

CONSTITUTION AND BYLAWS
of
First Evangelical Free Church (FEFC) of Chicago, Illinois

Adopted ~~f~~^oAugust 2020

Preamble

We, the members of First Evangelical Free Church of Chicago, affiliated with the Evangelical Free Church of America (EFCA), in order to carry out more efficiently the commission given by Jesus Christ to His Church, do ordain and establish the following Constitution and Bylaws to which we voluntarily submit ourselves:

Article I: Name and Corporate Offices

The name of the Corporation (hereinafter referred to as the Church) shall be “First Evangelical Free Church.”

The Church shall continuously maintain in the State of Illinois a registered office and a registered agent whose office is identical with such registered office. The Church may have other offices that need not be identical with the principal office in the State of Illinois. The address of the registered office and registered agent may be changed from time to time by the Elder Board.

Article II: Purpose and Mission

Our mission is to make disciples of Jesus Christ locally and globally by proclaiming the Gospel in Word and deed.

When we are successful, our intended results are disciples who *receive* God’s grace through faith in Jesus; *listen* to God’s word and the Holy Spirit and promptly obey; *serve* God, His church, and others through generosity and sacrifice; *build* relationships with others for disciple making and mission; and *love* by proclaiming God’s truth and living compassionately.

Article III: Statement of Faith (as recognized by the EFCA)

We believe the entire Bible to be God’s written Word. While we by no intent undervalue or set aside any portion of the Holy Scripture, we believe there are certain fundamental truths, the knowledge of and belief in we deem necessary for sound doctrine and requisite for Christian fellowship. These fundamentals are set forth in the following Statements of Faith:

God

1. We believe in one God, Creator of all things, holy, infinitely perfect, and eternally existing in a loving unity of three equally divine Persons: the Father, the Son and the Holy Spirit. Having limitless knowledge and sovereign power, God has graciously purposed from eternity to redeem a people for Himself and to make all things new for His own glory.

(Matthew 3:16,17; Matthew 28:19)

Section A: Purpose and Schedule of Meetings

The purpose of Congregational Meetings is to further the Church's stated purpose and to regularly assess and improve the Church's effectiveness in furthering that purpose. The Church shall hold at least four Congregational Meetings in a calendar year: Quarterly Meetings in July, October, and January, and an Annual Meeting in April. Quarterly and Annual Congregational Meetings are normally held after the 20th day of the month.

The purpose of the Annual Meeting will be to review the progress and effectiveness of the Church, and to consider plans for the next fiscal year. The agenda of the meeting shall include, but not be limited to, the following:

1. Review financial and ministry results for the past year;
2. Review the proposed ministries and budget for the new year;
3. Adopt the annual budget for the new year;
4. Review a written annual report of membership; and
5. Consider other matters that the Elder Board may determine necessary to present to the Church.

In any case where the congregation does not reach consensus on any items required to be adopted at the Annual Meeting, a one-month extension shall be granted for such items to be amended and re-introduced for adoption at a Special Congregational Meeting.

~~An The~~ additional purpose of the October Congregational Meeting will be to elect or affirm Officers, Elders, and affirm-other Church leaders as defined by these Bylaws.

Other Special Congregational Meetings may be called as needed by the Senior Pastor, Elder Board, or by a petition of twenty-five ten percent (4025%) of the Members submitted to the Secretary along with a proposed agenda for the meeting.

Elders shall choose the organizational rule for any Congregational Meeting and may choose Robert's Rules of Order when beneficial.

~~Any Member may recommend a motion in writing to the Elder Board for their consideration. The Elder Board will give formal, serious, and prayerful consideration to all written Member-recommended motions they receive. The Elder Board will respond to all written motion requests, explaining the rationale behind their decision to either grant or deny the motion request. All motions will be made by the Elder Board and submitted to the membership for affirmation.~~

For the purpose of maintaining order and expectations within a Congregational Meeting, all items of business to be considered will be made by the Elder Board and submitted to the Members for affirmation. However, at any time, any Member may make the motion to recommend additional items to be included in the current or future agenda. Such motions must be given in writing to the Elder Board, who will give formal, serious, and prayerful consideration to all written Member-recommended motions they receive. The Elder Board will respond publicly to all written motion

requests, explaining the rationale behind their decision to either grant or deny the motion request.

