

THE ORCHARD EVANGELICAL FREE CHURCH

CONSTITUTION

ARTICLE I

NAME

The name of the Church is and shall be "*The Orchard Evangelical Free Church*," Arlington Heights, Illinois.

ARTICLE II

PURPOSE

The mission of The Orchard Evangelical Free Church is to glorify God by multiplying God-centered, Christ-exalting, world-transforming believers through the Gospel in the greater Chicago area and around the world.

Thus, this Church shall work together to win the lost to a saving knowledge of Jesus Christ and strive for the spiritual unity, sanctification, edification, discipline, and encouragement of its Congregation, in accordance with the teachings of the Holy Scriptures.

This Church shall function as a self-governing organization and shall work in cooperation with the Evangelical Free Church of America and with other groups with which the Church may desire to cooperate. The Church shall financially support and work in cooperation with the Evangelical Free Church of America and other evangelical agencies in carrying on home and foreign missions.

ARTICLE III

MEMBERSHIP

The membership of this Church shall be composed of individuals who are believers in the Lord Jesus Christ and affirm the tenets of The Orchard Evangelical Free Church Constitution, and who offer evidence, by their confession and their conduct, that they are living in accord with their affirmations and this Constitution and Bylaws, and are actively pursuing and continuing in a vital fellowship with the Lord, Jesus Christ. The membership of the Church shall have final authority in all matters of church governance, as set forth and described in the Bylaws.

ARTICLE IV

STATEMENT OF FAITH

We believe in one God, Creator of all things, holy, infinitely perfect, and eternally existing in a loving unity of three equally divine Persons: the Father, the Son and the Holy Spirit. Having limitless knowledge and sovereign power, God has graciously purposed from eternity to redeem a people for Himself and to make all things new for His own glory.

We believe that God has spoken in the Scriptures, both Old and New Testaments, through the words of human authors. As the verbally inspired Word of God, the Bible is without error in the original writings, the complete revelation of His will for salvation, and the ultimate authority by which every realm of human knowledge and endeavor should be judged. Therefore, it is to be believed in all that it teaches, obeyed in all that it requires, and trusted in all that it promises.

We believe that God created Adam and Eve in His image, but they sinned when tempted by Satan. In union with Adam, human beings are sinners by nature and by choice, alienated from God, and under His wrath. Only through God's saving work in Jesus Christ can we be rescued, reconciled and renewed.

We believe that Jesus Christ is God incarnate, fully God and fully man, one Person in two natures. Jesus-Israel's promised Messiah-was conceived through the Holy Spirit and born of the virgin Mary. He lived a sinless life, was crucified under Pontius Pilate, arose bodily from the dead, ascended into heaven and sits at the right hand of God the Father as our High Priest and Advocate.

We believe that Jesus Christ, as our representative and substitute, shed His blood on the cross as the perfect, all-sufficient sacrifice for our sins. His atoning death and victorious resurrection constitute the only ground for salvation.

We believe that the Holy Spirit, in all that He does, glorifies the Lord Jesus Christ. He convicts the world of its guilt. He regenerates sinners, and in Him they are baptized into union with Christ and adopted as heirs in the family of God. He also indwells, illuminates, guides, equips and empowers believers for Christ-like living and service.

We believe that the true church comprises all who have been justified by God's grace through faith alone in Christ alone. They are united by the Holy Spirit in the body of Christ, of which He is the Head. The true church is manifest in local churches, whose membership should be composed only of believers. The Lord Jesus mandated two ordinances, baptism and the Lord's Supper, which visibly and tangibly express the gospel. Though they are not the means of salvation, when celebrated by the church in genuine faith, these ordinances confirm and nourish the believer.

We believe that God's justifying grace must not be separated from His sanctifying power and purpose. God commands us to love Him supremely and others sacrificially, and to live out our faith with care for one another, compassion toward the poor and justice for the oppressed. With God's Word, the Spirit's power, and fervent prayer in Christ's name, we are to combat the spiritual forces of evil. In obedience to Christ's commission, we are to make disciples among all people, always bearing witness to the gospel in word and deed.

We believe in the personal, bodily and premillennial return of our Lord Jesus Christ. The coming of Christ, at a time known only to God, demands constant expectancy and, as our blessed hope, motivates the believer to godly living, sacrificial service and energetic mission.

We believe that God commands everyone everywhere to believe the gospel by turning to Him in repentance and receiving the Lord Jesus Christ. We believe that God will raise the dead bodily and judge the world, assigning the unbeliever to condemnation and eternal conscious punishment and the believer to eternal blessedness and joy with the Lord in the new heaven and the new earth, to the praise of His glorious grace. Amen.

ARTICLE V

STATEMENT ON MARRIAGE AND SEXUALITY

We believe that the only legitimate marriage and the only marriage sanctioned by God is that which joins one man and one woman in a single, exclusive union, as delineated in Scripture.

