

EATON CHURCH OF THE BRETHREN, INC.

REVISED CODE OF REGULATIONS

PREAMBLE: The Eaton Church of the Brethren, 813 Camden Rd., Eaton, Ohio, 45320, hereinafter referred to as the "Church", was incorporated on June 9, 1947, with a Charter Registration Number 202403. It is a not for profit business organization as contemplated in R.C. Chapter 1702 and I.R.S. Code 501(c)(3). The purpose of the "Revised Code of Regulations" is to supersede the previously enacted "Code of Regulations" and "Bylaws for the Board of Trustees".

REVISED CODE OF REGULATIONS

ARTICLE I: AMENDMENT OF THE REVISED CODE OF REGULATIONS - The Revised Code of Regulations, having been adopted, ratified and affirmed on April 27, 2003, by the Church Council at a properly called meeting of the Council. Said Revised Code of Regulations may be revised further only as set forth in Ohio Revised Code 1702.22 and/or as provided herein. Thus the number of active members present at the meeting held to amend the Revised Code of Regulations, with proper notice of said meeting having been given, constitutes a quorum.

ARTICLE II: DEFINITIONS - The purpose of this Section is to give assistance and guidance to readers of this Revised Code of Regulations. The terminology used herein is not dispositive of any issue that may arise.

(A) CHURCH COUNCIL: The Church Council is the Church. It is the collective body of active members of the Church.

(B) MEMBERSHIP: Membership is divided into two classes:

1. Active
2. Inactive

Active members are those individuals who are in good standing with the Church and have the right to vote on all issues, which come before the Council. Inactive members are still in good standing with the Church but are non-voting members of the Church.

(C) ANNUAL MEETING: The annual meeting shall be held on the third Sunday in October, unless otherwise previously approved by Council.

(D) BOARD of ELDERS: The highest corporate and spiritual authority below the Church Council responsible for conducting all corporate affairs of the Church and setting the spiritual parameters and goals of the Church.

(E) SUPER QUORUM: A super quorum is thirty percent (30%) of the active members of the Church Council required to be present at a Council meeting for action by the Council. This provision may, at the Board of Elders discretion, be used by itself or in conjunction with the "overwhelming majority" provisions.

(F) OVERWHELMING MAJORITY: An overwhelming majority is seventy-five percent (75%) of the then present quorum voting for or against a particular proposal or motion. This provision may, at the Board of Elders discretion, be used by itself or in conjunction with the "super quorum" provisions.

(G) DEACONS: The Deacon Board is made up of male Deacons and their wives (if they wish to serve) who are called Deaconesses.

ARTICLE III: CHURCH COUNCIL - The Church Council is made up of all members, male and female, of the Eaton Church of the Brethren who are of an active status and are otherwise in good standing with the Church. Each such member shall be possessed of one vote on all matters that come before the Council for decision. A member must be present at a Council meeting to cast said vote. No proxy voting or appointment of an agent to cast said vote shall be permitted.

ARTICLE IV: MEMBERS –

(A) QUALIFICATION AND APPROVAL OF MEMBERS: Any person may become a member of the Eaton Church of the Brethren by approval of the Senior Pastor upon completion of a class to meet the requirements of membership for taking vows of Church membership, immersion baptism as a believer in Jesus Christ as the Son of God and by one of the following means:

- (1) By transferring their letter of membership from another evangelical Church; or
- (2) By public affirmation of faith in Jesus Christ as their Lord and Savior.

(B) MEMBERSHIP: Membership shall be subdivided into two classes: "Active" and "In-Active". The requirements to be an "Active" member of the Eaton Church of the Brethren shall be the active and current fulfillment of one's Membership Vows. Those who are hospitalized, home-bound or away for military service or education are exempt from these requirements. "In-Active" members are those individuals who were formerly active, but because of some impediment or decision on their part have failed to keep their membership vows. If a member's status is modified so as to be "In-active", notice of said change and a personal invitation to become active again, shall be extended to him/her. A person will be retained on the "In-Active" roll for a period of one year. If there is no interest shown on their part to become active in the life of the Church, and thus fulfill their membership vows, their membership shall be terminated by a vote of the Elders. If an individual's membership is terminated, a good faith effort shall be made to notify said person of the change in membership status.

