

LIVING WORD COMMUNITY CHURCH CONSTITUTION

ARTICLE I: NAME

The name of this body of believers shall be Living Word Community Church (LWCC). LWCC is currently located at 2530 Cape Horn Rd, Red Lion, PA 17356.

ARTICLE II: PURPOSE

The purpose of LWCC:

- a. To provide an atmosphere for believers to participate in meaningful spiritual worship.
- b. To provide biblically sourced instruction to bring people into a relationship with Jesus Christ, and to bring believers into maturity, "until we all reach unity in the faith and in the knowledge of the Son of God and become mature, attaining to the whole measure of the fullness of Christ" (Ephesians 4:13 NIV).
- c. To help members of the body discern their gifts and ministries in order to serve one another and the Lord Jesus Christ so that, "From him the whole body, joined and held together by every supporting ligament, grows and builds itself up in love, as each part does its work" (Ephesians 4:16 NIV).
- d. To provide an atmosphere and structures for true biblical community so that all believers will be able to enter into significant and committed relationships of love; to grow in love so that all will know that we are disciples of Jesus; to maintain the unity of the Spirit among ourselves, and among the body of Christ universal.
- e. To maintain a strong emphasis on the missional nature of the church both locally and globally through personal engagement, fervent prayer, and financial support.
- f. To be a community where the worship of God, transformation by the truth of Scripture, the experience of meaningful friendships (connections), personal development, growth, and a life of service will flourish.

ARTICLE III: STATEMENT OF FAITH

- a. We believe that the Bible is God's unique revelation to people. It is the inspired, infallible Word of God, and the supreme and final authority on all matters upon which it teaches. No other writings are vested with such divine authority.
- b. There is only one God, creator of heaven and earth, who exists eternally as three persons—Father, Son, and Holy Spirit, each fully God, yet each personally distinct from the other.
- c. All people are created in God's image and matter deeply to Him. Central to the message of the Bible is that God loves all people and invites them to live in communion with Him and in community with each other.
- d. Apart from Jesus Christ, all people are spiritually lost and, because of sin, deserve the consequences of their sin. However, God gives salvation and eternal life to anyone who trusts in Jesus Christ and in His sacrifice on his or her behalf. Salvation cannot be earned through personal goodness or human effort. It is a gift that must be received by humble repentance and faith in Christ and His finished work on the cross.
- e. Jesus Christ, is the second Person of the Trinity, head of the church, was born of the Virgin Mary, lived a sinless human life, performed miracles, willingly took upon Himself all of our sins, died and rose again bodily, and is at the right hand of the Father as our advocate and mediator. Someday, He will return to consummate history and to fulfill the eternal plan of God.
- f. The Holy Spirit, third Person of the Trinity, convicts the world of sin and draws people to Christ. He also indwells all believers. He is available to empower them to lead Christ-like lives and gives them spiritual gifts with which to serve the church and reach out to a lost and needy world.
- g. Death seals the eternal destiny of each person. At the final judgment, unbelievers will be separated from God. Believers will be received into God's loving presence and rewarded for their faithfulness to Him in this life.
- h. All believers are members of the body of Christ, the one true church universal. Spiritual unity is to be expressed among Christians by acceptance and love of one another across ethnic, cultural, socioeconomic, national, generational, gender, and denominational lines.
- i. The local church is a congregation of believers who gather for worship, prayer, instruction, encouragement, mutual accountability, and community with each other. Through it, believers invest time, energy, and resources to fulfill the Great Commission—reaching lost people and growing them into fully devoted followers of Christ.

ARTICLE IV: MEMBERS

LWCC is a community of Christ followers who can become members. As members, they participate in affirming the lead pastor and board of directors. The process for membership is found in the church Bylaws.

ARTICLE V: CHURCH GOVERNMENT

The Lord Jesus Christ is the Head of the Church, and the Bible is the Church's absolute and final authority. Under this authority, the Board of Directors of LWCC is the ruling body and has the power and authority to act on behalf of this church including its spiritual condition. LWCC is independent and not affiliated with any denomination.

