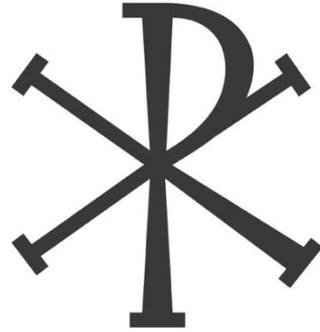


**AMENDED AND RESTATED BYLAWS  
OF REDEEMER CHURCH ROCKFORD**



**Adopted March 20, 2020**

## **AMENDED AND RESTATED BYLAWS OF REDEEMER CHURCH ROCKFORD**

These Bylaws establish biblical plurality in leadership and appropriate accountability between staff and lay leaders in governing the affairs of Redeemer Church Rockford, Inc., an Illinois not for profit religious corporation (the "Church" or "Redeemer Church"). The Church is organized under the Illinois General Not For Profit Corporation Act of 1986, as amended (the "Act"). These Bylaws continue the same ecclesiastical and legal entity created in February 26, 2001 (formerly Harvest Bible Chapel of Rockford) and its form of Elder Board governance, and amend and restate, in its entirety, the Constitution of the Church, as amended and adopted on March 20, 2020.

### **ARTICLE 1. MISSION STATEMENT**

The mission of the Church is to glorify God through the fulfillment of the great commission.

### **ARTICLE 2. NAME and PRINCIPAL OFFICE**

The name of the Church is Redeemer Church Rockford. The principal office of the Church shall be located at 5501 Windsor Road, Loves Park, Illinois. The Elder Board may designate a different principal office at any time, including an office at other facilities or campuses maintained by the Church from time to time.

### **ARTICLE 3. FOUR PILLARS**

At Redeemer Church, four (4) pillars have been established as the biblical priorities for this ministry:

1. Proclaiming the authority of God's Word without apology. (2 Timothy 4:2)
2. Lifting high the name of Jesus through worship. (John 4:24)
3. Believing firmly in the power of prayer. (Ephesians 6:18)
4. Sharing the good news of Jesus with boldness. (Ephesians 6:19-20)

### **ARTICLE 4. DOCTRINAL STATEMENT**

**4.1 *The Scriptures.*** We believe the sixty-six (66) books of the Old and New Testaments to be the full record of God's self-disclosure to mankind. Different men, while writing according to their own styles and personalities, were supernaturally moved along by the Holy Spirit to record God's very words, inerrant in the original writings. Therefore, those applying themselves to study its literal, historical-grammatical context can accurately understand God's Word. Scripture is fully trustworthy as our final and sufficient authority for all of life (2 Timothy 3:16-17; 2 Peter 1:20-21).

**4.2 *The Triune God.*** We believe in the one living and true God, eternally (John 17:3) existing in perfect unity as three (3) equally and fully divine Persons: the Father, the Son, and the Holy Spirit (Matthew 28:19-20). Each member of the Godhead, while executing distinct but complementary roles in redemptive history, has precisely the same nature, attributes, and being, and is equally worthy of the same glory and honor and obedience (John 1:1-4; Acts 5:3-4).

**4.3 *God the Father.*** We believe God the Father created all things in six (6) literal days for His glory according to His own will (Revelation 4:11), through His Son, Jesus Christ. He upholds all things by the Word of His power and grace, exercising sovereign headship over all creation, providence, and redemption (Colossians 1:17; Hebrews 1:3).

**4.4 *God the Son.*** We believe that Jesus Christ, the eternal Son, moved by love in accordance with the will of the Father, took on human flesh (John 1:1, 14, 18). Conceived through the miraculous work of the Holy Spirit, He was born of the Virgin Mary. He, being fully God and fully man (John 14:8-9), lived a sinless life and sacrificially shed His blood and died on the cross in our place accomplishing redemption for all who place their faith in Him. He arose visibly and bodily from the dead three days later and ascended into heaven, where, at the Father's right hand, He is now Head of His Body the Church, the only Savior and Mediator between God and man, and will return to earth in power and glory to consummate His redemptive mission (1 Timothy 3:16).

**4.5 *God the Spirit.*** We believe that the Holy Spirit, in all that He does, glorifies the Lord Jesus Christ during this age. He convicts the world of sin, righteousness, and judgment. He draws the unredeemed to repentance and faith, and at salvation imparts new spiritual life to the believer, bringing that person into union with Christ and the Body of Christ. The Holy Spirit sanctifies, seals, fills, guides, instructs, comforts, equips, empowers, permanently indwells at salvation, and bestows spiritual gifts to the believer for Christ-like living and service (John 16:8; 13:15; Titus 3:5; Ephesians 1:22; 4:11-12; Romans 8:9-17; 12:4-8; 1 Corinthians 3:16; 12:4-5, 11-13, 19; Galatians 5:25; Hebrews 2:1-4; 2 Corinthians 12:12).

