



THE GLADE CHURCH

# WINTER CHURCH

C O N F E R E N C E

SUNDAY, JANUARY 31, 2021  
WORSHIP CENTER  
5:00 PM

# WINTER CHURCH CONFERENCE

January 31, 2021

5:00pm

- Call to order
- Prayer
- Minutes - Melissa Dean ..... 2-3
- \*Constitution & By Laws Team Recommendation ..... 4
- \*Stewardship Committee - John Foster ..... 5
- Financial Dashboard ..... 6
- Unleashed Update ..... 7
- Trustees Report ..... 8
- Missions Update

# THE GLADE SUMMER CHURCH CONFERENCE

August 30th, 2020; 5:00 pm

- 5:02 pm Robert Post welcomed the church members. He reminded the congregation that things change, but the Gospel never changes. That we can celebrate that Jesus is always the same.
- Worship led by Jeremy Robertson.
- 5:13 - Pastor Trevie called the meeting to order.
- 90 present. (counted by David Harrison, and Bob Wright.)

**Minutes:** Pastor Trevie directed the members to look over the minutes from the previous Church Conference. **Motion, Second and Carried.**

**Committee on Lay Leadership: Mike Carey, Chairman read the following recommendations:**

- The committee on Lay Leadership recommends the persons shown bolded to serve in the roles indicated. These persons will begin their service on October 1, 2020. **Second, carried.**

**Trustee Report: Butch O'Neal:**

- Updated church members on the Sale of Parsonage, closed 5/15/20, with net proceeds of \$374,600.

**Trustee/Stewardship Committee - Butch O'Neal & Jim Tewmey:**

- In conjunction with the Stewardship Committee, Trustees agreed and recommends improvements to be funded from the sale proceeds from the parsonage.
  - Worship Center \$86,000
  - Kids and Student Ministry \$67,300
  - Update carpet downstairs \$43,268
  - Update and Provide State Regulated Playground \$104,000

**Stewardship Committee: Jim Tewmey:**

- Informed church members that on 3/8/20 met with Trustees to discuss and approve the repair of structural issues with the preschool floors including leveling and replacing all flooring. \$57,781.
- Directed members to look at the Financial Reports. Jim Tewmey informed the church that we are in good financial shape even in the midst of the challenges the world is facing during the pandemic.

5:25 pm: Robert Post shared a video "To Glorify God." Highlighting Charis Ministry with Sara Davidson, and Compassionate Hands with Sheila Weathers.

Robert reminded church members about our partnerships locally, nationally and internationally. Shared a story showing how by supplying the needs to a man and his family opened the door to share the gospel.

Robert asked Eric, Grady and Lauren to share some of the adjustments they have made recently to continue the success of their ministries:

**High School: Eric Warren:** discussed Daily Bible Study with students on Instagram, and connecting with students and parents through text message.

**Middle School: Grady Pfahl:** also discussed Daily Bible Study with YouTube Live Kids, who then text directly to Grady's phone.

**Children/Preschool:** Lauren Bush shared bringing the church to the family by worshipping online, and making home visits face to face with safe distancing. She also shared a specific story of a child sharing with his friend about Jesus Christ.

In summary, students are inviting unchurched kids, kids are in daily bible study, and kids are leading other kids to the Lord, all during a pandemic. This is encouraging and demonstrates what can be done when we are faithful.

**5:52 pm- Pastor Mark Satterfield** shared a video and story about Christy Hunter and how the Lord rescued her from the New Age Cult, and her subsequent life change. Mark reminded church members that God is still at work even when the world is upside down and we care for and love people, share the Gospel, and equip individuals. He shared "Here I am Send Me!" Message from Isaiah chapters 1-6, focusing at the end of chapter 6.

**Questions** - There were none.

**Adjournment: Motion was made to adjourn: second, carried 6:30 pm**

**Marvin Lee led in a season of prayer to close the session.**

**Celebration closed: 6:30**

Respectfully submitted,  
Melissa Dean  
The Glade Church Clerk

# CHURCH BYLAWS REVISION TEAM RECOMMENDATION

**From:** Constitution & By-Laws Revision Team

**Pastor:** Mark Satterfield

**Recommendations:**

The Constitution & By Laws Revision Team recommends the proposed changes.  
(See attachment)

The purpose of this motion has four items:

1. Remove Senior Pastor as moderator of church conferences.
2. Identify one handbook in Constitution: *Policy and Procedure Handbook* which contains operating procedures for personnel, stewardship, trustees, scholarship, and lay leadership committees.
3. Update fiscal year operation to reflect October-September.
4. Verbiage cleanup.

