



ST MATTHEWS

BAPTIST CHURCH

BYLAWS

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Exhibit A (Church Organization)

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Our Mission:

Loving and leading people into a growing relationship with Jesus

BYLAWS OF ST. MATTHEWS BAPTIST CHURCH

ARTICLE I: MEMBERSHIP

SECTION 1: GENERAL

The Church membership reserves the exclusive right to determine who shall be members of this Church and the conditions of membership.

SECTION 2: CANDIDACY

Any person regardless of race, color, or national origin, may offer himself/herself in person or by proxy, as a candidate for membership in this Church at any regular worship service or to the ministry staff in any of the following ways:

2.1 BAPTISM

Upon satisfactory evidence of a personal saving experience with Jesus Christ and upon a public profession of faith in Jesus Christ as Savior and a commitment of one's life to Him as Lord, a person may be received as a candidate for baptism. New Testament baptism symbolizes both a historical fact and a present experience. The historical fact is the death, burial and resurrection of our Lord and Savior, Jesus Christ; the present experience is the death of the believer to the old life of sin, and resurrection to the new life in Christ. The mode of baptism is immersion in water. The believer submits to the ordinance of baptism as an act of obedience to the Lord, but the ordinance is not a part of, nor essential to, his or her salvation.

2.2 LETTER

A person may be received upon presentation of, or promise of, a letter of dismissal from another church of like faith and order.

2.3 STATEMENT

A person may be received upon statement of a prior conversion experience and baptism (as defined in Article I, Section 2.1 above) when no letter is obtainable.

2.4 RESTORATION

Any former member whose relationship has been terminated for any reason whatsoever may, upon the recommendation of the Membership Committee and the vote of the Church, be restored to full membership.

2.5 SPIRITUAL WATCHCARE

Persons who are temporary residents in the city or who are members of another denomination or have other justifiable reasons, as determined by the Membership Committee, and would like to come under spiritual watchcare of our Church, may do so by presenting themselves for membership.

Persons who are born again believers and make a profession of faith in Christ but due to infirmity are unable to receive New Testament baptism may be received under the spiritual watchcare. These persons shall have rights and privileges ordinarily afforded full members of the Church such as benefit of the clergy and pastoral care, participation in the observance of the Lord's Supper, etc. However, they shall not hold general office in the Church or its organizations or vote in Church business meetings, unless specifically approved by the Church. When such persons are able and are baptized by immersion, they shall be received into full membership.

SECTION 3: ADMISSION

Candidates for membership may present themselves to the Church at any regular worship service or to the ministry staff. Candidates will be admitted to full membership only upon the recommendation of the Membership Committee to the Church at a regular or called business meeting.

Should there be any dissent as to any candidate, such dissent shall be referred to the Pastor and the Membership Committee for investigation and the making of a recommendation to the Church within sixty (60) days. A three-fourths vote of those members present and voting shall be required to elect such a candidate to membership.

SECTION 4: TERMINATION

Membership shall be terminated in any of the following ways: (a) death, (b) transfer of letter to another church of like faith and order, (c) exclusion by action of this church, (d) terminated upon becoming affiliated with a church of another faith or denomination, or (e) upon request of the member.

ARTICLE II: CHURCH STAFF, EMPLOYEES AND OFFICERS

The ministerial staff and officers shall be members of the St. Matthews Baptist Church. The Pastor, staff ministers, paid employees and officers are ultimately accountable to the congregation, but may have intermediate reporting relationships as specified below. Unless otherwise noted, the positions described in Sections 2 through 6 of this Article II (Church Officers) shall be filled annually through nomination by the Nominating Committee and election by the Church at the second quarter (April, May, June) business meeting. A person serving in the same Church Officer position for three (3) consecutive years may not serve in that position again until the lapse of at least one (1) year. The Nominating Committee may recommend exceptions to this provision on a case-by-case basis, subject to the approval of the Church at a business meeting with a majority vote of those present being required for approval.

SECTION 1: CHURCH STAFF

1.1 PASTOR

In general, the duties of the Pastor shall be fourfold: as preacher, to proclaim the Gospel; as overseer, to superintend the work of the Church; as pastor, to shepherd the flock; and as minister, to serve the people of the Church and the community for Christ's sake.

A Pastor shall be chosen and called by the Church whenever a vacancy occurs. Election of the Pastor shall take place at a called business meeting of which at least one (1) week's notice shall be given at all worship services and through the Church's customary forms of communications with the membership. A Pastor Search Committee shall be nominated by the Nominating Committee and elected by the Church to seek a suitable Pastor. (The specifics of the Pastor Search Committee may be found in Article IV, Section 3 of these Bylaws.)

