

The Bylaws of Canaan Baptist Church

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**BYLAWS
of
CANAAN BAPTIST CHURCH**

PREAMBLE

We, the members, do declare and establish these bylaws for the more certain preservation and security of the principles of our faith. To this end, the body shall be governed in an orderly manner. These bylaws will serve to preserve the liberties of each individual church member and the freedom of action of the body with respect to its relation to any association or convention.

ARTICLE 1 – NAME AND PURPOSE

SECTION 1.01 – NAME

This benevolent corporation shall be known as Canaan Baptist Church, located at 5409 Baumgartner Road, Saint Louis, Missouri 63129.

SECTION 1.02 – PURPOSE

The mission of this congregation is to diligently declare the gospel of Jesus Christ to a lost world and to glorify His name.

This congregation's primary responsibility is to make known Christ's plan of redemption to every person in this community. To this task we are wholly committed. We also have a responsibility to share Christ in the entire world. To this end, we cooperate with the St. Louis Metro Baptist Association, The Missouri Baptist Convention, and the Southern Baptist Convention.

This congregation functions by congregational polity (priesthood of the believer) in which the church is under the headship of the Lord Jesus Christ, the direction of the pastor as the under-shepherd with the associate pastors, counsel of the body of deacons, and expressed through the believers who compose the body. Determinations of the internal affairs of this church are ecclesiastical matters and shall be determined exclusively by the church's own rules and procedures. Our earnest and willing cooperation with the St. Louis Metro Association, the Missouri Baptist Convention, and the Southern Baptist Convention does not compromise in any way our local autonomy (1 Peter 2:9).

This congregation has the responsibility to meet frequently and regularly for spiritual worship, observing the ordinances; to become continually more submitted to the Lordship of Jesus Christ, to be constantly built up in the understanding of faithfulness to the Word of God; to be sustaining one another in fellowship and service to mankind; and in general, to be steadfastly strengthening the Body of Christ. This we are required to do until the return of our Lord Jesus Christ.

This congregation is organized as a church exclusively for religious, educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law). Churches that meet the requirements of IRC section 501(c)(3) are automatically considered tax exempt and are not required to apply for and obtain recognition of tax-exempt status from the IRS. This congregation is organized for such purposes, including, but not limited to, evangelizing of the unsaved by the proclaiming of the Gospel of the Lord Jesus Christ; the maintaining of missionary activities in the United States and any foreign country; establishing and maintaining of religious worship; the educating of believers in a manner consistent with the requirements of Holy Scripture, both in Sunday school (Bible fellowship groups) and weekday schools of Christian education; and the building of churches, parsonages, schools, chapels, radio stations, rescue missions, print shops, daycare centers, and camps as determined by congregational vote.

ARTICLE 2 – STATEMENT OF FAITH AND COVENANT

SECTION 2.01 – STATEMENT OF FAITH

The Holy Bible alone is the rule and guide of faith and practice of this congregational body. This congregation, without qualifications, views the Holy Bible as the infallible and inerrant divinely inspired Word of God. The scriptural doctrine to which the congregation holds is outlined in The Baptist Faith and Message as adopted by the Southern Baptist Convention, June 14, 2000.

The statement of faith does not exhaust the extent of our faith. The Bible itself, as the inspired and infallible Word of God that speaks with final authority concerning truth, morality, and the proper conduct of mankind, is the sole and final source of all that we believe. For purposes of church doctrine, practice policy and discipline, our Restoration Committee (pastor and body of deacons) is the final interpretative authority on the Bible's meaning and application.

SECTION 2.02 – COVENANT

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

We engage, therefore, by the aid of the Holy Spirit, to walk together in Christian love; to strive for the advancement of this congregation in knowledge, holiness and comfort; to promote its prosperity and spirituality; to sustain its worship, ordinances, discipline and doctrines; to give it a sacred preeminence over all institutions of human origin; and to contribute cheerfully and regularly to the support of the ministry, the expenses of the congregation, the relief of the poor and the spread of the Gospel through all nations.

We also engage to maintain family and private and personal devotions; to religiously educate our children; to seek the salvation of our kindred and acquaintances; to walk circumspectly in the world, to be just in our dealings, faithful in our engagements, and exemplary in our deportment; to avoid all gossiping, backbiting and anger (Col. 3:8); to abstain from the use of intoxicating drinks as a beverage, as well as the abuse of legal and illegal drugs; to use our influence to combat the abuse of drugs, alcoholism and the spread of pornography; to be zealous in our efforts to advance the kingdom of our Savior.

We further engage to watch over one another in brotherly love; to remember one another in prayer; to aid one another in sickness and distress; to cultivate Christian sympathy in feeling and Christian courtesy in speech; to be slow to take offense, but always ready for reconciliation and mindful of the commands of our Savior to secure reconciliation without delay.

We moreover engage that when we remove from this place, we will, as soon as possible, unite with some other congregation where we can carry out the spirit of the covenant and principles of God's Word.

ARTICLE 3 – MEMBERSHIP

SECTION 3.01 – QUALIFICATIONS FOR MEMBERSHIP

Candidates for membership shall be voted on at a regular business meeting after they have presented themselves for church membership and completed the new members' orientation and signed a statement that they have been provided a copy of the Bylaws and have read it. Membership in this congregation shall be open to all those who have been redeemed by Jesus Christ and who have made a personal profession of faith in Him as Savior and Lord; who desire to be numbered among His disciples and be obedient to Him; who fully subscribe to the Statement of Faith contained herein; who enter into the church covenant contained herein; who agree to submit to the spiritual authority of the church and its leaders as set forth herein; and upon compliance with any of the following conditions:

- A. By the ordinance of baptism (immersion) as a true believer in Christ Jesus as personal Savior;
- B. By letter of transfer from another Bible-believing congregation of like faith and practice or written statement of good standing from the prior congregation if the applicant has been baptized by immersion subsequent to a profession of faith;
- C. By testimony of faith, having been baptized by immersion; or
- D. By restoration (if having been removed from membership; Section 3.04), having satisfactorily evidenced repentance to the pastoral staff and the body of deacons and by congregational vote.

