

CONSTITUTION

FIRST BAPTIST CHURCH OF NORFOLK

August 22, 2004

PREAMBLE

By divine grace we, the members of the First Baptist Church of Norfolk, have individually received Jesus Christ as our Savior and Lord. In our commitment to Him and under the guidance of the Holy Spirit, we acknowledge our need for fellowship with the triune God and with one another. Through fellowship, we seek to worship God, to study the Bible, to proclaim the Gospel, to serve one another, and to find and follow God's will in all matters of life.

STATEMENT OF FAITH

We believe the Bible is the verbally and plerarily inspired Word of God, inerrant in its original manuscripts. The Bible is our supreme and final authority in faith and life. (II Timothy 3:16; II Peter 1:20, 21)

We believe in one God, eternally existing in three persons; Father, Son, and Holy Spirit. (Genesis 1:1, 26; Matthew 28:19; John 1:1, 3; 4:24; Acts 5:3; Romans 1:20; Ephesians 4:5, 6; II Corinthians 13:14)

We believe that Jesus Christ was begotten by the Holy Spirit, and born of the Virgin Mary, and is true God and true man. (Matthew 1:18-25; Luke 1:26-38; Romans 9:5; and Titus 2:13)

We believe that man was created in the image of God, that he sinned and thereby incurred not only physical death but also that spiritual death which is separation from God, and that all human beings are born with a sinful nature, and become guilty sinners in thought, word, and deed. (Genesis 1:26, 27; 3:1-24; Romans 3:25; 5:12-18; 1 John 1:8)

We believe that the Lord Jesus died for our sins according to the Scriptures as a representative and substitutionary sacrifice; that He arose victorious from the grave on the third day; and that all who believe in Him are justified on the ground of His shed blood. (Isaiah 53; Matthew 20:28; John 3:16; Romans 3:24-26; 5:1; 1 Corinthians 15:3; II Corinthians 5:21; Ephesians 1:7; 1 John 2:2; Matthew 28:6; Romans 10:9; and I Corinthians 15:14)

We believe in the personal and imminent return of our Lord Jesus Christ. (Acts 1:11; I Thessalonians 4:16, 17)

We believe that all who come by grace through faith to accept the Lord Jesus Christ are born again of the Holy Spirit and thereby become children of God. (John 3:3, 5; 1:12, 13; James 1:18; I Peter 1:23; Ephesians 2:8, 9)

We believe in the bodily resurrection of the just and the unjust, the everlasting joy of the saved and the everlasting conscious punishment of the lost. (John 5:28-29; I Corinthians 15; II Corinthians 5:10; Matthew 25:31-46; Revelation 20:4-6; 11-15)

We believe that the Holy Spirit baptizes all Christians when they are born again. We believe that water baptism by immersion is the biblical testimony of the professed believer in the name of the Father, Son, and Holy Spirit. (Acts 2:28-41, 47; Matthew 28:18-20; Acts 8:36-40; 10:47; 18:8; Romans 6:3, 4; I Corinthians 12:13)

We believe that those who partake in the ordinance of the Lord's Supper should be born-again believers baptized by immersion, walking in fellowship with the Lord Jesus Christ. We also believe it is a symbol of one's identification with Christ and not a means of grace or entrance into a covenant. (Acts 2:42-46; I Corinthians 11:23-29)

We believe that as Christians we are to meet together regularly for worship, ordinances, and the encouragement of each other. (Hebrews 10:24, 25; Acts 2:42, 46, 47a)

We believe in the biblical stewardship of the tithe to the local congregation of believers and the biblical fellowship under God's ordained leaders (Malachi 3:6-12; Matthew 23:23; 2 Corinthians 8:1-7; Ephesians 4:11,12; Hebrews 13:17)

Further, we subscribe to the doctrinal statement of the current version of *The Baptist Faith and Message* as adopted by the Southern Baptist Convention.

ARTICLES

Article I. Name

This body shall be known as First Baptist Church of Norfolk.

Article II. Government

This Church is an independent ecclesiastical body. In matters of doctrine, order, and discipline, this Church is accountable to no other organization. Yet, while maintaining such independence, this Church shall cooperate freely with state and local organizations of Southern Baptists and with the Southern Baptist Convention insofar as it is practical to do so and consistent with the objectives of this Church and biblical mandates.

Article III. Objectives

The objectives of this Church are to worship God; to teach and strengthen Christians; to evangelize the unsaved; and, in Jesus' name, to minister to the needs of people in the community and throughout the world. Whether in word, in conduct, or in music, all ministries and programs of the Church shall seek to glorify God, shall present the Bible as the Word of God for both faith and practice, and shall emphasize a total life commitment to Jesus Christ.

