

# CONSTITUTION OF CALVARY BAPTIST CHURCH

## PREAMBLE

In order to affirm and preserve the principles of our faith, to guarantee that this body may be governed in an orderly and efficient manner consistent with the Scriptures, and for the purpose of preserving the unity of this church, the liberties inherent in each individual ministry partner and the freedom of action of this body with respect to its relation to other churches of the same faith, we declare the following:

1. The pre-eminence of Christ as our Divine Lord and Savior.
2. The supreme authority of the Bible and its sufficiency as our only rule of faith and practice.
3. Regenerate ministry partnership.
4. The symbolic ordinances of believer's baptism by immersion and the Lord's supper (*open to all believers – 1 Corinthians 11:28*)
5. The complete independence and autonomy of the local church.
6. The spiritual unity of all believers.
7. The world-wide program of missionary endeavor and evangelism.

We, therefore, band ourselves together as a body of baptized believers in Jesus Christ and adopt for our government, structure, purpose, and plan the following articles and by-laws:

## ARTICLE I                      Name and Organization

### **Section 1.     Name**

The name of this church shall be Calvary Baptist Church of Eau Claire, WI, and shall be in practice and doctrine historically Baptist.

### **Section 2.     Organization**

Calvary Baptist Church was organized on May 13, 1951.

### **Section 3.     Incorporation**

Calvary Baptist Church was incorporated in the State of Wisconsin on July 16, 1951.

### **Section 4.     Affiliation**

This church shall be and remain independent and autonomous. By voluntary association, this church shall be affiliated with the Conservative Baptist Association on local, state, regional and national levels, as long as their policies and doctrinal statements are in accord with our constitution and by-laws.

## ARTICLE II                      Purpose Statement

We believe that the church of Jesus Christ was founded in the book of Acts on five fundamentals that were the visible evidence of the indwelling Holy Spirit in the corporate life of the church. (Acts 2:42; 1 Corinthians 12:4-27) Calvary Baptist Church seeks to keep these five fundamentals as the cores of our ministry:

1. **Committed to truth** – Beginning with the Gospel of Jesus Christ that saves sinners by grace through faith, we are devoted to teaching the whole counsel of God’s Word, making disciples of Jesus Christ and multiplying churches.
2. **One in the Spirit** – We are devoted to the fellowship of believers united in God’s love by one Spirit, so that others will see in us the compassion of Christ.
3. **Rejoicing in Redemption** – we are devoted to the consistent celebration of our redemption purchased by Jesus Christ on the cross and sealed by the Holy Spirit for all eternity in His resurrection from the dead. We strive in our personal lives to accomplish Christ’s ministry of reconciliation by bringing the lost to Christ for redemption so as a church we can continue to celebrate new life.
4. **Energized by prayer** – Having gained access to our heavenly Father through the blood of Jesus Christ, we are devoted to walking in constant communication with God so that we might know His specific will for our lives and obey Him.
5. **Spiritually Gifted to Serve** – The indwelling presence of the Holy Spirit brings to every follower of Jesus Christ a unique place and empowerment for service in the Body of Christ. We are committed to helping every believer discover God’s assignment of gifts and provide a place of service where those gifts can be fully expressed in ministry to Christ’s church.

**ARTICLE III                      Statement of Faith**

**Section 1.     Of The Holy Scriptures**

We believe in the verbal inspiration of the Old and New Testaments in the original manuscripts; that all Scripture was written by men under the control of the Holy Spirit; has God for its author; has salvation for its end; has truth without error for its content. We believe the Bible to be the supreme standard by which all human conduct, creeds, and opinions are to be measured. (

*2 Timothy 3:16-17; 2 Peter 1:19-21; Hebrews 1:1-3)*

**Section 2.     Of The True God**

We believe the Scriptures teach that there is one living and true God, an infinite, intelligent Spirit, whose Name is Jehovah, the creator and supreme ruler of heaven and earth; inexpressibly glorious in holiness, and worthy of all possible honor, confidence and love; that in the unity of the Godhead there are three persons – the Father, the Son and the Holy Spirit – equal in every divine perfection, and executing distinct but harmonious offices in the great work of redemption.

*(Matthew 28:19-20; John 17:3; 2Corinthians 13:14)*

**Section 3.     Of Christ**

We believe in the absolute deity of the Son, the Lord Jesus Christ; that He was divine as no other man can be, being total man and total God, existing from all eternity co-equally with the Father and the Holy Spirit, and that He is the creator and sustainer of all things; that He never ceases to be God for one instant and that His humiliation did not consist in laying aside His deity; that as a man He was miraculously begotten of the Holy Spirit and born of a virgin, sinless in His life, ministering often with miracles, making atonement for the sins of the world by His death, bodily resurrection, and ascension. We believe the Scriptures teach that He is our High Priest seated at the right hand of God, our intercessor and our advocate. We believe in the personal,

visible, imminent return of the Lord Jesus Christ for His church and in His coming glory with the believers to set up His kingdom on the earth.

*(Isaiah 7:14; Colossians 1:15-17; Matthew 9:6; John 5:39; Acts 1:3; I Thessalonians 4:13-17; Hebrews 1:3; Revelation 20)*

#### **Section 4. Of The Holy Spirit**

We believe that the Holy Spirit is a divine person, equal with God the Father and God the Son, and of the same nature; that He was active in creation; that in His relation to the unbelieving world He restrains the evil one until God's purpose is fulfilled; that He convicts of sin, of righteousness, and of judgment; that He bears testimony to the truth of the Gospel in preaching and testimony; that He is the agent of the new birth; that He baptizes the believer into the body of Christ at the moment of salvation; that He seals, indwells, empowers, guides, convicts, teaches, witnesses, comforts, sanctifies, and helps the believer.

*(John 7:38-39; 14:16-17; 16:8-14; Romans 8:9-17; 1 Corinthians 12:13)*

#### **Section 5. Of Satan**

We believe that Satan is a spirit, a fallen angel. He is the unholy god of this age, the author of all the powers of darkness, the father of lies, and destined to the judgment of eternal punishment in the lake of fire.

