



----Church Constitution----

We the Pastor and members of the Greater Cornerstone Baptist Church, with the hope of establishing unity, harmony, and a spiritual atmosphere conducive to meaningful worship and fellowship as instructed by the word of God, in the book of Romans, 12th chapter, and to set to hand, this constitution of laws and by-laws to enforce the bonds of peace, unity, and love, one with another.

We hold that the bible is the word of God, and that in the midst of this fellowship; it shall be the determining factor in all our decisions.

We further hold that it shall be the expressed purpose and intent of the Greater Cornerstone Baptist Church to fulfill and to live in accordance with God's word, and these rules set forth in the constitution.



Church By-Laws

PURPOSE

The purpose of these By-Laws is to establish and define a flexible framework for conducting the functional activities of Greater Cornerstone Baptist Church, hereafter referred to as "the Church." All decisions, processes, and procedures carried out in the day-to-day transaction of Church business shall conform to these rules of governance.

ARTICLE I – PASTOR

Section 1 – Qualifications. The Pastor shall be a person called by God, a baptized believer of Jesus Christ, a believer in the basic doctrines of the Baptist faith, and a dedicated servant of God. The Pastor shall have completed college and / or seminary training.

Section 2 – Responsibilities. a. The Pastor shall be responsible for providing leadership and instituting programs to ensure the spiritual development, welfare and growth of the Church. The Pastor shall serve as an ex-officio member of all Church boards, organizations, auxiliaries, and committees, and preside at all Church business meetings.

b. Except for the instances enumerated in the by-laws, a pastor can not bind the church for any contractual obligation without a majority vote of the members in good standing of the church.

Section 3 – Election. The Church shall elect a Pastor whenever a vacancy occurs. The Pulpit Committee (see Article XV), shall be responsible for guiding the Church through the selection and election process.

Section 4 – Termination for Cause. Termination of the Pastor for cause shall be considered by the Deacon Board upon receipt of a complaint accusing the Pastor of immorality, heresy, apostasy, dereliction of duty, or failure to uphold the Church Covenant, Articles of Faith, Constitution, and/or By-Laws. The following guidance shall also apply:

a. The Deacon Board shall accept no complaint in private conversation. Complaints shall be presented in writing, or in the Church unless the accusation(s) are supported with indisputable facts and confirmed by three credible witnesses (I Timothy 5:19).

b. The Deacon Board shall review the complaint, and the Pastor's termination shall be warranted only upon the agreement of at least three-fourths of the members of the Deacon Board.

c. If termination is not warranted, the Deacon Board shall explain their assessment of the complaint to the accuser(s) in writing. The letter signed by the Chairman of the Deacon Board, shall be delivered to the accuser(s) within fifteen days following the decision against termination. Delivery of the letter shall constitute final closure of the accusation(s) considered.

d. If the Deacon Board determines that termination is warranted, the Chairman of the Deacon Board shall notify the Pastor of the termination and to cease pastoral duties immediately. The Church shall be notified of the termination at the earliest possible convenience. Severance pay and benefits shall be given in accordance with the Pastor's employment contract.



ARTICLE II – ASSISTANT PASTOR

Section 1 – Qualifications. The Assistant Pastor shall be a person called by God, a baptized believer in the basic doctrines of the Baptist faith, and a dedicated servant of God. The Assistant Pastor shall have completed college and / or seminary training.

Section 2 – Responsibilities. The Assistant Pastor shall have the following responsibilities:

- a. Carry out the duties and tasks assigned by the Pastor.
- b. Assume the duties of the Pastor during the Pastor's absence. During this period the Assistant Pastor shall : (1) Assume responsibility for the welfare and oversight of the Church; (2) Work with the Chairman of the Deacon Board on all Church matters; (3) Preside at all Church business meetings.
- c. Except for the instances enumerated in the by-laws, the assistant pastor can not bind the church for any contractual obligation without a majority vote of the members in good standing of the church.

Section 3 – Election. The Pastor shall determine the need for an Assistant Pastor and shall present a nomination for Assistant Pastor to the Church body for approval. A majority vote from the members present and voting at a Church business meeting shall be required to approve a candidate for Assistant Pastor.

Section 4 – Tenure. The Assistant Pastor shall serve until the relationship is terminated by mutual consent, or at the recommendation of the Pastor, in consultation with the Deacon Board. The Church shall be notified of all such terminations

Section 5 – Termination for Cause. Termination of the Assistant Pastor for cause shall be considered by the Deacon Board upon receipt of a complaint accusing the Assistant Pastor of immorality, heresy, apostasy, dereliction of duty, or failure to uphold the Church Covenant, Articles of Faith, Constitution, and/or By-Laws. The following guidance shall also apply:

- a. The Deacon Board shall accept no complaint in private conversation. Complaints shall be presented in writing, or in the Church unless the accusation(s) are supported with indisputable facts and confirmed by three credible witnesses (I Timothy 5:19).
- b. The Deacon Board shall review the complaint and the Assistant Pastor's termination is warranted only upon agreement of at least three-fourths of the members of the Deacon Board.
- c. If termination is not warranted, the Deacon Board shall explain their assessment of the complaint to the accuser(s) in writing. The letter signed by the Chairman of the Deacon Board, shall be delivered to the accuser(s) within fifteen days following the decision against termination. Delivery of the letter shall constitute final closure of the accusation(s) considered.
- d. If the Deacon Board determines that termination is warranted, the Chairman of the Deacon Board shall notify the Assistant Pastor of the termination and to cease all duties immediately. The Church shall be notified of the termination at the earliest possible convenience. Severance pay and benefits shall be given in accordance with the Assistant Pastor's employment contract.



