

CONSTITUTION AND BYLAWS

**Faith Baptist Church
Richmond, Virginia**

CONSTITUTION

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 the orderly manner consistent with the Bible and for the purpose of preserving 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 of the same faith, we do declare and establish this constitution.

ARTICLE I: THE NAME

This body shall be known as the **Faith Baptist Church**.

SECTION 1. The Mission of the Church

Faith Baptist Church is a body of redeemed believers in the Lord Jesus Christ whom God has gathered together as a family. We exist to worship Him corporately, to nurture one another toward maturity in Christ through obedience to the Word of God, and to impact the world by displaying and declaring the good news of salvation in Jesus Christ.

ARTICLE II: THE CHURCH

SECTION 1. Defined

A New Testament Church is a local, visible, indigenous, independent body of immersed believers, voluntarily associating themselves together under the leadership of the Holy Spirit for the observance of the ordinances and the propagation of the Gospel at home and abroad, recognizing no head but Christ and no Book of infallible rules but the Bible.

SECTION 2. Objectives

Clause A: To win lost souls to a saving knowledge of the Lord Jesus Christ. (John 3:16; I Timothy 2:3-6)

Clause B: To teach and preach "all the counsel of God:" (Acts 20:27), "that the man of God may be perfect, thoroughly furnished unto all good works". (II Timothy 3:17)

Clause C: To have and to spread a God-honored missionary vision both at home and onward unto the uttermost part of the earth. (Matthew 28:18-20; Acts 1:8)

SECTION 3. Polity

The government of this church is vested in the body of believers who compose it. It is subject to the control of no other ecclesiastical body. We desire to cooperate and fellowship with those evangelical churches that believe in and teach all the counsel of God, these churches thus being in accord with our church's Statement of Faith and our church Covenant. To this end, we choose to affiliate specifically with the Southern Baptist Conservatives of Virginia and the Southern Baptist Convention. We cannot support those religious organizations that deny these truths and hold to the apostasy of liberalism, modernism, and humanism. We oppose the World and National Council of Churches that promote ecumenism.

ARTICLE III: DOCTRINAL STATEMENT AND COVENANT

SECTION 1. Doctrinal Statement of Faith

Clause A: All members of the Faith Baptist Church must adhere to the following Statement of Faith:

- (1) We believe in the Old (39 books) and New (27 books) Testaments as verbally inspired of God, without error in the original writings, and that they are of supreme and final authority in faith and practice. (II Timothy 3:16; II Peter 1:21)
- (2) We believe in one God eternally existing in three Persons: Father, Son, and Holy Spirit. (Deuteronomy 6:4; Matthew 28:19; Mark 1:9-11; I Timothy 2:5)
- (3) We believe that Jesus Christ was miraculously conceived by the Holy Spirit, and born of the virgin Mary. (Isaiah 7:14; Matthew 1:18-25; Luke 1:35)
- (4) We believe that the Lord Jesus Christ, the Divine Son of God, died for our sins according to the scripture as the substitutionary sacrifice for man and that all who believe in Him by faith are justified by faith in His blood. (I Peter 2:24; John 3:16; Ephesians. 2:8-9)
- (5) We believe that the Holy Spirit, the third person of the Trinity of the Godhead is eternal in being, identical in nature, equal in power and glory, having he same attributes and perfections as do the Father and the Son. (Matthew 28:18,19; Genesis 1:26; John 14:16,17)
- (6) We believe that man was created in the image of God, and that he sinned and thereby incurred not only physical death, but spiritual death, which is separation from God. (Genesis 1:27; Romans 5:12). All are born sinners and are sinners by nature, thus man sins because he is a sinner. He is not a sinner because he sins. It is his nature, so he must have a new nature to regain the image of God. (II Corinthians 5:17-21; John 3:7)
- (7) We believe in the resurrection of the crucified body of our Lord, in His ascension into heaven and His present life there for us as Intercessor, High Priest and Advocate. (I Corinthians 15:3,4,20-23; Acts 1:9-11; Romans 8:34; I John 2:1; I Timothy 2:5)
- (8) We believe that at any moment, prior to the tribulation period, the rapture of the saints may take place, when the Lord Himself shall descend from heaven "to catch up" His people to meet Him "in the air." (I Thessalonians 4:13-18)
- (9) We believe in the personal, premillennial, bodily return of the Lord Jesus to set up His kingdom upon the earth. (Acts 1:11; Matthew 24:27-31; Revelation 20:4-6)
- (10) We believe that salvation is by grace through faith, and that all who receive by faith the Lord Jesus become the children of God and are indwelt by the Holy Spirit. (Ephesians 2:8,9; Titus 3:5; John 1:12; I Corinthians 6:19; I Corinthians 12:13; Ephesians 1:13,14)
- (11) We believe that all true believers, once saved, are kept secure forever. (John 10:27-30; John 3:16; John 6:37-40; I John 5:11-13; Ephesians 1:13,14)
- (12) We believe in the bodily resurrection of the just and unjust, the everlasting blessedness of the saved, and the everlasting conscious punishment of the lost in hell. (I Thessalonians 4:14-17; Revelation 20:10-15; I Corinthians. 15:35-57)
- (13) We believe that the scriptures set forth immersion as the only method of baptism because it pictures the believer's death, burial, and resurrection with Christ into newness of life, and is a commandment given by the Lord to all believers. (Acts 8:36, 37; Mt. 3:15-17; Mark 1:9; Mt. 28:19)
- (14) We believe that the "bread" (Matthew 26:26) and "fruit of the vine" (Matthew 26:29) used in the observance of the Lord's Supper are symbolic of the broken body and poured out

blood of the Lord Jesus, and that partaking of these elements as a commandment given by the Lord to all who believe. (I Corinthians. 11:23-25; Luke 22:19)

