

CONSTITUTION AND BY-LAWS

CLAYTON BAPTIST CHURCH

I. CONSTITUTION

Preamble

Since it pleased Almighty God, by His Holy Spirit, to call certain of His servants to unite here in 1819 under the name of Stekoa Creek Baptist Church for the worship of God and the spread of the gospel of Jesus Christ, and since He has sustained and prospered their work to the present day; and

Whereas, we, the members of Clayton Baptist Church, having searched the Scriptures under the guidance of His Spirit, have recognized the need to reconstitute ourselves to conform more closely to His will for the Church in this age and prepare ourselves for greater efforts in His name;

Now, therefore, we, the members of Clayton Baptist Church, do hereby organize ourselves in accord with the State of Georgia and adopt this Constitution as our articles of governance to be interpreted at all times to reflect the character of and bring glory to Jesus Christ as revealed in the Holy Bible and articulated in the standards set forth in the Statement of Faith, dated *November xx, 2009* and Church Covenant, dated *November xx, 2009*, and adopted by the Clayton Baptist Church membership.

Statement of Faith (Adapted from the original Statement of Faith from 1819)

1. We believe we exist for the glory of God.
2. We believe in one only true and living God—the Father, Son, and Holy Spirit, and these three are one.
3. We believe that the Scriptures of the Old and New Testaments are the Word of God and the only true rule of faith and practice.
4. We believe in the Doctrine of Original Sin.
5. We believe man is not able to recover himself from the fallen state he is in by nature of his own free will and holiness.
6. We believe in the Doctrine of Election through Sanctification by the Spirit and the belief of the truth.
7. We believe that sinners are justified in the sight of God only by the merits of Jesus Christ.
8. We believe the saints shall persevere in grace and not finally fall away.

9. We believe Baptism and the Lord's Supper are ordinances of Jesus Christ, that the Scriptural mode of Baptism is immersion, and that none but the believing have a right to the ordinances of Baptism and Lord's Supper.
10. We believe in the resurrection of the dead and final judgment.
11. We believe that the days of the righteous and the punishment of the wicked will be eternal.
12. We affirm *The Baptist Faith and Message*, a Statement of Faith adopted by the Southern Baptist Convention on June 14, 2000.

Church Covenant

Having received Jesus Christ as our Savior and Lord and having been baptized in the name of the Father, the Son, and the Holy Spirit, we most solemnly and joyfully enter into covenant with one another as one body in Christ. We accept the Statement of Faith in this Constitution and commit ourselves to God and to our fellow members to direct our lives in accordance with the following precepts:

1. To Serve the Ministry of our Church
 - a. By discovering our gifts and talents.
 - b. By being disciplined to serve.
 - c. By striving to advance the Church in knowledge, holiness, and comfort.
 - d. By developing servants' hearts.

"As each one has received a special gift, employ it in serving one another, as good stewards of the manifold grace of God." I Peter 4:10 (Also see: Ephesians 4:11-12 and Mark 10:45)

2. To Share the Responsibility of our Church:
 - a. By praying for her growth both spiritual and physical.
 - b. By inviting the unchurched to attend.
 - c. By warmly welcoming and befriending those who visit.
 - d. By participating in global missions.

"Wherefore, accept one another, just as Christ also accepted us to the glory of God." Romans 15:7. (Also see: I Thessalonians 1:2, I Thessalonians 5:17 and Luke 14:23)

3. To Protect the Unity of our Church:
 - a. By acting in love toward other members.
 - b. By remembering each other in prayer.
 - c. By aiding each other in sickness and distress.
 - d. By being slow to take offense but always being ready for reconciliation.

- e. By encouraging each other in word and deed.
- f. By refraining from unwholesome talk.
- g. By following the Church leaders as they follow Christ.

“...fervently love one another from the heart” I Peter 1:22 (Also see: Romans 15:5, Ephesians 4:29 and Hebrews 13:17)

4. To Support the Testimony of our Church

- a. By attending faithfully.
- b. By living godly lives walking circumspectly in the world.
- c. By giving regularly to support church ministries.
- d. By maintaining family and secret devotions.
- e. By religiously educating our children.
- f. By seeking the salvation of our kindred and acquaintances.
- g. By uniting with some other church where we carry out the spirit and the principles of God’s Word upon leaving this Church.

