

**Bylaws
of
Stithton Baptist
Church**

ARTICLE 1 – GENERAL

Section 1.1 – Purpose. In order to carry out the provisions of the Constitution of Stithton Baptist Church (hereafter, “church”) and to manage the church as an organization, these Bylaws are adopted for the governance of the church.

Section 1.2 – Non-profit Status. Stithton Baptist Church is a Southern Baptist church and a Kentucky nonprofit, non-stock corporation.

Section 1.3 – Autonomy. The church is autonomous, maintains the right to govern its own affairs independent of denominational control and is subject to the control of no other ecclesiastical body. The church may, in its sole discretion, voluntarily affiliate with other churches, conventions, and/or groups. Insofar as it is practical, this church will cooperate with and support the Severns Valley Association of Baptists, the Kentucky Baptist Convention, and the Southern Baptist Convention.

ARTICLE 2 – MEMBERSHIP

Section 2.1 – Membership Approval. The membership of the church reserves the exclusive right to approve persons for membership.

Section 2.2 – Membership Limitations. Membership in the church is a privilege and a responsibility (see Annex). Membership in the church conveys no civil, property or contractual obligation upon any member. Membership in the church does not create a shareholder relationship or ownership right in the church. Each member of the church agrees that membership confers authority in the church, its pastoral staff, church council, deacons, officers and committees to engage in efforts toward a member to repent, which may include counseling, confrontation, and discipline, and each member hereby expressly consents to such action and accepts it as a condition of membership.

Section 2.3 – Requests for Membership

Section 2.3.1 – Candidacy. Persons may present themselves as candidates for membership by one of the following means: (1) profession of faith in Christ as the only Savior and Lord, requesting believer’s baptism by immersion; (2) promise of a letter from another Baptist church which practices believer’s baptism by immersion and is doctrinally in accord with the church’s Articles of Faith; or (3) upon a statement of prior conversion experience to Christ as the only Savior and Lord and previous believer’s baptism by immersion. Should there be any question as to the sincerity of any candidate, this question may be referred to the Church Council.

Section 2.3.2 – Associate Membership. Fellow believers worship with us temporarily due to military duty assignment, school, etc. Associate Membership allows people to be fully active in the church while retaining membership in their home church. Candidates for Associate Membership shall be presented and approved by vote at a church business meeting.

Section 2.3.3 – Orientation. When a new member orientation class is available, candidates for membership or associate membership must successfully complete the class prior to being presented at a church business meeting for a vote of acceptance.

Section 2.3.4 – Acceptance. Recommendations for new membership and associate membership shall be presented by the Moderator to the church membership at a regular church business meeting for a vote of approval.

Section 2.4 – Church Discipline. Since the church has the right to accept individuals for membership, the church must also have the freedom to discipline in cases involving a member engaging in immoral or unchristian conduct, breach of covenant vows, disregard for the responsibilities of membership or disloyalty to the church. Faithful efforts, guided by Matthew 18, shall be made to bring any such member to repentance and reconciliation through Biblical counseling, confrontation and encouragement. When the efforts of one or two have not been successful, matters of discipline may be referred to the Church Council. In cases of a member who fails to respond in repentance, the Church Council may admonish the member, remove the person from any position of church leadership or terminate the member’s membership, and may advise the church of any such action.

Section 2.5 – Termination of Membership. Membership shall be terminated in the following ways: (1) death, (2) letter of transfer to another Baptist church, (3) affiliation with a church of another faith or denomination, (4) personal request, or (5) action of the Church Council set out in Section 2.4 above.

Section 2.6 – Inactive Membership. If a member has not attended church services or other activities for a full year or has moved from the local area and all written and verbal efforts to communicate with them have failed, that member will be considered inactive. Inactive members shall be candidates for removal from the membership role. Once a person is declared inactive, at the next church business meeting, members will be given an opportunity to inform the church of any reason to keep the person on the role. If no information is provided the inactive member shall be removed from the church role. In certain cases, the senior pastor may direct that a person remains on the role for an additional year. The Church Clerk will maintain a list of those who have been identified as inactive members with the date they were deemed inactive and shall notify the church role keeper when a year has passed.

