

BYLAWS FOR THE FIRST ALLIANCE CHURCH OF FRANKLIN

Note: The Constitution of The First Alliance Church of Franklin is the *Uniform Constitution for Accredited Churches of The Christian and Missionary Alliance*, as found in the current edition of The Manual of The Christian and Missionary Alliance.

ARTICLE I: NAME

- A. The official name under which this church is organized is FIRST ALLIANCE CHURCH OF THE CHRISTIAN AND MISSIONARY ALLIANCE, OF FRANKLIN, NORTH CAROLINA.
- B. For advertising purposes, this church shall be known as THE FIRST ALLIANCE CHURCH OF FRANKLIN.

ARTICLE II: RELATIONSHIP

- A. Lay Delegate(s) to General Council. Pursuant to Article VI, Section 6.2, paragraph a, *Bylaws of The Christian and Missionary Alliance*, lay delegates to General Council shall be appointed by the governance authority. The delegate(s) shall be certified by the Senior Pastor and reported to the proper authority upon request.
- B. Lay Delegate(s) to District Conference & Prayer Conference. Pursuant to Article II, Section 1, paragraph a, *Uniform Constitution for Districts of The Christian and Missionary Alliance*, lay delegates to District & Prayer Conference shall be appointed by the governance authority. The delegate(s) shall be certified by the Senior Pastor and reported to the proper authority upon request.

ARTICLE III: MEMBERSHIP

A. **REQUIREMENTS**

- 1. Minimum age of 16 years.
- 2. Six (6) months of attendance.
- 3. Attendance at instructional session(s) provided or as designated by the Pastor and/or the Board of Elders.
- 4. Acceptance of the Constitution, Bylaws, and Statement of Faith.
- 5. Completion of Application for Membership, to include written testimony.
- 6. Meet with the Pastor and/or Elders to share testimony of conversion and commitment to the church.

- B. **ADMISSION** - Applicants for membership shall be examined by the Board of Elders and accepted for membership upon two-thirds vote of the Board of Elders. Approved applicants shall be formally received into membership at a regularly scheduled Sunday service.

C. **CLASSIFICATIONS**

- 1. Active Membership - Active members are those who regularly support and participate in the programs of the church. Only active members are afforded voting privileges. The two categories of active membership are as follows:
 - a. Adult: Minimum age – Eighteen (18); full membership privileges.

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- b. Youth: Minimum age – Sixteen (16); may not hold elective office. Voting is permitted on general church matters but not on property or legal procedures (according to state law). (See Constitution, Article V)
 2. Inactive Membership - Inactive members are those who no longer attend services regularly.
 3. Honorary Membership - Honorary members are those who once attended faithfully but for valid reasons are now unable to do so.
- D. **CHANGES OF MEMBERSHIP CLASSIFICATIONS** - Changes of classification require a two-thirds (2/3) vote of the Board of Elders and written notification, where possible. The Board of Elders, by unanimous vote, may make exceptions to prescribed classification changes.
- E. **DISCIPLINE**
1. The purpose of church discipline is not only to preserve the character, the strength, the vitality, and the spiritual life of the church, but, foremost, to restore, “in the spirit of meekness,” one who may be overtaken by a fault (Galatians 6:1). The scriptural basis for church discipline is outlined in Matthew 18:15-20, 1 Corinthians 5:1-13, Galatians 6:1, 2 Thessalonians 3:14-15, and 1 Timothy 5:19-21. In all matters of church discipline, the guidelines established in the *Uniform Policy on Discipline, Restoration, and Appeal* as found in the current edition of The Manual of The Christian and Missionary Alliance will be followed.
 2. Authority for church discipline shall be vested in the Board of Elders who may inform the church of offenses against the entire church body. If any member shall propagate doctrine contrary to the Statement of Faith or conduct himself in a manner which in the opinion of the Elders is not in harmony with scriptural principles, that member shall be interviewed and counseled by the Elders, and may be removed from all elected or appointed positions within the church. The object of this interview and counseling will be correction in godliness, with love as the sole motivating force.
 3. If the member chooses to continue in his/her unrepentant condition, the member shall be removed from the membership roll by the Board of Elders. Upon evidence of sincere repentance, the member will be heartily forgiven and cheerfully encouraged to reapply for church membership.
 4. By virtue of his/her membership, a member agrees not to pursue legal action against the Pastor(s), Elders, staff, members, or congregation according to the principles set forth in 1 Corinthians 6:1-8.
- F. **MEMBERSHIP ROLL** - Maintenance of the Membership Roll by classification and status is the responsibility of the Board of Elders. The roll shall be maintained perpetually, reviewed and updated quarterly, and published annually. A current Membership Roll will be supplied to the Secretary by the Board of Elders before each congregational meeting.
- G. **PROHIBITIONS** - No member of The First Alliance Church of Franklin shall belong to a secret society or esoteric organization (i.e. Masons, Rosicrucian’s); neither shall any member belong to nor hold membership in any subversive political organizations (i.e. Communist Party, White Supremacists).