- (15) We believe that Satan is literal and personal, the agent of the Fall, the prince and power of this world, and that he, who is the declared enemy of God and man shall be judged and eternally punished. (Isaiah 14:12-17; Revelation 20:1-10)
- (16) We believe that the gifts of evangelists, pastors and teachers are sufficient for the perfecting of the saints in the church during this dispensation (Ephesians. 4:7-12). The Apostolic age of signs was designed by God to:
 - (1) Approve the person of Jesus of Nazareth (Acts 2:22), and
 - (2) To bear witness to the God-given authority of the Apostolic message of the Gospel (Hebrews. 2:3-4), until the completion of the New Testament Canon (I Corinthians. 12:7-11; I 13:8-10; II Corinthians. 12:12)
 - a) Tongues. The Faith Baptist Church is not in agreement with the present day tongues movement and does not, therefore, accept or retain any member who holds to this doctrine or participates in it.
 - b) Healing. While believing God does heal in answer to the prayer of faith according to His will, our position precludes any cooperation in healing campaigns with the popularly designated "faith healers".

Clause B: As a church, we will, under God's guidance, strive to promote most strenuously those ministries that are in accord with our church Statement of Faith.

SECTION 2. Church Covenant

Clause A: All members of the Faith Baptist Church must be willing to accept, and by God's grace to live by the following Bible Commands and Admonitions as their Church Covenant:

I have read the Articles, Constitution, and Bylaws including those policies dealing with church discipline, conflict resolution and members' rights and responsibilities and holy covenant and agree to be bound by the Articles, Constitution and Bylaws and accompanying policies and procedures.

"I beseech you therefore, brethren, by the mercies of God, that ye present your bodies a living sacrifice, holy, acceptable unto God, which is your reasonable service. And be not conformed to this world: but be ye transformed by the renewing of you mind, that ye may prove what is that good, and acceptable, and perfect will of God." (Romans 12:1,2)

I therefore promise, in dependence upon the grace of God which helpeth our infirmities, to contend earnestly for the faith which was once delivered to the saints; to do good unto all men, especially those who are of the household of faith; to set apart the Lord's day by diligent and devoted attendance upon the public worship of God in this church; to support the word of this church as God prospers us; to pray faithfully for those who have the rule over us, who speak the Word of God, and to preserve the good name of this church by a consistent walk so that no reproach shall be brought upon the name of my Lord and Savior Jesus Christ. (Hebrews 10:25,26; 13:1-7)

"Be ye steadfast, unmovable, always abounding in the work of the Lord." (I Corinthians 15:58)

"Love not the world, neither the things that are in the world." (I John 2:15)

"Have no fellowship with the unfruitful works of darkness, but rather reprove them."(Ephesians. 5:11)

"Study to show thyself approved unto God, a workman that needeth not to be ashamed, rightfully dividing the Word of Truth." (II Timothy 2:15)

"Walk circumspectly not as fools, but as wise, redeeming the time, because the days are evil." (Ephesians 5:15,16)

"Provoke unto love and to good works; not forsaking the assembling of ourselves together, as the manner of some is." (Hebrews 10:24,25)

"Give; not grudgingly, or of necessity; for God loveth a cheerful giver." (II Corinthians 9:7)

"But be ye doers of the Word, and not hearers only, deceiving your own selves." (James 1:22)

"Praying always with all prayer and supplication in the Spirit, and watching thereunto with all perseverance and supplication for all saints." (Ephesians 6:18)

"Provoke not your children to wrath; but bring them up in the nurture and admonition of the Lord." (Ephesians 6:4)

"Put on therefore, as the elect of God, holy and beloved, bowels of mercies, kindness, humbleness of mind, meekness, long-suffering; forbearing one another, and forgiving one another." (Colossians 3:12,13)

"Forgetting those things which are behind, and reaching forth unto those thing which are before, I press toward the mark for the prize of the high calling of God in Christ Jesus." (Philippians 3:14,15; Galatians 6:1)

ARTICLE IV: AMENDMENTS

Members may propose changes to the Constitution that shall be submitted to the Board for consideration and comment. The Board shall present the proposed changes and their comments to the Church at a regular or special Members Meeting. This Constitution may be amended by a three-quarters (3/4) vote of the members present and voting, provided that the following procedure has been followed:

- The proposed written amendment has been presented at a previous Members Meeting.
- The proposed amendment has been mailed or made available to the membership at least four weeks before the meeting to act on the amendment.
- The proposed amendment has been announced on a previous Sunday morning at least two weeks before the vote is taken.

BYLAWS

ARTICLE I: MEMBERSHIP

SECTION 1. Admission of Members

Clause A: Membership in the Faith Baptist Church is extended to all born again, baptized believers (immersion) in the Lord Jesus Christ. (Mark 1:9-11)

Clause B: Each candidate for membership in this church, whether by baptism, letter or public profession shall meet with the membership team for examination. Every candidate for membership will be required to attend a new member's class and agree to adhere to the church covenant and doctrinal statement (Galatians 2:1-9) by signing a copy of the membership covenant.

