

Constitution and Bylaws

Living Water Church, Inc.

Sun Prairie, WI

OUR MOTTO: Relationships are everything.

OUR MISSION: Building relationships that change lives.

Living Water Church

3075 Prospect Drive

Sun Prairie, WI 53590

Church Office Phone: (608) 834-9899

Website: www.livingwaterflows.com

Email: questions@livingwaterflows.com

Adopted 11.16.2025
Implemented 1.25.2026

Table of Contents

PREAMBLE	3
CONSTITUTION	3
Chapter 1 – Name and Incorporation	3
Chapter 2 - Statement of Faith	3
Chapter 3 - Powers of the Congregation	4
Chapter 4 – Leadership	5
Chapter 5 - Bylaws	6
Chapter 6 – Keeping of the Records	6
Chapter 7 - Amendments to the Constitution	7
Bylaw 1 - Meetings	8
Bylaw 2 - Property	9
Bylaw 3 - Membership	10
Bylaw 4 – Pastor(s)	11
Bylaw 5 - Board of Elders	12
Bylaw 6 - Business Operations Team	15
Bylaw 7 – Nominating Team	18
Bylaw 8 – Ministry Team	18
Bylaw 9 – Policies and Procedures	19
Bylaw 10 – Use of the Facility	19
Bylaw 11 – Consistency	19
Bylaw 12 – Limit of Liability	19
Bylaw 13 – Indemnification	19
Bylaw 14 – Changes to Bylaws	20
Governing Structure Diagram	21
Document Revision History Table	212

PREAMBLE

We, the congregation of Living Water Church, desire to grow in relationship with God and with one another, advancing His kingdom with the light of Christ in the power of the Spirit, pushing back the darkness so that the least, the last and the lost are touched by the love of God. To assist in this purpose, we establish this Constitution to which we voluntarily submit ourselves.

CONSTITUTION

Chapter 1 – Name and Incorporation

1. The name of the congregation shall be Living Water Church, Inc., hereinafter referred to as LWC.
2. For the purposes of the Constitution and Bylaws, the congregation of Living Water Church will be referred to as LWC or “the congregation”.
3. The congregation is incorporated under Wisconsin Statute, Chapter 181.

Chapter 2 - Statement of Faith

Because we love God and all people, we value:

- An intimate personal relationship with God our Father and Creator, whose image we bear.
- An unconditional surrender to the Lordship of Jesus Christ who alone is the Savior of all Mankind.
- A radical dependence on the empowering presence of the Holy Spirit today in every believer and the church body.
- The Bible as God’s word – absolutely dependable, relational, and relevant in equipping all people for life.
- Prayer for its power to bring us into God’s presence and to change realities.
- Sharing the source of our hope and joy with others.
- God’s healing power in our world today.

- Serving and giving as the highest forms of witness and work.
- Inspiring and joyful worship that engages the heart, mind and spirit.
- Relationships as the most important facet of human existence.
- Pursuing a deeper daily walk with God through prayer, worship, study of His Word, service to others and growing relationships with other believers.
- The grace of God, freely given- the only way to be saved.
- Unity as the true state of the body of Christ, striving to keep ourselves one in the Spirit and binding ourselves together in peace.
- A balanced approach to our faith, worshipping with equal awe the Father, Son and Holy Spirit.
- The Sacrament of Baptism as a voluntary act of submission to the will of God representing our Death, Burial, and Resurrection in Jesus Christ.
- The Sacrament of Holy Communion, where the Real Presence of Christ is present in, with and under the bread and drink.
- That God created humanity in His Image uniquely and purposely as male and female (Gen 1:27) and that marriage is the exclusive covenantal union between one male and one female as established by God in creation (Gen 2:24, Matt 19:5-6). LWC will faithfully follow this Scriptural definition of marriage in the teachings and practice of this church, and therefore, this church and its staff will not officiate, solemnize, perform or host a marriage or marriage-like ceremony involving anything other than the union of one biological man and one biological woman as instituted by God.
- The sanctity of life. We recognize that all human life is a gift from God for us to respect and protect through all its stages, from conception to natural death (Psalm 139).

