Elders shall perform duties in good faith and in a manner in which shall be in the best interests of the Corporation, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would exercise under similar circumstances.

Section 3: Number and Term

If qualified persons can be identified, the Elder Board shall consist of a minimum of three Elders (counting the Pastor). This number may drop to two during a pastoral search process.

Elders' terms shall be for two years and staggered accordingly. Elders may be elected to sequential terms. An elder may serve for up to six years consecutively but shall then take at least one year off from the Board.

Section 4: Removal of Elders

Following the instruction of I Timothy 5:19-22, if an Elder no longer meets the qualifications for Elder, becomes inactive, or demonstrates insubordination to the governance of the Church, he may be removed by a two-thirds vote of the Elder Board. Removal should not be considered until the Pastor and the Chairman or Vice-Chairman of the Elder Board attempt to meet with that Elder, nor without deliberate and intense prayer on the matter.

ARTICLE V: DEACONS

Section 1: Qualifications

I Timothy 3: 8-13 and Acts 6: 1-5 list the qualifications for a Deacon. While recognizing that no one perfectly measures up to these qualifications, these Scriptures shall guide the process of choosing candidates for the Congregation to consider.

Deacons may be either men or women who are active members of this congregation.

Section 2: Duties and Functions of Deacons

Working in concert with the Elders and pastoral staff, the Deacons will be responsible for overseeing and/or mobilizing the Body for the following ministries:

- a. Worship Ministry: prepare and serve Communion with the Elders.
- b. Care Ministry: look out for the needs of the congregation, providing food or other assistance as appropriate, assisting the Pastor with visitation, weddings and funerals as needed, administer Deacons Fund.
- c. Perform other duties as may be assigned by the Elder Board.

Section 3: Number and Term

If qualified persons can be identified, the Deacon Board shall consist of a minimum of three Deacons.

Deacons' terms shall be for two years and staggered accordingly. Deacons may be elected to sequential terms. A Deacon may serve for up to six years consecutively but shall then take at least one year off from the Board.

Section 4: Removal of Deacons

Bearing in mind the instruction of Matthew 18: 15-17 and Galatians 6:1, if a Deacon or Deaconess no longer meets the qualifications, becomes inactive, or demonstrates insubordination to the governance of the Church, he or she may be removed by a two-thirds vote of the Elder Board. Removal should not be considered until the Pastor and the Chairman or Vice-Chairman of the Elder Board attempt to meet with that individual, nor without deliberate and intense prayer on the matter.

ARTICLE VI: TRUSTEES

Section 1: Qualifications

I Timothy 3: 8-13 and Acts 6: 1-5 list the qualifications for deacons who were entrusted with care for the people and oversight of the Lord's resources. We will look for similar qualifications for those who will serve this congregation as Trustees.

Section 2: Duties & Functions of Trustees

- a. Oversee, maintain, and supervise all local church properties and material resources, reporting to the Board of Elders.
- b. Be official signatories on behalf of the church. The Board of Trustees shall appoint four active members from the congregation to be official check signers for church business.
- c. Receive and administer all gifts made to the congregation.
- d. Ensure that all designated funds are spent in accordance with the intent of the designation.
- e. Ensure that the Articles of Incorporation of the congregation are kept up-to-date.
- f. Be responsible for adequate insurance coverage on all church property.
- g. Be responsible for hiring and firing all paid staff other than the Pastor.
- h. In addition to Article VI of these Bylaws, in their role as part of the Financial Ministry Team, Trustees will hold in trust the Church property and be responsible for safekeeping of all legal documents.

- i. Only when authorized to act by vote of the Congregation, they shall execute and deliver legal documents involving the sale, mortgage, purchase or lease of property or other legal documents where the signatures of Trustees are required.
- j. Shall administer the annual budget. They may exceed this budget by \$3,000 for an emergency, but shall inform the Congregation of this event. If more than \$3,000 is needed for an unbudgeted expense, the Trustees shall call a special congregational meeting to modify the budget.
- k. Perform such other duties as are required by the Corporation laws of the State of Ohio.

Section 3: Number and Term

The Board of Trustees shall consist of a minimum of three Trustees.

Trustees' terms shall be for two years and staggered accordingly. Trustees may be elected to sequential terms. A Trustee may serve for up to six years consecutively but shall then take at least one year off from the Board.

