

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

INDEX

<u>Section</u>		<u>Page</u>
Article I	Name / Incorporation	2
Article II	Objective	2
Article III	Constitution / Doctrinal Statement	2
Article IV	Membership	4
Article V	Board of Elders	6
Article VI	Terms of Office	12
Article VII	Nominations and Selection of Board Members	13
Article VIII	Meetings Called by The Board Of Elders	13
Article IX	Quorum	14
Article X	The Senior Pastor	15
Article XI	Amendments	16
Article XII	Absentee Ballot	16
Article XIII	Associate Pastor	16
Article XIV	Dissolution Clause	17
Article XV	Indemnification	17
Supplement A	Listing of Amendments	19

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

ARTICLE I – NAME / INCORPORATION

The name of this organization shall be Grace Bible Church-Oshkosh, Inc. (“the Church”). This organization is incorporated under Chapter 181 (Nonstock / Member Organization) of the State of Wisconsin statutes.

ARTICLE II – OBJECTIVE

The object of this organization shall be to preach the gospel of the grace of God that the Apostle Paul received from the Lord Jesus Christ and to teach the Word of God in accord with the doctrinal statement. (Acts 20:24)

CONSTITUTION

ARTICLE III – CONSTITUTION / DOCTRINAL STATEMENT

1. We believe in the scriptures of the Old and New Testaments as verbally inspired of God and inerrant in the original writings and that they are of supreme and final authority in faith and life. (II Tim. 3:16, 17)
2. We firmly stand on the Mid-Acts Dispensation position. We believe that in the present age, there is only one true Church, which is called the Body of Christ and that it is distinct from the prophesied, earthly Kingdom Church of Acts 2. The historical appearance of the Body of Christ began with Jesus Christ’s revelation of the mystery to the Apostle Paul before Paul wrote any of the epistles. These distinctions include (but are not limited to) the Gospel of Grace, that Israel is temporarily set aside and there is now no difference between Jews and Gentiles, and that all the sign gifts of the Acts period such as tongues and prophesy were temporary in character and have ceased. (I Cor. 12:13, Eph. 1:22-23; Eph 3:1-6; I Thes. 2:14-16; Acts 13:45-46; Eph 2:8-9; I Cor. 12:13,27; Rom. 10:12; I Cor. 13:8-11).
3. We believe in one God, eternally existing in three persons: Father, Son, and Holy Spirit. (Deut.6:4, Heb. 1:8, 9, John 1:1, Acts 5: 3, 9; II Cor. 13:14, I John 5:7, Eph. 4:4-6)

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

4. We believe that Jesus Christ was begotten by the Holy Spirit, and born of the Virgin Mary, and is true God and true man. (Luke 1:31,35)
5. We believe that all men have sinned and thereby incurred spiritual death, which is separation from God, and cannot save themselves. (Rom. 3:23)
6. We believe God is absolutely sovereign and that in His sovereignty, He has ordained that man's destiny depends on man's choice (Ps. 103:19; Rom. 8:28-39; I Cor. 1:21).
7. We believe that the Lord Jesus Christ was perfectly sinless and died for our sins according to the scriptures, as a representative and substitutionary sacrifice, and that all who by faith receive Him as their personal Savior are justified on the grounds of His blood shed on Calvary; they are born again of the Holy Spirit and thereby become the children of God. (Rom. 4:5, 25, Rom 10:9, I Cor. 15:3,4, II Cor. 5:21)
8. We believe in the resurrection of the crucified body of our Lord Jesus Christ, in His bodily ascension into Heaven, and in His present position as mediator for us. (I Tim. 2:5, 6; Rom. 1:3, 4)
9. We believe that every individual who puts his trust in Jesus Christ is baptized at that moment by the Holy Spirit into the one, true Church, the Body of Christ. Water baptism is not part of God's spiritual program in this age of grace. (Eph. 4:5, I Cor. 12:13; I Cor. 1:17)
10. We believe that communion of the Lord's Supper as revealed through the Apostle Paul is to be observed by the Body of Christ until "He shall have come". The Lord's Supper is not an ordinance or a sacrament. (I Cor. 11:23-26)
11. We believe that by reason of the imputed righteousness of God, every member of the Body of Christ has a perfect, eternal standing before God, and is eternally secure in Christ. Each believer is called by the grace of God to living a surrendered, Spirit-filled life apart from sin. (Eph. 1:13 14; Titus 2:11-14; Rom 8:38,39; Eph. 5:18,19; Rom. 12:1,2))
12. We believe that God answers prayer and restores health when it is His will. (I John 5:14, 15; II Cor. 1:9-11, I Thess. 5:25)

