

**CONSTITUTION
of the Parkman Congregational Church**

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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 any individuals 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 and is directly inspired by God and is inerrant and infallible in the 66 books of the Old and New Testament. It is the supreme and final authority in all matters of faith, life, and practice for our individual lives as Christians and our life together as the Body of Christ at Parkman
2. that God eternally exists in one essence, yet three coequal persons, the Trinity: Father, Son, and Holy Spirit. They are all equal in power and glory.
3. that Jesus is the Christ, the Son of God and God the Son. He was begotten by God, conceived by the Holy Spirit, born of a virgin, lived a sinless life, performed miracles as reported in the gospels and Acts, died and rose again on the third day, and now sits at the right hand of the Father, interceding for His people. 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 eternal life.
4. that the Holy Spirit, whose primary ministry is to glorify the Lord Jesus Christ; He also convicts unbelievers of their need for Christ and imparts spiritual life through regeneration (the new birth).
5. that the Holy Spirit permanently indwells, graciously sanctifies, lovingly leads, and empowers all who are brought to faith in Christ so that they might live in obedience to the Scriptures.
6. that both the saved and the lost will be resurrected on the last day. The saved will spend eternity with God, while the lost will be condemned to everlasting conscious suffering in hell.
7. in the spiritual unity of all true believers in Christ.
8. in the confession of faith called the Apostles' Creed, as well as the body of doctrine contained in Nicene and Athanasian Creeds.

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 any individuals as long as they are in accord with our most holy faith as expressed in the Scriptures.

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, or it is not in accord with Scripture. The Elders exercise oversight over all Church functions and ministries. The Pastoral staff, Deacons, 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 staff positions, using whatever process they deem best.

Section 4: Pastor Led

Pastors are called by God and placed in specific churches by Him. Elders and disciples 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 covenant members of Parkman Congregational Church when they are acting as the Congregation, as long as they are in accord with Scriptures. The Covenant Body recognizes 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: COVENANT MEMBERS

The local body of Christ is vital to the Great Commission. Each one of Paul's letters were written to specific bodies of believers as a way to encourage, build up, and send them out to fulfill the mission of the body of Christ. God calls people to specific local bodies for a reason and it is important to covenant with these bodies on God's mission. This is how the body holds one another accountable, builds one another up, encourages one another, and sends one another out to fulfill God's mission.

In our desire to glorify God in all we do and say, we, the active covenant 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

¹ all Bible references come from the NIV

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 engaging in its mission to reach the lost

... by actively being involved in the life of the church

... by inviting the unchurched into life inside and outside the church

... by warmly encouraging in Christ those inside and outside the church

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.***

Matthew 28:18-20: ... ***Then Jesus came to them and said, "All authority in heaven and on earth has been given to me. Therefore go and make disciples of all nations, baptizing them in the name of the Father and of the Son and of the Holy Spirit, and teaching them to obey everything I have commanded you. And surely I am with you always, to the very end of the age."***

Acts 2:46: ... ***Every day they continued to meet together in the temple courts. They broke bread in their homes and ate together with glad and sincere hearts***

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

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...***

Romans 12:4-6a: ***For just as each of us has one body with many members, and these members do not all have the same function, so in Christ we, though many, form one body, and each member belongs to all the others. We have different gifts, according to the grace given to each of us.***

4. To support the testimony of our church

... by believing Christ

... by living Christ

... by sharing Christ

... by being actively engaged in the life of the church

... by living a godly life

... by giving regularly

1 Corinthians 2:2: ***For I resolved to know nothing while I was with you except Jesus Christ and him crucified.***

Colossians 2:6-7: ***So then, just as you received Christ Jesus as Lord, continue to live your lives in him, rooted and built up in him, strengthened in the faith as you were taught, and overflowing with thankfulness.***

Colossians 3:16-17: ***Let the message of Christ dwell among you richly as you teach and admonish one another with all wisdom through psalms, hymns, and songs from the Spirit, singing to God with gratitude in your hearts. And whatever you do, whether in word or deed,***

do it all in the name of the Lord Jesus, giving thanks to God the Father through him.

