

CONSTITUTION, BY-LAWS, AND STANDING RESOLUTIONS OF THE FIRST BAPTIST CHURCH OF POUGHKEEPSIE

Revised and Adopted: February 3, 1988
Amended: May 21, 1989
Amended: February 19, 1995
. Amended: May 18, 1997
Revised: March 13, 2000
Amended: February 9, 2003

CONSTITUTION

ARTICLE 1: NAME, LOCATION, AND INCORPORATION

This Church shall be known as "The First Baptist Church of Poughkeepsie." It is presently located at 164 South Cherry Street, Poughkeepsie, Dutchess County, New York. It was incorporated under the laws of the State of New York in 1807.

ARTICLE II: PURPOSE AND AFFILIATIONS

Section 1. Purpose:

The purpose of this Church shall be to advance the Kingdom of God, by maintaining public services of Christian worship for teaching and preaching the Word of God, by supporting and promoting the spiritual, moral and social welfare of its members and the community, and by working toward the acceptance of the Gospel throughout the world.

Section 2. Affiliations:

To further the above purpose, this Church shall be affiliated with the Mid-Hudson Association of American Baptist Churches, the American Baptist Churches of New York State, and the American Baptist Churches, U.S.A.

ARTICLE III: GOVERNMENT

The government of this Church shall be vested in the body of believers which composes its membership.

ARTICLE IV: MEMBERSHIP

Any person professing faith in Jesus Christ as personal Lord and Savior, and who is in accord with the beliefs and practices of this Church, may be admitted to membership.

ARTICLE V: ORGANIZATION

The administration of the affairs of this Church shall be in accordance with the appended By-laws and Standing Resolutions, and with the laws of the State of New York.

ARTICLE VI: AMENDMENTS

This Constitution may be amended at any annual or special meeting of the membership, provided that the proposed amendment is presented to the Chairman of the Board of Deacons, the Chairman of the Board of Trustees, or the Moderator, and endorsed or signed by 5% of the active membership as published in the most recent annual report. The Joint Boards shall then be called for a special meeting announcing the proposed amendment, and ensure that the mailing of the proposed amendment to all active members* takes place at least two weeks prior to said meeting, in addition to the regular meeting notices specified in the By-Laws (Article B VII, Section 3 on page 13). The Quorum for voting on such amendments shall consist of at least 25% of the active membership as published in the most recent annual report. Voting shall be by written ballot, and approval by three-fourths of the ballots cast shall be required for adoption.

* Notice shall be considered to have been mailed to all active members if one copy has been sent "First Class" to each mailing address on the member roster. This means one copy to each single residence group.

BY-LAWS

ARTICLE B I: COVENANT

As a summary of Baptist principles and to foster Christian accord among its members, this Church has adopted this Covenant:

CHURCH COVENANT

Having accepted Jesus Christ through faith aš Savior and Lord, and taking His teachings as the rule of our life, we solemnly covenant one with another, as God shall enable us:

To walk together in Christian fellowship and love; to work for the advancement of this Church in knowledge, spirituality and service; to sustain its worship, to contribute cheerfully and regularly, according to our means, to the support of the Church, the relief of the poor, and the spread of the gospel at home and abroad.

We engage also to cultivate the spirit of brotherly kindness, sociability and sympathy; to be charitable in judgment, friendly in temper, courteous in expression; to be slow to take offense and swift to forgive and to seek reconciliation; to maintain private and family devotion; to be just in our dealings, truthful in speech, upright in action, ready in helpfulness, unselfish and true in our relations to each other and to all men; earnestly striving in character and conduct to be like our Divine Example; the Great Head of the Church.

We moreover engage that when we may remove from this place, we will as soon as possible unite with some other Church, where we can carry out the spirit of this covenant.

"And may the God of peace, who brought again from the dead our Lord Jesus, that Great Shepherd of the sheep, through the blood of the everlasting covenant, make us perfect in every good work to do His will, working in us that which is well pleasing in His sight through Jesus Christ: to whom be glory forever and ever." Amen.

