

# **Wildwood Bible Church**

## **Bylaws**

### **Article I**

#### **Name and Location of Offices**

The name of the corporation is Wildwood Bible Church. It is an Alaska nonprofit religious corporation with its principle offices in Eagle River, Alaska.

### **Article II**

#### **Philosophy of Ministry, Purpose, Doctrine**

##### **A. Philosophy of Ministry**

The philosophy of ministry for this corporation is threefold: the exaltation of the Lord, the equipping of believers, and the evangelization of the lost. Every individual believer is responsible to fulfill the philosophy of ministry.

##### **B. Objectives**

This corporation is organized for exclusively religious purposes (including charitable and mercy purposes common to a pastoral church ministry as defined by Scripture). Matthew 28:18-20 summarizes our commission. The objectives of this corporation are:

- a.) the instruction of the Word of God – teaching;
- b.) the fellowship of the body of Christ;
- c.) the worship of the Trinity;
- d.) the ministry of edification;
- e.) the outreach of the lost through evangelization – the proclamation of the gospel of Jesus Christ;
- f.) holy behavior;
- g.) showing mercy in doing good to all men whenever there is opportunity and means to do so.

##### **C. Doctrine**

This local church shall function as an independent, evangelical Bible church, committed to the fundamental, grammatical, historical, literal truths recorded in God's inerrant revelation – the Holy Scriptures. To hold positions of teaching and leadership within Wildwood Bible Church, all elders and deacons must be in full agreement with and affirmation of the Doctrinal Statement of this church. All others (ministerial staff, teachers, etc.) must be in essential agreement. (See church doctrinal statement for a more fully elaborated statement of doctrine.)

### **Article III**

#### **Corporate and Church Membership**

##### **A. Corporate Membership**

The corporation shall have no members. Any action which would otherwise require approval by a majority of all members shall only require approval of the Board of Elders. All rights which would otherwise vest in the members shall vest in the Board of Elders

##### **B. Church Membership**

###### **Section 1 – Purpose of the Fellowship**

The congregation of Christian believers who have applied for membership and have been duly accepted shall constitute a spiritual body, united for the spiritual purposes set forth in Article II of these Bylaws.

###### **Section 2 – Active Membership**

Active membership in Wildwood Bible Church shall be open to all persons who confess Christ as their Lord and Savior and who have been baptized as a believer.

###### **Section 3 – Voting Privileges**

Membership in this church shall not vest in any member any proprietary rights in the Corporation, but shall only entitle the member to vote at a meeting of the members on those matters that the Board of Elders chooses to submit to the church membership for affirmation. In such cases, voting privileges are restricted to members who are in good standing, who are not under any disciplinary action, and who have passed their sixteenth (16) birthday. Membership shall not be assignable inter vivos by any member nor shall membership vest to any personal representative, heir, or devisee.

#### **Section 4 – Applications for Membership**

All requests for membership shall be made to a Pastor, Elder, or Deacon. Upon making such a request, the person shall be given an application for membership, along with a copy of the Doctrinal Statement and a copy of the Bylaws. Two elders shall meet with the applicant following receipt of the application. Each applicant shall assent to essential agreement to the Doctrinal Statement and subscribe to the Bylaws.

#### **Section 5 – Denial of Membership**

If, upon review of an application for membership or after meeting with a prospective member, the Board of Elders determines that the applicant does not confess Jesus Christ as his or her Lord and Savior, or that there is a lack of evidence of a godly lifestyle, membership shall be denied. The decision made by the Board shall be final and there shall be no appeal to any court from that decision. Any person practicing a homosexual lifestyle or condoning homosexuality as acceptable Christian behavior shall be denied membership.

#### **Section 6 – Admission of Applicants**

Applicants admitted to membership shall, if possible, present themselves at a worship service designated by the Pastor-Teacher and Board of Elders, at which service such applicants shall publicly affirm their membership commitment and be publicly acknowledged as members.