Article IV. Membership

Every candidate for membership shall, in accordance with the By-laws of this Church, publicly profess his or her personal faith in Jesus Christ as his Savior and Lord. If not previously baptized by immersion, he or she shall be baptized according to the By-laws of this Church. Upon affirmation by the congregation, the candidate shall be received into membership. Membership in this Church shall be in accordance with the By-laws of this Church and may be terminated by action of the individual member or by this Church.

Article V. Ordinances

The two ordinances recognized by this Church are baptism and the Lord's Supper.

A. Baptism is the believer's immersion in water in the name of the Father, Son, and Holy Spirit. This act symbolizes the believer's faith and obedience, as well as his identification with the crucified, buried, and risen Lord.

B. The Lord's Supper is the partaking of the bread and of the cup in symbolic remembrance of the Lord, Whose body was given and Whose blood was shed for the remission of sins.

Article VI. Officers

A. The officers of this Church are the Senior Pastor, Chairman of the Deacon Fellowship, Treasurer, Clerk, Church Trustees, and such other officers as this Church may elect.

B. Except as otherwise provided herein, church officers shall have, exercise, and perform those duties as stated in the Church By-laws and normally ascribed to their respective offices by custom and law.

C. Under Virginia law, the church owns property in and through its trustees, and accordingly, the Church Trustees shall be elected to perform that function.

Article VII. Conduct of Church Business and Fiscal Affairs

A. This Constitution and the Church By-laws shall govern the conduct of Church business and fiscal affairs.

B. In any case, for which the Constitution or By-laws do not specifically provide, *Robert's Rules of Order* (current edition) shall govern the parliamentary procedure of Church Conferences.

Article VIII. Constitutional Amendments

This Constitution may be amended by vote of two-thirds (2/3) of the members present and voting at a Regular or a Special Church Conference, provided the amendment shall have been offered in writing for at least three (3) weeks prior to the Church Conference and announced in all worship services conducted on the three Sundays immediately preceding the vote.

Article IX. Repeal of Previous Constitution

This Constitution supersedes and repeals any constitutions previously adopted by First Baptist Church of Norfolk.

(End of Constitution)

BY-LAWS

FIRST BAPTIST CHURCH OF NORFOLK

August 22, 2004

ARTICLE I. GOVERNANCE

Section 1. Autonomy

This is a sovereign and democratic Southern Baptist church. The Church membership retains the right of exclusive self-government in all phases of the spiritual and temporal life of this Church.

Section 2. Governance

This Church confesses the Lord Jesus Christ as its head, both as to the body corporate, and as to individual members. In relationship to His sovereignty, and to ensure the integrity and purity of this family, this Church shall be:

A. Pastor-led

The Senior Pastor shall be the spiritual leader, the shepherd of the Church, according to I Peter 5:2-3.

B. Deacon-served

The Deacon Fellowship, comprised of men full of the Holy Spirit and wisdom, shall represent and service the ministry needs of this Church family. Through knowledge and counsel, the Deacon Fellowship shall provide this congregation with caring ministry and biblical service.

C. Ministry Team-organized

The Ministry Teams, as provided by these By-laws, exist to facilitate Church business and ministries. All ministry teams shall work in cooperation with the Senior Pastor and staff, and shall present periodic reports to the Church Council and, as appropriate, the membership.

D. Council-sanctioned

Subject to the limitations set forth in these By-laws, the Church Council is authorized to represent the Church membership in planning, coordinating, conducting and evaluating the welfare, business, and ministries of this Church.

E. Membership-approved

The Church membership is the final authority for all matters pertaining to the Church. The Church membership reserves to itself the specific authority to make all decisions concerning the following:

1. Comprehensive adjustment of membership records
2. Annual budget
3. Budget revisions in which a ministry area budget is revised by more than \$10,000 or in which the total amount of the approved budget is affected.
4. The buying and selling of real estate
5. The calling of the Senior Pastor
6. Constitution and By-law amendments
7. Any debt obligation resulting from the borrowing of funds in excess of \$100,000
8. Any Expenditure of funds for capital purchases in excess of \$50,000 that are not included in the approved budget.
9. Election of Messengers to the Southern Baptist Convention
10. Other actions as set forth in these By-laws

ARTICLE II. CHURCH MEMBERSHIP

Section 1. General

The Church membership reserves the exclusive right, based on biblical guidelines, to determine who shall be members of this Church and the conditions of such membership. In cases of Church discipline affecting the membership status of any person, the membership is deemed to be acting by and through the Fellowship of Deacons as prescribed in Article II, Section 7, Paragraph B. The membership of this Church shall be all persons whose names are duly inscribed on the Church rolls.

