

CONSTITUTION AND BY-LAWS

SHILOH BAPTIST CHURCH

ALEXANDRIA, VIRGINIA

CONSTITUTION

PREAMBLE

We, the members of Shiloh Baptist Church, a non-profit corporation, do hereby confirm and agree that this Constitution and By-Laws contains the organizational and procedural framework of the Church.

ARTICLE I - NAME

The name of this Church shall be Shiloh Baptist Church.

ARTICLE II - THE PURPOSE

United by the grace of God in Christian experience and as members of this church, we recognize and receive the Bible as the inspired Word of God and agree to accept it as our rule of faith and practice.

We declare our adherence to the doctrines and teachings of the New Testament. We affirm our faith in God the Father Almighty; in Jesus Christ, His only begotten Son; and in the Holy Spirit, our Divine Comforter and Teacher--all one God even as our fathers believed in Him. We state our mission to be:

The maintenance of true and sincere worship of God; the study and practice of Christian discipleship as revealed and taught in the New Testament; and the promotion and advancement of the Kingdom of Christ at home and around the world through missionary activities. We also strive for a continuously growing congregation that will worship, teach, witness and serve.

ARTICLE III - THE COVENANT

The Covenant, to which members of this church shall subscribe, is as follows:

THE COVENANT

Having been led, as we believe, by the Spirit of God to receive the Lord Jesus Christ as our Saviour; and on the profession of our faith, having been baptized in the name of the Father, and of the Son, and of the Holy Spirit, we do now in the presence of God, angels and this assembly, most solemnly and joyfully enter into covenant with one another, as one body in Christ.

We engage, therefore, by the aid of the Holy Spirit, to walk together in Christian love; to strive for the advancement of this church in knowledge and holiness; to give it a place in our affections, prayers and services above every organization of human origin; to sustain its worship, ordinances, discipline and doctrine; to contribute cheerfully and regularly, as God has prospered us, towards its expenses, for the support of a faithful and evangelical ministry among us, the relief of the poor and the spread of the Gospel throughout the world. In case of difference of opinion in the church, we will strive to avoid a contentious spirit, and if we cannot unanimously agree, we will cheerfully recognize the right of the majority to govern.

We also engage to maintain family and secret devotion; to study diligently the word of God; to religiously educate our children; to seek the salvation of our kindred and acquaintance; to walk circumspectly in the world; to be kind and just to those in our employ, and faithful in the service we promise to others; endeavoring in the purity of heart and good will towards all men to exemplify and commend our holy faith.

We further engage to, watch over, to pray for, to exhort and stir up each other unto every good word and work; to guard each other's reputation, not needlessly exposing the infirmities of others; to participate in each other's joys, and with tender sympathy bear one another's burdens and sorrows; to cultivate Christian courtesy; to be slow to give or take offense, but always ready for reconciliation, being mindful of the rules of the Savior in the eighteenth chapter of Matthew, to secure it without delay; and through life, amid evil report, and good report, to seek to live to the glory of God, who hath called us out of darkness into his marvelous light.

When we remove from this place, we engage as soon as possible to unite with some other church where we can carry out the spirit of this covenant and the principles of God's word.

ARTICLE IV - MEMBERSHIP

The membership of this church shall consist of persons who have made a profession of faith in and have declared their acceptance of Christ as Savior and Lord; who desire to be numbered among His disciples; who have experienced baptism and accept the faith and practice of this church; who recognize that tithes and offerings are scriptural methods of supporting the church and Christ's Kingdom throughout the world; and who give conscientious endorsement to the Church Covenant. **The By-Laws contain procedures for intake, maintenance and termination of membership.**

ARTICLE V - CHURCH STAFF AND OFFICERS

Section 1 - The ministerial staff shall consist of these positions: Pastor, Director of Music, and other ministerial positions as may be proposed by the Pastor, approved by Deacons Ministry and Joint Board of Directors and described in By-Laws:

Section 2 - The Church officers shall be the Pastor, Deacons, Deaconesses, Trustees, Church Clerk, Church Treasurer, Financial Secretary, and Chief Technology Officer. The By-Laws shall contain duties and responsibilities of each officer.

Section 3 - The terms of office, methods of election, qualifications and duties of the above-mentioned church officers shall be prescribed in the By-Laws.

ARTICLE VI - CHURCH WORSHIP SERVICES AND MEETINGS

Section 1 - Worship Services, the purpose and times shall be designated in the By-Laws.

Section 2 - Business Meetings, the purpose and times shall be designated in the By-Laws.

ARTICLE VII - CHURCH ORDINANCES

The ordinances of the church shall be Baptism and the Lord's Supper and the implementation will be outlined in the By-Laws.

ARTICLE VIII - ORGANIZATIONS

Organizations may be established or existing organizations may be discontinued in the manner set forth in the By-Laws.

Reason:

Constitution revised to give Covenant separate article and move all procedural implementation of articles to By-Laws.

