



**CONSTITUTION AND BY-LAWS OF
AMELIA CHRISTIAN CHURCH, INC.**

1696 Amelia Church Road
Clayton, NC 27520

Revised: November 2024



CONSTITUTION OF AMELIA CHRISTIAN CHURCH

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Article I. NAME

This Church shall be known as Amelia Christian Church, Inc.

Article II. VISION

Love God, Love Others, Be a Family

Article III. MISSION STATEMENT

To grow a legacy of disciples in the communities God places us.

Effective 10/25/2020

Article IV. CORE VALUES

Ask God: Whenever we have a decision, we first seek guidance from God through prayer, the Bible, and wise counsel.

- Psalm 119:105, “Your word is a lamp to my feet and a light to my path.”
- 1 Chronicles 10:14, “And (Saul) did not seek guidance from the Lord. Therefore, the Lord put him to death and turned his kingdom over to David son of Jesse.
- Proverbs 15:22, “Without counsel, plans go wrong, but with many advisers they succeed.”

Missionaries: We use the gifts God gives us to serve His kingdom. We choose to contribute instead of consume.

- Romans 12:4-5, “For as in one body we have many members, and not all the members have the same function, so we, who are many, are one body in Christ, and individually we are members one of another.
- 1 Peter 4:10, “Like good stewards of the manifold grace of God, serve one another with whatever gift each of you has received.”

Evolving: We are always learning and growing to reach our community.

- Matthew 10:16, “See, I am sending you out like sheep into the midst of wolves; so be wise as serpents and innocent as doves.”

Loving: We are all a part of one family.

- Acts 2: 41-42;44-47, "So those who welcomed his message were baptized, and that day about three thousand persons were added. They devoted themselves to the apostles' teaching and fellowship, to the breaking of bread and the prayers. All who believed were together and had all things in common; they would sell their possessions and goods and distribute the proceeds to all, as any had need. Day by day, as they spent much time together in the temple, they broke bread at home and ate their food with glad and generous hearts, praising God and

having the goodwill of all the people. And day by day the Lord added to their number those who were being saved.

- John 13:34, “I give you a new commandment, that you love one another. Just as I have loved you, you also should love one another.”

Intentional: We are intentional about using our limited energy for the most productive things.

- Ephesians 5:15-17, “Be careful then how you live, not as unwise people but as wise, making the most of the time, because the days are evil. Do not be foolish, but understand what the will of the Lord is.”
- Proverbs 21:5, “The plans of the diligent lead surely to abundance, but everyone who is hasty comes only to want.”

Assisting: We serve our community with irrational generosity.

- James 1:27, “Religion that is pure and undefiled before God, the Father, is this: to care for orphans and widows in their distress, and to keep oneself unstained by the world.”
- Mark 10:44-45, “And whoever wishes to be first among you must be slave of all. For the Son of Man came not to be served but to serve, and to give his life a ransom for many.”

Article V. DOCTRINE

We Believe:

- In one God – Father, Son and Holy Spirit.
- In Jesus Christ as our personal Savior and only head of the Church.
- The Bible is the ultimate rule of faith and practice.
- Acting in love, God is ever active in the world.
- All Christians are brothers and sisters in Christ, and must help each other.
- God sent the Holy Spirit as the Eternal One’s continuing presence and activity in the world.
- The church consists of a group of people united in Christ through worship, work and witness.
- Forgiveness, grace and eternal life are promised to all who have faith in Jesus Christ.
- We must each be disciples, in word and in deed – the strength of our faith.
- The mission of the church is to evangelize and establish God’s rule in the world.
- In the right and privilege of individual interpretations of Christian faith and practice.

Article VI. STATEMENT OF FAITH

- We believe the Bible consisting of the Old and New Testament, to be the only inspired, inerrant, infallible, authoritative Word of God written.
- We believe that there is one God, eternally existent in three persons: Father, Son and Holy Ghost.

- We believe in the deity of Christ, in His virgin birth, in His sinless life, in His miracles, in His vicarious and atoning death through His shed blood, in His bodily resurrection, in His ascension to the right hand of the Father, and in His personal return in power and glory.
- We believe that for salvation of lost and sinful man regeneration by the Holy Spirit is absolutely essential.
- We believe in the present ministry of the Holy Spirit by Whose indwelling power and fullness the Christian is enabled to live a godly life in this present evil world.
- We believe in the resurrection of both the saved and the lost; they that are saved unto the resurrection of life and they that are lost unto the resurrection of damnation.
- We believe in the spiritual unity of all believers of Christ.

Article VII. GOVERNMENT

The government of this Church is vested in its members who exercise the rights of full and final control in all its affairs, while, at the same time, the Church recognizes itself as part of the National Association of Congregational Christian Churches (NACCC), and pledges itself to share their common aims and work.

Article VIII. ADMINISTRATION

Section 1.01 Officers & Non-Officers

The officers of Amelia Christian Church, Inc. shall include a President (Chair of Elder Board), Vice Chair (Vice Chair of the Elder Board), Secretary (Secretary of the Elder Board), Treasurer, Assistant Treasurer, Pastor, Associate Pastor, Church Clerk, Financial Secretary. All officers, with the exception of the Pastor and Associate Pastor, shall be elected annually.

To serve in a position of Church Office, Committee, Board, or Sunday School teacher, one must be a member of Amelia Christian Church, Inc. This requirement applies to the listed and described duties of officers in this Constitution, and to the listed and described duties of the boards and committees in this Constitution, and to the following positions: Church Librarian; Church Historian; NACCC Year Round Delegate or selected Delegate(s) to the conference of the National Association of Congregational Christian Churches; Delegates to CAM Planning Board; Children's Church Director; Music Director, Lead Musicians, Organists, Pianists, Choir Directors, and Sunday School Teachers.

The Children's Church Director, Music Director and Church Secretary are non-officer positions. Applications for these positions are accepted from within and outside the Church family. These positions are interviewed and hired by the Elder Board according to the Amelia Christian Church Constitution.

Section 1.02 Description of Church Officers & Non-Officers

A. Pastor

1. The Pastor shall be responsible for ministering to the spiritual and emotional needs of the congregation. He or she shall preach the Word as it is revealed to him or her by the Holy Spirit, encourage and support persons in their commitment to Christ, administer the sacraments, and lead corporate worship experiences.
2. The Pastor shall be called for an indefinite time by a two-thirds vote of the members present at a legally called business meeting. The Pastor's term shall continue as long as the Church and Pastor are agreed; either the Church or Pastor may insist upon ninety (90) days' notice of dissolution of relationship except in cases of loss of ministerial standing.
3. The Pastor shall confirm Amelia's Mission Statement, Statement of Doctrine, and Statement of Faith.
4. Duties and responsibilities shall include the following:
 - a. Plan, support and lead all worship services sponsored by the Church, as appropriate.
 - b. Fill the pulpit on Sunday mornings including the delivery of the weekly sermons and administering the sacraments.
 - c. Coordinate with the Deacon Board for pulpit and pastoral supply for planned absences.
 - d. Plan, develop, and lead special worship services as developed in conjunction with Church boards and committees.
 - e. Make pastoral calls and visits to meet the individual needs of members and participants.
 - f. Provide pastoral leadership to bring new and prospective members into the Church.
 - g. Provide counseling and maintain confidentiality.
 - h. Plan, develop, and lead programs which help people reinforce their spiritual lives.
 - i. Work with Church committees and boards to develop leadership abilities in others and encourage them to assume active roles in the Church. Also attend meetings of boards and committees as needed.
 - j. Work with and be actively involved in all Church fellowship groups.
 - k. Participate actively in the functions of the National Association of Congregational Christian Churches and Association meetings.
 - l. Conduct a yearly performance review of all paid employees under the Pastor's supervision and guidance.
 - m. Perform other duties as determined cooperatively with various Church boards and committees.
 - n. Participate actively in, as a member of, the Worship Committee's functions and activities.
 - o. A background check is required for this position.

B. Associate Pastor

1. The Associate Pastor is responsible for ministering to the spiritual and emotional needs of Amelia's families with children/youth from new-born through college as needed, through Bible study, discipleship, worship, evangelism, and fellowship.
2. The Associate Pastor shall be called for an indefinite time by a two-thirds vote of the members present at a legally called business meeting. The Associate Pastor's term shall continue as long as the Church and Associate Pastor are agreed; either the Church or

Associate Pastor may insist upon ninety (90) days' notice of dissolution of relationship except in cases of loss of ministerial standing.