The call of the Pastor shall be by secret ballot. An affirmative vote of three-fourths (3/4) of those members present casting ballots shall be required to call a Pastor. A Pastor, thus called, shall serve until the relationship is terminated upon resignation, or by the Church's request. The Pastor shall give a minimum of two (2)-weeks notice at the time of resignation before terminating responsibilities as Pastor. If termination

is by the choice of the Church, it shall be by three-fourths (3/4) vote of those members present and voting, and with at least two (2)-weeks notice to the Pastor whose notice of such proposed action shall be given in writing to the resident membership at least two (2)-weeks prior to Church action. Action shall be taken at a regular or called business meeting.

1.2 STAFF MINISTERS AND EMPLOYEES

The Church shall call or employ such staff ministers as it shall deem necessary. The Pastor shall be recommended by a Pastor Search Committee, chosen and called as specified in Article II,

Section 1.1 of these Bylaws. Other staff ministers shall be recommended by the Personnel Committee and called by action of the Church at a regular or called business meeting. All employees, other than staff ministers, shall be employed upon approval of the Personnel Committee. The Personnel Committee shall approve a written job description outlining the responsibilities of the minister or employee and all terms of the call or employment. Staff ministers and paid employees shall work under the supervision of the Pastor or a person designated by the Pastor, except as otherwise indicated herein. They shall have reporting relationships as described in the "Personnel Committee," in Article IV, Section 2.9 of these Bylaws.

SECTION 2: MODERATOR

The Moderator shall preside over Church business meetings. In the absence of the Moderator, the Vice-Moderator shall preside. In the absence of both, the Pastor shall call the Church to order and an Acting Moderator shall be elected.

SECTION 3: CLERK

The primary responsibilities of the Clerk shall be to take the minutes at all business meetings, to keep such minutes and related documentation in the official records filed at the Church, and to serve on the Membership Committee, assisting the Membership Clerk as needed. The Clerk shall also perform other clerical responsibilities as the Church may designate from time to time. The Church shall elect an Assistant Clerk annually to serve in the absence of the Clerk and assist as needed. (The Bylaws for the Membership Clerk and Membership Committee may be found in Article IV, Section 2.7.)

SECTION 4: TREASURER AND ASSISTANT TREASURER

1.1 TREASURER

The Treasurer's responsibilities shall, as a minimum, include the following:

- a. Prepare and maintain an internal control system to adequately safeguard the assets of the Church.
- b. Maintain a double entry set of books in order to record the financial transactions of the Church in accordance with the principles of fund accounting. The books shall be maintained monthly on the cash basis and converted to an accrual basis at year end.
- c. Properly account for contributions and other monies received.
- d. Make disbursements for salaries and other operating expenditures based upon proper documentation and approvals for payment, in accordance with the Church budget.
- e. Review monthly statements of Receipts and Disbursements, and present them to the Church at each regular business meeting.
- f. Prepare year end financial statements on an accrual basis which will include a Balance Sheet, Statement of Revenue and Expenditures, and Changes in Fund Balance for each applicable fund. (Refer to the responsibilities of the Audit Committee, Article IV, Section 2.1 of these Bylaws for information on the audit or review of the Church's financial statements and records.)
- g. Cooperate with the Chair of the Finance Committee, and other committees and councils with regard to the Church's financial matters.

1.2 ASSISTANT TREASURER

The Assistant Treasurer shall, at the direction of the Treasurer, assist in carrying out the Treasurer's responsibilities.

SECTION 5: TRUSTEES

Three (3) Trustees shall hold in trust the property of the Church and shall serve three (3)-year terms or until their successors are elected. Each year, individuals shall be recommended by the Nominating Committee and elected by the Church, to fill the expiring terms of current Trustees. Trustees shall not be eligible for re-election until the lapse of at least one (1) year, except when they have served less than a full three (3)-year term. The Chair of the Trustees shall be nominated by the Nominating Committee from the rotating members of the group. The Chair shall serve on the Administrative Council.

Responsibilities:

- a. Affix their signatures to legal documents involving the sale, mortgaging, purchase or rental of property, or other documents as required. The Trustees shall have no power to buy, sell, mortgage, lease or transfer any property without a specific vote of the Church authorizing each action. The articles of incorporation require the signature of three (3) Trustees on all legal documents.
- b. Provide, maintain and update insurance on the Church buildings, furnishings and vehicles.
- c. Provide and maintain messenger robbery insurance and a fidelity bond for the Treasurer of the Church and any other persons designated by the Finance Committee.

SECTION 6: CHURCH HISTORIAN

It shall be the duty of the Church Historian to establish and maintain a collection of items of historical interest related to the Church, such as photos, news clippings, major reports, programs, etc.

ARTICLE III: COUNCILS

SECTION 1: ADMINISTRATIVE COUNCIL

The Administrative Council ("Council") is to work in conjunction with the other Church councils and with the Church committees, staff, trustees and other persons. It is not to displace or assume existing authority or responsibilities of any other Church entity.

