



Emmaus Bible Church

Christ. Gospel. Community.

## Church Constitution

Original Constitution – November, 2017

1<sup>st</sup> Amendment – June, 2018

2<sup>nd</sup> Amendment – March, 2019

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# The Constitution of Emmaus Bible Church

Omaha, Nebraska

## PREAMBLE

Whereas it pleased Almighty God, by his Holy Spirit, to call certain of his servants to unite in 2011 under the name Emmaus Bible Church (“Emmaus” or “the Church”), for the worship of God and the spread of the gospel of Jesus Christ;

Whereas he has sustained and prospered this work to the present day; and

Whereas we his servants at Emmaus, having searched the Scriptures under the guidance of his Spirit, have recognized the need to amend and restate the Constitution of Emmaus to conform more closely to his will for the Church in this age and to prepare Emmaus for greater efforts in his name;

Now therefore, we do hereby organize ourselves in accord with the Nebraska Nonprofit Corporation Act and adopt this Constitution as our articles of governance, to be interpreted at all times to reflect the character of and bring glory to Jesus Christ, as revealed in the Holy Bible and articulated in the Statement of Faith and the Membership Covenant of this Church.

## ARTICLE 1: MEMBERSHIP

### Section 1. Qualifications for Membership

Clause 1. To be a member of this Church (“Member”), a person must be a believer in Jesus Christ who:

- a. Gives evidence of regeneration;
- b. Has been baptized as a believer in obedience to Christ;
- c. Holds without mental reservation the doctrines of our Church as expressed in the Statement of Faith; and
- d. Promises to keep the commitments expressed in the Church Membership Covenant and agrees to abide by the terms of this Constitution.

## **Section 2. Admission to Membership**

Clause 1. A person applying for membership (an "Applicant") who meets the qualifications in Article 1, Section 1, shall be received as a Member upon the recommendation of the elders ("Elders") appointed by the Church as set forth in this document, and the subsequent agreement of a two-thirds majority of the Members present and voting in favor of admitting said Applicant to Membership at any Members' Meeting.

Clause 2. If, at the time of the person's application for membership, that person is under discipline in another church, that person's case shall be reviewed and a determination made by the Elders concerning his or her application for membership.

Clause 3. No Member of Emmaus Bible Church shall retain dual membership in any other church.

Clause 4. All who are Members, Elders, Deacons, and staff of Emmaus Bible Church at the time this Constitution is adopted shall be deemed to be the same under this Constitution.

## **Section 3. Duties and Privileges**

Clause 1. In accordance with the duties enumerated in the Church Membership Covenant, each Member is privileged and expected to participate in and contribute to the ministry and life of the Church, consistent with God's leading and with the gifts, time, and material resources each has received from God.

Clause 2. Members shall be expected, so far as reasonably possible, to participate actively in the life of the Church by:

- a. Regularly attending its Lord's Day morning worship gatherings;
- b. Faithfully observing its ordinances, namely Baptism and the Lord's Supper;
- c. Submitting to its discipline and instruction;
- d. Regularly attending its Members' Meetings; and
- e. Regularly voting on the election of Elders, Deacons, and officers, on decisions regarding Membership, and on all other matters submitted to the Members' vote.

Clause 3. A person who is not a Member may not lead or teach in any ministry or hold any office in the Church.

## Section 4. Church Discipline

Clause 1. The Church shall have authority to exercise discipline over its Members.

Clause 2. Any Member consistently neglectful of his or her duties under Article 1, Sections 1 and 3, above, or guilty and unrepentant of conduct by which the name of our Lord Jesus Christ or his Church may be dishonored, and thus opposing the welfare of the Church, shall be subject to the admonition and the discipline of the Church, according to the instructions of our Lord in Matthew 18:15-17 and those instructions in 1 Corinthians 5:1-5 and 2 Corinthians 2:6-8. Church discipline, then, should ordinarily be exercised only after individual private admonition has failed. In exercising biblical discipline on a Member, the Church may, among other things, terminate the Member's Membership, if such termination be in accordance with the foregoing Scriptures.

Clause 3. The purpose of such discipline is for:

- a. The repentance, reconciliation, and spiritual growth of the individual disciplined (see Proverbs 15:5; 29:15; I Corinthians 4:14; Ephesians 6:4; I Timothy 3:4-5; Hebrews 12:1-11; Psalm 119:115; 141:5; Proverbs 17:10; 25:12; 27:5; Ecclesiastes 7:5; Matthew 7:26-27; 18:15-17; Luke 17:3; Acts 2:40; I Corinthians 5:5; Galatians 6:1-5; II Thessalonians 3:6, 14-15; I Timothy 1:20; Titus 1:13-14; James 1:22);
- b. The instruction in righteousness and good of other Christians, as an example to them (see Proverbs 13:20; Romans 15:14; I Corinthians 5:11; 15:33; Colossians 3:16; I Thessalonians 5:14; I Timothy 5:20; Titus 1:11; Hebrews 10:24-25);
- c. The purity of the Church as a whole (see I Corinthians 5:6-7; II Corinthians 13:10; Ephesians 5:27; II John 10; Jude 24; Revelation 21:2);
- d. The good of our corporate witness to non-Christians (see Proverbs 28:7; Matthew 5:13-16; John 13:35; Acts 5:1-14; Ephesians 5:11; I Timothy 3:7; II Peter 2:2; I John 3:10), and;
- e. Supremely, the glory of God by reflecting his holy character (see Deuteronomy 5:11; I Kings 11:2; II Chronicles 19:2; Ezra 6:21; Nehemiah 9:2; Isaiah 52:11; Ezekiel 36:20; Matthew 5:16; John 15:8; 18:17, 25; Romans 2:24; 15:5-6; II Corinthians 6:14-7:1; Ephesians 1:4; 5:27; I Peter 2:12).