SECTION 3.02 – DUTIES OF A MEMBER

On becoming a member of this congregation, in addition to the covenant contained in *Section 2.02*, each member further covenants to love, honor and respect the pastor and associate pastors; to pray for them; to recognize the pastor's leadership in spiritual affairs of the congregation; to cherish a brotherly love for all members of the congregation; to support the congregation in prayer, tithes, offerings and with other financial support as the Lord directs; and in accordance with Biblical commands, to support through a lifestyle walk affirming the beliefs and practices of the congregation.

SECTION 3.03 – PRIVILEGES OF MEMBERSHIP

- A. Members, who are physically present or present on an on-line platform, when deemed necessary by the moderator, at a duly-called meeting of the congregation, shall be entitled to vote. There shall be no proxy or absentee voting nor any voting by telephone (except when using phone or other device to access live online meeting platform), fax, or e-mail. Voting via a virtual live online platform will carry the same effect as in-person voting when deemed necessary by the moderator. Members may initiate congregational action by requesting the item be placed on a meeting agenda through the moderator, the pastor or the chairman of deacons.
- B. Church members may be eligible for election to church offices or positions.
- C. Membership in this congregation does not afford the members with any property, contractual, or civil rights based on principles of democratic government. Although the general public is invited to all of the congregation's worship services, the church property remains private property. For reasons of safety and security, any staff member or deacon has temporary authority to suspend or revoke the right of any person(s), including a member, to enter or remain on church property. If after being notified of such a suspension or revocation, the person(s) enters or remains on church property, the person(s) may, in the discretion of the pastor (or in his absence, an individual designated by the body of deacons), be treated as a trespasser.
- D. A member may inspect or copy the prepared financial statements or legal documents of the church provided the member has made a written request upon the church. The church has at least ten (10) business days, and not more than thirty (30) business days from the date a written request is received, to provide the requested statements and/or documents except the noted exclusionary items. A member may not, under any circumstances, inspect or copy any record relating to other members' individual contributions to the church or the accounting books and financial records of the church. A member may submit a written request to the financial secretary to receive information about the member's own giving.
 - 1. The church, in its discretion, (acting through the pastor and the board of trustees) reserves the right to withhold or limit inspection of certain documents, including, but not limited to normally privileged attorney-client communications, matters involving employee personnel files, health records of employees, or other records required by law to be kept confidential.

2. A member may inspect or copy committee and ministry meeting minutes; however, a reasonable charge, covering costs of labor and material may be imposed. Documents can be made available after submitting a request to the church clerk following the aforementioned stipulations and restrictions.

SECTION 3.04 – RESTORATION OF A MEMBER

- A. There shall be a restoration committee consisting of the pastor and the body of deacons. These men shall have authority in determining rebellious deviations from the Statement of Faith and violations of the church covenant. In matters of Biblical conflict resolution, Canaan Baptist Church shall utilize the Holy Bible. If a pastor or a deacon is the subject of a disciplinary matter, he shall not sit as a member of the restoration committee. The pastors and deacons shall be entitled to the same steps as other church members and be subject to the same discipline. (Matt. 18:15-20)
- B. Members are expected to demonstrate special loyalty and concern for one another. As a first step toward restoration, if a member becomes aware of an offense of such magnitude that it hinders spiritual growth and testimony, 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 and have the goal of restoration. (Matt. 18:15; 2 Cor. 2:1-11; Gal. 6:2; 1 Thess. 5:14)
- C. If reconciliation is not reached, a second member 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 with the goal of restoration. (Matt. 18:16; 2 Cor. 2:1-11; 1 Thess. 5:14; 1 Tim. 5:19-20)
- D. If the matter is still unresolved after the steps outlined in *Subsections (B) and (C)* have been taken, the restoration 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. (Matt. 18:17; 2 Cor. 2:1-11; 1 Thess. 5:14; 1 Tim. 5:19-20)
- E. If the matter is still unresolved after the steps outlined in *Subsections (B), (C), and (D)* have been taken, such members who refuse to repent and be restored are to be removed from the membership of the church upon a congregational vote at a regular business meeting. (Matt. 18:17-20; Rom. 16:17-18; 1 Cor. 5:1-13; 2 Thess. 3:6; Titus 3:10-11)
- F. No matter may be heard by the restoration committee or the church unless steps outlined in *Subsections (B) and (C)* have been taken. (1 Cor. 5:1-13; 1 Tim. 5:19)
- G. If an unrepentant individual is removed from the church membership, all contact with that person, from that point forward (except by family members), should be for the sake of restoration. (Rom. 16:17-18; 1 Cor. 5:1-13; 2 Thess. 3:6; Titus 3:10-11)

SECTION 3.05 – TRANSFER OF MEMBERSHIP

A member may request that a letter of transfer be sent to another congregation of like faith as long as the member is in good standing with the congregation, and the request has been reviewed by the pastor.

