

**BY-LAWS
CALVARY BAPTIST CHURCH
LEXINGTON, KENTUCKY**

ARTICLE 1

SECTION 1 NAME AND LEGAL STATUS

This church shall be known as Calvary Baptist Church. Our legal status is a corporation named Calvary Baptist Church of Lexington, Kentucky, Inc. The Articles of Incorporation were signed on June 18, 1921; were recorded in the Office of the Secretary of State of the Commonwealth of Kentucky on June 25, 1921 and in the Office of the Fayette County Court Clerk on June 24, 1921. Said Articles were amended on August 30, 2009; were recorded in the Office of the Secretary of State of the Commonwealth of Kentucky on September 1, 2009, and in the Office of the Fayette County Court Clerk on September 11, 2009.

SECTION 2 PURPOSE AND MISSION

Calvary Baptist Church is a Christ-centered, caring church family in the center of our community. Our mission is to love God and each other, and to share with others the Good News of Jesus Christ as we worship, teach, serve and nurture spiritual growth.

SECTION 3 DOCTRINE

We believe in the one and only God, the trinity of God, the divine inspiration and authority of the Holy Bible, the priesthood of the believer, autonomy of the local church and in freedom of and for religion, and that eternal salvation is offered freely to all believers in Jesus Christ as Lord and Savior. We also generally endorse the 1963 Baptist Faith & Message Statement.

SECTION 4 CHURCH GOVERNMENT AND AFFILIATIONS

Proceeding under the congregational plan of government and for the mutual advantage in the pooling of organized strength and the sharing of information and purpose, we voluntarily affiliated with the Cooperative Baptist Fellowship of Kentucky, the Cooperative Baptist Fellowship and the Baptist World Alliance.

ARTICLE II

SECTION 1 MEMBERSHIP

Except as hereinafter provided, any person may enjoy the rights, privileges and obligations of membership in Calvary Baptist Church, including the right to vote, as follows:
Profession of Faith and Baptism. Members may be received on profession of faith in the Lord Jesus Christ as personal savior and baptism by immersion in water according to the Holy Bible.

Letter. Members may be received on presentation of, or promise of, a letter of recommendation from another Baptist church.

Statement. Any person who for good reason cannot present or promise a letter, may, upon statement of previous baptism in accordance with his/her prior church affiliation and confirmation of their faith in the Lord Jesus Christ as personal savior shall be admitted to membership upon approval by the congregation.

Watchcare. Any person who is a member of another church and desires to enjoy the rights, privileges, and obligations of membership in Calvary Baptist church on a limited, temporal basis may ask for membership by watchcare. Because the member's affiliation with another church remains the same, this membership does not carry voting rights. The names of watchcare members will be kept on a separate list and removed from the watchcare list when they leave the local area or otherwise change membership status.

Confirmation. All persons requesting membership in Calvary Baptist Church by profession of faith and baptism, letter, statement, or watchcare shall be presented to the Church by an ordained minister of the staff at a scheduled worship service and confirmed by a majority of members present at the time of presentation.

Special Circumstances. All persons desiring to avail themselves of the rights, privileges, and obligations of membership in Calvary Baptist Church on any basis not described herein, after consultation with the Pastor, may be presented to the congregation by the Pastor (with the endorsement of the current Board of Deacons) at a scheduled worship service or Church business meeting for approval by a majority of the members present at the worship service or Church business meeting.

SECTION 2 TERMINATION OF MEMBERSHIP

Membership in Calvary Baptist Church may be terminated by a majority vote at a regular business session as follows:

Letter. Letters of recommendation for the purpose of uniting with another Baptist church shall be granted, when requested, to members of good standing by a majority vote of members present at a business meeting.

Erasures. Members uniting with churches of other denominations shall be deleted from the membership list of Calvary Baptist Church. Courtesy letters of Christian commendation may be written by the Pastor where deemed appropriate.

Other. If circumstances indicate the necessity for disciplinary action, the matter shall be referred to the Pastor and Board of Deacons for investigation and possible recommendation for a vote of the members of the Church at a regular or properly called business meeting. The guidelines and principles for the procedure shall be consistent with the teachings in the New Testament in general and Matthew 18:15-17 in particular. The members involved in the disciplinary process

should remember that humans are imperfect and that discipline must be done in love with the hope that the circumstances creating the need for the discipline will be resolved. Any member who is the subject of a disciplinary proceeding shall be notified in writing at least thirty days in advance of the date the matter is to be presented to the Church and Board of Deacons. The notice shall contain the nature of the matter and advise of the member's right to appear and be heard in full before the Board of Deacons and the Church during the discussion of the matter.