ARTICLE B II: MEMBERSHIP

Section 1. Reception of Members:

The Chairman of the Board of Deacons shall "convene a business meeting of this Church for the purpose of considering the reception of new members" (or "the granting of letters of dismissal" whichever is appropriate). This Church may receive as a member any person who has accepted Jesus Christ as Lord and Savior. Candidates for membership shall be interviewed by the Board of Deacons, and upon receiving Board of Deacons approval, be presented to the congregation for a majority vote of the members present at any business

meeting of the Church. Reception into membership may be based on any of the following:

- a. Baptism by immersion.
- b. Transfer of letter from another Christian Church, by an applicant who is currently a member in good standing in that Church.
- c. A statement of Christian experience by an applicant who has had a spiritual rebirth and has been a member of another Christian Church, but who for good and sufficient reason cannot submit a letter of transfer.

The basis of reception for each candidate shall be stated prior to voting.

Section 2. Student membership:

Upon recommendation of the Board of Deacons, students residing temporarily in the area may be received from other Christian Churches as Student Members without terminating membership in their home Church. Their membership in this Church shall automatically terminate with their removal from the area. Student members shall have all the rights and privileges of regular members except voting.

Section 3. Historical File:

The Board of Deacons shall prepare biennially a list of those members who for a period of two or more years have failed to participate in the worship services or financial support of the Church. Extenuating circumstances which would prohibit active participation will be considered individually.

Members listed in the Historical File shall not be entitled to vote at any meeting of the Church or to hold any Church office. However, the pastoral services of the Church shall be available to them if they so desire. They shall not be solicited during the financial canvasses of the Church. They may be reinstated to full membership by the Board of Deacons upon demonstration of their active interest in the Church.

Section 4. Termination:

Members may be removed from the membership rolls in the following ways:

- a. Death of the member.
- b. Personal request of the member.
- c. Acceptance of membership in another Church, with or without a letter of transfer. A letter of transfer shall be granted upon the recommendation of the Board of Deacons and a majority vote of the members present at any business meeting of the Church. All letters shall be sent to a specified Church unless otherwise decided by the Board of Deacons for special reasons.
- d. Suspension or dismissal. Upon the recommendation of the Board of Deacons and a majority vote of the members present at any business meeting, the Church may for good and sufficient reason suspend or

dismiss a member. No member shall be suspended or dismissed without due notice and an opportunity to be heard in his* own behalf, if circumstances permit.

* Masculine pronouns are used in this document for brevity; feminine equivalents may be substituted in any context.

ARTICLE B III: MINISTERIAL/PROFESSIONAL STAFF

Section 1. Pastor

Selection:

Upon recommendation of the Pulpit Committee of the Board of Deacons, (Article B V-Section I on page 9) and with the concurrence of the Joint Boards, (Article B VII-Section 6 on page 14) a candidate for this position shall be presented to the Church for consideration at an annual or special meeting. Voting shall be by written ballot, and approval by three-fourths of the ballots cast shall be required to extend a call.

Term:

His term of office shall be for an unlimited period and may be terminated at any time by either party upon two months notice. This notice period may be changed by mutual agreement. Involuntary termination of his services shall be voted upon at a special meeting. Voting shall be by written ballot. Three-fourths of the ballots cast must favor termination in order for such action to be effected.

Duties:

The Pastor shall be the spiritual leader of the Church. He shall have general oversight of the work of the Church, with special attention to its spiritual growth and welfare. He shall be an ex-officio member of all boards and committees of the Church except the Pulpit, Pastoral Relations, and Nominating Committees. The Pastor shall annually confer with either Board in their evaluation of paid staff persons.

Section 2. Staff Associate (Alternative Titles: Assistant Pastor, Minister to Youth)

Selection:

Upon recommendation of either of the Church boards, and with the concurrence of the Joint Boards, a candidate for a position in this category may be presented to the Church for consideration at an annual or special meeting. A job description shall be a part of the presentation. Voting procedure shall be the same as for the position of pastor (Article B III-Section 1 on page 5).

Term:

His term of office, and termination provisions, shall be the same as described in Article B III- Section 1 on page 5.

Duties:

A Staff Associate shall be responsible to the Pastor and the recommending board, as specified in his job description. He shall work in close cooperation with the Pastor, and may be designated to assist other boards and committees of the Church in planning and carrying out special programs. He shall be an ex-officio, non-voting member of

either Board to which he is responsible, and of the Joint Boards. Evaluation of the Staff Associate shall be done annually by the Board to which he is responsible and reported to the Joint Boards.

