

First Baptist Church of Herndon By Laws

Article I – Membership

1.1. General: The membership of this Church shall consist of such persons who have met the qualifications for membership and are listed on the membership rolls. All present members of the unincorporated entity known as First Baptist Church shall upon incorporation become members of this Church. No members of this Church, or any officer or member of the Board of Directors, shall, by virtue of such membership, office or position, incur or be subject to personal liability to any extent for any indebtedness, obligations, acts or omissions of this Corporation.

1.2. Qualifications: After personal presentation to the Church, a person may be received into the membership upon:

1. A public profession of faith in the Lord Jesus Christ as Savior followed by baptism which is by immersion in water, or
2. Recommendation by letter from another Church of like faith and order, or
3. Statement of faith in the Lord Jesus Christ as Savior and previous experience of believer's baptism.

1.3. New Member Orientation: The Church recognizes the need to provide new member training and new Church members will be encouraged to participate in classes on responsible Church membership. Classes will be conducted at intervals as needed.

1.4. Member Responsibilities: Members shall be expected to become familiar with the Church Articles of Incorporation, Constitution and Bylaws, and agree to adhere and be bound by the Church Articles of Incorporation, Constitution and Bylaws. Members shall regularly attend the services of this Church and give generously for its support and causes and share in its organized work. Members must pursue peace and unity, and be faithful in all duties essential to the Christian life.

1.5. Voting Rights: Every Church member age sixteen and older is entitled to vote at all elections and questions submitted in Church business meetings. However; members of the Church who have willfully absented themselves from regular services for a period of six consecutive months, and withheld their financial support for this period of time, should abstain from voting.

Eligible members present at business meetings shall have the privilege to vote on the following matters:

1. Annual budget of the Church.
2. Election of Deacons.

3. Disposition of all or substantially all of the Church's assets.
4. Merger or dissolution of the Church.
5. Acquisition of real property and related indebtedness.
6. Call or removal of the Senior Pastor.
7. Amendments to the Articles of Incorporation, Constitution, or Bylaws of the Church.
8. Any other major event or decision as designated by the Board of Directors.

1.6. Termination: The Church shall remove from its membership:

1. Members who request a transfer of membership to another Church.
2. Deceased members.
3. Members who request cessation of their membership.

1.7. Membership List: The Church Clerk, in cooperation with the Church office, is responsible for maintenance of the membership list.

Article II – Church Leadership

2.1. General: Officers shall be appointed or elected as provided for in these Bylaws and must be active members of the Church. The officers of this Church are:

2.2. Senior Pastor/President

2.2.1. Duties and Responsibilities: The Senior Pastor shall serve as the President of the corporation and have in his charge the welfare and oversight of the Church and shall have the following responsibilities:

- a. Preach and propagate among all people the Gospel of the Revelation of God through Jesus Christ as Savior and Lord.
- b. Conduct religious services on stated and special occasions and administer ordinances.
- c. Lead pastoral ministries in the Church with the active Diaconate and Church staff.
- d. Lead the Church spiritually.
- e. Serve as the President of the corporation.
- f. Serve as ex-officio member of the Board, teams, committees and other organizations of the Church.
- g. Call special meetings of the Board, teams, committees and other organizations of the Church.

- h. Shall have special charge of the pulpit ministry of the Church and provide for preachers and workers to assist in special services and for pulpit supply, when he is absent.
- i. Supervise all Associate Pastors and staff. He shall inform the Personnel Committee of his assessments of the staff member performance and recommend to the committee merit changes in salaries or other personnel actions he feels are appropriate. The Senior Pastor may delegate some supervisory authority to staff members as he feels appropriate, but only he shall supervise staff professionals.

2.2.2. Qualifications: The Senior Pastor shall be able to make good decisions based on sound Biblical doctrine and have wisdom in handling the Church's affairs; must meet the qualifications of Deacon as set out in I Timothy and Titus; must also cooperate with and listen to the sound advice given by the Diaconate; and shall have been saved at least five (5) years.

