

# ECHO HILLS

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# CHURCH

## By-laws

These By-laws contain the rules adopted for the regulation and management of Echo Hills Church, an Idaho religious nonprofit corporation. (Adopted on Date, Latest revision Date).

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**SECTION 1**  
**Operational Fundamentals**

**1.01 Church Incorporation.** Echo Hills Church was formally Incorporated on or about December 10, 1952 as First Assembly of God, Inc., of Lewiston, Idaho; name changed to Valley Christian Center on or about January 19, 1999; name changed to Echo Hills Church on or about (insert date here) under the laws of the State of Idaho, under the IDAHO NONPROFIT CORPORATION ACT, as a Idaho religious nonprofit corporation upon filing with the Idaho Secretary of State Echo Hills Church's Articles of Incorporation. Echo Hills Church is a Christian church created to further the Christian purposes described in Echo Hills Church's Statement of Faith appearing in Section 3 of these By-laws.

**1.02 Tax Exempt Purposes.** Echo Hills Church is organized and shall at all times be operated exclusively for religious, charitable, or educational purposes pursuant to 26 U.S.C. § 501(c)(3), as required by the laws and regulations applicable to corporations that are exempt from federal income taxation under 26 U.S.C. § 501(c)(3), contributions to which are deductible under 26 U.S.C. § 170. Without limitation to the foregoing, Echo Hills Church shall observe the following restrictions and limitations.

- (a) **Earnings:** No part of the net earnings of Echo Hills Church shall inure to the benefit of any individual according to the laws and regulations applicable to corporations that are exempt from federal income taxation.
- (b) **Propaganda or Legislation:** No substantial part of the activities of Echo Hills Church shall be carrying on propaganda, or otherwise attempting, to influence legislation according to the laws and regulations applicable to corporations that are exempt from federal income taxation.
- (c) **Political Campaigns:** Echo Hills Church shall not corporately participate in, or financially intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office according to the laws and regulations applicable to corporations that are exempt from federal income taxation.

**1.03 Offices.** Echo Hills Church shall maintain a principal office and a registered office in the State of Idaho in the same location or in different locations. Echo Hills Church may have one or more other offices other than the principal or registered office at the discretion of the Board of Elders or the Lead or Co-Pastors of Echo Hills Church.

- (a) **Principal Office:** The principal office of Echo Hills Church in the State of Idaho is located at:  
3215 Echo Hills Drive  
Lewiston (Nez Perce County), ID 83501
- (b) **Registered Office:** The registered office of Echo Hills Church in the State of Idaho is located at:  
3215 Echo Hills Drive  
Lewiston (Nez Perce County), ID 83501
- (c) **Changes:** The location of the principal office or the registered office may be changed at any time as authorized by the Board of Elders in accordance with the Idaho Nonprofit Corporation Act.

**1.04 Registered Agent.** Echo Hills Church shall continuously maintain a registered agent who is an individual who resides in Idaho and whose business office is identical with the registered office in Paragraph 1.03(b).

**1.05 Fiscal Year.** Echo Hills Church's annual operating period shall be a calendar year-end, ending annually on December 31.

**SECTION 2**  
**Statement of Affiliation**

**2.01 Affiliation.** While recognizing inherent right to sovereignty in the conduct of its own business affairs, this church voluntarily enters into full cooperative fellowship with and as a member of THE GENERAL COUNCIL OF THE ASSEMBLIES OF GOD with headquarters at Springfield, Missouri, and likewise in fellowship with and as a member of the NORTHWEST DISTRICT COUNCIL OF THE ASSEMBLIES OF GOD (d/b/a NORTHWEST MNISTRY NETWORK) with headquarters at Snoqualmie, Washington, and subject to their authority in matters of doctrine and conduct, which corporations are hereinafter referred to as "General Council" and "Northwest Ministry Network," respectively, or collectively referred to simply as "Assemblies of God."

**2.02 Privileges, Responsibilities, Representation.** This church shall share in privileges and assume responsibilities enjoined by affiliations mentioned above, in accordance with the Constitution & By-laws of each the General Council and the Northwest Ministry Network, as such regulations are now and may from time to time be amended, including representation at both the General Council and the

Northwest Ministry Network business sessions, through its delegates who have been selected by the membership of this church or its Board of Elders.

### **SECTION 3** **Statement of Faith**

This church accepts the Bible as our all-sufficient rule for faith and practice. This church adopts as statements of faith the Statement of Fundamental Truths of the General Council of the Assemblies of God ([www.ag.org](http://www.ag.org)), Springfield, MO.

