

Board of Elders

The Board of Elders serves a critical role at Ecclesia Clear Lake. According to the bylaws, *the temporal and spiritual affairs of THIS CHURCH shall be managed by a Board of Elders (or "Board"). The Board of Elders, acting alone and without any action by the congregation, shall exercise all authority vested in THIS CHURCH by the Articles of Incorporation or by law.*

While the lead pastor provides support, vision, and leadership to the Elders, the Board of Elders is the ultimate governing authority for the church. Establishing a strong Board is critical for the health and the longevity of a church.

Role of an Elder

In scripture, the mission of the Church is clear. It can be summarized best by the Great Commandment and the Great Commission.

Great Commission:

18 And Jesus came and said to them, "All authority in heaven and on earth has been given to me. 19 Go therefore and make disciples of all nations, baptizing them in the name of the Father and of the Son and of the Holy Spirit, 20 and teaching them to obey everything that I have commanded you. And remember, I am with you always, to the end of the age." Matthew 28:16-20

Great Commandment:

37 He said to him, "You shall love the Lord your God with all your heart, and with all your soul, and with all your mind.' 38 This is the greatest and first commandment. 39 And a second is like it: 'You shall love your neighbor as yourself.' 40 On these two commandments hang all the law and the prophets." Matthew 22:37-40

Elders help us embody the mission of the Church in our particular context at this particular time by tending to the administrative and spiritual leading of the church. In other words, the role of the elder is to intentionally and prayerfully create a nurturing environment where people can grow in their ability to love God, love others, and become mature disciples of Jesus Christ in this place (Ecclesia Clear Lake) at this time (2020 and beyond). This involves two main types of leadership: administrative leadership and spiritual leadership.

Spiritual Leadership: First and foremost, elders are lead pray-ers. Healthy ministry is birthed out of our own emotional and spiritual maturity. Our job is to listen to the movement of God in our midst. We shepherd the people God leads our way with thoughtfulness, compassion, and care. This includes sitting with people, listening, learning, praying, and standing in the gap for people.

Administrative Leadership: Elders must create and regulate infrastructure and policies that ensure safe and healthy spaces for people to grow in their discipleship. Elders are legally considered the Board of Directors for the church. This includes creating policies but also empowering staff and volunteers to do the daily tasks required to meet the policies and procedures. Administrative leadership includes oversight of human resources, bookkeeping, building use, benevolence, Keeping Kids Safe, communication, and more.

Our Job is Not: The church is healthiest when we empower and train others to serve in areas they are called and gifted. While we all need to do mundane and busy tasks from time to time, our job is not to fill our schedule with busyness. We must create an infrastructure that enables others to serve faithfully.

The Posture of an Elder

Another way to frame the conversation of eldership is to talk about the posture of an elder.

We Listen: We are committed to listening to the Holy Spirit as we read scripture, pray, and go about our daily lives. We are committed to listening to one another, to church members and our neighbors. To lead thoughtfully, we must commit to empathetic listening.

We Learn: Recognizing that we do not have all of the answers, we commit to learning from our church community and from the global Christian Church. We commit to learning about our blindspots as individuals and a community. We are all in process. To lead faithfully, we must commit to learning and growing.

We Lead: As we listen and learn, we also lead. Leadership means that we do our best to seek the administrative and spiritual health of our church. Though we will make mistakes, we commit to leading courageously, thoughtfully, humbly, and biblically, to the best of our abilities.

Elder Board Considerations

To be considered for eldership, one must be a spiritual leader and actively engaged in the life of Ecclesia Clear Lake for at least one year. Here is a list of some of the markers we look for when considering people to join our elder team.

- A growing passion to know the triune God and to make the triune God known
- Teachable, thoughtful, kind, and loving
- An authentic embodiment of the Christian faith
- A commitment to the health of the local and the global church
- A commitment to learning how to embody a Micah 6:8 faith: “Act justly, love mercy, and walk humbly with God.”
- A commitment to growing spiritually, emotionally, and relationally

Elder Board Expectations

The elders of Ecclesia Clear Lake are seen as the primary tone-setting body for the theology and practice of the church. They are expected to be spiritual leaders and representatives of the church at all times.

- Be actively engaged in the life of Ecclesia Clear Lake.
- At church gatherings, be attentive to how the Holy Spirit is working in our community. Look for ways to encourage people, pray for them, and help them get deeper connected.
- Commit to attending one monthly elder meeting and one annual elder retreat.
- Elders are advised to take a sabbatical for a year every 3 years of service.
- There are no term limits. However, members of the Elder Board are encouraged to evaluate their ability to be fully engaged as an elder during their sabbatical.
- New elders should commit to serving for at least 3 years before they step back (observe a sabbatical) or step down from the elder board.

