

**AMENDED AND RESTATED BYLAWS OF  
THE NORTHSIDE BAPTIST CHURCH  
OF CHARLOTTE, NORTH CAROLINA, INC.**

The Northside Baptist Church of Charlotte, North Carolina, Inc. is a non-profit, religious, educational, and charitable corporation without capital stock incorporated under the laws of the State of North Carolina.

**ARTICLE 1 -NAME AND PURPOSE**

The name of this corporation shall be The Northside Baptist Church of Charlotte, North Carolina, Inc. (the "church") and is located at 333 Jeremiah Boulevard, Charlotte, NC 28262.

This corporation is organized as a church exclusively for charitable, religious, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 as amended), including, but not limited to, such purposes as establishing and maintaining of religious worship, the building of churches, parsonages, schools, chapels, radio stations, television stations, rescue missions, print shops, child care centers, cemeteries and camps; the evangelizing of the unsaved by the proclaiming of the Gospel of the Lord Jesus Christ; the education of believers in a manner consistent with the requirements of the Holy Scripture, both in Sunday and weekday schools of Christian education; and the maintaining of missionary activities in the United States and any foreign country.

**ARTICLE 2 - FAITH**

We affirm the Holy Bible as the inspired Word of God and as the only basis for our beliefs. We affirm the doctrinal positions set forth in the Articles of Faith, adopted by the members of this church (the "Articles of Faith"), and hereby incorporate those statements of faith into these Bylaws. The Articles of Faith may be amended or repealed only by the vote of three-fourths (3/4ths) of the Eligible Members (as herein defined) at any duly called business meeting of the church; provided, however, that notice of any such proposed amendment, alteration, or repeal shall have been given to the President or Secretary of the church in writing and presented by the President or Secretary to the congregation at least twenty-eight (28) days prior to the time the vote is taken.

**ARTICLE 3 -MEMBERSHIP**

**Section 1. Admission to Membership.**

Persons may be received into church membership in the following ways:

- a. By profession of faith and subsequent baptism by immersion;
- b. By transfer of letter from a Bible believing church of like faith and practice;
- c. By testimony of salvation and previous baptism by immersion;
- d. By restoration (for those excluded members giving evidence of repentance).

Anyone presenting themselves for membership by one of the above ways must also attend our a new members class and complete the membership covenant (the "Membership Covenant"). This class will inform all potential members of what membership means, the mission of our church, the structure and statements of purpose of our church, and our doctrinal beliefs.

All new members, age 18 and over, will receive a copy of the Articles of Faith and the Northside Bylaws at the time of membership. All other members will be mailed a copy upon reaching the age of 18. Upon reaching the age of 18, members must complete and sign the Membership Covenant to attain the right to vote or hold office.

The Membership Covenant is defined as a policy under these bylaws as defined in Article 13, Section 4, herein.

A member of the church may not be a member of any other church within a normal commuting distance.

## **Section 2. Responsibilities of Membership.**

A member in good standing of the Church shall exhibit the following behaviors:

**Christian Living.** All members shall seek diligently to live in accordance with the pattern of the New Testament for believers. They attend the services regularly, pray for and support the leadership of the church, and promote the spiritual welfare of the church by their influence and example. All members shall make themselves available for service in the church in accordance with their abilities. All persons, upon coming into the membership, voluntarily subscribe to the obligations of the Membership Covenant.

**Christian Giving.** Every member ought to set aside from all receipts of income, at the time of receipt, a portion, which may vary according to prosperity, for God's work on the earth, including the current expenses of this church and all objects of current benevolence.

**Christian Unity.** Every member must agree to be governed by the Bylaws of the church. They will endeavor to preserve the unity of the church and if at any time they find themselves opposed to the stated doctrines of this church and of Baptist directives, they will not seek to disrupt its fellowship, but will quietly withdraw from its membership.

## **Section 3. Termination of Membership.**

Membership in this church may be terminated in any of the following ways:

**By Death.** The names of deceased members shall be removed from the membership.

**By Letter.** Any member in good standing who desires to unite with another church of like faith and practice is entitled to a letter of dismissal when a written request is submitted by the church with which he or she is uniting.

**By Exclusion.** The church, after due notice and a reasonable opportunity for hearing and kindly efforts to make such action unnecessary, may terminate the membership of persons who fail to fulfill the obligations of the Membership Covenant and of persons whose conduct is of such a nature that it hinders the work of the church and Christ's Kingdom.

**By Erasure.** Upon receipt of reliable information that a member has joined another church, and following reasonable efforts to contact this member, the Senior Pastor may instruct the Secretary to remove the person from the membership rolls of this church.