ARTICLE IV: ORDINANCES

- A. **INFANT DEDICATION** - Public dedication of infants is encouraged.

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- B. **INSTRUCTION** - The Pastor or Elders shall provide instruction about baptism, communion, and infant dedication. The Pastor may designate Elders or other spiritually respected men to administer or assist in overseeing these functions. When the church has no Pastor, the Board of Elders will contact the District Superintendent who will designate those who will administer the ordinances.

ARTICLE V: GOVERNMENT

- A. **FISCAL YEAR** – The fiscal year of the church shall be the calendar year.
- B. **ANNUAL MEETING** – The annual meeting of the membership of the church shall be held in two sessions, Part 1 in November and Part 2 in January, dates and times to be determined by the Board of Elders.
 - 1. Part 1 shall be a members meeting for the election of church officers, Elders, Deacons, and other church leaders, and for approving a new annual budget for the upcoming calendar year. Elected officers shall assume their duties as of the members meeting held in January with the following exceptions: Newly elected Treasurers and Assistant Treasurers shall assume their duties as of January 1st.
 - 2. Part 2 shall be a members meeting for receiving reports of ministries, the Treasurer's audit report, and for vision casting for the upcoming church year.
- C. **SPECIAL MEMBERSHIP MEETINGS** - When determined appropriate, special members meetings may be called by the Board of Elders.
- D. **AUTHORITY** - Robert's Rules of Order shall govern all matters of church business.
- E. **QUORUM** – A quorum shall consist of all active members present at any members meeting. Only active members in good and regular standing who have reached the age of 18 years are entitled to vote in matters involving property or legal matters.
- F. **ANNOUNCEMENT OF MEMBERS MEETINGS** - All members meetings must be announced at least two Sunday morning services prior to the meeting.

ARTICLE VI: LOCAL CHURCH GOVERNANCE AUTHORITY

- A. **NAME** – The governance authority of The First Alliance Church of Franklin shall be designated as the Board of Elders. Their work shall be supplemented by the Board of Ministries.
- B. **AUTHORITY AND RESPONSIBILITY** - The general division of authority and responsibility of the Board of Elders and the Board of Ministries respectively will be as determined by the Board of Elders. The Board of Ministries shall be amenable to the Board of Elders. Therefore, the Board of Elders shall ultimately determine the duties and responsibilities to be delegated to the Board of Ministries, the necessary level(s) of authority, and matters of accountability. Accordingly, the authority and responsibility of the Board of Ministries as outlined in these bylaws should be viewed as guidelines to be followed unless and until otherwise determined by the Board of Elders.
- C. **COMPOSITION**
 - 1. **BOARD OF ELDERS**

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- a. The Board of Elders shall consist of the Senior Pastor and all elected Elders. The Treasurer and staff pastors may be asked to attend Board of Elders meetings from time to time, but shall have no voting privileges. Elders shall be elected for a three year term, with one-third of the Elders elected each year. (The Nominating Committee may nominate Elders for one, two, or three-year terms in order to establish or maintain this sequencing.) The Senior Pastor shall be the Chairman or, at his request, the Board of Elders shall elect an Elder as Chairman. The Board shall appoint one of its members as the vice-chairman.
- b. The actual number of Elders may be changed at the discretion of the Board of Elders. In such an instance, the Board of Elders shall notify the Nominating Committee of the total number of Elder positions to be filled by election at the next Annual Meeting.
- c. In case of a vacancy, the Board of Elders may appoint another person to complete the unexpired term, or leave the position vacant to be filled by election at the next Annual Meeting.
- d. The Senior Pastor (or appointed Chairman) and one-half (1/2) of the remaining membership of the Board of Elders eligible to vote shall constitute a quorum to transact business.
- e. The Board of Elders shall report at the annual members meeting held in January.