Officers

According to the bylaws, the officers of THIS CHURCH shall be elected by the Board of Elders. If the election of officers shall not be held at such meetings, such election shall be held as soon thereafter as is convenient. Each officer shall hold office until his or her successor shall have been duly elected and shall have qualified, or until his or her death or until he or she shall resign or shall have been removed in the manner hereinafter provided. New offices may be created and filled at any meeting of the Board of Elders. Election as an officer shall not of itself create any contract rights. Election of a Lead

Pastor must be confirmed by a majority vote of the membership, at a special meeting held for that purpose, in using a procedure identical to that given in ARTICLE VII SECTION 4.

Presiding Elder/President

According to the bylaws, The Presiding Elder shall have the general supervision and control over the business and affairs of THIS CHURCH, subject to the authority of the Board of Elders. He or she may preside at all meetings of the members of the Board of Elders. He or she may sign, with the Secretary or any other proper officer of THIS CHURCH thereunto authorized by the Board of Elders, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Elders has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Elders or by these bylaws to some other officer or agent of THIS CHURCH, or shall be required by law to be otherwise signed or executed, and in general, shall perform all duties incident to the office of Presiding Elder and such other duties as may from time to time be assigned to him or her by the Board of Elders. The Lead Pastor and the Presiding Elder may be the same person. The Presiding Elder will chair meetings of the Board of Elders or select a designee to chair its meetings.

Functionally, the Presiding Elder carries the burden of the structural leadership of the church in partnership with the Lead Pastor. This includes but is not limited to partnering with the Lead Pastor to lead monthly elder meetings, presiding over the annual meeting, helping the treasurer to meet budget deadlines, and helping guide the business side of the church. The Presiding Elder works to ensure the elders and the pastors are thriving as individuals and a team.

The Vice President

According to the bylaws, the Vice President shall, in the absence of the President, execute all the duties thereof.

Functionally, the Vice President position should be seen as a “President in training” position.

The Secretary

According to the bylaws, the Secretary shall: (a) keep copies of the minutes of the proceedings of the Board of Elders and committees in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of THIS CHURCH; (d) keep a

register of the post office address of each Elder which shall be furnished to the Secretary by such Elder; (e) sign with the Presiding Elder, contracts, deeds or mortgages, the issuance or execution of which shall have been authorized by resolution of the Board of Elders; (f) in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the Presiding Elder or by the Board of Elders.

Functionally, the secretary takes meeting minutes and assists in signing all of the legal documents.

Treasurer

According to the bylaws, the Treasurer shall: (a) have charge and custody of and be responsible for all funds and securities of THIS CHURCH; (b) receive and give receipts for monies due and payable to THIS CHURCH from any source whatsoever and deposit all such monies in the name of THIS CHURCH in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of ARTICLE X of these bylaws; and (c) in general, perform all of the duties incidental to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the Presiding Elder or by the Board of Elders. If required by the Board of Elders, the Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board of Elders shall determine.

Functionally, the treasurer ensures that the church is fiscally organized and responsible. This includes but is not limited to overseeing the annual budget creation, giving a budget vs. actual report at one elder meeting per quarter, and making sure donations are properly recorded and deposited weekly.

Assistant Officers

According to the bylaws, the assistant officers shall perform such duties as may be prescribed from time to time by the Presiding Elder and/or the Board of Elders.

Lead Pastor

While not technically an officer, the Lead Pastor of Ecclesia Clear Lake is considered the "Visionary Pastor and Lead Elder." The lead pastor works with the President/Presiding Elder to set the agendas of the monthly elder meetings and the annual elder retreat. The lead pastor leads the elders in the overall vision/direction of ECL. The lead pastor pours into the elders to help ensure growth in spiritual disciplines,

emotional maturity, and organizational leadership. According to the bylaws, *the Lead Pastor and the Presiding Elder may be the same person.*

Functionally, while the Presiding Elder carries the brunt of the load of the administrative and structural leadership of the church, the Lead Pastor carries the majority of the load of the spiritual leadership of the church.

Nominating Procedures

1. **Preliminary steps:** The elders meet to pray about potential candidates who would serve well as spiritual and administrative leaders of our community.
 1. Once the list is narrowed down, the prospective candidate is contacted and invited into a discernment process.
 2. The discernment process includes conversations with elders about what we see in the candidate and about the expectations of the position.
 3. During this time, candidates are asked to fill out a profile form that explores the candidate's faith story and theology.
 4. After the preliminary conversation is complete, elders move to the nominating process.
2. **Nominating:** According to the bylaws, *the Board of Elders shall qualify and nominate candidates to fill the open position(s) on the Board, by unanimous vote.*
3. **Election:** Please see Constitution and Bylaws below for details on how the election process works at ECL.

