

**THE CONSTITUTION AND BY-LAWS OF CALVARY CROSS-LINK  
MINISTRIES**

4904 South Valley Pike

Harrisonburg, VA 22801

**CONSTITUTION**

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**BAPTIST FAITH AND MESSAGE**

**CONSTITUTION OF CALVARY CROSS-LINK MINISTRIES**

**PREAMBLE**

In order that this body may be governed in an orderly manner as a Baptist Church and a daughter church of Calvary Baptist Church of Staunton, and in cooperation with the Southern Baptist Conservatives of Virginia and the Southern Baptist Convention: we do declare and establish this constitution.

**ARTICLE I: NAME**

This body shall be known as Calvary Cross-link Ministries, Harrisonburg, Virginia, hereinafter referred to as "the Church." The principle location of worship of the Church shall initially be 4904 South Valley Pike, Harrisonburg, VA 22801

**ARTICLE II: VISION AND PURPOSE**

We purpose to evangelize the lost to faith in Christ, incorporate the new believers into the fellowship of believers, disciple them to spiritual maturity in God’s Word, worship God together, and show God’s love to our community and world through our service to our Lord.

The Church is organized and shall be operated exclusively as a nonprofit Church, for the religious, charitable and educational purposes stated herein including but not limited to licensing, commissioning, ordaining and overseeing ministers of the gospel, worship, evangelism, missions, ministry to the poor and needy, Christian education, discipleship and fellowship according to Biblical principles and is as an organization exempt from tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended or any successor statute of similar import. The Church is not organized for profit and it is not authorized to issue capital stock.

**ARTICLE III: STATEMENT OF FAITH**

We accept the *Baptist Faith and Message* as our Biblical Doctrine.

Please see the last section of this document. Reprinted by Permission.

In keeping with the true spirit of this Doctrine, we emphasize our belief that the *Holy Bible* is the inspired, inerrant and infallible Word of God.

**ARTICLE IV: AFFILIATIONS**

Calvary Cross-link Ministries is affiliated with the Calvary Baptist Church close sponsoring relationship. Calvary Cross-link Ministries has voluntarily agreed to function under a structure whereby Calvary Baptist Church of Staunton, VA has the power to appoint and remove the board, ratify any major transaction, oversee staff and provide other compensated services to it until such time when the church reaches maturity both spiritually and financially. Recognizing the benefits of co-operation with other churches in kingdom work, Calvary Cross-link Ministries is structured to operate under the authority and mentoring of the

Calvary Baptist Church of Staunton, VA. The governing body of Calvary Baptist Church of Staunton will determine the time to release the church to become autonomous and assume the right and responsibility of governing its own affairs, independent of denominational control. This church also affiliates with the Southern Baptist Convention in its national, state (S.B.C. of Virginia) and local expressions as deemed appropriate by the Pastoral Staff of this Church.

## **ARTICLE V: CHURCH COVENANT**

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

We engage, therefore, by the aid of the Holy Spirit, to walk together in Christian love, to strive for the advancement of this Church in knowledge, holiness, and comfort, to promote its prosperity and spirituality, to sustain its worship, ordinances, discipline, and doctrines.

We engage to contribute cheerfully and regularly to the support of the ministry, the expenses of the Church, the relief of the poor, and the spreading of the gospel through all nations.

We also engage to maintain family and private devotions, to instruct our children in the way of the Lord, to seek the salvation of our kindred and acquaintances, to be zealous in our efforts to advance the kingdom of our Savior, to walk circumspectly in the world, to be just in our dealings, faithful to our engagements and exemplary in our deportment, to avoid the misuse of intoxicating drinks and drugs, to avoid all gossiping, backbiting and excessive anger, and to project a consistent witness of Jesus Christ to the world. We recognize that we represent the kingdom of God and Calvary Cross-link Ministries in our community. We enter into covenant with the other members of our Church to energetically and sacrificially advance the Kingdom of our Savior.

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

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

We have read the Articles, Constitution, and By-Laws including but not limited to those policies dealing with church discipline, conflict resolution and members' rights and responsibilities and holy covenant and agree to be bound by the Articles, Constitution and By-Laws and accompanying policies and procedures.

## **ARTICLE VI: ORDINATION**

### **Section 1. Ordination to the Gospel Ministry:**

A candidate for the gospel ministry is usually licensed sometime prior to the request for ordination. When one indicates to the Church that he believes that God has called him to the ministry, and if the Church is in agreement with him, it is appropriate for the Church to give him its tentative approval by licensing him to serve until he has proven himself qualified for

ordination. The request for ordination may come from the candidate himself, or the Church he is serving may make the request. In accordance with The Baptist Faith and Message, 2000, only adult men shall be considered for ordination to the gospel ministry.

After the Church has received a proper request for ordination of a candidate, the Church shall authorize the appointment of an advisory council to examine the candidate in order to advise the Church regarding the candidate's fitness for ordination. The ordination council shall consist of all ordained members of the congregation and other ordained men the Church may wish to invite.

The council may recommend to the Church:

- (a) Ordination of the candidate,
- (b) Deferment of the ordination for a stated period, or
- (c) Rejection of the candidate.

If, after the Church has received in writing the recommendations of the advisory council, the Church approves the candidate for ordination, the ordination services shall be scheduled and the candidate shall be ordained.

The ordination of a person to the gospel ministry may be revoked by the Church at a meeting called for that purpose.

### **Section 2. Ordination of Other Ministers:**

The Church shall have the right, if it is so disposed, to ordain those called to and serving in ministries other than the gospel ministry such as ministries of education, etc. The ordination of a person to any ministry may be revoked by the Church in a meeting called for that purpose.

### **Section 3. Ordination of Deacons:**

A deacon who has not been previously ordained as a deacon by a Southern Baptist Church shall be ordained by the Church at such time as he is elected to serve that office. The ordination of a deacon may be revoked by the Church in a meeting called for that purpose.

## **ARTICLE VII: AMENDMENTS**

Members may propose changes to the Constitution that shall be submitted to the Pastoral Council for consideration and comment. The Pastoral Council shall present the proposed changes and comments to the Church at a regular or special Business Meeting. This Constitution may be amended by a two-thirds (2/3) vote of the members present and voting, provided that the proper quorum is present, and the following procedures have been followed and Calvary Baptist Church of Staunton Pastoral Council has ratified the amendments:

- The proposed written amendment has been presented at a previous Business Meeting.
- The proposed amendment has been mailed or made available to the membership at least 4 weeks before the meeting to act on the amendment.
- The proposed amendment has been announced on a previous Sunday morning at least 2 weeks before the vote is taken.



# BY-LAWS OF CALVARY CROSS-LINK MINISTRIES

## ARTICLE I: MEMBERSHIP

### A. Requirements for Church Membership:

1. Saved by confession of faith in Jesus Christ, followed by baptism by immersion, or
2. Letter from another Church of like faith and practice, or
3. Statement that one has been saved and baptized by immersion or will follow the Lord in believer's baptism, or
4. Restoration, having repented. (Applies to those who have been removed from the Church's membership for breach of covenant.)

### B. Procedure for Receiving Members:

1. Presentation of self for membership in a worship service.
2. Filling out "Application for Church Membership".
3. Agreement to complete the New Church Member Training Course. (exception to be granted by the Pastoral Staff)
4. Voting on new Church members can be no less than 4 weeks after the candidate's decision. By schedule, voting may sometimes be delayed as long as 12 weeks. This delay is an attempt to observe the candidate's sincerity.
5. Baptism of those who come on confession of faith.
6. Enter into Church covenant by reading, agreeing to and signing a copy of the Church Membership Covenant.

**C. Present members:** All present members of the unincorporated entity known as Faith Bible Church of Harrisonburg, VA shall, upon incorporation and reviewing, and agreeing to be bound by the Constitution and By-Laws, policies and procedures, and by signing the Membership Covenant of the new Church corporation, become active members of the Calvary Cross-link Ministries. No member of this Church, nor any officer, nor any member of the Church leadership shall by virtue of such membership, office or position, incur or be subject to personal liability to any extent of indebtedness, obligations, acts or omissions of the Corporation.

