

# **THE CONSTITUTION WILLIAMS CREEK BAPTIST CHURCH**

## **ARTICLE 1 NAME AND PURPOSE**

### **SECTION 1.01 – NAME and LOCATION**

Since it pleased Almighty God, by His Holy Spirit, to call certain of His servants to unite here in 1993, initially under the name First Southern Fellowship, then as Williams Creek Baptist Church of Williamstown, WV for the worship of God and the spread of the gospel of Jesus Christ, and He has sustained and prospered this work to the present. The mailing address of this church and principal office of this Church shall be:

Williams Creek Baptist Church  
681 Access Road, Williamstown  
West Virginia 26187

Or such other address as may be designated by the membership.

### **SECTION 1.02 – PURPOSE**

Whereas we, the members of Williams Creek Baptist Church, having searched the Scriptures under the guidance of His Spirit have recognized the need to reconstitute ourselves to more closely conform to His will for the Church in this age and prepare ourselves for greater efforts in His name.

This congregation is organized as a church exclusively for the charitable, religious, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. This church exists by the grace of God, for the glory of God, which shall be the ultimate purpose in all its activities. Further purposes include, but are not limited to, glorifying God by loving Him and obeying His commands and worshipping Him, equipping the saints through Bible instruction and study; proclaiming the gospel of Jesus Christ through preaching and personal evangelism, and any other means consistent with the teachings of Holy Scripture; encouraging, supporting, and participating in missions work, local, domestic, and international, administering the ordinances of baptism and communion, encouraging Biblical fellowship among believers, serving other individuals, families, and churches by providing for physical, emotional, and spiritual needs, in the name of Jesus Christ and calling fellow churches to biblical faithfulness and purity through instruction and encouragement about the nature of the local church.

In the Bylaws we seek to conform ourselves to the principles of government set forth in the New Testament. Although the policies and procedures contained in these Bylaws are the present best understanding of a sincere people, they are neither sacred nor infallible. They are subject to change by the church in accordance with due process described herein. We do not depend on these Bylaws for the ultimate security of our fellowship, but

commit ourselves to Him who is the Great Shepherd and Guardian of our souls (I Pet 2:25) Within the guidelines of Scripture, the church is at liberty to establish policies and procedures for the purpose of doing all things properly and in an orderly manner (I Cor 14:40). While we do not regard the work of the Lord as secular in any sense, we acknowledge our responsibility to do all things in a way that is honest in the sight of all men (Rom 12:17) and render all that is properly due to the civil authority which God has ordained for our good (Rom 13:1-7).

## **SECTION 1.03 – AFFILIATIONS**

The Church shall affiliate with the following bodies:

- (A) A local Southern Baptist Association
- (B) A State Convention of Southern Baptists
- (C) The Southern Baptist Convention

Under the leadership of the Holy Spirit, this Church shall endeavor to cooperate to the fullest extent with these bodies.

# **ARTICLE 2**

## **STATEMENT OF FAITH AND COVENANT**

### **SECTION 2.01 – STATEMENT OF FAITH**

Williams Creek Baptist Church is a confessional church in that we embrace the essential truths of Christianity as these were defined [in the New Testament], upheld by the great councils of the church and continued in the heritage of historical evangelicalism birthed in the Reformation. We acknowledge that the law of Christ is the standard by which we love and serve one another [John 13:34-35]. [Throughout history, the church has upheld these biblical foundations in the midst of great cultural and societal shifts and has done so, even at times with great sacrifice, embracing the Word of God and establishing a clear witness to the Truths therein.] The New Hampshire Confession of Faith [1833], which is a summary of the more exhaustive London Confession of 1689 and The Baptist Faith & Message [1925, 1963, & 2000] articulate the legacy of our spiritual forefathers who contended for the faith once delivered to the saints [Jude 1:3]. Historic evangelicalism was confessional in that it embraced the essential truths of Christianity as these were defined by the great councils of the church. We are committed to the inerrancy, infallibility, sufficiency, and authority of the Scripture.

- (A) **The Holy Scriptures.** We believe the Old and New Testament are the verbally and plerarily inspired Word of God. Being fully persuaded that the Holy Scriptures are inerrant, infallible and God-breathed and are therefore the final authority for all faith and life and are the ultimate constitution for His church. The sixty six books of the Old and New Testament are the complete and divine revelation of God to Man. The Scriptures are interpreted literally by consistently applying the rules of grammar, literature, history, and culture in order to unlock and understand the author's meaning. This method of interpretation recognizes

the fact that the authors of the Scriptures were divinely inspired. We, the members of Williams Creek Baptist Church, joyfully pursue the exaltation of Christ in the life of the church through the constitution set forth in these pages. (2 Tim 3:16-17; 2 Pet 1:20-21; Heb. 4:12)

We also believe that the Scripture interpreted in their natural, literal sense reveal divinely determined decrees or rules of life that define mans' responsibilities before a Holy God and are absolute and applicable to all people, in all places, and in all ages (past, present, and future). The Scripture not only reveal the way of salvation, but they are divinely ordered through which God directs man according to His purpose and are presented therewith in: The Law, the Prophets, Wisdom literature, the Gospels, Epistles, and Revelation. (Deut. 4:1-2, 44-45; Deut 30:1-20; Ezra 9:5-11; Ps 11:10; Prov 1:1-7; Prov 3:1-26; Mark 1:1; Matt 24:14; Mark 16:15; Luke 16:16; John 20:30-31; Luke 24:25-27; 1 Pet 1:10-13; 2 Pet 1:16-21; Gal 3:22-24; Eph 3:1-13; 1 Tim 3:16; Rev 1:1-3; Rev 22:10-21)

**(B) The Godhead.** We believe in one triune God, eternally existing in three persons – Father, Son, and Holy Spirit – each co-eternal in being, co-identical in nature, co-equal in power and glory, and having the same attributes and perfections. Each functions differently in respect to God’s dealings with man. (Deut. 6:4; Eph 4:4-6).

- 1) **The Father.** The first Person of the Trinity orders and directs all things according to His own purpose, pleasure and grace. He has decreed all things that come to pass are for His own glory. He graciously involves Himself in the affairs of men, hears and answers prayer, and saves from sin and death all who come to Him through Jesus Christ. (Matt. 6:9; John 5:19-24; Eph. 1:3-6).
- 2) **The Son.** Jesus Christ is both the eternal Son of God and virgin-born Son of man. Fully God and fully man, He surrendered nothing of His deity during His earthly life. Having led a sinless life, He satisfied the Father’s justice concerning sin by His death. We believe in His bodily resurrection, His physical ascension, and His visible return to this earth to establish His earthly kingdom. (1 Cor. 15; Heb. 2:17-18; Rom. 3:24-26; Col. 2:9; John 1:14-18; Rev. 20:11-15).
- 3) **The Holy Spirit.** The third Person of the Trinity executes the will of God in the world of men. The Holy Spirit applies the salvation Jesus Christ secured through His death on the cross and convicts the world of sin, righteousness and judgment. The Holy Spirit empowers the church to live a lifestyle that is pleasing to God, endowing it with special gifts which equip believers to accomplish distinct ministries which were planned beforehand by God the Father. (1 Cor. 12; Eph. 2:10; John 3:1-8; John 16:4-15; Eph. 1:13-14, 2:8-10; John 15:16; Gal. 5:16-25).

### **(C) The Person and Work of Christ**

- 1) We humbly submit to Him who is the only head of His body and the only lawgiver for His church that in all things Christ might have first place and final say. (Eph 1:22-23; Jas 4:12; Col 1:18)
- 2) We believe that the Lord Jesus Christ, the eternal Son of God, became man without ceasing to be God, having been conceived by the Holy Spirit and born of the Virgin Mary, in order that He might reveal God and redeem sinful man. (Isa 7:14; Luke 1:35; John 1:1-2, 14; Cor 5:19-21; Gal 4:4-5; Phil 2:5-8).
- 3) We believe that the Lord Jesus Christ accomplished our redemption through His death on the cross as a representative, vicarious, substitutionary sacrifice, and that our justification is made sure by His literal, physical resurrection from the dead. (Acts 2:18-36; Rom. 3:24-25; Eph. 1:7; 1 Pet. 1:3-5)
- 4) We believe that the Lord Jesus Christ ascended to Heaven and is now exalted at the right hand of God where, as our High Priest, He fulfills the ministry of Representative, Intercessor, and Advocate. (Acts 1:9-10; Rom. 8:34, Heb 9:24, 7:25; 1 John 2:1-2).

### **(D) The Person and Work of the Holy Spirit**

- 1) We believe that the Holy Spirit is a person who convicts the world of sin, of righteousness, and of judgment; and, that He is the Supernatural Agent in regeneration, baptizing all believers into the body of Christ, indwelling and sealing them unto the day of redemption. (John 116:8-11; Rom. 8:9; 1 Cor. 12:12-14; 2 Cor. 3:6; Eph. 1:13-14)
- 2) We believe that He is the divine Teacher who assists believers to understand and appropriate the Scriptures and that it is the privilege and duty of all the saved to be filled with the Spirit. (Eph. 1:17-18, 5:18; 1 John 2:20, 27).
- 3) We believe that God is sovereign in the bestowal of spiritual gifts to every believer. God uniquely uses evangelists, pastors, and teachers to equip believers in the church to do the work of the ministry. (Rom. 12:3-8; 1 Cor. 12:4-11, 28; Eph. 4:7-12).
- 5) We believe that the sign gifts of the Holy Spirit, (i.e. speaking in tongues, miraculous signs and wonders) served to authenticate the Apostles of Jesus Christ, whom He called, endowed with His power and authority, and appointed as the foundation of His church, and therefore were specific to the first century apostolic age. Ultimate deliverance of the body from sickness or death awaits the consummation of our salvation in the resurrection, although God frequently chooses to answer the prayers of believers for physical healing. (1 Cor. 1:22, 13:8, 14:21,-22)

### **(E) The Nature of Man**

- 1) We believe that man was directly created in the image and likeness of God to enjoy His fellowship and to fulfill God's will on this earth. Man fell into sin by a voluntary act of personal disobedience to the will of God; consequently, all men are spiritually dead, alienated from God, and subject to the certainty

of both physical and spiritual death apart from Jesus Christ. The fall of man was a once-for-all historical fact. It's spiritually deadening effect spread to all men, each of whom is born with a sinful nature and sins habitually in thought, word and deed. (Gen. 1:26-27; Gen. 2:7; Gen. 3:3-4; Rom. 1:18-32; Rom. 3:10-23; Eph. 2:1-3, 4:17-19).