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

13. We believe that Christ will come again. First, He will come before the prophesied time of tribulation to receive the Church, the Body of Christ, to Himself in the air. Then, after the tribulation, He will come to establish His millennial kingdom on Earth. (I Thess. 4:15-17; Matt. 25:31-34; Rev. 20:4, 6)
14. We believe that all scripture must be interpreted in the light of the truths that Christ spoke through the Apostle Paul. (Rom. 16:25; Rom. 16:26, Eph. 3:1-9, II Tim. 2:15)
15. We believe in the preaching of the gospel of the grace of God to every human being, and in the edification for the members of the Body of Christ and that our commission in this age of grace is found in II Corinthians 5:14-21 (II Tim. 2:3).
16. The Biblical account of Creation is true for the origin of all things. Atheistic and theistic evolution are rejected as being false. (Gen. 1:1-31; Ex. 20:11; Job 38:4, Col. 1:17)
17. Life of the unborn begins at conception, and abortion of the unborn is murder. (Matt. 1:18; Ecc. 11:5; Ex. 21:22, 23)
18. Based upon Article III, (1) above, we believe that an intimate sexual relationship is a gift from God, designed exclusively for the marriage relationship between a man and a woman as husband and wife. (Gen. 1:27; Heb. 13:4)

BYLAWS

ARTICLE IV – MEMBERSHIP

Section 1 - We believe that it is the privilege of every child of God to be affiliated with other Christians for the purpose of effective Christian service and that such an affiliation comprises a local church, which is a visible representation of the Body of Christ on Earth.

Section 2 - Membership in this church shall be open to any Christian who is found

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

to be in full agreement with its doctrinal statement, who manifests Biblical Christian behavior and who agrees to support the Church in prayer, in attendance, in Christian service, and in finances as the Lord prospers. The applicant shall be at least 18 years of age, and will be interviewed by a committee of three members and the teaching Elder. After examination and approval, the applicant is included in the active membership roll and will be announced to the membership.

Section 3 - Only members have voting rights in person or by absentee ballot (proxy voting is prohibited) in the organization. Members must verify the receipt of ballots by signature. Each member will have one equal vote at meetings of the organization. Cumulative voting and voting agreements are prohibited. Memberships are non-transferable or assignable and terminate upon voluntary withdrawal, death, or suspension. All elected officers must be members of the organization. Offices filled by appointment may be filled by non-members if they are in agreement with the doctrinal statement and manifest Biblical Christian character.

Section 4 - Any member who finds himself/herself in disagreement with the doctrinal statement has the obligation to request to be removed from the Church roll. If not, this person will be subject to having his/her name removed from the roll by action of the Church Board of Elders after an interview. Removal for any other reason must be according to a two-thirds (2/3) majority vote of a quorum of the active members. Such a vote is to follow an interview, either written or personal, by the Board of Elders. Lack of interest in activities of the organization, continued absence, and disciplinary action shall also be reasons for removal of a name from the roll following an interview and vote. Once a membership is terminated, the former member does not have the right to re-direct, or seek a refund, of previously gifted monies.