(C) MEMBERSHIP ROLLS: The rolls of the Church membership, both active and inactive, shall be reviewed and updated annually by the Elders in consultation with the Senior Pastor.

(D) CHURCH COUNCIL MEETINGS: The Church Council shall meet annually on the third Sunday in October, unless otherwise previously approved by Council, and at such other time(s) and place(s) as they may be called together by the Board. The Board may call special meetings of the Council at such times and places as deemed necessary by the Board. Special meetings of the members may also be called by the members themselves via an active member(s) delivering to the Corporate Secretary a request for a special meeting, signed by at least ten percent (10%) of the then active members of the Church. Upon receipt of such a document, the Corporate Secretary shall deliver it to the Board. The document requesting a special meeting must contain, at a minimum, a short statement of the subject matter, issues or action to be addressed and the signatures of the requisite number of active Council members. The Board shall schedule and hold a Church Council meeting upon receipt of such a document within thirty days of receipt.

Notice of all Council meetings, regular and special, including places, dates, times and subject matter(s), shall be given to each active member, via regular U.S. Mail, at that members' last known place of residence or business, post marked not less than fourteen days prior to the date of such meeting. No business or issue(s) shall be acted upon except for those that are identified in the meeting notice.

At all Council meetings, unless otherwise required by the Board or Article I, ten percent (10%) of the active membership of the Church shall constitute a quorum. A quorum shall be required to transact all business. If the business to be conducted at the meeting is the amendment of the Revised Code of Regulations, then the quorum requirements of Article I control.

Furthermore, in the event that the subject matter of the business to be transacted is of such a core nature or of such fundamental importance to the character and existence of the Church that the Board, in their discretion, deem it crucial that an overwhelming majority of the Church express an opinion on the subject matter and vote thereupon, the Board may suspend the ten percent (10%) quorum requirement and require that a "super quorum" be present for the Church to act upon the matter. In such case, thirty percent (30%) of the members shall be present to constitute a quorum. In order to vote, an active member must be present. Notice of the suspension of the ordinary ten percent (10%) quorum requirement and the applicability of the "super quorum" provisions of this Article, shall be included in the notice of Council meeting and identify the issue or business to which it shall apply. In the event that the applicability of the "super quorum" provisions set forth above or Article I quorum requirements are not included in the meeting notice, the ordinary ten percent (10%) provisions shall apply by default.

Ordinarily, a simple majority vote shall be required for conducting the business of the Church. However, in the event that the Board deems an issue or matter of such a fundamental nature that an unequivocal position must be taken by the Church Council, then the Board may suspend the simple majority rule and require that a matter pass by an "overwhelming majority", thus requiring an affirmative or negative vote of seventy-five percent (75%) of the total votes cast on the given issue. In the event that the Board intends to suspend the "simple majority" rule and invoke the "overwhelming majority" voting requirements, the Board shall publish said intentions in the notice of Church Council meeting and identify in said notice, the issue to which said voting requirements shall apply. If said notice is not included in the meeting notice, the simple majority rule shall control.

The Board may invoke the "super quorum" provisions or the "overwhelming majority" provisions set forth herein either together or separately as the Board deems necessary and proper.

ARTICLE V: BOARD OF ELDERS - The Board of Elders, hereinafter referred to as "Board", shall consist of seven members and the Senior Pastor. The Board shall be elected from qualified and eligible active members of the Church Council. Each Board member shall be elected at a meeting of the Church Council. To be considered for election as a Board member, the individual must be nominated in writing, and have successfully completed a screening process. A Screening Team shall certify and nominate prospective Board members for election by the Council, complete the screening and investigation of potential nominees so that the names of the nominees may be included in the notice of Council meeting, which will be sent to all Council members prior to the election. The Board shall serve the role of the Screening Team. Individual Council members may suggest individuals to the Board for consideration.

A certified nomination shall be delivered to the Corporate Secretary and the proposed individual's name shall be included in the meeting notice. To be considered for election to the Board, the prospective individual's name must appear in the "meeting notice" referenced in ARTICLE III (D) above. The Board may develop and adopt additional but not inconsistent standards and procedures appropriate for this process of elections as part of the Bylaws.