## **Section 5. Termination of Membership**

Clause 1. The Church shall recognize the termination of a person's Membership upon his or her death and, pursuant to Section 4, may do so following his or her voluntary resignation or joining with another church.

Clause 2. The Church shall have authority to exercise discipline over its Members which may involve excluding from its Membership any Member neglectful of the duties enumerated in Article 1, Sections 1 and 3, or guilty of conduct by which the name of our Lord Jesus Christ or his Church may be dishonored. Any such action shall be done in accordance with the instructions of the Lord Jesus in Matthew 18:15-17 and those instructions in 1 Corinthians 5:1-5 and 2 Corinthians 2:6-8.

Clause 3. The Church, acting through its Members, shall have authority to refuse a Member's voluntary resignation or transfer of Membership to another church, either for the purpose of proceeding with church discipline or for any other biblical reason.

## **Section 6. Voting**

Clause 1. Those Members present at a Members' Meeting shall constitute a quorum of the Membership for the transaction of business. Voting by proxy or absentee ballot shall not be permitted.

Clause 2. Voting on all questions put to the Members for vote, other than procedural matters, shall be by written ballot. All written ballots must be signed or otherwise attested to by the Member casting the vote. Any ballot not signed or attested to by the Member casting the vote shall not be counted. The Clerk and Treasurer shall tally and record the votes; provided that if either the Clerk or Treasurer is unavailable, the moderator will appoint a deacon in place of said Clerk or Treasurer to tally and record the vote. The result of the vote, including the number of yeas and nays, shall be announced by the Moderator at the same Member Meeting in which the votes were cast. Any Member shall be entitled to examine the ballots cast, upon request to the Church Administrator. The Church Administrator shall keep the ballots for a period of at least one year.

Clause 3. The Moderator shall oversee the counting of Members present at the Member's meeting before the first motion of the meeting is made, and shall announce that number to those present. Subsequently, the Moderator will announce the number of votes necessary to pass each motion, before the vote on each motion is taken.

Clause 4. The following matters shall be presented to the Members at a regular or special Members' Meeting for a vote, and shall be deemed approved upon obtaining the requisite majority indicated below of the Members present and voting at the Members' Meeting in question:

- a. Election of Elders. A three-fourths majority vote is required.
- b. Removal of Elders. A two-thirds majority vote is required.
- c. Amendments to the Articles of Incorporation, the Constitution, Statement of Faith, or Church Membership Covenant. A three-fourths majority vote is required.
- d. Acquisition of property or debt. A three-fourths majority vote is required.
- e. Dissolution of the Church. A three-fourths majority vote is required.
- f. Election or removal of Deacons. A two-thirds majority vote is required.
- g. Election of other officers. A simple majority vote is required.
- h. Admission into or termination of Membership. A two-thirds vote is required. Any person who has their Membership terminated is automatically removed from any church office.
- i. Church discipline. A two-thirds majority vote is required.
- j. The approval of the Annual Budget and any increase of more than one percent (1%) in the total expenses under the budget during that budget's fiscal year. A simple majority vote is required.
- k. Any other decision brought before a regular or special Members' Meeting for a vote. A simple majority vote is required unless otherwise provided in the Constitution.

## **Section 7. Conflict Resolution**

Clause 1. Believing that the Bible commands Christians to make every effort to live at peace and to resolve disputes with each other in private or within the Christian Church (see, e.g., Matthew 18:15–20, 1 Corinthians 6:1–8), this Church expects its Members to resolve conflicts they have with other believers according to biblically-based principles, without reliance on the secular courts. Moreover, consistent with its call to peacemaking, the Church shall follow biblically-based principles and seek to avoid lawsuits to resolve disputes with other Christians and churches.

Clause 2. In the cases of unresolved difficulties or differences, either in the point of doctrine, administration, discipline, or any action causing offense between Members of this Church, it is according to the mind of Christ that other likeminded churches help to pursue unity, peace, and reconciliation (Acts 15:1-31). In such cases where a

Member maintains that a matter remains unresolved, the Elders may request attendance from representatives from three churches to meet, consider, and give their advice in or about the matter in question. These representatives shall possess no authority in this congregation, but in providing their counsel they do lend themselves to serve the Members of Emmaus Bible Church in their pursuit to be at peace with all men.

Clause 3. The Church shall adopt a policy setting forth procedures for dispute resolution. Such policy shall include procedures for handling disputes between any Members (Matt. 5:9, 18:16; 1 Cor. 6:1-6). The Elders shall draft the policy and submit it to the Members for approval by a simple majority of the Members present and voting at the Members' Meeting in question. Any amendments to the policy described in this Clause 3 must be approved by a simple majority of the Members.