ECL Constitution and Bylaws

The following is an excerpt of the ECL Constitution and Bylaws relating to the definition, the roles, and the function of the Board of Elders.

ARTICLE VII. BOARD OF ELDERS

Section 1. Management

The temporal and spiritual affairs of THIS CHURCH shall be managed by a Board of Elders (or "Board"). The Board of Elders, acting alone and without any action by the congregation, shall exercise all authority vested in THIS CHURCH by the Articles of Incorporation or by law.

Section 2. Number and Term of Office

The Board of Elders shall never be less than five (5), but may be more than such minimum number as may be authorized from time to time by the Board of Elders.

Elders shall serve perpetually until such time as they are removed in the manner provided herein.

Section 3. Qualifications

Any member of THIS CHURCH or the THIS CHURCH staff in good standing who, in the judgment of the present Board of Elders, has met the qualifications of the Bible to serve as an Elder, is eligible for election to the Board of Elders. The Senior Pastor, if ordained and elected by the Board, shall automatically be a member of the Board of Elders. The Board of Elders shall conduct periodic reviews to verify that Elders continue to meet the qualifications for service on the Board.

Section 4. Election

All vacancies at any time occurring on the Board of Elders, whether due to the removal or resignation of an Elder, enlargement of the size of the Board, or otherwise, shall be filled by the existing Board of Elders from among the qualified members of THIS CHURCH as outlined above. Any election of a new member involving the enlargement of the Board, or vacancies, can take place at any official Board Meeting whether special or regular.

The election shall proceed as follows:

1. The Board of Elders shall qualify and nominate candidates to fill the open position(s) on the Board, by unanimous vote.
2. A special meeting of the congregation shall be called to confirm the nominees for the designated position(s). Members shall be confirmed by a majority affirmative vote of those attending the special meeting. The vote shall be a confirmation of nominees as designated by the Board of Elders; no new candidates may be considered at the special meeting. There shall be no nominations from the floor.
3. Votes at the special meeting of the members shall be cast using signed paper ballots. Those voting shall confirm the nominated candidate by voting "Yes", "No", or "Concern". Any vote of "Concern" shall have an accompanying telephone number or equivalent means of contacting the person casting that vote.
4. The Elders shall count the ballots at the special meeting and announce the result. Nominees receiving "Yes" votes on a majority of the ballots cast shall be tentatively confirmed, pending resolution of any "Concern" votes. Any concern(s) regarding tentatively confirmed nominees shall be resolved by the Board of Elders.

5. The Board shall contact those who voted “Concern” at its earliest convenience to hear the details of the concern(s) in confidence and privacy. Having heard the concern(s) of the member(s), the Board may, at its discretion, override the concern(s), or choose to re-consider the qualification of the nominee, in light of the concern(s). The Board may, after further investigation, withdraw the nomination for that candidate and nominate a replacement candidate to fill the vacancy. The replacement candidate must then be confirmed in another special election, in accordance with (B) through (D) above. **IT IS IMPERATIVE THAT RESOLUTION OF THE CONCERN(S) BE HANDLED IN A DISCREET MANNER, WITH FULL PROTECTION OF THE CONFIDENTIALITY AND PRIVACY OF ALL INVOLVED.**
6. Once all concerns have been resolved, the nominated and confirmed candidate(s) shall immediately fill the designated vacancy or vacancies.

Section 5. Founding Board of Elders

The individuals who established the Founding Board of Elders were nominated and unanimously elected as Board members at the THIS CHURCH organizational meeting held on January 14, 2005. The Founding Board of Elders are herewith recognized as the permanent Board of Elders, and all actions by the aforementioned Board shall have full standing under these Bylaws.

Section 6. Annual Meeting

A regular meeting of the Board of Elders shall be held at such time and place as is designated by the Board of Elders.

Section 7. Regular Meetings

Regular meetings of the Board of Elders shall be held at least once every month at such time and such place within or without the State of Texas as the Board shall provide by resolution, and no further notice of such regular meeting other than that provided by such resolution need be given.

Section 8. Special Meetings

Special meetings of the Board of Elders may be called by or at the request of any Elder. The person or persons authorized to call special meetings of the Board of Elders may fix any place within 50 (fifty) miles of the principal office of THIS CHURCH as the place for holding any special meeting of the Board of Elders called by them.

