

**FELLOWSHIP OF THE WAY OF CHRIST  
BY-LAWS**

**ARTICLE I**

**BOARD OF TRUSTEES**

**SECTION A: COMPOSITION**

The Board of Trustees shall be composed of seven members, each of whom shall be a voting member of Fellowship of the Way of Christ, Incorporated, herein referred to as the Corporation. Seven trustees shall be elected to four-year terms. Such terms shall be staggered annually with two beginning in a different one of four successive years, except the fourth year when only one trustee will begin.

**SECTION B: ELECTION**

Nominations for the term positions of the Board of Trustees shall be made by the Representative Committee at their regular summer meeting. Nominations shall be subject to approval by a majority of the Executive Committee.

The Election Coordinator shall poll the Corporation's members in the fall of each year to fill vacancies among the term positions of the Board of Trustees. At least 30 days from the date of mailout shall be allowed for return of ballots. Each ballot shall state the last postmark date acceptable for return, indicate the return address, and list the nominees in alphabetical order. The nominee receiving the highest number of votes shall assume office at the close of the regular summer meeting of the Board of Trustees in the year following the election.

In the event of the resignation, death, or expulsion from office of any term member of the Board of Trustees, the Board shall elect by majority vote a person or persons to fill the vacant position(s) until the Corporation's members can elect at the next regular election a person or persons to fill the remainder of the term(s) of the vacated four-year term position(s). In the event of the death, resignation, or expulsion from office of one or two lifetime members of the Board of Trustees, the remaining lifetime member(s) shall appoint replacements for those positions. In the event of the simultaneous death or resignation of all lifetime members of the Board of Trustees, the Chairman of the Executive Committee shall call a Convention of the members of the Corporation to elect persons to fill the vacant posts.

**SECTION C: FUNCTION**

The Board of Trustees shall have authority to:

1. Solicit, invest, and distribute all property, real and personal, entrusted to them in accordance with the rules adopted by majority vote of the entire board.
2. Annul by a two-thirds vote of quorum any action of the Executive Committee and/or Representative Committee if such action is deemed incompatible with the By-laws of the Corporation or the Corporation's purposes and functions defined in the Charter.
3. Grant or revoke by majority vote of quorum congregational charters, in accordance with Article V of these By-laws.
4. Approve or veto nominations for the Executive Committee.
5. Keep permanent minutes of each Convention of the Corporation.
6. Review upon request of majority of quorum any minutes of the Executive Committee or Representative Committee.
7. Select the Registered Agent of the Corporation subject to the approval of the Convention of the Corporation.
8. Impeach members of the Executive Committee.
9. Remove any member(s) of the Board of Trustees by an 80% vote of the entire Board.
10. Remove any appointed convention chairman by a two-thirds vote of the entire Board of Trustees.

**SECTION D: MEETINGS**

The Board of Trustees shall meet at least once yearly, within 60 days of July 15. A quorum for any Board of Trustees meeting shall consist of the members in attendance.

**ARTICLE II****EXECUTIVE COMMITTEE****SECTION A: COMPOSITION**

The Executive Committee shall be composed of five members of the Corporation who shall serve two year terms. Such terms shall be staggered so that three members take office in odd-numbered years and two members take office in even-numbered years.

**SECTION B: ELECTION**

Nomination for the Executive Committee shall be made by the Representative Committee at their regular summer meeting. At least two names shall be placed in nomination for each open position on the Executive Committee. These nominations shall be subject to veto by a majority of the Board of Trustees for a period of 30 days after the date of nomination.

The Election Coordinator shall poll the Corporation's members in the fall of each year to elect the Executive Committee members who will take office the next summer. All persons who will be voting members of the FWC by the deadline for return of the ballots will be mailed ballots. At least 30 days from the date of mailout shall be allowed for return of ballots. Each ballot shall state the last postmark date acceptable for return, indicate the return address, and list the nominees in alphabetical order. The Corporation's members shall vote for as many names as there are positions to be filled.

The nominees receiving the highest number of votes shall serve as Executive Committee members. The remaining nominees shall serve as alternate members of the Executive Committee in the order of the number of votes received by each.