The following church members served as the Constitution and Bylaws Revision Team:

Nancy Jones  
Rusty Howell  
Mike Carey  
Hannah Dawson

Allison Collier  
Bill Craig  
Netra Lee  
Mark Satterfield (Chair)

## 2021 STEWARDSHIP COMMITTEE RECOMMENDATION

**From:** Stewardship Committee

**Chairman:** John Foster

**Recommendations:**

The Stewardship Committee recommends the approval of the church's 2021 proposed ministry plan as distributed and published in the Winter 2021 Church Conference Materials. The 2021 proposed budget is for 9 months to accommodate the fiscal year change.

### 2021 PROPOSED MINISTRY PLAN SUMMARY

2021 PROPOSED MINISTRY PLAN SUMMARY		
<b>MINISTRY PROCESS</b>		
PROGRAMMING	2020 BUDGET	2021 BUDGET
ENCOUNTER	\$10,533	\$10,218
EQUIP	\$73,648	\$89,028
ENGAGE	\$48,600	\$36,374
CAMPUS OPERATIONS/FACILITIES	\$537,236	\$390,437
ADMINISTRATION	\$123,133	\$97,625
PASTORAL MINISTRIES & CARE	\$5,097	\$3,475
<b>TOTAL MINISTRY PROGRAMMING</b>	<b>\$798,247</b>	<b>\$627,157</b>
<b>PERSONNEL</b>		
LEADERSHIP & SUPPORT	\$1,043,902	\$806,300
<b>TOTAL MINISTRIES &amp; PERSONNEL</b>	<b>\$1,842,149</b>	<b>\$1,433,457</b>

If you would like the full detail, please email [tmartin@thegladechurch.org](mailto:tmartin@thegladechurch.org) to request.

# FINANCIAL DASHBOARD

YEAR	BUDGET	BUDGET GIVING	UNLEASHED GIVING	EOY RESERVES
2019	\$1,884,478	\$1,801,885	\$539,053	\$203,741
2020	\$1,888,352	\$1,859,969	\$468,021	\$318,710



**UPDATE**

DEBT BALANCE AS OF 12/1/17

\$3,594,470

TOTAL COMMITMENTS

\$2,041,205

TOTAL GIVEN TO UNLEASHED AS OF 12/31/20

\$1,998,000

DISTRIBUTED TO  
DEBT SERVICE

\$1,598,472

DISTRIBUTED TO  
MISSIONS

\$399,528

DEBT BALANCE AS OF 1/12/21

\$1,294,437

# TRUSTEE'S REPORT

**From:** Trustees

**Chairman:** Alison Collier

**Major Achievements:**

Negotiated the renewal of the debt obligation rate at 3.50% for another 5 years.



**THE GLADE CHURCH**

# CONSTITUTION AND BY-LAWS

**AUGUST 2018**  
**JANUARY 2021**

**1. Author**

November 2, 2020 at 2:02:42 PM  
Articles changed to number system instead of Roman numerals.

**2. Author**

November 2, 2020 at 2:57:56 PM  
Church Conference moderators will be selected by the Lay Leadership Committee. See Article 13.1

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3. Author

November 2, 2020 at 2:50:53 PM  
ARTICLE X moved under Article  
11.1 - A - 4, 5, 6, 7.

4. Author

November 2, 2020 at 2:32:49 PM  
Previously titled: Nomination of  
Deacons and Election of Active  
Deacons.

5. Author

November 2, 2020 at 2:40:27 PM  
Moved under 11.1 - B - 3, 4, 5.

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**6. Author**

November 2, 2020 at 2:26:33 PM  
The Tennessee Baptist Convention changed its name to the Tennessee Baptist Mission Board.

**7. Author**

November 2, 2020 at 2:25:10 PM  
FYI: The Lord's Supper, on average, is taken once a month in the worship gatherings.

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**CONSTITUTION AND BY-LAWS OF THE GLADE CHURCH**

**ARTICLE 1 NAME AND PURPOSE**

Gladeville Baptist Church, (a.k.a. The Glade Church), located at 9000 Stewarts Ferry Pike, Mt. Juliet, Tennessee, is a self governing group of baptized believers under the direction of the Lord Jesus Christ through the leadership of the Holy Spirit. This church body accepts/embraces the Bible as the inspired Word of God and as the sole authority for faith and practice.

The Church's purpose is to glorify God through the spiritual transformation of individuals, families, our communities, and our world through the power of the Gospel of Jesus Christ. It is affiliated and cooperates with the Wilson County Baptist Association, the Tennessee Baptist Convention **Mission Board**, and the Southern Baptist Convention. It also cooperates with other churches through prayer, gifts, and service in an effort to further the kingdom of God throughout the world.

