

**RESTATED BYLAWS OF
LIBERTY BAPTIST CHURCH OF FAYETTE COUNTY, INC.**

Effective April 25, 2010

ARTICLE I

OFFICES

The Corporation (hereinafter sometimes referred to as the "Church") shall at all times maintain a registered office in the State of Georgia and a registered agent at that address, but may have other offices located within or without the State of Georgia as the membership shall determine.

ARTICLE II

NAME AND PURPOSE

Section 1. Name. The name of the Church is ***LIBERTY BAPTIST CHURCH OF FAYETTE COUNTY, INC.***

Section 2. Purpose. The purpose of this Church shall be the proclamation of the Gospel of Jesus Christ, the administration of the ordinances of the New Testament, the spiritual growth of its members, and the spread of the Gospel of Jesus Christ throughout the world through such ministries as may be determined by the Church.

ARTICLE III

CHURCH GOVERNMENT

The government of this Church is vested in the body of believers who compose it. Persons duly received by the members as hereinafter described shall constitute the membership. The Corporation is a sovereign and democratic Baptist Church under the Lordship of Jesus Christ. The Church is subject to no other ecclesiastical body, but enjoys mutual counsel and cooperation with other Churches of like faith and order.

ARTICLE IV

MEMBERSHIP

Section 1. Members Rights. The Corporation shall have members. Church membership is a commitment to actively participate in the ministries of the Church, rather than the mere affiliation with an organization. The membership reserves the

exclusive right to determine who shall be members of the Church and the conditions of such membership. Members shall have no interest in the Corporation or its assets. No member shall be entitled to share in the distribution of the corporate assets upon the dissolution of the Corporation.

Section 2. Candidacy. Any person who has accepted Jesus Christ as personal Savior may become a candidate for membership in the Church by expressing acceptance of terms, doctrines and purposes of the Church as stated in its Constitution, a copy of which is attached hereto. All candidates desiring to become a member shall be presented to the Church membership for election into membership at any regular Church service in any of the following ways:

(a) By Baptism.

(i) A person who expresses faith in Jesus Christ as his personal Savior, and who accepts the doctrines and purposes as stated in the Constitution of Liberty Baptist Church, may be received as a candidate for baptism by immersion. After baptism, the candidate will be presented for Church membership upon completion of procedures for admission as outlined in Section 3 hereinafter.

(ii) A person from another denomination who has not been baptized by immersion, who comes acknowledging his faith and accepting the doctrines and purposes as stated in the Constitution of Liberty Baptist Church, may be received as a candidate for baptism. After baptism, said candidate will be presented for Church membership upon completion of procedures for admission as outlined in Section 3 hereinafter.

(b) By Letter.

Members from other Churches of like faith and order, who have been baptized by immersion, and who accept the doctrines and purposes as stated in the Constitution of Liberty Baptist Church, may be accepted by transfer of letter. Upon completion of procedures for admission as outlined in Section 3 hereinafter, a letter of membership transfer from his Church will be requested.

(c) By Statement.

A person who has been a member of a Church of like faith and order, baptized by immersion, but whose membership has lapsed, or lost, and who accepts the doctrines and purposes as stated in the Constitution of Liberty Baptist Church, may be received as a member by a statement of faith upon completion of procedures for admission as outlined in Section 3 hereinafter.

Should there be any question that might require prayer, thought, or study or, if there is any dissent as to any candidate, such question or dissent shall be privately referred to the Senior Pastor for further review. Within thirty (30) days of the referral, the Senior Pastor shall report back to the membership his recommendation and the affirmative vote of three-fourths of the voting members present at the Church service shall be required to elect such candidate to membership.

Section 3. Procedures for Admission. Any person, having affirmed his personal relationship with Jesus Christ, may offer himself as a candidate for membership in this Church by:

- (a) Publicly presenting himself for membership by baptism, by letter or by statement;
- (b) Completing and submitting an application for membership;
- (c) Participating in a New Member Orientation Class; and
- (d) An affirmative vote of the membership.

Section 4. Classes of Members.

(a) **Adult Member:** Any person who is eighteen (18) years of age or over will be classified as an Adult Member. An Adult Member has voting rights and may speak openly to any matter at any Church conference.

(b) **Junior Member:** Any person who is under eighteen (18) years of age, but at least 12 years of age, will be classified as a Junior Member. A Junior Member will automatically become an Adult Member when he attains the age of eighteen. A Junior Member has voting rights and may speak openly to any matter at any Church conference, may serve as a Ministry Team member but may not serve as a Ministry Team Leader.

(c) **Child Member:** Any person who is under the age of 12 years, and professes Jesus Christ as his personal Savior, and has been baptized, and wishes to join the fellowship of Liberty Baptist Church may be listed on the Church roll as a Child Member but will have no voting rights.

Section 5. Duties and Responsibilities.

(a) All members are expected to be faithful to Christ and Liberty Baptist Church in worship, witness, fellowship, ministry, financial support, and participation in membership meetings.

(b) All Adult and Junior Members are entitled to vote in all elections and on all agenda items in all membership meetings in person.

(c) All Adult and Junior Members in good standing are eligible for consideration as candidates for ministry teams.

(d) All Adult and Junior Members who have been absent from corporate worship for twelve (12) consecutive months will be precluded from voting in any membership meetings as outlined in Section 9 hereof.

(e) Unless otherwise noted, any action of the Church shall require a majority vote of all members present.