3. The Associate Pastor shall confirm Amelia's Mission Statement, Statement of Doctrine, and Statement of Faith.
4. The Associate Pastor shall exhibit a desire to work with our children/youth and a desire to enable them to grow closer to Jesus Christ, each other and shall inspire them to passionately reach out to others.
5. The Associate Pastor will regularly meet with the Pastor to be mentored in Pastoral Care and Christian Ministry at the discretion of both parties. He or she will be evaluated yearly by the Pastor.
6. A background check is required for this position.
7. This position will work under the supervision and guidance of the pastor.
8. Duties and responsibilities shall include the following:
 - a. **Middle/Senior Youth Ministry (50%)**
 - i. Strengthen the faith of our middle, senior and college students. Create and provide youth with opportunities to share their faith.
 - ii. Encourage students to discover and use their gifts to become involved in worship leadership and support.
 - iii. Provide regular meetings/activities for Middle and Senior Youth Group students that balance strong Christian faith with a fun safe supportive atmosphere.
 - iv. Strive to increase our Youth Group active participation and provide outreach events.
 - v. Look for opportunities to lead/direct the older youth and college age to mentor younger youth.
 - vi. Identify youth and family service opportunities in the church and community.
 - vii. Plan/Coordinate fund-raisers for the Youth Program to sustain the outings and mission trips.
 - viii. Develop/manage a budget for the Youth Program.
 - b. **Beginner/Elementary Youth Ministry (25%)**
 - i. Provide leadership and oversight to ministries for families with children.
 - ii. Oversee the Children's Church programs.
 - iii. Collaborate with parent leaders to provide regular and special event meetings.
 - iv. Lead confirmation and baptism class.
 - v. Collaborate with Christian Education Committee to provide Vacation Bible School.
 - c. **Pastoral Ministry – All ages (25%)**
 - i. General pastoral responsibilities as directed by the Senior Pastor, including, but not limited to, leading worship, preaching, administering the sacraments, leading bible studies or other training classes, baptisms, weddings, funerals, and visitations.
 - ii. Partner with the Senior Pastor and appropriate committees in the area of family ministry.
 - iii. Collaborate in the creation of new ministries as opportunities and needs arise.

- iv. Nurture families to strengthen their relationship with Christ and with each other.
- v. Recruit, train, and encourage volunteers.

C. Children's Church Director

1. The Children's Church Director role at Amelia Christian Church will encompass a wide a range of duties.
2. The Children's Church Director shall confirm Amelia's Mission Statement, Statement of Doctrine and Statement of Faith.
3. Duties and responsibilities shall include the following:
 - a. Create, plan and teach weekly lessons for each Sunday based on the children's needs and abilities.
 - b. Be able to adjust the lesson plans due to the number of children or age of the children that participate in class.
 - c. Prepare a craft, song, finger play, etc. to support the lesson.
 - d. Be able to fluctuate Children's Church time due to the length of Worship Service.
 - e. Create and plan lessons for 5th Sundays or any Sunday due to absence. Plan and schedule replacement coordinator for these Sundays.
 - f. Maintain Children's Church supplies according to the limits established by the annual budget.
 - g. Assist and support the needs of any other class or committee such as making crafts for nursing homes, hospitals, etc.
 - h. Assist with planning the yearly Children's Church volunteer schedule.
 - i. All invoices, Check Request Forms, pertaining to Children's Church are to be submitted to the Chairperson of the Board of Elders for approval.
 - j. A background check is required for this position.
 - k. The position will work under the supervision and guidance of the Associate Pastor.

D. Music Director

1. **Primary Function:** Coordinate the church's Music Ministries, working with the Pastor and Worship Committee. The Music Director shall give advice and assistance whenever requested by the Pastor. Assistance shall be given to the Children/Youth choirs, and the Praise Music team, working in coordination with the Leaders.
2. **Duties and Responsibilities:** The Music Director of Amelia Christian Church, working with the Pastor and Worship Committee, shall be responsible in fulfilling the following tasks:
 - a. Work with the Worship Committee to evaluate and develop goals for Music Ministry opportunities. Attend committee meetings, and communicate in a prompt and timely manner via phone, e-mail, text or other electronic media.
 - b. Work with the Pastor and Worship Committee to plan the church's worship services. Plan for all special music in the weekly worship services; select choir anthems to support the worship theme, in conjunction with the Pastor and Worship Committee.

- c. Plan for special music services, such as Christmas and Easter holiday worship services, and any other church-wide occasion as requested.
- d. Direct the adult choir, leading weekly rehearsals throughout the school year, and extra rehearsal sessions as needed for special services.
- e. Work with the Technology Committee for equipment needs, coordinating worship needs, especially for special musical services.
- f. Direct congregational music as needed, selecting music to support worship, and teaching new music to the congregation.
- g. Secure capable assistant to lead in case of absence. Arrange for special music as needed in case of absences.
- h. Work with the Worship Committee to prepare the annual Music Ministries budget. Purchase all necessary music, literature, materials, and supplies for the Music Ministries.
- i. All invoices, Check request forms, pertaining to the Worship Committee are to be submitted to the Chairperson of the Board of Elders for approval.
- j. The Music Director position will work under the supervision and guidance of the Pastor, who will provide feedback and periodic evaluations.
- k. The position will work under the supervision and guidance of the pastor.

E. Church Secretary

1. Duties and responsibilities shall include the following:
 - a. Assist the Pastor/Associate Pastor in copying, typing, filing, etc.
 - b. Handle and distribute mail, email – incoming and outgoing.
 - c. Answer phones, distribute messages and initiate church-wide information calls when necessary.
 - d. Assist with handling of Pastor's/Associate Pastor's calendar.
 - e. Preparation of weekly bulletin and special bulletins when needed.
 - f. Preparing screens to enhance the Church's Worship Service.
 - g. Initiate quarterly check requests for CAM and NACCC according to the annual budget.
 - h. Maintain, create, and keep current all Church's social media (website, Facebook, etc.), mailing/address list, Church's calendar, birthday/anniversary list, prayer list and new visitor log.
 - i. Maintains the electronic database program.
 - j. Processing invoices – distribute to appropriate mailboxes and monitor to insure timely payment of bills.
 - k. Processing and delivering timesheets, check requests and mileage logs.
 - l. Maintain and distribute supplies for office, church pews, dedications, baptisms and all monthly and seasonal devotionals.
 - m. Handle any miscellaneous office duties as needed.
 - n. Be willing to assist members/committees if time allows.
 - o. A background check is required for this position.
 - p. This position will work under the supervision and guidance of the Pastor.

F. Church Clerk

1. Duties and responsibilities shall include the following:
 - a. Maintain the records of the Church. An accurate list of membership shall be kept and records of all Church meetings preserved.
 - b. Attend to all correspondence appropriate to the office.
 - c. Maintain a roll of all baptisms.
 - d. Ensure notices of business meetings are properly posted.
 - e. Present minutes of previous meetings for approval at each quarterly business meeting.
 - f. The Church Clerk shall be elected annually by the Elder Board and may be eligible for consecutive terms.

G. Treasurer

1. The duties and responsibilities shall include the following:
 - a. Pay the bills and other financial obligations of the Church within the limits established by the annual budget (if not using an outside CPA).
 - b. Maintain an accurate account of all receipts and disbursements for the General Fund, Money Market and Designated Funds.
 - c. Prepare a report quarterly and annually to be submitted to the Church at business meetings and provide to the Church Clerk in advance of the regularly scheduled business meetings.
 - d. Church accounts shall be maintained separate from all other funds and/or accounts and shall be accessible to the Church at all times.
 - e. Bonding shall be provided for this position.
 - f. Review check requests and fulfill payment(s) as appropriate.
 - g. Act as liaison to CPA.
 - h. Make deposits into Money Market account as appropriate.
 - i. Prepare monthly financial report for Stewardship Committee review.
 - j. The Church Treasurer shall be elected annually by the Elder Board and may be eligible for consecutive terms.
 - k. A background check is required for this position.

H. Assistant Treasurer

1. The duties and responsibilities shall include the following:
 - a. Responsible for the rent and the maintenance of the rental properties.
 - b. Responsible for working with the property management for the rental properties.
 - c. Prepare a report for the rental properties income and expenses to be submitted to the church at quarterly business meetings and provide to the Church Clerk in advance of the regularly scheduled business meetings.
 - d. Maintain the records of the Barbara Hawkins Parker Scholarship Fund Accounts and issue recipient's checks.
 - e. The Assistant Church Treasurer shall be elected annually by the Elder Board and may be eligible for consecutive terms.

- f. A background check is required for this position.

I. Financial Secretary

1. The Financial Secretary shall serve as the Chairperson of the Count Committee.
2. The duties and responsibilities shall include the following:
 - a. Maintain an accurate record of each subscriber's account and furnish the subscriber statements at the end of the year and upon request.
 - b. Provide proper receipts of deposit to the Church Treasurer.
 - c. Maintain required information so that accurate records of contributions can be provided to subscribers.
 - d. Maintain policies and procedures of the committee.
 - e. Maintain records of memorials, honorary gifts and honorariums and respond appropriately to these gifts.
3. Terms and Composition
 - a. The Financial Secretary shall be elected annually by the Elder Board and may be eligible for consecutive terms.
 - b. Bonding shall be provided for this position.
 - c. The Financial Secretary position and the duties and responsibilities shall be reviewed annually by the Board of Elders.
 - d. A background check is required for this position.

