

GREATER SPRINGFIELD BAPTIST CHURCH, INC.

BYLAWS

AMENDED MARCH 8, 2017

AMENDED BY-LAWS
OF
GREATER SPRINGFIELD BAPTIST CHURCH, INC.

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AMENDED BY-LAWS
OF
GREATER SPRINGFIELD BAPTIST CHURCH, INC.

ARTICLE ONE
OFFICES

In order to conduct the business and affairs of Greater Springfield Baptist Church Inc. of Atlanta, Georgia, we, the members of said incorporated church, in a business meeting duly called and held have adopted the following amended By-Laws:

1.1 Registered Office and Agent. The Church shall continuously maintain in the State of Georgia a registered office with the same address as the registered agent. The name of the registered agent is Jennifer Haynes and the address of the registered office of the corporation ("Church") is 721 Jones Avenue, N.W., Atlanta, Georgia 30314. The registered agent may resign his or her appointment by signing and delivering to the Secretary of State for filing a statement of resignation. On or before the date of filing the statement of resignation, the registered agent shall deliver written notice of the Registered agent's intention to resign to the Chairman of the Board of Directors at the address shown in the annual registration. The agency is terminated on the earlier of the filing by the Church of an amendment to its annual registration designating a new registered agent.

1.2 Principal Office. The principal office of the Church shall be located at 721 Jones Avenue, N.W., Atlanta, Georgia 30314. The principal office and location of the Church may not be changed without the approval of a majority of the members.

ARTICLE TWO
RELIGIOUS PURPOSES

2.1 IRS Section 501 (c) (3) Purposes. This Church corporation is organized exclusively as a religious corporation for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes as, charitable, religious, educational activities and the making of distribution to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE THREE
MEMBERSHIP

3.1 Membership. The membership of the Church shall consist of such persons as confess Jesus Christ as their Savior and Lord. The Church shall admit members as follows:

1. By confession of faith in Jesus and baptism;
2. By letter of recommendation from other Baptist churches;
3. By statement of Christian experience;
4. By watch care. A person who is a member of another Christian church but sojourning in this community for a period of time may be received into membership of the Church for one (1) year. Students may unite under watch care while they are enrolled in a local school, college, or university.

3.2 Member Orientation. Member Orientation shall be required for all new, restored, and or transfer members who are twelve (12) years of age or older. Orientation must be completed before the member is allowed to join any ministry of the Church or to function as a fully active member. Orientation is a tool which is used to (1) assure that the member understands the nature of the member's covenant relationship that is being entered into, and that the member is committed wholeheartedly to the relationship; (2) help each member obtain a basic understanding of the privileges and responsibilities of membership; and (3) show the member how to get involved in the ministry of the Church so that the member can be an effective witness for Christ in the world.

3.3 Duties. Members shall be faithful in all duties essential to the Christian life. Members shall regularly attend services of this Church, give regularly to the support of its mission and causes, and share in its organized work. Members shall pay tithes and offerings for the support of the work of the Church.

3.4 Members in Good Standing. A member shall be in good standing who has been admitted to Church membership and does not hold a letter of dismissal; has no charges brought against the member which have been sustained by the Church; has not been terminated as a result of continued absence for a period of one (1) year; and is not a member under watch care as set forth in the Church's Covenant Article V of the Church's Constitution.

3.5 Members' Rights. Active members who are in good standing may act and vote in the business affairs of the Church. The Board of Directors, by resolution, shall fix in advance a record date for determining the members in good standing who are entitled to notice and to vote at any meeting of members or an adjournment thereof. The record date shall not be more than 50 days nor less than 10 days immediately preceding such meeting of the members.

3.6 Non-members' Rights. A non-member is an individual who has not been admitted into membership of the Church as provided in Section 3.1 of these By-Laws. Non-members may have limited participation in the ministry activities of the Church for a period of 90 days. Non-members cannot have a position of leadership or hold an office, vote, or act on behalf of a ministry.

After 90 days of non-membership, the ministry leader, under whom the non-member is serving, shall refer the non-member to the Chairperson of the Board of Deacons and the pastor for counseling.

3.7 Termination of Membership. Any member of the Church who fails to adhere to the doctrine, rules, principles, and practices of the Baptist church and these By-Laws may forfeit his or her membership in the Church, and may also forfeit all claims, use, or possession of the Church's property. The Church shall terminate the membership of a member for any one of the following events:

1. Death of a member;
2. A letter of recommendation for dismissal requested by another church. The letter shall be provided to churches only and not members or an individual. Only members in good standing shall be entitled to a letter of dismissal.

3.8 Other Events of Termination of Membership. The Church may terminate the membership of a member in the Church for any one of the following events:

1. A member who is a non-resident for one (1) year, or has not regularly worshipped with the Church for one (1) year, or has not contributed to the support of the Church according to the system prescribed by the Church for a period of one (1) year.
2. A member who becomes an offense to the Church, and to its good name by reason of immoral or unchristian conduct, or by persistent breaking of his or her covenant vows or failure to support the Church.

