

BY-LAWS

Article I - THE CONGREGATION

Section A. Membership.

1. **Requirements.** The membership of this Church shall consist of those persons who have confessed Jesus Christ to be their Savior and Lord, and who have:
 - a. Been baptized by immersion in this Church, or been accepted upon promise of letter from another Baptist church, or been received upon statement of Baptism by immersion in a church of like faith and order;
 - b. Successfully completed an orientation program for new members as prescribed by the Church;
 - c. Accepted the Church Covenant; and,
 - d. Been accepted by vote of the Church.

None of these membership requirements shall be waived without the recommendation of the Senior Pastor and approval of the Deacons.

2. **Privileges.** The privileges of membership will include:
 - a. Gathering together and experiencing all opportunities of worship and ministry provided by the Church;
 - b. Voting on all matters to come before the Church; and,
 - c. Holding office and service positions.
3. **Responsibilities.** Members are expected to:
 - a. Be faithful in all the duties essential to the Christian life;
 - b. Attend regularly the services of this Church;
 - c. Give regularly for its support and its causes;
 - d. Share in its organized servant ministries; and,
 - e. Represent the Church with integrity at all external events and activities

Section B. Removal from Membership.

1. All removals shall be approved by Church vote.
2. Letters of dismissal for any member who is in good standing with the Church shall be granted to any church of like faith upon proper request for a letter from said other church.

3. Any member who becomes an offense to the Church by reason of conduct unbecoming a Christian may be disciplined by the Church to the extent of termination of membership.

4. In the event it is established that a member has united with another church, membership in this Church can be terminated by vote of the Church.

5. Deceased persons will be removed from the Church roll.

6. A member who relocates to a new community and is unable to continue active or watch-care membership can be removed from the Church roll.

Section C. Special Relationships.

Associate Membership. Associate membership is available to confessing Christians who are members of another church, but unable to move their church membership from their home church. This relationship allows one to participate in all aspects of the life of the Church with the exception of voting privileges.

Section D. Meetings.

1. **Regular Meetings.** For public worship, preaching, instruction and evangelism, the Church shall maintain and foster meetings as follows:

- a. Regular meetings shall be held each Lord's Day, and each Wednesday evening. Each of such meetings shall be under the direction of the Senior Pastor or the Senior Pastor's appointee. The time and place of regular meetings may be modified upon recommendation of the Senior Pastor and approval of the Church.
- b. For study and instruction of God's Word, there shall be a Sunday School divided into departments and classes for all ages, meeting each Lord's Day, unless modified by recommendation of the Senior Pastor and approval of the Church.
- c. There shall be an ongoing Discipleship Program, to be conducted under the supervision of a Discipleship Ministry Team. See Appendix "3".
- d. The Church may conduct evangelistic meetings and events from time to time. Suggestions for such meetings and events shall be presented to the Administrative Committee and may occur when recommended by the Senior Pastor and approved by the Church.

2. Business Meetings. The regular annual meeting of the Church shall be held at the time of a regular church conference during the fourth calendar quarter of each year, at which time annual ministry and committee reports shall be presented. Public notice of this meeting shall be given at least ten (10) days prior thereto.

- a. Regular business meetings for the transaction of any and all business except the call of a Senior Pastor shall be held at such time as recommended by the Administrative Committee and approved by the Church. Such meetings shall be held at least quarterly. The schedule of these meetings shall be presented for approval by the Church at the regular annual meeting.
- b. The Senior Pastor or the Chairperson of Deacons may call special business meetings, the purpose of the meeting being stated at the time of the announcement. Notice of such special business meetings shall be given at least ten (10) days prior thereto.
- c. The Chairperson of the Deacons may call a special business meeting in like manner upon written request of not less than ten (10) percent of the membership specifying the purpose for such meeting. Such a special meeting requires prior approval of the Deacons.
- d. At any of the regular meetings for worship or business, the Church may, without special notice, appoint representatives to denominational meetings or conventions.
- e. A quorum for the transaction of business at any regular or special meeting shall be not less than eight (8) percent of the membership of the Church. For call of a Senior Pastor, the quorum shall be not less than twenty (20) percent.
- f. A majority of those members voting shall determine any matter voted upon, except as otherwise provided in the Constitution or By-Laws.
- g. The Chairperson of Deacons or his/her designee shall preside and act as moderator at all business meetings.
- h. In the absence of the Church Clerk at any business meeting of the Church, the moderator shall appoint a Temporary Clerk to record the action of the Church at such meetings.

