



# **BYLAWS AND ARTICLES OF INCORPORATION OF CHRIST'S AMERICAN BAPTIST CHURCH**

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# **Bylaws and Articles of Incorporation of Christ's American Baptist Church**

## **Article I – Incorporation**

This Church is duly incorporated under the laws of the State of Pennsylvania and under the corporate name of Christ's American Baptist Church of Spring Grove, Pennsylvania.

## **Article II – Purpose, Vision, and Mission Statement**

### **1. The Purpose of Our Existence as a Church Is:**

- a. To glorify God by being a Biblical Church, loyal in every way to the revelation of God in Scripture while proclaiming and teaching this message of life.
- b. To be a worshipping Church coming together to praise, honor, and adore God.
- c. To be a caring and serving Church, warm, loving, and accepting while seeking to minister to all without regard for race, position, or social background and serving as Christ served.
- d. To be a reaching Church, always sharing the Good News.
- e. To be an expectant Church, serving with trust in God's enabling power through the Holy Spirit.
- f. To be a praying Church, always acknowledging the great power of prayer, desiring to be like Jesus in His earthly ministry.

### **2. The Vision of Christ's American Baptist Church**

The Christ's American Baptist Church family will draw others to the saving knowledge of Christ by living like Him in the way we love and serve one another, our neighbors, and the world.

### **3. The Mission of Christ's American Baptist Church**

Striving to know Christ better and make Him better known.

## **Article III – Organization**

1. This Church will be autonomous. Its government will be vested in its membership. This Church is a member of the American Baptist Churches of Pennsylvania and Delaware, the Harrisburg Baptist Association, and The American Baptist Churches in the USA. This Church will support the interests of these Churches and Associations as long as those interests are not in conflict with the Word of God or this Church's Purpose, Vision, and Mission Statement ([Article II](#)) and Statement of Faith ([Article IV](#)).

## **Article IV – Statement of Faith**

1. Since the Statement of Faith of Christ's American Baptist Church is why we exist as a body and as a Church, it must not be changed without much prayer and agreement among the total membership of the Church. For that reason, all members of CABC who have joined the body under this specific Statement of Faith, must be involved in any change to it. Therefore, any proposed change to the Statement of Faith herein will require approval by a two-thirds (2/3) vote of all the membership of Christ's American Baptist Church. This will ensure a deliberate and well-prayed over change if approved.

### **2. About the Bible**

*Psalm 119:105; II Timothy 3:16-17; II Peter 1:20-21*

The Bible is the divine, inspired Word of God. Through it we know God's mind and heart. It was written by human authors; guided supernaturally by the Holy Spirit. It is the only

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infallible source of truth and manual for Christian belief and living. There are no other writings similarly inspired by God.

### **3. About God**

*Genesis 1:1-26; Acts 17:24; Colossians 1:16*

We believe that there is one true God, eternally existing in three persons (the Trinity) – God the Father, God the Son, and God the Holy Spirit. Each person of the Trinity equally possesses every divine perfection, working together for the redemption of the world. In the beginning, God created the world out of nothing, and by His power, He continues to sustain His creation.

### **4. About Jesus Christ**

*Matthew 1:18, 22-23; John 1:1-5; John 12:27; Philippians 2:6-11;  
1 Timothy 6:14-15; Hebrews 4:14-15*

We believe Jesus is the Son of God, as revealed in the Bible. He assumed a human nature and was born miraculously of a virgin. He lived a life of perfect obedience to the Father and offered Himself as the perfect sacrifice for the sins of all people by dying on the cross. After three days, He rose from the dead, victorious over sin and death. He ascended to the Father and will return to earth someday to reign as Lord of all the earth.

### **5. About the Holy Spirit**

*John 14:26; Romans 8:30; I Corinthians 12:7;  
Galatians 5:22-25*

The Holy Spirit is present in the world and in the lives of all who have trusted in Jesus for their salvation. This is evident in the fruits and gifts of the Spirit in a believer's life. We depend expectantly on the Spirit's power in revealing the truth of Scripture, restoring our nature into the image of God and enabling us to lead a life of Christ-like character. The Holy Spirit, co-equal with God the Father and God the Son, gives each believer gifts for the building up of the Church. As believers, we seek daily to give ourselves to His control.

### **6. About Human Beings**

*Genesis 1:27; Psalm 8:3-6; Isaiah 59:1-2; Romans 3:23*

Humanity is the crown of God's creation, made in the spiritual image of God, created with the potential for good. Yet humanity, wanting to be the same as God, defied Him, choosing to go our own independent way and was thus alienated from God. This fall from a relationship with God took place at the beginning of human history. To this day, everyone has suffered the consequences and requires the saving grace of God for restoration.

### **7. About Salvation**

*John 14:6; Romans 6:23; Galatians 3:26; Ephesians 2:8-9*

The purpose of the coming of Christ was the salvation of humanity. As human beings, we cannot make up for our sin by being good or earning acceptance with God. We are eternally corrupted in our nature because of sin that alienates us from God. Only by trusting in Christ, as God's offer of forgiveness, can we be saved from the penalty of our sin and find our way back to God.

We were created to live forever, and we will live forever either apart from God (which the Bible calls Hell) or in an eternal union with Him (which the Bible calls Heaven). When we turn from our rebellion and in faith choose Jesus, we are saved and receive the gift of life eternal. This begins at the moment we receive Jesus into our lives by faith.

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## **8. About the Church**

*Matthew 28:19; John 15:1-8; I Corinthians 12:27;  
Ephesians 1:23*

We believe in the Church; a living spiritual Body, of which Christ is the head, and all true believers are a part. To honor Christ, our Church is to be a ministry of encouragement to others, striving to be unified at all times. Further, we are to be faithful to use our spiritual gifts for the benefit of the body. In the local Church, believers gather to hear the Word of God communicated, celebrate the presence of God, learn as a people of God, and demonstrate the love of God.

## **9. About Baptism and the Lord's Supper**

We believe that both the Lord's Supper and Baptism are symbolic acts commanded by Christ, reminding us of the ministry of Christ in our lives and leading us to be more aware of His continuing presence and power.