Section 9. Executive Sessions

The Board of Elders may meet or adjourn to meet in executive session, as needed, to resolve personal issues where the privacy and confidentiality of members or staff of THIS CHURCH must be preserved. Any action taken by the Board shall be recorded in the minutes of the next regular meeting of the Board.

Section 10. Notice and Waiver of Notice

Notice of any special meeting shall be given at least three days previously thereto by written notice delivered personally or mailed via United States Mail or electronic mail (email) to each Elder at his or her address as it appears on the records of THIS CHURCH. If mailed, such notice shall be deemed to be delivered when deposited in the United States Mail, so addressed, with postage prepaid, or upon receipt of an email delivery confirmation message. Any Elder may waive notice of any meeting. The attendance of an Elder at a meeting shall constitute a waiver of notice of such meeting, except where an Elder attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 11. Participation in Meeting by Telephone

One or more of the members of the Board of Elders may participate in a meeting of the Board of Elders by means of a telephone conference or similar communications equipment by means of which all persons participating in the meeting can hear each other, and all members of the Board of Elders so participating shall be deemed present in person at the meeting.

Section 12. Quorum

A quorum for the transaction of business by the Board of Elders shall be greater than one-half of the number of members of the Board of Elders provided for in these Bylaws. In the absence of a quorum, those Elders present may, by majority vote, adjourn the meeting to a designated date not more than thirty days thereafter.

Section 13. Manner of Acting

The act of the majority of those Elders present at a meeting at which a quorum is present shall be the act of the Board of Elders.

Section 14. Action Without a Meeting

Any action that may be taken by the Board of Elders at a meeting, may be taken without a meeting if a consent in writing, setting forth the actions so taken, shall be signed by all of the Elders.

Section 15. Resignation

Any member of the Board of Elders may resign from office by written letter addressed to the Presiding Elder or the Secretary of THIS CHURCH. Such resignation shall take effect on the date specified therein. If no time is specified in the notice of resignation, it shall take effect on the date of delivery of the notice to the Presiding Elder or the Secretary of THIS CHURCH. If mailed, such notice shall be deemed to be delivered when deposited in the United States Mail, properly addressed to the Presiding Elder or Secretary of THIS CHURCH, with postage thereon prepaid. The acceptance of a resignation shall not be necessary to make it effective unless otherwise specified in the notice of resignation.

Section 16. Removal

Any member of the Board of Elders may be removed for cause by a vote of the Board whenever, in its judgment, the best interests of THIS CHURCH would be served by such removal. Removal may be predicated upon change of physical location, disciplinary reasons, or failure of the Elder to adhere to any provision of these Bylaws, and shall require a unanimous vote of the Board, excluding the Elder being removed.

Section 17. Compensation

THIS CHURCH may reasonably compensate pastors, employees, and agents of THIS CHURCH. No officer or Elder who is a pastor, employee or agent shall vote on any matter respecting his or her compensation as a pastor, agent or employee. Elders shall not be compensated for serving on the Board, except for reimbursement of expenses. Paid staff may, however, be elected to the Board. THIS CHURCH may compensate or reimburse officers, Elders, pastors or agents, and employees for expenses of any kind paid or incurred for the benefit of THIS CHURCH in connection with their services to or for THIS CHURCH. All compensation to pastors, agents, and employees of THIS CHURCH shall be set by the Board of Elders. Such compensation would include, but not be limited to, the payment of: salaries, parsonage allowances, honorariums, and such other appropriate means of reasonable compensation.

Section 18. Presumption of Assent

An Elder of THIS CHURCH who is present at a meeting of the Board of Elders at which action on any THIS CHURCH matter is taken, shall be presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes of the meeting, or unless he or she shall file a written dissent to such action with the person acting as the secretary of the meeting before the adjournment of the meeting. Such right to dissent shall not apply to an Elder who voted in favor of such action.

Section 19. Records

The Board shall cause to be kept in the office of THIS CHURCH, a full and complete record of all its proceedings which, with the exception of minutes of executive sessions, shall be open for inspection by any member, or his or her agent or attorney, at any reasonable time.

Section 20. Reliance Upon Reports and Records

An Elder shall, in the performance of his or her duties, be fully protected in relying in good faith upon the books of accounts or reports made to THIS CHURCH by any of its officials, by an independent certified accountant or by an appraiser selected with reasonable care by the Board of Elders, or in relying in good faith upon other records of THIS CHURCH.

