

Constitution and By-Laws  
Madison Heights Baptist Church  
Madison Heights, Virginia 24572

PREAMBLE

For the more certain preservation and security of the principles of our faith, and to the end that this body may be governed in an orderly manner consistent with the accepted tenets of the Baptist denomination, and for the declaration and preservation of the liberties inherent in each individual member of this church and the freedom of action of this body with respect to its relation to other churches and denominational bodies, we do declare and establish this constitution.

ARTICLE I

Name, Purpose, Character, Doctrine, Affiliations

1. This religious organization shall be known as the Madison Heights Baptist Church, which is presently located on Main Street, Madison Heights, Virginia (the "Church").
2. The purpose of the Church shall be to propagate among all people the Gospel of Jesus Christ and to provide opportunities for worship, training, spiritual growth, and service.
3. The government of the Church is vested in the body of baptized believers who compose it. The Church is subject to the control of no other ecclesiastical body, but it recognizes and sustains the privileges and obligations of mutual counsel and cooperation, which are common among Baptist churches.
4. The Church receives and declares the Holy Bible to be its authority in matters of faith and practice.
5. The Church shall be affiliated with the Lynchburg Baptist Association, the Baptist General Association of Virginia, the Cooperative Baptist Fellowship of Virginia and the Cooperative Baptist Fellowship (National).

ARTICLE II

Church Covenant

The covenant of the church follows:

"Having been led, as we believe, by the Spirit of God, to receive the Lord Jesus Christ as our Savior, and on the profession of our faith, having been baptized in the name of the Father, and of the Son, and of the Holy Ghost, we do now, in the presence of God, angels, and this assembly, most solemnly and joyfully enter into covenant with one another, as one body in Christ.

We engage, therefore, by the aid of the Holy Spirit, to walk together in Christian love; to strive for the advancement of this church, in knowledge, holiness, and comfort; to promote its prosperity and spirituality; to sustain its worship, ordinances, discipline and doctrines; to contribute cheerfully and regularly to the support of the ministry, the expenses of the church, the relief of those in need, and the spread of the gospel through all nations.

We also engage to maintain family and secret devotions; to religiously educate our children; to seek the salvation of our kindred and acquaintances; to walk circumspectly in the world; to be just in our dealings, faithful in our engagements and exemplary in our conduct; and to be zealous in our efforts to advance the kingdom of our Savior.

We further engage to watch over one another in Christian love; to remember each other in prayer; to aid each other in sickness and distress; to cultivate Christian sympathy in feeling and courtesy in speech; to be slow to take offense, but always ready for reconciliation, and mindful of the rules of our Savior to secure it without delay.

We moreover engage that when we remove from this place we will, as soon as possible, unite with some other church, where we can carry out the spirit of this covenant and the principles of God's Word.”

### ARTICLE III Membership

Section 1. **Qualifications.** The membership of this Church shall consist of persons who:

- a. Publicly confess Jesus Christ as personal Savior and Lord;
- b. In accord with Scriptural example and command following in Baptism by immersion, unless health issues prevent;
- c. Accept and subscribe to the doctrine and practices of this Church; and
- d. Are admitted and received as members as set forth herein.

Section 2. **Admission of Members.** Those applying for membership to the Church may be received **only** by affirmative vote of at least three-fourths (3/4ths) of the members present at any regular worship service. If in any instance the required vote is not obtained, then this prospective member's case shall be referred without discussion to the Pastor and the Deacons for investigation and report. Methods of admission to membership in this Church shall be as follows:

a. **Baptism.** Upon satisfactory evidence of repentance toward God and confession of faith in Jesus Christ, an applicant may be received as a candidate for baptism, after the administration of which this person shall be a member of this Church in full fellowship.

b. **Letter.** A member of another Baptist church of like faith and order who has been immersed may be received by letter of transfer from such church.

c. **Statement of Experience.** Any person who has been immersed as a believer in Jesus Christ may be received as a member of this Church upon satisfactory statement of that experience.

d. **Restoration.** Restoration is meant restoring to Christian fellowship one who has previously lost such standing in this Church as provided below in Section 5, entitled "Dismissal of Members". In all such cases the Church must be fully satisfied as to the good intent of such applicant, and restoration shall be made upon the affirmative vote of at least three-fourths(3/4ths) of the members present at any regular worship service.

e. **Watchcare.** Persons living in Madison Heights and vicinity, who are members in good standing of other Baptist churches and who do not desire to move their membership from such church may by vote of the congregation be received under the spiritual watchcare of the Church but shall not be enrolled as members nor have any vote in the affairs of the Church.

Section 3. **Duties and Privileges of Members.** The duties of the members shall be such as are expressed in the church covenant and set forth in the Holy Bible. All members without regard to age or length of membership shall have equal rights as to discussing and voting on all matters of business and Church policy. All members are eligible for Church offices and Church officers will be chosen on the basis of ability, fitness, and willing spirit.

Section 4. **Transfer of Members.** When a member presents oneself to another church of like faith and order, a letter of transfer shall be granted the church requesting same. When a member presents oneself to a church of another denomination, a letter advising that this person's name has been deleted from the roll shall be granted.

Section 5. **Dismissal of Members.** Membership may be terminated by exclusion if a member becomes an offense to the church by reason of immoral or un-Christian conduct or persistent breach of the covenant vows and such termination shall be effective upon affirmative vote of at least three-fourths(3/4ths) of the members present at any regular worship service. In any such case, the Deacons and the Church membership shall be guided by the teachings of the New Testament and shall always endeavor to effect the reconciliation and restoration of the member to this Church or the members' enlistment in some other church.

## **ARTICLE IV**

### **Meetings of Members**

Section 1. **Worship.** Regular meetings for worship shall be held every Lord's Day (Sunday) morning and evening and also on Wednesday, at times designated by the Pastor and/or Deacons. However, the Pastor and/or Deacons may change or cancel a service. Special services may be planned by the Pastor, the Board of Deacons or by a vote of the majority of the members.