Section 2. Candidacy for Membership

A. Any person may present himself or herself as a candidate for membership in this Church, at any public service or public meeting, in one of the following ways:

1. By profession of faith, or statement of prior conversion, followed by believer's baptism by immersion;
2. By transfer of membership from a Southern Baptist church of like faith and order;
3. By statement of prior conversion experience and believer's baptism by immersion in another church or denomination; or
4. By restoration in accordance with Article II, Section 7, Paragraph C when a disciplined member demonstrates repentance and requests reinstatement.

B. Notwithstanding Section 2, Paragraph A above, the Deacon Fellowship may determine it appropriate, based on individual circumstances, to receive a person for Church membership in a non-public venue.

C. Some ministries and organizations of this Church are open to non-church members. Being a member of the choir, a Bible study class, or any other particular church ministry or organization does not constitute Church membership.

D. All candidates for membership into this church shall be expected to complete the requirements of the new member orientation class to gain fuller acquaintance with the doctrines, beliefs, work, activities, and guidelines of the Church and the responsibility of its members

Section 3. Membership

Qualified candidates for membership shall be presented to the Church membership and shall be affirmed by the members present in any public service or meeting.

Section 4. Rights of Members

A. Every Church member, eighteen (18) years and older and meeting all other conditions set forth in these By-laws, is entitled to vote at all elections and on all questions submitted to the Church in conference or otherwise, provided the member is present when the vote is taken.

B. Every Church member, eighteen (18) years and older, is eligible for consideration as a candidate for elective position in the Church so long as his or her life reflects the qualities essential for spiritual leadership as determined by the Word of God and he or she meets all other requirements set forth in these By-laws.

Section 5. Termination of Membership

A. Membership shall be terminated by any of the following:

1. By transfer of membership to another Southern Baptist church of like faith and order.
2. By death.

3. By Church discipline in accordance with Article II, Section 7.

4. By erasure:

a. When requested in writing by the member or a documented phone call from the member.

b. By evidence of membership with another body of faith.

c. When the Church undertakes a comprehensive adjustment of membership records.

Section 6. Duties of Members

It is the duty of every Church member to live faithfully as a Christian adhering to the Statement of Faith set forth in the Constitution, attend the ministry opportunities of the Church regularly, and give regularly of his or her time, money, talents, and spiritual gifts.

Section 7. Discipline of Members

A. Purpose

The purpose of Church Discipline is to effect a return to a biblical standard of conduct and doctrine in a member who errs (Galatians 6:1), to maintain purity in the local church (1 Corinthians 5:6), and to deter sin (1 Timothy 5:20).

B. Process

1. Members or attendees of this Church who err in doctrine or conduct shall be subject to admonition, suspension, or dismissal according to Matthew 18:15-17. Should following the guidance of Matthew 18 fail to resolve the problem, the matter shall be brought to the attention of the Deacon Fellowship.
2. The Deacon Fellowship shall be considered the Church in action in matters of discipline. If the erring member refuses to heed the warning of the Deacon Fellowship and has not withdrawn from the Church, he or she shall be publicly admonished, have some or all rights and privileges suspended, or be dismissed from the Church by a two-thirds (2/3) vote of the Deacon Fellowship. Such matters should be judged by the spiritual leaders of this Church (I Corinthians 6:1-8); therefore, there shall be no appeal of the decision of the Deacon Fellowship.
3. In matters relating to church discipline or reinstatement, the quorum for the meetings shall be 50% of the active Deacon Fellowship.
4. Notwithstanding the above, alleged criminal acts may be reported to the appropriate authorities.

C. Reinstatement

If a dismissed member confesses his or her errant behavior, demonstrates repentance, and requests reinstatement, he or she shall be publicly restored to membership by a two-thirds (2/3) vote of the Deacon Fellowship.

ARTICLE III. ORDINANCES

Section 1. Baptism

Every person who publicly professes personal faith in the Lord Jesus Christ shall be baptized as an act of faith and obedience.

- A. Baptism shall be by immersion in water and may be performed at any worship service or other time designated by the Senior Pastor.
- B. Baptism shall be performed by the Senior Pastor of the Church or by a person designated by him.
- C. A person professing Christ and failing to be baptized after six (6) months shall be counseled by the Senior Pastor or his designated representative. If the person expresses no interest in being baptized that person shall be deleted from the list of those awaiting baptism and membership.

Section 2. The Lord's Supper

As an act of remembrance and anticipation, the Lord's Supper shall be observed under the direction of the Senior Pastor or his designated representative and with the assistance of the Deacons.

- A. The Lord's Supper may be observed at any worship service, preferably at least once a month.
- B. The Deacons shall serve the bread and the cup for the observance.

ARTICLE IV. MEETINGS

Section 1. Worship Services

- A. Under the leadership of the Senior Pastor, the Church shall conduct regular services for the worship of God and for preaching, instruction, and evangelism. These services shall be held at such times as designated by the Senior Pastor with the concurrence of the Church Council. All worship services shall be open to the public.
- B. Special worship services essential to the advancement of the Church's mission may be held at such times as designated by the Senior Pastor.