Section 5 - Any member who persists in living contrary to Biblical teachings as outlined in the Doctrinal Statement and/or is guilty of gross misconduct is subject to discipline by the Board of Elders. This discipline will be administered by the Board of Elders in accordance with the Biblical guidelines of Matthew 18:15-17, Galatians 6:1-6, Ephesians 4:15, Titus 3:10-11, etc. The goal of discipline is to restore, but should discipline not be accepted, the member would be subject to removal from the membership roll by a two-thirds (2/3) majority vote of a quorum of the active members.

Section 6 - The Board of Elders will annually review the membership roll and

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

keep it current. Any member not attending on a regular basis as determined by the Board of Elders will be placed on an Inactive Member list. Persons placed on this list will be contacted by a representative of the Board of Elders. The Inactive Member list will also include any member under discipline by the Church until the matter is resolved to the satisfaction of the Board of Elders. Members on the Inactive Member list will hold no offices, and have no vote at congregational meetings. Reinstatement to the Active Member list will be granted by the Board of Elders as it sees fit.

Section 7 – Any member may reasonably request copies of governance documents (including minutes to board or committee meetings and financial statements except for records related to confidential executive sessions of any meeting).

ARTICLE V - BOARD OF ELDERS

Section 1 - Functions:

- a. The Board of Elders is the governing body of the Church.
- b. The Board of Elders shall oversee the spiritual interests of the Church, giving full attention to prayer and the ministry of the Word, and shall make decisions on all matters affecting the spiritual welfare of the Church.
- c. The Board of Elders shall be governed in their official acts by the rules established by the Church not inconsistent with applicable federal/state laws and regulations including those laws and regulations necessary to maintain tax-exempt status: unless those laws and regulations cause the Elder Board to be in violation of the Church's Doctrinal Statement (Article III).
- d. The Board of Elders shall be responsible for providing for such full and part-time personnel, and for such professional services as it deems necessary to conduct the spiritual and business affairs of the Church or its designated offices.
- e. The Board of Elders will review all financial and administrative matters with the Treasurer and/or Assistant Treasurer as necessary. Distribution of Benevolent funds is to be based on need and availability of funds as determined by the Pastor with the guidance from the Board of Elders.

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

- f. The Board of Elders shall actively engage themselves in all the spiritual work of the Church - seeking out members in need of spiritual help and encouragement, and jointly laboring with the Pastor(s) on all matters relating to the spiritual work of the Church. The Board of Elders will appoint individuals to fill all the appointed offices or committees (minimum of 3 people) as needed dealing with the spiritual training, edification, administration, and the designated duties of such. These offices and committees could include:
1. Worship Committee Chairman
 2. Missionary Committee Chairman
 3. Christian Education Committee Chairman
 4. Facilities/Assets Committee Chairman
 5. Finance Committee Chairman
 6. Children's Church Superintendent
 7. Adventure Seekers for Christ Director - Elem. Youth
 8. Outreach Committee Chairman
 9. Highlanders Director - H. S. Youth
 10. Chi Alpha Director - Jr. H. Youth
 11. VBS Director
- g. The duties of the Board of Elders include spiritual and judicial matters. It shall arbitrate all grievances, and when necessary, carry out discipline, in accordance with Biblical standards (see Article IV).
- h. The Board of Elders will maintain and carry out the Constitution, Articles of Incorporation, and By-Laws.
- i. The Board of Elders and the Pastor(s) are responsible one to another and to the membership.
- j. The physical business affairs of the organization shall be managed and administered by the Board of Elders and they shall have the custody and control of the organization's property and make rules and regulations for the use of the same.
- k. The Board of Elders shall cause accurate records of all their proceedings and all business meetings to be kept.

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

- l. In accordance with the approved annual budget, the Board of Elders, or the Finance Committee, shall sanction the purchase of all supplies, process all invoices, and approve all other disbursements (consistent with Chpt 181 XIII). Note: single, non-emergency expenditures of annual unbudgeted funds over the sum of \$5,000.00 (including the purchase, sale, or lease of real/personal property) are subject to the prior approval of the membership at a membership meeting.)