(A) BOARD QUALIFICATION: The qualifications to become a Board member are those qualifications contained in 1 TIMOTHY 3:2-7 and TITUS 1:6-7 as interpreted by the Board of the Eaton Church of the Brethren, in that the individual shall be: (a) above reproach, (b) the husband of one wife, (c) temperate, (d) prudent, (e) respectful, (f) hospitable, (g) able to teach, (h) not given to drunkenness, (i) not a fighter, (j) gentle, (k) not quarrelsome, (l) free from the love of money, (m) manages his household well, (n) not a new believer, (o) a good reputation with those outside the church, (p) having children who believe, (q) not self willed, (r) not quick tempered, (s) not pursuing dishonest gain, (t) a lover of what is good, (u) sensible, (v) just, (w) devout, (x) self controlled, (y) holding fast to the faithful word, both to exhort and refute, (z) or other qualifications as deemed appropriate by the Council. A prospective Board member must be a man who is morally and spiritually qualified to lead God's Church. In order to ensure that individual potential Board members are qualified, the Church Council, through its membership may add, delete or modify the requirements set forth above, as the Council deems appropriate. Initially, the Screening Team and thereafter, the Board shall investigate each prospective nominee to ensure that he is worthy and shall certify same before the individual's name is submitted to Council for nominations.

(B) BOARD FUNCTION: The Board shall serve two primary functions. First, it shall provide spiritual oversight for the Eaton Church of the Brethren. To this end, it is the representative spiritual voice of the Church Council; therefore, it shall be the final authority on all issues pertaining to the religious policies, directions, goals, practices and plans of the Eaton Church of the Brethren.

Second, the Board shall function in a corporate capacity, as that of a corporate board of trustees in a not for profit corporation. It is the highest representative and fiduciary governing body of the Eaton Church of the Brethren, Inc. It shall be empowered and duty bound as a board of trustees under Ohio Statutory and case law. To this end, it shall develop and adopt a set of Bylaws for its own operation and control.

A simple majority vote of the Church Council then required to be present shall be necessary for election to the office of Board. Each individual Board member may serve a maximum of two (2) consecutive full terms so long as they meet the initial qualifications and continuing standards of the office as set forth herein and as may be later developed. Upon completion of two (2) consecutive full terms, a mandatory one (1) year break shall be required before the member may once again be eligible for service on the Board. In the event that an interim vacancy occurs on the Board, the Board itself shall appoint an individual, who otherwise meets the qualifications for Board member, to fill the vacancy until the expiration of the term.

After the Board members have been elected, the Board shall organize and elect a Chairman. The term of office for Board members is the calendar year. The elected Board shall, in the month of January and in front of the Church congregation, be affirmed into office by the Senior Pastor with a prayer of dedication.

The Board shall meet no less than once a month for the purposes of conducting the business of the Church, both religious and corporate in nature. Proxy voting shall not be permitted.

The powers, duties, and obligations of the corporation, subject to the limitations contained in the Ohio Revised Code, and the Articles of Incorporation and the to be developed Bylaws of the Board shall be exercised and performed by the members of the Board; each of whom, in addition to satisfying the requirements set forth above, shall be citizens of the United States of America.

Unless the issue is included on the Council Meeting notice as the result of an individual Council member obtaining the requisite percentage of signatures necessary for inclusion of the matter thereon or the matter is before the Church Council as mandated by the Articles of Incorporation, Revised Code of Regulations, Bylaws or Ohio Statutory law, the Board will be the final authority as to what issues go before the Church Council. No matter shall be included on the notice of business to be transacted at any Council meeting without the approval and consent of the Board. In the event that a matter is included on the business to be conducted at a Council meeting as a result of action by a Council member obtaining the necessary signatures, Board approval is deemed automatic. In lieu of the matter being taken to the Church Council, the Board decision on any matter, regardless of its nature, is final.

The Board shall provide to the Church Council, accountability for the Senior Pastor and his subordinates in carrying out the work and mission of the Church. Furthermore, the Board shall conduct an annual review of the Senior Pastor's performance based on goals established jointly by the Board and the Senior Pastor.

The Board shall develop, maintain and amend, as necessary, a set of Bylaws. Said Bylaws shall govern the Board conduct and provide guidance for the Board in addressing the spiritual issues of the Church, the corporate functions of the Church and its various officers, Teams and sub-Teams. Under no circumstances may the Bylaws contravene the Revised Code of Regulations or any statutory or constitutional provision of the State of Ohio.

