

1. Officers

The biblical offices of the church are elders and deacons.

To comply with the non-profit requirements of the state of Missouri, the elders will select from among themselves representatives for each of the designated corporate officers.

The officers of the Corporation are President and Secretary.

The registered agent of the Corporation is the President of the Corporation.

The duration of this Corporation is perpetual.

2. Amendments

These bylaws may be amended by a two-thirds vote of the members present and voting at a Members' Meeting, provided the amendment shall have been offered in writing at the previous Members' Meeting, and shall have been announced from the pulpit at morning church gatherings two successive Sundays prior to such vote.

3. Membership

a. Qualifications - To qualify for membership in this church, a person must be a believer in Jesus Christ who gives evidence of regeneration, who has been baptized in obedience to Christ following his or her regeneration, and who wholeheartedly believes in the Christian faith as revealed in the Bible. Each member must agree to submit to the teaching of Scripture as expressed in the Statement of Faith and must agree to keep the commitments expressed in the Church Covenant. The elders shall be responsible for determining each person's qualification for membership. In making this determination they may rely on a person's profession of faith or such other evidence as the elders deem appropriate.

b. Receiving of New Members – Any person may express their desire to become a candidate for membership by meeting with at least one of the elders. When a person meets the requirements for membership, as set forth in these bylaws, the elders shall present them to the congregation for consideration and vote at the next Members' Meeting. Following an affirmative vote, the clerk will add the person's name to the church membership rolls. New members should be presented to the congregation for membership in one of the following ways:

1. By profession of faith and for baptism according to the policies of this church;
2. By promise of a letter of membership from a church of like faith and order;
3. By statement of prior conversion and New Testament baptism (baptism by immersion).

c. New Member Orientation – Prospective members are required to participate in the church's membership class prior to becoming a member of this church.

d. Duties – Members are expected to carry out the commitments expressed in the Church Covenant.

e. Voting Rights – All members are qualified to vote on those matters as defined in Section 7.d.

f. Termination – Membership in the church can be terminated in several ways:

1. By death.
2. By the granting of a letter of membership from another church.
3. If the member requests in writing that they be released from their covenant obligations to the church. The church shall have authority to refuse a member's voluntary resignation or transfer of membership to another church either for the purpose of proceeding with a process of church discipline or for any other biblical reason.
4. By action of the church in accordance with these bylaws.

g. Discipline – The spirit of the church must always be redemptive. Should a member be neglectful of his or her duties according to Scripture and/or the Church Covenant and/or advocate doctrine contrary to our Statement of Faith, the elders will lead the church to make every reasonable effort to resolve the problem in accordance with Matthew 18, 1 Corinthians 5:1-13, Galatians 6, 2 Thessalonians 3:14-15, 1 Timothy 5:19-20, and Titus 3:10-11.

Should there be no solution, the church may withdraw the offender's membership at a Members' Meeting through the recommendation of the elders and two-thirds of the voting members present.

Any person whose membership has been terminated by discipline of the church must re-apply for membership according to criteria listed in these bylaws.

h. The Membership Roll – If a member is irregular in attendance in excess of six months, the elders may recommend dismissal by introducing a motion to remove at any regular Members' Meeting. The motion will be to charge the congregation to seek reconciliation of the wayward member for the period between notification and the next meeting where reconciliation will be announced or removal will be voted on.

4. Elders

a. Elder Composition - The elders will be comprised of not less than three men who satisfy the qualifications for the office of elder as set forth in 1 Timothy 3:1-7 and Titus 1:6-9. Elders will be men who have been a member of the church for at least one year prior to being selected to serve as an elder. At least one elder must be a church member not regularly employed by the church, and no elder will hold the office of deacon during his tenure.

b. Oversight - Apart from those matters stipulated in the bylaws that require the church's vote, the elders will oversee the ministry and resources of the church. In keeping with the principles

set forth in Acts 6:1-6 and 1 Peter 5:1-4, the elders will devote their time to prayer, the ministry of the Word (by teaching and encouraging sound doctrine), and overseeing and shepherding God's flock at Summit Woods Baptist Church.

c. Responsibilities - The elders will take particular responsibility to examine and instruct prospective members, examine and recommend all prospective candidates for offices and positions, oversee the work of the deacons and appointed church agents, conduct worship services, administer the ordinances of baptism and the Lord's Table, equip the membership for the work of the ministry, encourage sound doctrine and practice, admonish and correct error, oversee the process of church discipline, coordinate and promote the ministries of the church, and mobilize the church for missions. The elders are further to ensure that all who minister the Word to the church, including outside speakers, share our fundamental convictions.

