

**BY-LAWS
OF
MT. HEBRON MISSIONARY BAPTIST CHURCH
(THE “CHURCH”)**

**ARTICLE I
CHURCH OFFICERS AND COMMITTEES**

All who serve as officers of the Church and those who serve on church committees shall be members of this Church in good standing as defined in Article III, Section 5 and further delineated in the Policy and Procedure Manual.

SECTION 1. CHURCH OFFICERS

The officers of this Church shall be the senior pastor, the deacons, the trustees, a treasurer, a clerk, and other officers, as the Church shall deem necessary. The Church shall elect officers in accordance with the Policy and Procedure Manual so that positions are filled by January 1st of the following year.

A - The Senior Pastor

(A1) The senior pastor is responsible for leading the Church to function as a New Testament church. It shall be the duty of the senior pastor to direct and supervise the public religious instruction of the congregation in the pulpit and in all other departments of the Church. He is the spiritual guide of the Church, and must stand up for the defense of the Gospel. He must see that no false doctrine is taught to the Church; he must administer the ordinances of the Church.

(A2) The senior pastor is an ex-officio member of each ministry, committee, board and auxiliary of the Church. Such membership provides him with the rights of every member to speak, vote and have access to all correspondence. Each ministry, committee, board and auxiliary shall apprise the senior pastor on a yearly basis of the time and place of their regular meetings, and/or called meetings. The senior pastor shall supervise all paid and non-paid staff. As such, the senior pastor works with each ministry, committee, board and auxiliary to:

1. Lead the Church in the achievement of its mission,
2. Proclaim the Gospel to believers and unbelievers, and
3. Care for the Church's members and other persons in the community.

The senior pastor shall possess scriptural qualifications as stated in 1st Timothy 3rd, Titus 1st, and other qualifications as stipulated by the Church.

The senior pastor is to participate in the Church's business meetings, and watch over the personal experiences and lives of the members; counseling, exhorting, admonishing, reproving, as one entrusted with the care of souls.

(A3) The senior pastor shall have a period of vacation, as defined in the employment agreement. His salary shall continue during this period.

(A4) A senior pastor shall be chosen and called by the Church whenever a vacancy occurs. The election shall take place at a meeting called for that purpose, of which at least two (2) weeks public notice has been given. The Church shall elect a pulpit committee from the members in good standing whose duty it shall be to seek out a minister with qualifications as stated above, and present him to the Church congregation for consideration of said pastoral qualifications and ministerial ability. The pulpit committee shall consist of not less than five (5) or more than nine (9) members, including some members of the deacon board and trustee board, who by their training and experience are thoroughly qualified to evaluate and determine the pastoral and ministerial qualifications of a candidate. The Church, after recommendation by the pulpit committee, shall elect by a majority vote of the members present at a meeting, a candidate to the pastorate.

(A5) The senior pastor may relinquish the office of pastor by giving at least thirty (30) days notice to the Church at the time of resignation.

(A6) If the senior pastor is deemed overbearing or inefficient (as defined as just cause below) in the discharge of his duty, or by his occupation, deportment, or conversation is regarded as an improper person to hold such office, provided he has been previously warned in accordance with Matthew 18: 15-17, the Church may declare the office of senior pastor vacant. Such action shall take place at a meeting called for that purpose, of which at least one week's public notice has been given. The meeting may be called (i) upon the recommendation of a majority of the Joint Board, (ii) by written petition signed by not less than one fourth (1/4) of the members in good standing or (iii) by a majority vote of the Church Ministry Council. Should the emergency need arise and for just cause ("Just Cause" shall include, but not be limited to, evidence of misconduct, misappropriation of funds, rebellion against the leadership of the Church, rebellion against the Church's stated doctrinal and theological positions, dereliction of stated duties and responsibilities, maliciously placing in jeopardy the welfare of individual members and/or the membership at large, life style inconsistent with Biblical morality as understood and taught by this body), the Joint Board shall have the power to remove the senior pastor from his office, thereby relinquishing all his rights, duties, and privileges as pastor for a period of not more than fifteen (15) days. This period, herein referred to as the temporary period, may not be invoked more than one (1) time in a twelve (12) month period. During the temporary period, the senior pastor is not to appear in the pulpit but shall continue to receive his regular compensation until reasons for removal have been ratified or rescinded by the members. The reasons for removal of the senior pastor from office must be presented to the members for review for the purpose of being ratified or rescinded within said fifteen (15) day temporary period. The moderator for this meeting shall be designated by the members present by a majority vote, and shall be someone other than the senior pastor. The presiding officer shall serve as the chairperson for the purpose of the election of the moderator. (Article VII, Section 5). The vote to remove the senior pastor and declare the office vacant shall be by secret ballot. The senior pastor is not to be present for the voting process; an affirmative vote of a majority of the members present being necessary to declare the office vacant.

Except in instances of gross misconduct by the senior pastor so excluded from office, the Church will compensate the senior pastor with not less than one twelfth (1/12) of his annual total compensation. The termination shall be immediate and the compensation shall be rendered in not more than seven (7) days of the date of termination. Should the majority of the Church members present at the above meeting vote not to declare the office vacant, the pastor shall be reinstated with all rights, duties and privileges as senior pastor.

