CB Northwest Guidelines
For Doctrinal Statement and Bylaws

Doctrinal Statement and Bylaws
FirstChurch
ThisCity, ID
Adopted: DATE

(A Title Page is not required, but helpful.)

Statements highlighted in turquoise are required in Idaho.
Statements highlighted in gray are required by the IRS for 501(c)3 status.
Statements highlighted in red are required by CB Northwest.

Table of Contents

(the table of Contents is not required, but helpful)

Name **5**
Purpose **5**
Authority and Government **5**
Elders **5**
Number of Elders 6
Qualifications of Elders 6
Election, Terms, and Succession of Elders 6
Removal of Elders 6
Elders Meetings 6
Roles and Responsibilities of Elders 6
Officers **6**
Listing of Officers 6
State required officers *6*
Other officers, e.g. Deacons, Deaconesses *6*
Qualifications of Officers 6
Appointment, Terms, and Succession of Office 6
Removal of Officers 6
Roles of Officers 6
Membership **6**
Qualification of Members 7
Reception of Members (Election or Appointment) 7
Responsibilities of Members 7
Privileges of the Members (Rights) 7
Classification of Members 7
Conflict Resolution 7
Discipline of Members 7
Removal of Members 7
Member Meetings **7**
For Worship 7
For Business 8
Quorum and Voting 8
Rules of Order 8
Books and Records **8**
Committees **8**
General Controls 8
Standing Committees 8

Special Committees 8
Auxiliary Organizations 8
Authority 8
Approval 8
Officers 8
Bylaws 9
Meetings 9
Licensure and Ordination 9
Licensure 9
Ordination 9
Finances 9
Dissolution of this Church 9
Amendments 9

Doctrinal Statement

To secure your religious freedom and rights in the view of the state it is important to include a doctrinal statement in your governing documents.

You must have a doctrinal statement that is congruent with the CB Northwest Identity Document (you are welcome and encouraged to use the Doctrinal Statement in the CB Northwest Identity Document).

The following areas are covered by the identity document:

Scriptures

God

The Father

The Son

The Holy Spirit

Humanity

Family

Sin

Salvation

Church

Angels

Last Things

Bylaws

The state requires that either the initial board of directors or members adopt bylaws. (ID)
In this document we're using the term "Bylaws" as the name of the governing document. If your church uses the name "Constitution" for your governing document, the state will be okay with that. (You may presently have a Constitution and Bylaws, the state only requires one governing document. If you are only making changes to one of your existing documents make sure the documents are in agreement with each other.)

Name

Name is required in your Articles of Incorporation and not a necessary piece of this document. If you include Name in your Bylaws be sure it matches your Articles of Incorporation.

Purpose

Purpose is required in your Articles of Incorporation for Alaska and Washington ***and*** *to receive 501(c)3 status from the IRS. If you include Purpose in your Bylaws be sure it is congruent with your Articles of Incorporation.*

- You may say "See Bylaws" in your Articles of Incorporation. (ID)
- You are required to place your purpose in your Articles of Incorporation.

Authority and Government

Required to affirm agreement with the CB Northwest Identity Document.

Elders

State law speaks to the number, election or appointment, terms, resignation, removal, vacancies, and meetings of directors. In many cases the bylaws may override state law, but if the bylaws make no provision in an area, then the law is the guideline.
The affairs of a corporation are managed by the board of directors. The bylaws may specify a different title for directors.

- To be congruent with the CB Northwest Identity Document the elders of the church must be designated as the directors of the corporation.
- The board of directors must have at least 1 director. The bylaws may either fix or prescribe a manner for determining the minimum number greater than 1. Directors are elected at the annual meeting by the members unless bylaws state differently. The term of an elected director may not exceed 5 years. Directors may serve successive terms. (ID)
- Quorums for director meetings may not be less than the greater of 1/3 of the number of directors or 2 directors. (ID)
- Loans cannot be made to directors and officers outside of a loan or guarantee program available to all members. (ID)

- Elders must meet the biblical qualifications for their office and submit to the headship of Christ, emulating His servant leadership. We believe the function of eldering is reserved for biblically qualified males, who will serve in a plurality.

The directors of this church are the elders…

Number of Elders

Qualifications of Elders

Election, Terms, and Succession of Elders

Removal of Elders

Elders Meetings

Roles and Responsibilities of Elders

Officers

- A religious organization is not required to have officers. Unless otherwise specified in the articles or bylaws there will be a president, secretary, and treasurer. An individual may hold more than one office. The bylaws may specify different titles for officers. (ID)
- Loans cannot be made to directors and officers outside of a loan or guarantee program available to all members. (ID)

For further explanation of the employment of pastor staff and other staff see our samples.