*(Job 1,2; Isaiah 14:12-17; John 8:44; 2 Corinthians 4:3-4; Revelation 20:7-10)*

#### **Section 6. Of Man and Personal Salvation**

1. We believe the Genesis account of creation and believe that man came by direct creation of God. *(Genesis 1,2; John 1:3)*
2. We believe that man, in the person of the first Adam, was created in innocence but by voluntary transgression fell into sin, thus plunging the whole human race into condemnation and death. All mankind is now born in sin and become willful sinners with the expression of personal choice, and so are without excuse before God. *(Genesis 3; Romans 5:10-19)*
3. We believe that the only escape from the condemnation of sin is through the redemption wrought by Jesus Christ when he voluntarily took a human body and nature, yet without sin, and by His death and resurrection made full satisfaction to the justice of God for the sin of man; that the blessings of salvation are given by grace to all who believe and confess Him as Lord and Savior. *(John 1:1-3; John 1:14; John 3:1-7; Hebrews 10:4-14)*
4. We believe that faith in the finished work of the Lord Jesus Christ is the only condition of salvation from sin, and this salvation is wholly by grace; that no works, however good, make this salvation more secure. We believe that all who take Christ as their Savior are spiritually reborn and are eternally secure in Christ. *(John 10:28-29; Romans 8:35-39; Philippians 1:6; Ephesians 2:8-10; Titus 3:5-7)*
5. We believe that death is the end of physical life, but not the end of spiritual existence. All persons, whether they have a relationship with God or not, possess immortality. After Jesus returns, all humanity will be judged. Those who have refused a relationship with God through the Son will be separated from Him with everlasting conscious suffering; those who have embraced relationship with Him through the Son will enjoy His presence forever in heaven, without tears, pain, death or evil. *(Matthew 10:28; 1 Corinthians 2:9; 15:12-23; Hebrews 9:27; Revelation 10:11; 21:1-4)*

## **Section 7. Of The Church**

1. **The Universal Church** – We believe that the Church universal is a New Testament institution made up of all born again believers in Jesus Christ, established by Jesus Christ, who is its sole Head; an Old Testament mystery revealed in the New Testament by the Apostles; empowered and perpetuated by the Holy Spirit; it is His “body” for service and His “bride” for glory. It began with the New Testament saints and will be consummated at the coming of Christ in the rapture. (*Matthew 16:18; 28:18-20; Acts 1:8; Colossians 1:18*)
2. **The local Church** – We believe that the church universal is manifest through the local church, which is a congregation of believers by agreement with the Articles of Faith and Statement of Purpose, observing the ordinances of Christ, governed by His laws, exercising the gifts of the Spirit, enjoying the rights and privileges invested in it by the Word of God; that it has the absolute right of self-government directed by the Holy Spirit and is answerable only to the Lord Jesus Christ; and that in all matters of membership policy, government, discipline, and benevolence the will of the local church is final. (*Matthew 18:15-17; Acts 2:41-67*)

## **Section 8. Of The Righteous and Wicked**

We believe that there is a radical and essential difference between the righteous and the wicked; that only those who through faith are justified in the Name of the Lord Jesus Christ and sanctified by the Spirit of God, are truly righteous in God’s esteem. All who continue in impenitence and unbelief are in God’s sight wicked and cursed. This distinction holds among mankind both during life and after death, in the everlasting conscious joy of the saved and the everlasting conscious suffering of the lost.

(*Malachi 3:18; Matthew 25:34-41; Luke 6:25; John 8:21; Romans 6:17-23*)

## **Section 9. Civil Government**

We believe that God has ordained and created all authority consisting of three basic institutions: 1) the home, 2) the church, and 3) the state. Every person is subject to these authorities, but all (including the authorities themselves) are answerable to God and governed by His Word. God has given each institution specific Biblical responsibilities and balanced those responsibilities with the understanding that no institution has the right to infringe upon the other. The home, the church, and the state are equal and sovereign in their respective Biblically assigned spheres of responsibility under God. (Rom. 13:1-7; Eph. 5:22-24; Heb. 13:17; I Pet/ 2:13-14)

## **Section 10. Human Sexuality and Marriage**

1. We believe that God has commanded that no intimate sexual activity be engaged in outside of a marriage between one man and one woman. We believe that any form of homosexuality, lesbianism, bisexuality, bestiality, incest, fornication, adultery, and pornography are sinful perversions of God’s gift of sex. We believe that God disapproves of and forbids any attempt to alter one’s gender by surgery or appearance. (Gen. 2:24; Gen. 19:5, 13; Gen. 26:8-9; Lev. 18:1-30; Rom. 1:26-29; I Cor. 5:1; 6:9; I Thess. 4:1-8; Heb. 13:4)
2. We believe that the only Scriptural marriage is the joining of one man and one woman. (Gen. 2:24; Rom. 7:2; I Cor. 7:10; Eph. 5:22-23)

## **Section 11. Family Relationships**

1. We believe that men and women are spiritually equal in position before God but that God has ordained distinct and separate spiritual functions for men and women in the home and the church. The husband is to be the leader of the home, and men are to be the leaders (pastors, elders, and deacons) of the church. Accordingly, only men are eligible for licensure and ordination by the church. (Gal. 3:28; Col. 3:18; I Tim. 2:8-15; 3:4-5, 12)
1. We believe God has ordained the family as the foundational institution of human society. The husband is to love his wife as Christ loves the church. The wife is to submit herself to the Scriptural leadership of her husband as the church submits to the headship of Christ. Children are a heritage from the Lord. Parents are responsible for teaching their children spiritual and moral values and leading them, through consistent lifestyle example and appropriate discipline, including Scriptural corporal correction. (Gen. 1:26-28; Ex. 20:12; Deut. 6:4-9; Ps. 127:3-5; Prov. 19:18; 22:15; 23:13-14; Mk. 10:6-12; I Cor. 7:1-16; Eph. 5:21-33; 6:1-4; Col. 3:18-21; Heb. 13:4; I Pet. 3:1-7)

### **Section 12. Abortion**

We believe that human life begins at conception and that the unborn child is a living human being. Abortion constitutes the unjustified, unexcused taking of an unborn life. Abortion is murder. We reject any teaching that attempts to justify abortions of pregnancies due to rape, incest, birth defects, gender selection, birth or population control, or the physical or mental well-being of the mother. (Job 3:16; Ps. 51:5; 139:14-16; Isa. 44:24; 49:1, 5; Jer. 1:5; 20:15-18; Luke 1:44)

### **Section 13. Euthanasia**

We believe that the direct taking of an innocent human life is a moral evil, regardless of the intention. Life is a gift of God and must be respected from conception until natural death. Thus we believe that an act or omission which, of itself or by intention, causes death in order to eliminate suffering constitutes a murder and is contrary to the will of God. Discontinuing medical procedures that are extraordinary or disproportionate to the expected outcome can be a legitimate refusal of over-zealous treatment. (Ex 20:13, 23:7; Matt. 5:12; Acts 17:28)