- 3.01.** WE BELIEVE...[The Scriptures Inspired](#) and declare His design and plan for mankind.
- 3.02.** WE BELIEVE...in [The One True God](#)—revealed in three persons...Father, Son, and Holy Spirit (commonly known as the Trinity).
- 3.03.** WE BELIEVE...in [The Deity of the Lord Jesus Christ](#). As God's son, Jesus was both human and divine.
- 3.04.** WE BELIEVE...in [The Fall of Man](#)—ushering evil and death, both physical and spiritual, into the world.
- 3.05.** WE BELIEVE...in [The Salvation of Man](#) (trusting Christ, through faith and repentance, to be our personal Savior). [1 of 4 cardinal doctrines of the AG]
- 3.06.** WE BELIEVE...in and practice [The Ordinances of the Church](#)—(1) Water Baptism by immersion after repenting of one's sins and receiving Christ's gift of salvation, and (2) Holy Communion (the Lord's Supper) as a symbolic remembrance of Christ's suffering and death for our salvation.
- 3.07.** WE BELIEVE...[The Baptism in the Holy Spirit](#) is a special experience following salvation that empowers believers for witnessing and effective service, just as it did in New Testament times. [1 of 4 cardinal doctrines of the AG]
- 3.08.** WE BELIEVE...[The Initial Physical Evidence of the Baptism in the Holy Spirit](#) is 'Speaking in Tongues', as experienced on the Day of Pentecost and referenced throughout Acts and the Epistles.
- 3.09.** WE BELIEVE...[Sanctification](#) initially occurs at salvation and is not only a declaration that a believer is holy, but also a progressive lifelong process of separating from evil as believers continually draw closer to God and become more Christlike.
- 3.10.** WE BELIEVE...[The Church and its Mission](#) is to seek and save all who are lost in sin. We believe 'the Church' is the Body of Christ and consists of the people who, throughout time, have accepted God's offer of redemption (regardless of religious denomination) through the sacrificial death of His son Jesus Christ.
- 3.11.** WE BELIEVE...in [Ministry](#). The Bible teaches that each of us under leadership must commit ourselves to reach others for Christ, to worship Him with other believers, to build up or edify the body of believers—the Church and to meet human need with ministries of love and compassion.
- 3.12.** WE BELIEVE...[Divine Healing](#) of the sick is a privilege for Christians today and is provided for in Christ's atonement (His sacrificial death on the cross for our sins). [1 of 4 cardinal doctrines of the AG]
- 3.13.** WE BELIEVE...in [The Blessed Hope](#)—When Jesus raptures His church prior to His return to Earth (the second coming). At this future moment in time all believers who have died will rise from their graves and will meet the Lord in the air, and Christians who are alive will be caught up with them, to be with the Lord forever. [1 of 4 cardinal doctrines of the AG]
- 3.14.** WE BELIEVE...in [The Millennial Reign of Christ](#) when Jesus returns with His saints at His second coming and begins His benevolent rule over earth for 1,000 years. This millennial reign will bring the salvation of national Israel and the establishment of universal peace.
- 3.15.** WE BELIEVE...[The Final Judgment](#) will take place for those who have rejected Christ. They will be judged for their sin and consigned to eternal punishment in a punishing lake of fire.
- 3.16.** WE BELIEVE...and look forward to the perfect [New Heavens and the New Earth](#) that Christ is preparing for all people, of all time, who have accepted Him. We will live and dwell with Him there forever following His millennial reign on Earth. 'And so shall we forever be with the Lord!'

### **Statement of Christian Living**

**3.17.** A person who has experienced salvation is united with Christ in His death and resurrection, having put sin behind him and being free from its power. At the moment of salvation, the believer is justified, or made right with God, and is adopted into God's family, and the process of sanctification begins. Sanctification is the cooperative process between God and the new believer whereby the believer progressively becomes freer from sin as explained in the Scriptures and increasingly resembles the example of Christ. Upon trusting Jesus as God and Savior, the believer's life begins to change as God works in him and as he continues to submit to Him. The Christian life is marked by obedience to the Lord and a desire to live life the way the Bible says. The believer should increasingly bear the fruit of the Spirit as listed in Galatians 5:22-23, and demonstrate faith through good works according to the gifts, talents, and abilities the Lord has provided. The believer in Christ uses the Scriptures for teaching, reproof, correction, and training in righteousness in order to be adequate and equipped for every good work. The believer must consistently read the Bible, as this is God's primary means of speaking to the believer and leading them into truth and life change. The believer must seek instruction and accept correction, acknowledging the benefit of both. The believer should grow in his knowledge of the Bible, application of biblical truth to his life, ability to instruct others concerning the Bible, and correction of others according to the Bible as explained in Matthew 18:15-17. The attitude of the believer when instructing and correcting fellow believers must always be one of love and humility, and never one of control or domination. The goal when correcting the sin of fellow believers is always to restore them to biblical living and healthy relationships with others in the Church.

