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BYLAWS OF THE FEDERATION OF CHRISTIAN MINISTRIES

Article 1: Membership

Section 1: Individual Membership

A. An individual becomes a member by submitting a signed statement of intent to subscribe to the purposes of the Federation and submitting annual dues, which the Vice President(s) may reduce or eliminate at the Vice President(s)'s discretion. FCM denies no one membership for inability to pay dues; anyone who subscribes to the purposes of the Federation is encouraged to join. After joining, the Membership Coordinator(s) send(s) the new member identification as a member of the Federation in good standing entitled to the rights and privileges of membership. Submission of an annual report and payment of dues maintains membership.

B. Entitlements

1. Individual members are entitled to ask for and expect from each other support and encouragement in their ministry. Members are entitled to be candidates for elective office, to nominate Vice Presidential candidates for their Region, for President(s), for Chairperson(s) and for Representative(s) at Large. All Members at the time election ballots are distributed may vote for candidates for Vice President(s) of their Region and for President(s) and Chairperson(s) and for Representative(s) at Large. Members are also entitled to attend Regional meetings and meetings of the Circle of Directors and to propose policy initiatives to the Circle of Directors through the Chairperson(s), including changes to the Constitution or the By-Laws. Members will receive a copy of the Constitution, By-Laws, FCM Newsletter, and all other publications of the Federation of Christian Ministries. The Circle will inform a member who submits a policy proposal of the Circle's decision. The member will receive a written statement containing a statement of the rationale for the decision unless the member attended the meeting of the Circle when the decision was made.
2. Individual members may avail themselves of the Programs and Services of FCM. The Programs include the Commissioning Program, and the Endorsement Program, and other programs specified by the Circle of Directors. The Services

include the FCM Newsletter, the FCM Website with Ministry Listings, Regional Networking and support, the National Assembly, Prayer Support, the National Directory of Members, the National Registry for baptisms, marriages, and holy unions, the Central Office for membership services, and organizational partnerships.

- C. Members can nominate candidates for Circle positions and vote in the election of said candidates. Members receive general information about the work and ministries of FCM through its publication, FCM Newsletter.
- D. The Circle of Directors may commission members of the Federation as legally constituted ministers under the laws of the United States of America with all due powers as granted by federal, local, and state laws and this Federation. Each commissioned member is responsible to comply with state and local laws.
- E. The Circle administers a Commissioning Program to which all members may apply. Commissioning is the recognition of the inner call of a member of FCM or the call from a community of believers for a member to function in public ministry. A commission is an ordination and an affirmation by FCM that the person meets the criteria of the Federation. The Circle of Directors establishes the criteria for commissioning and describes the criteria and process in its Commissioning Polity Manual. A commissioned member is eligible for Endorsement. The criteria and process of Endorsement are described in the Endorsement Polity Manual.
- F. Once the Circle has approved the commission, a Commissioning Ceremony would be held as a visible expression of the applicant's new commission. In addition, the Membership Coordinator(s) will issue a certificate of ministry. Commissioning grants the authority, called "faculties," to minister in the name of FCM. Faculties are valid initially for the current calendar year and are renewable annually based on receipt of an annual ministry report and receipt of annual renewal fees. FCM denies no one membership or commissioning for inability to pay renewal fees. The final decision to commission and to continue commissioning is the responsibility of the Circle of Directors. Liability insurance is the responsibility of the commissioned member.
- G. A person ceases to be a member of the Federation by conduct showing that he or she no longer subscribes to the ideals of the Federation. The Executive Committee makes the

judgment that a member's behavior violates membership requirements. In exceptional circumstances, the President and one other member of the Executive Committee, or if the President is unavailable, the Chair and one other member of the Executive Committee can act.

