

**Wahiawa**  
**Church**  
**of**  
**Christ**

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**Bi-Laws**

**September 11, 2016**

Wahiawa  
**Church of Christ**

1881 California Avenue  
Wahiawa, Hawaii, 96786

**Article I: Name**

- A. The name of this corporation is and shall be: “Wahiawa Church of Christ”.
- B. The principal office of this corporation shall be at Wahiawa, Hawaii, and at such a place in the City and County of Honolulu, State of Hawaii, as the Board of Trustees shall from time to time determine.
- C. The corporation shall have a seal.
- D. The corporation shall make its bylaws available to all members, potential members, the public and any interested parties.

**Article II: Corporate Powers**

- A. “Wahiawa Church of Christ” (hereafter, “church”) is organized exclusively for christian religious purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.
- B. The powers of the corporation shall be vested in its elders (a.k.a. shepherds, bishops), two of which shall be the president and vice-president. The elders shall oversee the church, its other officers, and its secretary and treasurer who shall be elected servants (see below). Elders must be male members of the congregation who have met the characteristics outlined in the pastoral epistles, scripture in general, and the congregation’s applications of those characteristics outlined in Article III under “Elders.”
- C. Other servants may be male or female members of the congregation who possess the characteristics developed in the pastoral epistles, scripture in general and the congregation’s application of those characteristics. Specific characteristics are outlined in Article III under “Other Servants.” They are subordinate to the elders.

**Article III: Leadership, Duties and Characteristics**

The church and its ministries are led by elders, other servants, ministerial staff, standing committees authorized by these bylaws, and these church officers: president, vice-president, secretary, and treasurer. All leaders come under the general oversight of the elders.

**A. Elders**

***Responsibilities***

- a. The elders;
  - i. shall be responsible for the spiritual welfare of the church and its members,
  - ii. shall have the general oversight of all aspects of the church and its ministries,
  - iii. shall prayerfully seek, and help implement, God’s will for the church,
  - iv. shall keep the church’s vision before the congregation, and
  - v. shall deal with such church business as cannot be delegated.
- b. The elders are responsible to the congregation. As such, their decisions are subject to review and modification at a congregational business meeting.

Wahiawa  
**Church of Christ**

1881 California Avenue  
Wahiawa, Hawaii, 96786

***Duties***

- a. The elders;
  - i. shall be responsible for the form of the worship services,
  - ii. shall assist the other ministers in conducting these services,
  - iii. shall assist in administering the Lord's Supper and baptism,
  - iv. shall be responsible for the collection of tithes and offerings,
  - v. shall supervise the ushers, shall select guest preachers.
  - vi. shall be responsible for maintaining peace, for conflict prevention and for resolution of conflict.
  
- b. The elders shall annually identify each of the ministries of the church (e.g. women's ministry, education). Each ministry shall identify one to three (as determined by the elders) lay leaders to the elders. The elders shall confirm their qualifications, present them to the church, and confirm the leadership of these individuals by recognizing them as responsible for their ministries.
  
- c. The elders shall organize themselves by assigning their members to oversee the several functions of the church such as Christian education, assimilation and care, conflict prevention and resolution, worship, missions and outreach, and administration and finance as well as overseeing the welfare of various ministries within the church. In exercising this oversight:
  - i. The Elders may convene councils consisting of ministerial staff and other servants. These councils may assist in planning, coordination of ministry activities, development of budget proposals and provide mutual support and encouragement.
  - ii. The Elders shall work to build one-to-one mentoring and support relationships with the ministerial staff and other servants for whom they are responsible.
  - iii. The Elders shall annually review the service of all team-members including the senior minister. The elders shall assist the senior minister in the review of other members of the ministerial staff. Such reviews will be confidential to the elders.
  - iv. The Elders may establish such ministries, councils and committees as they deem appropriate. Except as specifically provided in the Articles of Incorporation or in these bylaws, and subject to the approval of the elders, each ministry, committee, or council shall make such provision as it considers necessary for its organization and for the conduct of its business. Unless otherwise specified elsewhere in these bylaws, a majority of the members of each ministry, council, or committee shall constitute a quorum.
  - v. Following the Annual Meeting, the elders shall confirm members of the standing committees authorized in these bylaws.
  - vi. The Elders have the responsibility for the oversight and general management of all moneys belonging to the church, for assuring that these moneys are used for the purposes designated, and for the approval of all budgets.
  - vii. One elder shall serve as president, one shall serve as vice-president of the Board of Trustees. In years with more than two available elders a third elder shall serve on the board as the Fifth Trustee.