J. Moderator

1. The duties and responsibilities shall include the following:
 - a. Preside over all business meetings of the Church. Where matters concerning the Moderator personally are being considered, the chairperson of the Board of Elders shall preside.
 - b. Terms and Composition
 - i. The Moderator shall be recommended annually by the Elder Board.

Section 1.03 Boards and Committees

The boards and committees of this Church shall consist of a Board of Elders, Board of Deacons, Board of Trustees, Worship Committee, Stewardship Committee, Nominating Committee, Christian Education Committee, Building Fund Committee, Hospitality Committee, Program Committee, Recreation Committee, College/Military Ministry Committee, Flower Committee, Long Range Planning Committee, Cemetery Committee, Count Committee, Landscape Committee, Mission Outreach Committee, and Technology Committee. Committees shall be reasonably representative of the gender and age composition of the membership. Family members (parents, spouses, children and siblings) shall not serve on the same Board/Committees.

Section 1.04 Description of Boards and Committees

A. Board of Elders

1. **Purpose:** The Board of Elders shall be the policy-making group of the Church and transact the business of the Church between quarterly business meetings. It shall also implement business decisions/votes referred to it by the Church in annual or special meetings.
2. Duties and responsibilities shall include the following:
 - a. Recommend to the church any former Deacon or Elder who has commended themselves by faithful service and outstanding character for special honor and recognition as an Honorary Deacon or Honorary Elder.
 - b. Hold monthly and special called meetings at a time set by members and report activities at the quarterly business meeting.
 - c. Recommend persons to serve on the Board of Elders, Deacon Board, Board of Trustees, Nominating Committee, Financial Secretary, Treasurer, Assistant Treasurer, Count Committee, Long Range Planning Committee, Cemetery Committee, Technology Committee, Moderator, Church Clerk, Safety Committee, and utilizing the recommendations from the Church through the time and talent card.
 - d. Nominate the Year-Round Delegate to the National Association of Congregational Christian Churches (NACCC), and/or a Church voting delegate if the Year-Round Delegate is unable to represent the Church at the NACCC yearly conference.
 - e. Recommend Church members to the National Association of Congregational Christian Churches to serve as nominees for commissions, committees and boards.
 - f. Review the Amelia Church Constitution yearly.
 - g. Elect a chairperson, vice-chairperson and secretary at the first meeting of the New Year.
 - h. The chairperson shall maintain records of the activities of the Board of Elders to be presented to the incoming chairperson.
 - i. Approve non-standard email and website content.
 - j. Present a report of activities at each quarterly business meeting. A copy shall be given to the Church Clerk in advance of regularly scheduled business meetings.
 - k. Hold in trust Church properties, but shall have no power to buy, sell, mortgage, or transfer property except by vote of the Church.
 - l. Execute legal documents including deeds, notes, securities, endowments and insurance policies.
 - m. Oversee the T.N. Daughtry Scholarship.
 - n. Maintain the records and award the BHP Scholarship recipient(s). Make request to the Assistant Treasurer for scholarship payment(s) according to guidelines.
 - o. Work directly with the Pastor to set yearly goals, hold the Pastor accountable for fulfilling his/her duties, and will be responsible for providing the Pastor with a performance review and evaluation at least yearly. This evaluation will include feedback from the Deacon Board and church members as provided by the Deacon Board. A written copy of the evaluation will be provided to the pastor and its content shall be presented at the quarterly business meeting.
 - p. Request appreciation checks in November for musicians each year as deemed needed.

- q. Chairperson will approve and submit for payment all said Boards invoices. Invoices are to be placed in the Treasurer's Request for Payment folder. The chairperson is responsible for maintaining accurate budget information for their committee line item.
 - r. Submit to the Stewardship committee a recommendation for the annual salary of all paid employees.
 - s. Manage the advertisement, interviewing, hiring and or recommending for hire church staff utilizing a search committee as needed.
 - t. Evaluate Christmas bonuses for all paid employees.
 - u. Conduct a yearly Church Council meeting in January.
 - v. Develop, mail and tabulate results of the three-year Pastoral survey and provide results to the Pastor and congregation.
3. Terms and Composition
- a. The Board of Elders shall be composed of five (5) members that have all served as Deacons at Amelia Christian Church, Inc.
 - b. This shall be a rotating board.
 - c. Members shall serve a five (5) year term.
 - d. The chairperson should be elected from a member serving their final year; however, the chairperson may be selected from members serving their fourth year, if necessary.
 - e. Members shall for one (1) year be ineligible for reelection.
 - f. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Replacements shall be made by the Board of Elders upon request from the chairperson and approval of the congregation.
 - g. A background check is required for members of this board.

B. Board of Deacons

1. **Purpose:** It shall be the purpose of the Deacons to cooperate with the Pastor and the Board of Elders in ministering to the needs and wellbeing of the Church community.
2. Duties and responsibilities shall include the following:
 - a. Provide for pulpit/pastoral supply in the absence of the pastor.
 - b. Care for the poor, sick, sorrowing, indifferent and the stranger.
 - c. Invite visitors to the Church and visit prospective and new members.
 - d. Assist in administering communion.
 - e. Work with the church clerk in making a periodic survey of the Church roll and submit necessary revisions, including granting letters of transfer.
 - f. Hold monthly and special called meetings at a time set by members and report activities at quarterly business meetings.
 - g. Assume the role of "Deacon of the Week" and assist the Pastor in visitation on a rotating schedule.
 - h. Elect a chairperson, vice-chairperson, and secretary at the first meeting of the New Year.

- i. The chairperson shall maintain records of the activities of the board to be presented to the incoming chairperson.
 - j. Provide a channel of communication between the Pastor and the congregation and counsel the Pastor with respect to the fulfillment of the duties and responsibilities of his/her office.
 - k. Work with the Pastor and committees in the Church, define and clarify the basic requirements for church membership, offering training for adults as well as confirmation for children.
 - l. Provide input and feedback to the Board of Elders regarding the performance of the Pastor and his fulfillment of the pastoral duties on a yearly basis at minimum. Input from church members should be solicited in advance
 - m. Submit requests to the Stewardship Committee for funds to meet annual budget requirements.
 - n. Present a written report of activities at each quarterly business meeting. A copy should be given to the Church Clerk in advance of regularly scheduled business meetings.
 - o. Chairperson will approve and submit for payment all said Boards invoices. Invoices are to be placed in the Treasurer's Request for Payment folder. The chairperson is responsible for maintaining accurate budget information for their committee line item.
 - p. Serve as representative, in the support and planning activities, on the Worship Committee.
3. Terms and Composition
- a. The Board of Deacons shall be composed of eight (8) members.
 - b. This shall be a rotating board.
 - c. Members shall serve a four (4) year term.
 - d. The chairperson should be elected from a member serving their final year; however, the chairperson may be selected from members serving their third year, if necessary.
 - e. Members shall for one (1) year be ineligible for reelection.
 - f. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Board of Elders and approval of the congregation.

C. Board of Trustees

- 1. **Purpose:** It shall be the purpose of the Board of Trustees to maintain and repair Church property.
- 2. Duties and Responsibilities shall include the following:
 - a. Ensure that Church property is properly used as stated in the guidelines approved by the church, and kept in good repair.
 - b. Present a report of transactions and a statement of the condition of Church property at each quarterly business meeting. A copy should be given to the Church Clerk in advance of regularly scheduled business meetings.

- c. Chairperson will approve and submit for payment of all said Boards invoices. Invoices are to be placed in the Treasurer's Request for Payment folder.
 - d. Submit requests to the Stewardship Committee for funds to meet annual budget requirements under line item 9408.
 - e. The chairperson shall maintain records of the activities of the Board to be presented to the incoming chairperson.
3. Terms and Composition
- a. The Board of Trustees shall be composed of four (4) members.
 - b. This shall be a rotating board.
 - c. Members shall serve a three (3) year term.
 - d. The chairperson should be elected from a member serving their final year; however, the chairperson may be selected from members serving their second year, if necessary.
 - e. Members shall for one (1) year be ineligible for reelection, unless approved for consecutive terms by the Board of Elders.
 - f. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Board of Elders and approval of the congregation.

D. Worship Committee

1. **Purpose:** It shall be the purpose of the Worship Committee to coordinate and plan meaningful worship services, so that music can support the worship theme, provide purposeful opportunities for worship, and coordinate special emphases as part of the total worship experience.
2. Duties and Responsibilities shall include the following:
 - a. The Worship Committee will meet regularly to plan worship services primarily two (2) weeks in advance of planned regular services. Information is to be updated by the Worship Committee and forwarded to the Church Secretary.
 - b. Music is to reflect themes of the Pastors' or guest speakers (pulpit supply minister, missionaries, etc.) upcoming message.
 - c. Special arrangements and music are to reflect yearly and church holidays, including but not limited to; Lent, Advent, Thanksgiving Sing Services, etc.
 - d. Special occasional events, such as, baptisms, infant dedications, marriages, etc. are to be coordinated with the Music Director to ensure that music is appropriate and timely of such service.
 - e. Information is to be kept on the church calendar for special emphases of (OGHS, Time & Talent, Stewardship, mission teams, Graduate Sunday, Youth Sunday, Women's Sunday, etc.) and updated by Worship Committee and the church secretary.
3. Terms and Composition
 - a. The Worship Committee shall be composed of three primary members of the church, Pastor, Music Director, and Deacon Representative. Additional participants may be added as needed.