Section 2. Church Conferences

A. Regular Church Conferences shall be held at least once a quarter at a time and place designated by the Church Council. These conferences shall be held to conduct such business as may be presented to the Church membership. Notice of such conferences shall be given on the two Sundays immediately preceding the conference. Such notice shall be printed in the bulletin and preferably announced in all worship services. The Church Council may reschedule a Church Conference to another time during the quarter with at least seven (7) days advance notice. At each conference:

1. The minutes of the previous conference shall be read and/or be readily available, and
2. Church-wide action taken subsequent to the previous Church Conference shall be reported.

B. A Special Church Conference may be called at the request of the Senior Pastor, the Church Council or upon the Clerk's receipt of a written petition signed by at least ten percent (10%) of the Church membership. Notice of such conference shall be given on the two Sundays immediately preceding the conference. Such notice shall be printed in the bulletin and preferably announced in all worship services. The particular purpose of the conference shall be announced with the notice of the conference. No business other than that which has been announced shall be transacted at the conference.

C. In the event of an urgent matter to come before the church, the Church Council is authorized to call an Emergency Church Conference provided that notice of such conference shall be a minimum 5 (five) days written notice by First Class mail to all church members. The particular purpose of the conference shall be

stated in the notice. No business other than that which has been announced shall be transacted at the conference.

Section 3. Moderator

Except as specifically provided otherwise in these By-laws, the Senior Pastor shall serve as Moderator unless he designates another to serve or is unable to serve because of illness or absence. If the Senior Pastor chooses not to serve, someone designated by him shall serve as Moderator. In the event the Senior Pastor is unable to designate someone to serve in his absence or if the Church is without a Senior Pastor, the Chairman of Deacons shall serve as Moderator. If the Chairman of Deacons is unable to serve or chooses not to serve as Moderator, the Church Council will designate the Moderator.

Section 4. Quorum

A quorum for the transaction of Church business shall be those members in attendance at any Church Conference unless specified otherwise in these By-laws.

Section 5. Church Action

- A. Except as specifically provided otherwise in the Church Constitution or in these By-laws, Church action shall be by concurrence of a majority vote.
- B. Except as specifically provided otherwise in the Church Constitution or in these By-laws, all voting shall be by those persons physically present at the Church Conference at which the vote is taken, with no proxy votes.
- C. When a Church Conference is held in conjunction with worship services, Church action shall be determined by the cumulative total vote of those Church members present and voting at all services.

Section 6. Rules of Order

Except as otherwise specifically provided in these By-laws, the current edition of *Robert's Rules of Order* shall be the accepted guide for the transaction of all Church business. The person serving as Moderator may appoint a Parliamentarian to assist in all Church Conferences.

ARTICLE V. CHURCH COUNCIL

Representing the Church membership, the Church Council shall oversee the planning, coordinating, conducting and evaluating the welfare, business, and ministries of this Church. The Church Council shall have the authority to make business decisions with the exception of those reserved exclusively for the Church membership pursuant to these By-laws. The Church Council shall serve as a clearinghouse to sanction and recommend decisions that, pursuant to these By-laws, require membership approval.

Section 1. Composition

The Church Council shall consist of:

- A. Vocational Staff
 - Senior Pastor
 - Next ranking Pastor
 - Vocational Staff member selected by the Senior Pastor
 -
- B. Lay Leaders
 - Treasurer
 - Clerk
 - Chairman of the Deacon Fellowship
 - Women's Ministry Representative

- Men’s Ministry Representative
- Music Ministry Representative
- Missions Ministry Team Chairman
- Finance Ministry Team Chairman
- Personnel Ministry Team Chairman
- Facilities Ministry Team Chairman
- Sunday Bible Study Director
- Leader Life Director
- Chairman of the Church Trustees
- Two (2) elected Members-at-Large
- One Member of a remote Campus Church (selected by the campus participants)

Section 2. Moderator

The Senior Pastor shall serve as the moderator unless he designates another to serve. In the event the Senior Pastor is unable to designate someone to serve in his absence or if the church is without a Senior Pastor, the Church Council will designate the Moderator.

Section 3. Nomination and Election

The procedures for nomination, election, and qualifications, and conditions for all members of the Church Council not otherwise provided in these By-laws shall conform to the procedures, qualifications, and conditions set forth in Article IX of these By-laws for Ministry Team members, except that Section 3B(1)-(4) of Article IX shall not apply to the Sunday Bible Study Director and the Leader Life Director.

Section 4. Policies and Procedures Manual

The Church Council shall adopt and maintain a Policies and Procedures Manual prescribing the operations of the Church. This manual shall consist of the handbooks developed by each Standing Ministry Team and the policies and procedures developed by other church entities. All such documents and changes thereto, shall be approved by the Church Council.