Section 3. Director of Music

Upon recommendation of the Music Search Committee of the Board of Deacons, a candidate for this position shall be presented for consideration at an annual or special meeting. Voting procedure shall be the same as described in Article B III-Section 1 on page 5.

Term:

The term of service, and termination provisions, shall be the same as described in Article B III Section 1 on page 5.

Duties:

The Director shall provide information for coordinating the music program of the Church. He is responsible to the Chairman of Music and Worship of the Board of Deacons.

ARTICLE B IV: CHURCH OFFICERS

Section 1. Moderator

Election:

The Moderator shall be elected at an annual or special meeting of the Church.

Term:

This term of office shall be one year, except as provided in Article B VI.

Duties:

He shall be responsible to call and moderate and/or chair all annual and special meetings of the Church. He shall see that all business meetings are provided for and are called at the proper time per the Church Constitution and By-laws as well as the laws of NY State. He will call the required Joint Boards Meetings. He may assist the pastor in representing the Church at public and community functions. When the position of Pastor is vacant, he will act as the official Church contact. He shall provide for the annual auditing of the financial records of the Church. The Moderator shall be thoroughly familiar with Roberts Rules of Order, Revised and parliamentary procedure or assign an individual, at the start of each meeting, who is versed in these rules.

Section 2. Treasurer and Assistant Treasurer

Selection:

The Treasurer and Assistant treasurer shall be appointed by the Board of Trustees at their first meeting following the annual meeting, or as required.

Term:

Their terms of office shall be one year, or until their successors assume the duties of office.

Duties;

The Treasurer shall be responsible for all monies belonging to the Church, except as provided for in Article B IV-Section 4 (page 7, Financial Secretary and Assistant Financial Secretary) and in Article B V Section 1a (The Board of Deacons Diaconate Fund) and 1d (The Board of Deacons Missions Fund) on page 9. He shall make all disbursements therefrom by check only, on vouchers approved by the Board of Trustees. He shall keep a record of all receipts and disbursements, and shall make a detailed report of the financial condition of the Church to the Board of Trustees when required and to the Church at its annual meeting. He shall promptly pay salaries and such claims as have been approved by the Board of Trustees. He shall be an ex-officio, non-voting member of the Board of Trustees.

The Assistant Treasurer shall assist the Treasurer as required, and assume the duties of the office when the Treasurer is unable to do so.

Section 3. Clerk and Assistant Clerk

Election;

The Clerk and Assistant Clerk shall be elected at an annual or special meeting of the Church.

Term;

Their terms of office shall be one year, except as provided in Article B VI on page 12.

Duties:

The Clerk shall keep a record of all business transacted at the meetings of the Church, and the official record of membership. He shall furnish letters of dismissal as granted by the Church. He shall prepare the annual letter from the Church to the Mid-Hudson Association of ABC/NYS, prepare the annual statistical report for the American Baptist Churches of New York State and for the Association, and conduct Church correspondence as the Church may direct. He shall act as Secretary to the Joint Boards. He shall, when necessary, attest to the signature of the Chairman of the Board of Trustees. He may affix the Church Seal.

The Assistant Clerk shall assist the Clerk as required, and assume the duties of the office when the Clerk is unable to do so.

Section 4. Financial Secretary and Assistant Financial Secretary

Selection:

The Financial Secretary and the Assistant Financial Secretary shall be appointed by the Board of Trustees at their first meeting following the annual meeting, or as required.

Term:

Their term of office shall be one year, or until their successors assume the duties of office.

Duties:

The Financial Secretary shall receive all monies except that from the Board of Deacons. He shall deposit the monies in the appropriate account in a bank of Poughkeepsie to the credit of The First Baptist Church of Poughkeepsie. He shall notify the Treasurer and the Treasurer of Missions of deposits to their respective accounts. In cooperation with the Chairman of Stewardship, he shall keep an accurate record of all subscriptions and payments made thereon, and shall render statements of account to each subscriber.

The Assistant Financial Secretary shall assist the Financial Secretary as required, and assume the duties of the office when the Financial Secretary is unable to do so.