*Matthew 28:20; Acts 2:38*

Baptism is the public act of a youth or adult that signifies their repentance to God, their trust in God's mercy and forgiveness in Christ, and their surrender to obey God's will. Baptism will be by immersion in keeping with the meaning of the Greek word for baptism that means to plunge or dip beneath the water.

*1 Corinthians 11:17-34*

The Lord's Supper is a memorial meal intended to remind the Church of the foundation upon which it rests. In the Lord's Supper we see depicted the mighty acts of God in Christ on the cross. The bread and cup are symbols of the body and blood of Christ and His sacrifice on the cross, delivering us from the bondage of sin. In the taking of the Supper, we are reminded of what God has done in Christ, what He is continuing to do, and what He has promised yet to do. Because it reflects the pardon we have received in Christ and our saving relationship with Him, this meal is reserved for all who have accepted Jesus as their Lord and Savior.

## **10. About Missions**

*Matthew 28:19-20; Acts 1:8*

We believe our God is a missionary God and has called us to be a missionary Church. We were made for a mission. We believe the Church exists for those who are not yet in it. Jesus came "to seek and to save the lost" (*Luke 19:10*). He also said, "As the Father has sent me, I am sending you" (*John 20:21*). Jesus made His mission the model for ours. We are to be a sent people, a missionary Church, taking and enabling the Gospel to be sent to the ends of the earth.

## **11. About Prayer**

*Ephesians 6:18-20; Philippians 4:6*

We believe the foundation of our ministry is centered on being a Church that prays. We believe prayer is not about what we can get from God. It is to be an intimate and personal relationship with the living God where we, as the community of faith, come to want only what God wants for us.

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## Article V – Membership

- 1. Qualifications:** This fellowship recognizes any believer in the Lord Jesus Christ as a member of His universal Church and a true brother or sister. However, to safeguard the principles we hold dear and wish His Church to represent, we will request and expect the following in applicants for membership:
  - a. Testimony of a personal faith in the Lord Jesus Christ.
  - b. Acceptance of the Church Covenant and Statement of Faith provided with the membership application.
  - c. Willingness to submit to the Ordinances of Christ by personally experiencing Baptism and regularly attending the observance of the Lord's Supper.
- 2. Responsibilities:** Membership implies an obligation to endeavor to live a consistent life in Christ, honoring Him in all that we do. This is emphasized in the Church Covenant. Membership involves identification and active participation with this body in corporate worship, spiritual development, and Christian service. It also emphasizes a practical love for all its members, and biblical stewardship of a believer's time, talents, and treasures. Membership is active involvement.
- 3. Admission:**
  - a. A member of the Elder Board, in consultation with the Ministry Directors, as needed, will review the application and interview anyone seeking to join into the membership and fellowship of Christ's American Baptist Church. The Elder Board will examine the testimony and baptism record of the individual wishing to join. Persons will be received into membership upon a satisfactory statement of Christian faith. If applicable, a letter of transfer will be requested.
  - b. The Elder Board will decide on each applicant for membership into Christ's American Baptist Church. Upon a favorable decision by the Elder Board, the person will become a full voting member and will be formally welcomed into the Church family at a subsequent worship service. At this service, the spirit and intent of the Church Covenant will be emphasized.
  - c. There will be no minimum age for membership. The Elders will exercise prayerful discretion in admission of young children into the membership and Church family.
- 4. Voting Privileges:** Voting privileges will be granted to members sixteen (16) years of age and older. This will constitute the voting membership.
- 5. Dismissal:**
  - a. Members may be removed from membership at their own request by informing the Elder Board of their intention to withdraw and their reason(s). If a member requests to withdraw because of specific problems or disappointments with the Church, the Elder Board will attempt to address those matters so that the member may remain in the Church and enjoy greater fruitfulness and personal spiritual growth. If the Elder Board is unable to resolve those matters, it will offer to assist the member in locating a Church of like faith and practice that can respond more effectively to their gifts and needs. If it appears to the Elder Board that a member has requested removal merely to avoid Church discipline, the Elder Board will attempt to see that the disciplinary process has been properly concluded (see *Matthew 18:12-20*; [Article X](#)).

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- b. Members may also be removed from membership by order of the Elder Board when they:
  - i. Persistently are absent, over an extended period of time, without adequate reason;
  - ii. Regularly commit their attendance to another Church;
  - iii. Persist in disruptive, unrepentant sin;
  - iv. Upon the member's death.
- c. **Transfer of Letter:** Upon receipt of a request for a transfer of letter of membership, the Church Clerk will send an appropriate letter.
- d. **Covenant:** Failure to renew during the annual renewal period will result in removal from Church rolls. (Article V.6 - Below)

### **6. Covenant Renewal:**

- a. Under the direction of the Elder Board, a time for Covenant Renewal will be conducted each year in May.
- b. The purpose of Covenant Renewal will be to affirm that we are truly one body in Jesus Christ, all working together to further the Kingdom of God in a spirit of unity, responsibility, and love.
- c. At least one week prior to May 1st a notice will be sent to each member announcing Covenant Renewal and stating its purpose. This notice will outline the dates and all instructions relating to the renewal process.
- d. During May, each member wishing to renew his/her covenant and membership will sign and return the Covenant Card. Directions for returning the card will be provided from the pulpit.
- e. A reminder will be sent to those who do not renew at the appropriate time.
- f. Those choosing not to renew their membership commitment will be contacted by the Church stating that they have been dropped from the Church rolls and are no longer considered as members of Christ's American Baptist Church. If they subsequently desire to become members again, they will follow the membership procedures.

## **Article VI – Church Year**

July 1 through June 30 defines the fiscal Church year for budgets, financial reports, and annual reports.

## **Article VII – Church Records**

### **1. The Church Will Keep the Following Records:**

- a. Minutes of board and committee meetings, records of the life of the Church (including infant dedications, baptisms, weddings, funerals, and changes in the membership of the Congregation);
- b. Minutes of the meetings of the Congregation;
- c. Rolls of the members in the Congregation with the dates of their reception;
- d. Resolutions adopted by the Elder Board;
- e. Appropriate accounting records;
- f. Articles or restated articles of incorporation and all amendments to them currently in effect;

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- g. Bylaws or restated bylaws and all amendments to them currently in effect.
- h. Policies and procedures maintained in the Employee Handbook & Policy Manual
  - i. At the start of each church year these policies will be reviewed and approved by the Senior Pastor, Moderating Elder, and Chair of the Deacon Board.
  - ii. Revisions required will be completed and submitted for approval by the appropriate committee or board.
- 2. A member will be entitled to inspect and copy, at a reasonable time and location specified by the Elder Board, any of the Church records described above, provided the Elder Board finds that the member has a proper purpose and is acting in good faith. The Elder Board may limit access to any records that contain confidential information about a particular person or persons.