ARTICLE III – ASSISTANT MINISTERS

Section 1 – Qualifications. Assistant Ministers shall be a person called by God, a baptized believer in the basic doctrines of the Baptist faith, and a dedicated servant of God. The Assistant Ministers must be an ordained minister.

Section 2 – Responsibilities.

- a. Assistant Ministers shall carry out the duties and tasks assigned by the Pastor or the Pastor's designee.
- b. Except for the instances enumerated in the by-laws, a Assistant Minister can not bind the church for any contractual obligation without a majority vote of the members in good standing of the church.

Section 3 – Election. The Pastor shall determine the need for an Assistant Minister and shall present a nomination for Assistant Minister to the Church body for approval. A majority vote from the members present and voting at a Church business meeting shall be required to approve a candidate for Assistant Minister.

Section 4 -Tenure. Assistant Ministers shall serve until the relationship is terminated by mutual consent, or at the recommendation of the Pastor, in consultation with the Deacon Board. The Church shall be notified of all such terminations.

Section 5 -Termination for Cause. Termination of an Assistant Minister for cause shall be considered by the Deacon Board upon receipt of a complaint accusing the Assistant Minister of immorality, heresy, apostasy, dereliction of duty, or failure to uphold the Church Covenant, Articles of Faith, Constitution, and/or By-Laws. The following guidance shall also apply:

- a. The Deacon Board shall accept no complaint in private conversation. Complaints shall be presented in writing, or in the Church unless the accusation(s) are supported with indisputable facts and confirmed by three credible witnesses (I Timothy 5:19).
- b. The Deacon Board shall review the complaint and the Assistant Minister's termination is warranted only upon agreement of at least three-fourths of the members of the Deacon Board.
- c. If termination is not warranted, the Deacon Board shall explain their assessment of the complaint to the accuser(s) in writing. The letter signed by the Chairman of the Deacon Board, shall be delivered to the accuser(s) within fifteen days following the decision against termination. Delivery of the letter shall constitute final closure of the accusation(s) considered.
- d. If the Deacon Board determines that termination is warranted, the Chairman of the Deacon Board shall notify the Assistant Minister of the termination and to cease all duties immediately. The Church shall be notified of the termination at the earliest possible convenience.

ARTICLE IV – GOVERNING BOARD

Section 1 – Purpose. The Governing Board shall be the authorized representative of the Church body between Church business meetings.

Section 2 – Members. The members of the Governing Board shall be the Pastor, Deacon Board, and Trustee Board.

Section 3 – Reporting. The Governing Board shall inform the Church body of all decisions made on their behalf at the next regularly scheduled Church business meeting or at a time deemed by the Board to be more appropriate.

Section 4 – Staff. In order to meet the needs of the congregation adequately, the Governing Board is at liberty to fill positions compensated or uncompensated, with qualified personnel



equipped for the various tasks unless otherwise indicated in these By-Laws. The Governing Board is also authorized to terminate the services of undesirable employees.

ARTICLE V – DEACON BOARD

Section 1 – Number of Deacons. The Pastor shall determine the number of Deacons required to support the functions and operations of the Church.

Section 2 – Nominations. The Pastor shall submit the name(s) of candidates for the office of Deacon to the Deacon Board for approval. Once approved by the Deacon Board, candidates shall be presented to the Church for final approval at a regularly scheduled Church business meeting.

Section 3 – Internship. Candidate(s) approved by the Church for the office of Deacon shall receive formal training and instruction within the Deacon Board for approximately one year. After completion of training, the candidate shall undergo ordination and installation as a Deacon at a special service scheduled by the Pastor.

Section 4 – Ordained Deacons. When a new member of the Church is an ordained Deacon, the Pastor shall present him to the Deacon Board for approval for membership on the Deacon Board. Approved candidate(s) shall then be presented to the Church for final approval.

Section 5 – Term of Office. Deacons shall be elected in accordance with Acts 6:1-3 and I Timothy 3:8-16, to serve as long as they are physically, emotionally, and spiritually able to perform the duties required by the office. Any Deacon who does not perform in a manner consistent with the Holy Scriptures, principles of the Church covenant and the Articles of Faith shall, after consultation with the Pastor and members of the Deacon Board, be removed from Office. The Church membership shall be informed at the next regular or special Church business meeting.

Section 6 Duties

a. In accordance with the meaning of the Word and the practice of the New Testament, Deacons are to be servants of the Church.

b. They are to be zealous in guarding the unity of spirit within the New Church in the bonds of peace.

c. They shall serve as a council of advice and conference with the Pastor in all matters pertaining to the welfare and spiritual work of the Church. With the Pastor, they are to consider and formulate plans for the constant effort and progress of the Church in all things pertaining to the savings of souls, the development of Christians, and the extension and growth of the Kingdom of God.

d. By proper organization and method among themselves, they are to establish and maintain fraternal relationships with, and inspiring oversight over all members of the Church. Especially, they are to seek to know the physical needs and the moral and spiritual struggles of the brethren and sisters; and administer to all who are in need.

