

CONGREGATIONAL MEETING
JANUARY 20, 2019

Burke Community Church

OPENING PRAYER

AGENDA/OVERVIEW

- Verify quorum, sign new membership covenants as needed
- Vision for “Future BCC”
- Step-by-step

#1

- Meeting #1: Dissolve Today’s BCC

#2

- “Meeting” #2: Establish New BCC Incorporation

#3

- Meeting #3: Start New BCC business
- Answer questions/celebrate

VISION FOR BURKE COMMUNITY CHURCH, INCORPORATED

- Become Virginia Non-Profit Corporation
 - Induct members into future BCC
 - Inherit assets from Unincorporated Association (Trustees)
 - Establish updated Constitution (Statement of Faith and Bylaws)
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STEP-BY-STEP

- #1
 - Thank and affirm Trustees and empower them to give assets to new BCC (VOTE)
 - Dissolve current Unincorporated Association (VOTE)
- - BREAK -
- #2
 - New BCC, Incorporated calls new members, those who have signed new membership covenant
- #3
 - New BCC, Incorporated recognizes existing Articles of Incorporation (VOTE)
 - New BCC, Incorporated adopts Constitution (VOTE) (2/3 required)
 - New BCC, Incorporated elects Directors, Officers (VOTE)
 - New BCC, Incorporated enables Corporation to conduct business (VOTES)
 - New BCC, Incorporated accepts assets from Trustees (VOTE) (2/3 required)
 - -ADJOURN-

QUORUM COUNT

Meeting #1

EMPOWER TRUSTEES

- Motion: Confirm our three trustees and empower them to give current BCC assets and liabilities to the future BCC, Incorporated
- Our Trustees are recognized by the Circuit Court of Virginia to be ultimately responsible for business aspects of the Church
- Ultimately our Trustees will transfer all business responsibilities to the future BCC, Incorporated

Meeting #1

EMPOWER TRUSTEES (VOTE)

- **RESOLVED:** that Bob Fimiani, Anita Homburg, and Mickey Garverick are confirmed as the Trustees of Burke Community Church (BCC) (VOTE; voice vote; majority required)
- **RESOLVED:** that the BCC Trustees are authorized to transfer all of the real and personal church properties, debts, and contractual obligations of the church to Burke Community Church, a Virginia Church Corporation, by gift deed and other documentation (VOTE; show of hands; majority required)

Meeting #1

DISSOLVE CURRENT BCC (VOTE)

- Motion: To dissolve our current unincorporated association, known as Burke Community Church
- We will abandon the current structure in favor of Virginia-based non-profit corporate structure
- “Old BCC” divested of assets and business responsibilities
- **RESOLVED:** that the unincorporated association Burke Community Church is dissolved (at the appropriate time), and this meeting of Burke Community Church is adjourned
(VOTE; show of hands; majority required)

Meeting #1

MEETING #2

Meeting #2

BCC, INCORPORATED CALLS FOR MEMBERS (VOTE)

- **RESOLVED:** Existing members of BCC, Incorporated (Marty Baker, Gordon Kesting, Allen Miller, Richard Dick) accept new members (previous BCC members now present who have signed or agree to sign membership covenant) (VOTE; voice vote; majority required)

Meeting #2

MEETING #3

Meeting #3

ACCEPT EXISTING ARTICLES OF INCORPORATION (VOTE)

- Motion: empower the Church Secretary to enter the existing BCC Articles of Incorporation, dated March 24, 2003, into the minutes of the Council of Elders/Board of Directors
- **RESOLVED**, that the Secretary should enter the Articles into the minutes of the Council of Elders (VOTE; voice vote; majority required)

Meeting #3

NEW BCC ADOPTS NEW CONSTITUTION

- Recent change to Item 12, Paragraph 3 of Statement of Faith recommended by congregants and incorporated by Council:
- Revised text: “We believe that sexuality and gender are fixed by God at birth and are not fluid, resulting in each person being a unique creation by God’s perfect intention (Ps 139:13-16). In addition, we believe all are welcome in the body of believers, recognizing that we all have sinned (Rom. 3:23). Further, grace, mercy, and victory are available to all who struggle in these and other areas of sin when they choose to repent of their sin and walk in obedience with Christ. ~~However, those who willfully and defiantly continue in sinful sexual patterns shall be subject to the discipline of the church, as in any area of persistent sin.~~”

Meeting #3

NEW BCC ADOPTS NEW CONSTITUTION (VOTE)