Section B: Notice of Meetings

Notice for a Congregational Meeting shall include the time and place the meeting is to be held. If the meeting's agenda includes the names of any applicants for membership or nominees for leadership positions, these shall be included as a part of the notice as well. Notice shall be provided in the following three manners:

1. As a verbal announcement made at the two Sunday worship service(s) preceding the date on which the meeting is scheduled to occur, and at the same time other regular Church announcements are made;
2. As written notice included in a clear and prominent manner in a Church service bulletin, to be handed out at the same two Sunday worship service(s);
3. As additional written notice outside of Sunday worship services, via posted mail, email, and/or the Church's website calendar. Such posting shall be made not less than 10 nor more than 60 days prior to the meeting. If mailed, the notice shall be deemed delivered when deposited in the United States mail addressed to the Member at his or her address as it appears on the records of the Church, with postage thereon prepaid.

However, if the purpose of any Congregational Meeting includes:

1. The removal or Call of a Senior Pastor;
2. The removal of one or more Elder Board members;
3. A merger, consolidation or dissolution;
4. The proposal to sell, purchase, lease, exchange, or borrow property or services involving more than 10% of the annual Church budget, unless specifically approved in the Church budget or unless the accompanying cash flow statement has been approved by the Members; or
5. Amendments to the Articles of Incorporation or these Bylaws;

then verbal and written notice of such meeting shall be made on three consecutive Sundays, in the small same manner described above, and additional written notice shall be made not less than 17 days prior to the meeting.

Section C: Quorum Requirements

For the purpose of conducting official Church business, a quorum shall consist of no fewer than 3 Elders and ~~40~~25% of voting Members.

In the event a quorum is not met, the Elders present may conduct business so long as no votes are taken or required. A Special Congregational Meeting will be scheduled in accordance with Article V, Section A and B.

Section D: Motions and Manner of Acting

The act of a three-fourths majority of the Members present at a Congregational Meeting at which a quorum is present shall be the act of the Membership unless the act of a greater number is required by statute, the Articles of Incorporation, or these Bylaws.

Section E: Absentee and Proxy Voting

Any Member in good standing, who knows in advance they will be unable to attend a scheduled Congregational Meeting, may vote by absentee ballot on any matter which has been presented by written notice to the Members of the Church, provided that the said notice includes a complete written statement of the matter to be voted upon. In such case the absentee vote shall be either in favor of or against the said matter. Affirmation ballots for Church offices may be handled in this same manner. Any Member who will not be able to attend a scheduled Congregational Meeting must request an absentee ballot from the Secretary at least three (3) days prior to the date on which the meeting is to occur. All absentee ballots must be in the possession of the Secretary at the time the meeting is called to order.

If a Member must be unexpectedly absent from a Congregational Meeting, they may request another Member to vote by proxy for them. The Secretary is to be notified by the non-present voting Member prior to the meeting so that the Member who is present may receive the proxy ballot. Only one proxy will be allowed per voting Member.

Section F: Ballot Counting

The Secretary is to oversee the ballot counting process and may assign a lead ballot counter and at least one other person to assist. To avoid any conflict of interest, any persons affirmed or included on any ballot should not be involved in the counting process.

Any ballot shall generally include the option to “Affirm”, “Decline”, or “Abstain”. The form of any ballot may be chosen by the Elder Board. Either paper or electronic ballots may be used but paper ballots must always be available for those without internet or electronic devices capable of voting. Ballots are to be anonymous with the exception of a vote where the matter requires identification of Members. ~~A vote of abstention shall not be counted.~~

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Article VI: Elder Board

Section A: General Authority and Responsibilities

Spiritual leadership and administrative oversight for the Church shall be provided by its Elder Board. The affairs, business and legal matters of the Church shall be managed by its Elder Board as representatives of the congregation. The Elder Board shall serve as Directors of the Corporation and, for purposes of conducting business, shall be referred to as the Board of Directors.

The Elder Board shall be responsible for:

1. Establishing direction for the Church and its ministries;
2. Approving all policies for the Church, its staff, its leaders, its Members, and its ministries, and ensuring that they are carried out;
3. Managing the development or revision of the Church’s Bylaws;

Article VIII: Officers and Agents

The primary Officers of the Church shall consist of a Chair, a Secretary, a Treasurer, and a Financial Secretary, each of whom shall be affirmed by the Members at or within two weeks of the October Congregational Meeting. Such other Officers as may be deemed necessary may be affirmed by the Members. Agents may be appointed by Church leadership as necessary. Any Officer of the Church must be a Member of the Church in good standing. No two offices may be held by the same person.