**By Resignation.** Any member may request in writing that his or her name be removed from membership of the church.

#### **Section 4. Inactive Status.**

Upon recommendation of the Deacons, members who without good cause have not participated in the life of the church for a period of two consecutive years may by majority vote of Eligible Members (hereafter defined) be placed on an inactive roll. Good cause shall include, but not be limited to, military service and attendance at a non-local school or university. Persons in inactive status shall not be eligible to hold office or vote in church sessions. Persons may be returned to active status on recommendation of the deacons after renewing their active participation in the church. To implement this provision, the Deacons or their designee shall annually review the membership roll of the church and prepare a list of those for whom the inactive status would be appropriate and present that list to the church for approval.

#### **Section 5. Rights of Members.**

Except as provided otherwise herein, all members in good standing and who have not been placed on inactive status pursuant to Section 4 above ("Eligible Members") shall be permitted to vote on all matters brought before the church. Except as otherwise set forth herein or in the bylaws, every Eligible Member of the church is eligible for consideration by the membership as a candidate for elective office in the church.

All members shall have access to the principal records of the church including minutes of its governing body and principal financial reports. However, these rights shall not include the right to review or inspect individual donor records or personnel files.

### **ARTICLE 4 - BOARD OF DIRECTORS (DEACONS)**

#### **Section 1. Number.**

The corporation shall have a Board of Directors of eighteen (18) members. The Board of Directors shall be known as the Deacon Board, and the Directors shall be known as Deacons.

#### **Section 2. Term of Office; Vacancies.**

A Deacon shall be elected to serve for three (3) years. One third (1/3) of the Deacons shall be elected annually for a three-year term. However, no Deacon may be re-elected until after the expiration of one year from the last day of his term of office except that if a retiring deacon has served for less than two years, he shall be eligible for an additional three-year term without a waiting period.

If a vacancy occurs in the first six months after an election, it will be filled candidate who received the highest number of votes of the candidates not elected to the deacon board in that election. He shall fulfill the un-expired term of the vacancy. If the un-expired term is less than two years he shall be eligible for nomination for an additional term. If a vacancy occurs in the last six months after an election, the position will remain vacant until the next deacon election. The newly elected deacon

shall fulfill the un-expired term of the vacancy. If the un-expired term is less than two years he shall be eligible for nomination for an additional term.

### **Section 3. Qualifications of Deacons.**

Deacons shall be born-again believers, scripturally baptized by immersion, and Eligible Members of the church and shall meet the scriptural requirements for deacons as found in I Timothy 3:8-13. A Deacon shall demonstrate an exemplary Christian testimony in private, family, and public life; be a committed Christian leader and partner of the Pastor; and a supporter and promoter of the church faith, practice, programs, and ministries. Each Deacon should be willing to serve in such capacity and be fully conscious of the divine purpose and duties of the work of a deacon.

Deacons shall be men, not less than 25 years of age who have been active members of the church for three or more years. Employees of the church are not eligible to be Deacons.

### **Section 4. Nomination and Election of Deacons.**

A nominating committee ("Nominating Committee") of five persons shall be selected by the Deacons and approved by the Senior Pastor for the purpose of nominating Deacons. Two of the members shall be Deacons, one a staff member, and two shall be other Eligible Members from the congregation. The Senior Pastor shall serve as the Chairman of the Nominating Committee.

The Nominating Committee shall solicit nominations from the church body up to sixty (60) days prior to the Annual Business Meeting. The Nominating Committee shall consider these suggestions but is not to be bound by them. In order to represent the entire church body, the Nominating Committee shall attempt to insure that approximately 20% of the nominations for deacon by the Nominating Committee are for men who have not previously been a deacon, or for former deacons who have not served for the previous 3 years. Each potential nominee must be contacted individually by one or more members of the Nominating Committee to determine whether the nominee meets the biblical qualifications for a deacon and to obtain the consent of the nominee to the nomination.

After completing the inquiries set forth above, the Nomination Committee, by majority vote of its voting members, shall submit a slate of nominees for the vacant Deacon positions to the Deacon Board for its approval. The slate approved by majority vote of the Deacon Board shall be presented to the congregation for election in accordance with the procedures of Section 5 below.

### **Section 5. Election of Deacons.**

The Deacons shall be elected from the slate approved by the Deacon Board by a vote of the majority of the Eligible Members present at a church meeting designated by the Senior Pastor during the month of October, but prior to the Annual Business Meeting. The Senior Pastor shall be a non-voting ex officio member of the Deacon Board.

