

EFFORT BAPTIST CHURCH

BY-LAWS

As Amended July 11, 2024

**Effort Baptist Church
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REVISION HISTORY

Church Council Approval Date	Description	Section(s) Affected
July 1994	Initial Release	N/A
September 29, 2002	Amended (unknown)	
August 21, 2014	Amended (unknown)	
December 18, 2014	Amended (unknown)	
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September 18, 2016	Amended (unknown)	
February 28, 2019	Amended (unknown)	
June 23, 2022	Fiscal year changed from Oct-Sept to June-May to align church and school budgets. Building & Grounds added as a standing committee	S11.04(A) S10.01(B)
June 8, 2023	Removed language requiring an annual audit of the church's finances by an outside CPA. Finance Committee and staff felt it was no longer necessary and not worth the cost. Updated TOC to auto-fill (was manually typed in)	S12.05 TOC
July 11, 2024	Church calendar year changed from Oct-Sept to June-May to align with the fiscal year.	S11.04(B)



Nathan K. Brown
Church Council Chair

BYLAWS

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ARTICLE 1. GENERAL PROVISIONS

Section 1.01. Purposes of the Church.

(A) SPIRITUAL

REACH THE LOST, SERVE THE LEAST, GROW DISCIPLES

(B) BUSINESS RESPONSIBILITIES TO BE EXERCISED THROUGH THE CHURCH COUNCIL

a. To exercise the powers and responsibilities granted the Church under its Constitution and By-Laws to provide for the necessary operation, maintenance, administration, and governing of the Church.

b. To purchase, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated, in furtherance of and in proclaiming the Gospel of Jesus Christ.

c. To do all lawful acts and things and to engage in all lawful activities necessary or desirable to carry out its purposes consistent with the provisions of the Virginia law and Section 501(c) of the Internal Revenue Code, and the regulations issued thereunder, as the same may be amended from time to time.

d. No part of the Church's offerings and earnings shall inure to the benefit of any member, pastor, minister, Council member, deacon, trustee, or officer of the Church, or to any private individual, except reasonable compensation may be paid for approved services and goods rendered to or for the Church.

Section 1.02. Purposes of the By-Laws.

(A) The By-laws shall be approved by the Church Membership. The power to alter, amend, or repeal the By-Laws or adopt new By-Laws, subject to repeal or change by action of the Church members, shall be vested in the Church Council unless reserved to the Church members by the Constitution or the By-Laws. The By-Laws may contain any provisions for the regulation and management of the affairs of the Church not inconsistent with law or the Constitution. [Refer: [Article 12](#) 13 of these By-Laws]

(B) The By-Laws have been established to govern the Church Council and the members of the Church within the framework of its Constitution and the laws of the Commonwealth of Virginia. Under the authority of these By-Laws, the Church Council shall establish and ensure the policies, rules and regulations, and procedures for the operation and management of the affairs of the Church.

ARTICLE 2. OFFICES - AGENT

Section 2.01. Principal Office.

The principal office of the Church shall be on the campus located on 7820 Thomas Jefferson Parkway, Palmyra, Virginia 22963.

Section 2.02. Agent.

The agent shall be an appointed officer of the Church Council or an attorney representing the Church. The sole duty of the agent is to forward to the Church at its address any notice that is served on the agent.

ARTICLE 3. CHURCH MEMBERSHIP

Section 3.01. Qualifications for Membership.

As specified in the Constitution.

Section 3.02. Termination of Church Membership.

Membership in this Church shall be terminated in any of the following ways:

1. By letter of transfer to another Christian Church of like faith and order, or
2. By removal, at the request of the member, or
3. Upon written request from another church with consent of the member, or
4. By death of the member, or
5. By action of the Church Council by an affirmative vote of at least three-fourths (3/4) of its total members, stating in writing to the affected member the Church Council's intent. Such actions may be appealed in writing within thirty (30) calendar days. Appeals under this paragraph shall be considered and concluded by the Church Council within thirty days of receipt, and the appellant shall be promptly notified of the result. The Church Council's decision shall be final. All such decisions shall be reported in an open business meeting and be in the minutes of the meeting.