Section 5. Historian

Election:

The Historian shall be elected at an annual or special meeting of the Church.

Term:

His term of office shall be one year, except as provided in Article B VI.

Duties:

The Historian shall assemble and preserve all data and material of historical interest pertaining to the Church. The Historian may be a non-member of the Church, providing that person has a long standing interest and participation in Church affairs.

Section 6. Treasurer of Missions

Selection:

The Treasurer of Missions shall be appointed by the Chairman of Missions at their first meeting following the annual meeting, or as required.

Term:

His term of office shall be one year, or until his successor takes office.

Duties:

The Treasurer of Missions shall be responsible for all mission monies belonging to the Church. He shall make all disbursements therefrom by check under the direction of the Chairman of Missions. He shall keep a record of all receipts and disbursements and shall make a detailed report to the Church at its annual meeting.

Section 7. Chairman of Christian Education

Election:

The Chairman of Christian Education shall be assigned by the Chairman of the Board of Deacons.

Term:

His term of office shall be one year.

Duties:

The Chairman of Christian Education shall be the executive head of the Church School while following the general directives and policies of the Board of Deacons. He shall be an elected, voting member of the Board of Deacons.

He shall be responsible for the educational program of the Church: setting objectives, planning, defining the classes, the class curriculum, providing teachers, evaluating the program annually, and producing the Church School annual budget and any special educational events.

ARTICLE B V: BOARDS AND COMMITTEES

Section 1. The Board of Deacons

Membership:

The board shall have a minimum membership of nine and maximum of twelve, one-third of whom shall be elected annually for a term of three years. The elected Director of Music and the Church Clerk report to the Board of Deacons.

Duties:

The Board of Deacons is responsible that our Lord and Savior, Jesus Christ is exalted in every aspect of our Church. It shall insure that all preaching and teaching be in accordance with the scriptures and doctrines accepted by this congregation.

- a. The Board shall share responsibility with the Pastor for the spiritual growth of the Church and consider, with him, all applications for Church membership, all requests for termination, and the historical file. It shall cooperate with the Pastor in providing the pulpit supply in his absence. It shall cooperate with him in the service of baptism, in visiting the membership, in the care of sick, needy, and distressed members of the Church, and in the collection and disbursement of the Fellowship Fund. It shall provide for the Lord's Supper and aid it in its administration.
- b. The Board shall be responsible for approval of any and all "outside" speakers for Church or Church-related function conducted by this Church.
- c. **Christian Education.** The Board of Deacons is responsible for the overview of the Christian Education program. The Chairman of Christian Education may be assisted by individuals chosen from the congregation-at-large.
- d. **Missions.** The Board of Deacons is responsible for the overview of the Missions activity. This requires a Chairman of Missions assigned from within the Board of Deacons. The Chairman shall be assisted, with the Board of Deacons approval, by the Mission Treasurer and individuals from the congregation-at-large.

The Chairman of Missions is responsible for promoting activities which support missionary and social action interests of the

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Church and providing for a preliminary Missions annual budget in cooperation with the Stewardship Chairman.

- e. **Pastoral Relations.** The responsibility of Pastoral Relations resides with the Board of Deacons. This requires a Chairman of Pastoral Relations assigned from within the Board membership. This Chairman shall be assisted by individuals, selected with the Board of Deacons assistance, from the congregation. These representatives shall meet with the Pastor a minimum of twice a year, annually evaluate his performance, and make recommendation to the Board of Trustees for any proposed remuneration changes.

Pulpit Committee. The Chairman of Pastoral Relations shall form a Pulpit Committee whenever the position of Pastor is vacant or expected to become so. It shall consist of the Chairman of Pastoral Relations and additional members, as required, whom shall be elected at a special or annual meeting. It shall be dissolved upon the installation of a new Pastor.

The committee shall provide pulpit supply in the period between pastors and take steps to secure a pastor to be recommended to the Church. The committee shall investigate the merits of each person under consideration in regard to his suitability for the pastorate. The committee shall consult with the Field Minister assigned to the Eastern Area of the American Baptist Churches of New York State or other appropriate representative of ABC/NYS and/or ABC USA.