ARTICLE IX - AMENDMENTS

This constitution may be amended consistent with procedures established in By-Laws, by a two-thirds (2/3) vote of the members who are eligible to vote at any regular business meeting, or at any special business meeting, provided the amendments shall have been offered in writing at a church meeting at least thirty (30) days prior to the time of voting on the amendment.

Reason:

Amended to allow acceptance of proxy vote.

BY-LAWS

PURPOSE STATEMENT

The By-Laws of the Shiloh Baptist Church shall be the only recognized set of procedures for the implementation of all the Articles of the Constitution.

All titles unless otherwise indicated are gender neutral.

I. DEFINITIONS

A. Baptism: One of the Ordinances established by Christ and to be observed by the Church until His return is Water Baptism. In baptism a person signifies repentance toward God; trust in God's mercy; and surrender to God's will. Baptism is the public act which Christ designated as the appropriate method to identify our confessional relationship with God through Him. Its institution is being found in Matthew 28:19-20.

B. Baptism by Immersion: The Initiatory Rite of the Christian Church by which persons are received into membership. Christian baptism is the total immersion of a person in water by an ordained minister of the Baptist Church, on the profession of their faith in Christ; in the Name (Jesus) of the Father, Son and Holy Spirit. The word comes from the Greek *baptizo*, which means "immerse" or "dip," and therefore it cannot be applied properly to pouring or sprinkling. Furthermore, baptism is to be administered to those, and to those only, who have exercised and professed a saving faith in Christ; that is, to *believers*. This saving faith presupposes repentance of sin, and a turning to the Lord with full commitment of heart.

C. Baptism points back to Christ in his humiliation, death, burial, and resurrection; and keeps constantly in the minds of both candidates and spectators him who died for our sins and rose again for our justification. The Believer rises from the baptismal waters like Christ from the dead. It testifies symbolically of the resurrection of the believer's body from the grave. As an example, Christ was baptized by immersion by John the Baptist in the Jordan River. (Matthew 3:13-17)

D. Lord's Supper: The other Ordinance established by Christ to be observed by the Church is the Lord's Supper. It is the memorial meal instituted by Jesus who served as the paschal lamb (Exodus 12:5) of God on behalf of humanity. The meal consists of unleavened bread and wine symbolic of the body that was given to be broken and the blood that was shed for the remission of sin and the seal of a new covenant of God's grace. The significance of the Lord's Supper is that it is designed to commemorate the death of Christ for human redemption, and to be a perpetual memorial in his Church of his sacrificial death. Its institution is found in 1st Corinthians 11:23-36.

E. Tithing: A 10th of one's income should be consecrated to God. It is first mentioned in Genesis 14:20, where the patriarch Abraham pays a tithe to Melchizedek, King of Salem (who we believe to be an Old Testament appearance of Christ) in recognition of the latter's superior

spiritual status. It is to be given as an act of worship and an inward recognition of spiritual priority. See Matthew 23:23; Luke 11:42 and 18:12; and Hebrews 7:1-18.

F. Faith: Faith is the personal response of trust and confidence in the gracious God made known in Jesus Christ. Faith is the continual pursuit of wholehearted dedication of one's life to Christ. The object of Christian faith is the Lord Jesus Christ who is God within us in the person of the Holy Spirit. The subject of faith is the whole person, including mind, will, and affections. See Hebrews 11 and 12:1-2.

G. Like Faith: When a person joins a church of similar religious practices as the one in which the individual recently was a member.

H. Church Covenant: It is a summary of how we as Baptist Believers agree to live with other Believers. It is an agreement that we hold with each other in the presence of God to be faithful to Him; the Church; each other; and the pursuit of personal holiness. Historian Charles W. DeWeese notes that "A church covenant is a series of written pledges based on the Bible which church members voluntarily make to God and to one another regarding their basic moral and spiritual commitments and the practice of their faith."

I. Good Financial Standing: a member who has demonstrated giving tithes and offerings to the church in the last 12 months or granted an exception by the Deacons Ministry.

J. Good Cause for Exclusion: an extreme case involving a civil or criminal violation of the law.

K. Deacon: a male spiritual leader selected for service by God and Church congregation consistent with Acts 6:3 and I Timothy 3:8-12.

L. Deaconess: a female spiritual leader selected for service by God and Church congregation consistent with Acts 6:3 and I Timothy 3:8-12.

M. Trustee: an honest and faithful member of church leadership empowered by the Church congregation to administer the financial and business affairs of the Church, including the acquisition, maintenance and disposition of real property.

N. Corporation: a legal entity incorporated under state law and operated exclusively for religious purposes within the meaning of IRS Section 501 (c) (3) and whose funds realized are used for the goals of the organization and not passed on to its members. Shiloh Baptist Church as a non-profit corporation holds title to its real property in its own name.

