



EAST DENVER CHURCH OF GOD, INC.

BYLAWS

Revised & Updated March 19, 2018

6430 Martin Luther King Boulevard | Denver, CO | 80207
303.333.5911





Article I Formation and Purpose

The East Denver Church of God, Inc. (“Organization”, “EDCOG”) was formed May 5, 1946 as a Colorado Corporation to create a legal entity with the purpose of implementing the Mission of the Organization which is as follows:

“The East Denver Church of God exists to share the Gospel of Jesus Christ with the lost, to the end that they may become God’s children; to enable people to enter into and experience meaningful worship and praise to God; to spiritually nurture a committed, loving and supportive family of God’s people; to build a community of faith that expresses the universal nature of the Kingdom of God”

The organization intends to operate and qualify as a charitable and religious organization under IRS SEC 501 subsection c, (3).

Article II General Membership Voting Rights

Section I

The membership of this corporation, for voting purposes, shall be restricted to those who meet the following conditions:

- A. They shall be eighteen (18) years of age or older.
- B. They shall have worshipped on a consistent basis with the local congregation for a period of at least one year immediately preceding any meeting at which they exercise rights of membership.



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- C. They shall have lived during this period of one year in harmony with accepted standards of EDCOG, Denver, Colorado and in harmony with the General Assembly of the Church of God, Anderson, Indiana.
 - D. If the member comes directly from a Church of God affiliation, the waiting time for voting eligibility will be waived.
 - E. The right of any person to vote may be challenged by any other member, in which case, the right to vote shall be determined by a majority vote of the members present and voting. The challenger must set forth the reason for the challenge in the current business meeting.
 - F. Any person may be given the right to vote by a 75% vote of the voting members present, in the event all the foregoing conditions have been met except (B).
 - G. Any voting member in good standing can vote by proxy.

Section II

Registration:

All persons shall be regarded as members of this Corporation upon their own declaration of eligibility as defined in Article II, Section I. This declaration shall be by means of registration with the Recording Secretary during the first month of the fiscal year. The registration shall remain effective until such a time the registration is updated. The registration shall be updated and posted in the church lobby two weeks prior to each business meeting.

Section III

Membership Rules:

The rules governing membership herein stated shall apply to the business organization only and shall not affect in any way, the standing of the members in the fellowship of the church.



Article III Corporation Meetings

Section I

The Annual Business Meeting (ABM) of the Corporation shall be held in the month of January at the church building of the EDCOG located at 6430 Martin Luther King Jr. Boulevard, Denver, Colorado 80207.

- A. The fiscal year of the EDCOG shall be from 1 January through 31 December of each year.
- B. If the location should need to be changed, the Leadership Council will designate any change.
- C. The notice of day and hour of the meeting shall be posted and announced from the pulpit in a regularly scheduled worship service. This announcement must be two weeks prior to the date of the meeting.

Section II

Special Corporation Meetings:

A special business meeting of the Corporation may be called at anytime by the Leadership Council of the Corporation or upon the written request of not less than five (5) or twenty (20) percent of the registered members of the Corporation. The written request must state a reasonable cause for which the meeting is to be called.

- A. Notice of any special meeting of the Corporation shall be given in the same manner as provided for regular business meetings as set out in Section I.
- B. Said notice shall state the reason for the Special Corporation Meeting (SPC) and provide the date, hour and place of the proposed meeting.



Section III

Quorum:

A simple majority of the registered members shall constitute a quorum at the annual business meeting and all special business meetings.

Article IV Officers of the Corporation

Section I

The officer of the Corporation shall be: A President, a Vice-President and a Secretary/Treasurer (may be one or two persons) each ratified for a term of one year by the Corporation at the annual business meeting. The officers of the Corporation may be any member of the Corporation, except the Pastor, who shall not hold any office in the Corporation.

Section II

President:

The President shall provide the administrative order and direction at all meetings. The President shall act as the representative of the Corporation in all matters requiring an individual, subject to a consensus of the majority approval by the Leadership Council.



Section III

Vice President:

The Vice President shall act in a responsible manner in place of the President when the President is unable to act in his or her capacity, subject to identical limitations.

Section IV

Secretary / Treasurer:

The Secretary / Treasurer shall document, in the form of written minutes of the Leadership Council, all meetings and actions of the Leadership Council. The Secretary / Treasurer shall provide written minutes of the ABM and any specially called business meetings. The Secretary / Treasurer shall verify actions of the Corporation to third parties. The Secretary / Treasurer shall prepare, with the assistance of program directors and other Leadership Council members and other staff as may be determined, an Annual Report of the Corporation activity. This Annual Report is to become part of the permanent records of the Corporation and shall be presented to the members of the Corporation. The Secretary / Treasurer shall cause complete and accurate compliance & reporting to all regulatory agencies affecting the Corporation.

Section V

Officer Vacancy:

In case of a Corporation officer vacancy, the Leadership Council shall appoint from the Corporation a qualified member to serve for the unexpired term.