2.2.3. Selection Process: A Senior Pastor shall be chosen and called by the Church whenever a vacancy occurs or is eminent. A Pastor Search Committee shall be elected by the Church to seek a suitable Senior Pastor and its recommendations will constitute a nomination. The nomination will include an employment covenant between the Senior Pastor and the Church and will be in accordance with these bylaws. The call of the Senior Pastor shall take place at a meeting called for that purpose, of which at least one week's notice to the membership shall be given. The Senior Pastor shall be called by a two-thirds affirmative vote of those present. The vote shall be by written ballot. The Senior Pastor shall serve until the relationship is terminated according to the employment covenant.

2.3. Diaconate/Board of Directors

2.3.1. Corporate Governance: The corporate governance of the Church shall be exercised by or under the authority of the Board of Directors. The business and property of the Church shall be exercised, conducted and controlled by the Board for the purpose to oversee the affairs of the Church.

2.3.2. Composition, Number, and Term: The Senior Pastor shall be an ex officio member of the Board. The Diaconate shall be the other Members of the Board and shall be elected individually for a three-year term by a

majority vote of the Members present during a regularly called business meeting. There shall be three annual classes of Board members so that approximately one third (1/3) are up for election every year to maintain continuity and make for smooth transitions within the Board. The number of Board Members, including the Senior Pastor, shall not be less than four (4) nor more than ten (10). With the exception of the Senior Pastor, no Board Member shall serve for more than two consecutive terms without taking a year off before thereafter being reelected.

2.3.3. Duties and Responsibilities: Without prejudice to the corporate governance set forth above (Section 2.3.1), and subject to the same limitations, the Board Members shall have the following duties and responsibilities:

- 2.3.3.1. Oversee and propose governing principles, policies and practices for the Church, and submit such to the Church for approval.
- 2.3.3.2. Oversee, with appropriate committees, financial, business, and property matters and provide counsel.
- 2.3.3.3. Hear and consider all reports and recommendations submitted by pastors, teams, committees, and staff.
- 2.3.3.4. Assist the Senior Pastor in the administration of the Church ordinances and ministries.
- 2.3.3.5. Provide spiritual leadership for the Church when it is without a Senior Pastor.
- 2.3.3.6. Borrow money, incur indebtedness, and enter into contracts (See Article VI, Section 6.7) on behalf of the Church and cause to be executed and delivered for the Church's purposes and in the Church's name, promissory notes and other evidences of debt and securities.
- 2.3.3.7. Serve as a pulpit supply committee when the Senior Pastor is incapacitated.
- 2.3.3.8. Oversee the receiving, holding, and disbursing of the Benevolence Fund and report annually to the Church the total receipts, total disbursements, and fund balance. The specifics will be held in confidence.
- 2.3.3.9. Abide by the guidelines in the employment covenant ~~and work~~ and work with the Senior Pastor in keeping it up to date.
- 2.3.3.10. Review compensation and time arrangements for the Senior Pastor.
- 2.3.3.11. Arrange for mutual Diaconate/Senior Pastor assessments.
- 2.3.3.12. Handle criticisms of the Senior Pastor and hear his complaints.
- 2.3.3.13. Assist the Senior Pastor with staff difficulties.
- 2.3.3.14. Conduct such other duties and activities as the Board may determine from time to time that are consistent with the Articles of Incorporation, Constitution, and Bylaws including those actions

requiring a vote of the Members.

2.3.4. Qualifications: At such time as the Church deems necessary, the Church may elect Deacons to serve the Church membership. Those elected shall meet the qualifications for the office as set forth in 1 Timothy 3:8-13, Acts 6:1-7. To be elected a Deacon, one must be a Church member for at least three months. Those elected to the Diaconate must subscribe to the following:

2.3.4.1. Live an exemplary Christian life according to the teachings of the New Testament.

2.3.4.2. Hold in highest esteem the reputation of the Church, subscribe to and promote its doctrines, defend its liberty, encourage the extension of its world-wide mission, and work for the salvation of the lost.