Section 6. Termination. Membership shall be terminated for the following reasons:

(a) Death;

(b) Transfer to another Church of like faith;

(c) Membership in a Church of another denomination;

(d) Exclusion by action of the Church; or

(e) By request of member desiring termination.

Section 7. Exclusion and Restoration of a Member.

(a) It shall be the practice of Liberty Baptist Church to encourage its members to take every reasonable measure to assist any troubled member. The Senior Pastor, other ministerial staff, and deacons are available for counsel and guidance. Redemption rather than punishment shall be the guideline that governs the attitude of one member toward another.

(b) Should some serious conditions exist which causes a member to become a liability to the general welfare of Liberty Baptist Church, every reasonable measure will be taken by the Senior Pastor and the Deacons to resolve the problem. A spirit of Christian kindness and forbearance shall pervade all such proceedings. However, finding that the welfare of the Church will best be served by the exclusion of the member, the Church, upon the recommendation of the Deacons, may take this action by a three-fourth's vote of the members present and entitled to vote at a meeting called for this purpose; and the Church may proceed to declare the offender to be no longer in the membership of the Church. (Matthew 18:15-17).

(c) Any person whose membership has been terminated for any condition which has made it necessary for the Church to exclude him, may upon his request, be restored to membership by a three-fourth's vote of the members present and entitled to vote at a meeting called for this purpose upon evidence of his repentance and reformation.

Section 8. Record of Membership. An accurate record of membership and a complete listing of all Church letters of dismissal and Church letters received shall be maintained and kept current.

Section 9. Discipline of Members. When a member has been inactive for a period of twelve (12) consecutive months, without manifesting any interest therein by attending services, communicating with the Church, or contributing to its support, the Church may, upon recommendation by the Deacons and approval of the membership, transfer that person's name to the "Inactive Membership List." Consideration for such action shall only be made after a reasonable number of calls have been made to encourage and assist in a renewal of the covenant relationship. This procedure shall have no application if the absence or delinquency is excused on account of sickness, lack of income, or other reasonable cause as determined by the Senior Pastor.

(a) **Inactive Membership List.** Persons whose names are on the Inactive Membership List shall not be counted or reported as members, may not have a vote in Church conferences, may not hold an office and may not be considered for ministry teams.

(b) **Restoration.** Any person whose name has been placed on the Inactive Membership List, who renews the relationship with the Church and the fulfillment of covenant obligations, may be restored to active membership by recommendation by the Deacons and approval of the membership.

Section 10. Meetings.

(a) **Church Meetings.** This Church shall hold regular meetings for worship, teaching, training and fellowship. Other meetings of the Church as a whole or of authorized groups within the Church may be set according to the needs of the congregation.

(b) **Regular Church Conferences.** This Church shall hold regular Church conference meetings on the third Sunday evening of each quarter (April, July, October and January) for the disposition of all business matters, to hear reports from the various Church organizations and ministry teams and to consider other matters essential to the spiritual welfare and prosperity of the membership. With seven days' prior notice, the Senior Pastor and/or Deacons may temporarily change the date of any such quarterly conference.

(c) Special Church Conferences. Special Church conferences may be called by the Senior Pastor, the Board of Trustees, the Chairman of Deacons, a majority of the Deacons or at least one-third (1/3) of the membership requesting such conference in writing to the President (Senior Pastor) or any other officer of the Corporation. Notice of the subject, date, time, and location must be published in the Church bulletin, newsletter or direct mailing at least seven (7) days before the meeting and announced at all services on the Sunday and Wednesday prior to the special called Church conference. No matter shall be considered at the special called conference except that for which it was called and previously announced.

(d) Annual Meeting. The annual meeting of the Church for the election of trustees and officers and such other business as may be appropriate shall be held the third Sunday evening in January each year immediately following the regular Church conference unless the Senior Pastor, with proper notice, changes the date. The election of some trustees and officers may be held at some other regular or special Church conference.

(e) Quorum. A legal quorum at a regular Church conference, special Church conference or annual meeting of the Church shall consist of at least ten percent (10%) of the active membership of the Church entitled to vote.

(f) Majority Vote. All items of business, unless otherwise provided for elsewhere in these Bylaws, shall be approved or disapproved by a majority (51%) vote of those members present and entitled to vote.

(g) Proxies. Voting by proxy or absentee ballot shall not be permitted nor count toward the members necessary to constitute a quorum.

(h) Reports. Any Ministry Team making a report at any Church conference will submit said report in writing to the Moderator and Church Clerk at least three (3) days prior to the Church conference in order for the report to be placed on the agenda.

(i) Motions. Any motion being made from the floor during any Church conference involving an expenditure will be referred to the proper Ministry Team for consideration. Its recommendation will then be presented by that Ministry Team at the next Church conference.

(j) Moderator. The Moderator at Church conferences shall be the Senior Pastor or his designee, provided the Church has a Senior Pastor. If the Church has no Senior Pastor, or in the event the Senior Pastor or his designee is absent, the Chairman of the Deacons shall call the Church to order and nominations from the floor shall be received and a moderator pro-tem shall be elected. It is further provided that any moderator, even though he may be

present and acting as moderator, may be required to step down and another elected upon such moderator's request or upon a motion by any member present, and approval by a simple majority of the membership in attendance at the meeting. The Moderator may bring such matters before the Church conference as he determines at his sole discretion to be appropriate.

