

By-Laws for Southern Baptist Church

(Adopted 12/7/2009; Amended 12/5/2011)

Preamble (see I Cor. 14:40)

This document aims to make known in a clear and concise manner the essential rules by which we govern ourselves at Southern Baptist Church. We, the active members of Southern Baptist Church, do hereby consent to being governed by these by-laws.

Article I: Name

The legal name for our church is Southern Baptist Church. We are often referred to as Southern Missionary Baptist Church. Our church is incorporated in the state of Ohio and located in the city of Cincinnati.

Article II: Mission (see Mt. 28:19-20; II Tim. 3:16; Heb. 11:6)

The mission of our church is to evangelize the lost and edify the saints God's way (see Mt. 28:19-20). From time to time we may express these sentiments with different words, but these principles are at the core of our mission. The government may say that we promote and partake in religious, educational, and charitable efforts. Ideas such as rescuing the perishing, restoring those who have lapsed, and aiding the discipleship of our members by the empowerment of the Holy Spirit are in keeping with the said mission statement. It should also be noted that we highly value and strive to live up to the Baptist Articles of Faith and Church Covenant, as published by the National Baptist Convention, USA, Inc.

Article III: Pastor

Section 1: The Pastor is to ideally be called by a two thirds vote (i.e., 2/3 of the active members voting on the call of the Pastor) in a legally called church business meeting that was announced for the calling of the Pastor. If the church agrees to such, by way of a majority vote (i.e., 51%+ of the active members voting on the issue), a 55% majority vote (i.e., 55% of the active members voting on the issue) can suffice for the call of the Pastor; however, serious effort is to be given to securing a two thirds vote. It is hoped that the Pastor would have at least the following qualifications: strive to live up I Timothy 3:1-7; have the equivalent of a Master's of Divinity Degree, have five years of pastoral experience, have the demonstrated competences to perform the duties of this office, and have a demonstrated passion for community involvement.

Section 2:

- a. The Pastor's chief duties are to feed and lead the church in carrying out God's will (see I Pet. 5:1-4). More specifically, he is to preach, teach, train, model Christian character, and lead in worship on a regular basis. He is to give accountable leadership (i.e., normally quarterly written status reports, church business meetings, etc.) to the process of the church's adopting and carrying out goals, plans, and budgets; selecting personnel; and

pursuing the mission of the church. He is the chief executive officer of the church and is accountable to the church.

b. As need arises, the Pastor shall hire, supervise, discipline, and terminate church staff in accordance with the church's budget. The Executive Committee should be kept informed of hiring and termination issues.

Section 3: The Pastor is to be generously compensated for the carrying out the duties of his high office. His compensation is to grow as the church's revenue grows (see Num. 18:21; I Tim. 5:17-18; I Cor. 9:13-14).

Section 4: The Pastor's leadership is vetoed only by a majority church vote (i.e., 51%+ of the active members voting on the issue). In the event that a member wants to challenge the Pastor's leadership, the member is to first submit his or her issue to the Pastor in writing. If the member is not satisfied with the Pastor's ruling, the member may seek to be heard by the Executive Committee (see Art. IV, Sec. 6 below). If the member is not satisfied with the ruling of the Executive Committee, the member has a right to seek signatures of support from 30% of the active members of the church. If the member cannot gain the Pastor's, Executive Committee's, nor 30% of the active members' permission to be heard at a church meeting then the member has no other recourse.

Section 5: The Pastor is terminated by way of a two thirds vote (i.e., 2/3 of the active members voting on the issue) in a legally called church meeting announced for the purpose of terminating the Pastor. If the church decides to terminate the Pastor, he is to be given ninety days of compensation (i.e., he is to be paid any bonuses or other compensation due him, even if such needs to be prorated); however, his services end immediately, which means he is to turn in all property belonging to the church. His office may be declared vacant (i.e., this is essentially a softer way of saying terminated) because of his incapacity, by way of a two thirds vote (i.e., 2/3 of the active members voting on the issue), in a legally called church meeting announced for the purpose of declaring the office vacant because of the Pastor's incapacity. If the church decides to vacate the office of the Pastor, he is to be given ninety days of compensation (i.e., he is to be paid any bonuses or other compensation due him, even if such needs to be prorated); however, his services end immediately, which means he is to turn in all property belonging to the church. The Pastor is expected to give a ninety day notice of his resignation.