ARTICLE VI: PROPERTY RIGHTS

- a. All property of LWCC, whether real or personal, shall be contracted for, purchased, received, or held in the corporate name of Living Word Community Church.
- b. LWCC shall not lease, let, sell, release, convey, mortgage, convey by way of deed of trust, and pledge lands, tenements, and hereditaments unless said proposed act shall first have been authorized by at least a three-quarters majority of the Board of Directors
- c. The President and the Secretary of the Board of Directors of LWCC shall certify in such conveyance, deed, lease, or mortgage or pledge that the same has been duly authorized by the vote of the Board of Directors.

ARTICLE VII: ORGANIZATION

LWCC is organized exclusively for charitable, religious, and educational purposes, including the making of distributions to organizations that qualify as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 and all existing and future amendments to that section.

ARTICLE VIII: FINANCES

Funds for accomplishing the mission and vision of LWCC shall be provided by the voluntary tithes and offerings of the members and friends of LWCC, or by any other means or source consistent with the principle and moral standards of LWCC. Funds shall be accepted by LWCC at such times and in such ways as agreed upon by the Board of Directors and shall be administered by the Treasurer under the direction of the Board.

ARTICLE IX: DISSOLUTION

If LWCC ceases its ministry and dissolves as a corporation, all remaining assets will, after paying any existing liabilities, be distributed to religious, charitable, or educational organizations with similar purpose and doctrine of LWCC. Such organizations must qualify as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 and all existing and future amendments to that section. The Board of Directors will develop and carry out a plan for asset distribution upon dissolution in accordance with these guidelines.

ARTICLE X: AMENDMENTS

Amendments to this Constitution will be presented by the Board of Directors to the Members. The proposed amendments must be communicated to Members no less than two weeks prior to a proposed meeting date. Amendments require a quorum of at least 25% of all Members participating in the vote. Amendments will be approved by at least a 75% affirmative vote of Members who voted.

Approved by vote of the LWCC Membership on 6/25/2023.

LIVING WORD COMMUNITY CHURCH BYLAWS

DEFINITIONS The following terms (in alphabetical order) shall have the following meanings:

Church. Living Word Community Church (LWCC), a Pennsylvania non-profit corporation that qualifies as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 and all existing and future amendments to that section.

Corporate Officer. A Director, Staff member, or Member who has been assigned specific corporate responsibilities, subject to the conditions as contained in these Bylaws.

Director. At any time, individually, a member of the Board of Directors.

Board of Directors. The Board of Directors described as set forth in these Bylaws.

Board of Director Role. A Director who has been assigned specific Board responsibilities, subject to the conditions as contained in these Bylaws.

Lead Pastor. At any time, individually, the person affirmed and serving as leader of the Church as set forth in these Bylaws.

Member. A Member of the Church, subject to the conditions as set forth in these Bylaws.

SECTION 1. MEMBERS

1.1 Qualifications of Members. The following steps are required to be accepted as a Member of LWCC:

- 1.1.1** An individual who is 18 years of age or older may be considered as a Member of LWCC after he or she has accepted Jesus Christ as his or her Lord and Savior and has expressed a desire to join LWCC in ministry through (1) regular attendance, (2) service as a ministry partner, (3) financial support, and (4) faithfully representing LWCC in the community.
- 1.1.2** An individual will make a confession of his or her personal faith in Jesus Christ as Lord and Savior.

- 1.1.3** An individual will agree to the Statement of Faith as documented in the Constitution.
- 1.1.4** An individual will acknowledge that he or she has received, understands, agrees with, and will abide by the Constitution and Bylaws of LWCC.
- 1.1.5** An individual will successfully complete a Membership application process that has been approved by the Board of Directors that confirms 1.1.1 through 1.1.4 above.
- 1.1.6** An individual will be evaluated by the Board of Directors for Membership status only after completing steps 1.1.1 through 1.1.5 above. After examination of the individual's application for Membership, the Board will vote whether to accept the individual as a Member. Current Members will be notified on a periodic basis of any new Members who have been approved by the Board of Directors.