(k) Procedure and Parliamentary Rules. It shall be the duty of the moderator to maintain an atmosphere of courtesy, reverence and good order in all Church conferences. Except where specific provisions are made herein, ***Robert's Rules of Order*** (latest edition) shall be a general guide for the conduct of all conferences of the Church, except that the moderator may, absent objection or with the consent of the majority, deviate from such rules in the interests of full discussion and harmony. The moderator may appoint a parliamentarian if he determines such appointment to be appropriate. The Church shall be governed in its deliberations by the Constitution and Bylaws.

ARTICLE V

SENIOR PASTOR AND STAFF RELATIONS

Section 1. Senior Pastor. The Senior Pastor shall have general and active management of the day-to-day operation of the Church. He shall be a member of the Church and must evidence a clear call from God to pastoral ministry. The Senior Pastor shall be the President of the corporation and he shall be responsible for the administration of the corporation, including general day-to-day supervision of the policies of the corporation.

(a) Job Description: The Senior Pastor is responsible for leading the Church to function as a New Testament Church. The Senior Pastor will lead the congregation, the Church council, the organizations and the Church staff in performing their tasks. The Senior Pastor is the leader of pastoral ministries in the Church. As such he works with the deacons and Church staff to: (1) lead the Church in the achievement of its mission, (2) proclaim the gospel to believers and non-believers, and (3) care for the Church members and other persons in the community. He shall be an ordained Southern Baptist Minister.

(b) Job Responsibilities:

- (i) Provide leadership for worship services, prepare and deliver sermons, and lead in conducting the ordinances of Baptism and the Lord's Supper.
- (ii) Make himself available for counsel to Church members; officiate wedding ceremonies and funerals.

- (iii) To cooperate fully with all Church officers and ministry teams. He shall serve as an ex-officio member of all ministry teams and organizations of the Church, and his counsel and leadership is to be recognized in all of them, but he shall not be entitled to vote.
- (iv) Work with the deacons in their training and performance in their work of proclamation, caring for and building up of the Church fellowship.
- (v) Serve as Chairman of the Church Council to lead planning, coordinating and evaluating the total Church program.
- (vi) To serve as Moderator of Church conferences. The Senior Pastor can reschedule Church conferences. Church conferences of a grave importance will be postponed or rescheduled in consultation with the Deacons.
- (vii) Serve as overseer of Church staff according to the plan of staff organization, provide for staff training and development and oversee the day-to-day work of Church staff in an effort to achieve the objective of the Church. He will maintain performance and personnel records on paid staff, work with the Human Resource Team in accordance with personnel policies and guidelines regarding all paid staff.
- (viii) Visit the membership of the Church as needed, particularly the sick and distressed; visit prospective members to extend to them an invitation to join the Church; lead Church members to witness, grow and develop in Christian maturity and to participate in Christian ministries in an effort to achieve the objective of the Church.
- (ix) Cooperate with associations, state and denominational leaders in matters of mutual interest and concern; keep the Church informed of denominational developments; and represent the Church in civic matters which concerns the community.
- (x) Serve as a resource person regarding legal and business matters of the Church.

Section 2. Selection and Calling. The Senior Pastor shall be chosen and called by the Church whenever a vacancy occurs. A Pastor Search Ministry Team shall be recommended by the Nominating Ministry Team and approved by the Church to seek out a Senior Pastor. The Pastor Search Ministry Team shall bring to the consideration of the Church only one name at a time. Its recommendation will constitute

a nomination. Election shall be by secret ballot in a meeting called specifically for that purpose, of which at least seven (7) days' advanced notice shall be given, including a mailing of the announcement of the special called meeting to all members. An affirmative vote of three-fourths of those members present and entitled to vote is required for approval. The Senior Pastor will be called by the Church to serve for an indefinite period. The Pastor Search Ministry Team is more fully described in Article XII, Section 2 hereinafter.

Section 3. Resignation and Removal. The Senior Pastor is called to serve until the relationship with the Church is dissolved at the request of either the Senior Pastor or the Church as follows:

- (a) **Resignation.** The Senior Pastor may resign in writing, or by statement delivered at a business meeting or Sunday morning worship service, but shall provide at least two weeks' notice before the termination of his services. Such resignation, if without conditions, shall be final and binding when read at a congregational meeting or delivered to the Church. If any resignation is subject to conditions it shall be effective and binding when accepted by majority vote of the Church.
- (b) **Removal.** The Senior Pastor may be removed by a three-fourths majority vote of the members present and voting at a properly called meeting. Such a vote may be held only at a meeting in regard to which notice has been mailed to all Church members with a known address of the pending action, and the Senior Pastor is provided an opportunity to be heard. Such a vote may be initiated by the recommendation of the deacons or by other motion properly presented before the Church calling for such a vote.

Section 4. Other Ministerial Staff. The Senior Pastor shall recommend such additional ministerial staff members as he reasonably determines the Church needs. The Human Resource Team, in consultation with the Senior Pastor, shall write a job description when the need for a ministerial staff member is determined and shall assist the Senior Pastor in the interview process. Such ministerial staff member shall be recommended to the Church by the Human Resource Team and approved by the Church. At least two weeks' advance written notice shall be given to the Church at the time of resignation. The removal of a ministerial staff member shall be upon mutual agreement between the Senior Pastor and the Human Resource Team.

Section 5. Support Staff. The Senior Pastor shall recommend such support staff members as he reasonably determines the Church needs. The Human Resource Team, in consultation with the Senior Pastor, shall write a job description when the need for a support staff member is determined and shall assist the Senior Pastor in the interview process. All support staff shall be employed by the Human Resource Team and approved by the Senior Pastor. At least two weeks' advance written notice shall be given to the Church at the time of resignation. The removal of a support team staff

member shall be upon mutual agreement between the Senior Pastor and the Human Resource Team.