Chapter 3 - Powers of the Congregation

1. The authority of this congregation is that which is necessary to fulfill its mission and ministry according to the Scriptures.

2. The congregation has ultimate authority for all ministries, finances, and facilities of LWC. The fiscal and non-fiscal responsibilities not reserved to the congregation in this constitution are delegated to the elders. The non-fiscal responsibilities not reserved to the elders in this constitution are delegated to the Ministry Team.
3. The authority of this congregation is primarily exercised at the annual meeting or at a properly called meeting as provided for in this Constitution and Bylaws.
4. This congregation shall have authority to:
 - a. Extend a letter of call or terminate a letter of call to an ordained pastor.
 - b. Elect or terminate the members of the LWC Board of Elders, Business Operations Team and the Nominating Team.
 - c. Approve the annual church budget.
 - d. Acquire and dispose of real property and all assets, hold title to and use its property and all assets for any activities consistent with its mission and ministry.
 - e. Adopt or terminate its official affiliation with any denomination, ministry association or organization.
 - f. Amend this Constitution and the Bylaws.
 - g. A member may review the church finances with two weeks' notice to the Business Operations Team.

Chapter 4 – Leadership

1. The congregational leadership of the church shall be delegated to a Senior Pastor and Board of Elders. The Senior Pastor shall be a member of the Board of Elders.
2. The Board of Elders shall see that the provisions of the Constitution and Bylaws of this congregation are carried out.
3. The Senior Pastor shall have a seminary degree or an endorsement from a church body that is consistent with the Constitution and Bylaws of LWC. As the called and ordained shepherd of the congregation, the Senior Pastor shall guide the life and activities of this congregation, except as reserved elsewhere in this constitution.
4. In the event of a Senior Pastor vacancy, the Board of Elders shall determine if an interim/transitional pastor is warranted. If not warranted, the elders will convene a

Call Committee. If warranted, the Board of Elders shall have the authority to call an interim/transitional pastor for one year, with the option to renew for six (6) months. Beyond that length of time, a congregational vote will be required to extend beyond that eighteen (18) month term. The Board of Elders shall determine which duties of the Senior Pastor shall be assumed by the Interim Pastor, and which shall be assumed by the Board of Elders or other congregation members or staff.

5. The Board of Elders shall have general oversight of the life and activities of this congregation, and particularly its spiritual life, to the end that everything is done in accordance with the Word of God.
6. The Board of Elders may establish any ministry, program or team(s) it deems necessary for the conduct of the mission of the congregation and may delegate specific duties and authority thereto.
7. The Board of Elders shall have full authority and responsibility to act in the name of this congregation and on behalf of its members with respect to all business, legal matters and financial and property matters affecting this congregation, except as expressly reserved to the members or otherwise stated herein. The Board of Elders shall make any legal agreements as necessary to fulfill the mission and ministry of this congregation. The daily financial and business operations of this congregation are delegated to the Business Operations Team, who report to the Board of Elders.
8. The Board of Elders shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Wisconsin, except as otherwise provided herein.

Chapter 5 - Bylaws

1. This congregation may adopt bylaws. No bylaw may conflict with the LWC Constitution.

Chapter 6 – Keeping of the Records

1. The records of the congregation shall be and remain the property of the congregation.
2. Corporate Articles of Incorporation, bylaws, notices of meetings, all real estate records and minutes of congregational meetings shall be retained as required by the laws of the State of Wisconsin.

3. The records relating to “church” activities will be retained permanently and shall consist of but not limited to:
 - a. The annual membership roll to coincide with the annual congregational meeting.
 - b. Documents related to baptism, birth, dedications, weddings, and death of members.
4. All other legal records shall be retained for the period of time that is stipulated under state and federal law.