1.2 Age and Privileges. Members will be entitled to the following:

- 1.2.1** Members are entitled to vote on the following matters:
 - a.** Approve individuals to serve on the Board of Directors.
 - b.** Approve other matters as required under the Constitution and Bylaws from time to time, including any Fundamental Changes as defined in section 3.5.2. The approval of a Fundamental Change will require a 75% affirmative vote of the Members who voted.
- 1.2.2** All Members, will be entitled to attend business meetings and express their perspectives.

1.3 Voting. Each Member, subject to 1.2.1, shall be entitled to one vote with regard to any proposed action.

1.4 Terms. A Member who continues to abide by all of the requirements of a Member as outlined in 1.1 above shall continue indefinitely and remain in good standing as a Member of LWCC. Active participation includes but is not limited to:

- a.** Regular engagement, either in person or virtually, at worship services, small groups, or mid-size community groups, and
- b.** Evidence of generosity through financial giving, ministry partner service, and other outreach activities, in ways that are appropriate for their life situation.

1.5 Member Meetings. The Annual Meeting of the Church will generally be held between August 1 and October 31. At this meeting, any business deemed necessary by the Board of Directors will be conducted. The Board may schedule such other regular meetings of the Members as they consider necessary. Special meetings may be called by a majority of the Board of Directors, or by 25% of Members eligible to vote, making such request in writing to the Board Chair.

1.5.1 Meetings: Notice. Notice of all annual, regular, and special meetings will be provided to Members by first class mail sent to the last address on file and postmarked no less than two weeks prior to the meeting. The notice will include the purpose of the meeting.

1.5.2 Meetings: Procedures. At the discretion of the Church Board, the Board Chair and/or the Lead Pastor will preside over all Member meetings. Best practices which may include Robert's Rules of Order and spiritual discernment methodologies will be used in the transaction of business, except in cases where these might be in conflict with the Bylaws.

1.5.3 Meetings: Quorum. For any action requiring a vote, a quorum will be deemed constituted when votes from at least 25% of members have been received.

1.6 Resignation. A member may resign at any time by written notice sent to the Lead Pastor or Chairman of the Board.

1.7 Discipline.

1.7.1 The Lead Pastor shall approach discipline and conflict resolution matters in a spirit of gentleness and humility (Galatians 6:1,2), and without bias or partiality (I Timothy 5:21).

1.7.2 When appropriate discipline and conflict resolution shall be addressed as outlined in Matthew 18:15-20. The principles from this passage are:

- a. Addressed first in private between the offender and the offended.
- b. If repentance or reconciliation is not achieved through 1.7.2.a, the offended should return with two or three witnesses, one of those witnesses being a member of the ministry leadership team.
- c. If repentance or reconciliation is not achieved through 1.7.2.b, the issue will be addressed by the Staff Executive Committee.
- d. If repentance or reconciliation is not achieved through 1.7.2.c, the issue will be addressed by the Board of Directors. The Board of Directors will make a final binding decision of discipline and conflict issues.

1.8 Removal. If it has been determined by the Board of Directors that a Member no longer abides by the requirements of a Member as found in the Bylaws and membership covenant, Membership status may be revoked at the sole discretion of the Board of Directors. Any members removed pursuant to this paragraph can request reinstatement utilizing the procedure outlined in the Board Policies Manual. Members are to be subject to the authority and direction of the Board of Directors (Hebrews 13:17).

1.9 Reinstatement of Members. A former member who left in good standing may request reinstatement by written application to the Board.

SECTION 2. BOARD OF DIRECTORS

2.1 Board of Directors Duty & Function: The Board of Directors is the ruling spiritual, ecclesial, and fiduciary body for all matters pertaining to LWCC. The entire Board of Directors and each individual member serves as both elder/deacon. The Board will establish the overall mission and vision of LWCC that fulfills the Purpose Statement and adheres to the Statement of Faith as outlined in the Constitution.

2.2 Director Qualifications. All Directors must be Members of LWCC and at a minimum qualify for their duties according to the Board of Directors Qualification Profile located in the Board Policies Manual. The Board of Directors will be responsible to evaluate each individual's qualifications prior to placing a name into nomination.