3.9 Method of Termination. All requests for termination of membership or any action relating to termination of membership shall first be considered by the Board of Deacons who shall make recommendation to the Church. Except by letter from another church requesting dismissal, no member will be terminated at the meeting when the recommendation for termination of membership is made. Termination for any reason, except the death of a member or a letter of dismissal requested by another church, shall only occur after notice and a hearing and after faithful efforts are made to bring such members to repentance.

3.10 Suspension of Membership. In lieu of termination of membership, the Board of Deacons may suspend membership of a member who becomes an offense to the Church. Suspension shall be for a period of six (6) months or

until the individual corrects his or her behavior whichever occurs first. If the offense has not been corrected in 6 months, the individual's membership in the Church shall be terminated upon notice and an opportunity to be heard.

3.11 Restoration of Membership. Any person whose membership has been terminated or suspended for any reason may request that his or her membership be restored. The membership may be restored by a majority vote of the Church, upon evidence of the person's repentance and reformation. In the case of termination as a result of a person's continued absence, restoration may be restored upon satisfactory explanation of the reason for the continued absence. A person who has been a non-resident or moved from the area for one (1) year and has failed to properly communicate with the Church's leadership is required to have his or her membership restored.

3.12 Records. The Church shall keep a record of the members of the Church which shall readily show, in alphabetical order, the names and address of the members entitled to vote. Said record shall be presented at all meetings of the members.

ARTICLE FOUR MEETING OF MEMBERS

4.1 Time and Place. Meetings of the members shall be held at the principal office of the Church in the Fellowship Hall at 721 Jones Avenue, N.W. Atlanta, Georgia 30314, on such dates as the Board of Directors may determine, by resolution, from time to time.

4.2 Bi-annual Meetings. The bi-annual meetings of the members of the Church shall be held on the Friday before the second Sunday in June and December at 7:00 p.m. of each year. The meeting shall be held for the purpose of transacting such business as may properly be brought before the meeting. The business to be brought before the members shall be the report of the Board of Directors, report of the Board of Deacons, the report of the Board of Trustees, and the report of the Pastor regarding the affairs, activities, and financial condition of the Church, and such other business as may properly be brought before the meeting. All reports shall include the election of members and officers. If for any reason, the bi-annual meetings are not held on the dates herein provided, the bi-annual meetings must be held within thirty (30) days of the date the meeting was originally scheduled to be held. If any member or members have concerns or issues that they desire to be presented at the bi-annual meetings, the members must state their concerns in writing and submit it to the Chairperson of the Board of Deacons thirty (30) days prior to the bi-annual meeting. A response shall be made to such request prior to the meeting.

4.3 Special Meetings. Special meetings of the members, for any purpose or purposes, unless otherwise prescribed by statute may be called by a majority vote of the Board of Directors, Board of Deacons, or the Pastor. The Pastor shall call a special meeting of the members whenever he is requested to do so by a majority vote of the Board of Deacons or twenty-five percent (25%) of the members of the Church who are 18 years or older and who meet the membership requirement of the Church as set forth in these By-Laws and the Church Constitution. Such request shall state the purpose or purposes of the proposed meeting, the proposed date, time, and location. Notice of the special request shall be announced to the Church on the last Sunday morning service prior to the special meeting.

4.4 Conduct of Meetings. The Pastor shall preside over all bi-annual and special meetings of the members. In the absence of the pastor, the Chairperson of the Board of Deacons shall preside over the meetings.

4.5 Custody of Minute Books. The Church Clerk shall have custody of the Minute books of the meetings of the members and shall keep a record of the proceedings of the meetings. He or she shall attend all special and bi-annual meetings. He or she shall maintain a complete record of the names and addresses of the members, with dates and methods of admissions and terminations, list of baptism and records of suspensions.

4.6 Notice of Regular Meetings. Except as otherwise required by statute, written notice of each bi-annual meeting of the members shall be served either personally or by regular mail, or electronic mail upon each member of record entitled to vote at such meeting, not less than 10 days nor more than 50 days before such meeting. If mailed, such notice shall be directed to a member at his or her post office address last shown on the records of the Church. Notice of any special meeting of members shall state the purpose for which the meeting is called. Notice of any meeting of members shall not be required to be given to any member who, either before or after such meeting, shall waive such notice. Attendance of a member at a meeting shall of itself constitute waiver of notice and waiver of any and all objections to the place, time, and manner of the meeting except when a member attend the meeting solely for the purpose of stating any objections to the transaction of the business. Notice of any adjourned meeting need not be given otherwise than by announcement at the meeting at which the adjournment is taken. In addition to service of written notice by mail or personally, notice shall be given of the bi-annual meetings at the last four (4) Sunday morning services prior to the said meeting.

4.7 Voting. Active members in good standing shall be entitled to one vote. Members are in good standing who have been received into membership by statement of belief and baptism, by letter of recommendation from other Baptist churches, by Christian experience, by restoration, and as provided in Article V of the Church Covenant of the Church Constitution. An individual

who has been admitted to membership in the Church by Watch Care, or who is under disciplinary action by method of exclusion, termination, or suspension as set forth in Article VI Section II of the Church Constitution shall not be entitled to a vote.

