

MILL CITY CHURCH OF MINNEAPOLIS

CHURCH CONSTITUTION

ARTICLE I

Name & Affiliation

1. The name of this organization will be Mill City Church of Minneapolis. The Church is a non-profit religious organization with its principal location in Minneapolis, Minnesota.
2. Mill City Church of Minneapolis shall be affiliated with the Minnesota Iowa Baptist Conference and Converge Worldwide/Baptist General Conference.

ARTICLE II

Confession of Faith

- 1) The following represents the Confession of Faith for Mill City Church of Minneapolis.
 - a. We believe Scripture is the true story of God's engagement with the world, the completely and uniquely inspired Word of God. We believe the Bible is without error in all that it affirms. The Bible is our supreme and final authority in faith and life. (II Timothy 3:16; II Peter 1:20, 21)
 - b. We believe in one God, eternally existing in three persons: Father, Son, and Holy Spirit. (Genesis 1:1, 26; Matthew 28:19; John 1:1, 3; 4:24; Acts 5:3, 4; Romans 1:20; Ephesians 4:5, 6; II Corinthians 13:14)
 - c. We believe that Jesus Christ was begotten by the Holy Spirit, and born of the Virgin Mary, and is true God and true man. (Matthew 1:18-25; Luke 1:26-38; Romans 9:5; Titus 2:13)
 - d. We believe that man and woman were created in the image of God; that they sinned and thereby incurred not only physical death, but also spiritual death, which is separation from God; and that all human beings are born with a sinful nature, and become guilty sinners in thought, word and deed. (Genesis 1:26, 27; 3:1, 24; Romans 3:25; 5:12-18; I John 1:8)
 - e. We believe that the Lord Jesus died for our sins as a representative and substitutionary sacrifice; that He rose victorious from the grave on the third day; and that all who believe in Him are justified by His shed blood. (Isaiah 53; Matthew 20:28; John 3:16; Romans 3:24-26; 5:1; I Corinthians 15:3; II Corinthians 5:21; Ephesians 1:7; I John 2:2; Matthew 28:6; Romans 10:9; and I Corinthians 15:14)
 - f. We believe that the Holy Spirit came forth from the Father and Son to convict the world of sin, righteousness, and judgment, and to regenerate, sanctify, and empower all who believe in Jesus Christ. We believe that the Holy Spirit indwells every believer in Christ, and that the Holy Spirit is an abiding helper, teacher, and guide. (John 16:5-15; Romans 8:16, 23, 26, 27)

- g. We believe Jesus Christ will return personally and visibly, in power and glory to bring in fullness his perfect kingdom. At that time, God's mission will be fully realized, humanity will be reconciled to God, and creation will be restored and redeemed in the form of the new heaven and the new earth. We believe that the interim period between Christ's ascension and return is to be filled with the people of God participating in God's mission to restore the world God loves. (Acts 1:11; I Thessalonians 4:16, 17; Matthew 24:42-51; Matthew 25:1-13)
- h. We believe that all who come by grace through faith to accept the Lord Jesus Christ are born again of the Holy Spirit and thereby become children of God. (John 3:3, 5; 1:12, 13; James 1:18; I Peter 1:23; Ephesians 2:8, 9)
- i. We believe that at the time of Jesus' second coming there will be a bodily resurrection of all people and all will face judgment. Those who have surrendered their lives to Jesus, lived as a disciple of Jesus and trust in the power of his death and resurrection for their salvation will spend eternity in God's presence. Those who have not put their hope in Jesus will spend eternity separated from God in hell. Our Christian confidence is that God will perfect God's kingdom, and we look forward with eager anticipation to that day, and to the new heaven and new earth in which righteousness will dwell and God will reign forever. (John 5:28-29; I Corinthians 15; II Corinthians 5:10; Matthew 25:31-46; Revelation 20:4-6, 11-15)
- j. We believe that all Christians are baptized by the Holy Spirit when they come to faith in Christ. We believe that believer's baptism by immersion in the name of the Father, Son, and Holy Spirit is a public demonstration of a person's faith in Jesus Christ as their Lord and Savior. (Acts 2:28-41, 47; Matthew 28:18-20; Acts 8:36-40; 10:47; 18:8; Romans 6:3, 4; I Corinthians 12:13)
- k. We believe that those who partake of communion should be those who have made a commitment of faith to Jesus Christ, and are actively seeking to follow Jesus in their lives. (Acts 2:42-46; I Corinthians 11:23-29)
- l. We believe that there is one true church universal, comprised of all those who acknowledge Jesus Christ as personal Savior and Lord. The Scriptures command believers together to devote themselves to worship; prayer; teaching of the Word; observance of baptism and the Lord's Supper; fellowship; service to the body through the development and use of talents and gifts; giving through tithes and offerings; and outreach. (Romans 12:4-6; I Corinthians 12:4-6; Ephesians 2:19-22; 4:12-16; Hebrews 10:24, 25)
- m. We believe that all Christians are commanded to participate in spreading the Gospel to all people groups. (Matthew 28:19-20; Acts 1:8).