- i. All business meetings shall be governed by ROBERT'S RULES OF ORDER. Questions shall be resolved by the moderator or by a parliamentarian appointed by the Chairperson of Deacons.

Article II - CHURCH GOVERNANCE

The governance model is one of shared and collaborative leadership. It seeks to promote the engagement of the Church, and to develop lay leaders. Open dialogue is encouraged to solve problems constructively and address conflict effectively, and members are encouraged to engage through their own unique gifts. The model encourages a bottom-up style of servant leadership, and seeks always to serve the fellowship and promote organizational health and wellness. Authority is replaced by consensus, collaboration, and facilitation.

Section A. Deacons.

Deacons are elected directly by the members, and are expected to minister, serve, and fill leadership positions in a wide variety of areas.

1. Mission. The mission of Deacons is to ensure the ongoing health of the fellowship by ministering to the Church, building relationships, and providing examples of servant leadership.

- a. Family ministry. Deacons are encouraged and coached to develop relationships over their three-year terms with their assigned families, to share information about Church activities and changes, and to be attentive to concerns and feedback from their families.
- b. Servant Leadership. Deacons are expected to exemplify servant leadership by:
 - (1) Serving on committees of the Church;
 - (2) Performing Sunday duties;
 - (3) Participating on cooking teams; and,
 - (4) Assisting with Hearts and Hands and other projects as assigned.

2. Selection.

- a. During the month of October, members will be advised of the upcoming election of Deacons, so that anyone may request to have their name removed from consideration prior to nomination. This will occur over a period of several weeks so as to promote

awareness of the election process, its importance in the life of the Church, and to allow eligible members to consider their choices.

- b. On the first Sunday in November, the list of eligible and willing members for Deacon Service will be presented to the Church, along with the current number of positions that will need to be filled. It will be recommended that the list be taken home, studied and prayed over in anticipation of voting the following Sunday. On the Second Sunday of November, each member will cast their votes for the appropriate number of Deacons, as announced by the Deacon Chairperson. The Pastor, Deacon Chairperson, and Deacon Vice-Chairperson will contact those nominated in descending order (by number of votes received) until the positions are filled, discussing with each the Biblical qualifications, requirements, expectations, and willingness to serve.
- c. The final list will be published to the Church prior to the first Sunday in December. On that Sunday, the Deacon Chairperson will present the group for election by acclamation by the Church.
- d. On the occasion of a Deacon resignation, a replacement may be appointed by the Leadership Team, for the remainder of the year.
- e. The term of office for Deacons shall be three (3) years, with a rotating system of annual replacements. A member whose full term has expired shall be ineligible for reelection for one (1) year. A member who is filling an unexpired term shall be eligible for reelection to a full term of service following the unexpired term.

3. Qualifications.

In electing Deacons, the Church shall elect members, twenty-one (21) years or older, who are or will have been active members of the First Baptist Church of St. Simons Island, Georgia, pursuant to Article I of these By-Laws, for a minimum of twelve (12) calendar months prior to the date of the nomination of Deacons held pursuant to Paragraph 2 of Section A of this Article. They shall be honorable, true servants of God who conform to the meaning of the word and practice of the New Testament as reflected by the principles set forth in First Timothy Chapter 3:8-13 and Acts 6:1-6. They shall be the servants of the Church and zealous to guard the unity of the Spirit within the Church.

4. Ordination.

Deacons not previously ordained will be ordained at a special service within sixty (60) days of their election, to be administered by the Senior Pastor and the Deacon Chairperson.

Section B. Ministerial Staff.

1. Structure.

- a. The ministerial staff will consist of a Senior Pastor and such additional ministers as the Church may deem necessary.
- b. Additional ministerial staff positions will be identified and described in the appropriate Appendices.
- c. The ministerial staff will be subject to, and governed by, job descriptions, personnel policies and procedures.