“Therefore, having these promises, beloved, let us cleanse ourselves from all defilement of flesh and spirit, perfecting holiness in the fear of God..” II Corinthians 7:1 (Also see: Hebrews 10:25, I Corinthians 16:2, Matthew 6:6, Deuteronomy 9:4 and Leviticus 27:30)

Article A—Name

The name of this Church is First Baptist Church of Clayton, Georgia, Inc., now operating as ***Clayton Baptist Church***.

Article B—Purpose

This Church exists by the grace of God to spread a passion for the glory of God in Jesus Christ by enjoying Him and spreading His Gospel.

This Church glorifies God by loving Him and obeying His commands through:

- 1. Worshipping Him;
- 2. Equipping the saints through Bible instruction and study;
- 3. Proclaiming the gospel of Jesus Christ through preaching and personal evangelism and through any other means consistent with the teachings of Holy Scripture;
- 4. Encouraging, supporting, and participating in cross-cultural missions: local, domestic, and international;
- 5. Administering the ordinances of Baptism and Lord’s Supper;
- 6. Encouraging Biblical fellowship among believers;

7. Serving other individuals, families, and churches by providing for physical, emotional, and spiritual needs in the name of Jesus Christ; and
8. Cooperating with other like-minded churches in our purpose which specifically includes the churches of the Georgia Baptist Convention and the Southern Baptist Convention.

Article C—Amendments

The Constitution, including the Statement of Faith and Church Covenant must be amended by three-quarters vote of the members present and voting at a Church conference, provided that the amendment shall have been offered in writing at the previous Church conference, shall have been announced in the Church newsletter, and shall have been announced from the pulpit at Church services two successive Sundays prior to such vote.

II BYLAWS

Article A—Membership

Section 1—Qualifications

To qualify for membership in this Church, a person must be a believer in Jesus Christ and must give evidence of regeneration. This person must have been baptized or must agree to be baptized by immersion in obedience to Christ following his or her regeneration and must believe wholeheartedly in the Christian faith as revealed in the Bible. Each member must covenant to submit to the teaching of Scripture as expressed in the Statement of Faith and must covenant to keep the commitments expressed in the Church Covenant.

The Eldership Team shall be responsible for determining each person's qualifications for membership. In making this determination, the Elders may rely on a person's profession of faith or other such evidence as they deem appropriate.

Section 2—Admission of Members

To become a part of the Church membership, an applicant shall be recommended by the Eldership Team for membership and accepted by acclamation of the members at any regular worship service or special conference of the members and shall, at that point, relinquish his/her membership in other churches.

All persons seeking Church membership will:

1. Present himself/herself to the Church asking for membership after making professions of faith,
2. Agree to complete the church membership class and agree to abide by the Statement of Faith, Church Covenant, Church Constitution and By-Laws,

3. Be recommended by the Eldership Team to the Church, and
4. Be approved by the Church for membership.

Section 3—Duties and Privileges of Membership

In accordance with the duties enumerated in the Church Covenant, each member shall be privileged and expected to participate in and contribute to the ministry and life of the Church consistent with God's leading with gifts, time, and material resources each has received from God.

Each member is a minister, and only those who are members of this congregation shall be entitled to serve in the ministries of the Church. Non-members may serve on an ad-hoc basis with the approval of the Eldership Team. Notwithstanding, non-members may serve the Church for purposes of administration and professional consultation.

Under Christ and under the leadership of the Holy Spirit the congregation is governed by its members. Therefore, it is the privilege and responsibility of members to be informed and attend Church conferences and vote on the election of officers, on decisions regarding membership status, and on such other matters as may be submitted to a vote.

Section 4—Associate Membership

A person temporarily residing in the Rabun County area who is a member of an evangelical church may apply for associate membership. Qualifications are identical to those for full membership except that home church membership must be retained. While Associate Members will be encouraged to participate in Church conferences in Clayton Baptist Church, they will not be eligible to hold any office or to vote. Associate memberships will normally terminate immediately upon the ending of the period of temporary residence in the Rabun County area. The membership for seasonal Associate Members will be suspended in Clayton Baptist Church when they are present in their home churches.