4.8 Quorum. Twenty-Five (25%) of the members entitled to vote shall be requisite and shall constitute a quorum at all meetings of the members for any business to be transacted. If a quorum is present, the affirmative vote of the majority of the members present at the meeting and entitled to vote shall be the act of the members, except as otherwise provided by law. If, however, such quorum shall not be present at any meeting, the members entitled to vote shall have power to adjourn the meeting from time to time, without notice other than by announcement at the meeting, until the requisite amount of voting members shall be present. At such adjourned meeting at which a quorum shall be present, any business may be transacted that might have been transacted at the meetings as originally called.

ARTICLE FIVE DIRECTORS

5.1 Powers. The business affairs and all corporate powers of the Church shall be exercised by, or under the authority of, the Board of Directors. In addition to the powers and authority of these By-Laws, expressly conferred upon it, the Board of Directors may exercise all such powers of the Church and do all such lawful acts and things as are not by law, the Articles of Incorporation or by these By-Laws directed or required to be exercised or done by the members.

5.2 Qualifications. Directors shall be natural persons who are at least twenty-five (25) years old. Directors must be active members of the Church in good standing, have Christian character, commitment, integrity, wise, and sound judgment, support the Church financially, not incline to gossip, and should not have a critical or contentious nature.

5.3 Number of Directors. The Board of directors shall consist of not less than three (3) but not more than nine (9) directors. The precise number shall be fixed or changed from time to time within the variable range by a resolution of the Board of Directors at its final regular meeting, if necessary.

5.4 Election of Directors. The members of the Board of Directors including the officers shall be elected by a majority of the members of the Board of Directors and shall be presented to the members of the Church at the bi-annual meeting following the election.

5.5 Term of Directors. Each member of the Board of Directors may serve for an indefinite period. He or she may be replaced through attrition, medical disability or death. All members of the Board of Directors may serve more than one term. Any director may resign by giving written notice to the Chairperson of the Board, the Vice Chairperson, the Secretary, or the Board of Directors. Such resignation shall be effective upon receipt of the notice unless the notice specifies a later date for the resignation to be effective. No director may resign if the Church would be left without one (1) duly elected director in charge of the Board's affairs.

5.6 Composition of the Board. The Board of Directors shall always consist of the Pastor who shall serve as the parliamentarian, the Chairperson of the Board of Deacons and the Chairperson of the Board of Trustees.

5.7 Duties. The directors shall have the responsibility of managing the affairs of the Church including, but not limited to, determining annually the insurance needs of the Church and keeping the Church building and assets properly insured; addressing all legal issues and executing all documents related to the legal affairs of the Church; retaining legal counsel for advice and assistance; receiving and administering all gifts and funds from wills and other sources; evaluating all ministries for compliance with local, state, and federal laws; and obtaining any audit necessary and desirable. The Directors shall meet at such time and place as required by these By-Laws and perform any other duties imposed upon them collectively or individually by law, the Articles of Incorporation, or by these By-Laws. The Board of Directors must register the address of each director with the secretary of the Church and give a copy of the notice of meetings to the secretary of the Church.

5.8 Compensation. Directors shall serve without compensation except they shall be allowed reasonable advancement or reimbursement for their actual expenses incurred in the performance of their duties as may from time to time be determined and approved by resolution of the Board of Directors.

5.9. Regular Meetings. Regular meetings of the Board of Directors shall be held without notice at the principal office of the Church or at such other place as the Board of Directors shall determine. The Board of Directors shall hold an annual meeting for the purpose of electing officers and transacting such other business as may be brought before the meeting immediately before the December meeting of the congregation. However, the failure to hold an annual meeting shall not cause a forfeiture of, or otherwise affect, valid corporate acts. The Board of Directors shall hold regular meetings on the Tuesday before the second Sunday of each January, March, May, July, September and November unless such Tuesday falls on a legal holiday in which event the meeting shall be held on the next Tuesday. The Board of Directors may by resolution and from time to time provide for other regular meetings.

5.10 Special Meetings. Special meetings of the Board of Directors may be called by the Chairperson of the Board or the Vice Chairperson, the Secretary, or by any two (2) directors, or by any persons specifically authorized by the Board of Directors to call special meetings of the Board of Directors.

5.11 Notice of Special Meetings. The notice of the time and place of the special meetings of the Board of Directors shall be given to each director one (1) week before the meeting, but not less than two (2) days, before the meeting is scheduled to be held. The notice may be given by first class mail, email, facsimile, or personal delivery. The notice shall state the time, place and date, the purpose of the meeting, and the proposed matters to be acted upon at the meeting. The Director who has been sent notice shall acknowledge personal receipt of the notice by electronic mail or a telephone call within twenty-four (24) hours of the first transmission of the notice. Such meetings shall be held at the principal office of the Church or at the place designated by the person or persons calling the special meetings.

5.12. Quorum for meeting. A quorum of the Board of Directors shall consist of a majority of the directors in office before the meeting begins. If a quorum is present when a vote is taken, the affirmative vote of a majority of directors who are present is the act of the Board of Directors. No business shall be conducted by the Board of Directors at which there is not a quorum of the Board. The only motion which the Chairperson may entertain at such meeting is a motion to adjourn.