## ARTICLE 2: WORSHIP SERVICES AND MEETINGS

### **Section 1.**

The Church shall meet together for public worship each Lord's Day morning, and at other times throughout the week as the Church may determine.

### **Section 2.**

Clause 1. The Church shall hold regular Members' Meetings at least every quarter, which shall not be held in place of the regular Lord's Day morning meeting, but at some other time.

Clause 2. The Elders, whenever they deem it necessary, or upon receipt of a written request signed by ten percent of the Members at the time of the request, shall call a special Members' Meeting. A special meeting called by Members shall be held within thirty days after the Elders receive the request referred to in this Clause 2. When such a special meeting is called for by ten percent of the Members, the Members' purpose for calling such a meeting shall be included on that meeting's agenda by the Elders. All Member's Meetings, whether regular or special, shall include a time(s) for questions to be asked by the Members.

Clause 3. No regular Members' Meeting shall be held unless: (1) in the case of a regular Members' Meeting described in Clause 1 above, the date, time, and place of the meeting be announced at every public meeting of the Church for two weeks immediately prior to the Members' Meeting in question, or (2) in the case of a special Members' Meeting, the date, time, and place of the meeting be announced at every public meeting of the Church for one week immediately prior to the Members' Meeting in question (refer to the preceding Clause 2).

Clause 4. One of the Elders shall preside as Moderator at each Members' Meeting, whether a regular or a special meeting, but shall have no vote, unless the Members be equally divided on a question, in which case the Moderator shall vote to break the tie. The Elder chosen to moderate a Member's Meeting shall not have any item on that meeting's agenda regarding himself that shall require a vote.

Clause 5. Members' Meetings shall proceed according to a reasonable order, and the Members present shall constitute a quorum to do business. Motions shall be adopted upon the agreement of a simple majority of the Members present and voting on the question, except on matters otherwise provided for in this Constitution.

### **Section 3.**

Clause 1. The Church, duly assembled in a Members' Meeting, shall be responsible:

- a. To appoint Elders and Deacons;
- b. To elect officers;
- c. To receive Applicants into Church Membership;
- d. To recognize termination of Membership due to death, transfer of Membership, or voluntary resignation;
- e. To exercise Church discipline;
- f. To approve, once in every year, a Church budget;
- g. To hear reports from the Elders and, from time to time, the various Deacons, and other Members; and
- h. To take any other action the Members deem necessary or desirable.

### **Section 4.**

Clause 1. The Treasurer, with the advice and approval of the Elders, shall distribute a proposed budget for the coming fiscal year to the Members, one month prior to the final regular Members' Meeting of every fiscal year, which shall be considered and voted upon by the Church at the final regular Members' Meeting of every fiscal year.

Clause 2. The proposed budget shall be adopted upon the motion of the Treasurer and the subsequent agreement of a simple majority of the Members present and voting on the question. In the event that the vote on the proposed budget should not pass, the Treasurer shall present to the Church a revised proposed budget within four weeks after the Members' Meeting at which the prior proposed budget

was up for a vote, and the revised proposed budget shall be voted upon either at the next regular Members' Meeting or at a special Members' Meeting. In the event that the new fiscal year should begin before a budget shall have been adopted, the Treasurer may propose, and the Members may adopt, an interim budget for the period before the final budget is adopted. In the event that no interim budget should be adopted, the Church shall be governed by the prior year's budget until an interim or final budget may be adopted by the congregation.

Clause 3. Once a final budget is adopted, the total amount budgeted shall not be overspent, unless the budget is amended, as provided in this document. The Elders shall have responsibility to oversee and faithfully disburse funds according to the budget. Amendments to the budget shall be adopted upon the motion of the Treasurer and the subsequent agreement of a simple majority of the Members present and voting on the question at any Members' Meeting.

Clause 4. Oversight of and authority over all other resources of the Church shall be vested in the assembled Members. Upon the recommendation of the Elders and the subsequent agreement of a simple majority of the Members present and voting on the question at any Members' Meeting, the congregation may fund certain designated accounts, distinct from the operating budget, which shall be under the oversight and authority of the Elders.

## ARTICLE 3: CHURCH GOVERNMENT

### Section 1. Summary

The biblical offices in the Church are Elders<sup>1</sup> and Deacons (Philippians 1:1). In addition, our Church recognizes the corporate officer positions under this Constitution of Chairman, Vice Chairman, Secretary, and Treasurer. All Elders, Deacons, and officers must be Members of this Church prior to assuming their respective responsibilities as Elders, Deacons, and officers.

### Section 2. Elders

Clause 1. Oversight of the ministry and resources of the Church shall be vested in the Elders, who shall be men that satisfy the qualifications for the office of Elder set forth in 1 Timothy 3:1-7 and Titus 1:6-9.

Clause 2. Elders shall be selected as follows: Any Member may recommend a candidate (including himself) for the office of Elder. The Elders shall examine all candidates to determine whether they meet the qualifications established in this document. Following such examination, the Elders shall at the next Members' Meeting present to the Church a list of nominees for the office of Elder.

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<sup>1</sup> The Elders shall be the Directors of the Church corporation, for purposes of the Nebraska Nonprofit Corporation Act.