Chapter 7 - Amendments to the Constitution

1. Amendments to this constitution shall be proposed via a petition presented by at least ten percent (10%) of the voting members of LWC or by the Board of Elders.
2. Amendment proposals must be submitted in writing with the Board of Elders at least ninety (90) days before formal consideration by this congregation at its regular or a specially called meeting for that purpose.
3. Proposals must be presented to the congregation by the Head Elder (or other representative as outlined in the bylaws) with the Board of Elders recommendations at least thirty (30) days in advance of the meeting.
4. An affirmative vote of three-fourths (3/4) of the voting members present and voting is required to amend the constitution. The definition of a voting member is found in the bylaws.

PREAMBLE

These bylaws are intended to provide operational guidelines for a leadership structure which seeks to support and bring unity to our church body as they seek Godly wisdom leading our congregation toward Him. The Senior Pastor and Elders shall guide the worship life of our congregation while maintaining oversight of its daily business through Governing Teams. The Senior Pastor, Associate Pastor or an Elder shall have oversight of each of the Governing Teams. As it is not possible to develop a bylaw for every situation that may arise, policy and procedures will be developed to further guide our daily business. A governing structure diagram is included at the end of these bylaws.

BYLAWS

Bylaw 1 - Meetings

1. The annual meeting of the congregation shall be held once each calendar year and normally in January. The meeting shall include the election of members to the Business Operations Team and the Nominating Team, the presentation of the annual budget, presentation of program accomplishments and goals for the year ahead and transaction of other regular business. Additional congregational meetings for budget, first fruits, ministry and other church updates may be called by the elders.
2. A special meeting may be called by a petition of at least ten percent (10%) of the voting members or by the Board of Elders. The call for each special meeting shall specify the purpose or purposes for which it is to be held, and no other business shall be transacted.
3. For the purpose of voting, the quorum for any meeting is over twenty percent (20%) of the voting members. Vote shall be by written ballot or hand vote at the discretion of the presiding official. The presiding official shall determine if a quorum is met.
4. Voting by proxy or by absentee ballot shall not be permitted. Virtual video attendance and voting shall be permitted. A request for virtual video attendance shall be made to the office administrator (or equivalent) a minimum of two weeks prior to the meeting by those requesting virtual video attendance.

5. All actions by the congregation shall be by majority vote unless specified otherwise.
6. Notices of all meetings of this congregation shall be given at least thirty (30) days in advance of the date of the meeting. Such notice shall be given through the following methods: worship service, email, and through the regular newsletter. The notice shall state the date, location, time and specific purpose(s) of the meeting. One of the listed methods must occur not later than thirty (30) days prior to the meeting; the other two methods must follow within seven (7) calendar days. Members may request postal mail or a printed copy if they do not wish to use electronic means.
7. Robert's Rules of Order, latest edition, shall govern parliamentary procedure of all congregational meetings.
8. All annual or specially called meetings of the congregation shall be presided over by the Head Elder, or, in his or her absence, the Head Elder will designate another elder. The Board of Elders shall ensure the minutes are kept and reported.

Bylaw 2 - Property

1. The title to all real and personal property of LWC shall be in the name of the church and no member or group of members shall have any individual property rights in the assets of the church.
2. In the event that the church is dissolved, the properties (real and personal) shall be sold, and all proceeds and residual monies, above liabilities, shall be divided among those eligible organizations (by statute) which the church has supported, including those organizations supported by LWC for at least five years during the ten-year period immediately prior to the date of dissolution. This division shall be proportioned on the basis of the relative support levels among those eligible mission organizations as averaged over the aforementioned ten-year period. Those organizations which no longer exist at the time of dissolution shall be considered ineligible to receive any of these funds, even though they may have received support from the church in the past.
3. By incorporation, the church has legal standing before the courts of the state.

