SECOND RESTATED BYLAWS
OF NORTH CHRISTIAN CHURCH
(a Wyoming nonprofit corporation)

Article I: Name and Purpose

1. Name

1.1. The name of this congregation and nonprofit corporation shall be North Christian Church abbreviated herein as “NCC.” References herein to the “Church” or the “Corporation” shall mean NCC. References to the “congregation” shall mean the active members as defined in Article 2 of these bylaws.

2. Statement of Purpose

2.1. North Christian Church, located in Laramie County, Wyoming, shall exist as an Independent Christian Church, founded upon the faith and practices of the church as it is found in the New Testament.

2.2. North Christian Church shall maintain fellowship and be identified with Independent Christian Churches across the country.

2.3. The purpose of these by-laws is to provide mutually agreed upon guidance for the operational matters of congregation faith and life.

3. Business Offices

3.1. The principal office of NCC shall be located in Cheyenne, Laramie County, Wyoming or such other location as the Board of Elders may designate or as the affairs of NCC may require from time to time.

4. Registered Office

4.1. NCC shall have and continuously maintain in the State of Wyoming, a registered office and a registered agent whose office is identical with such registered office, as required by the Wyoming Nonprofit Corporation Act.

4.2. The registered office may be, but not need be, identical with the principal office of the Corporation and the address of the registered office and the identity of the registered agent at that office may be changed from time to time by the Board of Elders.

5. Autonomy

5.1. This congregation shall forever remain free and independent of all other organizations, religious or secular, within the limitations imposed by the laws of the state of Wyoming and the United States of America.

6. Organizational Purpose

6.1. North Christian Church is organized exclusively for religious, charitable, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code ("Code"), or corresponding section of any future federal tax code.

7. Earnings

7.1. No part of the net earnings of North Christian Church shall inure to the benefit of, or be distributable to its directors, elders, members, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

7.2. No substantial part of the activities of North Christian Church shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

7.3. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from taxes under Section 501(c)(3) of the Code, or its successor laws.

8. Dissolution

8.1. Upon liquidation or dissolution, all properties and assets of the Corporation remaining after paying or providing for all debts, liabilities and obligations of the Corporation and for necessary expenses thereof, shall be distributed and paid over to such fund, foundation, or Corporation organized and operated for charitable, religious, research, educational or scientific purposes as the Board of Elders shall determine, and shall, at the time, qualify as a tax-exempt organization under Section 501(c)(3) of the Code, or its successor laws.

Article II: Membership

1. Admission

1.1. The terms of admission to this congregation are: (1) Belief in Jesus Christ as the Son of God and, (2) Repentance from sin, (3) Confession of faith, and (4) Baptism by immersion in water. Once in agreement with above beliefs, potential members must make a verbal statement to an Elder or Senior Minister indicating their desire to place membership.

1.2. Anyone seeking to be a ministry leader, teacher, Minister, Officer, Director, Elder or fill any other leadership role must agree in writing to support the NCC's Biblical Statement of Beliefs available at the church office, before moving into the desired position.

2. Responsibilities

2.1. Each member shall live a dedicated, committed, and Christ-like life. Each member shall serve in areas for which they are gifted and regularly set aside, as God has prospered, financial gifts and offerings to support the work of this congregation.

2.2. Members of the church shall not be personally liable, solely because of such membership, for the debts of the church.

3. Active Member

3.1. Any person who has met the requirements listed in section 1, have accepted the responsibilities of admission and who regularly attend worship services at the church shall be considered an active member.

3.2. Active members are indicated as such through “active status” in the church database.

4. Inactive Member

4.1. Members no longer attending or in communication with the church for a period of six months shall be deemed inactive, at the direction of the Board of Elders.

4.2. If a person becomes inactive by reason of section 4.1, said person may be restored to active membership after speaking with and then at the direction of either the Senior Minister or any elder provided such person meets the requirements listed in section 1.1, has accepted the responsibilities of admission and regularly attend worship services at the church.

5. Discipline

5.1. In cases where a member becomes unwilling to place themselves under the authority of the Word of God, that member shall be disciplined by the Board of Elders. In all cases, the model found in the New Testament shall be followed (Matthew 18:15-18, 1 Corinthians 5:1-13, 2 Corinthians 2:5-8, 2 Thessalonians 3:6-15, James 5:19-20).

5.2. If the Board of Elders deem the person unresponsive, they shall remove the person’s name from the membership roll.

5.3. A person who is removed from the membership under the circumstances described in section 4 may be restored to membership only by action of the Board of Elders.

Article III: Congregational Meetings

1. Annual Business Meeting

1.1. An annual business meeting of the NCC congregation shall be held each year, at a date and time designated by the Board of Elders.

1.2. The final expense budget report from the prior year and giving goal for the upcoming year is presented at the annual business meeting to the NCC congregation in addition to an update on church business matters.

