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**Forest Hills Baptist Church
of Raleigh**

Bylaws

November, 2025

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Preamble

For the purpose of preserving and making secure the principles of our faith and to the end that this body be governed in an orderly manner, and for the purpose of preserving the liberties inherent in each individual member of FHBC, and to set forth the relationship of this body to other bodies of the same faith, we do declare and establish these Bylaws.

1 **ARTICLE I. GENERAL**

2 Section A. Name and Identity

- 3 1. This body, formally organized on the first Sunday of August in 1945, shall be known
4 as the Forest Hills Baptist Church.
- 5 2. The body shall operate within an organizational structure incorporated with the
6 legally recognized name: Forest Hills Baptist Church of Raleigh.
- 7 3. Hereafter, in these Bylaws, this organized body may also be referenced by the
8 following names or terminology: Forest Hills Baptist Church or FHBC.

9 Section B. Location

- 10 1. FHBC shall maintain its principal place of worship and its principal office at 201
11 Dixie Trail, Raleigh, NC 27607.

12 Section C. Governmental Compliance

- 13 1. FHBC shall operate in accordance with its Articles of Incorporation as filed with the
14 State of North Carolina effective December 11, 2013.
- 15 2. FHBC shall operate consistent with the requirements of the Internal Revenue Code
16 section 501(c) (3).
- 17 3. FHBC shall operate in accordance with federal and state law, and other applicable
18 regulations.

19 Section D. Operating Year

- 20 1. The administrative and fiscal year of this organization shall be the calendar year.

21 **ARTICLE II. FOUNDATIONAL BELIEFS**

- 22 1. We believe in God the Father who is Creator of heaven and earth, Maker of all that
23 is, seen and unseen.
- 24 2. We believe in God the Son, Jesus Christ, who is the Savior and Lord of all who believe
25 and trust in Him.
- 26 3. We believe in God the Holy Spirit who is the Comforter, Encourager, and Counselor.
- 27 4. We believe that salvation is an unmerited and unearned gift of grace from God that
28 comes through faith in Jesus Christ, and that each person has the free will to respond
29 to God's gracious gift of salvation.
- 30 5. We believe that through Jesus Christ all believers have direct access to God.
- 31 6. We believe that the Bible is inspired by God, and that under the Lordship of Christ
32 it is authoritative for the life of the Christian and The Church.
- 33 7. We believe that Christ is the head of The Church, and that under Christ churches
34 should be autonomous communities of faith and fellowship.
- 35 8. We believe that God has called both women and men into ministry and church

- 1 leadership.
- 2 9. We believe that the New Testament teaches that believers should remember the gift
3 and sacrifice of Christ through the symbol of the Last Supper and celebrate the
4 Death, Burial and Resurrection of Christ through believers' baptism. We practice
5 baptism by immersion.
- 6 10. We believe that every human being has the right to worship God, or not, according
7 to the dictates of the individual's conscience, and so long as this does not infringe
8 on the rights of others, they are to be held accountable alone to God for all religious
9 beliefs and practices. We believe that each person should be granted religious
10 freedom, and that sharing our faith should be done graciously in love, without
11 coercion.
- 12 11. We believe that Christians should live in loving obedience to God and should be
13 active in sharing the Good News about Jesus Christ through words and deeds.

14 **ARTICLE III. CORE VALUES**

15 Jesus Christ is the basis of our Core Values. We practice UNITY of spirit and purpose -
16 because we are called to be one in Christ. Unity fosters inclusiveness. It embraces a vibrant
17 and vital diversity of spirit and purpose - because we are called to be one in Christ. (Romans
18 6:5-10; Philippians 2:1-2; John 17:20-23; Psalm 133:1).

19 We are INTENTIONAL in presenting Jesus Christ to all whom we meet - because we are all
20 "ministers" to the world (Matthew 5:14-16; Mark 16:15; John 20:21).

21 We serve with BOLDNESS - because we worship a God of infinite power and unlimited
22 possibilities. God compels us to step outside of His Church and into the lives of others
23 (Ephesians 3:20-21; John 14:12-14; 2 Timothy 1:7).

24 We extend to others COMPASSION - because we have received God's unconditional grace.
25 Our unconditional love for others fosters mercy, justice, and reconciliation, diminishing
26 judgmentalism (Colossians 3:12; Ephesians 4:32; 1 Peter 3:8; 2 Corinthians 1:3-4; John 13:34-35).

27 We practice FORGIVENESS - because we are forgiven. It cleanses guilt and heals both the
28 forgiven and the forgiver. It is the reflection, and commandment, of Christ (Matthew 6:12-
29 15; Matthew 18:21-22; Colossians 3:13).

30 We are ACCOUNTABLE TO GOD and choose to be ACCOUNTABLE TO EACH OTHER. We are
31 invested in the spiritual life and daily walk of each individual in our community of faith
32 (Hebrews 3:13; 1 Thessalonians 5:14-15; Ephesians 4:15-16).

33 We TRUST one another in the exercise of our faith. Believing God is at work in every
34 believer, we will address any breach of trust in Christian love (Philippians 1:6; 1
35 Thessalonians 2:13; 1 Corinthians 2:4-5).