Bylaw 3 - Membership

1. Voting members of this congregation shall be those persons on the membership roll of the congregation at the time this constitution is ratified who maintain their membership in accordance with the provisions of this constitution and its bylaws.
2. Membership is maintained by an annual grace-filled reaffirmation of membership. This affirmation is accomplished by re-signing the current Living Water Membership Covenant at the annual meeting. If a member will not be present at the annual meeting he or she may re-sign or e-sign up to four (4) months in advance of the annual meeting.
3. A voting member shall have attained the age of eighteen (18) and have signed a membership covenant.
4. Individuals may join this congregation by attending new member classes and signing the current membership covenant.
5. A non-voting member shall be those who are under the age of eighteen (18) or those who have not yet joined the congregation but are attendees of the church.
6. A youth member becomes a voting member upon reaching the age of eighteen (18) by either attending a membership class or meeting with the Senior Pastor and signing the current Living Water Membership Covenant. The Senior Pastor will tailor a membership class to the needs of the individual.
7. Membership may be terminated by any of the following:
 - a. Death
 - b. Resignation of membership
 - c. Disciplinary action by the Board of Elders as described in Bylaw 5.7.i.
 - d. Removal from the roll due to not re-signing the annual membership covenant within a two-year period (i.e. a one-year grace period). Prior to removal from the membership roll, a pastoral care minister will contact the individual. Exceptions to removal may be made for individuals under exceptional circumstances, such as extended illness or shut-in status, etc. The Board of Elders may grant such exceptions.

- e. The Board of Elders shall make the final determination prior to removing any individual from the membership roll.
- f. Such persons who have been removed from the membership roll are still persons for whom the church has continuing pastoral concern.

Bylaw 4 – Pastor(s)

1. The authority to call or terminate a pastor's employment shall be in the congregation and shall be accomplished by at least a three-fourths (3/4) majority ballot vote of voting members present and voting at a specially called meeting for that purpose.
2. A pastor's employment may be terminated for the following reasons:
 - a. Mutual agreement between the Board of Elders and the pastor to terminate the relationship.
 - b. Resignation of the pastor.
 - c. If, due to a physical or mental impairment, the pastor is unable to perform the essential functions of the position with or without reasonable accommodation, the congregation may, after prayerful review, declare the position vacant.
 - i Both provisions 2c and 2d shall be determined by the congregation at a specially called meeting as defined in bylaw 1.2.
 - d. Disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty.
 - i The Board of Elders may place the pastor on administrative leave (paid or unpaid) during an investigation.
 - e. Termination of the pastor's call by at least a three-fourths (3/4) majority ballot vote of voting members present and voting at a specially called meeting for that purpose.
 - f. Dissolution of the congregation.
 - g. If a pastor resigns, he or she shall give the church a minimum of one month, and ideally 2 months' notice.

- h. Thirty (30) days' severance shall normally be granted to the pastor.
 - i. Severance eligibility is held in abeyance pending the outcome of any investigation.
- 3. The specific duties of the pastor or pastors and other matters pertaining to the service of the pastor(s) shall be spelled out by the Board of Elders.
- 4. The specific compensation and contractual obligations (e.g. vacation, benefits, etc.) pertaining to pastor(s) shall be recommended by the Business Operations Team and approved by the Board of Elders.

Bylaw 5 - Board of Elders

- 1. All members of the Board of Elders shall be voting members in good standing of the congregation. LWC will strive to have one elder per every forty (40) regular Sunday attendees, in addition to the Senior Pastor. In accordance with Wisconsin Statute 181.0803(1) the board shall consist of three (3) or more members.
- 2. When a vacancy occurs, the Board of Elders shall commission the Nominating Team to prayerfully begin a search for a new elder or elders.
 - a. Vacancies on the Board of Elders will be announced to the congregation by the Nominating Team, asking the congregation to prayerfully consider serving or nominating others to serve as an elder.
 - b. Nominees will be presented to the Board of Elders for approval.
 - c. The Board of Elders will call a special meeting of the congregation to vote on the new elder(s), or this vote may occur at the annual meeting.
 - d. The congregation shall be given thirty (30) days' notice that an elder(s) will be confirmed by vote using the same means as outlined in Bylaw 1.6.
- 3. Elders shall be elected for a term of three years and may serve up to two consecutive terms, with the exception of the called pastor who is exempt from term limits during their call as pastor of LWC. Upon completion of the first 3-year term, the remaining current elders shall vote to confirm a second consecutive term.