5.13. Conduct of Meetings. All meetings of the Board of Directors, whether regular or special, shall be presided over by the Chairperson of the Board. In the absence of the Chairperson, the meeting shall be presided over by the Vice Chairperson. If the Vice Chairperson is absent, the meeting shall be presided over by a person chosen by a majority of the Directors present at the meeting. The Secretary shall act as secretary of all meetings of the Board, provided that in his or her absence, the presiding officer shall appoint another person to act as secretary. The meetings shall be governed by Robert's Rules of Order in so far as the Rules are not inconsistent with these By-Laws.

5.14. Vacancies. A vacancy shall occur on the Board upon the death, resignation, or removal of a director, or the increase in the number of directors. If any vacancy shall occur among the directors by reason of death, resignation, incapacity to serve, increase in the number of directors, or otherwise, such vacancies may be filled by a majority of the directors then in office.

5.15. Removal of Directors. Directors may be removed from office, with or without cause by a majority vote of the Board of Directors.

5.16. Non-liability of Directors. The directors shall not be personally liable for the debts, liabilities, or other obligations of the Church.

ARTICLE SIX
OFFICERS OF BOARD OF DIRECTORS

6.1 Election of Officers. The Board of Directors at its meeting shall elect the following officers: A Chairperson of the Board, one or more Vice-Chairpersons, and a Secretary. Each officer shall hold office indefinitely or until he or she resigns, or is removed or is otherwise disqualified to serve, or until his or her successor shall be elected and qualified, whichever occurs first. The Board of Directors at any time and from time to time may appoint such other officers as it shall deem necessary who shall hold offices for such terms as shall be determined by the Board of Directors and shall exercise such powers and perform such duties as shall be determined from time to time by the Board of Directors or the Chairman of the Board.

6.2 Chairperson of the Board. The Chairperson of the Board shall be the chief executive officer of the Church and shall have general and active management of the business of the Church, subject to the approval of the Board of Directors. He or she shall see that all orders and resolutions of the Board of Directors are carried into effect and shall have the authority to execute all documents under the seal of the Church with prior approval of the Board of Deacons and Board of Trustees. He or she shall be authorized in the name, and as the act and deed, of the Church to name and appoint special agents, representatives, and attorneys to represent the Church. The Chairperson shall be an ex officio member of all standing committees, unless otherwise provided in the resolution appointing the same. The Chairperson of the Board shall call to order the meetings of the Board of Directors and shall act as chairperson of such meetings. He or she shall have the authority to delegate the authority to preside at such meetings to any other member of the Board. The Chairperson shall have such other duties as may be conferred upon the Chairperson from time to time by the Board of Directors or delegated to him or her by the Church.

6.3 Vice Chairperson of the Board. The Vice-Chairperson shall perform such duties and exercise such powers as the Chairperson of the Board of Directors shall request or delegate. In the absence of the Chairperson or in the event of his death or inability to act, the Vice-Chairperson shall perform the duties of the Chairperson and, when so acting, shall have all the powers of and be subject to all the restrictions placed upon the Chairperson. The Vice Chairperson shall have such other duties as may be prescribed from time to time by the Board of Directors or the Chairperson of the Board.

6.4 Secretary of the Board. The Secretary shall attend all meetings of the Board of Directors and shall record the Minutes of the Board's proceedings and votes at the meetings in books kept for that purpose. The Secretary shall have custody of the Minute books and access to the corporate seal. The Secretary shall have the authority to attest all corporate documents and affix the

corporate Seal to such instruments. The records shall be available for review at any time upon forty-eight (48) hour notice. The Secretary shall notify all officers, directors, committee members, and delegates of their election and appointment and give notice of all meetings of the members of the Board of Directors. The Secretary shall maintain an updated record of the mailing address and contact information of Board members and provide a copy to the Board members. The Secretary shall deliver immediately to his or her successor all books and records in his or her custody.

6.5 Parliamentarian. The Pastor of the Church shall serve as the Parliamentarian of the meetings of the members.

6.6 Removal and Resignation. Any officer of the Board of Directors may be removed, either with or without cause, by a majority of the Board of Directors at any time whenever in the judgment of the Board the best interest of the Church will be served by such removal. This provision relating to removal shall be superseded by any conflicting terms of a contract which has been approved or ratified by the Board of Directors relating to employment of any officer of the Church. Any officer may resign at any time by giving written notice to the Board of Directors or Secretary of the Corporation. Such resignation shall take effect upon the date of receipt of such notice or upon any later date specified therein. Unless otherwise specified in the notice, the acceptance of such resignation shall not be necessary to make it effective.

6.7. Vacancies. Each officer of the Board of Directors shall hold office until his or her successor is chosen or until his or her earlier resignation, death or removal, or the termination of his or her office. In the event of a vacancy in any office other than that of Chairperson, such vacancy may be filled temporarily by appointment of the Chairperson until such time as the Board shall fill the vacancy. If a vacancy occurs in an office where an officer is appointed at the discretion of the Board, the office may or may not be filled as may be determined by the Board.