We believe that any form of homosexuality or bisexual conduct, bestiality, incest, fornication, adultery, pornography or any attempt to change one's gender is sin and offensive to God.

We believe that God offers redemption and restoration to all who confess and forsake their sin, seeking His mercy and forgiveness through Jesus Christ.

We believe that every person must be afforded compassion, love, kindness, respect, and dignity. Hateful and harassing behavior or attitudes directed toward any individual are to be repudiated and are not in accord with scripture nor the doctrines of the church.

BYLAWS

ARTICLE 1

MEMBERSHIP

Section 1.1 Categories of Membership

There shall be two categories of membership: (1) active membership for those who are regularly attending and in good standing with The Orchard Evangelical Free Church (hereinafter referred to as "Church"), and (2) inactive membership for those who have moved their residence outside of the geographic area served by the Church or have ceased attending the Church for a continuous period of more than six months.

Section 1.2 Responsibilities of Members

The privilege of membership entails certain responsibilities. By their membership in this Church, members commit themselves to an affirmation of and adherence to this Constitution and Bylaws, regular attendance at worship services and business meetings, personal holiness and spiritual growth, service within the Church, reaching others for Christ, financial support, prayer and support of other members, pastors, and ministries of this Church and the broader work of God's Kingdom.

Section 1.3 Minimum Age of Members

Eligibility for membership begins at age sixteen.

Section 1.4 Reception of Members

1.4.1 By confession of faith: Any person confessing faith in the Lord Jesus Christ, giving evidence of a change of heart and a vital Christian life, and whose confession of faith and doctrinal view affirms and is consistent with the views of faith and practice adopted by this Church, as set forth in this Constitution and Bylaws, may be considered for membership in the Church. Failure to affirm and adhere to the doctrines, beliefs, tenets and membership requisites of this Church, as set forth in this Constitution and Bylaws, shall preclude any person from membership and no offer of membership may be extended to that person, so long as those failures continue.

Any person desiring to become a member of this Church shall follow and comply with the procedures established by the Elder Committee. A two-thirds (2/3) vote of the members of the Elder Committee shall approve the applicant for membership.

The names of all applicants for membership shall be published to the Congregation a minimum of two weeks prior to the receiving of approved new members. An offer of membership to any applicant approved by the Elder Committee shall be contingent upon the applicant's testimony and consideration of any vital information received from the Congregation. The Elder Committee shall inform approved applicants of their acceptance into the membership of the Church and, with the other members of the Church Board, shall extend the right hand of fellowship at the next scheduled reception of new members.

1.4.2 By reinstatement: A former member of the Church, whose membership has been terminated or deactivated as a consequence of voluntary release or extended absence, may be reinstated into membership upon reapplication to and approval by the Elder Committee. This process requires the former member to submit a reinstatement request letter to the Elder Committee. The applicant for reinstatement must meet the criteria for membership existing at the time the application for reinstatement is made. Upon a two-thirds (2/3) approval vote of the Elder Committee, the former member shall be reinstated.

1.4.3 By restoration: A former member of the Church, whose membership has been withdrawn as a consequence of disciplinary proceedings, may be restored to membership upon reapplication to and the recommendation of the Elder Committee. The applicant for restoration must meet the criteria for membership existing at the time the application before restoration is made. Upon a two-thirds (2/3) approval vote of the Elder Committee, the applicants membership shall be restored and reinstated.

1.4.4 By calling: Members of the ministerial and professional staff, and their spouses, who, individually, meet all of the requisites for membership in this Church, shall automatically become members of the Church.

Section 1.5 Release of Members

1.5.1 By letter of release: Upon written request to the Elder Committee, any member shall be granted a letter of release from membership. The Church Board shall be informed of any such action taken.

1.5.2 By absence: Inactive members who have not been in contact with the Church for two years shall be removed from the membership after reasonable effort has been made to notify the inactive member(s), in writing, and having been contacted, the inactive member has been given adequate time within which to respond.

1.5.3 By discipline: Membership shall be suspended, revoked, or otherwise terminated for reasons of discipline as set forth in Section 1.6 of these Bylaws.

Section 1.6 Discipline of Members

Members may have their memberships revoked, be excluded from the fellowship of the Church, or otherwise disciplined for any actions which promote discontent, disunity, and Church ineffectiveness; failure to abide by the Church Constitution and Bylaws; and failure to submit to Church authority. The responsibility of discipline for public and private offense shall, in all cases, rest with the Elder Committee.

Any member charged with such conduct shall be given an adequate opportunity to appear before the Elder Committee to offer a defense. No member shall be removed from membership, censured, or otherwise disciplined at any time prior to or at the time of the meeting of the Elder Committee at which any charges of inappropriate conduct are first offered against that member. In the event the accused member either fails or refuses to appear at any formal or informal hearing of which he/she has been appropriately notified, the Elder Committee, unless fairness and justice require otherwise, may proceed in the person's absence and determine the course of action to be taken. Following any final decision to discipline any member, the Elder Committee shall inform the Church Board of any action taken and shall prepare a written memorandum of its decision for inclusion within the confidential, unpublished records of the Church.

