

**CONSTITUTION, BYLAWS & RULES OF PROCEDURE  
OF THE NEW MOUNT OLIVE BAPTIST CHURCH**

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**CONSTITUTION  
OF  
THE NEW MOUNT OLIVE BAPTIST CHURCH**

**ARTICLE I - NAME**

The name of this church shall be the New Mount Olive Baptist Church, hereinafter referred to as the "Church."

**ARTICLE II - PURPOSE**

The purpose of the organization and operation of this Church is to carry out effectively all of the objectives and responsibilities of the Church as set forth in the New Testament. In general, these objectives are:

1. The maintenance of regular, public worship of God.
2. The guidance of all persons with whom the Church has contacts into acceptance of Christ as Savior and Lord.
3. The study and practice of Christian living as revealed in the New Testament and applied to the conditions and problems of modern times.
4. The active promotion and advancement of Christ's Cause and Kingdom throughout all of the earth.
5. The Church is organized and shall be operated exclusively as a nonprofit, religious, charitable and educational organization dedicated to these purposes.

**ARTICLE III - MEMBERSHIP**

This Church is a body of believers called of God to be a local manifestation of the New Testament concept of the Church, in covenant with one another, to carry out the work of His Holy Spirit. The membership of this Church shall consist of persons who profess Jesus Christ as their Lord and Savior, who have been baptized by immersion, who freely subscribe to this Constitution and the Church Covenant, who have been received into membership by the Church, and who have received the right hand of fellowship. Each new member is to be

provided with the opportunity for instruction in discipleship, church fellowship, and the spiritual life. Further requirements for membership are delineated in the Bylaws. The Church Covenant may be revised from time to time according to the vision of the Church, and in accordance with Bylaw Amendment requirements.

#### ARTICLE IV - POLITY

1. General - Authority to reach decisions for governing the affairs of this church, being given to us by Christ, the Head of the Church, is vested in the active resident membership of the Church and it recognizes no higher ecclesiastical authority.
2. By the adoption of this Constitution, the Church membership delegates certain specified responsibilities and authorities to its Officers, Ministries, Committees, Senior Pastor and staff as set forth in the Bylaws and Rules of Procedure.

#### ARTICLE V - AFFILIATIONS

The Church shall affiliate only with local, regional and worldwide organizations whose objectives are consistent with ours upon recommendation of the Senior Pastor and approval of a two-thirds (2/3) majority of all members of the Ministry of Directors.

#### ARTICLE VI - AMENDMENTS TO THE CONSTITUTION

All proposed amendments to this Constitution must first be submitted to the Ministry of Directors and the Advisory Council Ministry for consideration. Only the Ministry of Directors may submit proposed constitutional amendments to the Church. Upon approval of a two-thirds (2/3) majority of all members of the Ministry of Directors, the Ministry of Directors may submit a constitutional amendment to the Church for a vote of the active resident members of the Church. This Constitution may be amended by a two-thirds (2/3) affirmative vote of the active resident members of the Church present and voting at a meeting duly called for such purpose, provided a copy of such proposal has been submitted to the Church no less than ninety days (90) prior to voting at a church Business Meeting, in accordance with the Rules of Procedure

This Constitution, ratified by the Church on August 24, 2006, supersedes all previous Constitutions of this church, and the same are hereby repealed.

## The BYLAWS

#### ARTICLE I – MEMBERSHIP

##### **Section 1 - Active Membership**

###### a. Definition of Active Membership

An active member is a member who regularly attends the services of the Church except when reasonably prevented from doing so and contributes as able to the financial support of the Church, or in some other way communicates an ongoing interest in the Church. Active members are entitled to exercise the rights and privileges of membership (voice and vote), and are eligible to hold an appointive office.

###### b. Definition of Inactive Members

An inactive member is a member who is not attending, supporting, or otherwise communicating an interest in this church, or who is attending and/or supporting another church, for a period of six (6) months. Such persons continue as members, but their status is changed to inactive. The Ministry of Deacons shall annually provide a listing of inactive members for the benefit of the Clerk. Inactive members will not be counted on church reports of membership as "resident members." Inactive

members who no longer reside in the area are encouraged to unite with another church of like faith and practice where they can be active.

c. Definition of Resident Member

A resident member is an active member who lives in reasonable proximity to the Church, and may thereby attend services and/or business meetings of the Church without the requirement of extraordinary effort.

d. Exceptions to Inactive Membership Status

Members are not made inactive simply because they are unable to support the Church financially or are physically incapable of regular attendance.

e. Reinstatement of Inactive Members

Following a reasonable period of active involvement in the life and ministry of the Church, the Ministry of Deacons may reinstate inactive members to full active membership.

## **Section 2 - Admissions to Membership**

All members of this church shall be persons professing faith in the Lord Jesus Christ, giving evidence of that faith in their personal lives and in their willingness to serve Him and shall have been baptized by immersion, except in those cases where the Ministry of Deacons determines that it is medically or physically inadvisable for the individual to be immersed.

Any such person may be admitted to membership by one of the following methods upon the completion of all conditions and requirements designated by the Church's Senior Pastor:

a. By Letter. A letter of transfer may be received from another Christian church.

b. By Baptism. If not previously baptized by immersion, admission upon profession of faith shall be followed by baptism by immersion administered by this church, except as stated above.

c. By Experience. A believer of worthy character who has been a member of another Baptist church, but who is unable for an acceptable reason to secure a letter from that church, or a believer who has been a member of another evangelical denomination may be admitted to membership in this church upon a statement of experience, baptism by immersion and evidence that his or her views of faith and principle are in substantial accord with those of this church.

d. By Restoration. Persons who have been excluded or suspended from membership may have his or her membership restored upon recommendation by the Church's Senior Pastor.

## **Section 3 - Dismissals from Membership**

Members may be dismissed from the Church by any of the following methods upon recommendation by the Ministry of Deacons except in the case of death, which is automatic.

a. By Death

b. By Letter: Any member in good standing may be granted a Letter of Dismissal and Recommendation to any other Baptist church by submitting a request in writing with the name of the church to which the letter is to be addressed. Membership in this church shall cease when the requested statement is issued.

c. By Expulsion: Any member who becomes an offense to this church and to its good name by reason of immoral or un-Christian conduct may be dismissed from membership upon recommendation of the Ministry of Deacons and approval of the Church's Senior Pastor, but only after such member has been given due notice of the pending action, has had an opportunity to be heard by the Ministry of Deacons, and after sincere and diligent efforts have been made by the Ministry of Deacons to bring

such member to repentance and amendment. A spirit of Christian kindness and forbearance shall pervade all such proceedings. The scripture, Matthew 18:15-17, will be used as a guide to the resolution of such condition.

#### **Section 4. Associate Memberships**

Any person whose permanent residence and church membership is in another community, but who has taken up temporary residence in the local area, upon request, for the duration of that temporary residence, may become an associate member of this church.

An associate member will be under the watch care of the Church and may participate in all of the functions of the Church, but may not vote in business meetings of the Church or serve as an officer of or on Ministries of the Church.