E. Stewardship Committee

1. **Purpose:** It shall be the purpose of the Stewardship Committee to promote the stewardship of time, talents and financial resources.
2. Duties and responsibilities shall include the following:
 - a. Present special emphasis on stewardship periodically throughout the Church year.
 - b. Prepare the annual budget to be presented to the Church for adoption at the quarterly business meeting in October.
 - c. Periodically monitor the budget with the Church Treasurer and propose necessary adjustments to the Church for adoption.
 - d. An internal audit of the Church financial accounts shall be done annually by members of the Stewardship committee.
 - e. Provide a written report of activities at each quarterly business meeting. A copy shall be given to the Church Clerk in advance of regularly scheduled business meetings.
 - f. The chairperson shall maintain records of the activities of the board to be presented to the incoming chairperson.
 - g. Chairperson will review and exercise authority to approve or disapprove and submit for payment all Church invoices.
3. Terms and Composition
 - a. The Stewardship Committee shall be composed of five (5) members.
 - b. This shall be a rotating board.
 - c. Members shall serve a three (3) year term.
 - d. The chairperson should be elected from a member serving their final year; however, the chairperson may be selected from members serving their second year, if necessary.
 - e. Members shall for one (1) year be ineligible for reelection.
 - f. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Nominating Committee and approval of the congregation.
 - g. A background check is required for this committee.

F. Nominating Committee

1. **Purpose:** It shall be the purpose of the Nominating Committee to recommend Sunday School teachers and officers, Church officers and committee members that are not nominated by the Board of Elders.
2. Duties and Responsibilities shall include the following:
 - a. Identify and recruit qualified candidates for the above positions.
 - b. The chairperson shall maintain records of the activities of the committee to be presented to the incoming chairperson.
3. Terms and Composition
 - a. The Nominating Committee shall be composed of three (3) members. The Church Clerk and Pastor shall serve as advisors to the committee.

- b. This shall be a rotating committee.
- c. Members shall serve a three (3) year term.
- d. The chairperson should be elected from a member serving their final year; however, the chairperson may be selected from members serving their second year, if necessary.
- e. Members shall for one (1) year be ineligible for reelection.
- f. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Board of Elders and approval of the congregation.

G. Christian Education Committee

1. **Purpose:** It shall be the purpose of the Christian Education Committee to encourage and recommend programs of Christian education within the Church.
2. Duties and Responsibilities shall include the following:
 - a. Assist Associate Pastor with implementing and maintaining Sunday School classes and programs.
 - b. Assist Associate Pastor with planning and providing training opportunities for Sunday School Teachers.
 - c. Assist the Pastor and other Church groups in the area of educational concern.
 - d. Responsible for planning and implementing Vacation Bible School.
 - e. Plan and provide a program for Advent Family Time.
 - f. The chairperson shall maintain records of the activities of the board to be presented to the incoming chairperson.
 - g. Submit requests to the Stewardship Committee for funds to meet annual budget requirements.
 - h. Provide a written report of activities at each quarterly business meeting. A copy shall be given to the Church Clerk in advance of regularly scheduled business meetings.
 - i. Chairperson will approve and submit for payment all said committee invoices. Invoices are to be placed in the Treasurer's Request for Payment folder. The chairperson is responsible for maintaining accurate budget information for their committee line item.
3. Terms and Composition
 - a. The Christian Education Committee shall be composed of five (5) members. The Associate Pastor will serve as an advisor to the committee.
 - b. This shall be a rotating committee.
 - c. Members shall serve a three (3) year term.
 - d. The chairperson should be elected from a member serving their final year; however, the chairperson may be selected from members serving their second year, if necessary.
 - e. Members shall for one (1) year be ineligible for reelection.
 - f. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Nominating Committee and approval of the congregation.

H. **Building Fund Committee**

1. **Purpose:** It shall be the purpose of the Building Fund Committee to raise funds used in building projects and/or other needs of the Church.
2. Duties and Responsibilities shall include the following:
 - a. Plan and complete fund-raising projects.
 - b. Receive and deposit funds into the Church account, and provide deposit slips to the Church Treasurer.
 - c. Maintain accurate records of all transactions.
 - d. Provide a written report of activities at each quarterly business meeting. A copy shall be given to the Church Clerk in advance of regularly scheduled business meetings.
 - e. The chairperson shall maintain records of the activities of the board to be presented to the incoming chairperson.
 - f. Chairperson will approve and submit for payment all said committee invoices. Invoices are to be placed in the Treasurer's Request for Payment folder. The chairperson is responsible for maintaining accurate budget information for their committee line item.
3. Terms and Composition
 - a. The Building Fund Committee shall be composed of five (5) members, one serving as Treasurer of the committee.
 - b. This shall be a rotating committee.
 - c. Members shall serve a three (3) year term.
 - d. The chairperson should be elected from a member serving their final year; however, the chairperson may be selected from members serving their second year, if necessary.
 - e. Members shall for one (1) year be ineligible for reelection.
 - f. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Nominating Committee and approval of the congregation.

I. **Hospitality Committee**

1. **Purpose:** It shall be the purpose of the Hospitality Committee to prepare for Church related social functions.
2. Duties and Responsibilities shall include the following:
 - a. Prepare social functions for incoming ministers, outgoing ministers, ordination, and installation services.
 - b. Prepare refreshments, as needed, for Church related functions.
 - c. Maintain adequate disposable supplies needed for meals and socials.
 - d. Assist the Program Committee at Homecoming by making preparations for the meal.
 - e. Purchase gifts for Pastor on the occasion of ordination or departure.
 - f. Provide a written report of activities at each quarterly business meeting. A copy shall be given to the Church Clerk in advance of regularly scheduled business meetings.

- g. The chairperson shall maintain records of the activities of the board to be presented to the incoming chairperson.
- h. Submit requests to the Stewardship Committee for funds to meet annual budget requirements.
- i. Chairperson will approve and submit for payment all said committee invoices. Invoices are to be placed in the Treasurer's Request for Payment folder. The chairperson is responsible for maintaining accurate budget information for their committee line item.

3. Terms and Composition

- a. The Hospitality Committee shall be composed of five (5) members.
- b. This shall be a rotating committee.
- c. Members shall serve a three (3) year term.
- d. The chairperson should be elected from a member serving their final year; however, the chairperson may be selected from members serving their second year, if necessary.
- e. Members shall for one (1) year be ineligible for reelection.
- f. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Nominating Committee and approval of the congregation.

J. Program Committee

- 1. **Purpose:** It shall be the purpose of the Program Committee to plan special programs and events.
- 2. Duties and Responsibilities shall include the following:
 - a. Provide for the Homecoming speaker and entertainment.
 - b. Plan and conduct the Christmas program, including Santa Claus and decorating the Christmas tree in the fellowship hall.
 - c. Plan Church social events which may include the Church retreat and picnic, as well as other events decided upon by the committee.
 - d. Submit requests to the Stewardship Committee for funds to meet annual budget requirements.
 - e. Provide a written report of activities at each quarterly business meeting. A copy shall be given to the Church Clerk in advance of regularly scheduled business meetings.
 - f. The chairperson shall maintain records of the activities of the board to be presented to the incoming chairperson.
 - g. Chairperson will approve and submit for payment all said committee invoices. Invoices are to be placed in the Treasurer's Request for Payment folder. The chairperson is responsible for maintaining accurate budget information for their committee line item.
- 3. Terms and Composition
 - a. The Program Committee shall be composed of five (5) members.
 - b. This shall be a rotating committee.
 - c. Members shall serve a three (3) year term.

- d. The chairperson should be elected from a member serving their final year; however, the chairperson may be selected from members serving their second year, if necessary.
- e. Members shall for one (1) year be ineligible for reelection.
- f. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Nominating Committee and approval of the congregation.