Section 2. **Business Meetings.**

a. **Regular and Annual Meetings.** Regular meetings for the transaction of business shall be held on Wednesday after the 2nd Sunday in each calendar quarter and the last regular meeting of the calendar year shall be considered the annual meeting; provided, however, that the Pastor and Deacons may change the time, date, place of, or cancel, any such regular business meeting (except the annual meeting may not be cancelled) by giving written or oral notice of such change or cancellation to the members no later than at the regular meeting for worship on the Sunday immediately preceding the regularly scheduled business meeting. The purpose of regular and annual meetings shall be to elect officers; to receive reports from officers, staff, and the standing committees; to adopt an annual budget; and to conduct such other business as may properly be brought before the entire membership.

b. **Special Meetings.** Special business meetings of the members may be called by the Pastor and/or a majority of the Deacons as they deem necessary, and shall be called by the Pastor and /or the Deacons when requested to do so in writing signed by not less than fifteen (15) members in good standing and fellowship.

The date, time, place and purpose of each special business meeting shall be announced at the regular worship service on the two (2) Sundays immediately prior to the meeting. The Clerk of the Church shall cause written notification of the place, time and purpose of all such meetings at least ten (10) days prior to the meeting, but not more than sixty (60) days before the date of the meeting, except that notice of a members' meeting to act on an amendment of the articles of incorporation, a plan of merger, a proposed sale of assets pursuant to Section 13.1-900 of the Code of Virginia or the dissolution of the Church shall be given not less than twenty-five (25) nor more than sixty (60) days before the meeting.

The Church may give members notice of the date, time, place and purpose of each regular and special members' meeting by a form of electronic transmission consented to by the member to whom the notice is given. Any such consent of a member shall be revocable by the member by written notice to the Church. Any such consent shall be deemed revoked if (i) the Church is unable to deliver by electronic transmission two consecutive notices given by the Church in accordance with such consent and (ii) such inability becomes known to the Clerk or other person responsible for the giving of notice; provided, however the inadvertent failure to treat inability as a revocation shall not invalidate any meeting or other action.

c. **Waiver of Notice.** A member may waive any notice required by the Virginia Nonstock Corporation Act, the Church's articles of incorporation or these By-Laws before or after the date and time of the meeting that is the subject of such notice. The waiver shall be in writing, be signed by the member entitled to such notice, and be delivered to the Clerk of the Church for inclusion in the minutes or filing with the Church records. A member who attends a meeting: (i) waives objection to lack of notice or defective notice of the meeting, unless the member at the beginning of the meeting objects to holding the meeting or transacting business

at the meeting and (ii) waives objections to consideration of a particular matter at the meeting that is not within the purpose or purposes described in the meeting notice, unless the member objects to considering the matter when it is presented.

**d. Presiding Officer.** The Pastor shall serve as moderator in all meetings of the members. In the absence of the Pastor, the Chairperson of the Deacons shall serve as moderator, and in the chairperson's absence, the vice-chairperson of the Deacons, shall serve as moderator.

**e. Quorum and Voting.** For the transaction of business at any regular business meeting or at any duly called special business meeting those present shall constitute a quorum if they number at least twenty-one (21) members; provided, however, that at any meeting of the members held to consider and vote upon the dissolution of the Church; merger of the Church; sale of substantially all of the assets of the Church; amendment of the Church's By-laws, Constitution, or articles of incorporation which significantly affects the rights or obligations of the members; or the election or removal of the Pastor, a total of ten percent (10% of the members shall be required to be present in order to constitute a quorum. If at any meeting of the members there shall be less than a quorum present, the members present or the moderator may adjourn the meeting until a quorum is obtained. Except as otherwise provided by statute or by these By-laws, the vote of a majority of the members entitled to vote and present at the time of the vote, if a quorum is present at such time, shall be the act of the members of the Church.

**f. Parliamentary Procedure.** In business meetings, the Church shall observe the principals of good parliamentary procedure, using "Robert's Rules of Order" as a guide and specifically adhering to the following rules:

i. The following order shall be used in regular business meetings:  
(1) Reading of minutes, (2) Reading of reports of officers, (3) Reading of reports of committees, (4) Unfinished business, (5) New business, (6) Adjournment.

ii. A member wishing to speak shall be recognized to address the moderator. In the event several ask to be recognized, the moderator will decide who is to speak first.

iii. Members shall refrain from speaking of matters not related to the subject under discussion and shall refrain from all unkind and discourteous remarks, observing always the spirit of love and Christlikeness. Should a member fail so to conduct oneself, the moderator shall call that person to order.

iv. A person submitting a report or recommendation requiring action by the church is expected to move its adoption, in order to facilitate placing the matter before the body.

v. A motion must have a second before it can be discussed or voted upon, unless the motion is brought forward from a committee.

vi. All voting shall be by voice, show of hands, or by standing, except in elections when (2) two or more persons are nominated for one office in which case voting shall be by written ballot.

vii. No regularly scheduled or special business meeting, including time for prayer service, to exceed two (2) hours in total length.

## ARTICLE V Board of Deacons

Section 1. **Powers and Duties.** The Board of Deacons shall be the board of directors of the Church. Each year a particular group of Church members will be assigned to each Deacon as his/her spiritual responsibility. It shall be the duty of the Deacons to visit the members of the Church and to encourage the members in Christian worship, service and stewardship. They shall endeavor to keep the membership enlisted in the full program of the Church and to promote peace, harmony, and the spirit of cooperation among the members. They shall give themselves faithfully to visitation and personal witness to the lost and to other prospective Church Members. Working through a committee, the Deacons shall provide such assistance as the Pastor may desire in seeing that the pulpit is supplied in the Pastor's absence. When the Church is without a Pastor, the Deacons shall oversee that the pulpit is supplied and they shall see that the regular program of the Church is carried out. The Deacons shall assist the Pastor in the distribution of the elements of the Lord's Supper, take the Lord's Supper to those members who are shut in and request this service and shall receive the offerings of the people in the worship services.

Section 2. **Numbers.** The number of Deacons constituting and serving upon the entire active Board of Deacons of the Church shall be twenty-one (21).