### **Section 14. Love**

We believe that we should demonstrate love for others, not only toward fellow believers, but also toward both those who are not believers, those who oppose us, and those who engage in sinful actions. We are told to deal with those who oppose us graciously, gently, patiently, and humbly. God forbids the stirring up of strife, the taking of revenge, or the threat or the use of violence as a means of resolving personal conflict or obtaining personal justice. Although God commands us to abhor sinful actions, we are to love and pray for any person who engages in such sinful actions, and seek to show them the forgiveness of sin available in Jesus Christ. (Lev. 19:18; Matt. 5:44-48; Luke 6:31; John 13:34-35; Rom. 12:9-10; 17:21; 13:8-10; Phil. 2:2-4; 2 Tim. 2:24-26; Titus 3:2; I John 3:17-18)

### **Section 15. Lawsuits between Believers**

We believe that Christians are prohibited from bringing civil lawsuits against other Christians or the church to resolve personal disputes, unless all Biblical avenues of reconciliation have been exhausted. We believe the church possess all the resources necessary to resolve personal disputes between members. We do believe, however, that a Christian may seek compensation for injuries from another Christian's insurance company as long as the claim is a part of the church's reconciliation and restitution process and is pursued without malice or slander. (I Cor. 6:1-8; Eph. 4:31-32)

### **Section 16. Missions**

We believe that God has given the church a great commission to proclaim the Gospel to all nations so that there might be a great multitude from every nation, tribe, ethnic group, and language group who believe on the Lord Jesus Christ. As Ambassadors of Christ, we must use all available means to go to the foreign nations and not wait for them to come to us. (Matt. 28:19-20; Mark 16:15; Luke 24:46-48; Acts 1:8; 2 Cor. 5:20)

### **Section 17. Giving**

We believe that every Christian, as a steward of that portion of God's wealth entrusted to him, is commanded to financially support his local church. We believe that God has established the tithe as a basis for giving, but that every Christian should give sacrificially and cheerfully to the support of the local church as God directs them, including gifts for the relief of those in need and the spreading of the Gospel worldwide. We believe that a Christian relinquishes all rights to direct the use of his offerings once the gift has been made. (Gen. 14:20; Prov. 3:9-10; Acts 4:34-37; I Cor. 16:2; 2 Cor. 9:6-7; Gal. 6:6; Eph. 4:28; I Tim. 5:17-18; I John 3:17)

### **Section 18. Of Ordinances**

We believe that there are two church ordinances: Baptism and the Lord's Supper. Baptism is the immersion of the believer in water and is properly called "Believer's Baptism." It sets forth in a beautiful and solemn way the believer's faith in the crucified, buried, and risen Savior, and symbolized in the believer's life the effects of that faith – death to sin, burial of the old sin nature, and resurrection to a new life. Baptism is a prerequisite to local church membership. The Lord's Supper is the commemoration of the Lord's death until He comes and our continual fellowship with Him, and should be preceded by careful self-examination.

*Acts 8:36-39; Romans 6:3-5; I Corinthians 11:23-28)*

## **Article IV                      Ministry Partnership**

### **Section 1.                      Definition**

Typically called "Members", Calvary has chosen the term "Ministry Partners" to identify all Christ-followers who have a clear testimony of born-again salvation and have

subsequently been baptized by immersion. We do not award “membership” to anyone. Instead, according to the book of Acts and the earliest church history, we affirm that Jesus Christ has added an individual to our number based on their testimony of faith. Any and all individuals who attend Calvary will be served with the love of Jesus. However, Ministry Partners are invited into the decision-making process by Calvary’s leadership and into positions of leadership.

### **Section 2. Qualifications for Ministry Partnership**

The ministry partnership of this church shall consist of persons who have confessed Jesus Christ as personal Lord and Savior, who have been subsequently baptized by immersion, who choose to support the mission and purpose of this church, who choose to begin faithfully participating in the ministries of this church, and who testify to such in the presence of an Elder.

### **Section 3. Termination of Ministry Partnership**

Ministry partnership in this church may be terminated by unanimous consent of the Elder Board for any of the following reasons:

1. By letter of request to transfer ministry partnership to a church of similar faith and practice.
2. By letter of request from a ministry partner to terminate ministry partnership.
3. By discipline of the Elders for the purpose of correction and restoration under the care of the Elder Board for anyone whose life or beliefs consistently violate the principles of God’s Word and this constitution.
4. With the exception of shut-in ministry partners and missionaries, by extended non-participation in worship and ministry for a period of at least six months, during which time the Elder Board has personally contacted the ministry partner to attempt restoration to fellowship.

## **ARTICLE V                      Statement of Structure**

### **Section 1. The Head Of The Church**

Christ is the Head of the Church. He is the true source of all the church is and does, and His glory is to be the objective of every act, function and motive of the body, both individually and corporately.

*(Ephesians 1:22-23; Ephesians 3:9-11; Colossians 1:18; Colossians 2:19)*

### **Section 2. Guidance For The Church**

God has provided His truth in the Bible for the direction of the Body of Christ. The Bible contains His commands, His counsel, and His purpose for the church and every individual.

*(Psalm 119; 2 Timothy 2:15; 2 Timothy 3:16-17)*

### **Section 3. Power For The Church**

The Holy Spirit is the source of the church's power. The Holy Spirit indwells both the individual and the church, and His role is to conform both to the image and character of Jesus Christ.

*(Acts 1:8; Romans 8:10-11; 1 Corinthians 3:16; 6:19; Galatians 5:16; Ephesians 1:13; 5:18)*

#### **Section 4. Leadership Of The Church**

Leadership of the local church begins with a recognition of the priesthood of all believers (1 Peter 2:5,9); that the Holy Spirit has given every member of the body of Christ a unique spiritual gift(s)

*(1 Corinthians 12:4-13)*; that Christ has given to the church certain gifted ministry partners to provide leadership for the church *(Ephesians 4:11-13)*; that those gifted leaders are accountable first to Christ, then to each other and to the church for their spiritual maturity, integrity, and Christ-like servanthood *(Matthew 20:25-28)*; and that God has called all ministry partners to be committed to and supportive of the leadership of the church. *(1 Corinthians 16:16; Hebrews 13:17)*

We recognize Jesus Christ and the Word of God as the final authority in all matters of leadership, and the Holy Spirit as the Communicator of and Guide into God's specific will and purpose for the local church. We also recognize that God's specific will and purpose for the local church is uniformly communicated to all ministry partners seeking the mind of Christ, so that all decisions can be made by unanimous consent.

Based on this Biblical model of leadership, the accountability for local church government is placed upon the entire ministry partnership, while the responsibility and authority of local church government rests with the Elder Board.