K. Recreation Committee

- 1. **Purpose:** It shall be the purpose of the Recreation Committee to plan and coordinate recreational programs for the Church.
- 2. Duties and Responsibilities shall include the following:
 - a. Coordinate, organize, and promote the operation of recreational and extracurricular activities for all ages and groups interests of the Church.
 - b. Assist the Program Committee when providing recreation at social events.
 - c. Submit requests to the Stewardship Committee for funds to meet annual budget requirements.
 - d. Provide a written report of activities at each quarterly business meeting. A copy shall be given to the Church Clerk in advance of regularly scheduled business meetings.
 - e. The chairperson shall maintain records of the activities of the board to be presented to the incoming chairperson.
 - f. Chairperson will approve and submit for payment all said committee invoices. Invoices are to be placed in the Treasurer's Request for Payment folder. The chairperson is responsible for maintaining accurate budget information for their committee line item.
- 3. Terms and Composition
 - a. The Recreation Committee shall be composed of three (3) members.
 - b. This shall be a rotating committee.
 - c. Members shall serve a three (3) year term.
 - d. The chairperson should be elected from a member serving their final year; however, the chairperson may be selected from members serving their second year, if necessary.
 - e. Members shall for one (1) year be ineligible for reelection.
 - f. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Nominating Committee and approval of the congregation.

L. College/Military Ministry Committee

- 1. **Purpose:** It shall be the purpose of the College/Military Ministry Committee to implement and maintain a program that provides nurturing, outreach, and witness for people of college and military enlistment age and their families.
- 2. Duties and Responsibilities shall include the following:

- a. Maintain a list of all the college and enlisted military from the church membership. This should include members, members' children and/or grandchildren, and friends of members (if a member so requests).
 - b. Compile care packages to be mailed or delivered to each person on the list each December and April.
 - c. Recognize high school and college graduates on "Graduation Sunday" in May by presenting each graduate with a gift from the church.
 - d. Maintain the "Campus Corner" bulletin board in the church with information pertaining to the identified people.
 - e. Submit requests to the Stewardship Committee for funds to meet annual budget requirements.
 - f. The chairperson shall maintain records of the activities of the board to be presented to the incoming chairperson.
 - g. Plan and implement additional ministry opportunities to further enhance the ministry's effectiveness.
 - h. Provide a written report of activities at each quarterly business meeting. A copy shall be given to the Church Clerk in advance of regularly scheduled business meetings.
 - i. Chairperson will approve and submit for payment all said committee invoices. Invoices are to be placed in the Treasurer's Request for Payment folder. The chairperson is responsible for maintaining accurate budget information for their committee line item.
3. Terms and composition
- a. The College/Military Ministry Committee shall be composed of three (3) members.
 - b. This shall be a rotating committee.
 - c. Members shall serve a three (3) year term.
 - d. The chairperson should be elected from a member serving their final year; however, the chairperson may be selected from members serving their second year, if necessary.
 - e. Members shall for one (1) year be ineligible for reelection.
 - f. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Nominating Committee and approval of the congregation.

M. Flower Committee

1. **Purpose:** It shall be the purpose of the Flower Committee to obtain flowers for Church needs.
2. Duties and Responsibilities shall include the following:
 - a. Purchase flowers or a memorial in case of the death of a Church member.
 - b. Order flowers for worship service for the holidays: Easter, Thanksgiving and Christmas.
 - c. Order flowers for worship service on Homecoming Sunday.
 - d. Order flowers for worship service on Mother's Day and Father's Day in honor of all mothers and fathers.

- e. Provide decorations for seasonal times throughout the year and/or holidays in addition to the standard altar arrangements and including any indoor or outdoor seasonal decoration.
 - f. Plan for the “Poinsettia Tree” for the Christmas Holiday Season (the month of December).
 - g. Floral arrangements received from individuals or groups on the above designated Sundays will be placed at the discretion of the Flower Committee.
 - h. Coordinate with persons desiring to place flowers in the Church during worship service or special occasions. Report this information to the Church Secretary for the bulletin.
 - i. Provide flowers for the graves of Mrs. Myrtle Hawkins and Barbara Hawkins Parker at least four (4) times per year.
 - j. The chairperson shall maintain records of the activities of the board to be presented to the incoming chairperson.
 - k. Submit requests to the Stewardship Committee for funds to meet annual budget requirements.
 - l. Provide a written report of activities at each quarterly business meeting. A copy shall be given to the Church Clerk in advance of regularly scheduled business meetings.
 - m. Chairperson will approve and submit for payment all said committee invoices. Invoices are to be placed in the Treasurer’s Request for Payment folder. The chairperson is responsible for maintaining accurate budget information for their committee line item.
3. Terms and Composition
- a. The Flower Committee shall be composed of three (3) members.
 - b. This shall be a rotating committee.
 - c. Members shall serve a three (3) year term.
 - d. The chairperson should be elected from a member serving their final year; however, the chairperson may be selected from members serving their second year, if necessary.
 - e. Members shall for one (1) year be ineligible for reelection.
 - f. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Nominating Committee and approval of the congregation.

N. Landscape Committee

- 1. **Purpose:** It shall be the purpose of the Landscape Committee to landscape Church grounds.
- 2. Duties and Responsibilities shall include the following:
 - a. Assess the needs; make recommendations to the Church and complete approved changes as deemed appropriate for the Church. This committee shall work in conjunction with the Long-Range Planning Committee.
 - b. The Chairperson shall maintain records of the activities of the committee.
 - c. Provide a written report of activities at each quarterly business meeting. A copy shall be given to the Church Clerk in advance of regularly scheduled business meetings.

- d. Submit requests to the Stewardship Committee for funds to meet annual budget requirements.
 - e. Chairperson will approve and submit for payment all said committee invoices. Invoices are to be placed in the Treasurer's Request for Payment folder. The chairperson is responsible for maintaining accurate budget information for their committee line item.
3. Terms and Composition
- a. The Landscape Committee shall be composed of three (3) members.
 - b. This shall be a rotating committee.
 - c. Members shall serve a three (3) year term.
 - d. The chairperson should be elected from a member serving their final year; however, the chairperson may be selected from members serving their second year, if necessary.
 - e. Members shall for one (1) year be ineligible for reelection.
 - f. The committee shall elect a chairperson.
 - g. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Replacements shall be made by the nominating committee and approval of the congregation.

O. Long-Range Planning Committee

1. **Purpose:** It shall be the purpose of the Long-Range Planning Committee to plan and develop facility needs of the Church.
2. Duties and Responsibilities shall include the following:
 - a. Seek suggestions and input from members for building needs.
 - b. Evaluate, develop plans and make recommendations to the Church for building needs.
 - c. Plan and recommend to the Church long range facility needs.
 - d. Evaluate the purpose to the Church for the best use of available space.
 - e. Appoint subcommittees as needed to carry out short term projects.
 - f. The chairman shall maintain records of the activities of the committee.
 - g. Present a report of activities at each quarterly business meeting as needed. A copy should be given to the Church Clerk in advance of regularly scheduled business meetings.
 - h. Chairperson will approve and submit for payment all said committee invoices. Invoices are to be placed in the Treasurer's Request for Payment folder. The chairperson is responsible for maintaining accurate budget information for their committee line item.
3. Terms and Composition
 - a. The Long-Range Planning Committee shall be composed of five (5) members.
 - b. This shall be a standing committee.
 - c. The committee shall elect a chairperson.
 - d. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Board of Elders and approval of the congregation.

P. Count Committee

1. **Purpose:** It shall be the purpose of the Count Committee to receive all offerings and special collections of the Church.
2. Duties and Responsibilities shall include the following:
 - a. Count the offerings received. Two (2) of the four (4) Count Committee members shall count each time, making their rotation schedule between them. Money shall not be counted by less than (2) members of the Count Committee. One of the two persons counting shall be the Financial Secretary (Chair of the Count Committee) or the Vice-Chair of the count committee.
 - b. Deposit monies to the proper account. Two (2) members of the Count Committee are required to take the deposit to the bank.
 - c. The Vice Chairperson should be elected from a member serving their final year; however, the committee may elect a chairperson from members, if necessary.
 - d. The Vice Chairperson shall perform the duties of the Financial Secretary when absent or unable to fulfill the duties and responsibilities of the office.
 - e. Provide proper receipts of the deposits to the Financial Secretary and Treasurer.
 - f. Prepare and provide required information to the Financial Secretary so that accurate records of subscriber contributions can be maintained.
 - g. The Chairperson shall maintain policies and procedures of the activities of the committee to be presented to the incoming chairperson.
3. Terms and Composition
 - a. The Count Committee shall be composed of three (3) rotating members and the Financial Secretary as the Chair of the Committee.
 - b. Members at large shall serve a three (3) year term and shall for one (1) year be ineligible for reelection unless approved for consecutive terms by the Elder Board.
 - c. Bonding shall be provided for this committee.
 - d. The Count Committee and the duties and responsibilities shall be reviewed annually or as needed by the Board of Elders.
 - e. A background check is required for this committee.

Q. Cemetery Committee

1. **Purpose:** It shall be the purpose of the Cemetery Committee to monitor and oversee cemetery concerns.
2. Duties and Responsibilities shall include the following:
 - a. Oversee cemetery concerns.
 - b. The chairperson shall maintain and distribute records of committee activities to other members of the Cemetery Committee.
3. Terms and Composition
 - a. The Cemetery Committee shall consist of three (3) members.
 - b. This shall be a standing committee.
 - c. The committee shall elect a chairperson.