Section 2.7 – Restoration of Membership. Any member who was in good standing when they left the church, was dropped from the roles and has returned (ex. from a military assignment) may be returned to the roles without vote of the church. For any person whose membership was terminated for cause, upon evidence of repentance, reconciliation, and reformation that person may be restored by recommendation of the Church Council followed by a majority vote of members in a church business meeting.

ARTICLE 3 - CHURCH LEADERSHIP

Section 3.1 – Senior Pastor (1 Timothy 3, Titus 1, 1 Peter 5).

The Senior Pastor is responsible for preaching the Word of God and leading the church in functioning as a New Testament church. He is the leader of the pastoral staff to guide the congregation in ministries of worship, proclamation, evangelism, discipleship, community engagement, education, and pastoral care.

Section 3.1.1 – Pastor Search. When the church is without a Senior Pastor, a Search Team shall be established. The Search Team shall consist of one deacon, who shall chair the team, the Personnel Committee chair, and five members of the congregation at-large. A slate of at-large team members shall be determined by the Deacon Chair and the Moderator and approved at a called church business meeting. It is strongly recommended that the team contact the Kentucky Baptist Convention for guidance. Any church member may make a recommendation for Senior Pastor to the Search Team. The Search Team shall bring to the church only one man at a time for consideration. Election shall be by secret ballot at a meeting legally called at least two weeks in advance for the purpose of calling a pastor. An affirmative vote of 80% of the members present shall be necessary for a call. Thus elected,

and upon his acceptance of the call, the Senior Pastor shall serve until the relationship is terminated at his request or at the church's request.

Section 3.2 – Other pastoral staff (1 Timothy 3, Titus 1, 1 Peter 5)

The Personnel Committee shall be responsible for bringing recommendations for calling other pastoral staff as needed to lead the congregation in achieving the church's mission. The Team shall bring to the church only one (1) person at a time for each position under consideration. Official action shall be by ballot vote at a meeting called at least two (2) weeks in advance. Pastoral staff members shall be under the general direction of the Senior Pastor, aided by the Personnel Team and the Church Council.

Section 3.3 – Deacons (1 Timothy 3:8-10, 12; Acts 6:1-6)

In accordance with the meaning of the Word and the practice of the New Testament, deacons are to be servants of the church. The deacons shall be persons qualified for service as set out in 1 Timothy 3.

Section 3.3.1 – Duties. As servant-leaders, deacons are expected to exercise these qualifications, actively engaging in the ministry of the church. Deacons are to care for the physical needs of the church members and their families so that the pastor can concentrate on their spiritual needs and to allow the pastor time for study and prayer. Deacons may also assist the pastoral staff in performing pastoral responsibilities.

Section 3.3.2 – Deacon Selection. As a guideline, the church should have up to nine or more active deacons for the first two hundred members, plus three or more deacons each additional one hundred members. Deacons shall be elected at any regular church business meeting and then ordained. The deacons shall be responsible for presenting recommended nominees. The congregation will also have the opportunity to make recommendations for deacons. Recommendations from the deacon body and church are taken into consideration by the deacons when compiling the final slate of candidates. This list shall be published to the congregation at least two weeks prior to the next church business meeting, at which time the nominees will be presented and approved by a majority vote. If elected for service, there is no obligation to re-ordain a deacon who was previously ordained and transfers his membership from another church of like faith.

Section 3.3.3 – Benevolence Fund. The administration of the benevolence fund is subject to the exclusive control of the deacons. The deacons may consider recommendations from anyone but are not bound to honor recommendations. Donors will not be permitted to recover funds if the deacons did not honor a donor's recommendation.

Section 3.3.4 – Yokefellows.