2.3.4.3. Accept such responsibilities in the Church program as are in keeping with his/her talents and ever seek to increase his/her capacity to serve the Lord and His people.

2.3.4.4. Hold inviolate all information given in confidence by the Church members and consider all discussion and comments pertaining to the Church and its affairs as a sacred trust.

2.3.4.5. Attend with faithfulness the services of worship and prayer, the meetings of the Deacons, and the teaching and training programs of the Church.

2.3.4.6. Support the ministries of the Church.

2.3.4.7. Contribute to the support of the Church in a generous and sacrificial manner.

2.3.5. Selection Process: The Board of Directors will establish a Deacon Nominating Committee to screen and nominate those members they believe qualified to serve as deacons. The Church membership will also be encouraged to submit names for consideration to the Deacon Nominating Committee. The number of nominations will be specified by the deacons in accordance with current requirements. In consultation with the Senior Pastor, the Deacon Nominating Committee may interview those who may be considered as nominees to establish that each person under consideration is qualified and willing to serve faithfully on the Diaconate.

2.3.5.1. The Committee shall present nominations to the Church for Church approval, guided by the following Scripture:

a. Acts 6:3-5

"Men of honest report" - Having a good reputation among those in the Church as well as those outside the Church.

"Full of the Holy Spirit" - Bigness of character, in spiritual outlook and personal dedication.

"Full of "wisdom" - Wisdom born in a relationship with the Holy Spirit.

"Full of faith" - Like Stephen, a deacon's power depends on faith.

b. 1 Timothy 3:8-13

"Grave" - One who possesses Christian purpose, who has great reverence for spiritual matters.

"Not double-tongued" - Dependable and responsible, in control of his tongue.

"Not given to much wine" - Temperate in living, steward of good influence, doing all to the glory of God.

"Not greedy of filthy lucre" - A right attitude toward material possessions, not eager to exploit others for their own gain or profit.

"Holding the mystery of the faith" - A person who gives strength to the Church fellowship and one who possesses spiritual integrity beyond reproach.

"Proved" - A person who demonstrates their spiritual qualifications before being elected to serve as a deacon, tested and found true.

"Blameless" - A person against whom no charge of wrongdoing can be brought with success.

"Husband of one wife" - Model of faithful devotion to one spouse, committed to the sanctity of the marriage bond. Remarriage after divorce or death of a spouse will not itself disqualify a candidate.

"Ruling their children and their own houses well" - Manages their own home well, loved and respected by their spouse and children, firm but with the compassion and tenderness of Christ.

"Great boldness in the faith" - Strong and effective because they will use their office as deacon in the right way, for the right purpose.

2.3.5.2. The names of the qualified nominees will be presented to the Church membership for election (see 2.3.2 above).

2.3.5.3. All deacons shall be set apart to their office by ordination. Deacons will take office after they have been elected and ordained.

2.3.6. Organization

At the first Board meeting in each calendar year, the deacons shall elect by secret ballot from their membership officers of the Board to serve for one year.

2.3.7. Officers of the Board

2.3.7.1. Chairperson: The Chairperson shall preside at all Board meetings. The Chairperson of the Board shall be elected from

among the lay members of the Board by a majority vote of the Board.

2.3.7.2. Vice Chairperson: The Vice Chairperson shall preside at Board meetings in the absence of or at the request of the Chairperson. The Vice Chairperson of the Board shall be elected from among the lay members of the Board by a majority vote of the Board.

2.3.7.3. Secretary: The Secretary shall record and preserve the minutes of all Board meetings. The Secretary of the Board shall be elected from among the lay members of the Board by a majority vote of the Board.

2.3.8. Vacancies on the Board: A vacancy on the Board will be filled by the Diaconate from among those who are inactive Deacons. If no replacement is to be found by this means, a new Deacon shall be nominated, elected, and ordained (see 2.3.5).