ARTICLE III
Calling & Covenant

1) Calling

- a. Mill City Church is called by God to love our community in the name of Jesus.

2) Covenant

- a. The people of Mill City Church covenant together to participate in what God is doing through loving their community in the name of Jesus.

ARTICLE IV
Covenant Membership

A Covenant Member is someone who through faith in Jesus Christ has received new life through the Holy Spirit, and has been baptized in the name of the Father, Son and Holy Spirit. The Covenant Members agree to a shared Covenant for Life Together that will be reaffirmed annually.

1) Covenant Membership requirements

- a. A statement of faith in Jesus Christ as Savior and Lord, and evidence of a desire to live out Jesus' way of life and mission.
- b. A signed statement indicating consent to the Statement of Faith and Membership Covenant of Mill City Church.
- c. An agreement to abide by biblical principles of Christian discipline and conflict resolution as outlined in the Mill City Commitment to Peacemaking and Reconciliation document.
- d. Has been baptized in the name of the Father, Son and Holy Spirit.
- e. Regularly participates in the practices outlined by the Membership Covenant including public worship, serving our community and growth as a disciple.

2) Becoming a Covenant Member

- a. Completion of the Mill City Church Covenant Membership class
- b. Upon completion of the class each person who desires to become a Covenant Member will meet with a member of the Leadership Team, or a leader appointed by the Leadership Team, to give testimony to a personal relationship with Jesus Christ.
- c. Having read the constitution and the membership covenant, the person desiring to become a Covenant Member will sign the Covenant for Life Together.
- d. The Leadership Team will submit the names of those desiring Covenant Membership to the current Covenant Members. Any member having concerns over the granting of Covenant Membership to an individual should communicate in writing their concern to the Leadership Team within 10 days of notification by the Leadership Team.
- e. At the next meeting of the Covenant Members there will be a vote for the individual to become a Covenant Member. A new Covenant Member failing to receive a vote of seventy-five percent (75%) in favor of ratification of membership will not be granted Covenant Membership.
- f. Membership is not granted based on letter of transfer.

3) Non-Resident Covenant Membership Requirements

- a. Formerly a Covenant Member of Mill City Church.