e. In counsel with the Pastor, and by such methods as the Holy Spirit may direct, and in accordance with New Testament teachings, they are to have oversight over the discipline of the Church. They are to be guided always by the principles set forth in Matthew 18:15-17, 1 Corinthians 5:9-13, and Thessalonians 5:12-14.f. During any period when the Church is without a Pastor, the Deacons will arrange for temporary ministry and take counsel with reference to securing a Pastor. This is not intended in any way to prejudice the method by which the Pulpit Committee shall proceed in selection and election of a replacement Pastor (see Article XV).



f. Except for the instances enumerated in the by-laws, a pastor can not bind the church for any contractual obligation without a majority vote of the members in good standing of the church.
Section 7 – Replacement of the Chairman/Vice Chairman. Should the office of the Chairman and/or Vice Chairman become vacant, the Deacon Board shall in consultation with the Pastor, nominate a Chairman and/or Vice Chairman. The nominations shall then be presented to the Church for approval by a majority of those present and voting at a regularly scheduled Church business meeting.

Section 8 -Termination for Cause. Termination of an Deacon for cause shall be considered by the Deacon Board upon receipt of a complaint accusing the Deacon of immorality, heresy, apostasy, dereliction of duty, or failure to uphold the Church Covenant, Articles of Faith, Constitution, and/or By-Laws. The following guidance shall also apply:

- a. The Deacon Board shall accept no complaint in private conversation. Complaints shall be presented in writing, or in the Church unless the accusation(s) are supported with indisputable facts and confirmed by three credible witnesses (I Timothy 5:19).
- b. The Deacon Board shall review the complaint and the Deacon's termination is warranted only upon agreement of at least three-fourths of the members of the Deacon Board.
- c. If termination is not warranted, the Deacon Board shall explain their assessment of the complaint to the accuser(s) in writing. The letter signed by the Chairman of the Deacon Board, shall be delivered to the accuser(s) within fifteen days following the decision against termination. Delivery of the letter shall constitute final closure of the accusation(s) considered.
- d. If the Deacon Board determines that termination is warranted, the Chairman of the Deacon Board shall notify the Deacon of the termination and to cease all duties immediately. The Church shall be notified of the termination at the earliest possible convenience.

ARTICLE VI – TRUSTEE BOARD

Section 1 – Number of Trustees There shall be a minimum of 5 Trustees required to support the functions and operations of the Church.

Section 2 – Nominations. The Pastor shall submit the name(s) of candidates for the office of Trustee to the Trustee Board for approval. Once approved by the Trustee Board, candidates shall be presented to the Church for approval by a majority of those present and voting at a regularly scheduled Church business meeting.

Section 3 – Term of Office.

Trustees shall serve as long as they are physically, emotionally, and spiritually able to perform the duties required by the office.

Section 4 – Duties.

The Trustee Board shall be the legal representatives of the Church in matters concerning the facilities and property management as follows:

- a. Hold in trust the property of the church, sign all documents relating to the purchase, sale, mortgage, and lease or transfer of property with a vote of the Church authorizing such action; If the church vote is a tie then Trustee Board will decide by vote.
- b. Oversee all matters of maintenance, refurbishing, etc., of the Church building(s), grounds, vehicles, and possessions; To a limit of \$500.00. Matters of maintenance, refurbishing, etc., of



the Church building(s), grounds, vehicles, and possessions which exceeds \$500.00 should go to the Governing Board for approval. Matters of maintenance, refurbishing, etc., of the Church building(s), grounds, vehicles, and possessions which exceeds \$1,500.00 shall go before the Church for approval.

c. Enter into contracts for maintenance supplies, materials, and services and pledge the credit of the church for items contained within the current year budget or other items approved by the Church body.

d. Except for the instances enumerated in the by-laws, a pastor can not bind the church for any contractual obligation without a majority vote of the members in good standing of the church.

Section 5 – Church Treasurer. The financial functions of the Church are vested in the Church Treasurer who shall be a member of the Trustee Board.

Section 6 – Removal From Office. Trustees shall be removed from office for acts of malfeasance, nonfeasance, or misfeasance by mutual consent or at the recommendation of the Governing Board. Removals shall be reported to the Church at a time deemed appropriate by the Pastor.

Section 7 – Replacement of the Chairman/Vice Chairman.

Should the office of the Chairman and/or Vice Chairman become vacant, the Trustee Board shall in consultation with the Pastor, nominate a Chairman and/or Vice Chairman. The nominations shall then be presented to the Church for approval by a majority of those present and voting at a regularly scheduled Church business meeting.

Section 8 -Termination For Cause.

Termination of an Trustee for cause shall be considered by the Deacon Board upon receipt of a complaint accusing the Trustee of immorality, heresy, apostasy, dereliction of duty, or failure to uphold the Church Covenant, Articles of Faith, Constitution, and/or By-Laws. The following guidance shall also apply:

a. The Deacon Board shall accept no complaint in private conversation. Complaints shall be presented in writing, or in the Church unless the accusation(s) are supported with indisputable facts and confirmed by three credible witnesses (I Timothy 5:19).

b. The Deacon Board shall review the complaint and the Trustee's termination is warranted only upon agreement of at least three-fourths of the members of the Deacon Board.

c. If termination is not warranted, the Deacon Board shall explain their assessment of the complaint to the accuser(s) in writing. The letter signed by the Chairman of the Deacon Board, shall be delivered to the accuser(s) within fifteen days following the decision against termination. Delivery of the letter shall constitute final closure of the accusation(s) considered.

d. If the Deacon Board determines that termination is warranted, the Chairman of the Deacon Board shall notify the Trustee of the termination and to cease all duties immediately. The Church shall be notified of the termination at the earliest possible convenience.