### Article VIII – Confidentiality

1. The Bible teaches that Christians should carefully guard any personal and private information that others reveal to them. Protecting confidences is a sign of Christian love and respect (*Matthew 7:12*). It also discourages harmful gossip (*Proverbs 16:28; Proverbs 26:20*), invites confession (*Proverbs 11:13; Proverbs 28:13; James 5:16*), and encourages people to seek needed counseling (*Proverbs 20:19; Romans 15:14*). Since these goals are essential to the ministry of the gospel and the work of this Church, all members and adherents are expected to refrain from gossip and to respect the confidences of others. In particular, our Pastor(s) and Elders will carefully protect all information that they receive through pastoral counseling, subject to the guidelines below.
2. Although confidentiality is to be respected as much as possible, there are times when it is appropriate to reveal certain information to others. When the Pastor(s) and Elders of this Church believe it is necessary, they may disclose confidential information to appropriate people in the following circumstances:
  - a. When required by law, as mandated reporters, to report suspected child abuse or when any person is in imminent danger of serious harm (*Proverbs 24:11-12*). These reports must be made in accordance with state and federal law.
  - b. When a person refuses to repent of sin, and it becomes necessary to institute disciplinary proceedings (see *Matthew 18:15-17* and the Guidelines for Church Discipline in the Employee Handbook & Policy Manual) or seek the assistance of individuals or agencies outside this Church (*Romans 13:1-5*).
  - c. When a Pastor or Elder is uncertain of how to counsel a person about a particular problem and needs to seek advice from other Pastor(s) or Elders within Christ's American Baptist Church, or if the person attends another Church, from leadership of that Church (*Proverbs 11:14; Proverbs 13:10; Proverbs 15:22; Proverbs 19:20; Matthew 18:15-17*).
3. Scripture commands that confidential information is to be shared with others only when a problem cannot be resolved through the efforts of a small group of people within the Church (*Matthew 18:15-17*). Therefore, except as provided in 2.a., a Pastor or Elder may not disclose confidential information to anyone outside this Church without the approval of the Elder Board or the consent of the person who originally disclosed the information. The Elder Board may approve such disclosure only when it finds that all internal efforts

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to resolve a problem have been exhausted (*1 Corinthians 6:1-8*) and the problem cannot be satisfactorily resolved without the assistance of individuals or agencies outside this Church (*Romans 13:1-5*). This limitation will apply to, but is not limited to, the giving of testimony in a court of law and the reporting of abuse.

4. The Pastor(s) and Elders may, but are not required to, provide counselees with written notice of these confidentiality provisions, but these provisions will be in effect regardless of whether such notice is given.

### **Article IX – Conflict Resolution**

This Church is committed to resolving all disputes that may arise within our Body in a biblical manner. This commitment is based on God's command that Christians should strive earnestly to live at peace with one another (*Matthew 5:9; John 17:20-23; Romans 12:18; Ephesians 4:1-3*), and that when disputes arise, Christians should resolve them according to the principles set forth in Holy Scripture (*Proverbs 19:11; Matthew 5:23-25; Matthew 18:15-20; 1 Corinthians 6:1-8; Galatians 6:1*). We believe that these commands and principles are obligatory for all Christians and absolutely essential for the well-being and work of the Church. Therefore, any and all disputes in this Church will be resolved according to biblical principles, as set forth in the Employee Handbook & Policy Manual of this Church.

### **Article X – Church Discipline**

Church discipline will be carried out according to the Guidelines for Church Discipline set forth in the Employee Handbook & Policy Manual of this Church.

### **Article XI – Elected Church Leadership**

#### **1. Qualities for Leadership**

##### **a. In Relationship to Personal Faith in the Lord Jesus Christ:**

- i. Full of the Spirit – *Acts 6:3*
  1. Filled with the Holy Spirit
  2. Prepared for servanthood and helping others as the Spirit leads
- ii. Holding to the mystery of faith and a clear conscience – *1 Timothy 3:9*
  1. Convinced of the truth and substance of faith; informed by Christian doctrine
  2. Having a clear conscience resulting from behavior consistent with spiritual maturity

##### **b. In Relationship to Personal Morality and Ethical Character:**

- i. Full of wisdom – *Acts 6:3*
  1. Skilled in living life with moral, intellectual, and spiritual virtue and values
  2. Able to demonstrate wisdom by putting the Word into practice
- ii. Honorable – *1 Timothy 3:8*
  1. Demonstrating maturity of mind and character
  2. Reverent
  3. Financially ethical
  4. Of good character

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- 5. Respected by others
- iii. Not addicted to alcohol – *1 Timothy 3:8*
  - 1. Not obsessed with drinking
  - 2. Able to exercise moderation
  - 3. Not in habitual drunkenness
- iv. Of good reputation – *1 Timothy 3:8*
  - 1. Not under attack from the outside community due to a long-term weakness
  - 2. If their character is questioned, the accusation is determined to be unfounded
- v. Not double-tongued – *1 Timothy 3:8*
  - 1. Not a gossip
  - 2. Not speaking one thing to one person and something different to another person
- vi. Not fond of sordid gain – *1 Timothy 3:8*
  - 1. Does not love money
  - 2. Not materialistic
  - 3. Not greedy
  - 4. Not covetous
  - 5. Financially trustworthy
- vii. Tested beyond reproach – *1 Timothy 3:10*
  - Having gone through a period of proving, given evidence of faithfulness and dependability of character and ministry
- viii. Good manager of spouse, children, and overall household – *1 Timothy 3:12*
  - 1. Manages the household as a good example for the Church
  - 2. If applicable:
    - a. Faithful to spouse
    - b. Cares for children in a manner consistent with Biblical values