2.3.9. Resignation: Any Board member may at any time deliver a written notice of intent to resign to the Board, which shall be effective upon acceptance by the Board.

2.3.10. Conflicts of Interest Policy: The Board shall adopt a Conflicts of Interest Policy that will provide for full disclosure of material conflicting interests by Board Members, Associate Pastor(s), or staff. This Policy shall permit the Board to determine whether the contemplated transaction may be authorized as just, fair and reasonable to the Church.

2.3.11. Full Disclosure of Possible Conflicts: Under no circumstances shall the Church make a loan to any Church Member. A contract or other transaction between the Church and one or more of its Members or family members thereof (hereinafter "Interested Party"), or between the Church and any other entity of which one or more of the Members are also Interested Parties, or in which entity an Interested Party has a financial interest – shall be voidable at the sole election of the Church unless all of the following provisions are satisfied:

2.3.11.1. The Church entered into the transaction for its own benefit.

2.3.11.2. The transaction was fair and reasonable as to the Church, or was in furtherance of its exempt purposes at the time the Church entered into the transaction.

2.3.11.3. Prior to consummating the transaction, or any part, the Board authorized or approved the transaction, in good faith, by a vote of a majority of the Directors then in office, without counting the vote of the interested Director or Directors, and with knowledge of the material facts concerning the transaction and the Interested Parties' interest in the transaction.

2.3.11.4. Prior to authorizing or approving the transaction, the Board, in good faith, determined after reasonable investigation and consideration, that either the Church could not have obtained a more advantageous arrangement, with reasonable effort under the circumstances, or the transaction was in furtherance of the Church's tax-exempt purposes.

2.3.12. No Compensation for Directors: No salary or compensation shall be paid to any member of the Board in his capacity as Member of the Board, but nothing herein shall be construed to preclude any Board Member from serving the Church in any other capacity and receiving reasonable compensation. Board members may receive reasonable reimbursement for Church related travel and other approved expenses upon request and written documentation.

2.3.13. Advisory Teams and Committees: The Board of Directors may establish such advisory teams and committees as determined useful for the ministry, business or operations of the Church. These teams and committees shall not exercise the authority of the Board, shall have no vote or governance role, and shall have only such advisory duties and authorities as the Board shall from time to time prescribe. All members of advisory teams and committees shall serve at the pleasure of the Board. Actions taken by advisory teams and committees shall be promptly reported to the Board of Directors, but need not be ratified by the Board unless otherwise required by statute, these Bylaws, or committee procedures imposed by the Board. The delegation of duties or authority to any team or committee shall not operate to relieve the Board or any member of the Board from any responsibility imposed by law.

2.4. Moderator

The moderator shall be elected by a majority of the members present at the first business meeting of the calendar year for a term of one year and preside over business meetings.

2.5. Assistant Moderator

The assistant moderator shall be elected by a majority of the members present at the first business meeting of the calendar year for a term of one year and in the absence of the moderator, assume the duties of the moderator.

2.6. Clerk

The Church clerk shall be elected by a majority of the members present at the first business meeting of the calendar year for a term of one year. The

Clerk shall be responsible for giving notice of all meetings where such notice is necessary, recording the minutes of all Church business meetings, and disseminating copies to the Church.

2.7. Associate Pastor(s) and Staff

This Church shall call or employ such staff members as the Church shall need. All called Church staff must agree to become active members after accepting a call of the Church. A job description shall be written by the personnel committee when the need for staff members is determined. All staff members other than the Senior Pastor shall be recommended to the Board by the personnel committee and employed by Board action contingent on a vote of approval by the Church. At least two weeks notice of resignation should be given by staff members. The Board shall give equal time before terminating a staff member's employment.

Article III – Committees

3.1. General

Church committees shall have a minimum of three members. Unless otherwise indicated, each committee shall elect its chairperson and the normal term of office for committee members shall be three years (approximately 1/3 of the members to be elected each year). The Church at any business meeting may create, staff, or abolish committees as the need arises. The duties of a new committee shall be stated in a motion before the Church votes to create such a committee. Following a vote to approve or abolish a committee, wording needed to amend these by-laws will be prepared and presented to the Church for inclusion using the normal amendment procedure (see Article VIII – Amendments).