- f. **Music and Worship.** The Board of Deacons is responsible for the Church Music and Worship activity. A Chairman of Music and Worship may be assigned from within the Board membership. This Chairman may enlist, with the Board of Deacons approval, individuals from the congregation-at-large, to assist him during his term of office. They shall work closely with the Pastor and the Director of Music. This committee will meet with the Director of Music and the Pastor to plan the music program, including music for special service programs. Once a year they will evaluate the job performance of the Director of Music and make a report to the Trustees for remuneration changes, if any. The Pastor and this committee will seek methods of worship presentation and sequence of the parts of the service to enrich and give a more meaningful worship service.

Music Search: The Chairman of Music and Worship is responsible to form a Music Search committee whenever the position of Director of Music is vacant, or expected to become so. It shall be dissolved upon installation of a new Director.

The committee shall take steps to secure a suitably qualified person to be recommended to the Church as Director of Music. The Music Search Committee is also responsible for the provision of temporary music personnel while the search proceeds.

- g. Charges of conduct unbecoming a member of a Christian Church shall be made to the Board, which shall take such action as it deems appropriate.

- h. The Chairman of the Board of Deacons shall provide the Nominating Committee Chairman of the requirements of the Board, as soon as it is apparent that an opening will or does exist and will request any special skills.

Section 2. Board of Trustees

Membership:

The Board shall have a minimum membership of nine, one-third of whom shall be elected annually for, a term of three years. At least seven of each nine board members shall be members of the Church; the remainder may be composed of persons who regularly attend the meetings of the Church and contribute to its support. The Pastor, Church Treasurer, and Staff Associate(s) shall be ex-officio, non-voting members of the Board.

Duties:

The Board shall appoint the Church Treasurer, Assistant Treasurer, Financial Secretary and Assistant Financial Secretary at its first meeting following the annual meeting. The Board shall have custody and control of all property, real and personal, belonging to the Church, and of all corporate revenues except as provided for in Article B IV-Section 6 on page 8, and Article B V-Section 1 on page 9, and shall administer the same in accordance with the instructions given by the Church in corporate meetings, subject to the laws of New York State governing Baptist Churches. It shall cooperate with all other boards and committees in arranging for suitable facilities and equipment for Church activities.

- a. The board shall prepare and submit a preliminary operating budget for discussion by the congregation at a budget hearing at least 10 days before each annual meeting. The budget shall be acted upon at the annual meeting.
- b. The board shall approve all bills for payment by the Treasurer.
- c. The Chairman of the Board of Trustees shall sign all legal documents. He may affix the Church Seal.
- d. The Board shall annually inform the Joint Boards of its evaluation of the sexton and other said services.
- e. **Stewardship Committee.** The Chairman of Stewardship shall be assisted by the Board of Trustees and individuals from the congregation-at-large.

The committee shall be responsible for the annual canvass of the membership for subscriptions to the operating expenses and missionary contributions of the Church, for the carrying out of any major fund-raising programs approved by the Church membership and for the Easter and Christmas offerings. It shall make an earnest effort to have every member contribute regularly, and shall promptly call on every person received into membership for his subscription. In cooperation with the Pastor, it shall undertake a continuing program to promote personal stewardship and tithing.

It shall be responsible for the distribution of offering envelopes to all subscribers and shall cooperate with the Chairman of Christian Education in distributing offering envelopes within the School.

Por major fund-raising programs, the committee may appoint a financial secretary to be responsible for the monies following the procedure outlined in Article B IV- Section 4 on page 7.

- f. The Chairman of the Board of Trustees shall provide the Nominating Committee Chairman of the requirements of the Board, as soon as it is apparent that an opening will or does exist and will request any special skills.

Section 3. Nominating Committee

Membership:

The committee shall consist of six members, one-third of whom shall be elected at each annual meeting for a term of three years from a list of four nominees submitted by the Joint Boards. Vacancies occurring on this committee during the year shall be filled until the next annual meeting by appointees of the Joint Boards. The elected committee shall select the Nominating Committee Chairman from within its members.