SECTION 3.06 – TERMINATION OF MEMBERSHIP

- A. Termination of membership involves a deliberate process incorporating deacon and pastoral intervention. This process includes direct contact, if possible, to determine the member's current status and their interest or intent in maintaining active fellowship with this body of believers. Membership of any individual member may be brought before the congregation by the deacons for consideration of removal from the membership roll. Members not wishing to remain on the

membership roll or members unable to be located will be considered for removal from the membership roll by congregational vote at the next regular business meeting.

- B. Members of Canaan Baptist Church may not hold membership in another church. The membership of any individual member shall automatically terminate without notice if the member unites in membership with another congregation and will be removed from the membership roll.
- C. 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 as requested by the member and approved by the pastor or his designee. Upon resignation, the member will be removed from the membership roll without notice at the next regular business meeting.

ARTICLE 4 – OFFICERS

SECTION 4.01 – DESIGNATION OF CORPORATE OFFICERS

The title to the property of this church shall be vested in a corporation consisting of members of Canaan Baptist Church, St. Louis, Missouri, acting through the board of trustees under the Articles of Incorporation in accordance with the laws of the state of Missouri. As an accommodation to legal relationships outside the church, the corporate officers of Canaan Baptist Church shall consist of the following:

president, who is the chairman of trustees
vice president, who is the chairman of deacons
secretary, who is the church clerk
treasurer, who is the church treasurer

The offices of corporate president and corporate secretary shall not be held by the same individual. In addition to the corporate president, vice president, secretary and treasurer, the board of trustees may appoint other officers from time to time. Any corporate officer may resign his corporate officer position by providing written notice to the pastor and the chairman of the board of trustees.

For gross misconduct, the corporate secretary and corporate treasurer (and any assistant corporate secretaries or assistant corporate treasurers) may be suspended from their corporate officer position by the board of trustees at any time. Their individual authority shall remain in suspension pending a congregational vote for their removal.

For gross misconduct, the corporate president may be suspended as corporate president by the board of trustees at any time. The individual's authority shall remain in suspension pending a congregational vote for removal.

For gross misconduct, the corporate vice president may be suspended as corporate vice president by the board of trustees or body of deacons at any time. The individual's authority shall be suspended pending a vote by the body of deacons for removal.

The president shall be the principal corporate officer of the corporation and shall perform those duties generally associated with the office of corporate president. The president may sign and execute on behalf of the church with the corporate secretary or any other proper corporate officer of the church, any corporate documents, records, and instruments including deeds. The president shall perform such other duties as may be delegated by the board of trustees from time to time. The corporate vice president shall perform such corporate duties as vice president that the board of trustees or president may from time to time determine. The corporate secretary shall act as secretary of the corporation, shall act as official custodian of the records and reports of the corporation, shall perform all duties incident to the office of corporate secretary and those duties set forth in *Section 5.04* below. The corporate treasurer shall perform all corporate duties incident to the office of corporate treasurer, those duties set forth in *Section 5.05* below, and such other duties as may be assigned by the president or by the board of trustees.

SECTION 4.02 – CHURCH OFFICERS

The church officers are as follows:

- pastor (see *Section 5.01*)
- chairman of deacons (see *Section 5.03*)
- church clerk (see *Section 5.04*)
- treasurer (see *Section 5.05*)
- financial secretary (see *Section 5.06*)

The pastor, from time to time as he deems appropriate, may appoint other church officers, subject to a confirmation vote of the congregation.

SECTION 4.03 – TERMS OF OFFICE

- A. The relationship between the pastor and the congregation 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 calling of a pastor or severance of the relationship between the pastor and the congregation may be considered at any regular or special called business meeting, provided notice to that effect shall have been given from the pulpit, by the chairman of deacons, or in his absence, vice chairman of the deacons or a designated deacon, to the congregation two Sundays prior to said regular or special called business meeting. At any regular or special called business meeting, a three-fourths majority of the members, present and voting, shall be required to call a pastor or to sever the relationship between the pastor and the congregation (see *Section 5.01 F and 5.01 G*). Disciplinary removal of the pastor from office automatically terminates his membership. A restoration to membership after disciplinary removal will be subject to the requirements of *Section 3.01 (D)*.
- B. The term of service for officers, except the pastor, the chairman of deacons and the chairman of trustees, shall be one year, at the expiration of which the officers may be re-elected.
- C. A mid-term officer vacancy may be resolved, in the same manner as originally filled, by nominating committee nomination and a congregational vote at any regular business meeting.
- D. Elected and appointed officers shall serve in their respective offices until their successors are duly elected or appointed.

ARTICLE 5 – RESPONSIBILITIES OF OFFICERS

SECTION 5.01 – THE PASTOR

- A. By virtue of his calling and office, the pastor, according to scripture, is the leader of the congregation with the responsibility of being the “overseer” of the work in its entirety. The pastor shall have general and active management of the operation of the church and he shall be responsible for administration of the church including general supervision, ensuring that the body is functioning as a New Testament church. The associate pastors, church officers, including deacons, organizations, ministries and committees shall serve to ensure that the work of the congregation, under the leadership of the pastor, is carried out. (Luke 22:25-26; Acts 14:23; Acts 20:28; 1 Cor. 4:1-4; 1 Thess. 5:12-13; 1 Tim. 3:1; Titus 1:7-9; Heb. 13:17)
- B. The pastor shall preach the Gospel regularly and shall be at liberty to preach the whole counsel of the Word of God as the Lord leads him. He shall supervise administration of the ordinances of the

church, supervise the ministries of the church and tenderly watch over the spiritual interests of the membership. (Eph. 4:11-12; 1 Tim. 3:2-5; Titus 1:9-11; James 3:1; 1 Peter 5:1-3)