Section 6:

a. In the event that the church is without a Pastor, the Manager of the Deacon Ministry will automatically become the Acting Moderator of the church. If the Manager of the Deacon Ministry is unable (e.g., health, family issues, etc.) or unwilling to serve, the Assistant Manager is next in line, followed by the Manager of the Trustee Ministry, the

Assistant Manager of the Trustee Ministry, and then the ranking Superintendent (i.e., the one who has served as a superintendent the longest. In the event of a tie, seek agreement between/among those who are tied, or prayerfully toss a coin, if agreement cannot be reached.) down to the newest Superintendent.

b. The first responsibility of the Acting Moderator is to call a church business meeting within 30 days of accepting the role of Acting Moderator (i.e., make sure an announcement is made for two consecutive Sundays, during the worship services, about the time of the meeting to declare the Pastoral office vacant, agreeing on the Moderator, and selecting the Pastor Search Committee) and have the church to agree that the office of the Pastor is vacant and have the church to agree on who she wants to be the Moderator of the church. It is highly recommended that the Moderator be an existing member of the Executive Committee, but it is not required. It takes a majority of those active members voting to select a different Moderator other than the Acting Moderator. If the body doesn't agree on another Moderator then the Acting Moderator becomes the Moderator.

c. The Moderator shall be duty bound to preside over church business meetings, Executive Committee meetings, and strive to simply keep the church family together, as the Pastor Search Committee process unfolds. In the event that the church agrees on an Interim Pastor, the duties of the Interim Pastor and those of the Moderator should be discussed by the Executive Committee and agreed upon by the church.

d. In the same meeting that the church agrees on who the Moderator will be, the church is to implement the Pastor Search Committee Guidelines (i.e., seek to select those to serve on the Pastor Search Committee, etc. – see the church's "Pastor Search Committee Guidelines").

Article IV: Officers

Section 1: Deacons

A. Deacons are expected to have at least the following qualifications: strive to live up to I Timothy 3:8-13, complete the training prescribed the Pastor, and have demonstrated competency to carry out the duties of the office. A deacon is duty bound to assist the Pastor in primarily but not exclusively the following ways: assist with the ordinances, benevolent affairs, ministering to troubled members, worship, teaching, ministry managing, following up on members, advisement, and modeling discipleship.

B. In order to become a deacon, one has to be ordained. Ordination and the accepting of deacons from other churches require the Pastor's and church's agreement. The church's agreement is to be expressed in a legally called church meeting. The Pastor may suspend a deacon as a means of

discipline; however, it takes the church's agreement to remove a deacon from office, which includes the revoking of his ordination. Deacons serve until they resign, are emeritized, are removed, or die.

C. Deacon emeritus status means one has been honorably retired from the duties and authority associated with being a deacon, even though such persons may be called upon from time to time to advise and even assist. This status is reserved for those who have served well for at least fifteen years and have been agreed upon by the Pastor and church.

Section 2: Trustees

A. Trustees are expected to have at least the following qualifications: complete the training prescribed by the Pastor and have demonstrated competency to carry out the duties of the office. A trustee is duty bound to assist the Pastor in primarily but not exclusively the following ways: assist with the managing of property affairs, managing of business affairs, managing of financial affairs (i.e., budget, bookkeeping, etc.), and compliance with all governmental laws. The trustees are to work within the parameters agreed to by the church. An example of a parameter may be, if the church agrees to demolish one of her several houses then the trustees are to work on demolishing one house, not one or zero. Since the Pastor is the chief executive officer of the church, all trustee activities should have his blessings.

B. In order to become a trustee, one has to be agreed to by the Pastor and the church. The church's agreement is to be expressed in a legally called church meeting. The Pastor may suspend a trustee as a means of discipline; however, it takes the church's agreement to remove a trustee from office. Trustees serve for one year at a time. They can be reselected for four consecutive years, after which, they must come out of office for at least a year. It seems good for Southern to have between 11 and 25 Trustees.

Section 3: Treasurer

A. The Treasurer is expected to have at least the following qualifications: complete the training prescribed by the Pastor and have demonstrated competency to carry out the duties of the office. The Treasurer is duty bound to assist the Pastor in primarily but not exclusively the following ways: maintain accurate record of all church revenue and expenditures, insure revenues are deposited in the church's accounts, insure expenditures are appropriately paid, and insure requested reports are generated in a timely fashion.

B. In order to become the Treasurer, one has to be agreed to by the Pastor and the church. The church's agreement is to be expressed in a legally called church meeting. The Pastor may suspend the Treasurer as a means of discipline; however, it takes the church's agreement to remove the Treasurer from office. In the event of suspension, the Pastor and the other Trustees are to agree on someone else to serve, until the suspension is over or the Treasurer has been

replaced. The Treasurer serves for one year at a time. The Treasurer can be reselected for four consecutive years, after which, he/she must come out of office for at least a year.