#### **(F) Salvation and Assurance of Believers**

- 1) We believe that Jesus Christ died for our sins as the only sufficient sacrifice. All who believe in Him are declared justified by the Father on the grounds of Jesus' death and resurrection. All who repent and receive the Lord Jesus Christ by grace through faith have been regenerated by and baptized in the Holy Spirit. They are thereby the children of God forever and members in the one true church, the Body of Christ. This salvation results in righteous living and good works as the believer submits his life to the Word of God and the direction of the Holy Spirit. (John 14:6; Titus 3:4-7; Acts 4:12; John 1:12; Rom. 3:21-26; 1 Cor. 15:1-4; Eph. 1:7, 2:8-9; Heb. 10:10-12; 1 John 5:11-13; Gal. 3:26; John 1:12, 3:16, 5:24).

#### **(G) The Church**

- 1) We believe that all who have been regenerated by the Holy Spirit belong to the one true church and are directed by the Scriptures to associate themselves in local, visible churches. The local church is the only visible representation of Christ's invisible church and consists only of regenerated, born-again believers. The two-fold purpose of the church is to lead men to Christ and mature them in the faith. (Heb. 10:24-25; Acts 2:41-47, 4:1-16; 1 Cor. 12-14; Matt. 16:13-28, 28:18-20; Eph. 2:19-22, 24; 1 Thess. 4:15-17; John 14:1-3; Matt. 24-25; Acts 2:9-11).
- 2) We believe the local church is autonomous in its relationship, free of any external authority or controls. Any affiliations, societies, organizations, associations or agencies this church affiliates with to further the objective stated in the Purpose Statements are not authoritative in matters of church practice or belief. (Acts 13:1-4, 15:19-31, 20:28; Rom. 16:1, 4:1; 1 Cor. 3:9,16; 1 Cor. 5:4-7, 13; 1 Pet. 5:1-4).
- 3) We believe the local church to be autonomous in the election of its own members to the biblical offices of elder and deacon. (1 Tim 3, 5:17-25).

#### **(H) Separation**

- 1) We believe that believers should maintain a godly testimony and live in such a way that their lives do not bring reproach upon their Savior. God commands His people to separate from all religious apostasy, all worldly and sinful pleasures, practices, and associations, and to refrain from all immodest and immoderate philosophies that seek to destroy or undermine the truth of Biblical Christianity. (Lev. 19:28; Rom. 12:1-2, 14:13; 1 Cor. 6:19-20; 2 Cor. 6:14-7:1; Eph 5:1-5; 2 Tim. 3:15; 1 John 2:15-17; 2 John 9-11).

**(I) The Second Coming of Christ**

- 1) We believe in that *blessed hope*, the personal imminent return of Christ, Who will rapture His church prior to the seven-year tribulation period. At the end of the Tribulation, Christ will personally and visibly return with His saints, to establish His earthly Messianic Kingdom, which was promised to the nation of Israel. (Ps. 89:3-4; Dan 2:31-45; Zech. 14:4-11; 1 Thess. 1:10, 4:13-18; Titus 2:13, Rev. 3:10, 10:11-16, 20:1-6).

**(J) The Eternal State**

- 1) We believe in the bodily resurrection of all men, the saved to eternal life, and the unsaved to judgment and everlasting punishment. (Matt. 25:46; Jn 5:28-29, 11:25-26; Rev. 20:5-6, 12-13).
- 2) We believe that the souls of the redeemed are, at death, absent from the body and present with the Lord, where in conscious bliss they await the first resurrection, when spirit, soul, and body are reunited to be glorified forever with the Lord. (Luke 23:43; 2 Cor. 5:8; Phil. 1:23, 3:21; 1 Thess. 4:16-17; Rev. 20:4-6).
- 3) We believe that the souls of unbelievers remain, after death, in conscious punishment and torment until the second resurrection, when with the soul and body reunited, they shall appear at the Great White Throne of Judgment and shall be cast into the Lake of Fire, not to be annihilated, but to suffer everlasting conscious punishment and torment. (Matt 25:41-46; Mark 9:43-48; Luke 16:19-26; 2 Thess. 1:7-9; Jude 6-7; Rev. 20:11-15).

**(K) The Personality of Satan**

- 1) We believe that Satan is a person, the author of sin and the cause of the Fall of Man; that he is the open and declared enemy of God and man; and that he shall be eternally punished in the Lake of Fire. (Jb 1:6-7; Isa. 14:12-17; Matt. 4:2-11, 25:41, Rev, 20:10).

**(L) Creation**

- 1) We believe that the Genesis account of creation is neither allegory nor myth, but a literal, historical account of God's creation of the universe in six literal, 24-hour periods. We reject evolution, the Gap Theory, the Day-Age Theory, and the Theistic Evolution as unscriptural theories of origin. (Gen. 1-2; Ex 20:11).

**(M) Baptism**

- 1) We believe that baptism is an essential first step for a believer who seeks to become a disciple of Jesus Christ who commissioned His church to go into the world, make disciples, and baptize them in the name of the Father, Son and Holy Spirit (Matt 28:19).

- 2) We uphold the act of baptism as a sacred, uncompromisable injunction of the Scriptures. Every believer, serious in his or her faith, will follow Christ in obedience to His command to be baptized. Baptism declares a variety of scriptural truths:
  - It proclaims Christ's death and resurrection (1 Cor. 15:1-4)
  - It serves public notice to the world of one's new life in Christ (Matt.10:32).
  - It pictures a believer's death to sin and his resurrection to a spiritual life and lifestyle through the power of the Holy Spirit (Rom. 6:3-7, 10-11).
- 3) Our method of baptism is immersion. We feel strongly that this mode is the one presented in the New Testament for the following reasons:
  - The Greek word for baptism means: "to submerge, plunge, drench, saturate, dip." (Arndt and Guingrich, Greek-English Lexicon of the New Testament, p. 131).
  - Immersion followed the Jewish proselyte practice.
  - The practice of the early church was immersion.
  - The command of the Scriptures is "be baptized." By it, we both please the Lord and declare His reality in our lives and to the world.

#### **(N) The Lords' Supper**

- 1) We believe the Lord's Supper is summed up in the command of Christ, "*Do this in remembrance of Me.*" It is first and foremost a memorial of Christ and His redemptive death, and secondly an expression of our fellowship with one another. We believe the Lord's Supper is open to all who meet the prerequisites outlined in the Scripture... that one personally know Jesus Christ as Savior and that they have a cleansed life. We corporately share the Lord's Supper accordingly to the Scriptural guidelines, "*as often as you do this, do this remembrance of Me*". (Luke 22:19; 1 Cor. 11:24-25; Ps. 24:3-4; 1 Cor. 11:17-34).

#### **(O) Civil Government**

- 1) We believe that God has ordained and created all authority consisting of three basic institutions: 1) the home, 2) the church, and 3) the state. Every person is subject to these authorities, but all (including the authorities themselves) are answerable to God and governed by His Word. God has given each institution specific Biblical responsibilities and balanced those responsibilities with the understanding that no institution has the right to infringe upon the other. The home, the church, and the state are equal and sovereign in their respective Biblically assigned spheres of responsibility under God. We believe that we must obey the state unless it requires us to act contrary to our faith at which time we must obey God rather than the state. (Matt. 22:15-33; Acts 5:29; Rom. 13:1-7; Eph. 5:22-24; Titus 3:1-2; Heb, 13:17; 1 Pet. 2:13-14).

## **(P) Human Sexuality**

- 1) We believe that God has ordained the family as the foundational institution of human society. It is composed of persons related to one another by marriage, blood, or adoption. We believe that God wonderfully and immutably creates each person as male or female. These two distinct, complementary genders together reflect the image and nature of God. Marriage is the uniting of one man and one woman in covenant commitment for a lifetime. It is God's unique gift to reveal the union between Christ and His church and to provide for the man and the woman in marriage the framework for intimate companionship, the channel of sexual expression according to biblical standards, and the means for procreation of the human race. It is therefore not lawful for any man to have more than one wife, or for any woman to have more than one husband, at the same time. It is the duty of Christians to marry in the Lord. We believe that God intends sexual intimacy to only occur between one man and one woman who are married to each other and that God has commanded that no intimate sexual activity be engaged in outside of a marriage between a man and a woman. Therefore, any form of sexual immorality, such as adultery, fornication, homosexual conduct, bisexual conduct, bestiality, incest, any use of pornography, or any attempt to alter (i.e. identifying or expressing a gender identity that does not match a person's physical/genetic sex) or change one's physical/genetic sex, is against the design of God and is therefore sin. We are all broken in our sin and are in great need of acceptance by God through the atoning work of Jesus Christ. We are all guilty sinners who have rebelled against a holy God and who desperately need to respond to Christ in repentant faith. It is the awareness of our sin that reveals our need for redemption in Christ. Self-acceptance must not replace repentance and the liberating love of Christ that delivers us from bondage to our sins. Faith, sin and repentance are Christ-directed. By God's grace, love, and the provision of His Son's death upon the cross, all who will, can receive salvation and forgiveness of sin. (Gen. 1:26-28; 2:15-25; 3:1-20; Exod. 20:12; Leviticus 20:10-24; Deut.6:4-9; Josh. 24:15; 1 Sam. 1:26-28; Psalms 51:5; 78:1-8; 127; 128; 139:13-16; Prov. 1:8; 5:15-20; 6:20-22; 12:4; 13:24; 14:1; 17:6; 18:22; 22:6,15; 23:13-14; 24:3; 29:15,17; 31:10-31; Eccl. 4:9-12; 9:9; Malachi 2:14-16; Matt. 5:31-32; 18:2-5; 19:3-9; Mark 10:6-12; Rom. 1:18-32; 1 Corinthians 6:9-11; 1 Corinthians 7:1-16; Ephesians 5:1-12; 5:21-33; 6:1-4; Col. 3:18-21; 1 Tim. 5:8,14; 2 Tim. 1:3-5; Titus 2:3-5; Heb. 13:4; 1 Peter 3:1-7; Rev. 21:5-8).