- H. The annual report required for continued granting of faculties is to be fully completed by the member.
- I. A commissioned FCM member loses faculties to engage in any form of pastoral ministry in the name of the Federation if he or she fails to submit a complete annual report or by failure to submit annual renewal fees. Vice Presidents can waive renewal fees for a just cause. A commissioned member loses faculties to engage in pastoral ministry in the name of FCM by his or her failure to maintain FCM membership.
 - 1. If a member fails to submit an annual report or pay sufficient dues by the due date (January 1, or as determined by the Circle), the Vice President, seeking to motivate renewal, is to notify the member of potential loss of membership and/or faculties (the authorization to engage in any form of pastoral ministry in the name of FCM) . The member is fully reinstated as soon as she or he complies with the requirements, subject to reinstatement rules expressed in the Commissioning Polity Manual.
 - 2. If anyone's renewal of membership or faculties is denied or they are revoked for cause other than failure to submit renewal requirements, that person and the Circle of Directors must be notified immediately in writing. The member may appeal in writing to the Circle of Directors, whose judgment will be final. During the time of the appeal, the membership/commission is considered suspended. If the regular meeting of the Circle of Directors will not be held in a reasonable time, the Chair can poll the Circle by mail, by e-mail or by telephone to decide upon the appeal.

Section 2: Faith Community Members, including Churches and Service Organizations

- A. A Faith Community becomes a member by its leadership submitting a signed application including a statement of intent to subscribe to the purposes of the Federation and

submitting annual dues. On the application is designated a person called the Liaison, who is responsible to carry out all actions for the Faith Community with FCM. It is desirable but not necessary that the Liaison be a member of FCM. After a Faith Community has joined, the Membership Coordinator(s) send(s) the new Faith Community member identification as a Faith Community member of the Federation in good standing, entitled to the rights and privileges of Faith Community membership. Submission of a Faith Community Annual Report of activities and payment of dues maintains membership.

B. Entitlements:

1. If an individual member of FCM, the Liaison is entitled to be a candidate for and to hold elective office, to nominate vice-presidential candidates for their region, for President(s), for Chairperson(s) and for Representative(s) at Large. A Liaison may vote for candidates for Vice President(s) of their Region and for President(s), Chairperson(s) and Representative(s) at Large. The Liaison casts votes in elections on the basis of one vote for the Faith Community member and its first 50 members, and one additional vote for every 50 members of the Faith Community member beyond the first 50. There is a cap of 3 votes per Faith Community no matter how large the Faith Community. In addition, if an individual member of FCM, the Liaison casts a personal vote. These votes may be cast for one candidate or apportioned to several candidates. The Liaison is also entitled to attend Regional meetings and meetings of the Circle of Directors and to propose policy initiatives to the Circle of Directors through the Chairperson(s), including changes to the Constitution or the Bylaws. The Liaison will receive a copy of the Constitution, By Laws, FCM Newsletter, and all other publications of the Federation of Christian Ministries. The Circle will inform the Liaison of a Faith Community member who submits a policy proposal of the Circle's decision. The Liaison will receive a written statement containing a statement of the rationale for the decision, unless the Liaison attended the meeting of the Circle when the decision was made.
2. While the Commissioning Program and the Endorsement Program require that participants be individual members of FCM, a Faith Community's individual members may avail themselves of many of the other Programs and Services of

FCM. Programs are specified by the Circle. The Services include the FCM Newsletter, the FCM Website, Regional Networking and support, the National Assembly, Prayer Support, the National Directory of Members, the National Registry for baptisms, marriages, and holy unions, the Central Office for membership services, and organizational partnerships. In addition, those individual members of Faith Community Members who are also Individual Members of FCM carry all the entitlements of Individual Members as listed above in Section 1, B, 1.