Section 6. Policies. The Church, based on the recommendation of the Human Resource Team, shall establish and set forth appropriate employment policies in regard to the Senior Pastor, Other Ministerial Staff and Support Staff. The Human Resource Team shall annually review and update such policies. A copy of said policies are on file in the Church office.

Section 7. Supervision. The Senior Pastor shall provide general direction, counsel and encouragement so as to assist each staff member in the accomplishment of assigned responsibilities. The Senior Pastor shall supervise the staff members, as specified in their job descriptions and, along with designated supervising staff members, shall evaluate the performance of staff in consultation with the Human Resource Team.

ARTICLE VI

BOARD OF DIRECTORS (TRUSTEES)

The Board of Directors (also called "Trustees") are hereinafter referred to as Trustees.

Section 1. Number. The Corporation shall have not fewer than three (3) or more than five (5) Trustees. The Trustees shall be elected from the Church membership and shall operate under the corporate name of "Liberty Baptist Church of Fayette County, Inc."

Section 2. Election. The Corporation's Trustees shall be nominated by the Nominating Ministry Team and elected by the membership entitled to vote.

Section 3. Term. The term of office of each Trustee shall be five (5) years, and thereafter until his successor shall have been duly elected and qualified, except, however, in cases of death, resignation, retirement, disqualification or removal. After serving a five-year term at least one year must elapse before a Trustee is eligible for re-election.

Section 4. Vacancy. Any vacancy occurring in the Board of Trustees by expiration of term, death, resignation, retirement, disqualification, and removal from office or otherwise shall be reported to the Nominating Ministry Team. A Trustee elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. A Trustee is not required to be a Deacon and may be male or female.

Section 5. Chairman. The Board of Trustees shall elect a Chairman of the Board who shall present the agenda and preside at all meetings of the Board of

Trustees. He shall have such other duties and powers as the Board of Trustees may otherwise prescribe by resolution.

Section 6. Meetings. The Board of Trustees shall hold regular quarterly meetings and other meetings as often as necessary. Special meetings of the Board of Trustees may be called by the Chairman, the President, the Secretary or upon notice in writing of at least one-half of the Trustees and may be held at any reasonable place, time, and for any purpose. The Board of Trustees shall hold its annual meeting in January of each year prior to the regular quarterly Church conference and shall provide a written report to the Church. The Board of Trustees shall keep minutes of all Board of Trustees meetings, whether regular, annual, or special called.

Section 7. Duties. The duties of the Trustees are as follows:

- (a) The Trustees shall be the legal representatives of the Church and as such they are given authority to execute deeds, debentures, mortgages, liens, and other legal documents for the Church, but shall have no authority or privileges to buy, sell, mortgage, lease, etc., any property of the Church without approval of the Church.
- (b) The Trustees shall have supervision and maintain any deeds, bonds, insurance policies and important papers of the Church. They are further authorized to receive and disburse monies in accordance with terms of wills, bequests and special instruments wherein the Church is named beneficiary.
- (c) The Board of Trustees shall make at least one written report annually to the Church and said report may be incorporated in the annual report.

Section 8. Compensation. Trustees shall serve on a voluntary basis and shall not receive compensation for their services.

Section 9. Resignation and Removal of Trustees.

(a) A Trustee may resign at any time by giving at least two weeks' written notice to the Senior Pastor and Chairman of the Board of Trustees. If a Trustee fails to tender his resignation upon moving away from the community or the termination of his membership, the Senior Pastor and Board of Trustees may declare the position vacant and the provisions of Section 4 will apply.

(b) One or more Trustees, or the entire Board of Trustees, may be removed by the affirmative vote of a majority of the membership present and voting on removal at a regular or special meeting of the membership, and where notice of a member's intention to present a motion for removal has been given to

the membership. A separate vote on removal must be made as to each Trustee proposed for removal.

(c) Should any Trustee fail to perform the duties pertaining to the office for a period of three consecutive months, the Senior Pastor and Board of Trustees are empowered to recommend to the Church that the office be declared vacant and the provisions of Section 4 will apply.

(d) In the event of removal, the provisions of Section 4 will apply; however, if the removal of Trustees results in a total of four or more vacancies on the board, the Nominating Ministry Team shall organize and expedite the election of new Trustees by convening a special meeting of the membership, at least ten but within fifteen days after the date of the meeting at which Trustees were removed, with all members voting in person for the purpose of filling these vacancies.

ARTICLE VII

OFFICERS

Section 1. Election. The Corporation's officers shall be nominated by the Board of Directors (Trustees) and elected by the membership entitled to vote. The officers shall consist of a President, a Vice President, a Secretary, an Assistant Secretary, a Treasurer and an Assistant Treasurer. No person may hold more than one office.

Section 2. Term. The term of office of each Officer shall be one (1) year, and thereafter until his successor shall have been duly elected and qualified, except, however, in cases of death, resignation, retirement, disqualification or removal. Officers may serve consecutive annual terms. Any officer elected may be removed at any time by the affirmative vote of a majority of the membership entitled to vote. A vacancy occurring for any reason in the office of any officer shall be filled by Board of Directors (Trustees) and all officers shall hold office at the discretion of the Church membership. Nothing herein contained shall be construed to preclude any officer from serving the corporation in any other capacity and receiving compensation therefore.

Section 3. Compensation. Officers shall serve on a voluntary basis and shall not receive compensation for their services.