ARTICLE VI. STAFF MEMBERS

Section 1. Senior Pastor

In cooperation with the Deacons and with other staff members, the Senior Pastor shall lead and shepherd the Church as a New Testament church. He shall guide the Church in its worship, evangelism, education, witness, and fellowship. Besides proclaiming the Gospel to believers and unbelievers, he shall oversee the ministries that address the needs of Church members and other persons in the community. The Senior Pastor shall lead the Church in planning, coordinating, conducting and evaluating the welfare, business, and ministries of this Church. By virtue of his office, the Senior Pastor shall be a member of all Ministry Teams, but is not obligated to participate in the work of any Ministry Team, and is not counted in ascertaining a quorum for any Ministry Team. He shall serve in harmony with the Church Council and work together with the Church Council to develop an acceptable plan for accountability in fulfilling the mission of the church. In those rare circumstances where there are concerns about the stewardship, management, character, or leadership (other than spiritual leadership) of the Senior Pastor, he shall be accountable to the Church Council

A. Pastor Search Committee

1. Whenever a vacancy occurs in the office of the Senior Pastor, a Pastor Search Committee consisting of twelve (12) members shall be nominated by the Church Council for election by the Church.
2. The Pastor Search Committee will present a nominee to the membership. The nominee for Senior Pastor may then be elected to the pastorate at any regular or special Church Conference provided that:
 - a. Notice of the meeting has been given in accordance with Article IV, Sections 2A or 2B and

- b. The nominee receives the affirmative vote, by written ballot, of at least 85% of the members voting.
3. In the case of a Senior Pastor's anticipated retirement, the Pastor Search Committee shall be formed at least six (6) months before the anticipated retirement date.
4. If the Senior Pastor gives advance notice of vacating the office, the Pastor Search Committee may be formed prior to the vacancy.

B. Pulpit Supply Committee

1. When a vacancy occurs in the office of the Senior Pastor, the Church Council shall appoint a Pulpit Supply Committee. This committee shall be responsible for selecting one or more persons to preach while the Church is without a Senior Pastor. The committee shall consist of three to five people. The Church shall be informed of the composition of the Pulpit Supply Committee.
2. In the case of a Senior Pastor's anticipated retirement, the Pulpit Supply Committee shall be formed at least three (3) months before the anticipated retirement date.

C. Interim Ministry Team

1. In the absence of a Senior Pastor, the Chairpersons of the Church Trustees, Deacon Fellowship, Personnel Ministry Team, Finance Ministry Team and two (2) members of the Vocational Staff selected by the Church Council shall serve as the Interim Ministry Team. The Interim Ministry Team shall fulfill the responsibilities of the Senior Pastor.
2. This team shall assure Church functions continue in a manner that glorifies God. The Church Council shall approve significant changes to Church ministries. The chairman of the team shall be selected by the team.

D. Termination

1. The Church membership may declare the office of Senior Pastor to be vacant during a Special Church Conference called for that purpose with at least two (2) weeks written notice mailed to all Church members. The Moderator of this meeting shall be the Chairman of the Deacon Fellowship. If the Chairman of the Deacon Fellowship is unable to serve as Moderator, the Church Council shall designate the Moderator.
2. The conference may be called upon:
 - a. Majority votes of both the Church Council and the Deacon Fellowship, or
 - b. By written petition, signed by not less than ten percent (10%) of the Church membership as of the date the petition is submitted as per Article IV, Section 2, Paragraph B.
3. The vote to declare the office of Senior Pastor vacant shall be by written ballot and shall require a two-thirds (2/3) vote.
4. The termination process pursuant to this sub-section must be preceded by steps consistent with Matthew 18:15-17.

E. Severance Benefits

In the event of the Senior Pastor's dismissal or resignation, the Personnel Ministry Team shall determine whether severance benefits are appropriate and, if so, shall negotiate a severance package. If the severance package includes 6 (six) months compensation or less, then the severance package shall become effective when approved by the Finance Ministry Team and the Church Council. If the severance package includes more than

6 (six) month's compensation, then the severance package shall become effective when approved by the membership.

Section 2. Other Staff Members

A. Ordained staff members shall be called by the Church upon recommendation of the Senior Pastor, the Personnel Ministry Team, and the Church Council. Staff members not ordained will be employed in accordance with the Personnel Policy Manual.

B. All employment decisions shall be based upon the approved budget for the appropriate positions.

ARTICLE VII DEACONS

In accordance with the New Testament practice, the Deacons shall be servants of the Church. At all times, these men shall seek to serve the interest of God's Kingdom and of the Church, striving to preserve unity in First Baptist Church of Norfolk. As a group, and as individuals, they shall freely and prayerfully confer with the Senior Pastor about Church opportunities, plans, problems, programs, and discipline.