**4.6 *Mankind.*** We believe that God created mankind—male and female—in His own image and likeness, free of sin, to glorify Himself and enjoy His fellowship. Tempted by Satan, but in the sovereign plan of God, man freely chose to disobey God, bringing sin, death and condemnation to all mankind. All human beings, therefore, are totally depraved by nature and by choice. Alienated from God without defense or excuse, and subject to God's righteous wrath, all of mankind is in desperate need of the Savior (Genesis 3:1-6; Romans 3:10-19; Romans 1:18, 32).

**4.7 *Marriage and Sexuality.*** We believe God is the sole authority in matters of marriage and sexuality for all people, and that marriage involves the sacred joining together of one man and one woman in faithful, permanent union (Genesis 2:18-24; Matthew 19:1-9). God hates divorce and He intends the marriage union to last until one of the spouses dies. Sex is a gift from God to be enjoyed solely within this God-ordained marriage relationship, and God has clearly and expressly commanded abstinence from any form of sexual or intimate activity outside of this context; prohibiting as "sexual immorality" activities such as lustful thought, adultery, fornication, pornography, homosexuality, transgenderism, bisexuality, or polygamy (Matthew 15:19; Romans

1:18-32; 1 Corinthians 6:9-20; Galatians 5:19; 1 Thessalonians 4:3-7; Hebrews 13:4).

**4.8 *Salvation.*** We believe that the Lord Jesus Christ died for our sins according to the Scriptures, as the substitutionary atonement in our place, and that salvation is found in none other than Jesus Christ. Before Creation, God chose those who would be saved and granted this unearned grace solely based on His sovereign good pleasure. Jesus Christ's death on the cross was the sole and complete payment for sins, fully satisfying God's righteous wrath, for each person that turns from sin in repentance and places their faith in Christ alone by grace alone. At salvation each person is made a new creation by the Holy Spirit, declared righteous before God, and secured as an adopted child of God forever. Genuine faith continues in obedience and love for Jesus Christ with a life eager to glorify God and persevere to the end (Romans 8:37-39; 2 Corinthians 5:21; 1 Corinthians 12:13).

**4.9 *The Church.*** We believe that upon placing one's faith in the Lord Jesus Christ as Savior, the believer is made part of the Body of Christ, the one universal Church, of which Jesus Christ is the Head. The Scriptures command believers to gather locally in order to devote themselves to worship, prayer, teaching of the Word, fellowship, the ordinances of baptism and communion, service to the local body through the development and use of talents and spiritual gifts, and outreach to the world to make disciples (Ephesians 1:22-23; Acts 2:42-46; 1 Corinthians 14:26; Matthew 28:18-20). Wherever God's people meet regularly in obedience to this command, there is the local expression of the Church under the watchful care of a plurality of elders. A church's members are to work together in love and unity, intent on the ultimate purpose of glorifying Christ (Ephesians 4:16).

**4.10 *Baptism and Communion.*** We believe that Christian baptism is a public declaration of the believer's salvation in Christ, identifying with Christ in His death, burial, and resurrection symbolized by immersion in water. The Lord's Supper is the united commemoration by believers of Christ's death until He comes and should be preceded by a careful self-examination (Acts 2:41; Romans 6:3-6; 1 Corinthians 11:20-29).

**4.11 *Missions.*** We believe it is the aim, duty, and privilege of every believer and local church fellowship to glorify God by responding as active participants in the Great Commission call of Jesus Christ to go and make disciples of all nations. We believe the primary focus and priority of this call is centered on efforts that establish, strengthen, and reproduce biblically-based churches, which will then plant churches that plant churches for future generations and God's glory.

**4.12 *Things to Come.*** We believe in and expectantly await the glorious, visible, personal, premillennial return of the Lord Jesus Christ. The blessed hope of His return has vital bearing on the personal life, service, and mission of the believer (1 Thessalonians 4:13-18). We believe in the bodily resurrection of both the saved and the lost. The lost will be raised to judgment and experience eternal wrath in hell. The saved will be raised to eternal joy in the new heaven and new earth in the manifested presence of God (Acts 1:3, 9; Hebrews 7:25-26).

## ARTICLE 5. CHRISTIAN LIVING

**5.1 *Concerning Conduct.*** The Bible teaches that all believers are saints, set apart unto God and are thus responsible to live in such a manner as not to bring reproach upon the Savior and Lord (Romans 2:1-2; 1 Peter 1:14-19; 2 Timothy 2:19; Titus 2) lest the Word of God be blasphemed (1 Timothy 6:1; Titus 2:5). As Christians we should obey the Word of our Lord, seek the things which are above, walk as He walked, and accept as our responsibility the duty and privilege of bearing the Gospel to a lost world (1 John 2:3; Colossians 3:1; Matthew 28:19-20). A victorious and fruitful Christian life is possible only for those who have presented themselves wholly to Christ and walk by the power of the Holy Spirit. The Spirit-filled life is the normal Christian life to be expected of all believers. (Romans 12:1-2; Galatians 5:16; Ephesians 5:18; Romans 6, 7).

**5.2 *Concerning Separation.*** Because of God's holy nature and a believer's high calling, Scripture teaches and commands personal and ecclesiastical separation from religious apostasy (2 John 7-11; Romans 16:17; Titus 3:10), from all sinful actions that reflect willful or continued disobedience to the Word of God (2 Thessalonians 2:15; 3:6,14-15; 1 Corinthians 5). This does not include separation from unbelievers who need the Gospel of Jesus Christ, nor does it include brothers and sisters in Christ who are walking in doctrinal or behavioral error but not under church discipline.

