

THE BY-LAWS OF THE BUCKLEY GOSPEL TABERNACLE

ARTICLE ONE: MEMBERSHIP

1.1 Requirements for Membership

A prospective member of this church, with regular attendance for 6 months, must heartily subscribe to the statements of faith and discipleship as outlined in Article Three and Four of the Constitution. He must be a believer in God, have repented of sin, displayed faith in the pardoning grace of Jesus Christ, and seek to grow in Christ by the power of the Holy Spirit. (Romans 10:9-10) The prospective member shall be asked to attend a membership meeting and/or fill out the following forms: Response and Testimony, Skills, Talents, Hobbies and the Covenant of Membership. A prospective member shall be of the age of 16 or older.

1.2 Admission of Members

- a) The name of the person desiring membership shall then be presented to the Executive Board by the Pastoral Staff Team.
- b) The prospective member's name shall then be presented to the Executive Board as a whole, along with the completed forms for membership as needed and any recommendations deemed necessary. A vote of the Board shall be taken. Upon the affirmative vote of 2/3 of the Board Membership the applicant shall be admitted to membership.
- c) For a letter of transfer from another church the prospective member would be asked to attend a membership meeting and/or fill out the following forms: Response and Testimony, Skills, Talents, Hobbies and the Covenant of Membership.

1.3 Membership Roll

A permanent record of membership shall be kept by the Board Secretary in a database with a permanent copy placed at the end of each year's records. The record shall show the name of the member, the date of admission to membership, and the date and circumstances of any removal from membership. The Executive Board shall annually inspect this membership roll and see that it is kept faithfully up-to-date.

1.4 **Dismissal of Members**

Membership at The Tabernacle is a covenant relationship. The membership roll is a list of those who have made and are endeavoring to keep the membership covenant. It is expected that all who are members shall be regular in their attendance at The Tabernacle when they are in the area and as health permits. When members have permanently moved out of the area (for three (3) years or more) their membership shall be terminated here unless they are involved in Christian ministry as a pastor, pastor's wife, missionary, etc. Members who move are encouraged to unite with another congregation of believers as part of Christ's Church. A letter of recommendation shall be granted to any member who has left The Tabernacle in good standing, upon their request.

When there is a biblical cause for dismissal of a member, such cause shall be presented to the Executive Board in private session. After due examination of such causes, and after earnest effort to reclaim the errant member in a biblical manner, the Board may expel such a member, by a 2/3 vote.

ARTICLE TWO: EXECUTIVE BOARD

2.1 **Membership**

The Executive Board shall consist of not less than five (5) voting members, elected by the congregation. In addition to the voting members there shall be the following non-voting members: Pastor, [any Associate Pastor or assistant, as deemed necessary by the Lead Pastor]

and any non-elected appointees [Treasurer, Secretary, and Trustees]. All Board Members must be members in good standing of The Tabernacle.

2.2 **Duties**

- a) The Executive Board shall elect from their number the Chairman and Vice-Chairman of the Executive Board. The Executive Board shall appoint a Secretary, Treasurer, and Trustees. If Appointees are not from the elected Board they shall be non-voting.
- b) The Board shall act as the Pulpit committee to secure a Lead Pastor when needed, provided that their selection be presented to the membership for final approval, such approval requiring at least a 2/3 vote.
- c) The Lead Pastor shall be accorded a yearly interview by as many of the members of the Executive Board as desire to meet with him prior to the month when the Pastoral Vote will be taken, if one is to be taken.
- d) The Executive Board shall meet not less than four (4) times annually. The Chairman shall have the authority to call a Special Meeting of the Executive Board.
- e) The Chairman shall preside at all Business Sessions of the Board and the Church Membership, when he is able to do so.
- f) The Vice-Chairman shall preside at all Business Sessions when the Chairman is unable to do so.
- g) The Board Secretary shall keep record of all actions of the executive board and the membership rolls.
- h) The Treasurer shall be custodian of all church monies. A full record of receipts and expenditures shall be kept, with written reports to be presented monthly or as the Board may designate. The Board shall authorize expenditures of these funds. The

Treasurer's books shall be audited each quarter by a Board appointee.

