

CONSTITUTION
OF
Logos Community Church
Queens, New York

ARTICLE I — THE CONGREGATION

NAME

1. The congregation shall be known as Logos Community Church.

MEMBERSHIP

2. All persons 18 years of age who have stated a profession of the Christian faith and have been baptized, and shall have been in regular attendance at worship services of the congregation, and have attended services at the congregation, and who shall have contributed to the financial support of the congregation, and who have made a membership commitment, shall be members of the congregation. The governing board may by the adoption of rules under this constitution establish additional qualifications for membership in the congregation.
3. The membership of the church in any annual or special meeting may elect members of the governing board, shall call or dismiss the Senior Pastor, shall adopt the annual budget, and shall approve any sale or purchase of real property after the permanent board is formed. All other decisions, both spiritual and temporal, shall be made by the governing board.

PASTORAL TEAM

4. Pastoral Team shall consist of those full time or part-time pastoral staff of the church, called and confirmed by the governing board, who have received theological training and a Master degree from an accredited seminary in the US or other theological training approved by the governing board and will perform pastoral duties as listed in his/her job description
5. Lay Pastors are members of the church that received a special calling from God that they want to serve in a pastoral role in the church and have also received theological training and a Master degree from an accredited seminary in the US or other theological training approved by the governing board. His/her calling is to be confirmed by the church governing board and his/her pastoral role will be worked out between the lay pastor and the governing board at the time of her appointment. The appointment shall be reviewed every 2 years.

CONGREGATIONAL STRUCTURE

6. The overall spiritual and temporal authority shall be vested in the governing board of the congregation as defined in Article II, subject only to the role served by the membership meeting as that role is explicitly set forth in this constitution. There shall also be a corporation incorporated under Article 10 of the New York Religious Corporations Law, and the voting membership of the religious corporation shall be comprised of those persons who are on the governing board.

PRESIDING OFFICER AND CONDUCT OF MEETINGS

7. The Senior Pastor, or in his absence, a designated member of the governing board, may preside at such meetings of the congregation.

CONGREGATIONAL MEETINGS

8. There shall be a minimum of two regular membership business meetings each year, one to be held mid-year and the other to be held at year-end. The meetings are to be called by the governing board and announced to the congregation during our regular worship service at least two Sundays preceding the said meeting.
9. At any duly called meeting of the congregation, the agenda for each meeting shall be determined by the governing board. No motion shall be made by any member of the congregation during the meeting.
10. The board shall call a special congregational meeting or include an item to be discussed in a scheduled congregational meeting upon the written request of one fourth of the members. Two weeks' notice to the congregation shall be required for such meeting.
11. A quorum for the congregational business meeting for this church is one half of the active members. The governing board will review membership regularly to determine the list of active members. Only members who attend Sunday service regularly will be considered as active members. The decision to remove any members from the active members list shall be a decision of the governing board only and is not contestable.
12. Unless stated otherwise in this Constitution, a majority vote of the voting members present at any constitutionally called business meetings shall be required for all motions to be approved in the congregational meeting. All motions shall be adopted by a majority vote of the votes cast on any matter, except for those motions which require a different vote under parliamentary law or by explicit provision of this constitution.

ARTICLE II — GOVERNING BOARD

GOVERNING BOARD SIZE & TERMS OF OFFICE

1. The governing board of the congregation shall consist of such persons who sign this constitution and they will comprise the Interim Governing Board until the permanent governing board is established.
2. The governing board, once established, shall consist of the following members:
 - a. The Senior Pastor.
 - b. The Lead Pastor of each congregation as defined by the different language/dialects used
 - c. Full time pastoral staff.
 - d. Deacons elected by the membership of the congregation.
 - e. Lay pastors, full time non-pastoral staff and/or part time pastoral staff as determined by the governing board.
 - f. All lay pastors and part time pastoral staff will be invited to attend the meeting as non-voting members (except those who are on the governing board as indicated in II.2.e).
 - g. The governing board can invite others to be at the meeting as non-voting members on an as needed basis.
3. The governing board may by action of the governing board enlarge or decrease the size of the governing board under the following guidelines, except that no decrease of the governing board shall remove any member thereof unless such position is vacant.
 - a. Total number of members shall not exceed 21.
 - b. The number of deacons on the governing board shall be at least 40% but not more than 60% of the total number of members on the Board. If the percentage requirement is not met because of appointment of new staff during the year, it will be adjusted during the annual election time as needed.