- b. Consensus by the Leadership Team that the status of Non-Resident Covenant Member be granted for a limited term. The Leadership Team will annually review and determine the status of all Non-Resident Covenant Members.
 - c. A statement indicating that regular contact with Mill City Church is temporarily suspended because the Covenant Member is temporarily residing in a location where participation in the Church is not possible due to circumstances acceptable to the Leadership Team; and further stating an intention to re-associate with Mill City Church as a Covenant Member upon return to a location in proximity to the Mill City Church community.
 - d. Non-Resident Covenant Members will not vote on any matters.
 - e. A Non-Resident Covenant Member may become a member of another church where he/she is living and concurrently retain non-resident membership in Mill City Church.
- 4) Withdrawal and Removal from Membership
- a. Withdrawal and removal from membership is a very serious matter as it indicates a break in our Covenant. As such, all actions should be taken within biblical principles and only after the Leadership Team have made personal attempts to determine the membership intent and, if necessary, to attempt reconciliation.
 - b. Upon the establishment of a quorum and two-thirds (2/3) vote of Leadership Team present, the team may remove the membership of any person who no longer meets the membership requirements.
 - c. Whenever a Covenant Member becomes a member of another church, his/her membership in Mill City Church will end without further action.
 - d. A Covenant Member, upon the Covenant Member's own written request, may be removed from membership.
 - e. A Covenant Member who fails to participate with or attend the gatherings of the church for a period of time may be contacted by The Leadership Team to discern membership intent. The term "period of time" is to be defined as approximately six (6) consecutive months. However, the Leadership Team may attempt contact at any time to discern membership intent if the situation warrants.
- 5) Recording
- a. The names of those joining and terminating membership shall be duly recorded and reported to Covenant Members.
- 6) Accountability of Covenant Members
- a. Every Covenant Member agrees to be held accountable to the doctrine and practices outlined in this document and the Covenant for Life Together. Any Covenant Member known to be in willful neglect of their responsibilities will be held counseled according to the procedure outlined in Matthew 18:15-18 and Galatians 6:1. Covenant Members will seek to resolve all conflicts between one another by seeking to speak the truth in love to one another and restore relationship. If a Covenant Member does not respond to these efforts, the matter shall

- be brought to the attention of the Leadership Team in writing, which shall in meekness and gentleness seek to reconcile the Covenant Member.
- b. The Covenant Members are responsible for creating a culture of mutual accountability. The Leadership Team will be responsible for facilitating a process of reconciliation in the event of a Covenant Member refusing to be held accountable by the Covenant Membership.
 - c. A Covenant Member can be removed from membership if they fail to engage and complete the process initiated by the Leadership Team. This removal may result by a two-thirds (2/3) vote of all current Leadership Team members. Such action may be appealed by the Covenant Member to the Covenant Membership for consideration at the next covenant membership meeting.

ARTICLE V
Leadership of the Church

- 1) Jesus Christ is the leader of Mill City Church
 - a) We affirm that Jesus is the leader of Mill City Church. We seek to be led by the Holy Spirit into participation with God in the work God is doing in our communities. The role of the teams described below is to help this community attend to God's leading in all aspects of our life together.
- 2) Authority within Mill City Church
 - a) The authority and leadership of this church is vested in teams of leaders and its covenant membership acting through called covenant membership meetings. The management, administration and oversight of business and spiritual affairs are delegated by the congregation to appropriate leadership as outlined below in Articles VI, VII, and VIII.
- 3) The Leadership Team
 - a) Role
 - i) The Congregation delegates to the Leadership Team the responsibilities of providing spiritual oversight, wisdom, accountability, and guidance for the congregation. The Leadership Team focuses on helping to discern the overall leading of the Holy Spirit for Mill City Church, and ensuring the leadership of the church pursues that leading.
 - b) Qualifications of a Leadership Team member:
 - i) Any woman or man who is a Covenant Member of the church meeting the biblical standards of character and giftedness for church leaders may be nominated and elected to the Leadership Team.
- 4) The Pastor(s)
 - a) Role
 - i) The role of the Pastor(s) is to lead the church by equipping the congregation for participation in God's mission, locally and globally. This role can be fulfilled by one or more pastors, at the discretion of the Leadership Team.
 - b) Pastoral Qualifications

Pastors of the church will meet the qualifications for character, giftedness, and call set forth in the Scripture. The pastors will be licensed and/or ordained; all pastors will be required to demonstrate competence according to the benchmarks established by the Leadership Team. These may include such requirements as Masters level education, or equivalent, and years of pastoral experience. All pastors will become a Covenant Member of the church when they accept an invitation to serve Mill City Church as a pastor.

5) Ministry Teams

- b) Ministry Teams will be formed as required to carry out the varied ministries of the church. These teams will be formed through the approval of the Leadership Team.