36 We provide BELONGING AND A SENSE OF COMMUNITY to all that seek them. Believers are
37 adopted by God as His children and heirs through the work of Christ, and we welcome all
38 to that family, nurturing an attitude of selflessness (Romans 10:12-15; Hebrews 2:11;
39 Ephesians 1:4-6; 1 John 1:7).

1 **ARTICLE IV. MISSION AND VISION**

2 Section A. Mission

3 We are a passionate, international, intergenerational community, building deeply devoted
4 disciples of Jesus Christ.

5
6 Section B. Vision

7 To be the presence of Jesus Christ in the Raleigh area.
8

9 **ARTICLE V. POLITY AND RELATIONSHIPS**

10 Section A. Congregational Government

11 The government of FHBC shall be congregational in nature and is vested in the body of
12 believers who compose its membership. All internal groups created and empowered by
13 FHBC shall report to and be accountable only to the membership unless otherwise
14 specified by membership action. The final authority for the operation and management of
15 the affairs of FHBC, spiritual and temporal, shall be vested in its membership, which
16 authority shall be exercised in the manner set forth in the Bylaws. Members alone shall
17 have the authority to adopt and amend Articles of Incorporation and Bylaws, adopt Articles
18 of Dissolution, approve budgets, receive members, call pastoral staff, and govern and
19 conduct the affairs of FHBC under the provisions set forth in these Bylaws.

20 Except as further provided in these Bylaws, decision-making for FHBC shall be by majority
21 vote of those present and voting at a properly called meeting of the membership.

22 Section B. Autonomy

23 FHBC is a free, independent, and completely autonomous body, subject to the control of no
24 other ecclesiastical body, but it recognizes and sustains the obligations of mutual counsel
25 and cooperation which are common among Baptist churches.

26 Section C. Affiliations

- 27 1. It is recognized that there is mutual helpfulness in the association of churches who
28 are in such agreement in faith and practice as to encourage the spirit of fellowship
29 and goodwill. It is recognized that there have been created, through the voluntary
30 cooperation of churches of like faith and order, organizations whose purpose it is to
31 implement the missionary, educational, and benevolent interests and obligations of
32 the individual Christian and his/her church family.
- 33 2. Believing that the Raleigh Baptist Association, the Baptist State Convention of North
34 Carolina, and the Cooperative Baptist Fellowship are organizations which promote
35 and support missions, education, and benevolence, FHBC, therefore, may
36 participate in these organizations through our duly-elected messengers.
- 37 3. FHBC may join or withdraw from its affiliations with any organization by a vote of
38 two-thirds of the members present and voting at a properly called Church
39 Conference, provided that notice of the vote to be taken has been published for four

- 1 consecutive weeks prior to the voting date.
- 2 4. The Senior Pastor is deemed a duly elected FHBC messenger for all affiliated
3 organizations, which permit such participation.
- 4 5. Additional messengers to each affiliated organization may be elected by FHBC
5 annually in accordance with rules of the respective organization.

6 Section D. Partnerships

7 FHBC may enter into partnerships with other churches or other organizations,
8 subject to a memorandum of understanding (MOU) or other similar document of
9 the agreement approved by the Diaconate or the Congregation, which specifies the
10 expectations, obligations, and liabilities of the parties to the partnership.

11 **ARTICLE VI. MEMBERSHIP**

12 Section A. Means of Reception of New Members

13 Members shall be received into the fellowship of FHBC under the conditions set forth in
14 this section. Classes may be offered for new members to receive instruction in Baptist
15 doctrines and be informed as to the various organizational and stewardship opportunities
16 of FHBC.

17 1. For Baptism by Immersion

18 A person coming upon profession of faith in Jesus Christ shall be received as a
19 candidate for baptism by affirmation of members present at the service when such
20 candidate is presented. The candidate shall be required to receive instruction in
21 doctrines of the Christian faith and in matters pertinent to the Christian life prior to
22 being baptized.

23 2. By Letter from Another Baptist Church

24 A member of another Baptist church of like faith and order may be received as a
25 member of FHBC by affirmation of the members present at the service when such
26 individual is presented. FHBC shall request a letter from that church recommending
27 the individual as a member in good standing.

28 3. By Statement of Faith

29 On the recommendation of the senior pastor, a person who has professed faith in
30 Christ and has been baptized by a Christian church may be received into the
31 membership of FHBC by a statement of his or her faith in Christ and after
32 affirmation of members present at the service when such person is presented.
33 Furthermore, the person will be informed of the baptism tradition of FHBC and
34 offered baptism by immersion.

35 4. By Special Circumstances

36 On the recommendation of the senior pastor, a person whose condition makes
37 baptism by immersion impractical may be received into the membership of FHBC
38 without immersion after affirmation of members present at the service when such
39 person is presented.

1 5. By Student Membership

2 a. Any student at a local college or university who is a member of another church
3 and who desires to participate in the life of FHBC while retaining original church
4 membership may request affiliation with FHBC as a "student member." This
5 affiliation affords participation in the fellowship, and a student member is
6 encouraged to attend and participate in Church Conferences; however, student
7 membership does not include voting privileges or eligibility to serve as a
8 Deacon.

9 b. The student membership may be terminated by the student's written
10 notification, by the student's graduation or withdrawal from the college or
11 university, or by any other means applicable to members of FHBC.