ARTICLE VII – JOINT BOARD

Section 1 – The Joint Board shall consist of the Pastor, the Assistant Pastor, the Deacon Board and the Trustee Board.

Section 2 – The Joint Board shall be convened at the call of the Pastor. The Joint Board may be convened for the purpose of disseminating information to all officers of the Church and/or receiving input from the officers on Church related issues.



ARTICLE VIII – CHURCH TREASURER

Section 1 – Election of the Treasurer shall require a majority vote of the Church members present and voting at Church business meeting. The Church Treasurer shall be a member of the Trustee Board unless the position is outsourced according to Section 2.

Section 2 – The Pastor and Chairman of the Trustee Board shall be authorized to outsource the position of Treasurer when the position cannot be filled from Church resources.

Section 3. The duties of the Church Treasurer shall be as stated in the Financial Management Guide or, if outsourced, according to the terms of the contract.

ARTICLE IX – ASSISTANT CHURCH TREASURER

Section 1 – Election of the Assistant Church Treasurer shall require the vote of a majority of Church members present and voting at a Church business meeting. The Assistant Church Treasurer shall be a member of the Trustee Board.

Section 2 – The Assistant Church Treasurer shall assist the Church Treasurer and stand-in for the Church Treasurer during periods of temporary absence.

ARTICLE X – MEMBERSHIP

Section 1 – Acceptance of New Members.

The Deacon Board shall examine the qualifications of persons seeking membership. Once qualifications are accepted the Pastor shall present the person(s) to the Church for acceptance.

Section 2 – Qualifications.

The membership of the Church shall consist of persons who accept Jesus Christ, our Lord, to be their Savior and meet one of the following criteria.

- a. The candidate is joining by letter from another Baptist church. Upon acceptance by the Church, the candidate shall be granted membership and all of the rights and privileges of membership.
- b. The candidate is joining on Christian experience and has been scripturally baptized by immersion. Upon acceptance by the Church, the candidate shall be granted membership and all of the rights and privileges of membership.
- c. The candidate is joining through baptism. All baptismal candidates shall complete an orientation concerning the Baptist doctrine, the expectations of Christians and members of this Church. After completion of the orientation the candidate shall be scripturally baptized by immersion and be granted membership and all of the rights and privileges of membership.

Section 3 – Duty.

All church members shall be faithful and adhere to the Church Covenant and the Articles of Faith.

Section 4 – Rights.

Members in good standing in the Church have the right to participate and fulfill their obligations such as voting, holding office, membership in organizations and auxiliaries, and all other Church functions.

Section 5 – Termination.

The termination of membership shall occur as follows: a. A member in good standing who desires to unite with another Baptist church is entitled to receive a letter of recommendation upon request;



- b. A member failing to attend and/or contribute to the support of the Church for a period of six months shall be notified by the Church of their placement on the inactive rolls for a period of thirty days. During this period all rights and privileges of the member are also suspended. If no response is received from the member within thirty days of notification, the membership will be terminated. Members responding shall be returned to the active rolls and all rights and privileges shall be restored.
 - c. Should it be necessary to remove a member that has become an offense to the Church and its good name by reason of unchristian conduct, the Pastor and the Chairman of the Deacon Board shall, after due notice and hearing, terminate the membership.
 - d. The Church Secretary shall remove deceased members from the rolls.
 - e. All requests for termination of membership shall be forwarded to the Pastor and the Deacon Board for discussion and final resolution.
- Section 6 – Reinstatement. Any member terminated for any reason may be reinstated after consultation with the Pastor, the Deacon Board, and acceptance by the Church at a Church service respective to their petition.

ARTICLE XI- CHURCH SECRETARY

Section 1 – Employment. The Church Secretary shall be interviewed and selected by the Pastor.

Section 2 – Duties. The duties of the Church Secretary will be as stated in the Secretarial Position Description. The Church Secretary shall be a notary.

ARTICLE XII- INDEMNIFICATION OF OFFICERS AND EMPLOYEES

Section 1 – The Church shall indemnify an officer or employee or any person who may have served at its request against expenses actually and necessarily incurred by him or her in connection with the defense of any action, suit or proceeding in which he or she is made party by reason of being or having been such officer or employee, except in relation to matters as to which he or she shall be adjudged such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. The Church may also reimburse an officer or employee the reasonable cost of settlement of any such action, suit or proceeding if it is found by a majority of a committee composed of officers not involved in the matter in controversy to be in the best interest of the Church that such settlement be made and that such officer or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other right to which such officer or employee may be entitled under any By-Law, agreement, or otherwise.

ARTICLE XIII- FINANCE COMMITTEE

Section 1 – Purpose The Finance Committee shall be responsible for the financial management and planning program; and complement the responsibilities of the Trustee Board relating to the physical handling of Church monies.

Section 2 – Members The Finance Committee shall be comprised of the Governing Board, Church Treasurer, Budget Committee Chairperson, and the Audit Committee Chairperson and one member-at-large appointed by the Pastor. Chairperson will be elected.

Section 3 Responsibilities.

- a. Develop and maintain the Financial Management Guide that establishes policies and procedures for budget preparation and management, accounting for and reporting of financial income and expense transactions, and auditing of Church financial records.



b. Meet at least quarterly to assess the financial health of the Church and make decisions on investments, funds management, and positioning the Church to meet its financial obligations at all times.