## **(Q) Family Relationships**

- 1) We believe the husband and wife are of equal worth before God, since both are created in God's image. The marriage relationship models the way God relates to His people. A husband is to love his wife as Christ loved the church. He has the God-given responsibility to provide for, to protect, and to lead his family. A wife is to submit herself graciously to the servant leadership of her husband even as the church willingly submits to the headship of Christ. She,

being in the image of God as is her husband and thus equal to him, has the God-given responsibility to respect her husband and to serve as his helper in managing the household and nurturing the next generation.

- 2) We believe children, from the moment of conception, are a blessing and heritage from the Lord. Parents are to demonstrate to their children God's pattern for marriage. Parents are to teach their children spiritual and moral values and to lead them, through consistent lifestyle example and loving discipline, to make choices based on biblical truth. Children are to honor and obey their parents. (Genesis 1:26-28; 2:15-25; 3:1-20; Exodus 20:12; Leviticus 20:10-24; Deuteronomy 6:4-9; Joshua 24:15; 1 Samuel 1:26-28; Psalms 51:5; 78:1-8; 127; 128; 139:13-16; Proverbs 1:8; 5:15-20; 6:20-22; 12:4; 13:24; 14:1; 17:6; 18:22; 22:6,15; 23:13-14; 24:3; 29:15,17; 31:10-31; Ecclesiastes 4:9-12; 9:9; Malachi 2:14-16; Matthew 5:31-32; 18:2-5; 19:3-9; Mark 10:6-12; Romans 1:18-32; 1 Corinthians 6:9-11; 1 Corinthians 7:1-16; Ephesians 5:1-12; 5:21-33; 6:1-4; Colossians 3:18-21; 1 Timothy 5:8,14; 2 Timothy 1:3-5; Titus 2:3-5; Hebrews 13:4; 1 Peter 3:1-7; Revelation 21:5-8).

#### **(R) Divorce and Remarriage**

- 1) We believe that God disapproves of and forbids divorce and intends marriage to last until one of the spouses dies. Divorce and remarriage is regarded as adultery except on the grounds of fornication or abandonment of the unbelieving spouse. Although divorced and remarried persons or divorced persons may hold position of service in the church and be greatly used of God for Christian service, they must meet the God-given biblical qualifications to be considered for the offices of elder or deacon. (Mal. 2:14-17; Matt. 19:3-12; Rom. 7:1-3; 1 Corinthians 7:10-16; 1 Tim. 3:2, 12; Titus 1:6).

#### **(S) Abortion**

- 1) We believe that human life begins at conception and that the unborn child is a living human being. Abortion constitutes the unjustified, unexcused taking of unborn human life. Abortion is murder. We reject any teaching that abortions due to rape, incest, birth defects, gender selection, birth or population control, or physical or mental well-being of the mother are acceptable. (Job 3:16; Ps. 51:5; 139:14-16; Isa. 44:24; 49:1,5; Jer. 1:5; 20:15-18; Luke 1:44).

#### **(T) Euthanasia**

- 1) We believe that the direct taking of an innocent human life is a moral evil regardless of the intention. Life is a gift of God and must be respected from conception until natural death. Thus we believe that an act or omission which, of itself or by intention, causes death in order to eliminate suffering constitutes a murder contrary to the will of God. (Ex. 20:13, 23:7; Matt 5:21; Acts 17:28).

## **(U) Love**

- 1) We believe that we should demonstrate love for others, not only toward fellow believers, but also toward those who are not believers, those who oppose us and those who engage in sinful actions. We are to deal with those who oppose us graciously, gently, patiently, and humbly. God forbids the stirring up of strife, the taking of revenge, or the threat or use of violence as a means of resolving personal conflict or obtaining personal justice. Although God commands us to abhor sinful actions, we are to love and pray for any person who engages in such sinful actions. (Lev. 19:18; Matt. 5:44-48; Luke 6:31; John 13:34-35; Rom. 12:9-10; 17-21; 13:8-10; Phil. 2:2-4; 2 Tim. 2:24-26; Titus 3:2; 1 John 3:17-18).

## **(V) Lawsuits Between Believers**

- 1) We believe that Christians are prohibited from bringing civil lawsuits against other Christians or the church to resolve personal disputes. We believe the church possesses all the resources necessary to resolve personal disputes between members. We do believe, however, that a Christian may seek compensation for injuries from another Christian's insurance company as long as the claim is pursued without malice or slander. (1 Cor. 6:1-8; Eph. 4:31-32; Matt 18:15-17).

## **(W) Missions**

- 1) We believe that it is the duty and privilege of every follower of Christ and of every church of the Lord Jesus Christ to endeavor to make disciples of all nations. Our new life in Christ will inspire us to share His great love with others. We have been commissioned by Christ our Lord to go into the world, preaching the gospel, making disciples and baptizing them in the name of the Father, the Son and the Holy Spirit. This will be accomplished, under the leadership of the Holy Spirit, through a concerted effort to personally engage our world for Christ, as well as the sending and supporting of missionaries both locally and around the world. (Gen. 12:1-3; Ex. 19:5-6; Isa. 6:1-8, Matt. 9:37-38; 10:5-15; 13:18-30, 37-43; 16:19; 22:9-10; 24:14; 28:18-20; Luke 10:1-18, 24:46-53; John 14:11-12; 15:7-8,16; 17:15; 20:21; Acts 1:8; 2; 8:26-40; 10:42-48; 13:2-3; Rom. 10:13-15; Eph. 3:1-11; 1 Thess. 1:8; 2 Tim. 4:5; Heb. 2:1-3; 11:39-12:2; 1 Pet. 2:4-10; Rev. 22:17).

## **(X) Giving**

- 1) We believe that God is the source of all blessings, temporal and spiritual; all that we have and are we owe to Him. Christians have been entrusted with the message the gospel and thereto, the stewardship of their resources. They are therefore under obligation to serve the Lord with their time, talents, and material possessions; and should recognize all these as entrusted to them to use for the glory of God and for helping others. According to the Scriptures,

Christians should contribute of their means cheerfully, regularly, systematically, proportionately, and liberally for the advancement of the Redeemer's cause on earth. (Gen. 14:20; Lev. 27:30-32; Deut. 8:18; Mal. 3:8-12; Matt. 6:1-4,19-21; 19:21; 23:23; 25:14-29; Luke 12:16-21,42, 16:1-13; Acts 2:44-47, 5:1-11, 17:24-25, 20:35; Rom. 6:6-22, 12:1-2; 1 Cor. 4:1-2, 6:19-20, 12, 16:1-4; 2 Cor. 8-9, 12:15; Phil. 4:10-19; 1 Pet. 1:18-19).

## **SECTION 2.02 - AUTHORITY OF STATEMENT OF FAITH**

The Statement of Faith does not exhaust the extent of our faith. The Bible itself is the sole and final source of all that we believe. We do believe, however, that the foregoing Statement of Faith accurately represents the teachings of the Bible and, therefore, is binding upon all employees and members. All literature, whether print or electronic, used in the church shall be in complete agreement with the Statement of Faith. It is imperative that all persons, members, those employed by Williams Creek Baptist Church in any capacity, or those who serve as volunteers, agree to and abide by this Statement of Faith.

## **SECTION 2.03 - COVENANT**

Having been led, as we believe by the Spirit of God, to receive the Lord Jesus Christ as our Savior and, on the profession of our faith, having been baptized in the name of the Father, and of the Son, and of the Holy Spirit, we do now, in the presence of God, and this assembly, most solemnly and joyfully enter into covenant with one another as one body in Christ.

That we will exercise a Christian care and watchfulness over each other, and faithfully warn, exhort, and admonish each other as occasion may require (Col 1:28).

That we will not forsake the assembling of ourselves together, but will uphold the public worship of God, and the ordinances of His house (Heb 10:25).

That we will not omit personal and family devotions at home, nor neglect the great duty of religiously training our children, and those under our care, for the service of Christ and the enjoyment of heaven (Eph 6:4).

That, as we are the light of the world, and salt of the earth, we will seek divine aid to enable us to deny ungodliness, and every worldly lust, and to walk circumspectly in the world, that we may win the souls of men (Titus 2:12).

That we will contribute cheerfully and regularly to the support of the ministry, the expenses of the church, the relief of the poor, and the spread of the Gospel through all nations according as God has prospered us \*(1 Cor 16:2; 1 Tim 5:17-18).

That we will appreciate those who diligently labor among us, and have charge over us in the Lord and give us instruction, and esteem them very highly in love because of their work (1 Thess 5:12-13).

That we will humbly obey our leaders and submit to them for they keep watch over our souls as those who will give an account, so that they may do this with joy and not with grief, for that would be unprofitable for us (Heb 13:17).

That we will in all conditions, even till death, strive to live to the glory of Him who hath called us out of darkness into His marvelous light (1 Pet 2:9).

"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." (Heb 13:20).

We moreover engage that when we 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 the principles of God's Word.

## **ARTICLE 3 MEMBERSHIP**

The church shall have members. The qualifications, rights, privileges, duties, and classifications of members shall be stated in the church bylaws.

## **ARTICLE 4 TRUSTEES**

The corporation shall have a minimum of three (3) trustees. The qualifications, duties, and election of trustees shall be stated in the church bylaws.

## **ARTICLE 5 OFFICERS**

The church officers are elder, deacon, church clerk, and treasurer. The qualifications, duties, and election of church officers shall be stated in the bylaws.

## **ARTICLE 6 DISSOLUTION OF CHURCH**

### **SECTION 6.01—PRIVATE INUREMENT**

No part of the net earnings of the church shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the church shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in furtherance of the purposes set forth in Section 1.02 hereof.

## **SECTION 6.02—POLITICAL INVOLVEMENT**

No substantial part of the activities of the church shall be the carrying on of propaganda or otherwise attempting to influence legislation. The church shall not participate in, or intervene in (including publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

## **SECTION 6.03—DISSOLUTION**

Upon the dissolution of the church, after paying or making provision for payment of all the liabilities of the church, the trustees shall dispose of all of the assets of the church to such organizations formed and operated exclusively for religious purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law). Assets may be distributed only to tax-exempt organizations which agree with the church's Statement of Faith.

