

Church Venture Northwest Guidelines For Doctrinal Statement and Bylaws

Doctrinal Statement and Bylaws **FirstChurch** **ThisCity, ThisState** **Adopted: DATE**

(A Title Page is not required, but helpful.)

Statements highlighted in yellow are required in Oregon.

Statements highlighted in gray are required by the IRS for 501(c)3 status.

Statements highlighted in red are required by Church Venture Northwest.

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(the table of Contents is not required, but helpful)

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Doctrinal Statement

To secure your religious freedom and rights in the view of the state it is important to include a doctrinal statement in your governing documents.

You must have a doctrinal statement that is congruent with the Church Venture Northwest Identity Document (you are welcome to use the Doctrinal Statement in the Church Venture Northwest Identity Document).

The following areas are covered by the identity document:

Scriptures

God

The Father

The Son

The Holy Spirit

Humanity

Family

Sin

Salvation

Church

Angels

Last Things

Bylaws

The state requires that either the incorporators or the initial board of directors adopt bylaws. (OR)

In this document we're using the term "Bylaws" as the name of the governing document. If your church uses the name "Constitution" for your governing document, the state will be okay with that. (You may presently have a Constitution and Bylaws, the state only requires one governing document. If you are only making changes to one of your existing documents make sure the documents are in agreement with each other.)

Name

Name is required in your Articles of Incorporation and not a necessary piece of the Bylaws. If you include Name in your Bylaws be sure it matches your Articles of Incorporation.

Purpose

*Purpose is required in your Articles of Incorporation for Alaska, Idaho, and Washington **and** to receive 501(c)3 status from the IRS. If you include Purpose in your Bylaws be sure it is congruent with your Articles of Incorporation.*

You may say "See Bylaws" in your Articles of Incorporation. (OR)

You are required to place your purpose in your Articles of Incorporation.

Authority and Government

Required to affirm agreement with the Church Venture Northwest Identity Document.

Elders

State law speaks to the number, election or appointment, terms, resignation, removal, vacancies, and meetings of directors. In many cases the bylaws may override state law, but if the bylaws make no provision in an area, then the law is the guideline.

The affairs of a corporation are managed by the board of directors. The bylaws may specify a different title for directors.

To be congruent with the Church Venture Northwest Identity Document the elders of the church must be designated as the directors of the corporation.

Elders must meet the biblical qualifications for their office and submit to the headship of Christ, emulating His servant leadership. We believe the function of eldering is reserved for biblically qualified males, who will serve in a plurality.

The board of directors must have at least 1 director. The bylaws may either fix or prescribe a manner for determining the minimum number greater than 1. The term of an elected director may not exceed 5 years.

Directors may serve successive terms. (OR)

Loans cannot be made to directors and officers except as part of a recruitment package. Guidelines for this special circumstance are described in ORS 65.364. (OR)

The directors of this church are the elders...

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Number of Elders

Qualifications of Elders

Election, Terms, and Succession of Elders

Removal of Elders

Elders Meetings

Roles and Responsibilities of Elders

Officers

Required Officers of the corporation are President, Secretary, and Treasurer. The articles or bylaws may specify different titles for officers. The bylaws or directors shall delegate to one of the officers the responsibility for preparing minutes of director meetings and membership meetings and authenticating records of the corporation. An individual may hold more than one office. Officers may be but are not required to be directors. (OR)

Loans cannot be made to directors and officers except as part of a recruitment package. Guidelines for this special circumstance are described in ORS 65.364. (OR)

For further explanation of the employment of pastor staff and other staff see our samples.

Listing of Officers

State required officers

Other officers, e.g. Deacons, Deaconesses

Qualifications of Officers

Appointment, Terms, and Succession of Office

Removal of Officers

Roles of Officers

Membership

State law does not require your organization to have members.

If you incorporate with members, state law speaks to the election or appointment, qualification, removal, and rights of members. In many cases the bylaws may override state law, but if the bylaws make no provision in an area, then the law is the guideline.