O. Active Members: Church members who are regularly attending and financially participating in Church Worship services and activities within the last 12 months.

P. Inactive Members: Church members who have not attended and have not financially participated in Church Worship services and activities within the last 12 months.

Q. Good Cause for Church Officer Removal: church officer can be removed for failure to regularly give tithes, offerings, attend worship services, ministry meetings, Joint Board of

Directors meetings and regular or called Church meetings.

R. Pulpit Search Committee: an elected group of church members, who establish criteria and duties and evaluation process for applicants to vacant position of Pastor that will be presented to church for their consideration.

S. Proxy Vote: a granting of temporary permission to another church member to serve as one's agent in exercising the right to vote for church members. The Joint Board of Directors will develop a Proxy form and applicable procedures for its use.

T. Voting: an instrument of decision-making within the organized Church body.

U. Watch Care: a temporary association of an individual to a church of like faith, when they are away from their home church for an extended period of time.

V. Organization/Ministry: program and activity group of Church members that support the purpose, mission and goals of the Church

W. Constitution: an organizational framework establishing the general structure and operation of the Church.

X. By-Laws: operational procedures which establish orderly guidance for administering matters within the Church.

Y. Church Program: an organized spiritual activity to support the purpose, mission and goals of the Church.

Z. Delinquent Member: a member of the Church who has not financially supported the church through tithes, offerings in the proceeding 12 month period. A member that has not attended Church Worship services, Bible study and who has not received the Lord's Supper in three (3) consecutive months, lose their right to vote in church meeting until reinstated, unless granted an exception by Deacons Ministry.

AA. Pastor's work ineffective: continuous failure to meet terms of employment agreement, after consultation with Deacons Ministry as required by the Church By-Laws in Article VI, Paragraph 2 F.

BB. Active Members: Church members who regularly attends and financially participates in Church Worship services and activities within the last 12 months.

Reason:

To provide clarity in understanding terms essential to implementation of Constitution and By-Laws.

II. CHURCH MEMBERSHIP

Section 1 - Admission of Members

Candidates for membership shall make application by appearing before the Pastor, **Deacons Ministry** or before the church congregation at any worship service. New members who have not been baptized by immersion will appear for this ordinance within a reasonable time after having been received. All new members shall complete the ~~Disciple Training and~~ New Members Orientation. Members shall be given a copy of the church Constitution and By-Laws and shall agree to be governed by them. **Additionally, members shall agree to the provisions of the church covenant and to cooperate in the achievement of the church vision, mission and goals.**

Reason:

Provide clarity, business meetings are not worship services and Pastor or Deacons are intake officers of the church.

Section 2 - Admission of Members

A. Membership in this church shall be attained at any worship service or in accordance with the By-Laws and one of the following ways:

- 1. By the Ordinance of Baptism by immersion, following a public profession of faith in Jesus Christ as Savior and Lord.**
- 2. By letter from another church of like Faith and order; by certificate or statement of baptism by immersion on profession of faith in another Baptist church;**
- 3. By restoration to membership with the right hand of fellowship;**
- 4. By statement of Christian experience and/or baptism by immersion;**
- 5. By Watch Care for a temporary period. The membership status shall be reviewed after six months by Deacons Ministry.**

Reason:

Provide clarity, Deacons are intake officers of the church.

B. All new members are required to complete the ~~Disciple Training and attend~~ New Members Orientation ~~Program~~ prior to receiving the right hand of fellowship.

C. Upon successful completion of the ~~Disciple Training and~~ New Members Orientation, the new member is entitled to all the rights, ~~and~~ privileges, ~~and responsibilities~~ of membership. The right hand of fellowship will be given by the Pastor and the **Joint Board of Directors members on the designated ~~Sunday day~~ of the month following completion of the required programs.**

Section 3 - Termination of Membership

Termination of membership shall be accomplished in one of the following ways:

- A. Letter of transfer to another church of like Faith and order.
- B. Dropping from the roll upon becoming affiliated with another church.
- C. Exclusion by action of this church.
- D. Death.

Section 4 - Duties of Members

- A. Each member should acquire Scriptural knowledge, show constant progress in spirituality, deportment and self control.
- B. Each member should honor, esteem, and love his Pastor; pray for him fervently; assist in carrying out his pastoral duties; and manifest a tender regard for his reputation.
- C. Each member should cultivate and cherish brotherly love for all members of the Church, and show this love by using measures to promote their spiritual welfare and prosperity.
- D. Members should be regular, faithful and punctual in their attendance for Sunday worship services, and mid-week services, and should strive to keep their observance of the Lord's Supper.
- E. Each member should support the Church financially through tithes and offerings. Exemption from commitment to financially support the Church may be granted by the Deacons Ministry and reported to the Financial Secretary. Members in arrears over six months are considered delinquent.**
- F. Any member who fails to contribute to the support of the Gospel and the expenses of the Church shall be considered delinquent. Delinquent members lose the privilege to vote on Church matters until the delinquency has been removed. Members who have been exempted by the Deacons Ministry according to appropriate Financial Secretary information are not considered delinquent.**

Reason:

To clarify member responsibilities to support church and establish procedures for exemptions.