Section 3.03. Other Cases.

Where the basis of a membership, or termination thereof, is not specifically provided for in Sections 3.01 or 3.02 of this Article, the Church Council by an affirmative vote of at least three-fourths (3/4) of its total members shall in a timely manner render a determination, by resolution. All such determinations shall be reported in an open business meeting and be in the minutes of the meeting.

Section 3.04. Membership List.

A membership list shall be kept current by the Secretary or duly appointed staff. The list shall reside in the Church files kept at its principal address. Such list shall name members of the Church, and shall designate members either as "Active Members" or "Inactive Members" in accordance with the Constitution.

Section 3.05. Membership List Maintenance.

Membership list shall be maintained with a list of Active and a list of Inactive Members. Active Member is defined as faithfully attending, serving, and contributing financially in fellowship with the church body and leadership. An Inactive Member demonstrates none of the characteristics defining an Active Member.

Section 3.06. Membership List Validation.

Each year, 30 days prior to the Annual Meeting (or 14 days prior to a Special Called Membership Meeting), the list of Active Members shall be made reasonably available before, during and after the regularly scheduled worship services and in the church office during the week. Those who consider

themselves to be active members shall be encouraged to check the list and verify their presence. A process for appeal of status to the Church Council will be made available.

ARTICLE 4. RIGHTS AND PRIVILEGES OF MEMBERS

Section 4.01. Voting Rights.

Only Active members of the Church shall have the right to vote on Church matters. Action to change the status of membership must be in accordance with Section 5.05 (B) of these By-Laws.

Section 4.02. Use of Church Buildings by Members.

Members are entitled to full use of all facilities in accordance with the provisions of these By-Laws and such policies, rules and regulations as may be adopted by the Church Council.

Section 4.03. Contract Use of Church Building/Properties.

Contract use of the Church facilities is subject to Council approval. The contract shall specify the fee and the designated facilities and amenities in accordance with these By-Laws and such policies, rules, regulations, terms and conditions of use as may be adopted by the Church Council.

Section 4.04. Charges.

The Church Council may, from time to time, establish user fees or charges for various facilities, amenities, and programs provided by the Church.

ARTICLE 5. MEETINGS OF CHURCH MEMBERS

Section 5.01. Annual Meeting.

As specified in the Constitution, Section 5.02.

Section 5.02. Special Meetings.

As specified in the Constitution, Section 5.03.

Section 5.03. Notice of Meetings.

As specified in the Constitution Section 5.04,

Section 5.04. Quorum.

As specified in the Constitution Section 5.05.

Section 5.05. Membership List.

- (A) The Membership List for a quorum shall include only members designated as "Active-Members."
- (B) To change from inactive membership status to active membership, requires the member to request the reinstatement of Active membership in writing to the Church Council or to make a public request for endorsement from the Church at a worship service and receive such endorsement. The Church Council records final approval of status changes in compliance with these By-Laws.

Section 5.06. Record Date.

The record date for determining the members entitled to notice of or to vote at a Members' Meeting and to be counted for the quorum shall be no less than 14 days before the meeting.

Section 5.07. Voting Entitlement.

A member entitled to vote may vote only in person at the meeting and shall be entitled to one vote on each matter submitted to a vote at a meeting of members.

Section 5.08. Voting Procedures.

- (A) The calling of a Senior Pastor will be voted on by written ballot.
- (B) Unless requested by a member, voting will be by voice vote or show of hands. If a member requests a ballot vote, such vote must be approved by the majority of those members present at the meeting. Ballot votes shall be counted by no less than three (3) tellers appointed by the Chairman of the meeting.
- (C) No proxy (appointed individual) may vote for a member and written proxies will not be accepted.
- (D) Cumulative Voting is not recognized.

Section 5.09. Church's Acceptance of Votes.

The Church will accept votes from all Active Members recorded on the Membership List as individuals eligible to vote.

Section 5.10. Place of Meetings.

IAW Constitution Section 5.01.

Section 5.11. Organization.

- (A) At every meeting of the members, the Chair, or in the absence of the Chair, a person chosen by a majority vote of the members present in person and entitled to vote, shall act as chairman (moderator) of the meeting.