Section 3. **Qualifications.** In the selection of persons (men or women) to serve as Deacons, the Church shall be guided by the Scriptural qualifications as outlined in Acts 6 and I Timothy 3. All persons nominated or elected as a Deacon must have been an active member of this church for at least one (1) year.

Section 4. **Election; Term of Office; Ordination.** The members of the Church shall elect the Deacons to active service on the Board of Deacons. Each of the Deacons shall hold office for three (3) – year terms; provided, however, that upon the expiration of the three (3)- year term of a Deacon, such Deacon shall not be re-elected to active service on the Board of Deacons until one full year has passed following the expiration of the full or partial term which such Deacon immediately completed and served. The total number of Deacons shall be divided

into three (3) groups, with each group containing one-third (1/3) of the total number of Deacons serving on the Board, as near as may be. The election of Deacons shall occur at a special meeting of the members held in November of each calendar year. At each such meeting, a group of Deacons shall be elected or appointed for a term of three (3) years to succeed those whose terms expire at the end of such calendar year as follows:

a. The Nominating Committee shall present to the members a slate of persons which it has nominated for election as active Deacons; provided, that at this meeting, the members may make additional nominations from the floor, provided that the person so nominated has been contacted prior to the meeting and has agreed to serve as a Deacon if elected.

b. After the making of nominations has been closed, from these nominees, all members present at the meeting and entitled to vote shall vote to elect a group of Deacons by voice vote, or by written ballot if there be more than seven (7) nominees or if there be an objection to a voice vote made by a member present, equal to one-third (1/3) of the total number of Deacons serving on the Board, with the group of nominees equal to such number receiving the most votes being elected to serve as active Deacons.

c. After election by the Church membership, persons who have not previously been ordained as Deacons shall be ordained in a public service to be arranged by the Pastor.

d. After the election of new Deacons to actively serve upon the Board, and in no event later than December 16 of each calendar year, the Board of Deacons shall meet and elect their officers (the "Deacon Officers"), which shall consist of at least one chairperson, a vice chairperson and a secretary. The group of Deacons whose terms shall expire at the end of the current year shall serve as a committee to nominate these officers from the Deacons then actively serving on the Board. The term of each such officer shall be for one (1) year. No one person may hold more than one office.

Section 5. **Resignation.** Any Deacon may resign from active service on the Board at any time. Such resignation shall be made in writing, delivered to the Pastor or Chairperson of the Board of Deacons, and shall take effect at the time specified therein, and if no time be specified, at the time of its receipt by the Pastor or the Chairperson of the Board of Deacons, as the case may be. The acceptance of a resignation by the Board of Deacons shall not be necessary to make it effective.

Section 6. **Removal.** Any active Deacon may be removed from the Board at any time for cause by a vote of a majority of the members at (i) any regularly scheduled meeting of the members or (ii.) a special meeting of the members called for that purpose, provided that in either case, the notice of the meeting given

pursuant to Article IV, section 2.c above shall state that removal of a Deacon is the purpose or one of the purposes of the meeting.

Section 7. **Vacancies.** Any vacancies on the Board of Deacons arising at any time and from any cause shall be filled by the members of the Church at a meeting of the members. The Nominating Committee shall present to the members, a slate of nominees to fill such vacancy. At this meeting, the members may make additional nominations from the floor, provided that the person so nominated has been contacted prior to this meeting and has agreed to serve as a Deacon if elected. After the making of nominations has been closed, from these nominees, all members present at the meeting and entitled to vote, shall vote by voice, show of hands or by written ballot if there be more nominees than vacancies or if there be an objection to a voice vote made by a member present, to elect a nominee to fill this vacancy, with the nominee receiving the most votes being elected to fill the vacancy. After election by the Church membership, if the person so elected has not previously been ordained as a Deacon, he or she shall be ordained in a public service to be arranged by the Pastor. The Deacon(s) so elected shall serve until the expiration of the term of the Deacon whose vacancy he or she has been elected to fill.

Section 8. **Meetings.** Regular meetings of the Board shall be held at least once per calendar month, unless otherwise agreed by a majority of Deacons, at any place within the Commonwealth of Virginia and on such date and time as the Board may from time to time fix, or as shall be specified in the notice or waivers of notice thereof. Special meetings of the Board shall be held whenever called by a majority of the Board of Deacons, the chairperson of the Board, or the Pastor. The chairperson of the Board of Deacons shall preside at each meeting of the Board, and in the absence of the chairperson, the vice chairperson of the board shall preside. The secretary of the Board of Deacons (or in the absence of the secretary, such other Board member appointed by the presiding officer) shall record minutes of all Board meetings.

Section 9. **Notice of Meetings.** Notice of the time and place of each regular or special meeting of the Board of Deacons shall be provided to each Deacon at least three (3) days before the day on which the meeting is to be held; provided, however, that notice of special meetings to discuss matters requiring prompt action may be given no less than forty-eight (48) hours before the time at which such meeting is to be held, unless the meeting must be held within forty-eight (48) hours. Notice of a meeting need not be given to any Deacon who submits a signed waiver of notice whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to him or her.

A notice of the date, time, place or purpose of a regular meeting of the Board of Deacons may be given by a form of electronic transmission consented to by the Deacons to whom the notice is given. Any such consent of a Deacon shall be



revocable by the Deacon by written notice to the Church. Any such consent shall be deemed revoked if (i) the Church is unable to deliver by electronic transmission two consecutive notices given by the Church in accordance with such consent and (ii) such inability becomes known to the Clerk or other person responsible for the giving of notice; provided, however, the inadvertent failure to treat such inability as a revocation shall not invalidate any meeting or other action. Notice given by electronic transmission shall be deemed given: (a) if by facsimile telecommunication, when directed to a number at which the Deacon has consented to receive notice; (b) if by electronic mail, when directed to an electronic mail address at which the Deacon has consented to receive notice; (c) if posted to the Church website and (d) if any other form of electronic transmission, when consented to by the Deacon.