ROLE OF THE GOVERNING BOARD

4. The governing board shall exercise authority over the temporal and financial affairs of the congregation, and shall give direction and instructions to the corporation of this church. The governing board shall conduct all of the business of the church except those which are under this constitution specifically reserved for the members of the church. The governing board may delegate certain duties to persons, commissions or committees.

FUNCTIONS OF MEMBERS OF THE GOVERNING BOARD

5. Each governing board member shall attend the governing board meetings. The governing board may establish such standing commissions or committees as it deems appropriate to handle each of the functions of operating and managing the ministry and activities of the congregation, and such standing commissions or committees may include non-governing board members appointed by the governing board member chairing that commission or committee. Standing commissions or committees shall carry out and manage the affairs of the congregation, subject to the directions and oversight of the governing board.

TERMS OF GOVERNING BOARD

6. The Senior Pastor, the Lead Pastors and full-time pastoral staff shall continue in office until death, resignation, or removal.
7. The deacons shall be elected for a two-year term and shall only serve two consecutive terms. After a one-year leave, he/she can be re-elected to the Board.
8. If lay pastor, full time non-pastoral staff and/or part time staff are on the governing board, they shall also serve for a two-year term and shall only serve two consecutive terms. After a one-year leave, he/she can return to the Board as determined by the Board at that time.

NOMINATIONS AND ELECTIONS TO THE GOVERNING BOARD

9. The Senior Pastor, the Lead Pastors and full-time pastoral staff will automatically be members of the Governing Board.
10. The governing board shall nominate and elect lay pastor(s) and/or part time pastoral staff to the governing board by a majority vote of the governing board.
11. Deacons
 - a. Qualifications
 - i. Someone who has been a Christian for more than 5 years and has been a member of the church for more than 2 years unless approved by a majority vote of the governing board.
 - ii. Immediate family (parent, sibling, child by blood, adoption or marriage, spouse, grandparent or grandchild) of a deacon, a pastoral staff (full-time or part-time) or a lay pastor does not qualify to be nominated as a deacon.
 - b. The election of deacons will be held during congregational meeting.
 - c. A list of qualified members will be provided to the members no less than 2 month before the annual meeting for them to nominate. Nomination will be closed 1 month before the annual meeting.
 - d. The member(s) who receives a specific minimum number of votes as determined by the governing board will be reviewed by the governing board. A list of the approved candidates (known as the nominated candidates) will be presented to the members at least 2 weeks before the annual meeting.

On the day of election, members will be required to fill out a printed ballot. The number of vacancies will be filled by the qualified candidate(s) receiving more than 50% of the vote. If the number of candidates is more than the number of vacancies, those with the highest number of votes will be elected to fill the available vacancies.

MEETINGS OF THE GOVERNING BOARD

12. The governing board shall meet to conduct the business of the church as often as necessary. The governing board shall propose a budget each year setting forth an itemized schedule of all anticipated income and expenditure which shall be submitted to the membership meeting for adoption. Governing board meetings may be held by telephone conference call or such other technological means which allows all participants to hear and communicate with one another.
13. Meeting dates, times and places shall be set by the governing board at a preceding meeting in which case personal written notice of governing board meetings need not be given. In the event no meeting is held in any given month, the presiding officer or any two governing board members may call a meeting giving each governing board member not less than three days' notice by whatever means gives each actual notice of the meeting. Where written notice of a governing board meeting is required, the governing board may dispense with notice upon unanimous consent of all governing board members present and written consent of all absent members.
14. The presiding officer of the governing board shall be the Senior Pastor (or in his absence, one of the Lead Pastors), or one of the other members of the governing board so elected to the position of presiding officer.
15. To constitute a quorum of the governing board, there must be present, in person or telephonically, the Senior Pastor plus a majority of the governing board members. If the Senior Pastor cannot attend the meeting, the quorum shall consist of more than 75% of the governing board members (excluding the Senior Pastor).
16. At a meeting of the governing board, each member thereof, excluding the presiding officer, shall be entitled to one vote, and members of the governing board must be present, either in person or telephonically or by video conference call in order to cast their vote. When there is a tie, the presiding officer shall have the deciding vote.
17. Any action required or permitted to be taken by the governing board may be taken without a meeting provided three-fourth (3/4) of the members of the governing board shall consent in writing to such action. The writings of consent shall be kept by the Secretary with the records of governing board meetings.