**5.3 *Concerning Marriage and Sexuality.*** As stated in Article 4 above, we believe God is the sole authority in matters of marriage and sexuality for all people, and that marriage involves the sacred joining together of one man and one woman in faithful, permanent union (Genesis 2:18-24; Matthew 19:1-9). God hates divorce and He intends the marriage union to last until one of the spouses dies. Sex is a gift from God to be enjoyed solely within this God-ordained marriage relationship, and God has clearly and expressly commanded abstinence from any form of sexual or intimate activity outside of this context; prohibiting as "sexual immorality" activities such as lustful thought, adultery, fornication, pornography, homosexuality, transgenderism, bisexuality, or polygamy (Matthew 15:19; Romans 1:18-32; 1 Corinthians 6:9-20; Galatians 5:19; 1 Thessalonians 4:3-7; Hebrews 13:4). Disobedience in these matters is sin, although it is no more or less offensive to God than any other sin (Romans 6:23a; 1 Corinthians 6:9-10; Galatians 5:19-21; Ephesians 5:3-5; Colossians 3:5-19), and Scripture is clear that God provides redemption, healing, freedom from the power of sin, and restoration to all who would turn from sin and embrace Jesus Christ by faith (Acts 16:31; Romans 1:16; Romans 6:23b; 1 Corinthians 6:11, Ephesians 2:1-10, Titus 3:3-7). Harvest will love, disciple, exhort and patiently assist men and women repenting of sin and fighting sexual temptations of all kinds (1 Corinthians 10:13, Hebrews 2:17-18; Hebrews 4:14-16), and its firm conviction on Scripture's clear teaching on marriage and sexuality will not serve as grounds for bigotry, harassment, or fearful or hateful speech or action, which are forbidden by God and ineffective at producing change (Leviticus 19:17-18; 1 Corinthians 1:18-31; 1 Corinthians 2:1-5; Galatians 3:1-3; Ephesians 4:31-32; Colossians 4:5-6; 2 Timothy 2:24-26; James 1:19-21, 26; 1 Peter 2:1).

**5.4 *Stewardship of Facilities, Assets and Resources.*** Scripture is clear that God gives resources to His church to advance His kingdom until His return, and believers will be accountable to God for their use of His resources (1 Chronicles 29:12,14; Matthew 25:14-30; Luke 16:10-11;

Luke 19:11-27; Romans 14:12; 1 Corinthians 3:10-15; 1 Corinthians 4:1-2; Hebrews 4:13; 1 Peter 4:10-11). The Church is determined to use its God-given resources for His glory. As a result, the property and other assets of the Church, including any facilities, buildings, real assets, personal assets, intangible property, intellectual property, or any other property or asset of any kind that is subject to the direction or control of the Church (together, the "Property"), is irrevocably dedicated to the fulfillment of the Great Commission and the Church's religious, charitable, and educational purposes for as long as they are owned by the Church. These Bylaws prohibit any policy, act or omission that would permit any of the Property to be used in a manner that is— or, in the sole determination of the Elder Board of the Church (the "Elder Board"), could be perceived to be— inconsistent with the Church's Purposes. Any person may enter Church Property to attend scheduled worship services or receive religious instruction or counseling without pre-qualification or categorical restriction of any kind; however, the Church's Elder Board and/or Pastors (a) shall not permit any Property to be reserved or used (including for conferences, weddings, funerals or other events) by any person that will or may use such Property in a manner (or to convey, intentionally or by implication, a message) inconsistent with Redeemer Church's doctrinal statement, bylaws, or mission statement and (b) are authorized to prohibit or restrict any individual's access to Redeemer Church's facilities.

**5.5 *Matters of Employment.*** The Church is a religious organization that is permitted to use Scriptural criteria as an "occupational qualification" in matters relating to employment, including making decisions relating to hiring, terminations and promotions based on adherence to the doctrinal statement (as set forth in Article 4 above) and other standards of biblical faith and practice. In such matters, the Church is permitted to operate under Section 702 of Title VII of the Civil Rights Act of 1964 and other laws, including Article 2-101(B)(2) of the Illinois Human Rights Act and Section 15 of the Illinois Religious Freedom and Marriage Fairness Act of 2013, or such other laws as may be applicable from time to time.

## **ARTICLE 6. MEMBERSHIP**

**6.1 *Nature of Membership.*** The New Testament clearly indicates that groups of people who were followers of the Lord Jesus Christ identified themselves with and committed themselves to a particular local body. In order to implement the principles of accountability and commitment to the local body of Christ, as defined in the New Testament and practiced in the early churches, Redeemer Church recognizes the need for formal membership.

**6.2 *Qualifications for Membership.*** The Elder Board will establish the qualifications and administer the procedure for admission of Members to Redeemer Church, but at a minimum all members of the Church must meet the following requirements:

- A personal commitment of faith in Jesus Christ for salvation;
- Believer's baptism by immersion as a public profession of personal faith in Jesus Christ for salvation;
- Completion of Harvest's membership class and elder interview; and
- A signed commitment to abide by Harvest's membership covenant.