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 – as long as they are in accord with our most holy faith as expressed in the Bible - when approved by two thirds of votes cast by the Covenant Body 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 disciple 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.

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BY-LAWS OF PARKMAN CONGREGATIONAL CHURCH OF PARKMAN, OHIO

ARTICLE I: COVENANT MEMBERS

Section 1: Qualifications for Membership

Joining in the covenant with 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 provisions and requirements of this Constitution and By-laws,
- f. affirms the church's covenant.
- g. are committed to the work and ministry of the church.

Section 2: Reception as Covenant Members

Any person, who claims to be a disciple of Jesus, may make his or her desire to join in covenant known to the Pastor or any of the Elders. They shall then attend a covenant members class that reviews the history, doctrine, and organization of this church, and a representative(s) from the Board of Elders shall then meet with the prospective disciple to hear their testimony and recommend their acceptance according to the qualifications of the prior Section. The body of believers will receive all such disciples during any worship service. After new disciples have been received, they shall be formally introduced to the church family.

Section 3: Dismissal of Covenant Members

Partnership may be terminated in one of four ways:

- A. By physical death.
- B. By transfer: When it is requested, the Board of Elders may grant to a departing Covenant Member in good standing, a letter of dismissal to the fellowship of another church. No such letter may be given to a partner who is at the time under the corrective discipline of this church. The Board of Elders may refuse to grant a letter of transfer to any church which is in their judgment disloyal to the gospel (Jude 3).
- C. By exclusion: If a Covenant Member habitually absents himself from the stated meetings of the church without valid reason, or if due to relocation he or she ceases to maintain a vital contact with the church, he or she may be excluded from Covenant Membership. If an excluded partner applies again for partnership, the procedures set forth will again be followed.
- D. By dismissal as a final step of church discipline. The Board of Elders shall only apply the above-mentioned dismissal in strict accordance with the Scriptures.

Section 4: Church Multiplication

As a body of Christ who recognizes that we are on God's mission, we believe the Scripture teaches that church multiplication is a natural bi-product of fulfilling the Great Commission (Matt. 28:18-20).

Therefore, we will look for opportunities to see God's church multiply throughout our area.

Church multiplication requires a clear picture of what the relationship between this church and any daughter church is. This relationship is one of encouragement, guidance, support, prayer, and governance as long as the church plant is functioning in a mission status.

In general there are two phases during a church plant. The first phase is the gathering phase. In the gathering phase the church planting pastor is living on mission seeking to make disciples of Jesus and enfold them into a missional community of people who are engaged in this mission. The second phase is mission status. In this phase a large enough group has been gathered who living on mission and are meeting regularly for worship. It is considered mission status because there are no ordained and duly elected elders and is not capable of sustaining its work and mission on its own whether financially or practically.

The Relationship of a church plant to a mother church is one of encouragement and support. The mother church will provide encouragement by not only being faithful in prayer for the church plant, but by encouraging all those who feel called to its mission within its body to participate in its work. The daughter church is seen as a mission of the parent church and as such it will be viewed not as an alien

entity, but a mission of its own. It will also provide support by giving oversight and governance, time and resources, as well as whatever financial support as it can.

The governance of a church plant will be directed by the church planter and the elders of the parent church. The elders of the parent church will provide elder oversight before elders can be elected and ordained by the congregation of the church plant. Necessary discipline of church plant covenant members will be governed by the parent church's elder board. The training and evaluation of elder candidates for the church plant will be guided and overseen by the church planter and the elders of the parent church.

During the gathering phase of the church plant, those wishing to hold covenant membership in the church plant will have their membership held in the mother church until the mission status phase is reached. During the mission status phase those wishing covenant membership in the church plant will have their membership held there but will have oversight from the mother church.

