



NORTH TRENHOLM BAPTIST CHURCH BYLAWS

Established initially as Tabernacle Baptist Church on April 9, 1911 and subsequently changing its name to North Trenholm Baptist Church on May 26, 1955, this church shall be governed by the following agreed upon revised by-laws adopted by the members in business meeting on June 24, 2009 for implementation on September 1, 2009.

ARTICLE I - MEMBERSHIP

Section 1. Membership Requirements

The membership of this church shall be composed of persons who have given evidence of regeneration, who have been baptized by immersion, who subscribe to The Baptist Faith and Message of the Southern Baptist Convention in its most current edition, and who have been received by vote of the church.

Section 2. Methods of Joining

Candidates for membership may be received:

- a. Upon public profession of faith in the Lord Jesus Christ as Savior;
- b. By transfer of membership from another Baptist church of like faith and order;
- c. By statement satisfactory to the church from anyone who has once been a member of a Baptist church;
- d. Or by restoration.

Section 3. Removal from Membership

This church shall remove from its membership:

- a. Those who are removed by death;
- b. Those who unite with churches of other faiths to which this church does not grant letters;
- c. Those who request a church of like faith and order to ask for a letter of transfer;
- d. Those who may request membership to cease;
- e. And those who are found guilty of unchristian conduct and this only after efforts at leading to repentance have failed and proper notice and opportunity for hearing have been carried out in accordance with Matthew 18:15-18 of the New Testament of the Holy Bible.

Section 4. Expectations of Members

Members shall be expected to be faithful in all the duties of the Christian life, to be regular in attendance at the services of the church, to give regularly and systematically to its support and to Kingdom causes, and to share in its organized work.

Section 5. Disputes Between Members or Between a Member and Staff

Any disputes that may occur will be handled in accordance with Matthew 18:15-18. First the person or persons with a complaint will meet one-on-one with the affected member(s) or staff to seek reconciliation. If this fails, the individual(s) shall take two or three impartial members and meet once again to seek reconciliation. Failing this, the dispute will be brought to the Senior Pastor for mediation and referral to the church in conference, if appropriate. Should the Senior Pastor be the subject of the complaint, the current chairman of the Finance Committee (and thus of the Board of Managers) and the current Chairman of the Deacon Fellowship will jointly serve the function of mediation and referral to conference, if appropriate.

ARTICLE II – MEETINGS

Section 1. Regularly Scheduled Meetings

The church shall conduct quarterly business meetings on a Wednesday night, to be designated annually, unless otherwise agreed to by the church at a previous business meeting.

Section 2. Annual Budget Conference

The annual church budget for the following calendar year will be presented to church conference no later than the third Wednesday in November. After discussion and recommendations, the final vote on the annual church budget will be held at the next Sunday morning service.

Section 3. Special Business Meetings

Special business meetings to consider a more immediate issue that, by its nature, cannot wait until the next regularly scheduled meeting may be called by the pastor, chairperson of the Finance Committee, or the chairperson of the Personnel Committee. Such called meeting must be announced publicly at a service of the church at least two weeks prior to the called meeting or by posting of signs on the church campus and publication in the bulletin and Wednesday night newsletter at least one week prior to the called meeting. No matter shall be considered at the called meeting except that for which it was called and previously announced.

Section 4. Quorum

A quorum to conduct business for any meeting of the church shall be the members present at any business meeting.

Section 5. Requirement for Passage of Business

The vote on any business item brought before a business meeting of the church shall take a simple majority of those present and voting for passage unless a stipulation for a supermajority is included for a specific purpose elsewhere in these bylaws.

Section 6. Voting Rights

Each member of the church as defined in the Article I, Section 1 of these bylaws shall have one vote on any item of business brought before the church in conference. No absentee or proxy voting shall be allowed.

Section 7. Parliamentary Procedure

The rules of order by which the church in conference will be governed are *Robert's Rules of Order* in its current edition.