- i) Trustees are representative of the Executive Board and membership, and the overseers of all legal matters regarding the property of the church, such as insurance [including vehicular], maintenance, improvements, disposition of property, restricting use of property, care of titles, and other legal functions related to church property. The Trustees should oversee an inspection of the Church Plant and Parsonage at least every six (6) months and recommend to the Board any maintenance or improvements deemed necessary.
- j) Two-thirds of the Membership of the Board shall constitute a Quorum. (Two-thirds rounded to the nearest whole number.)
- k) The Executive Board shall appoint an eligible member to replace any Board member who resigns or is unable to complete his term.

ARTICLE THREE: COMMITTEES

3.1 **Board appointed.** Any committee deemed necessary to the efficient and effective operation of the work of The Tabernacle may be appointed by the Executive Board.

3.2 **Pastor appointed.** The Pastor shall have the privilege of proposing a committee to the Executive Board for their approval, and shall have no committees not so approved.

ARTICLE FOUR: ANNUAL MEETING

4.1 Business

- a) Both the Fiscal Year and Church Business Year shall end May 31st each year.

- b) The Annual Business Meeting of the Church shall be held on a duly announced (at least 3 services in advance) meeting at the conclusion of the fiscal year. At this Annual Meeting, reports shall be given by the various officers, ministries, committees of the Church to keep the members of the Church informed of the activities of the various facets of the Church work during the past year.
- c) The Executive Board shall select a nominating committee from its members. The committee shall solicit nominations from the membership, the Pastor(s) and other Executive Board members. The committee shall communicate the biblical qualifications and requirements of the position to the nominees, request their consent or interview as they deem necessary. This committee shall present a list of eligible nominees to the Executive Board for approval by a (2/3) two-thirds vote. Approved nominees are to be put on the ballot at the Annual Membership Meeting, where they will be voted on by the membership. Nominations will not be accepted from the floor at the Annual Membership Meeting.
- d) Other business deemed Membership Business is to be cared for at this meeting.

4.2 **Quorum**

A quorum at any dually called meeting of the church membership shall consist of at least 2/3 executive board **AND** members who are present. Members must be on the roll and eligible to vote but do not qualify for an absentee ballot.

4.3 **Voting Eligibility**

- a) To be eligible to vote, a member must be at least 18 years of age, must reside in the area at least 6 months of the year, and must be regular in their attendance while in the area, as health permits.

- b) Members who are eligible to vote but who cannot be present at the business meeting may request an absentee ballot for one of the following reasons:
 - i) Illness or care of one who is ill
 - ii) Required work at time of meeting
 - iii) Out of town at time of meeting
- c) All decisions on voting eligibility shall be made by the Board or a committee appointed by the Board. Appeals on Board rulings may be made to the membership meeting in a business session. Since decisions affecting the spiritual life of the church are of great importance, the rules on voting eligibility should be carefully and conscientiously applied.

** The 6-month residency requirement may be waived by the Board for someone who is away on missionary/ministerial work, provided they are in residence for some part of the previous 12 months before the business meeting, and provided the board believes the individual is reasonably informed as to the issues being voted on.

ARTICLE FIVE: PASTORAL VOTE, CHANGE, AND CALL

5.1 Vote

A Pastoral vote may be taken yearly, in the month of March, if recommended by the Executive Board, or at the end of an appointed term, or as requested by a majority vote of the membership resulting from a duly called meeting. A “duly called” meeting of the membership is a meeting which has been requested by at least six (6) members of the church, approved by the Executive Board, and announced at least three (3) services in advance. (Worship Services or letter mailed to each member)

5.2 **Change**

- a) A majority positive vote shall leave it to the discretion of the Pastor as to whether or not to retain his position. A majority negative vote shall call for a Pastoral change.
- b) In case of a Pastoral change, the Executive Board shall work with the Pastor toward an amicable agreement as to time, severance monies, and any aid in the moving process.
- c) Pastoral changes should be handled with utmost care, concern and compassion, considering the feelings of all involved. It behooves both Pastor and people to be prepared to accept change graciously and in a manner that will do the least harm to the Church of our Lord Jesus Christ.