Wahiawa  
**Church of Christ**

1881 California Avenue  
Wahiawa, Hawaii, 96786

***Characteristics***

Elders shall be male members in good standing, viz., they shall be characterized in the manner set forth by the congregation; their private and public lives shall conform to the principles set forth in such Scriptures as: Romans 12:1-2, I John 3:16-18, Psalms 15, II Corinthians 5:17, Galatians 5:13-16, Ephesians 4:22-32, 5:1-33, Philippians 2:1-8, Colossians 3:5-11, I Peter 3:8-12, 5:2-3, I Timothy 3:2-7, and Titus. And they shall be in full accord with the church's core beliefs as expressed in the new member seminar and other approved church literature. They must be willing to serve, and be able to commit themselves to the priority of service as elders of Christ's church. Each elder shall have demonstrated a consistent Christian witness in their previous service to the various ministries in the church, and in all areas of their lives.

***Number***

The elders shall consist of at least two men, one of whom shall serve as president, one as vice-president on the Board of Trustees. There shall be no maximum number of elders.

***Election***

- a. Term limits shall be required of elected elders when the number of qualified elders exceeds 4 and the number of other servants exceeds 8. When term limits are required the following shall apply:
  - i. With the exception of the senior minister, elders are elected for two-year terms with approximately the same number of terms ending each year.
  - ii. Elected elders are eligible for nomination for a second consecutive two-year term.
  - iii. After completing two consecutive terms as a member of the elders, or leaving the membership of the elders for any reason except for being ordered to military or professional duty, a person may not be nominated again for membership among the elders until at least two years have expired.
  - iv. To be elected an elder, an individual must receive at least 50% of the votes cast.

**B. Other Elected Servants**

***Responsibilities***

Other servants shall be responsible for leading the ministries of the church. They are responsible to the church, the ministries they lead, and to the elders. They are subordinate to the elders.

***Duties***

- a. These servants provide personal support to an individual ministry of the church through leadership, through encouragement of those who participate in that ministry, and through prayer for the ministry.
- b. A subcommittee of these servants may be formed to propose a slate of nominees to the church's servants as a whole, who shall elect a slate of nominees. For purposes of electing this slate of nominees, a majority of these servants shall constitute a quorum. The list of nominees shall be presented to the elders for approval. The approved list shall be presented to the secretary for filing and published to the congregation by the deadline specified elsewhere in these bylaws prior to the Annual Meeting.
- c. Female servants may serve in any role (except public preaching and teaching of the entire congregation assembled or any role which does not honor male familial headship) such as women's, children's and administrative ministries.

Wahiawa  
**Church of Christ**

1881 California Avenue  
Wahiawa, Hawaii, 96786

***Qualifications***

These servants shall be members in good standing, viz., they shall possess such characteristics as set forth by the congregation; they shall in their private and public lives conform to the principles set forth in such Scriptures as: Acts 21:9, Romans 12:1-2, 16:1, 1 John 3:16-18, Psalms 15, II Corinthians 5:17, Galatians 5:13-16, Ephesians 4:22-32, 5:1-33, Philippians 2:1-8, Colossians 3:5-11, I Peter 3:8-12, 5:2-3, Acts 6:1-6, I Timothy 3: 8-13, and Titus; they shall be in full accord with the church's core beliefs as expressed in the new member seminar material and other approved church literature. Each servant shall have demonstrated leadership ability in this church. They shall also have demonstrated a consistent Christian witness in their previous service to the various ministries in the church, and in all areas of their lives.

***Selection***

The elders shall annually identify each of the ministries of the church. Each ministry shall identify one to three (as determined by the elders) lay leaders to the elders. The elders shall confirm their qualifications, present them to the church, and confirm the leadership of these individuals by recognizing them as servants responsible for their ministries. Persons designated as servants will serve for one year and are eligible to serve in consecutive years.