Regarding correction in cases of unrepentant sin by another, and in accordance with Matthew 18:17, the believer is expected to follow up with one or two witnesses and bring the other's unrepentant sin to the Church so that the rest will be fearful of sinning, while reaffirming love for the fellow Christian or permitting sorrow to the point of repentance. Whenever possible, conflicts between believers should be resolved within the Church and according to biblical guidance, as lawsuits in secular courts are dishonoring to Christ and the Church and a defeat for the believers. The believer should always be quick to seek conflict resolution, as well as being quick to forgive completely — just as Jesus has forgiven the believer. Every offense should be dealt with so that bitterness has no opportunity to spring up and cause trouble. The believer must always seek to protect the integrity of the Church and its leadership and the honor of Christ and His Gospel. Leviticus 19:17; Deuteronomy 8:5; Job 5:17; Psalm 1:2, 105:14, 118:18, 141:5; Proverbs 3:11-12, 6:23, 9:7-8, 10:17, 12:1, 13:18, 13:24, 15:5, 15:10, 15:12, 15:31-32, 17:10, 19:18, 19:20, 19:25, 7 19:27, 21:11, 22:15, 23:12-13, 25:12; Isaiah 1:17; Matthew 4:4, 5:1-7:29, 18:15-17, 18:21-35, 28:19-20; Luke 17:3-4; John 8:31-32, 14:15, 14:21, 17:17; Acts 5:11, 9:31, 20:32; Romans 2:1-11, 6:4-14, 6:17-19, 8:1-17, 12:1-13:14, 14:1-23, 15:5, 15:14, 16:17-20; 1 Corinthians 1:30, 4:21-5:13, 6:1-8, 6:11, 6:13, 6:18-20, 9:27, 11:32, 12:12-26, 13:1-13; 2 Corinthians 2:5-11, 3:18, 5:11, 6:14-18, 7:1, 7:8-11, 10:5; Galatians 4:5, 4:16, 5:16-24, 6:1-2; Ephesians 1:5, 4:1-6:20; Philippians 1:9-10, 2:12-13, 3:9-14, 4:4-9; Colossians 1:10, 1:28, 2:5, 3:5-4:6; 1 Thessalonians 4:3- 12, 5:11-23; 2 Thessalonians 2:13, 3:6-15; 1 Timothy 1:5, 1:19, 3:1-13, 4:1-8, 5:17-22; 2 Timothy 1:7, 2:15, 2:20-21, 3:16-17, 4:2; Titus 1:7-9, 1:13, 2:15, 3:10-11; Hebrews 3:13, 5:11-14, 10:24-25, 12:1-2, 12:4-11, 12:14-15, 13:20- 21; James 1:2-27, 2:14-26, 5:19; 1 Peter 1:2, 1:13-25, 2:2, 2:11-5:11; 2 Peter 1:3-11; 1 John 1:3-8, 2:15-17, 3:3-10, 4:7-13, 4:19-21, 5:1-5, 5:18; 2 John 1:7-11; Revelation 3:19.

- (a) We believe that God offers redemption and restoration to all who confess and forsake their sin, seeking His mercy and forgiveness through Jesus Christ. (Acts 3:19-21; Rom 10:9-10; 1 Cor 6:9-11.) We believe that every person must be afforded compassion, love, kindness, respect, and dignity. (Mark 12:28-31; Luke 6:31.) Hateful and harassing behavior or attitudes directed toward any individual are to be repudiated and are not in accord with Scripture nor the doctrines of Echo Hills Church.
- (b) Gender. We believe that God wonderfully and immutably creates each person as male or female. These two distinct, complementary genders together reflect the image and nature of God. (Gen 1:26-27.) Rejection of one's biological sex is a rejection of the image of God within that person.
- (c) Marriage. We believe that the term "marriage" has only one meaning: the uniting of one man and one woman in a single, exclusive union, as delineated in Scripture. (Gen 2:18-25.) The Scriptures teach that the marriage covenant shall be reserved only for one man with one woman. God the Creator decided that the man should not be alone, and specifically fashioned the woman as the suitable helper for the man, made the woman from a part of the man and in the woman made the man complete, designed sexual union to be with a husband cleaving to his wife as one flesh, bestowed His divine blessing upon the unity of a man and a woman, gave the man and the woman the ability to fulfill His charge to be fruitful and multiply and replenish the earth, and ordained the pattern for human life that a man and a woman would join in this marriage covenant and cleave to each other as one flesh. The Lord designated specific duties for the holy unity between a man and a woman, instructing the husband to love his wife as Christ loved the Church and gave Himself up for her, and instructing the wife to be subject to the husband in everything and to submit to him as unto the Lord. No other relationship can ever be the holy unity between one man and one woman established by the Creator, which the Apostle Paul frequently compared to the holy unity of Christ and the Church, and man has no authority to alter the divine order of the marriage covenant between one man and one woman, or to separate what God has joined together. Genesis 1:27, 1:28, 2:18-24; Matthew 19:1-12; Romans 7:2; 1 Corinthians 7:1-40; Ephesians 5:22-33; Colossians 3:18-19.
- (d) Sexuality. The Scriptures limit the expression of human sexuality to the marital relationship of one man with one woman, which is the only legitimate and acceptable sexual relationship. We believe that any form of sexual immorality (including adultery, fornication, homosexual behavior, bisexual conduct, bestiality, incest, and use of pornography) is sinful and offensive to God. (Matt 15:18-20; 1 Cor 6:9-10.) Genesis 2:24; Exodus 20:14; Leviticus 20:10-21; Deuteronomy 5:18; Proverbs 5:3-5, 5:8-13, 7:21-27; Matthew 5:27, 19:18; Luke 18:20; Romans 1:26-27, 13:9; 1 Corinthians 6:9-10, 6:18, 10:8; Galatians 5:19; 1 Thessalonians 4:1-8; Hebrews 13:4; James 2:11; Jude 7.
- (e) Sanctity of Life. We believe that all human life is sacred and created by God in His image. Human life is of inestimable worth in all its dimensions, including pre-born babies, the aged, the physically or mentally challenged, and every other stage or condition from conception through natural death. We are therefore called to defend, protect, and value all human life. (Ps 139.)
- (f) We believe that in order to preserve the function and integrity Echo Hills Church as the local Body of Christ, and to provide a biblical role model to the Echo Hills Church members and the community, it is imperative that all persons employed by Echo Hills Church in any capacity, or who serve as volunteers, agree to and abide by these statements on Marriage, Gender, Sexuality and Sanctity of Life as laid out in Section 3.17 of these By-laws. (Matt 5:16; Phil 2:14-16; 1 Thess 5:22.)