VACANCIES ON THE GOVERNING BOARD

18. The governing board shall have the power to fill a vacancy occurring in the office of a governing board member by appointment, until the next governing board annual election, whereupon it shall be filled for the remainder of the unexpired term by election. If vacancies exist in the offices of governing board members in such number that a quorum of the governing board is not in office at any time, the presiding officer of the governing board shall forthwith call a special election of the governing board for the filling of such vacancies.

OFFICERS

19. At any governing board meeting, the governing board may by motion appoint such officers from members of the governing board as shall be needed including a treasurer, secretary and such other officers as may from time to time be needed by the congregation who shall serve at the pleasure of the governing board.

DUTIES & POWERS OF OFFICERS

20. The secretary shall keep the minutes of the meetings of the meetings of the governing board and of the meetings of the congregation, and shall have charge of such books, records, and papers as the governing board may direct.
21. The treasurer shall have the care and custody of all funds and securities of the congregation and shall deposit the same in the name of the congregation.

REMOVAL OF A PASTOR OR DEACON FROM THE GOVERNING BOARD

22. A governing board member's term automatically ends when he is no longer a member of the congregation, upon transfer out of the congregation, written resignation, death, upon the governing board member missing three consecutive unexcused governing board meetings, or removal. A governing board member may give a reason for his or her absence from any governing board meeting to a pastor or the Secretary who shall communicate the excuse to the governing board, and the governing board may accept the excuse, and upon such acceptance the absence shall be an excused absence. Any eligible person, including a governing board members whose term has ended by missing three consecutive unexcused governing board meetings, may be appointed by the governing board to finish an unexpired term.
23. The governing board may remove the Senior Pastor from the governing board and from the Senior Pastor position for failure to perform the duties of a governing board member or failure to perform the duties of the commission to which the Senior Pastor was assigned, or upon engaging in conduct or espousing beliefs inconsistent with the standards for those of a leader of the church as set forth in the Scriptures. A motion for dismissal must first be submitted by at least 3 members of the governing board to the governing board at a meeting preceding the meeting at which such motion shall be considered and voted upon. The submission must include clearly stated reasons for the dismissal and supporting evidence to support such claim. The Senior Pastor subject to the removal vote shall be given written notice of the intent to vote on removal not less than fourteen days in advance of the meeting at which removal will be considered. The Senior pastor shall have the right to attend the meeting at which the removal vote is to be taken and to make a presentation answering the motion for removal, and may be present for the vote, but the Senior Pastor shall not be entitled to vote on any motion for or against his or her own removal from the governing board. The vote for removal of a Senior Pastor from the governing board shall be conducted by secret paper ballot. When counting a quorum for such vote, the Senior Pastor shall not be considered to compute the quorum. A two-thirds vote of the governing board members is required for the motion to be presented to the congregation during a specially called congregational meeting. A two-thirds vote of the congregation is required by confidential paper ballot to remove the Senior Pastor.
24. The governing board may remove a deacon from the governing board for failure to perform the duties of a governing board member or upon engaging in conduct or espousing beliefs inconsistent with the standards for those of a leader of the church as set forth in the Scriptures. A motion for dismissal must first be submitted by at least 3 members of the governing board to the governing board at a meeting preceding the meeting at which such motion shall be considered and voted upon. The submission must include clearly stated reasons for the dismissal and supporting evidence to support such claim. The deacon subject to the removal vote shall be given written notice of the intent to vote on removal not less than fourteen days in advance of the meeting at which removal will be considered. The deacon shall have the right to attend the meeting at which the removal vote is to be taken and to make a presentation answering the motion for removal, and may be present for the vote, but the he/she shall not be entitled to vote on any motion for or against his or her own removal from the governing board. The vote for removal of a deacon from the governing board shall be conducted by secret ballot. When counting a quorum for such vote, the deacon shall not be considered to compute

the quorum. A two-thirds vote of the governing board members is required for the removal of the deacon from the governing board.