In the event that the number of Elders is reduced below three (see Section 4, Clause 4), the Church may appoint a committee of no fewer than three Members, which shall include any remaining Elders, to conduct the examination process referred to above for candidates for Elder and to present to the Members any nominees for the office of Elder. Such committee members shall be nominated and approved by a simple-majority vote by those present and voting at any Member's Meeting. A nominee brought forward by such committee may be a man who has never served as an Elder or any man who has previously served as an Elder.

For a period of at least one month following the presentation of the nominees to the Church, the Church will consider whether such nominees are qualified for the office. If any Member believes one or more of the nominees to be unqualified, that Member must express such concerns to the Elders, who may, on the basis of that advice, remove nominees from consideration. No nominees may be added to the list of nominees who were not included on the initial list presented to the Church.

After a period of at least one month has elapsed from the time of the initial presentation of the nominees to the Church, the Elders shall, at the next Members' Meeting, present a final list of nominees to the Church. Upon a motion to approve each nominee, and the subsequent agreement of three-fourths of the members present and voting on the question, any nominee having been so approved shall be publicly recognized and appointed as an Elder.

Clause 3. As stated in 1 Timothy 2 and 3, women may not serve as Elders.

Clause 4. The Members shall appoint no fewer than three Elders and may appoint more, and a majority of the Elders appointed shall be non-vocational Elders (i.e., Elders who do not receive remuneration from the Church), provided that in the event that the number of appointed Elders at any time falls below the number required under this Constitution, the Church shall diligently work to prepare and appoint more qualified men to serve as Elders to meet the requirements of this Clause 4.

Clause 5. No Elder shall be subject to a reaffirmation vote, nor to any term limit.

Clause 6. Vocational and non-vocational Elders share the same title, calling, and authority. While there may be distinctions and allocations of responsibilities among the Elders, these distinctions and allocations do not reflect differences in terms of the office or authority of the respective Elders, but rather of the duties assigned to different Elders who hold the same office.

Clause 7. No Elder may be a Deacon during his tenure as an Elder.

Clause 8. The Elders shall, in keeping with the principles set forth in the Scriptures, especially Acts 6:1-6; 1 Timothy 3:1-7; 5:17; Titus 1:5-9; James 5:14; and 1 Peter 5:1-4, undertake the responsibility of shepherding God's flock by devoting themselves to prayer and the ministry of the Word.

Clause 9. The Elders shall have particular authority over the following areas:

- a. To plan and oversee worship services;
- b. To oversee and administer the ordinances, namely Baptism and the Lord's Supper;
- c. To equip the Church for the work of ministry;
- d. To teach and encourage sound doctrine and practice;
- e. To admonish and correct error;
- f. To oversee the process of Church discipline;
- g. To examine and instruct prospective Members;
- h. To coordinate and promote the ministries of the Church;
- i. To examine and recommend candidates for all offices and positions;
- j. To oversee the work of the Deacons and all other agents of the Church;
- k. To hire, set compensation for, oversee, evaluate the performance of, and when necessary terminate paid Church staff;
- l. To plan the agenda for all Members' Meetings, to moderate and oversee such meetings, and at their discretion, to postpone such meetings due to inclement weather or other emergencies.
- m. To enact policies for the Church on any topic, consistent with Scripture, this Constitution, and the Statement of Faith; and
- n. To take any other action necessary and proper for faithfully overseeing and shepherding the Church.

Clause 10. An Elder's office may be terminated by resignation or by dismissal. Any two or more Members with reason to believe that an Elder should be dismissed should express such concern to the Elders and, if need be, to the congregation. An Elder shall be removed from office upon (a) the recommendation of either a simple majority of the Elders, and the subsequent vote of two-thirds of the Members

present and voting on the question at any Members' Meeting, or (b) the recommendation of ten percent of the Members who call for a special meeting for such purpose, and the subsequent vote of two-thirds of the Members present and voting on the question at such a special Members' Meeting. If such removal is due to sin, any such action shall be done in accordance with the instructions of the Lord Jesus in Matthew 18:15-17 and those instructions in 1 Timothy 5:17-21.<sup>2</sup>

Clause 11. The Elders shall meet regularly. The meeting schedule shall be as agreed but at least once every two months and no less than eight times per year.

Clause 12. Special Elders' Meetings may be called at the request of a simple majority of all the Elders. The notice of a special meeting of the Elders must be given to all Elders. The notification may be electronic. The presence of an Elder at any meeting constitutes a waiver of any notification requirement as to that Elder.

Clause 13. If an Elder cannot be notified, the absent Elder's office cannot be an agenda item for the special meeting. If the Elder whose office is to be on the agenda is out of the city, additional time for his return to the city must be allowed before convening any specially called meetings to discuss the absent Elder's office.

Clause 14. A simple majority of the Elders in office before the applicable meeting begins shall constitute a quorum. Except as otherwise provided in this document, each Elder shall have one vote on any matter before the Elder Board at any regular or special meeting. The acts of the majority of all the Elders (quorum) shall be the acts of the Elder Board, unless otherwise specifically required by the Articles of Incorporation, or by law, or by this Constitution.