***Number***

There shall be at least two (2) of these servants. One shall serve as secretary of the corporate Board of Trustees. One shall serve as treasurer for the same board. There shall be no limit to the number of these servants.

**C. The Leadership Council**

***Responsibility***

The Leadership Council shall meet from time to time, but not less than two times a year, for prayer and to discuss any aspect of the church. Its actions shall be solely advisory in nature. Meetings of the leadership council are called by the president at the request of the elders, a majority of elected/appointed servants (when there are nine or less), or a minimum of five of these servants (when there are ten or more).

***Membership***

The Leadership Council shall consist of the elders, other elected/appointed servants, the board of trustees, and members of the ministerial staff. The president, or his proxy, shall chair the Leadership Council. Ex officio elders, at their discretion, may be part of the leadership council.

**D. Board of Trustees**

The majority of trustees shall be unrelated by blood, marriage or business relationships outside the church to avoid conflicts of interests.

***President***

The president shall be an elder, and shall preside over meetings of the elders, other servants, Leadership Council, over the Annual Meeting, and over any Special Meetings of the congregation. When term limits are required the president shall serve a term of two years and then is not eligible for reelection either to the position of president or to the position of elder for a period of two years. Should the president be unable to fulfill his duties, the elders shall appoint the vice-president to serve as president until a successor is elected by the congregation.

Wahiawa  
**Church of Christ**

1881 California Avenue  
Wahiawa, Hawaii, 96786

***Vice-President***

At the annual meeting at the start of a president's second year in office, the vice-president shall be elected. Upon election, the vice-president shall be a member of the elders and shall assist the president and act as president pro-tem during the president's absence. At the next Annual Meeting, the vice-president shall be confirmed as president.

***Fifth Trustee***

To be filled by an elder. If no elder, then the position is to be unfilled.

***Secretary***

- a. The secretary shall be an elected servant.
- b. The secretary shall keep a written record of the Annual and Special Meetings of the church, meetings of the elders, other servants, leadership council, trustees, and standing committees, and have charge of its membership records.
- c. The secretary shall give legal notice of all the Annual and Special Meetings of the church as specified by these bylaws.
- d. The secretary shall process and record all additions to membership by consent to congregational covenant, including transfers of membership; shall record the number of additions by confession of faith and baptism; and additions by reaffirmation of faith and by letter; the secretary shall record the number of names removed from the roll during the year by transfer, by death, and for other reasons.
- e. The secretary will make at least one annual written report of the numerical strength of the church and the changes during the preceding year.
- f. The secretary shall publish the list of nominees selected by the nominating committee by the deadline prior to the Annual Meeting as specified elsewhere in these bylaws. (1) These publications shall include appropriate biographical information concerning each possible nominee's past service to the church. (2) The ballot used to elect officers shall associate the candidates with the office for which they have been nominated.
- g. The secretary shall notify officers of their election.
- h. The secretary is an ex-officio member of all committees and the Leadership Council. The secretary may personally attend, or designate a proxy to attend, any and all meetings for the purpose of making an adequate record of the proceedings.
- i. All church records shall be maintained in the church office.
- j. The secretary is elected for a one-year term and is eligible for reelection.

***Treasurer***

- a. The treasurer shall be an elected servant.
- b. The treasurer shall receive, have custody over, and be responsible for all moneys belonging to the church and its organizations, including funds for relief of the poor.
- c. The treasurer shall make no payment of money belonging to the church except as authorized in the budget, in writing by the elders, the Finance and Administration committee, the Missions Committee, or any other committee having budgetary control of designated moneys.

Wahiawa  
**Church of Christ**

1881 California Avenue  
Wahiawa, Hawaii, 96786

- d. The treasurer shall keep adequate accounting records and otherwise operate in accordance with the standards adopted by the Evangelical Council on Financial Accountability as much as these bylaws allow.
- e. The treasurer shall make a written report of the finances of the church at least annually and shall report to the Finance and Administration committee at least monthly, and at other times as the committee may request.
- f. The treasurer may execute contracts, and shall do so only when authorized by a vote of the congregation, a vote of the elders or a vote of the Finance and Administration Committee.
- g. The treasurer is elected for a one-year term and is eligible for reelection.
- h. The treasurer shall exercise the authority given to the office of treasurer by these bylaws.
- i. The treasurer and assistants may be bonded as the Finance and Administration Committee deems necessary.
- j. All financial instruments or contracts must have two signatures: The treasurer and one other as authorized by the elders.
- k. All financial records will be maintained in the church office.