12 Section B. Expectations of Members

13 Members are expected, first of all, to be faithful in all the duties essential to the Christian
14 life; to attend regularly the services of FHBC; to give regularly and systematically to the
15 support of Kingdom causes; and to share in its organized work.

16 Section C. Rights of Members

17 1. Voting. All members, except student members, may participate in business
18 meetings and vote in the transactions of FHBC.

19 2. Holding Office. Except as otherwise set forth herein, every member is eligible for
20 consideration by the membership as a candidate for elective offices of FHBC.

21 3. Records. Members shall have access to the principal records of FHBC including
22 minutes of its governing body and principal financial reports. However, consistent
23 with Baptist doctrine and practice, these rights shall not include the right to review
24 or inspect individual donor records or personnel files.

25 4. Communications. Members shall be given the opportunity to receive the routine
26 communications about news, activities, and opportunities of FHBC.

27 Section D. Termination of Membership

28 Membership in FHBC shall be terminated in the following ways:

29 1. A letter acknowledging withdrawal shall be granted upon a member's request.

30 2. A member desiring to unite with another church of like faith and order may do so
31 at will, and upon receiving requests from such church, FHBC may grant a letter of
32 membership to that church in favor of the person desiring the move.

33 3. Should a member become an offense to FHBC and to its good name by reason of
34 immoral or un-Christian conduct, FHBC may by vote in a regularly scheduled
35 Church Conference, terminate that person's membership; but only after due notice
36 and hearing, and after good faith effort has been made to bring such member to
37 reconciliation.

- 1 4. When notice is given to FHBC that a member has united with another church, FHBC
2 may by vote in a regularly scheduled Church Conference drop such member from
3 its roll.
- 4 5. If a member becomes inactive for a period of three years (unless providentially
5 hindered by sickness or the infirmities of age, or enrollment in school, college, or
6 the armed services of our country), during which time the member neither attends
7 the services nor gives to the support of the program of FHBC, FHBC may by vote
8 remove such member, whether resident or non-resident, from membership and
9 place the individual on an inactive roll and shall no longer be counted in
10 membership reports. Records shall be kept of such exclusions and efforts shall be
11 maintained to bring about reinstatement. Should such an excluded member be
12 reactivated, the person shall be reinstated automatically, and the Church Clerk shall
13 adjust the membership rolls accordingly.

14 Section E. Membership Records

15 The Church Clerk shall keep a complete record of all actions by which the membership
16 roll is altered in any way.

17 **ARTICLE VII. COMMUNICATIONS**

18 Section A. Communications Within FHBC

- 19 1. Open communications among the members and staff and with other constituents
20 of FHBC are essential to ensure awareness of Church activities and active
21 participation by all who are interested.
- 22 2. Use of electronic communications (e.g. email, website, social media, etc.) is
23 strongly encouraged to help keep everyone informed about the activities of FHBC,
24 while keeping cost of communications to a minimum.
- 25 3. Reference materials to be shared with the congregation should be made available
26 electronically and for review or pickup at the FHBC office. Examples that should
27 routinely follow this procedure include:
 - 28 a. Approved governance documents, such as:
 - 29 i. Articles of Incorporation.
 - 30 ii. Bylaws.
 - 31 iii. Policies, Rules, Procedures, Guidelines, and Fee Schedules (e.g.
32 facilities use, child protection, personnel, financial management,
33 website usage, investments.)
 - 34 b. Calendars.
- 35 4. Information that is deemed of general interest and high importance to the
36 congregation should routinely receive widespread communication by multiple
37 methods, including for example: email, website, social media, pulpit
38 announcements, worship bulletins, and Sunday School announcements, to ensure
39 that the congregation has a reasonable opportunity to receive the information,

1 while avoiding the expense of mailings to all members. Any member may request
2 to routinely receive these announcements by mail. Announcements that should
3 routinely follow this procedure include:

- 4 a. News bulletins.
 - 5 b. Opportunities for worship, fellowship, and service.
 - 6 c. Other notice approved for this level of communication by the Deacon Chair,
7 Senior Pastor, or FHBC in Conference.
- 8 5. Certain information is deemed to be so important that FHBC-wide
9 communications are required. Such communications shall be distributed at least
10 one week in advance of the vote or other activity being noticed. In addition to
11 using other methods of communication, such Church-wide communications shall
12 include at least one mailing to each member of FHBC, unless the member has
13 specifically agreed that they will accept electronic communication in lieu of a
14 mailing. Announcements that should follow this procedure include:
- 15 a. Notices of changes to schedule for regular church conferences.
 - 16 b. Notices of special church conferences.
 - 17 c. Notices of vote to approve changes to Articles of Incorporation or Bylaws.
 - 18 d. Notice of vote to change affiliations with other organizations.
 - 19 e. Notice of vote to call pastoral staff.
 - 20 f. Notice of vote to approve or increase the overall annual resource plan.
 - 21 g. Other notice approved for this level of communication by the Deacon Chair,
22 Senior Pastor, or FHBC in Conference.