4. A person may be re-elected to the Board of Elders after a period of at least one year. If extraordinary circumstances require calling an elder back sooner than one year, a special congregational meeting may be called to make an exception to this bylaw.
5. A person may be removed from the Board of Elders by a majority vote of the remaining elders which includes the Senior Pastor, or by a majority vote of voting members present and voting at a specially called meeting for that purpose. An elder may be removed for the following reasons:
 - a. Mutual agreement between the Elder and the Board of Elders.
 - b. Resignation of the Elder.
 - c. If due to a physical or mental impairment, the elder is unable to perform the essential functions of the position, with or without reasonable accommodation, the congregation may, after prayerful review, declare the position vacant.
 - d. Disqualification through discipline on the grounds of doctrine, morality or continued neglect of duty. This disqualification shall be determined by the remaining members of the Board of Elders.
 - e. Termination of the elder's term by at least a majority ballot vote of voting members present and voting at a specially called meeting for that purpose.
 - f. If an elder resigns or is removed from the Board of Elders, the congregation shall be notified within thirty (30) days.
6. The elders will appoint a Head Elder who will be responsible for:
 - a. Speaking on behalf of LWC (may be delegated to another elder if necessary)
 - b. Ensure that a comprehensive annual report of finances, program accomplishments and goals is prepared and presented to the congregation at each annual meeting.
 - c. Setting the agenda for the Board of Elder meetings.
7. The duties of the Board of Elders shall include the following:
 - a. To be responsible, along with the pastoral staff, for the visioning, development and execution of the total mission of this congregation, for the setting of goals and priorities and for evaluating the churches activities in light of the LWC mission and goals.

- b. To maintain accountability for the Senior Pastor, including but not limited to an annual performance review and regular check-ins. Completion of the annual performance review will be communicated to the congregation.
- c. To have authority for the formation, running and closure of any ministry group in close collaboration with the Ministry Team. Hold ministry leaders accountable to the most recent *Guidelines and Expectations of Conduct and Behavior for Ministry Leaders*.
- d. To involve the congregation in worship, discipleship, stewardship, fellowship and leadership.
- e. To maintain supportive relationships with the pastor(s) and staff and ensure all staff are given performance evaluations annually.
- f. To promote a congregational climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster mutual understanding.
- g. To arrange for pastoral service during the sickness or absence of the pastor(s).
- h. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.
- i. To discipline members of the congregation in accordance with Scripture, e.g. Matthew 18, 1 Cor 5. Church discipline is seen as a loving and restorative act intended to call believers back to holiness and unity. Examples include, but are not limited to, sexual immorality, deceit, divisiveness, unethical behavior and other forms of immorality.
- j. To have final authority to approve all policies and procedures adopted by any group or individual for the management of the church; see Bylaw 9.
- k. In the event a pastor is needed, the elders will convene a Pastoral Search Team of at least five (5) voting members of which at least one member is an elder. The Pastoral Search Team shall consist of voting members only, except that the addition of a non-voting youth member is encouraged.
- l. The Board of Elders shall maintain authority for the selection process of employment and dismissal processes of all lay employees. This shall be accomplished in accordance with the current *Hiring Policy*.
- m. Board of Elder meetings are open to congregation members, except when a 'closed session' is called to discuss sensitive issues such as discipline of members, personnel issues or similar sensitive issues requiring privacy.