The Senior Pastor shall serve in an ex-officio capacity on the Board but shall not vote. He shall also be the spiritual council for the Board. The Board, once constituted, shall elect a chairman. Said chairman shall serve in that capacity for a term of one year or until a replacement is elected. In the event that either the chairman resigns his position but remains on the Board or the Board member serving as chairman ceases to serve on the Board during his term on the Board, a new chairman shall be appointed on an interim basis for the balance of the vacated term. There shall be no term limits for service as chairman.

The Board shall be the final authority on the hiring and firing of all individuals in the employ of the Church, save and except persons employed in a pastoral capacity. The Pastors shall be employed by and their employment terminated by, the Church Council. To this end, for all non-pastoral employees, the Board shall establish, and subsequent to employment, modify the terms and conditions of each individual employment. Council may, but shall not be required to, designate the development of specific terms and conditions of a pastoral individual's employment to the Board.

The Board shall approve an annual operating budget, to be recommended to the Church Council for its approval at its Annual Meeting for the Church. Furthermore, the Board may require the inclusion of specific budgetary line items, as it deems appropriate. The Board may establish and adopt when appropriate, either the creation of or limitation upon a discretionary fund or discretionary percentage for each individual Team. Furthermore, the Board may at any time during a business calendar year, increase spending; conversely, it may also put a moratorium on all spending. The Board may, in its sound discretion and without prior approval of the Church Council, expend up to ten percent (10%) of current budget annually on single items, which were not designated in the budget. In the event that the Board decides to expend funds without prior Council approval, the Board shall create a post event written report, detailing the reasons for said expenditure and include said report in its minutes at the next

meeting. To the extent that situations/crisis arise that requires action but the Code of Regulations is silent on such matters, the Board is hereby empowered to take any and all appropriate action to deal with the situation.

ARTICLE VI: CREATION OF AN ANNUAL BUDGET - It shall be the responsibility of the Finance Team to report to the Board no less than monthly on the fiscal status of the Church and the spending of each individual Team. The proposed budget shall be developed and submitted to the Board by the Finance Team. Upon receipt of the proposed budget, the Board may approve, reject, modify or refer back to the Finance Team for further action on the proposed budget. An annual Church operating budget shall be proposed to the Board no later than the August Board meeting; it shall be approved by the Board not less than twenty-one (21) days prior to the October annual Council Meeting. In the event that a budget is not timely adopted and approved by the Church Council, the Board may, for good cause, develop an emergency budget; said budget may be adopted by the Board, either during emergency or regular meeting. It may not be developed and adopted prior to November 1 and not later than December 15. The period of time during which an emergency budget may be effective shall not extend beyond March 31 of the following calendar year. Restated, the Board may adopt an emergency budget for a designated period of time not to exceed ninety-days. Upon expiration of the designated period of time, the emergency budget may not be extended.

The Board may create, dissolve or amend based on the needs of the Church, any Team and budget therefore, which the Board deems appropriate with the exception of the Property, Nominating and Finance Teams. Said Teams may not be amended, modified or dissolved without the approval of the Church Council.

ARTICLE VII: DEACONS BOARD - The Deacon Board (comprised of Deacons and Deaconesses), hereinafter referred to as "Deacons", are that group of persons called by God as His hands in servicing the needs of both Church and individuals. To these ends, the Deacons may act as the agents of, or at the discretion of, the Board.

Without in anyway limiting the duties of the Deacons, the following functions have traditionally been the duties of the Deacons:

- (A) They are primarily the arm of the Church that responds to the material needs of individuals both within the Church and outside it.
- (B) They prepare for and assist with baptisms.
- (C) They prepare for and assist with Love Feast and Communion.
- (D) They visit our shut-ins and others with special needs, offering the spiritual support of the Church.
- (E) They assist the Pastors with Anointing and other times and for other ministries as requested.
- (F) They are required to prepare and submit their annual budget.

The number of Deacons called at any one time shall be determined by the Board. The period or term, for which an individual or husband and wife shall serve, once called, is three years. Two additional consecutive three-year periods may be served without a one-year sabbatical; a minimum of a one-year sabbatical shall be required in order to restore eligibility for service as a Deacon.

