



WAYMAKER.CHURCH

WAYMAKER.CHURCH BYLAWS

ORGANIZATIONAL STRUCTURE

Waymaker.Church is an independent church and is not affiliated with any denomination.

The church office address is: 101A Northwynd Circle Lynchburg, VA 24502.

The church meeting address is: Jefferson Forest High School, 1 Cavalier Circle, Forest, VA 24551.

As outlined in the Constitution, the Waymaker.Church structure is built around four teams of people:

1. The Elder Team.
2. The Executive Staff Team.
3. The Stewardship Team.
4. The Staff.

THE ELDER TEAM

The Elder Team, also known as the Board of Elders, acts as the Board of Directors for Waymaker.Church and has the final say in all matters concerning the overall direction of the organization. However, the Elder Team does not determine programming or involve itself in the day-to-day operations of the Church. Rather, the Elder Team evaluates the church and its effectiveness according to its mission, resources, and doctrine.

The position of Senior Pastor has a permanent seat on the Board of Elders with full voting privileges. No other pastor is a member of the Elder Team. The Elder Team should ideally consist of 7 Elders, but must consist of between 5 and 12 Elders, including the Senior Pastor. Individual Elders, other than the Senior Pastor, serve without compensation.

ELDER QUALIFICATIONS:

The qualifications of an Elder consist of being a man, a partner of Waymaker.Church for at least two years, consistently engaged in the function of shepherding groups of people, and meeting the qualifications for an overseer as outlined in 1 Timothy 3:1-11 and Titus 1:5-9. Elder Team members should be an active part of a Waymaker.Church Community Group, but are not required to lead such a group.



ELDER SELECTION:

The current Waymaker.Church leadership, which is comprised of staff, executive staff, elders, and stewardship members, are primarily responsible for conducting a search for new Elders and making nominations for new Elders. At least once annually the current Elder Team will solicit input on nominations from the current leadership. New Elders, however, can be added during the year as determined appropriate by the Elder Team.

The current Elder Team will evaluate eligible nominees and select those to be interviewed after reviewing the nominee's application and other pertinent information. The Elder Team may assign others to participate in the selection process. The current Elder Team must unanimously approve new Elders by vote. After approval, new Elders should be timely presented to the body during a church service, which should include the laying on of hands by the current Elders and Senior Pastor.

ELDER TEAM ROLE AND AUTHORITY:

The Elder Team acts as the church's Board of Directors and has ultimate authority over all matters concerning the overall direction of the organization, including approving the annual budget.

The Elder Team also drives prayer within the body of Waymaker.Church. The Elder Team should be actively mentoring and influencing future Elders and leaders at Waymaker.Church as part of their work as an Elder. Additionally, the Elder Team should seek to care for Waymaker.Church staff by evaluating staff health and morale.

The Elder Team has authority to set the requirements of congregational partnership (also known as church membership), approve congregational partners, and terminate congregational partners. If a congregational partner seeks to terminate partnership during the process of church discipline (e.g., 1 Cor. 5:1-13), Waymaker.Church may continue in the discipline process, including informing the congregation of its findings or actions and notifying any church where the former Waymaker.Church congregational partner begins attending church of the findings of or actions by Waymaker.Church.

MEETINGS AND VOTING:

The Elder Team should hold meetings no less than 10 times per year with the Senior Pastor. The Senior Pastor is primarily responsible for holding these meetings, including providing at least 2 days notice of the time and place. Of course, the Elders can waive 2 days notice, such as participating in the meeting without objection or by noting waiver in any minutes of meetings



in which action was taken. Elders may participate in a meeting by telephone, provided the participants can hear one another.

The Elder Team shall select a Chairman and Secretary from its team. The Chairman will oversee the procedural aspects of the Elder Team and preside over meetings in which the Senior Pastor is absent. The Secretary will keep minutes of meetings and ensure that corporate documents are maintained.