(B) At every meeting of the members, the Secretary, or in the absence of the Secretary, a person chosen by a majority vote of the members present in person and entitled to vote, shall act as secretary of the meeting.

(C) Parliamentary Authority is Robert's Rules of Order., latest edition

Section 5.12. Business and Order of Business.

(A) A duly noticed and called meeting of the members shall have as its purpose to transact such business as may properly come before the Meeting or any adjournment or adjournments thereof.

(B) The order of business of all regular scheduled and special members' meeting shall be determined by the Chairman. However, such order of business may be changed by vote of a majority of the members present in person and entitled to vote at the meetings.

ARTICLE 6. CHURCH COUNCIL

Section 6.01. General Powers.

(A) The affairs of the Church shall be governed by the Church Council, who shall serve without compensation, and shall be answerable to the Church membership. The management shall be exercised by the Church Council as outlined in the Constitution, these By-Laws, and as expressly required by law.

(B) The Church Council shall have the authority to establish, adopt, and enforce policies, rules and regulations with respect to use of Church property and with respect to such other areas of responsibilities assigned to the Church Council, by the Church's documents, by the Church membership and by law. The Church Council shall have the authority to establish, adopt, enforce, and reasonably publish committee Charters as specified in these By-Laws.

(C) Adopted policies, rules and regulations by the Church Council shall be reasonably published or distributed to the members.

(D) The Church members may call a special meeting and with a majority of votes cast at such meeting convened in accordance with the provisions of the Church's by-laws and called for that purpose, shall repeal or amend any policy, rule or regulation adopted by the Church Council.

Section 6.02. Number, Term of Office and Qualifications.

(A) As specified in the Constitution, Section 7.02 and 7.03.

(B) A council member elected by the membership to fill a vacancy created by death, removal, resignation or disqualification shall serve for the unexpired term created by the vacancy.

(C) A council member appointed by the Church Council to fill a vacancy created by death, removal, resignation or disqualification shall serve until the next Annual Meeting.

(D) A council member shall perform his duties as a Council member, including his duties as a member of any committee of the board upon which he may serve, in good faith, in a manner he reasonably believes to be in the best interests of the Church, and with such care as an ordinarily prudent person in a like position would use under similar circumstances. In performing his duties, a Council member shall be entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by:

- a. One or more officers or employees of the Church whom the Council member reasonably believes to be reliable and competent in the matters presented,
- b. Counsel, public accountants or other persons as to matters which the Council member reasonably believes to be within such person's professional or expert competence, or
- c. A committee of the Council upon which he does not serve, duly designated in accordance with a provision of the Constitution or the By-Laws, as to matters within its designated authority, which committee the Council member reasonably believes to merit confidence,

(E) A person who so performs his duties shall have no liability by reason of being or having been a Council member but shall not be considered to be acting in good faith if he/she has knowledge concerning the matter in question that would cause such reliance to be unwarranted.

(F) A Council member who is present at a meeting of the Church Council at which action on any Church matter is taken shall be presumed to have assented to the action taken unless his/her dissent shall be entered in the minutes of the meeting or unless he/she shall filed his/her written dissent to such action with the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the secretary of the Church immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Council member who voted in favor of such action.

Section 6.03. Nominations.

Council members shall be nominated by the Church's Nominating Committee and presented to the Church for election at the Annual Meeting.

Section 6.04. Election.

(A) Council members shall be elected annually at the Annual Meeting.

(B) In any election of Council members, a quorum being present, the members among the candidates for each respective term of office who receive the greatest number(s) of votes shall be elected to that term of office.

Section 6.05. Resignation.

Any Council member may resign at any time orally or in writing, by notifying the Chair of the Church Council or the Secretary. Such resignation shall take effect at the time therein specified; and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

Section 6.06. Removal.

Any Church Council member may be removed at any time, either with or without cause, by such vote as would suffice for his/her election given in person at a special meeting of the members called expressly for that purpose, at which a quorum shall be present.

Section 6.07. Vacancy.

As specified in the Constitution, Section 7.04.