If there is more than one year left on departing EC member's term:

In the event of resignation or expulsion from office of an Executive Committee member, the alternate with the most votes from the election in which the departing EC member was elected shall be asked to complete the departing EC member's term of office. If unable to do so, the next alternate will be asked to complete the departing EC member's term of office.

If no one from that year accepts the position or if there is less than one year left on the departing EC member's term:

An alternate will be taken from the member-elect for the coming year in the same manner specified above to complete the departing EC member's term of office.

Executive Committee members shall take office at the close of the regular summer meeting in the year after they are elected and shall serve for two years.

**SECTION C: STRUCTURE**

The Executive Committee shall elect a chairman, secretary, and treasurer.

**SECTION D: FUNCTION**

The Executive Committee shall have authority to:

1. Approve or veto all proposed legislation presented by the Representative Committee.
2. Advise and make recommendations to the Representative Committee.
3. Take any and all action necessary relative to the implementation of enacted legislation.
4. Grant or terminate ordination to the ministry in the name of the Corporation in accordance with Article VI of these By-laws.
5. Appoint a program committee for all Corporation Conventions.
6. Approve or veto nominations for the Board of Trustees.
7. Keep a current list of the names of the officers of the Representative Committee.
8. Keep permanent records of all applications for ordination.
9. Keep permanent minutes of each meeting of the Executive Committee.
10. Send summaries of the minutes of each meeting to each member of the Board of Trustees and to the secretary of the Representative Committee.

**SECTION E: IMPEACHMENT**

Any member of the Executive Committee can be impeached by a majority vote of the entire Board of Trustees. Removal from office of any such member shall be determined by a two-thirds majority of the voting members of the Corporation in a vote conducted by the Board of Trustees.

**SECTION F: MEETINGS**

There shall be at least one regular meeting of the Executive Committee annually, held within 60 days of July 15. It shall be called by the Chairman of the Executive Committee who shall inform all Executive Committee members of the meeting in writing at least 30 days prior to the meeting.

Special sessions of the Executive Committee may be called or cancelled at the request of a majority of its membership. When a special session is called or cancelled, the Chairman of the Executive Committee shall notify all members of the Executive Committee.

A quorum for any Executive Committee meeting shall consist of the members in attendance.

**SECTION G: FAILURE OF EXECUTIVE COMMITTEE TO ACT ON LEGISLATION**

Any proposed legislation not approved or vetoed by the Executive Committee within 30 days after it is presented in writing to the Secretary of the Executive Committee shall become fully enacted legislation of the Corporation, effective at the close of the thirtieth day following its presentation in writing to the Secretary of the Executive Committee.

**ARTICLE III****REPRESENTATIVE COMMITTEE****SECTION A: COMPOSITION**

The Representative Committee shall consist of all the voting members of the Corporation.

**SECTION B: ELECTION**

The Representative Committee shall elect a chairman and a secretary.

**SECTION C: FUNCTION**

The Representative Committee shall have authority to:

1. Develop and present to the Executive Committee for approval a budget for the operation of the Corporation.
2. Research and develop proposals for future action by the Corporation.
3. Enact legislation in the name of the Corporation relative to said proposals, subject to the approval of the Executive Committee and consistent with the Corporation's Charter and the By-laws.
4. Overrule an Executive Committee veto by a two-thirds majority vote of the Representative Committee members present.
5. Nominate persons for positions on the Board of Trustees and the Executive Committee.
6. Appoint the chairman for each Convention of the Corporation.
7. Appoint a Custodian of the membership roll.
8. Appoint the Election Coordinator

**SECTION D: MEETINGS**

There shall be at least one meeting of the Representative Committee annually within 60 days of July 15. This meeting shall be called by the Chairman of the Executive Committee who shall inform all Corporation members of the meeting at least 30 days prior to the meeting. A quorum for a regular meeting shall consist of the Representative Committee members in attendance.