23 **Section B. Communications With The Public**

- 24 1. Statements on behalf of FHBC to the media or to the general public are to be made
25 only by the Deacon Chair, the Senior Pastor, or another public communications
26 designee approved by FHBC in Conference, the Diaconate, or the Senior Pastor. This
27 provision is not intended to inhibit or prohibit individuals from sharing their
28 personal experiences, so long as they do not imply that they represent FHBC.
- 29 2. Postings on FHBC web site(s) or social media sites shall be moderated by the Senior
30 Pastor, or his designee, to ensure that they reflect positively on the image and
31 reputation of FHBC.
- 32 3. Use of the name, logos, or images of FHBC, or any other actions implying FHBC
33 involvement, sponsorship, or approval of an activity or statement, must be
34 consistent with an approved ministry plan or otherwise approved in advance by the
35 Senior Pastor or designee.

36 **ARTICLE VIII. MEETINGS**

37 **A. Meetings**

- 38 1. FHBC shall hold regular meetings for worship, teaching, training, conducting
39 business, and fellowship.

1 2. The term Church Conference may be used in these bylaws to refer to a meeting of
2 the membership at which business may be conducted.

3 B. Church Conferences

4 1. Regular Meetings

5 FHBC shall hold regular Church Conferences, generally on the third Sunday in
6 February, May, August, and November, at which time the business and spiritual
7 matters of FHBC shall be discussed and plans projected. The date of a regular
8 Church Conference may be changed to another Sunday as much as two weeks off of
9 this normal schedule, with good reason, by approval of the Deacon Chair and the
10 Senior Pastor, and with due notice of the change to the congregation. Notice of the
11 change shall include Church-wide communication at least 30 days prior to the new
12 meeting date.

13 2. Annual Meeting

14 The regular Church Conference, held in or closest to November, shall be deemed to
15 be the annual meeting.

16 3. Special Called Conferences

17 Special Church Conferences may be called by the Deacon Chair, the Senior Pastor,
18 or by at least twenty-five FHBC members who make a written request to the
19 moderator stating the purpose for which such a conference is to be called. Called
20 Church Conferences shall be duly publicized by Church-wide communication at
21 least one week prior to the meeting. The business in a called Church Conference is
22 limited to the stated purpose(s) of the meeting.

23 4. Emergency Meetings

24 In the event of an emergency, the Senior Pastor or Deacon Chair may, with consent
25 of two-thirds of the Deacons, call an emergency meeting without full notice to the
26 members as required for special called conferences above. Such notice as is possible
27 will be given to the membership, and action is limited to the items requiring the
28 emergency meeting. No meeting under this provision may be called in regard to
29 personnel matters.

30 C. Agenda and Notices

31 For each regular Church Conference, the Deacon Chair shall ensure that an appropriate
32 agenda has been developed, with concurrence of the Senior Pastor; and once the agenda is
33 approved, the Deacon Chair shall ensure that proper notices and agendas have been given
34 to the Clerk and to membership at least one week prior to the Conference.

35 D. Moderator

36 1. The moderator of Church Conferences shall be the Deacon Chair, the Deacon Vice
37 Chair, or if both are absent, the Senior Pastor.

38 2. The moderator shall preside over Church Conferences.

1 E. Procedural Rules

2 In matters of procedure and order, Robert’s Rules of Order shall be used as a guideline. The
3 moderator may, absent objection or with the consent of the majority, deviate from such
4 rules in the interests of full discussion and harmony.

5 F. Voting

6 Any member of FHBC present at a Church Conference may vote on any motions properly
7 offered in that Conference. Except as provided herein, a simple majority of those present
8 and voting shall be sufficient to pass motions or resolutions or otherwise transact business.
9 All votes must be cast in person, by those qualified to vote. Absentee voting and proxy
10 voting are not permitted. Except as otherwise set forth in these Bylaws, the moderator shall
11 designate the manner of voting, except that the members may by motion made and adopted
12 require a written ballot.

13 G. Special Session

14 The moderator may excuse staff from any meeting, or portion thereof, when their presence
15 might inhibit members’ discussion and decisions on sensitive matters.

16 H. Quorum

17 A quorum consists of no less than the lesser of 50 members, or 25% of the current
18 membership, present at any regularly scheduled or other properly announced business
19 meeting. If there is an absence of a quorum, the meeting may proceed, but no motions may
20 be adopted nor action taken, except that votes regarding conference minutes and granting
21 of letters of membership transfer may be approved by a majority of those present.

22
23 I. Minutes

24 The Church Clerk or Associate Clerk shall keep minutes of each business meeting and shall
25 record the approximate number present, whether a quorum was present and what actions
26 were taken by FHBC. The Clerk shall preserve the minutes when approved as part of a
27 permanent FHBC record. A copy of the minutes of the meetings of FHBC shall be kept at the
28 FHBC office.

29 **ARTICLE IX. FHBC STAFF**

30 **Section 1. Pastoral Staff**

31 A. Makeup of Pastoral Staff

32 FHBC recognizes the need for and highly values the spiritual, relational, and administrative
33 leadership of her pastors. The Pastoral Staff shall consist of a Senior Pastor, any associate
34 pastors, and any ministry coordinators as authorized and then individually called by the
35 Church in Conference. With consent of the Diaconate, the Personnel Committee and the
36 Senior Pastor may assign alternate titles for the other members of the pastoral staff.