d. Length of Service - The church will recognize men gifted and willing to serve in this calling as elders, and the church must reaffirm their service as elders triennially on the anniversary of his initial approval to serve as an elder. While there are no term limits for an elder, an elder can resign at any time, but must go through the selection process in order to become an active elder again.

e. Sabbatical - An elder may request (or it may be suggested to him) time off from serving (up to three months). His time off will be arranged by the elders and communicated to the congregation. He will begin serving again once the agreed upon time has been completed. If an elder needs more than three months of sabbatical, he will be required to be reaffirmed by the congregation in order to serve as an elder. The sabbatical applies to both non-vocational and vocational elders and is available only once every six years. Vocational elders will maintain their remuneration during their sabbatical.

f. Selection – The elders will at any regular Members' Meeting present to the church a list of nominees to the office of elder. A nominee can be a man who has never served as an elder or any man who has previously served as an elder. For a period of at least one month, the church will consider whether such nominees are qualified for the office. If any member believes one or more of the nominees to be unqualified, that member will express such concerns to the elders, who may, on the basis of that advice, remove names from the list of nominees. When a period of one month has elapsed, the congregation will vote to affirm the elder nominees at a regular or special called Members' Meeting. This process applies to any elder nominee.

g. Dismissal - An elder's service may be terminated by resignation or dismissal. In cases of dismissal, after the issue(s) have been discussed personally and in good faith with the elder in question, any two members with reason to believe that an elder should be dismissed should express such concern to the elders and, if need be, to the congregation. Any such action will be done in accordance with the instructions in Matthew 18:15-20 and 1 Timothy 5:17-21.

If the elders become aware of an existing elder that persists in disqualifying sin, they may, by unanimous agreement, choose to suspend him from active service as an elder. Upon such action, the elders will inform the congregation at the next appropriate church gathering. A

recommendation from the elders will be made at the next Members' Meeting regarding his dismissal as an elder.

After this process has been followed, any of the elders may be dismissed by a two-thirds vote of the members at any Members' Meeting of the church.

h. Acquiring Ministry and Support Staff

The elders may establish ministry positions and/or support staff. The elders will be responsible for determining the need of, duties of, and the hiring of such personnel.

5. Pastor-Teacher

a. Qualifications – He must meet the qualifications of an elder as set forth in these bylaws and demonstrates the ability to fulfill the specific role of pastor-teacher as defined in these bylaws.

b. The Call of the Pastor-Teacher – The pastor-teacher is called for an indefinite period of time and not subject to the triennial affirmative vote defined under section 4.d. The salary and other terms of the call should be determined before the time of the call. There are to be no contracts between the pastor-teacher and the church. The elders are responsible for determining salary and other terms of the pastoral employment.

c. Role – The pastor-teacher will conduct the public services and preach at the appointed time and place of worship and perform duties and responsibilities contained in the pastor-teacher job description. The pastor-teacher will serve as an equal member of the elder body. He will supervise the ministry and support staff.

d. Termination – No time limit shall be put on the services of the pastor-teacher. The pastor-teacher may relinquish the office of pastor-teacher by giving at least 30 days notice to the church at the time of resignation. Compensation of unused vacation and leave time shall be in accordance with the policy and procedures of the church.

Removal of the pastor-teacher should follow the same steps outlined to remove an elder, as defined in these bylaws. Any church owned property should be vacated or relinquished within 30 days after the official action by the resigning or dismissed pastor.

e. Pastor-Teacher Search Process

1. The primary call of a pastor-teacher must be from God, and it is the responsibility of the elders to seek God's leadership in taking the necessary steps to secure a pastor-teacher.
2. The elders should investigate the merits of each man under consideration in regard to his personal character, education, ministerial record, preaching ability, his Christian experience, his call to the ministry, his doctrinal positions, his relationship to his former congregations, and his general fitness for the pastorate of this church. He must meet the qualifications set forth in the qualifications of an elder outlined in section 4.