6

**ARTICLE 2 MEETINGS OF THE CHURCH**

The church shall meet regularly for the worship of God and the proclamation of the Gospel on every Lord's Day, Wednesday evenings, and other times deemed necessary or appropriate.

**ARTICLE 3 ORDINANCES**

3.1 The Ordinance of Baptism shall be administered under the authority of the church.

7

**3.2** The Ordinance of the Lord's Supper shall be observed by the members of the church and all believers present at its observance shall be invited to come to the Lord's table. It shall be observed at least once each quarter. ~~and any other appropriate times determined by the pastors in consultation with the Deacon Fellowship.~~

**8 ARTICLE 4 CHURCH MINISTRIES**

Church ministries are the loving response in Jesus' name to the needs of persons both inside and outside the church family. The church shall conduct such ministries and actions as found in its most current Vision statement document.

**ARTICLE 5 MARRIAGE AND SEXUALITY**

- 5.1 Statement: 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 and are not the beliefs of The Glade Church.
- 5.2 Meaning: We affirm the Bible as the final authority on all matters. We further deny that the God ordained institution of marriage and human sexuality is subject to redefinition as merely a civil institution or simply a private matter. Holy Matrimony is defined as marriage, union, wedding, ceremony and/or phrases similar to with same meaning. We believe that God intends sexual intimacy occur only between a man and a woman who are married to each other (Genesis 2:23-24; 1 Corinthians 6:18; 7:2-5; Hebrews 13:4). Because God has ordained marriage and defined it as the covenant relationship between a man, a woman, and Himself, The Glade Church will only recognize ceremonies of Holy Matrimony between a biological man and a biological woman.
- 5.3 Forgiveness: As with all sin, we believe that God offers redemption and restoration to all who confess and forsake their sin, seeking His mercy and forgiveness through Jesus Christ (Acts 3:19-21; Romans 10:9-10; 1 Corinthians 6:9-11).
- 5.4 Relationships: We believe that God has commanded that no intimate sexual activity be engaged in outside of a formal marriage between a man and a woman. We believe that any form of sexual immorality (including adultery, fornication, homosexual behavior, bisexual conduct, bestiality, incest, and use of pornography) is sinful and offensive to God; thus in need of repentance, confession, and forgiveness (1 John 1:9; 1 Corinthians 6:9-10).
- 5.5 Gender: We believe God wonderfully and immutably creates each person as male or female. These two distinct, complementary genders together reflect the image and nature of God (Genesis 1:26-27). Rejection of one's innate, inherent,

and born biological gender is a rejection of the image of God within that person. We affirm God's good design that gender identity is determined by born biological gender and not one's self-perception – a perception which is often influenced by fallen human nature in ways contrary to God's design (Ephesians 4:17-18). Sex change is not part of God's design and thus sinful, and offensive to God. As with all sin it requires repentance, confession, and forgiveness.

- 5.6 Leadership and facilities: The Glade Church pastors, ministers and any pastors or ministers within the membership of The Glade Church or guest ministers, will only participate in ceremonies of Holy Matrimony as defined in section 4.2, Article IV. Such ceremonies respect and promote the Biblical view of Holy Matrimony (marriage) as between a biological man and a biological woman. Only such unions, we believe, are within the bounds of what is sanctioned by God and taught in Holy Scripture. Guest pastors and ministers or other officiants invited or enlisted to conduct ceremonies of Holy Matrimony on the grounds or within the facilities of the church must adhere to this policy. Such ministers must be interviewed by a Glade Church pastor or minister or assigned staff member to advise them of this policy, and if determined that they do not themselves hold views in agreement with this policy, then the minister would not be allowed to officiate in any ceremony on the grounds of or in the facilities of The Glade Church.

#### **ARTICLE 6 CHURCH POLITY**

The Church declares as a matter of polity the following:

- 6.1 The Glade Church is a theo-democratic body of believers in which individual members are priests under God and have the ability to pray and read and receive the direction of The Holy Spirit. The Glade Church is a group of baptized believers committed to taking the gospel of Jesus Christ to the ends of the earth, starting in our own backyard.
- 6.2 The highest authority of the church under Jesus Christ is the church body in session. Members are under the delegation of the Body.
- 6.3 We hold to the doctrine of the autonomy and freedom of our church to govern its affairs. We believe that it is at the discretion of the local church to make such decisions and undertake such actions as it senses God's leadership without interference of any external persons or groups. Infringements into the affairs of our congregation shall be considered a violation of its autonomy and should be

**9. Author**

November 2, 2020 at 2:41:52 PM  
The Policy and Procedure Handbook includes Personnel, Stewardship, Lay Leadership, Trustees, and Scholarship policies and procedures.