## **SECTION 6.04—LIMITATION OF ACTIVITIES**

The church shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

# **ARTICLE 7 AMENDMENTS**

This Constitution may be revised or amended by a majority vote of the members present and voting at any regular church members meeting, provided that said revision or amendment has been submitted in writing and announced from the pulpit fourteen (14) days before the vote is taken.

## **ADOPTION**

I, the undersigned officer of the church, certify that this Constitution was adopted by a two-thirds majority vote of the members present and voting at a duly called meeting of the church in which a quorum was present.

This Constitution supersedes any and all previous constitutions of Williams Creek Baptist Church.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Church Clerk

# **THE BYLAWS OF WILLIAMS CREEK BAPTIST CHURCH**

## **ARTICLE 1 MEMBERSHIP**

### **SECTION 1.01 – QUALIFICATIONS FOR MEMBERSHIP**

To qualify for membership in this church, a person must:

- (A) Be a believer in Jesus Christ who gives evidence of regeneration, who has been baptized, in obedience to Christ, following his or her regeneration, and who wholeheartedly believes in the Christian faith as revealed in the Holy Bible.
- (B) Agree to submit to the teaching of scripture as expressed in the Statement of Faith and must promise to keep the commitments expressed in the Church Covenant.
- (C) Candidates will meet with an Elder to be interviewed concerning their conversion experience, previous baptism, and current standing in their faith. Additionally, they will review the Statement of Faith, the By Laws of the church, general church practices and expectations of members. Candidates must fully subscribe to the Statement of Faith and agree to submit to the authority of the church and its leaders.
- (D) Following recommendation be accepted by vote of the members at any regular or special meeting of the members, and upon compliance with any one of the following conditions:
  - 1) By public profession of faith in Jesus Christ as personal Lord and Savior and followed by baptism by immersion.
  - 2) By letter of transfer from another Baptist Church, of like faith and practice, or other written statement of the good standing from the prior church provided the believer has been baptized by immersion after profession of faith.
  - 3) By statement of a prior conversion experience and baptism by immersion after profession of faith in Church of like faith and order.
  - 4) By restoration, if having been removed from membership upon a majority vote of the congregation after confession is made publicly before the church membership of the sin or sin involved, and satisfactorily evidencing Godly repentance.

## **SECTION 1.02 – DUTIES OF MEMBERSHIP**

In accord with the duties enumerated in the Holy Bible, on becoming a member of this church, in addition to the Covenant, in Section 2.03 of the WCBC Constitution, each member shall be expected to participate in and contribute to the ministry and life of the church, consistent with God's leading and with the gifts, time, and material resources each has received from God. Only those shall be entitled to serve in the ministries of the church who are members of this congregation; non-members may serve on an ad-hoc basis with the approval of the elders. Notwithstanding, non-members may serve the church for purposes of administration and professional consultation.

## **SECTION 1.03 – PRIVILEGES OF MEMBERSHIP**

- (A) Under Christ this congregation is governed by its members. Therefore, it is the privilege and responsibility of members to attend all members' meetings and those members, 18 years or older, may vote on the election of officers, on decisions regarding membership status, and on such other matters as may be submitted to a vote. There shall be no proxy or absentee voting. Members may not vote to initiate any church action, rather the vote of a member is to confirm and ratify the direction of the church as determined by the Pastor and Elders.
- (B) This congregation functions not as a pure democracy, but as a body under the headship of the Lord Jesus Christ and the direction of the undershepherds with the Council of the Elders. Determinations of the internal affairs of this church are ecclesiastical matters and shall be determined by the church's own rules and procedures. The Elders shall oversee and/or conduct all aspects of this church.
- (C) Membership in this church does not afford members with any property, contractual, or civil rights based on principles of democratic government. Although the general public is invited to all of the church's worship services, the church property remains private property. The Council of the Elders have the authority to suspend or revoke the right of any person, including a member, to enter or remain on church property. If, after being notified of such a suspension or revocation, the person enters or remains on church property, the person may, in the discretion of the Elders be treated as a trespasser.
- (D) Any member may inspect or copy the prepared financial statements of the church and the minutes of the proceeding of the church and committee meetings, provided he shall have made a written request upon the church and the church has received the written request at least five business days before the requested inspection date. Minutes from the Elder's meeting and discipline committee meetings are exempt from this provision and are not subject to inspection or copy.
  - 1. A member may not, under any circumstances, inspect or copy any record relating to individual contributions to the church, the list of names and addresses of the church members, or the accounting books and financial records of the church.

2. The church may impose a reasonable charge for copies of documents before releasing the copies to the member.

## **SECTION 1.04 – DISCIPLINE OF A MEMBER**

- (A) The obligation of members to walk together in harmony and holiness both in doctrine and deportment is specifically expressed in the Covenant, Section 2.03 of the WCBC Constitution, and is freely entered into as a condition of membership.
- (B) The church shall consistently and without partiality apply these biblical standards in disciplining those whose conduct is unbecoming to saints [Eph 5:3]; such as, unresolved personal conflicts between members [Matt 18:15-22], immorality [1 Cor 5:1-2], public scandal [1 Cor 6:1-10], persistence in doctrinal error [Rom 16:17], disorderly conduct [2 Thess 3:14-15], and divisiveness, [Titus 3:10-11].
- (C) There shall be a discipline committee consisting of the Elders. These men shall have sole authority in determining deviations from the Statement of Faith and violations of the church covenant. If an Elder is the subject of the disciplinary matter he shall not sit as a member of the discipline committee. The Elders shall be entitled to the same steps as other church members and be subject to the same discipline. Church discipline can include admonition by the elders or congregation, suspension from communion for a definite period, deposition from office, and excommunication (see Matthew 18: 15–17; 2 Thessalonians 3: 14–15; 1 Timothy 5: 19–20; 1 Corinthians 5: 4–5).
- (D) Any member consistently neglectful of his or her duties or guilty of conduct by which the name of our Lord Jesus Christ may be dishonored, and so opposing the welfare of the church, shall be subject to the admonition of the elders and the discipline of the church, according to the instructions of our Lord in Matthew 18: 15–17 and the example of scripture. Church discipline, then, should ordinarily be contemplated after individual private admonition has failed. The immediate purpose of all church discipline is to restore a negligent member to his covenant obligations [Gal 6:1]. Its ultimate purpose is to guard the integrity of the gospel and the church's witness in the community [Eph 4:1-3; Col 4:5-6] while ministering grace and truth to the member under discipline [Rom 12:9-21; 1 Cor 13; Gal 5:14-15; 6:1-2; Eph 4:25, 29-32; Phil 2:1-8; 1 Jn 4:7-12].
- (E) Members are expected to demonstrate special loyalty and concern for one another. When a member becomes aware of an offense of such magnitude that it hinders the spiritual growth and testimony of an individual in the local church or the body as a whole, he is to go alone to the offending party and seek to restore his brother. Before he goes, he should first examine himself. When he goes, he should go with a spirit of humility, for the purpose of:

1. Repentance, reconciliation, and spiritual growth of the individual disciplined (see Proverbs 15: 5; 29: 15; I Corinthians 4: 14; Ephesians 6: 4; I Timothy 3: 4–5; Hebrews 12: 1–11; Psalm 119: 115; 141: 5; Proverbs 17: 10; 25: 12; 27: 5; Ecclesiastes 7: 5; Matthew 7: 26–27; 18: 15–17; Luke 17: 3; Acts 2: 40; I Corinthians 5: 5; Galatians 6: 1–5; II Thessalonians 3: 6, 14–15; I Timothy 1: 20; Titus 1: 13–14; James 1: 22)
2. Instruction in righteousness and good of other Christians, as an example to them (see Proverbs 13: 20; Romans 15: 14; I Corinthians 5: 11; 15: 33; Colossians 3: 16; I Thessalonians 5: 14 [note this is written to the whole church, not just to leaders]; I Timothy 5: 20; Titus 1: 11; Hebrews 10: 24–25);
3. Purifying the church as a whole (see I Corinthians 5: 6–7; II Corinthians 13: 10; Ephesians 5: 27; II John 10; Jude 24; Revelation 21: 2);
4. Creating a corporate witness to non–Christians (see Proverbs 28: 7; Matthew 5: 13–16; John 13: 35; Acts 5: 1–14; Ephesians 5: 11; I Timothy 3: 7; II Peter 2: 2; I John 3: 10); and
5. Supremely for the glorifying of God by reflecting His holy character (see Deuteronomy 5: 11; I Kings 11: 2; II Chronicles 19: 2; Ezra 6: 21; Nehemiah 9: 2; Isaiah 52: 11; Ezekiel 36: 20; Matthew 5: 16; John 15: 8; 18: 17, 25; Romans 2: 24; 15: 5–6; II Corinthians 6: 14–7: 1; Ephesians 1: 4; 5:27; I Peter 2: 12).

**(F)** If reconciliation is not reached, a second member, either an Elder or one duly appointed, is to accompany the one seeking to resolve the matter. This second step should also be preceded by self-examination and exercised in a spirit of humility and with the goal of restoration.

**(G)** If the matter is still unresolved after the steps outlined in subsections (E) and (F) have been taken, the discipline committee, as the church representatives Biblically responsible for putting down the murmuring, shall hear the matter. If the matter is not resolved during the hearing of the disciplinary committee, the committee shall recommend to the members of the church that they, after self-examination, make an effort personally to go to the offending member and seek that member's restoration.

**(H)** If the matter is still unresolved after the steps outlines in subsections (E), (F) and (G) have been taken, those who continue in unrepentant sin may be referred to the church by the Elders for dismissal from membership, and exclusion from the services and fellowship of the church [1 Cor 5:2,11-13; Titus 3:10-11]. Members who refuse to repent and be restored are to be removed from the membership of the church upon a majority vote of the membership present at a meeting called for the purpose of

considering disciplinary action. The member subject to disciplinary action is not entitled to vote on his/her own discipline.