#### **Section 7 – Responsibilities of Members**

Members shall seek to exercise their spiritual gifts for the mutual benefit of all the church body and shall submit to the loving rule of the Elders. It is the privilege of all Christians to be witnesses of our Savior, the Lord Jesus Christ. And as a member we shall seek to proclaim the gospel to the lost in obedience to the Great Commission and growth of the church. All members who serve in ministries involving children shall submit to a background check.

#### **Section 8 – Church Discipline**

- (a) The threefold purpose of church discipline is to glorify God by maintaining purity in the local church (1 Corinthians 5:6), to edify believers by deterring sin (1 Timothy 5:20), and to promote the spiritual welfare of the offending believer by calling him or her to return to a biblical standard of doctrine and conduct (Galatians 6:1).
- (b) Members of this church and all other professing Christians who regularly attend or fellowship with this church who err in doctrine, or who engage in conduct that violates Scripture as determined by the Board of Elders, shall be subject to church discipline, including dismissal according to Matthew 18:15-18. Before such dismissal, however,
  - (i) it shall be the duty of any member of this church who has knowledge of the erring individual's heresy or misconduct to warn and correct such erring individual in private, seeking his or her repentance and restoration. If the erring individual does not heed this warning, then
  - (ii) the warning member shall again go to the erring individual, seeking his or her repentance, but accompanied by one or two individuals who shall confirm that the sin has occurred or is continuing to occur, and/or that the erring individual has been appropriately confronted and has refused to repent. The first and second warnings may occur with no specified time interval. If the erring individual still refuses to heed this warning, then
  - (iii) it shall be brought to the attention of the Board of Elders. If the Board of Elders determines—after thorough investigation in accord with the procedures prescribed by pertinent Scriptures, including Matthew 18:15-18, 1 Timothy 5:19—that there is corroborating evidence that the erring individual has sinned or is continuing to sin, that he or she has been appropriately confronted, and that he or she has refused to repent, then the Elders shall inform the church and the congregation thereof at a regularly-scheduled worship service in order that the church may call the erring individual to repentance. If the erring individual demonstrates repentance, then notice to that effect may be given at a regularly-scheduled worship service. If, however, the erring individual does not repent in response to the church in its collective call to repentance, then
  - (iv) he or she shall be publicly dismissed from the fellowship and/or membership of the church and the congregation thereof at a regularly scheduled worship service. If the erring individual, after such dismissal, heeds the warning, demonstrates repentance, and requests reinstatement before the Board

of Elders, then he or she shall be publicly restored to all the rights, duties, privileges, and responsibilities of fellowship and/or membership.

(c) Notwithstanding the foregoing, the elders in the exercise of their discretion may proceed directly to the third stage of church discipline, (i.e. the informing of the church and the congregation thereof at a regularly scheduled worship service in order that the church may call the erring individual to repentance) or to the fourth stage of church discipline, (i.e. the dismissal from the fellowship and/or membership of the church) when one or more of the following have occurred;

(i) Where the transgression and the refusal to repent have been public, i.e. openly and to the offense of the whole Church (1 Cor. 5:1-5);

(ii) Where the disciplined party has taught or otherwise disseminated doctrine deemed false or erroneous by the elders and deviating from the clear teaching of scripture, then chosen to disregard the direction and reproof of the elders (Romans 16:17); or

(iii) Where the disciplined party has been warned twice to cease from factious and divisive conduct and has chosen to disregard that warning (Titus 3:10-11).

(d) The members of this church, and all other professing Christians who regularly attend or fellowship with this church, agree that there shall be no appeal to any court because of the dismissal or because of public statements to the congregation at the third or fourth stages of church discipline. Members who are under discipline by the church, as defined in the previous paragraphs, forfeit and waive the right to resign from this church. Resignations from membership are possible only by members who are in good standing and who are not under any disciplinary action.

(e) Separate and apart from the process of church discipline, but subject to the discretion and approval of the elders, a member, non-member regular attender, or other individual may be notified that he or she is not to be present upon church premises for such a period of time as is deemed necessary for the safety and well-being of others on church premises. Such required absence may, but need not, be concurrent with church discipline of that person.