Clause 15. Formal voting shall follow a discussion period where unanimity is sought. If any Elder has a reservation about a matter before the Elders, the Elder(s) having such reservation shall be able to table the item to allow the Elder(s) opposed to such action to reconsider his position and agree with the majority, or propose, and have accepted, an alternative plan. If after a reasonable length of time, based on the judgment of the Elders, the objection is not lifted nor is an acceptable alternative presented, the Elders may call for a vote on the issue. If a simple majority of the Elders should approve the matter over the objection of a minority, the minority must (a) be willing to submit to the majority and support the decision, or (b) resign from the Elder Board. If unwilling to resign, such elder shall be subject to the admonition and the discipline of the Church.

Clause 16. An Elder may vote on any issue before the Elder Board, except as follows:

- a. His own personal salary and benefits;

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<sup>2</sup> This Section 2 of Article 3 shall apply to the removal of Elders, notwithstanding Neb. Rev. Stat. 21-1975. Notwithstanding Neb. Rev. Stat. 25-1977, Elders shall not be removed other than through the procedures set forth in this Constitution.

- b. His own position as a staff member;
- c. His own position as an Elder; and
- d. His own position as an officer of the Church (e.g., Chairman, Secretary).

Clause 17. Elders may take actions without meeting, provided that all Elders consent to the action in writing or electronic communication without a meeting of the Elder Board, and the agreement by written consent or copy of said electronic communication is filed with the Board Secretary.

### **Section 3. Deacons**

Clause 1. The office of Deacon is described in 1 Timothy 3:8-13 and Acts 6:1-7. The Church shall recognize as Deacons, in accordance with the constitutional provisions on elections, Members who are giving of themselves in service to the Church, who possess particular gifts of service, and who satisfy the qualifications set forth in 1 Timothy 3:8-13. These Members shall be received as gifts of Christ to his Church. The number of Deacons may vary as the Church has need.

Clause 2. Deacons shall be selected as follows: Any Member may recommend a candidate (including himself) for the office of Deacon. The Elders shall examine all candidates to determine whether they meet the qualifications set forth in this document. Following such examination, the Elders shall at the next Members' Meeting present to the Church a list of nominees to the office of Deacon.

For a period of at least one month following the presentation of the nominees to the Church, the Church shall consider whether such nominees are qualified for the office. If any Member believes one or more of the nominees to be unqualified, that Member shall express such concern to the Elders, who may on the basis of that advice remove nominees from consideration. No nominee may be added to the list of nominees which was not included on the initial list presented to the Church.

After a period of at least one month has elapsed from the time of the initial presentation of the nominees to the Church, the Elders shall, at the next Members' Meeting, present a final list of nominees to the Church. Upon a motion to approve each nominee, and the subsequent agreement of two-thirds of the Members present and voting on the question, any nominee having been so approved shall be publicly recognized and appointed as a Deacon.

Clause 3. The Deacons shall meet together regularly as a team to coordinate service.

Clause 4. Each diaconate position shall be based upon and serve a particular need of the Church, and such position shall be created or dissolved upon the simple majority

vote by the Elders. Any changes in the diaconate positions shall be communicated at the next scheduled Members' Meeting.

Clause 5. As the need arises, the Elders shall at any regular or special Members' Meeting solicit from the congregation recommendations for new diaconate positions and for qualified persons to fill new or vacant diaconate positions, which recommendations shall be given to the Elders in private, and not publicly. The Elders shall give due consideration to any recommendation received.

Clause 6. In keeping with the principles set forth in Acts 6:1-6, Deacons shall not exercise a ministry of spiritual authority, but shall support the Elders' ministry of the Word, work to maintain the unity of the Church, and care for the physical needs of the Church.

Clause 7. The Church may recognize Deacons to have responsibility:

- a. for seeing that the widows, the orphans, the sick, the grieved, the aged, and the infirm receive spiritual and physical comfort;
- b. For leading the hospitality ministries of the Church;
- c. For attending to the normal care and maintenance of Church properties;
- d. For monitoring the Church budget, finances, and accounts, and reporting the state of Church finances and budget to the Elders and Church Members.
- e. For receiving, holding, and disbursing a fund for benevolence, and for reporting from time to time on the use of such funds to both the Elders and the Church;
- f. For attending to the accommodations for public worship;
- g. For assisting in distributing the elements during the Lord's Supper;  
and
- h. For serving in other specific capacities as the Church has need.

Clause 8. No Deacon, member, or other persons shall solicit money on behalf of the Church or any of its ministries without the approval of the Elders.

Clause 9. A Deacon's office may be terminated by resignation or by dismissal. Any two or more members with reason to believe that a Deacon should be dismissed should express such concern to the Elders and, if need be, to the Members. A Deacon shall be removed from office upon (a) the recommendation of either a two-thirds majority of the Elders, and the subsequent vote of two-thirds of

the Members present and voting on the question at any Members' Meeting, or (b) ten percent of the Members who call for a special meeting for such purpose, and the subsequent vote of two-thirds of the Members present and voting on the question at such a special Members' Meeting. If such removal is due to sin, any such action shall be done in accordance with the instructions of the Lord Jesus in Matthew 18:15-17.

Clause 10. In the event a diaconate position becomes vacant, the Elders may appoint a person to fill that position and assume its responsibilities on an interim basis, until a replacement Deacon can be appointed by the Church at a Members' Meeting, so long as the person so appointed meets the qualifications set forth in 1 Timothy 3:8-13.