### 2. Leadership Membership and Terms of Service

- a. Each elected leader will be a member of Christ's American Baptist Church and will be elected as specified in these bylaws.
- b. To be considered for any elected position of leadership, in addition to the scriptural requirements, an individual must have been active and involved at Christ's American Baptist Church for a minimum of three (3) years.
- c. The normal length of service for any elected position of leadership will be for a period of not more than four (4) years. Any leaders after four (4) years, will step down from their elected position and must remain out of their position for a minimum of one (1) year. After the one (1) year period, the individual may again be nominated, but must go through the normal leader selection process as specified in the bylaws.
- d. Each leader will be asked for a minimum of a one (1) year commitment, subject to self-evaluation, review, recommitment, and affirmation by the Congregation.
- e. Under extenuating circumstances, an elected leader may discontinue their term of service by notifying their respective leadership board. A person's leaving their

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elected position will not preclude their service as a future leader, subject to the regular selection process.

- f. Those leaders renewing their commitment, will be presented to the members of the Congregation for affirmation at the annual or semi-annual meetings each year.
- g. The first Sunday after the annual and semi-annual meetings will be a time of public affirmation and dedication of all elected leaders.

### 3. Elections of Leaders

- a. The Nominating Committee is responsible for prayerfully finding candidates for any open elected position(s). (Nominating Committee See [Article XII.1.](#))
- b. The Nominating Committee will meet in August and in February of each year to review the qualities and qualifications for the elected leadership positions that are open and review the questions that should be asked of and to the candidates.
- c. During the nominating process, the Congregation will be provided with teaching regarding the biblical qualifications for leadership and their scriptural roles on at least one Sunday of the year.
- d. With the biblical qualifications in mind, members of the Congregation will be asked to prayerfully submit, to the Nominating Committee, the name(s) of qualified members for consideration to the open leadership positions. This will take place during the months of September and March of each year. Prior to submission of any name(s) to the Committee, the member whose name is being submitted must be contacted for approval.
- e. Those person(s) whose name(s) are submitted will be informed by the Nominating Committee. They will be urged to engage in self-evaluation considering the qualifications for leadership. Any person may withdraw at that point if they do not aspire to the position or do not believe they adequately meet the qualifications.
- f. During November & April of each year, the Nominating Committee will review the names and interview each potential nominee.
- g. After prayerfully considering each nominee, the Nominating Committee will make final recommendations to the Elder Board. The recommendations will be made by the end of November and April, respectively. Those nominees who have been recommended will be informed by the Nominating Committee.
- h. At the beginning of December and May of each year, the Elders will review the recommended nominees and make a final selection. Those nominees recommended, but not selected by the Elder Board, will also be given the reason(s) by the Elders as to why they were not presented to the Church.
- i. During December and May of each year, the prospective and renewing candidates will then be brought before the members of the Church. The members will be given thirty (30) days to show cause why any one of the prospective and renewing elected leaders would not be qualified to serve. Consistent with *Matthew 18:15-17*, any members with such cause must first express his/her concern to the prospective leader and then must also express their concern to the Elder Board for consideration.
- j. After the thirty (30) day period, these candidates will be introduced to the congregation. During the Church's semi-annual meeting in January and/or the annual meeting in June, the prospective and renewing leaders will be presented

PROPOSED CABC BYLAWS

ANNUAL MEETING

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to the members of the Church for affirmation by majority vote of the members present at the start or renewal of their year of service.

- k. Typically, the election of the Elder Board occurs at the semi-annual meeting and the election of the Deacon Board occurs at the annual meeting. All other elected positions are presented annually as needed. These votes will be cast by written ballot.
- l. Affirmation/reaffirmation and a service of dedication of the new leaders will occur at the Sunday worship service following the Christ's American Baptist Church's semi-annual/annual meeting each year.
- m. In the event of a vacancy or special need, the Elders may refer to previous nominees to make a selection, or they may re-initiate the whole selection process, as they deem necessary.

### **4. Meetings of All Leadership Boards**

- a. Each board will meet as they deem necessary and will maintain a record of all meetings. Each board may determine that some parts of these records and minutes may be confidential or privileged information.
- b. At the start of each new term, each board will elect a leader. The Moderating Elder will serve as the leader of the Elder Board. The Church Clerk will be the recorder of the minutes for the Deacons. The Elders will need to select a recorder.
- c. Committees led by each Deacon will meet as they deem necessary and will maintain a record of all meetings. Each Committee will submit their meeting minutes to the Elder Board and the Deacon Board.

### **5. Elder Board**

#### **a. Purpose of Elders:**

- i. According to the New Testament, the Church is to be led by godly leadership under the care and oversight of a leadership group called the Elders. The Elders are given the ultimate responsibility to see that the Church is and remains on a true biblical course. It is the responsibility of the Elders not to be dictators over the Church, but to minister as servant-leaders. They are to provide leadership regarding vision and ministry goals, and to see that the Church is well served by other godly leaders. The Elders are also to ensure that the Church body is spiritually well-fed through the ministry of the Word (from the pulpit, Christian Education classes, prayer emphasis, and small groups), providing opportunities for spiritual growth.
- ii. The Elders are called to a ministry of prayer and to protect the Church from division and harmful influences and to carry out a restorative ministry for those who continue in and are caught in sinful behavior.