Section 1. Deacon Fellowship

A. Number and Terms of Office

The Deacon Fellowship shall consist of a minimum of twenty-five (25) Deacons. Once installed, Deacons shall serve indefinitely, subject to termination only as specified in Article VII, Section 1, Paragraph E.

B. Qualifications

1. Any man who is a Church member, over twenty-five (25) years of age and meeting the qualifications of Scripture, shall be eligible for consideration for the office of Deacon, provided he is willing and able to serve. He shall also have been an active member of this Church for a period of at least one (1) year at the time of his selection by the Deacon Nominating Ministry Team.
2. Any man joining First Baptist Church of Norfolk by profession of faith shall have been an active member of this Church for a period of at least two (2) years at the time of his selection by the Deacon Nominating Ministry Team.
3. He shall also meet the qualifications of Acts 6:3 and 1Timothy 3:8-13.

C. Selection, Ordination and Procedures

The Deacon Fellowship shall develop a Deacon Fellowship Ministry Handbook, which shall specify the process for selecting and ordaining deacons. The handbook shall also specify policies and procedures to guide the activities and service of the Deacon Fellowship.

D. Duties

The duties of the Deacon Fellowship are Church wide, covering areas of need, ministry, soul winning, benevolence, etc. Each Deacon shall be a positive encouragement in all matters concerning the welfare of the Church. No Deacon shall have authority over the Church except when that authority is delegated by the Church membership. Each Deacon shall be supportive of the Senior Pastor, staff, and ministry of First Baptist Church of Norfolk.

E. Completion of Terms and Removal from Office

1. Resignation – A Deacon may, at any time, choose to resign as a participating Deacon.

2. A Deacon may be removed from the Deacon Fellowship in one of two ways.
 - a. Church Discipline – A Deacon may be removed by Church discipline as set forth in Article II, Section 7, provided that any accusations are in accordance with 1 Timothy 5:19.
 - b. Inactivity – It is scripturally impossible to have an inactive Deacon. Any Deacon who fails to serve in the manner prescribed by the Deacons may be removed in accordance with the Deacon Ministry Handbook.
3. Deacon Emeritus – The only exception to the requirement that Deacons be engaged in active service is Deacons who are unable to serve by reason of age or health. These Deacons will be honored for their past service as Deacons Emeritus of First Baptist Church and will continue in the Deacon Fellowship on that basis.

Section 2. Deacon Fellowship Officers

A. The Deacons shall elect a Chairman, two Vice-Chairmen, and such other officers, as the Deacons may desire for a maximum of two (2) consecutive two-year terms. A one (1) year waiting period must then be observed before eligibility for additional terms.

B. The Senior Pastor and Deacon Nominating Team shall each year prayerfully recommend a slate of officers to the Deacon Fellowship.

ARTICLE VIII. OFFICERS

All Church Officers shall be members of the Church.

Section 1. Senior Pastor

See Article VI, Section 1.

Section 2. Chairman of Deacon Fellowship

See Article VII, Section 2.

Section 3. Clerk

A. The Nominating Ministry Team shall nominate the Clerk. The Church Council shall approve this nomination, and the Church membership shall elect the Clerk. The Clerk shall be a non-voting member of the Church Council.

B. The Duties of the Clerk shall be:

1. To serve as the Secretary of the Church.
2. To keep accurate records of all Church Conferences in a book provided for that purpose.
3. To keep accurate records of all Church Council meetings in a book provided for that purpose. These minutes, excluding those recorded during executive sessions, if any, will be made available to the Church membership.
4. To work in concert with the Church staff to maintain an accurate role of the Church membership, including all admissions and dismissals.
5. To work in concert with the Church staff to maintain all legal documents.
6. To be custodian of records and papers belonging to the Church (except those designated to be kept by the Treasurer).
7. To perform such other duties usual to the office of Clerk.

Section 4. Treasurer

The Nominating Ministry Team shall nominate the Treasurer. The Church Council shall approve this nomination, and the Church membership shall elect the Treasurer. The Treasurer may complete a maximum of two (2) terms of two (2) years each. A one (1) year waiting period must then be observed before eligibility for additional terms. The Treasurer shall have competence and experience befitting the needs of this position.

A. Duties

1. At each regular Church Conference, the Treasurer shall render (or have rendered) a summary of the receipts and disbursements since the preceding Church Conference.
2. The Treasurer shall render an annual accounting at the end of each fiscal year. Upon its acceptance and approval by the Church membership, the annual accounting shall be delivered to the Clerk, who shall keep and preserve the accounting as a part of the permanent records of the Church.
3. The Treasurer shall be a member of the Finance Ministry Team but may not serve as its Chairman.

B. Audit

The financial books and records of the Church shall be independently audited by an outside certified public accounting firm on an annual basis.