### D. Categories of Membership:

*The permanent Church roll shall be divided as follows:*

1. Active Member- All persons over age 14 received into membership of the Church, and who remain active as determined by the Deacons and Pastoral Council, will have full rights and privileges. Any active member unable to attend due to work assignment (including military deployments), medical condition, or educational pursuits shall be considered an active member while the above-mentioned exceptions exist.
2. Inactive member- Members who evidence no interest in the Church by attendance, communication, or contribution for one (1) year or longer may be classified as inactive members. Inactive members have neither voice nor vote in Church affairs, and may not hold office. The names of inactive members shall be announced to the members. At least one Deacon, or their designee, shall contact each inactive member, counsel them, and seek to restore them to active fellowship. After an additional 90 day period, if no interest in restoration is shown, a recommendation will then be presented by the Deacons to the Pastoral Council and then will be

referred to the congregation that the name be removed by a simple majority vote from the active Church membership and placed on an inactive roll. People whose names are on the inactive list are not to be counted as members on any official report of our membership, and accordingly they are not entitled to vote in any business meeting of the Church or be entitled to a regular letter of dismissal. Anyone on the inactive roll may be restored to active (voting) membership by (1) a public rededication in a worship service and by (2) requesting the Church to restore active (voting) membership status as described below under the Church By-Laws.

### 3. Dismissal and/or Transfer of Members

- a. At death, a member's name will be removed from the roll by the Church Clerk.
- b. Any member in good standing who has fulfilled his obligation to this Church, upon vote of the Church, may be granted a letter of recommendation to unite with some other Church of like faith and order.
- c. When a member joins another Church, and this can be verified, the Church will vote for removal.
- d. When a member so conducts himself that he brings reproach upon the cause of Christ and the Church, the Pastor and Pastoral Council will handle the situation with Christian love, and as a last resort will recommend to the Church that the person be dismissed from the membership. The Church will take action, as it considers wise (Matthew 18:15-17) as defined below under section H. Non-involvement with the Church constitutes reproach on the Lord and His Church.

### 4. Voting Rights of Membership

Active members 14 years of age and above, who are not under Church discipline have equal rights of voting and expression in the decisions of this Church. Members on the meeting date who are otherwise eligible to vote are entitled to vote at the meeting. Voting by proxy is prohibited. All absentee ballots must be approved by the moderator, prior to the meeting. All votes shall be successful if by simple majority unless provided otherwise herein as follows:

- a. Annual Budget and any significant change in the budget during the year as decided by the Pastoral Council and the Budget/Finance Committee.
- b. Election of Pastoral Council, Deacons, Officers and other Leaders.
- c. Dissolving or disposition of all, or substantially all, of the Church assets-2/3 vote.
- d. Acquisition or sale of realty property, and/or building projects and related indebtedness-2/3 vote.
- e. Merger or dissolution of the Church.
- f. Amendments to the By-Laws of the Church – 2/3 vote.
- g. Amendments to the Constitution.
- h. Calling or removing of the Pastor.
- i. Reception of new members and their removal from the membership rolls- simple majority vote.
- j. Any other major event or decision as designated by the Pastoral Council- simple majority.
- k. All matters agreed upon by the Pastoral Council, calling for action not already provided for, shall be referred to the Church for approval or disapproval.

5. Responsibilities of Church Members: Each member of the Church is responsible to obey the commands of God's Word in demonstrating a growing, maturing relationship with Christ, being actively involved in service to the Body with their respective gifts and abilities, faithfully and regularly bringing their tithes and offering to support the local Church, and actively seeking to evangelize and minister to a lost world.

6. Church Discipline: It shall be the practice of this Church to pursue every reasonable measure for peace and reconciliation. Should one member sin against another member or the Body of members (the Church), the aggrieved members shall follow in a tender spirit the rules given by our Lord and Savior in Matthew 18:15-17; 1 Corinthians 5:9-13; and 1 Thessalonians 5:12-15. The Pastors, Pastoral Council, Deacons, and mature Members are available for counsel and guidance to the aggrieved members. The purposes of such discipline should be for:

- a. The repentance, reconciliation, and spiritual growth of the individual disciplined. (Proverbs 15: 5 ; 29: 15 ; 1 Corinthians 4: 14 ; Ephesians 6: 4 ; 1 Timothy 3: 4-5 Hebrews 12: 1-11 ; Psalm 119: 115 ; 141: 5 ; Proverbs 17:10 ; 25: 12 ; 27: 5 ; Ecclesiastes 7: 5 ; Matthew 7: 26-27 ; 18: 15-17 ; Luke 17: 3 ; Acts 2: 40 ; 1 Corinthians 5: 5 ; Galatians 6: 1-5 ; 2 Thessalonians 3: 6, 14-15 ; 1 Timothy 1: 20 ; Titus 1: 13-14 ; James 1: 22)
- b. The instruction in righteousness and good of other Christians, as an example to them. (Proverbs 13: 20; Romans 15: 14; 1 Corinthians 5: 11; 15: 33 ; Colossians 3: 16; 1 Thessalonians 5: 14 (note- this is written to the whole church, not just to leaders); 1 Timothy 5: 20; Titus 1: 11; Hebrews 10: 24-25)
- c. The purity of the church as a whole. (1 Corinthians 5:6-7; 2 Corinthians 13:10; Ephesians 5: 27; 2 John 10; Jude 24; Revelation 2: 2)
- d. The good of our corporate witness to non-Christians. (Proverbs 28: 7; Matthew 5: 13-16; John 13: 35; Acts 5: 1-14; Ephesians 5: 11; 1 Timothy 3: 7; 2 Peter 2: 2; 1 John 3: 10)
- e. Supremely for the glory of God by reflecting His holy character. (Deuteronomy 5: 11; 1 Kings 11: 2; 2 Chronicles 19: 2; Ezra 6: 21; Nehemiah 9: 2; Isaiah 52: 11; Ezekiel 36: 20; Matthew 5: 16; John 15: 8; Romans 2: 24; 15: 5-6; 2 Corinthians 6: 14; 7: 1; Ephesians 1: 4; 5: 27; 1 Peter 2: 12)

Procedures shall be in harmony with Matthew 18: 15-17 and Galatians 6: 1 as is appropriate. Differences that cannot be resolved will be initially handled by the Senior Pastor and Pastoral Council or its designees. The Church will look to the Senior Pastor and Pastoral Council or its designees for the effective functioning and discipline of its members according to this Church Discipline and Restoration Policy. Only after good faith efforts by the Pastoral Council to bring about repentance and reconciliation have proven futile, shall the accused member be subjected to further Church discipline.

If, after good faith efforts by the Pastoral Council to resolve and notification of the charges and hearing date and time before the Council or its designees with reasonable notice given, the Pastoral Council or its designees determine by three quarters (3/4) majority vote that the sin pattern of essential moral and/or biblical failure (defined below) occurred, then it is serious enough for referral to the church membership for a simple majority vote as to termination and if the member will still not repent then, the member subject to termination will be notified in writing of the decision prior to his membership being terminated. At such hearing mentioned above before the Council, the accused member may call to his aid any member of the Church as counsel. If he shall not present himself at the time appointed, or give satisfactory reasons for his neglect so to do, the Church may proceed in his absence. All such proceedings shall be pervaded by a spirit of Christian kindness and forbearance, but, should an adverse decision be reached, the Church may proceed to admonish or declare the offender to be no longer in the membership of the Church by a simple majority vote. If the Church member is disciplined by termination of membership, it will be announced to the members to carry out the Biblical admonitions to bring about repentance and restoration of the disciplined member.



*“While not an exhaustive list, examples of **essential moral failure include:** adultery, embezzlement, inappropriate sexual contact, pornography, lying deceiving etc. Accusations of this nature require hard evidence, not suspicion or opinion. Things that do not qualify as moral failures are things such as: misunderstandings, mistakes, poor judgment, overstatements, miscommunications, showing emotions, verbal missteps and forgetfulness.”*

*While not an exhaustive list, examples of **essential biblical failure include:** this must be reserved for doctrinal issues that would directly contradict the Bible or the theological beliefs outlined in our constitution. Areas that do not qualify as an essential biblical failure are things such as philosophy of ministry, areas of scripture that are open to interpretation among Baptists, and personal convictions.”*

Restoration: Any person whose membership has been terminated for any offense may be restored by vote of the congregation upon evidence of their repentance and reformation; or, if on account of continued absence, upon satisfactory explanation.