**10. Author**

November 2, 2020 at 2:23:08 PM  
Pending approval at the January 2021 church conference, the new fiscal year will be Oct-Sep. Approval of the annual budget will take place at the August church conference.

brought to the attention of church officers for appropriate response, disposition, and resolution. We shall ourselves respect the autonomy of other churches and groups and involve ourselves in the decisions and governance of such bodies only as we have legitimate rights of membership and participation.

6.4 We further adopt the articles of faith as set forth in the most recent Baptist Faith and Message as adopted by the Southern Baptist Convention, as our statement of faith and practice.

**ARTICLE 7 CHURCH CONFERENCE PROCEDURES**

7.1 The Church Conference conducts the business of the church and shall be held twice yearly, once in January and once in August.

7.2 Forty church members shall represent a quorum necessary to conduct business.

7.3 All matters voted on by the church shall be determined by a majority of the quorum present and voting except as otherwise provided. The calling of the Senior Pastor shall be by a seventy-five percent (75%) majority vote at a Sunday morning service. All other staff will be added according to the ~~Personnel Policies and Procedures~~ **Policy and Procedure Handbook**.

9

7.4 The bi-annual Church Conference conducted in August shall include the election of trustees and such officers and workers as the church may think necessary. All committees, officers, and workers of the organizations of the church shall assume the duties of their respective offices on the first Sunday of October with the exception of Small Groups workers which assume duties the first Sunday of August. ~~The church's annual financial plan shall be presented for approval in the January conference.~~

10

**7.5 The church's annual financial plan shall be presented for approval in the August conference.** The church staff, treasurer, and each organization of the church shall make reports to the church during the bi-annual conferences and at other times when requested by the church.

7.6 Special (Called) Church Conferences may be held when deemed necessary by the Senior Pastor and the Deacon Fellowship. Called Church Conferences shall be announced at least two weeks prior to the date of the meeting and the purpose stated.

#### 11. Author

November 2, 2020 at 2:21:51 PM  
Church Conference moderators  
will be selected by the Lay  
Leadership Committee. See  
Article 13.1

#### 12. Author

November 2, 2020 at 2:18:39 PM  
Moved to Article 11.1 - F

**11** **7.7** ~~The Senior Pastor shall preside at all church conferences, but in his absence he may select another ministerial staff member or person of similar standing. In the absence of the Pastor, the Pastor for Ministry Development will preside. In the absence of both the Pastor and Pastor for Ministry Development, the Chairman of the Deacons will preside.~~

7.7 Robert's Rules of Order, as most recently revised, shall govern all proceedings, except where they are in conflict with the church's By-laws, in which event the By-laws will govern.

7.8 Members who are absent from the Church Conference are bound by any action taken by the church.

### ARTICLE 8 RECEPTION OF MEMBERS

8.1 We hold to the doctrine of the regenerate church membership comprised of scripturally baptized believers. We will warmly welcome all scripturally baptized believers regardless of their sex, age, race, cultural, or denominational heritage. We maintain that church membership has the responsibility of faithfulness in attendance, service to Christ through church ministries, and financial support. We freely accept persons into our membership in the following ways:

- A. By profession of faith in Jesus Christ and baptism by immersion.
- B. By transfer of a letter of recommendation from another Southern Baptist Church.
- C. By statement of faith in Christ and previous baptism by immersion after salvation.
- D. By baptism upon a prior experience of salvation through faith in Christ in a church that did not practice baptism by immersion.

8.2 Excluded members may be restored to membership on giving evidence of repentance and renewed devotion. (See Article VIII,1-3)

**12** **8.3** ~~Application for membership may be received at any meeting of the church or any business day on any basis for membership listed in Section VI, Article 1, and by recognition of the church. In the event there is an objection, the one objecting shall immediately contact the chairman or an officer of the Deacon Fellowship. A meeting of the Deacon Fellowship and Senior Pastor shall then be called to consider the grounds of the objection. The meeting of the Deacon Fellowship and the Senior Pastor may necessitate a meeting with the prospective member. As a~~

### 13. Author

November 2, 2020 at 2:17:27 PM

A matter of practice: The Church Clerk is not involved in the process of new member transfers.

result of their meeting, the Deacon Fellowship shall make appropriate recommendations to the church.

#### ARTICLE 9 GENERAL DUTIES OF MEMBERS

- 9.1 All members should conscientiously endeavor to grow in grace and the knowledge of our Lord and Savior, Jesus Christ, through the power of the Holy Spirit, and do those things which bring honor to God and accomplish His purpose in the world. We want to do those things God intended the church to do in every age, the functions of His body, and what God wants us to do based on the needs and opportunities of our time and circumstances, the ministries and approaches which reach and serve our generation.
- 9.2 Members are expected to be faithful in their efforts to live the full Christian life under the leadership of the Holy Spirit, to attend regularly the services of the church, to give systematically for its support and its causes, and to share in its organized work.
- 9.3 It is the right of every member to vote as long as he is not under discipline. It is considered the duty of every member to express an opinion by voting.