6.8 Compensation. The members and officers of the Board of Directors shall not be paid a salary.

ARTICLE SEVEN BOARD OF TRUSTEES

7.1 Powers. The Church shall have a Board of Trustees who shall hold in trust all property belonging to the Church and take all necessary measures for its protection, management, and upkeep. The Board of Trustees shall determine the use of the Church's property for all extra or secular purposes, but it shall have no power to buy, mortgage, lease, or transfer any property without a specific vote of the Church as provided by the Board of Directors and the Board of Deacons. The Board of Trustees shall monitor the activities

involved in raising funds for the support of the Church and the disbursement of Church funds as appropriate. The Board of Trustees shall present financial reports to the Board of Directors and the Board of Deacons at their quarterly meetings and at such other times as requested. It shall approve all contracts including the hiring and termination of all employees, with the exception of the Pastor and Church Administrative Assistant, with prior approval of the Board of Deacons, Board of Directors and the Pastor.

7.2 Qualifications. Trustees shall be natural persons who are at least twenty-five (25) years old. Trustees must be active members of the Church in good standing, have Christian character, commitment, integrity, wise, and sound judgment, support the Church financially, not incline to gossip, and should not have a critical or contentious nature.

7.3 Number of Trustees. The Board of Trustees shall consist of at least twelve (12) active members including the officers.

7.4 Regular Meetings. Meetings of the Board of Trustees shall be held monthly at the Church at a time to be determined by the Chairperson of the Board of Trustees.

7.5 Special Meetings. Special Meetings may be called by the Chairperson of the Board of Trustees, vice-Chairperson or Financial Secretary.

7.6 Quorum. A majority of the Trustees present shall constitute a quorum.

7.7 Notice of Meetings. The Assistant Financial Secretary shall give notice to the members of the Board of all regular and special meetings. Notice of the regular and special meetings shall be given one (1) week, but not less than two (2) days, before the meetings by first class mail, electronic mail, facsimile, or personal delivery.

7.8 Financial Authority. The Board of Trustees has the authority to spend an amount not to exceed \$20,000 without the prior approval of the Church if the funds have been previously approved by the Board of Deacons or the Board of Directors and are to be used specifically for the Church and its functions.

7.9 Deposit of Funds. A member of the Board of Trustees, other than the Chairperson and the Vice Chairperson shall receive and deposit all monies of the Church in a bank account approved by the Board of Trustees within twenty-four (24) hours of receipt of such monies. The assigned member shall deliver to the Board of Trustees a receipt of the deposit within 48 hours of making the deposit.

7.10 Election of Officers. The Board of Trustees shall elect the following officers: Chairperson, Vice-Chairperson of the Board of Trustee. The Board shall elect the Chairperson and the Vice-Chairperson every two years. Officers may serve more than one term. The Chairperson and Vice-Chairperson must be an existing member of the Board of Trustees to be eligible for the position of Chairperson or Vice-Chairperson of the Board of Trustees.

7.11 Voting. Each member of the Board of Trustees shall have one vote.

7.12 Chairperson. The Chairperson of the Board of Trustee shall act as the financial representative for the Church and authorize all disbursement of Church funds. He or she shall have custody of the funds of the Church and all deposits made in the name of the Church. Securities, investments, deeds, contracts, all legal documents, and other valuable documents of the Church shall be held in the Church's safe or bank's vault under the Chairperson's custody. The Chairperson shall only disburse funds for the purpose for which they were collected and designated.

7.13 Vice-Chairperson. The Vice-Chairperson shall perform the duties of the Chairperson in his or her absence, death, or inability to act. The Vice Chairperson shall have all the powers and be subject to the same restrictions as the Chairperson when acting as Chairperson. The Vice-Chairperson shall perform such other duties and exercise such other powers as the Board of Trustees or the Chairman of the Board shall request or delegate.

7.14 Vacancies. Any vacancy occurring in any office may be filled by appointment of the Chairperson of the Board for the expiration of the officers' term.

7.15 Removal of Officers. Any officer may be removed, with or without cause, by the Board of Trustees and such vacancy may be filled by the Board of Trustees.

7.16 Compensation. The members and officers of the Board of Trustees shall not be paid a salary except the Church Financial Secretary and the Church's Assistant Financial Secretary.

ARTICLE EIGHT BOARD OF DEACONS

8.1 Powers. The Board of Deacons shall assist the Pastor in providing the pulpit supplies and assist the leaders of the prayer ministry in providing their supplies. They shall visit the sick and distress members of the Church. They shall use the funds allotted to them from the Benevolent offering for such purposes. They shall promote Christian instruction and ministry to the Church membership and provide for the Ordinances and aid in their

administration. The Board will examine all recommendations as submitted by all ministries, and after review, will submit them to the Officers and Board of Directors. The hiring and termination of the Pastor shall be the responsibility of the Board of Deacons.

8.2 Number and Composition. The Board of Deacons shall consist of a minimum of seven (7) persons who shall be ordained to their work in accordance with Acts 6:1-7 and 1 Timothy 3:8-13.