2. BOARD OF MINISTRIES

- a. The Board of Ministries shall consist of the Senior Pastor, an Elder, the Secretary, the Assistant Treasurer, the Deacons Board Chairman, the Deaconess Board Chairman, the Buildings and Grounds Committee Chairman, the Missions Committee Chairman, the Pastoral Care Committee Chairman, and staff heads of children's and youth ministries.
 - b. At the discretion of the Board of Elders, the actual number on the Board of Ministries may be increased by the appointment of representatives from additional ministries, or decreased by the consolidation or elimination of existing ministries. The Chairman will be appointed by the Board of Elders.
- D. **QUALIFICATIONS** – The qualifications for Elders are set forth in 1 Timothy 3:1-13, and in Titus 1:6-9. Members of the Board of Ministries and Deacons Board are expected to maintain a lifestyle in keeping with the spirit and intent of these same references. Further, each must be an Active Adult member of the church.

ARTICLE VII: OFFICERS

- A. The Senior Pastor, the Secretary, the Treasurer, the Assistant Treasurer, and the vice-chairman of the Board of Elders shall be designated as officers of the church. All church-related legal documents approved by the Board of Elders (and the membership of the church when appropriate) must bear the signatures of at least two (2) church officers.
- B. All officers except for the Senior Pastor and the vice-chairman of the Board of Elders shall be elected by the church membership at its annual meeting held in November. The term of office for each officer shall be one year (unless otherwise designated in the bylaws), beginning with the annual members meeting held in January, with the following exceptions: Newly elected Treasurers and Assistant Treasurers shall assume their duties as of January 1st.

ARTICLE VIII: PASTORAL STAFF

- A. **SALARIES and BENEFITS** - Pastoral staff salaries and benefits shall be determined by the Board of Elders. Adjustments to salaries will be based on annual evaluations of the staff. A one-line summary of all staff salaries shall be included in the total church budget that is presented to the membership at the Annual Meeting.
- B. **PASTORAL VACANCY**
1. In the event of a pastoral vacancy, the Board of Elders shall appoint a Pulpit Search Committee. This committee shall consist of any Elders and active adult members of the church believed appropriate by the Board of Elders. Only candidates accredited by the District Superintendent shall be considered to fill pastoral vacancies. In conjunction with recommendations from the Pulpit Search Committee, the Board of Elders shall choose official candidates to be invited to meet and address the congregation.
 2. The Board of Elders shall have the final authority within the church to extend a call to a candidate through the District Superintendent. This decision will be based on the qualifications of the candidate, and on a two-thirds (2/3) majority straw vote of the active members present at a duly called members meeting.
 3. Temporary vacancies such as illness, leave of absence, or a period between pastors may be filled by the Board of Elders in cooperation with the District Superintendent.
- C. **BOARD PARTICIPATION**
1. The Senior Pastor is a voting member of both the Board of Elders and the Board of Ministries. He is an ex-officio member of every board, committee, or other organization in the church.
 2. Other pastoral staff members are non-voting members of the Board of Ministries.

ARTICLE IX: DUTIES OF CHURCH OFFICERS

- A. **SECRETARY**
1. The Secretary shall attend and keep minutes of all meetings of the membership and forward all such minutes to the Board of Elders for approval.
 2. The Secretary is a member of the Board of Ministries and shall attend and keep minutes of all such meetings.
 3. The Secretary shall forward copies of all Board of Ministries minutes and reports to the Board of Elders in a timely manner to facilitate communication between the two boards.
 4. The Secretary shall conduct the official correspondence of the church, as directed by the Board of Elders, Board of Ministries, or the Senior Pastor.
 5. The Secretary shall ensure the safeguarding of all church-related legal documents.
- B. **TREASURER**
1. The Treasurer shall provide timely written reports to the Board of Elders on the state of the church finances.