2. Responsibilities.

- a. Senior Pastor.
 - (1) The Senior Pastor shall promote the spiritual growth and health of the Church, and will oversee ministry to the needs of all Church members, and others as appropriate. The Pastor will provide spiritual and moral leadership, in collaboration with lay leaders, through preaching, teaching, counseling, and by example. The Pastor will provide guidance, direction, and mentoring to Church staff.
 - (2) The Senior Pastor is expected to attend and report at Administrative Committee meetings and Deacons' meetings.
 - (3) The Senior Pastor is expected to attend, and participate in, meetings of the Leadership Team and meetings of the Compass Team.
 - (4) Other specific responsibilities are defined in personnel policies in the Appendices.

b. Ministers.

- (1) General responsibilities include:
 - (a) Reporting to the Senior Pastor;
 - (b) Becoming members of the Church;
 - (c) Promoting the spiritual health and growth of the Church through their specific areas of responsibility;
 - (d) Working in collaboration with lay leaders; and,
 - (e) Attending and reporting at the Administrative Committee meetings;
 - (f) Attending Deacons' meetings when possible.
- (2) Ministers must be full-time employees unless specifically designated otherwise.
- (3) Additional specific responsibilities are set forth in the Appendices.

3. Selection.

a. Senior Pastor.

When the need arises, the Compass Team will recommend a Senior Pastor Pulpit Committee, which shall consist of at least five (5) active members of the Church, to be approved by the Deacons and presented to the Church for approval. The Committee will bring to the Church for approval only one person at a time and their recommendation shall constitute a nomination. Election shall be by private ballot with the appropriate quorum participating, and affirmative vote of at least three-fourths of those members voting being necessary to elect. Church approval shall take place at a meeting called for that purpose of which at least ten (10)-days advance notice shall be given. The Senior Pastor, upon acceptance of the call will serve indefinitely at the will of the Church, or until resignation.

b. Ministers.

- (1) The Compass Team is responsible for recommending search committees for all ministerial staff positions.

- (2) Recommendations for membership on any minister search committee require approval by the Deacons and Church.
- (3) After approval of the search committee by the Church, the Personnel and Finance Committees will provide pertinent guidance and direction to the search committee regarding the position.
- (4) A search committee shall bring to the Church for consideration and approval only one person at a time and their recommendation shall constitute a nomination.
- (5) A candidate to fill a particular ministry position must be approved by the Church. Church approval may take place at a regular or special business meeting, of which ten (10)-days advance notice has been given, stating that the vote will occur. The minister, upon acceptance of the call, will serve indefinitely at the will of the Church, or until resignation.

4. Ordination.

The Church will perform ministerial ordinations when recommended by the Leadership Team, approved by the Deacons, and approved by a majority of the Church.

5. Advocates.

- a. Each minister has ultimate responsibility to the entire Church. To assist and support each minister an Advocate's Ministry Team (AMT) will be created which will act as both an advocate and a source of accountability.
- b. Members of the AMT will be proposed by the search committee at the time of hiring the minister. Three members will be selected, no more than two of whom can be members of the search committee, and must be approved by the Church.
- c. The AMT will meet with the minister on a regular basis, not less than once per quarter.
- d. The three lay leaders on the Leadership Team act as the AMT for the Senior Pastor.

- e. A member of an AMT may resign at will, and the vacant position will be filled by the Nominating Committee in collaboration with the other members of the AMT and the particular minister.
- f. A written summary will be prepared annually, in collaboration with each minister and their AMT, and submitted to the Personnel Committee no later than the minister's annual anniversary date each year.

Section C. Compass Team.