ARTICLE XIV- AUDIT AND COMPLIANCE COMMITTEE

Section 1 – Purpose.

The Audit and Compliance Committee shall be responsible for performing all auditing functions within the Church to include auditing of financial records and data; compliance audits to ensure the Church complies with Internal Revenue code, rules, and regulations, and conformance audits of Church functions to ensure compliance with the Articles of Incorporation, Constitution, and By-Laws.

Section 2 – Membership.

The Committee shall be comprised of a Chairperson, appointed by the Chairman of the Finance Committee. The Chairman shall be responsible for the addition of one Deacon, one Trustee, and four members-at-large; who shall not be members of the Finance Committee.

Section 3 – Tenure.

At-large members of the Audit and Compliance Committee shall serve for a period of three years at which time they may be replaced or reappointed.

Section 4 – Financial Audits.

It shall be the duty of the Committee to perform an annual audit of the Church financial records. The Committee is authorized, with approval of the Finance Committee, to employ an independent accounting firm to conduct audits as deemed appropriate and necessary.

Section 5 – Compliance Audits.

The Committee shall determine if the Church is complying with the Internal Revenue Code, rules, and Regulations.

Section 6 – Conformance Audits:

- a. Periodically review and update the Church Constitution and By-Laws and make recommendations for amendments designed to improve the effectiveness and applicability of said documents;
- b. Receive and review proposed changes to the Constitution and/or By-Laws submitted by individual Church members and ministries. Confer with the submitter(s) as necessary to establish the need for the recommended amendment(s) and, when necessary, provide alternative solutions when the amendment process is deemed to be inappropriate.
- c. Review procedural statements by Church ministries for the purpose of assuring conformance with the Constitution and By-Laws.

Section 7. Meetings. Meetings of the Audit and Compliance Committee shall be held at least twice yearly and minutes and actions of the Committee shall be recorded and reported to the membership at regularly scheduled Church business meetings.



ARTICLE XV – PULPIT COMMITTEE

Section 1 – Purpose.

The Chairman of the Deacon Board, shall appoint the Pulpit Committee in the event it becomes necessary to fill a vacancy in the position of Pastor.

Section 2 – Membership.

The Pulpit Committee shall be comprised of one Deacon, one Trustee, and three members-at-large. Once appointed, the committee shall elect its chairperson.

Section 3 – Duties:

- a. The Pulpit Committee is responsible for the examination of credentials, interview, and hearing the preaching of persons whose names have been suggested for the pastorate. They will inform the candidate of the pastoral responsibilities, tenure, financial stipulations, and all other matters pertaining to the Church's ministry. The committee shall examine each candidate's resume.
- b. When satisfied that God has led them to this person of their choosing for the position, the Pulpit Committee shall arrange for the candidate(s) to preach before the Church. They shall inform the congregation of the candidate's credentials before the visit.
- c. After all candidate(s) have been presented to the church and upon the proper call of the Pulpit Committee, the membership shall vote on the candidate(s) at a Church business meeting called for that purpose. The Pulpit Committee chairperson shall chair the meeting.
- d. Voting will be by secret ballot. A Pastor shall be elected when a candidate receives at least two-thirds of the votes cast by members present and voting. Only one candidate shall be presented at a time and voted on before the next candidate is presented for vote.

ARTICLE XVI– ARBITRATION BOARD

Section 1 – Purpose. The Arbitration Board shall mediate disputes that have resisted resolution by the Church and, that may have legal implications. The Pastor shall activate the Arbitration Board when directed by the Church. All decision(s) rendered by the Arbitration Board on all issues presented shall be binding and final.

Section 2 – Membership. The Arbitration Board shall be comprised of one Deacon, appointed by the Deacon Board; one Trustee, appointed by the Trustee Board; and one member-at-large, appointed by the Church at a designated Church business meeting. No member shall be appointed to the Arbitration Board that is in any way involved in the issue(s) to be resolved.

ARTICLE XVII- OTHER MINISTRIES

Section 1 – Scope. The Pastor, Governing Board, and/or membership shall establish standing and ad hoc boards, committees, societies, and groups, hereafter referred to as "ministries", as necessary to ensure all aspects of Church operations are effectively carried out. Standing ministries shall be established as permanent components of Church operations. Ad hoc ministries shall be established to accomplish a specific task or project and will be dissolved upon its completion. Ministries established under provisions of this article shall be conducted according to the following rules.

Section 2 – Officers. a. All ministries shall elect a President and Vice President or Chairman and Vice Chairman, and a Secretary. A Treasurer shall be elected if financial transactions will be involved. Other officers may be elected as deemed appropriate (e. g. Chaplain).

b. Except for the instances enumerated in the by-laws, an officer of a board can not bind the church for any contractual obligation without a majority vote of the members in good standing of



the church.

Section 3 – Elections. a. All standing ministries shall elect officers once each year and provide the names of officers to the Church secretary. A majority vote of those group members present and voting is required to elect an officer. Although elected for a one-year term, officers can be reelected at the discretion of the ministry.

b. Officers for ad hoc ministries shall be elected to serve until the ministry has achieved its objectives and been dissolved by the Pastor. A majority vote of the ministry members present and voting is required to elect an officer.

c. All groups shall immediately hold elections to replace a vacant officer position due to resignation, death, or incapacity of an incumbent.

Section 4 – Meetings. All ministries shall meet on a regularly scheduled basis; minutes should be recorded at all meetings.