- m. The Board of Elders and the congregation shall not borrow, use, or direct the use of designated funds for any purpose other than for that which the donation was originally intended without the prior approval of the donor (s) and vote of a majority of the membership at a membership meeting except as outlined below:

The Board of Elders will have the authority invested in them by the members of Grace Bible Church to determine if a designated fund is inactive and/or supplementary to another fund. Therefore, the Board of Elders will have the right to move the inactive designated funds and/or supplementary funds to a different active designated fund according to the rules below.

Definitions:

- Inactive Designated Funds – Funds that have been contributed to a project or item that no longer exists or has remained inactive for twelve (12) consecutive months.
- Supplementary Funds – Funds which fit into another fund or may be generated by the same group of supporters.
- Designated funds do not include monies that are committed to a fund that was transferred from the general fund giving.

Rules:

- The Board of Elders may not move any active or inactive designed funds directly to the general undesignated fund or other fund that will benefit an Elder, officer, or employee.
- The Board of Elders may not move an active designated fund to an inactive fund without twelve (12) consecutive months of inactivity or unless the need for the designated fund no longer exists.

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

- The Board of Elders may not move an active designated fund to inactive without a unanimous vote of the elders present at a Board of Elder meeting.
 - The Board of Elders must publish a notice in the church bulletin, and mail a copy of the notice to the full membership, two weeks prior to the Board of Elder action of moving an inactive designated fund and/or supplemental fund with <\$2,500 balance to an active fund. This will allow church members to share their comments for such action. The Board of Elders will consider the membership comments prior to making a final decision regarding the proposed action.
 - The Board of Elders may not transfer any inactive or supplementary designated account with a balance of more than \$2,500.00 without first having the prior approval of a majority of the membership at a membership meeting.
 - The Treasurer will include a fiscal year summary of such Board of Elder action in the annual report.
- n. Allocated funds may be used based on the direction and approval of the Elder Board and Treasurer. All of the above shall be done in accordance with all applicable legal requirements.
- o. Board of Elder members (except paid staff members) shall serve without compensation with the exception that expenses incurred in the furtherance of the organization's business are allowed to be reimbursed with documentation and approval by at least one other Elder or officer.
- p. Any member of the Board of Elders who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board of Elders, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board of Elders to voluntarily excuse himself and refrain from discussion and voting on said item.
- q. The Board of Elders may distribute funds to non-profit organizations in accordance with s. 181.1302.
- r. The Board of Elders may adopt emergency bylaws without member approval. The Board of Elders shall notify in writing the membership within 14 days of implementing such emergency bylaws. The membership may ratify, modify or repeal such emergency bylaws at the next meeting of the

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

members.

Section 2 - Members:

An Elder is a man who is grounded in the complete Grace doctrine and apt to teach truth, who defends the faith (I Cor. 4:2), who is mature in experience as defined in I Tim. 3:1-7 and Titus 1:6-9, who is in the Word, who exhibits wisdom, and who is able to devote himself to the position of Elder without neglecting his family responsibilities.

Section 3 - Number:

The number composing the Board of Elders shall be a minimum of 3 individuals and be determined by need and by the number of qualified men available to serve. The Board of Elders may be increased or decreased by a membership vote.

Section 4 - Limitations:

No member of the Board of Elders or approved committee shall be permitted to act individually on matters vested solely in the Board of Elders unless such authority has been pre-approved by the Board of Elders or the membership.