- C. The pastor (or his designee) shall be an ex officio member on all committees, ministries and boards, however he will be a permanent member of the personnel committee and chairman of the church council.
- D. Associate pastors shall, as assigned by the pastor, be ex officio members on committees and ministries.
- E. Scheduling for public worship and Bible study and the arrangements thereof, including time and place and the use of the property belonging to the congregation, shall be under the guidance of the pastor. Other events, including dates and availability of facilities, shall be approved in advance through the pastoral staff providing communication and coordination with the house and grounds committee.
- F. Disciplinary action regarding the pastor will be at the discretion of the deacons and the personnel committee.
- G. Personnel and administrative issues related to the pastor (i.e. days away from his office or time away from his congregational duties) shall be under the supervision of the personnel committee.
- H. Severance of the pastoral relationship with the congregation:
 - 1. The pastor's official relationship with the church shall be terminated upon the written presentation of his resignation to this church with a month's notice, or less by mutual consent.
 - 2. The pastor's official relationship with the church shall be terminated for scriptural deviations upon recommendation by the body of deacons and the personnel committee.
 - 3. The pastor's official relationship with the church may be recommended for termination by the body of deacons and the personnel committee for failure to fulfill the responsibilities of his calling and office.
 - 4. A three-fourths majority of the members present and voting at a regular or special called business meeting shall be required to sever the relationship between the pastor and the church (see *Section 4.03 A*).

SECTION 5.02 – ASSOCIATE PASTORS AND OTHER CHURCH STAFF

- A. The pastor, with other members of the personnel committee may call associate pastor(s), to assist him in carrying out his God-given responsibilities.
 - 1. The pastor and the personnel committee shall serve as the selection committee, and shall recommend a candidate to the congregation.
 - 2. A search committee may be formed by the personnel committee to assist them in the identification of qualified candidates. The candidate must meet the same scriptural qualifications as a pastor (1 Tim. 3:1-7; Titus 1:6-9).
 - 3. Prior to the candidate's coming "in view of a call," the pastor and the personnel committee shall make a presentation to the church detailing the credentials and qualifications of the candidate with opportunity for questions and answers.

4. A candidate may then receive an invitation for a formal visit outlining the church's condition for a call including the compensation package as determined by the personnel committee and the finance committee.
 5. Associate pastors may be called, if authorized by the congregation, with a two-thirds majority vote, at a regular business meeting or special called business meeting.
- B. Associate pastors may be called on the condition that they shall become members of the congregation upon assuming their duties, and must fully subscribe to the Statement of Faith contained herein. An associate pastor's duties shall be determined by the pastor and the personnel committee. Job descriptions for associate pastors are drafted by the personnel committee and shall be placed in the Personnel Manual. Compensation packages are drafted by the personnel committee in conjunction with the finance committee. An associate pastor's supervisor shall be the pastor. Discipline and recommended dismissal of an associate pastor is the responsibility of the pastor and the personnel committee. Any dismissal recommendation must be approved by 75% of active deacons. Prior to official dismissal of an associate pastor, the congregation must be notified verbally from the pulpit at a Sunday morning church service by either the pastor or the chairman of the personnel committee.
- C. All other church paid staff members shall also be under the supervision or direction of the pastor. Job descriptions for other church paid staff members shall be determined by the pastor and the personnel committee. Job descriptions for other church paid staff members are drafted by the personnel committee and shall be placed in the Personnel Manual. Compensation packages are drafted by the personnel committee, in conjunction with the finance committee. Candidates for other church paid staff positions shall be hired by the personnel committee provided it is an approved budgeted position. Any additional church paid staff positions must be approved by the budget process and a congregational vote. No employee shall be hired, appointed, or retained who fails to adhere to or expresses disagreement with the Baptist Faith and Message. Discipline and dismissal of other church paid staff members is the responsibility of the personnel committee.

SECTION 5.03 – THE BODY OF DEACONS

- A. The body of deacons shall assist the pastoral staff in promoting the spiritual welfare of the congregation and in conducting the religious services. They shall make provision for the observance of the ordinances of the congregation. They shall, in cooperation with the pastor, disburse the benevolence fund, and are authorized by the congregation to collect, handle, hold, protect, or transfer covered property. They shall assist the pastor in visitation and all other evangelistic efforts of the congregation. If the pastor is unavailable or the office of pastor is vacant, the body of deacons shall provide temporary pulpit supply until a pastor search committee has been activated. The body of deacons shall choose a moderator for church meetings (if the moderator is the pastor).
- B. Prospective, non-ordained deacon candidates are recommended by the body of deacons to the pastor for approval. The chairman of deacons (or his designee) presents those approved candidates for a congregational vote at a regular business meeting. The pastor and the chairman of deacons make arrangements for an ordination service for the non-ordained approved deacons. (1 Timothy 3:8-13)
- C. Inactive ordained deacons are recommended by the chairman of deacons to the pastor for activation, and then approved by the body of deacons. Inactive ordained deacons are then presented through the chairman of deacons (or his designee) for a congregational vote at a regular business meeting.

- D. Immediately, following the November business meeting, the body of deacons shall assemble and elect, from their own number, a chairman, a vice chairman, and a secretary. The chairman of deacons shall be vice president of the corporation.
- E. Members of the body of deacons may be removed from office for unbiblical conduct, as determined by the other deacons, upon a majority vote of the remaining members of the body of deacons.