2.3 Selection. In nominating Directors for the board, the Board Governance Committee, will be guided by the Board Director qualifications found in the Board Policies Manual. The Board Governance Committee will prepare a roster of board candidates which shall include candidates proposed by Members through a Board of Directors established process. The Lead Pastor may recommend additional candidates for consideration. Final board member candidates will be selected by the full board in executive session.

2.4 General Powers. The Board of Directors will comprise the legal ruling body and spiritual leadership of the Church. They will have the power and authority, in submission to God, and in good faith with the Church community, to act on behalf of the Church's welfare in all matters.

2.5 Specific Powers. The Board of Directors has the power and authority to, among other things:

- 2.5.1** Create policies that establish the overall mission and vision of the Church in fulfilling the Purpose Statement as outlined in the Constitution and which guide the Lead Pastor in all executive functions.

- 2.5.2** Create policies that guide the decisions and behaviors of the Board of Directors, Lead Pastor, and Staff of the Church.
- 2.5.3** Establish an environment that promotes decisions and behaviors of Members and attendees to live in accordance with biblical principles.
- 2.5.4** Oversee the church's property and fiscal affairs.
- 2.5.5** Act as trustees for the Church, hold title to the property of the Church, and represent the Church in all matters of civil law. The Board of Directors is empowered to buy, sell, mortgage, lease, transfer, or otherwise dispose of real estate.
- 2.5.6** Delegate to the Lead Pastor the authority to perform specific responsibilities that may include but will not be limited to matters pertaining to the physical properties and finances of the Church.
- 2.5.7** Appoint an independent accountant or accounting firm to perform a Review or an Audit of the Church's financial records annually.
- 2.5.8** Nominate new Directors to serve on the Board of Directors. The Board of Directors will develop policies that will allow and give consideration to suggestions of potential nominees for the Board of Directors from the Members.
- 2.5.9** Nominate the Lead Pastor to serve and lead the Church.
- 2.5.10** Create standing committees or committees with limited durations, or special committees, from time to time.
- 2.5.11** License, ordain, and commission individuals for specific ministry service.
- 2.5.12** Elect and remove Corporate Officers.

2.6 Composition. In accordance with biblical examples, a plurality of leaders will be maintained at all times (Acts 14:23). The size of the Board of Directors will be established by the Board of Directors and shall be no less than nine. At no time may an employee of LWCC serve as a Director. A majority of the Board of Directors must be considered independent, further defined under the Board of Directors Qualification Profile located in the Board Policies Manual. The Lead Pastor serves as an ex-officio member with voting privileges.

2.7 Voting. Each Director will be entitled to one vote with regard to any proposed action of the Board of Directors.

2.8 Terms. Each Director will be affirmed, by a minimum of 75% of the voting Members, for a term of three years with the ability to serve an additional consecutive term following membership approval. The term of office will be January 1 to December 31. If a director serves consecutive terms, that individual will not be eligible to serve until one year has elapsed from the end of the last term.

2.9 Resignation. A Director may resign at any time by written notice to the Board Chair. The resignation of a Director will be effective on the date specified in the notice.

2.10 Removal. The presence of three-fourths of the Directors will constitute a quorum for the consideration of removing a Director. A three-fourths majority of the Directors may remove a Director from office only for cause at any time at a duly convened meeting of the Board of Directors. For cause shall be defined as a Director failing to meet the qualifications as outlined in the Board Policies Manual.

2.11 Vacancies. If a Director dies or resigns, or the Board of Directors removes a Director, the Board of Directors may appoint a candidate to fill the vacant position. Such an appointment will be presented to the Members for their affirmation at the next duly convened annual meeting. Each Director affirmed as a successor to fill a vacant position will serve as a Director for the balance of the predecessor's unexpired term.

2.12 Compensation. A Director will not be entitled to any compensation for service in that capacity. A Director who serves the Church in another capacity however, may be entitled to such compensation as the Board of Directors determines. Care must be taken to maintain independence.

