

The Free Grace Alliance

Free Grace Alliance Constitution

As adopted November 17th, 2004

Amended October 17, 2017

ARTICLE I. NAME

The name of this association shall be the "Free Grace Alliance." The Free Grace Alliance is a 501 (c)3 nonprofit organization

ARTICLE II. PURPOSE

The purpose of the Free Grace Alliance shall be to connect, encourage, and equip the body of Christ to advance the grace message throughout the world.

ARTICLE III. DOCTRINAL BASIS & COVENANT

Preamble:

As members of the Evangelical Tradition, we affirm the Bible alone, and the Bible in its entirety, is the inspired Word of God and is therefore inerrant in the autographs. Furthermore, God is a Trinity, Father, Son, and Holy Spirit, each an uncreated person, one in essence, equal in power and glory. As members of this tradition, we are concerned about the clear understanding, presentation, and advancement of the Gospel of God's Free Grace.

We affirm the following:

1. The Grace of God in justification is an unconditional free gift.

2. The sole means of receiving the free gift of eternal life is faith in the Lord Jesus Christ, the Son of God, who died on the cross as our substitute, fully satisfying the requirement for our justification, and was raised bodily from the dead.

3. . Faith is a personal response, apart from our works, whereby we are persuaded that the finished work of Jesus Christ, His death and resurrection, has delivered us from condemnation and guaranteed our eternal life

4. Justification is the act of God to declare us righteous when we believe in Jesus Christ alone.

5. Assurance of justification is the birthright of every believer from the moment of faith in Jesus Christ, and is founded upon the testimony of God in His written Word.

6. Spiritual growth, which is distinct from justification, is God's expectation for every believer; this growth, however, is not necessarily manifested uniformly in every believer.

7. The Gospel of Grace should always be presented with such clarity and simplicity that no impression is left that justification requires any step, response, or action in addition to faith in the Lord Jesus Christ.

Covenant:

In agreement with these affirmations, we covenant to work together graciously and enthusiastically to advance this Gospel of Grace, and to communicate with a positive and gracious tone toward all others, both inside and outside the Free Grace Alliance.

ARTICLE IV. MEMBERSHIP

Section 1. Membership in the Free Grace Alliance can be on an individual or an institutional basis.

Section 2. Every member or authorized representative of an institution must affirm annually the Free Grace Alliance Doctrinal Basis & Covenant.

Section 3. (Blank)

Section 4. A member whose writings or teachings seem to contradict the Free Grace Alliance doctrinal basis can be removed from membership. A Free Grace Alliance member should voice their concerns to the member in question. If this does not adequately resolve the issue a formal letter of concern should be submitted to the Executive Council. Representatives of the Executive Council (no fewer than two) shall then meet with the person in question. If the issues are not resolved, the executive council shall then refer his/her case to the Free Grace Alliance for action at the next annual business meeting. A Two-Thirds majority vote of members present and voting shall be necessary for dismissal from membership.

ARTICLE V. OFFICERS AND COMMITTEES

Section 1. The Executive Council shall consist of members in good standing and shall consist of no less than six and no more than nine members. Members of the Executive Council must be elected by the members of the Free Grace Alliance according to the procedures prescribed in the by-laws. Terms of service shall be for 3 years and members may serve consecutive terms. No more than one third of the Executive Council members shall exit the Executive Council in any given year.

Section 2. The Executive Council shall consist of the following officers: a president, vice-president, treasurer and secretary. The officers of the Executive Council shall be selected annually by the Executive Council.

Section 3. The duties of the officers of the Executive Council shall include, but are not limited to, the following:

The President approves new members as prescribed in the bylaws, run all Executive Council meetings, call all national meetings according to the procedures in the bylaws, and preside over the national meetings.

The Vice President shall, in the absence or incapacity of the President, perform the duties of the President. The Vice President shall perform such other duties as may be directed by the President.