Section 1.7 Discipline of Non-Members

Non-members may be excluded from fellowship or otherwise disciplined for a violation of Church policy or for any cause which promotes discontent or injures the unity and effectiveness of the Church. The discipline of non-members shall, in all cases, rest with the Elder Committee and shall be imposed in the same manner and following the same procedures as in the case of the discipline of members as set forth in Section 1.6.

ARTICLE 2

ORGANIZATION OF THE CHURCH

Section 2.1 Church Officers

The officers of this Church shall be the Church Chairman, the Vice Chairman, and the Treasurer. They shall represent the Church in all legal matters.

Section 2.2 Church Board

The Church Board shall be elected by and shall be accountable to the Membership. It shall act as the policy-making body of the Church. At all times, the Church Board will assume the highest level of concern for the spiritual growth of its members as well as for the spiritual health and welfare of the Congregation. The Board's focus is to guide the following activities of the Church:

- " Mission of the Church
- " Vision of the Church
- " Values of the Church
- " Direction of the Church

The Board will approve and oversee priorities, goals, strategies, and key initiatives for the Church and will regularly evaluate the ministries of the Church in light of biblical principles in those priorities, goals and strategies.

Additional responsibilities of the Board include:

To authorize the hire of any pastor, with the exception of the Senior Pastor, whose hiring is reserved for the final approval of the Membership. Authorization by the Membership will be necessary if the expense of any new position exceeds the approved total salary budget;

To authorize the employment termination of any pastor;

To authorize the formation of any ministry teams, committees or auxiliary organizations of the Church;

To consider and decide all recommendations brought before it by all committees of the Church, auxiliary organizations, or any individual members of the Church; proposed recommendations should be brought to the Church Board by the Senior Pastor or the Executive Pastors;

To review at least annually the performance and compensation of the Senior Pastor and Executive Pastor;

To review and present the annual budget to the Membership for approval;

To oversee the financial condition of the Church;

To inform and submit to the Membership its recommendations for any expenditures that exceed the Church budget;

To authorize, approve and oversee procedures for the raising and collecting of funds;

To approve and assume responsibility for the use and maintenance of all property and assets of the Church;

To review and make recommendations to the Membership for the purchase and sale of the real property of the Church;

To annually approve a current organizational chart of the Church;

To annually submit a candidate(s) for ratification to serve on the Nominating Committee;

To present an Annual Report to the Congregation prior to the Annual Business Meeting of the Church;

To annually retain a Certified Public Accounting firm to audit the books, accounts and financial records of the Church.

To serve as a council of appeal whenever members dispute an action taken by any committee of the Church Board, ad hoc committees of the church, any auxiliary organizations of the church or members of the pastoral staff.

Section 2.3 Board Members

Members of the Church Board shall be members of The Orchard Evangelical Free Church and shall be spiritually mature men and women of good reputation and high character. They shall be firmly rooted in the Word of God, prayerful and disciplined. Members of the Board shall possess biblical leadership qualities, exhibit Christian values, and shall manage their personal lives well.

The Church Board shall consist of ten (10) voting members as follows:

- Senior Pastor
- Church Chairman
- Vice Chairman
- Finance Committee Chair
- Properties Committee Chair
- Elder Committee Chairman
- Membership Elder
- Board Members at Large (3)

2.3.1 Senior Pastor: The Senior Pastor shall serve as the spiritual leader of the Church and shall be responsible for the functions of ministry as taught in the Word of God. He shall answer and be directly responsible to the Church Board. The Senior Pastor shall serve as a member of the Church Board, the Elder Committee, and as an *ex officio* participant in all other ministries, committees and auxiliary organizations of the Church, with the exception of the Nominating

Committee. The Senior Pastor shall, however, meet regularly with the Church Vice Chairman and the Chair of the Nominating Committee to provide input on specific candidates and to discuss the progress of the Committee, as well as to consider any issues that should be brought to the attention of the Church Board. The Senior Pastor or his designee shall represent the Church in the community, as well as in the regional and national affairs of the Evangelical Free Church of America.

The duties of the Senior Pastor shall be to preach and teach the Word of God and to guide, advise, and provide spiritual leadership to the Church Board and the Congregation, including all committees, auxiliary organizations and all ministries of the Church. Each member of the pastoral staff of the Church is answerable to the Senior Pastor for the progress and success of his or her respective ministry. The Senior Pastor shall have the authority to hold each member of the pastoral staff accountable for his or her assigned ministry. He shall be ultimately responsible for, but may delegate to the Executive Pastor, the overall supervision, direction and counseling of the members of the pastoral staff in the discharge of their individual and collective duties. The Senior Pastor shall report to the Church Board concerning the development, progress and undertakings of the Church pastoral staff and its individual members, said reports to be made as necessary or as requested by the Board, but in no case less frequently than on an annual basis.