Section 10. **Quorum and Voting.** Unless a greater proportion is required by law, a majority of the entire active Board of Deacons shall constitute a quorum for the transaction of business or any specified item of business. Except as otherwise provided by statute or by these By-Laws the vote of a majority of the active Deacons present at the time of the vote, if a quorum is present at such time, shall be the act of the Board of Deacons. If at any meeting of the Board there shall be less than a quorum present, the Deacons present may adjourn the meeting until a quorum is obtained.

Section 11. **Action by the Board; Telephonic Attendance.** Any action required or permitted to be taken by the Board of Deacons or by a committee thereof may be taken without a meeting if all members of the Board or the committee consent in writing to the adoption of a resolution authorizing the action. The resolution and its written consents thereto by the members of the Board or committee shall be filed with the minutes of the proceedings of the Board or committee. Any one or more members of the Board or any committee thereof may participate in a meeting of the Board or committee by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

## ARTICLE VI Officers

Section 1. **Qualifications and Terms of office.** No person shall serve as an officer of the Church or its organizations unless that person is a member of this Church. Except as otherwise specified, the term of office of all officers shall be one(1) year, automatically renewed unless vacated. The Officers of the Church shall be a Pastor, a Clerk, an Assistant Clerk, a Treasurer, an Assistant Treasurer, a Sunday School Director, and such other officers, as a majority of the members may

from time to time elect. One person may hold more than one office in the Church, except that no one person may simultaneously hold the offices of Pastor and Treasurer.

Section 2.     **The Pastor.**

- a. **Qualifications.** In the selection of a Pastor the church shall be guided by the Scriptural qualifications as outlined in I Timothy 3:1-7. No person shall be elected Pastor who is not a regularly ordained Baptist minister in good standing.
- b. **Election of Pastor Search Committee.** When a vacancy in the pastorate occurs, the Nominating Committee shall promptly nominate to the Church a committee consisting of nine (9) members, at least three (3) of whom shall be present or former members of the Board of Deacons, and with reasonable effort being made to nominate a Pastor search committee that is representative of the total membership of the Church. The retiring or resigning Pastor, any Assistant Minister, or any other employee of the Church may not be nominated to or serve upon this committee, ex-officio or otherwise. The members shall elect the committee at a special meeting of the members. At this meeting, the members may make additional nominations to the committee from the floor, provided that each person so nominated has been contacted prior to this meeting and has agreed to serve on this committee if elected. After the making of nominations has been closed, from these nominees, all members present at the meeting and entitled to vote shall vote to elect nine (9) members by voice vote, or by written ballot if there be more than nine (9) nominees or if there be an objection to a voice vote made by a member present, with the nine (9) nominees receiving the most votes being elected to serve on the committee. The committee, after elected by the Church, shall promptly organize itself and proceed with its work.
- c. **Election of Pastor.** When the committee has selected a Pastor candidate to recommend to the members, it shall submit its report regarding this candidate (including, without limitation, the proposed terms of the Church's employment of such candidate) (the "report") to the members at a special meeting thereof. The Clerk shall give prior notice of such special meeting as provided in Article IV, Section 2. b. above, and such notice shall provide that the purpose of the meeting shall be for the committee to submit its Report to recommend the election of a candidate as Pastor. The committee shall put before the Church only one name, at any one time, and no nominations for Pastor shall be made from the floor. Persons wishing to suggest or recommend a candidate for Pastor may contact the committee. The members shall vote upon whether to accept the committee's recommendation as set forth in the Report at a second special meeting of the members held at least ten (10) days after the first meeting at which the committee submits its Report regarding this candidate, but in no event shall

such second meeting be held more than twenty-one (21) days after such first meeting. At least ten percent (10%) of the resident membership shall constitute a quorum for the purpose of approving the committee's Report and calling a Pastor. At least seventy-five (75%) percent of the votes cast shall be required in order for the committee's Report and recommendation concerning the Pastor candidate to be approved, it being desired that the vote be unanimous. If the committee's Report and recommendation are approved by the required vote of the members, the Pastor shall be called on such terms as the members approved pursuant to such vote. If the committee's Report and recommendation shall fail to receive the necessary vote, the moderator of the meeting shall declare that the members have voted not to approve the committee's Report and recommendation and shall refer the matter to the committee for further choice, without debate, in which case the procedure set forth in this section shall be repeated as to each next candidate until a candidate is approved as the Pastor by the required vote of the members.

- d. **Duties.** The duties of the Pastor shall be such as are prescribed by the New Testament and such as are customary upon the pastor of a Baptist church. The pastor shall provide the leadership of the Church congregation. The pastor shall have general supervision of all the activities of the Church. The pastor shall serve as Moderator of all business meetings of the members of the Church. The Pastor shall be ex-officio member of all committees and boards except the Pastor Search Committee of which he shall not be a member, and his right to vote as such ex-officio member shall be limited to breaking ties. The Pastor shall supervise the work of such Assistant ministers as the Church may from time to time employ.
- e. **Termination of Pastorate.** Subject to the terms of any written employment agreement between the Church and Pastor, which agreement shall control in the event of a conflict between such agreement and these By-Laws, The Church or the Pastor may terminate the pastoral relationship between them, with or without cause, by providing to the other party at least thirty (30) days prior written notice of such termination, provided that upon giving such notice by either party, so long as the Church pays the Pastor his regular compensation for such 30-day period, the Church may, in its sole discretion at any time after such notice, relieve the Pastor of any or all of the Pastor's duties.

### Section 3.     **Assistant Ministers.**

- a. **Election.** One or more Assistant ministers may be authorized and elected by a majority of the members of the Church from time to time and may be designated by such titles as Minister with Children, Youth and Young Adults, Assistant Pastor, Minister of Education, Minister of Music, Educational Director, Youth Director, or combinations of these titles or

others. All such persons shall be elected by a majority of the members of the Church upon nomination by the Pastor and committee elected for this purpose.