The Yokefellow Ministry is comprised of men who serve alongside and under the nurturing supervision of the active deacon body. Being a yokefellow prepares a man to be a deacon, strengthens the impact of the deacon ministry, and widens the circle of friendship and ministry in our church among Christian men. Yokefellows are not ordained. Each yokefellow should be assigned a deacon mentor, and yokefellows are to assist deacons in the accomplishment of the deacon ministry. Yokefellows may attend deacon meetings as requested.

Section 3.4 – Church Council.

Section 3.4.1 – Composition of the Church Council. The Church Council shall be comprised of the following five individuals: Senior Pastor (chairman), the Deacon Chairman, the Moderator, and two

At-Large members. In the event of the resignation or termination of the Senior Pastor, a transitional Pastor shall serve as the chairman.

Section 3.4.2 – Functions of the Church Council. The Church Council shall serve as the board of directors of the church and shall be so identified in the annual report to the Kentucky Secretary of State. The Church Council is authorized to act on behalf of the church in all matters not specifically retained by the members in Section 3.01 of the Constitution. The Church Council, under the guidance of the senior pastor, shall perform the following functions and other functions as needed:

- Consider church plans and support their implementation
- Identification of items, processes or other areas for improvement, correction or assistance
- Identification of potential candidates from within the congregation for ministry and committee positions (see Section 4.5.1)
- Membership candidacy (see Section 2.3.1)
- Church discipline (see Section 2.5)
- Restoration of church membership (see Section 2.8)
- Indemnification issues (see Section 10)

Section 3.5 – Church Officers. All officers shall be elected by the church and report regularly to the Senior Pastor.

Section 3.5.1 – Moderator/Assistant Moderator. The moderator and assistant moderator shall be laypersons nominated and elected by the church. The moderator, who is a member of the Church Council, shall preside at church business meetings. In the moderator’s absence, the assistant moderator shall preside at church business meetings and attend Church Council meetings.

Section 3.5.2. – Lay Council Members. Two members of the congregation shall be nominated and elected by majority vote to serve as lay members of the Church Council. The two lay member terms shall be staggered. If necessary, the term of one member, who will be determined by the Deacon Chairman, will be a two-year term.

Section 3.5.3 – Church Clerk. The Church Clerk shall be a church member nominated and elected by the church. The clerk shall keep the minutes of all church business meetings. In the absence of the Clerk, another member of the staff or congregation shall take the minutes. The clerk will maintain a record of each officer and committee member elected, listing name, term length, and term start and end dates, and will provide copy of the current record to the Church Council after each election or any change of officer or committee member. The clerk will develop a list of nominees for each election in accordance with Section 4.5.2 below. The clerk will notify the church staff when a person is to be removed from the role in accordance with Section 2.7 above.

Section 3.5.4 – Trustees. At any church business meeting, where the church approves an action involving the sale, lease, mortgage, or purchase of real property, the church shall elect one or more temporary trustees who shall affix their signatures to all legal documents relevant to that specific action and only that action. This action approval and the election of temporary trustees shall be recorded in the minutes of the meeting; a copy of the minutes, which documents the approval and designation of trustees, may be required by a bank in order to execute the action by that bank.

Section 3.6 – Committees. Church committees perform functions and make decisions related to the management of the church. The senior pastor is an ex-officio member of all committees. Each committee shall have one member who is a deacon appointed by the deacon chairman. Each

committee shall establish and maintain a written policy and procedure document related that committee's area of responsibility and shall review it bi-annually and update it as necessary.

Section 3.6.1 – Finance Committee. The Finance Committee is and shall continue as a standing committee, comprised of no less than five and not more than ten members nominated by the general congregation and approved by the church. Members of the Finance Committee shall serve three-year terms when possible. The Finance Committee monitors and oversees the financial health of the church and provides guidance and reporting to the Church Council and the church on significant resource issues. The finance committee shall designate a person(s) to verify the monthly financial reconciliation report. The Finance Committee, working together with the pastoral staff and the Church Council, prepares the yearly budget and presents it to the church for approval prior to the beginning of the fiscal year. The Finance Committee shall notify the Church Council of available funds in order to adjust spending. The Finance Committee shall provide a group of tellers who will count, deposit, and record all receipts as directed by the policy manual.