Section 5—Church Discipline

Any member consistently neglectful of his/her duties or guilty of conduct by which the name of our Lord Jesus Christ may be dishonored, and so opposing the welfare of the Church, shall be subject to the admonition of the Eldership Team and discipline of the Church according to Scriptural guidelines (*Matthew 18:15-17*) as stated in the Church Covenant.

Church discipline should be contemplated only after individual, private admonition by the Eldership Team has failed. Church discipline may include admonition by the membership, suspension from partaking in the Lord's Supper for a definite period, removal from office, and removal from Church membership. (*Matthew 18:15-17; II Thessalonians 3:14-15; I Timothy 5:19-20; I Corinthians 5:4-5*).

The purpose of such Church discipline should be:

1. For the repentance, reconciliation, and spiritual growth of the individual disciplined (*Luke 17:3; Galatians 6:1*).
2. For the instruction in righteousness and good of other Christians, as an example to them (*I Corinthians 5:11; Colossians 3:16; I Thessalonians 5:14; Titus 1:10-11; Hebrews 10:24-25*).
3. For the purity of the local Church as a whole (*I Corinthians 5:6-7; Ephesians 5:27; Jude 24*).
4. For the good of our corporate witness to non-Christians (*Ephesians 5:11; II Peter 2:2; I John 3:10*).
5. And most supremely for the glory of God by reflecting His holy character (*Matthew 5:16; Romans 15:5-6; II Corinthians 6:14; I Peter 2:12*).

Section 6—Termination of Membership

Termination of membership shall be recognized by the Church following the death or voluntary resignation of any Church member. Membership may be terminated as an act of Church discipline at the recommendation of the Eldership Team and with the vote of two-thirds of the members at any regular or special conference of the members in attendance.

Article B—Meetings

Section 1—Worship Meetings

Worship services shall be held each Lord's Day and may be held throughout the week as the Church members determine.

In every meeting together members shall act in that spirit of mutual trust, openness, and loving consideration which is appropriate within the body of our Lord Jesus Christ.

Section 2—Church Conferences

There shall be a regular Church conference at least once per quarter at a time apart from a public worship service and agreed upon by the membership. Members shall be notified of such meetings in the Church newsletter and through announcements in the Church services at least two weeks prior to the conference.

An Elder of the Eldership Team shall preside as Moderator at all Church conferences. The Eldership Team shall see that the stated meetings of the Church are held regularly and that required reports are submitted in writing to the Church by the responsible members.

Provided all constitutional provisions for notification have been satisfied, a quorum shall be understood to be met by those members present. All votes shall be tallied based on the number of votes cast by members present.

A budget shall be approved by the membership at a Church conference no more than three months, nor less than one month prior to the start of the calendar year.

At any regular or special Church conference officers may be elected and positions filled as needed so long as all relevant constitutional requirements have been met.

Special Church conferences may be called as required by the Eldership Team or at the written request submitted to the Eldership Team by five percent of the voting membership. The date, time, and purpose of any special conference shall be announced at all public services of the Church and published in the Church newsletter two weeks preceding the conference.

If a written request is made by the members for a special conference, the Eldership Team shall call a special conference to be held within one month of their receipt of the request.

Conferences shall be run with the authority of Scripture using the tool of Robert's Rules of Order. A Parliamentarian shall be appointed by the Eldership Team. (*I Corinthians 14:40*).

Article C—Church Governance

Section 1—Overview

The Biblical offices in the Church are Pastor (Elder) and Deacon. In addition, our Church recognizes the administrative positions under this Constitution of Clerk and Treasurer. All officers must be members of this Church prior to assuming their responsibilities.