Section 4. President. The President of the corporation shall be the Senior Pastor. The President may not simultaneously serve as Secretary.

Section 5. Vice President. In the absence of the President, or in the event of his death or inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting shall have all the powers of and be subject to the

restrictions upon the President. A Vice President shall perform such other duties as shall from time to time be assigned to him by the President.

Section 6. Secretary. The Secretary, who will also serve as the Church Clerk, shall attend all meetings of the Board of Trustees and record all votes and the minutes of all proceedings in a book which he shall keep or caused to be kept for this purpose. The Secretary shall keep in safe custody the seal of Liberty Baptist Church and, when authorized by the Board, affix the same to any instrument requiring it and, when so affixed, it shall be attested by his signature or by the signature of the Treasurer or Assistant Secretary. The Secretary in his capacity as Church Clerk shall keep a register of the Church members' names, with dates of their admission, transfer, or death. He shall issue letters of transfer of membership, preserve on file all communications and written official reports, and give legal notice of all meetings where such notice is required by these bylaws, and complete and submit Church conference reports. He shall perform such other duties as the Senior Pastor/President may direct.

Section 7. Assistant Secretary. The Assistant Secretary shall perform the duties of the Secretary in his absence and shall have the same duties and powers delegated to the Secretary. In case of death, resignation or removal from office, the Assistant Secretary will assume the duties and responsibilities of the Secretary until such time as the Board of Directors (Trustees) shall nominate and the voting membership may elect a new Secretary.

Section 8. Treasurer. The Treasurer shall be charged with the oversight of the financial affairs of the corporation and he shall serve with the Assistant Treasurer as Co-Chairman of the Budget/Stewardship Ministry Team in the preparation of the Church's annual budget. The Treasurer shall be a member of the Finance Ministry Team.

Section 9. Assistant Treasurer. The Assistant Treasurer shall perform the duties of the Treasurer in his absence and shall have the same duties and powers delegated to the Treasurer. The Assistant Treasurer shall be a member of the Finance Ministry Team. In case of death, resignation or removal from office, the Assistant Treasurer will assume the duties and responsibilities of the Treasurer until such time as the Board of Directors (Trustees) shall nominate and the voting membership may elect a new Treasurer.

Section 10. Resignation and Removal of Officers. An officer may resign at any time by giving at least two weeks' written notice to the President (Senior Pastor). A resignation is effective when the notice is given unless the notice specifies a future effective date. If a resignation is made effective at a future date and the corporation accepts the future effective date, the Nominating Ministry Team may fill the pending vacancy before the effective date, however, the successor will not take office until the effective date of the resignation. If an officer fails to tender his resignation upon moving away from the community, the President (Senior Pastor) may declare the position

vacant and the provisions of Section 4 will apply. The membership may remove any officer at any time with just cause.

ARTICLE VIII

DEACONS

Section 1. Purpose. Deacons are to be recognized as the servants of the Church and associates of the Senior Pastor.

Section 2. Number. The Church will have seven (7) or more deacons. The number of deacons elected annually will be determined by the Deacon Ministry based upon the needs of the Church.

Section 3. Officers and Term of Officers. Deacon Ministry officers shall include a Chairman and Vice Chairman and will be elected by the current Deacon Ministry to serve a term of one year.

Section 4. Duties and Responsibilities of Deacons.

- (a)** Assist the Senior Pastor and the ministerial staff in performing servant-related ministries.
- (b)** Proclaim the Gospel to unbelievers.
- (c)** Encourage Church members in worship, witness, education, and ministry.
- (d)** Provide member-care ministry, discipline of church members (as stated in Article IV, Section 9), and management of church membership categories.
- (e)** Care for Church members and other persons in the community.
- (f)** Guard the unity and harmony of Church members.
- (g)** Assure the faith and spiritual welfare of Church members.
- (h)** Attend all scheduled services unless providentially hindered.
- (i)** Assist in the preparation for and observance of the Lord's Supper.
- (j)** Assist in other areas of Church service as specifically outlined in the Deacon Ministry Handbook.

Section 5. Qualifications of Deacons.

- (a) Must meet the requirements of Biblical teaching as outlined in I Timothy 3: 8-13 and Acts 6:1-6.
- (b) Must be a member of this Church in good standing for at least one year prior to nomination.

Section 6. Procedures for Election of Deacons.

- (a) Nominations from the Church membership may be made in writing and given to the Deacon Ministry at least thirty (30) days prior to the election of the deacons.
- (b) The Deacon Ministry shall select and interview each man who shall be considered eligible to serve as a deacon.
- (c) The Deacon Ministry shall then present to the Church at the next service or Church conference for final affirmation those men who have met the requirements of a deacon and the number needed to serve for the next term.
- (d) A council of ordained ministers and deacons will install the elected deacons.

Section 7. Term of Service.

- (a) Each deacon shall serve a three-year term.
- (b) Deacons will be elected on a rotation basis as specifically outlined in the Deacon Ministry Handbook.
- (c) In case of death, removal or incapacity to serve, the Church may elect a deacon, pursuant to Article VIII, Section 6 above, to fill the unexpired term if it is longer than one year. Said deacon will be eligible for re-election for a consecutive three-year term.

Section 8. Meetings. The Deacons shall hold meetings on a regular basis or as often as necessary. Unless otherwise noted, all action of the Deacons shall require a majority vote.