- d. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Board of Elders and approval of the congregation.

R. **Mission Outreach Committee**

1. **Purpose:** It shall be the purpose of the Mission Outreach Committee to support our Church in Christian action by reaching out and ministering to the needs of our community and our world, involving ourselves in service to others.
2. Duties and Responsibilities shall include the following:
 - a. To encourage Church-wide awareness and participation in missions and outreach ministries.
 - b. To inform the congregation of needs in our community and abroad.
 - c. To provide financial and volunteer support while creating partnerships within the community and supporting specific projects and missionaries.
 - d. To plan and support adult mission trips.
 - e. To encourage evangelism by witnessing and inviting people to Church.
 - f. Present a report of activities at each quarterly business meeting. A copy should be given to the Church Clerk in advance of regularly scheduled business meetings.
 - g. Submit requests to the Stewardship Committee for funds to meet annual budget requirements.
 - h. The chairperson shall maintain records of the activities of the committee to be presented to the incoming chairperson.
3. Terms and Composition
 - a. The Mission Outreach Committee will consist of three (3) members.
 - b. This shall be a rotating committee.
 - c. Members shall serve a three (3) year term. Members shall for one (1) year be ineligible for reelection.
 - d. The chairperson shall be elected from a member serving their final year; however, the chairperson may be selected from members serving their second year, if necessary.
 - e. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacement shall be made by the Nomination Committee and approval of the congregation.

S. **Technology Committee**

1. **Purpose:** It shall be the purpose of the Technology Committee to enhance and extend worship services of Amelia Christian Church. This committee is to ensure that our pastors and staff have available technology for research, sermon development, and office management; that funds are managed in an effective way; that printed materials may be published with clarity and in a timely fashion; and that the services conducted at Amelia

Christian Church are enhanced with AV components to make the service most effective for everyone in the congregation and for those who may be unable to attend service.

2. Duties and Responsibilities shall include the following:
 - a. Recommend, install, and operate the technology components within the facilities of the church in order to ensure efficient and effective content delivery.
 - b. Analyze the AV, computer, and networking needs of the church.
 - c. Make recommendations to the Board of Elders for any actions and/or purchases necessary to improve the system.
 - d. Install and maintain AV, computer, and networking equipment in all facilities.
 - e. Operate equipment during worship services and special services in order to enhance the message delivery.
 - f. Maintain video library of all worship services and special services.
 - g. Appoint subcommittees as needed to carry out short term projects.
 - h. The chairman shall maintain records of the activities of the committee.
 - i. Present a report of activities at each quarterly business meeting. A copy should be given to the Church Clerk in advance of regularly scheduled business meetings.
 - j. All invoices, Check Request Forms, pertaining to the Technology Committee are to be submitted to the chairperson of the Board of Elders for approval.
3. Terms and Composition
 - a. The Technology Committee will consist of (6) members.
 - b. This shall be a standing committee.
 - c. The committee shall elect a chairperson.
 - d. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Board of Elders and approval of the congregation.

T. Safety & Security Committee

1. **Purpose:** It is the purpose of the Safety & Security Committee to design the key elements to help reduce the negative effects of an emergency or disaster and to train, educate and enforce necessary procedures to keep our members, participants, children/youth programs and guests safe during any emergency situation.
2. Duties and Responsibilities shall include the following:
 - a. Complete background checks on the following: Senior Pastor, Associate Pastor, Board of Elders, Church Treasurer, Assistant Financial Treasurer, Financial Secretary, Assistant Financial Secretary, Count Committee, Stewardship Committee, Church Secretary, Children's Church Director, Safety & Security Team and any adult over age 18 who serve as: Nursery worker, Children's Church worker, Youth group worker, Children/youth Sunday School Teacher, Children/Youth Choir Leader, Vacation Bible School Worker and anyone who serves in a staff of volunteer position within the children or youth programs of the church.

- b. Evaluate, develop plans, train and implement safety plans to include the following: Medical emergency, Fire emergency, Natural disasters (such as tornadoes, severe thunderstorms, etc.), Menacing person threats, Domestic situation, Harassing or obscene telephone calls, Active shooter, Suspicious item (bomb), Bomb threat and Kidnapping or Hostage Situation.
 - c. Evaluate, develop plans, train and implement safety plans for the safety of all children/youth while on our campus or in our care.
 - d. Present a report of activities at each quarterly business meeting. A copy shall be given to the Church Clerk in advance of regularly scheduled business meetings.
 - e. Submit requests to the Stewardship Committee for funds to meet annual budget requirements.
 - f. The Chairman shall maintain records of the committee.
3. Terms and Composition
- a. The Security and Safety Committee shall consist of five (5) members.
 - b. This shall be a standing committee
 - c. This committee shall elect a chairperson.
 - d. Attendance is required for 75% of the time for all meetings and/or activities. The chairperson shall be responsible for monitoring compliance. Upon request from the chairperson, replacements shall be made by the Board of Elders and approval of the congregation.
 - e. A background check is required for this committee.

U. NACCC Year-Round Delegate

1. At the third quarterly business meeting, a Year-Round Delegate shall be elected to represent the Church in periodic communications with NACCC staff, members of the NACCC Transition Team, and others.
2. The goal of the Church is to have a person who will enter into an exchange of information with those needing feedback and advice from the congregation. Communication may be by U.S. Mail, conference calls, e-mail exchanges, or other electronic arrangements.
3. The Year-Round Delegate will be the Church's conduit for two-way communications between the Church and the NACCC during the entire year, when the Association is not gathered for its Annual Meeting and Conference.
4. The Year-Round Delegate has a vital role to play as the conduit for keeping the NACCC informed of views and concerns emanating from the congregation and sharing matters with the NACCC, all year long.
5. The Year-Round Delegate may be elected to serve as the Conference Delegate, at which, after examining the issues, shall vote the wishes of the Church to the best of their knowledge.
6. If the Year-Round Delegate is unable to attend the NACCC Annual Meeting and Conference, the Elder Board will nominate a Conference Delegate at the 2nd quarterly business meeting as the Church's voting delegate representing Amelia Christian Church.

7. The Year-Round Delegate shall be elected for a three (3) year term and may be eligible for consecutive terms, if desired.
8. The Year-Round Delegate position and the duties and responsibilities shall be reviewed annually by the Board of Elders.
9. The Year-Round Delegate and/or Conference Delegate shall provide a written report of substance of the NACCC Annual Meeting and Conference at the July quarterly business meeting. Periodically, NACCC information may be published in the Church's monthly newsletter.

Article IX. Sabbatical for Pastor

Section 1.01 Sabbatical Leave Policy for Pastors

- A. Any full-time called pastor will be given the opportunity to take a compensated Sabbatical after seven (7) continuous years of service to Amelia Christian Church.
- B. The duration of the Sabbatical can be two (2) to three (3) concurrent months as agreed upon by the pastor and congregation at Amelia Christian Church.
- C. Upon returning from Sabbatical leave, the pastor will be restored to his/her former position and status and shall continue to receive the salary as per their call.
- D. Upon returning from Sabbatical leave, the pastor must remain in his/her position for at least one (1) year or otherwise forfeit the salary provided during the period of the leave.

Section 1.02 Planning

- A. To be eligible for a Sabbatical Leave, the pastor shall present in writing to the Board of Elders and Board of Deacons for their approval, a program ("the Plan") of activity for the Sabbatical Leave, at least one year prior to the proposed beginning of the Sabbatical Leave. This program of activity and meditation shall include a detailed description of the Plan, the goals to be achieved, and the expected end-product(s), together with a personal statement as to why this Sabbatical Leave would be valuable for both the pastor and the church.
- B. Upon approval by both Boards, in the year prior to the Sabbatical Leave, the Plan shall be presented to the congregation of Amelia Christian Church for their review and recommendation, if any. Included in this Plan will be the church's plan for pastoral services during the period of the Sabbatical Leave.
- C. At the completion of Sabbatical Leave, the pastor shall present to the next regular meeting of both Boards, a written report of activities and findings. This report also will be shared with the congregation following presentation to the Boards.

Section 1.03 Funding

- A. Amelia Christian Church will continue the pastor's salary, pension/major medical benefits, and, at the discretion of the Boards, auto and continuing education allowances at the same level as those in effect at the time of the Sabbatical Leave.

Section 1.04 Re-Entry

- A. Upon re-entry, the pastor will share with the congregation the details of the Leave as well as reflections on its value and benefit. Such expected benefits may be:
1. Discovering the strength of lay leadership heretofore under-utilized.
 2. New understandings of the concept of mission as shared mission between pastor and congregation.
 3. Reaffirmation of calling to ministry on the part of pastor and congregation with both being reinigorated and rededicated to the work of God's Kingdom.

Section 1.05 Responsibilities

A. Board of Elders

1. Review, with the Board of Deacons, the sabbatical time table and usage plan as submitted by the pastor.
2. Serve as contact/mediator in any concerns of the congregation or supply minister relative to the Sabbatical.
3. Determine who will be the primary contact(s) in the pastor's absence.