#### ARTICLE 10 TRANSFER OF MEMBERS

- 13** **10.1** Letters of recommendation may be granted only to members in good standing upon the approval of the Senior Pastor, ~~Church Clerk~~, and/or the church office. (~~Committee on Lay Leadership Handbook, Item 1, Authority for Action, page 37~~). Should there be some question in the mind of the Senior Pastor, ~~or Church Clerk~~, and/or the church office concerning the good standing of the member, this question may be brought to the attention of the Deacon Fellowship Committee and a letter issued by the Senior Pastor and the church office to the requesting church declining the request.
- 10.2 Letters of recommendation shall be granted only to other churches of like faith and practice and not to individuals.
- 10.3 The church may remove members from its active church roll after a diligent search has been made and contact has been lost for one year. At this point the names shall be placed in inactive status until otherwise notified.

14 **ARTICLE X FELLOWSHIP OF MEMBERS THROUGH DISCIPLINE**

10.1— ~~The church Fellowship Committee, which shall be named annually by the Deacon Fellowship, shall be responsible for prayerful discipline of members whenever it is deemed appropriate and necessary. When the committee has knowledge of the need to discipline a member whose conduct becomes an offense to the church because of immoral actions or by persistent breach of his covenant, the committee shall personally and privately contact said member seeking to bring such member to repentance. If after a reasonable time the member persists in the offense, it shall be the duty of this committee to notify the member in writing concerning the offense, and give him or her an opportunity to answer or explain his or her position. After evaluation of the response, the committee shall then make recommendations to the deacons. The Deacon Fellowship may then make a recommendation to the church to exclude, discipline, or reinstate as necessary.~~

10.2— ~~Any member under discipline or exclusion from the fellowship of the church shall be promptly furnished with a notice stating the cause as recorded by the church clerk.~~

10.3— ~~Any member under discipline shall be denied the right to participate in discussion of and voting on church affairs.~~

10.4— ~~Persons so disciplined or excluded may be fully restored upon recommendation by the church Fellowship Committee and majority vote of the church.~~

**ARTICLE 11 ELECTION AND DUTIES OF CHURCH OFFICERS**

11.1 Deacons.

A. Duties of Deacons.

Deacons shall discharge faithfully their responsibilities as servants of the church giving specific attention to visitation, charity, missions, discipline, and promotion of Christian stewardship. Their specific duties are to:

1. **They shall meet the qualifications as set forth in Acts 6:1-7 and 1 Timothy 3:8-13, remembering always their great responsibility of promoting harmony in the church.** Guard the unity of the church.
2. Provide advice and conference to the pastors in matters pertaining to the spiritual welfare of the church.
3. Know and provide for the physical, moral, and spiritual needs of the church membership and organize and administer their service to relieve, encourage, and assist persons with such needs. ~~They shall meet the qualifications as set~~

forth in Acts 6:1-7 and 1 Timothy 3:8-13, remembering always their great responsibility of promoting harmony in the church.

4. The church Fellowship Committee, which shall be named annually by the Deacon Fellowship, shall be responsible for prayerful discipline of members whenever it is deemed appropriate and necessary. When the committee has knowledge of the need to discipline a member whose conduct becomes an offense to the church because of immoral actions or by persistent breach of his covenant, the committee shall personally and privately contact said member seeking to bring such member to repentance. If after a reasonable time the member persists in the offense, it shall be the duty of this committee to notify the member in writing concerning the offense, and give him or her an opportunity to answer or explain his or her position. After evaluation of the response, the committee shall then make recommendations to the deacons. The Deacon Fellowship may then make a recommendation to the church to exclude, discipline, or reinstate as necessary.
5. Any member under discipline or exclusion from the fellowship of the church shall be promptly furnished with a notice stating the cause as recorded by the church clerk.
6. Any member under discipline shall be denied the right to participate in discussion of and voting on church affairs.
7. Persons so disciplined or excluded may be fully restored upon recommendation by the church Fellowship Committee and majority vote of the church.

**B. Nomination and Election of Deacons.**

Those rotating from active service will serve as the Deacon Nominating Committee. The responsibility of the Deacon Nominating Committee is to prayerfully consider each of those nominated, considering their biblical qualifications, and then shall recommend them to the church. The nomination procedure shall be as follows:

1. A period of fifteen days will be set aside and publicized by the committee for nominating persons for active service as a deacon by church members, including nominations by members of the Deacon Fellowship.
2. An appropriate form will be made available to the church members to make written nominations.
3. The number of votes received is to be considered but is not conclusive to nominations. After the nomination balloting by the church, the committee shall personally interview each candidate to determine his willingness to commit himself to serve as a deacon. **The Deacon Nominating Committee will report the names of the men selected to**

15. Author

November 2, 2020 at 2:13:47 PM  
Moved to Section 11.1 - B - 3, 4,  
5.