(A7) The tenure of the Senior Pastor shall be the duration from the acceptance of the call issued by the Church until such time one of the following may occur:

1. The senior pastor relinquishes his office by giving at least thirty (30) days notice,
2. The Church declares the office vacant in accordance with these Bylaws, or
3. Death of the senior pastor.

B - Deacons

(B1) The Church shall elect deacons by ballot at regular business meetings of the Church. In accordance with the meaning of the work and the practice in the New Testament, deacons are to be servants of the Church. In every case in the selection of deacons, only such persons who possess scriptural qualifications as found in Acts 6:1-7, and 1st Timothy 3rd shall be considered. Candidates for the position of deacon shall be recommended by the Church for vetting. Upon the recommendation of the senior pastor and with the majority approval of the current deacon board, new deacons shall be elected by a simple majority vote by the Church at a meeting called for that purpose. From the time of approval by the current deacon board until the final election by the Church and subsequent ordination, the candidate shall serve a trial period of not less than six (6) months.

(B2) A deacon's primary task is to serve with the pastor and staff in:

1. Leading the Church in the achievement of its mission,
2. Proclaiming the Gospel to believers and unbelievers, and
3. Caring for the Church's members and other persons in the community.

Deacons shall assist the senior pastor with distributing the elements of the Lord's Supper and take a general interest in the welfare of the Church, cooperating with and assisting the pastor in the performance of his duty. They shall be active participants in Church services and functions and shall be responsible for assisting the senior pastor in the prayer meeting service, designated on Wednesday evenings.

(B3) The deacons shall elect a chairman from among the members of the church elected deacons. The chairman shall be elected from a slate of qualified candidates approved by the Senior Pastor; by a simple majority vote (50% plus one) of the members present at a meeting called for the purpose of the election of officers.

The term of office of the chairman shall be two years or the end of the tenure period for the deacon selected to serve as chairman. If a deacon is unable to serve the entire two-year term of office for whatever reason, a special election shall be called for the purpose of filling the remainder of the unexpired term. A chairman shall be selected every two-years.

The chairman of the deacons shall have the following duties and responsibilities:

- Plan, delegate, and evaluate the goals and objectives of the deacon board
- Serve as presiding officer over all meetings of the deacons

- Coordinate organizational schedules and meeting agendas
- Other duties as assigned by the board of deacon.

Additionally, the chairman of the deacons shall manage all directives that have been agreed to by the board of deacons. At no time will the chairman finalize decisions, make agreements, sign contracts, or impose any rules, regulations, and/or any authorities that have not been agreed to by the board of deacons and where appropriate, the Joint Board of Directors.

(B4) The deacons shall elect a vice-chairman from among the members of the church elected deacons. The vice chairman shall be elected from a slate of qualified candidates approved by the Senior Pastor; by a simple majority vote (50% plus one) of the members present at a meeting called for the purpose of the election of officers.

The term of office of the vice-chairman shall be two years or the end of the tenure period for the deacon selected to serve as vice chairman. If a deacon is unable to serve the entire two-year term of office for whatever reason, a special election shall be called for the purpose of filling the remainder of the unexpired term. A vice-chairman shall be selected every two years.

The vice chairman of the deacons shall have the following duties and responsibilities:

- The vice chairman shall serve in partnership with the chairman, and shall adhere to his leadership responsibilities and duties in the absence of the chairman.
- The vice-chairman shall perform other duties as assigned.

At no time will the vice chairman finalize decisions, make agreements, sign contracts, or impose any rules, regulations, and/or any authorities that have not been agreed to by the board of deacons and where appropriate, the Joint Board of Directors.

(B5) The deacons shall elect a secretary from among the members of the church elected deacons. The secretary shall be elected from a slate of qualified candidates approved by the Senior Pastor; by a simple majority vote (50% plus one) of the members present at a meeting called for the purpose of the election of officers.

The term of office of the secretary shall be two-years or the end of the tenure period for the deacon selected to serve as secretary. If a deacon is unable to serve the entire two-year term of office for whatever reason, a special election shall be called for the purpose of filling the remainder of the unexpired term. A secretary shall be selected every two-years.

The secretary of the deacons shall have the following duties and responsibilities:

- Record accurate minutes of all meetings
- Keep the permanent records/archives of the board of deacons
- Update all roster information (i.e. address, phone numbers, email addresses, etc.)
- Publish organizational materials (notices, minutes, reports, etc.)
- Maintain official membership records of attendance
- Handle all business transactions as required by the board of deacons
- Other duties as assigned by the board of deacons.

At no time will the secretary finalize decisions, make agreements, sign contracts, or impose any rules, regulations, and/or any authorities that have not been agreed to by the board of deacons and where appropriate, the Joint Board of Directors.

(B6) If any deacon be deemed overbearing or inefficient in the discharge of his official duty, or by his occupation, deportment, or conversation is regarded as an improper person to hold such office, (shall include, but not be limited to, evidence of misconduct, misappropriation of funds, rebellion against the leadership of the Church, rebellion against the Church's stated doctrinal and theological positions, dereliction of stated duties and responsibilities, maliciously placing in jeopardy the welfare of individual members and/or the membership at large, life style inconsistent with Biblical morality as understood and taught by this body), provided he has been previously warned in accordance to Matthew 18: 15-17, upon recommendation by a majority of the Church Ministry Council he may be removed from office by a majority vote of the members present at the next State of the Church Meeting or a special meeting called for that purpose as stipulated in Article VII, Section 4.