Membership: The Council shall have nine (9) members as follows: Moderator, Treasurer, Chair of the Trustees, Chair of the Building and Grounds Committee, Finance Committee, and Personnel Committee, along with three (3) members at large recommended by the Nominating Committee and elected by the Church serving three years each beginning initially with one, two and three year staggered terms. The Moderator shall serve as Chair. The Vice-Moderator shall serve as Chair in the absence of the Moderator. The Vice-Moderator may be a voting member in the absence of the Moderator. The Assistant Treasurer may be a voting member in the absence of the Treasurer.

Responsibilities:

- a. Responsible for the administrative functions of the Church, including, but not limited to, the business, financial, physical plant use and maintenance, legal and personnel affairs in conjunction and association with the Church staff, committees, councils and trustees with direct responsibility for such affairs.
- b. Ensure the effective functioning of committees and councils, cooperation, and communication between and among committees, councils, staff, trustees and congregation with respect to the administrative affairs of the Church.

- c. Receive, coordinate, delegate, evaluate and/or plan matters involving the administrative functions and needs of the Church, through or in cooperation with, the appropriate Church committee(s), council(s), staff, trustees and/or other persons, so as to assure that the administrative affairs of the Church are being adequately addressed in a manner consistent with the Church.
- d. Assure attention to all administrative matters while avoiding or resolving overlapping responsibilities between and among Church committees, councils, staff, trustees and other persons or groups.
- e. Make inquiry of Church committees, councils, staff, trustees and other persons or groups to ascertain the ongoing status of the administrative affairs of the Church.
- f. Receive and review reports not less than semi-annually from committees designated as "Reporting Committees," and from other committees, councils, staff, trustees or other persons or groups as needed when their responsibilities involve Church administrative affairs. (The organization chart attached as Exhibit A designates the Reporting Committees. Non-reporting committees will report to the Council on an as-needed basis.
- g. Receive and take action or refer to any standing committee administrative issues brought to the Council's attention.
- h. Report and/or make recommendations to the Church on other administrative matters as needed.
- i. Receive internal and external audits.
- j. The Council shall meet not less than quarterly, with called meetings by the Chair or Pastor as necessary.

SECTION 2: MINISTRY COUNCIL

The Ministry Council's purpose is to research and review current ministries, missions, and discipleship programs. The Council shall assess the effectiveness of these programs and make recommendations regarding them to staff, appropriate committees, and/or the church. The Council will also review and make recommendations in relation to proposed ministries, missions, and discipleship programs.

Membership: The Chair of the Ministry Council shall be the Pastor, or another person as designated by the Pastor or Ministry Council. The Ministry Council shall consist of the following members or their designated representatives: Pastor; all staff ministers; Chairs of all primary program organizations as may exist from time to time, including but not limited to: Sunday School and Woman's Missionary Union; Ministry Team Leaders; Chair of the Deacon Council; Chair of the Denominational Relations Committee; and Chair of the Weekday Preschool Committee. The Ministry Council has the discretion to include other committee chairpersons on the Council as it deems necessary.

Responsibilities:

- a. Recommend program goals and objectives to the Church;
 - b. Review and coordinate program plans recommended by the Church committees, organizations and staff;
 - c. Recommend to the Church the use of leadership, calendar time and other resources according to program priorities;
 - d. Evaluate program achievements in terms of Church goals and objectives.
 - e. Maintain a comprehensive listing of all ministries, mission partnerships, and discipleship programs.
- I Meet not less than quarterly or upon the call of the Chair or Pastor.

The Ministry Council, shall refer all matters requiring action to the Church or appropriate group or committee as necessary. The committees and ministry teams reporting to the Ministry Council are displayed on the organization chart attached as Exhibit A to the Bylaws. Those committees shall participate in Ministry Council meetings or activities and/or provide written reports as deemed appropriate by the Ministry Council from time to time.

SECTION 3: DEACONS

Deacons at St. Matthews Baptist Church are members of this Church, and are committed to Christ, called by God, affirmed by the congregation, and ordained by the Church. Deacons shall:

- a. Serve as partners in the pastoral ministry of the Church;
- b. Work with and assist the Pastor and staff as co-laborers in caring for the congregation;
- c. Proclaim the Gospel to believers and unbelievers;
- d. Provide leadership in the life and overall mission of the Church.

In accordance with the meaning of the word "diakonos" and the practice of the New Testament, Deacons are to be servants of the Church and are to strive, with the Lord's help, to live out the biblical qualifications and expectations of a deacon found in the New Testament.

3.1 DEACON COUNCIL

The Deacon Council shall consist of no more than forty-five (45) elected members. Each member of the Deacon Council shall serve a three (3)-year term beginning on July 1 in the calendar year of such member's election, and ending on the third anniversary of that July I. Each year the term of office of one-third of the number of Deacons shall expire, so that the members of the Deacon Council will serve on a rotational basis. An election shall be held to fill the vacancies. (See "Deacon Nominating Committee" in Article IV, Section 1.3 of these Bylaws for further information.) In the case of resignation, death, removal or incapacity to serve, the Church may elect to fill a Deacon's unexpired term. After serving a term of three years, no Deacon shall be eligible for re-election to the Deacon Council until the lapse of at least one (1) year.