Duties:

The Committee Chairman shall receive requests to be filled from the Chairman of Board of Deacons, the Chairman of the Board of Trustees and those generated by the Joint Boards meetings. The committee shall nominate one or more persons for each vacancy to be filled by election and report the names to the Church at least one week before the election is to be held. It shall ascertain the willingness of all nominees to serve if elected. This committee shall be responsive to requests of the Chairman of Board of Trustees and the Chairman of the Board of Deacons for special skills and responsibilities identified and assure the candidates agreement to those responsibilities when selected. It shall fill any vacancies which may occur on a board or committee by appointing a new member to serve until the next annual meeting, at which time a nominee shall be presented to fill the unexpired term.

ARTICLE B VI: ELECTIONS

The Pastor, Staff Associate(s), and Director of Music shall be elected as provided in Article B III on page 5. Members of the Board of Trustees shall be elected by written ballot at the annual meeting in May during the transaction of corporate business. All elected officers and members of boards, except the Nominating Committee, (see Article B V- Section 3 on page 12, Duties) shall be nominees of the Nominating Committee. Vacancies in the elective offices of Article B IV (page 6) shall be filled by appointment by the Nominating Committee, said appointees to serve until the next election of officers.

No person may be an officer or member of a Board, unless he is a member of the Church, except as provided for in Article B V-Section 2 on page 11.

All officers and members of Boards and Committees shall enter upon their duties at the close of the meeting at which they have been elected, and shall continue in office until their respective successors have entered upon their duties.

No elected member of a Board or Committee may serve over six consecutive years in that capacity. The Moderator shall not serve more than three consecutive years. Mid-year appointments shall not be included in the calculation of the six consecutive years for board members or the three consecutive years for the Moderator. The exception to this rule shall be when the nominating committee has exhausted all other viable candidates. (Last line added 2/9/2003)

ARTICLE B VII: MEETINGS

Section 1. Worship Services

Public services of worship shall be held each Sunday except in emergency circumstances as determined by the Chairman of the Board of Deacons and/or the Pastor. Special services may be arranged by the Pastor or the Chairman of the Board of Deacons. Whenever possible, special services shall be given prior approval by the Chairman of the Board of Deacons.

The Ordinance of the Lords Supper shall be observed on the first Sunday of each month, unless another time is designated by the Board of Deacons.

Section 2. Church School.

The Church School shall hold meetings under the direction of the Chairman of Christian Education.

Section 3. Business Meetings.

The conduct of formal Church business shall be restricted to annual or special meetings, except that voting on the reception or termination of members may be conducted during worship services without advance notice. Notice of time and place and business of an annual or special corporate meeting shall be given by the Board of Trustees at Worship Services on two successive Sundays immediately preceding said meeting. Similar notice of a special non-corporate meeting shall be given by the Moderator, the Chairman of the Board of Deacons, or the Pastor.

Section 4. Annual Meetings.

The annual finance meeting of the Church shall be held on the first Sunday in February, unless otherwise designated by the Joint Boards. It shall be divided into corporate and non-corporate sessions.

The annual election of officers shall take place on the date in May as designated by the Moderator.

The Moderator shall preside at the annual meeting. In his absence, the Chairman of the Board of Deacons shall preside, or in his absence the Chairman of the Board of Trustees, or in his absence the Pastor.

Each Board and Committee, the Pastor, Staff Associate(s), Clerk, Treasurer, Treasurer of the Board of Missions, Financial Secretary, Director of Music, and the Chairman of Christian Education shall present reports at the meetings. Other organizations and officers of the Church may also present reports at this meeting. (February)

The following order of business shall be observed:

1. Call to order
2. Prayer
3. Election of two inspectors of election (May)
4. Corporate business, relating to the Church as incorporated
 - a. Minutes of the previous annual corporate meeting
 - b. Reports
 - c. Unfinished business
 - d. Election of Trustees (May)
 - e. New Business
5. Non-corporate business
 - a. Minutes of the previous annual non-corporate meeting
 - b. Reports
 - c. Unfinished business, including review of Standing Resolutions
 - d. Election of Church officers, other Board members, and committee members (May)
 - e. New business

Section 5. Special Meetings.

Special corporate (or combination) meetings; a special corporate or combination meeting may be called at any time by the Board of Trustees on their own motion or by the Board of Deacons. A special corporate or combination meeting must be called within 60 days of the receipt of a written request, to the Board of Deacons, signed by at least 5% of the Church membership as recorded in the most recent annual report.