**Article IV: Election of Elders and Corporate Trustees**

The church's elders and corporate trustees shall be elected by signed ballot (which may be an absentee ballot), after having been nominated as outlined in these bylaws, and shall serve for the term allotted to the position according to Article III and until their successors are elected, appointed and/or confirmed. Their term of office shall begin immediately after election.

**A. Candidates for the offices of President,**

Vice-President and Fifth Trustee must be elders of Wahiawa Church of Christ, or otherwise qualified to become elders upon election. Candidates for the offices of Secretary and Treasurer must be elected/appointed servants of the Wahiawa Church of Christ or otherwise qualified to become servants upon election.

- a. They must be nominated by a nominating committee composed of elders, or of elders supplemented by current servants when the number of elders is less than 3. The committee shall solicit the recommendations of the congregation in September. Nominations will open on October 1<sup>st</sup> and close the last Sunday in October.
- b. Candidates for office must be members as outlined above for three months prior to their nomination. (This may be waived by the elders, or in the case of no elders, the current servants.)
- c. Beginning the first Sunday in November, a slate of candidates and the offices they are nominated to fill shall be published in the bulletin.
- d. Beginning on the first Sunday after Thanksgiving, a ballot shall be published in the bulletin. Each voting member will check, in ink, the appropriate boxes on the ballot, print his or her name, sign his or her name and place the ballot in the ballot box.
- e. Each adult member in good standing (defined in Article VI) may cast one vote.
- f. All ballots must be signed and legible. An unsigned or illegible ballot will not be counted.
- g. The ballot box shall be kept in a secure location on the church premises and remain unopened until the annual meeting.
- h. On the 2nd Sunday in January of each calendar year, the ballot box will be opened at the annual meeting in the presence of all. Supervised by the elders the secretary shall count the

Wahiawa  
**Church of Christ**

1881 California Avenue  
Wahiawa, Hawaii, 96786

votes once. The treasurer shall then count the votes once to confirm. The secretary will then announce and record the confirmed results.

- i. The old officers shall transfer all records and information to the new officers, and assist them in every way with the transition to their roles during the following week, and as needed thereafter.
- j. No quorum is required for voting for the election of officers.
- k. In those years in which the president's term expires, the ballot shall provide an opportunity to confirm the vice-president as president. Should the vice-president's office be vacant when the president's office is vacated, candidates for both offices of President and Vice-President shall be on the ballot.

**B. Ineligibility for Reelection**

*Elders*

- a. No person who has been elected as a member of the elders for two consecutive terms, or who has left membership on the elders for any reason except being ordered to military duty or professional duty, shall be eligible for re-nomination and subsequent reelection to serve among the elders for a period of two years following the expiration of such terms or departure.
- b. Each person elected to complete the term of an elder who as vacated that position before the completion of the two-year term shall be considered to have served a full term.

*President and Vice-President*

- a. Individuals may serve as either president or vice president without prior service as an elected elder. E.g., a qualified servant nominated to be V.P. is simultaneously being nominated to be an elder.

*Simultaneous memberships*

- a. No person shall be simultaneously an elder and a servant.

**Article V: Vacancies**

- A. Any vacancy in an office required to be filled by election may be filled for the unexpired term by election as required by these bylaws at an Annual Meeting or a Special Meeting.
- B. Any vacancy required to be filled by appointment may be filled for the unexpired term at any special meeting of the elders.
- C. In determining ineligibility for reelection as an elder, service for a partial term shall be considered a full term.

**Article VI: Membership**

- A. Membership will be extended to all baptized (immersed) believers.
- B. Membership must be requested.
- C. Only those members (18 years or older) may vote in congregational business meetings or elections.
- D. Non-members may fully participate in church life except in voting or other roles of leadership.
- E. Membership is limited to Wahiawa Church of Christ; no dual congregational membership is



Wahiawa  
**Church of Christ**  
1881 California Avenue  
Wahiawa, Hawaii, 96786

allowed.