8.3 Qualifications. In order to be a Deacon, an individual must pass a test of moral character, provided in Acts: 6:1-7 and 1 Timothy 3:8-13. Those individuals who pass the test will be placed on probation for a period of twelve (12) months. During the probation period, the individuals will undergo rigorous training and preparation for the task. If there have been no challenges to the appointment and the probationary period has passed, the individual will be ordained as a Deacon before the Church. Deacons shall hold office as long as they remain faithful and shall faithfully discharge their duties. Any member who feels that a candidate is not suitable or qualified to be a deacon shall notify the Church in writing of the specific charge. The specific charge shall:

1. Present evidence that is clear, cogent, convincing, and true; and
2. Made with the warning of Jesus: "Let he who is without sin, cast the first stone."

The specific charge made will be reviewed by the Board of Deacons and the Pastor. The candidate will be given notice of the charge and an opportunity for a hearing.

8.4 Officers. The officers of the Board of Deacons will consist of the following persons:

1. Chairperson
2. Vice-Chairperson
3. Secretary
4. Treasurer
5. Financial Secretary

Officers shall be elected every two (2) years and officers may serve more than one term.

8.5 Regular Meetings. Regular meetings of the Board of Deacons may be held at such time and place as may, from time to time, be determined by the Board of Deacons. The Chairperson shall direct the Church Administrative Assistant to notify all other members of the Board of Deacons.

8.6 Special Meetings. All Special meetings of the Board of Deacons may be called by the Chairperson of the Board of Deacons on not less than a two (2) day notice by mail, electronic mail, telephone or personal delivery. The Chairperson shall direct the Church Administrative Assistant to notify the other members of the Board.

8.7 Notice. No notice of the meeting of the Board of Deacons need state the purpose thereof.

8.8 Quorum. At all meetings of the Board of Deacons, the presence of a majority of the active Board will be necessary and sufficient to constitute a quorum for the transaction of business. The act of the majority of the deacons present at any meeting at which a quorum is present shall be the act of the Board of Deacons. In the absence of a quorum, a majority of the deacons present at the meeting may adjourn the meeting from time to time until a quorum is had. Notice of such adjournment need only be given by announcement at the meeting at time the adjournment is taken.

8.9 Action by Written Consent. Any action required or permitted to be taken at any meeting of the Board of Deacons or any committee thereof may be taken by or without a meeting if, prior to such actions, a written unanimous consent thereto is filed with the minutes of the proceedings of the Board or committee.

8.10 Suspension/Removal of Deacons. Any deacon who does not fulfill his responsibilities and does not have sufficient reasons for failure to do so according to the doctrines, rules and principles that govern the Board of Deacons, must vacate his position for three (3) months. These issues will be reviewed by the Pastor and the Board of Deacons at the expiration of the three (3) months period to determine the appropriate action.

ARTICLE NINE DEACONESS

9.1 Composition and Qualifications. The individuals who serve as Deaconesses shall be selected by the Board of Deacons and Pastor and elected by the Church according to the need as recommended by the Pastor. The women elected as Deaconesses must have the same spiritual qualifications as the Deacons. They must be individuals of high moral character.

9.2 Duties. The primary responsibility of a Deaconess is to assist in the spiritual matters of the Church as the Pastor deems necessary and expedient. This is particularly true where a task would be more appropriately performed by a female Christian. The Deaconess also has the traditional duties of visiting the sick, preparing the communion elements, washing and cleaning the serving utensils, assisting candidates at the time of baptism, helping individuals or

families in need, and, if needed, accompanying the Deacons to visit the sick. If a Deaconess is the wife of a Deacon, she is a co-laborer with him; and she is not to dictate to him or interfere with his assigned responsibilities, but she is to encourage him with compassion and understanding of his duties.

ARTICLE TEN PASTOR

10.1 Selection of Pastor. The selection of the Pastor is governed by the Church Constitution. The Pastor must have high morals and spiritual standing.

10.2 Duties. The Pastor shall preach the gospel, conduct bible study, administer the ordinances, and have charge of the spiritual welfare of the members of the Church. The Pastor shall be an ex-officio member of all Boards and Committees of the Church and its auxiliary organizations.

10.3 Salary. The Pastor's salary shall be fixed at the time of his call and may be changed provided such request has been submitted to the Board of Directors, Board of Deacons, and Board of Trustees. The salary shall be paid bi-weekly. He or she will earn vacation days with pay based on years of service as follows:

- 1 year - 1 week of vacation
- 3 years - 2 weeks of vacation
- 5 years - 3 weeks of vacation
- 7 years - 4 weeks of vacation (maximum)

10.4 Term of Office. The Pastor's term of service shall be for an indefinite period of time subject to termination by the Pastor upon a ninety (90) day notice from the Pastor to the Church or by mutual consent. The Termination of the Pastor's term of service shall be voted on at a special or regular called meeting of the members after sufficient notice has been given to the members.

ARTICLE ELEVEN ASSOCIATE MINISTER

11.1 Selection and Duties. The Board of Deacons and the Pastor shall select, and the Church shall approve, any minister who serves at the Church as an Associate Minister. He or she shall either be or become licensed and/or ordained. He shall be responsible directly to the Pastor. In the absence of the Pastor, the Associate Minister shall exercise some pastoral responsibilities. The Associate Minister shall not select or install any personnel for the Church staff or any organization of the Church without the knowledge and written consent of the Pastor. He or she shall not preside at any business meeting of

the Church except in carrying out the agenda presented to him in writing by the Pastor.

