ABUNDANT LIFE CHURCH

Board Governance & Meeting Procedures Handbook

Board Structure, Robert's Rules of Order, and Governing Bylaws

1. Board Structure & Authority

1. **Chairman & CEO** — The Senior Pastor serves as Chairman of the Board and Chief Executive Officer of the church. The Pastor presides over every meeting, sets the agenda, and votes only to break a tie.
2. **Secretary & Treasurer** — The Board elects a Secretary and a Treasurer by majority vote from among its sitting members at the first meeting of each year. Term: one year, renewable by re-election. The Secretary keeps minutes and official records; the Treasurer maintains financial records and gives a report at every meeting.
3. **At-Large Board Members** — The Board will have a minimum of three additional At-Large members beyond the Chairman and Officers. These members are elected by a Nominating Committee, which is appointed by the Board and may be the Board itself acting in that capacity. Term: three years, renewable, or a different term set at the Pastor's discretion. Staggering terms is recommended so the full Board never turns over at once.
4. **Non-Voting Participant** — The Executive Pastor / Associate Pastor may attend and speak at all Board meetings in an advisory role but does not hold a vote and is not counted toward quorum.
5. **Division of Authority** — The Pastor holds sole and final authority over hiring, discipline, and termination of all staff. The Board's role in personnel matters is limited to reviewing and approving compensation packages, benefits, and the annual budget. The Board does not hire, fire, or directly manage staff.

Election & Committee Process

Each year, the Board appoints a Nominating Committee — which may simply be the Board itself meeting in that capacity — to identify and vet candidates for open At-Large seats. The Committee brings its recommended candidate(s) to the full Board for a confirming vote at the annual meeting. Officer elections (Secretary and Treasurer) are held separately, by nomination and majority vote from the floor among sitting Board members, at the first meeting of the fiscal year.

2. Running the Meeting — Robert's Rules of Order (Simplified)

- **Quorum first** — Define quorum in your bylaws (commonly a majority of voting members) before any business can be legally conducted.
- **Standard order of business** — Call to order → opening prayer → approval of prior minutes → Treasurer's report → Secretary's report → Pastor's report / old business → new business → motions & votes → announcements → adjournment.
- **Making a motion** — A member says “I move that...”, another member seconds it, the Chairman restates the motion, the Board discusses it, and then votes. Motions that receive no second are not discussed.
- **Voting thresholds** — Ordinary business passes by simple majority. Reserve a two-thirds supermajority for anything amending the bylaws or Statement of Faith, so no temporary majority can redirect the church's doctrine or mission.
- **Minutes** — The Secretary records every motion, the name of the mover and seconder, and the vote outcome. Minutes are read and approved at the start of the next meeting.
- **Non-voting attendees** — Non-voting attendees, such as the Executive/Associate Pastor, may be recognized to speak but are not tallied in any vote.

Common Motions at a Glance

Motion	Purpose
Main Motion	Introduces a new item of business for the Board to consider and vote on.
Amend	Changes the wording of a motion currently on the floor before it's voted on.
Table	Sets a motion aside temporarily, usually to be taken up again later in the same or a future meeting.
Call the Question	Ends debate and forces an immediate vote on the motion on the floor; requires a second and a two-thirds vote to pass.
Adjourn	Ends the meeting; always in order once current business is resolved.

3. Bylaws — Purpose & Protection

Bylaws are the church's internal legal rulebook. They govern how the Board operates, how leaders are chosen and removed, and how decisions are made — and they are what a court or state agency will look to first if the church's governance or leadership is ever challenged from outside.

- **Anchor leadership to doctrine** — Adopt your Statement of Faith by reference in the bylaws and require every Board member and officer to affirm it in writing.
- **Protect the ministerial exception** — Write leadership and membership qualifications directly into the bylaws. Courts recognize a church's right to select its own ministers and leaders free from outside interference (the “ministerial exception”), but that protection is strongest when it's clearly written into your governing documents, not just assumed.

- **Require internal dispute resolution first** — Require that internal disputes go through church-based or faith-based mediation before any civil litigation is filed, keeping disagreements inside the church wherever legally possible.
- **Require a supermajority to change the bylaws** — Set a two-thirds Board vote as the minimum threshold to amend the bylaws or the Statement of Faith. This is the single strongest protection against a small or temporary faction — inside or outside the church — redirecting the church's beliefs or leadership structure.
- **Indemnify your leaders** — Include indemnification language protecting the Pastor and Board members from personal liability for actions taken in good faith on behalf of the church.
- **Reserve final authority to the Pastor** — State plainly in the bylaws that final doctrinal and personnel authority rests with the Pastor, so the Board's role stays exactly as defined above and cannot be leveraged by outside pressure to force a change in staffing or teaching.

Have these bylaws drafted or reviewed by an attorney experienced in nonprofit and religious organization law, and revisit them every few years — laws affecting religious nonprofits do change, and bylaws that were solid ten years ago may have gaps today.

4. Top 5 Struggles Between Boards and Pastors

1. Unclear Lines Between Pastoral Authority and Board Oversight

Without the division of authority spelled out in writing (as in Section 1 above), boards drift toward micromanaging ministry decisions, or pastors drift toward bypassing the board on financial matters — and both erode trust.

2. Communication Gaps That Breed Suspicion

When the board only hears from the pastor in the meeting itself, with no reports or updates in between, small concerns calcify into distrust long before anyone says so out loud.

3. Conflict Avoidance Instead of Honest Feedback

Board members are often reluctant to challenge a pastor they respect and love, so real concerns go unspoken until they surface as a crisis instead of a conversation.

4. Tension Over Financial Oversight

Boards that feel shut out of budget detail start pushing for more control than the pastor is comfortable ceding, while pastors who feel micromanaged start withholding detail — a cycle that damages both trust and stewardship.

5. No Plan for Leadership Transition

When there's no written process for what happens as board terms end or leadership changes, transitions become political instead of orderly, and the church can be destabilized right when it needs stability most.

5. Top 5 Solutions for Board & Church Growth

1. Put the Division of Authority in Writing and Revisit It Yearly

Section 1 of this handbook only works if the board reviews it together at least once a year — a shared, current understanding of who decides what is the single biggest preventer of board-pastor conflict.

2. Build a Standing Communication Rhythm

A short written update between meetings — financial snapshot, ministry wins, upcoming needs — keeps the board informed as partners instead of surprised as spectators.

3. Normalize Respectful, Direct Feedback

Periodic executive sessions without the pastor present, followed by one designated board member communicating concerns directly and respectfully to the pastor, creates a safe outlet for honesty without turning meetings into confrontations.

4. Agree on Clear Financial Thresholds in Advance

Define exactly what the pastor can approve independently and what requires board sign-off — for example, a dollar threshold above the approved budget — so financial oversight is a shared, pre-agreed system instead of a recurring negotiation.

5. Plan Succession and Transitions Before You Need To

Write a simple transition plan into the bylaws — how a departing board member is replaced, how leadership changes are communicated to the church — so the board can lead the congregation through change instead of reacting to it. A church that trusts its board's stability will keep growing through transitions that would otherwise stall it.

Adopted by the Board of Abundant Life Church on the date below.

Pastor / Chairman: ______________________________ Date: _______________

Board Secretary: ______________________________ Date: _______________