## **ARTICLE II - THE SENIOR PASTOR AND STAFF**

### **Section 1. General Duties of the Senior Pastor**

The Senior Pastor shall preach the gospel, administer the ordinances, watch over the membership, and shall serve as the spiritual, executive and administrative leader of the Church, having responsibility for the vision, development, organization, coordination, administration, implementation and review of the total ministry of the Church. The Senior Pastor shall be responsible for hiring, terminating and setting compensation for budgeted employees of the Church other than himself or herself. He or she shall have such other rights, duties, and powers as are authorized by the Ministry of Directors from time to time. He or she shall be an ex officio member of all Ministries and auxiliary organizations of the Church, privileged to attend meetings and participate in deliberations, but without voting rights.

### **Section 2. Pulpit Committee**

In the event of a vacancy in the Senior Pastorate, the Ministry of Directors shall nominate a Pulpit Committee, subject to ratification by the active resident members of the Church at a Special Business Meeting called by the Ministry of Directors for that purpose. The committee shall consist of seven persons, two of which shall be members of the Ministry of Deacons, and representing so far as is practicable, the principal age and interest groups within the Church, and two alternates selected from the membership of the Church. The two alternates selected will attend all meetings with full participation but will have no voting rights. An alternate would become active and have voting rights if one of the seven is unable to fulfill his or her duties.

It shall be the duty of this committee to seek out and investigate the qualifications of possible candidates, to submit to the Ministry of Directors for its approval the salary to be paid and the terms and conditions of employment to be discussed with qualified candidates, and to select and recommend to the Advisory Council Ministry the candidate to whom a call should be extended. The committee shall present to the Advisory Council Ministry as a candidate only a person who has given indication of seriously considering a call by the Church. The committee shall provide an opportunity for the Advisory Council Ministry and the candidate to meet and discuss mutual concerns before a vote of the Advisory Council Ministry is taken. A call shall be extended upon a three-fourths (3/4) affirmative vote of the Advisory Council Ministry with a quorum of 60% of all the Advisory Council Ministry members in office present and voting. In the event a candidate so selected and recommended fails to be called by the Church or declines to accept such call, the committee shall proceed to select another candidate or candidates until the vacancy is filled. Only one candidate shall be under consideration by the Church at any time.

### **Section 3. The Call of a Senior Pastor**

The recommendation of the Pulpit Committee shall be presented to the Church membership at a Special Business Meeting called by the Ministry of Directors for that purpose in accordance with the Rules of Procedure. The call shall be issued in the name of the Church by the Church Clerk and shall include a statement of the initial salary to be paid, vacation period, nature of retirement, and other insurance premiums to be paid by the Church, automobile use allowance, moving and housing arrangements, convention attendance conditions and any other pertinent conditions of employment. When a call is accepted, the conditions stated therein shall be binding upon both the Senior Pastor and the Church until changed by action of the Church at any Annual Meeting or at any Special Business Meeting called in accordance with the provisions in the Rules of Procedure.

The Senior Pastor shall be called for an indefinite period of time, subject to termination as herein after provided.

### **Section 4. Termination of Senior Pastorate**

The Senior Pastorate shall be terminated automatically upon the death of the Senior Pastor or by action of the Church upon resignation or dismissal. In the case of resignation or dismissal, sixty days' notice on the part of the party initiating the termination will be required, unless a different period is mutually agreed upon between the Senior Pastor and the Ministry of Directors. Only the Ministry of Directors may initiate the dismissal procedure. The dismissal procedure may be initiated if it is approved by two-thirds (2/3) of all the Ministry of Directors Members in office at a Special Business Meeting of the Directors called for that purpose. The dismissal procedure shall proceed to the Advisory Council Ministry at a Special Business Meeting of the Advisory Council Ministry called in accordance with the provisions in the Rules of Procedure for that purpose. The dismissal procedure shall proceed to the active resident members of the Church upon a three-fourths (3/4) affirmative vote of the Advisory Council Ministry with a quorum of 60% of all the Advisory Council Ministry Members in office present and voting. Dismissal shall be valid upon a two-thirds (2/3) affirmative vote of the active resident members of the Church present and voting at a meeting duly called for such purpose.

Resignation shall become effective after affirmative action by the Advisory Council Ministry at a Special Business Meeting, called in accordance with the Rules of Procedure.

### **Section 5. Staff**

The Senior Pastor shall have authority to employ, discontinue or combine Church budgeted staff positions as the business of the Church may require, and to determine the compensation and conditions of employment relating to such staff positions. The creation of new staff positions shall be subject to ratification by the Advisory Council Ministry or the active resident members of the Church in accordance with the terms and provisions of the Bylaws and the Rules of Procedure.

All paid staff (employees paid under the Church's Federal tax ID) shall report administratively to the Senior Pastor or the Senior Pastor's designee.

Except as otherwise provided by law, the Articles of Incorporation, or these Bylaws, the budgeted staff of the Church shall have authority to transact such business as shall be necessary for the administration and operation of the Church. All Church budgeted expenditures taken by the Staff shall be reported to the Ministry of Directors at its next meeting but need not be ratified, unless required by these Bylaws, Rules of

Procedure or by law . In no event shall a budgeted staff member have, without ratification from the Ministry of Directors, the authority to:

- adopt, amend or repeal the Articles of Incorporation of Bylaws of the Church;
- approve the annual budget, annual audit or financial review;
- set the salary of the Senior Pastor;
- approve any expenditure, lease or contract, with the exception of employee contracts for budgeted positions, in excess of 10% of budgeted line items, or \$15,000, whichever is the lesser amount;
- approve the sale, purchase, or lease of any real estate;
- approve filing any claim of legal action;
- approve any contract or mortgage which places a lien on Church property; or
- authorize the dissolution, merger or consolidation of this Church.

While serving in a staff position, a member shall not be eligible to serve as an officer of the Church nor as a member of the Ministry of Directors and Advisory Council Ministry.

## ARTICLE III - THE OFFICERS

### **Section 1. General**

All officers of the Church shall be ratified at the Annual Meeting to serve for one year, or until their respective successors shall have been appointed and qualified, and shall be eligible for re-appointment in consecutive years according to the terms of these Bylaws.

The officers of the Church shall be:

- a. Chairman of the Ministry of Deacons
- b. Chairwoman of the Deaconess Ministry
- c. Chairperson of the Ministry of Directors
- d. Chairperson of the Advisory Council Ministry
- e. Director of the Church School Ministry
- f. Treasurer
- g. Chairperson of the Finance Committee
- h. Clerk

No individual may simultaneously hold more than one of the offices listed above. No “husband and wife” may simultaneously serve as officers in the Church. (See Rules of Procedure for job descriptions.)

## ARTICLE IV - THE MINISTRIES

### **Section 1. General**

The government of the affairs of the Church shall be vested in the following Ministries exercised and limited in accordance with the provisions of these Bylaws:

Members of Ministries shall be ratified for their respective terms hereinafter provided at the first Annual Meeting after these Bylaws become effective. Whenever fixed terms are required by these Bylaws, the terms of the original members of each Ministry shall be fixed so that a proportionate number of the terms will expire each year. At each subsequent Annual Meeting, a proportionate number of the members of each Ministry shall be ratified for the full terms as hereinafter provided. When necessary, each Ministry shall

appoint such persons or officers it may need at a meeting called for such purpose no more than ninety (90) days and no later than thirty (30) days before the next Annual Meeting of the Church. The Senior Pastor shall appoint such persons he or she may need no more than ninety (90) days and no later than thirty (30) days before the next Annual Meeting of the Church.