Section 4: Removal of Trustees

Bearing in mind the instruction of Matthew 18: 15-17 and Galatians 6:1, if a Trustee no longer meets the qualifications, becomes inactive, or demonstrates insubordination to the governance of the Church, he or she may be removed by a two-thirds vote of the Elder Board. Removal should not be considered until the Pastor and the Chairman or Vice-Chairman of the Elder Board attempt to meet with that individual, nor without deliberate and intense prayer on the matter.

ARTICLE VII: FINANCIAL MINISTRY TEAM

Section 1: Composition and Qualifications

The Financial Ministry Team is comprised of the Pastor (ex officio), Treasurer, Financial Secretary, and Trustees, all of whom must be voting members of the Church and persons of spiritual maturity and sufficient skills to carry out the responsibilities of their position.

Section 2: Financial Ministry Team Duties and Functions

- a. Prepare an annual budget draft to be presented to the Elders by no later than December of each year, including any salary recommendations to the Elder Board for all Church Staff by no later than December of each year.
- b. Have no power to buy, sell, mortgage, lease, or transfer any real property except by a specific vote of the Church membership authorizing such action.
- c. Perform other financial ministry duties as may be assigned by the Elder Board.

Section 3: Duties of the Treasurer

- a. Hold in trust all monies belonging to the Church in the appropriate checking, savings, or other type account.
- b. Maintain of appropriate records of all expenditures of the Church.
- c. Prepare of Monthly Financial Reports for distribution at monthly Trustees' meetings and preparation of a Year End Financial Statement for presentation to the Congregation.
- d. Disburse cash for budgeted expenses, or other amounts in excess of the Church budget when authorized by the Board of Trustees.
- e. The Trustees may appoint an Assistant Treasurer if they so choose.

Section 4: Duties of the Financial Secretary

- a. Receive all incoming monies and deposit all funds received as directed by the Treasurer, submitting receipts for same to the Treasurer.
- b. Keep an accurate account for each Church member and provide each with a yearly statement of account, ensuring that personal contributions remain confidential.
- c. The Trustees may appoint an Assistant Financial Secretary if they so choose.

Section 5: Handling of Offerings

After collection, the offering will not be left unattended and will always be in view of at least two active members of the Congregation until it is locked up.

The offering will be counted by two members of the Financial Ministry Team.

Section 6: Term

All non-Trustee members of the Financial Ministry Team shall serve for one-year terms and may serve sequential terms.

Section 7: Removal

Bearing in mind the instruction of Matthew 18: 15-17 and Galatians 6:1, if a member of the Financial Ministry Team no longer meets the qualifications, becomes inactive, or demonstrates insubordination to the governance of the Church, they may be removed by a majority vote of the Elder Board. Removal should not be considered until the Pastor and the Chairman or Vice-Chairman of the Elder Board attempt to meet with that person nor without deliberate and intense prayer on the matter.

ARTICLE VIII: OTHER MINISTRY TEAMS**Section 1: Overview**

- a. A chair for each Team will be elected annually by the Congregation according to the process laid out in Article V. Team chairs may serve as long as they are re-elected.
- b. Each Team will consist of the ministry leaders for that area. (e.g. the Discipleship Team might be the Chair, the Sunday school superintendent, a Youth Group advisor, and an Adult Education teacher.) The Team has the authority to create or disband ministries and positions as they see fit. Members of these teams will be appointed by the Team leaders with the approval of the Board of Elders.
- c. Each Team has the responsibility to keep the Board of Elders informed of their activities and seek the advice of the Elders when they want to make significant changes in their ministries.
- d. Each Team will submit an annual budget for inclusion in the Church budget. The Team is free to spend this amount during the budget year once approved by the Congregation. The Church Treasurer will maintain these accounts for each Team.
- e. The Board of Elders will maintain a record of the active ministries of the church. This record will be included with these By-laws as Appendix 3.

Section 2: Outreach Team

- a. This Team works with the Pastor and Elders to reach out to the community, both local and foreign.
- b. This Team has responsibility for all instruments of outreach, such as evangelism teams and special outreach activities; it also oversees the church website, newsletter, and correspondence with missionaries.
- c. This Team shall work with all members of the Congregation to encourage and equip them both for personal evangelism and for church sponsored outreach (including local and foreign mission support).