#### **SECTION 4** **Meetings**

**4.01 Order of Business.** In order to expedite the work of the church business meetings and the Official Board meetings and to avoid confusion in deliberations, all meetings shall be governed by the accepted rules of parliamentary procedure in keeping with the spirit of Christian love and fellowship under the guidance of the Holy Spirit. The parliamentary authority shall be Robert's Rules of Order, (any current edition), and it shall apply when it is not inconsistent with the By-laws or any special rules of order that this church may adopt in the future.

**4.02 Membership Meetings.**

- (a) Annual: The annual meeting of the members of this corporation shall be held no later than the 31st day of March, in each year. Notice of said meeting shall be provided in printed or electronic format and made available to the members not less than fourteen (14) nor more than fifty (50) days before the date of said annual meeting.
- (b) Special: Special meetings of the members of this corporation may be called from time to time at the discretion of the Lead or Co Pastors, the Board of Elders, or by petition listing fifty percent (50%) of the active membership of this church. An initiative by petition shall be in writing and duly signed by those members requesting such meeting, and received by the Lead or Co Pastors of the church. Notice of all special meetings shall be given by the Secretary (officer on the Board of Elders) and shall state the purpose or purposes for which the meeting is to be called. Notice of said meeting shall be provided in printed or electronic format and made available to the members not less than fourteen (14) nor more than fifty (50) days before the date of said business meeting. No other business shall be considered at any special meeting other than that described in said notice.
- (c) Voting Rights: Each member shall be entitled to one vote. Members shall vote on matters listed in Section 5.04.
- (d) Quorum: The members present at any duly called business meeting shall constitute a quorum.
- (e) Adoption: The vote of a majority of those votes entitled to be cast by the members present shall be necessary for adoption of any matter voted upon by the members unless a greater proportion is required by laws, the Articles of Incorporation, or the By-laws.

**4.03 Board of Directors (Board of Elders).**

- (a) Regular: The Board of Directors of this corporation shall hold regular monthly board meetings and such special meetings as they shall deem necessary for the competent management of the affairs of the corporation.
- (b) Special: Special meetings may be called as needed by the Lead or Co Pastors or a majority of the directors, providing at least one day's notice to all directors. This period may be shortened by mutual consent. Meetings may be conducted in person, by conference call or other electronic communication, within the parameters of Idaho State non-profit corporate law. Neither the business to be transacted at, nor the purpose of, any regular meeting need be specified.
- (c) Quorum: One-half or more of the members of the Board of Directors shall constitute a quorum.
- (d) Notice and Consent: The Board of Directors shall not meet without notification to the Lead or Co Pastors and with his/her consent. The Lead or Co Pastors shall preside at all meetings unless he/she appoints someone to act on his/her behalf.
- (e) Nomenclature: The Board of Directors shall be referred to as the Board of Elders or the Official Board, and individual members as directors, elders or board members of Echo Hills Church.

**SECTION 5**  
**Membership**

**5.01 Membership.** Membership in this church shall be open to all those who give evidence of their faith in the Lord Jesus Christ and who voluntarily subscribe to its statements of faith and agree to be governed by its By-laws as herein set forth. All persons who qualify for membership and whose names appeared on the original Membership Roll of the church at the time that it was first organized, together with those names that have been added, shall constitute the legal voting membership of the church, providing they are eighteen (18) years of age or over, who are living consistent Christian lives, who are in agreement with our statement of faith, and who regularly attend and financially support the church. Note: All pastoral staff and their spouses automatically receive voting member status.

**5.02 Membership Process.** Each person seeking membership shall complete the membership process as established by the Lead or Co Pastors. Upon affirmation by the Board of Elders, the person shall be received into membership.