1. **The Elder Board** – The Elder Board is given the ultimate responsibility and authority for the oversight of the church. The Elders, as humble servants of Christ and His church, with the guidance of the Holy Spirit, will guard the spiritual condition and integrity of the church; implement and oversee all church ministries in accordance with the constitutional purpose statement; shepherd the flock, overseeing their spiritual growth and ministry involvement; assist the flock in times of physical need through the Elder Fund; oversee all teams and church officers to whom the Elders have delegated specific responsibilities; moderate all ministry partner forums; and be the official trustees of the legal corporation.

Recognizing the joint responsibility of the Elders to be the servants of the Ministry Partners in their spiritual leadership of the church, and the Ministry Partners responsibility to trust the Elders servant-hearted leadership, the Elder Board is entrusted with all leadership decisions. Recognizing their accountability to the Ministry Partners for decisions that exceed daily leadership requirements, the Elders will seek the input of all ministry partners through personal contact and/or ministry partner forums prior to making decisions in any of the following areas, and will only make

those decisions by unanimous consent based on the unity of the ministry partnership after any and all concerns and objections have been properly handled:

1. Constitutional Amendments and changes to the By-Laws
2. Appointments of all Officers and Deacons
  - Acquisition, disposition, and encumbrance of real property
1. Church consolidation or dissolution
2. Church affiliation
3. Pastoral and Ministry Staff changes
  - Elder Confirmation
  - Budget Approval

Ministry partners may, by personal contact with the Elder Board, request a ministry partner forum on any issue or item. If, following such a meeting with the person(s) making such request, the Elder Board unanimously agrees that such a forum would be helpful to ministry partner unity, they shall call a ministry partner forum for a discussion of that specific item.

The Elder Board will exclude individual Elders from specific votes on items that directly involve or affect that Elder; such as, but not limited to, pastoral salaries, vacations, sabbaticals, etc.

The Elder Board shall consist of the spiritually qualified pastoral staff and, at minimum, an equal number of spiritually qualified lay elders.

1. **Spiritually Qualified Pastoral Staff** – To the pastor(s) of the church, in addition to the primary responsibilities of an Elder, is given the responsibility of preaching and teaching God's Word; overseeing the spiritual training of the body of believers so that they might carry out the commission of Jesus Christ within the parameters of the constitutional purpose statement; and overseeing the shepherding of the flock, their spiritual growth and ministry participation. Pastors may be called, based on their spiritual gifts, to serve in areas such as, but not limited to, Senior Pastor, Preaching/Teaching, Administration, Visitation, Youth, and Christian Education. Sabbaticals are available to the pastoral staff for the purpose of further education and/or ministry and mission opportunities. Sabbatical usage and timing will be by unanimous consent of the Elders on an individual basis. Pastors remain in office until one of the following occurs: resignation in writing to the Elder Board; unanimous consent of the Elder Board that the pastor's ministry is being directed elsewhere; or removal from office based on Elder discipline.

#### 1. **Pastoral Selection Process**

The pastor(s) must meet the spiritual qualifications of 1 Timothy 3:1-7 and Titus 1:5-5 and be male. When possible, pastors will be trained within the local church and called from within the ministry partnership according to the same process as for lay elders below. When that preferred method is not available, the Elder Board will serve as the

search team, with additional ministry partner participation, and will present to the congregation a qualified candidate for the position according to the following process:

1. Formulation of specific ministry description and purpose statement for the position;
  2. Recognition of spiritual gift(s) necessary in the candidate for the position;
  3. Prayer and fasting about God's choice for the position;
  4. Seeking of qualified candidates for the position;
  5. Prayerful initial evaluation of each candidate based on resume and references, selecting by unanimous consent only those qualified;
  6. Personal meeting with each qualified candidate;
  7. Prayerful evaluation of each qualified candidate, selecting by unanimous consent one candidate for additional evaluation;
  8. Personal in-depth meeting with qualified candidate;
  9. Presentation of candidate, by unanimous consent, to the congregation for review at a public meeting and additional time as needed for personal contact;
  10. Two weeks of prayerful input from congregation to elders concerning the candidate;
  11. When the Elders are assured of God's direction, of unity in the ministry partnership, and that any and all previous objections have been properly addressed, the Elder Board, by unanimous consent, will issue a call to the candidate.
1. **Spiritually Qualified Lay Elders** – Lay Elders are ministry partners who are recognized by the congregation as men modeling the spiritual qualities set forth in 1 Timothy 3:1-7 and Titus 1:5-9; who have recognized God's call on their life for spiritual leadership and the Holy Spirit's gifts in their life for such leadership; who fully understand and appreciate the role of Elder and its responsibilities and are dedicated to accomplishing God's purpose; and who have proven themselves faithful in other areas of ministry in the church. As long as an Elder maintains his spiritual qualifications and ministry partnership, he remains an Elder for life unless he chooses to resign in writing to the Elder Board. On a rotating basis, each lay Elder may request a one-year sabbatical every sixth year.

#### 1. **Lay Elder Selection Process**

Any ministry partner may present an Elder candidate to the Elder Board. The candidate will voluntarily participate in the following evaluation and confirmation process:

1. Elder review of previous church ministry involvement;
2. Elder evaluation of spiritual gifts and call to ministry leadership;
3. Elder review and evaluation of spiritual qualifications; if, at this point, the candidate shows any area of deficiency, he is assigned an Elder mentor who will disciple the candidate in those areas of weakness. Upon showing sufficient growth in those areas, the confirmation process continues;
4. Candidate is presented to the congregation as an Elder candidate, and they are asked to pray for him, for the Elders, and to provide their personal input on the candidate to the Elders.
5. Candidate begins a 6 – 12 month partnership with the Elder Board that consists of:
  - a. Attendance at all Elder meetings and participation in discussions; (candidate may be excluded from certain discussions of a confidential or sensitive nature)
  - b. Relationship building with Elders, including open and candid discussions of spiritual strengths and weaknesses;
  - c. Training in church administration, leadership skills, and Elder Board function.
6. Following this period of evaluation and training, and by the unanimous consent of the Elder Board, the candidate is presented to the congregation for final commendation. This 1 (one) month process involves:

- a. The candidate's personal testimony of salvation, call to eldership, and gifts for leadership, presented verbally at a ministry partner forum, and
- b. The opportunity for each ministry partner to have input to the Elder Board concerning the candidate;
- 7. When the Elders are assured of God's direction, of unity in the ministry partnership, and that any and all previous objections have been properly addressed, the Elder Board, by unanimous consent, affirms the new Elder in the presence of the congregation.
- **Spiritually Qualified Ministry Staff** – Spiritually gifted and qualified individuals may be called to serve in areas such as, but not limited to, Administration, Visitation, Youth, Christian Education and Music and will be known as Ministry Staff. Their staff responsibilities will be limited to their specific area of ministry. They will be under the oversight and authority of the Elders and Pastoral Staff.