The Deacon Council shall elect officers annually, and may assume specific duties and tasks related to its work through various committees and Deacon ministry teams established by the Council. The list of committees and Deacon ministry teams is attached as Exhibit B to the Bylaws.

The Deacon Council will assist the Pastor in the administration of the Church ordinances of baptism and the Lord's Supper.

The Chair of the Deacon Council may appoint special or temporary Deacon committees as deemed necessary to accomplish work of the Council. If and/or when such special or temporary committees are appointed, the Chair shall also designate a date on which the committee's work function expires ("Expiration Date"), or a date by which the committee's function shall have been reviewed for extension or termination ("Review Date"). If by the Review Date the committee's term has not been extended by action of the Deacon Council or the Chair, the committee's function shall be considered ended. If a committee's term is extended by the Review Date, a new Expiration Date or Review Date shall be established. Deacons are expected to be fully committed to and involved in the various Deacon ministry programs as established from time to time by the Church and the Deacon Council, and are expected to attend all scheduled meetings and retreats.

3.2 RESERVE DEACONS

Members of the Church who are ordained Deacons, but not currently serving on the Deacon Council, should serve the Church as they feel led, and may participate in meetings and activities of the Deacon Council, including participation on Deacon Ministry teams, as and to the extent the Deacon Council deems appropriate. Reserve Deacons attending Deacon Council meetings shall not have voting rights.

3.3 PASTOR RELATIONS COMMITTEE

Membership: This seven (7) member committee shall consist of the Chair and Chair Elect of the Personnel Committee, Chair of the Administrative Council and four (4) members of the Deacon Council as follows: Chair, Chair-Elect and two (2) at-large members who are currently serving on the Deacon Council. The Chair of the Deacon Council shall serve as Chair of this committee.

Responsibilities: The primary purpose of this committee is to provide assistance and support to the Pastor with regard to performance of the Pastor's responsibilities, facilitate dialogue between the Pastor and congregation and assist in professional growth and goal setting. Notwithstanding its responsibilities described below, the actions of this committee are not intended to reduce or replace the judgment and/or authority of the Church in matters relating to the calling and/or termination of the Pastor. The committee and the Pastor shall meet no more frequently than once every 30 days, unless mutually agreed otherwise.

The committee shall also:

- a. Review and maintain a description of the Pastor's duties and responsibilities which shall include, but not be limited to, the general duties of the Pastor as are described in Article II, Section 1.1 of these Bylaws. The committee shall obtain the approval of the Deacon Council and the Church for recommended changes to the Pastor's description of duties and responsibilities.
- b. Provide general support to the Pastor, giving guidance to the performance of duties and responsibilities and providing feedback and a confidential assessment of such performance on an on-going basis, but not less than annually.
- c. Serve as a liaison between the congregation and Pastor, when appropriate, in addressing issues raised regarding the Pastor's job description and/or performance, and in helping resolve any conflict should such exist with persons under the Pastor's supervision.
- d. Confer with the Personnel Committee and/or other appropriate entities to administer and coordinate the Pastor's employee benefits in conjunction with those established and approved by the Church. Administer all other personnel issues related to the Pastor, with the approval of the Deacon Council and Church when appropriate.
- e. When a Pastor resigns, this committee shall function to secure pulpit supply and/or an interim pastor through a recommendation to the Church, and shall serve as liaison with the staff to ensure that pastoral responsibilities are fulfilled in the interim.

ARTICLE IV: COMMITTEES

STAFF LIAISONS: The Pastor shall be responsible for assigning non-voting, "Staff Liaisons" to each council and temporary and standing committee except committees of the Deacon Council. The Staff Liaison will assist and consult as circumstances dictate. On an annual basis, the Pastor and staff liaisons shall jointly review their committee and council assignments and shall communicate any changes to the Nominating Committee no later than August 31. The Nominating Committee will include the Staff Liaison assignments in its recommendations to the Church. Staff will work with the respective Chair to assure that all committee reports and minutes are prepared and filed with the church office.

SECTION 1: PASTOR-APPOINTED COMMITTEES AND PASTOR'S NOMINATIONS

1.1 TEMPORARY COMMITTEES

All temporary committees shall be appointed by the Pastor, or by the Church at a regular or called business meeting, to serve for a defined period of time. If and/or when a temporary committee is appointed, a date shall be designated on which the committee's work function expires ("Expiration Date"), or a date by which the committee's function shall have been reviewed for extension or termination ("Review Date"). If by the Review Date the committee's term has not been extended by action of the church or the Pastor, as appropriate, the committee's function shall be considered ended. If a committee's term is extended by the Review Date, a new Expiration Date or Review Date shall be established.

If such a committee has completed its assigned task or function prior to the Expiration Date or Review Date, it shall be dismissed by the Pastor or Church, as appropriate.