1.3. Members present at the annual business meeting shall have the opportunity to express their consensus (or lack thereof) with the decisions of the Board of Elders that come before the annual business meeting. All expressions of affirmation (or lack thereof) shall be by those physically present at the annual business meeting and no proxy expressions shall be allowed. Member affirmations do not constitute a vote; but rather, they are meant to show the support (or disagreement) of the congregation on a specific topic.

1.4. Member affirmations may be requested for the following:

1.4.1. The presenting of the next annual general operating budget
1.4.2. The amending of the articles of incorporation or bylaws
1.4.3.The indebtedness that results in a mortgage against the church
1.4.4.The affirmation of any other item proposed by the Board of Elders

Article IV: Fiscal Operations

1. Fiscal Year

1.1. Fiscal Year

1.1.1. The fiscal year of the corporation shall be January 1st to December 31st.

2. Annual Budget

2.1. The annual budget shall be prepared by the NCC Treasurer and Senior Minister and be presented to the Board of Elders for their approval.

2.2. After approved by the Board of Elders, the final budget will be presented to the congregation at the Annual Business Meeting.

Article V: Church Leadership

1. Leadership Team (Board of Elders, Senior Minister, Board of Directors)

1.1. The NCC Leadership Team shall be comprised of the Board of Elders, the Senior Minister, and the appointed Board of Directors.

1.2. At NCC we believe that the church should be led by those with the spiritual gift of leadership. Therefore, those selected as elders will serve along with the Senior Minister as elders of the church, with such body designated herein as the Board of Elders.

1.2.1. The Board of Elders shall determine the appropriate number of elders to serve at the church based upon the number of spiritually qualified individuals and the needs of the church itself.
1.2.2. Because a plurality of elders is consistently seen throughout the New Testament, the Board of Elders shall maintain a minimum of no less than 3 qualified elders at all times.

1.3. All final authority of the Corporation shall be vested in the Board of Elders.

2. Board of Elders

2.1. Operation of the Board of Elders

2.1.1. The elders of the church are to be involved with the spiritual care and support of the congregation.

2.1.2. The Elders exist to serve five specific functions in relation to the Senior Minister and the church:

2.1.2.1. Prayer
2.1.2.2. Preaching
2.1.2.3. Policy
2.1.2.4. Pastoral Care of the Church
2.1.2.5. Protection of the Church
2.1.2.6. Specifics for these areas are covered in the Policies and Procedures for the Board of Elders.

2.1.3. The Board of Elders shall meet as they determine necessary but at least monthly.

2.1.4. 51% of the existing elders shall constitute a quorum for any transaction of business of the Board of Elders. Except in the case of the approval of new elders (as provided for under Section 2.2 hereof), the retention of the Senior Minister (as provided for under Section 3.4.1 hereof), the removal of an elder (as provided for under Section 2.3 hereof), or the removal of a director (as provided for under Section 4.2.1 hereof), a majority vote of the elders present at any meeting in which a quorum is established shall constitute valid binding action of the Board of Elders.

2.1.4. Any one elder may call a meeting of the Board of Elders. Notice of the date, time and place of any meeting of the Board of Elders may be provided orally or by text or email but shall be provided at least two days before the date of the meeting. Pursuant to W.S. 17-19-822(b), the purpose of such meeting need not be stated in the notice.

2.2. Selection of Elders

2.2.1. No person shall be appointed as an elder who is not a mature Christian man, dedicated to serving Jesus and His people, and meets the qualifications of 1 Timothy 3:1-11 and Titus 1:6-9.

2.2.2. The selection and appointment of new elders shall be as follows:

2.2.2.1. Nominations for new elders will be made by the Senior Minister, any elders, or any church member.
2.2.2.2. The Board of Elders shall engage in a deliberate process of prayer, review, and examination of the potential candidates.
2.2.2.3. After this time, the Board of Elders may approve the candidate by an unanimous vote of all elders.
2.2.2.4. Candidates then shall be presented to the congregation for a minimum of six weeks to provide anyone the opportunity to bring, in writing, a Biblical reason why the candidate is not qualified to serve as an elder with such written submission given to any one or all of the currently serving elders.

2.2.2.5. After the minimum six week period, and if having not received any valid Biblical reason as to why the candidate cannot serve, as determined by the Board of Elders, the new elder shall be appointed to board by the Board of Elders and shall officially begin his new ministry by being installed / ordained in a public worship service.

2.3. Removal of an Elder

2.3.1. Any circumstance that renders an elder unable to do his duties as outlined herein, shall be cause for termination.

2.3.2. Also, action will be taken against an elder in spiritual disharmony in accordance with Biblical discipline as seen in 1 Timothy 5:17-20 and Matthew 18:15-20.