SECTION 5.04 – CHURCH CLERK

The church clerk shall:

- A. Assist in preparation of the agenda for church business meetings and provide hard copies, available at each business meeting, including the agenda, a current copy of the bylaws, a copy of all reports that are to be given at the business meeting, a list of committees and ministries, the chairman of each committee and ministry, members of all committees, a copy of the budget for the year and financial reports for the year.
- B. Certify and keep, at the office of the church, the original bylaws or a copy, including all amendments or alterations to the bylaws, and incorporate electronically into a current accurate document.
- C. Keep, in the church office, a record (minutes) of the proceedings of committee and ministry meetings with the date and place of holding, the notice of meeting given and the names of those present at the meetings, as well as the action items voted upon with the results. Minutes are available to all members for review as specified in *Section 3.03 (D)*.
- D. Sign, certify, or attest documents or contracts as may be required by law as requested by corporate or church officers.
- E. See that all notices are duly given in accordance with the provisions of these bylaws. (In case of the absence or disability of the church clerk, or his or her refusal or neglect to act, notice may be given and served by the pastor or by the chairman of the board of deacons.)
- F. Be custodian of the records of the congregation, including the membership roll, baptisms, certificates of ordination, licenses and commissions. Maintain accurate membership records. This includes: (a) adding new names and pertinent information to the membership roll and dropping other names as necessary through transfer, member request, inability to locate, or death; and (b) correcting records for change of address or phone number (as provided by members). Give a report of the status of the church membership roll in the past year at the July business meeting.
- G. Request letters by transfer from other churches for new members, forward letters to other churches requested by members.
- H. Prepare the annual church letter (survey), submit for congregation approval and distribute to appropriate organizations and offices.
- I. Keep an account of any special events in the life of the congregation, in the church office, which are of historical interest including photographs and videography (typically provided by the Information Technology/Audio-Visual Committee). Keep all records at the office of the church and deliver them to any successor upon leaving office.
- J. Serve as the secretary of the corporation and serve as a church officer.
- K. Work with the assistant church clerk recommended by the nominating committee and approved by congregational vote.

SECTION 5.05 – TREASURER

The treasurer shall:

- A. In conjunction with the finance committee, have charge and custody and be the church contact for all funds of the corporation. However, all bank deposits shall be the responsibility of the counting committee.
- B. In conjunction with the finance committee, set up and maintain an Endowment Fund whereby donors can make contributions through their estate or by designated gifts for the support of the church.
- C. Disburse, or cause to be disbursed, by check or electronic method, the funds of the church budget adopted by the congregation at the November business meeting. All disbursements shall require two (2) signatures and shall not include electronic signatures. Special or emergency disbursements require a majority approval vote by the finance committee.
- D. Forward all non-budgeted expenditure requests to the finance committee for final approval.
- E. Keep and maintain adequate and correct accounts of the church's properties and business transactions including account of its assets, liabilities, receipts, disbursements and capital.
- F. At each regular business meeting, provide to the congregation a balance sheet and income statement that details the financial condition of the church. The financial statements shall include, but not be limited to: a comparison to the previous quarter, quarterly and year to date expense information, and actual versus budget comparisons. Give an overview and make copies available of the balance sheet and income statement at each regular business meetings.
- G. In conjunction with the finance committee, receive input from the various church ministries and committees and develop the annual church budget. The finance committee will present the budget for a congregational vote at the regular business meeting in November.
- H. Keep all church financial records, excluding individual giving records maintained by the financial secretary, at the office of the church and deliver them to any successor upon leaving office.
- I. Train and entrust responsibilities to the assistant treasurer to ensure proper segregation of duties as determined by the audit committee and the finance committee. The assistant treasurer is recommended by the nominating committee and approved by congregational vote.
- J. Reconcile the bank statement, but shall not be a signer on bank accounts.
- K. Provide a preliminary financial report, electronically, to church council members (pastoral staff, church and corporate officers, committee and ministry chairmen and directors), a week prior to the regularly scheduled business meeting.
- L. Provide the following items to the finance committee for review and approval on a quarterly basis: monthly bank statements, including images of cleared checks for all church bank accounts and investment accounts, general ledger detail for any expense account over the annual budget, and general ledger detail for any designated funds (e.g. mission offerings, debt reduction, etc.).
- M. Serve on the personnel committee and shall provide the following items to the personnel committee for review and approval on a quarterly basis: payroll registers with quarter to date wages, copies of federal and state quarterly payroll tax returns, and a reconciliation for any variances between the wages on the register and the returns. On an annual basis, copies of federal forms, W-2 and W-3, shall be submitted to the personnel committee for approval.

- N. Serve as treasurer of the corporation and serve as a church officer.
- O. Be authorized by the church, as well as the assistant treasurer, to collect, handle, hold, protect or transfer covered property.
- P. Obtain, as well as the assistant treasurer, a background check for fidelity bonding.
- Q. Submit accurate financial records for annual audit by the audit committee.
- R. In conjunction with the information technology/audio-visual committee, ensure proper backup and storage of financial data.

SECTION 5.06 – FINANCIAL SECRETARY

The financial secretary shall:

- A. Work with the counting committee in the posting and reporting of member contributions weekly and annually, including electronic transfers, stocks, letters from investment firms and other financial contributions.
- B. Coordinate disbursement of member contribution reports.
- C. Serve as a resource person to the church staff, church program leaders, officers and committees to provide needed statistical information about patterns of giving.
- D. Work with an assistant financial secretary recommended by the nominating committee and approved by congregational vote.
- E. Maintain confidentiality about specific member contributions.
- F. Serve as a church officer.
- G. Serve as requested on the church council.