Section 5 - Officers:

- The members of the Board of Elders shall elect within the Board of Elders the following officers: Church Chairman, Church Vice Chairman, and Secretary; the term of office shall be one year with an unlimited number of terms. The Board of Elders shall also appoint a Treasurer and Assistant Treasurer; the term of office shall be one year with an unlimited number of terms; the Treasurer and Assistant Treasurer do not need to be members of the Board of Elders, but are required to be members of the Church or comply with Article IV, Section 3). The duties of the officers listed above are as follows in addition to such other duties as may be prescribed by the Board of Elders or membership from time to time:
- Church Chairman – shall be the principal executive officer of the organization and, subject to the control of the Board of Elders, shall supervise and control all of the business and affairs of the organization. He shall preside at all meetings and may sign, with the Secretary or other

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

appropriate officer deeds, mortgages, bonds, contracts or other instruments which the Board of Elders or membership have approved or are required by law.

- Church Vice Chairman – in the absence of the Chairman or in the event of his death, disability, or refusal to act, the Church Vice Chairman shall perform the duties of the Chairman.
- Secretary – shall (a) keep the minutes of the proceedings of the Board of Elders and committees; (b) see that all notices are duly given in accordance with these bylaws or as required by law; and (c) be custodian of the corporate records pursuant to the records retention policy and schedule.
- Treasurer – shall (a) have charge and custody of and be responsible for all funds of the organization; (b) receive and give receipts for monies due and payable to the organization; (c) deposit all such monies in the name of the organization in such financial institutions as shall be selected in accordance with the provisions of Article V(10) of these bylaws; (d) report to the Board of Elders or membership on the status of the Church’s finances at regular and special meetings; (e) work closely with the Board of Elders to ascertain that appropriate procedures are followed in the financial affairs of the organization (including accounting records, treasury affairs, risk management / insurance coverage, tax / legal matters, general administration, and records retention); and (f) serve as the head of the Finance Committee.
- Assistant Secretaries and Assistant Treasurers – shall perform such duties as shall be assigned to them by the Secretary, Treasurer or Chairman.

Section 6 - Vote:

All members of the Board of Elders will carry one equal vote in all matters that require a vote. In the event of a tie vote, the chairman, and in his absence the Vice-Chairman, will cast the tie-breaking vote. Cumulative voting and voting arrangements are prohibited.

Section 7 – Contracts, Loans, Checks, Deposits / Investments:

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

- a. Contracts - the Board of Elders may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the organization.
- b. Loans - no loans shall be contracted on behalf of the organization and no evidences of indebtedness shall be issued in its name unless authorized by the Board of Elders and membership.
- c. Checks, Drafts, etc. - all checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the organization shall be signed by such officer(s), or agents of the organization and in such manner as approved by the Board of Elders.
- d. Deposits / Investments - all funds of the organization not otherwise employed shall be deposited and held for credit to the organization in such financial institutions and instruments that have been pre-approved by the Board of Elders. All excess funds may be held in cash, savings accounts, or other safe investments as may be pre-approved by the Board of Elders.

ARTICLE VI - TERMS OF OFFICE

Section 1 - The Board of Elders:

Members of the Board of Elders will serve for a two (2) year term. Elders may serve an unlimited number of terms. Terms will be arranged so that not all terms expire in the same year.

Section 2 - Vacancies:

- a. A vacancy shall be deemed to exist in the event of death, resignation accepted by the Board of Elders, or the absence of any board member for three consecutive regular meetings due to the lack of interest or sympathy with the organization as determined by the Board of Elders after proper investigation.
- b. All vacancies among church offices shall be filled by a vote of the Board of Elders, such appointees to hold office until the next annual meeting at which time the congregation shall conduct its regular selection process.
- c. In the event of a pastoral vacancy, the Board of Elders will identify candidates, perform initial screening and recommend final candidate to the

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

membership for election process per Art. X (2).

ARTICLE VII - NOMINATIONS AND SELECTION OF BOARD MEMBERS

Section 1 - The Board of Elders:

The Board of Elders shall appoint a nomination committee to nominate candidates to the Board of Elders. The Board of Elders will examine the candidates as to their qualifications and then present a slate of candidates to the membership based on their examination and the candidate's willingness to serve. Nominations will not be accepted from the floor during a membership meeting.