2.3.2 Church Chairman: The Church Chairman shall serve as the senior administrative representative of the Congregation on the Church Board. He shall also be a member of the Elder Committee and an *ex officio* participant in all other ministries, committees and auxiliary organizations of the Church, with the exception of the Nominating Committee. The Church Chairman shall preside at all meetings of the Church Board, at all business meetings and at the Elder Committee meetings in the absence of the Elder Committee Chairman.

The Church Chairman shall serve a term of four (4) years. He shall be elected by the Congregation, from its male membership, to the office of Chairman one-(1) year prior to the commencement of his term; and shall automatically accede to the office and assume the duties of the Chairman after a one (1) year period of observation and voluntary familiarization with the operations and procedures of the Church and the Church Board, as well as the ministries, committees and auxiliary organizations of the Church. During the pre-term period of acclimation he will receive minutes of the Church Board and other committees but will have no designated responsibilities or obligations and no vote.

2.3.3 Church Vice Chairman: The Church Vice Chairman shall be elected by the Membership, from its male membership, for a four-(4) year term of office. He shall also be a member of the Elder Committee and the Nominating Committee. The Vice Chairman shall take the minutes of the proceedings of any executive sessions of the Church Board and shall assume other duties as assigned by the Church Chairman. He shall act as the Secretary of the Church and shall have the authority to certify the Bylaws, any resolutions of the Church or its Committees or any other documents of the Church as true and correct copies thereof. In the

absence of the Church Chairman, he shall preside at meetings of the Church Board and business meetings.

2.3.4 Committee Chairs: The Chairs of each of the standing committees of the Board shall be elected to those positions by the Membership for respective term of four (4) years. The standing committees of the Board shall be the Elder Committee, the Finance Committee, and the Properties Committee.

2.3.5 Elders: The Chairman of the Elder Committee and the Membership Elder shall be elected by the Membership, from its male membership, for respective terms of four (4) years. The Chairman of the Elder Committee shall be elected one year prior to the commencement of his term and shall automatically accede to the office and assume the duties of the Elder Chairman after a one (1) year period of observation and voluntary familiarization with the operations and procedures of the Elder Committee and the Church Board. During the pre-term period of acclimation he will receive minutes of the Elder Committee and the Church Board, but will have no designated responsibilities or obligations and no vote.

2.3.6 Members at Large: Three (3) members at large shall be elected by the Membership to serve on the Church Board for respective terms of four (4) years. They shall serve jointly with all members of the Church Board to fulfill the duties, obligations and responsibilities of the Board.

Section 2.4 Executive Pastor

When so designated by the Senior Pastor, the Executive Pastor of the Church shall be responsible for the overall supervision, direction and counseling of the pastoral staff. He shall be directly accountable to the Senior Pastor for the progress, development and success of his ministry; however, the final authority over the Executive Pastor and his ministry resides with the Church Board. The Executive Pastor shall, at the direction of and in consultation with the Senior Pastor, resolve pastoral issues in lieu of any direct involvement or intervention of the Senior Pastor, and give oversight, encouragement and direction to the pastoral staff in their various church ministries.

In addition to his duties and responsibilities as Executive Pastor, he shall serve as a member of the Board Resource Staff and as a non-voting, non-executive member of the Elder Committee. As a member of the Board Resource Staff, the Executive Pastor shall participate in the activities of the Church Board, but shall not vote and shall not attend any executive sessions of the Board, unless invited by the Board to do so.

Section 2.5 Pastoral Staff

Pastors are to provide spiritual and operational leadership to their respective areas of ministry. They have responsibility to implement strategies and establish

priorities to accomplish ministry goals. In addition to personal involvement in their ministries, they shall provide vision, counsel and training to develop lay leadership for the ministry, including the formation and guidance of authorized ministry teams. All pastors are ultimately accountable to the Senior Pastor, but when so delegated by the Senior Pastor, the overall supervision, direction and counseling of the pastoral staff shall be the responsibility of the Executive Pastor. The final authority over any pastor for his or her leadership, ministry progress, development and success, resides with the Church Board.

Section 2.6 Board Resource Staff

The Executive Pastor and Business Administrator shall comprise the Board Resource Staff. Members of the Board Resource Staff shall participate in Board activities and are encouraged to provide advice, expertise and counsel that may benefit or be sought by the Board. Members of the Board Resource Staff shall not vote and shall not attend any executive sessions of the Board, unless invited by the Board to do so.

