

**BY-LAWS OF  
LIVING WATER COMMUNITY CHURCH**

**ARTICLE I. NAME AND CORPORATE OFFICE**

**SECTION A: NAME**

The name of this corporation is “Living Water Community Church.”

**SECTION B: CORPORATE OFFICE AND AGENT**

Living Water Community Church (the Corporation) shall maintain a registered office and a registered agent in the State of Illinois as required by law. The site of the registered office and the person acting as registered agent shall be determined from time to time by duly adopted resolution of the Elders Group and submission of the appropriate report to the office of the Illinois Secretary of State. The first registered agent shall be Chairperson of the Living Water Community Church, 6808 N Ashland Blvd, Chicago, IL 60626.

**ARTICLE II. CORPORATE PURPOSES AND STATEMENT OF FAITH**

**Section A: GENERAL PURPOSES**

The Corporation is organized and operated exclusively for religious purposes in accord with section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law, referred to below as the “Code”). More specifically, the Corporation is organized to make and nurture disciples of Jesus Christ through activities of worship, community, mission and neighborly hospitality that are open to the public.

**SECTION B: STATEMENT OF FAITH**

The Corporation is affiliated with the Illinois Mennonite Conference, which is part of Mennonite Church USA and any subsequent denomination that the Illinois Mennonite Conference joins. The Corporation affirms the Mennonite Confession of Faith and accepts the responsibilities accorded to the Illinois Mennonite Conference’s member congregations.

**SECTION C: POWERS AND LIMITATIONS**

1. The Corporation, being organized exclusively for religious purposes, may make distributions to organizations and individuals in furtherance of its corporate purposes and

in accordance with section 501(c)(3) of the Code. Under no circumstances shall the Corporation make any distributions that are inconsistent with its purpose statement above.

2. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Section A above.

3. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

4. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal income tax under section 501(c)(3) of the Code or (2) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

5. Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organizations(s) organized and operated exclusively for religious, charitable, educational or scientific purposes, as shall at the time qualify as an exempt organization(s) under section 501(c)(3) of the Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the appropriate court of law of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations(s), as said court shall determine, which are organized and operated exclusively for exempt purposes.

### ARTICLE III. MEMBERS SECTION A: CLASSES OF MEMBERS

Living Water Community Church shall have one class of members.

### SECTION B: MEMBER QUALIFICATIONS

Persons seeking to be a member of Living Water Community Church must meet the following criteria:

~~Voluntarily commit themselves to the Church through baptism (or a prior baptism), a current confession of faith, and affirmation of the church's membership commitments;~~

1. Voluntarily commit themselves to the Church through baptism (or a prior baptism) and a



current confession of faith; 2. Affirm the membership questions that are based on the Mennonite Confession of Faith as

set forth in Article II Section B of these bylaws; 3. Commit their life to Jesus Christ in disciplined service to the Church and conscientiously

strive to live according to Christian principles; and, 4. Faithfully participate in, and contribute to, the service and activities of the Church.

Membership shall not include the children of members unless they themselves have made this voluntary commitment. The Secretary shall keep an official list of the members of Living Water Community Church.

#### SECTION C: MEMBER ADMISSION

By introducing members to the Church through worship services, personal relationships, and bible study groups, the Church has appealed to a broad section of the Rogers Park neighborhood and beyond. Persons interested in joining the church meet with a pastor or a mentor member and attend membership classes. These classes are open to the public. If an individual meets the qualifications per Article III, Section B, his or her membership is affirmed by the congregation in a Sunday worship service. New believers are baptized in public services. There are no membership fees or dues.

#### SECTION D: MEMBER RESPONSIBILITIES

Responsibilities in the commitment of membership to Living Water Community Church include:

1. giving and receiving counsel as church members seek to know God's will; 2. sharing one's financial resources; 3. using one's spiritual gifts; 4. being faithful in prayer; 5. accepting the leaders of this church as one's leaders; and, 6. making every effort to maintain the unity of the spirit with all fellow brothers and sisters in Christ.

#### SECTION E: MEMBER VOTING RIGHTS

All powers of the corporation reside in the members duly assembled for the purpose of congregational business meetings. Each member shall be entitled to one vote on each matter submitted to a vote of the members. All binding decisions of the members shall be by 80% of all present, or who have submitted an absentee ballot to the Chair prior to the meeting, except in the case of a dismissal when the vote of the member or members under consideration shall not be counted. A majority of members present shall constitute a quorum. For the purpose of constituting a quorum, only Illinois resident members will be counted.