**Article VII: Meetings**

**A. All members:**

- a. There shall be one annual meeting to which all members are invited.
- b. This meeting will be held on the second Sunday in January, immediately following the morning worship or as scheduled during that day.
- c. The sole business of this annual meeting shall be the Election of Officers for the appropriate term.
- d. This meeting shall be held in the meeting-house used for worship. Quarterly or monthly meetings may be held for the purpose of hearing reports from ministries or soliciting input from the congregation.

**B. Ministry Leaders:**

- a. With the exception of the Annual Meeting, meetings may be conducted by physical presence, e-mail, internet conference, teleconference or other means which allow active participation.
- b. The elders, servants, leadership council, and standing committees shall hold meetings as necessary to conduct their work as authorized in these bylaws.
- c. All meetings shall be announced, and have minutes recorded, approved and filed. There shall be no secret meetings.
- d. Special meetings may be called by the president. The president may call special or emergency meetings of the leadership council, servants, elders, trustees or the entire membership. The president shall call such meetings at the request of two elders, or a majority of the servants (5 servants if the number of servants is greater than 10), majority of leadership council or majority of trustees. Requests for special meetings shall be made in writing, and shall include the reason for the meeting as well as the typed names and the signatures of those making the request.

**C. Notice of Meetings**

Notice, agenda and purpose of all special meetings of the entire membership shall be published in the Sunday bulletin not less than 2 Sundays prior to the meeting. Special meetings of the elders, servants, leadership council, trustees, or any committee shall be called by the president providing 12 hours confirmed notice is given to each member of the group being called to meet.

**Article VIII: Voting**

- A. A vote on any question may be taken by a show of hands, ballot, or viva voice, as required by these bylaws except as noted below.
- B. Each adult member is entitled to one vote on each question.
- C. At annual elections voting is by signed ballot.

**Article IX: Disposition of Assets Upon Dissolution**

Should this corporation be dissolved, either voluntarily or involuntarily, the Trustees, or Trustees in dissolution, after fulfilling all legitimate debts and contractual obligations, shall convey the remaining assets to another Christian charitable organization that meets the definition of IRS code 501(c)3, is

Wahiawa  
**Church of Christ**  
1881 California Avenue  
Wahiawa, Hawaii, 96786

affiliated with the non-sectarian churches of Christ, and is organized for the purpose of accomplishing the gospel mission on Oahu.

**Article X: Amendment of the Bylaws**

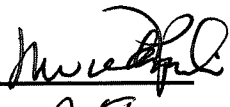

- A. These bylaws may be amended at a special meeting called for that purpose. Recommendations for amendment shall be submitted to the elders for approval/disapproval during January of the year prior to the 5<sup>th</sup> calendar year. If there are approved recommendations to be considered, the president shall call a meeting for that sole purpose during the 5<sup>th</sup> calendar year (e.g. 2005, 2010, 2015).
- B. Should internal inconsistencies or conflicts with civil law be discovered in these bylaws they shall be remedied by the elders; if no elders, by the other servants or board. The congregation will be informed and the amended bylaws published. Articles I, IV, V, VII, and VIII may be modified by 2/3 majority of voting members present. Articles II, III, VI, IX, and X may be modified by 4/5 majority of voting members present.

**Adoption of the Bylaws**

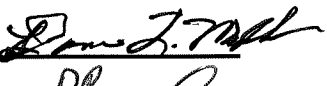



We, the undersigned, being the members and elected officers of the Wahiawa Church of Christ, do hereby certify that the congregation has adopted these bylaws as the Bylaws of this Corporation pursuant to the authority vested in us by the provisions of the Revised Laws of Hawaii as of September 10, 2016

**Signatures of members and elected officers**

MEMBERS

<u>MERCEDES MILLINS</u>	<u></u>
Print Name	Signature
<u>SAMUEL JAMES JASON T. VIDAL</u>	<u></u>
Print Name	Signature
_____	_____
Print Name	Signature
_____	_____
Print Name	Signature
_____	_____
Print Name	Signature

Elected Officials

<u>Donna L. Millins</u>	<u></u>
President	
<u>Gary D. Byrd</u>	<u></u>
Vice President	
<u>Richard D. Kunahele</u>	<u></u>
Treasurer	
<u>T. Poole</u>	<u></u>
Secretary	