Section 5. Church Trustees

The Nominating Ministry Team shall nominate the Church Trustees. The Church Council shall approve these nominations, and the Church membership shall elect the Church Trustees. There shall be five (5) Trustees. The Trustees shall be elected to staggered five (5) year terms, with one (1) member's term expiring every year. Except as otherwise provided by law, the Church Trustees may act by the signatures or any other expressed approvals of four of the five Church Trustees.

A. Election

See Article IX, Section 1, Paragraph B

B. Duties

1. The Church Trustees are authorized to execute such documents and take such action as may be deemed necessary and appropriate in connection with the lease, sale, purchase, and/or financing of real property. All such actions shall be subject to and contingent upon the ultimate approval of the Church membership.
2. Except for transactions requiring Church membership approval, the Church Trustees are authorized to execute loans, leases, and contracts as directed by the Church Council.
3. As directed by the Church Council, the Church Trustees shall take such action as necessary and appropriate to effectuate the sale of any and all tangible or intangible personal property (other than cash), received by the Church as a contribution, donation, or by any other form of lifetime gift, or by bequest under a will.

Section 6. Endowment Fund Trustees

Notwithstanding the foregoing, the Planned Giving Endowment Fund shall have five (5) separate and independent Trustees solely and specifically for the purpose of receiving and investing or reinvesting contributions made to the Planned Giving Endowment Fund. Such Trustees shall serve under the requirements and terms and conditions of a separate statement of Purpose and Policies of the Planned Giving Endowment Fund as adopted by Article XIII of these By-laws and included herein as Attachment I. The terms and conditions of said statement, which is incorporated in Article XIII by reference, shall govern their conduct as Trustees.

ARTICLE IX. MINISTRY TEAMS

Section 1. General Policy

To facilitate the work of the Church, there shall be Standing Ministry Teams. Guidance for the scope of their work shall be provided by these By-laws as supplemented by the Church Policies and Procedures Manual, as defined in Article V Section 3.

A. Number of Members

Except as otherwise specified in these By-laws, each Standing Ministry Team shall have 9 (nine) members, excluding ex-officio members. The Personnel Ministry Team shall have 7 (seven) members. A representative of the Vocational staff shall serve as an ex-officio member of each Standing Ministry Team.

B. Nomination and Election

1. Nominating Ministry Team

- a. The Nominating Ministry Team shall submit to the Church Council nominations of qualified candidates for each Standing Ministry Team, Church Officers, Church Council vacancies, and all Trustees.
- b. The Nominating Ministry Team shall consist of:
 - (1) Four (4) at-large members from the Church appointed by the Church Council.
 - (2) One (1) at-large member from a remote Campus Church selected by the campus participants, and approved by the Church Council.
- c. The members shall be appointed to staggered two-year terms, with at least one member's term expiring every year. Members shall serve no more than two consecutive terms. A one-year waiting period must then be observed before eligibility for additional terms.

2. Nomination Process

Before the beginning of each calendar year, the Nominating Ministry Team shall solicit and receive from the Senior Pastor, Vocational Staff, Church Officers and Ministry Teams, recommendations to fill all Ministry Team, Church Officer, and Church Council vacancies. A Church-wide solicitation of volunteers interested in serving may be undertaken and will be coordinated with the Church Council and Vocational staff. The Nominating Ministry Team shall by unanimous vote select nominees for vacancies and submit its report to the Church Council. Upon approval, the Church Council shall present the list of nominees to the Church membership at least two weeks before the election.

3. Election of All Other Ministry Teams, Church Officers and Church Council Members

- a. All Ministry Team members, Church Officers and Church Council members not otherwise elected or appointed pursuant to other provisions of these By-laws shall be elected by the Church membership at the first Church Conference of each calendar year.
- b. Regardless of any term limitations, all Ministry Team members, Church Officers, and Church Council members shall serve until their successors are elected.

C. Ministry Study Teams/Task Forces

The Senior Pastor has the authority at any time to appoint special Ministry Study Teams or Task Forces to perform specified studies or tasks for defined periods to be determined by the Senior Pastor in conjunction with the Church Council.

D. Quorums

A quorum for each Ministry Team shall be a majority of the members of that Ministry Team.

Section 2. Ministry Team Oversight

A. All Ministry Teams shall be under the oversight of the Church Council.

B. Each Ministry Team shall develop a handbook to be reviewed by the Vocational Staff and approved by the Church Council, which shall include, at a minimum, the team's mission statement, manpower utilization, policies, procedures, all financial matters, materials required, goals, and measurement of effectiveness

Section 3. Ministry Team Membership

A. Qualifications

1. All Ministry Team members shall be members of the Church.
2. Persons may be elected/appointed to serve on no more than one (1) Standing Ministry Team and two (2) Study Ministry Teams. Participating Deacons may serve simultaneously on the Deacon Fellowship and one (1) Standing Ministry Team and two (2) Study Ministry Teams. Membership on any Ministry Team required by service in another office, in accordance with these By-laws, shall not be restricted by this provision.
3. Members of the same immediate family may not serve on the same Ministry Team simultaneously.