1.2 GENEROSITY AND GIVING COMMITTEE

Membership: The committee shall consist of no less than five members nominated annually by the Pastor and elected by the Church at the second quarter (April, May, June) business meeting. Members should possess skills in the areas of marketing, promotion, and communications. Members shall serve a two (2) year rotating term. The Pastor may reappoint members to consecutive terms.

Responsibilities:

- a. Encourage financial stewardship education for all age groups;
- b. Inform new members of ways they can financially support the church;
- c. Develop and implement campaigns designed to promote understanding and support of the church budget goals and objectives;
- d. Organize legacy campaigns;
- e. Assist with promotion of special offerings; and f Encourage growth in member giving and participation.

1.3 DEACON NOMINATING COMMITTEE

Membership: This committee shall consist of seven (7) members (including the Chair) nominated annually by the Pastor and elected by the Church at the fourth quarter (October, November, December) business meeting. The members of this committee shall serve one (1)-year terms beginning as soon as they are elected.

Responsibilities:

- a. Provide an opportunity for each member of the Church to suggest in writing the names equal to the number of individuals to be elected to serve on the Deacon Council the next Church year. This information shall be tabulated by the committee and used to assist it in making nominations;
- b. Interview and ascertain the qualifications of all nominees;
- c. Fully explain the responsibilities of the Deacon, including the Deacon Ministry Teams, to all nominees;
- d. Nominate one person for each vacancy to be filled at the first quarter (January, February, March) business meeting, with Church action to be taken at the second quarter (April, May, June) business meeting.

1.4 NOMINATING COMMITTEE

Membership: This committee shall consist of nine (9) voting members, each serving on a (3) — year rotation. Each year, three (3) new members shall be nominated by the Pastor and elected at the fourth

quarter (October, November, December) business meeting. Committee members shall serve three (3) calendar years commencing on January 1 following their election. The Chair-elect shall be annually nominated by the Pastor, and elected at the fourth quarter (October, November, December) business meeting. The Chair-elect must have at least two (2)-years remaining on his/her term.

Responsibilities:

- a. Accept nominations from the church.
- b. Interview and ascertain qualifications of all nominees.
- c. Fully explain the responsibilities required of the position.
- d. Nominate to the Church for appropriate action persons for all positions as provided in these Bylaws, other than the Pastor, Staff, and Deacons.
- e. Provide verbal or written reports to Church organizations as requested.

SECTION 2: STANDING COMMITTEES

All standing committee members shall be nominated by the Nominating Committee and elected by the Church at the second quarter (April, May, June) business meeting. Unless otherwise noted, each committee shall consist of members elected to serve on a three (3) - year rotation system with terms to begin on July 1 and with one-third (1/3) to be elected each year, and such other members who may serve by virtue of office. After serving three (3) years on a given committee, no member may succeed himself/herself until after the lapse of at least one (1) year. (Exceptions to this policy may be made by the Nominating Committee on a case-by-case basis, subject to the approval of the Church at a business meeting with a majority vote of those present being required for approval.) Committees are encouraged to consult with and utilize other Church members possessing technical expertise in the specific areas of the committees' responsibilities. These individuals may be included on the committee as non-voting supernumeraries.

The Nominating Committee shall annually nominate the Chair of each committee (and Chair-elect as specified in each committee "Membership" section) unless otherwise specified in these Bylaws.

All committees are ultimately accountable directly to the Church; however, certain working and reporting relationships between committees and other administrative organizations of the Church are illustrated on the organization chart attached as Exhibit A to the Bylaws. In addition to its responsibilities shown in these Bylaws, each committee is to submit an annual written report to the Church at the third quarter business meeting, and more frequently as may be specifically requested by other Church organizations.

2.1 AUDIT COMMITTEE

Membership: This committee shall consist of three (3) members, some of whom should have accounting and auditing experience. No Member shall serve on the Finance Committee while on the Audit Committee.

Responsibilities.

To establish protocols that will insure and protect the financial integrity of the Church.

- a. Annually test and evaluate the Church's accounting systems and financial reports and report its findings and recommendations to the Church. The annual financial report shall be received by the Church at the third quarter (July, August, September) business meeting and then be forwarded to the Audit Committee for review. The Audit Committee will present its report regarding the annual financial statement to the Administrative Council and at the first quarter (January, February, March) business meeting for the Church's consideration.
- b. Engage an independent accounting firm to perform an annual certified audit of the financial records and operations of the church unless postponed by a vote of the Church. This will be done in consultation with the Administrative Council. The committee shall coordinate with the auditor as necessary, review the completed audit, and report the results to the Administrative Council. A summary of

the audit, along with any recommendations arising out of the audit, shall be presented to the Church no later than the first quarter (January, February, March) business meeting.

- c. Report to the Administrative Council as required.

2.2 BUILDING AND GROUNDS COMMITTEE:

Membership: This committee shall consist of six (6) members. The Chair shall serve on the Administrative Council.