ARTICLE III

SECTION 1 GENERAL: CHURCH OFFICERS AND COMMITTEES

The officers of Calvary Baptist Church are the Pastor, the Moderator, the Treasurer, the Church Clerk, and the members of the Board of Trustees. The members holding these positions are identified as the Church Officers in the annual report filed with the Kentucky Secretary of State (“Church Officers”).

Other key roles in the Church are the Assistant Church Clerk, members of the Finance Committee, the Personnel Committee, the By-Laws Committee, the Board of Deacons, and the Standing Committees (“Committee Members”).

Service as Church Officers and Committee Members must be held by Church members (not including watchcare members). The members of these positions shall be nominated by the Nominating Committee and elected by a majority present at a business meeting held for that purpose in accordance with Article VI. Removal for good cause shall be by a majority present at a business meeting called for that purpose.

No member of the Church shall serve as Church Officers or Committee Members for more than three consecutive years except the Pastor and those filling an unexpired term. All members shall be eligible for reelection to the same Church Officer or Committee Member position after not serving for one year. Spouses shall not be elected to serve on the Deacon Board, Finance Committee, By-Laws Committee or Personnel Committee when their spouse is an active member of that board or committee. Spousal service is permitted on separate elected or appointed boards or committees. However, spouses of Church employees shall not serve as Church Officers or as an Assistant Church Clerk, or a member of the Finance Committee, Personnel Committee, By-Laws Committee Committee or a Deacon while their spouse is employed by the Church.

SECTION 2 ROLES AND GUIDANCE REGARDING CHURCH OFFICERS

Pastor. The Pastor shall preach the Word of God, lead the Church in its various ministries, seek and win lost souls to Christ and perform such other ministerial duties consistent with New Testament Christianity. The Pastor shall supervise the work, assignment of duties and annual evaluation of the Church staff. The Pastor shall be an ex-officio, non-voting member of all committees and organizations of the Church except the Pulpit Committee. The Pastor's position shall be filled in the manner set forth in Article VI, Section 2 of these By-Laws.

The Pastor may relinquish the pastorate office by submitting at least thirty (30) days written notice to the Church's Deacon Chair. The Church may dismiss the Pastor via a called business meeting with a minimum of one week's written notice to the Church members (online and mail) and to the Pastor (via written notice submitted via hand delivery and certified mail).

A meeting for voting on a Pastor dismissal may be called by a majority of the then serving Deacons and the majority of the Personnel Committee or by written petition by at least fifty (50) Church members. The moderator for this meeting will be the Deacon Chair, or in his/her absence, the Deacon vice-chair. The vote to declare the pastorate vacant shall be by written ballot with an affirmative vote by at least two-thirds of the present members. Except in instances of gross misconduct by the dismissed Pastor, the Church will compensate the dismissed Pastor with one-twelfth of his/her annual salary and one month's health insurance and any other benefits required by law. Such termination shall be immediate and the compensation paid within thirty (30) days of effective date of dismissal.

Church Clerk. A Church Clerk shall be elected annually. The Clerk shall be responsible for the keeping and signing of the records of Church action; the registration of applicants for Church membership; the maintenance of the names and addresses of its members with dates of admission, baptism and termination; the preparation of letters of recommendation when voted by the members of the Church; and the preservation of written official reports and all information of historical interest concerning the Church. The Assistant Church Clerk (see Section 3 below) and members of the Church staff assist in the performance of these duties.

Treasurer. The Treasurer shall be responsible for assisting the Church Business Administrator in accounting procedures; aid in establishing, revising and updating financial reports; serve on the Finance Committee; and, be available to sign checks or other financial documents as necessary. The Treasurer's office shall be a three year term.

Board of Trustees. The Board of Trustees shall consist of three members who shall hold office for a term of three years, one member to be elected annually. The Board of Trustees shall act as legal representative of the Church and hold title to the real property of the Church in trust for the benefit of the Church. The Board of Trustees shall present a report to the Finance Committee outlining the real estate holdings and any income and expenses pertaining to the real estate, The report shall be presented as part of the Church's annual budget process.

Moderator. The Moderator shall conduct the business meetings of the Church and shall also serve as the Church Parliamentarian, shall attend all business meetings of the Church and shall monitor the proceedings to ensure that they conform to and are conducted in accordance with Robert's Rules of Order and the By-Laws of the Church. In the absence of the Moderator, the Chair of the Board of Deacons, and in the absence of the Chair of the Board of Deacons, the Vice-Chair of the Board of Deacons shall conduct the business meetings. The Moderator's office shall be a three year term.