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2. The Treasurer is an ex-officio member of the Finance Committee and shall serve as its Chairman.
3. The Treasurer shall administer the central treasury of the church and oversee its business and financial matters. He shall maintain all appropriate financial records as legally required or as outlined in the Constitution and Bylaws, in accordance with the *Finance Manual For Alliance Church Treasurers (and Pastors)*.
4. The Treasurer is authorized to sign checks and administer all accounts of the church. He is expressly prohibited from counting offerings or maintaining individual giving records of contributors.
5. There is no separate position of Missionary Treasurer in the First Alliance Church of Franklin. The Treasurer and Assistant Treasurer shall perform the functions of the Missionary Treasurer.
6. The Treasurer shall arrange an annual audit of the church financial records, and shall give a report of the results at the annual members meeting held in January.

C. **ASSISTANT TREASURER**

1. The Assistant Treasurer shall oversee the counting of all contributions, the maintenance of all individual contributor records, and the work of all offering tellers.
2. The Assistant Treasurer shall oversee the issuance of all contribution receipts for income tax purposes, and shall ensure that receipts are issued as soon as possible after the first of the year.
3. Unless otherwise authorized by the Board of Elders, the Assistant Treasurer is expressly prohibited from signing checks or otherwise authorizing any disbursement or use of church funds.

ARTICLE X: COMMITTEES AND ORGANIZATIONS

A. **GENERAL REQUIREMENTS**

1. **QUORUM** - A quorum for all boards, committees, and organizations of the church shall consist of the Chairman or Senior Pastor and one-half (1/2) of the other members.
2. **CHAIRMAN** - The Chairman shall be responsible for preparing and submitting the written Annual Report for the committee or organization as required. This should include achievements, trends, and goals (using figures when possible). In addition, the Chairman is responsible for preparing the agenda for the committee or organization and oversee its meetings.
3. **SECRETARY** – A Secretary should be appointed by the Chairman, or at his discretion, elected by the group. The Secretary should record the minutes, actions, decisions, and discussions of the group for its own use. In addition, the Secretary will serve as the communication link by supplying, in a timely manner, a copy of such minutes to the board to whom the committee or organization is amenable. (The only exception is the official church Secretary, who is elected by the church membership.)

B. **BOARD OF ELDERS**

1. **GENERAL RESPONSIBILITIES** - The Board of Elders is the governance authority of the church. It shall serve with the Senior Pastor to oversee all ministries of the church and

shepherd the flock. When matters arise, the Board of Elders may dispose of an item directly, delegate the item to the Board of Ministries for disposition, or call for a special membership meeting of the church to dispose of the item.

2. MEMBERS - See Bylaw Article VI. C. 1.
3. CHAIRMAN - The Senior Pastor shall be the Chairman or, at his request, the Board of Elders shall elect an Elder as Chairman.
4. VICE-CHAIRMAN – The Board of Elders shall appoint one of its members to serve as Vice-Chairman. His responsibilities shall include overseeing the annual evaluations of pastoral staff, and care for the pastoral staff and their families.

C. **BOARD of MINISTRIES**

1. GENERAL RESPONSIBILITIES - The Board of Ministries has a supplementary role in the governance of the church. It shall assist the Board of Elders in the oversight and execution of the ministry of the church. As with all groups in the church except the Nominating Committee, it is ultimately accountable to the Board of Elders.
2. CHAIRMAN – The Board of Elders shall appoint the Chairman of the Board of Ministries from among its elected and appointed members.

D. **DEACONS BOARD**

1. GENERAL RESPONSIBILITIES - The Deacons Board is amenable directly to the Board of Ministries. It shall oversee ministries that actively pursue the meeting of benevolent needs within the church (and outside the church, as the Holy Spirit leads) through hospitality, fellowship, visitation, financial and material assistance and other means. It shall strive to create a sense of community within the church. It shall also be responsible for preparing the baptistry for baptism, and assisting the Deaconess Board with preparations for church-wide functions.
2. MEMBERS – All members of the Deacons Board shall be elected at the annual meeting of the membership of the church. Vacancies or unfinished terms may be filled by appointment by the Board of Elders.
3. CHAIRMAN – The Chairman of the Deacons Board shall be appointed by the Board of Elders and shall be an ex officio member of the Board of Ministries. He shall regularly supply a written report to such board for its meetings.