B. Term of Office and Rotation

1. A Standing Ministry Team member may complete a maximum of two (2) terms of two (2) years each. A one (1) year waiting period must then be observed before eligibility for additional terms.
2. Persons completing a partial term of more than one year may be re-elected to one additional two (2) year term, after which a one (1) year waiting period will be required.
3. Persons completing a partial term of less than one year may be re-elected for a maximum two terms of two years each. A one (1) year waiting period must then be observed before eligibility for additional terms.
4. Membership terms for all Standing Ministry Teams shall be staggered. The Chairman of each Ministry Team, in conjunction with the Nominating Ministry Team, shall be responsible for implementing this rotation.
5. Vacancies that occur during the year shall be filled by the Church Council upon recommendation of the Nominating Ministry Team made in conjunction with the Ministry Team Chairman.

Section 4. Required Standing Ministry Teams

The Standing Ministry Teams shall be:

- Finance Ministry Team
- Missions Ministry Team
- Personnel Ministry Team
- Nominating Ministry Team
- Facilities Ministry Team

Section 5. Ministry Team Officers

A. Officers Required

Each Ministry Team shall have a Chairman, Vice-Chairman, and Secretary.

B. Chairman

1. The Chairman of a Standing Ministry Team shall be elected annually by the team members at the first regularly scheduled meeting after January 1st.
2. The Chairman of a Study Ministry Team shall be selected by the Senior Pastor and the selection reported to the Church Council.
3. No Church member shall concurrently chair more than one (1) Standing Ministry Team and one (1) Study Ministry Team.

Section 6. Operations

A. Meetings

All Standing Ministry Teams shall meet at least quarterly.

B. Coordination

1. Each Ministry Team, through the Chairman or Vocational Staff Member, shall consult with all other Ministry Teams that may be affected by contemplated action, before any action being taken.
2. Any Ministry Team recommendations requiring Church membership approval shall be reviewed and approved by the Church Council before Church action. In addition, if such action requires non-budgeted funds, it shall be reviewed by the Finance Ministry Team before presentation to the Church Council.

ARTICLE X. ORGANIZATIONS, MINISTRIES, AND PROGRAMS

All organizations, ministries, and programs of this Church and other activities performed in the name of First Baptist Church of Norfolk shall be under Church control. The Church may at any time require a special report on any aspect of any organization, ministry, program, or other activity.

ARTICLE XI. TRANSFER OF ASSETS IN THE EVENT OF DISSOLUTION

Section 1.

If this Church should ever be dissolved, all of its assets remaining after payment of all outstanding debts and obligation, costs, and expense of such dissolution shall be distributed to a nonprofit corporation or other organization which is qualified for exemption under Section 501 I (3) of the Internal Revenue Code or any regulations succeeding said Section.

Section 2.

Before dissolution, in a Special Church Conference, the Church membership shall designate the nonprofit corporation or corporations to receive the assets of this Church after dissolution. None of the assets of this Church shall be distributed to any member, officer, or trustee of this Church. Any nonprofit corporations or organizations designated to receive assets under this Article must be affiliated with the Southern Baptist Convention.

ARTICLE XII. AMENDMENTS

These By-laws may be amended by a majority vote of the Church members present and voting at a Church Conference, provided the proposed amendment(s) shall have been offered in writing and announced in all worship services conducted on the three Sundays immediately preceding the vote.

ARTICLE XIII. PLANNED GIVING ENDOWMENT FUND

Section 1.

There shall be a Planned Giving Endowment Fund to establish and provide a means to receive and manage assets so that the Church mission as stated in these By-laws may be carried out. The Planned Giving Endowment Fund shall provide for permanent investment of funds to serve the long-term objectives of the Church and to provide resources for the

carrying out of Church objectives in the present and for future generations. For this purpose, the Planned Giving Endowment Fund shall have a Statement of Purpose and Policies, which shall govern its conduct, and which shall fully articulate all the terms and conditions under which the Planned Giving Endowment Fund shall be created and managed. Such separate statement is made in recognition of the specific and unique objectives of such a fund, but shall be incorporated by reference into these By-laws as though fully set out herein.

Section 2.

The Planned Giving Endowment Fund shall have separate Trustees solely for the purpose of managing and investing the contributed principal of the fund and reinvesting or distributing income consistent with the Statement of Purpose and Policies of the fund. Such separate Trustees shall be as provided for in Article VIII, Section 6 of these By-laws.

(End of By-laws)