3.2. Committee on Committees

Nominees for this committee will be submitted by the Board and elected by the Church. This committee shall present to the Church a list of individuals to serve as committee members on other standing committees for election. It may recommend to the Church establishment of new committees or termination of existing committees. Nominations for committees may also be made from the floor in business meetings. The Committee on Committees may temporarily appoint individuals to fill committee vacancies pending a business meeting.

3.3. Finance Committee

This committee shall oversee the execution of the appropriate portion of the Church Finance and Fiscal Policy (see Article VI).

3.4. Personnel Committee

This committee shall establish job descriptions for the Church staff

members and recommend to the Church the addition of new employees in conjunction with appropriate Church organizations or committees. It shall make recommendations to appropriate committees on such matters as salaries, social security, health insurance, and retirement for Church staff. This committee shall recommend to the Church appropriate personnel actions including dismissals. This committee will serve as a forum for employee relations and will establish and maintain employment policies and procedures in conjunction with the Board.

3.5. Properties Committee

This committee shall have charge of keeping the Church property secure and in good condition and see that buildings are properly heated and ventilated in season. This committee shall assign property space to Church organizations for regular and special occasions; decide which outside groups may use the Church property; set the fees for such outside usage; and, in conjunction with the Church office, coordinate usage to prevent conflicts.

3.6. Youth Committee

This committee is responsible for all youth activities.

3.7. Baptismal Committee

This committee shall be responsible for assisting in preparing candidates for baptism.

3.8. Flower Committee

This committee shall arrange for the necessary decorations for the regular Sunday services and shall encourage contributions of flowers or funds for this purpose.

3.9. Social Committee

This committee shall be responsible for the planning and execution of all church-wide non-recreational fellowship activities.

3.10. WEEkday Preschool Committee

This committee shall consist of the Senior Pastor, the WEEkday Director, a Board Member, and at least two (2) other members. The committee shall oversee the WEEkday Preschool issues such as budget, payroll, and use of Church facilities. This Committee will be responsible for executing the Church Finance and Fiscal Policy (see Article VI) as this policy relates to the WEEkday Preschool.

3.11. Vehicle Committee

This committee shall oversee the maintenance, repair, and scheduling of all Church vehicles.

Article IV – Ministry Teams and Other Teams

4.1. General

These teams shall provide leadership to help the Church plan and carry out one or more of the purposes of the Church as stated in Article II of the Constitution. Each team will consist of at least three members who will be recruited by the Board and will serve as long as the member is felt called by the Lord. The members of each team will select its leader.

4.2. Ministry Teams

The ministry work of the Church shall be divided into the following five teams: Worship, Reach, Teach, Care, and Send. These teams shall provide leadership for the Church to help the Church plan and carry out the purposes of the Church. The Church at any business meeting may create or abolish ministry teams. The duties of a new ministry team shall be stated in a motion before the Church votes to create such a ministry team. Following a vote to approve or abolish a ministry team, wording needed to amend these by-laws will be prepared and presented to the Church for inclusion using the normal amendment procedure (see Article VIII – Amendments).

4.2. Other Teams

The Board may create or abolish other teams as the Board deems appropriate. These teams shall provide leadership to help the Church plan and carry out one or more of the purposes of the Church as stated in Article II of the Constitution. Each team will consist of at least three members who will be recruited by the Board and will serve as long as the member is felt called by the Lord. The members of each team will select its leader.

Article V – Meetings

5.1. Worship Services

The Church shall meet regularly each Sunday for preaching, instruction, evangelism and for worship of the Almighty God and on other occasions for prayer and worship as deemed desirable by the Church. These meetings shall be open for the entire membership of the Church and the general public and shall be conducted under the direction of the Senior

Pastor or, in his absence, under the direction of the Board. Occasional worship meetings may be scheduled by the Senior Pastor or by vote of the Church. Advance notice shall be given of such meetings so that there may be full participation by the membership.