Section 3: Worship Team

- a. This Team works with the Pastor and Elders to provide for well-run worship services that glorify God and edify those attending.
- b. This Team has responsibility for all elements of a worship service, from providing nursery attendants, greeters and ushers to setting up for Communion services and providing the music for the service.
- c. This Team shall work with all members of the Congregation to encourage and equip them for personal growth both through worship and through support of the various worship activities.

Section 4: Fellowship Team

- a. This Team works with the Pastor and Elders to provide for fellowship activities to comfort and encourage members as they grow in our church family.
- b. This Team has responsibility for all fellowship activities such as small groups, coffee hours, church dinners and picnics. It also exercises oversight of the kitchen and its use.
- c. This Team shall work with all members of the Congregation to encourage and equip them both for personal growth through fellowship and to support of the various fellowship activities.

Section 5: Discipleship Team

- a. This Team works with the Pastor and Elders to provide for the growth of members through education.
- b. This Team has responsibility for all discipleship activities such as Sunday school, youth groups, adult discipleship courses and special discipleship events. It is also responsible for the use of the classrooms in the church.
- c. This Team shall work with all members of the Congregation to encourage and equip them both in their own personal growth and develop them as ministers to serve in the church and in the world.

Section 6: Ministry Placement Team

- a. The Ministry Placement Team (MPT) works with the Pastor and Elders to help each member identify and develop their spiritual gifts (I Corinthians 12, Romans 12).
- b. The MPT works with the other Ministry Teams to find ministries for each member that fit with their gifts or might provide the opportunity for discovering new gifts.
- c. The MPT will oversee the ministries of all members, uplifting them in prayer, encouraging them to grow through their service and develop their gifts.
- d. Should a member try a ministry for a few months and feel that this is not where they should serve, the MPT will work to find a replacement (or recommend discontinuing this ministry) and help the member find another form of service in which the member can bless the Congregation and be blessed in the activity.
- e. The MPT shall prepare a slate of officers to submit to the Elders as set forth in Article V.

ARTICLE IX: SELECTION OF CHURCH OFFICERS**Section 1: Officers of the Church**

The following church officers will be elected by the Congregation at annual meetings:

Elders (for two year terms)	Financial Secretary
Deacons (for two year terms)	Outreach Team Chair
Trustees (for two year terms)	Worship Team Chair
Moderator of the Congregation	Fellowship Team Chair
Clerk of the Congregation	Discipleship Team Chair
Treasurer	Ministry Placement Team Chair

Section 2: Slate of Candidates

- a. The Congregation may make recommendations to the Ministry Placement Team.
- b. The Ministry Placement Team will make a concerted effort to select candidates based upon their spiritual maturity, giftedness, training and experience for their respective offices.
- c. The Ministry Placement Team will select candidates for nomination for all elective Church offices slated for a vote at the Annual Congregational Meeting. These candidates will be presented as recommendations to the Elders by the December Elders meeting. Discussions of the Nominating Task Force will remain confidential.
- d. The Elders may make changes in the slate of candidates as they deem necessary. Individuals approved by the Elders will become Nominees. Nominees will be invited by the Elders to allow their nomination to be presented at the Annual Congregational Meeting.
- e. All officers shall be active members of the Congregation.

Active members of the church may make candidate recommendations to the Nominating Task Force as they are preparing their slate and may also express any candidate-related concerns to the Elders before that slate is presented to the Church for confirmation. Therefore, nominations to elective church office are not accepted from the floor at the Annual Congregational Meeting.

Section 3: Election of Nominees

The slate of Nominees will be presented in writing to the Congregation one week before the Annual Congregational Meeting. Concerns should be brought to the Elders prior to the Annual Congregational Meeting.

The Clerk will put forth the entire slate for approval by the congregation. If the slate passes with a two-thirds majority of the votes cast (by show of hands), then it is approved.

If the entire slate fails to win a two-thirds majority, then additional nominations may be made from the floor. Once all nominations have been made, then each nominee will be elected to his/her respective office by secret, written ballot. Nominees are elected by a simple majority of votes cast by the voting members of the congregation present at the Annual Congregational Meeting. (If three nominees are running for two positions, then each active member may vote for two. The nominees with the top two vote totals will be elected.)