2.13 Reimbursement. The Chair or the Lead Pastor from time to time may authorize the reimbursement of ordinary and necessary expenses incurred by a Director in connection with the Church's business.

SECTION 3. BOARD OF DIRECTORS MEETINGS

Directors are expected to attend all scheduled meetings.

3.1 Annual Organizational Meeting. The Board of Directors will hold an annual organizational meeting each year in conjunction with the start of the new Director's terms in order to, among other things, elect the Board's designated roles in accordance with section 4.1.

3.2 Regular Meetings. The Board of Directors may schedule other regular meetings as it considers necessary. The Board will schedule no fewer than four Regular Meetings on an annual basis.

3.3 Special Meetings. The Chair, or upon request of a Director, may schedule special meetings of the Board of Directors for the general purposes specified by the Chair or the Director, as the case may be.

3.4 Meetings: Notice. The Chair or Secretary will notify each Director of each regular or special meeting of the Board of Directors prior to the meeting.

3.5 Meetings: Quorum.

3.5.1 The transaction of all board business that does not propose a Fundamental Change requires a majority of Directors to constitute a quorum.

3.5.2 The transaction of all board business that proposes a Fundamental Change requires three-fourths of Directors to constitute a quorum.

A **Fundamental Change** which must be confirmed by the membership is defined as follows:

- a. An amendment to the Constitution or Bylaws.
- b. The merger of the Church with, or other consolidation of the Church into, another church.
- c. The sale of substantially all of the Church's assets.
- d. Any division or creation of the Church into separate or subsidiary entities.
- e. The conversion of the Church from non-profit to for-profit status.
- f. The dissolution of the Church.
- g. Nomination of a new Lead Pastor.

3.5.3 Directors may attend such meetings in person or by telephone or video conference by means of which all persons participating in the meeting may hear each other.

3.6 Meetings: Action. The affirmative vote of three-fourths of the Directors is required to consider the recommendation of a Fundamental Change to the Members. The affirmative vote of a majority of the Directors is required to approve all other actions.

3.7 Action: Written Consent. All Directors may consent in writing, without meeting, prior notice, or vote, to any action required or permitted to be taken at any meeting of the Board of

Directors, with the exception of a Fundamental Change as outlined in 3.5.2 or the removal of a Director as outlined in 2.9. Approval through written consent will require a unanimous vote of a quorum to an action, and the Secretary will enter it in the Church's records. Each unanimous written consent will have the same effect as a vote for all purposes.

SECTION 4. BOARD OF DIRECTORS ROLES

4.1 Designated Roles. The designated roles of the Board of Directors shall include a Chair, a Vice Chair, a Secretary, and such other designated roles as the Board elects from time to time. All individuals holding Board-designated roles and committee Chairs will be Members of the Board of Directors. Non-Board members may be approved for short-term assignments in various Board committees at the discretion of the Board of Directors.

4.2 Chair. The Chair will:

- 4.2.1** Preside at all meetings of the Board of Directors.
- 4.2.2** Be an ex officio voting member of all Board of Directors committees.
- 4.2.3** Exercise all authority granted by the Board of Directors, including, but not limited to, executing all instruments approved by the Board.
- 4.2.4** Perform all duties incident to the Chair's office as well as all other duties prescribed by the Board of Directors from time to time.
- 4.2.5** Work with the Lead Pastor to carry out the Church's mission, provide leadership to the Board of Directors, prepare agendas for Board meetings, and assist with the implementation of Board actions.

4.3 Vice Chair. The Vice Chair will perform all duties which the Board of Directors prescribes, including, but not limited to, presiding at all meetings when the Chair is absent.

4.4 Secretary. The Secretary will perform all duties which the Board of Directors prescribes and will serve as the Corporate Secretary.

4.5 Other Designated Roles. Each other designated role of the Board of Directors will perform all duties which the Board prescribes.

4.6 Terms. The Board of Directors will select an individual to fill each respective Board role at the Board's annual organizational meeting for a term which begins on January 1 and ends on the earlier of (a) one year hence on December 31 or (b) upon the designee's resignation, death, or removal from a specific role.