Section 5 - Church Roll

The roll of this Church shall be composed of the names of its members. A report of all additions and deletions are to be submitted annually by the Church Clerk at the December business meeting.

Section 6 - Letters of Transfer

Members may be granted letters of transfer to unite with other churches. These letters shall be prepared by the church clerk, sent directly to the churches with which they plan to unite, and reported to the church at the next business meeting.

Section 7 - Dropping from the Church Roll

- A. Members Who Have Joined Another Church - The names of members who are known to have joined another church shall be dropped from the church roll.
- B. Members Whose Whereabouts Are Unknown - Action on the status of members whose whereabouts are unknown will depend upon the findings of the Deacons Ministry as indicated in their duties.
- C. Members who request that their names be removed from the church roll.
- D. Deceased members will be removed from rolls immediately, but no later than the December of the year of their death.**

Reason:

The purpose is to have a specific time of year to update rolls and prevent harm to sensitivity of family members of deceased member.

Section 8 - Inactive Members

Members who have been absent from the church continuously for a period of 12 months ~~and or~~ who have not made a financial contribution during this same period are considered inactive.

Section 9 - Exclusion of Members

Exclusion of members shall be by action of the Church, upon justification and recommendation of the Pastor or **Deacons Ministry**, at any business meeting.

III. CHURCH WORSHIP SERVICES AND MEETINGS

Section 1 - Worship Services:

- A. Regular worship services shall be held each Sunday.
- B. Church School shall be held each Sunday.
- C. Week day service(s) shall be held for prayer, study, worship and fellowship.

- D. For good and sufficient reasons and upon the recommendation of the Pastor, **Deacons Ministry and the Joint Board of Directors** shall be authorized to decide whether to discontinue or change the meeting time of any church service(s) for a designated period of time. Should there be no current Pastor in the church, then a recommendation by the **Deacons Ministry to the Joint Board of Directors** shall suffice.

Section 2 - Business Meetings:

- A. The fiscal year of the church shall begin on the first of January of each calendar year.
- B. Regular business meetings shall be held ~~Tuesday~~ **Wednesday** evenings after the second Sunday in the months of March, June, September and December. At the December meeting, consideration of the budget for the upcoming year will be a mandatory agenda item.
- C. Additional business meetings may be called by the Pastor, **Deacons Ministry**, or the **Joint Board of Directors**, provided that public notice is given as to time and purpose at Sunday morning church services not less than two days prior to the proposed meeting, or provided that written or printed notice be given to all members during the week prior to the special business meeting.

IV. CHURCH ORDINANCES

The ordinances of the church shall be Baptism and the Lord's Supper.

- A. Baptism shall be by immersion of a believer in the name of The Father, and of The Son and of The Holy Ghost.
- B. The Lord's Supper shall be observed once each month and at such other times as the Church may select.

V. MINISTERIAL STAFF

Section 1 - Pastor

- A. Recommendations for a pastor shall be made only by a Pulpit Search Committee duly elected by the Church. The Pulpit Search Committee shall submit one candidate for election. If that candidate does not win approval of the church, the committee will repeat the process until a candidate is approved. The pastor will be selected by two-thirds of the members voting at business or special meeting. The newly-selected pastor shall be notified of his call in writing by the Church Clerk.
- B. The Pastor shall seek to perform the duties of his office with all fidelity; to preach at the scheduled worship services on the Lord's Day; to administer the ordinances as commanded in the New Testament; to conduct the weekday prayer meetings; to visit the sick and aged

members of the church, and to perform such other duties as usually pertains to the office he holds; having the best interest of the church in mind at all times. If the Pastor feels the work of the church has become ineffective; it shall be his duty to confer with the **Deacons Ministry** to determine what steps should be taken to improve the situation.

- C. The Pastor shall be an ex-officio member of all **Ministries, Departments, Committees,** and similar bodies of the church. He shall work in close cooperation with these organizations at all times to assess the effectiveness of the entire church program.
- D. The Pastor, upon reaching his 70th birthday, shall be offered retirement from his office as Pastor. If, in the opinion of the church (ascertained by three-fourths vote by ballot of members present) the pastor is retained, his retirement will be mandatory upon reaching age 75.

Section 2 - Director of Music ----- Discussion with Pastor regarding change in title, etc ...

The Pastor, along with the **Deacons Ministry**, shall ensure this position is continually filled.