### **Section 6. Organization and Duties.**

The Deacons shall organize themselves as they believe will best enable the ministries of the church. The Deacon Board may have a number of committees, and shall at a minimum, have (i) an Executive Committee comprised of the Senior Pastor, Chairman and Vice-Chairman, Chairman of the Finance Committee, and one "at-large" Deacon to be nominated and elected by the Deacon board

annually; and (ii) a Finance Committee comprised of the President, Business Administrator and such other members with relevant financial expertise as the Deacon Board shall deem appropriate. The Senior Pastor shall be a regular voting member of the Executive Committee and a non-voting ex officio member of the Finance Committee. The Chairman of the Finance Committee shall be elected by the Deacon Board. The role of the Finance Committee is to provide financial oversight for the organization including budgeting, financial performance and monitoring of internal controls and accountability practices.

The Executive Committee may from time to time ask up to 2 members of the church to serve as non-voting advisors to the committee for a temporary period of time.

#### **Section 7. Other Committees.**

The Deacons, together with the Senior Pastor, shall establish such standing and other committees and councils as it may deem appropriate for the advancement of the ministry and work of the church. For all such committees, the church shall establish their means of appointment, terms and duties, as set them forth in a Committee Handbook adopted by the church. Membership on these committees is not limited to Deacons. However, the Chairman of each committee is to be a Deacon, as voted upon by each respective committee.

#### **Section 8. Manner of Acting.**

The vote of a majority of the Deacon Board attending in person at a meeting at which a quorum is present shall be the official act of the Deacon Board. Two-thirds of the currently elected Deacons shall constitute a quorum.

#### **Section 9. Disclosure**

Once per year, at the beginning of each term, each Deacon shall disclose in writing to the Secretary any potential conflict of interest each Deacon shall have. These include, but are not limited to the following; a) immediate or extended family members that are employed full or part-time by the church b) any financial relationship the Deacon may have with the church, whether via personal or business contract, part-time employment, or other c) any other potential conflict of interest any Deacons shall deem appropriate to be shared.

Such conflicts as listed are not disqualifying, and are to be shared verbally at the first meeting of the Deacon board in each new term, and documented in the minutes by the Secretary.

### **ARTICLE 5 - OFFICERS**

#### **Section 1. Offices and Method of Election.**

The officers of the corporation shall be:

**A President**, who shall also be the Senior Pastor;

**A Vice-President**, who shall serve as the Chairman of the Deacon Board;

**A Secretary**, who shall also serve as the Secretary of the Deacon Board; and

**A Treasurer**, who shall also be the business administrator of the church

The Vice-President and Secretary must be a current member of the Deacon Board and shall be elected to serve for a term of one year by a vote of the majority of the Deacons in attendance at a meeting at which a quorum is present. The officer elections shall occur as soon as practicable after the annual election of Deacons.

## **Section 2. Duties.**

**President** - The President shall serve as an ex-officio member of all committees appointed by the Deacon Board. The President shall have general oversight and control of the legal and business affairs of the church, subject to the control of the Deacon Board and the congregation.

**Vice President** - The Vice-President shall have all the powers and perform all the duties of the President in the absence, or inability to act, of the President. The Vice-President, in his role as Chairman of the Deacon Board, shall preside over meetings of the Deacon Board.

**Secretary** - The Secretary shall be responsible for seeing that the church maintains a suitable record of all the actions of the church, a register of the names of members with dates of admission, dismissal, or death, together with a record of baptisms, certificates of ordination, licenses and commissions. The Secretary shall issue letters of dismissal voted by the church, preserve on file all communications and written official reports of the church, and give legal notice of all meetings where such notice is necessary as indicated in these Bylaws. The Secretary shall keep an account of any special events in the life of the church which are of historical interest and give a report at the Annual Business Meeting of the status of the church membership roll in the past year. The church may delegate some of the clerical responsibilities to a church clerk or other staff member to assist the Secretary. All church records are church property and should be filed in the church office. The Secretary shall serve, whenever required by law or practice, as the Secretary of the Corporation and the secretary of all meetings of the church, the Deacon Board, and the Executive Committee. The Secretary shall certify and keep at the office of the church, the minutes of all such meeting as well as the original Bylaws or a copy, including all amendments or alterations to the Bylaws.

**Treasurer** - The Treasurer (Business Administrator) shall have charge and custody of, and be responsible for, all funds of the Corporation, and deposit all funds in the name of the church in banks, trust companies, or other depositories as shall be approved by the Deacon Board. The Business Administrator shall also receive, and give receipt for, contributions, gifts, and donations to the church in accordance with guidance provided by the IRS; disburse, or cause to be disbursed, the funds of the church in accordance with the provisions of Article 6; keep and maintain adequate and correct accounts of the church's properties and business transactions including account of its assets, liabilities, receipts, disbursements, and capital expenditures; when and as requested, render to the Deacon Board accounts of all his or her transactions as Business Administrator and of the financial condition of the church; present a written report of the summarized income and expenses at the regular business meetings of the Deacon Board and make a general report for the year at the Annual Business Meeting; keep all church financial records at the office of the church and deliver them to any successor upon leaving office; obtain an annual certified audit of the church. The Business Administrator may delegate some of the clerical responsibilities to a qualified staff member of the church. The financial reports of the Business Administrator shall be turned over to the Secretary who shall preserve them as permanent records of the church. The Business Administrator shall be a member of the Finance Committee. The Business Administrator shall have a CPA or similar qualification as is necessary to