4.7 Resignation. An individual who has been appointed by the Board of Directors to serve in a designated role may resign at any time by written notice to the Chair. The resignation of this individual will be effective on the date specified in the notice.

4.8 Removal. A majority of the Directors may remove a Board of Directors designee from that individual's role at any time at a duly convened meeting of the Board.

4.9 Vacancies. If a Board of Directors designee dies, resigns, or is removed as a Director pursuant to section 4.8, the Board will select a successor Board of Directors designee at a duly convened meeting who will serve until the next annual selection process.

SECTION 5. CORPORATE OFFICERS

5.1 Officers. The Officers of the Church must be Members of LWCC and will include a President, a Secretary, a Treasurer, and such other Officers as the Board of Directors elects from time to time. The Board of Directors will select the corporate officers during the Annual Organizational Meeting of the Board of Directors.

5.2 President. The President will exercise all authority granted by the Board, including, but not limited to, executing all instruments approved by the Board, except in those instances that the Board has expressly delegated the signing and execution of specific instruments to another officer or agent of the Church.

5.3 Secretary. The Secretary will:

5.3.1 Keep the minutes of all annual, regular, and special meetings of the Board of Directors.

5.3.2 Perform such other duties and have such other responsibilities as the Chair will direct.

5.4 Treasurer. The Treasurer will:

5.4.1 Have care and custody of the books and records of account of the Church.

- 5.4.2** Be subject to the Board of Directors established policies and the Lead Pastor's supervision, having charge of and responsibility for all the Church's financial assets.
- 5.4.3** Upon request, provide financial statements to the Lead Pastor and the Board of Directors from time to time or attend Board meetings as requested to report on specific financial matters related to the Church.
- 5.4.4** Ensure that a yearly review of the Church's finances is completed and that a report is presented to the Board of Directors on an annual basis, or as requested from time to time.
- 5.4.5** Perform such other duties and have such other powers as the Board of Directors and/or the Lead Pastor will direct from time to time.

5.5 Other Officers. Each other Corporate Officer will perform all duties which the Board of Directors prescribes.

5.6 Terms. Each Corporate Officer will serve until resignation, death, removal, or if a member of the Board of Directors, when their term ends.

5.7 Resignation. A Corporate Officer may resign at any time by written notice to the Chair. The resignation of a Corporate Officer will be effective on the date specified in the notice.

5.8 Removal. The Corporate Officers serve at the pleasure of the Board of Directors.

5.9 Vacancies. If a Corporate Officer dies, resigns, or is removed as a Director pursuant to section 2.9, the Board of Directors will elect a successor Corporate Officer at a duly convened meeting, subject to provisions outlined in these Bylaws.

5.10 Compensation. Corporate Officers who are not Directors may serve with compensation and the Lead Pastor will prescribe the compensation of each Corporate Officer who is not a Director.

5.11 Reimbursement. The Chair or the Lead Pastor from time to time may authorize the reimbursement of ordinary and necessary expenses incurred by a Corporate Officer in connection with the Church's business.

SECTION 6. LEAD PASTOR

6.1 Lead Pastor. The Lead Pastor will:

- 6.1.1** Report directly to the Board of Directors.
- 6.1.2** Be subject to the Board of Directors direction and, as stated in the Board Policies Manual, will oversee all the business affairs of the Church.
- 6.1.3** Be responsible for the faithful implementation of the vision, mission, and strategy determined by the Board.
- 6.1.4** Report to the Board of Directors regularly and upon request with regard to all matters which the Church's interest and/or the Board of Director's interest requires to be brought to the Board of Director's attention.
- 6.1.5** Serve as an ex officio member of the Board of Directors with voting privileges.

6.2 Compensation. The Board of Directors will prescribe the compensation of the Lead Pastor.

SECTION 7. OTHER

7.0 Amendments. Amendments to these Bylaws will be presented by the Board of Directors to the Members. The proposed amendments must be communicated to Members no less than two weeks prior to a proposed meeting date. Amendments require a quorum of at least 25% of all Members participating in the vote. Amendments will be approved by at least a 75% affirmative vote of Members who voted.

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