An Elder can request a special meeting only by first asking the Senior Pastor to request a special meeting. If the Senior Pastor refuses, an Elder may still request a special meeting by providing

notice to each Elder and the Senior Pastor of the purpose and need for a special meeting. However, if one-half of the Elders object to the timing of the meeting, there must be agreement of at least one-half of the Elders as to the nature and timing of a special meeting.

Voting or approval of any matter by the Elder Team requires a three-fourths vote of the total Elder Team regardless of whether all of the Elders are present.

Voting or approval of a new Elder and buying or selling land, requires a unanimous vote of the Elder Team regardless of whether all of the Elders are present.

Voting on hiring a new Senior Pastor, should the position be vacated, requires at least three-fourths vote of the total Elder Team regardless of whether all of the Elders are present.

With respect to the possible termination of a Senior Pastor, accusations toward the Senior Pastor will not be lightly received. The directives of Matthew 18:15-20 and 1 Timothy 5:19-20 should be practiced. Credible complaints or accusations against the Senior Pastor should be brought to the Elder Team. If the Elder Team is considering allegations that could result in terminating the Senior Pastor, they shall include the Senior Pastor in a meeting to discuss this possibility prior to holding any formal meeting for the purpose of voting upon termination of the Senior Pastor. Voting on firing a Senior Pastor requires at least three-fourths vote of the total Elder Team regardless of whether all of the Elders are present.

Calculating the amount needed for approval, i.e. three-fourths or unanimous, excludes an Elder (including the Senior Pastor) that has a conflict of interest, is recused for any reason, abstains from attending a duly called meeting, or abstains from voting, and shall not count towards the total being used to calculate the amount.

Secret meetings create friction and can be detrimental. Therefore, secret or informal meetings between two or more Elders are not allowed if they are done for the purpose of considering church affairs. This does not prohibit conversations between Elders or other Waymaker.Church



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leaders regarding the church but does discourage discussing important church matters without each Elder having the opportunity of participating.

ELDER TEAM LIMITATIONS:

The Elder Team may assign an individual Elder to oversee specific projects or ministry areas in their capacity as Elder. However, the Elder Team does not determine ministry programming, as this falls to the Staff as part of their weekly role at Waymaker.Church.

Apart from approving the annual budget, the Elder Team may not enter into debt on behalf of the church in excess of 1/12 the previous year's budget without it being approved by the Stewardship Team. The Stewardship Team should be consulted in all matters related to significant debt and finances for Waymaker.Church.

ELDER ELECTIONS, TERMS, AND REMOVAL:

Elders serve one three-year term from the time they are elected to serve and must be inactive for one year before they are eligible to serve another three-year term. If, however, there is a shortage of Elders or upon an exigent circumstance, upon approval by the Elder Team, an individual Elder may serve an additional year before becoming inactive for one year.

An Elder may be removed by a three-fourths vote of the total Elder Team, excluding the Elder under consideration to be removed (who shall not vote).

THE EXECUTIVE STAFF TEAM

The Executive Staff Team establishes and oversees the mechanism for carrying out the mission of Waymaker.Church. Specifically, it determines programming, gives vision and leadership to the various ministries of the church, and oversees the day-to-day operations of the church.

As indicated in later sections, the Executive Staff Team also coordinates with and assists the Stewardship Team in preparing an annual budget.

The Executive Staff Team consists of staff members appointed by the Senior Pastor. The Executive Staff Team is accountable to the Senior Pastor.

Members of the Executive Staff Team are required to meet the general qualifications for an overseer as outlined in 1 Timothy 3:1-11 and Titus 1:5-9, but women are allowed to serve in the Executive Staff Team role.



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THE STEWARDSHIP TEAM

The Stewardship Team monitors and oversees the financial health of the church and provides guidance to the Elder Team on significant legal or resource issues.

QUALIFICATIONS:

Members of the Stewardship Team should meet the qualifications of general Waymaker.Church volunteer positions. They must have been a partner for at least two years and be currently serving in some capacity. In addition,

Stewardship Team members are required to have the professional skills necessary to perform their assigned tasks.