1. Mission. The mission of the Compass Team is to ensure the ongoing health of the Church by planning for future needs, facilitating change and assisting other committees as needed to work in the context of annual and long-range plans. The Compass Team:

2. Responsibilities. The Compass Team will:

- a. Make recommendations to the Administrative Committee concerning the operations of the Church;
- b. Facilitate the preparation of the annual operating plan, in concert with the Finance Committee;
- c. Engage the Church and facilitate the strategic planning process;
- d. Make annual recommendations for facility and financial improvements, in concert with the Finance Committee, Building & Grounds Committee, or other appropriate committee or team;
- e. Make annual recommendations for denominational contributions and commitments, in concert with the Missions Team;
- f. Provide oversight and guidance to the Ministry Teams; and,
- g. Make recommendations to the Deacons for Church approval regarding:
 - (1) The Pulpit Committee for a Senior Pastor search;
 - (2) Search Committee for other Ministers; and,
 - (3) Transition teams when needed. Transition teams will:
 - (a) Be utilized in the absence of a Senior Pastor to ensure ongoing church leadership, including pulpit supply;
 - (b) Fulfill other responsibilities appropriate to the circumstances and as more fully set forth in the Appendices; and,

- (c) Report to the Administrative Committee.

3. Membership.

- a. The Compass Team consists of the Deacon Chairperson, past Deacon Chairperson, incoming Deacon Chairperson, two (2) active or inactive Deacons, and two (2) at-large members, who may or may not be Deacons.
- b. New members are recommended by the three (3) Deacon Chairpersons to the Administrative Committee each year for approval.
- c. Terms are for three (3) years. Team members are required to take at least one (1) year off at the end of their term.
- d. Staff attendance at Compass Team meetings is optional.
- e. Other committee and team Chairpersons are invited to attend at any time.

Section D. Administrative Committee.

1. **Mission.** The mission of the Administrative Committee is to ensure the ongoing health of the church with regard to its finances, facilities, staff, and activities.

2. **Responsibilities.** The Administrative Committee will:

- (a) Serve as the committee of committees;
- (b) Provide ongoing financial and activity oversight;
- (c) Oversee and recruit the Administrative Staff as described in the Appendices;
- (d) Provide Administrative decision making on behalf of the Church; and,
- (e) Report to the Church as appropriate.

3. Membership.

- a. The Administrative Committee consists of each Chairperson from the standing committees and teams; the Deacon Chairperson, and three active Deacons appointed each year by the Deacon Chairperson.

- b. The Deacon Chairperson recommends the incoming Administrative Committee Chairperson to the Administrative Committee, who may approve the selection or choose another.

Section E. Leadership Team.

1. **Mission.** The mission of the Leadership Team is to promote cooperation and coordination of all related committee activities.

2. **Responsibilities.** It is the responsibility of this team to ensure the ongoing alignment and effectiveness of staff and lay plans, activities, and objectives.

3. **Membership.** The Leadership Team consists of the current Chairpersons of the Deacons, Administrative Committee, Compass Team, and the Senior Pastor.

Section F. Terms of Service.

Church Clerk, Deacons, committees, and ministry teams shall operate on a calendar year beginning January 1, consistent with other Church operations. Sunday School teachers and other educational activity personnel and leaders shall serve so as to coincide with the public school calendar.

Article III - ADMINISTRATIVE STAFF

Section A. Positions. See Appendix "1" for current administrative positions.

Section B. Structure. The Administrative Staff will be subject to, and governed by, job descriptions, personnel policies and procedures. See Appendix "4".

Section C. Oversight.

1. The Administrative Committee Chairperson will act as the lay supervisor of the Administrative Staff, and will be responsible for ongoing oversight of their activity and an annual review of each position.

2. Supervision of Administrative Staff is detailed in Appendix "4".

Section D. Selection Process.

The Administrative Committee will be responsible for recruiting Administrative Staff. Duties can be assigned to the Personnel Committee at the discretion of the Administrative Committee.

Article IV - TRUSTEES

Section A. Terms.

The Trustees shall be composed of five members of the Church. They shall be elected by vote of the Church upon the recommendation of the Nominating Committee. Their terms of office are based on a rotating system of five-year terms, with the term of one member expiring each year. A member whose term has just expired is ineligible to serve as a Trustee for a period of one (1) year.

Section B. Chairperson and Vice-Chairperson.

The Trustees shall elect one of their number to serve as Chairperson and one to serve as Vice-Chairperson. The Chairperson shall coordinate communications between the Trustees and the Administrative Committee and the Church.

Section C. Powers.