1. **Ministry Staff Selection Process**

When possible, ministry staff will be trained within the local church and called from within ministry partnership according to the same process as for lay Elders above, with the exceptions of item 5 and that any mentor assigned to the candidate will be of the same gender. When that preferred method is not available, the Elder Board will serve as the search team, with additional ministry partner participation, and will present to the congregation a qualified candidate for the position according to the same process as for pastoral candidates.

20. **Pastor, Lay Elder, and Ministry Staff Accountability** – All ministry partners are accountable to one another for their spiritual character, integrity, and doctrinal purity, so therefore the Elders and Ministry Staff are subject to the same accountability and discipline according to the Biblical principles found in Matthew 18:15-20, 1 Corinthians 5, II Thessalonians 3:14-15, and 1 Timothy 5:19-20. In this last passage, no accusation against an Elder (or Ministry Staff person) is to be taken seriously unless it can be supported by two or three witnesses. If and when this is the case involving sin or character issues, the following process is to be followed:
- a. Those witnesses meet with the Elder or staff person personally and confidentially to address the specific sin, with the hope of immediate repentance and restoration.
  - b. If the Elder or staff person is unwilling to admit the sin and repent, the witnesses will come to the Elder Board and share the information confidentially.
  - c. If at least one additional Elder agrees that sin may be involved, the Elder Board, with the witnesses, will confidentially meet with the individual Elder or staff person to discuss the accusation and determine its validity. If it is valid, because of the Elder's or staff person's unwillingness to admit sin when first confronted, the offender will be placed on ministry probation (temporary suspension of all responsibilities connected to the ministry position) and assigned a personal accountability mentor to deal with the issue. Upon satisfactory evidence of repentance and victory over the sin involved, by unanimous consent of the Elders, the individual may be restored to full ministry responsibilities.
  - d. If the Elder or staff person continues in this unrepentant sin, then the Elders must come before the congregation and confront the sinning Elder or staff person publicly, seeking repentance and restoration.
  - e. If the Elder or staff person continues in this unrepentant sin, then the Elders must publicly remove this sinning Elder or staff person from their office, and if necessary, from ministry partnership, but always in a spirit of hope for repentance and restoration.

- f. Once removed from office, an Elder or ministry staff person may be restored to a previous ministry position by following all requirements for that position set forth in this constitution.

If the concern of the ministry partners is of a doctrinal nature, the above process will be followed, beginning with step b.

## **Section 5. Officers Of The Church**

Based on the spiritual giftedness of each active ministry partner, their spiritual qualifications, and their proven abilities, the Elder Board shall appoint by unanimous consent, the following Board and Officers, for the purpose of carrying out the duties and obligations of the corporation under the direction and supervision of the Elder Board:

1. **Deacon Board** – To the Deacon Board is given the responsibility of overseeing all property and possessions owned by the church; the oversight of the financial affairs of the church and management of the funds in relation to the approved Annual Budget; and preparation of an Annual Budget to be approved by the Elder Board, soliciting input from each and every board, team, ministry and organization affected by the Budget. The Deacons must receive Elder approval for any non-budgeted expense exceeding \$1,000 and any changes to the Budget amounting to more than 20% of the specific line item. The size of the Deacon Board shall be determined by the Elder Board and based on the needs of the church.
2. **Church Treasurer and Assistant** – To the church Treasurer is given the responsibility to account for all the expenses of the church except the Elder's Fund; to sign any and all checks for the corporation; to be an ex-officio member of the Deacon Board; to provide monthly financial reports to the Deacon Board; to provide a quarterly report of income and expenses to the congregation and an annual report at the end of each fiscal year. The assistant shall handle any and all said responsibilities in the absence of or at the direction of the Treasurer.
3. **Financial Secretary and Assistant** – To the Financial Secretary is given the responsibility, with non-spousal second party verification, to account for all receipts of money and non-cash gifts given to the church, except the Elder's Fund; to report the weekly amount of receipts to the Church Treasurer; and to prepare confidential calendar year-end tax statements to all qualified contributors to the church. The assistant shall handle any and all said responsibilities in the absence of or at the direction of the financial secretary.
4. **Church Clerk** – To the church Clerk is given the responsibility to keep an accurate record of all business proceedings of the church; to be the custodian of all records and historical papers as directed by the church; to keep a record of all ministry partners as directed by the Elder Board; to be the correspondence secretary for the Elder Board in relation to ministry partnership issues; and to present an annual report of any and all ministry partnership changes to the congregation.
5. **Other Teams and Officers** – The Elder Board may appoint any additional officers and teams as may be necessary to carry out the purpose of the church. These officers and teams may be defined in the by-laws of this constitution.
6. All Elders and Officers of the church will be required to sign the Calvary Conflict of Interest Policy attached to this constitution as Addendum #1.

## **ARTICLE VI                      Church Property**

### **Section 1.            Acquisition, Disposition, and Encumbrance of Real Property**

In acquiring or selling real estate, or encumbering real estate, or constructing a building, the Deacon Board shall act only upon unanimous consent of the Elder Board following ministry partner input and unity with the exception of non-cash property donated to the Church as a gift or tithe. The management, use, or sale of such donations shall be at the discretion of the Deacon Board.

**Section 2. Designated Contributions**

From time to time, in the exercise of its religious, educational, missional, and charitable purposes, the church may establish various funds to accomplish specific goals. Contributors may suggest uses for their contributions, but all suggestions shall be deemed advisory rather than mandatory in nature. All contributions made to specific funds or otherwise designated shall remain subject to the exclusive control and discretion of the Elders and Deacons. No fiduciary obligation shall be created by any designated contribution made to the church other than to use the contribution for the general furtherance of the expressed mission and purpose of the church.

**Section 3. Consolidation**

Should consolidation with another church ever be recommended by the Elder Board the disposition of the property shall be negotiated by the Deacon Board for Elder Board approval following congregational input and unity.

**Section 4. Division**

In case of an organic division of the ministry partnership, the church property shall remain with the ministry partners who abide by this constitution, even though they may not be the largest group in such division.

**Section 5. Dissolution**

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501( c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE VII**

**Indemnification**

### **Section 1. Actions Subject to Indemnification**

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

### **Section 2. Expenses Subject to Indemnification**

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

### **Section 3. Limitations of Indemnification**

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

### **Section 4. Time of Indemnification**

Expenses of each person seeking indemnification under this Article, may be paid by the church as they are incurred, in advance of the final disposition of the

action, suit, or proceeding, as authorized by the board of elders in the specific case, on receipt of an undertaking by or on behalf of the pastor, elder, officer, employee, or agent to repay the amount if it is ultimately determined that he or she is not qualified to be indemnified by the church.