Section 6.08. Organization.

(A) At each meeting of the Church Council, the Chairman, or his/her absence the Vice Chairman, or in his/her absence the Council member chosen by the majority vote of the Council members present, shall preside. The Secretary shall act as Secretary of the meeting. In the Secretary's absence, or in the discretion of the Chairman, any person appointed by him/her, shall act as Secretary of the meeting.

(B) The Parliamentary Authority is Robert's Rules of Order, latest edition.

(C) Proxy voting is not permitted.

Section 6.09. Place and Notice of Meeting.

Regularly scheduled meetings require no notice. Special called meetings require notice be provided to all Council members. The method of notification may be any means of normal communications with reasonable expectation the Council member shall receive it prior to the meeting date. Notice of any adjourned or recessed meeting of the Council members need not be given.

Section 6.10. Action Without a Meeting.

(A) Unless the Constitution or By-Laws provide otherwise, action required or permitted to be taken at a Council meeting may be taken without a meeting if the action is taken by all members of the Council. The action shall be evidenced by one or more written consents stating the action taken, signed by each Council member either before or after the action taken, and included in the minutes or filed with the Church records reflecting the action taken.

(B) Action taken under this section becomes effective when the last Council member signs the consent, unless the consent specifies a different effective date, in which event the action taken is effective as of the date specified therein provided the consent states the date of execution by each Council member.

(C) A consent signed under this section has the effect of a meeting vote and may be described as such in any document.

Section 6.11. Organizational Meeting.

(A) The Church Council may meet, without notice of such meeting, for the purpose of organization, the election of officers and the transaction of other business, on the same day as, at the place which, and as soon as practical after each annual election of Council members is held.

(B) Such meeting may be held at any other time or place specified in a notice given as hereinafter provided for special meetings of the Church Council, or in a waiver of notice thereof. [Note Section - Section 6.13 Special Meetings]

Section 6.12. Regular Meetings.

Regular meetings of the Church Council may be held at such times and places as may be fixed from time to time by action of the Church Council. Notice of regular meetings shall be published as part to the church calendar and advertised by the methods normally used for periodic church meetings.

Section 6.13. Special Meetings.

(A) Special meetings of the Church Council shall be held whenever called by the Chair of the Church Council, or by any two or more Council members. Notice of each such meeting shall be mailed to each Council member addressed to him at his residence or usual place of business, at least five (5) days before the date on which the meeting is to be held; or such notice shall be delivered to him personally or by telephone not later than twentyfour (24) hours before the time at which the meeting is to be held.

(B) Each such notice shall state: the purpose, time, and place of the meeting. Notice of any adjourned or recessed meeting of the Church Council need not be given.

(C) Notice of special meetings of the Council and agenda shall be publicized to the membership by the methods normally used for periodic church meetings.

Section 6.14. Quorum and Manner of Acting.

(A) A majority of the total number of Council members, as fixed by these By-laws, shall constitute a quorum for the transaction of business.

(B) Unless otherwise provided for in these By-Laws, the act of a majority of the Council members present at any meeting at which a quorum is present shall be the act of the Church Council.

(C) In the absence of a quorum, a majority of the Council members present may adjourn the meeting from time to time until a quorum be had.

(D) The Council members shall act only as a Council and the individual members shall have no power as such.

(E) The Council members shall vote in person; proxy voting by the members is not permitted.

ARTICLE 7. DEACONS

Section 7.01. General Powers.

(A) The Deacons shall be appointed by the Church Council and are responsible for assisting the pastor in the spiritual ministry of the Church and the care of the congregation.

(B) The office of a deacon demands a high level of commitment, a mature knowledge of the faith, and dedication to fellowship and service. I Timothy 3:13 summarizes it best, "For those who have served well as Deacons obtain for themselves a high standing and great confidence in the faith that is in Christ Jesus." That high standing does not mean a qualification for promotion in the church. Rather, it is the

ability to speak with boldness from a faith and a testimony grounded in loyal and humble service to Christ and to His bride, the church. That great confidence does not give one the right to look down on any man, but the ability, borne out of a Christ-centered life, to look anyone in the eye and tell of Christ's love in an appeal to their decision to trust Christ as you have trusted Him and live for Him.