6) Licensed Ministers

- a) Mill City reserves the right to license people in “non-pastoral” roles. These people can be licensed as ministers for the purposes of carrying certain ministry tasks.
 - i) Qualifications
 - (1) Anyone applying for ministry licensing must be a Covenant Member of Mill City Church. Someone desiring to take this step must first request a recommendation from the Leadership Team to the Covenant Membership. Upon recommendation, a vote will be taken at the next available Covenant Member meeting, the purpose of which shall be announced at least two weeks in advance. The meeting shall include the budget implications of the proposed position (if applicable). The Leadership Team will recommend one candidate for licensing, and the vote shall be by written ballot, with two-thirds (2/3) vote required for approval. The licensing will be for an indefinite period of time unless otherwise noted at the time of approval.

7) Officers

- a) For legal purposes as a Minnesota non-profit corporation, the following officers are designated:
 - i) President – The Chair of the Leadership Team serves as the Chair of the Church, and holds the title of President for all legal purposes.
 - ii) Vice-President – The Vice-Chair of the Leadership Team serves as Vice-President of the Church.
 - iii) Secretary – The Leadership Team will appoint a Church Secretary annually.
 - iv) Treasurer – The Leadership Team will appoint a Church Treasurer annually. The treasurer will not serve more than four consecutive years.

ARTICLE VI
The Leadership Team

1) Composition

- a) The Leadership Team will be comprised of not less than 6 or more than 10 Leadership Team members. Normally, two pastors will serve on the Leadership Team at any time.

- 2) Notification of Meetings
 - a) All Leadership Team members shall receive a minimum 3-day advance notification of any meeting, including time and place of the meeting. In emergency situations, the 3-day notice may be waived by the two-thirds (2/3) vote of the entire Leadership Team.
- 3) Responsibilities of the Leadership Team
 - a) Provide Overall Leadership
 - i) Provide spiritual oversight and discernment to help the congregation sense God's leading through the Holy Spirit and the guidance of the Scriptures.
 - ii) Annually review and affirm areas of focus for the ministry of the church. Present these areas to the Covenant Membership.
 - iii) Assist the Pastor(s) in determining appropriate metrics for evaluating the ministries of the church and provide a summary of that work for the Covenant Members at least annually
 - iv) Hear and respond promptly to concerns of the Congregation.
 - v) Be responsible for the accountability of Covenant Members as outlined in Article IV.6.
 - vi) Ensure the scheduling and convening of Covenant Member meetings as outlined in Article IX.
 - b) Manage the Affairs of the Church
 - i) Establish and publish as necessary policies and procedures to guide Mill City Church and to take or recommend corrective action, or revise objectives where objectives are not being accomplished.
 - ii) Have responsibility for managing the business affairs of Mill City Church.
 - iii) Annually appoint an independent review of the financial records of the church and report such findings to the congregation. Resolve any issues identified.
 - iv) Sign legal contracts which are consistent with the budget, Constitution, and state law. This includes authority to borrow money, and to acquire, encumber, and sell real and personal property consistent within the provisions of Article X.2.b of this Constitution.
 - v) Ensure that Mill City Church is adequately represented in all legal matters.
 - c) Propose and Oversee Church Budget
 - i) Present a proposed budget to the Covenant Membership at a Covenant Membership meeting at least three weeks prior to the beginning of the new fiscal year. All proposed non-budgeted expenditures in excess of five percent (5%) of the annual budget require the majority approval of the Covenant Membership.
 - ii) Upon approval, ensure that the budget is carried out as approved. The Leadership Team gives the Pastor(s) the ability to adjust individual budget items and amounts where ministry objectives necessitate but in no event shall total expenditures exceed the total authorized budget without prior notification of the Covenant Members.
 - iii) Ensure the integrity of the process of receiving contributions and disbursing funds on behalf of the church, in accordance with standard accounting procedures for non-profit organizations.
 - d) Provide Human Resource Services for the Pastor(s)