3. FCM strongly recommends that Faith Community Members develop and implement a “safe church” policy.

C. Loss of Faith Community Membership

1. A Faith Community ceases to be a member of the Federation by failing to submit an annual report or appropriate dues, or by showing that it no longer subscribes to the ideals of the Federation. The Executive Committee makes the judgment that a Faith Community Member’s behavior violates membership requirements. In exceptional circumstances, the President and one other member of the Executive Committee, or if the President is unavailable, the Chair and one other member of the Executive Committee can act.
2. A Faith Community Member will submit an annual report to the Membership Coordinator(s). If a Faith Community Member fails to submit an annual report or pay sufficient dues by the due date (January 1, or as determined by the Circle), the Vice President is to notify the Member of potential loss of membership. The member is fully reinstated as soon as it complies with the requirements.
3. If a Faith Community Member’s membership is scrutinized for denial or revocation for cause other than failure to submit renewal requirements, the President of FCM will speak with the Liaison and the Faith Community Member leader about the problem. In case that discussion fails to resolve the problem, that Faith Community Member and the Circle of Directors must be notified in writing. The Faith Community Member may present a written explanation to the Executive Committee. If this explanation does not resolve the issue, the Faith Community Member and the Circle must be informed in writing of the decision of

the Executive Committee. The continuation of the Faith Community member's membership may be appealed to the Circle of Directors, whose judgment will be final. During the time of the appeal, the membership/commission is considered suspended. If a regular meeting of the Circle of Directors will not be held in a reasonable time, the Chairperson can poll the Circle by mail, by e-mail or by telephone to decide upon the appeal.

Article II. Circle of Directors

Section 1: Description

The Circle of Directors of The Federation of Christian Ministries is FCM's governing body. It manages, controls, and directs the affairs and property of the Corporation, and has the powers specified in the laws of the United States necessary to carry out the purposes of FCM.

Section 2: Composition and Duties of Circle of Directors:

- A. Individuals from the general membership make up the Circle of Directors. The Circle of Directors will consist of no fewer than eight (8) and no more than forty (40) individuals, who will establish committees and/or working groups to carry out the objectives of the organization as outlined in the Articles of Incorporation and the By Laws.
- B. Members vest leadership of this Federation in the Circle of Directors consisting of an Executive Committee, Regional Vice Presidents, Representative(s)-at-large and other appointed directors.
- C. The Executive Committee of the Circle of Directors consists of a Chairperson, President, Secretary, and Treasurer. Each office has two votes.
 1. The duties of the Executive Committee, over all, are to:
 - a. Decide and act on issues between Circle meetings.
 - b. Seek out and execute the will of the members
 - c. Coordinate the activities of the Federation through regular communication;
 - d. Act as the official voice of the Federation, especially through FCM Newsletter
 - e. Encourage national outreach and visibility;

- f. Propose such committees as are necessary for the business of the Federation, which will be accountable to the Circle of Directors.
2. The duties of the specific offices are:
 - a. The Chairperson(s) is/are responsible for policy planning and evaluation, setting the agenda for Circle of Directors meetings along with the President(s); presiding at the meetings of the Circle of Directors; consulting with the two immediate past Chairpersons and Representative(s) at large, whenever possible, for the formation of policy alternatives in all areas of the Federation's activities; is accountable to the Circle of Directors.
 - b. The President(s) act(s) as chief executive, overseeing existing programs and committees; initiating new programs in response to suggestions and needs of members; working with the Chairperson(s) in setting the agenda for the Circle meetings; engaging in public relations and outreach to make the Federation visible and known; serving as liaison with other national organizations that have goals compatible with FCM; consulting with the two immediate past presidents, whenever possible; is accountable to Circle of Directors.
 - c. The Secretary(s) prepare(s) Circle of Directors meeting minutes, distribute(s) them in a timely manner to the Circle, and upon request, make(s) minutes available to other members. The Secretary handle(s) correspondence as needed, and is/are accountable to the Circle of Directors.
 - d. The Treasurer(s) oversee(s) the financial affairs of the Federation, including appropriate government reporting procedures required by state or federal laws governing 501(c)(3) corporations; maintain(s) financial records following generally accepted accounting standards; propose(s) an annual budget, monitor(s) the use of trusts or special funds, advise(s) the Circle of surpluses or deficits, report(s) to external sources of funds the use of these funds; deposits and disburses funds in the ordinary conduct of the Federation's business; is/are accountable to the Circle of Directors.