E. **DEACONESS BOARD**

1. GENERAL RESPONSIBILITIES - The Deaconess Board is amenable directly to the Board of Ministries. It shall oversee ministries that actively pursue the meeting of needs of women within the church (and outside the church, as the Holy Spirit leads). It shall strive to create a sense of community within the church. It shall also be responsible for preparation of the Lord's Supper, organization of church-wide food fellowships, and assistance with preparation for church-wide functions.
2. MEMBERS – All members of the Deaconess Board shall be appointed by the Board of Elders.
3. CHAIRWOMAN - The Chairwoman of the Deaconess Board shall be appointed by the Board of Elders and shall be an ex officio member of the Board of Ministries. She shall regularly supply a written report to such board for its meetings.

F. **BUILDINGS AND GROUNDS COMMITTEE**

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1. GENERAL RESPONSIBILITIES – The Buildings and Grounds Committee is responsible for the maintenance of the church properties and facilities.
2. MEMBERS – All members of the Buildings and Grounds Committee shall be appointed by the Board of Elders.
3. CHAIRMAN – The Chairman of the Buildings and Grounds Committee shall be appointed by the Board of Elders and shall be an ex officio member of the Board of Ministries. He shall regularly supply a written report to such board for its meetings.

G. **FINANCE COMMITTEE**

1. The Board of Elders shall appoint a Finance Committee, with the Treasurer as Chairman, for the purpose of:
 - a. Preparing an annual budget for subsequent approval by the Board of Elders and the church membership.
 - b. Reviewing the monthly offerings and financial transactions of the church, and making appropriate recommendations to the Board of Elders.
 - c. Reviewing off-budget requests for funds in excess of \$500, and making appropriate recommendations to the Board of Elders concerning the affordability of such requests.
2. Only active adult members are eligible to be members of the Finance Committee.
3. The Board of Elders shall annually appoint and authorize a member of the Finance Committee to sign checks or otherwise authorizing disbursement or use of church funds in the event the Treasurer is unavailable.

- H. **OTHER COMMITTEES** - All standing committees and personnel shall be appointed by the Board of Elders for a term of one year at the Board of Elders' first regular meeting following the annual members meeting held in January. The Board of Elders, at its discretion, may form, modify, or delete additional committees or organizations; establish duties, responsibilities, reporting relationships and organizational structures as needed.

ARTICLE XI – MISSIONS MOBILIZATION

The church shall support worldwide missions through the Great Commission Fund of the Christian and Missionary Alliance, and district church planting through the Mission S.A.D. Fund of the South Atlantic District. The Board of Elders, in conjunction with the Missions Committee, shall specify the means by which it purposes to mobilize members' involvement, including prayer, missions conferences, congregation-wide missions events, and recruitment and support of men and women for vocational ministry at home and abroad.

ARTICLE XIII - PROPERTY AND RECORDS

- A. **REAL ESTATE TRANSACTIONS** - Acquisition or disposal of real estate requires a two-thirds (2/3) majority of the votes cast by the Active Adult membership (over 18).
- B. **FINANCIAL APPROVALS** - Financial transactions in excess of five-thousand dollars (\$5,000) require membership approval by a two-thirds (2/3) majority of the votes cast by the Active

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Adult members (over 18). Exceptions are budgeted items, real estate transactions (Bylaw Article XII, A.), and certain designated gifts.

ARTICLE XIV: NOMINATING COMMITTEE

A. **GENERAL RESPONSIBILITIES** - The Nominating Committee shall serve as the personnel committee for the church. It shall nominate individuals for elected and appointed positions.

B. **SPECIFIC DUTIES** - The Nominating Committee shall:

1. Nominate at least one (1) individual for each position to be elected at the Annual Meeting.
2. Consult with the Board of Elders regarding the suitability of all potential nominees for the office of Elder. After such consultation regarding Elder candidates, contact all planned nominees to obtain permission to allow their names to stand for election for the office of Elder.
3. Contact all other planned nominees for elective office to obtain permission to allow their names to stand for election for the respective offices.
4. Nominate individuals for all appointed positions, for action by the Board of Elders or the Board of Ministries respectively.
5. Contact all nominees for appointed office only after approval by the Board of Elders or the Board of Ministries. Such approval shall be required before any contact is made with potential nominees. Once approved by the respective board, the Nominating Committee shall contact individual nominees with a bonafide, unconditional request to serve.