Section 4: Other Leaders

A. All other leadership positions and officers (also known as other leaders) are expected to have at least the following qualifications: complete the training prescribed by the Pastor and have demonstrated competency to carry out the duties of the office. They are to assist that Pastor in primarily but not exclusively ways that are common to their positions. This section is referring to those who manage ministry groups, superintendents, the church clerk, committee chair persons, teachers, special follow-up workers, special advisors, and the like.

B. 1. In order to become an “other leader” (i.e., other than those who require a church agreement) one has to be appointed or approved by the Pastor. The church always has a right to veto the Pastor’s selections; however, the church does not need to vote these people into position. The Pastor can suspend and remove all of these leaders for disciplinary reasons. These leaders serve for one year at a time. They can be reselected for four consecutive years, after which it is preferred but not mandated that they come out of office for at least a year. They can serve in another office, after four years in one office.

2. A reasonable screening process is to be used for especially those working with children and youth.

Section 5: The licensing and ordaining of ministers requires the agreement of the Pastor and the church. The Pastor may suspend ministers as a means of discipline; however, their licenses and ordinations require a church vote to revoke.

Section 6: Regarding the Executive Committee, ideally, a group of twelve or less leaders are to meet with the Pastor (i.e., the Executive Committee), on normally a monthly basis, to advise him on church issues. The manager and assistant manager of the Deacon Ministry, manager and assistant manager of the Trustee Ministry, Treasurer, and superintendents (i.e., middle managers) are duty bound to serve on this committee with others that the Pastor may appoint from time to time. Ideally, the Pastor will meet with the Cabinet, all of the leaders and pastoral appointees, on a quarterly basis to share updates with them and receive advisement from them on church issues. It is the sincere hope of our church that the Pastor, the Executive Committee, and the Cabinet will work collaboratively to present a united front to the church and shield the church from unnecessary controversy.

Article V: Members

Section 1: A. A person can initiate the process of becoming a member of this church, by presenting him/her-self by way of letter (i.e., letter from another church indicating that the

candidate left in good standing), Christian experience (i.e., candidate indicates that he/she has accepted Christ as his/her savior and has been baptized but does not have a letter), candidate for baptism (i.e., candidate indicates that he/she has accepted Christ as his/her savior but has not been baptized), and by re-instatement (i.e., the candidate is rejoining this church having already accepted Christ as his/her savior and being baptized). If one comes by way of “watch care” and means by such that one doesn’t want to carry out their duties to this church then one will simply be treated as a friend of the family, but one has no rights of membership. If one carries out the duties of membership (see section 2 below) then one will have the rights of membership (e.g., vote, special care when troubled, etc.). All candidates are required to complete the Membership Orientation course work (i.e., the name of the course is subject to change, but the function is the same), unless they have been granted a waiver by the Pastor with the agreement of the Executive Committee, or the waiver can be granted by the church. One must be at least sixteen years old in order to be able to vote in church meetings.

Section 2: A. All active members are expected to study, serve, and give (see II Tim. 2:15; Ps. 1:2; Eph. 2:10; Mal. 3:8-10; II Cor. 16:2). More specifically, all members are strongly urged to be registered in a Bible study, registered in a ministry group, and tithe. Failure to give at least \$10 in a 90 day period may result in one being placed on the inactive roster, which means one has no standing in the church. The Deacons are charged with giving members at risk of becoming inactive a 30 day warning. However, the warning is not necessary to enforce the transferring of members from active to inactive status, especially, if the member has been inactive for 180 days or more. To move from being inactive to active, one must rejoin the church. Any member unable to maintain the active membership standard may seek a waiver, especially, if the member is homebound. The Pastor and Executive Committee must agree or the church can agree to the waiver.

B. It is our sincere prayer that all members would strive to be at least tithing disciples, that disciples would be sensitive to God calling them to be leaders, and that we would strive to be a great asset in building God’s kingdom in not only Avondale and vicinity but around the world (see Lk. 9:23; Mal. 3:8-10; I Cor. 16:2; Phil. 3: 12-14; Mt. 28:19-20; 5:13-16).

Section 3: Active members are entitled to spiritual nurture. This nurture includes but is not limited to Bible based preaching and teaching as well as training for service. It includes giving each member an opportunity to play their part in the body of Christ. It includes the provision of the Baptist ordinances (i.e., baptism and communion) and a Christian funeral. It includes but is not limited to being accepted, loved, encouraged, and supported in striving to be a stronger disciple. Tender care is to be provided when sickness, bereavement, times of counseling, or the need for benevolence come into their lives. The church is to give diligence to making weddings, funerals, and facility usage affordable, if not free. Active members are also entitled to one vote each in church meetings.