ARTICLE XVIII – MODERATOR

Section 1 – The Pastor shall be the Moderator at Church business meetings. In the absence of the Pastor, the Assistant Pastor shall preside; in the absence of both, the Chairman of the Deacon Board shall preside as Moderator pro tem.

ARTICLE XIX – CHURCH MEETINGS

Section 1 – Scheduled Meetings.

The Church shall hold a business meeting at least twice yearly.

Section 2 – Special Meetings.

Special meetings may be called on the basis of their gravity at such time as determined by the Pastor, the Deacon Board, or the Church.

Section 3 – Authority. A business meeting of the Church shall have the authority to transact all business as may properly come before it.

ARTICLE XX FISCAL YEAR

The fiscal year of the church to start in May.

ARTICLE XXI – RULES OF ORDER

Section 1 – Rules. **Robert's Rules of Order** shall prevail on all issues concerning maintenance of these By-Laws and the order of all Church business meetings unless inconsistent with these By-Laws or amended by Special Rules of Order.

ARTICLE XXII – AMENDING THE BYLAWS

Section 1 – Submission. Proposed amendments shall be submitted in writing to the Church



secretary at least ninety days prior to the Church business meeting where the amendment(s) will be considered for ratification. A copy of the proposed amendments shall be made available to each Church member sixty days prior to the Church business meeting.

Section 2 – Approval. These By-Laws may be amended by a majority vote of the members present and voting at a Church business meeting.

Section 3 – Implementation.

Amendments shall be effective on the date of approval.

ARTICLE XXIII – DISSOLUTION OF THE CORPORATION

Section 1 – Dissolution. In the event of the dissolution of this Church as a non-profit corporation, the assets of the corporation shall be given and paid over to non-profit organizations of like faith and order, approved by the remaining membership and that would qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, or its successor provision, and the regulations attributable thereto. None of the assets or holdings shall be divided among Church members or among any individuals or groups not so qualified. The meeting to vote on dissolution shall be carried out according to the guidelines in Article XIX, Section 2, on Church business meetings.

ARTICLE XXIV – GOVERNING VOTING RULES OF ALL BOARDS

Section 1 – Majority vote - defined as more than half of the votes cast by those present and voting (i.e., excluding abstentions) unless the organization's rules specify otherwise (e.g., majority of those present, or majority of the entire membership)

Given under hand and seal this _____ day of _____, 2014.

Pastor Derrick Williams

Deacon Bobby Moore

Trustee LaDon Radford

Deacon Kevin Lee

Deacon Gary Carter

Trustee Janice Ross

Deacon Lawrence Dyer

Deacon Robert Chandler

Trustee Verda Polite

Deacon Onis Pankey

Deacon A.C. Robinson

Trustee Venus Wilson

Subscribed and sworn before me this _____.
Date

Notary Public: _____

My Commission Expires: _____



ROBERT'S RULES OF ORDER

What are Robert's Rules of Order?

The first edition of the book was published in February, 1876 by U.S. Army Major Henry Martyn Robert. Its

procedures were loosely modeled after those used in the United States House of Representatives. Robert wrote

Robert's Rules of Order after presiding over a church meeting and discovering that delegates from different

areas of the country did not agree about proper procedure. The book is now in its 10th edition; Robert's Rules of

Order Newly Revised (RONR).

Robert's Rules of Order provides applicable rules governing key matters of meeting and general procedures, including:

Establishing a Constitution and Bylaws for your student organization.

Structure of the meeting Agenda and debate.

Motions; including making, seconding, debating, modifying and amending motions.

Sufficient majority and simple majority and which decisions are appropriate to them.

Establishment of a quorum.

Definition of membership.

Voting rights of presiding officer and voting procedures.

AN OUTLINE OF BASIC PARLIAMENTARY PROCEDURE

Prepared by Douglas N. Case

Parliamentary Authority: Robert's Rules of Order, Newly Revised, Tenth Edition, 2001.

I. Rules Governing an Organization

State and Federal Law - governing corporations, tax-exempt organizations, public legislative bodies, etc.

Articles of Incorporation - applicable to corporations



Governing Documents of Parent Organizations - applicable to chapters, affiliates, etc. of larger organizations

D. Local Constitution and Bylaws - defines the organization's basic structure and fundamental rules. Normally requires a 2/3 vote and prior notice for amendment and are not subject to suspension.

E. Standing Rules - operating procedures consistent with all of the above. Normally can be amended by majority vote at any business meeting and can be suspended.

F. Rules of Order - parliamentary authority, superseded by any of the above that conflict.

Precedent and Custom - apply when there are no written rules governing a situation.

Student Activities and Campus LifeII. Purposes of Parliamentary Procedure

Ensure majority rule

Protect the rights of the minority, the absentees and individual members

Provide order, fairness and decorum

Facilitate the transaction of business and expedite meetings

III. Basic Principles of Parliamentary Procedure

All members have equal rights, privileges and obligations.

A quorum must be present for the group to act – if the bylaws of the organization do not establish a quorum, the general rule is that a majority of the entire membership must be present in order to transact business.

Full and free discussion of every motion is a basic right.

Only one question at a time may be considered, and only one person may have the floor at any one time.

Members have a right to know what the immediately pending question is and to have it restated before a vote is taken.

No person can speak until recognized by the chair.

Personal remarks are always out of order.



A majority decides a question except when basic rights of members are involved.