Section 2 - Election to the Board of Elders shall be by a two-thirds (2/3) majority vote of a quorum of the active members present (including absentee ballots). Any Elder may be removed by action of the Board of Elders whenever in its judgment the best interests of the organization will be served thereby or by the membership with cause, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 3 – Members will vote for the Board of Elders nominated candidates on the ballot provided by the Board of Elders.

Section 4 - The names of the nominees to the Board of Elders shall be communicated to membership two weeks prior to the annual meeting.

Section 5 – Any vacancy occurring in the Board of Elders may be filled by the affirmative vote of a majority of the remaining Elders. An Elder elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

ARTICLE VIII – MEETINGS CALLED BY THE BOARD OF ELDERS

Section 1 – The regular meeting of the membership shall be as follows:

1. Following a Sunday morning worship service.
2. Other times as need and interest dictate.

Section 2 - The annual business meeting of the organization shall be held between

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

September 1 and October 31. at a designated by The Board of Elders will communicate the time and place of the meeting two weeks prior to the meeting. The prior year budget will remain in effect until a new one is approved by the congregation. Special meetings may be called by the Board of Elder Chairman. The fiscal year shall begin on September 1 and end on August 31.

Section 3 - The Board of Elders shall meet no less than twice per quarter to transact all business that devolves upon that office. Any action required or permitted to be taken at a meeting of the Board of Elders may be taken without a meeting by consent resolution. Special meetings may be called by the Board of Elders Chairman without notice.

Any member or non-member of the congregation may attend any regular meeting of the Board of Elders to observe the proceedings or for the privilege of offering input for which an opportunity will be provided at the end of each meeting unless prior arrangements are made.

Section 4 – Non-members of the Church may attend membership meetings unless the meeting has been designated for members only. Voting rights are restricted to members of the Church.

Section 5 - An agenda shall be noticed two weeks prior to all membership meetings. Members wishing to include issues on an agenda must provide the secretary or chairman, in writing, with a description of the issue four weeks prior to all congregational meetings.

Section 6 – The record date for giving notice to members shall be (30) days prior to the meeting date or 30 days prior to the delivery of the demand for a special meeting.

ARTICLE IX – QUORUM

Section 1 - For the Board of Elders:

A quorum shall consist of a minimum of 60% of all members of the Board.

Section 2 - The Congregation:

At an organizational meeting, when votes are taken, a quorum shall consist of two-

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

thirds (2/3) of the active member list. If less than a quorum of the active membership is present or have voted by written consent ballot, then two-thirds (2/3) majority of those present will conduct business, except in matters relating to the doctrinal statement, church discipline, amendments to the Articles of Incorporation, Constitution or Bylaws, dissolution of the Church, or the calling of a Pastor or Associate Pastor. A change in quorum requirements must be approved by the membership and will require a change to the Bylaws. Cumulative voting and voting arrangements are prohibited.

ARTICLE X - THE SENIOR PASTOR

Section 1 - Function:

The primary duty of the Pastor is to minister to the spiritual needs of the Church according to God's Word. He will support the Board of Elders and the membership as required. (I Tim. 4:13-16; II Tim. 2:1-6; II Tim. 4:1-5; Titus 2:1; Phil. 1:1)

Section 2 - Elections:

The Pastor shall be elected by a two-thirds (2/3) majority vote of the active members.

Section 3 - Membership:

The Pastor is a member of the Church and a member of the Board of Elders.

Section 4 - Term of Office:

The Pastor is hired to serve an indefinite period of time. The Pastor may be dismissed at any time by a two-thirds (2/3) majority vote of the active members.

Section 5 - The Board of Elders with the Pastor will have an annual review of the Pastor's compensation package and employment guidelines and must be in agreement with such.

Section 6 - The Pastor(s) and the Board of Elders are responsible one to another and to the membership.