11.2 Licensing of Associate Ministers. It has been a long standing practice and tradition of the Baptist Church to grant a license or a certificate of approval to a member who the Church believes has been called to the gospel ministry. A license is granted when the member has been called but is not ready to be ordained either because the member is pursuing a special theological course of study or waiting the call to some church or to a special field of labor. If the Board of Deacons and Pastor decide that a particular individual has been called to the work of the ministry and should be licensed and ordained, a time will be scheduled to hear the member's statement of his calling and gifts. If the Board of Deacons and Pastor still accept and approve the member's gifts, the matter of licensing the member shall be brought before the Church at a regular Church meeting, voted upon, and entered in the Church's Minutes and records. If the vote is in the affirmative, the Church shall give to the candidate a written or printed certificate signed by the Pastor and the Church Clerk. Licensed ministers are not permitted to perform marriage ceremonies, baptisms, funeral committals or administer the Lord's Supper.

11.3. Ordination of Associate Ministers. Ordination is a public act of approval whereby individuals are consecrated as ministers to perform various religious ceremonies. If the Church and Pastor determine that God has called a particular member and qualified the member with the gifts to serve as Associate Minister, he shall be examined by an external Examining Council. The Pastor shall select other pastors from the 5th District to serve on the Examining Council. This Examining Council shall appoint a moderator who will act as the liaison between the Pastor and the Examining Council. When the Associate Pastor is ready to be examined by the Council, the Pastor shall contact the Moderator, and the Moderator shall contact the Examining Council. The Council shall meet with the candidate. After meeting with the candidate, the Council shall make a report to the Pastor and the Moderator. If the report is positive and favorable, the Church shall ordain the candidate and hold a public ordination service.

11.4 Ordination Ceremony. The ordination ceremony for Associate Ministers shall consist of the following:

1. A devotional worship service;
2. Ordination sermon by a minister that has been chosen by the Council;
3. Ordination prayer at which time hands are placed on the candidate's head;
4. Presentation of the Bible by a minister selected for the occasion;
5. Remarks and extending the hand of fellowship; and
6. Written or printed certificate of Ordination which contains the names

of the ordained ministers composing the Council, and signed officially by the Chairman and Secretary of the Council shall be given to the candidate.

ARTICLE TWELVE CHURCH ADMINISTRATIVE ASSISTANT

12.1. Method of Selection. The Church Administrative Assistant is a part-time employee of the Church. The position may be filled either by a member of the Church or a non-member. The Administrative Assistant will work a set schedule of hours per week on site and may be required occasionally to work on weekends. The Pastor and Deacons shall appoint a committee consisting of members of the Church to interview candidates for the position. The committee shall include the Chairpersons of the Board of Deacons and the Board of Trustees. Each of the candidates shall be interviewed by the Pastor. The Administrative Assistant shall report directly to the Pastor, and the Pastor shall make the final hiring decision.

12.2 Qualifications. The Church Administrative Assistant has a very important role as he or she is sometimes one of the first individuals who greets the public. Therefore, the Church Administrative Assistant must reflect a positive and caring nature and be committed to Christian service. The individual will have access to confidential information and, therefore, must be discreet and committed to maintaining the confidentiality of information in his or her possession or knowledge. This individual must be proficient in the use of computers, office equipment, and have strong communication and organizational skills.

12.3 Duties. The Administrative Assistant will provide general administrative support to the Church and Pastor as prescribed in the job description.

12.4 Termination. The employment of the Church Administrative Assistant shall be at will subject to termination by the Church, with or without cause, upon a two week notice by the Pastor with prior approval of the Board of Deacons. The Administrative Assistant may terminate his or her employment with the Church at any time subject to giving the Church notice two weeks prior to termination of employment.

ARTICLE THIRTEEN
CHURCH CLERK

13.1 Church Clerk. The Church Clerk is an employee of the Church and is not an elected position. The Clerk shall be a member in good standing and a person of good character. The Clerk shall report directly to the Pastor in the performance of his or her duties as Church Clerk.

13.2 Clerk's Duties. The Clerk of the Church shall have the responsibility to maintain the records of the Church including but not limited to: (1) maintaining permanent records of membership which shows additions and subtractions after proper Church action; (2) keeping a register of the names of members which includes dates of admissions, dismissals, or death, and a record of baptism; (3) preparing all resolutions for funerals; (4) making monthly reports to the Pastor reflecting the number of new members; (5) issuing all letters of dismissal; (6) initiating requests for letters of new candidates for membership; (7) recording Minutes of all church business meetings and keeping the Minutes Books; (8) issuing the Certificate of Baptism and membership; (9) acting as historian for the Church and keeping a record of the various Church events which might add to the historical interest of the Church; (10) preparing a duplicate set of Church Minutes and keeping the duplicate set of minutes in the Church Office; (11) having a copy of the Church Constitution and Bylaws and "Robert's Rules of Order, Revised" at all regular business meetings; (12) and all other duties assigned by the Pastor or the Church.