A two-thirds vote is required for any motion that deprives a member of rights in any way (e.g., cutting off debate).

Silence gives consent. Those who do not vote allow the decision to be made by those who do vote.

The chair should always remain impartial.

IV. Typical Order of Business

A. Call to Order

B. Opening Exercises, if applicable

C. Roll Call/Determination of a Quorum

D. Adoption of the Agenda

E. Reading and Approval of the Minutes of the Previous Meeting

F. Reports of Officers

G. Reports of Standing Committees

H. Reports of Special (Ad hoc) Committees

I. Special Orders

J. Unfinished Business and General Orders

K. New Business

L. Program, if applicable

M. Announcements

N. "Good of the Order"

O. Adjournment

V. Role of the Presiding Officer

A. Remain impartial during debate - the presiding officer must relinquish the chair in order to debate the merits of a motion

B. Vote only to create or break a tie (or 2/3 for matters requiring a 2/3 vote) – exception: the presiding officer may vote on any vote by ballot



C. Determine that a quorum is present before transacting business

D. Introduce business in proper order

E. Recognize speakers

F. Determine if a motion is in order

G. Keep discussion germane to the pending motion

H. Maintain order

I. Put motions to a vote and announce results

J. Employ unanimous consent (general consent) when appropriate

VI. General Procedure for Handling a Motion

A. A member normally must obtain the floor by being recognized by the chair.

B. Member makes a motion.

C. A motion must normally be seconded by another member before it can be considered. Before the motion is restated by the chair, any member can rise, without waiting to be recognized, and

suggest a modification of the wording to clarify the motion. The maker of the motion can choose

to accept or reject the modified wording (does not require a second).

If the motion is in order, the chair will restate the motion and open debate (if the motion is debatable).

The maker of a motion has the right to speak first in debate.

Debate is closed when:

1. Discussion has ended, or

2. A two-thirds vote closes debate ("Previous Question")

H. The chair restates the motion, and if necessary clarifies the consequences of affirmative and negative votes.

I. The chair calls for a vote.

J. The chair announces the result.

K. Any member may challenge the chair's count by demanding a "Division of the Assembly."

VII. General Rules of Debate



- A. No members may speak until recognized by the chair.
- B. All discussion must be relevant to the immediately pending question.
- C. No member may speak a second time until every member who wishes to speak has had the opportunity to do so.
- D. No member can speak more than twice to each motion.
- E. No member can speak more than ten minutes.
- F. All remarks must be addressed to the chair – no cross debate is permitted.
- G. It is not permissible to speak against one's own motion (but one can vote against one's own motion).
- H. Debate must address issues not personalities – no one is permitted to make personal attacks or question the motives of other speakers.
- I. The presiding officer must relinquish the chair in order to participate in debate and cannot reassume the chair until the pending main question is disposed of.
- J. When possible, the chair should let the floor alternate between those speaking in support and those speaking in opposition to the motion.
- K. When a large number of people wish to speak to a motion it may be advisable for the chair to make a speakers' list.
- L. Members may not disrupt the assembly.
- M. Rules of debate can be changed by a two-thirds vote.

VIII. Motions in Ascending Order of Precedence

Only one main motion may be on the floor at a time, but more than one secondary motion may be on the

floor. When any of the motions on the following list is the immediately pending motion (i.e., the last motion made), any motion listed below it on the list can be made at that time and any motion above it on the list cannot be made at that time. Pending motions must be disposed of in descending order of precedence.



A. Main Motion - introduces business to the assembly for its consideration. A main motion can only be made when no other motion is pending. A main motion yields to privileged, subsidiary and incidental motions.

B. Subsidiary Motions - change or affect how the main motion is handled (voted on before the main motion)

1. Postpone Indefinitely - made when the assembly does not want to take a position on the main question. Its adoption kills the main motion for the duration of the session and avoids a direct vote on the question. It is useful in disposing of a poor motion that cannot be either adopted or expressly rejected without possibly undesirable consequences.

Unlike other subsidiary motions, debate on the motion to postpone indefinitely can go into the merits of the main motion.

2. Amend - changes the wording of the main motion before it is voted upon. An amendment must be germane to the main motion. Its acceptance does not adopt the motion thereby amended; that motion remains pending in its modified form. Rejection of an amendment leaves the pending motion worded as it was before the amendment was offered. An amendment can: delete words, phrases, sentences or paragraphs; strike out words, phrases or sentences and insert new ones; add words, phases, sentences or paragraphs; or substitute entire paragraph(s) or the entire text of the motion and insert another.

When an entire motion is substituted for another, the chair must first call for a vote on the Motion to Substitute to determine the advisability of substituting a new motion. If the

Motion to Substitute passes, the chair then throws the Substitute Motion open to debate.

The Substitute Motion in turn must be voted upon, and is subject to amendment. Note:

There is no provision in Robert's Rules for a "Friendly Amendment." The only way a motion can be modified without a vote, after it has been stated by the Chair, is with the unanimous consent of the members present.

3. Secondary Amendment - An amendment can be offered to an amendment (amendment



of the second order). Amendments of the third order are not permitted.

4. Refer (Commit) - sends a pending motion to a standing committee, or to an ad hoc (special) committee to be appointed or elected, for consideration. The motion to refer may include instructions to investigate, recommend, or take action, and may specify the composition of the committee.

5. Postpone Definitely (Postpone to a Certain Time) - delays action until a certain time specified in the motion (not beyond the next regular business meeting).