#### SECTION F: CHURCH DISCIPLINE OF MEMBERS



The Church is a body of Christian believers who hold certain beliefs and standards in common. On occasion, members of the Church may conduct themselves in a manner contrary to the values and teachings of the scripture and unworthy of members of the Church. It shall be a high priority for the Church to restore such persons into conformity with the fellowship as outlined in Matthew 18:15-17. The discipline of the Church shall be entrusted to the Elders Group (including the staff Pastors). If biblical discipline is necessary, the Elders Group has authority to place individual(s) under church discipline (including suspension of voting privileges and ultimately suspension of membership, if necessary).

#### SECTION G: TERMINATION OF MEMBERSHIP RIGHTS

In general, the Church may involuntarily terminate a person's Church membership only by action of the Elders Group. Termination may result in accordance with the disciplinary procedure described above or may be occasioned by the absence or neglect of a member. A two-thirds majority vote of the Elders Group shall be required for such membership termination.

1. Resulting from Discipline. Termination resulting from the disciplinary process shall be under the direction of the Elders Group and in accordance with their findings. 2. Resulting from Absence. Any member who absents himself or herself for at least one year from all services of the Church, without giving a satisfactory reason for such absence, may be removed from the roll of membership. ~~A two-thirds majority vote of the Elders Group (including the Pastor) shall be required for such membership termination.~~

From time to time, as necessary, the Secretary of the Church shall present to the Elders Group, or their designee, a list of persons whose membership status is recommended for termination. The Elders Group, or their designee, shall consider each recommendation and exercise final discretion in all matters pertaining to the termination of membership.

#### SECTION H: MEMBER RESIGNATION

Any member may resign by filing a written resignation with the Secretary.

#### SECTION I: MEMBER REINSTATEMENT

Upon written request signed by a former member and filed with the Secretary, the Elders Group may, by affirmative vote of a majority of the Elders Group members, reinstate such former member to membership upon such terms as the Elders Group may deem appropriate.

#### SECTION J: TRANSFER OF MEMBERSHIP

Membership in the Church is not transferable or assignable.

## ARTICLE IV. MEETINGS OF MEMBERS

### SECTION A: ANNUAL MEETING

An annual meeting of the members shall be held at least once during the fiscal year at such time and place as may be fixed by the Elders Group for the purpose of approving the annual budget and transacting such business as may come before the members, such as to vote on recommendations from church leadership regarding selection of Pastors or Elders.

### SECTION B: SPECIAL MEETINGS

Special meetings of the members may be called by the President or Elders Group.

### SECTION C: NOTICE OF MEETINGS

Notification of congregational business meetings shall be publicized in the church announcements at least two weeks prior to the meeting. Notice of the meeting will be delivered by email (and post mail, upon request by the member), at least ~~14~~10 days before the meeting. If the notice is sent by email, such notice shall be deemed to be delivered when the email is sent. If the notice is sent by post mail, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. Neither the business to be transacted, nor the purpose of any regular or special meeting need be specified in the notice of such meeting, unless specifically required by law or by these bylaws.

### SECTION D: RECORD DATE

The record date for any meeting of the members shall be the date on which notice is delivered.

### SECTION E: QUORUM

The members holding one-half of the votes which may be cast at any meeting shall constitute a quorum at such a meeting. For the purpose of constituting a quorum, only Illinois resident members will be counted. If a quorum is not present at a meeting of members, the meeting will be adjourned and rescheduled.

### SECTION F: MANNER OF ACTING

All powers of the corporation reside in the members duly assembled. All binding decisions of the members shall be by 80% of all present, except in the case of a dismissal when the vote of the member or members under consideration shall not be counted. For the purpose of a binding decision, "present" is a vote by either physical presence at the member meeting or

paper ballot.

## ARTICLE V. ELDERS GROUP

### SECTION A: GENERAL POWERS

The affairs, business and legal matters of Living Water Community Church shall be managed by or under the direction of its Elders Group. The Elders Group shall consist of all members elected as Elders for a specific term, the Senior Pastor and the other staff pastors. The Senior Pastor and staff pastors are ex-officio members of the Elders Group and part of its decision-making process except in the Elders' role of giving oversight to a Pastor's hiring, review, or dismissal and determination of salary. The Elders Group of Living Water Community Church is authorized to act on behalf of the whole membership in acquiring, holding, and administering the assets of the Corporation, or in carrying out any of the other purposes of the Corporation.