37 B. Pastoral Staff Vacancies

38 When a vacancy occurs or notification of a pending vacancy is given concerning any of the
39 pastoral staff, an assessment of the on-going needs for pastoral staff of FHBC shall
40 immediately be jointly conducted by an ad hoc pastoral staffing assessment committee

1 appointed by the Deacon Chair, consisting of the officers of the Diaconate, a representative
2 of the Personnel Committee, and up to three representatives of the affected ministry area
3 lay leadership, working in consultation with other appropriate FHBC leaders, and reported
4 to the congregation within 60 days. If this ad hoc committee concludes that the needs of
5 FHBC have substantively changed since the position was authorized or that some interim
6 arrangement should be made, they shall propose a process for dealing with the vacancy for
7 approval by the Church in Conference. If this ad hoc committee concludes that the vacant
8 position should be refilled as previously authorized by FHBC, a special search committee
9 shall be formed in accordance with these Bylaws to conduct the search and recommend a
10 suitable candidate in Church Conference.

11 C. Pastoral Search Committees

12 The search for each new pastoral staff member shall be conducted by a special ad hoc
13 search committee. The committee shall first prepare and obtain FHBC approval of a
14 candidate profile for the pastoral position to be filled. The committee shall then seek out
15 and nominate a minister of the Gospel whose Christian character and qualifications fit the
16 approved candidate profile.

17 For the Senior Pastor, seven candidates for this committee shall be nominated by the
18 Nominating Committee, which shall designate the Chair. The candidates recommended by
19 the Nominating Committee shall be presented to the Church in Conference for
20 consideration; however, others may be nominated from the floor. In this event, when the
21 vote is taken, the seven candidates receiving the highest number of votes shall be declared
22 the Senior Pastor Search Committee. If the designated Chair is not elected, the Nominating
23 Committee shall select a new Chair from those elected.

24 For other members of the pastoral staff, the Personnel Committee shall appoint the search
25 committee, in accordance with these Bylaws.

26 D. Call Procedure

27 The call of the Senior Pastor and other members of the pastoral staff shall take place at a
28 properly called Church Conference. The search committee shall bring only one candidate
29 for consideration by the Church in Conference, and no nominations shall be accepted,
30 except that of the search committee. Approval of the calling of a pastor shall require at least
31 a three-fourths majority vote of the members present and voting. Should the candidate
32 recommended by the committee fail to receive the required margin for approval, the
33 committee shall resume its search to seek out another candidate, and the Conference shall
34 proceed without further debate to other remaining agenda items or adjourn as
35 appropriate.

36 E. Duties

37 1. General

38 Formal position descriptions for all pastoral staff positions shall be prepared,
39 studied, and updated as needed by the Personnel Committee, consistent with the
40 following, and then presented to the Church in Conference for approval. Approved
41 position descriptions shall be published for reference by the congregation in a
42 personnel handbook or similar policy and procedures document.

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2. Senior Pastor

The Senior Pastor shall have charge of the welfare and oversight of FHBC; be an ex-officio member of the Diaconate, and all other organizations, departments and committees; may call a special meeting of the Deacons or any committee; shall conduct religious services on stated and special occasions, administer the ordinances, minister to the members of FHBC and community, and perform other duties that usually pertain to the office of Senior Pastor. The Senior Pastor shall be the Chief Administrative Officer and provide leadership and management oversight for all other staff.

3. Associate Pastor(s)

Associate pastors shall be responsible to the Senior Pastor for the development, implementation, and promotion of a comprehensive ministry in the designated focus areas of their position and perform other pastoral duties in coordination with the Senior Pastor.

4. Ministry Coordinator(s)

Each ministry coordinator shall be responsible to a designated pastor for the development, implementation, and promotion of designated areas of ministry; and may be designated responsibility for performing or assisting the other pastoral staff in any other designated areas of ministry.

F. Dissolution of Pastoral Relationship

1. Members of the pastoral staff shall serve until the relationship is dissolved by either the staff member, FHBC, or by mutual agreements.
2. Should concerns arise that the Senior Pastor is no longer able to substantively meet the requirements of the position or that the need and requirements for the Senior Pastor position have substantively changed, the Personnel Committee or any three members of the Diaconate may call for the Deacon Chair to appoint an ad hoc committee consisting of three members of the Diaconate and two members of the Personnel Committee, to confidentially evaluate the situation and bring recommendations to the full Diaconate for consideration within 60 days. The committee may consult with other appropriate FHBC leaders as needed. A committee recommendation to dissolve the Senior Pastor relationship, which is supported by a three-fourths majority of the Diaconate, shall require notification to the Senior Pastor followed by a report from the Diaconate to the Church in Conference. A three-fourths majority of members present and voting shall be required to approve the dissolution.
3. Should concerns arise that any other pastoral staff member is no longer able to substantively meet the requirements of their position or that the need and requirements for their position have substantively changed, the Personnel Committee and the Senior Pastor, shall confidentially evaluate the situation and may develop and bring recommendations to the Diaconate for consideration within 60 days. The committee may consult with other appropriate FHBC leaders as needed. A recommendation by the Personnel Committee and the Senior Pastor to

1 dissolve the specified pastoral relationship shall require notification to the affected
2 pastoral staff member followed by a report to the Diaconate. A three fourths
3 majority of the Deacons present shall be required to approve the dissolution.