~~Each~~ Officers shall hold office until one of the following has occurred:

- Their successor shall have been duly qualified and affirmed;
- They have died;
- They have given their resignation in writing; or
- They have been removed in the manner described in Section G below.

At or within two Sundays of each October Congregational Meeting, the Board is to nominate and the members are to affirm a Chair and Secretary. Such nominations are to be then affirmed by the congregation with a three-fourths majority vote.

Section A: Chair

The Chair shall be affirmed for a term of one year and shall serve as the principal Officer and Elder Board member of the Church, though subject to the control of the Elder Board. The Chair shall:

1. Preside at all meetings of the Elder Board and of the Church congregation;
2. Serve as President of the Corporation and, for purposes of conducting business, be referred to as the President;
3. Sign, with the Secretary or any other Officer of the Church authorized by the Elder Board, such documents and deeds of the Church as necessary or appropriate. This includes, but is not limited to: mortgages, bonds, contracts, or other instruments which the Elder Board has authorized to be executed. Only if the signing and execution of these documents has been expressly delegated by the Elder Board or these Bylaws to some other Officer, or is required by law to be otherwise signed or executed, shall the Chair be exempt from this duty;
4. Be a voting member of the Elder Board and of all other committees, ministries, and task forces appointed by these Bylaws or by the Elder Board; and
5. Discharge all other duties incident to the office of the Chair and such other duties as may be assigned by the Elder Board from time to time.

The Chair shall not:

- ~~1. Be~~ counted in quorum requirements for all ~~memberships-meetings~~ except ~~membership meetings of~~ the Elder Board; and
- ~~2. Be the Senior Pastor or any staff member.~~

Section B: Secretary

The Secretary shall be affirmed for a term of one year and shall:

1. Be responsible for the keeping of the minutes of the Elder Board, Congregational, and Committee meetings;
2. Maintain the current, accurate list of all Church members and their status;
3. See that all notices are duly given in accordance with the provisions of these Bylaws or as required by law;
4. Be the custodian of the Church records; and
5. Discharge all other duties incident to the office of Secretary and such other duties as from time to time may be assigned by the Chair or by the Elder Board.

The Secretary shall not be the Senior Pastor or any staff member.

Section C: Treasurer

The Treasurer shall be affirmed for a one-year term and shall:

1. Oversee the management of all moneys and securities of the Church;
2. Monitor the financial books of the Church;
3. Keep regular books of account;
4. Render to the Elder Board, from time to time as may be required, an account of the financial condition of the Church, including reports of income, disbursements, and assets;
5. Make quarterly financial reports to the Church regarding income, disbursements, and assets;
6. Serve as the Deacon/Deaconess of the Finance and Administration Committee, and as its chairperson; and
7. Discharge all other duties incident to the office of Treasurer, and such other duties as may be assigned by the Chair or by the Elder Board.

Section D: Financial Secretary

The Financial Secretary shall be affirmed for a one-year term and shall:

1. Be responsible for the receipts of the Church;
2. Keep an account of all gifts, donations and offerings received by the Church, including all auxiliary organizations and all individual contributions;
3. Deposit all money in the depository designated by the Elder Board;
4. Make quarterly reports to the Church;
5. Be a voting member of the Finance and Administration Committee; and
6. Discharge all duties incident to the office of Financial Secretary, and such other duties as may be assigned by the Chair or by the Elder Board;

Section E: Agents

Church leadership can designate certain non-Members to be Agents of the Church for necessary services which cannot be supplied from within the membership. Examples may include lawyers and real estate agents.

Article X: General Leadership Expectations

Leaders, both staff and lay persons, are to be model disciples--growing in their own ministry skills, providing supervision, direction, and spiritual leadership; and enabling and equipping others. Leaders will be recognized on the basis of their proven character, giftedness and service, and their commitment to the purpose, doctrine, and ministry philosophy of the Church.