5.3 **Pastoral Call**

- a) In securing a new Pastor the Executive Board shall act as set forth In Article Two, 2.2 b and c.
- b) The Board shall present to the Membership for its vote, candidates it has approved after reviewing resumes', considering recommendations and carefully interviewing prospective Pastors.
- c) Moving expenses for the incoming Pastor shall be covered by The Tabernacle when those expenses have been approved by the Executive Board.

ARTICLE SIX: AMENDMENTS

6.1 **Amendments to the CONSTITUTION**

The Constitution of the Buckley Gospel Tabernacle may be amended as follows:

- a) Any proposed change must be submitted in writing to the Executive Board. If approved by a majority vote of the Board, it shall then be read to the church membership in two (2) Sunday morning services just prior to the annual membership meeting or a specially called meeting for this purpose.
- b) At the business meeting, copies of the proposed changes shall be made available to all voting members, and an opportunity shall be given for thorough discussion of the changes. It shall take a 2/3 majority of the eligible voters of the church to amend the Constitution.
- c) No amendment shall be allowed, however, which is contrary to the purposes of this organization or contour which destroy any Article in its Statement of Faith.

6.2 **Amendments to the BYLAWS**

The Bylaws may be amended as follows:

- a) The proposed change is to be presented to the Executive Board. If approved by a majority vote of the Board, the proposed change is to be read to the membership present at a regular Sunday morning service at least once before the meeting at which the proposed change is to be voted on.
- b) At the Annual Membership Meeting, the proposed changes will be presented to the assembly in the form of a motion and acted upon as a regular motion. A simple majority of those voting being necessary to pass the motion.

ARTICLE SEVEN: DISSOLUTION

7.1 **The Buckley Gospel Tabernacle**

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the

Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be carrying on of propaganda, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE EIGHT: CONFLICT OF INTEREST POLICY

8.1 Purpose

The purpose of the conflict of interest policy is to protect The Buckley Gospel Tabernacle's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Corporation or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace

any applicable state and federal laws governing conflict of interest applicable to non-profit and charitable corporations.

8.2 **Definitions**

- 1) **Interested Person**: Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person
- 2) **Financial Interest**: A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - a) An ownership or investment interest in any entity with which the Corporation has a transaction or arrangement,
 - b) A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement, or
 - c) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

8.3 **Procedures**

- 1) **Duty to Disclose**: In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering

the proposed transaction or arrangement.

- 2) Determining Whether a Conflict of Interest Exists: After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

- 3) Procedures for Addressing the Conflict of Interest:
 - a) An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

 - b) The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

 - c) After exercising due diligence, the governing board or committee shall determine whether the Corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

 - d) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or

arrangement.

4) Violations of the Conflicts of Interest Policy:

- a) If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

8.4 **Records of Proceedings**

The minutes of the governing board and all committees with board delegated powers shall contain:

- a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

8.5 **Compensation**

- a) A voting member of the governing board who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.
- b) A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.
- c) No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

8.6 **Annual Statements**

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a) Has received a copy of the conflicts of interest policy,
- b) Has read and understands the policy,
- c) Has agreed to comply with the policy, and
- d) Understands the Corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

8.7 **Periodic Reviews**

To ensure the Corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted.

The periodic reviews shall, at a minimum, include the following subjects:

- a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b) Whether partnerships, joint ventures, and arrangements with management Corporations conform to the Corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

8.8 **Use of Outside Experts**

When conducting the periodic reviews as provided for in Article 8.7, the Corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.