3. When, after prayerful consideration, the elders unanimously find a man worthy of the church's consideration, they should present him to the church, as follows:
 - a) An announcement should be made from the pulpit during all Sunday services that the elders are ready to present a candidate. The schedule for the rest of the process should also be announced. During this process the church should be prayerfully considering the candidate.
 - b) The candidate should be heard by the church membership in all Sunday services on the day designated by the elders.
 - c) After the candidate is heard, the church, having prayerfully considered the candidate, will determine whether or not to call the pastor-teacher during a special members' meeting. This meeting shall be called to order at the end of the morning service. The elders will publicly announce the outcome of the vote at the next church gathering.
4. Only one candidate shall be presented to the church at any one time.

6. Vocational Elders

a. Qualifications – A vocational elder is an elder who is financially supported by the church for his ministry to the body. He must meet the qualifications of an elder as set forth in these bylaws and demonstrate the ability to fulfill the specific role of a vocational elder as defined in these bylaws.

b. The Call of Vocational Elders – Vocational elders are called for an indefinite period of time and not subject to the triennial affirmative vote defined under section 4.d. The salary and other terms of the call should be determined before the time of the call. There are to be no contracts between vocational elders and the church. The elders are responsible for determining salary and other terms of the pastoral agreement.

c. Role – A vocational elder will perform duties and responsibilities contained in his job description. Vocational elders will serve as equal members of the elder body.

d. Termination – No time limit shall be put on the services of a vocational elder. The vocational elder may relinquish his office by giving at least 30 days notice to the church at the time of resignation. Compensation of unused vacation and leave time shall be in accordance with the policy and procedures of the church.

Removal of a vocational elder should follow the same steps outlined to remove an elder, as set forth in these bylaws. Any church owned property should be vacated or relinquished within 30 days after the official action by the resigning or dismissed vocational elder.

7. Meetings

a. Worship Services – The church meets regularly every Sunday for preaching, instruction, evangelism, and worship of Almighty God. These worship services are open for the entire church membership and for all other people and are conducted under the oversight of the elders. Additional gatherings throughout the week may be organized and overseen by the elders.

b. Regular Members' Meetings – Regular Members' Meetings are to be held every other month, on a week designated by the elders, in the months of January, March, May, July, September, and November. Notice of the meeting, including its location and time, shall be made from the pulpit on the Sunday prior to the meeting during the morning worship services. Regular Members' Meetings shall be conducted according to Robert's Rules of Order. The members present shall constitute a quorum to do business.

c. Special Members' Meetings – A special Members' Meeting may be called at any time by the elders. Notice of the meeting, including its purpose, location, and time, shall be made from the pulpit and printed in the bulletin for two successive Sundays prior to the meeting during the morning worship services. Special Members' Meetings shall be conducted according to Robert's Rules of Order. The members present shall constitute a quorum to do business.

Absentee ballots will be accepted on items discussed in special Members' Meetings only.

d. Items to be considered by the congregation in any Members' Meeting - The following list of items will require congregational consideration and vote upon the elders' recommendation. The level of affirmative vote necessary is two-thirds (2/3) of the voting members present.

All items considered in any Members' Meeting will come from the elders. Motions can be amended by recommendation of a church member if approved by the elders present. Any item that does not reach the required two-thirds affirmative vote will be suspended until further action, if any, is recommended by the elders to the congregation. In addition to the following list, the elders may choose to bring other items before the congregation for their consideration and vote.

- Selection or dismissal of the pastor-teacher and other vocational elders.
- Selection and affirmation or dismissal of lay elders.
- Selection and affirmation or dismissal of deacons.
- Annual budget.
- Non-budgeted expenditures which exceed \$25,000.
- Amending of constitution and/or bylaws.
- Affirmation and removal of moderator and clerk
- Receiving and removing members

e. Administrative positions for Members' Meetings

1. Moderator – The Moderator presides at all Members' Meetings. He will be recommended by the elders and affirmed/removed by the congregation at least annually.

He should be familiar with and follow Roberts Rules of Order and this document and should be regular in his attendance at the Members' Meetings of the church. Upon the unavailability of the moderator to preside over a Members' Meeting, the Elders shall nominate an alternate moderator.

2. Clerk - A member of the church in good standing and in regular attendance at Members' Meetings, recommended by the elders and affirmed/removed at least annually by the congregation. The clerk should keep a record of all actions of the church and maintain an up-to-date membership roll and a record of baptisms. All of these records are church property.