Section 3.6.1.1 – Audits. The Finance Committee shall conduct an audit after the end of the fiscal year. The audit shall be conducted by a team of no less than two persons, one of whom shall not be involved with church finances. A written report shall be submitted to the church signed by at least two audit team members, not later than February 15. The report shall be given to the Church Council and presented at the following church business meeting. If it is determined that an external audit is needed, the Finance Committee should request authorization and funding, which must be approved by the church at a church business meeting.

Section 3.6.2 – Personnel Committee. The Personnel Committee is and shall continue as a standing committee that shall consist of four to seven members nominated by the general membership and approved by the church. Members of the Personnel Committee shall serve three-year terms when possible. The Personnel Committee shall recommend to the Church Council the creation and dissolution of staff positions other than the Senior Pastor. The Personnel Committee shall recommend to the Church Council the creation, revision, and maintenance of job descriptions for all staff positions other than the Senior Pastor. The Personnel Committee shall prepare annual budget recommendations to the Finance Committee regarding staff salaries and benefits. The Personnel Committee will recommend policies and procedures for the management of personnel issues related to the mission of the church. The Personnel Committee may make recommendations to the Senior Pastor as needed to address deficiencies.

Section 3.6.3 – Other Committees. Additional committees may be established for a specific management function within the church upon approval by vote at a regular church business meeting.

Section 3.7 – Ministry Teams. Ministry teams are where the vision of the church is implemented and lived out. All ministry teams shall have a designated team leader that will be a lay person or a member of the church staff. Team leaders shall report to their assigned pastoral staff leader. A ministry team may request or recommend policies to its leadership. Examples of ministry teams: Children's Ministry Team, Youth Ministry Team, and Kitchen Ministry Team. Additional ministry teams may be established upon approval of the team and its specific purpose by the senior pastor.

Section 3.8 – Security Team. The security team shall be a permanent team which will provide safety and security for those who worship at the church.

ARTICLE 4 – NOMINATIONS AND ELECTIONS

Section 4.5.1 – General. Elections shall be held at the November church business meeting. Elected members’ terms will begin on January 1. Church officers and committee members shall be elected by majority vote of the members present at the church business meeting (not less than 30). Each member age 18 or older present in the church business meeting is entitled to one vote. All officer and committee member terms will be three-year terms beginning on January 1 and ending on December 31.

Section 4.5.2 – Nominations. The church leadership shall announce that nominations are being accepted for open positions for the next fiscal year at the August church business meeting. Only church members may be nominated, and the person being nominated must give his/her permission before being nominated. The Church Council, pastoral staff, deacons, committee chairpersons and ministry team leaders should be actively engaged in identifying quality candidates for nomination to the open positions. Members of the church may submit nominations. All nominations shall be submitted to the Church Clerk or the Church Moderator; the Church Moderator will forward nominations received to the Church Clerk. Anytime nominations are brought to the floor by the Moderator, further nominations may be made from the floor.

Section 4.5.3 – Nominating Team. If it is determined as necessary by the Church Council, a nominating team of no less than three church members may be established, preferably before the August church business meeting. The team is to assist in the nomination process by canvassing the church body and identifying quality candidates for nomination.

Section 4.5.4 – Church Officer Departures. When an officer leaves a position, if more than 12 months remain in the term, an election shall be held to designate a person to complete term. If less than 12 months are remaining, after coordination with the Church Council, the Deacon Chairman will designate a person to complete the term.

Section 4.5.5 – Committee Procedures. Committee chairs will provide a list of committee positions to be filled in the next fiscal year to the Church Clerk in June. Committee chairs will be elected by and within their committee prior to 1 January; committee chairs may serve up to two terms before they must rotate off. When a committee member leaves a position, if more than 12 months remain in the term, an election shall be held at a church business meeting to designate a person to complete term. If less than 12 months are remaining, the committee chair may select a church member to complete the term. Committee chairs will notify the church clerk of any change.