#### **b. Responsibilities:**

##### **i. Leading**

- 1. Directing and pursuing the vision of the Church, consistent with its mission
- 2. Strategic planning and evaluating of existing ministries and new ministry opportunities
- 3. Establishing or disbanding specific ministry areas
- 4. Providing counsel to Senior Pastor and Associate Pastor(s)
- 5. Providing counsel to the ministries of the Church

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6. Evaluating the Senior Pastor
  7. Evaluating of the members of the Elder Board
  8. Hiring and dismissing all Church employees
  9. Reviewing and implementing the bylaws
  10. Bringing proposed amendments before the Church membership as necessary, for consideration and approval.
  11. Communicating to the Church membership resolutions adopted by the Elder Board regarding practical interpretation of the statement of faith in the day-to-day operations of the Church.
  12. Proposing resolutions according to the procedures set forth in the Employee Handbook & Policy Manual of this Church
- ii. **Feeding**
    1. Ministering of the Word through Bible study, teaching, and discipleship
    2. Ministering to the body through prayer, visitation, and connection
    3. Encouraging spiritual growth of members through promoting connection, study, and service
    4. Overseeing communion, baptism, membership, and follow-up procedures
  - iii. **Protecting**
    1. Monitoring spiritual health
    2. Ensuring teaching from the pulpit, teaching ministries and Church outreach is consistent with the statement of faith
    3. Confronting habitual or disruptive sinful behavior through biblical discipline consistent with *Matthew 18:15-20*
    4. Taking leadership in moderating Church disputes
  - iv. **Healing**
    1. Facilitating reconciliation and relational healing according to *Matthew 18:15-20*
    2. Praying and caring for the sick
- c. **Structure:**
    - i. There will be a minimum number of two (2) lay Elders present on the board at any one time.
    - ii. The oversight roles of the Elder Board are defined in the Employee Handbook & Policy Manual.
    - iii. The Senior Pastor, by their position, is a permanent member of the Elder Board.
    - iv. The Moderating Elder will not be the Senior Pastor or (an) Associate Pastor.

### 6. Deacon Board

#### a. Purpose of Deacons:

- i. The service of Deacons is a ministry of delivering hope, support, comfort, and encouragement to those in need of all types of practical matters. Generally, the work is related to the personal, social, and emotional needs of people. On one extreme are the poor, needy, widows, orphans and others distressed by the circumstances of life. Then there are the needs for care, concern, and comfort for all Christians as well.

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- ii. Deacons have the crucial and critical ministry of serving sometimes behind the scenes so that what is seen outwardly does not hinder the work that must be done inwardly by the Holy Spirit. They also serve in the practical and physical care of facilities, buildings, and equipment which require oversight and maintenance.
- b. **Responsibilities:**
  - i. **Service to the Body**
    - 1. Providing for fellowship opportunities
    - 2. Taking care of practical matters in worship
    - 3. Greeting and welcome, ushering and seating, supporting sacraments
    - 4. Providing support for special services and events
  - ii. **Missional and Community Outreach**
    - 1. Overseeing mission support and involvement
    - 2. Ministering to the practical needs for orphans, widows, and the sick
    - 3. Tending to the practical and spiritual needs of our local community
  - iii. **Church Policies and Procedures**
    - 1. Reviewing and implementing Employee Handbook & Policy Manual in conjunction with the Senior Pastor and Moderating Elder
    - 2. Managing emergency and crisis situations that do not fall under the Elder's prevue
  - iv. **Facility Oversight**
    - 1. Maintaining Church facilities
    - 2. Ensuring the security of building/equipment
    - 3. Planning of long-term facility needs
    - 4. Building use and other rentals
  - v. **Financial Oversight**
    - 1. Handling financial aspects of the Church budget
    - 2. The Deacon Board may approve a non-budgeted expenditure that is less than one percent (1%) of the total current annual budget and expenditures for essential corrective maintenance. These actions will be communicated to the Church
    - 3. For a non-budgeted expenditure over one percent (1%) of the total current annual budget, other than for essential corrective maintenance, the expenditure will be voted on at a regular or special meeting
    - 4. Overseeing the budget process
      - a. In February, the Staff submits budget proposals for the next fiscal year.
      - b. In March, the Finance Committee evaluates the budget proposals.
      - c. In April and May, the Finance Committee makes recommendations to the Elder and Deacon Boards.

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- d. After final approval by both the Elder and Deacon Boards, a representative from the Deacon Board will present a budget for ratification at the annual business meeting.

### c. **Structure:**

Additional information for the committees, under these chairs, can be found in the Employee Handbook and Policy Manual.

#### i. **Church Clerk**

Will keep minutes of all regular and special Congregational meetings as well as the Deacon Board.

#### ii. **Chair of the Finance Committee (Treasurer)**

Will oversee the financial activities of the church and maintain its books and financial records.

#### iii. **Chair of the Staff Relations Committee**

1. Will work to foster constructive communication between the Congregation and its pastoral leadership and staff employees.
2. Will represent the Congregation in matters relating to the professional and personal well-being of all staff members, including salary and benefits.

#### iv. **Chair of the Mission Committee**

Will coordinate and promote mission support and emphasis, keeping missions before the leadership and Church body.

#### v. **Chair of the Property Committee**

Will endeavor to maintain and improve the land, buildings, furnishings, and equipment placed in the Church's care.

#### vi. **Chair of the Service Committee**

1. Will plan, coordinate, and schedule Church social activities and partner with and support its ministries in any fellowship needs.
2. Will have an available group established that can support unplanned/unexpected events (i.e., funeral luncheons).

## 7. **Officers of the Church**

### a. The officers of the Church will be:

- i. **Senior Pastor:** Representing the President of the Corporation. ([Article XIII.2](#))

- ii. **Moderating Elder:** Representing the Elder Board and the Deacon Board as the Vice-President of the Corporation. The Elder Board will select an Elder to fill this position. ([Article XI.4.b](#))

- iii. **Church Clerk:** Serving as clerk of the Deacon Board and Secretary of the Corporation. ([Article XI.6.c.i](#))

- iv. **Treasurer:** Serving as Chairperson of the Finance Committee. ([Article XI.6.c.ii](#))

### b. **Duties of the Officers:** In addition to the general duties listed below, specific duties and procedures are detailed in the Christ's American Baptist Church Employee Handbook & Policy Manual, which is not a part of the bylaws.

- i. **Senior Pastor:** The Senior Pastor will watch over and guide the spiritual interests and vision of the Church with counsel from the Elder Board. They will perform all the duties inherent in the office of the Senior Pastor ([Article XIII.2](#)). The Senior Pastor will be the custodian of the Church's

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legal documents and be the primary representative of the Church on all legal matters. The Senior Pastor is the Chairman of the Ministry Staff and a member of the Elder Board.