- i) Provide Accountability for Pastor(s)
 - (1) Hiring and dismissal of Pastors subject to the provisions of this Constitution. The Leadership Team delegates the hiring of all non-Pastoral staff to the Pastor(s).
 - (2) Annual written review of the Pastor(s), providing godly counsel or discipline as required.
 - (3) Annual review and approval of all pastors and staff compensation; approval of compensation for all new staff.
 - (4) Periodic review of personnel policies, and administration of those policies as they directly relate to all the staff.
 - (5) Resolve conflicts arising from work of the Pastor(s) by focusing upon areas of responsibility and accountability where the conflict has arisen. Normally the Leadership Team will appoint at least two of its members to assess the issues involved and to make recommendations back to the Leadership Team. The goal is to resolve the conflict based upon the Biblical directives and relevant principles of Christian conduct and in accordance with relevant sections of the constitution.
- ii) Recommend to the Covenant Membership any licensing/ordinations.
 - (1) Act upon any licensing and commissioning requirements and to notify the Covenant Membership of any such actions.

4) Rules of Office

- a) The term of office for Leadership Team members will be three (3) years with a maximum of two (2) consecutive terms. A person shall be out of office at least one (1) year before they are again considered for additional terms. Terms shall be staggered so that, as nearly as possible, one-third (1/3) of the Leadership Team members terms shall expire each year, rounded down. Pastors who are members of the Leadership Team are exempt from term limits.
- b) The Leadership Team will consist of no less than six (6) and no more than ten (10) voting persons, which normally includes two Pastors.
- c) At their first Covenant Member meeting of each fiscal year, the Leadership Team will select from among themselves officers, as specified in Article V, to be ratified by Covenant Membership affirmation at the subsequent covenant member meeting.
- d) A quorum of the Leadership Team for meeting and affirming will be two-thirds (2/3) of the Leadership Team.
- e) Action may be taken by the Leadership Team by a majority vote of those participating unless otherwise provided in this Constitution. (For the purposes of this Constitution, a "majority" means greater than fifty percent (50%).)
- f) The Leadership Team may take action by written or electronic approval as indicated by a majority of the Leadership Team.
- g) All voting actions must be noted in minutes. Minutes of Leadership Team meetings will be kept in an official record available to the Covenant Membership.

- h) The Leadership Team shall strive for unanimity. Matters shall be determined by a majority vote of a Leadership Team quorum, unless on a matter in which the Constitution requires a different percentage.
- i) A Leadership Team member will be terminated from office by expiration of a term, by resignation, upon a vote of dismissal by a two-thirds (2/3) majority of all remaining Leadership Team members, or by a vote of dismissal by seventy-five percent (75%) of the quorum of Covenant Members present at a properly noticed Covenant member meeting. Notice of any termination will be sent to the Covenant Membership, in writing, within seven (7) days after the changes.

ARTICLE VII
Pastors and Associate Pastors

Pastor(s)

- 1) Responsibilities
 - a) Equip the congregation to participate in God's mission.
 - b) Preach and teach the Word of God, help organize and lead public worship services, and ensure the administration of the sacraments (Communion and Baptism).
 - c) Lead the congregation towards meaningful partnership with the local community of Northeast Minneapolis
 - d) Determine Ministry Teams needed to carry out the Call and Covenant of the church, and appoint appropriate leadership for the Ministry Teams.
 - e) Hiring and dismissal of staff subject to the provisions of this Constitution.
 - f) Direct all other Ministry Teams and their leaders, providing counsel, encouragement, tools, resources and Christian discipline so as to assist in the accomplishment of objectives of each team. All leaders and team leaders shall be responsible to the Leadership Team.
 - g) Normally two Pastors will be members of the Leadership Team.
 - h) At least one Pastor will be an ex officio member of all Ministry Teams and committees
- 2) Call of Pastors
 - a) A Pastor will be called at a regular or special covenant membership meeting, the purpose of which will be announced at least two (2) weeks in advance. Any Pastor will be nominated by a Pastoral Call Committee, in the manner outlined in Article VIII. A Pastor shall be called by written ballot with a seventy-five percent (75%) vote of Covenant Members present. The call shall be for an indefinite period of time.
- 3) Resignation of a Pastor
 - a) A pastor may resign by submitting a letter of resignation to the Leadership Team. Unless there are extenuating circumstances, six (6) weeks notice should be observed.
- 4) Dismissal of a Pastor
 - a) The dismissal of a pastor or paid ministry team member should be undertaken only after avenues of remediation have been pursued.
 - b) The dismissal of a pastor will be by congregational vote at a special meeting called for that express purpose. Such an agenda item cannot be a part of, or added to, the agenda