**6.3 Membership Covenant.** The effectiveness of joining together will be determined by the level of the commitment we make. In a society where so few make commitments and fewer still keep them, Redeemer Church is seeking a group of people who are determined to know the joy Christ intended for His body, the church. To this end members of Redeemer Church must be willing to live in submission to the doctrinal statement. Further, they must be willing to abide by the entire membership covenant as follows:

- I have, by faith, become a follower of Jesus Christ, and I have been (or will be this year) baptized as a visible way of demonstrating this commitment. (Mark 8:34-37; Acts 2:37-38).
- I will seek God's transforming power to maintain consistent disciplines of prayer and Bible study. (Romans 12:12; 1 Peter 1:23 - 2:3).
- I will attend Redeemer Church consistently. (Hebrews 10:24-25).
- I will find a place to serve within the church body. (1 Peter 5:10-11; Ephesians 4:11-16).
- I will seek, by the Spirit's power, to boldly share the gospel of Jesus Christ. (Acts 1:8; Matthew 28:18-20).
- I will submit to the authority of God's Word and to the delegated authority that God has given to church leadership, outlined in His Word. (2 Timothy 3:16-17; Hebrews 13:7,17).
- I will neither criticize other members nor listen to any gossip concerning the members of this body. When personally offended, I will speak directly and lovingly with those involved. (Ephesians 4:29-32; Matthew 18:15-17; Galatians 5:1-2).
- I will financially support the mission of Redeemer Church by faithfully giving back to the Lord a portion of my increase. (1 Corinthians 16:1-2; 2 Corinthians 8:1-5, 9:6-11).
- I will be an active, consistently attending member of my Life Group. (Acts 2:46-47; Ephesians 4:14-16; Romans 12:9-13).

**6.4 Termination and Dismissal of Membership.** A person's membership status shall be removed for any of the following reasons: (a) by personal request of the Member; (b) the transfer of membership to another church; (c) death; or (d) termination of membership by the Elder Board as it deems necessary. The Elder Board may terminate a person's Church membership when, in the opinion of the Elder Board, the Member's life and conduct is not in accordance with the Membership Commitment or the Member's life/conduct negatively influences the Church or its testimony in the community. No period of prior notice shall be required for such termination.

**6.5 Restoration of Membership.** Persons whose membership has been terminated may be restored by the Elder Board, according to the spirit of 2 Corinthians 2:7-8 and Galatians 6:1, when their actions are judged to be in accordance with the Membership Covenant as an evidence of their repentance. Reinstated members may be required to repeat the membership application process.

**6.6 Church Discipline.** Redeemer Church is a body of Christian believers who hold certain beliefs and standards in common. On occasion, Members may conduct themselves in a manner contrary to the Word of God and unworthy of membership at the Church. It will be a high priority for the Church to restore such persons into conformity with the fellowship as outlined in Matthew 18:15-17. However, because of God's holy nature and the believers' high calling,

Scripture teaches and commands personal and ecclesiastical separation from religious apostasy (2 John 7-11; Romans 16:17; Titus 3:10), from all worldly and sinful pleasures, practices, and associations (1 John 2:15-17; James 4:4; 2 Timothy 3:1-5), and from professing believers living in willful disobedience to the Word of God (1 Thessalonians 2:15; 3:6, 14, 15; 1 Corinthians 5). This does not include separation from unbelievers who need the Word of God to penetrate their world with the Gospel of Jesus Christ.

- "...note those who cause divisions and offenses, contrary to the doctrine which you learned and avoid them." Romans 16:17
- "... that you withdraw from every brother who walks disorderly and not according to the tradition which he received from us." 2 Thessalonians 3:6
- "And if anyone does not obey our word in this epistle, note that person and do not keep company with him that he may be ashamed." 1 Thessalonians 3:14

Should the need for Biblical discipline arise, any such authority will be entrusted to the Elder Board; they will have the authority to place individual(s) under church discipline (including suspension of membership if necessary).

**6.7 No Voting Rights.** Redeemer Church Members do not have a role in the governance of the Church. Therefore there will be no regular meetings of Members for governance purposes.

## **ARTICLE 7. CHURCH GOVERNMENT**

**7.1 Two Church Offices.** The biblical teaching on the subject of two church offices, Elders and Deacons, is found in 1 Timothy 3:1-16 and Titus 1:5-9. Though there are three (3) terms used for the offices of the church, i.e. bishop, elder, and deacon, a careful analysis of these terms indicates that bishop and elder are used interchangeably, with the bishop simply being the 'ruling' or leading elder. The pastors of the church have the spiritual authority of the elders. However, with the exception of the Senior Pastor, they will serve on the Elder Board only as needed and at the request of the elders.

**7.2 Women in Ministry.** Redeemer Church affirms the God-ordained and significant role that women should play in establishing and serving the local church. However, the Bible is clear that men and women do not have the same roles. The Scriptures clearly state that men are to serve in the office of Elder and that women are not to serve in church positions in which they exercise authority over men or in which they teach doctrine to men (1 Timothy 2:12; 1 Timothy 3:1-2, Titus 1:6-9).