(B7) The term of office of deacons shall be four (4) years from the effective date of election or four (4) years from the date of ordination, whichever is later. In order to preserve order, experience, continuity and effectiveness of the Church's administration, deacons may be eligible (as defined in the Policy and Procedure Manual) to serve a second consecutive term of four (4) years. At the conclusion of the two terms (eight years), the deacon would become ineligible to serve for at least one year before being reconsidered for the position of deacon again.

C - Trustees

(C1) The Church shall elect at least three (3) but not more than nine (9) trustees. The trustees shall provide legal representation of the church as required and approved by the church and/or stipulated in the Policy and Procedures Manual. In every case in the selection of trustees, only such persons who possess scriptural qualifications as found in Acts 6:1-7, and 1st Timothy 3rd, shall be recommended to the Church by the senior pastor; and upon the recommendation of the Joint Board, shall be put to an election by the members of the Church. A trustee shall be elected by a simple majority vote by the Church at a meeting called for that purpose.

(C2) Upon a specific vote of the members of the Church authorizing each action proposed to be taken by the trustees of the Church, the trustees shall have the power to buy, sell, mortgage, lease, or transfer any of the Church's property. When the signatures of the trustees are required, they shall sign legal documents involving the sale, mortgage, purchase, or rental of property, or other legal documents related to all church approved matters. Trustees shall have the power to make whatever repairs or adjustments necessary, and report the same to the Joint Board prior to reporting the matter to the Church at its next regular church meeting.

(C3) The trustees shall elect a chairman from among the members of the church elected trustees. The chairman shall be elected from a slate of qualified candidates approved by the Senior Pastor; by a simple majority vote (50% plus one) of the members present at a meeting called for the purpose of the election of officers.

The term of office of the chairman shall be two-years or the end of the tenure period for the trustee selected to serve as chairman. If a trustee is unable to serve the entire two-year term of office for whatever reason, a special election shall be called for the purpose of filling the remainder of the unexpired term. A chairman shall be selected every two-years.

The chairman of the trustees shall have the following duties and responsibilities:

- Plan, delegate, and evaluate the goals and objectives of the trustee board
- Serve as presiding officer over all meetings of the trustees
- Coordinate organizational schedules and meeting agendas
- Other duties as assigned by the board of trustees.

Additionally, the chairman of the trustees shall manage all directives that have been agreed to by the board of trustees. At no time will the chairman finalize decisions, make agreements, sign contracts, or impose any rules, regulations, and/or any authorities that have not been agreed to by the board of trustees and where appropriate, the Joint Board of Directors.

(C4) The trustees shall elect a vice-chairman from among the members of the church elected trustees. The vice-chairman shall be elected from a slate of qualified candidates approved by the Senior Pastor; by a simple majority vote (50% plus one) of the members present at a meeting called for the purpose of the election of officers.

The term of office of the vice-chairman shall be two years or the end of the tenure period for the trustee selected to serve as chairman. If a trustee is unable to serve the entire two-year term of office for whatever reason, a special election shall be called for the purpose of filling the remainder of the unexpired term. A vice-chairman shall be selected every two-years.

The vice chairman of the trustees shall have the following duties and responsibilities:

- The vice chairman shall serve in partnership with the chairman, and shall adhere to his leadership responsibilities and duties in the absence of the chairman.
- The vice-chairman shall perform other duties as assigned.

At no time will the vice-chairman finalize decisions, make agreements, sign contracts, or impose any rules, regulations, and/or any authorities that have not been agreed to by the board of trustees and where appropriate, the Joint Board of Directors.

(C5) The trustees shall elect a secretary from among the members of the church elected trustees. The secretary shall be elected from a slate of qualified candidates approved by the Senior Pastor; by a simple majority vote (50% plus one) of the members present at a meeting called for the purpose of the election of officers.

The term of office of the secretary shall be two years or the end of the tenure period for the trustee selected to serve as secretary. If a trustee is unable to serve the entire two-year term of office for whatever reason, a special election shall be called for the purpose of filling the remainder of the unexpired term. A secretary shall be selected every two years.

The secretary of the trustees shall have the following duties and responsibilities:

- Record accurate minutes of all meetings
- Keep the permanent records/archives of the board of trustees
- Update all roster information (i.e. address, phone numbers, email addresses, etc.)
- Publish organizational materials (notices, minutes, reports, etc.)
- Maintain official membership records of attendance
- Handle all business transactions as required by the board of trustees
- Other duties as assigned by the board of trustees.

At no time will the secretary finalize decisions, make agreements, sign contracts, or impose any rules, regulations, and/or any authorities that have not been agreed to by the board of trustees and where appropriate, the Joint Board of Directors.

(C6) If any trustee be deemed overbearing or inefficient in the discharge of his official duty, or by his occupation, deportment, or conversation is regarded as an improper person to hold such office, (shall include, but not be limited to, evidence of misconduct, misappropriation of funds, rebellion against the leadership of the Church, rebellion against the Church's stated doctrinal and theological positions, dereliction of stated duties and responsibilities, maliciously placing in jeopardy the welfare of individual members and/or the membership at large, life style inconsistent with Biblical morality as understood and taught by this body), provided he has been previously warned in accordance with Matthew 18:15-17, upon recommendation by a majority of the Church Ministry Council he may be removed from office, by a majority vote of the members present at the next State of the Church Meeting or a special meeting called for that purpose as stipulated in Article VII, Section 4.