Voting privileges of church plant members, in the mother church, follow the same guidelines as covenant members (See section 3). During the missional phase only members of the church plant may vote and elect elders.

Section 5: Church Discipline

A disciple seeks to become like Jesus. Thus, the endpoint of it is to correct, rebuke and train in righteousness just as the Scriptures do (II Timothy 3:16-18). The object of church discipline is never punishment, but rather reconciliation. It's is to effect a return to a Biblical standard of discipleship (as defined above) in a Covenant Member who errs (Galatians 6:1), to maintain purity in the local church (1 Corinthians 5:6) and to deter sin (1 Timothy 5:20).

Any Covenant Member of this church who teaches or insists on holding false doctrine, and persistently conducts himself or herself in a manner inconsistent with Biblical teaching, or who persists in disturbing the unity or peace of the church shall be dealt with as follows, according to Matthew 18:15-18:

A. It is the duty of any Covenant Member of this church who has knowledge of an erring Covenant Member's heresy or misconduct to warn and correct the erring partner in private, seeking his or her repentance and restoration.

B. If the erring Covenant Member does not heed this warning, the warning Covenant Member shall again go to the erring Covenant Member accompanied by one or two other Covenant Members as witnesses to warn and correct, seeking repentance and restoration.

C. If, after discipleship, the Covenant Member is contumacious² or obstinate to the teaching of Scripture, the authority and care of the Board of Elders, and the Lordship of Christ, refusing to repent and be restored, the discipline process will

continue. If, however, it is found that those who have brought the matter to the Board of Elders err, then they will be disciplined and challenged to repent and seek forgiveness for false accusations brought against the supposed erring Covenant Member.

D. If the erring Covenant Member refuses to repent and be restored, then the Board of Elders shall with discretion, preserving the dignity of the erring Covenant Member (in doing so, all local and federal laws will be upheld regarding defamation, libel, and slander), tell it to the church encouraging the congregation to pray for repentance and restoration of the erring Covenant Member.

E. If the erring Covenant Member refuses to heed the warnings of the Board of Elders and the church, he or she shall be dismissed from the church pursuant to the Scriptures and treated as an unbeliever (sought and loved with care as the missing sheep out of the 100). There shall be no appeal of the discipline process or the dismissal to any court. The congregation shall be encouraged to pray for the repentance and restoration of the erring Covenant Member (in doing so, all local and federal laws will be upheld regarding defamation, libel, and slander)

² Contumacious: (especially of a defendant's behavior) stubbornly or willfully disobedient to authority.

The Lord's Supper will not be intentionally withheld from any Covenant Member of the church. The warnings given during the Lord's Supper serve as a governing factor over this. If a person is removed from the Covenant Membership and continues to attend, it is upon themselves to not partake. Although, the other Covenant Members would do well to warn the erring person, as any unbeliever to not partake if they are at odds with God or their fellow brothers and sisters. It is clearly understood that the discipline process will continue until one of the following occurs:

1. The erring Covenant Member leaves the church
2. The erring Covenant Member seeks to withdraw from partnership
3. The Board of Elders determines to withdraw their Covenant Membership (this will coincide with E above)

Acceptance of the covenant implies consent to be placed under the applicability of such church discipline.

Section 6: Disciples

Disciples are those who: worship Jesus increasingly in all of life, have been/are being changed/transformed by Jesus increasingly in all of life, are obeying Jesus increasingly in all of life, and are leading others to do the same. To sum it up, a true disciples is growing up in every way into Christ (Eph. 4:15).

Disciples who have joined in covenant with the local body are Covenant Members. Those who have participated in the life and activity of the church at least 50% of the time during the previous 12 month period, or since joining the church body can vote in congregation meetings. If covenant members have been absent for reasons beyond their control or for other acceptable causes, the Elders shall determine their eligibility to vote.