Each Ministry shall have full authority to carry out the duties with which it is charged. Job descriptions and committee duties shall be found in Rules of Procedure. Unless otherwise provided herein, no member, whose term or consecutive term has expired, may be re-appointed to a Ministry until at least one year shall have elapsed after the expiration of his or her previous term of such office, unless such previous term shall have been the un-expired term of a former member.

## **Section 2. The Ministry of Directors**

The Ministry of Directors shall normally consist of fifteen (15) persons, who shall include the following:

1. Chairman of the Ministry of Deacons
2. Chairwoman of the Deaconess Ministry
3. Chairperson of the Advisory Council Ministry
4. Director of the Church School Ministry
5. Treasurer
6. Chairperson of the Finance Committee
7. Clerk
8. Three (3) men appointed by the Advisory Council Ministry from the active membership at large
9. Three (3) women appointed by the Advisory Council Ministry from the active membership at large
10. Two (2) active members appointed by the Senior Pastor of the Church

The men and the women appointed by the Advisory Council Ministry from the membership at large will serve a term of one (1) year, but shall serve no more than three (3) consecutive terms and must be ratified by the Senior Pastor and the active resident members of the Church at the Annual Church Meeting. The members appointed by the Senior Pastor of the Church will serve a term of two (2) years, but shall serve no more than two (2) consecutive terms and must be ratified by the active resident members of the Church at the Annual Church Meeting. No later than thirty-days (30) before the Annual Church Meeting, the Directors shall compile and present to the Church for ratification a list of the names and representative position of each individual member who will serve on the Ministry of Directors for the calendar year. If a vacancy should occur by death, resignation, or removal, a successor Director shall be appointed, for the un-expired term at the next Annual Meeting or at a Special Business Meeting called by the appointing Ministry for that purpose. Directors appointed to fill un-expired terms must be ratified by the Senior Pastor and the Ministry of Directors.

The Ministry of Directors shall have general responsibility for all the temporal affairs of the Church.

Accountability: To the Congregation

Powers: The Ministry of Directors shall be deemed to be the “Board of directors” of the Church for the purposes of Florida Law governing a “Corporation not for profit.” Actions or Church budgeted expenditures taken by the Ministry of Directors shall be reported to the Advisory Council Ministry at its next meeting but need not be ratified, unless required by these Bylaws, Rules of Procedure or by law. In no event shall the Ministry of Directors have, without ratification by the Advisory Council Ministry, the authority to:

- adopt, amend or repeal the Articles of Incorporation, the Constitution or Bylaws of the Church;
- approve the annual budget, annual audit or financial review;
- set the salary of the Senior Pastor;
- approve any expenditure, lease or contract, with the exception of employee contracts or compensation for budgeted positions, in excess of 10% of budgeted line items, or \$25,000, whichever is the lesser amount;
- approve the sale, purchase, or lease of any real estate;
- approve filing any claim of legal action;
- approve any contract or mortgage which places a lien on Church property; or
- authorize the dissolution, merger or consolidation of this Church.

Its duties shall include, but not be limited to the following:

- To implement long-range plans for the Church under the direction of the Senior Pastor and/or the Senior Pastor's designee(s) and coordinate the activities of the Church Ministries, Committees, and Auxiliaries.
- To appoint and direct the following committees:  
Finance Committee  
Public Information and Media Committee  
Senior Pastor Compensation Committee  
(See Rules of Procedure for Committee job descriptions)
- To prepare and submit a report of its activities to the Quarterly and Annual Meetings.
- To assure that the Finance Committee audits financial reports of the Church by February 15<sup>th</sup> of each year and provide a report at the March Quarterly Meeting.

Unless otherwise provided in these Bylaws, all matters, recommendations, or proposals presented by the Ministry of Directors to the Advisory Council Ministry for ratification that are not ratified by the Advisory Council Ministry may be presented by the Ministry of Directors to the active Church membership for ratification.

The Ministry of Directors shall meet monthly or as needed on a date and at a time to be fixed by the Ministry of Directors, and at any other time on the call of the Senior Pastor or its Chairperson. The Church Clerk or an Assistant Church Clerk shall act as secretary of the Ministry of Directors. Unless otherwise provided by these Bylaws, eight (8) members shall constitute a quorum.

The Chairperson of the Ministry of Directors shall be appointed annually by its members. There shall be no consecutive annual terms for the chairperson of this Ministry.

Committees of the Ministry of Directors: The Ministry of Directors may appoint two or more persons from among its own number to serve as special and standing committees, such as the Ministry of Directors may determine are necessary, which shall have such powers and duties as shall from time to time be prescribed by the Ministry of Directors. Individuals who are not Ministry of Directors members may also be allowed to serve on such committees so long as current Ministry of Directors members at all times compose at least 25% of each committee. All members of such committees shall serve at the pleasure of the Ministry of Directors. The Ministry of Directors shall establish rules governing its committees, or in the absence thereof, by the committee itself. Unless otherwise provided in these Bylaws, all actions by any Ministry of

Directors Committee shall be reported to the Ministry of Directors for ratification at the meeting next succeeding such action. The delegation of authority to any committee shall not operate to relieve the Ministry of Directors or any member of the Ministry of Directors from any responsibility imposed by law.

### **Section 3. The Advisory Council Ministry**

There shall be an Advisory Council consisting of the Officers of the Church, all members of the Ministries of Directors, Deacons, Deaconess, and Trustees, and the Chairpersons of all Standing Committees and Auxiliary Organizations and Ministries. No later than thirty-days (30) before the Annual Church Meeting, the Advisory Council shall compile and present to the Church for ratification a list of the names and representative position of each individual member who will serve on the Advisory Council for the calendar year. If a vacancy should occur by death, resignation, or removal, a successor Council member shall be appointed, for the un-expired term at the next Annual Meeting or at a Special Business Meeting called by the appointing Ministry, Standing Committee, or Auxiliary Organization for that purpose. Council members appointed to fill un-expired terms must be ratified by the Church Council Ministry.

Accountability: To the Congregation

The Advisory Council Ministry shall conduct a Quarterly Business Meeting. The Advisory Council Ministry may conduct other meetings as needed on a date and at a time to be fixed by the Ministry of Directors, and at any other time on the call of the Senior Pastor or its Chairperson. The Church Clerk or an Assistant Church Clerk shall act as secretary of the Advisory Council Ministry. Unless otherwise provided by these Bylaws, one-third (1/3) of the Advisory Council members shall constitute a quorum.

The Chairperson of the Advisory Council shall be appointed by its members for a term of two (2) years. Consecutive terms shall be limited to two (2).