SECTION 3 ROLES AND GUIDANCE REGARDING NON-OFFICERS AND COMMITTEES

Church Ministers/Staff The Pastor shall work with the Personnel Committee and Board of Deacons to determine the needs for the Church's ministerial support and the responsibilities, hiring and termination of such ministers and staff. The Personnel Committee shall maintain a Personnel Handbook that governs procedures and policies for the ministers and staff. The ministers and staff may serve as resources and advisors to all boards, committees and organizations of the Church.

Board of Deacons. The Board of Deacons shall consist of thirty-six (36) members, each elected by the Church to serve a three-year term. One third of the Board shall retire each year. Vacancies on the Board shall be filled via the Nominating Committee by a majority vote of the members present at a Church business meeting for the unexpired term.

The Deacons shall seek out the individuals in the Church who are in need and use the resources of the Church for their relief; visit the sick and homebound; distribute the elements of the Lord's Supper; and perform any other services consistent with the origin and duties of the office as described in the Holy Bible and particularly Acts 6 and I Timothy 3.

The Board of Deacons shall serve as a council of advice and conference with the Pastor in all matters pertaining to the welfare and work of the Church. It shall, in concert with the Pastor, consider and formulate plans for the constant effort and progress of the Church in all things pertaining to the saving of souls, the development of Christians and the extension and growth of the kingdom of God. The Board of Deacons shall consider the mission, policies and concerns of the Church; elect officers, including a Chair; and, organize itself into such Deacon committees as wisdom may direct for efficiency in service.

Finance Committee. The Finance Committee shall consist of eleven members, nine of whom shall hold office for three years, three to be elected each year. The Chair of the Board of Deacons and the Treasurer shall become members of the Finance Committee in full standing. The committee shall elect officers, including a Chair, and organize itself into such subcommittees, including the budget subcommittee, as wisdom may direct for efficiency in service.

This committee shall be responsible for the fiscal affairs of the Church; the preparation and submission of an annual budget for the Church's approval; the planning for the financing of all the programs of the Church; the giving of counsel, assistance and advice for any special or temporary financial programs of the Church; the provision of an annual audit of the finances of the Church; the overseeing of all expenditures authorized by the budget; the administration of the fiscal affairs of the Church within the budget; and where practicable and reasonable, the seeking of Church approval for expenditures not provided for in the budget. The Chair or designee shall present to the Board of Deacons at its regular monthly meetings the minutes of the meetings of the Finance Committee to keep the Deacons informed of the fiscal affairs of the Church.

The Chair or designee shall also give a financial report to the Deacons at their regular monthly meeting and to the Church at regular business meetings. The financial reports shall also be available to the Church as set forth in Article V, Section 2.

The Budget Subcommittee shall prepare the annual calendar year budget for submission to the Finance Committee. This subcommittee shall consist of the Chair of the Finance Committee, two other members of the Finance Committee and three members of the congregation at large, all to be elected by the Finance Committee.

Personnel Committee. The Personnel committee shall consist of five members, three of whom shall serve for three years, one to be elected each year by the members of the Church. The Finance Committee and the Deacon Board Chair shall be two of the five members in full standing. No one can serve on the Personnel Committee if he/she has an "Immediate Family Member" (as defined by Ky. Rev. Stat. 205.8451) who is employed by the Church. If the Finance and/or the Deacon Board chair are related to an "Immediate Family Member" that is employed by the Church, then the Vice-Chair of the respective committee(s) shall serve on the Personnel Committee instead. The Chair of the committee shall rotate annually and shall be the elected member with the longest tenure.

This committee shall consult with the Pastor to provide an adequate staff; recommend to the members of the Church the hiring of ministers except the Pastor (unless as specified in Article VI, Section 2, regarding interim pastors); if necessary, recommend to the members of the Church the dismissal of ministers (including the Pastor); approve the hiring and dismissal of other staff members; recommend to the members of the Church appropriate action in matters of disabilities of members of the staff; be available to consult on all matters of staff relationships; establish all personnel policies; annually review the performance of the Pastor; and review with the Pastor the staff evaluations used in making recommendations concerning salary and benefits for inclusion in the budget.

By-Laws Committee. The By-Laws Committee shall meet at least annually at the call of the Chair. The Committee shall consider any recommendations of amendments to keep the By-Laws and practices of the Church in conformity and to accomplish any other need or desire of the Church that cannot be done without an amendment to the By-Laws.

The committee shall consist of three members to be elected, each to serve three years, on a rotating three year schedule. The By-Laws Committee shall elect its own chair each year.