Section 4: Completion of Terms

Once elected to a position, church officers begin their terms immediately.

Elders may appoint active members of Parkman Congregational Church to fill vacancies (due to resignation, etc.) in any elective church office until the next Annual Congregational Meeting.

Section 5: Church Cabinet

The pastor and elected officers of the church shall form the cabinet. This cabinet shall meet once a month.

ARTICLE X: INDEMNIFICATION

To the extent that a person who is, or was, a Director, Officer, Elder, Trustee, employee or other agent of this Corporation (collectively referred to herein as the "Corporation's agent") has been successful on the merits in defense of any civil, criminal, administrative or investigative proceeding that resulted in a judgment against the Corporation's agent because he or she is, or was, an agent of the Corporation, the Corporation shall indemnify such person against expenses actually and reasonably incurred in connection with the proceeding.

If a Corporation's agent either settles such a claim or a judgment is entered against him or her, then the Corporation shall indemnify him or her against expenses, judgments, fines, settlements and other amounts reasonably incurred in connection with such proceedings only to the extent allowed by Ohio Nonprofit Corporation Law.

The Corporation shall defend and hold harmless a Corporation's agent from and against any and all claims arising from or in any way related to property with which the Corporation is involved in any

way; and/or any acts, omissions or the conduct of any of the Corporation's agents. The Corporation shall further indemnify, defend and hold harmless a Corporation's agent from and against all costs, attorney fees, expenses and liabilities incurred in the defense of any such claim or proceeding.

Notwithstanding the foregoing, there shall be no indemnification in relation to matters in which the Elders or Trustees, collectively and/or individually, is/are "interested Directors" or are adjudged to have acted in bad faith; fraud; gross negligence; intentional, wanton, or reckless acts; oppression or malice; or in willful breach of authority, duties and responsibilities; or upon determination or proceedings brought by the State Attorney General, involving situations of unlawful self-dealing or conflict of interest transactions.

The Corporation's agents shall not be personally liable for the debts, liabilities, or other obligations of the Corporation.

ARTICLE XI: CONFLICT OF INTEREST/SELF-DEALING TRANSACTIONS

Section 1: Policy Statement.

Each Officer and Director of the Corporation shall, in the course of his or her duties on behalf of the Corporation, act with strict loyalty and fidelity to the best interests of the Corporation, exercise the utmost good faith in all matters and transactions involving the Corporation, and adhere to the highest ethical standards of fiduciary duty to the Corporation.

Each Officer and Director of the Corporation shall endeavor to avoid, to the best of his or her ability, any situation which may compromise his or her duty to the Corporation personally because of a duality or conflict of interest with any other entity or person with which the Officer or Director may be involved; and each Officer and Director shall endeavor to avoid even the appearance of a conflict of interest which may have an adverse effect on the Corporation.

A Director shall disclose relationships and interests which may present a conflict of interest or a self-dealing transaction in writing to the Elder Board immediately when the relationship is formed or upon the Director's discovery of the potentially conflicting interests. Disclosure shall occur when the personal interests of the Director or Officer (or member of his or her family) could affect the activities, property, employees, or services of the Corporation or involve any matter potentially requiring action by the Board, a Committee or an Officer exercising powers delegated by the Board.

All disclosed information shall be maintained in confidence by the Board. The Board shall provide access to financial information, if any, related to the disclosed relationships or transactions only to those persons who have a reasonable need to know the contents thereof.

Section 2: Recusal.