#### **Section 5. Extent of Indemnification**

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

#### **Section 6. Insurance**

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

### **ARTICLE VIII                      Amendments**

This constitution may be amended according to the following procedure:

1. Any and all proposed amendments must be presented in writing to the Elder Board.
2. The Elder Board will prayerfully consider the validity of the amendment, and by unanimous consent present it to the Ministry Partners for input. A copy of the proposed amendment will be mailed to all Ministry Partners one month prior to a Ministry Partner Forum.
3. Following the forum the Elder Board may adopt the amendment by unanimous consent based on the unity of the congregation after all concerns and objections have been handled properly.

### **ARTICLE IX                      By-Laws**

Attached to this constitution shall be the operating principles for the church known as By-Laws. No by-law shall in any way contradict this constitution. The by-laws may be changed or amended by unanimous consent of the Elders following a two-week review of the proposed change by the ministry partnership and confirmation by the Elders of Ministry Partner unanimity.

## **Calvary Baptist Church By-Laws**

*Revised 2011*

### **ARTICLE I Ministry Partnership**

#### **Section 1. Process of Ministry Partnership**

##### **1. New Believers**

Ministry partnership in Calvary Baptist Church shall be joyously conferred by the Elders upon any individual who, as a part of this church's ministry, accepts God's free gift of salvation through Jesus Christ and is baptized by immersion as a statement of faith in and identification with Jesus as Lord, who chooses to support the mission and purpose of this church, and who commits to actively participating in the ministries of this church.

##### **1. Experienced Believers**

Ministry Partnership in Calvary Baptist Church shall be joyously conferred by the Elders upon any individual who is not currently a member of another church of similar faith and practice, who gives testimony of their salvation and believer's baptism experience to an Elder, who chooses to support the mission and purpose of this church, and who commits to actively participating in the ministries of this church.

##### **1. Membership Transfers**

Ministry Partnership in Calvary Baptist Church shall be joyously conferred by the Elders upon any individual who wishes to transfer their current membership from a church of similar faith and practice to Calvary Baptist Church, who gives testimony of their salvation and believer's baptism experience, who chooses to support the mission and purpose of this church, who chooses to begin faithfully participating in the ministries of this church, and, if from the local area, who meets with an Elder for an interview concerning their reasons for such membership transfer.

##### **1. Ministry Partnership Restoration**

Ministry Partnership in Calvary Baptist Church shall be joyously conferred by the Elders upon any individual who, following exclusion from Ministry Partnership in this church or other church of similar faith and practice, gives satisfactory evidence of repentance and change in testimony and in lifestyle to the Elder Board and to the Ministry Partnership.

#### **Section 2. Practice of Ministry Partnership**

Each ministry partner of Calvary Baptist Church is asked, in accordance with the Ministry Partner's Statement of Purpose, to commit their:

- 1. Time** – for meeting together in worship and Bible Study and prayer; to participate in decision making through input to the Elders; and for ministry service;
- 2. Talents** – to make the body of Christ complete and effective in accomplishing its mission;
- 3. Treasures** – to cheerfully give the first fruits of all God provides for the support of the ongoing ministry;

4. **Teaching** – to agree with and uphold the truths of God as stated in the Statement of Faith; and
5. **Tongue** – to exalt God, encourage and edify others, and evangelize the world, not allowing Satan to destroy unity and harmony by our words.

### **Section 3. Purpose Statement of Ministry Partners**

*“Having been led by the Spirit of God to receive Jesus Christ as Savior and Lord by grace through faith (Ephesians 2:8-9), and having publicly confessed my faith in Christ by word and in baptism by immersion (Romans 6:1-4), I hereby enter into a covenant relationship of partnership with Calvary Baptist Church. It is my desire in this partnership to grow in the grace, knowledge and love of God (Ephesians 1:1-21), to become mature in my faith (Ephesians 4:12-14), and to serve the Lord in the power of the Holy Spirit as a working part of the local body of believers at Calvary (Ephesians 4:15-16)*

*As a part of my growth into Christ-likeness, I will make every effort in the power of the Holy Spirit to do the following:*

- *to faithfully attend the worship services of this church, so that I might praise God and celebrate my new life in Christ;*
- *to study and obey the Bible as my rule of faith and practice of life;*
- *to worship God through the regular and cheerful participation in the ministries of Calvary according to my spiritual gift(s);*
- *to give of my financial resources for the support of this church’s ministry and growth;*
- *to share with others God’s saving power in my life and communicate God’s love for them, praying that God will use me to lead them to a personal faith in Christ;*
- *to show God’s love to those in need, warmly caring for others with the compassion of Christ;*
- *to humbly serve others with the mind of Christ, striving after peace and unity, bearing their burdens, bearing with their faults, praying for them consistently, forgiving them as God has forgiven me, and encouraging them;*
- *to allow the love of God to be visible and tangible to others in my conduct and conversation.*

*It is with a grateful heart for my salvation that I seek to accomplish this purpose as a part of this church to the Glory of God.”*

### **Section 4. Discipline of Ministry Partners**

It is the duty and privilege of each ministry partner, in the power of the Holy Spirit, to live in accordance with God’s Word, and to partner with others to accomplish God’s purpose. In addition, as Ministry Partners, we seek to uphold Calvary’s Statement of Faith, to support and participate in Calvary Baptist Church’s Purpose Statement, and to strive to live according to the Ministry Partner’s Statement of Purpose. If any ministry partner is found to consistently choose to live or teach in ways contrary to God’s Word or these items, or if personal grievances between ministry partners threaten the unity and ministry of the church, those ministry partners shall be admonished according to the Scriptural guidelines found in Matthew 18:15-17.

This personal and confidential contact with the offender(s) by the offended party shall be done in a spirit of love and forgiveness and should result in reconciliation and restoration. If it does not, a signed written statement of the offence naming the offender(s) shall be submitted to the Elder Board by the offended party, who in turn, will jointly contact the offender(s) in a spirit of love, forgiveness, and reconciliation seeking restoration. If the offender(s) responds to this corrective measure, then no report to the ministry partnership shall be necessary. If, however, the offender(s) fails to demonstrate repentance and seek forgiveness, the Elder Board will report the offense to a Ministry Partner Forum and provide an opportunity for the offender(s) to repent and seek reconciliation. If the offender(s) does not repent, the Elder Board shall remove the offender(s) from all official responsibilities in the church and/or from ministry partnership in the church, with the goal of offering forgiveness and reconciliation upon evidence of repentance by the offender(s) (I Corinthians 5; 2 Corinthians 2:5-11; Galatians 6:1-2). Any ministry partner not following these guidelines when experiencing offense or grievance with another person shall themselves be subject to the discipline of the Elder Board according to these Biblical standards, so that unity and harmony may be maintained.