## **ARTICLE 8. ELDER BOARD**

**8.1 Powers and Responsibility.** The business, legal, and spiritual matters of the Church will be managed by the Elder Board. Reference to the "Elders" or the "Elder Board" in these bylaws are synonymous with "directors." The Elders' responsibility of spiritual oversight of the

congregation can be broken down into three (3) main areas:

- Ensuring the **doctrine** of the church remains purely biblical; all doctrinal issues in the church will be settled by the Elder Board.
- Ensuring the **direction** of the church remains consistent with the mission statement of purpose and the four pillars.
- Administering in love and humility the biblical process of church **discipline** as outlined in Matthew 18:15-20 and Galatians 6:1-4.

**8.2 *Plurality of Elders.*** The Scriptures teach a plurality of elders governed individual New Testament churches (Acts 14:23; Acts 20:28; Titus 1:5; Philippians 1:1). The Scripture does not mention any congregations featuring a stand-alone pastor and leader. A plurality of godly elders, exercising their individual giftedness, squares with the Scripture's teaching that wisdom is found in a multitude of godly counselors (Proverbs 11:4; Proverbs 12:15; Proverbs 15:22; Proverbs 19:20; Proverbs 24:6). This truth does not eliminate the possibility and likelihood that one or more elders will stand out from the others as more public in their ministries or more influential in their workings on the Elder Board. All elders have equal authority, but not necessarily equal influence.

**8.3 *Elder Qualifications.*** An Elder must (i) be a man, (ii) be a Member of the Church and (iii) meet the qualifications found for an elder in 1 Timothy 3:1-7 and Titus 1:6-9.

**8.4 *Number and Tenure.*** The number of Elders serving on the Elder Board is to be a minimum of three (3) and may vary from time to time up to fifteen (15) by resolution of the Elder Board without amendment of these bylaws.

**8.4.1 Three (3) Year Tenure.** After an Elder has completed their one (1) year training period as an "Elder-in-Training" (as defined below), the Elder shall begin a three (3) year commitment. At the end of an Elder's three (3) year commitment, his service will be reviewed by the Elder Board, along with a possible recommitment and reaffirmation by his fellow Elders.

**8.4.2 Elder Rotation.** After an Elder has served two (2) consecutive three (3) year commitments, the Elder shall rotate off the Elder Board for a full year (the Elder's "Rotational Year"). The Rotational Year is meant to provide the elder with some respite from the formal demands and pressures of being an Elder. An Elder shall not attend Elder Meetings during his Rotational Year, and shall not be entitled to vote. However, he may be called on by the Elder Board for consultation on an "as needed" basis. After the Elder's Rotational Year, in order to be reinstated as an elder, he shall undergo the same evaluation process outlined in Section 8.5 below before his next three (3) year commitment (except he shall not be required to serve as an "Elder-In-Training"). Notwithstanding the provisions of this Section 8.4.2, any Elder who has served on the Elder Board for six (6) years as of the date of the acceptance of these amended and restated Bylaws may be eligible for his Rotational Year, at the decision of the Elder Board (and, subsequent to the Rotational Year,

begin a new three (3) year commitment).

**8.4.3 Senior Pastor as Elder.** The Senior Pastor automatically serves as an Elder for as long as he remains employed as Senior Pastor by the Church and, because of his public presence and responsibility before the congregation, may be considered "first among equals" as a member of the Elder Board. The elders may nominate additional member(s) of the pastoral staff to serve on the Elder Board.

**8.5 Elder Election / Elder-in-Training.** When the need arises for additional elders, in addition to its own nomination(s), the Elder Board shall request nominations from the Church at large. Nominees (either from the Elder Board itself or from the Church at large) who the Elders consider worthy of additional consideration shall complete an application and shall be thoroughly interviewed to ensure the nominee meets the qualifications for an elder. For nominees whom the Elder Board considers worthy of further pursuit, the Church will be given four (4) weeks to speak personally with the nominee and with the Elder Board if they are aware of any disqualifying characteristics. If the Elder Board is satisfied the nominee meets all of the qualifications for an elder, the nominee shall serve as an "Elder-in-Training" for a period of one (1) year prior to his installation as a full Elder, unless, in exceptional cases, the Elder Board determines no such training is needed.

**8.6 Elder-in-Training.** An Elder-in-Training shall participate in all Elder activities, but shall not have a formal vote toward church governance matters. The purpose of the one (1) year training period is to more fully evaluate the Elder-in-Training's character and competency to ensure he meets all of the biblical qualifications for an Elder, as well test to make sure the role is a good fit for his spiritual gifts, stage in life and chemistry with the other Elders. At the end of the one (1) year training period, the Elder Board shall appoint to full Elder each Elder-in-Training the Elder Board determines is qualified to serve as a full Elder. All appointments shall begin on June 1.