- (I) A member who has been placed under discipline by the Elders is no longer classified as “a member in good standing” for purposes of these Bylaws. Anyone under the discipline of the church may be restored to fellowship who gives evidence of genuine repentance and is recommended by the Elders for restoration [1 Cor 2:5 -11].
- (J) No matter may be heard by the discipline committee or the church unless steps outlined in (E) and (F) have been taken, except in the case of a public offense.
- (K) All Elders and Deacons, as well as Staff and Appointees, are subject to the same church discipline as other members. Those who are unrepentant may be removed from office and or membership in the church. The procedure for discipline of Elders is specific [1 Tim 5:19-20]; the church may not receive an accusation of misconduct against an Elder except on the confirmation of two or three witnesses to the alleged offense. Those Elders who are guilty of sin and continue in it shall be publicly rebuked [1 Tim 5:20] and may be removed from office.

## **SECTION 1.05 – TRANSFER OF MEMBERSHIP**

Members not under the disciplinary process of Section 3.04 may request that letters of transfer be sent to another church. Letters of transfer shall not be granted to the individual member.

## **SECTION 1.06 - AUTOMATIC TERMINATION OF MEMBERSHIP**

- (A) The membership of any individual member shall automatically terminate without notice if the member in question has not attended a regular worship service of the church in the preceding six months. Upon good cause being shown to the Elders, this provision for termination may be waived in the case of any individual member at the discretion of the Elders.
- (B) No member of this church may hold membership in another church. The membership of any individual member shall automatically terminate without notice if the member unites in membership with another church.
- (C) The membership of any individual member shall automatically terminate without notice if the Elders become aware of a member’s open and unrepentant involvement in any sexual misconduct

described in Section 2.01 (Q) or if any member files a lawsuit in violation of Section 2.01 (W).

- (D) The membership of any individual member shall automatically terminate without notice if the member openly and unashamedly disagrees with any portion found in the Statement of Faith.
- (E) The membership of any individual member shall automatically terminate without notice if the member in a spirit of dissention actively engages in secretive discussion and/or intentionally organized, secretive meetings in a concerted effort against the building up and unity of the church.
- (F) The membership of an individual will automatically terminate upon his or her death.
- (G) No provision contained in this section shall be subject to or governed by the procedures regarding discipline of members as set forth in Section 1.04.
- (H) A member may resign at any time, but no letter of transfer or written statement of good standing will be issued upon such resignation, except at the discretion of the Elders.

## **ARTICLE 2**

### **OFFICERS & SUPPORT STAFF**

#### **SECTION 2.01 – CHURCH OFFICERS**

- (A) The New Testament church is composed of saints, including overseers [elsewhere known as Elders], and Deacons [Phil 1:1]. The epistles paint the portrait of the church in word pictures. The bride depicts the love bond between Christ and his people [Eph 5:25-33]. The church is a pure Bride espoused to Christ [2 Cor 11:2]. Any flirtation with the world is condemned as spiritual adultery [Jas 4:4]. The body of Christ is a vivid image of the interdependence of the people of God [Rom 12:3-8]. No member of Christ's body is without the means of grace to benefit the whole [1 Cor 12:11-31]. The metaphor of the church as the flock of God is the only one that identifies leaders within the body of saints, the shepherds that oversee the flock [Acts 20:28; 1 Pet 5:1-4].
- (B) In addition to the saints and Elders in the church at Philippi, we are introduced to Deacons whose office is derived from the common verb "to serve." Biblically, all ministry is service; Saints serve, Elders serve, and Deacons serve. The majority of saints serve unofficially and spontaneously. Comparatively few serve the church officially as Elders or Deacons. Those

who serve officially must be qualified to do so by the same virtues; spiritual maturity, moral integrity, good family management, and living above reproach [1 Tim 3:1-13].

(C) The difference between them is their giftedness. All serve the body of Christ using the gifts given by the Spirit [1 Cor 12:7]. But those who oversee the church must be apt to teach [1 Tim 3:2] so that they may lead through the persuasive power of the Word of God rather than worldly wisdom or humanistic pragmatism. Furthermore, gentle and patient teaching is the means by which the Elders seek to reclaim those who are unwilling to acknowledge the truth from the snare in which Satan has entrapped them [2 Tim 2:24-26].

(D) When the church at Jerusalem looked for leaders, it selected from among its own company men "...of good reputation, full of the Spirit and of wisdom..." [Acts 6:3]. It is the intention of this church to maintain a credible leadership by appointing to office only those who meet the qualifications set for in Holy Scripture [1 Tim. 3:1-13; Titus 1:5-9].

## **SECTION 2.02 –CHURCH OFFICES**

(A) The church offices for Williams Creek Baptist Church shall include but not be limited to: Elder, Deacon, Church Clerk, Financial Secretary and Treasurer. One person may hold two or more offices, with some exceptions.

(B) Officers of the church must be elected by a majority of the present, voting membership at a regular church members meeting. The Elders, from time to time as they deems appropriate, may appoint other church officers, subject to a majority confirmation vote by present, voting church members at any regular or special church members meeting.

## **SECTION 2.03 – DESIGNATION OF CORPORATE OFFICERS**

As an accommodation to legal relationships outside the church, the Vocational Elder shall serve as the President of the corporation; the Church Secretary shall serve as Secretary of the corporation, the Financial Secretary shall serve as the Treasurer of the corporation; the Chairman of the Council of Elders shall serve as Vice President of the corporation.

## **SECTION 2.04 – ELIGIILITY FOR OFFICE**

(A) The church shall not install or retain an officer who fails to adhere to or expresses disagreement with the Statement of Faith as set forth in Article 2 of the WCBC Constitution. All church officers, upon request of the Elders, shall affirm their agreement with the Statement of Faith.

- (B) All church officers must be approved initially and thereafter annually by the Elders in order for them to commence or continue in their offices.
- (C) Only church members are eligible for election or appointment to any church office or position.

## **SECTION 2.05 – TERMS OF OFFICE**

- (A) **VOCATIONAL ELDER.** The relationship between the Vocational Elder and the church shall be permanent unless dissolved at the option of either party by the giving of a month's notice, or less by mutual consent. The severance of the relationship between the Vocational Elder and the church may be considered at any regular or special church administration meeting by following the procedures outlined in 5.04, provided notice of the meeting shall have been given from the pulpit to the church two Sundays prior to the meetings. A two-thirds majority of the eligible members present and voting shall be required to sever the relationship between the Vocational Elder and the church. Disciplinary removal of the Vocational Elder from office automatically terminates his membership. A restoration to membership after disciplinary removal will be subject to the requirements of Section 1.04 (D).
- (B) **NON-VOCATIONAL ELDER.** A Non-Vocational Elder may serve for an indefinite term as long as the Council deems him to be spiritually qualified for office and fulfilling his responsibilities, or until such time as he requests to be relieved of his office. A Non-Vocational Elder who has asked to be relieved of his responsibilities may be returned to office upon the unanimous recommendation of the Council and ratification by two thirds of the membership present and voting at a meeting of the church called for that purpose.

Any issues regarding the conduct of an Non-Vocational Elder shall be brought to the attention of the Council of Elders. The Council may remove an Non-Vocational Elder from office by unanimous consent of the other Elders without ratification by the church when they deem the Non-Vocational Elder no longer qualified for office, or habitually fails to perform his duties. The church may remove a Non-Vocational Elder from office, and possibly church membership, as the result of disciplinary action.

A repentant Non-Vocational Elder may be restored to fellowship by the church, but shall not be reinstated to office without the unanimous consent of the Council of Elders and congregational approval.

- (C) **DEACON.** A Deacon may serve for an indefinite term as long as the Council of Elders deems him to be spiritually qualified for office and fulfilling his responsibilities, or until such time as he requests to be relieved of his office.

A Deacon who has asked to be relieved of his responsibilities may be returned to office upon the unanimous recommendation of the Council of Elders and ratification by two thirds of the membership present and voting at a meeting of the church called for that purpose.

The Council of Elders reserves the right to remove any Deacon from office who in the opinion of the Council is no longer qualified for office or habitually fails to perform the duties of his office.

- (D) VACANCY.** A vacancy in any office or Council, except in the case of Vocational Elder, may be filled at any regular church members meeting by a majority vote of the present members. All elected and appointed officers shall serve in their respective offices until their successors are duly elected or appointed. The election of officers by the church membership shall occur on an as needed basis at a regular, or special, church administration meeting.

## **SECTION 2.06 – VOCATIONAL ELDER SELECTION**

Upon resignation, death, or dismissal of the Vocational Elder, the church shall seek a candidate who subscribes to the Statement of Faith, the Covenant, and bylaw provisions of this church, and whose life aligns with the qualification of a Elder as described in 1 Timothy 3:1-7 and Titus 1:6-9. The church shall abide by the following guidelines for calling a Vocational Elder.

- (A)** The Elders shall select a pulpit committee to consist of all Elders and up to five other members elected by a simple majority of the Elders. The pulpit committee shall interview potential candidates and will only consider men who completely subscribe to the Statement of Faith and Covenant contained herein;
- (B)** Prior to being announced to the congregation as a formal candidate, any man being considered for the Vocational Elder candidate must preach at least one Sunday service. Thereafter, upon a majority vote of the Elders, the pulpit committee may formally announce the candidate to the church, after which the candidate must preach at least two regularly scheduled services and be available for a church-wide question/answer time prior to being voted upon by the congregation;
- (C)** Notice from the pulpit must be given 2 consecutive Sundays prior to a formal candidate's preaching services, and 2 consecutive Sundays prior to the church congregational vote;
- (D)** The candidate must be elected as Vocational Elder by a majority vote of qualified, present voting members. The pulpit committee will only present for consideration to the church one candidate at a time, and an up or down vote must be cast prior to consideration of other potential candidates.

(E) If a Vocational Pastor has not been duly ordained prior to his call by the church, he shall have one year to complete the requirements for ordination in order to remain in office. Pending his ordination, the Vocational Elder shall serve as an *ex officio* member of the Elder Council. A Vocational Elder who does not complete the requirements for ordination within one year may be granted a limited extension or removed from the Eldership at the discretion of the Elder Council.

(F) For those who complete the requirements for ordination, a service shall be held at a time specified by the Elder Council to install the Vocational Elder into office.