- i. Annually a qualified member (unrelated to the Treasurer) or an accountant must review the financial records of the organization to verify the application of financial standards to the financial records and the accuracy of the records themselves. This person will report the findings in writing to the Circle of Directors at the Circle meeting following the close of the fiscal year.
- e. The Vice Presidents act as liaison to the President(s) and the Circle of Directors for their Regions and serve as facilitators in the Regions; are the communication line between the Executive Committee and their Regions; undertake special assignments such as overseeing preparations for the National Assembly when held in their respective Regions; are accountable to the Circle of Directors. The duties of the Vice Presidents are:
 - i. Develop and implement the objectives and programs of the Federation in their respective Regions
 - ii. Build up FCM in their Regions by on-going communication with the members of their Region.
 - iii. Encourage commissioned members to meet with their ministerial partners.
 - iv. Coordinate the activities of members, chapters, and communities within the boundaries of their Regions.
 - v. Review in Realm the annual reports of Regional members.
 - vi. Process, review, and recommend to the Circle of Directors all new applications for commissioning.
 - vii. Contact all unpaid members, communities to motivate renewal or to learn reasons for not continuing with FCM, or to uncover possible hardship situations.
 - viii. Make quarterly contacts by phone, mail, email or meetings with members, communities in the Regions.
 - ix. Submit written reports to the Circle of Directors prior to its meeting.

- x. When the biannual National Assembly is held in the Vice President's Region, the Vice President may provide help to the planning committee as needed.
 - xi. Send Regional news to FCM Newsletter for each edition.
 - xii. Report annually the use of FCM monies allotted to Vice Presidents on the Regional Expense Report.
 - xiii. Collaborate with the Executive Committee.
 - xiv. Are accountable to the Circle of Directors.
- f. The Circle of Directors may engage the services of a Development Director. The Development Director(s) promote(s) special fund raising and promote(s) membership drives outside present membership; pursue(s) grants for the well-being of the Federation, provide(s) fund-raising assistance to the Vice Presidents; meet(s) with the Circle of Directors as appropriate and is/are accountable to the Circle of Directors. The Development Director reports to the Executive Committee.
- g. The Circle of Directors may engage the services of an Editor of the FCM Newsletter. The Editor(s) of the FCM Newsletter publish(es), bimonthly, the official publication of the Federation, the FCM Newsletter; is/are accountable to the Circle of Directors; meet(s) with the Circle of Directors as appropriate; and reports to the Executive Committee.
- h. The Circle of Directors may engage the services of additional contract professionals to assist in carrying out necessary functions for the benefit and well-being of FCM. These may include contract professionals for website management, membership database software and renewal activity, and other services deemed necessary. These professionals are accountable to the Circle of Directors and report to the Executive Committee.
- i. The Representative(s) at large is/are responsible to the membership at large of the Federation.
 - ii. The duties of the Representatives-at-Large are to:
 - a. Offer advice on Federation business in matters of regional and national policy.

- b. Participate with the Executive Committee at the meetings of the Circle.
- c. At the discretion of the Circle, Faith Community Members may elect a Representative-at-Large to represent them on the Circle.

Section 3: Election and Appointment of members of the Circle of Directors

A. Election of Directors

1. The Chairperson, President, and Representative(s)-at-large shall be chosen by the Circle of Directors. Regional Vice President(s) are elected by the Membership of their respective regions. The term of office for Chairperson, President, Representative(s)-at-large and Regional Vice Presidents shall be three years. None of these Directors may serve for more than two consecutive terms in the same position.
2. The Circle of Directors shall elect from within the membership of the Circle; one Chairperson to serve as primary leader and representative of the Circle.
3. The Circle of Directors shall elect from within the membership of the Circle; one President who will serve as chief executive officer of FCM and oversee the executive functions of the organization.

B. The other Circle members are appointed by the Circle of Directors. These appointments may be changed or reaffirmed every three years by mutual agreement of the person(s) serving and the Circle of Directors.