### SECTION B: NUMBER AND TENURE

There shall be a minimum of three (3) Elders and ~~may vary from time to time up to a maximum of eight (8) Elders at any time. The number of Elders may vary within this range by resolution of the Elders Group without amendment of these bylaws. The Senior Pastor and staff pastors shall be ex-officio members of the Elders Group and shall be considered so for purposes of notice. The Senior Pastor and staff pastors shall neither determine the minimum or maximum number of Elders to constitute the Elders Group nor be included in a quorum for the Elders Group, and they shall not be elected for a term of office. , but not determining the minimum or maximum number of Elders to constitute the Elders Group, nor a quorum for the Elders Group, and shall not be elected for a term of office.~~ Each Elder shall hold office for a term of three years unless the Elders Group ~~shall~~ expressly resolves to elect an Elder for a shorter term. Elders may serve for two consecutive terms. Each Elder shall hold office until a successor is chosen and qualified.

### SECTION C: QUALIFICATIONS

To be qualified for Elder, each person must meet the following criteria:

1. Each candidate must be a member in good standing, personally affirm all points of the purpose statement and the statement of faith as set forth above; 2. The life of each candidate must characterize personal commitment to the Christian values of the Church as set forth above, as well as a spiritual maturity which bears observable fruit (discernment, wisdom, good judgment, and leadership vision); and, 3. Each candidate shall provide personal and financial support to the Church, to include an availability to serve and a capacity to carry concern for the congregation as a whole.

### SECTION D: ELECTION

The nomination and voting for Elders shall occur at times as necessary in accordance with Article V, Section B. The nomination process shall be under the direction of the Elders

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Group. The membership voting process shall be conducted in accordance with Article IV.

#### SECTION E: VACANCIES, RESIGNATIONS AND REMOVAL.

Any vacancy occurring in the Elders Group may be filled by the elder election process as described in Article V, Section D. Any member of the Elders Group may resign at any time by giving written notice to the Church President or Church Secretary. Such resignation shall take effect on the date of receipt or at a later time specified in the written notice.

Evaluation of an Elder may be initiated by a staff pastor, other Elders, or a member of the congregation if an Elder no longer meets the qualifications for the Elder's role or is no longer carrying out their designated role. ~~Following the evaluation, the congregation may recommend removal of an Elder to the Senior Pastor, who has sole discretion, in consultation with other staff pastors and non-staff pastors, to accept or reject the recommendation.~~ The Elders Group, in this instance including all staff pastors, through majority vote must approve a recommendation for consideration by the congregation to remove an Elder. The Elders Group must call a member meeting and must meet the quorum and manner of acting as set forth in Article IV. All powers of the corporation reside in the members duly assembled and as such may consider for vote the recommendation from the Elders Group (including staff pastors) for removal of an Elder.

#### ARTICLE VI. PASTOR

##### SECTION A: PASTORAL ROLE AND QUALIFICATIONS

Staff pastors shall be the spiritual overseers of the Church and will work with the Elders Group to fulfill the overall goals of the Church. Staff pastors are ex-officio non-voting members of the Elders Group. Accordingly, staff pastors must meet the qualification specified in Article V, Section C. Moreover, a sense of call into pastoral ministry is something that needs to be tested and recognized by the individual, as well as those who have witnessed and received pastoral care from the individual. The Elders and other pastors shall work together to appraise this call by pastoral candidates. If a staff pastor is not a licensed minister of the Mennonite denomination, the pastor must commit to licensing as a requirement of the employment conditions. In addition, if the staff pastor is not an ordained minister of the Mennonite denomination, the pastor must commit to ordination as a requirement of the employment conditions.

##### SECTION B: PASTORAL SELECTION

Pastors are charged with primary spiritual direction and care of the congregation and its members. Normally, there will be a Senior Pastor, other staff pastors, and unpaid pastors in the congregation, reflecting the number and composition of its members and established ministries. The number of staff pastors and unpaid pastors shall be determined by the Elders based upon the needs of the congregation at any given time.

In order for a pastor to be hired as a staff pastor, three things must be in place, though not necessarily in any particular order. First, the Elders must approve a job description for the



specific position to be filled. Second, the salary and benefits offered to a potential candidate must be part of the annual budget that is approved by the congregation for the period of employment of the staff pastor. Third, the Elders must publish and disseminate to the congregation the process that shall be followed in filling the staff pastor position.