(f) Separate and apart from the process of church discipline, but subject to the discretion and approval of the elders, the names of any members who have not attended a worship service, Sunday School class session or fellowship group meeting at Wildwood Bible Church for a period of six months or longer may be removed from the membership rolls.

### **Section 9 – Regular Meetings**

A regular annual meeting of the church members shall be held at the principal meeting place of the church (as the same shall be from time to time designated in the minutes of the Board) in January of each year. At such regular annual meetings, the members shall consider reports of the affairs of the Corporation, and transact such other business as the Elders determine shall be brought before the meeting including but not limited to the affirmation of those appointed to the offices of Elder and Deacon.

### **Section 10 – Special Meetings**

Special meetings of the members may be called at any time by order of the Pastor-Teacher, the Chairman or Vice-Chairman of the Board of Elders, or by a quorum of the members of the Board of Elders.

### **Section 11 – Notice of Meetings**

Notice of regular meetings shall be given from the pulpit by the Pastor for two successive Sundays prior to the meeting. In addition thereto, notice shall be published in the regular church bulletin for two successive Sundays prior to such meeting. Notice of special meetings shall be given from the pulpit at least seven (7) days prior to the meeting and shall also be published in the regular church bulletin on the Sunday immediately preceding the meeting.

### **Section 12 – Quorum**

At all meetings of the members, whether regular, special or adjourned, the members present shall constitute a quorum for the transaction of business.

### **Section 13 – Voting Rights**

Those admitted to church membership do not constitute a legislative body, nor do they constitute members of the Corporation, and they cannot vote, pass resolutions binding upon the Corporation, nor shall they have any equity in the real property of the Corporation, or rights to vote on its disposal. Said property of the Corporation is dedicated to religious and charitable purposes as outlined in the Articles of Incorporation.

## **Article IV**

### **Elders**

#### **Section 1 – Powers**

All the activities and affairs of the Corporation shall be exercised by or under the direction of the Board of Elders, who are responsible for shepherding and having oversight of the flock. Without prejudice to such general powers, but subject to these same limitations, it is hereby expressly declared that the Board shall have the following powers in addition to the other powers enumerated by these Bylaws:

- (a) To select and remove all the officers, agents, pastors, staff, and employees of the Corporation; prescribe such duties for them; and fix the terms of their offices and their compensation.
- (b) To make such disbursements from the funds and properties of the Corporation as are required to fulfill the purposes of this Corporation. To conduct, manage, and control the activities and affairs of the Corporation and to make such rules and regulations consistent with the Scriptures, with law, or with these Bylaws, as they may deem best.
- (c) To establish policies and practices for the church consistent with the purposes of this Corporation.
- (d) To assist the Pastor-Teacher in the administration of the ordinances of baptism and Communion.
- (e) To borrow money and incur indebtedness for the purposes of the Corporation.

#### **Section 2 – Nomination, Selection, and Tenure of Office**

Recommendations to fill the office of Elder shall be requested once a year from all church members. The qualifications of Elder will be published in the church bulletin for two (2) weeks. The Board of Elders shall review and interview the nominees for qualification, desire, and doctrine. If no concern exists about the man or his qualifications, the Board of Elders will put his name before the congregation to test if the man is above reproach in the eyes of the entire congregation. Any objections will be considered and investigated by an elder or subcommittee. The Elder Board will make its final decision and appoint the man to the office if he is above reproach. At an official assembly of the congregation the Board of Elders shall lay hands on him to appoint him into the office. Elders are appointed to an indefinite tenure consistent with their continued desire and ability to serve in this capacity.