## **ARTICLE II: MEMBERS' MEETINGS**

### **A. Types of Meetings**

1. **The Lord's Supper** shall be observed at least once each quarter.
2. **Business Meetings.** Regular business meetings of the congregation shall be held on the third Sunday night of odd-numbered months, i.e., January, March, May, July, September and November. Financial statements will be published and available every month. The Nominating Committee report will be voted on in the July Business Meeting, with the change-over in positions to take place on the first Sunday in September.

The Director of Ladies Ministry, Director of the Men's Ministry, Director of Music, Director of Sunday School, and the Director of Youth shall be elected at the meeting in May. The general Church Officers and Committees of the Church shall be elected at the business meeting in July.

3. **Special Meetings.** A special meeting of the Church may be called at any time to consider matters requiring immediate attention. However, such meetings must be announced in a Sunday morning worship service or in the Sunday bulletin at least one week in advance of the meeting. Special meetings may be called by any of the Pastoral Staff, Pastoral Council, Chairman of the Deacons, Chairman of a Committee, or 5 adult members, age 14 and above, with approval of the Pastoral Council.
4. **Quorum.** In all business meetings thirty resident members, age 14 and above, or twenty percent of active roll, age 14 and above, whichever is less, shall constitute a quorum; except in meetings for calling a Pastor, sale or purchase of property, assumption of large financial responsibilities by the Church which are not budgeted, or changing the constitution. For these matters, written or published notice shall be given to all possible members at least two weeks in advance of the business meeting and the quorum for these meetings shall be 50% of the active roll or 100 members, age 14 and above, whichever is less. All active members, age 14 and above, shall have a vote. If a meeting cannot obtain the necessary quorum to transact business, then at the subsequent duly called meeting on that issue or topic, those members present and voting at a meeting duly noticed and called shall constitute a quorum of the membership for the transaction of business.

**B. Notice Requirements for Business Meetings** – Whenever members are required or permitted to take action at a meeting, notice shall be given to members no less than one (1) week prior to a meeting.

Notification shall be given in one or more of the following manners which shall be deemed to be a reasonable method of calling a business meeting.

1. Distribution of written material to the congregation in attendance at a weekend service.
2. Announcement of the meeting in the Church newsletter.
3. Oral announcement to the congregation at a Sunday service.
4. Delivery by US mail to each member as identified on the membership roll and/or.
5. By e-mail to the membership. (This can only be done in conjunction with one of the above methods).

**C. Minutes** – Minutes of the regular and special meetings shall be taken and kept in the records under the custody of the designated secretary or clerk.

### **ARTICLE III: CHURCH GOVERNANCE AND PASTORAL COUNCIL**

**A. General Powers:** The corporate powers of the Church shall be exercised by or under the authority of the Board of Directors, known as the Pastoral Council (Council), in cooperation with the Pastoral Staff and subject to the plenary powers of the congregation. The powers, business and property of the Church shall be exercised, conducted and controlled by the Council for the purposes of every effort being made to oversee the affairs of the Church with unanimous agreement and to work in close cooperation with the Pastoral Staff. If, in the course of the decision-making processes, the Council cannot unanimously agree, then the decisions and recommendations will be made by majority vote of the Council members present and voting at that meeting.

**B. Governing Body:** The Pastoral Council is a governing body of no less than five and no more than seven men elected by two-thirds of those voting from the congregation, serving as representatives of the congregation, whose responsibilities shall include spiritual, governmental and administrative duties. They will be elected from an approved list of spiritually qualified men. An election of the Pastoral Council will be held annually during a July business meeting.

a. *Purpose.* The Pastoral Council will be a special appointed group of men who will be biblical overseers for the spiritual and moral care of the Church. They will assume the role of servants of God who consistently seek direction for the Church from the Lord through prayer and diligent study of the Bible while maintaining the highest standards of integrity and maturity before God. This Pastoral Council will represent the Church by maintaining authority and walking in accountability with the Pastoral Staff. They will oversee in practical matters by recommending Church policy, exercising loving biblical discipline according to Matthew 18:15-18, delegating responsibility and authority, settling disputes, resolving conflicts, especially as related to financial and personnel matters, recommending adjustments and changes to the Church organization while seeking the counsel and assistance of committees, officers, and ministry leaders in the decision making process (Proverbs 11:14). The Pastoral Council shall have oversight of all committees and officers elected by the congregation to aid the Pastoral Council in the governmental and administrative duties of the Church. They will endeavor to keep unity in the Body of Christ and allow the autonomous Church to function in victory and freedom. Church order is maintained because a centralized authority is established and recognized by the body resulting in the following:

- Unified vision
- Accountable leadership

- Shared responsibility for the equipping of the saints
- Restorative Church discipline
- Provide oversight and guidance to all committees and ministries of the Church

b. *Selection.* The Pastoral Council shall serve a term of three years. The members of the Council shall be elected on a rotating basis in order to prevent all the Pastoral Council members from leaving office at the same time. After rotating off the Council for one year, a replaced Pastoral Council member shall be eligible for re-election. The Pastoral Staff and active members of the Pastoral Council shall make a list of persons who are eligible to be a member of the Pastoral Council. Members of the congregation may submit names to be placed on the list of qualified candidates. The Pastoral Council will give final approval of all qualified candidates which must be ratified by the Pastoral Council of Calvary Baptist Church of Staunton. That list shall then be presented to the members of the Church on the Sunday before the next scheduled business meeting. There shall be a vote taken annually by handing in the list with names circled of those found qualified to serve. An active member of this Church must be present at the scheduled business meeting in order to vote. The names receiving the most votes shall fill the vacant positions on the Pastoral Council. The Pastoral Staff and Pastoral Council will then review the vote and announce the results to the congregation. It shall be a qualification of a Council Member that he shall be willing to serve as a Director of the Church corporation.

c. *Council Chairman.* The Council shall elect annually a Chairman to facilitate the meetings and plan the agenda with the Pastoral Staff and a Council Secretary to take the minutes.

d. *Vacancies on the Council.* A vacancy on the Council, because of death, resignation, removal, disqualification or any other cause shall be filled by a simple majority election of the Congregation for the remainder of the term.

e. *Resignation and Removal.* Any Pastoral Council member or Officer may at any time deliver a written notice of intent to resign to the Pastor, which shall be effective upon acceptance by the Church. Any Council member or Officer may be removed at any time with or without cause when it is determined by a simple majority vote of the Members of the Church at a duly called meeting that such Council Member or Officer should no longer serve. In the event any Council member or Officer is so removed, a replacement may be elected by majority vote to fill the vacancy at that same meeting or a meeting called for that purpose.

f. *Duties and Specific Powers.* Without prejudice to the general powers set forth above, and subject to the same limitations, the Council Members shall have the following duties and powers:

1. *Establishing governing principles,* policies and determining practices for the Church, including the creation and maintenance of policies and procedure manuals which shall contain all controlling policies and procedures governing any and all aspects of the Church's affairs, including, but not limited to committee task descriptions, policies regarding the handling of funds, use of facilities, and employment policies and practices;
2. *Exercising oversight* of the Church financial, business and property matters and providing counsel;

3. *Hearing and considering* all reports and recommendations submitted by pastors, councils, committees and staff;
4. *Reviewing* those who serve in Church leadership positions that the nominating committee will present for congregational approval;
5. *Assisting the Pastor* in the administration of the Church ordinances and ministries;
6. *Providing for the discipline* of erring members and their reconciliation upon repentance;
7. *Pastoral Council* will work with the Nominating Committee to elect the members of a Pastor Search Committee;
8. *Pastoral Council* member will be appointed to serve on the Pastor Search Committee;
9. *Determining the compensation* of the Pastor, Officers, and support staff of the Church;
10. *Recommending* borrowing money and incurring indebtedness on behalf of the Church and cause to be executed and delivered for the Church's purposes and in the Church's name, promissory notes and other evidences of debt and securities;
11. *Conducting such other duties* and activities as the Council may determine from time to time that is consistent with the Articles of Incorporation, Constitution, and these By-Laws including those actions requiring a vote of the Members.