C. All elections should occur before the end of the fiscal year so the newly elected might take office at the summer Circle Meeting's conclusion. The process for elections of national officers is the following: A committee, appointed by the Circle and identified to the membership:

1. Invites nominations electronically from the membership and affirms the willingness of those nominated to run for office. Any FCM member may place himself/herself on this slate or nominate any other member by informing the committee in writing.
2. Prepares an electronic ballot and sends it out to the general membership with a return by date included.

3. Tallies the result and informs the Executive Committee.
 4. Submits electronically the result of the election(s) to the membership and prepares an article for the following edition of the FCM Newsletter.
 5. Employs the same process to elect the Regional Vice Presidents except that voting is limited to the membership of the respective Region. Results of the election are then sent electronically to the membership of the region.
 6. Provides for all elections alternative processes to include members without access to email.
- D. If the elected Vice President(s) vacate(s) a Regional Vice Presidency before the completion of the term for any reason, the President in consultation with the Executive Committee will appoint a replacement for the remainder of the term. At the end of the appointed term, the Region will then hold an election for this office. The appointed Vice President may run for the office and may be elected to two additional terms after the completion of the appointed term.

Section 4: Removal from Circle of Directors

The Circle of Directors may remove a Director from office for just cause. Examples of just causes include but are not limited to failure to perform the duties specified in the By Laws; failure to attend any three meetings of the Circle of Directors over a two-year period; misconduct, fraud or dishonesty or other failure to fulfill the responsibilities of a Circle Director. The Executive Committee will initiate the action of removal by informing the Director in writing of its intention. The Executive Committee will also inform the Circle of Directors of its intention. The Director has the right to present explanations of his/her actions which have brought forth the removal actions. The explanations must be submitted to the Executive Committee in writing, and the Director may present explanations in person to the Circle of Directors at its next meeting. Having heard explanations, the Circle will decide upon removal by secret vote. The decision of the Circle will be communicated to the Director by the Chairperson(s). Any such removal will be without prejudice to contractual rights, if any, of the person so removed.

Article III: Operation of the Circle of Directors

- A. The President(s) serve(s) as chairperson(s) of the Executive Committee.
- B. The Chairperson(s) or President(s) has(ve) the right and duty to convene a special meeting in case of urgent business.
- C. In cases where a Circle member resigns or is unable to perform the duties of office, the President, in consultation with the Executive Committee, will appoint a member to complete the term of office.
- D. In reporting the results of all questionnaires, votes, and surveys, both majority and minority views should be presented.
- E. Except as otherwise herein provided by these By-Laws or by action of law, a consensus of the Directors forming a quorum at a Circle of Directors meeting will decide all matters or, failing a consensus, a majority vote. If a simple majority of the full Circle of Directors is present at a meeting, this group forms a quorum.
 - 1. In deciding motions to amend the Policy of the Permanent Endowment Fund of the Federation of Christian Ministries (the “Fund”) and motions to make disbursements of principal from the Fund, a two-thirds majority of voting members at a meeting of the Circle is necessary.
- F. Compensation of Officers
 - 1. No members of Circle of Directors will receive compensation for their service to the Circle.
 - 2. Directors may be reimbursed for travel, lodging and other incidental expenses related to their service on the Circle.
- G. Dues
 - 1. The fiscal year of the Federation will begin July 1st each year and end on June 30th of the following year, consisting of a 12-month year.
 - 2. Dues are payable for the calendar year, January 1st through December 31st and are due by January 1st of that year.
 - 3. The Circle of Directors will establish the annual dues.
- H. Appropriations