perform the duties of the office, and shall report jointly to the Senior Pastor and Finance Committee. Subject to the limitations set forth in these Bylaws, the Business Administrator, as Treasurer shall be authorized to sign all contracts, agreements, and checks on behalf of the church, subject to approval of the Deacon Board or the congregation, as the case may be.

## **ARTICLE 6 - BUDGET AND EXPENDITURES**

### **Section 1. Budget.**

The Finance Committee, as designated by the Deacon Board and Senior Pastor, is responsible, with the assistance of the Executive Committee, to recommend the Annual Budget and the midyear update of the Annual Budget. The Finance Committee shall submit such budgets to the Deacon Board for approval. Once approved by the Deacon Board, the Annual Budget and any mid-year update shall be submitted to the congregation for approval at a business meeting no later than June of each year, or no later than the next scheduled business meeting.

### **Section 2. Budgeted Expenditures.**

The President of the church, Business Administrator, or such other persons as the Deacon Board shall appoint from time to time is authorized to disburse funds of the church that are in accordance with any approved Annual Budget. The Deacon Board shall deliver from time to time to all financial institutions holding funds of the church resolutions identifying the person or persons authorized to make expenditures on behalf of the church, and all church expenditures shall be made in accordance with such authorizing resolutions.

### **Section 3. Restrictions on Authority.**

Any operating or capital expenditure, or series of related expenditures in excess of \$5,000 but less than \$100,000 and not authorized in the Annual Budget must be authorized by the Deacon Board. All non-budgeted operating or capital expenditures in excess of \$100,000 must be authorized by a majority vote of the Eligible Members of the congregation present at a duly called business meeting. Notwithstanding the foregoing, upon authorization from the Executive Committee, the President is authorized to make non-budgeted expenditures of up to \$10,000 in an emergency situation to make repairs to the church facilities or to pay other emergency operating expenses of the ministry; provided, however, such emergency expenditure shall be reported at the next regularly scheduled meeting of the Deacon Board, at which time the Deacon Board shall be asked to ratify such emergency expenditure.

All loans, mortgages, leases, renewals thereof, or any other contractual or financial obligations of the church must be approved by a majority of the Deacon Board; provided, however, any such transaction or agreement in excess of \$100,000 and the purchase or sale of any land, with the value approved by the finance committee, buildings or property in excess of \$100,000 must be approved by a majority vote of Eligible Members at a called business meeting of the congregation.

Subordinate organizations of the church shall disburse all of their missionary funds through the church's Mission Fund.

### **Section 4. Approval of Salaries.**

The salaries for all church staff, whether pastoral or non-pastoral, shall be recommended by the Executive Committee, subject to the annual review process, and shall be included in the Annual Budget recommended by the Finance Committee and approved by the Deacon Board and the congregation, as provided for herein. The Executive Committee shall have authority to approve the initial salary and benefits for any new employees who were not taken into account in an approved Budget. In the interests of confidentiality, salaries shall not be associated with specific individuals when disclosed to the congregation.

#### **Section 5. Fiscal Year.**

The church fiscal year shall begin on July 1 and end on June 30.

### **ARTICLE 7 - PASTORAL STAFF**

#### **Section 1. General Qualifications.**

Any candidate for the pastoral staff of the church shall meet the requirements as set forth in I Tim. 3:1-6 and Titus 1:5-9. Persons considered shall hold the doctrinal position of the church, shall meet the scriptural requirements for service, and shall evidence godliness of life. All pastoral staff members and their spouses shall be members of the church unless exempted by a vote of 75% of the Deacon Board.

The Senior Pastor shall have the privilege of choosing his own pastoral staff (including contract positions) subject to the provisions of these Bylaws and consent of the Executive Committee by vote. According to the needs of the church and within the limits of the approved Budget, the Senior Pastor may search for and recommend additional pastoral staff positions to assist in various aspects of the church's ministry; however, the hiring of any pastoral staff member shall require the approval of a majority of the Deacon Board at a duly called meeting at which a quorum is present.

To the extent practicable, the Executive Committee shall be actively involved in the interview and hiring process for any pastoral staff.

Dismissal of any member of the pastoral staff must be approved by the Executive Committee by vote. If appropriate, a severance package will be determined by the Deacon Board and must be approved by a majority of the Deacons at a duly called meeting at which a quorum is present.