ARTICLE FOURTEEN
MOTHERS' BOARD

14.1 Mothers. The individuals who serve as mothers of the Church hold a special and honorary position. They must be mature Christians, have high moral character, and be at least 65 years old. They are selected to serve as mothers of the Church by the Pastor with the approval of the Board of Deacons based on the need of the Church. If the Board of Deacons approves the Pastor's recommendation, the Church shall be informed of the name of the Mothers selected to this Board at the next Church annual meeting. Mothers who are selected may serve for life provided their character remains exemplary. After the death of a mother who serves on the Board, another mother may be selected to replace her.

14.2 Mothers' Duties. Mothers of the Church assist in the nurturing of members especially young teens and youth, engage in special ministry projects of a missionary nature, visit the sick, and assist with other spiritual matters as may be assigned from time to time by the Pastor.

14.3 Election of Officers. Every two years, the Mothers' Board shall elect the following officers: a President, Vice-President, Secretary, and a Treasurer. The Mothers' Board may from time to time appoint such other officers as it shall deem necessary.

ARTICLE FIFTEEN
MISCELLANEOUS

15.1 Books and Records. The Board of Directors shall have power to determine which accounts and books of the Church Corporation shall be opened to the inspection of members, except as such as may by law be specifically open to inspection, and shall have power to fix reasonable rules and regulations not in conflict with the application law for the inspection of accounts and books which by law or by determination of the Board of Directors shall be opened to inspection.

15.2 Fiscal Year. The fiscal year of the Church Corporation shall be the calendar year, January 1 to December 31, unless fixed from time to time by resolution of the Board of Directors.

15.3 Financial Statements. Not later than two (2) months after the close of each fiscal year, and in any case prior to the next bi-annual meeting of members, the Church shall prepare:

1. A balance sheet showing in reasonable details the financial condition of the Corporation as of the close of its fiscal year.
2. A profit and loss statement showing the result of its operation during its fiscal year.

15.4 Appointment of Agents. The Chairperson of the Board of Directors shall be authorized and empowered in the name, and as the act and deed, of the Church Corporation to name and appoint agents, representatives, and attorneys to represent the Church Corporation. All powers of attorneys or other instruments under which such agents, representatives, and attorneys shall be so named and appointed shall be signed and executed by the Chairman of the Board, and the corporate Seal shall be affixed thereto. Any revocation, substitution or cancellation shall be signed and executed in like manner.

15.5 Indemnification. The Church shall indemnify and hold harmless any person who is a director, officer, or employee of the Church to the fullest extent permissible under the laws of the State of Georgia against any lawsuit or proceedings, whether civil or criminal, if he or she was serving at the request of the Church and acted in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Church and with respect to any criminal action, had no reason to believe that his or her conduct was unlawful.

15.6 Insurance. Except as may otherwise be provided by law, the Board of Directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent, director, officer, employee or other agent in any capacity or arising out of the agent's status as such, whether or not the Church would have the power to indemnify the agent against such liability under the Articles of Incorporation, these By-Laws, or Georgia Law.

15.7 Notice. Except as otherwise specifically provided in these By-Laws, whenever under the provision of these By-Laws notice is required to be given to any member, director or officer, it shall not be construed to mean personal notice but such notice may be given either by personal notice, radio, cable, telegraph, electronic mail, printed and oral announcement at the Sunday Church services, or by mail by depositing the same in the post office or letter box in a postpaid sealed envelope, addressed to such member, officer or director at such address as appears on the books of the Church, and such notice shall be deemed to be given at the time when the same be thus sent or mailed.

15.8 Waiver of Notice. When any notice whatever is required to be given by law, by the Article of Incorporation or by these By-Laws, a waiver thereof by the person or persons entitled to said notice before or after the time stated therein, in writing, which shall include a waiver given, by telephone, electronic mail, or personal delivery, shall be deemed equivalent thereto. No notice of any meeting need be given to any person who shall attend such meeting.

ARTICLE SIXTEEN AMENDMENT OF BY-LAWS

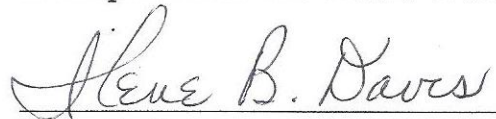
16.1 Amendment. The By-Laws of the Church may be altered or amended by the Board of Directors and new By-Laws may be adopted by a majority of the members of the Church at any bi-annual or special meeting of the members. However, that, if such action is to be taken at a meeting of the members, notice of the general nature of the proposed change in the By-Laws shall have been given in the notice of the meeting. The notice must also state that the purpose or one of the purposes, of the meeting is to consider the proposed amendment and contain or be accompanied by a copy or summary of the amendment.

CORPORATE SEAL

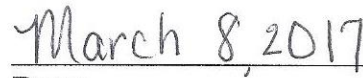
The common Seal of this Church shall be in the following form.



Earl Butler
Chairperson of the Board of Directors



Ilene B. Davis
Secretary of the Board of Directors



Date



APPENDIX

PREVIOUS AMENDMENTS TO THE BYLAWS

1. Previous amendments to the Bylaws were approved on January 27, 2012

2. Previous amendments to the Bylaws were approved in 1988 (official date not available)