ARTICLE III – BOARD OF MANAGERS, OFFICERS AND STAFF**Section 1. Board of Managers**

The Board of Managers of the church shall be composed of the Finance Committee and the Personnel Committee of the church, each part of the whole. The board shall meet in its entirety once annually in January and at other times as needs arise to consider major business of the church. The Finance Committee Chairperson will serve in a dual capacity as committee chairperson and as chairperson of the Board of Managers. At the required annual meeting, the Senior Pastor shall present to the board a state of the church assessment as determined by conferring with the staff. Should a vacancy occur on either the Finance or Personnel Committee, the Nominating Committee established in Article IV Section 1 shall nominate to the church a member in good standing to fulfill the un-expired term. The nominee shall be voted on at the next regular business meeting. The Board will be empowered to transact any business on behalf of the church as may be authorized by the church in its business meetings; to hold title to all church property; and have custody of all legal documents and evidence of ownership, which shall be held in trust for the use and benefit of the church. Matters involving the sale or purchase of real estate or involving the borrowing of money for purposes of the church shall be brought before the church in business meeting for approval and shall require a 75 percent supermajority for approval. With the approval of the church in conference and of the Board, all legal documents and encumbrances shall require the signatures of the Senior Pastor, the Business Administrator and the Clerk as officers of the church. Checks for day-to-day operations issued by the church shall require two signatures, consisting of the Senior Pastor, Business Administrator and/or the Financial Secretary.

- a. Finance Committee

- 1) The Finance Committee will have seven members elected from the membership of the church with each member serving for three years (two rotating off each year except in the third year when three will rotate off). The members will serve on a Church Program Year basis. The Senior Pastor and the Business Administrator will serve as ex-officio members of the committee.
 - 2) The Committee will develop with the staff and present to the church for consideration and approval the annual church operating budget. This will be accomplished by the church budget conference which shall take place no later than the third Wednesday in November of each year for the upcoming year's budget.
 - 3) The Committee will meet at least once monthly and continuously monitor the financial health of the church and take such measures, including approving all special offerings and collections, as it deems appropriate to keep the church informed of financial status and needs.
 - 4) The Committee will work with the Business Administrator to ensure sufficient internal policies and procedures are in place for the conduct of the financial business of the church, including sufficient internal controls.
 - 5) The Committee will work with the Business Administrator to establish and maintain appropriate checking, savings and investment accounts of the church.
 - 6) The Committee will arrange for and report to the church on one outside audit or management review every three years, or more often if it is deemed the situation warrants.
- b. Personnel Committee
- 1) The Personnel Committee will have seven members elected from the membership of the church with each member serving for three years (two rotating off each year except in the third year when three will rotate off). The members will serve on a Church Program Year basis. The Senior Pastor and the Business Administrator will serve as ex-officio members of the committee, as well as other associate pastors as designated by the Senior Pastor.
 - 2) The Committee will be responsible for all human resource administration activities for all employees of the church. An employee is defined as any person who receives financial remuneration from the church, whose work is dictated by the church and who is supervised by the church in accomplishing the work assigned. The Committee may delegate such functions as it deems appropriate to carry out the policies and procedures established and approved by the church.
 - 3) The Committee will meet at least bi-monthly to handle any human resource issues of the church. They shall prepare and submit no later than August each year a proposed personnel portion of the church operating budget for the succeeding year.
 - 4) The Personnel Committee will work with the Senior Pastor to seek out the right candidate and fill any vacant associate pastor positions in the church.

- 5) The Committee will hear, mediate and give final disposition of any disagreements between staff members, ensuring the requirements of Matthew 18:15-18 have been followed before stepping in.