The process for filling a staff pastoral role may vary depending upon the scope of responsibilities and duration of the role. The Elders primary concern shall be to balance the advance of the congregation's mission with the unity of the congregation in pursuit of that mission. The process for filling a staff pastoral role shall include the following elements:

1. announcement to the congregation of the opening;
2. inclusion of feedback on the job description, including any special requirements of the position, from the congregational constituency(ies) most directly ministered to by this position;
3. statement as to whether this position is open to candidates from outside the congregation, or whether the position will be filled by a candidate presently within the congregation;
4. statement as to how a pastoral search committee will be formed and who will serve on that committee;
5. statement as to how members of the congregation can be introduced to the candidate(s) recommended by the Elders; and,
6. initial estimate of time period required to fill the position, including congregational vote.

Depending upon the length and complexity of process the Elders deem necessary to fill the position, the Elders shall provide regular and broad communication of developments on each of these points to the congregation. Once selected, a Covenant of Understanding will be negotiated between the Elders and the new staff pastor that includes details on their employment benefits and term of service.

The Elders Group shall test and name other persons as "pastor" who shall not be staff persons in order to fulfill the purpose and mission of Living Water Community Church. They shall do so in consultation with staff pastors and those congregational constituencies most directly affected by the ministry of these persons. Naming of non-staff pastors shall not require congregational decision. The congregation shall be notified of all such designations, however. Non-staff pastors shall not be required to pursue licensing and ordination in the Mennonite denomination.

#### SECTION C: PASTORAL REMOVAL

~~Staff p~~Pastors can be terminated for breach of contract, ~~as well as~~ and/ or conduct that fails to meet minimum Biblical standards for pastoral leadership. The Elders Group through majority vote must approve a recommendation for consideration by the congregation to remove a staff pastor. The Elders Group must call a member meeting and must meet the quorum and manner of acting as set forth in Article IV. All powers of the corporation reside in the members

duly assembled and as such may consider for vote the recommendation from the Elders Group  
for

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removal of a staff pastor.

The designation of “pastor” for non-staff pastors may also be withdrawn by the Elders Group. Withdrawal of this designation shall be done in consultation with staff pastors and those congregational constituencies most directly affected by the ministry of the individual. Withdrawal of the designation of non-staff pastor shall not require congregational decision. The congregation shall be notified of all such changes in designation, however.

## ARTICLE VII. COMMITTEES

### SECTION A: COMMITTEES

The Elders Group shall have power to ~~approve or remove committee Chairs, as needed, appoint committees~~ for the purpose of conducting certain parts of the corporate business not otherwise delegated. ~~All committee members shall be appointed by a majority of the Elders Group to serve on a committee with corporate authority.~~

### SECTION B: RESIGNATION AND REMOVAL

Any member of a committee may resign at any time by giving written notice to the Chairperson of the committee or to the Secretary of the Church. Such resignation, which may or may not be made contingent on formal acceptance, shall take effect on the date of receipt or at any later time specified therein. Any member of a committee may be removed at any time by resolution adopted by a majority of the Elders Group.

### SECTION C: QUORUM

A quorum of a committee shall consist of 50% of the members of the committee currently in office. If less than a quorum of the committee is present at said meeting, then no official church decisions may be approved and/or enacted.

## ARTICLE VIII. OFFICERS

### SECTION A: OFFICERS

The officers of Living Water Community Church shall consist of a Chairperson, a Secretary, and a Treasurer, each of whom shall be determined by majority vote by the Elders Group and appointed at the annual meeting of the congregation.

The Chairperson, and in the absence of the Chairperson, the Chairperson’s designee, shall be the chief presiding officer of Living Water Community Church. In that capacity, the Chairperson shall preside, or designate a convener, over congregational meetings and prepare the agenda in consultation with the staff pastors and/or other congregational leaders where and when

official legal decisions are required; serve as an ex-officio member of all committees concerned with legal and financial matters; represent Living Water Community Church, along with other members, in communications and dealings with legal and financial officials; and provide such other leadership functions as s/he and the Elders deem timely and appropriate.

The Secretary shall arrange for the recording and distribution to members of minutes of Elders meetings and congregational meetings; prepare documents and attest to official decisions of Living Water Community Church as needed for the legal affairs of Living Water Community Church; and oversee the maintenance of the records, minutes and documents of Living Water Community Church.