**C. Transactions with Interested Parties:** A contract or other transaction between the Church and one or more of its Pastoral Council Members, Deacons, Staff or family members thereof (hereinafter "Interested Party"), or between the Church and any other entity, of which one or more of the Church or its Pastoral Council Members, Deacons, and Staff are also Interested Parties, or in which entity is an Interested Party has a financial interest – shall be voidable at the sole election of the Church unless all of the following provisions are satisfied:

- a. The Church entered into the transaction for its own benefit; The transaction was fair and reasonable as to the Church, or was in furtherance of its exempt purposes at the time the Church entered into the transaction;
- b. Prior to consummating the transaction, or any part, the Pastoral Council authorized or approved the transaction, in good faith, by a vote of a majority of the Council Members then in office, without counting the vote of the interested Council Member(s), and with knowledge of the material facts concerning the transaction and the Interested Parties' interest in the transaction; and
- c. Prior to authorizing or approving the transaction, the Council, in good faith, determined after reasonable investigation and consideration, that either the Church could not have obtained a more advantageous arrangement, with reasonable effort under the

circumstances, or the transaction was in furtherance of the Church's tax-exempt purposes.

d. Common or interested Council Members may not be counted in determining the presence of a quorum at a meeting of the Council (or a committee thereof) which authorizes, approves, or ratifies such contract or transaction. Notwithstanding the above, no loan shall be made by the Church to any of its Council Members, Chairpersons, Officers, Deacons or Staff.

**D. Conflicts of Interest Policy:** The Council shall adopt a Conflicts of Interest Policy that will provide for full disclosure of material conflicting interests by Pastoral Council Members, Deacons, Officers, Pastoral Staff, or employees. This Policy shall permit the Council to determine whether the contemplated transaction may be authorized as just, fair and reasonable to the Church.

**E. No Compensation for Council Members:** No salary or compensation shall be paid to any member of the Council in his capacity as Member of the Council, but nothing herein shall be construed to preclude any Council Member from serving the Church in any other capacity and receiving reasonable compensation. Moreover, the Council member may receive reasonable reimbursement for travel and other approved expenses upon request and written documentation.

**F. Qualifications for Pastoral Council:**

a. Qualifications that will **not** primarily determine the best candidates for the Pastoral Council.

- Popularity
- Present position in Church or business world
- Executive abilities
- Financial success
- Public relation skills
- Physical age
- Leadership qualities

b. Qualifications.

1. Moral Character

- Temperate, not given to excess in physical or worldly realms
- Self-controlled – a bridled tongue
- Good behavior and sound reputation
- Gentle- a peaceful and loving spirit
- Not overbearing- shows sensitivity and tact

2. Home Life.

- Good relationship with his wife, if married
- Having his household in order

3. Spiritual Maturity.

- A member of the Church and faithful in attendance
  - One who is mature in the Lord and knowledgeable of the Bible and Church doctrine
  - Man of personal integrity and godliness
- c. Relationship to the Church Body.
- To the Pastor - The relationship is one of fellowship, mutual submission, and accountability and assistance. The Pastoral Council recognizes that the Pastoral Staff are God's called and appointed leaders of the Church. The Pastoral Staff will be present for all Pastoral Council meetings, setting the agenda and leading the discussions; however, the Pastoral Staff will not vote on the proposals.
  - To the Staff – The relationship to the Staff (full-time or part-time staff) is one of encouragement, accountability, and oversight.
  - To the Committees and Officers – The Pastoral Council will rely heavily upon the committees, officers, and ministry leaders for their assistance and expertise in dealing with administrative and operational functions of the Church.
  - To the Deacons – The relationship to the ministering body of our Church is to provide counsel, encouragement and direction for all physical and spiritual ministries of the Church.
  - To the Congregation – The relationship with members of this congregation is one of representation. This Pastoral Council will prayerfully consider concerns expressed by the congregation and act accordingly. This Pastoral Council will determine to know the heart of the people and direct the Church in accordance with the majority of its members. The congregation will respond by respecting their authority which they have delegated to the Pastoral Council, and following their leadership by lifting them up in prayer. Members of the congregation shall have the freedom to voice concerns to the Pastoral Council.
- d. Duties.
- All Church business related matters must be presented to the Pastoral Staff and the Pastoral Council, receiving a unanimous vote from the Pastoral Council before being presented to the congregation for approval.
  - The Pastoral Council shall handle matters in the hiring and dismissal of all Church paid staff and extended ministries of Calvary Cross-link Ministries under the direction of the Pastoral Staff and Personnel Committee. The Pastoral Council, after receiving input from the Pastoral Staff and Personnel Committee, shall make a final decision regarding the hiring of all employees, and dismissal of all employees except ordained Pastors. The hiring or dismissal of any ordained minister shall be handled according to the guidelines written in the Church Constitution.
  - The Pastoral Council will oversee all personnel matters related to the Pastoral Staff, reviewing annually the duties, responsibilities, and salaries of the Pastoral Staff. The Pastors may be excused from the Pastoral Council meetings that involve the discussion on their salaries and review of their job performance. The Pastoral Council shall employ the help of the Personnel Committee in the evaluation proceedings as deemed necessary. The Pastoral Council will submit their recommendations to the Church for approval.

- The Pastoral Council will serve as advisor in all business and administrative affairs of the Church.
- The Pastoral Council is responsible for setting the agenda for the congregational business meetings.
- The Pastoral Council will approve or disapprove church wide collections.
- The Chairman of the Pastoral Council shall be Moderator of the Church at business meetings. The Chairman may appoint a Moderator from the membership of the Church with the unanimous vote of the Pastoral Council and Pastoral Staff.
- The Chairman of the Pastoral Council will automatically serve as a messenger to the Augusta Baptist Association.
- The Pastoral Council will have a general oversight of all Church functions and make recommendations to the Pastoral Staff, appropriate committees, or to the Church body.
- The Pastoral Council will elect a secretary from the members of the Pastoral Council, and accurate, detailed minutes shall be kept of each Pastoral Council meeting.
- The Pastoral Council will assist the Pastoral Staff and other Church committees and officers in evaluating new ideas, concepts and programs for the improvement of the work of the Church.
- The Pastoral Council and the Church staff, shall insure that all contracts, deeds, mortgages, or other legal instruments are professionally reviewed, explained and appropriately acted upon when authorized by the Pastoral Council and congregation.

#### **ARTICLE IV: PASTORAL AND CHURCH OFFICERS**

**A. Church Officers:** The Officers of the Church shall be as follows: Senior Pastor/President, Pastoral Staff, Chairman of the Pastoral Council, Chairman of the Deacons, Clerk, Treasurer, Church Moderator and any other officers that the Church may elect in order to carry out the programs of the ministry.

**B. Pastoral Officers:** We believe that the Word of God only specifies two pastoral offices in the local church—Pastor, also known as elder or bishop (Acts 20:17 and 28) and Deacon. Each of these is referred to as being a plurality (more than one person holding the office) in a local body of believers. Because of the state and legal requirements, provision shall be made for other offices listed below. All officers should consider their roles as servants of the Church and should labor with deep humility and love, always seeking the best interests of the congregation according to the will of God. These officers shall be chosen by the congregation with their chief functions outlined in the Constitution of Calvary Cross-link Ministries.

**C. Election of Officers:** All Officers shall be members of this Church and shall be elected annually by a vote of the Church, except for salaried personnel, Deacons, Finance Committee and Nominating Committee. Election procedures for these are provided in the paragraphs outlining their duties. All Officers elected annually will assume their responsibilities on September 1 unless otherwise noted.

**Filling a Vacancy:** In the event of a vacancy in elective office before the regular annual meeting, the Church may fill the same by election at any Church business meeting from names presented by the Nominating Committee or nominations received from the floor.