Committees of the Advisory Council Ministry: The Advisory Council Ministry may appoint two or more persons from among its own number to serve as special and standing committees, such as the Advisory Council Ministry may determine are necessary, which shall have such powers and duties as shall from time to time be prescribed by the Advisory Council Ministry. Individuals who are not Advisory Council Ministry members may also be allowed to serve on such committees so long as current Advisory Council Ministry members at all times compose at least 25% of each committee. All members of such committees shall serve at the pleasure of the Advisory Council Ministry. The Advisory Council Ministry shall establish rules governing its committees, or in the absence thereof, by the committee itself. Unless otherwise provided in these Bylaws, all actions by any Advisory Council Ministry Committee shall be reported to the Advisory Council Ministry for ratification at the meeting next succeeding such action. The delegation of authority to any committee shall not operate to relieve the Advisory Council Ministry or any member of the Advisory Council Ministry from any responsibility imposed by law.

### **Section 4. The Ministry of Deacons**

Deacons shall provide support and assistance to the Senior Pastor and staff by ministering to the needs of the members of the Church, thereby allowing the Pastor to devote himself to the study and proclamation of the Scriptures. Deacons shall make themselves available to the Senior Pastor as he or she deems necessary. Deacons are to be zealous to guard the unity of the spirit within the Church in the bonds of peace. They are to be concerned for the spirituality and physical needs of the members of the Church and shall support the programs and activities of the Church. Deacons shall be men who are members of the Church and shall be

appointed by the Senior Pastor. Deacons may be dismissed from serving as a Deacon upon recommendation to the Advisory Council Ministry by the Senior Pastor and by a three-fourths (3/4) majority vote of the Deacon body, and upon a three-fourths (3/4) affirmative vote of the Advisory Council Ministry.

The Chairperson of the Ministry of Deacons shall be appointed by its members for a term of two (2) years. Consecutive terms shall be limited to two (2).

Accountability: To the Congregation

The *duties and responsibilities* of the Ministry of Deacons shall be as follows:

- To have general responsibility for the spiritual program of the Church and the spiritual welfare of its members in cooperation with the Pastor.
- To consider all requests for dismissal from membership in the Church and to make recommendations thereon to the Church. It shall review the membership roll periodically and make recommendations for expulsion as provided in Bylaws Article I, Section 3c.
- To annually review with the Senior Pastor the Church's spiritual progress and the response of the membership to the Ministry's leadership. If such progress and response are not found to be adequate, it shall be the joint responsibility of the Senior Pastor and the Ministry of Deacons to seek through counsel and prayer and through cooperative effort the most effective means for the increasing the effectiveness of the mission of the Church.
- In cooperation with the Senior Pastor, to plan and carry out a program of visitation and of care for the needy, sick, and distressed members of the Church, and a program of evangelism and membership promotion.
- To have custody and control of a special fund to be known as the Benevolence Fund, the same to be derived from special offerings or budget allocations as recommended by the Ministry of Deacons and approved by the Ministry of Directors and ratified by the Church.
- To assist the Senior Pastor in administering the Ordinances of Communion and Baptism.
- To meet regularly once each month at a time selected by the Ministry of Deacons, and at other times on call of the Chairman. One-half (1/2) of the active members of the Ministry of Deacons shall constitute a quorum.
- To prepare and submit a report of its activities to the quarterly and annual meetings of the Church.

### **Section 5. The Deaconess Ministry**

Deaconesses shall provide support and assistance to the Deacons, Senior Pastor and staff by ministering to the needs of the members of the Church. Deaconesses shall make themselves available to the members of the Church, as they may deem necessary, particularly focusing on (but not limited to) the women of the Church. Deaconesses are to be zealous to guard the unity of the spirit within the Church in the bonds of peace. They are to be concerned for the spirituality and physical needs of the members of the Church and shall support the programs and activities of the Church. Deaconesses shall be active women members of the Church who are willing to serve and whom the Senior Pastor approves for service. Deaconesses may be dismissed from serving as a Deaconess upon recommendation to the Advisory Council Ministry by the Senior Pastor and by a three-fourths (3/4) majority vote of the Deaconess body, and upon a three-fourths (3/4) affirmative vote of the Advisory Council Ministry.

The Chairperson of the Deaconess Ministry shall be appointed by its members for a term of two (2) years.

Consecutive terms shall be limited to two (2).

Accountability: To the Congregation

The *duties and responsibilities* of the Deaconess Ministry shall be as follows:

- To have general responsibility for the spiritual program of the Church and the spiritual welfare of its members in cooperation with the Pastor.
- To review with the Senior Pastor annually the spiritual progress of the Church and the response of the membership to the Ministry's leadership. If such progress and response are not found to be adequate, it shall be the joint responsibility of the Senior Pastor and the Deaconess Ministry to seek through counsel and prayer and through cooperative effort the most effective means for increasing the effectiveness of the mission of the Church.
- In cooperation with the Deacons and Senior Pastor, to plan and carry out a program of visitation and of care for the needy, sick, and distressed members of the Church and a program of evangelism and membership promotion.
- To assist the Deacons and Senior Pastor in administering the Ordinances of Communion and Baptism.
- To meet regularly once each month at a time selected by the Deaconess Ministry, and at other times on call of the Chairwoman. One-half (1/2) of the active members of the Deaconess Ministry shall constitute a quorum.
- To prepare and submit a report of its activities to the quarterly and annual meetings of the Church.

#### **Section 6. The Ministry of Trustees**

The Ministry of Trustees shall consist of five (5) persons, who shall include the following:

1. Chairman of the Ministry of Deacons
2. Chairwoman of the Deaconess Ministry
3. Chairperson of the Advisory Council Ministry
4. Treasurer
5. One at large member of the Ministry of Directors appointed by the Advisory Council Ministry

The Chairperson of the Ministry of Trustees shall be the Chairman of the Ministry of Deacons. The at large member shall be appointed by the Ministry of Directors.

Accountability: To the Congregation

The *duties and responsibilities* of the Ministry of Trustees shall be as follows:

- To hold in trust title to and custody of all real property and tangible personal property belonging to the Church in accordance with the laws of the State of Florida; and to take all necessary measures for the protection, management, care, upkeep, repair, and replacement of all personal property belonging to the Church, including land, buildings, furniture, and furnishings, as directed by the Church.
- To determine, regulate, permit, or deny the use of the properties of the Church for all extra and secular purposes if such use is likely to result in damage to the land, buildings, or furnishings or if such use is considered to be hazardous to the safety of persons and to subject the Church or the Trustees to unacceptable liability for personal injury or property damage.
- To act as fiscal agent of the Church to receive, administer, and use as authorized by the Church and in accordance to any binding provisions, devises, bequests, legacies, trust funds and gifts that may be created, established, or given by wills, testamentary trusts, lifetime trusts, or similar instruments in favor

of the Church. If for any reason the Trustees shall have any question with respect to accepting and receiving any devise, bequest, legacy, or trust fund, they shall first submit the matter with their recommendations to the Church.

- To have the power to lease, sell, transfer, mortgage, or otherwise dispose of or encumber the property of the Church, real or personal, only as authorized and directed by the active resident members of the Church at an Annual Meeting or a Special Business Meeting of the Church called for that purpose, after notice and by affirmative vote of three-fourths (3/4) of the active resident members of the Church with a quorum of two-hundred (200) active resident members who are eighteen years of age or over present and voting. Before any such conveyance of real estate or instrument creating a lien thereon shall be made, the Trustees shall cause such notice to be given as the laws of the State of Florida may require.
- To perform other duties as may be imposed upon it by the Church and as may be prescribed by the laws of the State of Florida.
- To prepare and submit a report of its activities to the Quarterly and Annual Meetings of the Church.
- Meet as needed to fulfill its duties and responsibilities.