25. The Senior Pastor may remove a pastoral staff from the governing board members as prescribed under "Duties and Authority of the Senior Pastor".

LIABILITY OF PASTORS & DEACONS AS GOVERNING BOARD MEMBERS

26. The pastors and deacons as governing board members of this congregation shall not be personally liable for its debts, liabilities, or other obligations. The pastor and deacons as governing board members of the congregation shall not be personally liable to the congregation or its members for monetary damages because of their breach of duty as pastor, deacon, and governing board members unless such liability is based upon a judgment or other final adjudication adverse to the pastor, deacon, or governing board member which establishes (i) that the person's acts or omissions were in bad faith or involved intentional misconduct or a knowing violation of law or (ii) that the person personally gained a financial profit or other advantage to which the person was not legally entitled.

INDEMNIFICATION OF PASTORS & DEACONS AS GOVERNING BOARD MEMBERS

27. Each and every pastor, deacon, and governing board members or officers of this congregation including a person who has been a pastor, deacon or governing board member or officer, and whose term of office has expired, may by a vote of the governing board be indemnified against any and all reasonable expenses actually and necessarily incurred in connection with the defense of any action, suit or proceeding in which the person is made a party by reason of being or having been a pastor, deacon or governing board member or officer of the congregation, except in relation to matters as to which the person shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of the duties as a pastor, governing board members or officer; and such indemnification shall not be deemed exclusive of any other rights to which the person may be entitled.

ARTICLE III — THE SENIOR PASTOR

DUTIES & AUTHORITY OF THE SENIOR PASTOR

1. The Senior Pastor is to provide spiritual and administration leadership for the church and shall have such duties, obligations, privileges, and prerogatives as may be conferred under the rules of any designated higher church authority and under the rules under the constitution of this congregation.
2. Election and dismissal of pastoral staff shall be the responsibility of the Senior Pastor, together with the Personnel Committee comprised of a minimum of 2 deacons.

DEATH, RESIGNATION OR VACANCY OF THE SENIOR PASTOR

3. Upon death, removal or resignation of the Senior Pastor, the governing board may appoint a search committee or may constitute itself as a search committee.
When a position of Senior Pastor becomes vacant or a new position is created, the governing board shall make provision for services. The Lead Pastors and the governing board shall work together to serve as a team to fulfill the roles of the Senior Pastor during the period when there is no Senior Pastor. During these times, the governing board may dismiss a member of the pastoral staff from the governing board for cause. A motion for dismissal must first be submitted by at least 3 members of the governing board to the governing board at a meeting preceding the meeting at which such motion shall be considered and voted upon. The submission must include clearly stated reasons for the dismissal and supporting evidence to support such claim. The pastor subject to the removal vote shall

be given written notice of the intent to vote on removal not less than fourteen days in advance of the meeting at which removal will be considered. The pastor in question shall have the right to attend the meeting at which the removal vote is to be taken and to make a presentation answering the motion for removal, and may be present for the vote, but he/she shall not be entitled to vote on any motion for or against his or her own dismissal. The vote for dismissal of a pastor from the governing board shall be conducted by secret ballot. When counting a quorum for such vote, the pastor in question shall not be considered to compute the quorum. A two-thirds vote of the governing board members is required for the dismissal of the pastor.

4. Upon a suitable candidate being located for Senior Pastor, the search committee of the pastoral staff may propose, and the governing board shall in its discretion issue a call to one person to be the Senior Pastor. The call shall be in writing, and shall specify when the new pastor shall commence duties, the salary, terms of the pastoral relationship, and other matters which should be set forth in the call. The call shall be approved by not less than a two-thirds vote of governing board and submitted to the congregation and approved by not less than a two-thirds vote of the congregation, signed by the presiding officer of the governing board and the secretary, and delivered to the proposed Senior Pastor. Upon acceptance by the candidate of the call, and taking office by attending at worship of the congregation, the candidate shall be the Senior Pastor in accordance with the terms of the call.