#### **1. Pastoral Staff**

- a. *Election.* The Pastor shall be nominated by the Search Committee, ratified by the Pastoral Council of Calvary Baptist Church of Staunton and called by an affirmative secret ballot of three-fourths (3/4) of those present and voting if the required quorum is met. Notice of such proposed action shall have been given 2 weeks in advance at the regular Sunday morning worship service and a printed notice mailed to each family. The Pastoral Staff may recommend other additions of paid Pastoral Staff to the Pastoral Council. The added positions will be approved by the congregation by following the procedure for calling Pastoral Staff.
- b. *Duty and Function.* The Bible teaches that God supplies gifted men to serve as pastoral leaders of the local Church (Acts 14:23; Titus 1:5; Ephesians 4:11-13). In Scripture, the ruling and shepherding of the local Church was always designated to a plurality of elders/pastors and as such shall be known as the Pastoral Staff (Acts 11:30; 14:23; 15:2, 4, 6, 22-23; 16:4; 20:17-28; 21:18; Philippians 1:1; I Thessalonians 5:12, 13a; I Timothy 4:14; 5:17-19; Hebrews 13:7, 17, 24; James 5:14; I Peter 5:1-2). Pastoral Staff shall consist of the Senior Pastor and other Pastoral Staff, including both ordained and non-ordained pastors. The Senior Pastor will **not** assume the role of autocratic rule but rather of spiritual leader, serving under the Chief Shepherd (I Peter 5:1-4), while fostering a spiritual accountability and mutual respect for the Pastoral Council and the other Pastors. They are to equip and prepare the people of the Church to the end that all members are actively involved in personal ministry (Ephesians 4:11-13). They shall plan the worship, teaching, evangelistic and prayer services of the Church as led by the Holy Spirit, and shall seek to provide spiritual help and counsel to all in need of such, as the Lord leads and enables. The Senior Pastor is an ex-officio member of all committees, Deacons, Pastoral Council, etc.
- c. *Individual Roles.* Each of the men on the Pastoral Staff shall serve in specialized roles according to their individual gifts and callings in order to best meet the needs of the Church. These pastoral leaders may be paid full-time or part-time, in accordance with their responsibilities. Scripture teaches the financial remuneration for such leaders (II Timothy 2:6; Galatians 6:6).
- d. *Senior Pastor.* The Senior Pastor shall serve as Senior Pastor of the Pastoral Staff (Acts 20:17), whose selection or removal shall be approved by the Pastoral Council, ratified by the Pastoral Council of Calvary Baptist Church of Staunton and congregation by a three-fourths vote of the membership present at a scheduled business meeting. This man shall continue as Senior Pastor until his resignation, death, inability to serve, or removal from office. Under the supervision of the Senior Pastor of Calvary Baptist Church of Staunton, the Senior Pastor will oversee the general direction of the Church, the Pastoral Council, and the Pastoral Staff. The primary role of the Senior Pastor is one of casting vision, establishing measurable goals, developing strategies, defining purpose and charting the course for the Church. He shall also be responsible for the preaching ministries of the Church, as he labors in the Word and doctrine (I Timothy 5:17; Acts 6:2-4). In the event of a vacancy of this office, the Pastoral Council shall continue to work with the existing Pastoral Staff. The Pastoral Council shall research all necessary avenues for the replacement of the Senior Pastor, form a Pastor Search Committee in accordance to the Church Constitution, and make recommendations to the congregation.
- e. *Personal Qualification.*
- A born-again, spirit-filled man who can testify to the call of God into the pastoral ministry.
  - A man of integrity and good character whose marriage and family is in accordance with the Scripture, if married.
  - A man who is committed to the Lordship of Christ and who demonstrates a growing relationship with Him.
  - One who is developing a positive attitude and is demonstrating the fruits of the Spirit.



- A spiritual leader who is able to motivate and inspire others to follow Christ.
- One who is experienced in the function of the local Church and is familiar with and compatible with the Church's philosophy of ministry, goals, program, and vision.
- One who can delegate responsibility and equip the saints for the work of the ministry.
- One who has vision and the ability to develop the strategy and planning to carry out that vision.
- These men shall each exhibit evidence of the Biblical pastoral qualifications (Titus 1:6-9; I Timothy 3: 1-7), demonstrate the ability to spiritually reproduce (II Timothy 2:2-5), heartily agree to the Constitution and By-Laws of the Church, and believe that God has truly led and gifted him to fulfill his office.
- They shall also exhibit a thorough knowledge of the Scriptures, as gained through formal Bible training or avid and prolonged personal study.

f. *The Biblical Role.* The Pastors are called by God to be under-shepherds of the Church through teaching, preaching, and setting the spiritual example in the Church and community. The Pastor must hold the Biblical position of Pastor, Bishop, and Elder. These three words refer to the same office, but suggest three specific functions of the office as seen in I Peter 5:1-4.

- The Pastor: (I Timothy 3:1-7) "Poimen," or Shepherd, the caregiver of the flock of God.
- The Bishop: (Titus 1:7) "Episkopos," the overseer and administrator.
- The Elder: (Titus 1:5) "Presbuteros," one of wisdom, spiritual maturity, and integrity.

The Pastor's main focus shall be to equip the saints for the work of the ministry (Ephesians 4:11-13) and to assist the body of believers in realizing their full potential in Christ through discovery and development of their spiritual gifts in a variety of effective and fulfilling ministries, which will win the lost, strengthen His Church, and bring glory to our Lord. Three vital key words to describe the Pastor's primary responsibility would be administration, communication, and delegation.

g. *Removal.* Any member of the Pastoral Staff may be removed only by the members at a special called meeting with an appropriate quorum. If the Church should dismiss the Pastor, this shall be done with a simple majority vote with proper notice of vote and appropriate quorum as required. Depending upon the length of service and conditions of the dismissal, the Pastor will be paid an appropriate severance package. The severance package will be determined by the Pastoral Council and the Finance Committee and approved by the congregation. At the time of dismissal, the work of the Pastor will cease. When a Pastor resigns, he is expected to give the Church at least a 30-day notice.

**2. Deacons:** Deacons arose in the early New Testament Church to meet the need for special Church servants. The Greek word translated Deacon is "*diakonos*", whose more general meaning is "servant." The high qualifications for the Deacons in I Timothy 3 clearly indicate that the New Testament Church looked to these men not as rulers or authoritative leaders, but, rather as examples in Christian living and service. They are models both in their quality of life and in their active ministry. Deacons will help facilitate and offer encouragement to all Church ministries.

a. *Duty and Function.* There shall be Deacons as needed in accordance with the ministry needs of the Church. A Deacon is a great servant in the Church and must be a man of mature Christian character and witness, fulfilling the Biblical qualifications (I Timothy

3: 8-13), with an exemplary moral life and reputation in the community. In accordance with the teachings of the Scriptures, the Deacons shall not function as a ruling board, but as assistants to the Pastors in the various ministries and programs of the Church. Each Deacon must be actively involved in a ministry. The Deacons shall meet regularly with the Pastoral Staff. Their duties shall also include the supervision and overseeing of all ministries and service programs of the Church.

- b. *Selection and Term of Office.* The Pastoral Council in consultation with the Nominating Committee, shall nominate Deacons and submit a list to the membership for approval. The number of Deacons shall be determined by the needs of the Church according to the membership roll. The recommended number of Deacons should be at least one (1) Deacon for every 15- 20 active Church members. The Nominating Committee will start its selection of nominees in the month of March each year and submit nominees for election in the July Business Meeting. Members of the Church shall be given an opportunity to submit names of prospective Deacons to the committee. The nominees will be examined by the ordained Deacons and Pastoral Council. The list of nominees will then be submitted to the Church for election. The congregation shall vote by written ballot and the nominees receiving a two-thirds majority vote shall be declared elected. A two-thirds majority vote of the Deacons will be necessary to approve a nominee for selection. Any person elected to the office of Deacon who has not been previously ordained by the Church or a Church of like faith shall be ordained at a special ordination service prior to taking office at the beginning of the Church year.

As the Deacons are not part of the governing body of the Church, but elected to serve exclusively as a ministering team, the term of their office shall not be limited. A Deacon may choose to take a sabbatical leave for periods of physical and spiritual rest and refreshment and retain their title of Deacon. They will be placed on an inactive list and reinstated to active service by two-thirds vote of the active Deacons. Those retiring from active participation shall retain their title of Deacon and may be called upon for service by the Church. No person shall be considered as a candidate for the office of Deacon until he has been a member of this Church for one year. The Deacons shall elect a chairman annually from their own group. A Deacon may also be eligible to serve on the Pastoral Council.

c. *Responsibilities.*

- Setting a personal example in everyday Christian living (I Thessalonians 5:17; James 5:16; Romans 6:4-23; Philippians 3:10-11).
- Being faithful in practicing and teaching the Biblical stewardship concepts of time, talents, abilities and material possessions, and practicing Biblical tithing (Malachi 3:6-12; Philippians 1:27; I Timothy 3:2).
- Cooperate with the Pastors, Pastoral Council, Church staff, Church leadership, and Church members in supporting and promoting the entire Church program, including the Cooperative Program (Hebrews 13:7; Matthew 18:15-20; Philippians 2:1-4).
- Participate actively in the Deacon program by attending Deacon meetings and training sessions. Failure to attend the meetings and training sessions may result in removal as an active Deacon (Matthew 25:21; I Corinthians 4:2).
- Witness (proclaim the gospel) to believers and unbelievers (Romans 1:16; Acts 1:8; 8:26-40).
- Care for (minister to) the ministry team members and families assigned to them (Acts 6:1-7).
- Seek to involve Church families in the total Church program.
- Build and maintain the harmony and fellowship of the Church (Acts 2:42; Ephesians 4:1-13).