#### **Section 4. Pastoral Staff**

Clause 1. The Church shall appoint a Senior Pastor. As a staff member, the Senior Pastor is to direct the day-to-day operation of the Church staff on behalf of the Elders. The Senior Pastor shall have the primary responsibility for preaching and teaching the Scriptures in public meetings of the Church. He shall be an Elder, perform the duties of an Elder described in Article 3, Section 2, and be recognized by the Church as particularly gifted and called to the full-time ministry of preaching, teaching, and equipping. He shall preach on the Lord's Day, oversee the administration of the ordinances of Baptism and the Lord's Supper, and perform such other duties, any of which may from time to time be delegated to the other Elders, or to other gifted men.

Clause 2. The Church may select additional pastors whose relationship to the Senior Pastor is that of associate (an "Associate Pastor"). An Associate Pastor shall assist the Senior Pastor in the performance of his regular duties and shall perform any other duties as usually pertain to the office of pastor, or as set forth in the Constitution, or which may be specifically assigned to him by the Elders. An Associate Pastor shall be an Elder. He shall perform the duties of an Elder described in Article 3, Section 2, and shall be recognized by the Church as particularly gifted and called to the full-time ministry of preaching, teaching, and equipping.

Clause 3. The Church may select additional pastors whose relationship to the Senior Pastor is that of assistant ("Assistant Pastor"). An Assistant Pastor shall assist the Senior Pastor and Associate Pastor(s) in the performance of their regular duties and shall perform any other duties as usually pertain to the office of pastor, or as set forth in the Constitution, or which may be specifically assigned to him by the Elders. An Assistant Pastor shall be an Elder. He shall perform the duties of an Elder described in Article 3, Section 2, and shall be recognized by the Church as particularly gifted and called to the full-time ministry of preaching, teaching, and equipping. He shall serve as a staff member at the will of the Elders under the daily oversight of the Senior Pastor for a term of not more than two years, though that term may be extended upon recommendation of the Elder Board and approval by a

simple majority vote of the Members present and voting on the question at any Members' Meeting.

Clause 4. In the calling of any man to the position of Senior, Associate, or Assistant Pastor, the same process of calling an Elder in Article 3, Section 2, must be followed. For a period of at least one month following the presentation of the nominees to the Church, the Church will consider whether such nominees are qualified for the office. In addition, however, the Church must be given adequate opportunity to assess the preaching gifts of any potential Senior, Associate, or Assistant Pastor and, before being asked to express its judgment, must receive assurance from the Elders that, having interviewed the man concerned, they are in no doubt as to his wholehearted assent to the Statement of Faith, Membership Covenant, and this Constitution. Notice of the nomination of a man to be elected to Membership and called as Senior, Associate, or Assistant Pastor (which shall include, if necessary, election to Membership of his wife if he is married) must be given at all Church services on two Sundays prior to the vote at a Members' Meeting. A vote to call a man to serve in the position of Senior, Associate, or Assistant Pastor, who is not yet an Elder of Emmaus Bible Church, will serve as a vote to install him as an Elder of this Church. Such vote may also be certified by the Elder Board as an ordination to ministry at Emmaus Bible Church.

Clause 5. The Church may create or dissolve paid Pastoral Assistant positions to assist with pastoral ministry upon the recommendation of a simple majority of the Elder Board and the subsequent agreement of a simple majority of the Members present and voting on the question at any Members' Meeting. Before appointing any man to the position of Pastoral Assistant, he must become a Member of the Church, which shall include, if necessary, election to Membership of his wife if he is married. The Pastoral Assistant is not required to be an Elder, though he may be recognized as such should he be nominated by the Elder Board and elected by the Members, in accordance with Article 3, Section 2. A Pastoral Assistant shall serve as a staff member at the will of the Elders under the daily oversight of the Senior Pastor for a term of one year, though that term may be extended upon the recommendation of the Elders and the subsequent agreement of a majority of the Members present and voting on the question at any Members' Meeting. Pastoral Assistants may be terminated by a simple majority vote of the Elder Board.

Clause 6. The Church may appoint a Senior Pastor, Associate Pastor, or Assistant Pastor (each a "Pastor") on an interim basis (an "Interim Pastor") according to the procedures set forth in this Constitution for appointing a Pastor to the same office on a permanent basis. The functions and duties of an Interim Pastor shall be the same as the functions and duties of a permanent Pastor holding the same office, and all references to a Pastor in this Constitution shall include an Interim Pastor holding such position. The Interim Pastor's term may be fixed or indefinite, as determined by the Church. The Interim Pastor's term, however, is to be temporary, and during such term the Church shall seek to fill the designated Pastor position occupied by the Interim Pastor with a qualified permanent Pastor or another Interim Pastor or, in the case of an Associate Pastor or an Assistant

Pastor, decide not to fill the position and terminate the Interim Pastor's term. A person holding an Interim Pastor position may be a candidate for and may later be appointed to a permanent Pastor position. An Interim Pastor may be removed from his position in accordance with the procedures set forth in this Constitution for removing a permanent Pastor.