Section 2. Officers

The officers of the church shall be the Senior Pastor; the Business Administrator; the Clerk (who will serve as the Secretary of the corporation); the Moderator; and the Deacons. All officers of the church must be members in good standing of the church. Officers of the church will be bonded under the insurance coverage of the church.

a. Senior Pastor

- 1) The Senior Pastor will be chosen and called by the church whenever a vacancy occurs. A Pastor Search Committee will be elected from members in good standing of the church to seek out the pastor the Lord wants for this church and will bring that man to the church for consideration and issuance of a call. This special, single-purpose committee will be comprised of nine members broadly representative of the membership by gender, age and length of membership. The call of the Senior Pastor will take place in a specially called business meeting on a Sunday morning following the regular hours of worship, after notice has been given as for any other specially called business meeting. A supermajority of 75 percent of members present and voting shall be required for a call to be extended. The Senior Pastor's call will continue until the relationship is terminated by either the Senior Pastor or the church. Such termination will require that at least a 30-day notice of intent to terminate the relationship be given by either party to the other. Any action by the church to terminate the Senior Pastor shall be jointly brought before the church after due consideration by the Deacon Fellowship and the Board of Managers. An affirmative vote of at least 75 percent of the members present and voting shall be required to issue intent to terminate.
- 2) The Senior Pastor will be responsible to the congregation for all operations of the church.
- 3) He shall have in his charge the welfare and oversight of the church. He will conduct religious services on selected and specified occasions, administer ordinances, minister to the members of the church and community, and perform other duties normally pertaining to the office of pastor.
- 4) The Senior Pastor will serve in an ex-officio status on all committees and task forces.
- 5) In the event of incapacity or inability of the Senior Pastor to continue in his duties, the Board of Managers shall appoint an associate pastor to fulfill the duties until other arrangements are made.

b. Business Administrator

- 1) The Business Administrator will be hired by the Senior Pastor and the Board of Managers. The Administrator will be responsible for all aspects of the day-to-day operations of the church support staff as well as the physical plant.
- 2) The Administrator will oversee the financial operations of the church and report to the Finance Committee at its monthly meeting on the current fiscal status of the church. He will have the authority to sign service and purchase contracts that fall within the budget lines approved by the church.
- 3) The Administrator will oversee human resource operations of the church and report to the Personnel Committee on current status of church employees as appropriate as well as upcoming or actual personnel needs and actions.
- 4) The Administrator will ensure that all policies and procedures in both financial and human resource areas of operations are carried out as approved by the church.
- 5) The Administrator will serve in an ex-officio status on all committees and task forces.
- 6) In the event of incapacity or inability of the Business Administrator to continue to fulfill his duties, an associate pastor, with advice from a qualified church member selected by the Senior Pastor on a volunteer basis, will fulfill the duties until other arrangements are made.

c. Clerk

- 1) The Clerk will be a member in good standing elected by the church to serve a three-year term coinciding with the church program year as defined in Article V and will serve as the Secretary of the corporation.
- 2) The Clerk will be present at all business meetings (regular and specially called) to keep an accurate record of all business discussed and approved. An official record of the proceedings of each meeting will be prepared and placed in the church office at the Clerk's earliest possible convenience following each meeting. The Clerk will preserve all valuable papers, letters and records and place the same in the permanent notebook filed in the church office. The Clerk will ensure a true historical record is maintained of the Constitution of the church and of the historical changes and amendments to the bylaws. These will be kept in the church safe for historical and reference purposes.
- 3) In the event the Clerk cannot be present at a business meeting, a temporary clerk will be elected by the members present and voting at that meeting.

d. Moderator

- 1) The Moderator will be a member in good standing elected by the church to serve a one-year term beginning with the church program year.
- 2) The Moderator will be knowledgeable of Robert's Rules of Order (current edition) and preside at all business meetings of the church, conforming the meeting to those rules.
- 3) If the moderator is unable to attend a meeting, a temporary moderator will be elected by the members present and voting at that meeting.