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 covenant 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% the Covenant Body).

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 a covenant 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 covenant 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 the Covenant Body one Sunday prior to the meeting. A current list of Covenant Members will be included as part of these reports.

After all church business has been concluded, the Clerk will read the Member Covenant. Covenant 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 Covenant 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 Covenant Body.

Section 5: Quorum and Voting

Fifty-one percent (51%) of the Covenant Body 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 Covenant Body requests 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 Covenant Body of the congregation present at the meeting. An abstention will not count as a vote cast. The only exceptions are where a three-fourths 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 Covenant 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 Covenant Body of 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

Parkman Congregational Church will seek and call a Pastor who is man of God (1st Timothy 3) who is guided by God's Word, who has 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 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. Be responsible for hiring and firing all paid staff other than self.
- c. Oversee and supervise the church secretary (if any)
- d. Administer the of the Lord's Supper in accordance with the Word of God
- e. Oversee all the ministries of the Church
- f. Oversee baptisms, weddings, funerals
- g. Ensure activities of the Church are in line with Scripture, including all special meetings and guest speakers.
- h. Oversee the mission of the church to make disciples
- i. 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 covenant members shall be nominated by the Board of Elders and Covenant Members from the Covenant Body 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 three-fourths affirmative vote of the Covenant Body 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) covenant 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 vicinage counsel and offer insights and suggestions as appropriate. After the 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.

The Pastor shall serve until removed by the Lord; by three-quarter vote of 90% of covenant members of the church, at a church meeting called for the exclusive purpose of removing the Pastor from the church pulpit; or by resignation.

If removed, the Pastor will cease all church activities immediately. He will receive a severance package based on the years of ministry and have one month to leave the parsonage. The severance package will

be 2 weeks per year of service, (total package including health and housing) not to exceed 3 months. The 2 weeks would be the sum of total package divided by 26. The severance package will be paid out based on a mutually agreed upon arrangement, paid on a regular schedule.

ARTICLE IV: ELDERS

Section 1: Qualifications

An Elder is a man of God (1 Timothy 3) who has the qualifications as explained in 1st Timothy 2:12-14, 1 Timothy 3:1-7, Titus 1:6-9, and 1 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 disciples 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 covenant 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 covenant 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.

Elder's, like a pastor, are called by God to be the spiritual leaders of the people of God. It is a calling of utmost importance and an Elder can serve as long as he feels the call, taking time off if need be, in the form of a sabbatical, which can last as long as needed.

Section 4: Removal of Elders

Following the instruction of 1 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: MINISTRIES THAT FALL UNDER THE ELDERS

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 shall work with all disciples of the Congregation to encourage and equip them for personal growth both through worship and through support of the various worship activities.

Children's Ministry

- a. This Team works with the Pastor and Elders to provide for the growth of our children.
- b. This Team has responsibility for all discipleship activities such as Children's Sunday school, Children's church, VBS, and other activities related to children's ministry..

Deacons

- a. See Article VI.

ARTICLE VI: 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 covenant members of this congregation.

While there are many deacons in the church – most of whom are working on a volunteer as needed basis – a board of Deacons has been set in place that works under the board of Elders and oversees the deacon volunteers.

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 Covenant Body as they volunteer 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 (food cupboard, etc) 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.
- d. This Team has responsibility for all elements of a worship service; providing nursery attendants, greeters and ushers, setting up for Communion services.
- e. Overview of Deacon Responsibilities.
 - A chair for each Team will be elected annually by the Congregation according to the process laid out in article VI section 1. Team chairs may serve as long as they are re-elected.
 - Each Team will consist of the ministry leaders for that area. (e.g. the Christian Education Director might be the Chair, the Sunday school superintendent, a Youth Group advisor, and an Adult Education teacher.) Individuals who abide by the Statement of Faith and Covenant on pages 2-4 may participate in these teams, with the exception of the Ministry Placement team. Members of these teams will be appointed by the Team leaders with the approval of the Board of Elders.
 - 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.
 - Each Team Chair 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.