(C7) The term of office of trustee shall be four (4) years from the effective date of election or four (4) years from the date of ordination, whichever is later. In order to preserve order, experience, continuity and effectiveness of the Church's administration, trustees may be eligible (as defined in the Policy and Procedure Manual) to serve a second consecutive term of four (4) years. At the conclusion of the two terms (eight years), trustees would become ineligible to serve for at least one year before being reconsidered for the position of trustee again.

D - The Joint Board

(D1) Between all official and/or called meetings of the Church, the power and authority for the purpose of management, leadership, shepherding, and general oversight of the Church shall be vested in the Joint Board. At no time will the Joint Board perform any actions that have not been delegated by the members of the Church in general session.

(D2) The Joint Board has the power to manage and govern the affairs of the Church as required and approved by the church and/or stipulated by the Policy and Procedures Manual, and does not have the authority to modify or supersede any action taken by Church.

(D3) Joint Board members shall possess Scriptural qualifications as stated in Acts 6:1-7, 1st Timothy 3, Titus 1 and 1st Peter 5:1-11.

(D4) The Joint Board shall consist of the following:

1. The Senior Pastor,
2. Deacons,
3. Trustees,
4. Administrative Director
5. Worship and Fine Arts Director

6. Adult Discipleship Director
7. Evangelism and Missions Director
8. Youth and Children Director
9. Three ministers recommended by the Senior Pastor based upon their leadership position,
10. Other individuals recommended by the Joint Board and confirmed by the majority vote of the members of the Church based on their leadership position.

(D5) Governing responsibilities of Joint Board include, but are not limited to, the following:

1. To cast the ministry vision and maintain the Church's mission and purpose statement,
2. To guard the Church's core values and ministry distinctive,
3. To support the senior pastor, staff and the Church's annual ministry plan,
4. To ensure that Church resources are adequate and are being used effectively,
5. To recommend policy issues to the church body,
6. To lead in strategic ministry planning,
7. To keep members adequately informed on key management issues of the Church, and
8. Other duties and responsibilities as designated by need and by the Church.

(D6) The term of office for ministers and other individuals on the Joint Board shall be no longer than four (4) years or so long as the officer or minister holds its position in the Church.

(D7) The Joint Board shall elect a chairman from among its members. The chairman shall be elected from a slate of qualified candidates approved by the Senior Pastor; by a simple majority vote (50% plus one) of the members present at a meeting called for the purpose of the election of officers.

The term of office of the chairman shall be two-years or the end of the tenure period for the member selected to serve as chairman. If the chairman is unable to serve the entire two-year term of office for whatever reason, a special election shall be called for the purpose of filling the remainder of the unexpired term. A chairman shall be selected every two-years.

The chairman of the Joint Board of Directors shall have the following duties and responsibilities:

- Plan, delegate, and evaluate the goals and objectives of the Joint Board
- Serve as presiding officer over all meetings of the Joint Board
- Coordinate organizational schedules and meeting agendas
- Other duties as assigned by the Joint Board.

Additionally, the chairman of the Joint Board shall manage all directives that have been agreed to by the board. At no time will the chairman finalize decisions, make agreements, sign contracts, or impose any rules, regulations, and/or any authorities that have not been agreed to by the Joint Board or the Church.

(D8) The Joint Board shall elect a vice-chairman from among its members. The vice-chairman shall be elected from a slate of qualified candidates approved by the Senior Pastor; by a simple majority vote (50% plus one) of the members present at a meeting called for the purpose of the election of officers.

The term of office of the vice-chairman shall be two years or the end of the tenure period for the member selected to serve as vice-chairman. If the vice-chairman is unable to serve the entire two-year term of office for whatever reason, a special election shall be called for the purpose of filling the remainder of the unexpired term. A vice-chairman shall be selected every two-years.

The vice-chairman of the Joint Board shall have the following duties and responsibilities:

- The vice-chairman shall serve in partnership with the chairman, and shall adhere to his leadership responsibilities and duties in the absence of the chairman.
- The vice-chairman shall perform other duties as assigned.

At no time will the vice-chairman finalize decisions, make agreements, sign contracts, or impose any rules, regulations, and/or any authorities that have not been agreed to by the Joint Board or the Church.

(D9) The Joint Board shall elect a secretary from among its members. The secretary shall be elected from a slate of qualified candidates approved by the Senior Pastor; by a simple majority vote (50% plus one) of the members present at a meeting called for the purpose of the election of officers.

The term of office of the secretary shall be two-years or the end of the tenure period for the member selected to serve as secretary. If the secretary is unable to serve the entire two-year term of office for whatever reason, a special election shall be called for the purpose of filling the remainder of the unexpired term. A secretary shall be selected every two years.

The secretary of the Joint Board shall have the following duties and responsibilities:

- Record accurate minutes of all meetings
- Keep the permanent records/archives of the Joint Board of Directors
- Update all roster information (i.e. address, phone numbers, email addresses, etc.)
- Publish organizational materials (notices, minutes, reports, etc.)
- Maintain official membership records of attendance
- Handle all business transactions as required by the Joint Board
- Other duties as assigned by the Joint Board of Directors.