The Treasurer shall monitor the financial well-being of Living Water Community Church; publish financial reports to the Members, officers, and committees as requested; serve as ex-officio member of all committees concerned with the financial administration of Living Water Community Church; provide oversight to the bookkeeping and accounting functions of Living Water Community Church including the bookkeeping and accounting staff; and maintain a current list of all accounts held in the name of Living Water Community Church, listing the bank or other financial institution in which the account is established, the purpose of the account, terms, conditions, interest (if any) accrued on the account, and signer(s) on the account.

#### SECTION B: VACANCIES

Any vacancies occurring in the offices of the church shall be filled by the Elders Group as soon as practical. An officer determined by a majority vote by the Elders Group to fill a vacancy shall be elected for the unexpired term of his/her predecessor in office.

#### SECTION C: DELEGATION OF AUTHORITY

In case of the absence of any officer of the Church, the Elders Group may either delegate the power of duties of such officer to any Elder or employee of the Church, for the time being, or may eliminate some ~~or~~ all of such powers or duties of such officer, provided a majority of the entire Elders Group concurs therein.

#### SECTION D: REMOVAL

Any officer may be removed by the Elders Group whenever, in its judgment, the best interest of the Church shall be served thereby. An officer may be removed by a majority vote of the entire Elders Group.

#### SECTION E: QUALIFICATIONS

All officers shall meet the qualifications of Elder as set out in Article V, Section C.

## ARTICLE IX. MISCELLANEOUS

### SECTION A: POWER OF INDEMNITY

The provisions of the Illinois Not for Profit Corporation Act of 1986, 805 ILCS 105/101.01 et sq. (as amended from time to time, the “NFP Act”) regarding the indemnification of directors, officers, employees, and authorized agents, as currently set forth in 805 ILCS 105/108.75 (the “NFP Act Indemnity Provision”), shall apply to Living Water Community Church (“LWCC”), as indemnitor, and its Elders Group (who shall be deemed to be directors for purposes of the NFP Act), officers, employees, and authorized agents, as indemnitees (the “Indemnified Parties”). By virtue of its adoption of these Bylaws, LWCC shall have the power to indemnify, defend, and hold harmless any and all such Indemnified Parties from any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative, to the fullest extent provided for under the NFP Act Indemnity provision. Upon determination by LWCC that the conditions to an Indemnified Party’s right of indemnification have been satisfied, as described in 805 ILCS 105/108.75(e), such indemnification obligation shall apply by virtue of this Article IX Section A, and without any further approval by the Elders Group. LWCC shall have the power to and shall purchase or procure insurance for the purpose of satisfying its indemnification obligations under this Article IX Section A, in accordance with the provisions of the NFP Act.

### SECTION B: DISTRIBUTION OF ASSETS IN CASE OF DISSOLUTION

The income for the corporation shall come from contributions of members, contributions received from non-members, grants from third parties, income from the rental of any assets owned by LWCC, and such other sources of funding as may be lawfully received by LWCC. Such income shall be spent to fund activities conducted in accord with the purposes of LWCC, including the payment of expenses associated with the ownership and operation of the LWCC real property and improvements located at 6808 N. Ashland Avenue, Chicago, Illinois.

Members and non-members who leave LWCC have no legal or equitable right over any property or service they may have contributed to the corporation, nor to any funds or property which may otherwise be held by or constitute an asset of the corporation.

Upon the dissolution or liquidation of the corporation, whether by voluntary or involuntary action, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a

Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. Distributions shall further be made in accordance with the provisions of Article 12 (Dissolutions) of the NFP Act, 805 ILCS 105/112.05 et seq. and any applicable provisions the Internal Revenue Code. In the event of any conflict between this Article IX Section B and the Internal Revenue Code and/or Article 12 of the NFP Act, such federal and state statutes shall govern and control.

#### SECTION C: AMENDMENTS

These bylaws may be altered, amended or repealed, and new bylaws may be adopted, by an affirmative vote of 80% of a quorum of the members of Living Water Community Church. Notification of proposed changes and the proposed date on which they shall be considered for adoption shall ~~be publicized in the church announcements at least two weeks prior to the meeting~~ follow the same procedures set forth in Article IV, Section C. ~~and mailed to all homes not reached by the church announcements 10 days prior to the church business meeting. ¶~~