Assistant Church Clerk. An Assistant Church Clerk shall be elected annually to assist the Church Clerk with the duties outlined in Section 2 above.

ARTICLE IV

SECTION 1 LICENSE TO THE MINISTRY

The tradition of Calvary Baptist Church is to license to the Gospel ministry those who give satisfactory evidence of their Christian experience and purpose, who give testimony of their compelling sense of Divine Call to Christian service and whose views upon examination prove consistent with the Christian faith in general and Baptist beliefs in particular. Candidates for licensing shall be presented by the Pastor and confirmed by a majority vote at a business meeting.

SECTION 2 ORDINATION TO THE MINISTRY

The tradition of Calvary Baptist Church is to ordain to the ministry, after due examination by the members, those who give satisfactory evidence of the Christian experience and purpose, who give testimony of their compelling sense of Divine Call to Christian service and whose views upon examination prove consistent with the Christian faith in general and Baptist beliefs in particular. Candidates for ordination shall be presented by the Pastor and confirmed by a majority vote at a business meeting.

SECTION 3 ORDINATION OF DEACONS

The tradition of Calvary Baptist Church is to ordain its members upon their election to serve in the Biblical office of Deacon unless previously ordained by Calvary Baptist Church or some other Baptist church.

ARTICLE V

SECTION 1 SERVICES

The regularly scheduled worship, training and educational services of Calvary Baptist Church are Sunday School and Worship on Sunday morning, and Prayer Meeting and Bible Study on Wednesday evening. Other services may be set by the ministers of the Church from time to time as appropriate.

SECTION 2 BUSINESS MEETINGS

Regular Business Meetings. Church Business meetings shall be held quarterly at the Church on a date and time as set by the ministers. An agenda and any relevant documents shall be made available on-line and at the Church (and mailed upon request) at least 48 hours before any business meeting.

Monthly Finance Committee. Minutes and the monthly financial report will be presented by the Finance Committee Chair or representative to the Deacons' monthly meeting. The monthly financial report shall be made available to the church members following their approval by the Deacons. The report will be made available on-line, at the Church office and the next Wednesday evening fellowship.

Called Business Meetings. Special business meetings may be called by direction of the Pastor, the Chair of the Board of Deacons, or in the event of their unavailability or refusal, by written request of two percent (2%) of the active Church membership as shown in the most recent church membership report (prepared by church staff) as effective January 1, annually. Notice of any special meeting and the purpose thereof shall be announced in a Church publication and from the pulpit at the regular Morning Worship service held at least one week prior to the called meeting and as may be additionally required in these By-Laws.

Quorum and Parliamentary Rule. All business meetings shall be conducted by the Moderator and governed by Robert's Rules of Order insofar as they are applicable and are not inconsistent with the By-Laws. A quorum shall consist of four percent (4%) of the active Church membership as shown in the most recent church membership report (prepared by church staff) as effective January 1, annually. All matters of business shall be decided by a majority of those present and voting either in person or online. The Deacons shall establish the necessary procedures for online voting.

Elections. The Nominating Committee shall nominate members of the Church to serve as Moderator, Church Clerk, Assistant Church Clerk, Treasurer, and members of the Board of Deacons, the Finance Committee, the Personnel Committee, the By-Laws Committee, the Board of Trustees and the Standing Committees. These nominations shall be published in a Church publication and mention thereof shall be made at the Sunday Worship Services preceding the election. The election to fill these positions shall be at the business meeting held during the second quarter at which time other nominations may be received. Those elected shall assume their duties September 1.

All other positions of the Church and its auxiliaries which require election by the membership of the Church, shall be filled by election held at the business meeting held during the second quarter and those elected shall assume their duties September 1. Vacancies in any elected positions shall be filled by election at the next regular business meeting. Notice of these elections and the names of those nominated shall be in a Church publication and mention made thereof at the Sunday Worship Services preceding the election.

ARTICLE VI

In addition to Church Officers and Committee Members outlined in Article III, The Church shall have a Nominating Committee, a Pulpit Committee, various standing committees, and a provision for ad hoc committees.

SECTION 1 NOMINATING COMMITTEE

The Nominating Committee shall consist of nine voting members to serve a term of one year from February 1 through January 31. However, the Chair-Elect shall serve two years and automatically become Chair for the second year. No other member shall serve consecutive terms

To select the Nominating Committee, the Deacon Chair shall appoint a committee of five deacons (“Deacon Nominating Committee”) to select eight nominees, including Chair-elect, to serve as the Nominating Committee. The Deacon Nominating Committee may confer with the Church staff to ensure broad Church representation on the Nominating Committee. To the extent possible, all age groups and ministries of the Church shall be represented on the Nominating Committee. The five members of the Deacon Nominating Committee are not eligible to serve on the Nominating Committee.