Special sessions of the Representative Committee may be called by (a) the Chairman of the Representative Committee; (b) the Executive Committee; (c) the Board of Trustees; (d) a petition signed by 25% of the members of the Representative Committee and presented to the Chairman of the Representative Committee. The Representative Committee secretary shall notify all members of the Representative Committee of special sessions at least one week in advance. The Chairman of the Representative Committee shall ensure that telephone conference calling capability shall be provided to a reasonable extent to allow those interested to participate in the discussion and vote. A quorum for a special session shall consist of at least 10% of the membership of the Representative Committee.

All meetings of the Representative Committee shall be open to any person who wishes to attend. Any person attending meetings of the Representative Committee shall be given a minimum of 5 minutes to speak.

All legislation passed by the Representative Committee shall be presented to the Secretary of the Executive Committee in writing.

**ARTICLE IV**

## **MEMBERSHIP**

### **SECTION A: REQUIREMENT FOR MEMBERSHIP**

An individual shall become a member of the Corporation by requesting in writing to the Custodian of the membership roll that his name be placed on the membership roll of the Corporation. He shall become a nonvoting member of the Corporation on receipt of his request. He shall become a voting member on the thirtieth day following the receipt of his request. Membership in a Fellowship of the Way of Christ congregation is not required for membership in the Corporation.

### **SECTION B: CLASSES OF MEMBERSHIP**

There shall be two classes of membership in the Corporation: voting members and nonvoting members.

### **SECTION C: CUSTODIAN OF THE MEMBERSHIP ROLL**

The Representative Committee shall appoint a Custodian to maintain the official membership roll of the Corporation. He shall serve an indefinite term at the pleasure of the Representative Committee. He shall be responsible for publishing a list of members' names and addresses at timely intervals and distributing these to the members.

### **SECTION D: TERMINATION OF MEMBERSHIP**

An individual's name shall be removed from the membership roll of the Corporation upon receipt of his written request to the Custodian of the membership roll, or at the time of his death.

## **ARTICLE V**

## **CONGREGATIONS**

### **SECTION A: DEFINITION**

A congregation is an autonomous body acting within the bounds of the Charter of the Corporation, consisting of at least two members, one of whom must be a member of the Corporation.

### **SECTION B: APPLICATION FOR CHARTER**

Persons wishing to apply to be chartered as a congregation shall submit a written request to the Board of Trustees. This request shall be considered at the next regular meeting of the Board of Trustees. Final action on a request shall occur within one year of its receipt. The applicants shall be notified straightway of the Board's decision.

### **SECTION C: RESIDENCE OF MEMBERS**

Membership in a congregation shall not necessarily be restricted by geographical or territorial boundaries.

### **SECTION D: PROPERTY SETTLEMENT**

In the event of a division of any kind whatsoever of a congregation, those members who retain the Fellowship of the Way of Christ congregational charter shall also retain all property, real, personal, and mixed, of that congregation.

**ARTICLE VI****ORDINATION****SECTION A: MINISTRIES**

This Corporation recognizes among its members a body of ministers appointed by God to serve in various offices including, but not limited to, apostles, prophets, evangelists, teachers, and pastors. Certain of these ministers shall be ordained in public recognition of their ministry.

**SECTION B: APPLICATIONS**

1. A person desiring to apply for ordination should submit to the Executive Committee Secretary a personal letter stating his request. If applicable and possible, this letter should cover the following: the office to which he wishes to be ordained or to which he believes himself already ordained; how he views the relationship between his ministry and the church (and its ordination of him); and at least three references who have been witnesses to his ordination and/or ministry.
2. Unless there are extenuating circumstances, the Executive Committee shall give notification to the congregations of the application. If there is objection to the applicant's ordination, the objector shall be willing and prepared to discuss his objection before the Executive Committee and the applicant.
3. The applicant shall be sent a copy of Article VI of these By-laws.
4. The applicant shall be interviewed in person by the Executive Committee if it is feasible.

**SECTION C: REQUIREMENTS FOR ORDINATION**

The applicant shall be a member of the Corporation. There shall be no other criteria for determining fitness for ordination than the living Word of God.