- e. Deacons
 - 1) The church will elect the necessary number of deacons to minister to the needs of the church. The Deacon Fellowship will serve in accordance with the New Testament as an extension of the Senior Pastor's ministry. They will help the Senior Pastor meet the needs of individual members and families day-to-day and, especially, in times of crisis.
 - 2) Each deacon will habitually meet the qualifications outlined in Acts 6:3 and in 1 Timothy 3 in his personal life before being presented to the church for election. Methods of nomination, interview and assurance of the qualifications of each man shall be determined by the Senior Pastor.
 - 3) Deacons will serve on a rotational basis with a term of four years coinciding with the church program year. After two successive terms or a partial and full term, each deacon must rotate off active status for a period of one-year.
 - 4) Deacons will be nominated by the members of the church each year. Election shall be held by written ballot distributed to the church in Sunday morning worship services.

Section 3. Staff of the Church

- a. Ministerial staff will be sought and called by the church upon recommendation from the Senior Pastor and the Personnel Committee as the needs of the church grow and as new ministry areas require pastoral leadership.
- b. Non-ministerial staff will be hired by appropriate supervisors for positions approved by the Personnel Committee. Duties and compensation will be specified by the Personnel Committee within the approved budget of the church each year.

ARTICLE IV – OTHER COMMITTEES AND TASK FORCES

Section 1. Nominating Committee

The church will elect a nominating committee elected from the membership. The committee will have seven members with each member serving for three years (two rotating off each year except in the third year when three will rotate off). The members will serve on a church program year basis.

- a. The Nominating Committee will seek and present for church election suitable members of the church with appropriate skills to fill vacancies of the clerk, moderator and committees of the church, including the Nominating Committee itself. This will be accomplished so the election to necessary positions can be done no later than the third quarterly business meeting each year.
- b. Should an unexpected vacancy occur during the year, the Nominating Committee shall present for election a person to fill the un-expired term at the next regular business meeting.
- c. The Nominating Committee will meet as necessary to fulfill its responsibilities.

Section 2. Ministry Advisory Task Force

The church intends to be externally focused while internally strong. The Ministry Advisory Task Force normally will consist of approximately 12 members and will work with the Associate Pastor for Education to coordinate the ministry outreach activities of the church. This Task Force will approve, launch and provide support for Ministry Teams, which will be comprised of members with a passion for the ministry area covered and whose membership will be for an indefinite period. These teams will coordinate all planned activities with the Ministry Advisory Task Force. Each team will be disbanded when the ministry need is no longer part of the ministry direction of the church.

Section 3. Other Task Forces

Other Task Forces for specific ministry needs or purposes may be created as needs arise with approval of the Senior Pastor. These task forces will normally be temporary in nature to accomplish a definitive purpose and then will be disbanded.

ARTICLE V – CHURCH YEAR

The Church Program Year will run from September of each year through August of the following year. However, the Church Fiscal Year will run with the calendar year from January through December.

ARTICLE VI -- DESIGNATION OF CORPORATE AGENT

The Agent of the church for corporate purposes will be the Business Administrator. His address will be the corporate address of the church at North Trenholm Baptist Church, 6515 North Trenholm Road, Columbia, South Carolina 29206. The Agent will serve as long as he or she fills the position of Business Administrator. When the Agent changes, the church will send a notification of change of agent to the South Carolina Secretary of State.