Four (4) members of the Ministry of Trustees shall constitute a quorum.

### **Section 7. Standing Committees**

Standing Committees shall be selected from the membership to serve for one year, the term of office to coincide with the Church year. The respective Ministries shall appoint standing Committees as provided in the provisions of these Bylaws and from time to time may appoint such other standing Committees, such as it may deem necessary. The functions of two or more committees may be combined at the discretion of the Ministry appointing such committees. In order to expedite the selection of the membership of such committees, each Ministry shall appoint from its membership, not less than three months before the end of the Church year, two representatives to a selection committee. The selection committee shall cooperate in securing a fair division of suitable candidates.

## **ARTICLE V - AUXILIARY ORGANIZATIONS**

Section 1. All organized groups of adults and young people shall constitute the Auxiliary Organizations of the Church. They shall be under the guidance of the Senior Pastor or the Senior Pastor's designated member of the staff, and shall function within the general policies and organization of the Church.

Section 2. The Constitution, Bylaws, rules, and regulations of an Auxiliary Organization shall not be in conflict with the Constitution, Bylaws, and Rules of Procedure of the Church, and shall require the approval of the Ministry of Directors of the Church.

Section 3. Each Auxiliary Organization shall elect its own officers and hold meetings at such times as will not conflict with the devotional or business meetings of the Church.

Section 4. No auxiliary organization of the Church shall enter into any contract for state or federal resources without first obtaining approval of the Senior Pastor and Ministry of Directors.

## **ARTICLE VI – BIBLICAL CRITERIA FOR CHURCH LEADERS**

The Church continuously affirms that all persons who serve as Church leaders, which includes, but is not limited to, the Senior Pastor and Staff, Church Officers, Ministry Members, Committee Members, and Officers of Auxiliary Organizations shall meet the following Biblical Criteria for service:

1. Must be saved (John 3:3; 2 Corinthians 5:17)
2. Must fulfill the requirements found in Acts 6:1-8 and I Timothy 3:8-13
3. Must be able and willing to serve (Romans 12:11)
4. Must be loyal to the Pastor (I Thessalonians 5:12-13)

5. Must be supportive of the Church's ministry (Matthew 25:32-46)
6. Must fulfill the requirements of Christian Growth and Orientation (2 Timothy 2:15; Acts 17:10-11)
7. Must be a steward of time, talent, and treasures (Malachi 3:8-10; Luke 21:1-4; John 3:10)
8. Must be approved by the Church and Pastor (Acts 6:3-4)
9. Must worship regularly (Psalm 122; Hebrews 10:25)
10. Must share the Christian faith (Acts 1:8; 8:1-4)
11. Must be a student of the Bible (Acts 6:9; 7:60)
12. Must set a moral example to the glory of God (Matthew 5:16; Colossians 3:1-10)
13. Must have a sensitivity to the power of prayer (Luke 18:1; 11:1-4; 6:12-16)
14. Must have a magnetic personality (Proverbs 18:24; 1 Corinthians 13; Galatians 5:15; 22-23)

## ARTICLE VII - AMENDMENTS TO THE BYLAWS

All proposed amendments to these Bylaws must first be submitted to the Ministry of Directors and the Advisory Council Ministry for consideration. Only the Ministry of Directors may submit proposed Bylaws amendments to the Church. Upon approval of a two-thirds (2/3) majority of all members of the Ministry of Directors, the Ministry of Directors may submit a Bylaws amendment to the Church for a vote of the active resident members of the Church. These Bylaws may be amended by a two-thirds (2/3) affirmative vote of the active resident members of the Church present and voting at a meeting duly called for such purpose, provided a copy of such proposal has been submitted to the Church no less than forty-five (45) days prior to voting at a church Business Meeting, in accordance with the Rules of Procedure

These Bylaws, ratified by the Church on August 24, 2006, supersede all previous Bylaws of this church, and the same are hereby repealed.

# RULES OF PROCEDURE

## ARTICLE I - THE CHURCH YEAR

The fiscal year of the Church shall begin on the first day of January and end on the thirty-first day of December of the same year.

## ARTICLE II - MEETINGS OF THE CHURCH

- A. Worship** – At least one (1) public service of worship will be conducted each Sunday morning of the year.
- B. Church School** - The Church School includes gatherings of all Christian educational opportunities sponsored by the Church, its boards or auxiliary organizations.
- C. Mid-week Service** - A service of prayer, Bible study or other Christian learning experience for the uplift of members and friends of the Church shall be conducted by the Pastor or other leadership designated by the Pastor.
- D. Special Observances** - The Church shall sponsor such special observances as are part of the Christian calendar (e.g. Easter, Thanksgiving, and Christmas) other historic Christian events, patriotic or musical events, and events honoring members of the Church.
- E. Cooperative Events** - The Church shall from time to time act as host to such groups with which it cooperates or has membership, and to such other groups as approved by the Ministry of Directors.
- F. Business Meetings**
  - 1. The Annual Meeting** - The Annual Meeting of the Church shall be held on the first Wednesday of December of each year. The principle purpose of this meeting shall be to ratify officers,

ministries, and committees as required by the Bylaws; to act upon any proposed amendment to the Constitution, Bylaws, or Rules of Procedure according to the requirements of each; or new or old business as recommended by the Ministry of Directors; to receive reports; and to transact any other business that may properly come before the meeting as may be permitted or required by the Constitution, Bylaws, or Rules of Procedure.

**2. Quarterly Business Meetings** - The Quarterly Business Meeting shall customarily be held on the day and hour to be set by the Advisory Council Ministry. The time and day of the meeting shall be given by announcement from the pulpit on the Sunday preceding any meeting date or any change in the date of the Quarterly Business Meeting shall be given by announcement from the pulpit on the Sunday preceding any meeting date affected by such change. Matters that may come before and be acted upon at the Quarterly Business Meetings are:

- a. Admissions of new members;
- b. Dismissal of and granting of letter and statements to members separating from the Church, except that in the case of dismissal by exclusion, the member affected may require that the matter be acted upon at a Special Business Meeting;
- c. Appointment of delegates to Conventions or to the meetings of groups with which the Church is affiliated;
- d. Any business that may properly come before the meeting as permitted or required by the Constitution, Bylaws, or Rules of Procedure;
- e. Other matters of an interest or concern to the Church.

**3. Special Business Meetings** – A Ministry’s Special Business Meeting shall be called by the Church Clerk at any time upon the request of the Pastor or the Chairperson of that Ministry. The call for a Special Business Meeting shall clearly state the matter or matters to be acted upon and the date, hour, and place of the meeting. Unrelated matters will not be entertained or voted upon. The call for a Special Business Meeting may be issued in one of the following manners:

- a. By announcement thereof from the pulpit at the morning worship services for two successive Sundays prior to the date of the meeting.
- b. By letter, sent through the United States Postal Service, to each Ministry’s member over eighteen years of age or older, at least ten days prior to the date of such meeting, provided, however, that upon the authorization of the Ministry of Directors, in matters requiring prompt action (emergency situations), a notice by letter mailed three days in advance of the meeting shall constitute sufficient notice.