- n. The Board of Elders shall maintain a record of minutes of all meetings of the Board of Elders. Approved meeting minutes for all open sessions shall be made available to the congregation.

Bylaw 6 - Business Operations Team

1. The Business Operations Team shall consist of the chairperson, vice chairperson, secretary, treasurer, a building and grounds member and a member-at-large.
2. The chairperson of the Business Operations Team shall be an elder, chosen from the Board of Elders by the current elders. The vice chairperson and the treasurer shall be elected by the congregation. The secretary shall be the current office administrator or appropriate staff position. In the absence of a qualified staff person, the Business Operations Team shall appoint a secretary from the voting members of the congregation. The building and grounds member and the member-at-large shall be appointed by the Business Operations Team from voting members of the congregation.
3. The chairperson shall:
 - a. Provide leadership in the business and legal operations of this congregation.
 - b. Preside over all meetings of the Business Operations Team.
 - c. Ensure that all decisions and directions of the Business Operations Team are implemented and communicated to the Board of Elders.
4. The vice chairperson shall:
 - a. Have full authority of the chair in his or her absence.
 - b. Assume responsibility for those duties assigned by the chairperson.
5. The secretary shall:
 - a. Provide for and maintain a record of minutes of all meetings of the Business Operations Team.
 - b. Ensure that regular and effective communication of the activities and decisions of the Business Operations Team are available to the congregation.
6. The treasurer shall:
 - a. Hold primary custodial responsibility for all funds and special accounts of the congregation.

- b. Represent the congregation in all matters of fiscal policy and operation.
 - c. Ensure that all regular and special financial obligations of the congregation are met.
 - d. Present a report on income and expenditures to the Business Operations Team at the regularly held business meetings.
 - e. Supervise any fiscal responsibilities delegated by the Business Operations Team to any team, staff member or contractor.
7. The business and grounds member shall:
- a. Participate in Business Operations Team meetings.
 - b. Coordinate facilities, grounds maintenance, and appropriate services, e.g., snow plowing, elevator maintenance, etc.
8. The member-at-large shall:
- a. Participate in Business Operations Team meetings.
 - b. Assist in governance and decision-making, without specific assigned duties.
 - c. Assist other members of the team as required.
 - d. May take on special assignments from the chair or vice chair.
9. The vice chairperson and treasurer of the Business Operations Team shall be elected at the annual congregational meeting from nominees selected by the Nominating Team as herein provided, or nominated from the floor. Paid staff of LWC are not eligible for the treasurer position.
10. The Terms of office for the Business and Operations Team, except for the elder chair, shall be two years. No officer shall hold more than one office at a time. An individual may serve on the Business Operations Team for no more than three (3) consecutive terms (6 years). After a one (1) year break, an individual may return to serve up to three (3) consecutive terms.
- i. An exception shall be made for the secretary when with secretary is the office administrator or equivalent staff member.

11. A member's place on the Business Operations Team shall be declared vacant if the member misses three (3) meetings within a year without cause or by resignation of the member.
12. In the event the chairperson's position is vacated prior to the end of the term, the Board of Elders shall appoint a successor from the current elders.
13. In the event the vice chairperson, treasurer, or secretary position on the Business Operations Team should be declared vacant during the term, the Business Operations Team shall appoint, by majority vote, a successor until the next annual meeting. The successor can be any voting member in good standing. At the next annual meeting, the congregation shall elect a successor to fill the remainder of the term.
14. The Business Operations Team shall develop an annual budget for the ensuing year with input from the Board of Elders, Ministry Team, and Staff. The proposed budget will be provided to the Board of Elders for their awareness. This budget will be presented to the congregation for approval at each annual meeting.
15. The Board of Elders, in its fiduciary capacity, may buy, sell, lease, rent or mortgage all church property, real and personal, including intangibles. The Board of Elders shall delegate responsibility to the Business Operations Team to carry out daily fiduciary operations. All financial transactions must be conducted in accordance with the direction of the congregation as provided by the congregational approval of the annual budget. If emergency or unanticipated financial needs arise, the Business Operations Team may conduct unbudgeted transactions in amounts not to exceed ten percent (10%) of the annual budget with the approval of the Board of Elders. Transactions in excess of ten percent (10%) of the annual budget must be approved at a properly called congregational meeting. The Board of Elders shall ensure that all assets and operations of the congregation are properly protected and insured.
16. The Business Operations Team shall manage and account for the collection, management, and disbursement of all funds of the congregation. Disbursements shall be made either by the treasurer, chairperson, vice chairperson or other persons acting in accordance with authority specifically granted by the Board of Elders. The Board of Elders shall authorize all books of account to be audited biennially. The Business Operations Team shall recommend the method of financial review (or audit if deemed necessary) to the Board of Elders. This review may either be by an open book review from voting members or non-voting members of the congregation or by a professional review if the Board of Elders deems necessary. A professional review shall be done a minimum of every six (6)