#### **Section 3 – Qualifications**

Each member of the Board of Elders must be an active member of this church and possess the qualifications described in 1 Timothy 3:1-7 and Titus 1:6-9. He shall be:

- (a) -Blameless as a steward of God; above reproach (1 Timothy 3:2; Titus 1:6-7)
- (b) -Husband of one wife; a one-woman man (1 Timothy 3:2; Titus 1:6)
- (c) -Temperate, sober, vigilant (1 Timothy 3:2)
- (d) -Sober-minded, prudent (1 Timothy 3:2; Titus 1:8)
- (e) -Of good behavior; orderly, respectable (1 Timothy 3:2)
- (f) -Given to hospitality (1 Timothy 3:2; Titus 1:8)
- (g) -Apt to teach; able to teach; he can exhort believers and refute false teaching (1 Timothy 3:2; Titus 1:9)
- (h) -Not given to wine (1 Timothy 3:3; Titus 1:7)
- (i) -Not violent; not pugnacious (1 Timothy 3:3; Titus 1:7)
- (j) -Patient, moderate, forbearing, gentle (1 Timothy 3:3)
- (k) -Not a brawler; uncontentious; not soon angry or quick-tempered (1 Timothy 3:3; Titus 1:7)

- (l) -Not covetous; not a lover of money; not greedy of sordid gain (1 Timothy 3:3, Titus 1:7)
- (m) -Rules well his own house; his children are faithful, not accused of rebellion to God (1 Timothy 3:4; Titus 1:7)
- (n) -Not a novice; not a new convert (1 Timothy 3:6)
- (o) -Has a good report or reputation with outsiders (1 Timothy 3:7)
- (p) -Not self-willed (Titus 1:7)
- (q) -A lover of good men and things (Titus 1:8)
- (r) -Just, fair (Titus 1:8)
- (s) -Holy, devout (Titus 1:8)
- (t) -Self-controlled (Titus 1:8)

#### **Section 4 – Removal of Elders**

The removal of Elders from office shall be effected by personal resignation or by disciplinary actions in accordance with the instruction of 1 Timothy 5:19-20. When an Elder is removed because of sin that is deemed sufficient to disqualify him from shepherding, and if he refuses to repent from that sin, the removal shall be accompanied by a public rebuke, and notice shall be made before the church and the congregation thereof at a regularly scheduled worship service as prescribed by 1 Timothy 5:20.

#### **Section 5 – Meetings, Action without a Meeting**

Regular monthly meetings of the Board shall be held without call or notice. Regular meetings shall be open to church members, but special or executive sessions will be closed. Special meetings of the Board of Elders may be called at any time by order of the Chairman or Vice-Chairman or Secretary of the Board of Elders or by a quorum of the members of the Board of Elders.

Any action required or permitted to be taken by the Board may be taken without a meeting if all members of the Board shall individually or collectively consent in writing to a duly prepared resolution to such action. Such consent or consents shall have the same effect as a unanimous vote of the Board and shall be documented by attaching the signed resolution with the minutes of proceedings of the Board.

#### **Section 6 – Quorum**

A majority of elders currently serving shall constitute a quorum for regularly scheduled meetings.

#### **Section 7 – Rights of Inspection**

Every Elder shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the Corporation of which such person is an Elder, for a purpose reasonably related to such person's interest as an Elder.

#### **Section 8 – Decisions of the Board of Elders**

Decisions shall be reached after prayerful consideration by unanimous vote in a spirit of humility, with each elder regarding one another before himself.

#### **Section 9 – Committees**

Committees of the Board may be appointed by resolution passed by the Board. Committees shall have only such powers of the Board as may be expressly delegated to it by resolution of the Board of Elders, except with respect to:

- (a) The amendment or repeal of Bylaws or the adoption of new Bylaws.
- (b) The appointment of other committees of the Board or the members thereof.
- (c) The approval of any self-dealing transaction.

The Board shall have the power to prescribe the manner in which proceedings of any such committee shall be conducted. In the absence of any such prescription, such committee shall have the power to prescribe the manner in which its proceedings shall be conducted. Unless the Board or such committee shall otherwise provide, the regular and special meetings and other actions of any such committee shall be governed by the provision of this Article applicable to meetings and actions of the Board. Minutes shall be kept of each meeting of each committee.

#### **Section 10 - Officers**

Officers of the Corporation shall be a Chairman, Vice-Chairman, Secretary, and a Treasurer. The appointment of officers shall be chosen annually by, and shall serve at the pleasure of the Board of Elders at the first meeting of the year, and shall hold his office until he resigns, be removed, become disqualified, or until his successor shall be appointed.