At no time will the secretary finalize decisions, make agreements, sign contracts, or impose any rules, regulations, and/or any authorities that have not been agreed to by the Joint Board of Directors the Church.

E - The Treasurer

(E1) The Church shall elect a treasurer as its financial officer. The treasurer shall be a person of fair education, a legible writer and of reputable character. It shall be the duty of the treasurer to keep an itemized account of all monies collected and expended by the Church. He shall be a member of the trustee board.

(E2) The treasurer shall counsel with the financial committee, maintain records of funds received and disbursed, maintain records of contribution, and make reports to the Joint Board, appropriate committees and to the Church. He shall co-sign checks in accordance with the Church's policies and procedures but shall not deposit funds. He shall be bonded in an amount equal to Five Hundred Thousand and No/100 Dollars (\$500,000.00). He shall ensure the Church complies with all federal, state and local tax laws.

(E3) The term of office of the treasurer shall be two (2) years from January 1st of the calendar year for which he is elected to serve. In order to preserve order, experience, continuity and effectiveness of the Church's administration, the treasurer may be eligible to consecutively serve a second two (2) year term. At the conclusion of the two terms (4 years), the person would become ineligible to serve for at least one term before being considered for the same position again.

F-The Clerk

(F1) The Church shall elect a clerk as its clerical officer. The clerk shall be responsible for recording minutes of church business meetings, preserve records for present and future use, correspond with other churches and the members, provide records for the Church's history, and prepare annual letters to affiliated Association(s). The clerk shall be responsible for the preparation of the Church's resolutions and will serve as a notary for the Church.

(F2) The term of office of the clerk shall be two (2) years from January 1st of the calendar year for which they were elected to serve. In order to preserve order, experience, continuity and effectiveness of the Church's administration, the clerk may be eligible to consecutively serve a second two (2) year term. At the conclusion of the two terms (4 years), the person would become ineligible to serve for at least one term before being considered for the same position again.

SECTION 2. CHURCH STANDING COMMITTEES

The committees of the Church shall be Human Resource Committee, Membership Committee, Building/Planning Committee, Financial Committee, Property and Space Committee, Benevolence Committee, History Committee, Policy and Procedure Committee and Nominating Committee. All Church committee members shall be recommended by the Joint Board and elected by a simple majority vote (50 % plus one) of the members of the Church unless otherwise specified within these Bylaws. Committees shall prepare quarterly reports and/or reports as needed of their progress and objectives that shall be presented to the Joint Board. All chairpersons of standing committees shall serve as members on the Church Ministry Council. All standing committee actions are subject to administrative approval and approval of the Joint Board, and membership as appropriate. The term of office of members of standing committees shall be two (2) years from the date of election/selection to serve. In order to preserve order, experience, continuity and effectiveness of church administration, each of these officers may be eligible to serve a second consecutive term of two years. At the conclusion of the two terms (4 years), the person would become ineligible to serve for at least one term before being considered for the same position again.

A - The Human Resource Committee

The Human Resource Committee shall assist the Church in matters related to employed personnel administration. Their work includes such areas as determining staff needs, employment, salaries, benefits, other compensation, policies, job descriptions, and personnel services or as otherwise provided by the Joint Board or the members.

B - The Membership Committee

The Membership Committee shall maintain an accurate roster of all members, maintain a line of communication between the members and the general congregation, develop and implement an orientation program for new members, distribute spiritual literature to members on a weekly, monthly or quarterly basis. The Membership Committee shall be responsible for keeping a register of names of the members, with dates of admission, date of dismissal, date of death, or date of erasure, together with a record of all baptisms performed by the Church. The Membership Committee will work closely with the clerk.

C - The Building and Planning Committee

The Building and Planning Committee duties are:

1. To gather, study and analyze information about the Church and the community (in order to establish an accurate picture of the Church's future growth potential based on this study),
2. To study the property owned and the Church's location in the community to determine the relationship of these factors to the church's ministry and growth,
3. To make recommendations concerning property needs,
4. To design the space available to accommodate the Church's programs,
5. To determine what furnishings are needed in consultation with the appropriate staff.
6. To survey the income potential of the Church,
7. To conduct a fund-raising campaign (often the building finance subcommittee is a separate committee from the Church finance committee),
8. To see that the building is constructed according to specifications and is ready for use.

D - The Financial Committee.

(D1) The Financial Committee shall consist of not less than seven (7) members. To prevent any conflict-of-interest, no more than one-third of the membership of the Financial Committee shall be comprised of the Church's trustees.

(D2) The Financial Committee is responsible for the management of the operating funds of the Church. The financial committee in conjunction with the Church treasurer prepares financial statements, which are reviewed and approved at the monthly Joint Board meetings and at regularly scheduled State of the Church Meetings.

(D3) The Financial Committee develops and recommends an overall financial development plan, a unified church budget, and budget subscription plans. It advises and recommends the administration of

financial gifts to church members and others, using sound principles of financial management. It works with the treasurer in the preparation of the reports to the Church regarding the financial affairs of the Church. The Finance Committee performs and is responsible for the following:

1. The counting, recording and tabulating of all church receipts and disbursements,
2. Works in conjunction with administration on the Church's spending plan,
3. Administers the approved budget,
4. Reviews expenditures in terms of budget allocation,
5. Recommends adjustments needed in the budget,
6. Recommends an adequate financial system,
7. Requests an annual audit of the financial records, and
8. Promotes financial education.