The Board of Deacons (on behalf of the Deacon Nominating Committee) shall present its nominees for the Nominating Committee to the Church during a business meeting held during the first quarter of the Church calendar. Additional nominations may be received from the floor. The Church vote shall be in accordance with Article V, Quorum and Parliamentary Rule.

No member of the Nominating Committee may be nominated or elected as Church Officers or Committee Members while serving on the Nominating Committee.

The Nominating Committee shall recommend to the Church at a business meeting held during the second quarter the candidates for Church Officers and all Committee Members as outlined in these By-Laws. The Nominating Committee shall also recommend to the Church at any regular business meeting any candidates to fill vacancies which have occurred in any Church-elected positions. Prior to the elections for Church Officers and Committee Members all nominees for such positions shall be informed of the duties and obligations of those positions.

SECTION 2 PULPIT COMMITTEE

A Pulpit Committee to nominate a person to be elected to the Pastorate shall be elected by the Church whenever a vacancy occurs in the Pastorate. A vacancy exists when the pastorate is in fact vacated when the then current pastor provides written notice with a date certain for departure or the Deacons and Personnel committee set a fixed departure date in connection with the process outlined in Article III.

This Pulpit committee shall consist of nine members, two of whom shall be the Chairs of the Deacon Board and the Personnel Committee at the time the Pulpit Committee is elected. Those two individuals shall continue to serve on the Pulpit Committee until the committee has been dissolved, even if they are no longer serving in those specific positions, and they shall not be replaced by their successors, nor shall their successors be added to the committee.

Nominations to the Pulpit Committee, including Chair, shall be made by the Nominating Committee for election at a regular or called business meeting. Nominations may be received from the floor.

The deliberations of the Pulpit Committee shall be conducted in a confidential manner. The Pulpit Committee shall be responsible for engaging interim pastor(s) except that if an interim pastor is to serve more than a cumulative total of four Sundays/weeks, the engagement must also be approved by the Personnel Committee.

The Pulpit Committee's nominee for the Pastorate shall be proposed for election by the Church at a special called business meeting following a Morning Worship Service. At least one week's notice, including at the preceding Sunday worship service and on the Church website, shall be provided to the Church members before any such election. This committee shall be dissolved upon the election of its nominee.

SECTION 3 STANDING COMMITTEES

Standing committees shall exist to support, direct, manage, and have responsibility for the ongoing programs and functions of the Church. Examples of the possible programs and functions to constitute Standing Committees include Missions, Worship, Education. The Church Ministers shall present to the Nominating Committee the focus of the Standing Committees needed for the Church, including a description of each Standing Committee responsibilities requested. The Church Ministers shall review the list of Standing Committees annually and by January 31 of each year, and inform the Nominating Committee of the areas of focus for the requested Standing Committees.

The members of all Standing Committees shall be recommended by the Nominating Committee for service beginning September 1. The Nominating Committee will request names for potential nominees for the Standing Committees from the Church ministers.

Standing Committee members shall serve rotating three-year terms. These Standing committees shall have a minimum of three members.

All Standing Committees shall meet promptly after appointment for organization and consideration of responsibilities, and meet thereafter as may be required, but at least annually. Each Standing Committee shall present at least one report annually to the Deacons. The Pastor shall appoint a staff member to serve as liaison for each Standing Committee.

SECTION 4 AD HOC COMMITTEES

Ad Hoc Committees may be appointed by the Pastor and Deacon Chair for specific purposes, and shall be dissolved upon completion of the purpose for which they were created. All ad hoc committees shall report to the Church in business meetings within a year of the appointment.

ARTICLE VII

CHURCH ORGANIZATIONS AND MINISTRIES

Organized ministries of Calvary Baptist Church shall include but not be limited to: Sunday School, Women's Ministry, Music, Worship, Children, Youth, College Students, Single/Young Adults, Senior Adults, Recreation, Missions and Homebound. The Church shall, under the leadership of the Pastor, have a staff member with appropriate education and expertise to be responsible for each of the ministries listed above.

ARTICLE VIII

AMENDMENTS

Any of these By-Laws may be amended, altered, or repealed by a vote of two-thirds of a quorum present at any regular or called business meeting of the Church, if a notice, a copy of the proposal, and the date of consideration have been published in a Church publication at least thirty (30) days before the meeting.

(October 25, 2022 Revisions from Bylaws adopted on February 28, 2016 with one amendment in 2018)