#### **Section 2. Duties.**

Unless otherwise designated by the Deacon Board, the pastoral staff shall be responsible directly to the Senior Pastor who shall assign their duties.

#### **Section 3. Anti-Nepotism.**

No members of the Senior Pastor's immediate or extended family may at any time serve as a paid full-time employee in any ministry of the church and, if an unpaid volunteer or part-time employee, may not be directly supervised by the Senior Pastor.

#### **Section 4. Contract Staff**

Any staff hired or retained on a non-employee contract basis subject to the provisions of the



bylaws shall have a finite, written contract, with the term not to exceed 12 months, with the contract being renewed upon recommendation of the Senior Pastor and consent of the Executive Committee. The financial value of each contract shall be approved by the Executive Committee.

## **Section 5. Performance Reviews**

At the end of each fiscal year, the Senior Pastor shall conduct performance reviews for all pastoral staff in a fair and equitable manner.

# **ARTICLE 8 - SENIOR PASTOR**

## **Section 1. Qualifications.**

Any candidate for Senior Pastor shall meet the requirements of set forth in I Tim. 3:1-6 and Titus 1:5-9. Persons considered shall hold the doctrinal position of the church, shall meet the scriptural requirements for service, and shall evidence godliness of life.

## **Section 2. Duties.**

The Senior Pastor will have charge of the spiritual welfare of the congregation and the oversight of the church (Heb. 13:17). Upon assuming his pastoral duties, the Senior Pastor and his wife shall become members of the church. The Senior Pastor shall preach regularly at the church services, administer the ordinances, and be an ex-officio member of all church boards and committees. The Senior Pastor shall lead the pastoral staff in performing their tasks. The Senior Pastor shall have the oversight of the entire work of the church and shall perform the duties common to his office including, but not limited to, the Christian school and the Child Care Center. All appointments for public worship and Bible study and the arrangements thereof including time and place and the use of the property belonging to the church for purposes other than the stated appointments shall be under the control of the Senior Pastor with the approval of the Deacons, and subject to church policies. Communion Service shall be held as often as the Senior Pastor deems necessary, but no less than two times per year.

## **Section 3. Pulpit Committee and Calling Process.**

No later than one week after the office of Senior Pastor is vacant the Deacons shall select five persons, at least three of whom must be Deacons, to form a Pulpit Committee. All members of the Pulpit Committee shall be Eligible Members and at least 25 years of age. It shall be the intent that the membership of the committee shall remain intact until the installation of a Senior Pastor at which time it shall be disbanded.

The Pulpit Committee shall immediately assume its responsibility of assembling a list of prospective candidates, evaluating, screening, and interviewing prospects, and of recommending to the Deacons the man whom they feel should be the candidate. Only such men shall be recommended who can and will conscientiously subscribe without mental reservation to the Articles of Faith, the Membership Covenant, and the Bylaws of this church and who are ordained ministers or eligible for ordination.

Upon affirmative vote of the Deacons, the Pulpit Committee shall arrange for the candidate to visit and minister in a church service or services. Members of the church shall be given the opportunity to question the candidate at a separate meeting.

After the candidate has ministered, the Pulpit Committee shall make its recommendation to the Deacons. Compensation, benefits, and time to hold or attend special meetings away from the church shall be recommended by the four non-Pastoral members of the Executive Committee, submitted for approval by the Deacon Board and presented to the prospective Senior Pastor as his complete benefit package and agreed upon by him prior to presenting his name to the church congregation for voting. The candidate shall be informed of the decisions of these two bodies-, and upon his agreement-, their recommendations shall be brought before the church. Voting by the Eligible Members of the church shall be by written ballot-, and a minimum of a 75% majority of marked ballots shall be required to extend a call. Since only one candidate shall be considered at a time, no more than four weeks shall pass from the time the candidate has ministered until he has been notified of the church's decision.

The Pulpit Committee shall be responsible to notify the candidate of the vote, extend a call if the vote so warrants, and to make arrangements for his moving. The call and acceptance shall be confirmed in writing.

#### **Section 4. Term of Office.**

The Senior Pastor is called to serve until the relationship is dissolved at the request of either the Senior Pastor or the church. The Pastor may resign in writing but shall normally provide at least thirty days' advance notice (or such longer period as may be set forth in his employment agreement). Such written resignation, if without conditions, shall be final and binding when read at a congregational meeting or delivered to the Deacon Board. If any written resignation is subject to conditions, it shall be effective and binding when accepted by a majority vote of the Deacon Board.