(D4) Membership to the Financial Committee shall be by recommendation to the Church's nominating committee. The nominating committee in consultation with the senior pastor and with the approval of the Joint Board shall send qualified recommendations to the members of the Church for final approval upon receipt of a majority vote of the members.

E - The Property and Space Committee

The church Property and Space Committee assists the Church in matters related to property administration. The duties of the committee are as follows:

1. To inspect all of the property of the Church periodically. An inventory of all property should be maintained. The purpose of inspecting and keeping an inventory is to plan for preventative maintenance work,
2. To consult with program leaders and administration concerning allocation, location, acquisition and maintenance of property and space. The property and space committee should work with the program leaders to make sure that everyone has the necessary space,
3. To recommend changes in use of facilities and property. The committee should work with the organizations and groups involved to make recommendations for rearrangement and maximum use of the education and activity space,
4. To make recommendations concerning maintenance, personnel, employment, training, and supervision needs,
5. To develop and recommend policies and procedures related to the Church's property and space,
6. To develop and recommend arranging, equipping, and administering parking space,

7. To prepare budget recommendations, and at the appropriate time each year, the property and space committee should plan its program of work and budget for the new year. Budget recommendations should be made to the finance committee.
8. To consult with the Church's organization leaders and other groups concerning adequate furnishings.

F - The Benevolence Committee

The Church's Benevolence Committee is primarily responsible for studying the needs of the Church's families and of families in the community to which the Church should minister and designing a plan for meeting these needs. The Benevolence Committee shall:

1. Develop guidelines for the work of the committee,
2. Study the needs for assistance in the Church membership and in the community,
3. Work with other groups that have benevolent actions,
4. Survey and determine available community agencies,
5. Recommend budget requests for monies needed for ministering to people,
6. Investigate and administer benevolence resources as needed, and
7. Make reports to the Church regarding any of the above.

G - The History Committee

The Church's History Committee is responsible for keeping an up-to-date history of the Church. The duties are:

1. To gather and preserve historical records,
2. To set up and maintain a storage system for all historical records, and
3. To plan and implement special projects as needed.

Often in a church's life, special occasions will arise that are of historical value. Such occasions can be church anniversaries, building dedications, and centennial celebrations; and all such events shall be recorded and memorialized by the History Committee.

H - The Policy and Procedure Committee

(H1) The Policy and Procedure Committee shall develop a policy and procedure manual for the Church that will also include organizational charts depicting the lines of responsibility in the administration of the Church. The manual shall be kept in the Church office and made available for use by any member of the Church.

(H2) The Policy and Procedure Committee shall maintain the manual. The Joint Board and Church Ministry Council shall review the reports of the committee and the manual on a regular basis.

(H3) All recommended changes to the Policy and Procedure Manual must receive the concurrence of the Joint Board and the Church Ministry Council.

(H4) Recommendations for additions, revisions, or deletions to the Policy and Procedure Manual may originate from the Church officer, committee or organization to whose duties relate to the proposed policy, the Joint Board, Church Ministry Council, Policy and Procedure Committee, or any member of the Church.

I - The Nominating Committee

The Nominating Committee provides oversight for the selection process of the Church leaders. This committee is responsible for maintaining a current file of leadership history and tenure of officers to ensure fair and equitable administration of the election process. The duties of the Nominating Committee are:

1. To gather recommendations for officers and ministry leaders and to investigate the eligibility of those who are recommended,
2. To monitor the tenure of officers and ministry leaders and notify appropriate leaders of pending expirations,
3. To ensure that the election process is completed in accordance with the guidelines stipulated in the Policy and Procedure Manual, and
4. To ensure that the selection of officers and ministry leaders is completed by January 1st of the following year.

ARTICLE II ELECTION OF OFFICERS

The church shall select officers and ministry leaders in accordance with these Bylaws and with the Policy and Procedure Manual so that available positions are filled by January 1st of the following year. All elections for officers and ministry leaders shall be made by the members of the Church upon majority vote. If no individual obtains a majority in a single vote, the Policy and Procedure Manual shall provide for run-off election procedures.

ARTICLE III CHURCH MEMBERSHIP

SECTION 1. GENERAL

This is a sovereign and congregational Baptist Church under the lordship of Jesus Christ. The membership retains unto itself the exclusive right of self-government in all phases of the spiritual and temporal life of this Church. The membership reserves the exclusive right to determine who shall be members of this Church and the conditions of such membership. Membership in this church requires a profession of faith in Jesus Christ and Christian Baptism.

SECTION 2. MEMBERSHIP

Any person may apply for membership in this Church in any of the following ways:

1. By profession of faith and for baptism according to the policies of this Church.
2. By a letter of recommendation from another Christian church.
3. Upon a statement of prior conversion experience and baptism in a Christian church when no letter is obtainable.

All such applicants, after successfully completing New Member Orientation, shall be presented to the Church for membership at any regular church service.

SECTION 3. WATCH CARE

A Christian may become affiliated with this Church through "Watch Care," as outlined in the Church's Policy and Procedure Manual. Should there be any dissent as defined in the Policy and Procedure Manual, to any candidate, such dissent shall be referred to the membership committee for investigation and the making of recommendation to the Church within thirty (30) days. A vote shall be required to elect such candidates to membership at a prescribed meeting for that purpose.