The Trustees shall hold title to the Church property, and arrange for and keep in effect such insurance as is wise and in keeping with sound business practices. They shall execute all deeds, debentures, mortgages, liens, transfers, leases and other legal documents for and on behalf of the Church, but shall have no power to buy, sell, mortgage, lease, transfer, or encumber any property of the Church without specific vote of the Church authorizing such action. The Chairperson of the Trustees is the *de facto* Chief Executive Officer of the corporation, satisfying any legal requirement for such position, but exercising only the duties and powers specified in the Constitution or By-Laws. The signatures and/or approval of any three active Trustees shall be sufficient to discharge any of the duties of the Trustees.

Article V - CHURCH CLERK

The Clerk shall be nominated by the Nominating Committee and approved by the Church and shall serve for a term of one year, and may be appointed for successive terms. The Clerk shall keep an accurate record of all actions of the Church, shall attend all business meetings, and shall keep a register of the names of the members, with the dates of admission and dismissal or death, together with a record of baptisms, shall

assure that Annual Registration with the Georgia Secretary of State is maintained, and shall serve as Registered Agent for the corporation. The Clerk shall issue letters of dismissal voted by the Church, preserve and file all communications and written official reports and give legal notice of all meetings where such notice is required by the Constitution or By-Laws. The Clerk shall be the *de facto* Secretary of the corporation, to the extent required by law, but exercising only those powers specified in the Constitution or By-Laws.

Article VI – ADDITIONAL COMMITTEES AND MINISTRY TEAMS

Section A. Standing Committees.

There shall be standing committees and standing teams to perform tasks deemed necessary for the effective operation of the Church. These committees and teams shall have such authority, members, duties and duration as set forth in the By-Laws. All standing committees and teams have a three (3)-year term for membership unless otherwise noted.

1. Finance Committee.

There shall be a Finance Committee consisting of a Chairperson and at least two (2) members nominated by the Nominating Committee and elected by the Church. It shall be its responsibility to establish appropriate procedures for handling Church finances, to verify adherence to such procedures, and to prepare and submit to the Administrative Committee a proposed budget for the Church's expenditure of money, for both internal, external, or outside activities and causes. After Administrative Committee review and comment, such budget shall be presented by the Finance Committee Chairperson to the Deacons for review and approval and thereafter shall be presented to the Church for approval. The Finance Committee shall also be responsible for responding to any questions relating to Church finances. Any special offering, fundraising, or non-budgeted spending must be approved by the Finance Committee, and forwarded to the Administrative Committee for approval. Monthly financial reports will be made to the Administrative Committee, and quarterly reports made to the Church. A member who has just completed a full three (3)-year term is ineligible to serve as a member of the Finance Committee for a period of one (1) year.

2. Constitution, Covenant, and Bylaws Committee.

- a. There shall be a Constitution, Covenant, and By-Laws Committee consisting of a Chairperson and at least two (2) members of the Church. This Committee shall meet when necessary to consider proposed changes.

- b. It shall be the duty of this Committee to report any proposed changes in the Constitution, Covenant, and By-Laws received by the Committee together with its recommendation to the Administrative Committee for review. Any proposed change recommended by this Committee and approved by the Administrative Committee will be presented as a motion made to the Church in conference. All changes not approved by these committees will not be considered a motion to the Church, but will be presented for discussion.
- c. The Committee will interpret the intent and meaning of this document as requested.
- d. A member who has just completed a full three (3)-year term is ineligible to serve as a member of the Constitution, Covenant, and By-Laws Committee for a period of one (1) year.

3. Personnel Committee.

- a. There shall be a Personnel Committee consisting of a Chairperson and at least two (2) members nominated by the Nominating Committee and elected by the Church, one of whom shall also be an active Deacon.
- b. This Committee will recommend policies and procedures for the management of personnel issues related to the mission of the Church, and will assist the Ministerial Staff, the Administrative Staff and the lay members in working cooperatively.
- c. The Senior Pastor will serve as *ex-officio* member for all matters except those pertaining to the performance and conduct of the Senior Pastor.
- d. The Committee will review compliance by all staff and lay members with the Policies and Procedures Manual. The Committee may make recommendations as needed to address deficiencies.
- e. A member who has just completed a full three (3)-year term is ineligible to serve as a member of the Personnel Committee for a period of one (1) year.