16. Author

November 2, 2020 at 2:20:20 PM  
Previously 8.3 in Aug 2018 CBL.

the church for their election in September with their term of service being effective October 1. The committee shall then present to the church all qualified men willing to serve, and the church shall elect the number needed for active service by written ballot.

- 4. After completing a full-term of service a deacon shall be eligible for re-election after being in reserve status for one year.
- 5. The size of the Deacon Fellowship shall be determined by the pastors in consultation with the Deacon Fellowship in the evaluation of the ministry needs of the church.

C. Nomination of Life Deacons.

The Deacon Nominating Committee shall nominate life deacons as the need may occur. Those eligible for election to the office of life deacon shall have the spiritual qualifications, be past the age of sixty-five (65), and shall have served at least four full terms (12 years) as an active deacon in the church. An active deacon meeting these qualifications is eligible for election as a life deacon. The life deacon shall have the following privileges: serve The Lord's Supper, attend Deacon Fellowship meetings, make motions and vote, but he may not serve as officer of the deacons.

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D. Election of Deacons.

After completing a full-term of service a deacon shall be eligible for re-election after being in reserve status for one year. The size of the Deacon Fellowship shall be determined by the pastors in consultation with the Deacon Fellowship in the evaluation of the ministry needs of the church. The Deacon Nominating Committee will report the names of the men selected to the church for their election in September with their term of service being effective October 1.

D. Deacon Election Schedule.

The nomination/election process shall begin annually in April or May and shall be completed by the first of September with the Ordination/Installation Service being held before the end of September. A detailed schedule with specific dates will be maintained by the church office.

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E. Membership

Application for membership may be received at any meeting of the church or any business day on any basis for membership listed in Section VI, Article 1, and by recognition of the church. In the event If there is an objection, the one objecting shall immediately contact the chairman or an officer of the Deacon Fellowship. A meeting of the Deacon Fellowship and Senior Pastor shall then be called to consider the grounds of the objection. The meeting of the Deacon Fellowship and the Senior

Pastor may necessitate a meeting with the prospective member. As a result of their meeting, the Deacon Fellowship shall make appropriate recommendations to the church.

11.2 Trustees.

A. Trustee Organization.

The trustees shall constitute the corporate board of directors. The chairman shall call meetings of the trustees to discuss any matters as directed by the church and to see that they are properly executed. The chairman shall be president of the corporation. The Church Clerk shall be the Secretary of the corporation. The Treasurer shall be the Treasurer of the corporation.

B. Trustee Election.

The church shall have seven trustees all of whom shall be members of the church, one of whom shall be the church treasurer. The remaining six, including the named chairman, shall be nominated by the church's Committee on Lay Leadership and elected by the church at its August church conference. They shall serve a three-year term of service.

C. Trustee Duties.

Duties of the trustees shall be defined in the ~~Committee on Lay Leadership Handbook (pages 30-31)~~. **Policy and Procedures Handbook.**

11.3 Treasurer.

A. Treasurer Election.

The treasurer shall be nominated by the church Committee on Lay Leadership and elected by the church.

B. Treasurer Duties.

~~The treasurer's duties include working closely with the office of Business Administrator to account for all monies from all sources contributed to the church. Working with the office of Business Administrator the Treasurer will make a full written report, monthly and annually, and to be responsible for all monies paid out as directed by the church. He, or she, shall be treasurer of the corporation. The treasurer shall be adequately bonded. (Complete duties are outlined in the Committee on Lay Leadership Handbook, page 29).~~ **Duties of the treasurer shall be defined in the Policy and Procedures Handbook.**

**17** **ARTICLE XII CHURCH MINISTRIES**

~~Church ministries are the loving response in Jesus' name to the needs of persons both inside and outside the church family. The church shall conduct such ministries and actions as found in its most current Vision statement document.~~

**ARTICLE 12 DUTIES OF CHURCH AND MINISTERIAL STAFF**

- 12.1 Duties of the ministry staff and other church personnel are found in Staff Position Descriptions and may be obtained from the ~~office of the Business Administrator~~ **Policy and Procedure Handbook.**
- 12.2 Policies governing church personnel administration are found in the ~~most recent version of the Church Personnel Handbook~~ **Policy and Procedure Handbook.**