NOMINATION AND ELECTION PROCESS SUMMARY	
June	Committee Chairs provide list of committee positions to be filled for next Fiscal Year
Before July 15	Clerk provides list of open positions to Church Council for review
August Church Business Meeting	Church leadership announces positions requiring nomination; notification also goes out via electronic media
September thru October	Church clerk provides weekly reports to Church Council on positions with and without nominations.
Before November Church Business Meeting	Church Clerk finalizes nomination list and presents it to Church Council and the Moderator for review

November Church Business Meeting	Election
NLT 31 December	If appropriate, committee chairs are elected by their committees.
1 January	New term begins.

ARTICLE 5 – CHILDREN AND YOUTH

A major priority for the church is to maintain a safe and secure environment for children and youth. The church staff shall establish, implement, and maintain positive security and safety protocols and procedures for the protection of children and youth. Both the children and youth programs shall maintain written protocols and procedures that address, as appropriate, but not be limited to the following: (1) criminal background checks for all workers over 18, (2) child check-in and release procedures (3) supervision by trained staff and volunteers, (4) security of designated children spaces, (5) bus ministry, (6) health, (7) nursery, (8) incidents and accidents, (9) staff/parent communication, and (10) mandatory reporting. The written policies shall be included in all volunteer training, which shall be mandatory for all persons working with children and youth.

ARTICLE 6 – CHURCH MEETINGS

Section 6.1 - Worship Services. The church shall meet regularly on Sunday and Wednesday for preaching, prayer, instruction, evangelism, and for worship of God. Occasional meetings may be scheduled by any one of the pastoral staff, the Church Council, or by vote of the church.

Section 6.2 – The Lord's Supper. The Lord's Supper shall be duly observed at least quarterly.

Section 6.3 – Church Business Meetings

Section 6.3.1 – Quarterly Church Business Meetings. The most recently revised edition of Robert's Rules of Order is the authority for parliamentary rules of procedure for all church business meetings, the Church Council, the deacons, the trustees, and leadership teams. Regular church business meetings shall be held quarterly, following morning worship services on either of the last two Sundays in the month of February (this allows time for the completion of the annual financial audit in accordance with para 3.6.1.1), and any Sunday in the months of May, August and November, unless otherwise provided for by the Church Council.

Section 6.3.2 – Special Called Business Meetings. For any business of unusual interest, including but not limited to the buying, leasing, pledging of security, or selling of real estate, or the calling of a member of the pastoral staff, notice shall be given the membership at two Sunday services prior to the date of the meeting. A special church business meeting may be called by the pastor, deacon chairman, or the Church Council with notice of the time and place having been announced at two (2) Sunday services preceding the date of the meeting, or upon other reasonable notice. Any five (5) church members may make a written request, clearly stating the purpose to meet, to the deacon chair. Notification must be made at two (2) Sunday services prior to the date of the meeting.

ARTICLE 7 – FACILITY USE

The senior pastor may authorize the use of church space by an outside group after a review of the purpose of the group and exercising due diligence. In regards to marriages, the sanctuary and other church facilities may only be used when a marriage complies with Article 3 of the church Constitution, specifically as it addresses the family (Article XVIII of the Baptist Faith and Message 2000).

ARTICLE 8 – CHURCH YEAR

The fiscal year of the church shall be January 1 - December 31.

ARTICLE 9 – MEMBERSHIP RECORDS

All church records are the property of the church and shall be maintained and filed in the church office. Member records will be held in confidence and shall not be disclosed to any non-member or fellow member except as required by law. A member of the church staff shall be empowered by the Church Council and Senior Pastor with the discretion to refuse any request for member records if such request is deemed improper or outside the ordinary course and business of the church. The improper use or attempted improper use of member records may subject the member responsible for such use or attempted use to church discipline. The church office is responsible for keeping a register of the names of members with the dates of admission, transfer, or death, together with a record of baptisms. The church office shall issue letters of transfer.