4. Nominating Committee.

- a. There shall be a Nominating Committee consisting of a Chairperson, and at least four (4) at-large members of the Church, nominated by the Deacons and elected at the annual meeting of the Church in the fourth calendar quarter meeting each year.
- b. This Committee recommends to the Church for election all members of the standing committees and teams unless otherwise specified in these By-laws.
- c. Whenever the need arises for additional members on a standing committee or team, this Committee shall recommend for election to the Church such additional members as are needed.
- d. A member who has just completed a full three (3)-year term is ineligible to serve as a member of the Nominating Committee for a period of one (1) year.

5. Facilities Committee.

- a. There shall be a Facilities Committee consisting of at least three (3) members, which will elect a Chairperson from among those members. Additional members may be added at the discretion of the Nominating Committee.
- b. The Committee shall prepare for the Church an annual assessment of the facilities, indicating what is needed for maintaining those facilities, including the parking areas. The maintenance items shall be submitted to the Finance Committee for consideration in the Church budget. The maintenance plan shall be forward-looking for at least a three (3)-year period.
- c. The Committee is responsible for contracting to have needed maintenance items performed on Church facilities. Expenditures included in the budget must be approved by the Administrative Committee prior to entering into contracts. Non-budgeted expenditures in excess of \$5,000 must have prior approval of the Church.
- d. The Committee is responsible for outlining the duties and frequency of custodial work.

- e. The Committee is responsible for coordinating with other agencies or parties using Church facilities the partnership arrangements and fees associated with these partnerships.
- f. A member who has just completed a full three (3)-year term is ineligible to serve as a member of the Facilities Committee for a period of one (1) year.

6. Grounds Committee

- a. There shall be a Grounds Committee of at least three (3) members, which will elect a Chairperson from among those members. Other members may be added at the discretion of the Nominating Committee.
- b. The Committee shall:
 - (1) Prepare for the Church an annual assessment of the grounds, including unpaved parking areas, and what is needed for maintaining same;
 - (2) Submit to the Finance Committee maintenance items for consideration in the Church budget. The maintenance plan shall be forward-looking for at least a three (3) year period;
 - (3) Be responsible for contracting to have needed maintenance items performed on the grounds. Expenditures must be approved by the Administrative Committee prior to entering into such contracts; and,
 - (4) Be responsible for outlining the duties and frequency of any work to be performed.
- c. Members shall serve a three (3)-year term rotation, but may serve longer.

Section B. Special Committees and Ministry Teams.

Special Committees and Ministry Teams are created by recommendation of the Administrative Committee, and subsequent approval by the Deacons. Membership on Special Committees and Ministry Teams shall be for a period of one year, unless otherwise specifically provided at the time of the individual's appointment. Recommendations for membership on Special Committees and Ministry Teams may originate from the Leadership Team or the Special Committee or Ministry Team itself.

Membership on Special Committees and Ministry Teams is approved by the Administrative Committee. In recognition of, and to maximize the utilization of, individuals' gifts through service and ministry, membership on Special Committees and Ministry Teams does not require Nominating Committee nomination or formal approval by the Church. See Appendices "2" and "3" for a current list of Special Committees and Ministry Teams and their functions.

Article VII - Ordinances

Section A. Lord's Supper.

The ordinance of the Lord's Supper shall be observed by the Church at least once every calendar quarter. The Deacons and the Senior Pastor are responsible for scheduling, preparing and serving this ordinance. All members of the Church and other Christians may join in the observance of this ordinance.

Section B. Baptism.

The ordinance of Baptism may be administered to any person upon public profession of faith and acceptance of Jesus Christ as personal Savior and Lord. The Senior Pastor is responsible for scheduling and administering this ordinance. All others requested to administer Baptism shall do so only with the approval and under the direction of the Senior Pastor. Baptism may be administered at any worship service.

Article VIII - APPENDICES

Section A. Creation and Modification of the Appendices.

The Appendices to the Constitution, Covenant and By-Laws may be added to or modified in any manner by vote of the Administrative Committee. Recommendations for changes to the Appendices may come from the Leadership Team or an existing Committee or Ministry Team.

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