ARTICLE IV — FISCAL AND PROPERTY MATTERS

FISCAL SUPERVISION

1. The fiscal year of the congregation shall be the calendar year.
2. The governing board shall adopt a budget before the beginning of each year setting forth all categories and amounts of expenditure which may be paid out by the treasurer or assistant treasurer. No monies of the congregation shall be paid out except pursuant to the budget, or upon the authorization of the governing board.
3. No person except the treasurer, an assistant treasurer or members of the governing board selected by the governing board shall have authority to sign checks or disburse monies from the accounts of the congregation, and no pastor shall be a treasurer or assistant treasurer. The treasurer or assistant treasurers, or the secretary shall have the authority to sign any deeds, mortgages, notes, or other instruments for any transaction lawfully and duly authorized by the governing board. All checks must be signed with 2 approved signatures.

INCORPORATION AS A RELIGIOUS CORPORATION

4. The governing board shall incorporate a religious corporation to hold the money and property and to handle those temporal aspects of the congregation. In such case the unincorporated religious association shall continue to exist and function as the spiritual authority of the congregation in the same manner as it served before incorporation of a religious corporation. The corporation's trustees shall take and follow the direction of the governing board of the unincorporated religious association so that the money and property of the church is devoted to and serves the spiritual purposes as established by the governing board.
5. The governing board shall constitute the board of the trustees of this unincorporated religious association if trustees shall be required for any purpose prior to the establishment of a religious corporation.

EXPRESS AND IMPLIED TRUSTS DISCLAIMED

6. Notwithstanding any designation of higher church authority over the congregation, or affiliation with any other higher church organizations, the property of the congregation is held by the trustees as a

trust for the sole use by the congregation and the members thereof, and no express or implied trust is granted, created, or recognized to any diocese, national church body, province, higher church authority, denomination, or other organization, either within or without the United States.

TAX EXEMPT PURPOSES

7. Notwithstanding any other provision of these bylaws, the association is organized exclusively for the following purpose: religious, as specified in § 501(c)(3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under § 501(c)(3) of the Internal Revenue Code of 1954 or corresponding section of any future federal tax code, or by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code or corresponding section of any future federal tax code. No part of the net earnings of the association shall inure to the benefit of or be distributable to any pastor, governing board members, member, trustee, officer of the association, or any private individual (except that reasonable compensation may be paid for service rendered to or for the association), and no pastor, governing board members, member, trustee, officer of the association or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the association. No substantial part of the activities of the association shall be carrying on propaganda, or otherwise attempting, to influence legislation (except as otherwise provided by Internal Revenue Code § 501(h), and the association should not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE V — CONSTITUTION AND RULES UNDER THE CONSTITUTION

ADOPTION OF AMENDMENTS

1. Any amendments to this constitution shall be motioned by a member of the governing board.
2. Any amendments to this constitution shall be by a majority vote of the interim governing board until a permanent board is formed. Once the permanent board is formed, any amendments to this constitution shall be by a majority vote of the governing board, provided that the required notice of amendment has been given in the meeting notice, and shall be announced at the two previous congregational times of public worship prior to a meeting of the congregation for a vote, and shall be ratified by a majority vote of the congregation.
3. This constitution shall become effective upon the signing by those who sign it, and the signers hereunder shall be the initial governing board of the congregation.

NOTICE OF AMENDMENT

4. If the notice of the annual or special meeting shall specify that the constitution is to be amended at the meeting, the constitution may be amended or repealed by a majority vote of the qualified voters present and voting at an annual or special meeting of the congregation, provided such amendment has previously been adopted by the governing board, and announced to the congregation on the two proceeding Sundays at public worship. The general substance including the purposes for such amendments shall be given in such notice, but the amendment actually adopted must conform to the language of the proposed amendment as adopted by the governing board. Absent notice of an intention to amend the constitution with the meeting notice, no amendment shall be in order at such congregational meeting.

RULES UNDER THE CONSTITUTION

The governing board may by the adoption of appropriate rules under the constitution make further rules by which the congregation and any religious corporation established by this congregation shall be governed and operated.