(C) Charge to the deacons:

As a deacon, you will study the Scriptures, pray without ceasing, serve the needy, and model your life after the life of Christ. To symbolize your acceptance of this call, you will answer the following charge before God and these witnesses by saying, "I will."

- God calls us to salvation and Christian living, Will you commit yourself to that kind of life? (response)
- God calls us to spread the good news of his love. Will you promise to tell others about the faith? (response)
- God calls us to teach the unsearchable riches of his Word. Will you consecrate your mind to study the Bible? (response)
- God calls us to minister to people wherever we find them in need. Will you dedicate yourself to helping the needy? (response)
- Will you pray for the direction of the Holy Spirit? (response)
- Will you be present and active in the Church? (response)
- Will you work with Church leaders to build up the congregation? (response)
- Will you strive to be an example to Christians and a bridge to non-Christians? (response)
- Will you promise to live in a way that will honor Christ, and, in the presence of this congregation, to accept the office of deacon, and to fulfill the duties of this office? (response)

Section 7.02. Number, Term of Office and Qualifications.

(A) By July of each year, the Deacon Chair will confer with the Senior Pastor and recommend to Church Council the number of Deacon positions which should be approved for the following church year. The number approved shall be recorded in the Council minutes.

(B) There shall be 3 repeating Deacon tracks, each being a 3 year term. Each Deacon shall be assigned to a position within a specific track. Track A shall be considered to have started October 1, 2013. Track B shall be considered to have started October 1, 2014. Track C shall be considered to have started October 1, 2015. In the first year after approval of these amendments the Deacon Chair and the Pastor, with the concurrence of the Council, will designate which Deacons are in which positions/ tracks in order to achieve a balanced rotation of approximately 1/3 of the Deacon positions each year.

	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023
A	A			A			A			A	
B		B			B			B			B
C			C			C			C		

Prior to appointment, each Deacon candidate shall be notified as to which Deacon track they are to be assigned. Record of each assignment shall be kept in the Deacon minutes and shall be reported to Church Council on a regular basis. Deacon positions are not tied to specific offices. .

(C) After serving a full term as appointed, Deacons shall take a minimum one year sabbatical. After one year out of active Deacon service, a Deacon shall be eligible for nomination for reappointment to a Deacon position.

(D) Qualifications

Individuals seeking appointment as a Deacon shall be a member of Effort Baptist Church, be an Active Member, be full of faith and wisdom, and be willing to assume the obligations of leadership and welfare of the membership. All Deacons must have been called at a Service of Ordination, or be presented at and participate in a scheduled ordination service.

Section 7.03. Nominations.

In July of each year the Deacon body shall publicize that they are seeking new Deacon candidates for the coming term. The congregation will be invited to submit names to the Deacon body by the first Sunday of August. The Deacon Chair shall combine the names of prospective Deacons submitted by the Deacon Body with those submitted by the Congregation for presentation to the Church Council for their advice and consent. Once the Church Council action is reported to the Deacons, the Deacons will approach prospective members to obtain agreement to serve. The Deacon Body shall then submit in writing names of those agreeing to serve to Church Council for appointment. Council will report such appointment to the Chair of Deacons in writing.

Section 7.04. Resignation.

Any Deacon may resign at any time orally or in writing, by notifying the Deacon Chair or the Secretary. Such resignation shall take effect at the time therein specified; and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

Section 7.05. Removal.

Any Deacon may be removed at any time, either with or without cause, by unanimous vote by those Council members present at a special meeting called expressly for that purpose, at which a quorum shall be present.

Section 7.06. Vacancy.

Any vacancy of a Deacon position caused by death, resignation, removal, disqualification, or any other cause, may be filled to serve the remainder of the position's term by the affirmative vote of a majority of the Council members at a duly called meeting. Deacons filling a position for less than 1.5 years would not be subject to the sabbatical requirement of 7.02(C).

Section 7.07. Quorum and Manner of Acting.

(A) A majority of the total number of Deacons, as fixed by these By-Laws, shall constitute a quorum for the transaction of business.