Section 2.7 Treasurer

The Chair of the Finance Committee shall serve as the Treasurer of the Church. The Chair shall oversee the disbursement of funds, as authorized by the Church Board, and shall supervise the maintenance of accounts showing the receipts, expenditures, and balances of each of the several funds of the Church. As Chair of the Finance Committee, the Treasurer shall be responsible for the presentation and supervision of the annual budget of the Church. The Chair of the Finance Committee may not simultaneously hold the position of Financial Secretary nor be the spouse, parent, sibling or child of the Financial Secretary.

Section 2.8 Business Administrator

The Business Administrator of the Church shall be retained by the Church Board and is subject to the authority of the Church Board through the Senior Pastor and the Church Chairman. The duties, responsibilities and authorities of the Business Administrator shall be determined by the Church Board. The Business Administrator shall serve as a member of the Board Resource Staff, the Finance Committee and the Properties Committee. As a member of the Board Resource Staff, the Business Administrator shall participate in the activities of the Church Board, but shall not vote and shall not attend any executive sessions of the Board, unless invited by the Board to do so. The Business Administrator may be dismissed by the Church Board.

Section 2.9 Recording Secretary

The Church Chairman shall appoint a Recording Secretary, as determined to be necessary. The Church Recording Secretary shall prepare and maintain minutes of the non-executive proceedings of the Church Board, as well as the minutes of any regular or special business meeting of the Church. He or she shall also maintain the archives, records, and membership roster of the Church and undertake any other tasks assigned by the Church Chairman which are consistent with the position of Recording Secretary.

Section 2.10 Financial Secretary

One member of the Finance Committee shall be designated annually by the Church Board as the Financial Secretary of the Church. The Financial Secretary shall not be a member of the Church Board. This person shall not be the same person holding the position of Treasurer, and shall not be the spouse, sibling, or child of the Treasurer. The Financial Secretary shall oversee the reception and banking of all monies received by the Church.

Section 2.11 Church Ministries

The ministries of the Church shall be defined and authorized by the Church Board. Each ministry of the Church shall be administered by a member of the pastoral staff designated by the Church Board. The Pastor assigned to a particular ministry shall serve as the administrative and executive leader of that ministry, shall bear full responsibility for the ministry and is ultimately accountable to the Senior Pastor or when so delegated, to the Executive Pastor, (see Section 2.3.1) for the progress, development and success of the ministry which he or she leads; however, the final authority over any pastor and his or her ministry resides with the Church Board.

Each ministry shall timely report its progress, goals and accomplishments to the Church Board, as requested.

Section 2.12 Committees of the Board

The standing committees of the Board shall be the Elder Committee, the Finance Committee, and the Properties Committee. The Chair of each standing committee of the Board shall be elected to that position by the Membership in accordance with procedures set forth elsewhere in these Bylaws. The respective rosters of the membership of the Finance Committee and the Properties Committee shall be submitted to the Church Board for review and approval on an annual basis, as requested by the Board, or when any amendment to the roster of committee members is proposed. Other, *ad hoc* committees and auxiliary organizations may be established by the Board in accordance with authorities set forth elsewhere in these Bylaws.

The three (3) standing committees of the Board shall be directed, developed and administered by their respective committee Chairs. All actions and decisions of the Committees shall be subject to approval by the Church Board, except for those matters reserved exclusively to the Elder Committee, and shall be at all times consistent with the Purpose of the Church.

2.12.1 Elder Committee: The Elder Committee is a standing committee of the Church Board and shall be comprised of the Elder Committee Chairman and the Membership Elder, both elected by the Membership to those respective positions; the Church Chairman; the Church Vice Chairman; the Senior Pastor; and the Executive Pastor, who will act in a non-voting capacity and will not participate in any executive sessions of the Committee, unless invited to attend by the Committee.

The Elders, individually and collectively, shall be charged as follows:

- To provide scriptural direction for the Church
- To provide counsel to the Senior Pastor in matters relating to doctrine and practice
- To be a primary source of encouragement and support for the Senior Pastor as he provides spiritual leadership
- To administer confidential or sensitive matters of Church discipline
- To determine what shall be the doctrinal teaching of the church
- To oversee the Church membership process and certify each candidate's profession of faith

The Elder Committee may consult with the Church Board on the above matters and shall inform the Church Board of any significant decisions made. The decisions of the Elder Committee in the above areas shall not, however, be subject to approval by the Church Board, but only to that of the Membership when the propriety of any such decision is raised by the Church Board.

Section 2.12.2 Finance Committee: The Finance Committee is a standing committee of the Church Board. The Committee shall continuously supervise, monitor and evaluate the propriety and wisdom of the expenditures and financial procedures of the Church to ensure that the Church continually exercises the most fiscally appropriate and sound stewardship of the funds and gifts that have been entrusted to it. The Committee, as directed by the Board, shall audit and evaluate the fiscal activities and financial undertakings of the members of the staff, the ministries of the Church, and all standing committees of the Church, as well as all *ad hoc* committees and all auxiliary organizations of the Church. The Finance Committee shall undertake other assignments as directed by the Church Board and shall regularly report its activities to the Board.