- A. The Pastor, along with the **Deacons Ministry**, shall select and recommend the person for this position for approval to the church. Such person shall be voted on in a business or call meeting by a majority of the members present.
- B. Candidates for the position of Director of Music should have experience in administering the musical program of a Baptist Church. The Director of Music shall work under the supervision of the Pastor; give direction for the entire music program of the church enlisting the talents and skills of the Music staff, at all times following the religious calendar; work in close cooperation with the Pastors, Officers, and Members in seeking out, enlisting, and developing the musical talents, skills, and interests of all ages in the church for a spiritually enriched music program; and, collectively with the Pastor or the Deacons Ministry, seek to fill music staff positions.

VI. CHURCH OFFICERS

Section 1 - General: All church officers (Deacons, Deaconesses, Trustees, Church Clerk, Church Treasurer, Financial Secretary **and Chief Technology Officer** shall be tithing members of the church and in good financial standing. They shall be elected to the term of office as specified in the By-Laws. All church officers **(except for the Chair, Vice Chair, and Secretary, who shall be elected by the Joint Board of Directors as provided in Section 5(C), below)** shall be elected to their offices by a majority vote of members at a regular or called church business meeting. Church officers **(except for the Chair, Vice Chair, and Secretary, who may only be removed by the Joint Board of Directors)**, may only be removed for good cause prior to the expiration of their term of office, by a majority vote of members at a called or regular church business meeting.

Section 2 - Deacons

A. The Deacons shall consist of at least 7 members who shall hold their office as long as their Christian conduct, attitude and helpfulness permit the full discharge of the duties as a Deacon.

B. Deacons shall be **gender neutral and** elected by the church upon recommendation of the Pastor and the **Deacons Ministry**. The Pastor and Chair of the Deacons (or a committee they may designate) shall meet with each candidate to determine his willingness to serve as a Deacon, and his complete understanding and acceptance of his duties before he is elected. Names may be presented at any business meeting to fill vacancies.

C. **To become eligible to serve as a Deacon, a candidate must have been a member of Shiloh for a year and thereafter under observation for a period of a year in this church to demonstrate Christian maturity, faithfulness in attendance and stewardship, and a willingness to dedicate his services to the church. Candidates must successfully complete a training period.**

Reason:

Clarity of time a person must be a member of Shiloh before consideration as Deacon candidate.

D. **The members of the Deacons Ministry shall elect a Chair, two - Vice Chairmen and a Secretary. Their term of office shall be for a period of two years and they may succeed themselves.**

Reason:

Deacons have two vice-chairmen for leadership development and sharing of workload.

E. Monthly meetings shall be held by the Deacons; additional meetings may be called by the Chair or his substitute; a majority of its active membership shall constitute a quorum. Minutes of each meeting shall be kept by the Secretary and a copy of recommendations shall be submitted to the Church Clerk. The Deacons shall assist the Pastor in preparation and administration of the ordinances of the church. They shall care for the sick, poor, and bereaved; investigate cases which may require discipline; and administer to members who may be delinquent in their covenant duties. The Deacons should seek to uphold and strengthen the arms of the Pastor in his labors; see that his support is commensurate with and sufficient for his duties, and in cooperation with him, exercise a general concern over the entire church body with respect to its spiritual and temporal needs. The Deacons shall also undertake to train and develop Deacons.

F. The Deacons Ministry shall perform an annual written evaluation of the Pastor by

the first Sunday in December of each year, covering the preceding months of that calendar year, after consulting with members of general church congregation.

- G. The Deacons Ministry shall counsel with the pastor, if his work becomes ineffective. The Deacons Ministry, after an annual review and repeated counseling of the Pastor for ineffective work, will the bring issue(s) to the church body at a regular or special meeting called for this purpose, announced for two consecutive Sundays preceding the meeting. Based on a recommendation of the church, the Deacons may take necessary steps to remove the Pastor and promote the general interest of the church dealing with the Pastor in a Christian manner.

Reason:

Provide clarity of the duties of Deacons to evaluate Pastor and promote the best interest of church, if ineffective Pastor.

- H. The Deacons shall regularly review the roll of the church to assure current accuracy. A Membership Committee of Deacons shall be appointed by the Chair for the purpose of reviewing the church roll and recommending to the church the removal from the roll the names of those persons who have died: joined other churches: or request that their names be deleted from the roll. The review of the church roll by the Deacons shall also provide for an Active List and a Non-Active List of church members. The Non-Active List shall be reviewed once a year to determine if the individual desires to be retained or dropped from the church roll.
- I. The Deacons shall advise and assist Deaconesses where appropriate.
- J. The Deacons shall interview candidates for membership into the Shiloh Baptist Church.
- K. New Deacon Evaluation Process is as follows:
- (1). An ordained Deacon transferring his membership to Shiloh shall be able to serve as a Deacon under observation upon verification and acceptance of his qualifications by the **Deacons Ministry** and obtaining the recommendation of the Pastor, The Joint Board **of Directors**, and the approval of the Congregation for the same.
 - (2). The Deacon under observation, at the end of at least one (1) year period, will become a full fledged Deacon if he meets the following criteria:
 - A. He has demonstrated Christian maturity, faithfulness in his attendance, stewardship and helpfulness along with a willingness to dedicate himself to this church, ultimately the Lord;
 - B. He receives approval of the majority of Deacons present at regular **Deacons Ministry** meeting after the observation period;

- C. He receives approval of the Pastor and the majority of the **Joint Board of Directors** members present at a regular **Joint Board of Directors** meeting on the **Deacons Ministrys** recommendations; and
 - D. He receives the approval of the majority of members **voting** at a regular church meeting favoring the recommendation of the **Deacons Ministry**, Pastor and the **Joint Board of Directors**.
- L. Deacons shall investigate cases of an immoral nature arising among men and report their findings to the Pastor and Joint Board of Directors.