SECTION 5.07 – BOARD OF TRUSTEES

The board of trustees shall consist of six members and a chairman, each serving for three years. The chairman, and newly appointed trustees will be recommended by the nominating committee and approved by congregational vote at the November business meeting. The chairman of trustees shall be president of the corporation. All actions involving the purchase, sale, leasing, mortgaging or transferring of church property, or the construction or removal of buildings or other major real estate improvement must first be submitted to the church for approval at a regular or special called business meeting. A two-thirds vote is needed for approval; however, an exception involves minor modifications or operations which would normally cost less than \$5,000. Further definitions of the duties of the board of trustees, as legal representatives in all transactions related to the church, are as follows:

- A. To purchase, hold, lease, or otherwise acquire real and personal property on behalf of the congregation, and to take real and personal property by will, gift, or bequest on behalf of the congregation.
- B. To sell, convey, alienate, transfer, lease, assign, exchange, or otherwise dispose of, and to mortgage, pledge, or otherwise encumber the real and personal property of the church, to borrow money and incur indebtedness for the purpose and the use of the church; to cause to be executed, issued, and delivered for the indebtedness, in the name of the church, promissory notes, bonds,

debentures, or other evidence of indebtedness; to secure repayment by deeds of trust, mortgages, or pledges; and to select banks, trust companies, or other depositories.

- C. To maintain an up-to-date inventory of all church property, mortgage loans and insurance on church property. (Such information should be kept in a safety deposit box or in a safe on the premises with copies filed in the church office for ready reference).
- D. To secure adequate property and casualty insurance for church assets and operations including the bonding of persons authorized by the congregation to collect, handle, maintain, hold, protect, or transfer its property.
- E. To exercise all powers necessary for the dissolution of the church corporation.

ARTICLE 6 – MEETINGS

SECTION 6.01 – MEETINGS FOR WORSHIP

Unless otherwise determined by the pastoral staff, the congregation shall meet each Sunday for public worship, both morning and evening, and at least once during the week for Bible study and prayer. Except when circumstances forbid it, the ordinance of the Lord’s Supper shall be observed on a regular basis as determined by the pastoral staff.

SECTION 6.02 – MEETINGS FOR CHURCH ADMINISTRATION

- A. Business meetings shall be opened and closed with prayer for divine guidance and blessing.
- B. Business meetings, for church members, shall be held quarterly (February, May, August, November) on the third Sunday at 4:00 PM, at which time the regular church administration shall be considered. At the November business meeting, the nominating committee shall nominate candidates for committee, ministry and board positions for a congregational vote. In addition, at the November business meeting, members of the nominating committee shall be nominated by the pastoral staff, chairman and vice chairman of the body of deacons for a congregational vote. At the November business meeting, the annual budget for the coming year will also be presented for approval. A quorum shall consist of twenty (20) members for all business meetings.
- C. The moderator shall be recommended by the nominating committee and approved by congregational vote annually. The moderator shall incorporate Robert’s Rules of Order, giving 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. The following order shall be observed at regular business meetings:
 - 1. Devotions and prayer
 - 2. Reading of minutes
 - 3. Reception of members
 - 4. Dismissal of members
 - 5. Report of officers
 - 6. Reports of standing committees
 - 7. Reports of special committees
 - 8. Unfinished matters
 - 9. New Business on agenda
 - 10. Election of officers
 - 11. Adjournment
 - 12. Benediction

- D. For any meeting under this article, the moderator shall have authority to require nonmembers to leave the meeting room and to order the removal of any member or other person present who is deemed, by the moderator, to be irrational or threatening to the proceeding. If the moderator determines that compliance with the order of removal is unsatisfactory, the moderator may revoke the disruptive person's right to remain on the premises in accordance with *Section 3.03(C)* and treat the person as a trespasser.

SECTION 6.03 – SPECIAL MEETINGS

- A. The pastor, chairman of deacons, or moderator may call a special meeting by giving notice of such a meeting to the congregation, and the purpose for which it is called, from the pulpit, posted within the church building, and posted electronically, at least two consecutive Sundays, including the day of the meeting, and not less than one week prior to said meeting. A meeting for the calling of a pastor or the severance of the relationship between the congregation and pastor shall be called in accordance with the provision of *Section 4.03 A and/or Section 5.01 F, 5.01 G*.
- B. Bible conferences, missionary conferences, and revivals may be held as the pastoral staff deems beneficial. Dates and availability of facilities shall be cleared through the church council calendar and the house and grounds committee.

SECTION 6.04 – FISCAL YEAR

The fiscal year of the congregation shall begin January 1st and end December 31st.

ARTICLE 7 – EDUCATIONAL MINISTRIES

SECTION 7.01 – PURPOSE

The congregation believes that it is to provide all members, members' children, and guests with spiritual education for the ultimate purpose of spiritual transformation which is based upon and consistent with Biblical teachings. The congregation believes that the home and church are responsible before God for providing Christian education. To this end, the congregation shall engage in educational ministries with the following dictates.

SECTION 7.02 – STAFF MEMBERSHIP

All instructors, teachers, and pastoral staff shall be members of this congregation. This provision shall not apply to interim pastors, visiting missionaries, evangelists, or preachers engaged for the purpose of delivering sermons, conducting revivals, or other special meetings on a temporary basis.

SECTION 7.03 – STATEMENT OF FAITH ACCORD

All educational programs or courses of instruction shall be taught and presented in full accord with the Statement of Faith of the congregation. The congregation shall not hire, appoint, or retain any employee or volunteer for its educational programs who fails to adhere to or expresses disagreement with the Statement of Faith.