**8.7 Resignation.** An Elder may resign at any time in writing, to be effective on the date of the written resignation.

**8.8 Removal.** An Elder may be removed by the Elder Board only for cause or an inability to fulfill his duties. In order to remove an Elder, the Elder Board shall first conduct a reasonable inquiry and hearing concerning the cause for removal. The Elder under consideration for removal may not be counted for purposes of establishing quorum, nor shall he have any vote in such proceedings.

**8.9 Vacancies.** Any vacancy occurring in the Elder Board to be filled by reason of any increase in the number of Elder Board members or resignation or termination of an Elder Board member is to be filled by the Elder Board as soon as practical. An Elder will be so elected to fill a vacancy only until the next annual meeting of the Elder Board.

**8.10 No Compensation.** Elders will not receive any stated salaries for their services on the Elder Board, but by resolution of the Elder Board expenses of attendance, if any, may be

allowed for each regular meeting.

## **ARTICLE 9. MEETINGS OF THE ELDER BOARD**

**9.1 Annual Meeting.** An annual meeting of the Elder Board is to be held in September of each year, or at such other time and place as may be designated by the Chairman or Secretary of the Elder Board in accordance with the notice provisions herein, for the transaction of such business as may come before the meeting.

**9.2 Regular Meetings.** The Elder Board shall meet not less than bi-monthly.

**9.3 Special Meetings.** Special meetings of the Elder Board may be called by or at the request of the Chairman, Senior Pastor, or any three (3) of the Elders. The person or persons authorized to call special meetings of the Elder Board may determine the location of the special meeting called by them.

**9.4 Notice of Regular Meetings.** Notice of any regular meeting of the Elder Board is to be delivered to all Elders not less than three (3) days nor more than ninety (90) days prior to the date of the scheduled meeting. Agenda items for the elder meetings must be submitted to the Elder Board Chairman prior to the meeting. The attendance of an Elder Board member at any meeting will constitute a waiver of notice of such meeting except where a Board member attends a meeting for the expressed purpose of objecting to the transaction of any business because the meeting is not lawfully called. Neither the business to be transacted nor the purpose of any regular or special meeting of the Elder Board need be specified in the notice of such meeting unless specifically required by law or by these bylaws.

Whenever under the provisions of these Bylaws notice is required to be given to any Elder or other officer, such notice may be given in writing, by mail, by depositing the same in the post office or letter box, addressed to such director or officer, at such address as appears on the books of the Church or by electronic means such as electronic mail or facsimile transmittal. Such notice shall be deemed to be given at the time when it is mailed or transmitted. Any notice required by these Bylaws may be waived in writing by the person entitled to receive such notice.

**9.5 Quorum.** A majority of the Elder Board will constitute a quorum for the transaction of the business at any meeting of the Elder Board provided that if less than half of the Elder Board are present at the said meeting, a majority of the Elder Board members present may adjourn the meeting to another time without further notice.

**9.6 Manner of Acting.** All decisions by the Elder Board shall be unanimous decisions, except as prescribed herein. In the event a unanimous decision cannot be made, and at least 2/3 of the Elders determine a decision must be made, then the Elder Board shall submit the decision to mediation through the Vertical Church Network, if available to conduct the mediation, otherwise through another Bible-based mediation group. After a full hearing has been held, and all members of the Elder Board desiring to participate have been able to be heard (either through oral or written testimony), the decision of the mediator(s) shall be final and shall be the decision of the Elder Board. Any Elder disagreeing with the decision must resign.

When the Elders believe an issue is sufficiently significant to require congregational input, the elders will present the pertinent information to the congregation. The congregation will have opportunity to give input to the elders. It is the responsibility of the elders to discern the direction of the Holy Spirit through the truth of the Scriptures, prayer, an understanding of the pertinent issues at hand and input from the congregation.

**9.7 *Telecommunication.*** An Elder may participate in any Elder meeting through any means of telecommunication (telephone, Facetime, Skype, etc.).

**9.8 *Information Action by Elders.*** Any action required by law to be taken at an Elder Board meeting may be taken without a meeting if consent in writing, setting forth the action so taken, is to be signed by all of the Elders entitled to vote with respect to the subject matter thereof.

## **ARTICLE 10. PASTORS**

**10.1 *Selection.*** All members of the pastoral staff will be chosen by the Elder Board.

**10.2 *Term.*** All pastoral staff members will serve at will for an indefinite period of time. The Senior Pastor is responsible and accountable in the performance of his duties to the Elder Board. All other staff members are responsible to the Elder Board through the Senior Pastor. A pastor may only be dismissed by the Elder Board.

**10.3 *Duties.*** The responsibility of the Senior Pastor will be to faithfully preach God's Word and model the priority of discipleship within the church. He will give oversight and direction to all ministry staff and work with the Elder Board in carrying out the overall vision of Redeemer Church. Ministry descriptions for the remaining pastoral staff will be established by the Elder Board, in conjunction with the Senior Pastor, in keeping with the giftedness of the individual and agreed upon at the time of hiring.

**10.4 *Qualifications.*** The qualifications for a pastor are the same qualifications for an Elder.

## **ARTICLE 11. OFFICERS**

**11.1 *Church Offices.*** The officers of the Church are the Chairman (President of the Corporation), a Secretary, and a Treasurer. Such other officers and assistant officers, agents and assistant agents may be elected or appointed by the Elder Board as may be deemed necessary. Any two (2) or more offices may be held by the same person, except that the offices of Chairman and Secretary may not be held by the same person concurrently.