- b. **Duties.** Each Assistant minister shall work in harmony with the Pastor in those areas of responsibility agreed upon with the Pastor and Personnel Committee, which responsibilities are subject to change from time to time according to the needs of the congregation and community.
- c. **Term of Office.** Subject to the terms of any written employment agreement between the Church and the Assistant Minister, which agreement shall control in the event of a conflict between such agreement and these By-Laws, the Church or the Assistant Minister may terminate the pastoral relationship between them, with or without cause, by providing to the other party at least thirty (30) days prior written notice of such termination, provided that upon giving such notice by either party, so long as the Church pays the Pastor his regular compensation for such 30-day period, the Church may, in its sole discretion at any time thereafter, relieve the Assistant Minister of any or all of the Assistant Minister's duties.

Section 4. **Clerk and Assistant Clerk.** After nomination by the Nominating Committee, the members shall elect a Clerk and an Assistant Clerk on or before December 16 of each calendar year to serve for the immediately succeeding Church year. The Clerk shall handle all letters of dismissal for members. It shall be the duty of the Clerk to keep an accurate and complete record of the business transacted by the Church at its regular and special business meetings. The Clerk shall prepare or cause to be prepared the annual Church profile to the Lynchburg Baptist Association and shall submit same for approval by the church. Annually the Clerk shall bind the minutes and other records and cause the same to be properly and safely stored in the church office and protected against fire or other loss. The Clerk will be responsible for recording/updating the membership directory of the church. The Assistant Clerk shall perform the functions of the Clerk in the absence of the Clerk.

Section 5. **Treasurer and Assistant Treasurer.** After nomination by the Nominating Committee, a Treasurer and an Assistant Treasurer shall be elected annually on or before December 16 of each calendar year, to serve for the immediately succeeding Church year. The Treasurer shall have knowledge of all funds of the Church. The Treasurer shall oversee weekly or monthly distribution of funds received in accord with the Church budget and forward all mission funds promptly to the proper boards and/or agencies. The Treasurer shall pay all salaries authorized by the church and all bills authorized and/or approved by the Church. The Treasurer shall keep complete and adequate records of all receipts and disbursements. The Treasurer and the Assistant Treasurer shall serve as members of the Finance Committee by virtue of their offices. Neither the Treasurer nor the

Assistant Treasurer shall serve as tellers or auditors. All checks paying out Church funds shall require two signatures, so the Treasurer, or in the Treasurer's absence the assistant Treasurer, or in the Treasurer's and Assistant Treasurers absence the Secretary, shall countersign all such checks. The Secretary may be assigned the responsibility for keeping the books of the Treasurer and preparing reports and checks for the Treasurer and this portion of the work of this staff member will be under the direction of the Treasurer along with the Pastor. The financial books and records shall be audited at least annually by the Finance Committee and a report of such audits shall be made to the Church. The Assistant Treasurer shall perform the function of the Treasurer in the absence of the Treasurer.

**Section 6. Sunday School Officers.** At least three(3) months prior to the close of the Sunday School year (which shall be the Sunday after Labor Day), the members, upon nomination by the Nominating Committee, shall elect a Sunday School Director of the Sunday School. The person so elected shall work with the Nominating Committee in the nomination of other Sunday School general and departmental officers and teachers, all of who must be members of the Church and all of whom shall be elected by members of the Church. At least two (2) months prior to the close of the Sunday school year, the members shall elect the general officers and the departmental officers for the next succeeding Sunday school year. At least fifteen (15) days prior to the close of the Sunday school year, the members shall elect Sunday school teachers for the next succeeding Sunday school year. In their work, all Sunday School officers shall be guided by the approved denominational standard. The Sunday School Director(or the Minister of Education) shall approve, before payment, all expenditures for supplies and materials and activities of the Sunday school.

**Section 7. Vacation Bible School Officers.** Each calendar year, upon nomination by the Nominating Committee, the members shall elect the principal of the Vacation Bible School for the next succeeding Church year. The person so elected shall work with the Nominating Committee in the nomination of other Vacation Bible School officers and workers, all of whom must be members of the Church and all of whom must be elected by the Church membership. In their work the officers shall be guided by the approved denominational standards. The principal of Vacation Bible School shall approve, before payment, all expenditures for supplies and materials and activities for the Vacation Bible School.

**Section 8. Woman's Missionary Union Officers:** At least three (3) months prior to the close of the W.M.U. year (September 30), the members shall elect the president of the Woman's Missionary Union after a nomination has been received from the Nominating Committee. At a subsequent meeting, which shall be held at least two (2) months prior to the end of the calendar year, the other general officers of the W.M.U. and the leaders of its auxiliary organizations (Women on Mission, Mission Friends, Girl's Auxiliary and Acteens) shall be elected by the members of the Church upon nominations received from the members of the W.M.U. The President of the W.M.U. and the leaders of its auxiliary organizations shall each be

members of the Church. The president or first vice-president shall approve all expenditures for supplies, materials and activities of the W.M.U. before the payment thereof.

Section 9. **Representative to Executive Committee of the Lynchburg Baptist Association.** In keeping with the policy of the Lynchburg Baptist Association, the members of the Church shall elect annually, not later than September 30, two (2) members, who in addition to the Pastor, will serve as a member of the Executive Committee of the association.

## Article VII Committees

Section 1. **Qualifications.** Except as may otherwise be set forth in the Article, no person shall serve as a committee member unless they are a member of this Church. The Pastor shall serve as ex-officio on each committee, except the pastor search committee. Volunteers do not need to be Church members and may assist under the direction of committee/church members.

Section 2. **Size and Term of office.** The committee shall be composed of an even number of persons (i.e. number divisible by two (2)) and shall operate on the rotation system with the terms of one-half of the members of each committee expiring each year. Members shall be elected to a two-year term, each member not to succeed himself/herself within a one-year period.

Section 3. **Standing Committees.** These committees will retain members for an indefinite period, to be replaced as needed by the nominating committee.

Section 4. **Committee Chairperson.** When possible/practical the Nominating Committee shall nominate the chairperson for each committee from the members who have previously served one year on the committee.