Section 3 - Deaconesses

- A. The Deaconesses shall be elected by the church upon recommendation of the Pastor and the **Deacons Ministry**. The requirements for selecting Deaconesses would be the same as those for selecting Deacons. **To become eligible to serve as a Deaconess, a candidate must have been a member of Shiloh for a year** and thereafter under observation for a period of a year in this church to demonstrate Christian maturity, faithfulness in attendance and stewardship, and a willingness to dedicate her services to the church. Minutes of each meeting shall be kept by the secretary and a report submitted to the Church Clerk at the regular business meetings.

Reason:

Clarify time a candidate must be a member of Shiloh prior to consideration as a Deaconess.

- B. **The members of the Deaconesses Ministry shall elect a Chair, two - Vice Chairs and a Secretary. Their term of office shall be for a period of two years and they may succeed themselves.**

Reason:

Deaconesses have two vice-chairs for leadership development and sharing of workload.

- C. Deaconesses shall assist the Pastor and Deacons in spiritual development of the church with special emphasis on women, girls, and children. They shall supplement the work of the Deacons in observing the ordinances of the church. Deaconesses shall investigate cases of an immoral nature arising among women, girls, and children and report their findings to the Pastor and Deacons. They shall also supervise the Deaconess-In-Training and carry out related activities as directed by the Pastor and Deacons. Candidates must successfully complete a training period.

Section 4 - Trustees

- A. **The Trustees Ministry shall consist of at least seven members. The term of office shall be staggered in such a manner as to provide for election of at least three**

trustees per year. The term of office shall be for a period of three years. Members of the Trustees Ministry shall be able to succeed themselves. Names may be presented at any business meeting of the church to fill a vacancy.

Reason:

Intent to remove limitation on number of Trustees serving the Church.

- B. Trustees shall be elected by the church upon recommendation of the Pastor and the Deacons Ministry. The Pastor, Chair of Deacons Ministry, and Chair of the Trustees Ministry (or a Committee they may designate) shall meet with each candidate to determine their willingness to serve as a Trustee, and their complete understanding and acceptance of their duties before elected. Names may be presented at any business meeting to fill vacancies.
- C. **To become eligible to serve as a Trustee, a candidate must have been a member of Shiloh for at least two (2) years and thereafter, under observation for a period of a year to** demonstrate Christian maturity, faithfulness in attendance, stewardship and a willingness to dedicate his services to the church. A Trustee in training must demonstrate mature judgment in fiscal and property matters and should have the best interest of the church at heart for missionary causes, improvements and acquisitions. Candidates must successfully complete a training period.

Reason:

Clarify time a candidate must be a member of Shiloh prior to consideration as a Trustee.

- D. The Trustees Ministry shall ~~hold legal title to all property of the church. They shall make all legal transactions for the church in their names, as trustees, in trust for the church. They shall~~ have the power to buy, sell, mortgage, lease, or transfer any property of the church following the specific vote of the church authorizing such actions.
- E. It shall be the responsibility of the Trustees Ministry to see that the church property is always amply covered by insurance. They shall see that the church property is kept in good repair and shall make changes in the church property to meet the needs of the church.
- F. The members of the **Trustees Ministry** shall elect a Chair, Vice-Chair and a Secretary. **Their term of office shall be for a period of two years.** They shall have duties as prescribed by the Chair to assist in the discharge of duties.
- G. Monthly meetings shall be held by the **Trustees Ministry**. Additional meetings may be called by the Chair or his substitute. Two-thirds of its active members shall constitute a quorum. Minutes of each meeting shall be kept by the Secretary, and a copy of decisions submitted to the Church Clerk.

Section 5 - Joint Board of Directors

A. Purpose and Authority

A Joint Board of Directors shall ~~be an operating organization within the church~~ **serve as the Board of Directors of the Corporation.** The purpose of the Joint Board is to collectively discuss and act upon any and all matters deemed to be of general interest to the church. The Joint Board of Directors shall be authorized to act for the church between regular business meetings **of the church's members**, except for the election of officers, **who shall be elected only by the members (except for the Chair, Vice Chair, and Secretary, who shall be elected by the Joint Board as provided in Section 5(C), below).** The Joint Board of Directors will thoroughly research and review an issue before any proposed action is recommended to the church. Minutes of each meeting shall be kept by the Secretary, and a summary report given at the next church meeting.