of any other meeting. The congregational meeting for such a vote may be called by a two-thirds (2/3) vote of the Leadership Team, or through the request of the congregation accomplished by a petition for such a meeting signed by 30% of the Covenant Membership. The quorum for such a meeting shall be 50% of the Covenant Membership. The grounds for dismissal shall be presented. Members shall be allowed to speak to the matter. The pastor shall be allowed to speak to the matter. The vote shall be by written ballot. A seventy-five (75%) vote of covenant members present and voting is necessary to dismiss the senior pastor.

5) Charges Against a Pastor

- a) Charges against a pastor will be submitted in writing to the Leadership Team, charging a pastor with indiscretion, immorality, doctrinal error, or unethical behavior. The Leadership Team will be responsible to determine what action should be taken in response to charges. The Leadership Team can suspend a pastor while the matter is being engaged. The Leadership Team can move towards dismissing a pastor if necessary through the process outlined in Article VII.4.b.

ARTICLE VIII
Committees

1) Committees

Unless otherwise indicated below, all committees will have a Leadership Team representative and a Committee Chair as an ex-officio voting member.

a) Leadership Team Calling Committee

This will be a standing committee of the Covenant Members, the Leadership Team Calling Committee, which will be directly responsible to the Covenant Membership. The Leadership Team Calling Committee will have five (5) members who must be Covenant Members. Two (2) members will be current members of the Leadership Team. Additional members will be ratified by the Covenant Membership during a properly noticed business meeting, from nominations made by the Leadership Team Calling Committee. Leadership Team Calling Committee members will have a term of three (3) years.

(1) Responsibilities:

- (a) To check background, interview, evaluate, and select possible candidates for participation on the Leadership Team.
- (b) To make a recommendation of new Leadership Team members to the congregation for vote by the Covenant Membership at a properly noticed covenant membership meeting. No more than (1) candidate will be presented for each opening.
- (c) To handle all communication with Leadership Team candidates until ratified by the Covenant Membership.
- (d) Actions by the nominating committee shall be taken in such manner as to preserve the unity of the Spirit in the bond of peace.

b) Pastoral Call Committee

Before a call is issued to anyone who will be serving in a pastoral role, there will be a Pastoral Call Committee formed by the Leadership Team. This Call Committee will be comprised

of seven (7) members selected by the Leadership Team, directly responsible to the Covenant Membership. At least three (3) of the members will be non-Leadership Team members. The Leadership Team will appoint all members of the committee. The committee must be representative of the congregation. This committee will be ratified at the next covenant member meeting. The Call Committee will elect a Committee Chair from among the members at its first meeting. The Call Committee will terminate upon issuance of the call by the Covenant Membership and the acceptance of such call by a candidate.

- i) Responsibilities:
 - (1) To check background, interview, evaluate and select possible candidates for the position(s).
 - (2) To present no more than one (1) candidate to the Covenant Membership concurrently for a vote to issue each Call.
 - (3) To make a recommendation to the Covenant Membership at a properly noticed covenant member meeting, and to issue a call, with specific terms of employment approved by the Leadership Team.
 - (4) To handle all communication with candidates until a call is accepted, after which communications will be made by the Leadership Team or Pastor(s).
 - (5) To inform the covenant membership of the on-going process of the search.
- c) Other Special Committees. The Leadership Team or the congregation may establish a committee to address a specific task. The committee shall report back to the body which formed it unless otherwise instructed by its founding body. The committee shall terminate upon the completion of its task.