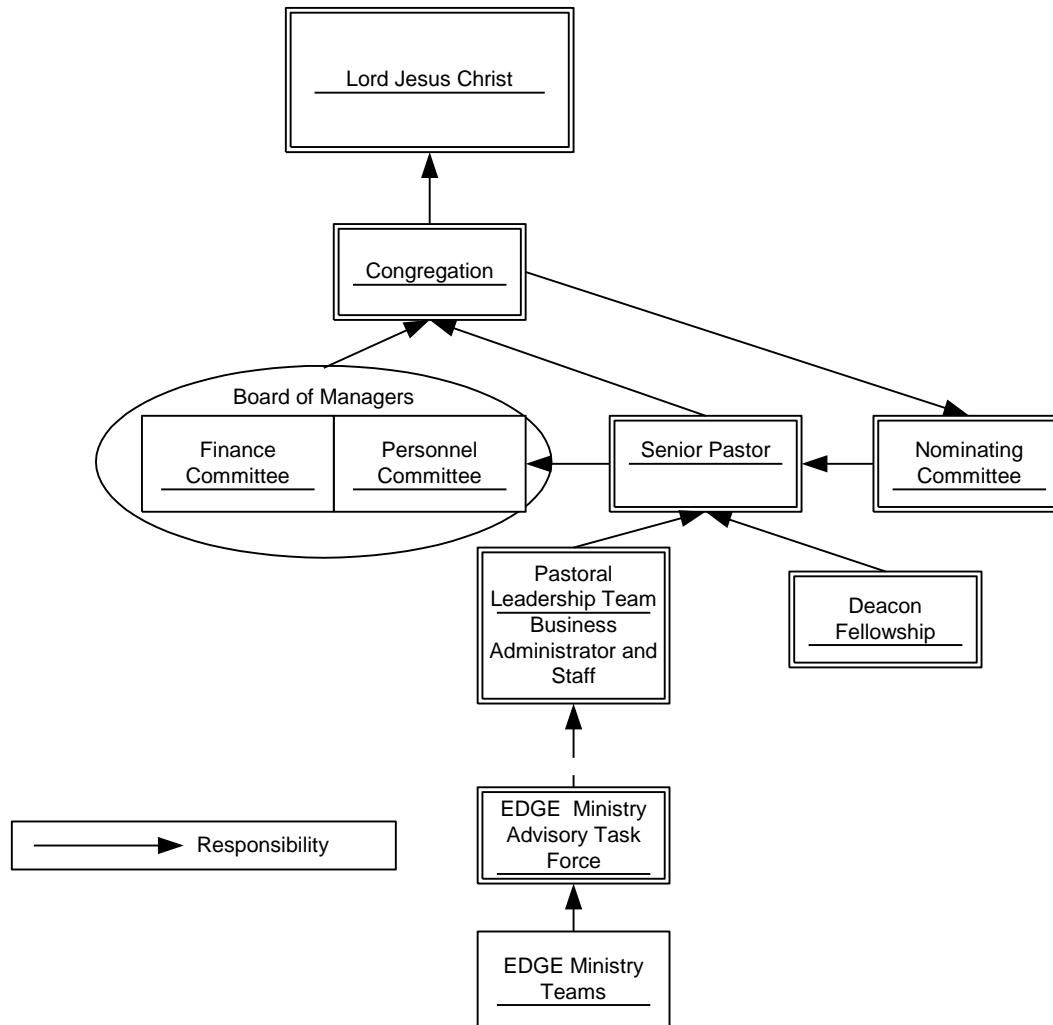
ARTICLE VII – METHODS OF AMENDING BYLAWS

These bylaws may be changed by a two-thirds majority vote of the members present at any regular business meeting of the church or at a special business meeting called for this purpose with the following special stipulations. The proposed amendments must be given to the Clerk with recommendation from the Board of Managers in sufficient time to publish the changes and make them available at the church for all members to pick up at least 30 days prior to the meeting in which a vote is to be taken.

ARTICLE VIII – INDEMNIFICATION

North Trenholm Baptist Church shall indemnify any agent of the church who is made a party to a lawsuit for actions taken within the scope of authority as an agent of the church. An agent of North Trenholm Baptist Church includes any board member, officer, committee chair, and any other person granted express authority by a duly authorized vote of the Board and/or the membership, or by a lawful delegation by an officer. Indemnification includes amounts rendered in judgment or paid in settlement, together with reasonable expenses, including attorneys' fees.

Proposed Church Organization Effective September 1, 2009



Attached for Clarification Only and not incorporated as permanent part of the Bylaws.