## **ARTICLE II            Meetings of the Church**

### **Section 1.    Ministry Partner Forums**

1. The fiscal year for the church shall be March 1<sup>st</sup> through February 28<sup>th</sup>(29<sup>th</sup>).
2. Ministry Partner forums are held in accordance with the Constitution.
3. An annual jubilation shall be held on the last Sunday of the fiscal year to worship and glorify God, to celebrate God's faithfulness, provision, answered prayer, and kingdom harvest during the previous year, to be informed of the Elder's appointments of all Deacons and officers, to receive the new fiscal Budget and to pray for the upcoming year of ministry opportunities.
4. All participating ministry partners must be 16 years of age or older.

## **ARTICLE III            Officers, Boards and Teams**

### **Section 1.    Deacon Board**

The Deacon Board shall consist of a minimum of three (3) participating ministry partners and, in addition to its constitutional duties, carry out the following responsibilities:

1. Hire and oversee the church custodian.
2. Hire and oversee additional staff to maintain the church property.
- 3.
4. Appoint an Auditing Team annually to audit the church financial records and present a report to the Annual Jubilation of the congregation. This team shall consist of a minimum of three (3) participating Ministry Partners who are gifted to conduct the audit. The members of this team may not be members of the Elder Board, Deacon

Board or hold the office of Church Treasurer, Financial Secretary or their assistants. The Deacon Board may choose to have the auditing of the church financial records done by an outside agency.

### **Section 2. Terms of Office**

With the exception of the Elder Board, whose terms are set in the Constitution, all board and team members and officers shall be confirmed annually by unanimous consent of the Elder Board, following Ministry Partner input. Board and team members may, by request to the Elders and Elder approval, take a one year sabbatical from their position(s).

### **Section 3. Confirmation Procedure**

The procedure for appointment and confirmation to the above mentioned boards, teams and offices shall be as follows:

1. The Elder Board shall, based on the spiritual gift(s) of the Ministry Partner, appoint all board and team members and officers, with the exception of certain positions appointed by certain teams as stated in the By-Laws. The appointees to all positions shall have agreed to serve in that position and shall be in full agreement with the Statement of Faith and shall be consistently demonstrating their progress in spiritual growth and maturity in both word and deed.
2. The Elder Board shall post a list of all its appointments for (4) weeks prior to the Annual Jubilation.
3. During the four (4) weeks, each participating Ministry Partner is asked to pray over each appointee and communicate their confirmation or concerns with their specific Elder.
4. During the week prior to the Annual Jubilation, the Elder Board will, by unanimous consent, confirm all appointees based on the unity of the Ministry Partnership after any and all concerns have been properly handled. If an appointee is not confirmed by the Elders, a new appointee will be sought and the process repeated immediately.
5. All confirmed appointees begin their terms of office in conjunction with the fiscal year of the church.
6. If for any reason any confirmed appointee resigns or is removed from their office, the Elder Board may, at their discretion, appoint a successor for the remainder of that fiscal year.

### **Section 4. Policy and Procedure Manuals**

Each board, team, and officer shall be responsible to maintain an up to date policy and procedure manual which sets forth the operational guidelines for said board, team, or office and said manual shall be updated with any and all new procedures as adopted in the minutes of the church, board or team. No part of these manuals may contradict or circumvent the church Constitution or these By-Laws. These manuals will be kept on file in the church office and will be valuable in the training of new appointees to boards, teams and offices.

### **Section 5. Annual Reports**

Each board, team, and officer of the church shall file an Annual Report at least three (3) weeks prior to the Annual Jubilation.

## **ARTICLE IV                      Pastoral Relations**

### **Section 1.      Pastoral Relations**

1. Recognizing that pastors are a gift from the Head of the church, Jesus Christ, we, the Ministry Partners of Calvary Baptist Church, promise to pray for them, support them financially, encourage them, love them, respect them, learn from them, and in all other areas treat them as the under shepherd of Christ Himself; and to treat their families in like manner.
2. Pastoral and ministry staff salaries and annual vacations will be specified at the time of their calling and may be adjusted by unanimous consent of the Elder Board, typically done as a part of the annual budget process. If mid-year adjustments become necessary, the Elders will seek Ministry Partner input before granting any salary increase.
3. Pastors and ministry staff shall be granted time each year by the Elders to participate in other ministry functions and related areas according to their spiritual gifts and interests, including, but no limited to, Bible camps, CBNC functions and conferences, continuing education, and mission work.

### **Section 2.      Licensing, Ordination and Commissioning**

1. The Elder Board may grant by unanimous consent a license to preach to any male member who gives evidence of his spiritual gifts, preparedness and ability.
2. The Elder Board may ordain any male member for full time pastoral ministry who gives evidence of God's call upon his life. The procedure shall be:
  - a. The Elder Board shall examine the candidate with regard to his call from God, his doctrinal statement, and his philosophy of ministry. The qualifications recommended by the Conservative Baptist North Central (CBNC) shall be taken into consideration.
  - b. The Elder Board shall present the candidate for ordination to a Ministry Partner Forum where the Ministry Partners may be informed of the examination process and ask questions of the candidate.
  - c. Following said forum, by unanimous consent of the Elders, the Church Clerk shall call an Ordination Council consisting of delegates from at least five (5) CBNC churches selected by the Elder Board, plus any other participants as requested by the candidate, who shall further examine him as to his conversion, Christian experience, preparation for ministry and doctrinal beliefs.
  - d. Ordination shall proceed upon satisfactory recommendation of the Ordination Council with an ordination service planned by the Elder Board and the candidate.
3. The church may commission any Ministry Partner for full time Christian service who gives evidence of God's call upon his/her life. Such Christian service may include, but is not limited to, missionary work, Christian education, music ministry and youth ministry.
4. Whenever any minister ordained by this church or Ministry Partner commissioned by this church is reasonably suspected of a life, conduct, or practice in violation of the Scriptures, or having departed in belief and teaching from the Statement of Faith in this Constitution, the Elder Board has the authority to investigate any such suspicions and/or charges against such person in accordance with the Constitution ARTICLE VI, Section 4, paragraph A, sub-paragraph iv. If in their unanimous judgment the ordination or commissioning credentials should be revoked, the Elders shall call a council of delegates from at least five (5) CBNC (Conservative Baptist North Central) churches, before whom the person will be allowed to answer to the charges brought against them. The action taken by the council shall be impartial, in the spirit of reconciliation, restoration, and love, and shall be final. Any person having credentials so removed may be restored to ministry following sufficient evidence of repentance,

mentoring, spiritual victory, and lifestyle change, and who follows constitutional requirements for that ministry position.