ARTICLE IX Covenant Membership Meetings

- 1) Annual Meeting
 - a. An Annual Meeting shall be held as near the first of the fiscal year as feasible. The date and time of the Annual Meeting will be determined by the Leadership Team.
 - b. At the Annual Meeting, ministry reports will be presented by the Leadership Team, Pastor(s), and other Ministry Teams as directed by the Leadership Team.
 - c. Reports on an independent review of the church's financial records will be submitted by the Treasurer.
 - d. Election for offices shall be held.
 - e. The church budget shall be submitted for action.
 - f. The agenda for this meeting will be provided to the Covenant Members by the Leadership Team at least seven (7) days prior to the meeting date.
- 2) Covenant Membership Meetings
 - a. Covenant Members will meet quarterly including the Annual Meeting.
 - b. The primary purpose of the Covenant Membership meetings is to encourage and challenge covenant members to live out the Membership Covenant.
 - c. Proper Notice

- i. All meetings shall be announced by written communication to the membership at least two weeks prior to the meeting date.
 - ii. Such notice will include a meeting agenda, and include any special items for action. In the case where ratifications are being made, written notice of candidates' names will also be provided in the agenda at least two weeks prior to the meeting. In the case where the meeting will be to amend the Constitution or the Articles of Incorporation of Mill City Church, thirty (30) days public notice will be provided pursuant to Article X of this Constitution.
 - d. Conduct of Meeting
 - i. The Chair of the Leadership Team or a Pastor(s) shall serve as Chair of any meeting of the membership. All meetings will be conducted decently and in good order.
 - ii. All congregational meetings of the church are subject to the provisions of this Constitution.
 - iii. The overriding consideration in any conduct of meeting is the grace, fruit, and wisdom of the Holy Spirit.
 - e. Covenant Member Voting
 - i. Each Covenant Member, and only Covenant Members, will be responsible to affirm or deny any proposed action at any meeting of the membership. Such votes must be cast in person. Vote by proxy shall not be allowed. All votes shall be by written ballot. The Chair of the meeting may call for open balloting where no objection is raised.
 - ii. Absentee ballots shall be valid if received by the meeting chairperson prior to the meeting at which the vote shall occur, accompanied by a valid reason for absence. The Overseer Chairperson shall determine validity of absentee ballots and report at the meeting the names of those submitting absentee ballots together with a ruling on the validity of each.
 - iii. Ratification of Pastor(s) and Leadership Team requires a seventy-five percent (75%) affirmative vote of the quorum.
 - iv. Unless otherwise provided in this Constitution, a majority vote of the quorum is required for all action by the Covenant Membership.
 - f. Quorum
 - i. Thirty percent (30%) of the membership shall constitute a quorum for the annual meeting, with a minimum of thirty (30) members. Unless otherwise noted in this Constitution, twenty percent (20%) of the covenant membership shall constitute a quorum for any other meeting, with a minimum of twenty (20) members.
 - ii. In the absence of a quorum, the meeting will be rescheduled.
 - g. Special Covenant Membership Meetings
 - i. Other meetings may be called by the Leadership Team as they deem necessary, provided proper notice is given.
 - ii. Other meetings may be requested by Covenant Members. Before Covenant Members may request an additional meeting, they must first request to meet with the Leadership Team to discuss the issue of concern. If those Covenant Members and the Leadership Team cannot resolve the issue, those Covenant

Members may, after thirty (30) days of requesting the appearance with the Leadership Team, submit to the Leadership Team a written petition for a special covenant member meeting. A valid petition will be signed by at least ten percent (10%) of the Covenant Membership or fifteen (15) covenant members, whichever is lower, containing a brief statement of the unresolved issue(s) for the meeting agenda, and state any motions concerning each issue. Within thirty (30) days of receiving a valid written petition, the Leadership Team will either convene a special business meeting to address the issue(s) in the petition, or place the issue(s) on the agenda for the next Covenant Member meeting. The Covenant Member meeting may be restricted in whole or in part to Covenant Members, as determined by the Leadership Team, whenever the issue under discussion merits confidentiality.

h. Effective Date of Service.