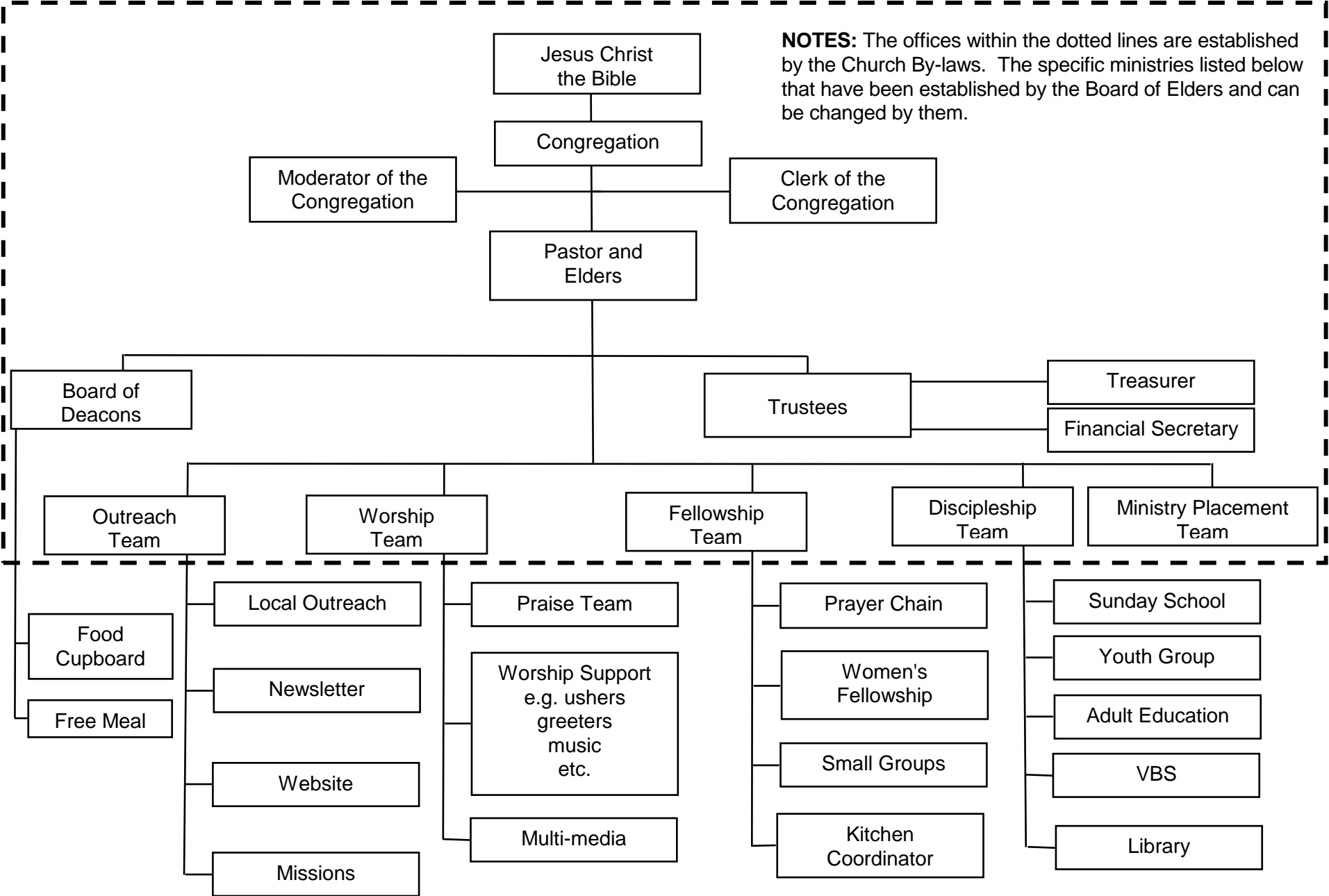
When a church officer has a direct or indirect financial interest in a proposed transaction, that officer shall be recused (leave the room) and shall not participate in the deliberations on the merits of the proposal or vote.

The Board of Elders shall consider and evaluate each potential conflict of interest and/or self-dealing transaction disclosed in light of the Internal Revenue Code ("IRC") standards for, and prohibitions of, self-dealing and private gain, and the requirements of the Ohio Corporations Code. The Board shall approve or authorize such transactions, if at all, only in good faith and without unjustified favoritism, provided that the primary beneficiary of the transaction is the Corporation.

ARTICLE XII: AMENDMENTS

These Bylaws may be amended at any Congregational meeting by a simple majority of votes cast by the voting members of the congregation present at the meeting (abstentions will not be considered as votes cast). The content of the proposed changes shall be published 30 days prior to the meeting.

Organizational Chart (current as of 5/18/14)



NOTES: The offices within the dotted lines are established by the Church By-laws. The specific ministries listed below that have been established by the Board of Elders and can be changed by them.