Responsibilities:

- a. Review on an annual basis the Facility Use Policy Manual, to assure proper use of all Church buildings and properties;
- b. Establish and maintain an inventory control system, and oversee and aid in the inventory of all furniture and equipment;
- c. Maintain an adequate security system at all times;
- d. Superintend the repair and proper maintenance of all Church properties;
- e. Recommend, in conjunction with the Trustees, the acquisition or disposal of any Church property;
- E Report to the Church concerning needs for repairs or improvements of Church property, and any desired change in Church policy;
- g. Report to the Administrative Council as required.

2.3 BYLAWS COMMITTEE

Membership: This committee shall consist of three (3) members.

Responsibilities:

- a. Review the Bylaws for recommendations for revisions as needed, but not less than once every three (3)-years;
- b. Review and present proposed additions and/or revisions to the Constitution and Bylaws to the Church according to the procedure contained in these Bylaws;
- c. Committee members shall develop a working knowledge of the Bylaws to serve as a resource to the church as questions and issues arise;
- d. Maintain a current master of the Constitution and Bylaws in the Church office;
- e. Report to the Administrative Council as required.

2.4 DENOMINATIONAL RELATIONS COMMITTEE

Membership: This committee shall consist of three (3) members. The Chair shall serve on the Ministry Council.

Responsibilities:

- a. Help our congregation be informed on important matters of Baptist life;
- b. Monitor and address denominational issues as they arise;
- c. Cast a vision for Baptists in the 21st Century;
- d. Provide constructive opportunities for personal stories to be shared in congregational forums;
- e. Pursue our Baptist covenant in ways that help all generations of our members to grow spiritually and that assist our Church in completing our mission.

2.5 WEEKDAY PRESCHOOL EDUCATION COMMITTEE

Membership: This committee shall consist of six (6) voting members, along with the ministerial staff liaison (non-voting), the Parents Day Out Director (non-voting) and the Weekday Preschool Director (non-voting). The Chair shall serve on the Ministry Council.

Responsibilities:

- a. Supervise the St. Matthews Baptist Church Weekday Preschool and Parents Day Out ministries in consultation with the Director, Pastor and ministerial staff liaison;
- b. Recommend for Church approval policies and procedures;
- c. Recommend in conjunction with the Personnel Committee the hiring of a Director, to be elected by the Church;
- d. Submit reports, at least quarterly, to the Finance Committee concerning the financial condition of the Weekday Preschool program;
- e. Submit reports, at least annually, to the Church concerning the status of the Weekday Preschool and Parents Day Out ministries at the third quarter business meeting (July, August, September).
- f. Report to the Administrative and Ministry Councils as required.

2.6 FINANCE COMMITTEE

Membership: The Committee shall consist of seven (7) voting members: Treasurer, and six (6) other members (including the Chair and Chair-elect). The Assistant Treasurer may be a voting member in the absence of the Treasurer of the Finance Committee. The Chair-elect must have at least two (2) years remaining on term with the Committee. The Chair shall serve on the Administrative Council. No member shall serve on the Audit Committee while serving on the Finance Committee.

Responsibilities: Among the duties of this committee are the following:

Budget Formation:

- a. Receive a draft budget, from the staff, highlighting ministry and program priorities, and oversee the final preparation of the proposed budget, enlisting assistance from appropriate committees and councils, as needed;
- b. Distribute the proposed budget through the Church's customary forms of communication, no less than thirty (30) days prior to the second quarter (April, May, June) business meeting;
- c. Present the proposed budget for discussion and consideration of potential amendments at the second quarter business meeting. At the conclusion of the budget discussion, action will be considered to recommend that the budget be presented to the Church at the conclusion of a specified Sunday worship service on or before June 30 of the current year. No discussion of or amendments to the proposed budget will be in order when the Church considers this matter at the conclusion of the Sunday worship service.

Other Duties:

- d. Review monthly the financial reports and keep the congregation informed of the financial standing of the Church;
- e. Ensure implementation of the budget and approve expenditures not provided for in the budget;
- f. Require the disbursement of mission contributions, both budgeted and special offerings, as funds are available;
- g. Receive designated offerings for causes approved by the Church and disburse such offerings to the cause for which they were given; assure documentation of

individual designated gifts.

- h. Cooperate with the Benevolence Ministry Team and Audit Committee as necessary to facilitate their work;
- i. Annually select at least four (4) members for the Counting Subcommittee, for approval by the church at the fourth quarter business meeting.
- J. Ensure that the Counting Subcommittee is properly staffed and operating correctly;
- k. Provide names annually to the Trustees regarding who should be covered by a fidelity bond;
- l. Report to the Administrative Council as required.
- m. Develop and oversee the Church's Financial Policies and Procedures.

2.7 MEMBERSHIP COMMITTEE

Membership: This committee shall consist of three (3) members: Membership Clerk (Chair), Church Clerk, and the Assistant Church Clerk.