- i. The Leadership Team, Pastor(s) and other elected persons will assume their responsibilities on the first day of the fiscal year or on any other date indicated on the ballot at the time of election, unless elected or appointed during the year to fill a vacancy.

ARTICLE X
Assets of the Church

1) Title

- a. The Congregation will hold title to its own assets.

2) Acquisition, Disposition and Encumbrance of Assets

- a. Assets acquired through budgetary provisions do not need additional congregational approval. Assets acquired beyond budgetary provisions, particularly land or facility acquisition, require the approval of the Covenant Membership by majority vote.
- b. By affirmative majority vote of the Leadership Team, Mill City Church may borrow money, buy, lease, acquire, own, hold, improve, use and deal in and with real or personal property, or an interest in property, wherever located; and may sell, convey, mortgage, create a security interest in, lease, exchange, transfer or dispose of all or part of its real or personal property, or an interest in property, wherever located; except, however, that any action involving the construction of, financing of, or addition to the church facilities outside of budgeted expenditure as limited by Article X.2.a must be approved by seventy-five percent (75%) of all the Covenant Members present at a covenant member meeting called for such purpose; and that any sale, lease, transfer, or disposition of all or substantially all of the church property and assets will likewise be approved by seventy-five percent (75%) of all the Covenant Members present at a covenant member meeting called for such purpose.

3) Division in the Church

- a. In the event of division within the church, in which there are competing claims to the assets by various factions of the membership, the title of all church property, real or personal, shall remain with the group which abides by the Constitution, as determined by the executive board of the Minnesota Iowa Baptist Conference.

4) Closure of the Church

- a. In case of dissolution of Mill City Church, the Minnesota Iowa Baptist Conference will have the first right of refusal for all church property and all associated debt.
- b. No action for the sale or transfer of assets may be taken when the closure of the church is under consideration without the prior approval of the MIBC executive board. In the event the congregation votes to cease, the property and all assets of the church shall become and be the property of the Baptist General Conference and the MIBC, shared equally for the furtherance of the mission of both in that region, primarily through church planting.

ARTICLE XI

Fiscal Year

1) Fiscal Year

The fiscal year of Mill City Church will be October 1 through September 30.

ARTICLE XII

Amendments

1) Procedure for Amendments

- a. This Constitution and the Articles of Incorporation of Mill City Church may be amended at any properly noticed covenant member meeting. Written public announcement of such a meeting must be made to the congregation at least thirty (30) days prior to such meeting.
- b. Written copies of proposed amendments must be made available at least seven (7) days in advance of the meeting.
- c. Only Mill City Covenant Members may vote to amend this Constitution or the Articles of Incorporation. A two-thirds (2/3) vote of the quorum will be required to amend the Constitution or the Articles of Incorporation.

ARTICLE XIII

Indemnification

1) Indemnification.

Every member or recognized participant of the Leadership Team, Calling Committee, or other employees of Mill City Church shall be indemnified by Mill City Church against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such member or recognized participant of the Leadership Team, Calling Committee, or other employees of Mill City Church in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member or recognized volunteer of Leadership Team, Calling Committee, or Mill City Church employee, or any settlement thereof, unless adjudged to be liable for intentional misconduct in the performance of her/his duties therein either by a court of law or by the

Leadership Team. Provided, however, that in the event of a settlement, the indemnification herein shall apply only when the Leadership Team approves such settlement and reimbursement as being in the best interest of Mill City Church. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such member or recognized participant of the Leadership Team, Calling Committee, or other employee of Mill City Church is entitled.

ADOPTION

This Constitution has been approved and adopted by the Covenant Members of Mill City Church on _____ (month, day, and year).

Leadership Team Chair – President

Witness – Treasurer