SECTION 4. RIGHTS OF MEMBERS

1. Every member in good standing, age eighteen (18) and over, is entitled to vote at all elections and on all questions submitted to a vote by the members of the Church, provided the member is present or provision has been made for absentee balloting.
2. Every member in good standing is eligible for consideration by the membership as a candidate for elective office in the Church.
3. Every member in good standing may participate in the ordinances of the Church.

SECTION 5. MEMBER IN GOOD STANDING

In addition to meeting all of the requirements of Article III, Section 2, all of the following qualifications must be met for an individual to be classified as a "member in good standing" of the Mt. Hebron Missionary Baptist Church. The individual:

1. Must be in regular attendance at regular church services,
2. Must not be under church discipline,
3. Must be a regular financial contributor to the Church, and
4. Must have completed "New Members Orientation" class.

Reference should be made to the Policy and Procedure Manual for a complete definition of each requirement. If there are untoward circumstances that prevent or impede an individual from meeting their responsibilities as a member of this Church, it is incumbent on the member or their legal representative to make the impediment known to the Church's leadership as early as possible.

SECTION 6. TERMINATION OF MEMBERSHIP

The membership roll will be reviewed and updated annually. Members shall be terminated in one of the following ways:

1. Death of the member,
2. Membership to another church,
3. Dismissal by action of this Church,
4. Erasure upon request,
5. Inactive for more than six (6) months without proper notification to the Church of reasons for inactivity and acceptance by the Church of such reasons. Acceptable notification is specified in the Church's Policy and Procedures Manual.

SECTION 7. DISCIPLINE

It shall be the practice of this Church to emphasize to its members that every reasonable measure will be taken to assist any troubled member. The pastor, other members of the Church staff and deacons are available for counsel and guidance. The attitude of members toward one another shall be guided by a concern for redemption rather than punishment. Should some serious condition exist which would cause a member to become a liability to the general welfare of the Church, the pastor and the deacons will take every reasonable measure to resolve the problem in accordance with Matthew 18:15-20 and Galatians 6:1. If it becomes necessary for the Church to take action to exclude a member, a majority vote of the members present at an official meeting of the Church is required; and the Church may proceed to declare the person to be no longer in the membership of the Church. A spirit of Christian kindness and forbearance shall pervade all such proceedings. The Church may restore to membership any person previously excluded, upon request of the excluded person, and by vote of the members of the Church upon evidence of the excluded person's repentance and reformation.

ARTICLE IV CHURCH MINISTRY STRUCTURE

The Church shall maintain ministries of discipleship, worship and fine arts, fellowship, mission, evangelism, pastoral care and administration that ministers to all the generations of the Church. All ministries shall be under the Church's control. All ministry leaders shall be approved by the Church and shall report regularly to the Church. All ministries shall have such leaders and organization, as the ministry requires. The Church shall annually select ministry leaders in accordance with the Policy and Procedure Manual so that positions are filled by January 1st of the following year. The Church shall provide human, physical, financial and spiritual support for the appropriate advancement of these ministries. The seven basic ministry divisions of the church shall be:

1. Administration
2. Adult Discipleship
3. Children and Youth Discipleship
4. Evangelism and Missions
5. Fellowship

6. Pastoral
7. Worship and Fine Arts

All ministries of the Church shall exist in one of the above mentioned ministry divisions. *(The ministries of the Church are further identified and defined in the Policy and Procedure Manual.)*

ARTICLE V CHURCH MINISTRY COUNCIL

(A1) The Church Ministry Council shall lead in planning, coordinating, conducting, and evaluating the ministries and programs of the Church and its organizations. The senior pastor or his designee shall lead the Church Ministry Council.

(A2) The primary functions of the Church Ministry Council shall be:

1. To recommend to the Church suggested objectives and church goals,
2. To review and coordinate ministry and program plans recommended by church officers, organizations, and committees,
3. To recommend to the Church the use of leadership, calendar time, and other resources according to program priorities; and
4. To evaluate achievements in terms of the Church's objectives and goals.

(A3) Regular members of the Church Ministry Council shall be the senior pastor, staff leaders of the basic ministry divisions of the Church, leaders of church ministries (as defined in the Policy and Procedure Manual), church officers as listed in Article I, and all chairpersons of standing committees. Each ministry shall have one delegate, and each delegate shall have one vote only.

ARTICLE VI CHURCH ORDINANCES

SECTION 1. BAPTISM

This Church shall receive for baptism any person who has received Jesus Christ as Savior by personal faith, who professes Him publicly, and who indicates a commitment to follow Christ as Lord.

(A1) Baptism shall be by immersion in water.

(A2) The Senior Pastor, his designee, or in his absence, whomever the Church shall authorize, shall administer baptism. The deacons shall assist in the preparation for, and the observance of baptism.

(A3) Baptism shall be regularly administered.

(A4) A person who professes Christ and is not baptized after a reasonable length of time shall be counseled by the Senior Pastor and/or staff or deacons. If an applicant refuses to be baptized, the applicant shall be deleted from the list of those awaiting baptism and membership.