8. Ordinances

a. Baptism – A person who received Jesus Christ as Savior by personal faith, and who indicates a commitment to follow Christ as Lord shall be received for baptism, as follows:

1. Baptism is by immersion in water.
2. The elders authorize who will administer baptism.
3. Baptism is administered during any worship service.

b. The Lord's Supper – The Lord's Supper is a symbolic act of obedience whereby Christians, baptized by immersion and in good standing with their local congregation, through partaking of the bread and the fruit of the vine, commemorate the death of Jesus Christ, identify as His body, and together anticipate His coming.

1. The Lord's Supper should be observed at least quarterly.
2. The elders are responsible for overseeing the administration of the Lord's Supper.

9. Deacons

a. General – Particular service to the church, formally affirmed both by the elders and the congregation, will be provided by deacons, the number of which will vary as the church has need, and who will satisfy the qualifications set forth in 1 Timothy 3:8-13. Deacons will be men who have been a member of the church for at least one year prior to being selected to serve as a deacon.

b. Purpose – In keeping with the principles set forth in Acts 6:1-6, deacons will support the elders, working to maintain the unity of the church and care for those needs of the church that would otherwise limit the elders from their primary responsibilities of oversight through the ministry of the Word and prayer.

Each position of a deacon will serve a particular need of the church identified by the elders and recommended to the congregation. Each deacon position and the man serving will be established

or removed upon the recommendation of the elders and the subsequent consideration and vote of the members.

c. Length of service – A deacon will serve as long as the identified need exists and the deacon remains biblically qualified and consents to serve. While there are no term limits, a deacon will be reaffirmed triennially by two-thirds of the members at any Members' Meeting.

d. Sabbatical – A deacon may request (or it may be suggested to him) time off from serving (up to three months). His time off will be arranged by the elders and communicated to the congregation. He will begin serving again once the agreed upon time has been completed. If a deacon needs more than three months of sabbatical, he will be required to be reaffirmed by the congregation in order to serve again as a deacon. The sabbatical is available only once every six years.

e. Selection - The elders will, at any Sunday morning gathering or Members' Meeting, present to the church a specific area of congregational need and a recommended man to serve as a deacon in respect to that need. For a period of at least one month, the church will consider the recommendation and the proposed deacon's qualifications to serve. If any member believes the deacon nominee to be unqualified, that member will express such concerns to the elders, who may, on the basis of that advice, remove his name from the recommendation. When a period of one month has elapsed, the congregation will vote to affirm the elders' recommendation at any Members' Meeting.

f. Dismissal - A deacon may be removed from office by a decision of the elders and the subsequent affirmative vote of two-thirds of the members at any Members' Meeting.

g. Vacancy - In the event a deacon position becomes vacant, the elders may appoint a person to fill that position and assume its responsibilities, until such time that the elders recommend to the congregation a man to serve as a deacon.

10. Ministry Teams

a. General – To help complete the work of the church, the elders may appoint various ministry teams as it deems necessary. Membership in these organizations can be made up of elders, staff, and/or church members at-large. Members of these teams must have been active members of the church for at least six months and shall demonstrate spiritual maturity.

There will be no term limit to any members on these teams, and all team members will be affirmed annually by the elders to continue serving.

The responsibilities and powers of these teams shall be set and determined by the elders.

b. Standing Ministry Teams

The elders will appoint a team(s) comprised of lay members to assist and advise the elders regarding the church's general administrative needs (including, but not limited to financial and personnel matters). Family members of any paid church employee are not eligible to serve on this (these) team(s).

11. Indemnification

a. Mandatory Indemnification - If a legal claim or criminal allegation is made against a person because he or she is or was an officer, employee, or on the board of directors of the church, the church shall provide indemnification against liability and costs incurred in defending against the claim if the elders determine that the person acted (a) in good faith, (b) with the care an ordinarily prudent person in a similar position would exercise under similar circumstances, and (c) in a manner the person reasonably believed to be in the best interest of the church, and the person had no reasonable cause to believe his or her conduct was unlawful.

b. Permissive Indemnification - At the discretion of the elders, the church also may indemnify a person who acted in good faith and reasonably believed that his or her conduct was in the church's best interest and not unlawful.

c. Procedure - If the elders are not available for an indemnification determination because of the number of elders seeking indemnification, the requisite determination may be made by the membership or by special legal counsel appointed by the membership.

12. Miscellaneous

In assisting the administration of the church, the elders may produce additional documents that support and do not contradict/supersede the bylaws. Such documents will be made available to the congregation for their information.