(B) Unless otherwise provided for in these By-Laws, the act of a majority of the Deacons present at any meeting at which a quorum is present shall be the act of the Deacons.

(C) In the absence of a quorum, a majority of the Deacons present may adjourn the meeting from time to time until a quorum be had.

(D) The Deacons shall act only as a group and the individual Deacons shall have no power as such.

(E) The Deacons shall vote in person; proxy voting by the Deacons is not permitted.

(F) At the first Deacon meeting of the new fiscal year, which begins October 1, the Deacons shall elect from among the active ordained Deacons, a Chair, Vice Chair, and a Secretary to serve a term of one year. Such election shall be reported to the Church Council in writing.

Section 7.08. Compensation of Deacons.

No person serving as a Deacon shall receive compensation for such service.

ARTICLE 8. TRUSTEES

Section 8.01. General Powers.

(A) The Trustees shall be allowed whatever powers are allowed to Trustees under the Code of Virginia.

(B) They shall be the legal representatives of the Church in matters concerning the Church property; and title to the Church property shall be vested in them for the benefit of the Church, subject to the direction of the Church.

(C) Nothing herein shall be deemed to charge any Trustee with any personal financial liability for acts done on behalf of the Church. Any liability for such acts, over and beyond that provided by insurance, will be assumed by the Church and the Trustee will be saved harmless.

(D) Signatures of Trustees on any legal document shall require a majority of the number of Trustees at the time fixed by these By-Laws.

Section 8.02. Number, Term of Office and Qualifications.

(A) Number of Trustees

The Trustees shall be not less than three and not more than five persons.

(B) Term of Office

The term of office is for one year which shall be from October 1 to September 30.

(C) Qualifications

Trustees must be of legal age and an Active-Member of the Church and may not serve concurrently on the Church Council.

Section 8.03. Resignation.

(A) Any Trustee may resign at any time, orally, or in writing, by notifying the Chairman of the Committee or the Church Clerk.

(B) Such resignation shall take effect at the time therein specified; and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

Section 8.04. Removal.

Any Trustee may be removed at any time, either with or without cause, by the Church.

Section 8.05. Vacancy.

Any vacancy on the Trustees, caused by death, resignation, removal, disqualification, or any other cause, may be filled until the next annual election by the affirmative vote of a majority of the Church Council, at any regular or special meeting of the Church Council.

Section 8.06. Quorum and Manner of Acting.

(A) A majority of the number of Trustees at the time fixed by these By-Laws shall constitute a quorum for the transaction of business.

(B) The act of a majority of the Trustees present at any meeting at which a quorum is present shall be the act of the Trustees.

(C) In the absence of a quorum, a majority of the Trustees present may adjourn the meeting from time to time until a quorum be had.

(D) The Trustees shall act only as a group and the individual Trustees shall have no power as such.

Section 8.07. Compensation of Trustees.

No person serving as a Trustee shall receive compensation for such services.

ARTICLE 9. TREASURER

Section 9.01. Treasurer.

(A) The Treasurer shall be elected by the Church Council for a term of one calendar year and may be elected to successive terms. The Treasurer shall be ex-officio member of the Finance Committee.

(B) Except as may otherwise be specifically provided by the Church Council, the Treasurer shall be responsible for, all funds and securities which will include the adequacy of procedures used to receive money and receipt for money paid to the Church from any source whatsoever. See that deposits of all such monies in the name of the Church be made in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of these By-Laws. Against proper vouchers cause

such funds to be disbursed pursuant to guidelines or special directions from the Finance Committee, or as authorized by the Church budget on the authorized depositories of the Church. Regularly cause to be entered in books to be kept by him/her or under his/her direction, full and adequate accounts of all money received and paid by him/her for accounts of the Church; in general perform all the duties incident to the office of Treasurer.

(C) The administrative duties will meet the standard of generally accepted accounting principles.

ARTICLE 10. COMMITTEES

Section 10.01. Committees.

(A) Two types of committees shall be appointed by the Church Council: These are "standing committees" and "special committees." Members of committees shall be appointed annually by the Church Council. Church officers and all committee members shall be expected to exhibit Christian moral behavior and conduct.