**SECTION D: INITIAL ORDINATION**

The decision to ordain in the name of the Corporation shall be by an 80% majority vote of the entire Executive Committee. Upon the decision of the Executive Committee to ordain an applicant, the following procedure shall be followed:

1. The applicant shall be notified and a certificate of ordination issued by the Executive Committee.
2. Office (if applicable) and name shall be entered in the Corporation's ordination book, which is kept on file with the Executive Committee. The letter of application shall be retained and placed in the Executive Committee files.
3. Unless there are extenuating circumstances, the Executive Committee shall make the fact of ordination public to the congregations.

**SECTION E: RENEWAL OF ORDINATION**

Except under extenuating circumstances, the ordainee shall request renewal of his ordination annually. The Executive Committee shall review all ordinations at the regular summer meeting. One month in advance, the Executive Committee shall if at all possible notify all ordainees that their ordination is subject to the approval of the Executive Committee.

**SECTION F: TERMINATION OF ORDINATION**

Termination of official ordination shall occur under any of the following conditions:

1. Withdrawal of membership from the Corporation.
2. Failure to request renewal or ordination, except under extenuating circumstances.
3. Decision of the Executive Committee not to renew ordination.
4. Decision to terminate ordination by majority vote of the entire Executive Committee in a special review called upon the request of a member of the Corporation.
5. The request of the ordainee to terminate his ordination.

Termination of ordination shall not occur without the knowledge of the ordainee, if at all possible to inform him, or without an opportunity for him to represent himself, if he so chooses. Anyone bringing a charge against an ordainee shall be willing and prepared to discuss the charge before the Executive Committee and the ordainee.

**ARTICLE VII**  
**CONVENTIONS**

**SECTION A: GENERAL PROVISIONS**

1. All Conventions of the Corporation shall be called by the Chairman of the Executive Committee, who shall notify all members of the Corporation of the Convention and its purpose. Conventions shall be open to all members of the Corporation and to individual non-members approved by the Chairman of the Convention.
2. The Executive Committee Secretary or his delegate shall serve as Credentials Officer and shall be responsible for reporting the number of voting members present at each business meeting of the Convention.
3. A Convention program committee shall be appointed by the Executive Committee. The program committee shall be responsible for planning and presenting the business agenda of the Convention.
4. The Chairman of the Convention shall be appointed by the Representative Committee. The Secretary of the Board of Trustees shall serve as Convention Secretary. The Treasurer of the Board of Trustees shall serve as Convention Treasurer and report on the financial status of the Corporation. All officers and committee members of the Convention shall be members of the Corporation.
5. Proxy votes shall not be allowed.
6. The adoption of rules for conducting a Convention shall be the first order of business of each Convention.
7. The Board of Trustees shall have the responsibility of approving the minutes of the Convention. They shall edit and publish the Convention proceedings and mail them to all members of the Corporation no later than 60 days after the Convention.

**SECTION B: ANNUAL CONVENTION**

1. There shall be an annual Convention of the Corporation within 60 days of July 15. Members of the Corporation shall be notified of the Convention at least 30 days prior to the Convention. A person becoming a member of the Corporation on or after the thirtieth day prior to a Convention shall not be entitled to notice.
2. The Official Convention Agenda must be distributed to all voting members of the Corporation between 30 and 60 days prior to the opening of the Convention. All non-frivolous business which the Program Committee knows will be brought before the Convention must be shown on the Convention agenda.
3. Business not on the Official Convention Agenda may be considered at the Convention in accordance with regular Convention procedures except for proposals to amend these By-laws. If there is a proposal to amend the By-laws which was not on the Official Convention Agenda, this amendment must be passed by two-thirds of the voting members of the Corporation, determined as of the day the amendment is proposed. Thus, if the vote taken on the amendment is such that
  - a. Two-thirds of the voting members of the Corporation favor the amendment, then the amendment is passed;
  - b. Two-thirds of the voting members of the Convention but fewer than two-thirds of the voting members of the Corporation favor the amendment, then a mail vote shall be conducted by the Executive Committee of the Corporation; ballots shall be postmarked within five days after the end of the Convention and shall be returned no later than thirty days from the end of the Convention; ballots shall be sent to all voting members of the Corporation, determined as of the day the amendment was proposed;
  - c. Fewer than two-thirds of the voting members of the Convention favor the amendment, then the proposed amendment fails and shall not be considered further at the Convention
4. The Convention Chairman and Program Committee shall be appointed at least 300 days prior to the Convention. In the event any appointee at any time becomes unable or unwilling to serve, the Chairman of the current committee responsible for that appointment shall appoint another person to serve.
5. The appointed Convention Chairman may be removed from office by a two-thirds vote of the Board of Trustees.