**5.03 Responsibilities.** All members shall:

- (a) Attend the regular corporate gatherings of the church (Heb. 10:24-25)
- (b) Identify, develop and utilize one's spiritual gifts and abilities and to seek a place of service within the church (Rom 12:4-6)
- (c) Give regularly, generously and cheerfully a portion of one's income for the support of the church and its ministries (Matt. 6:19-21; II Cor. 9:7)
- (d) Continually seek to care for one another by acts of kindness and compassion, the bearing of one another's burden and by seeking to restore in love those who have fallen into sin (John 13:34-35; Gal. 6:1-2)
- (e) Seek to maintain harmony and unity in the church even in the event of possible disagreements (Eph. 4:3)
- (f) Seek to live a consistent and exemplary Christian life at all times (Eph. 4:1)

**5.04 Voting Rights.** Members of this church shall have the right to vote on the following matters:

- (a) **Real Property Transactions:** Members shall vote on any real property transaction with a purchase or sale price over \$500,000. Upon receiving approval of the transaction via a two-thirds' (2/3's) vote of the members present at any regular or special called business meeting, the officers of the corporation shall be legally empowered to complete the purchase and or sale as delineated in Section 8.02 of these By-laws.
- (b) **Election of Lead or Co Pastors:** The members shall be empowered to vote on the selected Lead or Co Pastors candidate as delineated in Section 6.04(c) of these By-laws.
- (c) **Amendments to These By-laws:** The members of this church shall vote on any amendments to these By-laws, with a 60% affirmative majority vote required to approve the amendment(s) as delineated in Section 12.01 of these By-laws. Notification of such proposed amendments shall be submitted and made available to members at least fourteen (14) days prior to the business meeting in which they are considered for adoption.
- (d) **Affirmation of Elders:** The members shall be empowered to vote on the affirmation of the Board of Elders as delineated in Section 6.02(c) of these By-laws.
- (e) **Other Matters of Business:** The Board of Elders may bring any item of business they deem of sufficient weight or portent to the members for a vote at any regular or specially called business meeting.

**5.05 Review of Membership Roster.** In order to keep the active membership roster current, review shall be made annually during January. The Lead or Co Pastors and the Board of Elders shall be authorized to revise the membership roll of the church annually, and to remove from the list of active members all names of those who have deceased during the year, together with the names of those who may have been removed from membership as delineated in Section 5.07 of these By-laws.

**5.06 Transfer of Membership.** Members in good standing, who may wish to sever their relationship with the church, or who may desire to be transferred to some other congregation, may apply to the Secretary with a letter, which shall be granted on the approval of the Lead or Co Pastors and the Board of Elders. Said letter may be signed by the Lead or Co Pastors of the church.

**5.07 Inactive Status/Loss of Membership.** Members who shall, without good cause, absent themselves from the services of this church for six (6) consecutive months or more, or who may be out of harmony with its teachings, or who shall be under charges of misconduct, or who may have fallen away from the faith, shall by implementation of the Lead or Co Pastors and Board of Elders, and by action so stated in the minutes, be automatically placed on inactive membership status and shall lose any legal standing associated with membership until such time as the affected member's case has become final either by the member's own inaction, or after the case has been fully reviewed by the Board of Elders. Examples of the above reasons for being placed on inactive status include, but are not limited, to the following: (1) departure from the Statements of Faith and Christian Living and refusing to change (II Thessalonians 3:6,10, Galatians 5:19-21, and Ephesians 5:3-7), and (2) engaging in the disruption of fellowship by sowing discord among the members; showing a non-cooperative attitude, persisting in gossip; or creating trouble in general (James 2:2-12, Proverbs 6:19, and Romans 2:1, 3).

- (a) **Notice of Inactive Status:** Notice of inactive status and the reasons therefore shall be sent via certified mail to the affected member's last known address as noted in the church files. It shall be each member's responsibility to keep the church notified of his/her current address. Receipt of said notice shall be presumed on the third (3rd) business day following the letter being posted.

- (b) **Review:** Membership in this church is an ecclesiastical matter and is subject to the biblical mandates reflected in this document and other church policies. An individual may be granted the opportunity to appeal the decision of the Board of Elders regarding membership status at the discretion of the Official Board. Such appeal must be made in writing, and within seven (7) business days of notification by the Official Board. When such an appeal is granted, a review will be conducted by the Board of Elders. In such cases, the member whose status is in question must appear and personally present his or her situation or appeal to the Official Board for consideration. The affected member has no right to legal action or the presence of an attorney during any review of membership. Following the presentation, the Board of Elders shall prayerfully consider all the evidence and render a decision. Such decision shall be final.
- (c) **Removal:** If reinstatement is not granted, the affected person shall immediately be removed from membership in this church and have no further right to appeal or redress in this church, the civil courts, or elsewhere.

## **SECTION 6**

### **Church Governance**

**6.01 Leadership Team.** The Leadership Team of this church consists of the Lead or Co Pastors, Associate Pastoral Staff, Support Team, Board of Elders, and leaders from other ministry teams as may be implemented and active. The Leadership Team, under the direction of the Lead or Co Pastors, shall establish and keep current the purposes, core values, vision, and mission of the church.

**6.02 Board of Elders.** This church shall be governed by one Board of Elders which shall be known as the Official Board or Board of Directors.