Section 2—Senior Pastor

This Church shall call an ordained Senior Pastor, who leads the Eldership Team, and is responsible for the oversight and direction of the Church. The Church shall call other staff members under the direction of the Senior Pastor. The Senior Pastor is responsible and accountable for leadership of the Church. He has the oversight responsibility for directing, organizing, selecting, training, and supervising all activities, pastoral staff, and support staff for the Church. He may delegate some of these duties. The Senior Pastor shall meet the Biblical qualifications of an Elder. (*I Timothy 3:1-7*).

In creating and filling staff positions, the Senior Pastor may not financially obligate the Church by hiring staff personnel without specific written approval from the Eldership Team. Dismissal of a Pastoral Staff Member or Support Staff Member by the Senior Pastor shall not be done without specific written approval from the Eldership Team.

The Senior Pastor shall be recognized by the Church as particularly gifted and shall be called to the full-time Christian ministry of preaching and teaching. His call shall not be subject to the triennial reaffirmation or to the term limitations set out for Elders.

He shall preach on the Lord's Day, administer the ordinances of Baptism and Lord's Supper, and perform such other duties as usually pertain to that office or as set forth in the

Constitution. In the absence or incapacity of the Senior Pastor the Eldership Team shall assume responsibility for his duties, any of which can be delegated.

Section 3—Elders

The Eldership Team shall consist of pastoral staff members and non-pastoral lay members. All men shall meet the Biblical qualifications for the office of Elder. The Eldership Team will consist of three, five, or seven members. A majority of the Eldership Team shall be Church lay members who are not paid pastoral staff members. No Elder shall hold the office of active Deacon during his tenure on the Eldership Team. (*I Timothy 3:1-7; Titus 1:6-9*).

Under the leadership of the Senior Pastor, the Eldership Team shall lead the church by devoting their time to prayer, by ministering the Word through the teaching and encouraging of sound doctrine, and by shepherding God's flock. (*Acts 6:1-6; I Peter 5:1-4*).

The Church shall recognize men spiritually gifted and who desire to serve in this calling in accordance with the constitutional provisions on elections. These men shall be received as gifts of Christ to His Church and set apart as Elders. This recognition to the Eldership Team shall be affirmed by the Church triennially.

After an active Elder, other than the Senior Pastor and Associate Pastor(s), has served two consecutive three-year terms, he may only be re-elected to the Eldership Team after at least one year's absence from the active Eldership Team.

An Elder's term of office can be terminated by resignation or by dismissal. Any two Church members with reason to believe that an Elder should be dismissed should express such Biblical concern in writing to the Eldership Team and, if need be, to the congregation.

Any Elder may be dismissed by a two-thirds vote of the Church members present at any conference of the Church. Dismissal shall be done in accordance with Scripture. (*Matthew 18:15-17; I Timothy 5:17-21*).

The particular responsibilities of the Elders shall include:

1. Interviewing and instructing prospective members,
2. Interviewing and recommending prospective candidates for offices and positions,
3. Overseeing the work of appointed Church agents and committees,
4. Conducting worship services,
5. Administering the ordinances of Baptism and Lord's Supper,
6. Equipping the membership for the work of the ministry,
7. Encouraging, practicing, and admonishing sound doctrine and correcting error,
8. Overseeing the process of Church discipline including Biblical counseling,
9. Overseeing the Deacon selection process—interviewing, recommending, and conducting the balloting,

10. Counseling members and prospective members,
11. Coordinating and promoting ministries of the Church, and
12. Mobilizing the Church for world missions.

The Eldership Team is further to ensure that all who minister the Word to the congregation, including outside speakers, share the fundamental convictions of the Church.

The Eldership Team may establish ministry positions, teams, or committees to assist them in fulfilling their responsibilities. These teams and committees shall consist of Church members and may include the areas of evangelism, stewardship, discipleship, personnel, properties, and others that the Eldership Team designates under the direction of the Holy Spirit.

The Eldership Team may also propose funding for new paid staff positions. The membership shall approve all candidates to fill the positions of Senior and Associate Pastors. The scope and approval of job descriptions for any staff position shall reside in the hands of those with hiring authority for those positions.

The Eldership Team shall elect a Chair of the Eldership and shall also elect one of their number to serve as Moderator of Church conferences.