B. Board of Deacons

1. Receive for approval the pastor/minister's proposal for a Sabbatical, at least one (1) year in advance of the intended commencement of the Sabbatical.
2. Continue terms of call commitments to the minister during Sabbatical Leave.
3. Communicate to the congregation the importance and values to the church of a Sabbatical.
4. Request a written overview of the Sabbatical from the pastor upon return.

C. Pastor/Minister

1. Bring the sabbatical proposal before the Board of Deacons one (1) year before the intended commencement of the Sabbatical.
2. Secure the approval of the Board of Deacons for the sabbatical proposal and work out the necessary coverage of pastoral and pulpit responsibilities.
3. Assure the Board of Deacons of continued service to the church for at least one (1) full year from the conclusion of the Sabbatical.
4. Bring up to date all pending responsibilities as determined in consultation with the Board of Deacons before departing on a Sabbatical.
5. Submit to Board of Deacons, in writing, the sabbatical timetable and outline of plans.
6. Upon return, present an overview of the sabbatical experience to the Board of Elders and the Board of Deacons.

D. Additional Responsibilities/Information

1. If agreed upon by both Boards and the pastor, the Sabbatical might be combined with the study leave for extended study.

Article X. Membership

Section 1.01 Qualifications

- A. The basis of membership shall be Christian character. Persons may be received into the Church at any of its services as follows:
 - 1. On presentation of satisfactory letter of transfer from another Church
 - 2. On re-affirmation of faith where letter is not available
 - 3. On profession of faith and baptism.
- B. A copy of the “Constitution and By-Laws” shall be presented to persons upon their reception into the membership of the Church.

Section 1.02 Termination of Membership

- A. Any member who requests a letter of transfer to another Church shall receive it. Membership of persons to whom a letter has been granted shall be terminated. Upon request of a letter from another Church, said letter shall be provided by the Church Clerk.
- B. If because of change of faith, or other reasons, a member requests to be released from his or her covenant obligations, the Church, through the Board of Deacons, shall grant his or her request and terminate such membership.
- C. Members whose addresses are unknown for a period of two (2) years and have not communicated with the Church or contributed to its support, may by vote of the Board of Deacons, be transferred to an inactive list. From the date of such transfer, such person shall cease to be reported on the active membership roll and shall relinquish their right to vote. Before this action is taken, such person shall be notified in writing, if address is known, and given thirty (30) days to respond.
- D. Any person transferred to the inactive list may be restored, by vote of the Board of Deacons, to the active membership roll.

Section 1.03 Duties

Members are expected to be faithful in all the duties essential to the Christian life; to support the church through prayer, presence, and financial resources, to share in its organized work for the world, and to seek in every way to share Christ with others.

Article XI. Stated Meetings

Section 1.01 Services of Worship

- A. Services of Worship shall be held at stated hour(s) each Sunday.
- B. Services may be changed or cancelled by recommendation of the Chair of the Elders, Chair of the Trustees and Pastor. When a church service is cancelled, all other events and /or activities are cancelled.

Section 1.02 Sacrament

The Lord’s Supper shall be observed the first Church service of each quarter and/or other special occasions. Invitation to the Lord’s Supper shall be made to include all who love the Lord Jesus Christ in sincerity and in truth, without regard to Church affiliation.

Section 1.03 Baptism

Baptism by sprinkling, effusion, or immersion may be administered at any service of the Church or at a special service arranged for this purpose.

Article XII. Amendments

This Constitution may be amended at a duly constituted business meeting of the Church by two-thirds vote of the members present, providing notice of such amendments has been given at least one (1) week prior to the date of the meeting.

ARTICLE I

Offices

- 1.1. *Principal Office.* The principal office of the Corporation shall be located at 1696 Amelia Church Road, Clayton, N.C. 27520, or at such other locations designated by the Board of Directors.
- 1.2. *Registered Office.* The registered office of the Corporation required by law to be maintained in the State of North Carolina may be, but need not be, identical with the principal office.
- 1.3. *Other Offices.* The Corporation may have offices at such other places, either within or without the State of North Carolina, as the Board of Directors may designate or as the affairs of the Corporation may require from time to time.

ARTICLE II

Members

- 2.1. *Class of Members.* The Corporation shall have one class of members. The basis of membership shall be Christian character.
- 2.2. *Election of Members.* Persons may be received into the Church at any of its services as follows: designation of such classes and the qualifications and rights of the members of such classes shall be as follows: (1) On presentation of satisfactory letter of transfer from another church; (2) on re-affirmation of faith where letter is not available; or (3) on profession of faith and baptism.
- 2.3. *Voting Rights.* Each member shall be entitled to one vote on each matter submitted to a vote of the members.

ARTICLE III

Meetings of Members

- 3.1. *Annual Meeting.* An annual meeting of the members shall be held on the fourth Sunday in the month of October, beginning with the year 2006, at the hour of 12:00 o'clock, p.m. for the purpose of electing directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday in the State of North Carolina, such meeting shall be held on the next succeeding business day. If the election of directors shall not be held on the day designated herein for any annual meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the members soon thereafter as conveniently may be.

- 3.2. *Business Meetings.* The Church shall hold quarterly business meetings on the fourth Sunday of January, April, July and October. Reports of the boards and committees shall be received.
- 3.3. *Special Meetings.* The Chairman, President, the Board of Directors, or not less than 25 of the members having voting rights may call special meetings of the members.
- 3.4. *Vote*
- 3.4.1. On matters of great importance and on the election of Church officers, when there is more than one recommended for the office, secret ballots shall be used to record the wishes of the Church.
- 3.4.2. In calling a Pastor, secret ballots shall be used to record the vote of the Church
- 3.4.3. Other business matters of the Church shall be voted on by a show of hands or voice vote.
- 3.5. *Place of Meetings.* The Board of Directors may designate any place, either within or without the State of North Carolina, as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors. If no designation is made or if a special meeting be otherwise called, the place of meeting shall be the principal office of the Corporation in the State of North Carolina; but if all of the members shall meet at any time and place either within or without the State of North Carolina, and consent to the holding of a meeting, such meetings shall be valid without call or notice, and at such meeting any corporate action may be taken.
- 3.6. *Quorum.* Twenty-five (25) members shall constitute a quorum at such meeting. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting from time to time without further notice.

ARTICLE IV

Board of Directors

- 4.1. *General Powers.* The business and affairs of the Corporation shall be managed by its **Board of Directors**, which shall also be defined as the **Board of Elders**. Except as otherwise expressly provided by law, the Articles of Incorporation, or these Bylaws, all of the power of the Corporation shall be vested in the Board of Directors.

- 4.2. *Number, Term, and Qualifications.* The number of directors constituting the Board of Directors shall be 5 (five). Each director shall hold office until his death, resignation, retirement or removal, disqualification, or his successor shall have been elected and qualified. Directors shall be members of the Church.
- 4.3. *Election of Directors.* Directors shall be elected at any annual or special meeting of the church by a vote of a majority of the church members. The election of directors shall be a part of the order of business at each annual meeting of the church. Each director elected shall hold office until his successor is elected and qualifies.
- 4.4. *Removal.* Directors may be removed from office at any time with or without cause by the church by such vote as would be required to elect a member of the Board of Directors.
- 4.5. *Vacancies.* Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a quarter of the church members at any annual or special meeting of the church. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.
- 4.6. *Chairman of the Board.* There shall be a Chair and Vice-Chair of the Board of Directors elected by the directors from their number at any meeting of the Board of Directors. The Chair, or in his absence the Vice-Chair, shall preside at all meetings of the Board of Directors, and each shall perform such other duties as may be directed by the Board of Directors. The Chair and vice-Chair shall be officers of the Corporation.

ARTICLE V

Meeting of Directors

- 5.1. *Annual Meetings.* The annual meeting of the Board of Directors shall be held on the first Saturday in January of each year, for the purpose of electing directors and officers of the Corporation and for the transaction of any other business properly before the Board of Directors. If the day fixed for the annual meeting shall be a legal holiday, the meeting shall be held on the next succeeding business day that is not a legal holiday. If the annual meeting shall not be held on the day designated by these Bylaws, a substitute annual meeting may be called by, or at the request of, the Board of Directors and such meeting shall be designated and treated for all purposes as the annual meeting.
- 5.2. *Special Meeting.* Special meetings of the Board of Directors may be called by, or at the request of, the Chair or any two directors.