- (a) The Chairman shall be the Chief Executive Officer of the Corporation and shall be subject to the control of the Board of Elders, have general supervision, direction, and control of the activities and officers of the Corporation.
- (b) The Vice-Chairman, in the absence of the Chairman, shall perform all the duties of the Chairman.
- (c) The Secretary shall keep, or cause to keep, a book of minutes at the office of all meetings of the members.
- (d) The Treasurer shall oversee and ensure the stewardship of the physical and financial resources of the Corporation. His functions and duties are explained in Wildwood Bible Church Financial Program.

## **Article V**

### **Section 1 – Deacons**

Shall consist of members possessing the qualifications described in 1 Timothy 3:8-13 and shall be nominated by members of the church. The Board of Elders will compile and confirm the nominations and submit the names to the members for affirmation at the annual meeting. They shall serve for a one year term with an annual reaffirmation. The Deacons shall assist the elders in the shepherding of the saints, assist the Pastor at Communion and baptismal services, aid in the general spiritual care of the church, and perform other duties as assigned by the Board of Elders.

### **Section 2 – Committees and Councils**

To promote efficient handling of Board matters, the Board may appoint various councils and committees from within its membership, the staff, and from the church at large. These councils and committees shall perform tasks solely in accordance with the duties and with powers specifically delegated by the Board. The general functions of councils and committees are:

- (a) To bring considered recommendations to the Board concerning ministries.
- (b) To provide a wider base of counsel to the Elders having the oversight of specific ministries.

All councils and committees shall exist for the period specified by the Board.

## **Article VI**

### **Ordination, Licensing, Commissioning**

#### **Section 1**

Ordination refers to the unanimous recognition by the Board of Elders of a man's call to the ministry, preparation as a shepherd, and qualification to serve. Ordination shall be conferred for life, so long as the man continues to manifest the qualifications of the office.

#### **Section 2**

Licensing is issued by the Board of Elders and is given in recognition of a man's call to that ministry. Its aim is to allow a man to perform the ecclesiastical duties and functions of the church.

#### **Section 3**

Commissioning, when a local-church certification is required for ministry where ordination would be unnecessary or inappropriate, is by the Board of Elders to minister. This authorization continues as long as the opportunity to minister remains in effect and as long as the person maintains the qualifications for ministry.

## **Article VII**

### **The Pastor-Teacher**

#### **Section 1. Election**

The Pastor-Teacher shall be selected by the Board by unanimous vote and confirmed by the members of the church at its annual meeting or at a special business meeting, and such confirmation shall be a three-fourths (3/4) majority of all the votes cast. He shall remain in office an indefinite period of time subject to the following reservations: The Elders reserve the right to dismiss the Pastor-Teacher upon giving him one month's written notice of its intention to dismiss. The Pastor-Teacher must give one month's notice if he intends to resign. The time limit of a Pastor-Teacher's resignation or dismissal is

subject to a lesser time if both the Pastor-Teacher and the church by mutual agreement provide otherwise.

## **Section 2. Duties**

The Pastor-Teacher shall be an ex officio member of all councils and committees, and he shall be responsible to the Board of Elders. The Pastor-Teacher shall arrange for and conduct all public and regular services of the church and shall be responsible for general oversight of the spiritual welfare of the church. In the absence of the Pastor-Teacher, the Board of Elders (or a duly appointed Committee of the Board, per Article IV, Section 9 of these Bylaws, at the sole discretion of the Board), shall be responsible to arrange for the public and regular services of the church.

## **Article VIII**

### **Grievance Procedures; Settlement of Disputes**

#### **Section 1. General**

In any dispute arising between church members, pastors, or staff pertaining to any matter of spiritual teaching or practices, church finances, or title to property purchased with church contributions, the dispute shall be resolved by the Board of Elders of the church (or a duly appointed Committee of the Board, per Article IV, Section 9 of these Bylaws, at the sole discretion of the Board). A decision shall be reached after prayerful consideration, in a spirit of humility, with each Elder regarding one another before himself and striving to preserve the unity of the Spirit in the bond of peace (Ephesians 4:1-3; 1 Corinthians 6:1-8).