STEWARDSHIP TEAM SELECTION:

The current Waymaker.Church leadership is primarily responsible for conducting a search for new Stewardship Team members and responsible for making nominations for new members. The current Stewardship Team will review interested applicant's application and interview the candidate. Once the Stewardship Team has approved new candidates, they will present the candidates to the Elder Team for final approval.

Members serve one two-year term and are normally required to be inactive from the Stewardship Team for at least one year before being eligible to serve another two-year term. However, if there

is a shortage of qualified replacements in a given year where a member would otherwise be required to be inactive, their term may be extended an additional year before becoming inactive for one year.

STEWARDSHIP ACTIONS:

The Stewardship Team promotes Donor Discipleship in the body in the same way the Elder Team drives prayer in the body. This is generally done by raising awareness of the following:

1. Capital campaign coordination.
2. Familiarity with global spending.
3. Financial awareness in the body through reports and community groups.



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The Stewardship Team, working together with the Executive Staff Team, prepares the yearly budget and presents it to the Elder Team for final approval. The Stewardship Team evaluates and suggests staff salaries and benefits packages.

The Stewardship Team may also be entrusted by the Elder Team with Waymaker.Church resources for the purpose of investing for growth. The Elder Team may also assign other tasks to the Stewardship Team.

The position of Senior Pastor is a permanent member of the Stewardship Team, and provides direction and leadership to the Stewardship Team, including chairing meetings that he attends. The Senior Pastor appoints an Executive Director to the Stewardship Team, who is responsible to coordinate and oversee activities of members of the team. The Executive Director should attend all Stewardship Team Meetings, unless excused by the Senior Pastor.

There are two areas where proposed action by the Elder Team requires approval by the Stewardship Team: (1) approving an Elder Team request to incur debt on behalf of the church in excess of 1/12 the previous year's budget, and (2) approving any proposed amendment, modification, or change to the Waymaker.Church Constitution, By-Laws, or Articles of Incorporation.

STEWARDSHIP LIMITATIONS:

Apart from the two areas discussed above where the Steward Team must approve Elder Team action, the Stewardship Team has recommendation authority only. For instance, the Elder Team has final authority over the annual budget and all other financial or legal matters. In such instances where the Elder Team has the final say and does not need to accept the recommendations of the Stewardship Team, if the Elder Team does not agree with a recommendation by the Stewardship Team the Elder Team should discuss the matter with the Stewardship Team and strive to reach consensus rather than simply rejecting a recommendation.

The Stewardship Team cannot hire and fire staff. This falls to the Senior Pastor. The Stewardship Team's function in regard to personnel issues is to address the financial and stewardship impact of creating new positions and the salary and benefits to pay all personnel positions.

THE STAFF

The Staff of Waymaker.Church are the front-line leaders of the church from a daily standpoint. They are responsible for leading various ministries and act as the supporting arms of the church. The Staff shall fulfill their primary responsibilities outlined in their job descriptions, and



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are accountable to the Senior Pastor. The Senior Pastor has authority to hire and fire particular staff members.

ORDINATION, LICENSING AND COMMISSIONING

Waymaker.Church reserves the right to ordain, license, or commission individuals as ministers of the gospel to perform the ordinances and ceremonies of the church including, but not limited to, marriage, baptism, communion, and funerals.

CONGREGATIONAL RIGHT TO INSPECT DOCUMENTS

Congregational partners of Waymaker.Church have the right to inspect the current Articles of Incorporation, Constitution, and By-Laws.

INDEMNIFICATION

Waymaker.Church shall indemnify, hold harmless, and defend members of its Elder Team, Executive Staff Team, and Stewardship Team against any liability or other expense arising in connection with their service to Waymaker.Church, to the extent not prohibited by law. Waymaker.Church may indemnify other staff, employees, or agents to the same or a narrower extent as determined on a case-by-case basis by the Elder Team. The Elder Team may obtain liability insurance coverage for such members or others.

AMENDMENTS TO BY-LAWS

Waymaker.Church By-Laws cannot be amended, modified, or changed without a three-fourths vote of all Elders of the Elder Team, approval by a three-fourths vote by the Executive Staff Team, and a majority vote by the Stewardship Team.