4 4. Any motions presented in Church Conference to dissolve any staff relationship,
5 which are not brought through the Diaconate, shall be deemed out of order and
6 immediately referred to the Personnel Committee without discussion.

7 **G. Temporary Administrative Leave**

8 The Diaconate may, upon consultation with the Personnel Committee, place any pastoral
9 staff member on temporary administrative leave, with or without pay, and subject to
10 conditions the Diaconate finds appropriate, where serious and credible charges of
11 misconduct come to the attention of FHBC leadership. In such a case the Deacons shall
12 promptly review any charge or allegation, and recommend or take action it finds
13 appropriate consistent with these Bylaws.

14 **Section 2. Non-Pastoral Staff**

15 FHBC may employ one or more non-pastoral staff consistent with approved resource plans
16 and the provisions of these bylaws.

17 Should concerns arise that any non-pastoral staff member is no longer able to substantively
18 meet the requirements of their position or that the need and requirements for their
19 position have substantively changed, the Personnel Committee and the Senior Pastor, shall
20 confidentially evaluate the situation and may develop and implement corrective actions,
21 including dissolution of the employment arrangement. The committee may consult with
22 other appropriate FHBC leaders as needed.

23 **Temporary Administrative Leave**

24 The Personnel Committee and the Pastor may jointly place any non-pastoral staff member
25 on temporary administrative leave, with or without pay, and subject to conditions the
26 Committee finds appropriate, where serious and credible charges of misconduct come to
27 the attention of FHBC leadership. In such a case the Committee shall promptly review any
28 charge or allegation, and recommend or take action it finds appropriate consistent with
29 these Bylaws.

30 **ARTICLE X. DEACONS AND OFFICERS**

31 **Section 1. Deacons**

32 **A. Qualifications**

33 1. Deacons shall be elected from those members who have demonstrated the
34 scriptural qualifications for deacons (e.g. Acts 6:1-6; 1 Timothy 3:8-12; Galatians
35 5:22-26; Romans 12:1-2).

36 2. Deacons must be men or women who have attained age 21 or above and have been
37 a member of Forest Hills Baptist Church for at least one year at the time of their
38 election.

39 **B. Limitations on Eligibility**

40 1. No Deacon shall be eligible to serve a new term until after the lapse of one year

- 1 except when a person fills an unexpired term and serves for less than half a term.
- 2 2. No spouse of a Deacon currently serving shall be eligible for election as a Deacon to
- 3 serve any term that would overlap the spouse's current term.
- 4 3. No current FHBC staff member shall be eligible for election as a Deacon; however
- 5 the Senior Pastor shall be an ex-officio member of the Diaconate.
- 6 4. No spouse of a current FHBC staff member shall be eligible for election as a Deacon.

7 C. Number of Deacons

- 8 1. A minimum of twelve deacons shall be elected to serve at any time.
- 9 2. If the Diaconate determines that the size and needs of the congregation warrant,
- 10 additional deacons may be elected. Any increase in the total number of deacons to
- 11 be elected shall be made in increments of three.

12 D. Age Group Representation

- 13 1. The Diaconate shall periodically designate three broad age groups for purposes of
- 14 ensuring age group representation among the deacons.
- 15 2. Priority shall be given each election cycle for identifying nominees from each of the
- 16 designated age groups and for election of at least one deacon from each of the
- 17 designated groups.

18 E. Term of Service

- 19 1. Deacons shall be elected for a term of three years with a third of the total authorized
- 20 number elected each year.
- 21 2. The term of service for those Deacons elected begins January 1.

22 F. Nomination and Election of Deacons

- 23 1. The Deacon Chair and the Senior Pastor shall administer the annual process for
- 24 nomination and election of Deacons in accordance with these Bylaws and other
- 25 governance documents.

26 G. Election of Deacon Officers

- 27 1. The chair, vice chair, secretary, and communications officer will be elected annually
- 28 at the December Deacons' meeting by the current deacon membership. The vice
- 29 chair of the Deacons shall be the chair-elect.
- 30 2. While newly elected deacons do not take office until January, once elected they are
- 31 eligible for consideration for election as officers.

32 H. Deacon Service

33 Deacons, as servants of FHBC, shall have responsibility with the pastoral staff to care
34 for the congregation. As the Holy Spirit directs, they shall consider and make
35 recommendations in matters pertaining to FHBC's work and progress. The Deacons
36 shall interact with staff, organizations, Ministry Councils, ministry teams, and
37 committees within FHBC for the purpose of carrying out their specified and implied
38 tasks. Other responsibilities shall include oversight of the discipline of FHBC,
39 establishment and maintenance of spiritual and fraternal relations with all members of

1 FHBC, and may include assisting the Senior Pastor in the observance of the Lord's
2 Supper, receiving of tithes and offerings at congregational services, or other
3 assignments.

4 Recommendations to be presented to FHBC in Conference shall be presented to the
5 Deacons only when the sponsor desires to inform the Deacons or feels that support of
6 the Deacons is needed. However, the Deacon Chair shall be notified at least one week
7 prior to the Church Conference of any recommendations to be presented.