6. Limit or Extend Debate - is used (1) to reduce or increase the number or length of speeches permitted or (2) to require that debate be closed at a specified time. It requires a two-thirds vote.

7. Previous Question ("Call for the Question") - immediately closes debate if passed.

Requires a second and a two-thirds vote.

8. Lay on the Table - enables the assembly to lay the pending question aside temporarily when something else of immediate urgency has arisen. It is not debatable. A motion to lay on the table is out of order if the evident intent is to avoid further consideration of the motion. Frequently when one indicates a desire "to table" a motion, the correct motion is either to Postpone Indefinitely or Postpone Definitely.

C. Privileged Motions - do not relate to the pending business but have to deal with urgent matters which, without debate, must be considered immediately.

1. Call for the Orders of the Day - requires the assembly to conform to the agenda or to take up a general or special order that is due to come up at the time ("time certain"), unless two-thirds of those voting wish to do otherwise. A member can interrupt a speaker to call for the orders of the day.

2. Raise a Question of Privilege - permits a request or main motion relating to the rights and privileges of the assembly or any of its members. Examples include requests relating to members' ability to hear a speaker or a request to go into "executive session" (closed



session). A member may interrupt a speaker to raise a question of privilege.

3. Recess - used to request an intermission which does not close the meeting.

4. Adjourn - used to close the meeting immediately. Not debatable.

5. Fix the Time to Which to Adjourn - sets the time, and sometimes the place, for another meeting (“adjourned meeting”) before the next regular business meeting to continue business of the session.

IX. Incidental Motions (Questions of procedure that arise out of other motions and must be considered before the other motion)

A. Point of Order - used when a member believes that the rules of the assembly are being violated, thereby calling on the chair for a ruling and enforcement of the rules. A member can interrupt a speaker to raise a point of order.

B. Appeal - used to challenge the chair’s ruling on a question of parliamentary procedure. A member can interrupt a speaker to appeal from the decision of the chair.

C. Suspend the Rules - used to make a parliamentary rule or special rule of an organization temporarily inoperative. The motion cannot be applied to the constitution and bylaws unless those documents include specific provisions for suspension. Normally requires a two-thirds vote.

D. Withdraw - permits the maker of a motion to remove it from deliberation after the motion has been stated by the chair. If there is not unanimous consent, the motion is debated and voted upon.

E. Point of Information - requests to the chair, or through the chair to another officer or member, to provide information relevant to the business at hand. A point of information must be in the form of a question. A request for information regarding parliamentary procedure or the organization's rules bearing on the business at hand is referred to as a Parliamentary Inquiry.

F. Objection to the Consideration of a Question - suppresses business that is irrelevant or inappropriate and undesirable to be discussed. The objection must be made immediately (acceptable to interrupt a speaker). Does not require a second, is not debatable, and requires a



two-thirds vote opposed to consideration in order to pass.

G. Division of a Question - divides a motion containing two or more provisions that can stand alone so that each provision can be considered and voted upon separately. Not debatable.

H. Division of the Assembly - used to demand a rising vote to verify the vote count. The motion can be made without obtaining the floor, does not require a second, is not debatable, and does not require a vote.

X. Main Motions That Bring a Question Back Before the Assembly

A. Take from the Table - resumes consideration of a motion laid on the table earlier in the same session or in the previous session. Not debatable.

B. Reconsider - reopens a motion to debate that has already been voted upon in the same session. The motion to reconsider can only be made by a member who voted on the prevailing side. It suspends action on the motion to which it is applied until it has been decided. It cannot be postponed beyond the next regular business session.

C. Rescind (Annul or Repeal) or Amend Something Previously Adopted - repeals or amends a motion for which it is too late to reconsider. Normally requires a two-thirds vote of those present or a majority vote of the entire membership; however, if previous notice has been given then only a majority vote of those present is required. A motion to rescind cannot be applied to action that cannot be reversed.

XI. Voting

A. Majority vote - defined as more than half of the votes cast by those present and voting (i.e., excluding abstentions) unless the organization's rules specify otherwise (e.g., majority of those present, or majority of the entire membership)

B. Two-thirds vote - defined as at least two-thirds of those present and voting, unless otherwise specified by the organization's rules. Examples of motions that require a two-thirds vote: to close, limit, or extend debate; to suspend the rules; to amend the constitution and bylaws; to close nominations; to remove an officer or expel a member; or to object to the consideration of a



motion.

C. Voting by the Chair - except when there is a ballot vote, the chair only votes when his/her vote would affect the result.

D. Methods of Voting

1. Voice vote - method normally used
2. Show of hands or rising vote - used to verify an inconclusive voice vote or on motions requiring a two-thirds vote
3. Ballot - normally used for election of officers and when ordered by a majority vote
4. Roll call vote - used when it is desired to have a record of how each member voted. Can be ordered by a majority vote unless the organization's bylaws specify otherwise.

E. Proxy voting is prohibited unless specifically provided for in the charter or bylaws.

Recommended Books

Robert's Rules of Order, Newly Revised, Tenth Edition, 2000

Robert's Rules of Order, Newly Revised, In Brief, 2004

The Complete Idiot's Guide to Robert's Rules, Nancy Sylvester, 2004

Robert's Rules for Dummies, C. Alan Jennings, 2004

Recommended Web Sites

www.robertsrules.com

parliamentarians.org

www.rulesonline.com

www.parlipro.org