Section 2.12.3 Properties Committee: The Properties Committee is a standing committee of the Church Board and shall be responsible for the physical condition, maintenance and utility of the physical property and assets of the Church, in support of all Church ministries; the Committee and its structure(s) are

under the leadership of the Properties Chair who is a member of the Church Board. The Committee shall continuously monitor and oversee the physical condition and utility of all Church facilities and property, real and personal, and shall advise the Board of its recommendations for the acquisition, utilization, maintenance, disposal or sale of any real or personal property of the Church. The Properties Committee shall undertake other assignments as directed by the Church Board and shall regularly report its activities to the Board.

Section 2.13 Nominating Committee

It is the purpose and duty of the Nominating Committee to present to the Membership the names of able and qualified candidates for each elected office of the Church, except candidates for the Nominating Committee itself. The Committee, at all times, is to serve to further the best interests of the Church. The Nominating Committee shall be a standing committee of the Membership, shall be comprised only of members of the Church in good standing, and shall be elected by the Membership in accordance with these Bylaws.

2.13.1 Election of the Nominating Committee: The Nominating Committee shall consist of six members of the Church, including the Church Vice Chairman. Each member of the Nominating Committee, with the exception of the Church Vice Chairman, shall be elected by the Membership for a term of three (3) years. At no time shall such person's spouse, sibling, or children serve on the Nominating Committee at the same time. The terms of the individual members of the Committee shall be sequenced in a manner that will necessitate the election of at least one new member to the Committee at the time of each Annual Election. The Committee shall elect its Chair from its own membership at its first meeting following the Annual Election, but in no case shall the Church Vice Chairman serve as Chair of the Committee.

No elected member of the Nominating Committee will be permitted to serve consecutive three-(3) year terms on the Committee. Should, however, a premature or otherwise unexpected vacancy occur on the Committee, an individual elected by the Membership to fill that vacancy may have served the prior term on the Committee. Alternately, the individual elected to fill any vacancy on the Committee may be elected to a full term on the Committee following the term of the vacancy, provided that, in no event, will any individual be permitted to serve more than four (4) consecutive years on the Committee.

No later than sixty (60) days prior to each Annual Election, the Church Board shall publish and make known to the Congregation the candidate(s) for election to the Nominating Committee. The Congregation is invited and encouraged to provide the Church Board with recommendations for candidates to the Committee. Recommendations from the Congregation shall be directed to the Church Chairman or Church Vice Chairman and shall be received no later than the December 31st prior to the Annual Election.

2.13.2 Duties of the Nominating Committee: The Nominating Committee shall meet and actively conduct its business throughout the year. No later than sixty (60) days prior to each Annual Election, the Committee shall publish and make known to the Congregation its candidate(s) for each elected position on the Church Board which is scheduled to become vacant at the end of the current Church calendar year. The Committee may nominate more than one candidate for any single Board position to be filled.

All candidates must be members in good standing with the Church. Specific qualifications and criteria for elected positions shall be established and revised by the Church Board. The Nominating Committee, in selecting its candidates, shall consult with and solicit recommendations for candidates from the Church Board, the standing committees of the Board, and the pastoral staff. The Chair of the Committee shall also meet regularly with the Senior Pastor and the Vice Chairman of the Church to seek the input and opinions of the Senior Pastor on specific candidates and to discuss the progress of the Committee and to address any issues which may arise relative to the deliberations of the Committee. The Nominating Committee is to consider the input from the Senior Pastor in good faith and to consider candidates that will serve the best interest of the Church. The Congregation is invited and encouraged to provide the Committee with recommendations for any elected office of the Church. Recommendations from the Congregation should be directed to the Chair of the Nominating Committee and must be received no later than the September 30th prior to the Annual Election.

The Nominating Committee shall solicit and review a written application/questionnaire from each candidate, and shall conduct a minimum of one personal interview with each individual. Each interview will be attended by a minimum of three members of the Committee.

Section 2.14 Other Committees

The Church Board may create and oversee additional *ad hoc* committees and auxiliary organizations to assist it in its ministry. *Ad hoc* committees and auxiliary organizations shall prepare and submit to the Board, prior to the Annual Meeting of the Church, budgets covering the proposed expenses of the *ad hoc* committees or auxiliary organizations for the next fiscal year. Further, any *ad hoc* committees or auxiliary organizations created by the Church Board shall, if so requested by the Board, prepare and submit reports of their progress, goals and accomplishments, as well as a roster of their members.