**11.2 *Qualifications.*** The Chairman and Secretary must be an Elder. The Treasurer may be either an Elder or a Deacon.



**11.3 *Chairman / President.*** The Chairman will be the principal officer of the Church, and, subject to the control of the Elder Board, will preside and chair all Elder Board meetings. The Chairman may 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 including, but not limited to, mortgages, bonds, contracts, or other instruments which the Elder Board has authorized to be executed, except in cases where (i) the signing and execution thereof will be expressly delegated by the Elder Board or by these bylaws to some other officer or agent of the Church, or (ii) will be required by law to be otherwise signed or executed. The Chairman will, in general, discharge all duties incident to the office of Chairman and such other duties as may be assigned by the Elder Board.

**11.3 *Secretary.*** The Secretary will have the following responsibilities: (a) be responsible for the keeping of the minutes of the Elder Board meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; (c) be custodian of the corporate records; and (d) in general, discharge all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the Chairman or by the Elder Board.

**11.4 *Treasurer.*** The Treasurer will have the following responsibilities: (a) monitor the financial books of the Church; (b) keep regular books of account; (c) render to the Elder Board from time to time as may be required, an account of the financial condition of the Church; and (d) in general, discharge all duties incident to the office of Treasurer, and such other duties as may be assigned by the Chairman or by the Elder Board.

**11.5 *No Compensation.*** Officers will not receive any stated salaries for their services as officers, but by resolution of the Elder Board expenses of attendance, if any, may be allowed for each regular or special meeting of the Elder Board, provided that nothing herein contained is to be construed to preclude any Officers serving the Church in any other capacity and receiving compensation for that service.

**11.6 *Vacancies.*** Any vacancies occurring in any office to be filled by reason of any increase in the number of Elder Board members or resignation or termination are to be filled by the Elder Board as soon as practical. Any member so elected to fill a vacancy will be elected for the unexpired commitment of their predecessor in office.

**11.7 *Delegation of Authority.*** In case of the absence of any officer of the Church, or for any other reason that it may deem sufficient, the Elder Board may either (i) delegate the powers or duties of such officer to any Elder or employee of the Church, for the time being, or (ii) eliminate some or all of such powers or duties of such officer.

**11.8 *Election and Tenure.*** All officers will serve a term of one (1) year and must be appointed (or re-appointed) by the Elder Board at its annual meeting. Officer resignation and removal shall be conducted in the same manner as for Elder resignation and removal as prescribed in these bylaws. A removal of an officer will be without prejudice to the contract rights, if any,

of the person so removed. Election or appointment of an officer or agent will not in itself create contract rights.

## **ARTICLE 12. DEACONS**

**12.1 Powers and Responsibility.** The Bible teaches that Deacons "lead by serving" (Acts 6). Deacons, working under the authority and at the direction of the Elders, will be responsible for the various administrative and functional operations of the church, including, but not limited to, finance, technical, hospitality, benevolence ministries, ordinance, and facilities.

**12.2 Deacon Qualifications.** A Deacon must (i) be a Member of the Church and (ii) meet the qualifications found for a Deacon found in 1 Timothy 3:8-13.

**12.3 Number and Tenure.** The number of Deacons may vary from time to time by resolution of the Elder Board without amendment of these bylaws. Although Scripture indicates no fixed terms for Deacons, we ask Deacons to serve for a two (2) year commitment. At the end of the Deacon's two (2) year commitment, their service will be reviewed by the Elder Board, along with a possible recommitment and reaffirmation by the Elders.

**12.4 Deacon Selection.** When the need arises for additional Deacons, in addition to its own nomination(s), the Elder Board shall request nominations from the Church at large. Nominees (either from the Elder Board itself or from the Church at large) who the Elders consider worthy of additional consideration shall complete an application and shall be thoroughly interviewed to ensure the nominee meets the qualifications for a Deacon set forth in Scripture. For nominees whom the Elder Board considers worthy of further pursuit, the Church will be given four (4) weeks to speak personally with the nominee and with the Elder Board if they are aware of any disqualifying characteristics. If the Elder Board is satisfied the nominee meets all of the qualifications for a Deacon, the Deacon shall be installed as of June 1.

**12.5 Resignation.** A Deacon may resign at any time in writing, to be effective on the date of the written resignation.

**12.6 Removal.** A Deacon may be removed by the Elder Board for any reason.

**12.7 Structure.** A Deacon Chairman may be selected by the Elders. If elected, the Deacon Chairman will work with the Elders to provide oversight to and manage the Deacons. Deacons shall meet a minimum of four (4) times annually (which may include a joint meeting with the Elder Board and/or Pastoral Staff).

## **ARTICLE 13. FINANCIAL POLICIES**

**13.1 Fiscal year.** The fiscal year of the Church is to begin on the first day of September each year and end the last day of August of the next year.