As new Deacons are needed, they are called to the Deacon Board by the following process:

- (A) At a regularly scheduled Deacon Meeting, members of the Deacon Board submit names of qualified Church members;
- (B) Names are selected from this list based on those that are most prevalent. The Senior Pastor reviews the names and grants approval of those names chosen.
- (C) Said persons are then contacted and upon their willingness to serve, their names are then submitted to the Council for an affirmative vote.

ARTICLE VIII: CORPORATE OFFICERS - The Eaton Church of the Brethren, Inc., as a corporate entity, shall have the following officers: President, Corporate Secretary, and Corporate Treasurer. The Board may hereafter create Vice President positions, as it deems necessary for the operation of Corporation.

The Corporate Secretary and Corporate Treasurer shall be elected or appointed by the Board. The Corporate Secretary and Corporate Treasurer shall not be members of the Board. The term for all officer positions shall be one year. There shall be no term limits for officers.

- (A) **PRESIDENT:** The Chairman of the Board shall automatically be appointed President. It shall be the duty of the President to preside at all meetings of the Church Council, to sign the records of the Corporation, and in general, to perform all the duties and functions usually incident to such office, and/or those which may be required of him by the Board.
- (B) **VICE PRESIDENT:** In the event that the Board deems it necessary, one or more Vice President position may be created. In said situation, the Board shall appoint an individual to fill the position until the next officer election/appointments are held by the Council. It shall be the duty of the Vice President to perform all the duties assigned to him by the Board, or in case of the President's absence or disability the duties of President.
- (C) **CORPORATE SECRETARY:** It shall be the duty of the Corporate Secretary to keep an accurate record of the acts and proceedings of both the Church Council at all annual and special meetings and of the Board at all Board meetings, and to keep proper books of account thereof, as well as, proper records of Church membership, both active and in-active, and to deliver to the President, fifteen days prior to any annual or special meeting of the Council, a list of all Members in good standing with the Church Council, and in general, perform all duties usually pertaining to the office.

Upon the expiration of the term of office, the Secretary shall deliver to his successor, or to the Senior Pastor, all books, papers and property of the Church, then in his possession or under his control.

- (D) **CORPORATE TREASURER:** The Corporate Treasurer shall receive, keep, protect and preserve all monies, intangible personal property and choses in action belonging to the Church, and disburse the same under the direction of the Board. He shall invest the assets of the Church as directed by the Board. He shall keep an accurate account of the finances of the Church, in books specifically to be provided to him for that purpose, and hold the same open for inspection and examination by the Board, any Team Member or individual Council Member, and shall present abstracts of the same at annual meetings of the Church Council or at any other meetings when so requested by the Board. He shall give bond in such sum with such security as the Board may require for the faithful performance of his duties; and on the expiration of his term, shall deliver all monies and other property of the Church in his possession or under his control to his successor or to the President. The Treasurer shall prepare

for signature and approval all appropriate tax related filings. He shall also perform any and all other duties delegated to him by the Board.

ARTICLE IX: TEAMS AND SUB-TEAMS - There shall be three permanent Teams: (1) "Property Team"; (2) "Finance Team"; and (3) "Nominating Team". Said Teams may not be abolished by the Board or Church Council without amendment to this Revised Code of Regulations. Similarly, the Board may not suspend the operation of these three Teams.

There shall be six elected members each on the Finance Team and the Nominating Team. The Property Team will consist of no less than 6 and no more than 8 Team members, appointed by the Elder Board. Prospective members shall be active members of Church Council and in good standing with the Church.

Other essential Teams or sub-Teams of the three permanent Teams may be created or dissolved by the Board as the need arises. The Board shall appoint individuals to constitute said Teams. Duration of Team existence and length of service by Team persons are solely within the discretion of the Board. Similarly, each Team shall be empowered as the Board sees fit; said authority may be revoked at any time the Board deems appropriate.

All Team members, whether serving on a permanent or essential Team, shall serve a term of three years unless the essential Team upon which the specific member is sooner dissolved and may not serve more than two consecutive terms. The present practice, as to permanent Teams of staggering terms, shall continue and be utilized as to essential Teams. Presently, two seats on each of the permanent Teams come up for election each year.

In order to be eligible for election to a permanent Team, the nominating Team shall submit a list of names of properly proposed candidates to the Board. The Board shall then approve and affirm or disallow the inclusion of a candidate's name upon a preprinted ballot. Only individuals whose names appear on said preprinted ballot shall be eligible for election.