- (a) **Composition:** The Board of Elders shall consist of a minimum of 3 and a maximum of 13 members.
- (b) **Qualifications:** Elders shall be persons, male or female, of mature Christian experience and knowledge, who shall be expected to meet the requirements as set forth in 1 Timothy 3 and Acts 6. Elders shall be at least 21 years old, and with the exception of the Lead or Co Pastors, have been voting members of this church at least 1-year (12) months. Elders are expected to adhere to biblical standards of leadership. They are also expected to faithfully attend cooperate gatherings as well as believe in and consistently practice tithing to this local church.
- (c) **Nominations/Affirmation:** Elders shall be chosen from the current membership of the church. Nominees will be chosen by the current Board of Elders and will be published and available for at least one month prior to the business meeting scheduled to affirm the nominee(s). Elders shall be affirmed by a 51% majority vote of member's marked ballots.
- (d) **Terms of Office:** Elders shall have a full three (3) year term, or in the event they are filling an unexpired term, until the end of the term they are replacing. Elders may be reaffirmed for another 3 (three) year term by a 51% majority vote of the members present at the annual business meeting.
- (e) **Duties:** The internal business affairs of this corporation shall be managed by its Board of Elders. Individual board members, with the exception of the Lead or Co Pastors, may also be referred to as Elders. The Board of Elders shall be authorized to transact all business for this church, except for those matters which by their very nature affect the entire church. Matters which by their very nature affect the entire church include, voting on the purchase or sale of real property with a value over \$500,000, and the election of the Lead or Co Pastors, and amendments to these By-laws. The Board of Elders shall be specifically responsible for overseeing the business activities of this corporation, including but not limited to the entering into of contracts, owning, holding in trust, using, selling, conveying, mortgaging, leasing, or otherwise acquiring or disposing of such property (both real and chattel) as may be needed for the prosecution of its work. They shall serve as trustees of the corporation and be responsible for maintenance of church buildings and equipment. The Board of Elders shall act in an advisory capacity with the Lead or Co Pastors in all matters pertaining to the church in its spiritual life. They may assist the Lead or Co Pastors in ministry as needed or requested and as their own gifts and abilities allow. They may advise in setting policies and determining the means to facilitate ministry and fulfill the church's mission, vision, purposes and values. The Board of Elders shall consider applications for church membership and make decisions with respect to receiving applicants into church membership.
- (f) **Vacancy:** In the event a vacancy occurs on the Board of Elders, they shall be empowered to appoint a successor to serve until the next annual or special business meeting of the voting members of the church.
- (g) **Removal:** With the exception of the Lead or Co Pastors, any member of the Board of Elders (including Officers), may be removed without cause by two-thirds' (2/3's) vote of those Elders present constituting a quorum at any regular or special meeting of the Official Board of this church. Any Elder so removed shall have no right to appeal.

**6.03 Officers.** Officers of this corporation shall consist of a President, a Vice President, a Secretary, and Treasurer. Any two or more offices may be held by the same person, except the offices of the President and Vice President (if position is filled by a Co Pastor). All officers shall be members of the Board of Elders.

**6.04 The President/Lead or Co Pastors.**

- (a) **Duties:** The President shall act as chairman of all the business meetings of the church and of the Board of Elders. The President shall collaborate with the other Lead or Co Pastor in fulfilling their duties. The Lead or Co Pastors shall have general supervision of all activities of this church. In the event of Co Pastors, one Pastor shall serve as President of the corporation, and be Chairman of all meetings of the membership and the Official Board, and, with the Secretary of the church, shall sign all official documents for the church. The Lead or Co Pastors shall be an Ex Officio member and overseer of all committees, departments and programs of the church. The Lead and Co Pastors shall be responsible for the selection and termination of all staff and employees. The Lead or Co Pastors shall provide for all the services of the church and arrange for all special meetings, giving due regard to the needs of the congregation. No person shall be invited to speak or preach before the congregation of this church without the Lead or Co Pastors' approval. The Lead or Co Pastors shall perform such other functions as are customary to the office of President, and as necessary to the proper discharge of his duties.
- (b) **Qualifications:** The pastoral candidate shall be a member in good standing with the General Council and/or The Northwest Ministry Network (District Council) of the Assemblies of God and shall comply with the scriptural and Assemblies of God standards for the ministry (I Timothy 3:2 - 7, Titus 1:6 - 9, and I Peter 5: 2 - 3).
- (c) **Election:** A two-thirds' (2/3's) vote of the active voting members present and voting at any meeting called for the purpose of electing a pastor shall be required for an election.
- (d) **Term of Office:** The Lead or Co Pastors shall be elected for an indefinite term of office.
- (e) **Vacancy:** In the event of a vacancy in the pastorate, a new Lead Pastor shall be selected in the following manner:
  - (1) The Co-Pastor, as President Elect, shall succeed to the presidency should a vacancy arise. If no President Elect has been designated, the Official Board, acting as a pulpit committee, after prayerfully seeking to know the mind of God and carefully choosing the best counsel available, shall sift through the congregation's goals and priorities, selecting then a scripturally qualified Assemblies of God minister as a nominee to the office of Lead Pastor and present his/her name for the vote of the assembly. The counsel of the Network Leader shall also be considered.
  - (2) When a vacancy in the pastorate shall occur, an interim pastor shall be arranged by the Official Board until a Lead Pastor can be chosen.
- (f) **Resignation:** It is recommended that the Lead or Co Pastors give thirty (30) days' notice of intent to resign. Resignations shall be submitted to the official Board of Elders. The resignation becomes effective upon the date agreed to by the Lead or Co Pastors and the Board of Elders. The Board of Elders shall take official action to receive or accept a letter of resignation and to provide for a smooth transition, providing appropriate severance pay and honor to the Lead or Co Pastors for services rendered during his/her tenure.
- (g) **Removal:**
  - (1) **Cause:** Lead Pastors may be removed only for cause - cause being defined as a failure to maintain the qualifications for office (See Section 6.04(b)), unscriptural conduct (moral or ethical failure), or departure from the statements of faith held by this church.
  - (2) **Investigation:** In the event charges based on grounds for cause are preferred against the Pastor, a preliminary investigation shall be conducted by the Board of Elders. If the preliminary investigation indicates possible violations of doctrinal, sexual, moral, or ethical standards for an Assemblies of God minister, the board shall immediately notify the NWMN Executive Officers who shall conduct an investigation and determine if the pastor is able to continue in office or face disciplinary charges and notify the Official Board of such action in either case.
  - (3) **Notice:** If there does not appear to be immediate cause to contact the NWMN as per (2) above, the Board of Elders shall determine the facts as best they can, recording the same. If allegations supporting the complaint are determined groundless, it shall be dismissed with \*prejudice. (No further action will be taken, and if a member be the source of the complaint, said member shall have no further right of redress in either the civil courts or elsewhere.) In the event that facts supporting the complaint have some merit, the Board of Elders shall consult with the Northwest Ministry Network for counsel, mediation, or intervention. A preliminary hearing shall then be conducted before the Board of Elders with a designated representative from the Northwest Ministry Network presiding as chairperson. If the preliminary hearing reveals substantive issues, and such issues could affect the minister's credentials, it becomes the responsibility of the