ARTICLE VIII. OFFICERS

Section 1. Number

The officers of THIS CHURCH shall be a President, known as Presiding Elder, a Vice President, a Secretary and a Treasurer, each of whom shall be elected by the Board of Elders. The Board of Elders may ordain and elect a Senior Pastor and may appoint other officers, such as one or more assistant secretaries or treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Board of Elders. Any two or more offices may be held by the same person, except the offices of Presiding Elder and Secretary.

Section 2. Election and Term of Office

The officers of THIS CHURCH shall be elected by the Board of Elders. If the election of officers shall not be held at such meetings, such election shall be held as soon thereafter as is convenient. Each officer shall hold office until his or her successor shall have been duly elected and shall have qualified, or until his or her death or until he or she shall resign or shall have been removed in the manner hereinafter provided. New offices may be created and filled at any meeting of the Board of Elders. Election as an officer shall not of itself create any contract rights. Election of a Senior Pastor must be confirmed by a majority vote of the membership, at a special meeting held for that purpose, in using a procedure identical to that given in ARTICLE VII SECTION 4.

Section 3. Duties

Presiding Elder: The Presiding Elder shall have the general supervision and control over the business and affairs of THIS CHURCH, subject to the authority of the Board of Elders. He or she may preside at all meetings of the members of the Board of Elders. He or she may sign, with the Secretary or any other proper officer of THIS CHURCH thereunto authorized by the Board of Elders, any deeds,

mortgages, bonds, contracts, or other instruments which the Board of Elders has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Elders or by these Bylaws to some other officer or agent of THIS CHURCH, or shall be required by law to be otherwise signed or executed, and in general, shall perform all duties incident to the office of Presiding Elder and such other duties as may from time to time be assigned to him or her by the Board of Elders. The Senior Pastor and the Presiding Elder may be the same person. The Presiding Elder will chair meetings of the Board of Elders or select a designee to chair its meetings.

The Vice President: The Vice President shall, in the absence of the President, execute all the duties thereof.

The Secretary: The Secretary shall: (a) keep copies of the minutes of the proceedings of the Board of Elders and committees in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of THIS CHURCH; (d) keep a register of the post office address of each Elder which shall be furnished to the Secretary by such Elder; (e) sign with the Presiding Elder, contracts, deeds or mortgages, the issuance or execution of which shall have been authorized by resolution of the Board of Elders; (f) in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the Presiding Elder or by the Board of Elders.

The Treasurer: The Treasurer shall: (a) have charge and custody of and be responsible for all funds and securities of THIS CHURCH; (b) receive and give receipts for monies due and payable to THIS CHURCH from any source whatsoever and deposit all such monies in the name of THIS CHURCH in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of ARTICLE X of these Bylaws; and (c) in general, perform all of the duties incidental to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the Presiding Elder or by the Board of Elders. If required by the Board of Elders, the Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board of Elders shall determine.

Assistant Officers: The assistant officers shall perform such duties as may be prescribed from time to time by the Presiding Elder and/or the Board of Elders.

Section 4. Resignation

Any officer may resign at any time by written notice addressed to the Presiding Elder or Secretary of THIS CHURCH. Such resignation shall take effect on the date specified

therein. If no time is specified in the notice of resignation, it shall take effect on the date of delivery of the notice to the Presiding Elder or the Secretary of THIS CHURCH. If mailed, such notice shall be deemed to be delivered when deposited in the United States Mail, properly addressed to the Presiding Elder or Secretary of THIS CHURCH, at the principal address of THIS CHURCH, with postage thereon prepaid. The acceptance of a resignation shall not be necessary to make it effective, unless otherwise specified in the notice of resignation. Any such resignation shall be without prejudice to the contract rights, if any, of THIS CHURCH. Election or appointment of an officer shall not of itself create contract rights.

Section 5. Removal

Any officer may be removed for cause by the Board of Elders whenever, in its judgment, the best interests of THIS CHURCH would be served by such removal. Removal may be predicated upon change of physical location, disciplinary reasons, or failure of the Elder to adhere to any provision of these Bylaws, and shall require a unanimous vote of the Board of Elders, excluding the officer being removed.

Section 6. Vacancies

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Elders.

ARTICLE IX. ADVISORY COUNCILS

The Board of Elders may, at its discretion, appoint advisory councils to assist in its functions. Any pastor, staff member, elder, or regular member may serve on one or more advisory councils. The advisory councils may provide advice and perform tasks prescribed by the Board of Elders. All corporate authority shall remain with the Board of Elders, however, and any action proposed by an advisory council must be approved by the Board of Elders.