- ii. **Moderating Elder:** The Moderating Elder will preside over all meetings of the Congregation. They will convene and support the Nominating and Pastoral Search Committees and have oversight responsibility for the audit of the Church finances. The Elder Board will affirm an Elder to fill this position at the beginning of each church year. The Moderating Elder will not be the Senior Pastor or an Associate Pastor.
- iii. **Church Clerk:** The Church Clerk will keep minutes of all regular and special Congregational meetings as well as the Deacon Board. The Church Clerk will also maintain the Church membership roll providing this information to the Congregation in the annual and semi-annual reports.
- iv. **Treasurer:** The Treasurer, with the cooperation of the Elder Board and the Deacon Board, will oversee and have responsibility over the processes for handling and depositing of all monies as well as proper documentation of all receipts and disbursements. All transactions are to be handled in conformity with accepted bookkeeping practices outlined in the Employee Handbook and Policy Manual. Each month a report of all receipts and disbursements will be presented to the Deacon Board, the Elder Board, and Staff. The Treasurer is the Chairman of Finance Committee.

### 8. Indemnification of Officers

- a. The Elder Board may choose to indemnify and advance the Church-related expenses of any officer, employee, or agent of the Church.
- b. Subject to the provisions of paragraph c. of this section, the Church will indemnify any Elder or Deacon or former Elder or Deacon of the Church against claims, liabilities, expenses, and costs necessarily incurred by the individual in connection with the defense, compromise, or settlement of any action, suit, or proceeding, civil or criminal, in which such person is made a party by reason of being or having been an Elder or Deacon, to the extent not otherwise compensated, indemnified, or reimbursed by insurance, if:
  - i. The conduct of the Elder or Deacon was in good faith;
  - ii. The Elder or Deacon reasonably believed that their conduct was in the best interest of the Church, or at least not opposed to its best interest;
  - iii. In the case of any criminal proceeding, the Elder or Deacon had no reasonable cause to believe that their conduct was unlawful.
- c. The Church will not indemnify an Elder or Deacon in connection with a proceeding brought against any leader by or in the right of the Church, in which they were adjudged liable to the Church, or where the Elder or Deacon is charged with receiving an improper personal benefit and they are adjudged liable on that basis.

## **Article XII – Special Committees and Positions**

### **1. Nominating Committee**

#### **a. Membership:**

- i. The Committee will include the Moderating Elder, the Senior Pastor (Ex-officio), one (1) representative from the Deacon Board, and three (3) lay members in good standing at Christ's American Baptist Church. The Nominating Committee will have the responsibility for soliciting names for any elected leadership positions. Those on this Committee will not currently aspire to the position they are nominating. Where a conflict occurs, members can recuse themselves from voting.
- ii. For the purpose of order, a lay member of the Nominating Committee (excluding the Moderating Elder) will be chosen by the Committee as Chairperson of the Committee.

#### **b. Election Process for the Lay Members of this Committee:**

- i. The Moderating Elder, with the approval of the Elder Board, will select three lay members of the Congregation for affirmation at the Church's semi-annual or annual meetings.
- ii. The Congregation is encouraged to suggest any member name(s) to the Moderating Elder for this Committee. Any name(s) offered must first be approved by the individual being proposed.

#### **c. Responsibilities:**

- i. The Nominating Committee will prepare a list of those qualified to fill the various offices. Biblical standards should always be the measure. Refer to the Qualities for Leadership ([Article XI.1](#)).
- ii. The Committee will interview each individual to ascertain his or her commitment and willingness to serve if elected. ([Article XI.3](#))
- iii. A report containing the list of nominees will be provided to the Moderating Elder for presenting to the Elder Board at its November or April meeting. The Elders will schedule interviews with nominees as necessary. ([Article XI.3](#))

### **2. Pastoral Search Committee**

#### **a. Membership:**

- i. This Committee will only be called in the event of a pastoral vacancy.
- ii. The Pastoral Search Committee will consist of the Moderating Elder, a representative from the Deacon Board, a member of the Staff Relations Committee, and at least three (3) additional lay members of Christ's American Baptist Church, as selected by the Elder Board.
- iii. The Moderating Elder will serve as Chair of this Committee.
- iv. The lay members chosen will be members in good standing and considered by the Elder Board to be actively involved in the life of the Church. They will show a deep love for the Body and the life of this Church.
- v. Those lay members chosen will be presented to the Congregation at a regular or special business meeting for affirmation by the Church membership.

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### b. **Responsibilities:**

- i. With much prayer for godly discernment, the Committee will take steps to find a candidate to fill any open pastoral position.
- ii. The Pastoral Search Committee will work in consultation with the leadership of the American Baptist Churches of Pennsylvania and Delaware.
- iii. The recommended candidate will be presented to the full Elder Board for an interview and affirmation.
- iv. Once affirmed by the Elder Board, the selected candidate will be presented to the Congregation for approval by the membership.

### c. **Terms of Service for the Pastoral Search Committee:**

- i. Following the installation of the new Pastoral Candidate, the Pastoral Search Committee will be dissolved.

## 3. **Audit Committee**

- a. **Membership:** This Committee will consist of the Moderating Elder, the Treasurer, and a lay member of the Church. The lay member will serve on the committee until the Audit is finished.

- b. **Responsibilities:** An audit of the Church finances will be accomplished every three (3) years by a qualified individual not currently serving as the Treasurer, Bookkeeper, member of the Finance Committee, or anyone who is not independent of the financial processes of the Church.

- i. The Treasurer, with the approval of the Moderating Elder and the lay member, will contract out the duty at an appropriate time every three (3) years to coincide with the Church's fiscal year.
- ii. The Committee will present the auditor's written report to the Elder Board no later than mid-September of the audit year.
- iii. The Committee will also present their plan for resolving any audit deficiencies, along with a timeline for the resolution.

### c. **Terms of Service for the Audit Committee:**

- i. Following the completion of the Audit, the Audit Committee will be dissolved.

## 4. **Financial Secretary**

- a. **Membership:** A lay member from the Congregation who will be chosen by the Finance Committee and presented for affirmation of the congregation.

### b. **Responsibilities:**

- i. Will be a member of the finance committee and provide assistance and data to the Treasurer as needed.
- ii. Will record financial deposits by donor and properly designate those monies to the funds requested.
- iii. Will prepare and submit reports weekly to work with the Finance Committee and Bookkeeper.