ARTICLE 3

SELECTION, REPLACEMENT AND REMOVAL OF PASTORS AND BOARD MEMBERS

Section 3.1 Selection of Pastors

The Senior Pastor of The Orchard Evangelical Free Church shall be approved by the membership of the Church. When notified that the senior pastorate has, or will at a specified date in the future, become vacant, the Church Board shall promptly begin a process to hire a new Senior Pastor. The Church Board shall recommend its choice for Senior Pastor to the membership of the Church for a ratifying vote at a regular or special business meeting, upon an affirmative vote of no fewer than seven (7) of its members. The departing Senior Pastor shall have no vote on the Board's recommendation. A favorable vote on the Board's recommendation, by secret ballot of three-fourths (3/4) of the members present at the meeting, shall constitute a call.

The Church Board shall have the authority to hire all Pastors, other than the Senior Pastor. Authorization by the Membership will be necessary if the expense of any new position exceeds the approved budget. When the Board is notified of a vacancy or pending vacancy in any pastorate, the Church Board shall begin a process to hire an individual for the position available. The Church Board shall extend an offer of employment to any candidate it deems appropriate upon an affirmative vote of no fewer than eight (8) of its members. The Church Board may participate in any hiring processes as it deems appropriate.

Section 3.2 Resignation of Pastors and Staff

When a pastor or other staff member submits his or her resignation, a thirty-day notice shall be given, unless waived by mutual agreement with the Church Board.

Section 3.3 Removal of Pastors

The Senior Pastor of The Orchard Evangelical Free Church may be removed from his position and his employment terminated upon an affirmative vote of no fewer seven (7) members of the Church Board, with no voting privilege being held by the Senior Pastor whose removal is under consideration. The employment of any other pastor may be terminated upon an affirmative vote of no fewer than eight (8) members of the Church Board.

Section 3.4 Election of Board Members

The Membership shall elect board members for terms of services as set forth in Sections 2.3.1 through 2.3.6 of these Bylaws. At each Annual Election the Membership shall elect those persons who have been appropriately nominated in accordance with these Bylaws to fill the respective Board positions which will become vacant at the end of the Church fiscal year during which said Annual Election is held. A Board member shall serve until the end of the Church fiscal year in which his or her term expires or until a successor has been elected, whichever event shall occur later.

Section 3.5 Replacement of Board Members

In the event of the removal, resignation or death of the Church Chairman, the Church Vice Chairman shall immediately, but only temporarily, accede to the office of Church Chairman until a new Chairman is nominated by the Nominating Committee and ratified by the Membership. The date of any ratifying vote shall be designated by the Church Board, with notice published to the Membership no less than two (2) weeks prior to the vote. Procedures for the conducting of the ratifying vote shall be adopted by the Church Board, set forth in writing and published to the Membership at the same time as the notice of the date of the vote. Ratification procedures shall, in all respects, be consistent with, but subordinate to, these Bylaws, which are the controlling authority for the conducting of any election or ratifying vote. Upon the ratification of a Chairman, the acting Chairman shall resume his duties as Vice Chairman. His term as Vice Chairman, however, shall be considered to have been continuous and unbroken.

Should a vacancy occur in any office other than that of the Senior Pastor or the Church Chairman, the remaining term of the vacant office shall be filled as soon as practicable. The Nominating Committee shall promptly publish and make known to the Congregation its candidate to fill the vacancy created. The date of any election to fill said vacancy shall be designated by the Church Board, with notice published to the Membership no less than two (2) weeks prior to the election. Procedures for the conducting of any such election shall be adopted by the Church Board, set forth in writing and published to the Membership at the same time as the notice of the date of the election. Election procedures shall, in all respects, be consistent with, but subordinate to, these Bylaws, which are the controlling authority for the conducting of any election

Section 3.6 Removal of Board Members

Any Board member may be removed from office upon an affirmative vote of no fewer than seven (7) members of the Church Board. The Board will inform the Congregation as soon as practical.

Section 3.7 Term Limits of Elected Board Members

Upon serving one (1) complete four-(4) year term, elected members of the Church Board shall be ineligible for re-election to the Church Board for a period of one year. Upon serving more than two years in any Board position, elected Board members shall be ineligible for re-election to a full four-year term on the Board for a period of one year. With the exception of the Senior Pastor, the maximum length of uninterrupted service on the Church Board shall be six years.

ARTICLE 4

MEETINGS AND ELECTIONS

Section 4.1 Regular Business Meetings

There shall be a minimum of two (2) regular business meetings of the Church during each calendar year, one of which shall be the Annual Business Meeting of The Orchard Evangelical Free Church. The Annual Business Meeting of the Church shall be held as soon after the close of the fiscal year, April 30, as is practical. In no case, however, shall this meeting be held later than May 31. The exact dates of any regular business meetings shall be designated by the Church Board, with notice published to the Congregation no less than two weeks prior to the meeting.