Special Business Meetings may be called for the purpose of acting on any matters requiring a vote of the Ministry of Directors, the Advisory Council Ministry, or the Church membership. Among such matters, but not by way of limitation, are:

- a. Revision of the Annual Budget;
- b. The call or dismissal of the Pastor;
- c. Ratification of changes in staff positions;
- d. Removal of Officers, Ministry, or Committee members;
- e. Filling vacancies of Officers, Ministry Members, and appointed Committee Members;
- f. Authorization of the Ministry of Trustees to take action with respect to property of the Church, as provided in the Bylaws;
- g. Amending of the Constitution, Bylaws, or Rules of Procedure, in keeping with their respective requirements.

4. **Quorum** - A quorum of two hundred (200) active resident members of the Church over sixteen (16) years of age shall be required to transact business at the Annual Meeting, or at any meeting duly called to amend this Constitution. Active members sixteen (16) years of age or younger are not in any way restricted in their voting privileges (except as to matters described in the Bylaws), but may not be counted in determining the existence of a quorum.
5. **Rules of Order** - The most recent edition of Robert's Rules of Order shall govern all business meetings of the Church, where such Rules are not in conflict with the Constitution, Bylaws, or Rules of Procedure of this church.
6. **Standing Rules** - These are rules or guidelines that can be affected by a simple majority vote at any regularly scheduled or Special Business Meeting, and that stand until changed by a similar vote. They are recorded in and/or listed in the records of the Clerk. They have to do primarily with the way things are done in the organization to facilitate its work, excepting that they in no way replace or conflict with the Constitution, Bylaws, or Rules of Procedure.

**G. Voting** - Voting on any motion may be by voice vote, raised hand, or standing vote at the option of the person presiding over any Advisory Council meeting or Business Meeting of the Church, except that upon motion of any member, supported by a majority of the members present, the vote shall be by secret ballot.

Unless otherwise required, a simple majority of members voting shall be sufficient for any action at a meeting, except that an affirmative vote of three-fourths of the active voting members present shall be required to call a Pastor. (refer to the Rules of Procedure, Article II, section 2 for the proper Quorum)

An affirmative vote of two-thirds (2/3) of the active voting members present shall be required to:

- a. Dismiss a member by expulsion. (Members voting on this type of motion are required to be eighteen years of age or older.)
- b. Dismiss the Senior Pastor. (Members voting on this type of motion are required to be eighteen years of age or older.)
- c. Mortgage, lease, sell, transfer, or otherwise encumber or dispose of the property of the Church, real or personal. (Members voting on this type of motion are required to be eighteen years of age or older.)

Absentee voting is not permitted.

## **H. Interpretation**

The Ministry of Directors shall have the responsibility to decide any and all questions with respect to the interpretation of any part of the Constitution, Bylaws, or Rules of Procedure, or Standing Rules. However, in the event a decision of the Ministry of Directors on matters of interpretation of the Constitution, Bylaws, Rules of Procedure or any amendment thereof shall be objected to by a majority vote of the members of the Advisory Council, the question of such interpretation shall be referred to a Special Constitution Committee to be composed of five persons, one from the Ministry of Directors, one from the Deacons Ministry, one from the Deaconess Ministry, one from the Advisory Council, and one person at large to be appointed by the Advisory Council with the Pastor as an ex officio member. The decision concurred on by a majority of the members of the Special Constitution Committee shall be final and binding unless and until changed by amendment.

## **I. Suggestions and Concerns**

Members may submit suggestions for more efficient management of church affairs, or register serious concerns. Initially such matters are to be presented in writing and signed by the member, on a form provided by the Ministry of Directors. The Ministry of Directors will respond appropriately in the following ways: 1) interview the members submitting the suggestion or grievance for better understanding while in closed session, if unresolved then, 2) refer the matter to the appropriate church ministry; if still unresolved then 3) call for a special meeting of the Advisory Council for discussion and resolution.

## ARTICLE III – OFFICERS; DUTIES AND RESPONSIBILITIES

### **Section 1. Chairperson of the Ministry of Deacons and Deaconess Ministry**

*Election:* The Ministry of Deacons and the Deaconess Ministry shall appoint from among its members a chairperson for a term of two (2) years. Consecutive terms for these chairpersons shall be limited to two (2). The Church at the Annual Meeting shall ratify these chairpersons. After a deacon or deaconess has served as a chairperson for two (2) consecutive terms, he/she shall not be eligible for Church ratification for a period of one (1) year after expiration of the second term.

*Principal Functions:*

The chairperson shall insure that the following are accomplished and that the administrative tasks of their respective ministries are completed:

1. To help develop and administer the spiritual and care ministries.
2. To be aware of the spiritual, emotional, and material needs of all age groups in the Church.
3. To coordinate a comprehensive plan for worship, care, and outreach ministries.

*Accountability:* To the Congregation.

*Responsibilities:*

1. To work closely with the Senior Pastor and staff and the governing body in developing plans and strategies for worship, care, and outreach ministries.
2. To guide in developing policies and procedures to help ensure quality ministries.
3. To help identify, recruit, and train leaders.
4. To develop and oversee the Ministry's budget.
5. To interpret the Church's ministries to the congregation and the community.
6. To promote services and events related to its ministries.
7. To nurture a church-wide atmosphere of developing spiritual gifts.
8. To convene regular meetings, set agendas, and maintain written records of meeting actions.
9. To serve as a member of the Ministry of Directors and the Ministry of Trustees

### **Section 2. Chairperson of the Ministry of Directors**

*Election:* The Ministry of Directors shall choose annually a chairperson from among its members. There shall be no consecutive annual terms for the chairperson of this Ministry. The Church at the Annual Meeting shall ratify the chairperson.

*Principal Functions:* The chairperson shall assure that the administrative tasks of the Ministry of Directors are completed. (For a more detailed description see Article IV, Section 2 of the Bylaws of the New Mount

Olive Baptist Church.)

Accountability: To the Congregation.

*Responsibilities:*

1. To act as the spokesperson and agent of the Ministry of Directors in any matters involving church property, including purchase, sale, mortgage, encumbrance, construction, repairing, and remodeling of any and all property.
2. To assure, through the chairpersons of respective committees, the proper and timely maintenance and upkeep of all church property and establishment of funds and memorials.
3. To assure that proper insurance is obtained and maintained on church property.
4. To assure that periodic inspections are performed on church property and that discrepancies are scheduled for correction.
5. To consult with church groups regarding use of church facilities by groups from outside of the Church and approve all policies related to such use.
6. To convene required Ministry meetings and assure that written records are maintained of proceedings.
7. To compile regular reports to the Advisory Council Ministry and a year-end report to the Church at the Annual Meeting.

### **Section 3. Chairperson of the Advisory Council Ministry**

*Election:* The Advisory Council Ministry shall choose a chairperson from among its members for a term of two (2) years. Consecutive terms for the chairpersons shall be limited to two (2). The Church at the Annual Meeting shall ratify the chairperson. After a member of the Advisory Council Ministry has served as a chairperson for two (2) consecutive terms, he/she shall not be eligible for Church ratification for a period of one (1) year after expiration of the second term.