The Treasurer shall be responsible for and oversee all financial administration of the Free Grace Alliance. He/she shall ensure notice of dues is distributed annually according to the procedures in the bylaws. The Treasurer shall ensure dues paid and financial gifts received are deposited in the name of the Free Grace Alliance in appropriate banks, maintain the financial records for the Free Grace Alliance, monitor expenses against the budget at least quarterly, and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the Executive Council.

The Secretary shall keep the minutes of the meetings of Free Grace Alliance and the Executive Council; see that all notices are duly given in accordance with the provisions of the bylaws; and in general perform all duties incident to the office of Secretary and such other duties as may be assigned by the Executive Council.

Section 4. The Executive Council shall appoint committees as needed from the membership of the Free Grace Alliance.

ARTICLE VI. MEETINGS

Section 1. The Free Grace Alliance shall hold national and/or regional meetings each year.

Section 2. Other meetings may also be held as desired with the approval of the Executive Council.

ARTICLE VII. AMENDMENTS

Section 1. Proposed amendments to this constitution must be submitted in writing to the Secretary, endorsed by the Executive Council and distributed to the membership. A two-thirds majority vote in accordance with voting procedures in the by-laws of the Free Grace Alliance shall be necessary for adoption of the proposed changes. Said vote shall not occur sooner than three months following notification of the vote to the members of the Free Grace Alliance.

Section 2. Amendments to Articles II and III and Section 2 of Article VII, however, shall require a four-fifths vote.

The Free Grace Alliance

Connecting, Encouraging & Equipping the Body of Christ to Advance the Grace Message throughout the World

Free Grace Alliance ByLaws

Amended October 17, 2017

1. Applications for membership may be submitted electronically (www.freegracealliance.com) or by paper application. Non-electronic applications may be submitted to any member of the Executive Council or their designate. The President of the Executive Council or the Executive Director, whenever that position is occupied, will approve any applicant or organization who meets the qualifications for membership as outlined in the Free Grace Alliance Constitution (hereafter referred to as "The Constitution"). Should the offices of President of the Executive Council and the Executive Director both be vacant, the Vice-President assumes the role of approving applicants.
2. The dues structure for a calendar year will be determined by the Executive Council no later than December 1st of the previous year. The dues structure will be communicated to members through e-mail or regular mail. A member is delinquent in his dues payments if his dues are not paid on or before January 31st of the Calendar year. A member shall no longer be considered delinquent in his dues payments upon receipt of his dues.
3. (blank)
4. A "member in good standing" is any individual who has been accepted for membership in accordance with these bylaws, who has affirmed the Free Grace Alliance Doctrinal Basis/covenant and whose dues payments are not delinquent as defined in these by-laws.
5. The President of the Executive Council may call a meeting of the Free Grace Alliance at any time provided he gives the membership at least 30 days notice of said meeting. The Vice-President may call the meeting in the absence of a President. The notice shall include the date, time, and purpose of the meeting. The notice may be sent via e-mail or through regular mail. The executive council is not responsible for the failure of an individual to receive notice if such failure was due to the member's failure to maintain a valid mailing address or email address on file with the Secretary of the Executive Council.
6. Any member in good standing may vote. Unless otherwise stated in the Constitution or By-Laws, approval of any item being voted upon requires a 2/3 majority of those members in good standing who vote. If the membership roll of the Free Grace Alliance contains twenty (20) or more members in good standing, a quorum shall consist of ten (10) members in good standing. Should the roll contain fewer than twenty (20) members, a quorum shall consist of fifty (50)

percent plus one of all members in good standing. A vote may be taken by any means deemed practicable by the executive council, including but not limited to by show of hand or by paper ballot. In the event that a vote is taken by paper ballot, votes shall only be counted if it contains the printed name and signature of the member voting.