Section 6. Joint Boards Meetings.

These meetings may be initiated as necessary; however, there are to be formal quarterly meetings convened each year. The attendees are to consist of the Chairman of the Board of Deacons, the Chairman of the Board of Trustees,, the Moderator, and the Pastor (Ex-officio non-voting). The Church Clerk is to record the minutes. The Moderator will call these meetings which may be "Closed Door" or have invited, non-voting participants.

The Pastor shall not be present at Pastoral review meetings; however, the Chairman of the Board of Deacons or the Chairman of Pastoral Relations shall review the results of such meetings with the Pastor. The Pastor may then request a personal review with the Joint Boards in a "Closed Door" meeting.

Duties:

- Provide interpretation of this document
- Provide written, measurable, current year and two-year objectives and goals for the Church.

Review progress toward the stipulated objectives and goals. Give guidance in achieving them when necessary, including suggested resources.

Provide a resolution to unresolved operational problems
Review appraisals, hiring and dismissal of employees

Section 7. Voting Qualifications.

Corporate business shall be voted on only by members who are of legal age. On non-corporate business, all members are entitled to vote except as restricted by Article B II-Section 2 on page 4 and Section 3 on page 4.

Section 8. Quorum.

At any business meeting, the presence of at least 15% of the membership as recorded in the most recent annual report that are qualified to vote as specified in Section 6 above shall constitute a Quorum, and all matters or questions shall be decided by a majority of the qualified voters present, except as specified in Article B III on page 5 and Article B IX on page 15.

Section 9. Parliamentary Procedure.

Roberts Rules of Order Revised shall govern the parliamentary conduct of all meetings.

ARTICLE B VIII: MORTGAGING THE CHURCH PROPERTY

Notwithstanding the provisions in Article V of the General Corporation Law of the State of New York, the Board of Trustees of this corporation shall not borrow money to be secured by a mortgage upon property of the Church, unless authorized to do so at an annual or special corporate meeting called and held in accordance with the provisions of these By-laws.

ARTICLE B IX: AMENDMENTS

These By-laws may be amended at any annual or special meeting of the membership, provided that notice of the proposed amendment(s) has been mailed to all active members at least two weeks prior to said meeting, in addition to the regular meeting notices specified in Article B VII-Section 3 on page 13. The quorum for voting on such amendments(s) shall be as specified in Article B VII-Section 7 on page 15. Voting shall be by written ballot, and approval by two-thirds of the ballots cast shall be required for adoption.

STANDING RESOLUTIONS

Resolution 1. Purpose and amendments:

The following Standing Resolutions shall represent statements of policy or guides for action which are of limited significance, or are not sufficiently

defined to justify inclusion in the Constitution or By-laws. All Standing Resolutions shall be reconsidered at each annual meeting. Adoption, alteration, or rescission by any resolution shall be by majority vote or a quorum as specified in Article B VII-Section 7 on page 15.

Resolution 2. Review of Constitution and By-laws:

The foregoing Constitution and By-laws shall be reviewed for possible amendments(s) at least once every two years, by a special committee appointed by the Board of Deacons.

Resolution 3. Use of Church facilities by other organizations:

Use of the Church facilities by other organizations, both religious and non-religious, shall be governed by the rules adopted by the Board of Trustees for this purpose, a copy of which is available in the Church office.

Resolution 4. Quorums required for board or committee actions:

A quorum for any board or committee action shall be a majority of its members, unless a lesser number shall be established by positive vote of at least two-thirds of its members. No quorum shall consist of less than two members or one-third of the membership, whichever is greater.

Resolution 5. Compensation Recommendations:

To assist the Trustees in developing budget recommendations, the Pastoral Relations Committee will recommend compensation (total-salary plus benefits) for the Pastor; and the Music and Worship Committee will recommend compensation for the Music Director. It is assumed that knowledgeable, concerned individuals will be consulted as necessary in the development of all such recommendations. Trustees carry final responsibility for the actual sums included in the budget presented to the congregations.

Resolution 6. Minor Parsonage Repairs:

The Pastor shall have authority to arrange for repairs and/or maintenance to the parsonage estimated to cost \$100.00 or less without referring the matter to the Trustees.