ARTICLE 10 – INSURANCE, INDEMNIFICATION AND FIDUCIARY DUTIES

Section 10.1 – Insurance. The church will purchase and maintain liability insurance on behalf of any and all persons who are or were a director, officer, leader, employee, team member or volunteer of the church (while serving in their capacity as such). Such insurance will be purchased for the purpose of protecting such persons from covered loss resulting in liability asserted against the above individuals relating to their activities on behalf of the church.

Section 10.2 – Indemnification Requests. Should any director, officer, leader, employee, team member or volunteer of the church incur any liability as a result of their affiliation with or service to the church that is not covered by the church's insurance policy, and should such liability result in any out-of-pocket cost to such individual, then such individual may request indemnification from the church. The granting of full or partial indemnification shall be at the discretion of the Church Council or the church as set forth in Section 6.3 herein.

Section 10.3 – Indemnification Decisions. Requests made by an individual who is not currently serving on the Church Council, then the indemnification decision (whether to indemnify the requesting individual, and the dollar amount of such indemnification), will be made by the Church Council. Such decision of the Church Council will be final. If the indemnification request is being made by a person who is currently serving on the Church Council, then the indemnification decision (whether to indemnify the requesting party, and the dollar amount of such indemnification), will be made by the remaining disinterested members of the Church Council. A decision on the indemnification request by a majority of disinterested members of the Church Council will be final. If an indemnification request is made by four (4) or more members of the Church Council, the indemnification decision shall be made by a majority vote of the church membership.

ARTICLE 11 – CONSTITUTION AND BYLAW AMENDMENTS|

Proposed amendments to the church constitution and bylaws shall be presented to the congregation not less than 30 days prior to any church business meeting. The proposed amendment(s) shall be presented in writing and copies made available to all members. These amendments to the constitution and/or by-laws shall be approved by a two-thirds (2/3) vote of all church members present entitled to vote.

ANNEX - RESPONSIBILITIES AND EXPECTATIONS OF MEMBERSHIP

A.1 - Spiritual Growth (2 Tim 2:15). Members are expected to discover, develop, and use their spiritual gifts and personal passion in the ministry of Christ toward others through this local

congregation. Members are expected to cultivate an inner life of active prayer, personal Bible study, and quiet listening for God's Spirit. Members are also expected to engage regularly in corporate worship and small group discipleship, learning, and training opportunities, as well as to demonstrate spiritual growth through a love for lost people, a dedication to congregational unity, the exercise of personal stewardship, and the acceptance of administrative responsibility.

A.2 - Loving the Lost (Matt 28:19; Lk 15; Acts 1:8). Members are expected to exercise a lifestyle in which loving the lost is an integral aspect of daily living. Members are expected also to participate regularly in the outreach strategies of this congregation.

A.3 - Responsible Stewardship (Mal 3:10; Matt 25:14-30; Lk 12:42-48; 1 Cor 4:2).

Members are expected to contribute freely, cheerfully, and regularly to the support of the church the expenses of the ministries, the relief of the poor and those in need, and the spread of the gospel to all peoples, all races, all nations, and all generations. Members are also expected to demonstrate the appropriate and responsible use of all physical resources entrusted to this congregation (e.g., buildings, transportation, equipment, materials, technology, instruments, money, land, etc.).

A.4 - Community Discernment (Jn 10:27; Rm 12:3-5; 1 Cor 14:40). Members are expected to be accurately informed on matters of congregational policy, operation, and decision-making. Members are expected also to participate in Church Business Meetings in a healthy, constructive manner.

A.5 - Congregational Unity (Rom 15:6; Eph 4:1-6). Members are expected to live together as an authentic Christian community, understanding that unity does not require uniformity but does require humility, patience, honesty, respect, accountability, and love. Should any unhappy differences arise among members, the aggrieved member shall follow, in a tender spirit, the rules given by our Lord in the eighteenth chapter of Matthew. In all cases the proceedings shall be pervaded by a spirit of Christian kindness and forbearance.