8 The Deacons shall have regularly scheduled monthly meetings at a time and date
9 specified by the Deacon Chair and the Senior Pastor. The Senior Pastor or the Chair may
10 call the Deacons into special session as the need arises. A three-fourths majority of the
11 elected Deacons shall constitute a quorum. Any recommendation initiated by the
12 Deacons for presentation to Church in Conference must be approved by two-thirds of
13 those present and voting.

14 I. Deacon Resignation/Termination

- 15 1. If at any time, and due to any circumstances, a Deacon finds that he/she cannot fulfill
16 their duties, a request to resign may be submitted in writing to the Deacon Chair.
- 17 2. An inquiry may be initiated by any Deacon(s) concerning any Deacon who fails to
18 fulfill the duties of their position (i.e. non-attendance or non-participation in FHBC
19 worship services or Deacon meetings) or who is believed to have committed actions
20 that disqualify one for service as a Deacon. When deemed necessary by Deacon
21 officers, the Deacon Chair along with another Deacon shall contact that person for
22 corrective action and counseling as encouragers. Continued inaction of that Deacon
23 shall warrant a recommendation to the Diaconate by the Deacon Chair to terminate
24 the inactive Deacon. The recommendation to terminate a Deacon must be approved
25 by at least three-fourths (3/4) of the remaining Deacons of the Deacons present and
26 voting.
- 27 3. Such resignation or termination shall not preclude any person from serving, or
28 being asked to serve, in a Deacon capacity in FHBC at any time in the future.

29 J. Corporate Duties

- 30 1. The Diaconate shall, meeting and acting together, constitute the Board of
31 Directors of Forest Hills Baptist Church of Raleigh. In their capacity as
32 Directors, they shall have the duties and responsibilities attendant to
33 Directors, subject however to the limitations set forth in the Articles of
34 Incorporation, and Article V, Section A of these Bylaws, and any other
35 limitations set forth in these Bylaws.
- 36 2. The Directors shall not have power, except as expressly provided in these
37 Bylaws or otherwise authorized by the congregation, to purchase or sell or
38 encumber any real or personal property, to install or remove corporate
39 officers or staff, or to bind the corporation to any contracts or authorize
40 expenditures that are not consistent with the approved Ministry and
41 Resource Plans.

3. Subject to the limitations specified in these Bylaws, the Directors may authorize a committee, an officer, or an agent, to sign contracts or to execute and to deliver instruments in the name of, and on behalf of FHBC, the Corporation. Signing authority may be general or may be limited to specific situations or to specific budgeted amounts.

K. Delegated Responsibilities and Authority

The Diaconate shall have the following responsibilities:

1. To develop a prioritized ministry and resource plan for the mission and ministry for Forest Hills Baptist Church.
2. To develop a stewardship plan for underwriting the ministry and resource plan for Forest Hills Baptist Church. The stewardship planning shall include both the financial underwriting of the ministry and resource plan and the encouragement of FHBC members to follow their calling and individual spiritual giftedness.
3. To review plans developed by the Ministry Councils to assure that they support the Mission and Vision of Forest Hills Baptist Church.
4. To review the outcomes of the various missions and ministry activities of Forest Hills Baptist Church as related to each mission or ministry opportunities, goals and objectives and to report these outcomes to the membership on a regular basis.
5. To adjust resource allocations to the various mission and ministry activities, if required by designated gifts or any other need, during the resource plan funding cycle.
6. To develop recommendations for additional funding, if required, for emerging mission and ministry opportunities during the resource plan funding cycle.
7. To provide oversight to the movement of funds between Ministry Councils and/or Committees within limits of existing resource plan as follows:
 - a. If less than \$20,000, approves and notifies the Financial Management Committee and the FHBC Congregation.
 - b. If greater than \$20,000, recommends in Church Conference for approval.
8. To approve any expenditures or transfers from any fund designated to be subject to Diaconate approval in the Resource Plan.
9. To lead the annual FHBC nominating process by forming a Nominating Committee according to the following criteria:
 - a. Membership shall consist of up to six (6) total FHBC members, including two (2) Deacons, with a goal of having diverse ages.
 - b. Membership is approved by the Diaconate and members will be presented to the FHBC for information.
 - c. One of the Deacons will serve as Chair.
 - d. If any Deacon serves on the Nominating Committee, (s)he may also serve on a Standing Committee.

- 1 e. The Nominating Committee shall present candidates to the Church in
2 Conference for consideration for the following:
- 3 i. Financial Management Committee
 - 4 ii. Property Management Committee
 - 5 iii. Personnel Committee
 - 6 iv. Bylaws Committee
 - 7 v. Connections Preschool Committee
 - 8 vi. FHBC Clerk and Associate FHBC Clerk (elected annually)
 - 9 vii. FHBC Treasurer and Associate FHBC Treasurer (elected annually)
 - 10 viii. Ministry Council Leadership (Chair, Vice-Chair, and Resource
11 Coordinators) (elected annually)
 - 12 ix. Historian (elected annually)
 - 13 x. Counting Sub-Committee (elected annually)
 - 14 xi. Ad-Hoc Committees
- 15 f. In the event of a vacancy in any committee or organization, the Nominating
16 Committee shall nominate members to fill such vacancies at the regular
17 Church Conference which follows notification of the vacancy.
- 18 g. The Nominating Committee shall make available the names of all nominees
19 on the Sunday prior to the Conference at which the nominations are to be
20 presented.