### c. **Terms of Service for the Financial Secretary:**

- i. Will serve at the request and decision of the Finance Committee. The position will be evaluated and reaffirmed each year.
- ii. Either the Financial Secretary or the Finance Committee may choose to end the term each year at the time of the evaluation.

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- 5. Additional Committees and Positions:** Additional committees, teams, and positions with varying and special responsibilities may be called into service by the Elder Board.

### **Article XIII – Pastoral Positions**

#### **1. Election**

- a. Pastoral positions of Christ's American Baptist Church will be chosen and presented to the Congregation upon recommendation of the Pastoral Search Committee and the Elder Board. ([Article XII.2](#))
- b. The election will be accomplished by a written ballot at a special meeting of the Church called for that purpose.
- c. Notice of the special meeting will be communicated to the membership at least fifteen (15) days prior to the meeting.
- d. Notification will be given during two (2) consecutive Sunday services, prior to the special meeting.
- e. As in other voting matters before the Church, only members of Christ's American Baptist Church are authorized to vote, and a quorum ([Article XV.2.d](#)) will be necessary to conduct business.
- f. Only one (1) candidate will be presented to the Church at a time.
- g. Three-fourths (3/4) of the ballots cast will be necessary for the candidate to be approved.

#### **2. Responsibilities of the Senior Pastor**

- a. The Senior Pastor, working with the Elder Board, will have charge of the spiritual welfare of the Congregation.
- b. Preaching the Word, promoting evangelism and Christian service, overseeing of public worship, and administering the ordinances will be the Senior Pastor's primary responsibilities.
- c. The Senior Pastor will be the supervisor of all ministry staff.
- d. The Senior Pastor will be responsible for the administration and supervision of the Church office.
- e. The Senior Pastor, working with the Elder Board, will provide leadership and direction to the Associate Pastor(s) and any lay pastors of the Church.
- f. By virtue of the office, the Senior Pastor will be an ex-officio member of all Committees of the Church, providing supervision and guidance as needed.
- g. The Senior Pastor will present a report to the Church at the annual and semi-annual business meetings.
- h. The Senior Pastor will be a member of the Elder Board.
- i. The Senior Pastor will consent to a performance review annually by the Elder Board, as led by the Moderating Elder. The process for review is defined in the Employee Handbook and Policy Manual.
- j. The Church will encourage the Senior Pastor to maintain an active relationship with the Association, American Baptist Churches of Pennsylvania and Delaware, and the American Baptist Churches of the U.S.A.

#### **3. Responsibilities of Associate Pastor(s)**

- a. The Associate Pastor is responsible for overseeing the duties of their ministry as articulated in the Employee Handbook and Policy Manual.

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- b. Additionally, the Associate Pastor will carry out pastoral/administrative responsibilities, as assigned and overseen by the Senior Pastor.
- 4. Dissolution of Pastoral Employment**
  - a. The pastoral relationship will continue for an indefinite term, so long as such relationship is mutually satisfactory to the Pastor and the Congregation.
  - b. The pastoral relationship may be dissolved by the Pastoral Employee upon thirty (30) days written notice to the Elder Board.
  - c. Upon a unanimous vote of the Elder Board, the responsibilities of the Pastor can be suspended until a special meeting takes place.
  - d. The Church may dissolve the pastoral relationship by a vote of the membership. The Moderating Elder, acting upon the recommendation of the Elder Board, will call a special meeting of the Church by notifying the membership of the Church at least one (1) week prior to the date of the meeting. A vote to terminate the Pastor requires a quorum ([Article XV.2.d](#)) and an affirmative three-fourths (3/4) vote of those members present and voting.
  - e. When such action is taken by the Church membership, a letter from the Elder Board will be given to the Pastor outlining the dates when their services and responsibilities will be terminated.
  - f. Upon approval of the Elder Board, salary and benefits will continue for a minimum of thirty (30) days from the date of the letter.

## Article XIV – Ministry Staff

- 1. Purpose** The purpose of the Ministry Staff Team is to give oversight to the day-to-day ministries of the Church, equipping the Congregation for the work of ministry, to lead all people to become committed and fully functioning followers of Jesus Christ.
- 2. Roles**
  - a. Senior Pastor
  - b. Associate Pastor(s)
  - c. Ministry Director(s)
  - d. Administrative Position(s)
  - e. Custodial Position(s)
- 3. Meetings** Ministry Staff will meet a minimum of once each month and will report to the Congregation at the annual meeting in June of each year and to the Elder Board as necessary.
- 4. Responsibilities** Job descriptions are approved by the Elder Board and are located in the Employee Handbook and Policy Manual. The Elder Board may add or remove Ministry Staff in order to accomplish ministry needs.
- 5. Hiring Process**
  - a. Should a need arise, the Elder Board will appoint a committee to begin the search process. The Search Committee will consist of a representative from the Elder Board, Deacon Board, Staff Relations, and three (3) lay members of the Congregation. The Search Committee will select a member to serve as chairperson.
  - b. With much prayer for godly discernment, the Committee will take steps to find a candidate to fill any open staff position.

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- c. For an existing job, a job description will exist but may be modified. If the position being filled is new, a job description will be written by the Staff Relations Committee with input from the Elder Board and in consultation with other ministry leaders.
- d. The recommended candidate will be presented to the full Elder Board for review and affirmation.
- e. Once a decision to hire has been made by the Elder Board the final selection will be reported to the Congregation.

### **6. Duties**

- a. The Staff Member is responsible for overseeing their duties as articulated in the Employee Handbook and Policy Manual.
- b. The Staff Member will report to the Senior Pastor or designated Associate Pastor.

### **7. Termination of Employment**

- a. The Staff Member may be terminated by one of the following methods.
  - i. The relationship may be terminated by the Employee upon thirty (30) days written notice.
  - ii. The Elder Board may terminate the relationship with a two-thirds (2/3) vote.
    - 1. When such action is taken, a letter from the Elder Board will be given to the departing Employee outlining the dates their services and responsibilities will be terminated.
    - 2. Upon approval of the Elder Board, salary and benefits will continue for no more than thirty (30) days from the date of the letter unless deemed otherwise by the Board of Elders.

