

MEETING MINUTES OF THE GOVERNANCE AND BY-LAWS COMMITTEE OF LIFE CHURCH THAT WAS HELD ON WEDNESDAY, NOVEMBER 6, 2019 AT 6:30 P.M. ALL MEMBERS WERE PRESENT.

The meeting was called to order and we opened up with prayer.

Upon motion by Galen, and second by Norm, the minutes from the Oct 30, 2019 meeting were approved unanimously with the condition that they be amended to state that Seth joined in the meeting by telephone.

We briefly discussed Galen's thought that we should capture, in future minutes, the number of votes for and against all motions that go to a vote. By consensus we agreed this was unnecessary as a general rule, but any member has the option of requesting that the vote count be recorded on any particular vote if they deem it beneficial for the record.

Matt led the group in a brief review of the church's current Articles of Incorporation. It was noted that the original Article 14 stating that directors and members must receive a 2/3rds majority vote for election had been superseded in 1984 by a revised Article 14 that mentioned no such requirement.

Dave gave the group a live tutorial on navigating around new Office 365 Sharepoint network platform and handed out account information for everyone. Effective immediately, the group will proceed to move all documents to this platform and begin using it for collaboration.

The committee took up the question on whether we should continue to have a single board for both spiritual and corporate matters, or create two separate boards, a Board of Elders and Board of Directors.

- Reasons given for two boards included:
 - o Allows the elders to delegate corporate matters (finances, facility, human resources, etc.) so they can concentrate on spiritual matters; clearly defined division of responsibility
 - o Increases the number of leadership positions available in the body, providing enhanced accountability
 - o Creates an environment where leaders can serve more effectively using their God-given strengths
- Reasons given for one board included:
 - o The church isn't big enough for two boards. There isn't enough work to do.
 - o How would two boards communicate with each other? This might actually hinder effective decision-making.
 - o The congregation may not react favorably to a two board system given what the church has gone through in the past several months

There was also discussion over possible hybrids between the two models, including having the elders form a standing subcommittee that would serve the same functions as a Board of Directors. The issue was then tabled for future discussion.

The committee took up the question on whether pastors or any other paid staff should be allowed to serve on the board(s) and have voting rights; and if the Senior Pastor should be a permanent member of the board(s), chair the board(s), or have voting rights. Discussion focused primarily on the Senior Pastor. The primary issue debated was how powerful the Senior Pastor's voice and authority should be in the board meetings. The overall consensus seemed to be that the Senior Pastor did need to have a voice at the board meetings, but that he not be enabled to overpower the decision-making. Although there appeared to be significant support for not giving the Senior Pastor voting rights in board meetings, the issue was not brought to a vote. The entire discussion surrounding pastors or other paid staff serving on the board(s) was tabled for future discussion.

Matt requested that all members review the agenda questions surrounding how the by-laws should address the installation and removal of Elders/Directors and the Senior Pastor in preparation for next week.

Upon motion by Dave, and second by Jerry, the meeting was adjourned with prayer.

Todd Broyles
Secretary