**ARTICLE 13 COMMITTEES**

The church shall have such committees as are listed in its ~~most current Committee on Lay Leadership Handbook~~ **the Policy and Procedure Handbook.**

- 13.1 The Committee on Lay Leadership.  
The Committee on Lay Leadership shall nominate committee members, committee chairman, **church conference moderators**, and church officers. The committee shall start its work no later than four months prior to the start of the church year, October 1. (~~Committee on Lay Leadership Handbook, pages 5-6~~).
- 13.2 Senior Pastor Search Committee.  
When a vacancy occurs in the Senior Pastor position the Committee on Lay Leadership will nominate a seven-member Senior Pastor Search Committee representing a cross-section of the church membership. One of the seven members must be a current member of the Personnel Committee and one an active member of the Deacon Fellowship. The Senior Pastor Search Committee will be elected at a Special (Called) Church Conference (~~ARTICLE VI 6, section 6-6~~ **7.6, page 4 7**).

**ARTICLE 14 CONFLICTS OF INTEREST**

- 14.1 General.  
A conflict of interest transaction is a transaction with the Church in which a Trustee or officer of the Church has a direct or indirect interest. A Trustee or officer of the church has an indirect interest in a transaction if, a party to the transaction is another entity in

which the Trustee or Officer has a material interest, or of which the Trustee or officer is a general partner, director, officer, or trustee. A conflict of interest is not voidable, or the basis for imposing liability on the Trustee or officer, if the transaction was fair at the time it was entered into, or if the transaction is approved as provided in Article 15.2 14.2. A Trustee or officer shall promptly report in writing to the Chair of the Trustees (or if the Chair is making the report, to the Vice Chair) any transaction that may constitute a conflict of interest.

14.2 Manner of Approval.

A transaction in which a Trustee or officer of the Church has a conflict of interest may be approved if:

- A. The material facts of the transaction and the interest of the Trustee or officer were disclosed or known to the Trustees, or to a committee consisting entirely of Trustees, the transaction involves less than \$5,000 in any fiscal year, and the Trustees or such committee authorized, approved, or ratified the transaction; or
- B. The material facts of the transaction and the interest of the Trustee or officer were disclosed to the members of the church and authorized, approved, or ratified by a vote. pursuant to Section IV, Article 7, page 2.
- C. Approval is obtained from the Attorney General of the State of Tennessee, or from a court of record having equity jurisdiction in an action in which the Attorney General is joined as a party.

**ARTICLE 15 INDEMNIFICATION AND ADVANCEMENT OF EXPENSES**

15.1 Mandatory Indemnification of Trustees and Officers.

To the maximum extent permitted by the provisions of Tennessee Code Annotated Sections 48-58-501, et seq. (the "Act") as amended from time to time (provided, however, that if an amendment to the Act in any way limits or restricts the indemnification rights permitted by law as of the date hereof, such amendment shall apply only to the extent mandated by law and only to activities of persons subject to indemnification under this Section which occur subsequent to the effective date of such amendment), the Church shall indemnify and advance expenses to or for the benefit of any person who is or was a Trustee, or officer, or employee, or agent of the Church, or to such person's heirs, executors, administrators and legal representatives, for the defense of any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (any such

action, suit or proceeding being hereinafter referred to as the “Proceeding”), to which such person was, is, or is threatened to be made, a named defendant or respondent, which indemnification and advancement of expenses shall include counsel fees actually incurred as a result of the Proceeding or any appeal thereof, reasonable expenses actually incurred with respect to the Proceeding, all fines, judgments, penalties and amounts paid in settlement thereof, subject to the following conditions:

- A. The Proceeding was instituted by reason of the fact that such person is or was a Trustee, or officer, or employee, or agent of the Church; and
- B. The Trustee, or officer, or employee, or agent of the Church conducted himself or herself in good faith, and he or she reasonably believed (1) in the case of conduct in his or her official capacity with the Church, that his or her conduct was in its best interest; (2) in all other cases, that his or her conduct was at least not opposed to the best interests of the Church; and (3) in the case of any criminal proceeding, that he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of a proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent is not, of itself, determinative that the Trustee or officer, or employee, or agent of the Church did not meet the standard of conduct herein described.

15.2 Non-Exclusive Application.

The rights to indemnification and advancement of expenses set forth in Article 1 above are contractual between the Church and the person being indemnified, and his or her heirs, executors, administrators and legal representatives, and are not exclusive of other similar rights of indemnification or advancement of expenses to which such person may be entitled, whether by contract, by law, by the Charter, by a resolution of the Trustees, by these By-Laws, by the purchase and maintenance by the Church, of insurance on behalf of a Trustee, officer, employee, or agent of the Church, or by an agreement with the Church providing for such indemnification, all of which means of indemnification and advancement of expenses are here by specifically authorized.