- Motion: members of New BCC, Incorporated adopt Church Constitution
- New Bylaws based in large part on previous Bylaws, with corporate-style language to function as non-profit corporation
- New Statement of Faith added clarification on sexuality and grace
- **RESOLVED**, that the Constitution (Statement of Faith and Bylaws) be adopted as the Constitution (Statement of Faith and Bylaws) of the Corporation (VOTE; show of hands; 2/3 majority required)
- **RESOLVED**, that the Secretary be directed to attach to the minutes of this meeting a copy of the Statement of Faith and Bylaws as approved and adopted by the members (VOTE; voice vote; majority required)

Meeting #3

NEW BCC ELECTS BOARD OF DIRECTORS

- Motion: members of New BCC, Incorporated elect Board of Directors
- Synonymous with former Elder Council with same members
- Pastor Marty is Board President; Richard Dick, Allen Miller, and Gordon Kesting are already Directors (Elders)
- Directors to be added: Bob Ashton, Dave DuHadway, George Lare, and Paul Schmidt

Meeting #3

NEW BCC ELECTS BOARD OF DIRECTORS (VOTE)

- **RESOLVED**, that the following persons are hereby elected as Directors/Elders of Burke Community Church in accordance with the Bylaws of the Corporation: Bob Ashton, Marty Baker, Richard Dick, Dave DuHadway, Gordon Kesting, George Lare, Allen Miller, and Paul Schmidt (VOTE; voice vote; majority required)
- **RESOLVED**, that the following persons are elected to the offices indicated: Marty Baker, President; Elder Dave DuHadway, Chairman; Elder Richard Dick, Secretary; Brian Buchanan, Treasurer (VOTE; voice vote; majority required)

Meeting #3

NEW BCC AUTHORIZES BANK BUSINESS, FINANCIAL BOOKS, PRINCIPAL OFFICE (VOTES)

- Motion: members of New BCC, Incorporated authorize individuals to transact financial business on behalf of the church and designate the church office
- **RESOLVED**, that the Corporation establish in its name deposit accounts with United Bank, BB&T Bank, and other banks as needed, upon such terms and conditions as may be agreed upon with said banks, and that Pastor Darren Brown, Mrs. Steffani Mears, and Elder Allen Miller of this corporation be and hereby are authorized to establish and sign for such accounts (VOTE; voice vote; majority required)

Meeting #3

NEW BCC AUTHORIZES BANK BUSINESS, FINANCIAL BOOKS, PRINCIPAL OFFICE, REPORTS (VOTES)

- **RESOLVED**, that Pastor Darren Brown, Mrs. Steffani Mears, and Elder Allen Miller be hereby authorized to withdraw funds of this Corporation from said accounts upon checks of this Corporation signed by an above authorized signatory; said banks are hereby authorized to honor and pay any and all checks so signed (VOTE; voice vote; majority required)
- **RESOLVED**, that the BCC Treasurer duly certify to said banks the signatures of the above-named authorized signatories (VOTE; voice vote; majority required)

Meeting #3

NEW BCC AUTHORIZES BANK BUSINESS, FINANCIAL BOOKS, PRINCIPAL OFFICE, REPORTS (VOTES)

- **RESOLVED**, that the Chairman and Treasurer are authorized and directed to acquire and arrange for the setting up of the appropriate corporate financial books (VOTE; voice vote; majority required)
- **RESOLVED**, that the principal office of the Corporation be established at 9900 Old Keene Mill Road, Burke, Virginia, 22015; and that at present the church hold worship services at the same location (VOTE; voice vote; majority required)

Meeting #3

NEW BCC AUTHORIZES BANK BUSINESS, FINANCIAL BOOKS, PRINCIPAL OFFICE, REPORTS (VOTES)

- **RESOLVED**, that the President, Secretary, and Treasurer of the Corporation be and hereby are authorized and directed, on behalf of the Corporation and under its corporate seal, to make application for and file such licenses, certificate or certificates, reports, or other instruments as from time to time may be required by law to authorize the Corporation to transact its business in the various jurisdictions in consultation with legal counsel (VOTE; voice vote; majority required)

Meeting #3

NEW BCC ACCEPTS TRANSFER FROM TRUSTEES

- Motion: members of New BCC, Incorporated agree to accept transfer of Old BCC assets and liabilities
- Our New Corporation will become formally responsible for real property, financial and other matters
- Trustees will no longer be liable for BCC assets

Meeting #3

NEW BCC AUTHORIZES ACCEPTANCE OF GIFT DEED (VOTE)

- **RESOLVED**, that the President be authorized to accept the gift deed from the trustees of the unincorporated Burke Community Church and retain Simms Showers, LLP, to legally effectuate the transfer through whatever legal means are required (VOTE; show of hands; 2/3 majority required)

Meeting #3

CONGRATULATIONS!

Thank You to our former Trustees, and
Members of Burke Community Church!

REMINDER

Sign and Submit Your Membership Covenant

CLOSING PRAYER