Section 5. **Baptist Men's Day Committee.** This committee shall consist of six (6) members to plan and implement the Baptist Men's Day program held annually.

Section 6. **Baptist Women's Day Committee.** This committee shall consist of six (6) members to plan and implement the Baptist Women's Day program held annually.

Section 7. **Benevolent Committee.** This committee shall consist of four (4) members. The duty of this committee shall be to investigate the conditions of the needy of the Church and surrounding community and to offer such assistance as is possible and proper. Except in unusual circumstances the committee shall not

disburse cash directly to the needy. This committee shall keep proper records of its actions but shall not be required to name the recipients of assistance in reports to members as a whole or made available to the public.

**Section 8. Building and Grounds Committee.** This committee shall be composed of eight (8) members, six (6) of whom shall be men, and two (2) of whom shall be women. This committee will (a) maintain adequate and attractive Church property; (b) conduct a systematic program of improvements by surveying the needs of the physical plant and equipment and presenting suggestions and bids to the Board of Deacons; (c) purchase through the Purchasing Agent, equipment and maintenance supplies authorized by the members of the Church; (d) supervise the maintenance of the Church buildings and grounds. This committee may make emergency repairs to the Church property when considered necessary, without approval of the Board of Deacons, if such repairs are in the best interest and welfare of the Church, and if such repairs do not exceed one thousand dollars (\$1,000) for any one item.

**Section 9. Bus Committee.** This committee shall consist of four members with the responsibility of overseeing maintenance and use of the church bus(es). It is recommended that some or all of the members have a CDL (commercial driver's license).

**Section 10. Church Ordinances Committee.** This committee shall be composed of two (2) subcommittees as follows:

- a. Baptism. This committee shall consist of six (6) members. This committee shall be responsible for the care of the baptismal garments and shall assist the Pastor and candidates at all services of baptism.
- b. Lord's Supper. This committee shall consist of twelve (12) members and shall have the responsibility of preparing for the observance of the Lord's Supper and caring for all equipment.

**Section 11. Extension Committee- Standing committee.** This committee shall consist of ten (10) members and shall have the responsibility of distributing Sunday school literature to the homebound members of the Church.

**Section 12. Finance Committee.**

- a. **Size:** This committee shall consist of eight (8) members. In addition, the Treasurer and Assistant Treasurer shall serve as ex-officio members of this committee. No employee of the Church, except the Pastor, may serve on this committee.
- b. **Authority:**

- i. This committee is not authorized to spend any Church funds or money, only to make recommendations in regard to matters referred to it.
  - ii. All matters regarding expenditures of money not provided for in the budget shall be referred to this committee, and this committee shall in turn report its findings to the Board of Deacons and if directed to do so by the Board of Deacons, to the members of the Church.
  - iii. No person or committee shall be considered as authorized to contract any debts or bills in the name of the Church, unless authority has been expressly conferred by the members or by the Board of Deacons and such authority shall exist only for such time period for which it is conferred.
- c. Meetings: The committee shall meet as needed to consider fully the financial condition of the Church and to conduct other necessary affairs for which it is responsible or which are otherwise referred to it.
- d. Duties:
- i. This committee shall be responsible for the preparation of the annual Church budget. This committee shall be familiar with the budget and Church finances at all times.
  - ii. This committee shall work with and advise the Treasurer in financial matters.
  - iii. This committee shall investigate any drives, campaign etc., requesting money for the Church, if requested by the Board of Deacons.
  - iv. This committee shall have general oversight of all receipts and disbursements of all Church funds and the reporting thereof. It shall establish and implement necessary and proper safeguards and internal controls concerning the receipt and handling of all Church funds and Church accounts so as to preserve the integrity of the Church and its officers.
  - v. The Secretary will be limited to disbursing an amount not to exceed two hundred dollars (\$200) without prior approval of the Treasurer or Assistant Treasurer.
  - vi. The Treasurer shall present all financial reports at each Church quarterly business meeting.



vii. The financial books and records shall be audited at least annually by a special audit committee and a report of such audits shall be made to the Church.

Section 13. **Flower Committee.** This committee shall consist of four (4) members and shall have the responsibility of providing flowers for Church services, sickness and bereavement for members. This committee shall welcome and oversee the donation of memorial flowers.

Section 14. **Homecoming Committee** – Standing committee. This committee shall consist of four (4) members. They shall plan and implement homecoming events for the Church.

Section 15. **Hospitality Committee.** This committee shall consist of four (4) members. This committee shall serve as a welcoming committee for visiting speakers during revivals and other occasions and it shall be responsible for necessary transportation, lodging and meals of such speakers.

Section 16. **Insurance Committee.** This committee shall consist of four (4) members and shall have the responsibility of seeing that adequate insurance coverage is carried by the Church. This committee shall annually review the Church's insurance coverage and the amounts paid therefor, securing such technical and professional advice as needed, and shall make an annual report to the members suggesting any changes which it deems advisable.

Section 17. **Kitchen Committee – Standing Committee.** This committee shall consist of ten (10) members to have charge of all uses of the kitchen and equipment and to enlist help in serving for Church sponsored meals.

Section 18. **Media Committee** – Standing Committee. This committee shall consist of sixteen (16) members and shall distribute recordings of the services to those members unable to attend Church and have requested such recordings.

Section 19. **Medical Committee** – Standing committee. This committee shall consist of four (4) members. They will see that emergency equipment is maintained and be familiar with the use of equipment in case of emergency.

Section 20. **Missional Ministry Team.** This committee shall consist of six (6) members. They will be a ministry team with the purpose of visioning, developing, and promoting missional church opportunities.

Section 21. **Nominating Committee.** This committee shall consist of six (6) members. The members of the nominating committee shall nominate the incoming members of the Nominating Committee. Except as otherwise set forth in these By-Laws, throughout the year, this committee shall have the responsibility of nominating to the members, persons to serve in the various capacities and positions

vacated from time to time by removal, resignation, death, or expiration of terms of office, including without limitation Deacons as provided in Article V above and officers provided in Article VI above. Insofar as possible, this committee shall endeavor to discover and use new talent from time to time, so that all the members of the Church who are willing and capable will have the opportunity to serve. Except as otherwise set forth herein, the reports of this committee will be advisory and suggestive to the Church, and any Church member will have the privilege of submitting other nominations from the floor, provided the willingness of the nominee to serve has been ascertained.