SECTION 7.04 – UNITY

All educational programs or courses of instruction shall be conducted as an integral and inseparable ministry of the congregation.

SECTION 7.05 – TEACHING

All educational programs or courses of instruction shall be conducted consistent with the teaching of the inerrant Word of God. Any assertion or belief which conflicts with or questions a Bible truth is a pagan deception and distortion of the truth which will be disclaimed as false. It is the responsibility of every instructor or teacher to present the inerrant Word of God as the sole infallible source of knowledge and wisdom.

SECTION 7.06 – CHRISTIAN WALK

- A. All instructors, teachers, and pastoral staff shall continue or adopt a lifestyle consistent with the precepts which they teach, whether in or out of the classroom.
- B. 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. Rejection of one's biological gender is a rejection of the image of God within that person. We believe that the term "marriage" has only one meaning and that is marriage sanctioned by God which joins one man and one woman in a single, exclusive union, as delineated in scripture. We believe that God intends sexual intimacy to only occur between a man and a woman who are married to each other. We believe that God commanded that no intimate sexual activity be engaged in outside of a marriage between a man and a woman. (Gen. 2:24; Rom 7:2; 1 Cor. 7-20; Eph. 5:22-23). All pastoral staff, church staff, or any licensed or ordained member will only conduct marriages as defined here, in Section 7.06B. Only marriages as defined here, in Section 7.06B, may be performed on church property. We believe that any form of sexual immorality (including but not limited to polygamy, adultery, fornication, homosexuality, lesbianism, bisexual conduct, bestiality, incest, pornography and attempting to change one's biological sex or otherwise acting upon any disagreement with one's biological sex) is sinful and offensive to God. (Gen. 2:24; Gen 19:5, 13; Gen. 26:8-10; Lev. 18:1-30; Rom. 1:26-29; 1 Cor. 5:1; 1 Cor. 6:9; 1 Thess. 4:1-8; Heb. 13:4). We believe that in order to preserve the function and integrity of the church as the local Body of Christ, and to provide a biblical role model to the church members and the community, it is imperative that all persons employed by the church in any capacity, or who serve as volunteers, should abide by and agree to this statement (7.06B) on marriage, gender and sexuality, and conduct themselves accordingly. We believe that God offers redemption and restoration in all who confess and forsake their sin, seeking His mercy and forgiveness through Jesus Christ. We believe that every person must be afforded compassion, love, kindness, respect, and dignity. Hateful and harassing behavior or attitudes directed toward any individual are to be repudiated and are not in accord with scripture nor the doctrines of the church.

ARTICLE 8 – ORDINATION AND LICENSING

SECTION 8.01 – ORDINATION QUALIFICATIONS

Any male member of this congregation or its mission churches, who gives evidence of a genuine call of God into the work of the ministry and possesses the qualifications stated in 1 Timothy 3:1-7 and Titus 1:6-9, may be ordained as a minister of the Gospel.

SECTION 8.02 – ORDINATION PROCEDURE

- A. Upon conference with the pastor, and after the pastor has approved the candidate for ordination, the pastor shall call a council to examine and pass on the qualification of the candidate. The ordination council shall consist of ordained ministers of like faith invited to participate in the examination of the candidate.
- B. If the candidate is found worthy of ordination by the council, the ordination council may ordain the candidate on behalf of the congregation.
- C. The pastor and the chairman of the deacons shall arrange for the ordination service.

SECTION 8.03 – LICENSING PROCEDURE

Licensing is provided by the state and is a legal recognition of an individual to perform marriages, funerals, etc. even though they are not yet ready or qualified to be ordained.

- A. Upon conference with the pastor and after the pastor has approved the candidate for licensing, the pastor shall call a council to examine and pass on the qualification of the candidate. The licensing council shall consist of ordained ministers of like faith invited to participate in the examination of the candidate.
- B. If the candidate is found worthy of licensing by the council, the licensing council may license the candidate on behalf of the congregation, pending state recognition.
- C. The pastor and the chairman of the deacons shall arrange for the licensing service.

ARTICLE 9 – INDEMNIFICATION

SECTION 9.01 – ACTIONS SUBJECT TO INDEMNIFICATION

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 a pastor, associate pastor, deacon, trustee, 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. 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.

SECTION 9.02 – EXPENSES SUBJECT TO INDEMNIFICATION

To the extent that a pastor, associate pastor, deacon, trustee, officer, employee, or agent has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in this Article, or in defense of any claim, issue, or matter in that action, suit, or proceeding, he or she may be indemnified against expenses, including attorney's fees, actually and reasonably incurred by him or her in connection with the action suit, or proceeding.

SECTION 9.03 – LIMITATIONS OF INDEMNIFICATION

Any indemnification made under this Article, may be made by the church only as authorized in the specific case on a determination that indemnification of the pastor, associate pastor, deacon, trustee, officer, employee, or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in *Section 9.01*. The determination shall be made (a) by a majority vote of a quorum consisting of the pastor and deacons who were not and are not parties to or threatened with the action, suit, or proceeding; (b) if the described quorum is not obtainable or if a majority vote of a quorum of disinterested deacons so directs, by independent legal counsel in a written opinion; or (c) by a majority vote of the members of the church.

SECTION 9.04 – 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 body of deacons in the specific case, on receipt of an undertaking by or on behalf of the pastor, associate pastor, deacon, trustee, employee, or agent to repay the amount if it is ultimately determined that he or she is not qualified to be indemnified by the church.

SECTION 9.05 – EXTENT OF INDEMNIFICATION

The indemnification provided by this 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 that office, and may continue as to a person who has ceased to be a pastor, associate pastor, deacon, trustee, officer, employee, or agent and may inure to the benefit of the heirs, executors, and administrators of that person.