If at any time the Senior Pastor's performance or his relationship to the church shall be deemed unsatisfactory, the Deacons shall discuss such matters with him and seek to resolve the problem. If the relationship continues to be unsatisfactory, it shall be the responsibility of the Deacons to bring a recommendation to the church at a special business meeting as to the action required. Notification of such a church business meeting shall be made at least two Sundays prior to the date any vote is to be taken.-At least sixty-percent (60%) of the votes cast by Eligible Members at a duly called meeting shall be required for the dismissal of a Senior Pastor.

Formal accusations against the Senior Pastor shall be submitted in writing at an official meeting of the Deacons and shall not be considered unless supported by the testimony of at least two witnesses. If the Senior Pastor errs in doctrine or conduct, the Deacons, in brotherly love, shall attempt to correct him. If the matter cannot be resolved it shall be brought to the church in the manner described in the previous paragraph. If accusations are made against the Senior Pastor and this procedure is not followed, the accusers will be subject to church discipline.

If the Senior Pastor is dismissed, he shall vacate the pulpit immediately. Arrangements for severance pay and similar matters shall be made by the Deacons.

#### **Section 5. Vacancy of the Office of Senior Pastor.**

If during the course of his term the Senior Pastor determines that he will plan to retire, feels that he may be called elsewhere, or for any similar reason will likely vacate the office in the near future, he shall notify the Executive Committee and Deacons of the approximate date he plans to vacate the office, so that they may begin the process of succession planning for the office of Senior Pastor.

In this instance the Deacons shall determine whether to form the pulpit committee for the purposes of searching for the next Senior Pastor. Unless otherwise specified by the Deacons, the Senior Pastor shall serve as an ex-officio member of the pulpit committee.

Should the pulpit committee identify a suitable candidate for the office of Senior Pastor, upon vote of the Deacons, the candidate may be presented to the congregation to be hired as Senior Pastor Designate (or similar title as agreed upon by the pulpit committee, current Senior Pastor, and the candidate) under the same procedures outlined in these bylaws in the event of a vacancy of the office of Senior Pastor.

Upon retirement or otherwise vacating of the office of Senior Pastor, the Senior Pastor Designate shall immediately and automatically assume the title and duties of Senior Pastor.

When the church is without a Senior Pastor, the Pulpit Committee shall be responsible to supply the pulpit until such time as a new Senior Pastor assumes such office.

The Pulpit Committee shall decide whether to recommend an interim senior pastor. Any such recommendation-must be approved by a majority of the Deacons.

Any interim senior pastor or other pulpit supply must be in agreement with the Articles of Faith of the church. Dismissal of an interim senior pastor shall be upon the majority vote of the Deacons.

If an interim senior pastor is not vested with administrative duties, the Deacons shall recommend to the congregation for its majority approval a member of the pastoral staff to coordinate pastoral ministries and be the chief administrator of the church and the chief executive officer of the school until a new Senior Pastor is installed.

## **ARTICLE 9 - MEETINGS**

### **Section 1. Annual Business Meeting.**

An Annual Business Meeting shall take place during the fourth week in the month of October, or at such other date as agreed upon by a majority of the Deacons. The purpose of this meeting shall be for the distribution of annual reports, the election of Deacons, and the consideration of any other business as seems appropriate. Newly elected Deacons shall assume their office on the first Sunday following the Annual Business Meeting.

The Senior Pastor shall act as moderator of the Annual Business Meeting and all other business meetings of the church. In his absence, the Chairman of the Board of Deacons shall preside over all such business meetings.

### **Section 2. Quarterly Business Meeting.**

A Quarterly Business Meeting shall take place during the fourth week in the months of January, April and July, or at such other date as agreed upon by a majority of the Deacons. The purpose of the meeting shall be to review the financial statements and the Budget for the preceding quarter and the consideration of any other business as seems appropriate. Each ministry of the church shall also provide at the Quarterly Business Meetings a written report concerning its activities during the past quarter.

### **Section 3. Special Business Meetings.**

At any regular meeting of the Church, the Senior Pastor (or other presiding pastoral staff member) may call for an immediate business meeting to receive new members, appoint messengers to meetings, or grant letters. Special business meetings may be called by the Senior Pastor, by the Chairman of the Board of Deacons, or by a written petition signed by at least 15% of the Eligible Members addressed to the Deacon Board stating the reason for the business meeting.

In the event of an emergency, the Senior Pastor or the Chairman of the Deacon Board may, with the consent of two-thirds of the Deacons, call an emergency business meeting without full notice to the members. Such notice as is possible will be given to the membership, and action is limited to the items requiring the emergency meeting. No meeting under this provision may be called in regard to personnel matters.