**13.2 Sale of Assets.** A sale, lease, exchange, mortgage, pledge or other disposition of property or assets of the Church may be made by the Elder Board upon such terms and conditions and for such considerations, which may consist in whole or in part of the money or property, real or personal, as may be authorized by the Elder Board.

**13.3 Contracts.** The Elder Board may authorize any officer or officers, agent or agents, to enter into any contracts or execute and deliver any instrument in the name of and on behalf of the Church, and such authority may be general or confined to specific instances.

**13.4 No Seal.** The Church shall not maintain a corporate seal.

#### **ARTICLE 14. INDEMNIFICATION**

**14.1 Effectuating Indemnification.** The Church may provide a trust fund, insurance, or other arrangement to effectuate this Article. As described herein, requests for indemnification shall not be unreasonably withheld.

**14.2 Mandatory Indemnification.** The Church shall, to the maximum extent permitted by the Act (provided, however, that if an amendment to the Act in any way limits or restricts the indemnification rights permitted by law as of the date of adoption of these Bylaws, such amendment shall apply only to the extent mandated by law and only to activities of persons subject to indemnification under this Section which occur subsequent to the effective date of such amendment), indemnify and advance expenses to any person who is or was an Elder, Pastor, ministry director, ministry leader, Deacon, Officer, or Staff of the Church, (hereinafter a "Covered Person") or to such Cover Person's heirs, executors, administrators and legal representatives, for the defense of any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (the "Proceeding"), to which such Covered Person was, is or is threatened to be made, a named defendant or respondent, which indemnification and advancement of expenses shall include counsel fees actually incurred as a result of the Proceeding or any appeal thereof, reasonable expenses actually incurred with respect to the Proceeding, all fines, judgments, penalties and amounts paid in settlement thereof, subject to the following conditions:

(1) The Proceeding was instituted by reason of the fact that such person is or was a Covered Person; and

(2) The Covered Person conducted themselves in good faith, and they reasonably believed (A) in the case of conduct in their official capacity with the Church, that their conduct was in its best interest; (B) in all other cases, that their conduct was at least not opposed to the best interests of the Church; and (C) in the case of any criminal proceeding, that they had no reasonable cause to believe their conduct was unlawful.

The termination of a proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent is not, of itself, determinative that the Covered Person did not

meet the standard of conduct herein described.

**14.3 *Permissive Indemnification.*** The Church may, to the maximum extent permitted by the Act (provided, however, that if an amendment to the Act in any way limits or restricts the indemnification rights permitted by law as of the date of adoption of these Bylaws, such amendment shall apply only to the extent mandated by law and only to activities of persons subject to indemnification under this Section which occur subsequent to the effective date of such amendment), indemnify and advance expenses in a Proceeding to any person who is or was a Covered Person, or to such Covered Person's heirs, executors, administrators and legal representatives, to the same extent as set forth in Section 14.2 above, provided that the Proceeding was instituted by reason of the fact (or allegation) that such person is or was an employee or agent of the Church and met the standards of conduct set forth in Section 14.2. The Church may also indemnify and advance expenses in a Proceeding to any person who is or was a Covered Person to the extent doing so is consistent with public policy or as may be provided by the Church's Constitution, by these Bylaws, by contract, or by general or specific action of the Elder Board.

**14.4 *Good Faith Reliance.*** The Elders may in good faith rely on information, opinions, reports, or statements, including financial statements and other financial data, concerning the Church or another person that were prepared or presented by a variety of persons, including Staff of the Church, professional advisors or experts such as accountants or legal counsel. An Elder is not relying in good faith if he has knowledge concerning a matter in question that renders reliance unwarranted. No Elder Board member shall have personal liability for actions taken or omitted by an advisor if the advisor was selected in good faith and with ordinary care.

**14.5 *No Duties as Trustees.*** No Elder Board member shall be deemed to have the duties of a trustee of a trust with respect to the Church or with respect to any Property held or administered by the Church, including property that may be subject to restrictions imposed by the donor or transferor of the property.

## **ARTICLE 15. MISCELLANEOUS**

**15.1 *Amendments.*** The Articles of Incorporation and these bylaws may be altered, amended or repealed and new articles and bylaws may be adopted by the Elders present at any regular meeting or any special meeting of the Elders called for that purpose. Notice of the proposed amendment (including the suggested text of the change) shall be given in writing to all Elders at least twenty (20) days before the meeting at which the vote thereon is to be taken, and shall identify the persons proposing the amendment.

**15.2 *Dissolution.*** Upon dissolution of the Church, the Elder Board shall, after paying or making provision for the payment of all of the liabilities of the Church, dispose of all of the assets of the Church as the Elder Board shall determine. Any such assets not so disposed of shall be disposed of by the appropriate court of law of the county in which the principal office of the Church is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for exempt purposes.

### **CERTIFICATION OF ACCEPTANCE**

I certify that I am the duly selected and acting on behalf and in representation of the Elders of Redeemer Church Rockford and that the foregoing Bylaws constitute the Redeemer Church Bylaws. These Bylaws were duly adopted by the Elder Board of the Church on the date set forth below.

Date: \_\_\_\_\_

By: \_\_\_\_\_

Name: Richard B. Carrick

Title: Elder Board Chairman