C. **ORGANIZATIONAL MATTERS**

1. **CHAIRMAN** - The Chairman shall be the Senior Pastor or, at his request, the Board of Elders shall elect an Elder to serve as Chairman of the Nominating Committee.
2. **COMMITTEE SIZE** - The number of members of the Nominating Committee shall be five (5), as outlined in Article XIV of the current *Uniform Constitution for Accredited Churches of The Christian and Missionary Alliance*.
3. **TERM OF OFFICE** - The term of office for members of the Nominating Committee is a calendar year (Annual Meeting through Annual Meeting). Members of the current Nominating Committee who were elected by the membership at the last annual meeting shall be ineligible for election by the membership at the next annual meeting, and therefore may not be nominated.

ARTICLE XV: ELECTIONS

A. **ELECTED POSITIONS** - Positions elected by the membership shall be all Elders, all Deacons, the Secretary, the Treasurer, the Assistant Treasurer, and two members of the Nominating Committee. All other board and committee positions shall be appointed by the Board of Elders.

B. **NOMINATIONS FROM THE MEMBERSHIP**

1. There shall be no nominations received from the floor during the Annual Meeting.

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2. Active Adult members may submit the name of any member-at-large for nomination for any elective office. Such submissions must be in writing and must be submitted to the Chairman of the Nominating Committee by August 15. Such nominations must include both the signature of the person submitting the name and the signature of the nominee, assuring the person's willingness to allow his/her name to be considered.
 3. The Nominating Committee shall satisfy itself that the person being nominated meets the criteria of the Constitution and Bylaws for holding office. If so, the person's name may be placed in nomination.
 4. If the Nominating Committee chooses to adopt the nominee as its own, the committee will present the nominee in its report. If the committee chooses not to do so, the name will be placed in nomination with an asterisk (*), and an appropriate footnote explaining that the individual was nominated by the membership.
 5. The Nominating Committee shall post a draft ballot at least fourteen (14) days prior to the Annual Meeting.
- C. **NOMINATING COMMITTEE ELECTIONS** - Two (2) members of the Nominating Committee shall be elected from the church membership-at-large.
- D. **MAJORITY REQUIRED FOR ELDERS** - Election to the position of Elder shall require a two-thirds (2/3) majority of the votes cast by the Active Adult and Active Youth members (16 and over).
- E. **MAJORITY REQUIRED FOR OTHERS** – Election to all other positions shall require a one-half (1/2) simple majority of the votes cast by the Active Adult and Active Youth members (16 and over).
- F. **VOTING PROCEDURES**
1. Each nominee for elective office shall be voted on individually, utilizing a ballot(s), with a yes or no vote.
 2. The membership shall vote only for the number of positions open for election. If the required majority is achieved, the individual shall be declared elected.
 3. In the event that the required majority is not achieved, or in the event of a tie, a run-off election shall be conducted. In such a case, the number of candidates for a position shall be narrowed down to one (1) more than the number of remaining openings. The candidates included in the run-off election will be those remaining who received the greatest number of votes in the original election. If the required majority is achieved, the individual(s) shall be declared elected.
 4. If the run-off election ends without an opening being filled, it shall remain vacant until appointment by the Board of Elders.
- G. **DECLARATION of RESULTS** - Once results are known, the Chairman shall declare elected those who have secured the necessary majority of votes. There shall be no public release of numbers of votes or percentages received by any individual nominee.
- H. **UNSUCCESSFUL NOMINEES** – If a nominee fails to secure the required majority of votes for election, the Board of Elders shall subsequently appoint someone other than the unsuccessful nominee to fill the position for one year (or the balance thereof) according to the provisions of Section L (below).
- I. **TERM OF OFFICE** – The terms of all elected and appointed personnel shall start with the annual members meeting held in January, and conclude with the annual January members

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meeting of the appropriate year, with the following exceptions: Newly elected Treasurers and Assistant Treasurers shall assume their duties as of January 1st.