5.2. Bible Study

The Church shall meet on Sunday morning for Bible study. Additional meetings shall be encouraged for intensive Bible study such as Vacation Bible School, Backyard Bible Clubs, group Bible studies in homes, as scheduled and sponsored by the Church. These meetings shall be open to the general public.

5.3. Christian Discipleship

Christian Development and Discipleship classes will be offered as needed.

5.4. Committee and Team Meetings

Committees and teams are encouraged to meet monthly. At a minimum there shall be an annual organizational meeting, a meeting to develop a budget request, and a meeting for preparation of the report of the year's activities.

5.5. Business Meetings

Regular business meetings shall be held at least once per quarter.

5.5.1. Without special notice the Church may at any time of the regular meeting for worship act upon the reception of members and upon the election of messengers, but not upon other business.

5.5.2. Special business meetings may be called by the Senior Pastor the Board. In addition, any fifteen members can call a special meeting via written application to the Clerk stating the purpose of the meeting. All special business meetings must be announced to the Church at least one week prior to the day scheduled for that meeting.

5.5.3. At all business meetings of the Church, except as may be required by law when acting upon matters affecting Church property, fifteen(15) Members shall constitute a quorum for the transaction of business. If quorum is not met at that meeting, then another meeting shall be called, with proper notice given. At the second meeting, requirements for quorum are satisfied by any number of active Members present. All decisions of the Members shall be made by majority vote of those active Members present except where otherwise specified in these Bylaws. Robert's Rules of Order (Revised) is the authority for parliamentary rules of procedure for all business meetings

of the Church.

5.5.4. The Moderator shall preside at Church business meetings. In his absence the following order will be used to determine the presiding officer. First, the Assistant Moderator, and second, the Chairperson of Deacons. If neither of the above are present the Clerk shall call the meeting to order and an acting moderator shall be elected.

5.6. Board Meetings

Regular Board meetings shall be held at least once per month.

5.6.1. Place of Meetings: Regular or special meetings of the Board may be held at any place that has been designated from time to time by resolution of the Board. In the absence of such designation, meetings shall be held at the Church. Notwithstanding the above provisions of this section, a regular or special meeting of the Board may be held at any place consented to by a majority of the Board, either before or after the meeting. If such consents are given, they shall be filed with the minutes of the meeting. Any meeting, regular or special, may be held by conference telephone or similar communication equipment, as long as all Board Members participating in the meeting can hear one another. All such Board Members shall be deemed to be present in person at such meeting.

5.6.2. Time and Notice of Meetings: Regular meetings shall be conducted without a formal or written notice. Special meetings may be called at other times by the Chairperson of the Board with two (2) days notice to the Board Members by any usual means of communication. Such notice need not specify the purpose for which the meeting is called.

5.6.3. Waiver of Notice: The transactions of any meeting of the Board, however called and noticed or wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice, if a quorum is present, and either before or after the meeting, each of the Board Members not present signs a written waiver of notice, a consent to holding the meeting, or approves the minutes, by signing the original copy. The waiver of notice or consent shall specify the purpose of the meeting. All waivers, consents and approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Notice of a meeting need not be given to a Board Member who attends the meeting without protesting before or at its commencement about the lack of notice.

5.6.4. Quorum: A majority of voting Board Members constitutes a quorum for purposes of transacting business at a meeting. The quorum will be determined at the beginning of meetings.

5.6.5. Action Without Meeting: Any action required or permitted to be taken by the Board Members may be taken without a meeting if all of the Board Members, individually or collectively, consent in writing to the action. Such action by written consent shall have the same force and effect as the unanimous vote of the Board Members. Such written consent or consents shall be filed with the minutes of the proceedings of the Board Meeting.

5.6.6. 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.