B. Composition

The Joint Board of Directors shall be composed of the Pastor, Deacons Ministry, Deaconesses Ministry, Trustees Ministry, the Church Clerk, Treasurer, Financial Secretary and, **Chief Technology Officer.**

C. Officers

The members of the Joint Board of Directors shall elect officers to fill positions of Chair, Vice-Chair, and Secretary, for two (2) year terms of office.

D. Meetings

The Joint Board of Directors shall meet monthly prior to each regular scheduled Church business meeting. Special meetings may be called by the Pastor, Chairs of the Deacons, Deaconesses, Trustees or Joint Board of Directors. The quorum shall consist of twenty (20) members of the Joint Board of Directors.

Reason:

Intent to assist Joint Board of Directors to be able to take necessary actions on issues of interest to the church. Also, define when Joint Board of Directors meets before Church Business meeting.

E. Executive Committee

The Executive Committee shall consist of the Pastor, Chairs of the Deacons Ministry, Deaconesses Ministry and Trustees Ministry, the Church Clerk, Treasurer, **Financial**

Secretary and Chief Technology Officer. This committee shall meet with the Pastor on a monthly basis, prior to the Joint Board of Directors and Church Business Meetings, to assist with developing the agenda for said meetings. The agenda for the Joint Board of Directors and Church Business Meetings shall be prepared under the direction of the Pastor or Deacons Ministry Chair for distribution on or before said meetings.

F. Personnel Committee

A five-member Personnel Committee shall be established with recommendations from the Pastor and the Executive Committee and presented to the church body. The Committee shall consist of three (3) non-compensated church officers and two (2) non-compensated members from the general church assembly. Persons may serve on this committee for a two-year term, and may succeed himself. The Personnel Committee shall develop evaluation criteria and personnel policy for persons in paid positions, except the Pastor.

Note: At such time that the evaluation criteria for performance is created and approved by the church, any members on the committee in a position to be evaluated will be removed in the same manner in which recommendations are made.

Section 6 - Church Clerk

The Pastor and the **Deacons Ministry** shall ensure this position is continually filled. The Pastor and the **Deacons Ministry** shall select the person for this position and recommend such person for approval of the church in a business or called meeting by a majority vote of members.

- A. The Church Clerk shall be elected at a regular business meeting. The term of office shall be for three (3) years however; the church clerk shall be able to succeed himself. The Church Clerk shall have been a member of Shiloh Baptist Church for a minimum of one (1) year. The Church Clerk must be reasonably versed in the use of computers and their application programs, such as word processing, data bases, spreadsheets, etc... as it applies to the needs of this office.
- B. The Church Clerk shall record the minutes of all business meetings of the Church and present such minutes at the next business meeting for approval; cooperate with church officers to preserve an accurate roll of the church membership; and prepare the annual letter and table of statistics concerning the work of the church to the appropriate association.
- C. A copy of the business meeting minutes will be available at the church within one month for review by members upon request.
- D. The Church Clerk shall record and maintain records of all membership actions.
- E. The duties and responsibilities of The Church Clerk shall include but not be limited to those described above.

Section 7 - Church Treasurer

The Pastor and the **Deacons Ministry** shall select the person for this position and recommend such person for approval of the church in a business or called meeting by a majority vote of members.

- A. The Church Treasurer shall be elected at a regular church business meeting for a term of three (3) years. The Church Treasurer shall have been a member of Shiloh Baptist Church for a minimum of five (5) years. The Church Treasurer must have reasonable bookkeeping knowledge and be completely versed in the use of micro-computers and their application programs such as spreadsheets and databases as they apply to financial management at Shiloh Baptist Church. The Church Treasurer must possess some demonstrated management and or business acumen prior to being elected to the position.
- B. The Church Treasurer shall monitor the receipts and deposits of funds, hold and disburse checks, monies, bonds, collateral or funds received in a bank or other financial institution approved by the church. The Treasurer shall assure that an accurate account of all funds received and disbursed and shall tender a quarterly report to the Church, and more frequent reports to the Trustees Ministry and the **Joint Board of Directors**. The Treasurer shall submit annually, and at other times as directed by the church, all his accounts and supporting papers to a "Certified Public Accountant" to be selected by the **Joint Board of Directors**.

Section 8 - Financial Secretary

The Pastor and the **Deacons Ministry** shall select the person for this position and recommend such person for approval of the church in a business or called meeting by a majority vote of members.