- Involve the Church members in community relations through serving as facilitators of the Church ministries and Love in Action teams.
- Lead the Church in the achievement of its mission and carrying out its vision (Matthew 28:16-20).
- Interpret the work of the Church and denomination to the Church members and the community (II Corinthians 5:20; II Timothy 4:5).
- Provide advice and input for the Pastoral Staff and Pastoral Council in areas related to the health and well-being of the Church families.
- Assist the Pastors in serving the Lord's Supper (Matthew 26:17-30).
- Assist the Pastors in the baptism of new members (Acts 2:37-41).
- Assist the Pastors in personal counseling and altar work.
- Revise the Church roll at least once a year.
- Three Deacons shall serve along with the Pastoral Staff as the Benevolence Ministry.
- Count the weekly offering and tithes, deposit the money, and make reports as requested. The Chairman of the Deacons will select 2 Deacons in January to serve on the Nominating Committee.

### **3. Church Clerk**

The duties of the Church Clerk, with the assistance of the office staff, shall be:

- a. To keep an up-to-date roll of the Church membership.
- b. To record and preserve accurate minutes of each Church business meeting which shall be read for approval at the succeeding meeting.
- c. To write for letters of persons transferring to the Church and to forward letters of dismissal when granted by the Church.
- d. To notify each member whose name has been removed from the Church role.
- e. To prepare the annual report to the Augusta Baptist Association and SBCV.
- f. The Clerk shall maintain the rental of a safety deposit box for the safekeeping of all documents of value owned by the Church.
- g. The Clerk shall be responsible for the keeping of proper records and minutes of regular scheduled members' meetings.

### **4. Assistant Church Clerk**

The Assistant Church Clerk shall act in the absence of the Church Clerk and shall assist in such matters as are assigned by the Church Clerk.

### **5. Church Treasurer**

The Church Treasurer shall be the custodian of all Church monies. The Church Treasurer shall keep a correct record of all receipts and expenditures. All bills shall be approved by the Finance Committee, or a designee of the Finance committee, before being paid by the Church Treasurer except bills covering current expenses and salaries. All bills shall be paid by check. The Church Treasurer's records will be audited annually. Both Church Treasurer and Financial Secretary shall keep their records in such a way as to enable the auditor to annually audit the same with as little difficulty as possible. The Church Treasurer shall be an ex-officio member of the Finance Committee. The Church shall provide bond for the Church Treasurer in adequate amount.

### **6. Assistant Church Treasurer**

The Assistant Church Treasurer shall perform such duties as may be assigned by the Church Treasurer, and act in the Church Treasurer's absence.

## **7. Financial Secretary**

The duties of the Financial Secretary are to keep an accurate record of individual giving, to provide reports annually, or as requested for the givers, to prepare the envelopes for the coming year, and other duties as may be assigned by the Finance Committee. His or her work shall be confidential.

## **8. Church Moderator**

The Chairman of the Pastoral Council shall be Church Moderator of the Church at business meetings. The Chairman of the Pastoral Council may appoint a Church Moderator from the membership of the Church with the unanimous vote of the Pastoral Council and Pastoral Staff. Duties of the Church Moderator shall be to preside at all business meetings. The latest edition of Robert's *Rules of Order* shall serve as a guide for the procedure to be followed. In the absence of the Church Moderator, the Chairman of the Pastoral Council shall act as Church Moderator. The Church Moderator shall work with the Pastoral Council in preparing an agenda for business meetings. If either are not leading the meeting, the Church Clerk shall call the meeting to order, and a pro-tem shall be elected for that meeting per Robert's *Rules of Order*.

## **ARTICLE V: COMMITTEES**

All Committees shall work under the direction and leadership of the Pastoral Council. They support the Pastoral Council providing administrative and organizational assistance. Chairmanship of Committees should never be expected or assumed. Chairmanship of all Committees shall be recommended by the Nominating Committee.

### **A. Church Committees**

Budget/ Finance

Personnel

Nominating

Counting

Building & Grounds

Pastor Search

### **B. Election of Committees**

All Committees shall be elected annually by the Church except the Finance and Nominating Committees, which are provided for in the paragraphs outlining their duties. All Committee Chairmen shall be recommended in the Nominating Committee report.

#### **1. Budget/ Finance**

This Committee shall consist of 8 members, 2 of whom shall be elected annually for a term of four years. Also, after election, four ministry leaders shall be appointed by the Pastoral Council to serve on this committee – Men's Ministry, Ladies' Ministry, Music Ministry, and Sunday School.

*Duties.*

- a. To present a proposed budget to the Church at the November business meeting.
- b. To maintain a constant study of the financial needs of all organizations and phases of the Church work throughout the year, and be responsible for leading the Church in a progressive and adequate financial program.
- c. To act on routine and minor financial matters not budgeted and make recommendations to the Church on all major financial matters.
- d. To allow the Chairman to appoint a sub-committee of three members to audit the Church Treasurer's books annually.

**2. Personnel**

This Committee shall consist of 5 members that shall include at least one member of the Pastoral Council and the Chairman of the Finance Committee. Their duties shall include assisting in the selecting of appropriate staff personnel and recommending them to the Church after having ascertained the appropriate salary and benefits package. They shall assist in ensuring that each support staff member's performance, along with their benefit package, is reviewed annually and work with the Finance Committee to recommend appropriate salary changes. Personnel matters relating to the Pastoral Staff shall be handled by the Pastoral Council. The 3 at-large members will be elected to serve 3 year alternating terms with one rotating off each year.

**3. Nominating**

The Nominating Committee will be selected in January consisting of three representatives selected by the Pastoral Council and two Deacons selected by the Chairman of the Deacons. These selections shall be presented at the March Business Meeting. They shall work in cooperation with the Pastoral Council and shall make nominations for Ladies and Men's Ministry Directors for the May Business Meeting. Directors of Music, Sunday School, and Youth nominations shall be made as needed. The Nominating Committee shall present the Pastoral Council with candidates for all remaining officers, leaders and committees, except those whose appointment is provided for elsewhere in the Constitution, at the July Pastoral Council Meeting. This slate, upon recommendation of the Pastoral Council shall be presented to the Church membership for approval at the July Business Meeting. Any report of the Committee, when presented to the Church, shall constitute nomination of the persons named. All major reports shall be printed and distributed at least by the Sunday before the business meeting.

**4. Counting**

Pastoral Council will approve a team to assist in counting.

**5. Property Committee (Building & Grounds)**

This Committee shall see that all Church buildings, vehicles, and grounds are kept clean and in good repair. The committee shall recommend a Custodian to the Church and oversee the Custodian's work. The Custodian's salary action will be the Committee's responsibility in consultation with the Personnel Committee and the Finance Committee and be in accordance with the Church's salary procedure. The Committee shall be responsible for the purchase of all needed general maintenance supplies. For any repairs, new work, or equipment not covered by the present budget, the Committee shall consult the Pastoral Council.

The Property Committee shall have general oversight over the upkeep and care of all Church property.

## **6. Pastor Search**

The Pastor Search Committee is an ad hoc committee and shall consist of seven members. When there is a need for such a committee, the Nominating Committee will present seven nominees to the Church with the floor open for other nominations. If more than seven are nominated, voting will be by secret ballot. This committee shall seek out a minister of the gospel whose Christian character and qualifications fit him for the office of Pastor of this Church. In considering I Timothy 3:1-13, the committee shall bring only one name at a time for consideration and no consideration will be given to anyone who is not first recommended by the Pastor Search Committee. Members should individually pray and seek God's will in casting a ballot. Should a candidate recommended by the committee fail to receive a three-fourths vote, the meeting shall be adjourned, and the committee will resume their efforts.