Article VI – Church Finances and Fiscal Policy

6.1. General

The Finance Committee shall oversee the execution of this Article for all areas of the Church except the WEEkday Preschool. The WEEkday Preschool Committee shall oversee the execution of this Article as it applies to the WEEkday Preschool.

6.2. Budgets

In consultation with the teams and committees, an annual spending plan indicating, by items, the amount needed and sought for expenses shall be prepared and submitted to the Church for approval at a business meeting. Advice on ways and means of securing an adequate income to meet the financial requirements of the spending plan shall also be presented to the Church. A comparison of year-to-date actual receipts and expenditures versus the spending plan shall be presented at regular business meetings.

6.3. Accounting Procedures

A system of authorizing, recording, and reporting financial transactions using generally accepted accounting principles that will adequately provide for the secure handling of the Church's funds shall be developed.

6.4. Deposits

The appropriate committee shall select banks, trust companies, or other depositories in which funds shall be deposited to the credit of the Church.

6.5. Checks and Electronic Fund Transfers

All checks or demands for money and notes of the Church shall be signed by such persons as the appropriate committee may from time to time designate. The same persons shall review and validate electronic fund transfers by initialing the bank statement reporting the transfer. Any check or transfer over the amount of seven thousand dollars (\$7000.00) shall require authorization signatures from two disinterested Board members.

6.6. Fiscal Year

The appropriate committee shall fix and, from time to time, may change the fiscal year.

6.7. Contracts

The President and Chairman of the Board shall be authorized to enter into contracts including real estate transactions to bind the Church after Members have approved where necessary. The Board may authorize any officer or officers, agent or agents of the Church, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Church. Such authority may be general or confined to specific instances. All contracts for major services or expenditures should be reviewed by a competent attorney.

6.8. Endowments

The Board may establish on behalf of the Church any endowments for general purposes or for any special purpose of the Church.

6.9. Designated Contributions

The Church may accept any designated contribution, grant, bequest or devise consistent with its general tax exempt purposes, as set forth in the Articles of Incorporation. As so limited, donor designated contributions will be accepted for special funds, purposes or uses as approved by the appropriate committee, and such designations generally will be honored. However, the Church shall reserve all right, title and interest in and to and control of such funds as well as full discretion as to the ultimate expenditure or distribution thereof in connection with any funds (including designated contributions) to assure that such funds will be used to carry out the Church's tax exempt purposes.

6.10. Audit

The appropriate committee shall conduct or arrange for an annual fiscal review or audit of a type and nature they deem appropriate.

6.11. Title to Real or Personal Property

All property, whether real or personal, shall be acquired, owned, held, administered, managed, encumbered, leased and sold by the Church Corporation and in the name of the Church Corporation, and in regard to real and personal property the Church Corporation shall have all the general powers as set forth in Section 13.1-826 of the Code of Virginia, 1950, as amended, and all the aforesaid general powers are incorporated herein by reference.

Article VII – Church Policy and Operations Manual

The Church Board of Directors or their designees shall oversee the development of a Church policy and operations manual. This manual should include all Church policies, procedures, job descriptions and organization charts depicting lines of responsibility in the administration of the Church. The manual shall be kept in the Church office and made available for use by any member of the Church. The Church staff shall maintain the manual. The Board of Directors or their designees shall review the manual at least annually. Any Church member may suggest additions, revisions, or deletions to the manual by recommendation to the related organization or committee. All changes require the review and approval of the Church Board of Directors.

Article VIII -- Amendments

Changes to these by-laws may be made at any regular business meeting of the Church. Copies of the proposed amendment must be furnished to each member present. Each amendment must have been presented in writing at a previous meeting. Amendments to the by-laws shall have a concurrence of a majority of the members present. Such amendments shall be attached to or integrated into the By-laws. This document in its entirety shall be available for member review.

I, the undersigned Clerk for First Baptist Church of Herndon, do hereby certify that the above Bylaws were adopted on _____ by the Members at a duly called meeting and that these Bylaws are current and in operation as of that date.

Church Clerk

Date