## **SECTION 2.07 – NON-VOCATIONAL ELDER SELECTION**

(A) Any adult male member in good standing of Williams Creek Baptist Church may be considered as a candidate for Eldership who has applied or recommended by a member of the church of the Council.

(B) The Council of Elders, or a committee thereof, shall interview each candidate to determine his qualification and giftedness for office as an Elder according to the criteria of Scripture [1 Tim 3:1-7; Titus 1:6-9; 1 Pet 5:1-4].

(C) The Elders shall be comprised of men who satisfy the qualifications for the office of Elder set forth in I Timothy 3: 1–7 and Titus 1: 5–9.

1. An Elder must demonstrate a desire to do the work of spiritual oversight by the evidence of his ministry to others [1 Tim 3:1].
2. Elders must evidence good moral character, spiritual maturity, marital fidelity [1 Tim 3:2-3], and a credible testimony in the community [1 Tim 3:7].
3. The management of their families shall determine their fitness to care for the church [1 Tim 3:4-5].
4. For their own protection, immature believers may not serve in the office of Elder [1 Tim 3:6].
5. Elders must evidence that the Spirit has gifted them to teach [1 Tim 3:2; 2 Tim 2:24; Titus 1:9].
6. They must be gifted by the Spirit to lead [Rom 12:6-8]; that is, to rule [1 Tim 5:17; Heb 13:7, 17], or take care of the church [1 Tim 3:4-5].
7. Each Elder must affirm that he is, without reservation, in support of the bylaws of Williams Creek Baptist Church as articulated in its constituent parts: The Covenant of Membership, Statement of Faith, and Bylaws.

(D) The Council shall inform the congregation of any candidate being considered and the members of the congregation shall have 30 days to submit in writing to the Council any pertinent information or questions for the Council's consideration in discussion with the candidate.

- (E) A candidate who is not approved as the result of the interview process may be counseled by the Elders, or representative thereof, concerning the reasons for their decision if the candidate so desires.
- (F) If the candidate is approved by unanimous consent of the Council, the church shall permit him to function as an *ex officio* member of the Council for a period not to exceed one year. During this year, members of the church shall have the opportunity to become acquainted with his life and ministry as a spiritual leader so they can give prayerful and informed consideration before being asked to vote on his recommendation by the Council.
- (G) If a Non-Vocational Elder has not been duly ordained prior to his call by the church, he shall have one year to complete the requirements for ordination in order to remain in office.
- (H) An *ex officio* member of the Council shall prepare for ordination through a course of study designated by the Council to enable him to articulate Bible knowledge incumbent upon the office [1 Tim 1:3-7; 3:2; 4:1-16; 6:1-6, 20-21; 2 Tim 1:13-14; 2:1-18, 23-26; 3:14-4:5; Titus 1:9-11; 2:1, 15].
- (I) An *ex officio* member of the Council who does not complete the requirements for ordination within one year may be granted a limited extension or removed from further consideration for Eldership at the discretion of the Council.
- (J) When the Council is satisfied that the candidate is sufficiently prepared, they shall examine his qualifications for ordination by whatever means they deem to be appropriate. If, after examining a candidate, the Council is unanimous in their opinion that he is suitable for ordination, they shall recommend that the church ordain the candidate as an Elder of Williams Creek Baptist Church. The candidate shall be ordained to office upon the unanimous recommendation of the Council of Elders and ratified by a two-thirds of the church membership present and voting at a meeting of the church called for that purpose.
- (K) Those who are ordained to the office share in all the rights and responsibilities of a minister of the gospel and an ordination service shall be scheduled to install the Elder in office.

## **SECTION 2.08 – DEACON SELECTION**

- (A) For the purpose of these Bylaws, a Deacon is a person who is installed in the office of Deacon. The office of Deacon is composed of the official servants of the church [1 Tim 3:8]. The office may be occupied by men, referred to as Deacons [1Tim 3:8-10] shall be qualified for office according to the biblical standards of 1 Timothy 3:8-12.
1. Their qualifications differ little from Elders regarding moral character, spiritual maturity, motivation, marital fidelity, and family management.

2. They must hold firmly the great doctrines of the faith with a pure heart.
3. Their reputation in the church must be above reproach.
4. They must be gifted by the Spirit to serve [Rom 12:6-7].
5. As part of installation to office, a Deacon must affirm that he is, without reservation, in support of the bylaws of Williams Creek Baptist Church to include the church covenant and Statement of Faith.

(B) The number of Deacons shall be as many as are needed to care for the various ministries of the church. Members of the church may submit in writing to the Elders the name of anyone they desire the Council to consider. As additional Deacons are required, they shall be presented to the church for ratification at any regular or special member's meeting of the church.

(C) The Council of Elders shall nominate candidates for the office of Deacon at the Regular Meeting of the church. The Council shall nominate as many persons as are needed to fulfill the ministry for the coming year.

(D) A nominee must be ratified by a majority of the church members present and voting.

## **SECTION 2.09 – FINANCIAL SUPPORT**

(A) The responsibility of the church for the financial support of its Elders is a matter of biblical principle [1 Cor 9:7-18, Gal 6:6; 1 Tim 5:18]. All Elders who rule well are worthy of the honor due their office and also the honorarium or compensation for their ministry to the church [1 Tim 5:17].

(B) In the event that an Elder shall be compensated by the church for his ministry, the Council shall present an agreement to the church for its approval. Such agreement shall include the normal terms of employment, such as, a job description, financial package, benefits, vacation, etc.

(C) Financial support for Vocational Elders shall be reviewed as a routine part of the budgeting process. Recommendations for adjustments in their compensation shall be initiated by a committee composed of Non-Vocational Elders.

(D) In the event that a vocational elder is relieved of his office by resignation or dismissal, a severance arrangement shall be made by the Council or a committee thereof.

## **SECTION 2.10 – ELDER OVERSIGHT OF OFFICERS AND STAFF**

(A) Subject of appropriate budgetary allowance, and on the condition that they shall become a member of the church upon assuming their duties, the Elders may hire associates and assistance to assist them in carrying out their God-given responsibilities.

- (B) All church staff, whether paid or volunteer, shall be under the supervision of the Elders who have the sole authority to dismiss the same. No employee or volunteer shall be hired, appointed, or retained who fails to adhere to or expresses disagreement with the Statement of Faith.

## **ARTICLE 3**

### **DUTIES AND POWERS OF OFFICERS**

#### **SECTION 3.01 – THE ELDERS**

An Elder is a man who is ordained to the office of Elder of Williams Creek Baptist Church according to the process contained in Section 2.05 for vocational Elders, or Section 2.06 for non-vocational Elders. The office of Elder shall be occupied by a plurality of men of equal authority [Titus 1:5; Acts 14:23]. This plurality of equals shall be referred to in these By Laws as "the Council of Elders", "the Council", or "the Elders".

- (A) The Elders shall preach the Gospel regularly and shall be at the liberty to preach the whole counsel of the Word of God as the Lord leads them. They shall administer the ordinances of the church, act as moderator at all church meetings for the transaction of church matters, supervise the teaching ministries of the church, and tenderly watch over the spiritual interests of the membership.
- (B) The Elders shall appoint the members of the various committees as needed, to fulfill the work and ministry of the church. They shall extend the right hand of fellowship to all new members on behalf of the church and shall perform such other duties as generally appertain to such a position. The Elders shall be free to choose the means and methods by which they exercise the ministry God has given them.
- (C) All appointments for public worship and Bible study and the arrangement thereof, including time and place and the use of the property belonging to the church for purposes other than the stated appointments, shall be under the control of the Elders, who shall be able to determine the appropriateness of practices as well as persons permitted to use the church property.
- (D) The Elders shall be responsible to fill the pulpit for each regularly scheduled church service as well as any special services. When necessary, the Elders shall be responsible to invite speakers from within the membership or outside the church to preach in a manner consistent with the beliefs articulated in the Statement of Faith.
- (E) The Elders shall be responsible to establish mandatory safety and security procedures for all ministries and programs involving minors.

- (F) Subject to the will of the congregation, the Elders shall oversee the ministry and resources of the church. In keeping with the principles set forth in Acts 6: 1–6 and I Peter 5: 1–4, the elders shall devote their time to prayer, the ministry of the Word (by teaching and encouraging sound doctrine), and shepherding God’s flock.
- (G) The Elders shall assist one another in promoting the spiritual welfare of the church, in conducting the church services, and in equipping all members for the work of service to edify, strengthen, and build up the church.
- (H) The Elders shall take particular responsibility to examine and instruct prospective members, examine and recommend all prospective candidates for offices and positions, oversee the work of the deacons and appointed church agents and committees, conduct worship services, administer the ordinances of baptism and communion, equip the membership for the work of the ministry, encourage sound doctrine and practice, admonish and correct error, oversee the process of church discipline, coordinate and promote the ministries of the church, and mobilize the church for world missions. The Elders are further to ensure that all who minister the Word to the congregation, including outside speakers, share our fundamental convictions. As such;
1. The Elders shall implement the mandate given by the church.
  2. They shall maintain the pulpit ministry as the primary means by which the church is nurtured with sound doctrine consistent with the Statement of Faith of this church.
  3. They shall lead the church diligently [Rom 12:8], being watchful for the spiritual welfare of each member [Heb 13:17].
  4. Although the Elders have a common calling and are equal in authority, they may be specialized in function. The emphasis of their individual labors shall be determined by their respective giftedness.
  5. While all Elders share equally in the responsibility of leading the church, some may devote the greater portion of their time to laboring in preaching and teaching. Others may give greater attention to administrative duties [1 Tim 5:17].
  6. The duties of individual Elders shall be delegated by the Council of Elders.
  7. The Elders shall have primary responsibility for the employment, supervision, and evaluation of staff members. This responsibility may, on a case-by-case basis, be delegated to another staff member.
  8. The Elders may establish ministry positions or committees to assist them in fulfilling their responsibilities. They may also propose funding for new paid staff positions. The membership shall approve all candidates to fill the positions of senior and associate pastor.
  9. The Council of Elders shall make decisions based on unanimous consent. If the exceptional occasion arises when this is not possible, issues before

the Council shall be decided by a majority of the total number of existing Elders.