#### **Section 4. Notice.**

Except where otherwise required by these Bylaws, any requirement of notice for a meeting or item of business to be presented shall be satisfied if announcement is made at the two prior Sunday morning worship services in advance of any meeting or action, or notice is provided in any regular or special church newsletter mailed fourteen days in advance of the meeting.

#### **Section 5. Rules for Transaction of Business.**

Unless otherwise stated in these Bylaws, Church action at all business meetings shall be determined by a majority vote of Eligible Members present at a meeting at which a quorum of the Eligible Members is present. Voting by absentee ballot or proxy shall not be permitted in any matter.

A majority of the eligible members present shall constitute a quorum for all business meetings.

Any business meeting requiring a vote of the membership shall take place after a regular Sunday morning meeting of the church. A majority vote of the eligible members present shall constitute approval of any motion before the congregation, unless a super-majority is required by these bylaws.

The election of the Senior Pastor and the Deacons shall be by secret ballot. All other voting may be done by the method called for by the presiding officer.

Except where other specific provisions are made herein, Robert's Rules of Order shall be the rule and guide in matters of procedure in all business meetings of the church except that the presiding officer of the meeting may, absent objection or with the consent of a majority of Eligible Members present, deviate from such rules in the interests of full discussion and harmony.

#### **Section 6. Matters Requiring Special Procedures.**

On any motion properly before a business meeting dealing with the purchase or sale of real property, the employment terms or salaries of church staff, the removal of Deacons or officers, the modification of an approved budget item by an amount exceeding \$100,000, or the affiliation relationships of the church, if the members have not been given notice as required herein of the general subject and nature of the proposals to be voted upon at such meeting, any member may request at such meeting that the motion be tabled and referred to the Deacons, who will have up to fourteen (14) days

to make a non-binding recommendation regarding the proposal. Upon the Deacons' recommendation and the expiration of fourteen days, the Eligible Members may vote upon the motion.

## **ARTICLE 10 - DISCIPLINE**

### **Section 1. Discipline Committee.**

As necessary There shall be a Discipline Committee as as appointed by the Executive Committee and approved by the Deacons. They may select additional Eligible Members of the church to serve on the Discipline Committee. The Discipline Committee, as it is constituted from time to time, shall have sole authority in determining heretical deviations from the Articles of Faith and violations of the Membership Covenant. If the Senior Pastor or any Deacon is the subject of a disciplinary matter, such person shall not sit as a member of the Discipline Committee, but shall be entitled to the same discipline procedures as any other church member.

### **Section 2. Discipline Procedures.**

Members are expected to demonstrate special loyalty and concern for one another. When a member becomes aware of an offense of such magnitude that it hinders spiritual growth and testimony, he is to go alone to the offending party and seek to restore his brother. Before he goes, he should first examine himself. When he goes, he should go with a spirit of humility and have the goal of restoration.

If reconciliation is not reached, a second member is to accompany the one seeking to resolve the matter. This second step should also be preceded by self-examination, and exercised in a spirit of humility with the goal of restoration.

If the matter is still unresolved after the steps outlined above have been taken, the matter may be brought before the Discipline Committee, who as the church representatives biblically responsible for putting down murmuring, shall hear the matter.

If the matter is still unresolved such members, including pastors and Deacons, who refuse to repent and be restored are to be removed from the membership of the church upon a majority vote of the Eligible Members present at a meeting called for the purpose of considering disciplinary action. Any person removed from membership will also relinquish all offices of the church.

No matter may be heard by the Discipline Committee or the church unless the steps outlined in the first two paragraphs of this Section 2 have been taken, except in the case of a public offense.

The procedures provided in this section are based on Matt. 18:15-20; Rom. 16:17-18; I Cor. 5:1-13; 2 Cor. 2:1-11; Gal. 6:1; I Thess. 5:14; 2 Thess. 3:6, 10-15; I Tim. 5:19-20; and Titus 3:10-11.

To the extent that any of the procedures stated in this section contradict the Scriptures (as interpreted by the Discipline Committee), the Scriptures shall govern.

## **ARTICLE 11 -ORDINATION**

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

Upon a conference with the Senior Pastor and after the Senior Pastor has approved the candidate for ordination, the Senior Pastor shall call a council to examine and pass on the qualification of the candidate. The ordination council shall consist of ordained ministers of like faith invited to participate in the examination of the candidate.

If the council finds the candidate worthy of the ordination, the ordination council may ordain the candidate on behalf of the church.

The Senior Pastor and the Chairman of the Deacon Board shall arrange for the ordination service.

The church will have the right to rescind the ordination of any candidate who falls into gross sin or demonstrates a departure from the fundamentals of the faith.