If you incorporate with members, Church Venture Northwest recommends that you include a general statement about membership followed by specifics on the following topics.

Qualification of Members

Reception of Members (Election or Appointment)

Responsibilities of Members

Privileges of the Members (Rights)

Classification of Members

Conflict Resolution

Discipline of Members

Removal of Members

Member Meetings

If a corporation has members, an annual meeting of the members is required.

State law speaks to the types of meetings, notice, voting, and quorum. In many cases the bylaws may override state law, but if the bylaws make no provision in an area, then the law is the guideline.

Notice must include the place, date and time of the meeting. Additionally, for special meetings, the purpose or purposes of the meeting must be included.

Notice for annual and regular meetings may be done by way of a schedule of meetings rather than providing notice for each meeting.

There must be an annual meetings of members. (OR)

At the annual meeting the President or other officer as designated by the board or present shall report on the activities and financial condition of the corporation. (OR)

Special meetings may only consider matters which were described in the meeting notice. (OR)

Fair and reasonable notice of regular and special meetings to all members entitled to vote at a meeting is required. Notice of meetings may be oral or written and delivered personally, electronically, or by mail to all members entitled to vote at the meeting. Notice must be delivered not less than 7 days before the date of the meeting. If delivered orally, the notice is considered delivered when communicated. If delivered electronically, the notice is considered delivered when received or 2 days after sent. If mailed first class, the notice is considered delivered 5 days after deposit with USPS. Bylaws may change these requirements to be more stringent. (OR)

For Worship

It is recommended you have a brief statement on worship, to differentiate those meetings from business meetings.

For Business

Quorum and Voting

Rules of Order

It is recommended you have something that defines how you will conduct your business meetings.

Books and Records

State law speaks to the types of records a corporation must keep, as well as where they must keep them, for how long, and members' rights to inspect these records. In most of these things, the bylaws cannot override state law.

A corporation shall keep records of minutes of all members, directors, and board committees meetings as well as actions by members and directors without a meeting; appropriate accounting records; and record of members with name, address, and class. All record shall be kept in written form or in a form capable of conversion into written form within a reasonable time. It shall keep current articles of incorporation; current bylaws and all current amendments; resolutions adopted by the directors relating to members; members meeting minutes for the past 3 years; written communication to members within the past 3 years, list of the names and addresses of directors and officers, the last 3 annual financial statements, the last 3 accountant's reports if annual financial statements are reported upon by a public accountant, and the most recent annual report for the state. Directors have the right to inspect any of these records. Members may inspect at a reasonable time any records of the corporation with written 5 business day notice unless bylaws limit or abolish this right. (OR)

Committees

State law allows the board of directors or bylaws to create committees and guidelines for those committees. This article is not required.

If your church will have committees Church Venture Northwest recommends you include some general guidelines for those committees.

General Controls

Standing Committees

Special Committees

Auxiliary Organizations

This article is not required.

Auxiliary organizations are things such as Daycares, Pre-Schools, Christian Schools, etc. If your church will have these Church Venture Northwest recommends you set forth some guidelines for how these organizations will relate to the church.

Authority

Approval

Officers

Bylaws

Meetings

Licensure and Ordination

This article is not required.

Church Venture Northwest recommends that you include provisions for licensing and ordination in your bylaws.

Licensure

Ordination

Finances

This article is not required.

Dissolution of this Church

Dissolution is required in your Articles of Incorporation for most states and to receive 501(c)3 status from the IRS.

If you include Dissolution in your Bylaws be sure it matches your Articles of Incorporation.

You must have one in either the Articles or Bylaws in all states.

You were required to place your dissolution clause in your Articles of Incorporation. (OR)

You were required to place your dissolution clause in your Articles of Incorporation.

For an example statement see the document: Legal Guidelines.

Amendments

State law speaks to the procedures for amending bylaws. Bylaws may override state law, but if the bylaws make no provision for amendments, then the law is the guideline.