Clause C: The candidate having given a personal testimony that he or she accepted Jesus Christ as personal Savior and followed in believer's baptism after salvation, and upon approval from the

membership team, may be received into fellowship as a member of this church at any regular service of the church by a majority vote of the members present. (Acts 16:5)

Clause D: All present members of the unincorporated entity known as Faith Baptist Church shall, upon incorporation and signing the Member's Covenant agreeing to be bound by the Articles, Constitution and Bylaws of the new church corporation, become active members of this Church. No member of this Church, nor any officer, nor any member of the Board of Directors shall by virtue of such membership, office or position, incur or be subject to personal liability to any extent for any indebtedness, obligations, acts or omissions of this Corporation.

SECTION 2. Voting Rights of Members

All active members present, without respect to age, who are not under church discipline shall have an equal opportunity to express opinions on business matters. Every active member, age sixteen (16) or older, shall have the right to vote (voting by proxy is prohibited) on the following matters with listed percentages for approval:

1. Annual Budget and any 25 % or more change in the budget during the year – majority vote.
2. Election of Lay Members of the Leadership Team or other Church Officers as provided in these Bylaws – majority vote.
3. Dissolving or disposition of all, or substantially all, of the church assets – 2/3 vote
4. Acquisition or sale of realty property, and/or building projects and related indebtedness – 2/3 vote
5. Amendments to the Bylaws of the church – 2/3 vote
6. Calling or removal of the Senior Pastor - 85% vote
7. Any other major event or decision as designated by the Board- majority unless otherwise provided.

SECTION 3. Dismissal of Members

Clause A: Erasure of member's name shall be effective immediately upon his or her death, and this without vote by the church; but members who request their names to be removed from the church roll, or members who unite with another church, shall have their names removed from the church roll upon recommendation of such action to the church by the Pastor and the membership team and by a majority vote of the Council of Ministries.

Clause B: A letter of transfer shall be granted after review and approval by the membership team. Such letters shall be granted upon the application for the same by the church receiving said member.

Clause C: Believing that attendance at church services is the duty of every resident member, such member missing six consecutive Sundays is considered ineligible to vote, unless absence is justifiable.

SECTION 4. Discipline of Members

Clause A: A disciplinary council shall be appointed by the Pastor as needed and shall consist of the Pastor and Council.

Clause B: In case of personal differences between members of the church, it is recommended that the parties endeavor to settle their differences in the manner laid down by our Savior in Matthew 18:15-26.

Clause C: Where charges are made against a member that rise to the level of a sin pattern or false teaching, the accused shall be notified personally, or by letter, of the nature of the charges and shall be summoned to appear before the Pastor and the Discipline committee to make answer to the charges. Once the Member has received such notice, they may not withdraw their membership until the discipline process has been completed. At least two weeks notice shall be given of such a meeting to the party involved. If the accused does not answer the summons, unless a satisfactory reason is given for such non-appearance, the Pastor and the Discipline Committee shall recommend to the church the exclusion of such member. If the accused appears before the Pastor and the Discipline Committee, there shall be a full and fair hearing of the case and the Pastor and the Discipline committee are empowered to acquit the accused, if a

majority of those present vote that the accused is innocent of the charges. If, on the other hand, a majority of the Discipline Committee present vote that the accused is guilty of the charges preferred, they shall recommend to the church that the accused be excluded from the membership of the church. The majority of the church members present and voting must either approve or disapprove the recommendation

Clause E: Members so dismissed shall be restored to full membership privileges by the Pastor and the Discipline Committee according to the spirit of 2 Corinthians 2:7,8 when their conduct is judged by the Pastor and the Discipline Committee to be in accordance with the Statement of Faith and Biblical repentance. The Pastor will communicate such restoration to the Church in a timely manner.

ARTICLE II: MEETINGS

SECTION 1. Worship

Clause A: Public services shall be held on the Lord's Day and at least one other (i.e. prayer, business, special) meeting shall be held one evening each week.

Clause B: The Lord's Supper shall be held at such times as the Pastor shall determine.

Clause C: Occasional meetings may be scheduled with special speakers and/or events by the Pastor at his discretion.

SECTION 2. Business

Clause A: The business of the church shall be conducted on the basis of a fiscal year beginning January 1st, and ending December 31st.

Clause B: Regular business meetings of the church shall be held quarterly and when possible on the second Sunday of the months of March, June, September and December. Notice of the regular business meetings should be given by announcement at the Sunday services that precede the Sunday nights on which the business meetings will be held.

Clause C: Special business meetings may be called by announcement at any of the regular services of the church, provided that the announcement shall be made at least one week before the said meeting is to be held. Such meetings shall be called by the Pastor or the Council of Ministries.

Clause D: Members entitled to vote in church business meetings must be in good and regular standing in the church, and must be at least sixteen years of age. Privilege of the floor will be given to any member of the church regardless of age or standing. This statement shall be read at the beginning of each business meeting.

Clause E: Twenty percent of the membership which is eligible for voting in church business meetings, shall constitute a quorum. Except that, if the the church is unable to muster a quorum for any duly noticed regular or special business meeting, there may be another meeting called for the same purpose and, provided that the meeting has been duly noticed, those members present and voting at said meeting shall constitute a quorum of the membership for the transaction of business.

ARTICLE III: CHURCH MISSION AND ADMINISTRATION

SECTION 1. Mission

Faith Baptist Church is a body of redeemed believers in the Lord Jesus Christ whom God has gathered together as a family. We exist to worship Him corporately, to nurture one another toward maturity in Christ through obedience to the Word of God, and to impact the world by displaying and declaring the good news of salvation in Jesus Christ.