The Chairperson shall conduct the meetings of the Advisory Council Ministry and the Annual Meetings of the Church, except that during his or her absence, voluntary disqualification, or inability to serve at any meeting, the Chairperson of the Ministry of Deacons, the Deaconess Ministry, the Ministry of Directors, or the Church Treasurer may be elected in that order to serve pro tem. In the absence of all such chairpersons or treasurer, a pro tem Chairperson may be elected from the members present. The Chairperson votes only in the event of a tie.

*Principal Functions:*

1. To moderate the meetings of the Advisory Council Ministry and Annual Meetings of the Church.

Accountability: To the Congregation.

*Responsibilities:*

1. To plan for, convene, and moderate meetings of the Advisory Council Ministry and of the congregation for the purpose of receiving activity reports from the officers, ministries, and committees of the Church and to conduct other business.

2. To confer with officers and various ministries and committee chairpersons concerning the most effective handling of items of business.
3. To assure that written records of the proceedings of these meetings are maintained.
4. To compile reports of meetings for the congregation.
5. To serve as a member of the Ministry of Directors and the Ministry of Trustees.

#### **Section 4. Director of the Church School Ministries**

The Church School Director shall be the executive head of the Church School ministries, responsible for their organization and functioning, subject to the policies and general direction of the Senior Pastor and/or the Senior Pastor's designee. The Senior Pastor shall annually appoint the Church School Director from among the active (non-staff) resident members of the Church. The Church School Director shall be ratified at the Annual Meeting of the Church.

##### *Principal Functions:*

1. To accept general administrative and supervisory responsibility for the Church School ministries and other Church educational programs.
2. To relate the Christian educational ministries of the Church School to the total ministry of the Church.

Accountability: To the Senior Pastor and/or the Senior Pastor's designee and the Congregation.

##### *Responsibilities:*

1. To provide oversight to the Church School programs:
  - a. Assures that all classes have scheduled teachers, arranges for substitute teachers, and assists supply coordinator(s).
  - b. Supervises work of attendance worker, prepares quarterly student lists, prepares yearly master list.
  - c. Ensures clearly marked, identifiable classroom locations; encourages their maintenance and cleanliness.
2. To help identify, recruit, orient, train, and support volunteer teachers and leaders.
3. To work with teachers and school leaders in selecting appropriate curriculum.
4. To coordinate quarterly teacher meetings.
5. To work with age-level superintendents or coordinators to provide appropriate classes and groups for all ages.
6. To work with chairpersons and age-level coordinators to insure promotion of Christian education throughout the congregation; aid in publicity for Christian education opportunities.
7. To coordinate educational opportunities, worship times and other observances for the total Church School.
8. To serve as a member of the Ministry of Directors.

#### **Section 5. Treasurer**

The Ministry of Directors shall annually appoint the Treasurer from among the active (non-staff) resident members of the Church. The Treasurer shall be ratified at the Annual Meeting of the Church.

*Principal Functions:* As the chief financial officer of the Church, the treasurer safeguards the congregation's funds, disburses funds within budgetary guidelines, accounts for all receipts and disbursements according to fund designation, and gives financial guidance to officers and leaders of the Church.

*Accountability:* To the Congregation.

*Responsibilities:*

1. To ensure an adequate financial internal control system with detailed procedures in place that will safeguard the handling of all funds.
2. To coordinate with the financial secretary to ensure that all receipts are recorded properly, according to fund designation.
3. To write, secure signatures on, and disburse checks from each fund for which the treasurer has responsibility.
4. To ensure that all disbursements are proper according to budgetary limitations, are supported by detailed documentation, and are recorded in accounting records that are segmented by fund.
5. To make all disbursements on a timely basis. If cash flow problems occur, the treasurer will bring this immediately to the attention of the Ministry of Directors.
6. To track variances with the budget (both receipts and expenditures) and alert ministry, auxiliary organization or committee chairpersons about their budgets and spending patterns.
7. To prepare analyses that shows receipt and spending patterns over time, for use during budget preparation.
8. To make a formal monthly report of receipts and expenditures, and how they relate to the budget, to the Ministry of Directors.
9. To prepare less-detailed reports for the governing body and congregation to ensure full communication of financial status.
10. To serve as a member of the Ministry of Directors and the Ministry of Trustees.

An assistant treasurer may be appointed by the Advisory Council Ministry from among active (non-staff) resident members of the Church to share the duties when recommended by the Ministry of Directors.

## **Section 6. Chairperson of the Finance Committee**

The Ministry of Directors shall annually appoint the Chairperson of the Finance Committee from among the active (non-staff) resident members of the Church. The Chairperson of the Finance Committee shall be ratified at the Annual Meeting of the Church.

*Principal Functions:* To receive and record member and friend gifts and supervise the counting of all offerings.

*Accountability:* To the Ministry of Directors and to the Congregation.

*Responsibilities:*

1. To ensure that detailed procedures are in place for counting all offerings, making bank deposits, recording member and friend gifts, and reporting receipts to the treasurer and individual giving

members.

2. To organize and supervise the Counter Committee when determined to be feasible and appropriate; secures and trains counters for each week of the year.
3. To ensure that a weekly report of receipts and that all accompanying documentation is retained (including copies of checks received).
4. To ensure that deposits of weekly receipts are made safely and as soon after receipt as practical.
5. To oversee the posting of member and friend records of giving to ensure absolute accuracy and to make reports to members as required by the IRS.
6. To advise the Ministry of Directors and the Senior Pastor when there are significant giving changes by individual members, so the pastor can be sensitive to pastoral care needs.
7. To assist with the stewardship campaign by providing giving history.
8. To coordinate with the treasurer, office clerical staff, etc., as required to ensure a smooth and accurate accounting of receipts.
9. To serve as a member of the Ministry of Directors.

## **Section 7. Church Clerk**

The Ministry of Directors shall annually appoint the Church Clerk from among the active (non-staff) resident members of the Church. The Church Clerk shall be ratified at the Annual Meeting of the Church.

*Principal Functions:* To record the minutes of the meetings of the Ministry of Directors and the Advisory Council Ministry, the Annual Meetings, and maintain the files of the Church.

*Accountability:* To the Ministry of Directors, to the Advisory Council Ministry and to the Congregation.

### *Responsibilities:*

1. To keep a permanent record of the transactions of all above-stated meetings of the Church.
2. To maintain a current record of members with name, address, classification, date, and manner of admission, dismissal, and suspension.
3. To maintain a record of Baptisms.
4. To notify officers, committee members, and delegates of their election or appointment.
5. To issue letters of Dismissal, Recommendation, and Statements of Character as voted by the Church.
6. Give notice of meetings, or cause such notices to be given, as required by the Bylaws and/or Rules of Procedure.
7. Prepare and file communications and reports for record and for denominational purposes.
8. To act as Secretary of the Ministry of Directors.
9. Pursuant to the appointment and ratification of any member to the Ministry of Directors, to cause a certified copy of the order of their appointment and ratification to be recorded promptly as required by the laws of the State of Florida.
10. To maintain an accessible (available at all business meetings) written listing of all current Standing Rules. These rules shall be kept as a separate list from the regular minutes of the meetings. (Such rules remain in effect until changed, by a simple voting majority, at any regular or special business meeting.)
11. To perform such other duties related to the office as may be required by the Church.
12. To serve as a member of the Ministry of Directors.