Listing of Officers

State required officers

Other officers, e.g. Deacons, Deaconesses

Qualifications of Officers

Appointment, Terms, and Succession of Office

Removal of Officers

Roles of Officers

Membership

State law does not require your organization to have members.
If you incorporate with members, state law speaks to the election or appointment, qualification, removal, and rights of members. In many cases the bylaws may override state law, but if the bylaws make no provision in an area, then the law is the guideline.

If you incorporate with members, CB Northwest recommends that you include a general statement about membership followed by specifics on the following topics.

Qualification of Members

Reception of Members (Election or Appointment)

Responsibilities of Members

Privileges of the Members (Rights)

Classification of Members

Conflict Resolution

Discipline of Members

Removal of Members

Member Meetings

If a corporation has members, an annual meeting of the members is required.
State law speaks to the types of meetings, notice, voting, and quorum. In many cases the bylaws may override state law, but if the bylaws make no provision in an area, then the law is the guideline.

- There must be an annual meetings of members. (ID)
- At the annual meeting the President and CFO shall report on the activities and financial condition of the corporation. (ID)
- 10% of the voting members may call a special meeting unless declared otherwise in the bylaws. (ID)
- The corporation must prepare and make available to any member a list of members for notice and voting beginning 2 business days after the notice of a meeting is given. The list must be available at the corporate office or a reasonable place identified in the meeting notice in the city where the meeting will be held. The list must also be available at the meeting. *Religious corporations may limit or abolish this requirement in their bylaws.* (ID)
- Unless one-third (1/3) or more of the voting power is present in person, by proxy, by mailed written ballot or by absentee ballot, the only matters that may be voted upon at an annual or regular meeting of members are those matters that are described in the meeting notice. *Bylaws may change this.* (ID)
- Notice of all meetings must include place, date, and time and be mailed not less than 10 days before meeting date (if not first class or registered mail not less than 30 days) and not more than 60 days before meeting date. *Bylaws may change these requirement as long as they are "fair and reasonable." These guidelines are considered to be fair and reasonable.* (ID)

For Worship

It is recommended you have a brief statement on worship, to differentiate those meetings from business meetings.

For Business

Quorum and Voting

Rules of Order

It is recommended you have something that defines how you will conduct your business meetings.

Books and Records

State law speaks to the types of records a corporation must keep, as well as where they must keep then, for how long, and members' rights to inspect these records. In most of these things, the bylaws cannot override state law.

- A corporation shall keep permanent records of minutes of all members, directors, and board committees meetings as well as actions by members and directors without a meeting; appropriate account records; and record of members with name, address, and class. At its principal office it shall keep articles of incorporation; bylaws; resolutions; minutes for the past 3 years; written communication to members within the past 7 years (including financial statements), a list of the names and addresses of directors and officers, and the most recent annual report for the state. Members may inspect at a reasonable time any records of the corporation with written 15-day notice unless bylaws limit or abolish this right. (ID)

Committees

State law allows the board of directors or bylaws to create committees and guidelines for those committees. This article is not required.
If your church will have committees CB Northwest recommends you include some general guidelines for those committees.

General Controls

Standing Committees

Special Committees

Auxiliary Organizations

This article is not required.
Auxiliary organizations are things such as Daycares, Pre-Schools, Christian Schools, etc. If your church will have these CB Northwest recommends you set forth some guidelines for how these organizations will relate to the church.

Authority

Approval

Officers

Bylaws

Meetings

Licensure and Ordination

This article is not required.
CB Northwest recommends that you include provisions for licensing and ordination in your bylaws.

Licensure

Ordination

Finances

This article is not required.

Dissolution of this Church

Dissolution is required in your Articles of Incorporation for Washington State and to receive 501(c)3 status from the IRS. If you include Dissolution in your Bylaws be sure it matches your Articles of Incorporation.
You must have one in all states.

- You may say "See Bylaws" in your Articles of Incorporation. (ID)
- You are required to place your dissolution clause in your Articles of Incorporation.

For an example statement see the document: Legal Guidelines.

Amendments

State law speaks to the procedures for amending bylaws. Bylaws may override state law, but if the bylaws make no provision for amendments, then the law is the guideline.