SECTION 2. Administration

The Church shall be administered by a Council of Ministries also serving in the role of the corporate Board of Directors, which may also be referred to in these Bylaws as the Board or Directors, representative of and in harmony with the congregation of church members. The corporate powers of the church shall be exercised by or under the authority of the Board. The powers, business and property of the Church shall be exercised, by the Board for the purposes of overseeing the legal, business, financial and administrative affairs of the Church with consensus agreement. If, in the course of the decision-making processes, the Board cannot unanimously agree, then the decisions will be made by a two thirds vote of the Board members present and voting at that meeting. The Senior Pastor, who shall be recognized as the authority to oversee the spiritual affairs of the Church, will be the tie breaking vote if that case ever arises. Business requiring congregational action(s) shall be conducted at regular or special business meetings. Special business meetings may be called by the Pastor or the Council of Ministries.

Clause A: Council of Ministries, or Board: The Council shall consist of the following representatives: Pastor, Sunday School Director, Missions Director, Head Deacon, Facilities Director, Finance Director, Treasurer, Clerk, Youth Director, Music Director, and Children's Director which shall be elected for two year terms. The Board shall always maintain a majority of unpaid non-staff members, and lay memnbers shall be added if necessary to maintain the unpaid majority. All positions will be filled in accordance with the election procedures described below. Except for the Pastor, the terms of these officers shall be staggered, where possible, so that approximately one third of the Board is up for election every two years. No member shall serve more than three consecutive two year terms without having to take one year off before being eligible for reelection.

Clause B: Meetings: The Council of Ministries shall meet monthly to promote the mission of the Church and to conduct its business. The council meetings are regularly scheduled for the third Sunday of every month unless otherwise noted. Special called council meetings may be held without prior notice provided two thirds of the council members are available. The meetings shall be chaired by the Pastor, or in his absence the Head Deacon and the current edition of *Robert's Rules of Order Newly Revised* shall prevail. Decisions shall be made by a two thirds or greater vote of Council Members present at announced meetings. Official minutes of each meeting shall be distributed within a week to each Council member (whether having attended or not) by the Clerk and shall be provided to any requesting, voting eligible, church member.

Clause C: Functions of the Board: The Board shall annually elect a Chairman from the lay members of the Board to facilitate the Board meetings. The Chairpersons of other church teams/committees and organizations shall be non-voting invitees to the Board meetings whenever projects or programs in which their team/committee may be involved are to be considered, for example, preparation of annual church calendar. Other than the general powers outlined above, the primary functions of the Board shall be:

- a) To recommend to the congregation suggested objectives and church goals;
- b) To establish governing principles, policies and determining practices for the Church, including the creation and maintenance of policies and procedure manuals, which shall contain all controlling policies and procedures governing any and all aspects of the Church's affairs, including, but not limited to, committee task descriptions and policies regarding the handling of funds, use of facilities, and employment policies and practices;
- c) To review and coordinate program plans recommended by church officers, organizations, teams and committees;
- d) To recommend to the congregation the use of leadership, calendar time, and other resources according to priorities to avoid conflicts in the use of church facilities;
- e) To evaluate program achievements in terms of church goals and objectives;
- f) To oversee legal, business, financial and administrative affairs of the church;
- g) To execute the appointment and termination of all staff, other than Pastor, provide annual performance feedback for church staff, and determine compensation. Only lay Leadership Team members will be involved in determining the compensation of ministerial staff;
- h) Other powers and duties assigned by the church membership and needed for the orderly administration of the church such as but not limited to the following:
 1. Lead the way in modeling evangelism to the congregation;
 2. Guide the church forward in priorities, vision, and philosophy of ministry. This shall include policies for the church;

3. Assist with the observance of the Lord's Supper; and
4. Assist the Senior pastor in his duties to give spiritual leadership to the church.

Clause D: Vacancies on the Board: A vacancy on the Board because of death, resignation, removal, disqualification or any other cause shall be filled by nomination and election by majority of the Board for the remainder of the term.

Clause E: Resignation and Removal: Any Board member may at any time deliver a written notice of intent to resign to the Senior Pastor, which shall be effective upon acceptance by the Board. Other than the Senior Pastor whose removal is provided below, any Officer or Director may be removed at any time with or without cause when, in the sole judgment and discretion of the Board, it is so recommended by a three quarters (3/4) majority of the Board. In the case of the removal of a Board Member, the vote of the Board must then be ratified by a majority vote of the Members at a duly called meeting that such Board Member should no longer serve on the Board. In the event any Director is so removed, a new Director may be elected by majority vote to fill the vacancy at that same meeting or a meeting called for that purpose.

Clause F: Transactions with Interested Parties: A contract or other transaction between the Church and one or more of its Board Members, Pastors, Officers, or family members thereof (hereinafter "Interested Party"), or between the Church and any other entity, of which one or more of the Church or its Board Members, Pastors, or Officers are also Interested Parties, or in which entity is an Interested Party has a financial interest – shall be voidable at the sole election of the Church unless all of the following provisions are satisfied:

1. The Church entered into the transaction for its own benefit;
2. The transaction was fair and reasonable as to the Church, or was in furtherance of its exempt purposes at the time the Church entered into the transaction;
3. Prior to consummating the transaction, or any part, the Board authorized or approved the transaction, in good faith, by a vote of a majority of the Directors then in office, without counting the vote of the interested Director or Directors, and with knowledge of the material facts concerning the transaction and the Interested Parties' interest in the transaction; and
4. Prior to authorizing or approving the transaction, the Board, in good faith, determined after reasonable investigation and consideration, that either the Church could not have obtained a more advantageous arrangement, with reasonable effort under the circumstances, or the transaction was in furtherance of the Church's tax-exempt purposes.