- (I) The Council of Elders shall organize themselves into such committees, appoint such leadership, and adopt such procedures as necessary to carry out their responsibilities.
- (J) The various members and regular attenders of the church shall be divided among the Elders so that each will come under the oversight of at least one of the Elders.
- (K) The various ministries of the church shall be divided among the Elders so that each area of ministry will come under the oversight of at least one of the Elders.
- (L) Each Elder will be assigned a sufficient number of Deacons to assist him in his ministry. A high priority for each Elder shall be to shepherd those Deacons who labor under his direction and set an example of faith for them to follow.
- (M) The Council shall appoint from among its Elders a chairman, vice chairman and secretary. The officers (chairman, vice chairman, and secretary) appointed by the Council shall constitute the legal representatives of the ecclesiastical corporation not for profit known to the State of West Virginia as Williams Creek Baptist Church.
- (N) The Council shall constitute the trustees of the church, and have oversight of the properties and funds of the church, and be accountable to the church according to these Bylaws. The Council may grant durative power of attorney to others to act as its legal representatives in matters dealing with specific projects approved by the church.
- (O) A majority of the Elders shall constitute a quorum.
- (P) The number of Elders needed to care for the church shall be determined by the Council of Elders.

### **SECTION 3.02 –DEACON**

The office of deacon is described in I Timothy 3: 8–13 and Acts 6: 1–7. The church shall recognize, in accordance with the bylaws provisions on elections, men who are giving of themselves in service to the church, and who possess particular gifts of service. These members shall be received as gifts of Christ to His church and set apart as Deacons.

- (A) The duties of the Deacons shall consist of assistance and advice and administrating support for body need. Deacons shall care for the temporal needs of members, and encourage and support those able to help others and those with gifts of administration.
- (B) They shall assist the Elders with the ordinances of the Lord's Supper and Baptism, attend to the accommodations for public worship, care for the spiritual needs of the congregation, and advance the ministries of the church.

- (C) They shall advise the Elders on matters of policy and procedure that will facilitate the Purpose of the church. Deacons shall be associated in various care and support ministries dealing with, for example, matters of finance, budget, property, building, missions, etc.
- (D) Unless otherwise specified, they shall facilitate the ministries of the church, and maintain its property and funds under the policies and procedures established by the Council of Elders. It is preferable that each Deacon shall serve in only one area of ministry.
- (E) The Deacons shall disburse funds for benevolence, reporting on its use to the Elders at their request, and reporting to the church its total receipts (as a result of designated gifts) and total disbursements only.
- (F) The Deacons, with the agreement of the Elders, may establish unpaid administrative positions or committees of members to assist them in fulfilling their responsibilities in the church. Deacons shall be organized in a manner best suited to fulfill their designated duties.
- (G) Each Deacon may be assigned to assist an Elder in the area of ministry for which the Elder has oversight.

### **SECTION 3.03 – CHURCH CLERK**

- (A) The Church clerk shall certify and keep at the office of the church, the original bylaws or a copy, including all amendments or alterations to the bylaws, minutes of meetings, the membership roll, baptisms, and certificates of ordination and license; and deliver such documents to the successor upon leaving office.
- (B) Keep minutes of all church members and Elder Meetings (unless a separate secretary of Elders has been elected or appointed), including the time and place of holding, the notice given, the names of those present (unless a church wide meeting), and an accurate record of all church business approved at each meeting. A copy of these minutes shall be kept as a permanent record of the church and shall be made available at all reasonable times to any proper person on terms provided by law and pursuant to these bylaws.
- (C) Sign, certify, or attest documents as may be required by law; see that reports, statements, certificates, and all other documents and records required by law are properly kept and filed;
- (D) See that all notices are duly given in accordance with the provisions of these bylaws. (in case of the absence or disability of the secretary, or his or her refusal or neglect to act, notice may be given and served by the Council of Elders);

(E) Keep an account of any special events in the life of the church which are of historical interest and give a report at the church members meeting of the status of the church membership roll upon request.

(F) Serve as the secretary of the corporation and be a member in good standing.

### **SECTION 3.04 – FINANCIAL SECRETARY**

The Financial Secretary shall:

(A) Count, along with one other person so appointed, and record in a permanent record all the monies received in offerings for the church. This shall be done following each service or day of services of the church.

(B) Convey in a timely manner all funds received for deposit in the bank, including moneys received from outside sources, and shall provide a record of all monies received, specifying the distribution into various funds as designated. A copy shall be provided to the Elders upon request.

(C) Maintain a permanent weekly record of individual giving for all donations, offering, contributions and gifts, and shall guard said records confidentially as a sacred trust. The Treasurer shall issue an official receipt to each contributor at the end of each fiscal year.

(D) Write, sign, record, and mail checks in payment of church bills and routine expenses approved by the Elders as well as disburse funds and salaries as directed by the church;

(E) Keep in the church office an accurate and permanent record of all financial transaction of church funds. Make reports of itemized disbursements and the financial condition of the church as requested by the Elders, and for quarterly or otherwise special or regular members meetings; deliver such records to successor upon leaving office;

(F) A member of the Elders may assist the Financial Secretary in the execution of the duties noted above.

### **SECTION 3.05 – TREASURER**

The Treasurer shall:

(A) Keep in the church office an accurate and permanent record of all church giving records and provide year-end giving statements, necessarily, to all who made contributions;

(B) Verify all funds received from the church Financial Secretary, and deposit these and all other funds received in appropriate amounts at an approved banking facility or trust company as shall be selected by the Elders.

(C) At least two directors of this non-profit shall be authorized to sign church checks in the Treasurer's absence. The Chairman of the Elders shall not perform this duty if functioning as Financial Secretary. No person shall be permitted to sign checks written to themselves, and no expenditures of the church (except miscellaneous petty cash disbursements) shall be made by cash.

(D) Serve as Treasurer of the corporation and be a member in good standing.

### **SECTION 3.06 – STAFF MEMBERS**

(A) By definition, a staff member is a person who is compensated for his or her assistance to the Elders.

(B) Staff positions shall be allocated in the annual budget. Adjustments in compensation for staff members shall be initiated by the Elders and included as part of the normal budgeting process. Recommendations for compensation will be presented by the Elders to the church for its approval if an amendment to the budget is necessary.

(C) It shall be the responsibility of the Council of Elders to hire and or dismiss staff members.

### **SECTION 3.07 – DUTIES OF ALL OFFICERS**

(A) All officers shall prepare a written report of their work for the church members meeting and shall surrender all records in their possession to the church clerk at the close of their term of office to be filed as a permanent record of the work of the church. All records are the property of the church and must be kept in the church office.

(B) Any officer who neglects his duties as outlined in the bylaws for a period of three months may be removed from his office, at the discretion of the Elders, and another may be appointed by the Elders to serve the un-expired term.

### **SECTION 3.08 – INSTALLATION OF ALL OFFICERS**

A public installation service in which all newly elected officers of the church are to be dedicated to their respective offices and the ordination of newly elected Elders or Deacons shall be held at a public church service following their election at the church members meeting.

# ARTICLE 4

## MEETINGS

### SECTION 4.01 – MEETINGS FOR PUBLIC WORSHIP

Unless otherwise determined by the Elders, the church shall meet each Sunday, prospectively mornings and evenings, and may include (but not limited to) public worship, instruction, prayer, fellowship, and observance of the ordinances of believer's baptism and the Lord's Supper and additionally meet at least once a week for Bible study and prayer. The times and locations of these meetings shall be at the discretion of the Council of Elders.

### SECTION 4.02 – MEETINGS FOR CHURCH MEMBER CARE & ADMINISTRATION

- (A) In every meeting together, members shall act in that spirit of mutual trust, openness, and loving consideration, which is appropriate within the body of our Lord Jesus Christ. A quorum shall consist of the members present. Public notice of the meeting shall be given from the pulpit for two successive Sundays immediately preceding the meeting.
- (B) There shall be a regular members' meeting at least *quarterly*, at some time apart from a public worship service agreed upon by the membership. The Vocational Elder, or an Elder designated by the Council of Elders, shall preside as moderator at all members' meetings of the church. The Elders shall see that the stated meetings of the church are regularly held and that required reports are submitted to the church by the responsible members. Only members in good standing are permitted to attend these meetings. Others may attend at the discretion of the Council of Elders.
- (C) The moderator shall determine the rules of procedure according to his sense of fairness and common sense, giving all members a reasonable opportunity to be heard on a matter. The moderator is the final authority on questions of procedure, and his decision is final and controlling. The following order shall generally be observed (but not be limited to), at the regular members meetings:
1. Scripture reading and prayer
  2. Reading of minutes
  3. Reception of members
  4. Dismissal of members
  5. Reports of Officers (as needed)
  6. Reports of standing committees (as needed)
  7. Reports of special committees (as needed)
  8. Unfinished matters
  9. Election of Officers (as needed)
  10. New matters
  11. Adjournment
  12. Benediction

(D) A budget shall be approved by the membership at a members' meeting no more than three months, nor less than one month prior to the start of the fiscal year.

1. The purpose of the budget of Williams Creek Baptist Church is to reflect and implement the ministry values and objectives incorporated in the Purpose of the church.
2. The Elders and Deacons shall work together closely in administering the budget so that the various ministries of the church are adequately funded.
3. The Elders shall present to the church for its review, revision, and adoption, a unified budget incorporating the estimated operating expense for all the ministries of the church for the fiscal year.
4. The Elders shall exercise diligence to assure that the budget process is not abused for personal gain by any officer of the church.
5. Staff salaries shall be stated in general terms in the budget rather than in specific line items in order to preserve the privacy of the staff member.

(E) For any meeting under this article, the moderator, in his sole discretion, shall have full and unilateral authority to require any nonmember to leave the meeting room and to order the immediate removal of any member or other person present who is deemed by the moderator to be disruptive to the proceeding by act of presence. The moderator shall have the full authority to order the removal of all children (ages to be determined by the moderator) if the moderator determines, in his sole discretion, that circumstances so warrant. If the moderator determines that compliance with his order of removal is unsatisfactory, the moderator may, in his sole discretion, revoke the disruptive person's right to remain on the premises in accordance with Section 1.03(C) and treat the person as a trespasser.