SECTION 9.06 – INSURANCE

The church may purchase and maintain insurance on behalf of any person who is or was a pastor, associate pastor, deacon, trustee, 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 10 – COMMITTEES

SECTION 10.01 – STANDING COMMITTEES

The nominating committee shall nominate standing committee members and a chairperson for each standing committee. Except when otherwise specifically provided in these bylaws, the nominating committee shall determine the membership of each standing committee with a congregational vote at the November business meeting. Mid-term vacancies may be resolved, in the same manner as originally filled, by nominating committee nomination and a congregational vote at any regular business meeting. All committees and their responsibilities are listed in a separate document entitled, Canaan Committees and Ministries Handbook. An official and current copy of the handbook, available electronically, shall also be kept in the church office and made available for use by any member of the church. The church secretary shall maintain the handbook. The church council (see Canaan Committees and Ministries Handbook) shall review the handbook annually, with authority to recommend changes for the church to consider at the November business meeting and approve with a congregational vote. The official and current updated Canaan Committees and Ministries Handbook will be available electronically by the annual regular business meeting in January.

Special committees may be appointed by the pastor on a temporary basis to address specific issues or needs within the church. Members and the chairman of the special committee will be recommended by the nominating committee for a congregational vote.

The following committees are established within these bylaws as essential to the operation of the church:

- finance committee
- house and grounds committee
- nominating committee
- personnel committee

SECTION 10.02 – PASTOR SEARCH COMMITTEE

- A. The pastor search committee consists of five dedicated members of the congregation from different households and a gender mix of three men and two women who will be elected only when needed. The pastor search committee is not considered a standing committee. Nominations

will be made only from the floor at a called business meeting and the congregation will vote by secret ballot. The five members with the most votes, by gender, chosen by congregational vote, will be announced in alphabetical order. The next two members, one male and one female, with the most votes will be alternates, filling in as necessary. The committee will elect its own chairman.

- B. The pastor search committee will review the qualifications of all candidates for the position of pastor and arrange for the coming of candidates “in view of a call” (including provision of accommodations for out-of-town candidates), and will arrange for congregation voting on candidates.
- C. Prior to the pastoral candidate’s coming “in view of a call,” the pastor search committee shall make a presentation to the congregation detailing the credentials and qualifications of the pastoral candidate with opportunity for questions and answers.
- D. The pastoral candidate may then receive an invitation for a formal visit outlining the congregation’s condition for a call including the compensation package as determined by the personnel committee and the finance committee.
- E. The pastor search committee, in conjunction with the chairman of deacons, will also arrange for pulpit supply or interim pastors until such time as a permanent pastor is installed. The interim pastor shall be accountable to the personnel committee and the deacons; however, a detailed job description reflecting conditions under which the interim pastor serves is contained within the Personnel Manual.

ARTICLE 11 – DESIGNATED CONTRIBUTIONS

The congregation may, from time to time, receive contributions (gifts and donations) designated for specific purposes by the individuals giving such gifts and donations. The congregation shall lawfully use contributions for their designated purpose. The congregation shall endeavor to use all contributions (gifts and donations) in a manner promoting the congregation’s purpose as stated in *Section 1.02*, however the treasurer will verify the appropriateness of the designated contribution. If the designated contribution cannot be used for its stated purpose, the financial secretary (or designee) will either return the contribution to the contributor or request that the contributor change the designation of the contribution.

ARTICLE 12 – BINDING ARBITRATION

SECTION 12.01 – SUBMISSION TO ARBITRATION

Believing that lawsuits between believers are prohibited by Scripture, all members of this congregation agree to submit to binding arbitration any matters, relating to the church, which cannot otherwise be resolved, and expressly waive any and all rights in law and equity to bringing 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 12.02 – NOTICE OF ARBITRATION

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 disagreement as befits Christians. 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. 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 12.01*, above, and such Procedures for Arbitration as are adopted pursuant to *Section 12.04*, below.

SECTION 12.03 – 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 outlined under *Section 3.04* were followed.
- B. Should any dispute involve the removal from office of the pastor, associate pastor, or any church officer, the arbitrators shall be limited to determining whether the procedures set forth in *Sections 4.03, 5.01 or 5.02* were followed.

ARTICLE 13 – AMENDMENTS

These bylaws may be revised or amended according to the following:

- A. Introduction of a revision or amendment is accomplished by giving the revision or amendment, in writing, to the moderator for placement on the agenda for discussion. The revision or amendment may then be presented for a congregational vote at the next regular business meeting.
- B. The proposed revision or amendment shall be announced from the pulpit, and offered in writing, by the moderator, or his designee, three Sundays before the vote is taken, which includes the day of the meeting.
- C. Members, present at the regular business meeting, shall be offered a written copy of the proposed revision or amendment being voted upon, prior to a congregational vote, requiring a 2/3 majority for approval.

ARTICLE 14 – DISSOLUTION

In the event that this corporation shall be dissolved, terminated or cease to exist for any reason whatsoever, any and all property remaining after the payment of the just debts of said corporation shall be distributed and transferred as directed by the board of trustees of the corporation, to a church or other religious body or agency of similar purpose, faith and order so that none of the assets of this corporation shall be diverted from the objects and purposes of this corporation. (See Articles of Merger and Association, Article Nine, April 10, 1992).

ADOPTION

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

These bylaws, approved by congregational vote on January 18, 2012, supersede any and all previous constitutions and/or bylaws of Canaan Baptist Church.