Northwest Ministry Network to further investigate, discipline, or resolve. Notice of the outcome of said investigation shall be made to the church.

- (h) Dismissal: If the matters affecting the pastor's ability to lead are not based upon moral or ethical charges, but leadership or philosophical issues, the Board of Elders may ask for the Lead or Co Pastors' resignation following a two-thirds' (2/3's) majority vote of no confidence from the Board of Elders, following consultation with the Northwest Ministry Network. In the event the Lead or Pastor does not resign as requested, and if there is no other apparent solution, the matter shall be referred to a hearing within fourteen (14) days before the active voting members of this church. Said meeting shall be chaired by a representative from the Northwest Ministry Network. A two-thirds' (2/3's) vote of all active members, present and voting, shall be required to dismiss a Lead or Co Pastors and sustain the action of the Official Board. Note: Only those members actually present shall be entitled to cast a vote.

#### **6.05 Associate Pastors/Ministry Staff.**

- (a) Duties: All members of the Associate Pastoral/Ministerial Staff are directly responsible to the Lead or Co Pastors for respective assignments or portfolios. They shall be amenable to the Lead or Co Pastors in all matters of faith and conduct, and shall perform such duties and carry such responsibilities as may be assigned by the Lead or Co Pastors.
- (b) Qualifications: The Candidates for service on the Pastoral Staff shall be selected by the Lead or Co Pastors, subject to confirmation by the Board of Elders, and shall serve as assistants to the Lead or Co Pastors and under the Lead or Co Pastors' direct supervision. They shall not be eligible to serve on the Board of Elders. All individuals serving in a ministerial capacity on the Pastoral Staff must have and maintain current ministerial credentials or provide proof that he/she has an application pending for such credential with an organization approved by the Lead or Co Pastors. In the event an individual serving on the Pastoral Staff is in a non-ministerial role, he or she should alternatively qualify themselves by a showing of training and experience in the particular field for which they have been so engaged.
- (c) Term of Office/Removal: Any ministerial staff/associate pastor(s) may be removed by the Lead or Co Pastors at will. No ratification by the Board of Elders is necessary, nor does the ministerial staff/associate pastor(s) have any appeal.
- (d) Resignation: Shall be governed in the same manner as the resignation of the Lead or Co Pastors pursuant to the process delineated in Section 6.04(f) of these By-laws.
- (e) Membership: Ministerial staff/associate pastor(s) and their spouses are automatically voting members of the church as delineated in Section 5.01.

#### **6.06 The Vice President.**

- (a) Election: In the event of Co Pastors, one of the Co Pastors will serve, as the Vice President of the Corporation. If there is no Co Pastor, the Vice President shall be selected annually by consensus from among the members of the Board of Elders during the first Board Meeting following the Annual Business Meeting. His or her term of office shall be for one year.
- (b) Duties: The Vice President, subject to this or any other provisions in these By-laws, and any other corporate officer shall act in all business matters pertaining to the corporation and business affairs of the church in the absence of the President. The Vice President, unless a Co Pastor, shall never act as the spiritual leader of this church even in the president's absence. The Vice President shall perform any other functions as may be customary or as may be directed by the Board of Elders.
- (c) Removal: The Vice President may be removed from office pursuant to the process delineated in Section 6.02(g) of these By-laws. In the event that the Vice President is a Co Pastor, the Vice President may be removed from office pursuant to the process delineated in Section 6.04(g).