Common or interested Board Members may not be counted in determining the presence of a quorum at a meeting of the Board (or a committee thereof) which authorizes, approves, or ratifies such contract or transaction. Notwithstanding the above, no loan shall be made by the Church to any of its Board Members, Officers, Pastors, or Members. The Board shall carry out this responsibility by, among other things, adopting a Conflicts of Interest Policy that will provide for full disclosure of material conflicting interests by Board Members, Officers, or employees. This Policy shall permit the Board to determine whether the contemplated transaction may be authorized as just, fair and reasonable to the Church.

Clause G: No Compensation for Directors: No salary or compensation shall be paid to any member of the Board in his capacity as Member of the Board, but nothing herein shall be construed to preclude any Board Member from serving the Church in any other capacity and receiving reasonable compensation. Moreover, the Board member may receive reasonable reimbursement for travel and other approved expenses upon request and written documentation.

Clause H: Quorum of Board: One third (1/3) of voting Board Members present at the beginning of a meeting shall constitute a quorum for purposes of transacting business at a meeting. Every action taken or decision made by a majority of the Board shall be deemed to be the act of the Board Members.

Clause I: Action without Meeting: Any action required or permitted to be taken by the Board Members may be taken without a meeting, if all of the Board Members, individually, or collectively, consent in writing to the action. Such action by written consent shall have the same force and effect as the unanimous vote of the Board Members. Such written consent or consents shall be filed with the minutes of the proceedings of the Board Members.

Clause J: Manner of Acting: Except as otherwise provided in these Bylaws, the act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board.

Clause K: Participation by Conference Telephone: Members of the Board of Directors or of any committee thereof may participate in a meeting of such Board or committee by means of a conference telephone or similar communications equipment whereby all persons participating in the meeting can hear each other. Participation by such means shall constitute presence in person at such meeting. When such a meeting is conducted by means of a conference telephone or similar communications equipment, a written record shall be made of the action taken at such meeting, noting participation of those who were present by means of such communications equipment.

Clause L: Board Teams: The Board, by majority vote of all Directors in office, may appoint two or more persons from among its number to serve as special Board team, such as the Board may determine are necessary, which shall have such powers and duties as shall from time to time be prescribed by the Board. Except as otherwise provided by law, the Articles of Incorporation, these Bylaws, or by a Resolution of the Board, each Board team may not exercise the authority of the Board.

Clause M: Minutes: Minutes of the meetings of the Board shall be recorded and taken by a secretary or clerk who shall have custody thereof and be responsible for circulating copies to the members in a timely manner.

Clause N: Other Ministers: Other designated ministers of the church may include: Associate Pastor(s), Sunday School Teachers and Assistants, additional Deacons, and Youth Leaders.

SECTION 3. Selection Process for Officers

Clause A: Pulpit Committee:

- (1) A Pulpit Committee shall be established, when a Pastoral vacancy occurs, to search for and present potential candidates for congregational selection and election.
- (2) The Pulpit Committee shall consist of the Head Deacon, the Sunday School Director, and four additional members selected by the congregation at a Special Business Meeting called for that purpose. The Pulpit Committee shall be chaired by the Head Deacon.
- (3) Candidates shall be presented one at a time until a new Pastor is elected (called) by the congregation at a legally called regular or special business meeting with a quorum present and an affirmative vote of 85% of voting members present.
- (4) Called Pastors shall serve until their resignation is accepted, or 85% or more of the congregation votes in favor of their termination. The Church shall not consider termination unless the scriptural process of Matthew 18:15-17 and 1 Timothy 5:19 have been followed first. Charges worthy of consideration should be of moral or scriptural deviation.
- (5) The Pulpit committee shall be dissolved upon election of a new Pastor.

Clause B: Organization Team:

- (1) The Organization Team shall be appointed by the Pastor from the lay members of the congregation with the approval of the Council of Ministries. Appointment shall be in odd-numbered years, and all members of the team will serve for a duration of two years. The Organization team is responsible for filling all vacant positions within the church.
- (2) Written nominations for elected offices will be accepted by the team starting in September of the year the elections are to be held. The Organization Team shall actively encourage the congregation to submit recommendations for the positions to be elected. Church members may recommend themselves. Incumbents may be renominated. All members should be aware of the qualifications and responsibilities of each position.
- (3) Positions to be elected, required quantity, and the initial tenure, include:

- (a) Deacons (not to exceed 1 per 20 active members) – 2 years
 - (b) Sunday School Director (1) – 2 years
 - (c) Facilities Director (1) – 2 years
 - (d) Finance Director (1) – 2 years
 - (e) Treasurer (1) – 2 years
 - (f) Moderator (1) – 2 years
 - (g) Clerk (1) – 2 years
 - (h) Youth Director (1) – 2 years
 - (i) Music Director (1) – 2 years
 - (j) Children’s Director (1) – 2 years
- (4) The Organization Team shall interview all candidates recommended by any church member to determine their willingness to serve. Everyone willing to serve shall be required to state their honest and sincere confirmation of the Statement of Faith and Covenant of the church and to have been regular in attendance during the last year. The Organization Team shall then evaluate the qualifications of each willing nominee and, within the team, prioritize the evaluation results. The team may recommend qualified candidates for more than the above quantity in any category.
- (5) The Organization Team shall notify each willing nominee as to whether or not they shall be nominated to the congregation before the team recommendations are released. The notification shall include reasoning for actions recommended. Should any willing nominee be notified that they will not be recommended to the congregation, and should they disagree with the decision they may appeal to the Council of Ministries prior to publication of the Organization Team’s recommendations.
- (6) The Organization Team shall publish their recommendations, for each of the positions to be elected, in the church bulletin for at least three Sundays prior to the December regular business meeting.