15.3 Non-Limiting Application.

The provisions of the Section ~~XV~~ 15 shall not limit the power of the Church to pay or reimburse expenses incurred by a Trustee, officer, employee, or agent of the Church in connection with such person’s appearing as a witness in a Proceeding at a time when he or she has not been made a named defendant or respondent to the Proceeding.

15.4 Prohibited Indemnification.

Notwithstanding any other provision of this Section ~~XV~~ 15, the Church shall not indemnify or advance expenses to or on behalf of any Trustee, officer, employee, or agent of the Church, or such person's heirs, executors, administrators or legal representatives:

- A. If a judgment or other final adjudication adverse to such person establishes his or her liability for any breach of the duty of loyalty to the Church, for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or under Section 48-58-304 of the Act; or
- B. In connection with a Proceeding by or in the right of the Church in which such person was adjudged liable to the Church; or
- C. In connection with any other Proceeding charging improper personal benefit to such person, whether or not involving action in his or her official capacity, in which he or she was adjudged liable on the basis that personal benefit was improperly received by him or her.

15.5 Repeal or Modification Not Retroactive.

No repeal or modification of the provisions of this Section XV, either directly or by the adoption of a provision inconsistent with the provisions of this Article, shall adversely affect any right or protection, as set forth herein, existing in favor of a particular individual at the time of such repeal or modification.

**ARTICLE 16  
ANNUAL REVIEW, AMENDMENT, REPEAL, OR SUSPENSION OF BY-LAWS**

- 16.1 Annually, ~~as needed the first week in January~~, the Senior Pastor in consultation with the Committee on Lay Leadership will appoint a Constitution and By-laws Committee of seven (7) members (one from the active deacon fellowship, one from the Trustees, one from the Personnel Committee, one from the Committee on Lay Leadership, one from the committee of the previous year, and two at-large from the church membership) to study, revise, and amend, as necessary, the Constitution and By-laws. The recommendations of this committee shall be presented to the church for a vote as herein provided in Article ~~16.2~~ ~~below~~.
- 16.2 This Constitution and By-laws may be amended, repealed, or suspended by a two-thirds vote of those present and voting at any church conference or at a meeting especially called for that ~~purpose~~ ~~purpose~~ provided the said proposed change has been

placed before the church members in writing, not less than one month before the time for the proposed action.

The adoption of the foregoing Constitution and By-laws supersedes any previous action contrary thereto. This Constitution and By-laws were written as the result of a review at the direction of the Church by the By-laws Committee, and duly adopted by the church on ~~the 22<sup>nd</sup> day of August in the year of our Lord two thousand ten (2010).~~ **January 31, 2021.**

**REMOVE REDUNDANT BACK PAGE (ADD-ON)**

**Approved 7.24.04**

**ISSUE #5 STRUCTURE: (How we organize our church and our ministries to get work done)-**

**Item I: Authority for Action**

In order to clarify and provide the authority for action by ministry staff and elected lay leaders, it is recommended that:

The Ministry Staff shall, working with the advice and counsel of elected church leaders including church officers, committees, and deacons, and ministry program leaders, have the authority to act on all ministry and business matters according to their area(s) of responsibility (ies) with the exception of the following, which are specifically reserved to the church:

1. Approval of the annual financial plan (budget), capital funds budgets and capital campaigns. **Located on page 7 - Article 7.5**
2. Acquisition or disposal of real estate including lands and buildings as well as building programs for new facilities and major renovations to current facilities. **Located under Trustees in the Policy and Procedure Handbook.**
3. Election of church officers, deacons, and committees and job descriptions of such individuals and groups. **Located under Article 11, 13, and the Policy and Procedure Handbook.**
4. Changes in the church's constitution. **Located under Article 16.**
5. Creation of new ministries requiring additional total budgeted funds and/or new Ministry Staff. **Located under Article 12.**
6. Creation of new ministry staff positions. **Located under Article 12.**
7. The call of ministry staff members. This will be done as spelled out in the Personnel Policies and Procedures (2.05 Employment Procedures). **Located under Article 12.**

The church shall conduct two Conferences annually, one in January, the other in August. These shall be for the purpose of conducting business pertaining to matters requiring its approval. Called meetings of the church conference may also be held upon the determination of the Senior Pastor and Deacon Fellowship. Called Church Conferences shall be announced at least two weeks prior to the date of the meeting and the purpose stated. Additionally, the church shall receive printed reports from each ministry and/or business area bi-annually. **Located under Article 7.**

**Granting of Membership Transfers:**

This would be done as a simple administrative activity conducted through the church office. Transfers would be reported in the printed bi-annual report to the church. See ARTICLE 9.0. **Located under Article 10.**