years, beginning with this revision. The audit report shall be presented to the Board of Elders and the congregation at the annual meeting.

17. The Business Operations Team shall meet at least every other month. The Business Operations Team meetings shall adhere to Robert's Rules of Order. A quorum for the transaction of business shall consist of a majority of the members of the Business Operations Team.
18. Special meetings of the Business Operations Team may be called by the Senior Pastor, the chairperson, or at the request of at least one-half of its members. Notice of each special meeting shall be given to all who are expected to be present and the congregation at the discretion of the chairperson.

Bylaw 7 – Nominating Team

1. The Nominating Team shall be elected by the congregation for the purpose of selecting and nominating candidates for the Board of Elders, Business Operations Team and Nominating Team.
2. The Nominating Team shall consist of the Senior Pastor or an elder as chairperson, and four additional voting members of the congregation that are knowledgeable regarding the mission, operation and membership of the church. Nominating Team members will be elected to serve two-year-terms with two committee members being elected at each annual meeting.
3. The Nominating Team shall hold its initial meeting to begin the search for candidates not later than June of each calendar year. The Nominating Team shall present the list of candidates to the Board of Elders at least thirty (30) days prior to the annual meeting for their awareness. The list of candidates shall be included in the announcement for the annual congregational meeting. A member of the Nominating Team shall present the list of candidates at the annual meeting and the team shall ensure the proper ballots are provided.
4. If a vacancy on the Nominating Team develops prior to the annual election, the Board of Elders and remaining Nominating Team members may appoint a successor to complete the term.

Bylaw 8 – Ministry Team

1. The Ministry Team consists of a representative from each of the ministries and the ministry coordinator. A pastor or an elder shall serve as the ministry coordinator.

2. The Ministry Team reports directly to the Board of Elders.
3. The Ministry Team is facilitated by the ministry coordinator.
4. Each ministry group shall conduct themselves consistent with LWC values and adhere to the most recent *Guidelines and Expectations of Conduct and Behavior for Ministry Leaders*.

Bylaw 9 – Policies and Procedures

Daily business of LWC shall be guided by policies and procedures where appropriate. All policies and procedures shall be approved by the Board of Elders and reviewed biennially. All policies and procedures shall be available for the congregation to review.

Bylaw 10 – Use of the Facility

Any use of the LWC facilities must be consistent with the LWC values and be sanctioned by the Board of Elders in accordance with the current LWC *Building Use Policy*.

Bylaw 11 – Consistency

If any provision of these bylaws is inconsistent with the Constitution of LWC or with any state or federal law, the inconsistent bylaw shall be superseded by the respective article of the constitution or by the statute.

Bylaw 12 – Limit of Liability

Living Water Church volunteers and paid staff members shall not be liable for an act or omission in their capacity as a volunteer or staff member except to the extent otherwise provided by the Wisconsin Nonstock Corporations Law.