ARTICLE IX

COUNCILS

Section 1. Church Council. The function of the Church Council shall be to recommend to the congregation suggested objectives and Church goals; to review and coordinate program plans recommended by Church staff, Church officers, and ministry teams; to recommend to the congregation the use of leadership, calendar time and other resources according to program priorities, and to evaluate program achievements in terms of Church goals and objectives.

The Senior Pastor is to lead the Church Council annually in establishing vision, objectives and goals for ministry. These are to be placed in a written document called, "The Liberty Ministry Plan" ("LMP"). Each year the LMP shall be presented to the Church for approval in a business conference. The LMP shall be the basic administrative tool for establishing direction and conducting evaluation of the church's ministry.

Section 2. Members. The Church Council shall have as regular members: the Senior Pastor, ministerial staff members, Sunday School Director, and Leaders of all Program Ministries and Standing Ministry Teams. The Senior Pastor will serve as Chairman.

ARTICLE X

PROGRAM MINISTRIES

General. The Church shall maintain program ministries to carry out the work of the Church as set forth in the New Testament, including Bible teaching, Christian discipleship, evangelism, missions, music, and prayer. All program ministries shall be under Church control. All program ministry directors, officers and teachers shall be nominated annually by the Nominating Ministry Team and elected by the Church, unless otherwise specifically set out herein. Each program ministry director shall report regularly to the Church. Program activities shall be subject to Church approval, and shall be supervised and coordinated through the Senior Pastor and other ministerial staff as appointed by the Senior Pastor. The Church shall provide the human, physical, and financial resources for the appropriate advancement of these programs. The Program ministries are more fully defined and described in the Policies and Procedures Manual. A copy of the Policies and Procedures Manual is available to all church members and is located in the church office.

ARTICLE XI

STANDING MINISTRY TEAMS

Section 1. Election. All Standing Ministry Team members shall be nominated by the Nominating Ministry Team and elected by the Church unless otherwise stated in these Bylaws. The Church may elect such Standing Ministry Teams as are required to meet the needs of the Church. These Ministry Teams shall be elected in a conference of the Church with its duties, authority, life and limitations clearly set forth.

Section 2. Purpose. Standing Ministry Teams are groups of members who work in specified areas of ministry. Each Team has a Team Leader elected by the Church and operates under the supervision of the Senior Pastor and other ministerial staff. The Teams are staffed through requests for participation and volunteer commitments. All Church members are encouraged to serve on a Ministry Team to which they feel led by the Holy Spirit. The purpose of Standing Ministry Teams is to aid and assist the Senior Pastor and the other ministerial staff in fulfilling their ministerial and administrative duties. Each Standing Ministry Team shall confine itself to the purpose for which it was created.

Section 3. Authority. Each Standing Ministry Team is responsible to the Church, Senior Pastor and other supervising ministerial staff and has no authority except as delegated by the Church.

Section 4. Term. The Standing Ministry Team members may serve a rotating term of one, two, or three years. Each annual term shall run from September 1 through August 31. At the conclusion of a term of service, the nominating team may consider a person for an immediate new term of service. Thus, there is no compulsory "year off."

Section 5. Number. Each Standing Ministry Team shall consist of three or more members. Each Standing Ministry Team may secure resource persons temporarily to provide specialized information, but these individuals do not have voting privileges and do not become official members of the Standing Ministry Team.

Section 6. Qualifications of Ministry Team Members.

- (a) Shall be an Adult or Junior Member of Liberty Baptist Church in good standing.
- (b) Shall be faithful members of the Church attending scheduled services regularly unless providentially hindered.
- (c) Shall, as much as possible, not serve simultaneously on more than two Standing Ministry Teams.

- (d) Shall not serve simultaneously as a Director on more than one Standing Ministry Team.

Section 7. Meetings. In September of each year, each Team Leader shall call a meeting of the newly elected Standing Ministry Team and make plans for the coming year. Each Standing Ministry Team shall meet on a regular basis and since the Church brings each Ministry Team into existence, each Ministry Team shall report at each regular Church conference and at such times as may be required.

Section 8. Vacancies. Any active member of the Church may make nominations for vacancies in any Standing Ministry Team in writing to the Nominating Ministry Team.

Section 9. Responsibilities. The general responsibilities of the Standing Ministry Teams are to aid and assist the Senior Pastor and the Ministerial Staff; to prepare and execute work as prescribed by the Church; and report results and/or recommendations to the Church.

Section 10. Ministry Teams. In accordance with the belief that the Holy Spirit gives each Christian spiritual gifts and all members possess various talents, the Church shall carry out its work, as far as possible, through Standing Ministry Teams. Such teams are more fully defined and described in the Policies and Procedures Manual. A copy of the Policies and Procedures Manual is located in the church office and is available to all Church members.

ARTICLE XII

AD HOC MINISTRY TEAMS

Section. 1. General. Ad Hoc Ministry Teams shall be set up from time to time to serve special needs and purposes of the Church. The Church Council shall recommend any ad hoc ministry team for the Church's approval. The Church Council shall clearly state the objectives, responsibilities, and term of duration for each ad hoc ministry team. The election of the ad hoc ministry team members shall be similar to that for standing ministry team members. At the end of the term, the ad hoc ministry team shall be dissolved, unless otherwise recommended by the Church Council and approved by the Church.