2.3.3. Any two individuals of the congregation believing that an elder is no longer fit for service in his position, may bring a concern in writing before the Board of Elders for prayer and consideration.

2.3.4. Responsibility for removal of an elder rests with the Board of Elders themselves and is accomplished by a unanimous vote of the Board of Elders (excluding the vote of the elder in question). Pursuant to 17-19-822(c), prior to any vote for the removal of an elder, written notice shall be provided at least seven (7) days prior to the meeting at which the vote will be taken, unless waived in accordance with W.S. 17-19-823 with such notice deemed effective as provided in W.S. 17-19-141.

3. Senior Minister

3.1. Duties of the Senior Minister

3.1.1. North Christian Church is under the daily direction of the servant leadership of the Senior Minister. The Senior Minister is responsible for the day to day operation of NCC. The Senior Minister is accountable to the Board of Elders for fulfilling that operation, specifically outlined in the contractural agreement between the Senior Minister and the Board of Elders.

3.2. Selection of a Senior Minister

3.2.1. The Senior Minister of the congregation shall be recruited and hired by the Board of Elders by unanimous vote. The new Senior Minister shall minister for the period of time specified in the contract of employment.

3.2.2. The contract of employment shall be in writing and shall be signed by the prospective Senior Minister and by the Board of Elders.

3.2.3. The qualifications of the Senior Minister shall be set by the Board of Elders, but in no case shall they be less than those of an elder as outlined in section 2.2.

3.3. Duties of Senior Minister

3.3.1. The Senior Minister may serve as an elder at NCC no sooner than six (6) months after being hired.

3.3.2. The Senior Minister will serve as the primary teacher in weekend services, care for the congregation, and serve as the manager of church staff.

3.3.3. Certain limitations and general constraints to the responsibility and authority of the Senior Minister are set forth by the Board of Elders in the Executive Limitations Policy, adopted originally on December 8th, 2024 and available at the church office.

3.4. Termination

3.4.1. The position of Senior Minister may be terminated voluntarily by the Senior Minister after giving written notice to the Board of Elders or involuntarily by a unanimous decision of the Board of Elders (excluding the vote of the Senior Minister) following appropriate corrective action by the Board of Elders.

3.5. Selection and Duties of Church Staff

3.5.1. The Senior Minister shall be responsible for providing regular oversight and direction for the church staff.

3.5.2. It is the responsibility of the Senior Minister and Board of Elders to hire and dismiss all church staff.

3.5.3. Duties and qualifications of church staff are documented in the applicable job description.

3.5.4. The qualifications of church staff shall be no less than those of admission to membership in the congregation.

3.5.5. Specific policies and procedures related to church staff are contained in the NCC Policy & Procedures, adopted originally on December 8th, 2024 and available at the church office.

4. Board of Directors

4.1. The Board of Elders shall delegate to the Board of Directors the responsibility of overseeing the legal, financial, business, and executive matters of the church. The Board of Directors will be accountable to the Board of Elders.

4.2. After first receiving approval from the Board of Elders, the Board of Directors will be responsible for the following:

4.2.1. To borrow money on behalf of NCC
4.2.2. To encumber the assets of NCC as security for any loan or otherwise
4.2.3. To acquire or dispose of any asset
4.2.4. To preside over the NCC annual business meeting

4.3. The Board of Directors shall have five members: President, Secretary, Treasurer, and two ‘at large’ members. One ‘at large’ member will be an elder who will also fulfill the role of ‘Elder Representative’ to the Board of Directors.

4.4. Directors are appointed by the current Board of Elders, to serve a minimum of a three-year term. Directors can serve more than one term. Any director may be removed by the Board of Elders upon a unanimous vote of the Board of Elders, for any scriptural reason. Upon death, resignation

or removal of a director, the Board of Elders shall appoint a new director to serve as a director for the un-expired portion of the term of the departing director.

4.5. All other directions for the Board of Directors are located in the Policies and Procedures for the Board of Directors, adopted December 8th, 2024.

5. Amendments

5.1. Amending the By-Laws

5.1.1. The By-Laws may be amended only by the unanimous vote of the Board of Elders after presenting the proposed changes to the members and providing the members with the opportunity to express their consensus (or lack thereof) to the bylaw amendments. For the sake of clarification, the authority to amend the bylaws remains vested at all times solely in the Board of Elders.

Certificate

I hereby certify that the foregoing Second Amended and Restated Bylaws of North Christian Church, including this page, constitute the Bylaws of **NORTH CHRISTIAN CHURCH OF CHEYENNE, WYOMING** (a Wyoming nonprofit corporation), adopted by the general membership at a special meeting of the Corporation on the 8th day of December, 2024, by a majority vote.

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Rick Hinkle, President Date

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Patti Pincard, Secretary Date