Assistant Church Clerks may be appointed by the Ministry of Directors from among active (staff or non-staff) resident members to share the duties when recommended by the Ministry of Directors.

## **ARTICLE IV – COMMITTEES AND ADVISORY BOARDS, DUTIES AND RESPONSIBILITIES**

**Section 1.** All existing committees of the Church shall continue to exist, excepting that they shall in no way replace a committee required by the Constitution, Bylaws, or Rules of Procedure or they shall in no way conflict with the provisions of the Constitution, Bylaws, or Rules of Procedure.

**Section 2.** The Ministry of Directors and/or the Advisory Council Ministry may create one or more advisory boards, for such terms as deemed fit by the ministry. Such advisory boards shall have no vote or governance role, but shall serve the ministry in the specified advisory capacity. The members of such advisory boards shall be active resident members of the Church.

**Section 3.** As provided for in Article IV, Section 2, of the Bylaws, the Ministry of Directors shall establish the following committees:

**3.1 Finance Committee.** Responsibilities for this committee shall include; regular meetings to review church finances; preparation of annual church budget, and review of annual church audit. Minutes of each Finance Committee meeting shall be kept and shall be made available to church members upon request.

### **3.2 Public Information Committee**

#### *Principal Functions:*

The Public Information Committee shall be responsible for the planning, packaging, and dissemination of information through the media ministry of the church regarding the mission, ministries and activities of the Church with the goal of encouraging and inviting the participation of all persons who are not members of local churches.

*Accountability:* The Ministry of Directors and to the Congregation.

#### *Responsibilities:*

1. To serve as liaison to other ministries, committees, and leaders regarding resources and services available through the Public Information Committee.
2. To keep ministries, committees, groups, and individuals aware of publicity deadlines of various media, both internal and external to the Church.
3. To oversee the Church's media ministry.
4. To prepare the Public Information Committee's annual budget request for the media ministry and administer the approved budget.
5. To ensure that requested and approved projects are carried out to satisfactory completion, on budget, and on time.
6. To review current avenues of internal and external publicity to:
  - a. Determine current effectiveness and audience impact.
  - b. Recommend modifications for improvements.

- c. Report recommendations to the Ministry of Directors for approval and implementation of any modifications or improvements.
7. To oversee a regular review and updating of communication and publicity equipment and resources within the Church.
8. To oversee the planning and presentation of a yearly communication and publicity workshop.
9. To ensure that the Church's Internet site is kept up-to-date.

**3.3 Senior Pastor Compensation Committee.** The Senior Pastor Compensation Committee shall be composed of all of the Ministry of Directors, the Church Administrator and the Chairperson of the Personnel Committee, and shall have the full authority to review and establish the salary compensation of the Senior Pastor from time to time. Nine (9) members shall constitute a quorum. The Committee shall submit its salary compensation recommendation to the Advisory Council Ministry for ratification.

## **ARTICLE V – FISCAL MATTERS**

**Section 1. Deposits.** The Ministry of Directors 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.

**Section 2. 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 Ministry of Directors may from time to time designate.

**Section 3. Annual Audits.** The Ministry of Directors, at the conclusion of each fiscal year shall contract an accounting firm to perform an audit of Church finances. Current Church members are excluded from consideration as auditors. The Ministry of Directors upon completion shall review the audit. Copies of the audit shall be made available to Advisory Council Ministry and Church members upon request.

**Section 4. Annual Budgets.** The Ministry of Directors shall direct the Church Administrator, in conjunction with the Finance Committee to prepare an annual budget for the Church. The annual budget shall be presented to the Advisory Council Ministry for review. The Advisory Council may ratify by a plurality vote the entire budget or any line item in the budget. All line items ratified by the Advisory Council Ministry shall be presented to the Church membership solely for review and information at the Annual Church Business Meeting. All line items not ratified by the Advisory Council Ministry shall be presented to the Church membership for approval or modification or rejection at the Annual Church Business Meeting.

**Section 5. Designated Contributions.** The Church may accept any designated contribution, grant, bequest or devise provided it is consistent with the Church's (1) mission and spiritual priorities as determined from time to time by the Church, (2) budget process and fiscal restrictions, (3) full ownership and control of the funds or assets, and (4) tax-exempt purposes, as set forth in the Constitution. As so limited, donor-designated contributions will be accepted for special funds, purposes or uses, and such designations will be honored. The Church shall reserve all right, 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 special fund, purposes or use. When the Church is unable to honor a designation, the contribution shall be returned promptly to the donor.

**Section 6. Loans to Advisory Council Ministry Members and Officers Prohibited.** The Church shall make no loans to its Advisory Council Ministry members, officers or committee members. Any Advisory Council

Ministry member or officer or committee member who assents to or participates in the making of any such loan shall be liable to the Church for the amount of such loan plus market interest until it is repaid. Nothing in this section shall bar any Church Ministry Council member or officer or committee member from receiving approved payments from the Church's benevolence fund in accordance with the policy and procedures governing such a fund.

**Section 7. Transactions with Interested Parties.** A contract or other transaction between the Church and one or more of its Ministry members, officers, committee members or family members thereof (hereinafter "Interested Party"), or between the Church and any other entity, of which entity one or more directors, officers, or trustees are also Interested Parties, or in which entity an Interested Party has a material financial interest -- shall be voided at the sole election of the Corporation unless either of the following provisions is satisfied:

The Advisory Council Ministry in good faith authorized, approved, or ratified the transaction by the affirmative vote of a majority of the disinterested Ministry members, and with disclosure or knowledge of the material facts concerning the transaction and the Interested Parties' relationship or interest in the transaction; or the transaction is fair as to the Church as of the time it is authorized, approved or ratified by the Advisory Council Ministry.

Conflicted or interested Ministry members may be counted in determining the presence of a quorum at a meeting of the Advisory Council Ministry (or a committee thereof) that authorizes, approves, or ratifies such contract or transaction, but such conflicted Ministry members shall be recused from final discussion and voting on such items.

Notwithstanding the above, no loan shall be made by the Church to any of its Ministry members or officers.

**Section 8. Endowments.** The Ministry of Directors may establish on behalf of the Church any endowments for the general purposes or for any special purpose of 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 she is or was a Ministry Member, Church Officer, employee, or agent of the Church, shall, subject to approval by the Church, be indemnified by the Church, as long as he or she was acting within the scope and authority permitted by the Church, and the Church may advance his or her related expenses, to the full extent permitted by law.

The Church may purchase and maintain insurance to indemnify: (a) itself for any obligation that it incurs as a result of the indemnification specified above; and (b) its Ministry members, officers, employees, and agents.

#### **ARTICLE VII - AMENDMENTS TO THE RULES OF PROCEDURE**

These Rules of Procedure may be amended by a majority affirmative vote of the active membership present and voting at a duly called meeting, provided a copy of the proposed amendment has been approved by the Ministry of Directors and submitted to the Church, no less than fifteen (15) days prior to a vote, in accordance with the Rules of Procedure.

These Rules of Procedure, ratified by the Church on August 24, 2006, supersede all previous Rules of Procedure of this church, and the same are hereby repealed.