Section 2. Senior Pastor Search Ministry Team. The Senior Pastor Search Ministry Team, consisting of three men and two women, will be selected after the office of Senior Pastor has been vacated. The first responsibility of this Ministry Team is to secure an interim pastor after which it will proceed to seek out a candidate for the position of Senior Pastor. Any church member has the privilege of presenting a

candidate to the Senior Pastor Search Ministry Team. This ministry team shall bring only one name at a time to the Church for consideration and it is the responsible of this ministry team to schedule a Church conference to vote on its recommendation. This ministry team will be responsible for establishing its own operating procedures and electing a Team Leader who is responsible for guiding meetings and answering to the Church body regarding the progress being made. The following guidelines should be used in searching for a candidate to fill the office of the Senior Pastor:

- (a) The candidate should meet the Biblical parameters of 1 Timothy 3:1-7.
- (b) The candidate must be a member of a Southern Baptist congregation and, if possible, should have a strong Southern Baptist denominational background.
- (c) This ministry team can extend an invitation to a prospective candidate to preach a trial sermon, but such invitation does not constitute a formal recommendation from the ministry team. For the Church to issue a call, a formal recommendation of the prospective candidate must be made by the Senior Pastor Search Ministry Team.
- (d) This Ministry Team does not have the authority to finalize compensation packages with the Senior Pastor candidates. The Human Resource Team and Finance Ministry Team must approve any offer made by the Senior Pastor Search Ministry Team. This must occur prior to a request of the Church to vote on the Senior Pastor candidate.

ARTICLE XIII

POLICIES AND PROCEDURES MANUAL

The Church shall establish and maintain, through its Constitution and Bylaws Ministry Team, a policies and procedures manual for program ministries, standing ministry teams, and other ministries and matters not covered or fully described in these Bylaws, provided that such policies and procedures manual conforms to the Constitution and Bylaws of the Church. In the event of conflict, the Bylaws shall take precedence over the policies and procedures manual and the Constitution shall take precedence over the Bylaws.

The purpose of the policies and procedure manual is to provide the Church membership and its leaders with clarity and direction for carrying out the Church's mission in a responsible, accountable, and effective manner through such ministries as it deems appropriate.

Copies of the Constitution, the Bylaws, and the Policies and Procedures Manual shall be made available to all members of the Church, and shall be kept in a book in the Church office.

The Policies and Procedures Manual may be updated from time to time without affecting or causing the Constitution and Bylaws to be amended. Any member of the Church may initiate changes to any policy or procedure outlined in the manual by making a recommendation to the appropriate program ministry or standing ministry team responsible for administration of the policy or procedure. The program ministry or standing ministry team responsible for its administration may recommend changes to the policies and procedures manual after consultation with the Constitution and Bylaws Ministry Team.

The Policies and Procedures Manual describes the Program Ministries and Standing Ministry Teams in existence and functioning at the adoption of these Bylaws.

ARTICLE XIV

ORDINANCES

The ordinances of this Church shall be Baptism and the Lord's Supper.

Section 1. Baptism. Repentance and faith shall precede baptism. The Church shall receive for baptism any person who has received Jesus Christ as Savior by personal faith, who professes Him publicly at any worship service and who indicates a commitment to follow Christ as Lord in accordance with Article IV, Section 2(a) above. The ordinance of baptism shall be administered as follows:

- (a)** Baptism shall be by immersion in water.
- (b)** The Senior Pastor, or whomever he shall authorize, shall administer baptism.
- (c)** Baptism may be administered as an act of worship during any worship service.
- (d)** A person who professes Christ and is not baptized after a reasonable length of time shall be counseled by the Senior Pastor and/or staff or deacons. If negative interest is ascertained on the part of the candidate, he shall be deleted from those awaiting baptism.

Section 2. The Lord's Supper

- (a)** The Lord's Supper shall be administered by authority of the Church under the leadership and direction of the Senior Pastor and Deacons in accordance with Article VIII, Section 4(i) above.
- (b)** The Lord's Supper shall be observed as prescribed by the Scriptures and shall be observed not less than once each quarter and at such other times as the Church may designate.
- (c)** The Senior Pastor and deacons shall administer the Lord's Supper with the deacons being responsible for the physical preparations.

ARTICLE XV

LICENSING AND ORDINATION OF MINISTERS

Section 1. Licensing of Ministers. When a member announces to the Church that he feels the call to the ministry, the Church, by majority vote of the active members present, may license him as an acknowledgment of his call to the ministry and encouragement to make preparation for it. The Church may furnish the member with a certificate of license as his credentials.

Section 2. Ordination of Ministers. In the event Liberty Baptist Church is requested to ordain a member for the Gospel Ministry, the Deacons will form a Deacon Council on ordination to examine the candidate concerning his call and fitness for the ministry. The Council will consist of the Senior Pastor, any and all ordained Deacons, other ordained men of the Church, and other ministers and deacons that may be invited from other Baptist Churches. After the Council has met with the candidate, a report will be made to the Church. Upon recommendation of the Council, and approval by the Church, the ordination of the candidate will proceed. It is understood that the performance of civil duties by the member will be governed by state law.

ARTICLE XVI

CORPORATE SEAL

The seal of the corporation shall have inscribed thereon the name of the corporation, the state of incorporation, the year of incorporation, and the words "Corporate Seal". The seal shall be in the custody of the Secretary and affixed by him or by his assistants on all appropriate papers.

ARTICLE XVII

BANK ACCOUNTS AND LOANS

Section 1. Bank Accounts. The Counting Ministry Team shall be authorized by the Church to deposit any funds of the corporation in such banks or trust companies in accordance with the policies and procedures manual.

There shall from time to time be certified to the banks or trust companies in which funds of the corporation are deposited, the signatures of the officers or agents of the corporation so authorized to draw against the same. Two signatures shall be required on all checks, drafts and other instruments or orders for the payment of money from said bank accounts.