**SECTION C: SPECIAL CONVENTION**

A special convention of the Corporation shall be called upon the recommendation of any of the following:

1. A majority vote of the Board of Trustees.
2. Enacted legislation of the Corporation
3. A petition signed by a majority of the voting members of the Corporation.

Members of the Corporation shall be notified of the Convention at least 60 days prior to the Convention. A person becoming a member of the Corporation on or after the thirtieth day prior to a Convention shall not be entitled to notice. The Convention Chairman and Program Committee shall be appointed at least 45 days prior to the Convention and shall plan and execute the Convention according to the applicable provisions of Article VII, Section B, Items 1, 2, and 3. In the event any appointee at any time becomes unable or unwilling to serve, the appointee shall be replaced according to the procedure set forth in Article VII, Section B, Item 4. The appointed Convention Chairman may be removed according to the procedure set forth in Article VII, Section B, Item 5.

## **ARTICLE VIII**

### **ELECTION COORDINATOR**

After nominations to the Board of Trustees and the Executive Committee are closed, the Representative Committee shall appoint the Election Coordinator. The Election Coordinator must be a voting member of the Corporation, and be neither a current member of the Board of Trustees nor a nominee to fill a seat on the Board of Trustees, and be neither a current member of the Executive Committee nor a nominee to fill a seat on the Executive Committee.

The Election Coordinator shall poll the Corporation's members in the fall of each year to fill vacancies among the term positions of the Board of Trustees and to elect the Executive Committee members who will take office the next summer. At least 30 days from the date of mailout shall be allowed for return of ballots. Each ballot shall state the last postmark date acceptable for return, indicate the return address, and list the nominees in alphabetical order.

The Election Coordinator may also, at their discretion, allow the use of electronic ballots in lieu of paper ballots; however, reasonable efforts should be made to ensure that all voting members of the corporation are able to cast ballots.

Sufficient time having been allowed for the return of ballots, the Election Coordinator or their designee shall count the ballots, and announce to the membership of the Corporation which nominees have received the most votes and will thus take the office to which they were nominated.

The Election Coordinator shall keep the ballots and a printout of the final count of electronic ballots for a period of not less than two years following the announcement of the election results, and shall make them available for inspection by any voting member of the corporation who requests to see them.

In the event that the election coordinator is unable to perform their duties, the chairman of the representative committee may appoint a replacement to carry out the duties of the election coordinator. The replacement must be a voting member of the Corporation, and be neither a current member of the Board of Trustees nor a nominee to fill a seat on the Board of Trustees, and be neither a current member of the Executive Committee nor a nominee to fill a seat on the Executive Committee.

In the event of a special session of the Representative Committee meeting at which no nominations are made to either the Board of trustees, or the Executive Committee, there is no need to appoint an Election Coordinator.

## **ARTICLE IX**



**REGISTERED AGENT**

The Agent of the Corporation registered with the State of Texas shall be selected by the Board of Trustees and approved by the members of the Corporation at the next Convention of the Corporation.

**ARTICLE X**

**AMENDMENT OF BY-LAWS**

These By-laws may be amended as follows: (a) if the agenda sent to the members (Article VII, Section B, Item 2) gives notice of the proposed change, then by a two-thirds vote of the voting members of the Corporation present at a duly called Convention; otherwise (b) by the procedure set out in Article VII, Section B, Item 3.

**ARTICLE XI**

**DISSOLUTION OF CORPORATION**

The management of the Corporation is vested in its members. The Corporation may be dissolved by a vote of two-thirds of the voting members present at a Convention called and held in accordance with these By-laws, where members have had between thirty and sixty days notice that dissolution will be considered by the Convention. A vote to dissolve may not be taken unless such notice has been given.