(B) Standing Committees shall be: Finance, Nominating, Personnel, Missions, and Building & Grounds.

(C) The composition, specific powers and duties of each standing committee shall be delineated in a charter approved by the Church Council and kept in the Church Policies Manual.

(D) Special committees may be appointed by the Church Council to perform some special task, secure more information, investigate a situation, and bring back a report or a recommendation to the Church or the Church Council. These shall be considered temporary committees whose term is completed when they have completed their mission, as determined by the Church Council.

(E) Neither the designation of any such committee, the delegation thereto of authority, nor action by such committee pursuant to such authority shall alone constitute compliance by any member of the Church Council, not a member of the committee in question, with his/her responsibility to act in good faith, in a manner he/she reasonably believes to be in the best interests of the Church, and with such care as an ordinarily prudent person in a like position would use under similar circumstances.

(F) Each committee must have a majority of its membership composed of members of the Church.

(G) A majority of the total number of committee members for each committee fixed by these By-Laws, or the Committee's respective charter, shall constitute a quorum for the conduct of committee business. Members of any such committee shall act only as a committee and the individual members shall have no power as such.

(H) All committees shall keep meeting minutes showing all votes or actions by members with copies provided to the Church Council.

(I) The Church Council shall have the authority at any time to fill vacancies.

(J) Each committee shall elect its own chairperson and secretary. Each chairman shall be a member of

the Church.

(K) No person serving on a committee receives compensation for such service.

ARTICLE 11. RECORDS AND REPORTS

Section 11.01. Church Records.

The Church shall keep detailed records of its operation and administration including income received and expenses incurred; and including as permanent records: (1) minutes of all meetings of its members, (2) a permanent record of all actions taken by the Church members or Church Council in the Church's behalf or as the agent of the Church, (3) annual financial reports, and (4) a policy manual.

Section 11.02. Access to Church Records.

As specified in the Constitution, Article 8.

Section 11.03. Annual Report.

An annual report shall be provided at the Annual Meeting. Copies shall be made available to the members.

Section 11.04. Definition of Year.

(A) Fiscal Year:

The Church fiscal year shall commence the first day of June and shall end on the last day of May in each year.

(B) Church Calendar Year:

The Church calendar year shall commence the first day of June and shall end on the last day of May in each year.

ARTICLE 12. CONTRACTS, CHECKS, DRAFTS, BANK ACCOUNTS, AND FINANCIAL STATEMENTS

Section 12.01. Responsibility.

The Church Council shall insure the proper preparation and integrity of the consolidated financial statements of the Church. The financial statements shall be prepared in accordance with generally accepted accounting standards.

Section 12.02. Execution of Contracts and Other Documents.

The Church Council, except as law or these By-Laws otherwise require, may authorize any officer or officers, agent or agents, in the name of and on behalf of the Church to enter into any contract or execute any deed or other instrument. Such authority may be general or confined to specific instances.

Section 12.03. Checks, Drafts, Money Orders.

All checks, drafts, and other orders for payment of money out of funds of the Church shall be signed on behalf of the Church in such manner as shall from time to time be determined by resolution of the Church Council and reflected in minutes of the meeting.

Section 12.04. Deposits.

The funds of the Church not otherwise employed shall be deposited from time to time to the order of the Church in such banks, trust companies or other depositories as the Church Council may from time to time select.

ARTICLE 13. AMENDMENTS

Section 13.01. By the Church Council.

The Church Council may alter, amend, or repeal the By-Laws or adopt new By-Laws; provided however, that all By-Laws shall be subject to alteration, amendment or repeal by the Church members.

Section 13.02. By the Members of the Church.

(A) At any regular or special business meeting of the Church, wherein a quorum is present, the Church By-Laws may be amended, altered, or repealed by a two-thirds affirmative vote of the members present and entitled to vote.

(B) The members may reserve the power exclusively to amend, alter, or repeal certain By-Laws or to fix a greater quorum or voting requirements for the Church Council to amend or repeal a By-Law under the Council's care. [Refer: Section 10.05 of these By-Laws]