Every Team, once constituted, shall annually elect a Team chairperson.

In the event that a Team member dies, becomes unable to perform the duties of his position, ceases to be an active member of the Church Council or falls out of good standing with the Church, said person shall be removed from the Team upon which he serves and an interim replacement shall be appointed by the Board.

The duties of the Finance Team are those assigned to it by the Board and shall include, but are not limited to, the preparation of a proposed annual budget. Said proposed budget shall be submitted to the Board pursuant to Article VI. To assist the Team in the preparation of said proposed budget, the Team may receive requests or solicit input from corporate officers, other Teams or Sub-Teams.

The Property Team shall have and perform the duties assigned to it by the Board and shall include, but are not limited to, the preservation, improvement, development, expansion and acquisition of the property regardless of kind or location, via a line item discretionary spending fund and part of the annual budget belonging to the Eaton Church of the Brethren. This authority does not include action on real estate.

The duties of the Nominating Team are those assigned to it by the Board and shall include, but are not limited to, the nominations of individuals in screening of all nominees for all elected positions, save and except the Board. After nomination and screening, the Team shall submit candidates' names to the Board at least forty-five days prior to the election.

The Board may create, dissolve or continue Sub-Teams, as it deems necessary. These Sub-Teams shall be assigned to either the Property Team or the Finance Team and shall have a director. The Sub-Teams shall be constituted by appointment of the Board. Sub-Team members serve at the pleasure of the Board. The duties and authorities of each sub-Team shall be created by the Board via a Team charter. Said charters shall be preserved in the meeting minutes of the Board and may be amended as the Board sees fit.

ARTICLE X: CHURCH STAFF –

(A) SENIOR PASTOR: The Senior Pastor shall be the director of all Church Staff. As such, all other staff members shall report to the Senior Pastor. The Senior Pastor shall report directly to the Board. The Senior Pastor is to direct the daily ministries of the Church on behalf of the Board and shall perform the following specifically identified duties:

- (1) Provide daily spiritual instruction and oversight for the Eaton Church of the Brethren;
- (2) Oversee and direct all office/operational staff;
- (3) Recommend the hiring and dismissal of all operational/office staff to the Board;
- (4) Recommend staff and Team alignment to the Board;
- (5) Facilitate communications among all levels of ministry to and from the Board;
- (6) Have general oversight of the Church in the daily operation in all departments of its work in that as an ex officio non-voting member of all boards and all Teams, the Senior Pastor can best communicate the desires of the Board to the various individuals and Teams on a daily basis;
- (7) Manage the religious policies established by the Board;
- (8) Act as communications liaison between the Church and the general community;
- (9) Perform any and all duties delegated to him by the Board not specifically set forth above.

(B) TERMINATION OF PASTORS: Should a situation exist so to make it necessary to consider the termination of a Pastor's employment, the following process shall be used:

1) BOARD INITIATED – The Board shall have the authority to initiate a review to consider the continued employment of a Pastor. Upon initiation of such review, the Board shall immediately inform the Pastor in writing that a review is being conducted and the concerns being considered. If deemed necessary, the Board may place the Pastor on paid administrative leave during the review process.

The Board shall be required to execute the review within a period lasting no longer than twenty one (21) days from the date of notification to the Pastor. Upon completion of the review, the Board shall call a meeting of the Council to present findings and request action by the Council upon one of the following options:

- **Option 1 – Vote of Confidence** (Passage shall require a three-fourths (75%) majority of the Council)
- **Option 2 – Vote of Termination** (Passage shall require a simple (51%) majority of the Council)

2) MEMBER INITIATED – Any Active Member may petition the Board to consider the continued employment of a Pastor. Said Member shall be required to present to the Board an original Petition containing valid signatures of ten percent (10%) of the current Active Membership of the Eaton Church of the Brethren. The Petition shall include an explanation of the concerns against the Pastor for which the review is being requested.

Upon receipt of Petition, and validation of signatures by the Board, the Board shall immediately inform the Pastor in writing that a review is being conducted. Validation of signatures must be completed within seven (7) days of receipt of Petition. If deemed necessary, the Board may place the Pastor on paid administrative leave during the review process.