- 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 2.1: Trustees

- Duties and Functions

- * Oversee, maintain, and supervise all local church properties and material resources, reporting to the Board of Elders.
- * Be official signatories on behalf of the church. The Board of Deacons shall appoint four covenant members from the congregation to be official check signers for church business.
- * Receive and administer all gifts made to the congregation.
- * Ensure that all trust funds of the congregation are invested properly.
- * Ensure that the Articles of Incorporation of the congregation are kept up-to-date.
- * Be responsible for adequate insurance coverage on all church property.
- * 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.
- * 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.
- * 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.
- * Perform such other duties as are required by the Corporation laws of the State of Ohio.
- * Test water quarterly

Section 2.2: Financial Ministry Team

- Composition

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

- Duties and Functions

- * 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.
- * Have no power to buy, sell, mortgage, lease, or transfer any real property except by a specific vote of the body authorizing such action.
- * Perform other financial ministry duties as may be assigned by the Elder Board.

- Duties of the Treasurer

- * Hold in trust all monies belonging to the Church in the appropriate checking, savings, or other type account.
- * Maintain appropriate records of all expenditures of the Church.
- * Prepare Monthly Financial Reports for distribution at monthly Cabinet meetings and prepare a Year End Financial Statement for presentation to the Congregation.
- * Disburse cash for budgeted expenses, or other amounts in excess of the Church budget when authorized by the Board of Trustees.
- * The Trustees may appoint an Assistant Treasurer if they so choose.
- * Prepare W2 and/or 1099 for church employees.

- Duties of the Financial Secretary

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

- Handling of Offerings

- * After collection, the offering will not be left unattended and will always be in view of at least two covenant members of the Congregation until it is locked up.
- * The offering will be counted by two members of the Financial Ministry Team.

Section 2.3: Missions Team

- This Team works with the Pastor and Elders to reach out to the community, both local and foreign.

Section 2.4: Fellowship Team

- This Team works with the Pastor and Elders to provide for fellowship activities to comfort and encourage disciples as they grow in our church family.
- This Team has responsibility for all fellowship activities such as coffee hours, church dinners and picnics. It also exercises oversight of the kitchen and its use.

Section 3: Number and Term

- If qualified persons can be identified, the Deacon Board shall consist of a minimum of seven 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 VII: SELECTION OF CHURCH OFFICERS

Section 1: Officers of the Church

- When a need or vacancy for an officer Church officers will be elected by the Congregation at annual meetings:

Section 2: Nominees

- a. For all open positions, other than elder, nominations must be presented to the elders by the first elder meeting of the month of December.
- b. All recommended Nominees must have been made aware and agree to be presented as a candidate.
- c. Questions and concerns, about Nominee('s) must be brought to the Elders before the Congregational meeting.
- d. Individuals approved by the Elders will become Nominees.
- e. All officers shall be covenant members of the Congregation.

Section 3: Election of Nominees

- The Nominees will be presented to the Congregation with the Annual Congregational Meeting agenda.
- The Clerk will put forth the Nominees for approval by the congregation. If the Nominees pass 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 the process will have to start over and a special meeting will be called.

Section 4: Completion of Terms

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

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

Section 5: Monthly Leaders Meeting

The pastor and elected officers of the church shall form the Leaders Team. This Deacon Team shall meet a minimum once a month to discuss the ministries of the church. During the meetings there will be devotions, prayer for one another, and discussion of what's going on in each ministry – with opportunities for each ministry to ask for suggestions and ask for areas where they need help, either with administrative questions or help with upcoming ministry. Every disciple of this body of believers is invited.

ARTICLE VIII: 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 IX: 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 X: AMENDMENTS

These Bylaws may be amended at any Congregational meeting by a simple majority of votes cast by the covenant 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.