Responsibilities:

- a. Have general charge of the church rolls;
- b. Record in the master membership book the names of persons joining the Church and remove the names of persons who are no longer members of the Church;
- c. Make recommendations to the Church concerning all applications for membership;
- d. Ensure that records are kept on all Church members concerning dates of admission and dismissal, and type of membership admission and dismissal;
- e. Make recommendations to the Church concerning the termination of any person's membership;
- f. Make a detailed report to the Church at each business meeting;
- g. When appropriate, investigate any application for membership referred to it by the Church and report its findings within sixty (60) days.
- h. Report to the Administrative Council as required.

2.8 PASTORAL COUNSELING CENTER ADVISORY COMMITTEE

Membership: This committee shall consist of three (3) voting members. The Pastor will hold ex-officio membership on the Committee. The Chair shall serve on the Ministry Council. The Chair is to be elected by the membership of the Committee per the Covenant Agreement with the Pastoral Counseling Center.

Responsibilities:

- a. Serve as liaison between the Church and the Pastoral Counseling Center in anticipating, identifying, and addressing potential points of concern and/or opportunity;
- b. Provide feedback to the Pastoral Counseling Center staff and board members on issues brought before it pertaining to the interests and concerns of the Church;
- c. To report at least annually to the Church at the first quarter business (January, February, March) meeting;
- d. Consult regularly with the Pastoral Counseling Center Director and at least annually with the entire group of staff members, students, and employees of the Pastoral Counseling Center.

2.9 PERSONNEL COMMITTEE

Membership: This committee shall consist of six (6) voting members. The Chair-elect shall have at least two (2)- years remaining on term. The Chair shall serve on the Administrative Council and the Pastor Relations Committee.

Responsibilities:

a. Recommend to the Church the employment and/or termination of all staff ministers, except for the Pastor. Before recommending a prospective staff minister or other employee to the Church, the committee shall

consult with the Pastor, or other staff minister designated by the Pastor, and the committee responsible for the phase of Church work involved.

b. Approve for consistency all job descriptions;

c. Develop and monitor the implementation of the personnel policy, and recommend to the Church any revisions;

d. Review annual job assessments conducted by the Pastor and Pastor's direct reports;

e. Confer with the appropriate committees to coordinate the development of personnel budgets, personnel policy and staff benefits;

f. Report to the Administrative Council as required.

SECTION 3: PASTOR SEARCH COMMITTEE

The Pastor Search Committee shall consist of eleven (11) voting members: four (4) ordained Deacons; two (2) adult members who are not Deacons; one (1) youth representative (ages 16 to 21 years, inclusive); one (1) single adult; and three (3) representatives from the educational organizations of the Church (including but not limited to: Sunday School, Woman's Missionary Union, and the Music Ministry) as may exist from time to time.

The Committee shall organize itself by secret ballot with the following officers: Chair, Vice-Chair, and Secretary. The Committee shall report periodically its progress to the Administrative Council, as well as to the Church. The recommendation of this Committee to the Church shall constitute a nomination for the calling of a Pastor. The Committee shall bring to the consideration of the Church only one (1) person at a time. The Committee's written call to a prospective Pastor shall include, among other things, the proposed salary level and benefits and description of duties and responsibilities.

ARTICLE V: MINISTRY TEAMS

Ministry Teams shall be composed of members of the Church and are officially established by the Church, upon recommendation of the Nominating Committee, in consultation with the Pastor, to implement the mission and ministry of St. Matthews Baptist Church. All Ministry Teams are to have a volunteer leader other than the Pastor or a Staff Minister. Ministry Team Leaders are to be nominated annually by the Nominating Committee for election by the Church at the third quarter business meeting. A Staff Liaison for each Ministry Team shall be assigned by the Pastor. Ministry Team volunteers are to be recruited on the basis of their spiritual gifts, experience, skills, personality, and passion for that area of ministry. The Church shall maintain a listing of all Ministry Teams, their respective Chairs, and volunteers. Each Ministry Team is ultimately responsible to the Church and shall give an annual report to the Ministry Council. A list of current Ministry Teams is set forth in Exhibit C to the Bylaws.

ARTICLE VI: PROGRAM ORGANIZATIONS

SECTION 1: GENERAL

Program organizations are those groups officially established by the Church to implement the mission and ministry of St. Matthews Baptist Church. All organizations of the Church shall be determined by and exist under the control of the Church. All organizations are to have a volunteer leader other than the Pastor or a staff minister. This leader and all volunteers shall be nominated by the Nominating Committee for election by the Church at the third quarter business meeting. The Pastor may assign a staff liaison for each program organization.

A current listing of the Church's program organizations is set forth in Exhibit D to the Bylaws.

SECTION 2: SUNDAY SCHOOL

There shall be a Sunday School program divided into departments and classes for all ages and conducted under the direction of the ministerial staff for the study of God's Word. Sunday School is to be conducted principally each Sunday morning.