## **Article IX**

### **Other Provisions**

#### **Section 1. Endorsement of Documents, Contracts**

The Board of Elders, except as in the Bylaws otherwise provided, may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances. Unless so authorized by the Board of Elders, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or agreement, or to pledge its credit, or to render it liable for any purpose or to any amount.

Subject to the provisions of applicable law, any note, mortgage, evidence of indebtedness, contract, conveyance, or other instrument in writing and any assignment or endorsement thereof executed or entered into between this Corporation and any other person, when signed jointly by two elders of this Corporation shall be valid and binding on this Corporation in the absence of actual knowledge on the part of the other person that the signing officers had no authority to execute the same.

#### **Section 2. Representation of Shares of Other Corporations**

The Chairman or any other officer or officers authorized by the Board are each authorized to vote, represent, and exercise on behalf of the Corporation all rights incident to any and all shares of any other Corporation or corporations standing in the name of the Corporation. The authority herein granted may be exercised either by any such officer in person or by any other person authorized to do so in proxy or power of attorney duly executed by said officer.

#### **Section 3. Construction and Definitions**

Unless the context otherwise requires, the general provisions, rules of construction and definitions contained in the general provisions of the Alaska Nonprofit Corporation Law shall govern the construction of these Bylaws.

#### **Section 4. Amendments**

These Bylaws may be amended and new and additional Bylaws may be made from time to time at any time by the Board of Elders in the exercise of the power granted to said Board of Elders in these Bylaws.

#### **Section 5. Record of Amendments**

Whenever an amendment or new Bylaw is adopted, it shall be copied in the book of minutes with the original Bylaws, in the appropriate place. If any Bylaw is repealed, the fact of repeal with the date of the meeting at which the repeal was enacted or written assent was filed shall be stated in said book.

## **Article X**

### **Receipt, Investment, and, Disbursement of Funds**

#### **Section 1.**

The Corporation shall receive all monies or other properties transferred to it for the purposes for which the Corporation was formed (as shown by the Articles of Incorporation). However, nothing contained herein shall require the Board of Elders to accept or receive any money or property of any kind if it shall determine in its discretion that receipt of such money or property is contrary to the expressed purposes of the Corporation as shown by said Articles.

#### **Section 2.**

The Corporation shall hold, manage, and disburse any funds or properties received by it from any source in a manner that is consistent with the expressed purposes of this Corporation.

## **Article XI**

### **Corporate Records and Reports**

#### **Section 1. Records**

The Corporation shall maintain adequate and correct accounts, books, and records of its business and properties. All such books, records, and accounts shall be kept at its principal place of business in the State of Alaska, as fixed by the Board of Elders from time to time.

#### **Section 2. Inspection of Books and Records**

Every Elder shall have the absolute right at any reasonable time to inspect all books, records, documents of every kind, and the physical properties of the Corporation, and also of its subsidiary organizations, if any.

#### **Section 3. Fiscal Year of the Corporation**

The fiscal year of the Corporation shall begin on the first day of March and end on the last day of February in each year.

## **Article XII**

### **Dissolution**

Upon dissolution of this Corporation, the Board of Elders shall cause the assets herein to be distributed to another Corporation with purposes similar to that identified in Article II of these Bylaws and Article II of the Articles of Incorporation as amended.

## **Article XIII**

### **Miscellaneous Provisions**

#### **Section 1 – Instruments in Writing**

All checks, drafts, demands for money and notes of the Corporation and all written contracts of the Corporation shall be signed by such officer or officers, agent or agents, as the Board of Elders may from time to time by resolution designate.

## **Article XIV**

### **Benefits**

The Board of Elders shall appoint, as deemed necessary by the Board, a benefits review committee consisting of three or more members, and their findings shall be presented, whenever requested, to the Board of Elders.