SECTION 2. THE LORD'S SUPPER

This Church shall regularly observe the Lord's Supper. The senior pastor, ministers, and deacons shall administer the Lord's Supper. The deacons shall be responsible for the physical preparations.

ARTICLE VII CHURCH MEETINGS

[For the purpose of this Article VII, any reference made to church meetings refers to the Church's corporate meeting only and not a committee or ministry meeting.]

All corporate church meetings [except for worship and special services (Article VII, Sections 1 and 2)] may be called upon receipt of a petition signed by 15% of the total church membership who are voting members in good standing, by the senior pastor or by a majority vote of the Joint Board. Article I, Section A6 is controlling when a matter deals with the discipline of the senior pastor.

SECTION 1. WORSHIP SERVICES

The Church shall meet regularly each week for the worship of Almighty God. Prayer, praise, preaching, instruction, and evangelism shall be among the ingredients of these services. The Senior Pastor shall give direction to all church services.

SECTION 2. SPECIAL SERVICES

Additional services and any other church meetings essential to the advancement of the Church's mission and vision shall be placed on the Church's calendar.

SECTION 3. REGULAR STATE OF THE CHURCH MEETINGS

The Church shall hold quarterly State of the Church Meetings. A minimum one-week notice must be given and the stated agenda items requiring a vote must be provided.

SECTION 4. SPECIAL MEETINGS

The Church may conduct called meetings to consider matters of a special nature and significance. A minimum one-week notice must be given and the stated agenda items requiring a vote must be provided.

SECTION 5. PRESIDING OFFICER

(A1) The chairman of deacons shall serve as the presiding officer at all State of the Church and Special Meetings. In the absence of the chairman of deacons, the chairman of the trustees shall preside or an appointee from the Joint Board.

(A2) The duties of the presiding officer shall be to maintain the fellowship, conduct business in an orderly fashion, execute business with dispatch, clarify matters voted for later action and avoid trivialities. The presiding officer shall officiate using Robert's Rules of Order newly revised.

SECTION 6. QUORUM

(A1) All church business meetings, as stipulated in this Article VII, Sections 3 and 4, requiring a vote, must have a quorum. A quorum is determined by using the number of members on the Church Ministry Council. A quorum shall exist when the total eligible members present is equivalent to a majority (one half plus one) of the number of members on the Church Ministry Council.

(A2) The number of Church Ministry Council Members shall be established on January 1st of each year, and shall be used until the next annual determination.

(A3) Members under the age of 18 are not eligible to vote and are not used in the determination of a Quorum.

SECTION 7. PARLIAMENTARY RULES

The most recent revised addition of Robert's Rules of Order shall be the guide for the orderly conduct for all business meetings of the church.

ARTICLE VIII CHURCH FINANCES

SECTION 1. BUDGET

The Finance Committee and appointed staff, in consultation with the Joint Board, shall prepare and submit to the Joint Board of Directors and the Church for approval an annual itemized operational and capital budget. Church Policy and Procedure shall provide guidelines for budget changes. Membership in this Church involves a financial obligation to support the Church and its causes with regular tithes and offerings. Offering envelopes will be provided for members' use. Annually there shall be opportunity provided to secure worthy commitments of financial support from the church members.

SECTION 2. ACCOUNTING PROCEDURES

The treasurer and/or Financial Committee shall properly record all funds received for any and all purposes on the books of the Church. The treasurer and Financial Committee members shall be bonded at the church's expense in accordance with these Bylaws. The Financial Committee shall employ a system conforming to generally accepted accounting principles and procedures to handle and account for all of the Church's funds.

SECTION 3. FISCAL YEAR

The Church shall operate on a fiscal year basis with the accounting period from January 1st and ending December 31st.

ARTICLE IX CHURCH POLICY AND PROCEDURE MANUAL

The Church shall have a Policy and Procedure Manual to include church policies and procedures and organization charts depicting lines of responsibility in the administration of the Church. The manual shall be kept in the Church office and made available for use there by any member of the Church. The policy and procedure committee shall maintain the manual. The Policy and Procedure Committee shall

review the manual at least annually, with authority to recommend changes for the Church to consider. Any church member or church organization may initiate suggested changes in the manual. (Refer to Article 1, Section 2-H.) Addition, revision, or deletion of church procedures requires:

1. The recommendation of the Church officer or organization to whose areas of assignment the policy relates,
2. The approval of the Joint Board and Church Ministry Council, or
3. The approval by a majority vote of the members of the church in accordance with these Bylaws.

ARTICLE X AMENDMENTS

(A) Changes in the constitution and these Bylaws may be made at any regular business meeting of the Church provided each amendment shall have been presented in writing at a previous business meeting and copies of the proposed amendment shall have been furnished to each member present at the earlier meeting.

(B) Amendments to the constitution shall be by a super majority of two-thirds (2/3) of the Church members present at the meeting.

(C) Amendments to the Bylaws shall be approved by a two-thirds (2/3) vote of members present and voting at a meeting called for that purpose.

The By-Laws of the Mt. Hebron Missionary Baptist Church as set forth above has been approved by a majority vote of those present and voting at a duly called meeting of the members of the Corporation.

IN WITNESS HEREOF, the below named authorized corporate officer executes these By-Laws of the Mt. Hebron Missionary Baptist Church on the 20th day of December 2010.

Amended December 18, 2013.

Kathy Sims, Church Clerk