Section 2. Borrowing of Money. Any borrowing of money for the Corporation shall be approved by its members.

ARTICLE XVIII

RECORDS AND REPORTS

Section 1. RECORDS. Liberty Baptist Church shall maintain adequate and accurate books and records. Included shall be financial records, written minutes of the proceedings of its conferences and Board of Trustees meetings, as well as records of the membership of the Church, setting forth, as a minimum, the members' names and addresses, and contribution records of contributors. All such records shall be kept at its principal place of business and/or at an off-site location. The Senior Pastor and/or the Church Administrator shall oversee the adequacy and accuracy of these records. Access to contribution records and the maintenance of its confidentiality shall be the responsibility of the Church Financial Secretary.

Section 2. INSPECTION OF BOOKS AND RECORDS. Every active member shall have the absolute right, at any reasonable time with prior notification, to inspect all records, reports, and documentation of every kind with the exception of personnel records, contribution records and confidential counseling sessions. The Senior Pastor and/or the Church Administrator, if necessary to maintain good order, may restrict and limit the number of inspections or establish an orderly manner for such inspection to be conducted.

ARTICLE XIX

MISCELLANEOUS PROVISIONS

Section 1. Fiscal Year. The fiscal year of the corporation shall end on the last day of December of each year.

Section 2. Audit. An audit by an independent certified public accountant or auditor shall be performed every three (3) years, or at such time as deemed necessary.

Section 3. Notices. Whenever, under the provisions of these Bylaws, notice is required to be given to any member, trustee or officer it shall not be construed to require personal notice, but such notice may be given in writing, by mail, by depositing the same in a post office or letter box, in a prepaid envelope, addressed to each member, trustee or officer at such address as appears on the books of the corporation, or in default of any other address, to such member, trustee or officer at any general post office in the State of Georgia, and such notice shall be deemed to be given at the time the same shall be thus mailed. When notice is required to be given to any member, it can be one notice sent to each household if more than one member resides at said household. Any member, trustee, or officer may waive any notice that is required to be given under these Bylaws.

Section 4. Interpretation. Whenever used herein the term "Church" shall include the corporate as well as the ecclesiastical body, and the term "corporation" shall include the term "Church." Words of any gender shall be deemed to include any other gender, and a reference to the singular shall include the plural and vice versa, unless the context indicates that such reading would be inappropriate.

ARTICLE XX

AMENDMENTS

The members shall have the power and authority to amend, alter or repeal these Bylaws or any provision thereof, and shall from time to time adopt additional Bylaws. Such changes in the Bylaws may be made at any regular or special Church conference, provided the proposed change(s) shall have been made available to the members at least seven (7) days prior to the Church conference. Amendments shall be by a seventy-five percent (75%) vote of all members of the Church present and entitled to vote. Amendments to these Bylaws shall take effect immediately upon adoption by the membership.

ARTICLE XXI

CORPORATION'S CHARTER/ARTICLES OF INCORPORATION

In the event of a conflict between the corporation's Charter/Articles of Incorporation and any other legal document of the corporation, the Charter/Articles of Incorporation will be the ruling document.

ARTICLE XXII

INDEMNIFICATION

Each person who is or was a trustee or officer of the corporation shall be indemnified by the corporation, and entitled to advancement of expenses of litigation, to the fullest extent permitted under the Georgia Nonprofit Corporation Code against those expenses (including attorneys' fees), judgments, fines and amounts paid in settlement which are allowed to be paid, reimbursed or advanced by the Corporation under the Georgia Nonprofit Corporation Code and which are actually and reasonably incurred in connection with any action, suit or proceedings, pending or threatened, whether civil, criminal, administrative or investigative, in which such person may be involved by reason of his being or having been a trustee or officer of this corporation. Such indemnification shall be made only in accordance with the Georgia Nonprofit Corporation Code and subject to the conditions thereof.

As a condition to any such right of indemnification, the corporation may require that it be permitted to participate in the defense of any such action or proceedings through legal counsel designated by the corporation and at the expense of the corporation.

The corporation may purchase and maintain insurance on behalf of any such persons whether or not the corporation would have the power to indemnify such officers and trustees against any liability under the Georgia Nonprofit Corporation Code. If any expenses or other amounts are paid by way of indemnification other than by court order or by an insurance carrier, the corporation shall provide notice of such payment to the members in accordance with Article XIX, Section 3 of these Bylaws.

ARTICLE XXIII

NON-DISCRIMINATION

The Church shall not and no activity of the Church shall discriminate against anyone on the basis of race, color, national origin, or financial status. Membership in the church and fellowship with its members shall be denied to anyone who does not believe in Jesus Christ or believe the Bible and as otherwise required in the Bible or as discussed below. Only those who believe in Jesus Christ, have been baptized by immersion and who are in full agreement with the Constitution, Bylaws and Vision Statement of this Church may become a member or continue in membership. In addition, God has commanded that no intimate sexual activity be engaged in between a man and a woman outside of marriage, or ever between a man and a man, or ever between a woman and a woman and that no one should engage in any form of homosexuality, lesbianism, bisexuality, bestiality, incest, adultery, fornication, pedophilia, premarital intimacy, unions of homosexual partners, or pornography. All of such activities are sinful perversions of God's gift of sex. These acts are an abomination to our God. No one who unrepentantly engages in or practices any such activities shall be allowed to become a member or to remain a member of the Church, regardless of race, religion, color, creed, national origin, sex, financial status or otherwise.

####