Section 4—Associate Pastors

The Church may call additional ordained pastors whose relationship is that of Associate Pastor on the recommendation of the Senior Pastor and Eldership Team. Associate Pastors may be Elders. They may perform the duties of an Elder and may be elected to the Eldership Team. They shall be recognized by the Church as particularly gifted and called to full-time Christian ministry of preaching, teaching, and spiritual leadership.

If elected to the Eldership Team, their call shall not be subject to the triennial reaffirmation or to the term limitation for Elders. They shall assist the Senior Pastor in the performance of his regular duties and shall perform any other duties that pertain to the office of Associate Pastor as set forth in the Constitution. They shall perform other duties specifically assigned to them by the Senior Pastor.

Section 5—Pastoral Assistants and Staff Ministers

The Senior Pastor may recommend the hiring of additional staff to assist with pastoral ministry. These personnel are designated as Pastoral Assistants or Staff Ministers. These staff positions shall not be held by Associate Pastors. These staff positions, paid or non-paid, shall not be held by an active Elder, even though they may be Biblically qualified or have previously served as an Elder. They shall be appointed by the Senior Pastor and approved by the Eldership Team.

Section 6—Deacons

Deacons are ordained servants of Christ to His Church. The Church shall recognize, in accordance with the constitutional provisions on elections, members who are giving of

themselves in service to the Church and who possess particular gifts of service. These members shall be received as gifts of Christ to His Church and set apart as Deacons. They shall be elected to one term lasting for a maximum of three years and may only be elected to another term after one year's absence from the Active Deaconship (*I Timothy 3:18-13; Acts 6:1-7*).

Particular responsibilities of Deacons shall include:

1. Caring for the needs of members, especially those with special needs (e.g., widows, orphans, disabled and others),
2. Using gifts and talents to support ministries of the Church, especially including evangelism, discipleship, and missions,
3. Attending to the accommodations for public worship (i.e. ordinances), and
4. Encouraging and supporting those with gifts of administration.

Section 7—Clerk

It shall be the duty of the Church Clerk to record the minutes of all regular and special Church conferences of the Church, to preserve an accurate roll of the membership, and to render reports as requested by the Pastors, Elders, Deacons, or the Church membership.

The Clerk shall be nominated by the Eldership Team and elected by the congregation to serve a term of one year and may be re-elected. In the absence or incapacity of the Clerk, the Eldership Team shall appoint a member to perform the duties of the Church Clerk.

The Church Clerk shall ensure that dated copies of the most recent revision of this Constitution be available for all Church members to examine.

Section 8—Treasurer

The Treasurer shall ensure that all funds and securities of the Church are properly secured in such banks, financial institutions, or depositories as appropriate. The Treasurer also shall be responsible for presenting regular reports of account balances, revenues, and expenses of the Church at each Church conference. The responsibility may be delegated with the approval of the Eldership Team.

The Treasurer shall also ensure that full and accurate accounts of receipts and disbursements are kept in books belonging to the Church and that adequate controls are implemented to guarantee that all funds belonging to the Church are appropriately handled by any officer, employee, or agent of the Church. The Treasurer shall render to the Eldership Team annually, or whenever they may require it, an account of all transactions as Treasurer and overseer of the financial condition of the Church.

The Treasurer shall be nominated by the Eldership Team and elected by the congregation to serve a term of one year and may be re-elected.

Article D—Elections

Section 1—Principles

The process for Church elections shall be interpreted and carried out to fulfill the following principles:

1. Substantial prayer, both individually and corporately, should be an integral part of the election process;
2. Nominations should proceed with the support of the Eldership Team;
3. All candidates for Church office should be treated with the grace, honesty, and kindness appropriate in evaluating fellow members; and
4. The election process shall express that spirit of mutual trust, openness, and loving consideration that is appropriate within the body of the Church.

Section 2—Selection of Officers

Election of officers shall be held at a Church conference. Names of nominees to serve on the Eldership Team, on the Deacon Team, as Clerk, and as Treasurer shall be presented by the Eldership Team to the Church at least two weeks before the vote is taken, and the election shall proceed as directed by the Moderator.