7. Any Executive Council member may make one or more nominations to replace any Executive Council member whose term is expiring, as described in the Constitution. The Executive Council may appoint a Nominating Committee consisting of a maximum of six members to assist in identifying nominees. Terms of service shall be for 3 years and members may serve two consecutive terms, at which point they must take at least one year off before being eligible for reconsideration according to the selection procedures outlined in the bylaws. At least one of the Nominating Committee members shall be sitting members of the Executive Council. All Nominating Committee members must be members in good standing. An Executive Council member shall serve as the chairperson of the Nominating Committee. The Executive Council will make the final decision for nominations and will present those individuals at a meeting called according to these by-laws for confirmation by vote according to these by-laws.
8. Should a vacancy occur on the Executive Council for any reason other than the normal expiration of a term, the Executive Council will appoint the person to fill the vacancy. The person so appointed will remain in the Executive Council for the duration of the term of the person replaced.
9. The Executive Council shall conduct a financial review or compilation annually.
10. The Executive Council has the authority to hire and to terminate employment for any and all paid positions for the Free Grace Alliance. Such authority is not subject to ratification by a vote. Such authority shall be binding as to the organization.
11. The Executive Council may determine, based on the needs and resources of the Free Grace Alliance, to hire an Executive Director. The Executive Council shall notify all Free Grace Alliance members by e-mail or regular mail of the need for the Director, the process that will be used for selecting the Director, and the job description for the Director. The Director reports to the Executive Council, and shall be a voting member of the Council.
12. The Executive Council will annually prepare and approve a budget for the fiscal year. The budget will be presented to the Free Grace Alliance at a meeting called in accordance with these By-Laws. The budget is not subject to ratification by vote.
13. Any member of the Executive Council or the Executive Director has the authority to disburse expenditures included in the annual budget. Any expenditure not included in the budget or any expenditure above the approved budget, but under a non-budgeted expenditure cap, must be approved by a simple majority of the Executive Council. The non-budgeted expenditure cap will

be decided annually and presented to the Free Grace Alliance along with the approved budget. For example, if the non-budgeted expenditure cap is \$500, and a line item in the budget allows \$5,000, the person with authority to disburse expenditures for that line item may disburse up to, but not more than, \$5,500 before he or she must obtain approval from the Council. The Council shall notify members of any expenditure above the cap via e-mail or regular mail as soon as possible after making their decision. Said expenditure is not subject to ratification by vote of the Free Grace Alliance.

14. The Executive Council may delegate approval to disburse budgeted expenditures to other members, such as a committee chairperson, as they deem appropriate. Such delegation must be communicated in writing and must describe the scope of their authority to approve expenditures. The Executive Council shall not be required to notify all members of any delegations, but the Secretary shall keep a record of all delegations of authority made under this By-Law and shall make the records available to any member in good standing who asks to review such records.
15. All official publicity for the Free Grace Alliance must be approved by the Executive Council, the Executive Director, or the chairperson of any committee when such authority is delegated by the Executive Council to that chairperson.
16. In the event of the dissolution of the Free Grace Alliance, all residual assets will be given to a 501(c)(3) organization to be determined by the Executive Council serving at the time of the dissolution.
17. **Indemnification:** The Free Grace Alliance shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or employee of the Free Grace Alliance against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the Free Grace Alliance; and further provided that any compromise or settlement payment shall be approved by a majority vote of the Executive Council who are not at that time parties to the proceeding.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this By-Law shall be in addition to and not exclusive of all other rights to which any person may be entitled.

No amendment or repeal of the provisions of this By-Law which adversely affects the right of an indemnified person under this By-Law shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted upon or was made with the written consent of such indemnified person.

18. Conflict of interest: Whenever a member of the Executive Council has a financial or personal interest in any matter coming before the Executive Council, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested council members determine that it is in the best interest of the Free Grace Alliance to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.
19. The By-Laws may be amended by a two-thirds majority vote of all members in good standing at any meeting called in accordance with these by-laws. An amendment shall not be considered unless it is submitted in writing at or before the meeting at which the amendment is to be considered.
20. Nothing in the By-Laws or Constitution of the Free Grace Alliance shall be construed as amending the articles of incorporation for the organization.
21. If any clause in these by laws shall be found to be illegal or unenforceable, that clause shall be deemed to be severed from the remainder of the bylaws and shall have no effect on the authority or validity of the remaining by-laws
22. Any By-law numbers or headings are intended for efficiency and convenience only and shall not have any bearing on the text of these By-Laws.