Section 4: Members may be removed from the active roster for the following reasons: disciplinary removal, death, letter of dismission, and failure to support the church. In the case of disciplinary removal, the church must agree to such in a legally called church business meeting.

Article VI: Business Meetings

Section 1: In order to be a legally called church business meeting, the following must be in place: an announcement must be made for the two consecutive Sunday mornings leading up to the meeting, during the announcement period in the worship services; a pastorally approved agenda must be in place; the Pastor will serve as the moderator of the meeting; and there is to be a quorum of at least 10% of the active members on the church's active membership roster.

Section 2: A two third vote (i.e., 2/3 of those voting on the issue of calling a church meeting and setting its parameters) of the Executive Committee can call a church meeting with the same type of notice. However, the quorum in such case is 20% of the active members, and the church must adopt the agenda and presiding officer by a majority vote.

Section 3: An active member can petition a church meeting with the signatures of 50% of the members on the active membership roster. However, the quorum in such case is 20% of the active members, and the church must adopt the agenda and presiding officer by a majority vote.

Section 4: Any business meeting that is not in compliance with this article is illegal and should not be attended by the members of this church.

Section 5: The annual church business meeting is to be held in the month of December, preferably before the 15th of December, unless a majority of the Executive Committee agrees otherwise.

Section 6: It is hoped that Christians would deliberate with principles like love, respect, decency and order, one vote per active member, and majority rule in mind. However, the parliamentary guidance given in *The Baptist Standard Church Directory and Busy Pastor's Guide* or the newest version of the Robert's Rules of Order will be called upon as it seems wise. The majority vote is the sole authority in deciding parliamentary matters.

Article VII: Asset Management

Section 1: In a legally called church business meeting, the church is to agree to a budget. Those designated to manage the church's revenues and expenditures are to be governed by the church's approved budget. Emergency expenditures are to be approved by the Pastor or three of those serving on the Executive Committee, in the lack of availability of the Pastor. Emergency expenditures are to be reported to the church at the next legally called church business meeting.

Section 2: Ministry groups may have petty cash funds (i.e., the name may change from group to group) that do not exceed \$100 on hand or an amount established by the Executive Committee. The Deacons may have charge of a benevolent fund. Other special funds may be established as deemed appropriate by the Pastor with the advisement of the Executive Committee or the by the church. All of these funds belong to the church. The governing of these types of funds is to meet the satisfaction of the Pastor. The records are subject to review by the Pastor, his designee, or the church's designee.

Section 3: All of the church's assets are to be held in the church's name. Any significant leasing, selling, and purchasing are to be pre-approved by the church in a legally called church business meeting.

Section 4: Diligence is to be given to keeping the church financially healthy, which includes at least an internal audit every five years, starting in 2010. Great wisdom should be exercised, in regard to the church's debt load. An internal audit would feature the development of a committee of at least five active members agreed to by the church (i.e., the Pastor's appointees may be agreed to by the church and the church can elect people from the floor). The committee would at least review the church's handling of business issues, including the handling of funds and using all church resources for the church's mission, and submit a written report to the Pastor, Executive Committee, and church. The report is to discuss the scope, findings, and recommendations of the review. The report is to be given to the Pastor 30 days before the Executive Committee. The Executive Committee is to review the report 30 days before the report is made available to the church. The Audit Committee must make a written report available to the church within six months of being sent out.

Section 5: The fiscal year for the church will be the same as the calendar year.

Article VIII: Disbandment

This church is disbanded by way of a 75% affirmative vote of the active members voting on the issue, in a legally called church meeting that has been announced for such a purpose. The quorum for this meeting is 50% of the active members of the church at the time of the meeting. Given that these conditions are met, all assets are to be liquidated, all bills paid, and any remaining funds are to be forwarded to the Baptist Association that we are members of at the time of the meeting, unless a majority vote determines another organization or organizations to which to send the remaining funds.

Article IX: By-Law Amendments and Review (see Pro. 11:14; I Cor. 14:40)

Section 1: These by-laws are amended (i.e., added to, subtracted from, or modified) by way of a two thirds vote (i.e., 2/3 of the active members voting of the given issue) in a legally called church business meeting announced for the purpose of amending the by-laws.

Section 2: These by-laws are to be reviewed at least every five years starting in 2009. A report of the review is to be made available to the church family.