## **ARTICLE 12 -INDEMNIFICATION**

The church may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil, administrative, or investigative, including all appeals (other than an action by or in the right of the church) by reason of the fact that the person is or was a pastor, deacon, officer, employee, or agent of the church, against expenses, including attorneys' fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit, or proceeding; and if that person acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the church and, with respect to any or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner that he reasonably believed to be in or not opposed to be best interests of the church and, with respect to any criminal action or proceeding, had no reasonable cause to believe that his or her conduct was unlawful.

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

Any indemnification made under this Article, may be made by the church only as authorized in the specific case on a determination that indemnification of the pastor, deacon, officer, employee, or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in Section 1 of this Article. The determination shall be made (a) by a majority vote of Deacons who were not and are not parties to or threatened with the action, suit, or proceeding ("Disinterested Deacons"); (b) if a majority of Disinterested Deacons so directs, by independent legal counsel in a written opinion; or (c) by a majority vote of the Eligible Members of the church.

Expenses of each person seeking indemnification under this Article, may be paid by the church as they are incurred, in advance of the final disposition of the action, suit, or proceeding, as authorized by the Deacon Board in the specific case, on receipt of any undertaking by or on behalf of the pastor, deacon, officer, employee, or agent to repay the church.

The indemnification provided by this Article shall be deemed to be discretionary unless otherwise required as a matter of law, or under any agreement, or provided by insurance purchased by the church, both as to action of each person seeking indemnification under this Article in his official capacity and as to action in another capacity while holding that office, and may continue as to a person who has ceased to be a pastor, deacon, officer, employee, or agent and may inure to the benefit of the heirs, executors, and administrators of that person.

The church may purchase and maintain insurance on behalf of any person who is or was a pastor, deacon, officer, employee, or agent of the church against any liability asserted against him and incurred by him in that capacity, or arising out of his status in that capacity, whether or not the church would have the power to indemnify him against liability under the provisions of this Article.

## **ARTICLE 13 - EMPLOYEES**

### **Section 1. Non-Discrimination.**

The church shall have a racially nondiscriminatory policy and therefore shall not discriminate against members, employees, applicants, students, and others on the basis of race, color, or national or ethnic origin.

### **Section 2. Background Checks.**

All employees and all volunteers, whether a member of the church or not, must agree to submit to a background investigation, and the results of the investigation must be approved in writing and placed on file by the appropriate church staff as designated by the Executive Committee

All volunteers and employees must agree that there will be no illegal, fraternizing or inappropriate touching that could be construed as offensive of any child or adult while performing their duties.

### **Section 3. Employment Agreements.**

Any employment agreement entered into between the church and any staff member, including any member of the pastoral staff, must be approved by a majority of the Deacon Board. Such agreements must be kept on file for the staff member in question, at the direction of the Executive Committee.

### **Section 4. Other Policies**

Other church policies related to employment provisions, facilities usage, or other areas may from time to time be recommended by the Senior Pastor, and implemented with the approval of the Deacons by vote. These policies may not be removed except by another vote of the Deacons.

## **ARTICLE 14 -MISCELLANEOUS PROVISIONS**

### **Section 1. No Inurement.**

No part of the net earnings of the church shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the church shall be authorized and empowered to pay reasonable compensation for the services rendered, and to make payments and distributions in furtherance of the purposes set forth in Article 1 hereof.

In the event of the termination and dissolution of the corporation, the assets and property of the church shall be distributed according to the vote of the majority of Eligible Members at a business meeting called for this purpose to such organization or organizations formed and operated exclusively for religious, charitable, or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended.

### **Section 2. Political Activities.**

No substantial part of the activities of the church shall be the carrying on of propaganda or otherwise attempting to influence legislation. The church shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. However, the church may oppose any legislation that threatens the freedoms of the church and its activities.

### **Section 3. No Unrelated Business.**

Notwithstanding any other provision of these Bylaws, the church shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes stated in Article 1.

## **ARTICLE 15 - AMENDMENT**

### **Section 1. Recommendation by Deacon Board.**

The Deacon Board may recommend that these Bylaws be revised or amended by a majority vote of the Deacons present at a duly called meeting in which a quorum is present.

### **Section 2. Approval by Church Members.**

-These Bylaws may not be amended, altered, or repealed except by a two-thirds vote of the Eligible Members present at any regular business meeting of the church; provided, however, that such amendment, alteration, or repeal shall have been given to the Secretary in writing and presented to the church at least fourteen (14) days prior to the time the vote is taken.



These Amended and Restated Bylaws supersede any previous bylaws of The Northside Baptist Church of Charlotte, North Carolina, Inc.

The undersigned hereby certifies that these Amended and Restated Bylaws were duly adopted by a vote of the church on \_\_\_\_\_, 2016, in accordance with the procedures set forth herein.

\_\_\_\_\_

Date

\_\_\_\_\_

Church Secretary