## **Article XV – Meetings of the Church**

### **1. Worship Services**

- a. Worship services will be held each Sunday and at such other times as the Elder Board may direct.
- b. Adult, youth, and children's Sunday School will meet Sundays for the purpose of study and teaching of God's Holy Word. Exceptions to this will require approval by the Elder Board.
- c. The ordinance of the Lord's Supper will be observed on the first Sunday of each month unless otherwise arranged by the Elder Board.
- d. In addition to the above, the Church encourages regular gatherings for prayer, Bible study, and fellowship.

### **2. Business Meetings**

- a. **Annual Meeting:** The annual meeting is a regular meeting of the Church and will be held in June of each year.
  - i. Annual reports, electing the Officers of the Church, and affirmation of members of the various Committees, as necessary, will be conducted at this meeting.
  - ii. The Deacons will be affirmed at this meeting.
  - iii. Other elections will be conducted as necessary.
  - iv. The budget will be discussed and approved as well as any other business.

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- v. The Senior Pastor, the Officers of the Church, the Moderating Elder, the Chair of each Ministry Committee, the Ministry Staff, and any other Committees will submit written reports concerning their activities over the past year and what they plan to accomplish in the coming year.
- vi. Notice of the annual meeting will be given by public announcement from the pulpit at all regularly scheduled worship services on the two (2) Sundays preceding such meetings. Also, other acceptable means to notify the membership as to the time, place, and purpose of the meeting will be used.
- vii. A quorum ([Article XV.2.d](#)) is required to officially open the meeting.
- b. **Semi-Annual Meeting:** The semi-annual meeting is a regular meeting of the Church and is held in January each year.
  - i. The only required report will be a financial report. The Treasurer will provide the report to the membership two (2) weeks prior to the scheduled semi-annual meeting.
  - ii. The Elder Board will be affirmed at this meeting.
  - iii. The members of the Nominating Committee will be elected and/or affirmed.
  - iv. Other elections will be conducted as necessary.
  - v. Notice of the semi-annual meeting will be given by public announcement from the pulpit at all regularly scheduled worship services on the two (2) Sundays preceding such meetings. Also, other acceptable means to notify the membership as to the time, place, and purpose of the meeting will be used.
  - vi. A quorum ([Article XV.2.d](#)) is required to officially open the meeting.
- c. **Special Meeting:** A special meeting of the membership may be called at any time by the Senior Pastor or the Moderating Elder to transact the business of the Church in a timely manner.
  - i. A special meeting may be called in response to a written request by a minimum of 10% of the voting membership of the Church.
  - ii. Unless governed by another article of these bylaws, a special meeting may be called by giving public announcement from the pulpit at all regular worship services on the two (2) Sundays preceding the meeting.
  - iii. If there is only one (1) week to give notice, an announcement will be given from the pulpit on the Sunday preceding the meeting and additional efforts will be made to notify the membership.
  - iv. If the meeting must occur in less than a week, the Elder Board with assistance from the Deacon Board will contact the membership by telephone and/or e-mail. At least 75% of the membership must be notified.
  - v. A quorum ([Article XV.2.d](#)) is required to officially open the meeting.
- d. **Quorum:**
  - i. A quorum for the transaction of business at any business meeting will consist of not less than 30% of the Church's voting membership.
  - ii. Robert's Rules of Order will govern when not in conflict with these bylaws.

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### e. **Voting:**

- i. All voting will be by voice vote except as specified by other articles within these bylaws. A member may also request a vote be taken by written ballot at or prior to the meeting by contacting the Moderating Elder or the Senior Pastor.
- ii. A majority, affirmative vote of the voting membership participating at any meeting will be required to constitute any action of the Church at any election or other matter of business with the following exceptions:
  1. Instances which are governed by another article of these bylaws.
  2. A vote to engage the Church in any non-budgeted significant capital expenditure, exceeding 1% of the current annual budget, will require a quorum ([Article XV.2.d](#)) and an affirmative two-thirds (2/3) vote of those members present and voting.
- iii. Every effort should be made to attend these meetings in person. Exceptions will require special approval of the Elder Board and affirmation of the Deacon Board.

## Article XVI – Legal Matters

1. **Legal Action:** The Church will undertake such legal actions in accordance with the Articles of Incorporation, referred to in Articles I, II, and III and included herein by reference, that are deemed expedient, necessary, or beneficial in promoting the work and purposes of the organization. Every conveyance, sale, mortgage, or exchange of Church real estate must be ratified by two-thirds (2/3) vote of all members of the Church Body during the business meeting (regular or special).
2. **Division:** In case of an organic division of the Church membership, the Church property will belong to those members who abide by the Articles of Incorporation and Bylaws.
3. **Dissolution:** Notwithstanding Article XVII(1) (Legal Action) above, if conditions arise such that the Church cannot continue to operate and dissolution is necessary for reasons including, but not limited to, decreased membership and/or attendance, financial default or hardship where the Church is no longer self-sustaining, or other similar circumstances causing operation of the Church to be unfeasible or impractical, the Church property, real and personal, shall be freely transferred to the American Baptist Churches of Pennsylvania and Delaware. Any costs associated with this transfer shall be borne by the transferee, American Baptist Churches of Pennsylvania and Delaware.

This provision shall not be interpreted to mean that the American Baptist Churches of Pennsylvania and Delaware or any other organization, person, or entity has any other contractual, proprietary, or other ownership interest in the real estate or personal property of the Church.

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### **Article XVII – Articles of Incorporation – Domestic Nonprofit Corporation**

- 1.** Christ's American Baptist Church is organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code.
- 2.** No part of the net earnings of the organization will inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization will be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization will be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization will not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization will not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- 3.** Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation will be distributable to such charitable, religious, scientific, or educational organizations which would then qualify under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. At no time will the assets of the corporation be distributed to its officers, directors, or to any other individual or entity that does not qualify under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

### **Article XVIII – Amendments**

These Bylaws and Articles of Incorporation may be amended at any regular or special business meeting of the Church by a two-thirds (2/3) vote of all members of the Church body ([Article V](#)). Notice of such proposed amendment changes will have been communicated to the Church membership thirty (30) days prior to the date of the meeting and announced from the pulpit on three (3) consecutive Sunday morning worship services.

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