## **ARTICLE VI: FINANCIAL MATTERS**

**A. Finances.** The Church shall follow "faith" principles with reference to funds needed for the support of its ministries, looking to the Lord to supply the needs through His people in the Church. The support of the Church shall be by tithes, offerings and gifts. The Church will operate with a unified budget.

**B. Deposits.** The Finance Committee shall select banks, trust companies, or other depositories in which all funds of the Church not otherwise employed shall, from time to time, be deposited to the credit of the Church.

**C. Checks.** All checks or demands for money and notes of the Church shall be signed by such officer or officers or such other persons as the Pastoral Council may, from time to time, designate.

**D. Fiscal Year.** The Pastoral Council, in consultation with the Budget/ Finance Committee, shall have the power to change the fiscal year of the Church. Unless otherwise changed by the Pastoral Council, the fiscal year shall be the calendar year. Accurate records shall be kept by all organizations of the Church and reports made on the fiscal year basis. All funds handled by any and all organizations shall be reported to the Pastoral Council.

**E. Contracts.** The Senior Pastor and Chairman of the Pastoral Council together may bind the Church if authorized by the appropriate authorities but the Pastoral Council may also authorize any officer or officers, agent or agents of the Church, in addition to the officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name of, and on behalf of the Church, including real estate transactions. Such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the Church to any contract or any engagement or to pledge its credit or to render it liable for any purpose or in any amount. All contracts for major services or expenditures should be reviewed by a competent attorney.

**F. Purchase or sale of property and borrowing.** Neither staff nor officers of the Church may purchase or sell real or personal property on behalf of the Church unless authorized by the Pastoral Council; and in cases of real property, the Members according to these By-Laws. Any borrowing of money must be approved by the Pastoral Council and a majority of the Members.

**G. Income.** The Church members will support the Church with tithes and offerings. Tithes and offerings will be regularly received each Lord's Day in Sunday School and Worship Services. All tithes and offerings and gifts will be counted by the tellers and turned over to the Church Treasurer. The Church shall operate within sound financial accounting and budgetary procedures, and as further described in the By-Laws.

**H. Church Budget and Strategic Plan.** There shall be an annual members' meeting at which an annual budget and annual strategic plan are approved by a simple majority vote of the membership at that meeting, no more than three months prior and no less than three months after the start of the fiscal year as defined above. The Budget and Finance Committee and approved by the Pastoral Council shall prepare a proposed annual budget and strategic plan to be presented to the Church Congregation at a called annual Business Meeting for adoption. The budget shall be an itemized budget which shall provide for all financial needs of the Church and its organizations and committees.

**I. Expenditures.** Budgeted items may be spent without further action by the Church providing the income of the Church meets the needs of the budget. All questions relative to the expenditures of the monies not provided for in the Church budget for any amount must come as a recommendation to the Finance Committee. It shall be discussed by the committee and acted upon if the money is available the matter will be presented to the Church at a regular business meeting for action. Any money received in excess of the budget demand will be expended by a vote of the Church Congregation upon recommendation from the Budget and Finance Committee.

**J. Financial Plan.** The Budget and Finance Committee shall prepare and submit to the Church for approval an inclusive budget, indicating by items the amount needed and sought for all expenses. Offering envelopes will be provided for the members' use. It is understood that membership in this Church involves financial obligation to support the Church and its causes with regular, proportionate gifts and offerings.

a. Accounting Procedures. All funds received for any and all purposes shall be given to the Church Treasurer. The Treasurer shall oversee receipts, disbursements and maintenance of the Church's records. The Treasurer and Assistant Treasurer shall be responsible for signing checks. The Treasurer shall make a report to the Church at each bi-monthly business meeting. A system of accounting that will adequately provide for the handling of all funds shall be the responsibility of the Treasurer and the Assistant Treasurer.

b. Partnerships, Joint Ventures, LLC's and Auxiliary Corporations. The Pastoral Council may authorize in writing any officer(s), or agent(s) of the Church to enter into any partnerships or joint ventures or create auxiliary corporations or limited liability companies that the Council determines will advance the religious purposes and goals of the members as described herein and not violate the Church's tax exempt status, as provided for elsewhere within the Church By-Laws.

c. Gifts and contributions. The Pastoral Council may accept, on behalf of the Church, any contribution, gift, bequest or devise for the general purpose or for any special purpose of the Church. Any endowment for the general purpose or for any special purpose of the Church will be approved by the Council.

d. Annual Review and Compensation. The Pastoral Council shall conduct an annual review including a review of compensation of the senior and executive pastors, and the personnel team shall oversee annual reviews of all other staff with all increases in compensation being reported to the Council for their approval. The Council shall bring to the Members specific recommendations in regard to the proposed changes in the calls of Senior Pastor or executive pastor, that must be approved by the Members as outlined in these By-Laws. There shall also be an annual financial

review and/ or audit as recommended by the Budget and Finance Committee and approved by the Council, but there shall be an audit at least every five years by an outside auditor.

e. Designated Contributions. The Church may accept any designated contribution, gift, bequest or devise provided it is consistent with the Church's:

- 1) Mission and spiritual priorities as determined from time to time by the Council,
- 2) Budget process and fiscal restrictions,
- 3) Full ownership and control of the funds or assets, and Tax exempt purposes as set forth in the constitution. As so limited, donor designated contributions will be accepted for special funds, purposes or uses, and such designations will generally be honored, but do not have to be so honored at the full discretion of the Church. The Church shall reserve all rights, title and interests in and to the control of such contributions as well as full discretion as to the ultimate expenditure or distribution thereof in connection with any special fund, purpose or use. When the Church is unable to honor a designation, the Church may, (a) use these funds for any other special purpose or general use, (b) contact the donor to change his or her designation, or (c) return the contribution to the donor, all of which is in full discretion of the Church.

f. Benevolence Fund. Consistent with Biblical teaching to share with those in need, the Church may establish a benevolence fund to meet material and financial needs of its members and others. The Pastoral Council shall appoint at least three active members to administer this fund as the Benevolence Committee under the direction of the Council, under a policy which sets forth the fund's purpose, procedures for administration, and objective criteria for selection of recipients for financial assistance.

**K. Approval of Major Transactions.** Any major transactions (buy, sell, loans, refinancing, capital improvements etc.) shall be defined by joint resolution of the Pastoral Council of this church and the Pastoral Council of Calvary Baptist Church of Staunton and must be approved by Calvary Baptist Church of Staunton.

## **ARTICLE VII: MINISTRIES**

The Deacons shall oversee and help facilitate all Church ministries and ministry teams. These ministries will include both internal Church ministries and external mission outreach programs. A vital part of our purpose as a Church is our service to one another and to our world through various ministries. The Church body, Pastoral Staff, Committees and Officers provide the necessary platform and structure to perform ministry. The governmental, organizational and administrative part of Calvary Cross-link Ministries offers direction and accountability for our main purpose for existence—ministry. We define ministry as “divine resources meeting human needs through loving channels to the glory of God.” To do Biblical ministry, we must (1) recognize the divine resources available to us, (2) compassionately see the human needs around us, and (3) become available channels of God's mighty resources resulting in God alone receiving the glory.

Ministries will continually change as God provides the needed resources, increasing numbers of Christian workers, and various spiritual gifts. We must not set limits or establish human boundaries on how God may choose to use Calvary Cross-link Ministries to build His glorious Kingdom.



Ministries must operate in accordance to the Biblical principles set forth by our ministry definition, stated above. Descriptions of the various ministries presently in operation at Calvary Cross-link Ministries are available in our Church Standard Policy *Operational and Procedures Manual*.

## **ARTICLE VIII: BIBLICAL DISPUTE RESOLUTION**

In any dispute arising between or among Church members, pastors, or staff, the dispute may be resolved by the Pastoral Council (or a duly appointed team from the Pastoral Council) under the Christian Conciliation Rules and Procedures published at [www.hispeace.org](http://www.hispeace.org). All contractors, vendors and staff of the Church should be asked to sign policies or contracts with the Christian Dispute Resolution clause in it. Christian mediation should be attempted but if it does not resolve the dispute then legally binding Christian Arbitration shall be employed by the Council or individuals selected by the Council in accordance with the Rules of Procedure for Christian Conciliation found at <http://www.hispeace.org>. A decision shall be reached after prayerful consideration, in a spirit of humility, with each Arbitrator seeking that which most glorifies God, and regarding one another before himself.