**Section 22. Children's Ministry Team.** The purpose of this team is to develop and organize activities and ministry to encourage the spiritual growth of the Church's children. Each member of the team must have been a member of this Church for at least one year. This team shall be comprised of sixteen (16) members, divided into four (4) groups, each consisting of four (4) members, as follows:

- a. Infants to 2 years of age. The primary duty of this group is to enlist workers to staff the nursery each Sunday morning for the 11:00 service. They shall supervise and instruct those keeping the nursery on specifics such as keeping records and general care of the infants. They shall seek to inform those serving as workers of the principles published by the Sunday School Board on nursery activities and care.
- b. 2 to 3 years of age. The primary duty of this group is to enlist workers to staff the toddler nursery each Sunday morning for the 11:00 service. They shall supervise and instruct those keeping the nursery on specifics such as keeping records and the general care of toddlers.
- c. Beginner Worship. The primary duty of this group is to enlist workers to staff the 4&5 year old department during worship service.
- d. Children's Church. The primary duty of this group is to enlist workers to conduct children's church on Sundays as needed during worship service.

**Section 23. Personnel Committee.**

- a. This committee shall consist of six (6) members each of whom are nominated by the Nominating Committee and elected from among the Church membership for two-year terms.
- b. This committee will give to the Pastor such assistance as desired in connection with the employment and supervision of the work of staff ministers, office personnel, and building custodial personnel. This committee shall be responsible for yearly performance reviews for all staff and employees in order to

make recommendations to the Finance Committee concerning compensation packages and adjustments thereto. When the Church is without a Pastor, this committee shall also be responsible for the supervision of the work of all employees.

Section 24. **Photography Committee.** This committee shall consist of two (2) members. This committee has the duty of taking pictures of special events and may be invited by any organization to take pictures of special church activities. These pictures shall be turned over to the Church archives.

Section 25. **Publicity Committee.** This committee shall consist of six (6) members. One of the principle duties is to maintain the bulletin board in the main hallway of the Church building so as to keep the themes and activities of the church publicized, being innovative and creative in doing so. This bulletin board should be changed each month. This committee can work with the Pastor and Secretary regarding the emphasis each month. This committee may also publicize events by placing posters around the Church building and at times placing articles in the local newspapers.

Section 26. **Recreation Committee.** This committee shall consist of eight (8) members and shall give general oversight to the recreational activities of the Church and its organizations. This committee shall be responsible for organizing and coordinating the annual Church picnic.

Section 27. **Special/Ad Hoc Committee.** Special committees may be established by the members or the Board of Deacons, for special situations, and for the duties conferred upon them upon the formation of such committees. When the assigned duties of such committees are completed, the committee shall be dismissed.

Section 28. **Stewardship Committee.** This committee is to be composed of eight (8) members. This committee has the responsibility of promoting stewardship among the members throughout the year and principle duty of special education and promotion during the annual Church Stewardship emphasis usually held in October or November. This committee will plan promotional emphasis and work in conjunction with the Finance Committee and with the Church office during stewardship emphasis to secure office help in mailings to the congregation such as Commitment Cards, Church news and other information pertinent to promoting the annual budget. The chairperson of the committee will inform the members of stewardships clinics that may be helpful to committee members.

Section 29. **Tellers Committee – Standing committee.**

- a. This committee shall consist of ten (10) members. In addition, the Church Treasurer, Assistant Treasurer and chairperson of the Finance Committee shall serve as ex-officio members. In the absence of the

- Finance Committee chairperson, the Treasurer, or the Assistant Treasurer, the vice chairperson of the Finance Committee shall carry out the duties of the Finance Committee chairperson and the Treasurer.
- b. This committee shall receive the offerings of the people from Sunday School officers and from the Deacons (who will receive the offerings in the worship services) and shall count all such offerings and all other monies received and immediately deposit same in the night depository of the bank with which the Church maintains its general account. No uncounted funds are to be handled or counted except by at least three (3) persons. NO person is authorized to pay out any cash or to cash any check received for the Church, but all funds are to be deposited in the bank to the account of the Church.
  - c. This committee shall keep full and proper record of all receipts and deposits and provide copies of its weekly record of receipts for the Treasurer and the Church office.
  - d. The tellers shall open each offering or donation envelope and verify the amount of the contribution contained therein, noting the amount of each such contribution carefully on each envelope. The Pastor will designate some member of the office staff to receive the emptied envelopes from the tellers and to keep accurate and complete records of the gifts of each contributor indicated on these envelopes. Quarterly receipts shall be mailed to all members of the Church showing the total amount of their annual contributions through the date of such report.

Section 30. **Ushers Committee.** This committee shall consist of twelve (12) members to supervise ushering in all services of worship. This committee shall handle any special seating that will be required and requested by groups who attend the services. The members of this committee shall serve at all services of the Church, greeting and seating the people, providing them with bulletins and hymnals, seeing to the proper heating and ventilation of the building, and otherwise caring for the comfort of the congregation. This committee shall also have the responsibility of training incoming ushers.

Section 31. **Youth Ministry Team.** This team shall consist of ten (10) members with the addition of the Sunday School and Choir directors as well as the Youth ministry coordinator (s). The purpose of the Youth Ministry Team is to assist the youth ministry coordinator or Pastor in developing programs, activities and ministry to encourage the spiritual growth of the Church's youth. They also assist in the spiritual nurturing of the Church's youth to help them grow into mature Christians.

## **ARTICLE VIII**

### **Miscellaneous General Provisions**

Section 1. **Fiscal Year.** The fiscal year of the Church shall be the twelve (12) month period beginning January first and ending December thirty-first.