Bylaw 13 – Indemnification

1. Mandatory Indemnification. LWC shall indemnify a volunteer or staff member, to the extent that they have been successful on the merits or otherwise in the defense of a proceeding, for all reasonable expenses incurred in the proceeding if the volunteer or staff member was a party because they are a volunteer or staff member of the corporation.
2. No Indemnification. LWC's mandatory indemnification provisions in Bylaw 13.1 above shall not apply to a volunteer or staff member against liability incurred by

the volunteer or staff member in a proceeding to which the volunteer or staff member was a party because they are a volunteer or staff member of LWC if liability was incurred because the volunteer or staff member breached or failed to perform a duty that they owe to LWC and the breach or failure to perform constitutes any of the following:

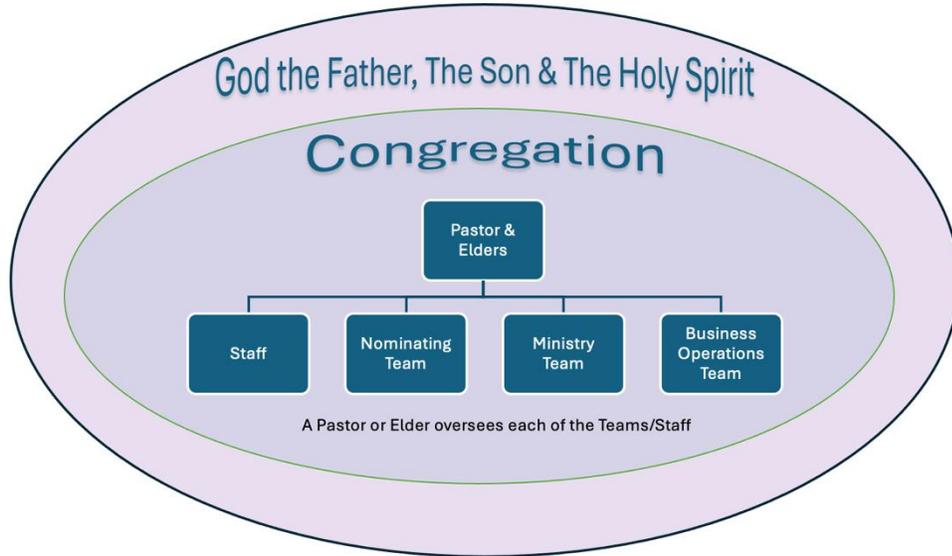
- a. A willful failure to deal fairly with LWC or its constituents in connection with a matter in which the volunteer or staff member has a material conflict of interest.
- b. A violation of the criminal law, unless the volunteer or staff member had reasonable cause to believe that their conduct was lawful or no reasonable cause to believe that their conduct was unlawful.
- c. A transaction from which the volunteer or staff member derived an improper personal profit or benefit.
- d. Willful misconduct.

Bylaw 14 – Changes to Bylaws

1. Amendments to these bylaws shall be proposed via a petition presented by at least ten percent (10%) of the voting members or by the Board of Elders.
2. Amendment proposals must be submitted in writing with the Board of Elders at least ninety (90) days before formal consideration by this congregation at its regular or specially called meeting for that purpose.
3. Proposals must be presented to the congregation by the Head Elder (or other representative as outlined in the bylaws) with the Board of Elders recommendations at least thirty (30) days in advance of the meeting.
4. An affirmative vote of two thirds (2/3) of the voting members present and voting is required to amend the bylaws. The definition of a voting member is found in these bylaws.

Governing Structure Diagram

Living Water Church Governing Structure



This diagram attempts to show a unified leadership structure in which our Pastor and Elders serve our congregation in leadership roles. Our congregation surrounds and supports these leaders and staff while maintaining authority over our church body. Our Lord surrounds our body of believers as we seek His guidance to govern our church and to grow closer to Him.

Document Revision History Table

(Future document changes will be listed here.)