The Eldership Team shall seek recommendations and involvement from the general church membership in the nomination process. Any member with reason to believe that a nominated candidate is not Biblically qualified for a specific office should express such concerns to the Eldership Team in writing prior to the Conference where the vote is to be taken. Members intending to speak in opposition to a candidate should express their objections in writing to the Eldership Team, as far in advance as possible, before the Church Conference where the vote is taken.

The Moderator shall declare elected all nominees for the Eldership Team who receive three-quarters majority of votes cast. For all other offices the Moderator shall declare elected all persons receiving a simple majority of all votes cast. Abstentions will not be considered as votes cast.

The persons elected shall assume their respective offices upon election or at the beginning of the Church year.

Section 3—Calling of the Senior Pastor

The Eldership Team shall be responsible for nominating a Pastor Search Committee within 30 days of vacancy. Any man called to the position of Senior Pastor must be ordained to full-time Christian ministry as a Pastor, and Biblically qualified as an Elder.

In addition, the Church must be given adequate opportunity to assess the preaching gifts of any candidate for Senior Pastor.

Before being asked to express its judgment, the membership must receive assurance from the Eldership Team that, having interviewed the man being considered, they are in no doubt as to his wholehearted assent to the Statement of Faith, Church Covenant, Constitution and By-Laws. Notice of the Senior Pastor Nomination of a man to be elected to church membership and called as Senior Pastor (including, if necessary, election to membership of him and his wife, if he is married) must be given through the Church Newsletter and at the Sunday morning services one week prior to the confirmation vote during Church conference the following Sunday morning.

Section 4—Calling of Associate Pastor(s)

Any man called to the position of Associate Pastor must be ordained and Biblically qualified to be an Elder. In addition, the Church must be given adequate opportunity to assess the preaching and teaching gifts of any potential Associate Pastor. Before being asked to express its judgment, the membership must receive assurance from the Eldership Team that, having interviewed the man being considered, they are in no doubt as to his wholehearted assent to the Statement of Faith, Church Covenant, Constitution and Bylaws. Notice of the Associate Pastor Nomination of a man to be called as Associate Pastor (including, if necessary, election to membership of him and his wife, if he is married) must be given through the Church Newsletter and at the Sunday morning services one week prior to the vote during Church conference the following Sunday morning.

Article E—Indemnification

Section 1—Mandatory Indemnification

If a legal claim or criminal allegation is made against a person because he or she is or was an officer, employee, or agent of the Church, the Church shall provide indemnification against liability and costs incurred in defending against the claim if the Eldership Team determines that the person acted:

1. In good faith,
2. With the care an ordinarily prudent person in a similar position would exercise under similar circumstances,
3. In a manner the person reasonably believed to be in the best interest of the Church, and the person had no reasonable cause to believe his or her conduct was unlawful.

Section 2—Permissive Indemnification

At the discretion of the Eldership Team the Church also may indemnify any person who acted in good faith and reasonably believed that his or her conduct was in the Church's best interest and not unlawful.

Section 3—Procedure

If a quorum of the Eldership Team is not available for an indemnification because of the number of Elders seeking indemnification, the requisite determination may be made by the membership or by special legal counsel appointed by the membership.

Article F—Dispute Resolution

Believing that the Bible commands Christians to make every effort to live at peace and to resolve disputes with each other in private or within the Christian Church, the Church shall require her members to resolve conflict among themselves according to Biblically-based principles without reliance on the secular courts (*Matthew 18:15-20; I Corinthians 6:1-8*).

Consistent with her call to peacemaking, the Church shall encourage the use of Biblically-based principles and the avoidance of suits of law or equity to resolve disputes between members and those outside the Church. The Eldership Team shall adopt policies and procedures to effect these requirements and aspirations.

Article G—Amendments

The By-Laws may be amended by a two-thirds vote of the members present and voting at a Church conference, provided the amendment(s) shall have been offered in writing at the previous conference, shall have been announced in the Church newsletter, and shall have been announced from the pulpit at Church services two successive Sundays prior to such vote.

The revised version of this Constitution and By-Laws shall be made available to all Church members by the Church Clerk.