Clause C: Elections:

- (1) The congregation shall, at the December regular business meeting, vote to fill the above positions.
- (2) The election shall be held by secret ballot, voting for all positions on one ballot, one ballot per eligible voting member. In each category where only one position exists, the person with the highest number of votes shall hold the position. In each category where multiple positions exist they shall be filled first by the person with the most votes and so on until all positions are filled.
- (3) Elected representatives of the church shall serve until their term expires (31 December of the second year), until their resignation is accepted by the Council of Ministries, or until removed for any cause deemed sufficient after recommendation by the Pastor and the Council of Ministries. and approval of two thirds of members eligible and voting at a legally called regular or special congregation business meeting.
- (4) Should any elected position become vacant a successor to fill the remainder of the term may be appointed upon recommendation of the Organization Team and approval of the Council of Ministries.

Clause D: Appointments:

- (1) All appointments for ministry positions shall be initiated by the Organization Team. Upon determining the suitable individual for a required position, the Organization Team shall forward its recommendation to the appropriate ministry head for consideration and acceptance.
- (2) Certain ministry positions shall require the approval of the Council of Ministries:
 - a) Associate Pastor(s)
 - b) Music Director

- c) Missions Director
- d) Youth Director
- e) Head Usher
- f) Ministry Heads

- (3) All compensated ministry appointments must adhere to budget guidelines and be approved by the Finance Director and the Council of Ministries and report to the Pastor.
- (4) Appointees and Other Personnel shall serve until the appointment is withdrawn, or until a replacement is appointed, or until the appointee's resignation is accepted.

SECTION 4. QUALIFICATIONS AND RESPONSIBILITIES

Any person elected or appointed to a ministry of Faith Baptist Church is expected to agree with and adhere to the Church's Statement of Faith and Covenant, and is expected to demonstrate that faith by their individual and corporate walk and talk, abstaining from habits, pleasures, and practices that would hinder their testimony for our Lord Jesus Christ.

Clause A: Pastor (Elder, Shepherd):

- (1) Pastors are to be called by the Spirit of God and set apart to a life of spiritual influence, leadership, and service to Jesus Christ our Savior and Lord and to His Church. Pastors shall also meet the qualifications as set forth in I Timothy 3:1-7, Titus 1:6-9.
- (2) Pastors are to be ordained ministers of the Gospel of Jesus Christ, called by the Church and licensed to minister by the Commonwealth of Virginia.
- (3) Pastors are to depend upon and promote the Word of God above all other authority.
- (4) The Pastor, led by the Holy Spirit, shall live by, preach, and teach the Word of God.
- (5) The Pastor shall shepherd the congregation, overseeing the spirituality and welfare of the church and its people.

Clause B: Deacons (Servant, Minister):

- (1) Deacons shall be members in good standing of Faith Baptist Church for at least one year before election.
- (2) Deacons shall meet the qualifications as set forth in I Timothy 3:8-13 and Acts 6:1-3.
- (3) Deacons shall have the responsibility for ministering to the physical and spiritual needs of the church body (and others).
- (4) Deacons shall minister to the spiritual and emotional needs of church members and to others giving counsel and comfort to the poor, the sick and afflicted as stated in Acts 6:1-3.
- (5) Deacons shall watch for members and others who become especially needy, shall administer a benevolent fund, and shall make recommendations to the Council of Ministries for needs beyond the fund's resources.
- (6) Deacons shall ensure the church is supplied with an appropriate preacher/ teacher should the Pastor or his designee not be able to serve a regular or special service.

Clause C: Sunday School Director

- (1) The Sunday School Director shall be a member in good standing of Faith Baptist Church for at least one year before election.
- (2) The Sunday School Director shall have prior experience teaching Sunday School.

- (3) The Sunday School Director shall supervise the entire Sunday School.
- (4) The Sunday School Director shall conduct teacher meetings not less than quarterly.

Clause D: Missions Director:

The Missions Director shall be a member in good standing of Faith Baptist Church for at least one year before appointment.

Clause E: Facilities Director

- (1) The Facilities Director shall be a member in good standing of Faith Baptist Church for at least one year before election.
- (2) The Facilities Director shall appoint a Facilities Team which shall perform or oversee actions necessary to the preservation and improvement of the church's real estate and facilities.
- (3) The Facilities Director shall be responsible for security of buildings and grounds, including control of key distribution.
- (4) The Facilities Director shall be responsible for opening and closing of the buildings and adjustment of heating and cooling controls.
- (5) The Facilities Director shall be responsible for ensuring that the baptismal facilities are kept in good order and are prepared when needed for baptism services.
- (6) The Facilities Director shall be responsible for supervision of the church janitor(s).