- 5.3. *Place of meetings.* The annual or any special meeting of the Board of Directors may be held at the principal office of the Corporation or at such other place, either within or without the State of North Carolina, as shall be designated in the notice of the meeting or in a waiver of notice of the meeting signed by all the Directors then in office.
- 5.4. *Notice of Meetings.* The Secretary of the Board of Elders shall give notice of each annual meeting of the Board of Directors by providing such notice to each director at least ten days before the meeting. The Chairman or other persons calling a special meeting of the Board of Directors shall give notice thereof (or cause the Secretary to give notice) by providing such notice to each director at least three days before the meeting. Unless otherwise indicated in the notice thereof, any and all business may be transacted at a meeting of the Board of Directors, except as otherwise provided by law or these Bylaws.
- 5.5. *Waiver of Notice.* Any director may waive notice of any meeting, either before or after the meeting. Written waivers of notice shall be filed by the Secretary with the corporate records or as part of the minutes of the meeting. The attendance by a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.
- 5.6. *Quorum.* A majority of the number of directors in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.
- 5.7. *Manner of Acting.* Except as otherwise provided in these Bylaws, the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

ARTICLE VI

Committees

- 6.1. *Committees of Directors.* The Board of Directors, by resolution adopted by a majority of the directors in office, may designate and appoint one or more committees, each of which shall consist of and appoint one or more committees, each of which shall consist of two or more directors, which committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the Corporation; provided, however, that no such committee shall have the authority of the Board of Directors in reference to adopting, amending, or repealing the Bylaws; electing, appointing, removing, or filling the vacancy on such committee or any board or office of the Corporation; adopting, amending, or repealing the Articles of Incorporation; adopting a plan of merger or adopting a plan of consolidation with another Corporation; authorizing the sale, lease exchange or mortgage of all or substantially all of the property and assets of the

Corporation; authorizing the voluntary dissolution of the Corporation or revoking proceedings therefore; adopting a plan for the distribution of the assets of the Corporation; authorizing any distributions by the Corporation; or amending, altering, or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered, or repealed by such committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relive the Board of Directors, or any individual director, of any responsibility imposed upon it or him by law.

- 6.2. *Other Committees.* Other committees not having and exercising the authority of the Board of Directors in the management of the Corporation may be designated by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present. Except as otherwise provide din such resolution, members of each such committee shall be members of the Corporation, and the Chair of the Corporation shall appoint the member thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the Corporation shall be served by such removal.
- 6.3. *Term of Office.* Each member of a committee shall continue as such until the next annual meeting of the directors of the Corporation and until his/her successor is appointed, unless the committee shall be sooner terminated, or unless such member shall cease to qualify as a member thereof.
- 6.4. *Chair.* One member of each committee shall be appointed chair by the person or persons authorized to appoint the members thereof.
- 6.5. *Vacancies.* Vacancies in the membership of any committee may be filled by appointments made in the same manner as proved in the case of the original appointments.
- 6.6. *Quorum.* Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.
- 6.7. *Rules.* Each committee may adopt rules for its own government not inconsistent with these Bylaws or with rules adopted by the Board of Directors.

ARTICLE VII

Officers

7.1. *Officers of the Corporation.* The officers of the Corporation shall consist of a Chair/President which shall be the Chair of the Board of Elders; a Vice-Chair which shall be the Vice-Chair of the Board of Elders; a Secretary which shall be the Secretary of the Board of Elders; and a Treasurer which shall be the Church Treasurer. Other officers, including one or more Vice-Presidents (whose seniority and titled, including Executive Vice-Presidents and Senior Vice-Presidents, may be specified by the Board of Directors), Assistant Secretaries, and Assistant Treasurers, may from time to time be elected by the Board of Directors. Any two or more offices, except President and Secretary, may be held by the same person. No officer may act in more than one capacity were the actions of two or more officers are required.

7.1.1. For purposed of definition for Amelia Christian Church, officers are defined as Chair, Vice-Chair, Secretary and Treasurer.

7.2. *Election and Term.* The officers of the Corporation shall be nominated by the Board of Directors and confirmed by majority vote of the church membership at any annual or special meeting of the church, and each officer shall hold office until expiration of term, death, resignation, retirement, removal or disqualification.

7.3. *Removal.* An officer or agent elected or appointed by the Board of Directors may be removed by majority vote of the Church membership whenever in its judgment the best interests of the Corporation will be served thereby.

7.4. *President.* The President shall the chief executive office of the Corporation and shall be primarily responsible for the implementation of policies of the Board of Directors. He shall have authority over the general management of the Corporation in accordance with these Bylaws, subject only to the ultimate authority of the Board of Directors. He may sign and execute instruments in the name of the Corporation except in cases where the signing and the execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws to some other officer or agent of the Corporation or shall be required by law otherwise to be signed or executed. In addition, he shall perform all duties incident to the office of the President and such other duties as from time to time may be assigned to him by the Board of Directors.

7.5. *Vice-Presidents.* Each Vice-President, if any, shall have such powers and duties as may from time to time be assigned to him by the Board of Directors. Any Vice-President may sign and execute in the name of the Corporation instruments authorized by the Board of Directors, except where the signing and execution of such documents shall be expressly delegated by the Board of Directors or the President to some other officer or agent of the Corporation or

shall be required by law otherwise to be signed or executed. In the absence of the President or in the event of his death, inability, or refusal to act, the Vice-Presidents in the order of their length of service as Vice-Presidents, unless otherwise determined by the Board of Directors, shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President.

- 7.6. *Secretary.* The Secretary shall keep the minutes of the meetings of the Board of Directors. He shall keep all minutes of all such meeting in books designated for those purposes. The Secretary shall see that all notices are fully given in accordance with the provisions of these Bylaws or as required by law. He shall have charge of the books, records and papers of the Corporation. He shall have custody of the seal of the Corporation and see that the seal of the Corporation is affixed to all documents the execution of which on behalf of the Corporation under its seal is duly authorized and shall sign such instruments as may require his signature. He shall in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the Chairman, by the Board of Directors, or by these Bylaws.
- 7.7. *Assistant Secretaries.* In the absence of the Secretary or in the event of his death, inability, or refusal to act, an Assistant Secretary designated by the Chairman, unless otherwise determined by the Board of Directors, shall perform the duties of the Secretary and when so acting shall have all the powers of and by subject to all restrictions upon the Secretary. The Assistant Secretaries shall perform such other duties as may be assigned to them by the Secretary, by the Chairman, or by the Board of Directors. Any Assistant Secretary may sign, with the President or a Vice-President, documents authorized to be signed by the Secretary.
- 7.8. *Validity of Signatures.* In case any person whose signature shall appear on any bond, note or other evidence of indebtedness of the Corporation shall cease to be an officer or hold an office different from that held at the time of signature before the delivery of such instrument, such signature shall nevertheless be valid and sufficient for all purposes the same as if he had remained in such office until such delivery.

ARTICLE VIII

Indebtedness

No indebtedness of the Corporation shall be incurred except as may be approved by resolution adopted by a majority of the membership of the church at any annual or special meeting of the church.

Any or all of such indebtedness may be represented by notes, debentures, bonds, or other securities, either unsecured or secured by, or issued under, a mortgage, trust indenture, or otherwise and may be issued at such times and upon such terms as the membership of the Church shall determine.

ARTICLE IX

Contracts, Loans, Checks and Deposits

- 9.1. *Contracts.* The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confirmed to specific instances.
- 9.2. *Loans.* No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances. The resolution shall delegate and authorize the President and any other necessary corporate office to execute documents.
- 9.3. *Checks, Drafts, Etc.* All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.
- 9.4. *Deposits.* All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

ARTICLE X

Certificates of Membership and Their Transfer

The Board of Directors may provide for the issuance of certificates evidencing membership in the Corporation, which shall be in such form as may be determined by the Board of Directors. Such certificates shall be signed by the Chair or Vice-Chair and by the Secretary or an Assistant Secretary and shall be sealed with the seal of the Corporation. All certificates evidencing membership of any class shall be consecutively numbered. The name and address of each member and the date of issuance of the certificate shall be entered on the records of the Corporation. If any certificate shall become lost, mutilated, or destroyed, a new certificate may be issued therefore upon such terms and conditions as the Board of Directors may determine.

ARTICLE XI

General Provisions

- 11.1. *Seal.* The corporate seal of the Corporation shall contain the name of the Corporation and shall be in such form as approved by the Board of Directors.
- 11.2. *Waiver of Notice.* Whenever any notice is required to be given to any director by law, by the Articles of Incorporation, or by these Bylaws, a waiver thereof in writing signed by the

director or directors entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

- 11.3. *Indemnification.* The Corporation shall indemnify its officers and directors to the maximum extent required or permitted by Part 5 of Article 8 of chapter 55A of the General Statutes of North Carolina as from time to time amended, and such officers and directors shall be deemed to have relied upon this Part.
- 11.4. *Fiscal year.* The fiscal year of the Corporation shall be as fixed by the Board of Directors.
- 11.5. *Amendment of Bylaws.* Except as otherwise provided by law, by the Articles of Incorporation or herein, these Bylaws may be amended or repealed and new Bylaws may be adopted by the affirmative vote of a majority of the directors then holding office at any annual or special meeting of the membership; provided, however that notice of the proposed action shall have been included in the notice of the meeting or shall have been waived as provided in these Bylaws.