1. The Treasurer(s) pay(s) all ordinary expenditures of the Federation, under the supervision of the President. The Executive Committee has the responsibility of determining in a given situation whether the expenditure is ordinary or extraordinary.
2. An ordinary expenditure is one made while conducting the regular and established business of the Federation such as postage, publication of FCM Newsletter, travel for FCM, telephone calls, office supplies, and office rental. Two unrelated members of the Executive Committee must approve a disbursement exceeding \$2000.00.
3. An extraordinary appropriation from the funds of the Federation to an individual, group, legal body, or cause will be granted only after the following procedure:
 - a. Any member of the Federation may propose such an appropriation, by submitting the proposal to the Executive Committee.
 - b. The Executive Committee, by a simple majority of those voting will approve or disapprove the proposal.
 - c. Lacking a majority, the proposal will be presented at the next Circle meeting. A majority of the members present and voting will approve or reject the proposal.
 - d. The Circle may grant the President(s) discretionary powers to make extraordinary expenditures within a limited dollar amount determined by the Circle of Directors.
 - e. The Circle may allocate a sum of money from the general budget for a fund to be administered by Development Director(s) under the supervision of the Executive Committee.
 - f. The Treasurer(s), Secretary(s), and the President(s) are authorized to sign checks for the Federation. The Circle may authorize the Chair of the National Assembly to sign checks for the National Assembly prior to the National Assembly and for three months thereafter.
 - g. No part of the funds of this Federation will be disbursed for the private benefit of an individual except as part of the charitable work of the Federation. In the event of the dissolution of this Federation, all remaining

funds, net of debts owing, will go to a charitable or religious organization to be designated by the Circle of Directors according to Section VIII of the Constitution.

- h. An annual financial report will be presented to the membership by the Treasurer(s) in the issue of the FCM Newsletter that follows the close of the fiscal year. The Treasurer will also present a financial report to the membership at the National Assembly.

I. Ethics Committee

1. The Circle of Directors will appoint and maintain a standing committee called The Ethics Committee.
 - a. The membership of the Ethics Committee is no less than three members and no more than seven members of FCM.
 - b. At least two members of the Ethics Committee must have formal training in the field of ethics.
 - c. Members of the Committee serve for three years. The member may be reappointed.
 - d. The members of the committee choose a member to be the Chairperson of the committee.
 - e. The Chairperson of the committee receives communications from the Circle, and leads the ensuing effort of the committee.
 - f. The Chairperson maintains the committee's files and provides a copy of its work to the Central Office when a project is completed.
2. Duties of the Ethics Committee
 - a. The Ethics Committee is an ad hoc advisory body that responds to inquiries from members of the Circle with written counsel and verbal advice.
 - b. The Ethics Committee will research an inquiry by means of reviews of written materials and discussions with those relevant to the inquiry including the subject of the inquiry well as the Executive Committee. When such reviews are complete, the committee will present a report in writing or verbally as appropriate to the Executive Committee.

- c. An FCM member may pose a question to the Ethics Committee through the Regional Vice President, who informs the Executive Committee of the inquiry. The Executive Committee refers the question to the Ethics Committee. The Ethics Committee provides its recommendation to the Executive Committee. The Executive Committee completes its decision process and communicates its answer to the Regional Vice President. The Regional Vice President communicates the answer to the member.

Article IV: Appointed Officers

- A. The Secretary(s) and Treasurer(s) are appointed by the Circle of Directors.
- B. Other Directors may be appointed by the Circle of Directors.

Article V. National Assembly

- A. National Assembly of the membership will be held at least once every two years at a place and time determined by the National Assembly committee and approved by Executive Committee in consultation with the Circle of Directors.
- B. Written notice of the date, time, and place of the National Assembly will be sent to all members at least five months in advance through the FCM publication, FCM Newsletter.
- C. The Executive Committee, consulting with the Circle, will appoint a Chairperson of the National Assembly and committee members to organize and prepare the National Assembly. The Chairperson of the Assembly Committee will work with the committee and the Circle to employ best practices to ensure the success of the Assembly. The responsibility of the Chairperson of the Committee and of the committee members will conclude no later than three months after the completion of the Assembly.
- D. The Circle of Directors will convene before the National Assembly.

Article VI: Amendments

A proposal to amend the By Laws may be filed by any member of the Federation with the Secretary. A proposal submitted at least one month prior to a meeting of the Circle of Directors may be voted upon by the Circle of Directors at this meeting. Proposals submitted less than one month prior to a meeting of the Circle of Directors may be reviewed at the meeting. The Circle of Directors may then vote on the amendment by mail no sooner than one month after the meeting.