Clause F: Finance Director:

- (1) The Finance Director shall be a member in good standing of Faith Baptist Church for at least one year before election.
- (2) The Finance Director shall have accounting, budgetary, and management experience.
- (3) The Finance Director shall ensure that coordinated budgets are created, published, and adhered to.
- (4) The Finance Director shall establish procedures for financial operations and ensure compliance.
- (5) The Finance Director shall ensure all bank accounts are reconciled monthly.
- (6) The Finance Director shall oversee a semi-annual audit of all financial records.

Clause G: Treasurer:

- (1) The Treasurer shall be a member in good standing of Faith Baptist Church for at least one year before election.
- (2) The Treasurer shall keep records of all tithes and offerings and provide yearly statements of contributions as required by law.
- (3) The Treasurer shall pay out all moneys by check or similar electronic means, approved by the finance director, from a single checking account, in accordance with established procedures, in exchange for expense documentation and/or within council approved budgets for each category.

- (4) The Treasurer shall reconcile bank accounts monthly and provide assistance during semi-annual audits.
- (5) The Treasurer shall provide monthly financial reports to the Finance Director and shall prepare quarterly summaries for regular business meetings. Copies of summary reports shall be given to members upon request.

Clause H: Clerk:

- (1) The Clerk shall be a member in good standing of Faith Baptist Church for at least one year before election.
- (2) The Clerk shall record the discussions and decisions of every Council meeting and prepare minutes for distribution to Council members and to church members on request.
- (3) The Clerk shall record the discussions and decisions of regular and called business meetings and prepare minutes for distribution to church members prior to each regular quarterly business meeting.
- (4) The Clerk shall maintain a log (bound or electronic) of church membership, recording all actions to admit, transfer, or remove memberships, and to record baptisms and deaths.
- (5) The Clerk shall ensure that a computerized record is kept of all members and their families as well as regular attendees at our church. Names, addresses, and contact information shall be recorded for each person. The record shall clearly indicate members in good standing and voting eligibility such that a list can be produced for quorum verification and voting purposes.
- (6) The Clerk shall prepare all letters relating to membership.

Clause I: Moderator:

- (1) The Moderator shall be a member in good standing of Faith Baptist Church before election.
- (2) The Moderator shall preside over all regular and called church business meetings.
- (3) The Moderator shall conduct all meetings in accord with the current edition of *Robert's Rules of Order Newly Revised*.

Clause J: Youth Director:

The Youth Director shall be a member in good standing of Faith Baptist Church for at least one year before election.

Clause K: Music Director:

The Music Director shall be a member in good standing of Faith Baptist Church for at least one year before appointment.

Clause L: Associate Pastor:

Associate Pastors, after being called, shall be members in good standing of Faith Baptist Church.

Clause M: Sunday School Teachers:

Sunday School Teachers shall be members in good standing of Faith Baptist Church.

Clause N: Youth Leaders:

Youth Leaders (Ministry Heads) shall be members in good standing of Faith Baptist Church for at least one year.

Clause O: Ushers:

- (1) Ushers shall care for the seating and comfort of the congregation and the greeting and introduction of visitors.
- (2) Ushers shall distribute approved publications to the congregation, and where appropriate, to visitors.
- (3) Ushers shall take action to prevent and minimize interruptions and distractions during services and church meetings.
- (4) Ushers shall collect, secure, and promptly deliver church offerings to the designated finance personnel.

Clause P: Counter:

The Head Counter shall provide weekly personnel to receive, preserve, and promptly deposit all monies, keeping at all times an itemized account of receipts by date and by established categories.

ARTICLE IV: FINANCES

Clause A: Records for Finances: Adequate and accurate records for accounting of income and expenses, including contributions, shall be kept by the Finance Director and Treasurer. A monthly financial report will be presented to the Council of Ministries. A monthly financial report will be displayed at the church or any member can receive a copy by calling the church office.

Clause B: Deposits: The Board shall select banks, trust companies, or other depositories in which all funds of the Church not otherwise employed shall, from time to time, be deposited to the credit of the Church.

Clause C: Checks: All checks or demands for money and notes of the Church shall be signed by such officer or officers or such other persons as the Board may from time to time designate. Any check over the amount of five thousand dollars (\$5000.00) shall require two authorized signatures from two disinterested Board members.

Clause D: Fiscal Year: The Board, in consultation with the Finance Director, shall have the power to fix, and from time to time to change, the fiscal year of the Church. Unless otherwise fixed by the Board, the fiscal year shall be the calendar year. Accurate records shall be kept by all organizations of the church and report made on the fiscal year basis. All funds handled by any and all organizations shall be reported to the Board.

Clause E: Contracts: The pastor or treasurer shall have the general authority to sign contracts but the Board may authorize any officer or officers, agent or agents of the Church, in exchange or addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of any on behalf of the Church, including real estate transactions. Such authority may be general or confined to specific instances. All contracts for major services or expenditures should be reviewed by a competent attorney.

Clause F: Endowments: The Board may establish on behalf of the Church any endowments for the general purposes or for any special purpose of the Church.

Clause G: Designated Contributions: The Church may accept any designated contribution, grant, bequest or devise consistent with its general tax exempt purposes, as set forth in the Articles of Incorporation. As so limited, donor designated contributions will be accepted for special funds, purposes or uses as approved by the Board, and such designations generally will be honored. However, the Church shall reserve all rights, title and interest in and to and control of such contributions, as well as full discretion as to the ultimate

expenditure or distribution thereof in connection with any funds (including designated contributions) to assure that such funds will be used to carry out the Church's tax exempt purposes.