#### **6.07 The Corporate Secretary.**

- (a) Election: The Corporate Secretary shall be selected annually by consensus from among the members of the Board of Elders during the first Board Meeting following the Annual Business Meeting. His or her term of office shall be for one year.
- (b) Duties: The Corporate Secretary's duties shall include keeping a true and accurate record of all business meetings of the church and the Board of Elders. The Corporate Secretary may personally fulfill the duties or delegate as agreed to by the Board of Elders. The Corporate Secretary shall be custodian of all legal documents and shall be authorized to sign all official and legal documents, to conduct church correspondence where required, and to perform any other functions as are customary or as may be directed by the Board of Elders.
- (c) Removal: The Secretary may be removed from office pursuant to the process delineated in Section 6.02(g) of these By-laws.

#### **6.08 The Treasurer.**

- (a) Election: The Treasurer shall be selected annually by consensus from among the members of the Board of Elders during the first Board Meeting following the Annual Business Meeting. His or her term of office shall be for one year.
- (b) Duties: The Treasurer's duties may be delegated to a bookkeeper or accountant, and shall include being the overseer and custodian of all church funds which shall be deposited into bank accounts as designated by the Board of Elders. The Treasurer shall be authorized to sign checks and make disposition of funds as may be required in the accurate conduct of church business under the supervision of the Board of Elders and consistent with this or any other provision of these By-laws. The Treasurer shall give a financial report to the Board of Elders at its monthly meeting and to the church at its annual meeting. The Treasurer shall perform any other functions that may be customary or as may be directed by the Board of Elders. All the duties of the Treasurer may be delegated to others following consultation and consensus by the Board of Elders.
- (c) Removal: The Treasurer may be removed from office pursuant to the process delineated in Section 6.02(g) of these By-laws.

### **SECTION 7**

#### **Departments, Teams, and Committees**

**7.01 Appointment.** The Lead or Co Pastors shall appoint such departments, teams, and committees as is necessary to accomplish the mission of the church and manage its affairs. All such entities shall operate under the supervision of and be amenable to the Board of Elders. Additional guidance may be provided in Organizational, Operational, or Policy Manuals at the discretion of and with the oversight of the Lead or Co Pastors.

### **SECTION 8**

#### **Property and Contracts**

**8.01 Property in General.** All property, real or chattel, shall be held in the name of this corporation.

**8.02 Real Property.** No real property of this church shall be purchased, sold, leased, mortgaged (does not apply to re-financing an existing mortgage or extension of lines of credit), or otherwise alienated without same having been authorized by a least a two-thirds' (2/3's) vote of those active voting members present and voting at any annual or special meeting called for such purpose except those real property transactions amounting to \$500,000.00 or less.

**8.03 Personal Property.** The Board of Elders shall have authority for all purchases and sale of all personal property on behalf of the church.

**8.04 Contracts.** The Board of Elders shall have authority to negotiate and sign all contracts on behalf of this church and may authorize the President or other elders or officers to do so in writing.

### **SECTION 9**

#### **Dissolution**

**9.01 Dissolution.** In the event that this corporation ceases to function as a church, its assets shall be distributed to The Northwest Ministry Network (Northwest District Council) of the Assemblies of God, provided it qualifies at such time for exemption as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or a successor statute. In the event that the Northwest Ministry Network Council does not so qualify, the assets of this corporation shall be distributed to The General Council of the Assemblies of God, provided it so qualifies as delineated above.

### **SECTION 10**

#### **Records**

**10.01 Records.** The church shall, pursuant to the provisions of TITLE 30, CORPORATIONS CHAPTER 3 IDAHO NONPROFIT CORPORATION ACT 30-3-131, maintain an open records policy for members. However, members' right to access such records shall not include records

containing personal information of a private nature about any specific individual. Such limitations include, but may not be limited to, minutes, ministerial, credential and personnel files, disciplinary records, individual giving, or compensation records.

## **SECTION 11** **Indemnification**

**11.01 Indemnification.** The corporation has the power to indemnify (including the power to advance expenses to) its directors, officers, employees, and agents made a party to a proceeding, as defined in TITLE 30 CORPORATIONS CHAPTER 30 IDAHO NONPROFIT CORPORATION ACT PART DIRECTORS AND OFFICERS 30-30-626. INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS provided, however, that no such indemnity shall indemnify any such director, officer, employee, or agent from or on account of: (1) acts or omissions of such Director, officer, employee, or agent finally adjudged to be intentional misconduct or a knowing violation of law; (2) conduct of the director, officer, employee, or agent finally adjudged to be in violation of the law or (3) any transaction with respect to which it was finally adjudged that such director, officer, employee, or agent personally received a benefit in money, property, or services to which such person was not legally entitled.

## **SECTION 12** **Amendments**

**12.01 Amendments.** Amendments to these By-laws may be made at any regular or special meeting of the members of this church, provided notice of proposed amendments in written or electronic format has been made available to all directors no less than fourteen (14) days prior to consideration. Such proposed amendments shall be adopted upon receiving a sixty percent (60%) vote of legal ballots cast by voting members present. Note: Only those members present shall have the right to cast a vote.