SECTION 3: WOMAN'S MISSIONARY UNION

There shall be a Woman's Missionary Union with such officers and such forms of organization as needed. This program shall be directed by the WMU Leader.

SECTION 4: CHURCH MUSIC PROGRAM

There shall be a Church music program under the direction of the Minister of Music and Worship Arts.

ARTICLE VII: CHURCH MEETINGS

SECTION 1. WORSHIP SERVICES

The Church shall meet regularly each Sunday, and Wednesday for preaching and/or, instruction, evangelism, prayers, and for the worship of Almighty God. These meetings will be open for the entire membership of the Church and for all people and shall be conducted under the direction of the Pastor, or the Pastor's designate.

SECTION 2. BUSINESS MEETINGS

2.1 REGULAR BUSINESS MEETINGS

Regular business meetings shall be conducted quarterly. The church calendar shall be July 1 through June 30. The third quarter (July, August, September) business meeting shall serve as the annual meeting with committees to submit written reports as appropriate.

2.2 CALLED BUSINESS MEETINGS

A called business meeting may be held to consider special matters of significant nature. Notice and purpose must be given for the specially called business meeting at the preceding Sunday morning worship services and through the Church's customary forms of communication with the membership. Meetings can be called by the Pastor in consultation with the Moderator. Meetings can also be called by the Administrative Council or Ministry Council in consultation with the Pastor and Moderator.

2.3 QUORUM

The quorum consists of five (5) percent of the resident membership.

2.4 PARLIAMENTARY RULES

Robert's Rules of Order (latest revised) is the authority for parliamentary rules of procedure for all business meetings of the Church; provided, however, that the business of the Church may be conducted at regular or called business meetings a) where all the participants are physically present in one room or area, or b) as an electronic meeting where some or all of the participants communicate with each other through electronic means such as the Internet or telephone, so long as electronic meetings provide, at a minimum, the opportunity for simultaneous aural communications among all participants. Additional rules for conducting electronic business meetings shall be adopted by the Administrative Council, after consultation with the Pastor, and shall be provided to the congregation through the Church's customary forms of communication.

Further, the Church's Councils and Committees may meet a) where all the participants are physically present in one room or area, or b) as an electronic meeting where some or all the participants communicate with each other through electronic means such as the Internet or telephone, so long as electronic meetings provide, at a minimum, the opportunity for simultaneous aural communications among all participants. Additional rules for conducting electronic Council or Committee meetings shall be established by each Council or Committee and shall be provided in writing to each Council or Committee member. The Church's Councils and Committees may choose to conduct their business under the parliamentary rules of procedure contained in *Robert's Rules of Order* (latest revised) but are not required to do so.

SECTION 3. CANCELLATION, POSTPONEMENT, RESCHEDULING:

The Pastor, in consultation with the Church staff, shall have the authority to cancel, postpone, or reschedule regular worship services and other Church meetings and/or functions as deemed necessary due to circumstances such as severe weather.

ARTICLE VIII: DISCIPLINE

Should a member become an offense to the Church and to its good name by reason of immoral or un-Christian conduct, or by persistent breach of his/her covenant vows, or by non-support of the Church, the Church may terminate his/her membership by a three-fourths vote of those members present and voting, but only after due notice, and after faithful efforts have been made to bring such a member to repentance and amendment.

Any person whose membership has been terminated for any offense may be restored by a majority vote of those members present and voting, upon evidence of his/her repentance and reformation; or, if on account of continued absence, upon satisfactory explanation.

ARTICLE IX: AMENDMENTS

Changes in the Constitution, Bylaws, and Church Mission Statement may be made at any regular or called business meeting of the Church provided (a) such amendment(s) shall have been presented in writing at a previous business meeting and distributed through the Church's customary forms of communication, no less than thirty (30) days prior to the business meeting where this amendment(s) shall be considered and (b) at least thirty (30) days' notice of the business meeting where these changes will be considered has been provided through the Church's customary forms of communication. Copies of the proposed amendment(s) will also be available in the Church office and will be mailed upon request. Copies of the proposed amendment(s) shall be furnished at the business meeting where the amendment(s) is to be considered. Amendments to the Constitution shall be by two-thirds vote of all members of the Church present and entitled to vote. Amendments to the Bylaws or the Church Mission Statement shall have a concurrence of a majority of the members present and entitled to vote.

ARTICLE X: MISCELLANEOUS

SECTION 1: CHURCH YEAR

The Church Year is defined to be from July 1 through June 30, for purposes of being the transition point for new committees/councils (unless otherwise specified), and for Church programs; however, references in these Bylaws to first, second, third, and fourth quarter business meetings shall be references to the calendar year.

SECTION 2: FISCAL YEAR

The Church Fiscal Year, for purposes of financial reporting and the budget, is defined as July 1 to June 30.

-- END OF BYLAWS--

Exhibit A (Church Organization)

Exhibit B (Deacon Council Organization)

Exhibit C (Ministry Teams)

Exhibit D (Program Organizations)