### **SECTION 4.03 – SPECIAL MEETINGS**

The Elders, at their discretion, may call a special meeting by giving notice of such a meeting and the purpose for which it is called to the church from the pulpit at least one Sunday and not less than one week prior to said meeting. A meeting for the calling of a Vocational Elder or the severance of the relationship between the church and the Vocational Elder shall be called in accordance with the provision of Sections 2.05(A) and 2.06.

### **SECTION 4.04 – MOTIONS**

Members who desire that a certain motion be made or subject matter be discussed during an annual, regular, or special meeting must file a written recommendation with the Council of Elders two weeks prior to the set meeting. The church leadership will then consider the proposal and proceed according to their conscience and what they understand to be in the best interests of the church. All other motions will be presented by the Vocational Elder and/or chairman of the Council of Elders (or other moderator as appointed by the Council of Elders) unless the Elders have delegated authority to another member and/or office to raise certain motions.

## **SECTION 4.05 - VOTING**

- (A) Any member of the church of legal age (18) and in good standing is eligible to vote on any matter presented to the church.
- (B) A member in good standing is one that is not under church discipline.
- (C) Unless otherwise specified, a simple majority vote of the members present and voting shall be sufficient for adoption of the motion.
- (D) Substantive matters shall be voted on by secret ballot.  
On any matter that the church is asked to vote, a secret ballot may be requested by motion from the floor and adopted by the church

## **SECTION 4.06 - QUORUM**

Provided all constitutional provisions for notification have been met, a quorum shall be understood to be met by those members present. All votes shall be tallied based on the number of votes cast by members present.

# **ARTICLE 5 FIDUCIARY RESPONSIBILITIES**

## **SECTION 5.01 – ENCUMBRANCE**

- (A) No Council, board, committee, or person shall be authorized to borrow money, or place a mortgage or lien on the property of the church without the express prior approval of the church.
- (B) Upon approval of the church, the officers of the Council of Elders listed in Article 2, Section 2.01, shall have the power to execute and deliver in the name of the church and on its behalf such notes, bonds, mortgages, or other instruments of indebtedness as shall be required to secure a loan authorized by the church.

## **SECTION 5.02 – SALE OF CHURCH PROPERTY**

No property belonging to the church shall be sold without the authorization from the church granted at a members meeting of the church.

## **SECTION 5.03 – DESIGNATED CONTRIBUTIONS**

From time to time the church, in the exercise of its religious, educational, and charitable purposes, may establish various funds to accomplish specific goals. All contributions to these funds shall be deemed advisory rather than mandatory in nature and shall remain subject to the exclusive control and discretion of the Council of Elders. No fiduciary obligation shall be created by any designated contribution made to the church other than to use the contribution for the general furtherance of any of its tax-exempt purposes.

## **SECTION 5.04 – FISCAL YEAR**

The Fiscal Year of the church shall begin January 1<sup>st</sup> and end December 31<sup>st</sup>.

## **ARTICLE 6 INDEMNIFICATION**

### **SECTION 6.01 – ACTIONS SUBJECT TO INDEMNIFICATION**

(A) The church may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, including all appeals (other than an action by or in the right of the church) by reason of the fact that the person is or was an Elder, Deacon, officer, employee, or agent of the church, against expenses, including attorneys' fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit, or proceeding; and if that person acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the church and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

(B) The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or on a plea of *nolo contendere* or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner that he reasonably believed to be in or not opposed to the best interests of the church and, with respect to any criminal action or proceeding, had no reasonable cause to believe that his or her conduct was unlawful.

(C) The determination of good-faith intent shall be made

1. By a majority vote of the Elders who were not and are not parties to or threatened with the action, suit, or proceeding;
2. If the described quorum is not obtainable or a majority vote of a quorum of disinterested Elders so directs, by independent legal counsel in a written opinion; or
3. By a majority vote of the members of the church.

### **SECTION 6.02 – TIMING OF INDEMNIFICATION**

Expenses of each person seeking indemnification under this Article may be paid by the church as they are incurred, in advance of the final disposition of the action, suit, or proceeding, as authorized by the Council of Elders in the specific case, so long as the Elder, Deacon, officer, employee, or agent agrees to repay the amount if it is ultimately determined that he or she is not qualified to be indemnified by the church.

### **SECTION 6.03 – EXTENT OF INDEMNIFICATION**

The indemnification provided by the Article shall be deemed to be discretionary unless otherwise required as a matter of law or under any agreement or provided by insurance purchased by the church, both as to action of each person seeking indemnification under

this Article in his official capacity and as to action in another capacity while holding office, and may continue as to a person who has ceased to be an Elder, Deacon, officer, employee, or agent may inure to the benefit of the heirs, executors, and administrators of that person.

### **SECTION 6.04 – INSURANCE**

The church may purchase and maintain insurance on behalf of any person who is or was an Elder, Deacon, officer, employee, or agent of the church against any liability asserted against him and incurred by him in that capacity, or arising out of his status in that capacity, whether or not the church would have the power to indemnify him against liability under the provisions of this Article.

## **ARTICLE 7 COMMITTEES**

### **SECTION 7.01 – STANDING COMMITTEES**

The Council of Elders may at its discretion create standing committees as deemed appropriate and shall designate a chairperson and the membership for each standing committee except when otherwise specifically provided in these bylaws.

### **SECTION 7.02 – SPECIAL COMMITTEES**

The Council of Elders, in its discretion may create special committees to provide the Council with advice and information regarding matters submitted to the committee by the Council for consideration. The committee shall have no authority to act on behalf of the corporation. Nomination for special committee members shall be made by the Elders or such persons as they shall appoint to make such nominations. The members of the committee shall be chosen by a majority vote of the Council of Elders and shall serve solely at the pleasure of the Council of Elders. The special committee shall be subject to the control and direction of the Council of Elders at all times.

### **SECTION 7.03 – TERM OF COMMITTEES**

Unless stated otherwise, all committees shall serve until the end of the fiscal year.

## **ARTICLE 8 BINDING ARBITRATION**

### **SECTION 8.01 – SUBMISSION TO ARBITRATION**

Believing that lawsuits between believers are prohibited by Scripture, all members of this church agree to submit to binding arbitration any matters which cannot otherwise be resolved, and expressly waive any and all rights in law and equity to bring any civil disagreement before a court of law, except that judgment upon the award rendered by the arbitrator may be entered in any court having jurisdiction thereof.

## **SECTION 8.02 – NOTICE OF ARBITRATION**

- (A) In the event of any dispute, claim, question, or disagreement arising out of or relating to these bylaws, or any other church matter, the parties shall use their best efforts to settle such disputes, claims, questions, or disagreements as befits Christians and in accord with Matthew 5:15-17.
- (B) To this effect, they shall consult and negotiate with each other in good faith and, recognizing their mutual interests not to disgrace the name of Christ, seek to reach a just and equitable solution.
- (C) If they do not reach such solution within a period of sixty (60) days, then upon notice by either party to the other, disputes, claims, questions, or differences shall be finally settled by arbitration as described in Section 7.01, above, and such Procedures for Arbitrations as are adopted pursuant to Section 7.04, below.

## **SECTION 8.03 – LIMITATIONS ON ARBITRATION DECISIONS**

- (A) Should any dispute involve matters of church discipline, the arbitrators shall be limited to determining whether the procedures for church discipline, as outlines in Section 1.04 were followed.
- (B) Should any dispute involve the removal from office of the Elder, Deacon or any church officer, the arbitrators shall be limited to determining whether the procedures set forth in Sections 2.06, 2.07, or 3.08 were followed.

## **SECTION 8.04 – PROCEDURES FOR ARBITRATION**

The procedures for arbitration can be as adopted by the Vocational Elder and Council of Elders.

# **ARTICLE 9 CONFLICT OF INTEREST**

## **SECTION 9.01 – PURPOSE**

The purpose of this conflict of interest policy is to protect the church's interest when it is contemplating entering into a transaction or arrangement that might either benefit the private interest of an officer or director of the church or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state or federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

## **SECTION 9.02 – DEFINITIONS**

- (A) Interested Person:** Any director or officer who has a direct or indirect financial interest.
- (B) Financial Interest:** A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
1. An ownership or investment interest in any entity with which the church has a transaction or arrangement,
  2. A compensation arrangement with the church or with any individual or entity with which the church has a transaction or arrangement, or
  3. A potential ownership, or investment interest in, or compensation arrangement with, any entity or individual with which the church is negotiating a transaction or arrangement.
  4. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the Council of Elders decides that a conflict of interest exists.
- (C) Compensation:** Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

## **SECTION 9.03 – PROCEDURES**

- (A)** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors considering the proposed transaction or arrangement.
- (B)** After disclosure of the financial interest and all material facts, including any presentations by and discussion with the interested person, he shall leave the Council meeting while the determination of a conflict of interest involving the transaction or arrangement is discussed and voted upon. The remaining Council members shall decide if a conflict of interest exists by a majority vote.
1. The chairman of the Council shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
  2. After exercising due diligence, the Council or committee shall determine whether the church can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
  3. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Council shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the best interests of the church, for its own

benefit, and whether it is fair and reasonable. In the conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

(C) If the Council has reasonable cause to believe a member has failed to disclose actual or possible conflict of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

(D) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Council determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

## **SECTION 9.04 – RECORDS OF PROCEEDINGS**

(A) The minutes of the Council shall contain the names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Council's decision as to whether a conflict of interest in fact existed.

(B) The minutes of the Council also shall contain the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

## **SECTION 9.05 – COMPENSATION**

A voting member of the Council who receives compensation, directly or indirectly, from the church for services rendered may not vote on matters pertaining to that member's compensation.

# **ARTICLE 10 AMENDMENTS**

These bylaws may be revised or amended by a majority vote of the members present and voting at any regular church members meeting, provided that said revision or amendment has been submitted in writing and announced from the pulpit for at least two Sundays, and at least fourteen (14) days before the vote is taken.

Proposed amendments or changes must be made available to voting members for review at least one week prior to the meeting at which the vote to amend the bylaws will be taken.

# **ADOPTION**

These bylaws were adopted by a two-thirds majority vote of the members present and voting at a duly called meeting of the church in which a quorum was present.

These by-laws supersede any other bylaws or constitution of William Creek Baptist Church.

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DATE

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CHURCH CLERK