Section 2. **System of Finance.** The system of finance used by the Church shall be that known as the “unified budget” system, whereby one weekly offering is encouraged and received from the people and applied toward the Church-adopted unified budget for the defraying of all expenses and the provision of needs in all departments of the Church life and program, local and world-wide. These offerings may be brought during the Sunday School hour or during the worship services, or they may be mailed or personally delivered to the Church office.

Section 3. **Special Offerings and Campaigns for Funds.** The Board of Deacons may, under unusual circumstances, authorize the collection of a free-will offering for special purposes. No campaign for the funds shall be promoted within the Church without authority and approval of the members of the Church.

Section 4. **Paid Entertainment, Sales, Etc.** No entertainment or other activity for which an admission fee is charged shall be held in or on Church property. Neither the Church nor any organization thereof shall conduct any sale, raffle, or entertainment for the purpose of raising money; provided, however, that this prohibition shall not be construed as to forbid the payment of nominal amounts to assist in defraying the cost of meals provided in conjunction with meetings and activities of the organizations and committees of the Church; and provided, further, however, that this prohibition also shall not be construed to prohibit organizations of the Church from conducting yard sales or receiving payment for services rendered in order to support or fund missions trips or other objectives that promote the stated mission of the Church. No individual or group shall solicit gifts from the general public in the name of the Church or any of its organizations. Any request to conduct such activities must be evaluated and approved on a case-by-case basis by the Pastor and the Deacon Officers.

Section 5. **License to Preach.** Any members of the Church who gives evidence that such person is called by God to the work of the ministry may be given license to preach the Gospel, upon recommendation of the Pastor and the Deacons, and the approval of three-fourths (3/4) of the members present and entitled to vote at any business meeting.

Section 6. **Ministerial Ordination.** When the Church desires to ordain a member to the full Gospel ministry, it shall call together, through the Pastor and Board of Deacons not less than six (6) regularly ordained Baptist ministers and two (2) active Deacons of the Church who shall form themselves into an examining council in accordance with the accepted Baptist procedure. This examining council shall examine the candidate with respect to such candidate’s Christian experience, the candidate’s call to the ministry, and the candidate’s views of biblical truth and Baptist doctrine. Normally, the establishment of such a council will be done in cooperation with and under the guidance of the Committee on Ordination of the local association; provided, however, if this is not possible, the Church may proceed without the assistance of such committee. When the examining council

recommends the candidate's ordination, and the Church members have approved such recommendations, the Pastor shall plan an appropriate service and, with prayer and the laying on of hands, the Church shall publicly set apart and ordain the candidate to the full Gospel ministry. Except in unusual circumstances as determined by the Pastor and Board of Deacons, the Church will not ordain any person unless and until that person is ready to enter upon active pastorate of a church.

Section 7. **Use of Church Property.** It shall be the prerogative of the members of the Board of Deacons (or the members upon referral by the Board of Deacons) to establish policies and procedures for the use of the entire property of the Church and to designate and assign such usage, from time to time, in accordance with such policies and procedures. With the exception of offices, all rooms in the Church building are multi-purpose rooms. Whenever any Church equipment is needed for use away from or outside Church property, permission must be secured from the Church office and will be granted in accord with the policies established by the Building and Grounds Committee or other responsible committees. Recognizing the mission of the Church as the furtherance of the Gospel of Jesus Christ and in keeping with the ministry of the Church, no person or group shall meet on Church property in the capacity of a for-profit business. All other requests will be evaluated on the basis of the stated mission of the Church. In the event of a questionable use of Church property the Pastor and the Deacon Officers shall evaluate the request and make a decision.

Section 8. **Control of Organizations.** In all matters of determining policy and procedure it is understood that the highest body of authority in the Church is the meeting of the members in business conference. Decisions of the members of the Church are binding upon all members, classes, departments and other organizations within the Church. No such group shall conduct any service or meeting nor engage in any program or activity which is in violation of the rules or purposes of the Church or which is in conflict with the regular meetings or activities of the Church and/or its other organizations.

Section 9. **Consideration of New Matters.** When new matters of business are presented which would normally be the concern of some officer or standing committee or other group, it shall be the policy of the Church to refer such matters to the appropriate person or group for study and recommendation before action is taken.

Section 10. **Office and Building Maintenance Staff.** The Church shall provide such secretarial, stenographic, or clerical personnel and also such custodial help as may be needed. The Pastor shall direct the work of such help as may be authorized by the Church. The staff shall work under the direction of the Personnel Committee, and as described in their job description.

**ARTICLE IX**  
**Adoption, Distribution, Amendment**

Section 1.     **Adoption.** Notwithstanding anything herein to the contrary, this Constitution and By-Laws shall be considered and adopted and in immediate effect if and when two-thirds (2/3) of the members present and entitled to vote at a duly held business meeting at which vote is taken for adoption shall vote in favor of adoption of same, provided that this vote on adoption shall be taken no less than thirty (30) days after notice of the time, date, location and purpose of the meeting to vote on such adoption and a copy of the proposed Constitution and By-Laws to be adopted have been first generally distributed to the members of the Church at a regular Sunday morning and evening worship meeting.

Section 2.     **Distribution.** Copies of the Church's Constitution and By-Laws shall be provided for and made available to all members of the Church.

Section 3.     **Amendment**

- a. This Constitution and By-Laws may be amended, altered, restated, or repealed by the vote of two-thirds (2/3) of the members present at any regular or duly-called special meeting of the Church at which the required quorum (as set forth in Article IV, Section 2.f. above) is present, provided however, that this vote shall be taken no less than thirty (30) days after notice of the date, time, location and purpose of the meeting to vote on such amendment and a copy of the proposed amendment to the Constitution and By-Laws have been first generally distributed to the members of the Church at a regular Sunday morning and evening worship meeting.
- b. The Clerk of the Church shall keep a copy of the Constitution and By-Laws as part of the Church's permanent records and another copy shall be kept in the Church office. Any and all changes and amendments to the Church's Constitution and By-Laws, shall after approval by the Church members as required herein, be prepared in typewritten or printed form, initialed by the Clerk and kept as provided in this Section 3.