Clause H: Budget and Audit: The Board shall prepare and submit to the Church for approval at the annual Congregational Meeting an inclusive budget, indicating by items the amount needed and sought for expenses together with an annual strategic plan. The Finance Director shall conduct or arrange for an annual review or audit of a type and nature they deem appropriate, except that every five years the Church shall conduct either a review or audit by an outside auditor.

Clause I: Benevolent Team: The Benevolent Team shall establish procedures to receive and disburse by check all funds allocated to them. It shall be the duty of this committee to determine needs of the congregants or others in the community as they arise. The Benevolent Team shall consist of least three (3) members. This Team shall examine the need of the recipients of these designated funds under an approved Benevolence Policy. They shall also receive and distribute clothes, food and household furnishings and other items, as they deem necessary to distribute accordingly.

Clause J: Partnerships, Joint Ventures, LLC's and Auxiliary Corporations: The Board may authorize in writing any officer(s), or agent(s) of the Church to enter into any partnerships or joint ventures or create auxiliary corporations or limited liability companies that the Board determine will advance the religious purposes and goals of the members as described herein and not violate the Church's tax exempt status.

Clause K: Purchase or sale of property and borrowing: Neither officers nor agents of the Church may purchase or sell real or personal property on behalf of the Church unless authorized by the Board, and in cases of real property, the Members according to these Bylaws. Any borrowing of money must be approved by the Board and a majority of the Members.

ARTICLE V: SETTLEMENT OF DISPUTES WITHIN OR AGAINST CHURCH

In any dispute arising between or among Church members, pastors, or staff, the dispute may be resolved by the Church Board (or a duly appointed team from the Church Board) under the Christian Conciliation Rules and Procedures published at www.hispeace.org. All employees, contractors and vendors of the Church should be asked to sign policies or contracts with the Christian Dispute Resolution clause in it.

Any dispute between a member and the church shall be resolved through Christian Conciliation. Christian mediation should be attempted but if it does not resolve the dispute then legally binding Christian Arbitration shall be employed by the Board or individuals selected by the Board in accordance with the *Rules of Procedure for Christian Conciliation* found at www.HisPeace.org. A decision shall be reached after prayerful consideration, in a spirit of humility, with each Arbitrator seeking that which most glorifies God and regarding one another before himself.

Judgment upon an arbitration decision may be entered in any court otherwise having jurisdiction. Jurisdiction and venue shall be the county and state where the church is located and Virginia law will apply to dispute. Members, pastors, staff or third party vendors/contractors shall understand that these methods shall be the sole remedy for any controversy or claim arising against the Church and expressly waive their right to file a lawsuit in any civil court against one another or the Church for such disputes, except to enforce an arbitration decision. In that case, judgment upon an arbitration award may be entered by any court having competent jurisdiction, in conformity with the laws of the Commonwealth of Virginia. Notwithstanding this above provision, to protect the church and its members and under its risk policy procedures, the church is required to maintain liability insurance. Therefore, this conflict provision is conditioned upon agreement by the church's insurers that, in light of the particular facts and circumstances surrounding the disputed matter, this provision, and the process it establishes will not diminish any insurance coverage maintained by the church.

ARTICLE VI: INDEMNIFICATION

Any person made or threatened to be made a party to any action or proceeding, whether civil or criminal by reason of the fact that he or his testator is or was a Director, Elder or officer, employee or agent of the

Church, may be indemnified by the Church, and the Church may advance his related expenses, to the full extent permitted by law. The Church may purchase and maintain insurance to indemnify: (a) itself for any obligation which it incurs as a result of the indemnification specified above; and (be) its Directors, Elders and officers.

ARTICLE VII: CHURCH POLICY AND OPERATIONS MANUAL

Clause A: Development of Church Policy and Operations Manual: The development of a church policy and operations manual shall be overseen by the church board or their designees with professional consultation and review. This manual shall include all church policies, procedures, job descriptions and organization charts depicting lines of responsibility in the administration of the church. The manual shall be kept in the church office and made available for use by any member of the church. The church secretary shall maintain the manual. The Board or their designees shall review the manual at least annually, with the authority to recommend changes for the church to consider and vote on.

Clause B: Compilation and Maintenance of the Manual: The Board and any of its designees shall be responsible for compiling and maintaining a policies and procedures manual for the day-to-day administrative functions of the Church not covered in the constitution and bylaws. Subjects covered may include, but are not limited to, the following:

1. Personnel policies and procedures not covered in the bylaws;
2. Church property policies and procedures;
3. Church discipline procedures and policies;
4. Christian conciliation and dispute resolution policies and procedures;
5. Child protection policies and procedures;
6. Home Fellowship and Team Leader manuals; and
7. Other policies and procedures as needed.

These policies and procedures manuals shall be available at the Church office for members to review. Any suggested changes shall be recommended to and approved by the Board.

ARTICLE VIII: ADOPTION AND AMENDMENT

The Bylaws may be adopted or amended at any regular or special meeting of the Church by a two-thirds (2/3) vote of all voting members present. Written notice of the proposed amendments shall be made at all services on at least two consecutive Sundays immediately prior to the time of such meeting.

I, the undersigned Clerk/Secretary of Faith Baptist Richmond do hereby certify that the above Constitution and Bylaws were adopted on _____ by the members at a duly called meeting and that this Constitution and Bylaws are current and in operation as of that time.

Church Clerk/Secretary

Date

Last Revision: December 13, 2009