The Board shall be required to execute the review within a period lasting no longer than twenty one (21) days from the date of notification to the Pastor. Upon completion of the review, the Board shall call a meeting of the Council to present findings and request action by the Council upon one of the following options:

- **Option 1 – Vote of Confidence** (Passage shall require a three-fourths (75%) majority of the Council)
- **Option 2 – Vote of Termination** (Passage shall require a simple (51%) majority of the Council)

(C) CHURCH STAFF: The Church Staff shall include the Senior Pastor, Pastoral Staff, and Office Staff.

All individuals employed by the Church in a designated pastoral capacity shall be hired, and their employment terminated, by the Church Council. All individuals employed by the Church in a designated office capacity shall be hired, and their employment terminated, by the Board.

The Board shall appoint a Search Team to find suitable candidates to fill pastoral positions. Upon completing its search, the Search Team shall propose, in writing, one individual to the Church Council. Upon a three-fourths vote of the Council members present at a congregational meeting duly called of the Council, the proposed individual shall be called into service of the Church.

The Church staff is not eligible to be Board members. Church Staff will be deemed eligible to serve as Team Chairman when approved by the Board

ARTICLE XI: ANNUAL COUNCIL MEETING ORDER OF BUSINESS - At the Meetings, the order of business shall be as follows:

- (1) Membership verification.
- (2) Reading minutes of previous meeting and acting thereon.
- (3) Reports of Board, Teams and Pastors.
- (4) Financial report or statements.
- (5) Reports of President or other Officers.
- (6) Unfinished business.
- (7) Election of ballot.
- (8) New or miscellaneous business.

This order may be changed by the affirmative vote of the majority of Members present. All Members' meetings shall be governed by the latest edition of Robert's Rules of Order except as otherwise provided herein.

ARTICLE XII: STATUTORY AGENT AND PRINCIPAL OFFICE - With the adoption of this Revised Code of Regulations, the Senior Pastor shall become the statutory agent with the principal corporation offices being located at 813 Camden Rd, Eaton, Ohio, 45320. The Church shall file with the Secretary of State and comply with all relevant provisions of title 17 of the Ohio Revised Code. In the event that sometime in the future the Church offices undergo a change in address, said new address shall become the statutory agent's mailing address with the Secretary of State.

ARTICLE XIII: INDEMNIFICATION – Board members, Officers, and other persons specified in R.C. _170I.13(E) shall be indemnified to the fullest extent permitted, and in the manner specified in that Section.

ECOB'S ELDERS POSITION PAPER ON HUMAN SEXUALITY

A proposed Amendment to the Code of Regulations Council Meeting Fall 2010

Human Sexuality

We believe that as a church the Bible is our ultimate authority. It is Scripture that gives definition to the Body of Christ, the Church, including all local churches of the Church of the Brethren. Such allegiance to the New Testament was a core belief of the Church of the Brethren denomination at its founding and at the time that this local church (ECOB) was founded. Therefore our understanding of human sexuality rests upon what the Bible teaches.

- A. We believe that God has commanded that no intimate sexual activity be engaged in outside of a marriage between a man and a woman.
- B. We believe that any practice of homosexuality, lesbianism, bisexuality, bestiality, incest, fornication, adultery and pornography are sinful perversions of God's gift of sex. (Genesis 2:24; Genesis 19:5,13; Genesis 26:8-9; Lev. 18:1-30; Romans 1:26-29; I Corinthians 5:1; 6:9; I Thess. 4:1-8; Hebrews 13:4).
- C. We believe that the only legitimate marriage is the joining of one man and one woman. (Genesis 2:24; Romans 7:2; I Corinthians 7:10; Ephesians 5:22-23).
- D. We believe that men and women are spiritually equal in position before God but that God has ordained distinct and separate spiritual functions for men and women in the home and the church. The husband is to be the leader of the home and men are to be the leaders (pastors and elders) of the church. Accordingly, only men are eligible for licensure, ordination and to serve as Elders. (Galatians 3:28; Col. 3:18; I Timothy 2:8-15; 3:4-5, 12).

Furthermore, our response to those who choose to disregard God's standards is also governed by Scripture. Therefore we will choose to love, care for, and minister to those who disagree with our understanding of these important aspects of human sexuality. We will seek not to be condemning of those who participate in such sexual activities, even while we work hard at proclaiming the truth of God's Word and inviting all people to find new life in Christ through repentance.