## **Section 5. Support Staff**

Clause 1. The Church may create or dissolve paid support staff positions upon the recommendation of a simple majority of the Elder Board and the subsequent agreement of a simple majority of the Members present and voting on the question at any Members' Meeting. Any staff member, including but not limited to the Church Administrator, may be hired on an interim basis according to the same procedure for filling permanent staff positions. Each provision in this Constitution relating to staff members shall apply to interim staff members the same as permanent staff members. An interim staff member may be hired for a fixed term or an indefinite but temporary term. An interim staff member may later be hired as a permanent staff member.

Clause 2. All support staff Members shall affirm and support the Statement of Faith, Membership Covenant, and this Constitution, and shall exemplify godly character.

Clause 3. Support staff shall serve at the will of the Elders under the daily oversight of the Senior Pastor. The Elders are responsible for developing ministry descriptions and lists of qualifications for each support staff position and for interviewing and hiring personnel for support staff positions.

Clause 4. Support staff may be terminated by a simple majority vote of the Elders. Such termination shall be given with a 30-day written notice when possible, but may be immediate in the case of emergency or egregious behavior.

## **ARTICLE 4: ADMINISTRATION**

### **Section 1. Corporate Officers**

Clause 1. The appointment of corporate officers shall be made upon the recommendation of a simple majority of the Elder Board and the subsequent agreement of a simple majority of the Members present and voting on the appointment at any Members' Meeting. Any officer may be appointed on an interim basis (an "Interim Officer") according to the same procedure for appointing regular officers in this Constitution. The functions and duties of an Interim Officer shall be the same as the functions and duties of a regular officer holding the same office, and all references to an officer in this Constitution shall include an Interim Officer holding such position. The Interim Officer's term may be fixed or indefinite, as determined by the Church. The Interim Officer's term, however, is to be temporary, and during such term the Church shall seek to fill the designated Officer position occupied by the Interim Officer with a qualified regular officer. A person holding an Interim Officer position may

be appointed to a regular officer position. An Interim Officer may be removed from his position in accordance with the procedures set forth in this Constitution for removing a regular officer.

Clause 2. Except as otherwise provided herein, corporate officer terms shall correspond to the Church's fiscal year. Appointment for the next year may be made within 120 days before each new fiscal year but must be done no later than September 1 of each new fiscal year.

Clause 3. Any officer may be removed upon the recommendation of a simple majority of the Elder Board and the subsequent agreement of a simple majority of the Members present and voting on the removal at any Members' Meeting. Any corporate officer, except Chairman, may resign by giving 30-days written notice of resignation. Appointment of corporate officers shall be made whenever vacancies exist.

Clause 4. Chairman: The Chairman shall be the Senior Pastor, whose appointment shall coincide with his appointment as Senior Pastor. His duties shall consist of presiding at all meetings of the Elder Board and setting the agenda for said meetings with the help of the other Elders. He will perform the duties usually associated with the office of corporate president and such other duties as from time to time may be assigned to him by the Elder Board. The Chairman's term of office shall continue until such time as the Chairman ceases to be the Senior Pastor.

Clause 5. Vice Chairman: The Vice Chairman shall be recommended to the Members from among the Elders by a simple majority vote of the Elders and shall be appointed by a simple majority vote of the Members present and voting on the question at a Members' Meeting. He shall preside at the meetings of the Elder Board in the case of the Chairman's absence, and perform the other duties of the Chairman during such absence. The Vice Chairman's term of office shall be one year. The Vice Chairman may be reappointed in the same manner as his initial appointment under this clause 5.

Clause 6. Secretary: The Secretary shall be recommended to the Members from among the Elders by a simple majority vote of the Elders and shall be appointed by a simple majority vote of the Members present and voting on the question at a Members' Meeting. The Secretary shall record and archive the minutes of the meetings of the Elders in paper and digital format. He shall present the minutes of meetings of the Elder Board for approval by the Elders at the next meeting of the Elder Board. The Secretary shall ensure the necessary documents are disseminated for the Elder Board meetings, or oversee the delegation of these tasks.

On behalf of the Elder Board, the Secretary shall oversee those duties of the Church Administrator or other support staff that include: 1) the corporate correspondence for the Church; 2) notices required by law and duly given on behalf of the Church corporation; and 3) the filing and safekeeping of all papers and documents of the

Church's Elder Board, both paper and digital, including all decisions and policies voted on and approved by the Elder Board. Such paper and digital copies shall be filed in the Church Administrator's office, as well as any other secure location selected by the Secretary.

The Secretary shall deliver to his successor all reports and records he keeps, be custodian of the corporate records and of the seal of the Church, see that the seal of the Church is affixed to all corporate documents, and, in general, perform all duties incidental to the office of Secretary and such other duties as may from time to time be assigned to him by the Elder Board. The Secretary's term of office shall be one year. The Secretary may be reappointed in the same manner as his initial appointment under this clause 6.

Clause 7. Treasurer: The Church shall select a Treasurer from among the Deacons. The Treasurer shall ensure that all funds and securities of the Church are properly deposited and maintained in such banks, financial institutions, or depositories as may be designated by the Church. The Treasurer shall also ensure that full and accurate accounts of receipts and disbursements are kept in books belonging to the Church and that adequate controls are implemented to guarantee that all funds belonging to the Church are appropriately handled by any officer, employee, or agent of the Church. The Treasurer shall render to the Elders at least once in every year, or whenever the Elders may require it, an account of all financial transactions and of the financial condition of the Church. The Treasurer shall also be responsible for presenting regular reports of the account balances, revenues, and expenses of the Church at regular Members' Meetings.