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

ARTICLE XI- AMENDMENTS

Section 1 – Amendments and re-statements to the Constitution, Articles of Incorporation and Bylaws (excluding the doctrinal statement), previously submitted to the Board of Elders for review and approval, may be made only by a two-thirds (2/3) majority vote of the active members.

Section 2 – Amendments to the doctrinal statement require a unanimous vote of the Board of Elders and 75% vote of membership.

ARTICLE XII - ABSENTEE BALLOT

Section 1 - A member of the membership who is absent from a meeting of any kind may vote by a written absentee ballot provided by the Board of Elders. The ballot must be returned to a Board of Elder member in a sealed envelope prior to the relevant membership meeting.

Section 2 – An absentee ballot shall be null and void upon attendance at the meeting, death, or incapacity.

ARTICLE XIII - ASSOCIATE PASTOR

Section 1 - Function:

The function of the Associate Pastor is to work with the Senior Pastor and the Board of Elders to minister to the spiritual needs of the Church.

Section 2 - Election:

In the event that the Church calls an Associate Pastor, he shall be elected by a two-thirds (2/3) majority vote of the active members.

Section 3 - Membership:

The Associate Pastor is a member of the Church and a member of the Board of Elders.

Section 4 - Term of Office:

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

The Associate Pastor is hired to serve an indefinite period of time. The Associate Pastor may be dismissed at any time by a two-thirds (2/3) majority vote of the active members.

Section 5 - The Board of Elders with the Associate Pastor will have an annual review of the Associate Pastor's compensation package and employment guidelines and must be in agreement with such.

Section 6 - The Pastor(s) and the Board of Elders are responsible to one another and to the membership.

ARTICLE XIV - DISSOLUTION CLAUSE

If the Church would dissolve, it's remaining net assets and properties (after all debts have been liquidated) will be divided by the Board of Elders and Treasurer among qualified 501c(3) of the Internal Revenue Code of 1986 not-for-profit organizations that are not in conflict with the Church's Doctrinal Statement (Article III). None of the remaining assets and properties shall inure, directly or indirectly, to the personal benefit of current, or past, Board of Elder members, officers or staff members.

ARTICLE XV – INDEMNIFICATION

Each Board of Elder member, officer, or employee of the organization may be indemnified by the organization against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board of Elders, officer, or employee in connection with any threatened, pending, or completed action, suit, or proceeding to which he / she may become involved by reason of his / her being or having been a member of the Board of Elders, officer, or employee of the organization, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of his / her duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board of Elders approves such settlement and reimbursement as being in the best interest of the organization. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Board of Elders, officer, or employee is entitled.

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

This Constitution and Bylaws were adopted at a meeting of the necessary quorum of the membership of Grace Bible Church – Oshkosh, Inc. (to be effective with the contemporaneously filing of the related Articles of Incorporation dated June 8, 2014) and subsequently amended at a meeting of the necessary quorum of the membership of Grace Bible Church – Oshkosh, Inc. (effective immediately) on October 12, 2014.

Certified by:

Randy Hughes, Chairman

Michael Ratsch, Secretary

Supplement A – Listing of Amendments

Amendment 1 – October 12, 2014

Article III modifications:

- Section 2-add John 1:1, II Corinthians 13:14, and I John 5:7
- Section 5-add Romans 4:5, 25, Romans 10:9, and II Corinthians 5:21
- Section 7-add Ephesians 4:5
- Section 10-add I Thessalonians 5:25
- Section 11-delete Matthew 5:33, 34 and add Matthew 25:31-34
- Section 12-delete Ephesians 3:13 and add Romans 16:26, Ephesians 3:1-9, and II Timothy 2:15

Constitution and Bylaws of Grace Bible Church-Oshkosh, Inc.
October 19, 2019 (Rev. 10.19.19)

- Section 14-delete Colossians 1:15, 16 and add Job 38:4 and Colossians 1:17