The Church Chairman or, in his absence, the Church Vice Chairman shall act as Chairman of all business meetings. In cases not covered by the Constitution and Bylaws of the Church, Robert's Rules of Order shall be used to govern the conduct of all business meetings.

Prior to the Annual Business Meeting, an annual report for the previous year will be published. The Church Board, at the Annual Business Meeting, shall present to the Membership for its approval the budget for the next fiscal year. The Membership shall vote to either approve or reject the budget as presented by the Church Board but may not move to amend the budget.

Section 4.2 Special Meetings

A special business meeting may be called at any time by the Senior Pastor, the Church Chairman, or a majority of Church Board members. Notice and a statement of purpose of a special meeting shall be published to the Congregation at least two (2) weeks prior to the meeting date. In the event of an emergency business meeting, the two-week notice may be waived, but it shall be incumbent upon the party calling the meeting to notify the active membership of the purpose and time of the meeting a minimum of forty-eight (48) hours prior to the meeting.

Section 4.3 Voting

The date of the Annual Election of the Church shall be designated by the Church Board, with notice published to the Membership no less than two (2) weeks prior to the election. It may be part of the agenda of the Annual Meeting. Any changes in the procedures for the conducting of any election shall be adopted by the Church Board, set forth in writing and published to the Membership at the same time as the notice of the date of the election. Election procedures shall, in all respects, be consistent with, but subordinate to, these Bylaws, which are the controlling authority for the conducting of any election.

Twenty percent (20%) of the active Membership of the Church shall constitute a quorum at any regular or special business meeting, including the Annual Election, and shall be required for any vote to be taken. Only active members may vote at business meetings, including the Annual Election.

Voting in any Church election shall be by secret ballot. Absentee ballots will be accepted from active members who are (1) shut-ins or (2) out-of-town, but have attended within three months prior to the election, provided they gave notification prior to the election. Two-thirds (2/3) of all votes cast shall be required to elect or ratify any Board member, other than the Senior Pastor. In the case of multiple candidates, a plurality shall elect the candidate(s).

All other matters and questions, if not specifically addressed by these Bylaws or, secondarily, by Robert's Rules of Order, shall be decided by a majority vote.

ARTICLE 5

LICENSING AND ORDINATION

Licensing and ordination procedures of pastors shall be in agreement and cooperation with those of the Evangelical Free Church of America.

ARTICLE 6

PROPERTY RIGHTS

Section 6.1 Purchase, Ownership, and Sale

This Church shall have the power to buy, own, and sell real, personal, and intangible property in its own name.

Section 6.2 Dissolution

Upon dissolution of this Church, no member shall personally be entitled to any asset of the Church. All assets and property rights shall pass to the Great Lakes District Conference of the Evangelical Free Church of America to enable said Conference to renew the work or use the values thereof for other Gospel enterprises. In the event the Conference cannot accept the assets and property rights, they shall pass to the Evangelical Free Church of America.

Section 6.3 Merger

In the event the membership shall vote to merge, unite, or otherwise combine with another church, the assets and property rights shall be retained by the newly combined church. Any merger shall be contingent upon the acceptance and adoption by all entities forming the newly combined church of the Statement of Faith set forth in Article IV of the Constitution of The Orchard Evangelical Free Church.

Section 6.4 Separation

In the case of division and separation, though God in mercy forbid, the property of this Church shall belong to the members who stand by this Constitution.

In the event of a dispute as to which faction is adhering to the Constitution, the Board of Directors of the Evangelical Free Church of America shall review the dispute and make a decision binding upon all factions.

ARTICLE 7

MISCELLANEOUS

Section 7.1 Amendments to the Constitution and Bylaws

This Constitution and Bylaws may be amended or altered by a two-thirds (2/3) vote of the members present at any regular or special business meeting, provided that a notification of the proposed alteration or amendment has been made to the Membership at least two (2) weeks prior to such meeting.

Section 7.2 Policies

The Board may promulgate, adopt, revise, amend or revoke policies, procedures, rules, guidelines, job descriptions and similar operational authority, provided that any such action does not in any manner expand or modify the authorities of the Board, any committees or auxiliary organizations beyond the authority granted by these Bylaws, or otherwise impair or limit the rights and authorities of the Membership, as set forth in the Constitution and Bylaws of The Orchard Evangelical Free Church.

Section 7.3 Fiscal Year

The fiscal year of the Church shall end on April 30 of each year.

Section 7.4 Delegates to Conferences

The Church Board shall approve the selection of delegates to represent the Church at District and National Conferences. All delegates must be active members of the Church.

Section 7.5 Financial Audit

The Church Board shall retain a Certified Public Accounting firm to conduct an annual audit of the books, accounts, and other financial records of the Church. The audit shall be conducted at the end of the fiscal year of the Church and shall not be directed by the Business Administrator, Financial Secretary, or Treasurer. A written management letter and certified report of findings shall be submitted to the Church Board for review and presentation to the Membership.