The Treasurer shall be appointed to a term of three years upon the recommendation of the Elders and the subsequent agreement of a simple majority of the Members present and voting on the question at any Members' Meeting. The Treasurer's terms shall be renewable upon approval of a simple majority of the Members present and voting on the question at any Members' Meeting, but no one serving as Treasurer shall serve more than two consecutive three-year terms as Treasurer. A Deacon who has served six years as the Treasurer may either move into an alternate diaconate position or may step down from his position as Deacon.

No Elder or paid staff member of the Church shall be eligible for the office of Treasurer.

The Treasurer shall be removed from office upon the recommendation of the Elders and the subsequent agreement of a simple majority of the Members present and voting on the question at any Members' Meeting.

## **Section 2. Church Administrator**

Clause 1. As a full-time staff member, the Church Administrator shall run the day-to-day business activities of the Church. The Church Administrator shall serve at the

will of the Elders, under the oversight of the Senior Pastor, and whose duties will sometimes involve working directly with the Secretary and other Elders and officers. The Church Administrator shall not be an Elder, Deacon, or officer of the Church.

Clause 2. The Elders are responsible for developing the job description and requirements for the position of Church Administrator, and for interviewing and hiring the Church Administrator. Due to the large amount of sensitive, confidential, and fiduciary information handled by the Church Administrator, the character, background, and beliefs of the applicant must be thoroughly investigated and vetted before being hired. The Church Administrator shall be required to sign a confidentiality agreement, agreeing to keep all such information confidential, not to disclose it to anyone other than the Elders and such other Members as may be authorized to receive it, and not to use such information for any purpose other than Church business.

Clause 3. The Church Administrator shall affirm and support the Statement of Faith, Membership Covenant, and this Constitution without question, and shall exemplify godly character.

Clause 4. The Church Administrator's responsibilities shall include managing the Church office, maintaining Church records and databases, communications, finances, managing the Church budget, payroll, and human resources. The Church Administrator's job description lists the details of these responsibilities, and will be kept on file in the Church office.

Clause 5. The Church Administrator will work closely with, support, and provide records for the Treasurer, and will coordinate with the offertory team leader in the Church's weekly financial bookkeeping.

Clause 6. The Church Administrator may be terminated by a simple majority vote of the Elder Board. Such termination shall be given with a 30-day written notice when possible, but may be immediate in the case of emergency or egregious behavior.

### **Section 3. Church Clerk**

Clause 1. The Clerk shall record the minutes of all regular and special Members' Meetings of the Church. Such Members' Meeting minutes report shall be distributed by the Clerk to all Elders and the Church business office, and made available to the Members. Having no governing authority, the Clerk shall not be an officer of the Church but rather shall answer to the Board Secretary.

Clause 2. If the Clerk is unavoidably absent during a Members' Meeting, he or she may assign the duties of Clerk to a substitute Member, if approved by the Elders. In such absence, if necessary, the Elder Board itself may assign the duties of Clerk to a Member.

Clause 3. The Clerk shall be appointed to a renewable term of three years upon the recommendation of the Elders and the subsequent agreement of a simple majority of the Members present and voting on the question at any Members' Meeting.

Clause 4. The Clerk may be removed from office by a simple majority vote of the Elders, or by a simple majority vote of the Members present and voting on the question at any Members' Meeting.

## ARTICLE 5: RATIFICATION

This Constitution shall be ratified upon the approval of two-thirds of the Members present and voting on the question at any Members' Meeting of the Church, and shall take effect upon the recognition by the Church, acting through its Members, of at least three Elders.

## ARTICLE 6: AMENDMENTS

### **Section 1.**

The Statement of Faith or Church Membership Covenant shall be amended upon the recommendation of the Elders and the subsequent agreement of three-fourths of the Members present and voting on the question at any regular Members' Meeting, provided the Amendment shall have been offered in writing at any previous regular Members' Meeting, and shall have been announced at every public meeting of the Church for two weeks immediately prior to final vote.

### **Section 2.**

This Constitution shall be amended upon (a) the recommendation of either a simple majority of the Elders, and the subsequent vote of three-fourths of the Members present and voting on the question at any Members' Meeting, or (b) the recommendation of ten percent of the Members who call for a special meeting for such purpose, and the subsequent vote of three-fourths of the Members present and voting on the question at such a special Members' Meeting, provided the Amendment shall have been offered in writing at any previous regular Members' Meeting, and shall have been announced at every public meeting of the Church for two weeks immediately prior to final vote.

## ARTICLE 7: DISSOLUTION OF THE CHURCH

### **Section 1.**

Dissolution of the Church shall occur upon a motion approved by a three-fourths vote of the Members present and voting on the question at a Members' Meeting.

### **Section 2.**

Upon dissolution of the Corporation, the Elders shall cause the assets herein to be distributed to another corporation with purposes similar to those identified in The Statement of Faith and of this Constitution. In the event that the Church has no Elders at the time of corporate dissolution, then the Church may appoint a committee of no fewer than three Members to undertake the duties set forth in this Section 2.