- J. **LENGTH OF TERM** – The full terms of office for elected positions are as follows: Elders - Three (3) Years; All others positions - One (1) Year.
- K. **STAGGERED TERMS** – The term of office of Elders shall be staggered to annually elect one-third (1/3) of the membership of the Board of Elders. (The Nominating Committee may nominate Elders for one, two, or three-year terms in order to establish or maintain this sequencing.)
- L. **QUALIFICATIONS** – Only members having Active Adult status may hold elective office.
- M. **FILLING VACANCIES** – The Board of Elders shall fill vacancies in elective offices by appointing individuals to serve until December 31 following the next Annual Meeting. If such appointment does not complete the term of office, the Nominating Committee will nominate a member to complete the term, and the membership shall vote thereupon at the next Annual Meeting.

ARTICLE XVI – REVERSION OF PROPERTY

Recognizing the purpose of the members of this congregation to support both the doctrines and the mission of The Christian and Missionary Alliance through the contribution of their tithes, offerings, and special gifts, and to ensure that the future use of such assets and real property as this church may from time to time acquire shall not be diverted from this purpose, this church adopts the following property reversion clause.

1. **Property Reversion Events.** Any of the following shall constitute a "property reversion event:" (a) the decision or action of this church to disaffiliate or otherwise separate itself from The Christian and Missionary Alliance without the prior written approval of such decision or action by the District Executive Committee (or its equivalent) of the district in which this church is located, (b) the failure for any reason of this church to be subject to or abide by any of the purposes, usages, doctrines, or teachings of The Christian and Missionary Alliance, (c) the failure for any reason of this church to qualify as an "accredited church" of The Christian and Missionary Alliance (as such term is defined in the Bylaws of The Christian and Missionary Alliance), or (d) the termination of this church's existence for any reason.
2. **Determination of a Property Reversion Event.** The determination of whether a property reversion event has occurred shall be considered and decided by the District Executive Committee (or its equivalent) of the district of The Christian and Missionary Alliance in which this church is located in accordance with procedures established from time to time by the Board of Directors of The Christian and Missionary Alliance. The decision of such District Executive Committee (or its equivalent) shall be final and binding on The Christian and Missionary Alliance, the district of The Christian and Missionary Alliance in which this church is located, and this church, and may not be challenged by any party in the absence of fraud, collusion, or arbitrariness.
3. **Consequences of a Property Reversion Event.** Upon the occurrence of a property reversion event as determined in accordance with item 2 above, legal title to all real and personal property (tangible and intangible), appurtenances, fixtures, and effects of whatever type then owned, held, or used by this church, without regard to how or from whom acquired, shall, upon the demand of the district of The Christian and Missionary Alliance in which this church is located, revert to and become the property of such district of The Christian and Missionary Alliance. During the period of time between the occurrence of the property reversion event and the complete and final transfer of legal

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title to the district of The Christian and Missionary Alliance in which this church is located, this church shall hold such property in trust for such district to be used exclusively to further the purposes, usages, doctrines, and teachings of The Christian and Missionary Alliance.

4. **Waiver of Certain Property Reversion Events.** In the event of a property reversion event attributable to differences in doctrine between this church and The Christian and Missionary Alliance, the property reversion process set forth above may be waived upon the approval of (a) at least two-thirds of the active, attending members of this church, (b) the District Executive Committee (or its equivalent) of the district of The Christian and Missionary Alliance in which this church is located, and (c) the Division of National Church Ministries of The Christian and Missionary Alliance.

ARTICLE XVIII - AMENDMENTS

These bylaws may be amended at any official meeting of the membership by a two-thirds (2/3) majority of the votes cast by the Active Adult Members present. Proper notice of intent to amend is required at least two (2) weeks prior to such meeting.

GENERAL BYLAWS

First Alliance Church shall adopt a conflict of interest policy that:

1. Informs its employees, purchasing agents, Board of Elders members, and other elected or appointed leaders concerning related-party transactions.
2. Provides for annual reviews of potential and known related-party transactions through annual conflict of interest questionnaires.
3. Controls related-party transactions.

The employees, purchasing agents, Board of Elders members, and other elected or appointed leaders of First Alliance Church shall rigorously avoid conflicts of interest in all church-related business transactions.