Article V Leadership Council and Officers of the Corporation

Section I

The East Denver Church of God, Inc. will be governed by a Leadership Council which shall consist of the President, Vice-President and Secretary/Treasurer (may be one or two persons) of the Corporation, the Pastor and two other members of the Corporation duly ratified for a term of one year by the membership of the Corporation at a regularly called annual business meeting.

The officers of the Corporation shall serve as officers of the Leadership Council, except where a change is mutually desired and approved by the Leadership Council members. The Leadership Council shall be responsible for executing all legal transactions related to any property of the Corporation as authorized by the corporation, for the safeguarding of all assets, approval and monitoring of all programming, administrative and fundraising activities, and all employment matters affecting the Corporation. The Leadership Council shall set policy and establish procedures for compliance with all policies of the Corporation. The Leadership Council shall meet regularly and for special meetings as needed to conduct the business of the Corporation.

Section II

Transactions involving the purchase of, sale of, and changes in title of real estate:

- A. All purchases or sales of real estate by the corporation regardless of the amount shall be brought before the corporation in a properly called business meeting for action. The purchase or sale of real estate must be approved by 75% of those voting.



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- B. Any change in title of real estate held by the corporation shall be brought before the corporation in a properly called business meeting for action. Any change in title must be approved by 75% of those voting.

Article VI Nominating Committee

Section I

The nominating committee shall be composed of the President or Pastor and two other members appointed by the Leadership Council.

Section II

The nominating committee shall nominate one person for each vacant office and submit those names to the Leadership Council for approval. Upon approval by the Leadership Council those nominated shall be informed of their nomination and asked that they allow their name to be placed on the ballot for ratification at the Annual Business Meeting. This process will continue until all vacant offices each have one nomination to appear on the ballot to be presented for ratification at the Annual Business Meeting.

Section III

If a nominee is not ratified by the voting membership at the Annual Business Meeting, the Nominating Committee shall have the right to add other nominees for ratification.



Article VII Pastoral Office

Section I

The Pastor shall be an ordained minister or an ordination candidate in good standing and in doctrinal unity with the General Assembly of the Church of God which meets annually in Anderson, Indiana.

Section II

The Leadership Council shall serve as the Pastoral Search Committee in the event of a pastoral vacancy.

- A. The Pastoral Search Committee shall seek the counsel, guidance, and direction of the Church of God Colorado Conference as it investigates the availability of prospective pastors and studies their qualifications as to character, leadership abilities, experience, ministerial recognition, and status. It shall consult the Credentials Committee of the State from which the prospect came for information and certification before submitting any prospective minister to the Corporation for consideration.
- B. When agreement has been reached by a simple majority of the Pastoral Search Committee it shall make suitable arrangements to have a personal interview with the prospective minister(s).
- C. After the personal interview(s) have been completed, the Pastoral Search Committee shall select one prospect to candidate to the Corporation.
- D. Having followed all of the above-mentioned procedures, the Leadership Council shall call for a Special Business Meeting of the Corporation to take place one week following completion of the above-mentioned procedures for a review of the prospect 's qualifications and for a vote.
- E. The Pastoral Search Committee shall submit the name of only one prospective pastor at a time to the Corporation for possible call. In the event the prospect



does not receive approval by two thirds of the registered members present at the Business Meeting, the Pastoral Search Committee shall select the name of another prospect to candidate. This order of procedure shall be followed until the Pastoral position is filled.

- F. Upon the selection of a permanent pastor the Pastoral Search Committee shall be discharged.

Section III

The Leadership Council shall be responsible for the regular services during the period the church is without pastoral leadership. (The honorarium for such services as may be needed shall be determined by the Leadership Council).

Section IV

The Retention or Dismissal of a Pastor:

- A. If one third or more of the voting members of the Corporation object to the continued leadership of the pastor, they may present their objections in writing to the Leadership Council where the objections shall be carefully studied. If no solution to the problem is reached, the Leadership Council shall bring the matter before the Corporation, being responsible to properly call and conduct the meeting in keeping with the By-Laws of the Corporation.
- B. The decision to remove a pastor from office shall require a 75% majority vote of those voting. If the vote is for removal, a minimum of sixty (60) days shall be allowed for termination.
- C. Should the pastor feel led to terminate his leadership, he shall present his resignation, in writing to the Leadership Council which in turn, shall present his resignation to the Corporation in the proper manner.
- D. The resignation should provide for a minimum of sixty (60) days before vacating the pastorate unless other arrangements are worked out to the satisfaction of both the Corporation and the pastor.



Article VIII Amendment of Bylaws

The East Denver Church of God, Inc. recognizes that it is likely to be necessary to amend the Bylaws from time to time to clarify activities and to provide for the changing needs of the administration and governance of the Corporation. These Bylaws may therefore be amended at a regularly called Business Meeting by a 75% approval of those voting.

Article IX Dissolution

If the Corporation ceases to exist, for whatever reason, all assets, less adequate reserves to satisfy all obligations of the Corporation, shall be donated to the Church of God Colorado Conference.

Approved and adopted at a regularly called meeting of the voting members as of this _____ day of _____, 20____.

President

Vice-President

Secretary / Treasurer

Pastor