## **ARTICLE V                      Auxiliary Organizations**

1. No organization or ministry outreach may be formed or considered a part of the church activities before its sponsors have submitted their plans to the Elder Board for sanction and approval and until such organization and ministry has been found to be in agreement with this Constitution, By-laws, Statement of Faith and Purpose Statement, and sanction and approval has been granted by unanimous consent of the Elder Board.
2. Presidents, directors, chairpersons, or otherwise heads of all such organizations and ministries shall be active Ministry Partners of this church.

### **ADDENDUM #1**

#### **Conflicts of Interest Policy**

#### **Calvary Baptist Church – Eau Claire, WI**

##### **1. Reason for Statement**

As a church initiated and sustained by God, the organization has a mandate to conduct all of its affairs decently and above reproach both in the sight of God and man. That accountability includes a commitment to operate with the highest level of integrity and to avoid conflicts of interest. This duty is underscored by Standard 6 of ECFA (Evangelical Council for Financial Accountability).

As a nonprofit, tax-exempt entity, the church depends on charitable contributions from the public. Maintenance of its tax-exempt status is important both for its continued financial stability and for the receipt of contributions and public support. Therefore, the IRS and state corporate and tax officials view the operations of the organization as a public trust, accountable to both governmental authorities and members of the public.

Among the church and its Elders, Deacons, officers, and management employees, there exists a fiduciary duty, which carries with it a broad and unbending duty of loyalty. The Elders, Deacons, officers, and management employees are responsible for administering the affairs of the organization honestly and prudently, and for exercising their best care, skill, and judgment for the sole benefit of the organization. Those persons shall exercise the utmost good faith in all transactions involved in their duties, and they shall not use their positions with the organization or knowledge gained there from for their personal benefit. The interests of the organization must have the first priority, and all purchases of goods and services must be affected on a basis that secures for the organization full competitive advantages as to product, service, and price.

##### **2. Persons Concerned**

This statement is directed to Elders, Deacons, and officers, as well as those employees annually designated by the Elders and Deacons who influence the actions

of the organization or its Boards, or make commitments on their behalf. For example, this would include all who make purchasing decisions, all other persons who might be described as “management personnel,” and all who have proprietary information concerning the organization.

### **3. Areas in Which Conflicts May Arise**

Conflicts of interest may arise in the relations of Elders, Deacons, officers, and management employees with any of the following third parties:

- Persons or entities supplying goods and services to the organization.
- Persons or entities from which the organization leases property and equipment.
- Persons or entities with whom the organization is dealing or planning to deal in connection with the gift, purchase, or sale of real estate, securities, or other property.
- Persons or entities paying honoraria or royalties for products or for services delivered by the organization for its agents or employees.
- Other ministries or nonprofit organizations.
- Donors and others supporting the organization.
- Stations or programmers that carry the organization’s programming.
- Agencies, organizations, and associations that affect the operations of the organization.

### **4. Nature of Conflicting Interest**

A material conflicting interest may be defined as an interest, direct or indirect, between any person or entity mentioned in Section 3, and an Elder, Deacon, officer, or management employee, which might affect,

*or might reasonably be thought by others to affect,*

the judgment or conduct of an Elder, Deacon, officer, or management employee of the organization. Such an interest might arise through

- Owning stock or holding debt or other proprietary interests in any third party dealing with the organization.
- Holding office, serving on the Board, participating in management, or being otherwise employed (or formerly employed) in any third party dealing with the organization.
- Receiving remuneration for services with respect to individual transactions involving the organization.
- Using the organization’s personnel, equipment, supplies, or goodwill for other than organization-approved activities, programs, and purposes.
- Receiving personal gifts or loans from third parties dealing with the organizations. (Receipt of any gift is disapproved except gifts of nominal value, which could not be refused without discourtesy. No personal gift of money should ever be accepted.)
- Obtaining an interest in real estate, securities, or other property that the organization might consider buying or leasing.

- Expending staff time during the organization's normal business hours for personal affairs or for other organizations, civic or otherwise, to the detriment of work performance for the organization.

#### 5. **Indirect Interests**

As noted above, conflicting interests may be indirect. An Elder, Deacon, officer, or management employee will be considered to have an indirect interest in another entity or transaction if any of the following also have an interest:

- A family member of an Elder, Deacon, officer, or management employee. (Family member is defined for these purposes as all persons related by blood or marriage.)
- An estate or trust of which the Elder, Deacon, officer, or management employee or member of his family is a beneficiary, personal representative, or trustee.
- A company of which a member of the family of the Elder, Deacon, officer, or management employee is an officer, director, or employee, or in which he has ownership or other proprietary interests.

#### 6. **Interpretation of This Statement of Policy**

The areas of conflicting interest listed in Section 3 and the relations in those areas which may give rise to conflict, as listed in Section 4, are not exhaustive. Conceivably, conflicts might arise in other areas or through other relations. It is assumed that the Elders, Deacons, officers, and management employees will recognize such areas and relation by analogy.

The fact that one of the interests described in Section 4 exists does not necessarily mean that a conflict exists, or that the conflict, if it exists, is material enough to be of practical importance, or if material, that upon full disclosure of all relevant facts and circumstances that it is necessarily adverse to the interests of the organization.

However,

*it is the policy of the Board that the existence of any of the interests described in Section 4 shall be disclosed before any transaction is consummated.*

It shall be the continuing responsibility of Elders, Deacons, officers, and management employees to scrutinize their transactions with outside business interests and relationships for potential conflicts and to immediately make such disclosures.

Disclosure should be made to the Chairman of the Elder Board (or if he is the one with the conflict, then to the Vice-Chairman of the Elder Board), who shall bring these matters to the attention of the complete Board. The Board shall then determine whether a conflict exists and is material, and in the presence of an existing material conflict, whether the contemplated transaction may be authorized as just, fair, and reasonable as to the organization. The decisions on these matters are the sole discretion of the Board. The Board's first concern must be the welfare of the organization and the advancement of its purposes.

I have carefully read the foregoing Statement of Policy concerning Conflicts of Interest and the accompanying Resolution of the Elder Board. In signing this certificate, I have considered not only the literal expression of the policy, but also its intent. I do not, *except as hereinafter stated*, to the best of my knowledge: (1) have any of the relations described in Section 4 with any person or firm of the classes listed in Section 3; and (2) I have no interests conflicting with the interests of this organization, nor do I have any relationship that may appear conflicting.

**THE EXCEPTIONS ARE:**

If any situation should arise in the future which I believe may involve me in a conflict of interest, I will promptly and fully disclose the circumstances to the Chairman of the Elder Board, directly or through my immediate superior.

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(Signature)

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