- A. The Financial Secretary shall be elected at a regular church business meeting for a term of three (3) years. The Financial Secretary shall have been a member of Shiloh Baptist Church for a minimum of five (5) years. The Financial Secretary must have reasonable bookkeeping knowledge and be completely versed in the use of microcomputers and their application programs such as spreadsheets and databases as they apply to financial management at Shiloh Baptist Church. The Financial Secretary must possess some demonstrated management and or business acumen prior to being elected to the position.
- B. The responsibilities of the Financial Secretary shall be:
- Assure the posting of individual contributions and offerings to a record maintained in a secure place.
 - Issue membership numbers for Pew Envelopes.
 - Assure that each contributor is provided with a statement of contributions made each quarter.

- Assist in counting of offerings and tithes.
- **Perform other such duties as may be specified by the Pastor, Treasurer, or the Joint Board of Directors.**

Reason:
Financial Secretary is supervised by Treasurer.

Section 9 - Chief Technology Officer

The Pastor, along with the Deacons Ministry, shall ensure this position is continually filled. The Pastor, along with the Deacons Ministry, shall select and recommend the person for this position for approval to the church. Such person shall be voted on in a business or call meeting by a majority of the members.

- A. The Chief Technology Officer (CTO) shall be elected at a regular church business meeting for a term of three (3) years. The CTO may be reelected. The Chief Technology Office shall have been a member of Shiloh Baptist Church for a minimum of two (2) years prior to becoming a candidate for the position. Candidates for the position of Chief Technology Officer should have experience in administering business operations, planning and IT infrastructure; CTO should have extensive knowledge of data processing, hardware platforms, enterprise software applications and outsourced systems; strong knowledge of business theory, business processes, contracting, negotiating, budgeting, organization development/change management and business operations.**
- B. CTO will have the following duties:**
- 1. Develops and implements church-wide IT vision and policies under supervision of Pastor and Joint Board of Directors.**
 - 2. Selects and implements technology initiatives consistent with church vision, missions and goals.**
 - 3. Serve as member of the Executive Committee and Joint Board of Directors.**
 - 4. Annually provide plan for Pastor's and Joint Board of Directors approval on IT initiatives for upcoming year.**

VII. CHURCH BUSINESS MEETINGS

Section 1 – Quorum

Thirty (30) members shall constitute a quorum for the transaction of business.

Section 2 - Rules of Procedure:

A. The Pastor shall be the presiding officer at church business meetings. In his absence, the Chairman of the **Deacons Ministry** shall preside.

B. Only those members who reached the age of eighteen (18) and are in good financial standing are eligible to vote.

Reason:

Intent to be consistent with age of majority in most states.

C. The voice vote, proxy vote (Joint Board of Directors will develop form and procedures for use) uplifted hands, or standing shall be the expressions of vote unless, by majority vote, or the presiding officer deems a written ballot is necessary.

Reason:

Intent to encourage member participation Church governance by expanding means and methods of church member participation in church meetings.

D. Robert's Rules of Order (latest revision) shall be recognized in all matters of parliamentary law.

E. Unless otherwise specified in this Constitution and By-Laws, all matters of business shall be carried by a majority vote of the members voting.

Reason:

Intent to allow acceptance of proxy votes of members not present. Remove present and voting from throughout document to allow for proxy voting by absent members.

F. The government and ruling of this Church shall be observed as set forth in the Holy Bible (Standard King James Version) and Hiscox Directory, unless the Constitution and By-Laws specifically address an issue.

Section 3 - Notices:

A. All notices of meetings of the members shall be given to each of the members either personally, by first-class mail, or by electronic mail (e-mail), if the electronic transmission is consented to by the member to whom the notice is given, not less than ten (10) nor more than sixty (60) days before the date of the meeting and not less than twenty-five (25) nor more than sixty (60) days before the date of the meeting at which the members will act on an amendment of the Articles of Incorporation, proposed sale of all or substantially all of the assets of the Corporation, or the dissolution of the Corporation. The notice shall specify the

place, date, and hour of the meeting, the general nature of the business to be transacted, and those matters that the Joint Board of Directors intends to present for action by the members.

- B. Whenever any notice of the member meetings is required to be given under law or the provisions of these By-Laws, a written waiver of notice signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed equivalent to notice. Attendance at a meeting by a person entitled to notice shall constitute a waiver of proper notice of such meeting, except where attendance is for the express purpose of objecting to the transaction of business because the meeting is not lawfully called or convened.**

VIII. ORGANIZATIONS

Section 1

Organizations may be established or existing organizations may be discontinued as the church deems necessary to effectively carry out its overall vision, mission, goals and programs.

Sections 2

The officers of each organization are elected by their respective group to give necessary leadership to achieve vision, mission, goals, and programs of the (Church) through the organization.

Reason:

Organizations must be dedicated to assisting church achieve vision, mission and goals of church.

IX AMENDMENTS

These By-Laws of this Constitution may be amended by a two-thirds (2/3) vote of the members voting at any regular business meeting, or at any special business meeting, provided the amendments shall have been offered in writing at a church meeting at least thirty (30) days prior to the time of voting on the amendment.

Revised 12/2009