Any claim or dispute arising between Church members and the Church, its pastors or staff shall be settled by mediation and, if necessary, legally binding arbitration in accordance with the Rules of Procedure for Christian Conciliation of the Institute for Christian Conciliation, a division of Peacemaker® Ministries (complete text of the Rules is available at [www.HisPeace.org](http://www.HisPeace.org)).

Judgment upon an arbitration decision may be entered in any court otherwise having jurisdiction. Jurisdiction and venue shall be the county and state where the Church is located and Virginia law will apply to dispute. Members, pastors, staff or third party vendors/contractors shall understand that these methods shall be the sole remedy for any controversy or claim arising against the Church and expressly waive their right to file a lawsuit in any civil court against one another or the Church for such disputes, except to enforce an arbitration decision. In that case, judgment upon an arbitration award may be entered by any court having competent jurisdiction, in conformity with the laws of the Commonwealth of Virginia. Notwithstanding this above provision, to protect the Church and its members and under its risk policy procedures, we are required to maintain liability insurance. Therefore, this conflict provision is conditioned upon agreement by the Church's insurers that, in light of the particular facts and circumstances surrounding the disputed matter, this provision, and the process it establishes will not diminish any insurance coverage maintained by the Church.

## **ARTICLE IX: COUNSELING AND CONFIDENTIALITY CODES**

### **Biblical Counseling**

All Christians struggle with sin and the effect it has on our lives and our relationships (see Rom.3:23; 7:7-25). Whenever a Christian is unable to overcome sinful attitudes or behaviors through private efforts, God commands that he should seek assistance from other members, and especially from the pastor and Pastoral Council, who have the responsibility of providing pastoral counseling and oversight (see Rom. 15:14; Gal. 6: 1-2; Col. 3:16; 2 Tim. 3:16-4:2; Heb. 10:24-25; 13:17; James 5:16). Therefore, this Church encourages and enjoins its members to make confession to and seek counsel from each other and especially from our pastor counselors.

We believe that the Bible provides thorough guidance and instruction for faith and life. Therefore, our counseling shall be based on scriptural principles rather than those of secular psychology or psychiatry. Neither the pastoral nor the lay counselors of this Church are trained or licensed as psychotherapists or mental health professionals, nor should they be expected to follow the methods of such specialists.

Although some members of the Church work in professional fields outside the Church, when serving as pastoral or lay counselors within the Church they do not provide the same kind of professional advice and services that they do when they are hired in their professional capacities. Therefore, members who have

significant legal, financial, medical or other technical questions should seek advice from independent professionals. Our pastoral and lay counselors shall be available to cooperate with such advisors and help members to consider their advice in the light of relevant scriptural principles.

### **Confidentiality**

The Bible teaches that Christians should carefully guard any personal and private information that others reveal to them. Protecting confidences is a sign of Christian love and respect (see Matt. 7:12). It also discourages harmful gossip (Prov. 16:28; 26:20), invites confession (see Prov. 11:13; 28:13; James 5:16), and encourages people to seek needed counseling (see Prov. 10:19; Rom. 15:14). Since these goals are essential to the ministry of the gospel and the work of this Church, all members are expected to refrain from gossip and to respect the confidences of others. In particular, our pastor shall carefully protect all information that they receive through pastoral counseling, subject to the following guidelines.

Although confidentiality is to be respected as much as possible, there are times when it is appropriate to reveal certain information to others. In particular, when the pastors and Pastoral Council of this Church believe it is biblically necessary, they may disclose confidential information to appropriate people in the following circumstances:

1. When a pastor is uncertain of how to counsel a person about a particular problem and needs to seek advice from other pastors in this Church or, if the person attends another church, from the pastors of that church (see Prov. 11:14; 13:10; 15:22; 19:20; 20:18; Matt. 18:15-17);
2. When the person who disclosed the information or any other person is in imminent danger of serious harm unless others intervene (see Prov. 24:11-12);
3. When a person refuses to repent of sin and it becomes necessary to institute disciplinary proceedings (see Matt. 18:15-20 and Bylaw 16) or seek the assistance of individuals or agencies outside this Church (see, e.g., Rom. 13:1-5); or
4. When required by law to report suspected child abuse.

Scripture commands that confidential information is to be shared with others only when a problem cannot be resolved through the efforts of a small group of people within the Church (Matt. 18:15-17). Therefore, except as provided in §14.b., a pastor may not disclose confidential information to anyone outside the Church without the approval of the Pastoral Council or the consent of the person who originally disclosed the information. The Pastoral Council may approve such disclosure only when it finds that all internal efforts to resolve a problem have been exhausted (see, e.g., 1 Cor. 6:1-8) and the problem can be satisfactorily resolved without the assistance of individuals or agencies outside this Church (see, e.g. Rom. 13:1-5). The limitation shall apply to but is not limited to the giving of testimony in a court of law and the reporting of abuse.

The Pastors and Pastoral Council may, but need not, provide counselees with written notice of these confidentiality provisions, but these provisions shall be in effect regardless of whether such notice is given.

### **ARTICLE X: CHURCH STANDARD POLICY AND OPERATION MANUAL**

The Church Articles, Constitution and By-Laws forms the general foundation and structure for the administration and government of Calvary Cross-link Ministries. A separate document called the Standard Operating Procedures Manual (S.O.P. manual) provides detailed information for the operation and function of the Church. Job descriptions, specific responsibilities and policies related to the pastoral staff, support staff, committees, offices, and ministry leaders will be outlined in this S.O.P. manual. This manual will provide guidelines and specific direction for the day to day operation of all personnel, programs and properties of Calvary Cross-link Ministries. The S.O.P. manual will be presented to the congregation for

approval, and any additional changes will be brought to the congregation for approval during normal business meetings.

1. *The Articles of Incorporation-Provides the legal and tax exemption requirements*
2. *The Constitution – Provides basic theological information about the Church*
3. *The By Laws – Provides the governing structure and administration*
4. *Standard Operating Procedures Manual – Provides the daily operating policy*

**A. The Church** shall maintain and utilize a church policy and operations manual to include Church policies, rules of procedure, personnel policies, job descriptions, and organizational charts depicting lines of responsibility in the administration of the Church.

a. The Pastoral Council or a special committee shall review the manual at least annually, with the authority to recommend changes for the Church to consider. Any Church member or Church organization may initiate suggested changes in this manual. Any suggested changes shall be recommended to and approved by the Council before going to the congregation for voting.

b. The manual shall be kept in the Church office and made available for use by any member of the Church. The Church secretary shall maintain the manual.

c. Addition to, deletion from, or revision of the Church policy manual requires:

1. Discussion by the Pastoral Council.
2. Approval by the Church by majority vote at a regular or called special business meeting.

**B. Compilation and Maintenance of the Manual.** The Pastoral Council and any of its designees shall be responsible for compiling and maintaining the policies and procedures manual for the day-to-day administrative functions of the Church not covered in the constitution and By-Laws. Subjects covered may include, but are not limited to, the following:

1. Personnel policies and procedures not covered in the By-Laws;
2. Church property policies and procedures;
3. Church discipline procedures and policies;
4. Christian conciliation and dispute resolution policies and procedures;
5. Child protection policies and procedures;
6. Ministry and Team Leader manuals; and
7. Other policies and procedures as needed.

#### **ARTICLE XI: AMENDMENTS to By-Laws**

These By-Laws may be amended by the Pastoral Council presenting the amendment and a two-thirds vote of the members present and voting at any regular meeting of the Church, or at a meeting specially called for that purpose, the proposed amendment being distributed in the notice of the duly called meeting; provided the required special quorum is present. Any amendments to these Bylaws must be ratified by the Pastoral Council of Calvary Baptist Church of Staunton.

I, the undersigned Clerk of Calvary Cross-link Ministries do hereby certify that the above Constitution and By-Laws were adopted on \_\_\_\_\_ by the Church members at a duly called meeting and that this Constitution and By-Laws are current and in operation as of that time.

\_\_\_\_\_

\_\_\_\_\_

Church Clerk

Date