Section A: Church Staff

Staff members shall be responsible for the daily administration of various ministries, as defined by their specific job descriptions. Church staff members who teach or lead ministry efforts must meet the qualifications set forth in I Timothy 3:8-13, Acts 6:1-6, and Mark 10:42-45 along with all qualifications for Church membership.

To complement their obligations, and with permission or support from the Elder Board, staff members may appoint task forces as necessary to address issues pertinent to their ministry.

Section B: Deacons/Deaconesses

Deacons/Deaconesses to lead specific ministries shall be appointed as necessary by the Elder Board, while those leading standing committees shall be affirmed by the Members to two-year terms. All Deacons/Deaconesses must be Members who meet the qualifications as set forth in I Timothy 3:8-13, Acts 6:1-6, and Mark 10:42-45; as leaders of specific ministries, they shall be accountable to the Elder Board and may select team members annually as needed, with all team members being affirmed by the Elder Board.

Section C: Selection of Leaders

Affirmation of the Church's leaders shall reflect the biblical admonition to make selections based on spiritual qualifications. Therefore, the following guidelines should be prayerfully considered by both nominees and congregation alike:

1. Nominees should evidence spiritual maturity, growing discipleship, a good reputation, and wisdom as indicated by their speech, lifestyle, and character;
2. Nominees should be proven and faithful in previous ministry;
3. A good 'fit' should be evident between the requirements of the ministry and the nominee's spiritual gifts; and
4. Nominees shall meet the Scriptural qualifications set forth for the prospective ministry positions, if stated.

All leaders duly affirmed to their respective offices shall be considered duly elected to the same offices.

Prior to beginning the affirmation process at a Congregational Meeting, the Chair shall read the Scriptures appropriate to the position in question along with this section of these Bylaws.

To select leaders to positions requiring the Church's affirmation, the Members shall choose "Affirm", "Decline", or "Abstain" on a ~~paper~~ ballot for each nominee submitted. A vote of "Decline"

redemption however, every attempt should be made to identify a set of responsibilities that effectively matches the individual's gifts, temperament, and abilities.

4. If the Elder Board recommends that congregational action must be taken:
 - a. The question of reaffirmation for that individual shall be taken to a Special Congregational Meeting of Members only, either by a recommendation from the Elder Board or by a three-fourths majority vote of the Members.
 - b. Before a ballot of affirmation is taken according to Article X Section C, the Members shall hear both sides of the issue, and the individual in question shall have the opportunity to state his/her perspective. If the leader in question is not reaffirmed, their responsibilities will end immediately unless other arrangements are decided or determined otherwise by these Bylaws.

Issues of this nature should remain discrete and confidential to the greatest extent possible since the focus is on helping the individual become more effective in ministry. However, the Elders should be able to honestly account for any actions that affect the church's ministry and fellowship, should explanations become necessary.

Section F: Leadership Coordination and Development

To facilitate leadership development and the coordination of ministries, the key leaders of the Church should meet together at least twice each year. Participants will include staff members who teach or lead ministries, the Elder Board, Officers, and all Deacons/Deaconesses. Time will be devoted to planning for the following 3-12 month period, to training/teaching of ministry and leadership skills, and to evaluating and improving existing ministries. Organization of these meetings will be the responsibility of the Elder Board.

Article XI: Standing Committees

Standing committees shall be led and chaired by Deacons/Deaconesses who shall be affirmed to two-year terms, except for individuals who are also Officers, by a three-fourths majority vote of the Members present at a Congregational Meeting. Except for the case of an existing vacancy, nominees for Deacon/Deaconess of standing committees shall be presented and affirmed at the Quarterly Congregational Meeting prior to the October Congregational Meeting. They shall serve as assistants to the outgoing Deacon/Deaconess until they assume full responsibility for the ministry at the October Congregational Meeting.

Deacons/Deaconesses of standing committees shall be accountable to the Elder Board and will select Committee members as needed who shall be affirmed by the Elder Board.

In the event of a mid-term vacancy, the Elder Board will appoint a Deacon/Deaconess who shall immediately begin to serve the unfulfilled portion of the predecessor's term.

The following standing committees shall exist on a continuing basis. A staff member directly responsible for efforts that coincide with any of these standing committees shall be an ex-officio voting member of the appropriate standing committee(s), or may also be affirmed as Deacon/Deaconess to lead it. When appropriate, the Elder Board may affirm a staff member to a