21 Section 2. FHBC Officers

22 A. President and Vice President

23 The Deacon Chair shall, whenever required by law or practice, serve as the President
24 of the Corporation, having however only such express powers as are granted by the
25 congregation or the Board of Directors, and having no power absent such express
26 authorization to bind the corporation in any matter or act for it. In a similar manner
27 and subject to the same limitations, the Deacon Vice-Chair shall be authorized to act as
28 the Vice-President.

29 B. Clerk and Associate Clerk / Secretary and Associate Secretary

30 The Clerk (or the Associate Clerk) shall attend all Church Conferences, keep an accurate
31 record of all transactions, prepare the annual associational letter and notify all
32 messengers to the Raleigh Baptist Association, the Baptist State Convention, and the
33 Cooperative Baptist Fellowship of their election. The Clerk shall supervise the issuing
34 of letters as authorized by FHBC; preserve all papers, valuable letters, and records that
35 belong to FHBC; and see that an accurate roll of FHBC membership is kept, with dates
36 and methods of admission and dismissal, change in name, correct mailing addresses,
37 and other pertinent information.

38 The Clerk and Associate Clerk shall serve as Secretary and Associate Secretary of the
39 Corporation, respectively.

1 The Clerk shall also serve as the Registered Agent of the Corporation.

2 C. Treasurer and Associate Treasurer

- 3 1. The Treasurer shall receive, safeguard, and disburse, upon proper
4 authority, all money or things of value that are given to FHBC; keep financial
5 assets in a bank or other appropriate financial institution, keep at all times
6 an itemized account of all receipts and disbursements, and make regular
7 reports to the membership (which are to be preserved by the FHBC Clerk).
- 8 2. The Treasurer's books shall be audited at least every five years by an
9 independent CPA firm and a (internal or external) review shall be
10 conducted at least annually during intervening years under the direction of
11 the Financial Management Committee and reports of the audit and review
12 results shall be presented to FHBC in a regularly scheduled Church
13 Conference. All books, records, and accounts under the oversight of the
14 Treasurer shall be considered FHBC property. The Treasurer shall, upon
15 invitation, meet with the Deacons and shall be a non-voting ex-officio
16 member of the Financial Management Committee.
- 17 3. The Associate Treasurer shall assist the Treasurer with financial
18 operations. In the absence of the Treasurer, the Associate Treasurer is
19 authorized to perform all duties assigned to the Treasurer.
- 20 4. The Treasurer and Associate Treasurer are authorized signers for
21 disbursements for FHBC. All disbursements shall require two authorized
22 signatures of non-related persons.
- 23 5. The Treasurer and Associate Treasurer shall be ex-officio members of the
24 Counting Sub-Committee.
- 25 6. The members of the Counting Sub-Committee shall assist the Treasurer
26 with financial operations including:
 - 27 a. Counting and depositing offering receipts each week.
 - 28 b. Serving as authorized signers for disbursements.

29 D. Chief Administrative Officer

30 The Senior Pastor shall be the Chief Administrative Officer of the Corporation and
31 provide leadership and management oversight of all other staff of FHBC.

32 **ARTICLE XI. COMMITTEES**

33 Section 1. General Provisions

- 34 1. FHBC shall elect such committees as may be deemed necessary to carry on FHBC
35 programs effectively and efficiently.
- 36 2. The composition, duties and means of election of all committees shall be adopted
37 by FHBC and set forth in the Bylaws.
- 38 3. Committees shall not have authority to commit FHBC to any program, project or
39 impose any financial obligation on FHBC except where specifically authorized by

- 1 congregational action. Committees' tasks generally are to make thoughtful
2 recommendations to the membership or Diaconate for its ministries and priorities
3 within their areas of special focus and expertise, and to implement the programs
4 and priorities established by FHBC.
- 5 4. Two classes of committees shall exist and be governed under this section: (1)
6 standing committees; and (2) ad-hoc committees. In addition, a sub-committee,
7 with members outside of a standing committee, may be elected by FHBC to
8 accommodate some recurring functions under the oversight of that standing
9 committee (e.g. Counting Sub-committee of the Financial Management Committee).
10 Only FHBC members may serve on standing or ad-hoc committees, or sub-
11 committees.
- 12 5. Members of all standing committees shall be elected for a term of three years unless
13 elected to fill an unexpired term on the committee (two year or one year
14 appointment). One-third of such committees shall be rotated each year. No one shall
15 serve a second term on any committee until after the lapse of one year, except when
16 the first term was for two years or less to fill an unexpired term of another person.
17 When authorized by these Bylaws, sub-committees may be elected by the Church in
18 Conference on a non-rotating basis.
- 19 6. No FHBC member shall at any time serve on more than one standing committee.
20 Both a husband and wife shall not be permitted to serve simultaneously on the same
21 committee. Service on a standing committee does not preclude any member serving
22 as a member of an ad-hoc committee or sub-committee.
- 23 7. All standing and ad hoc committees shall meet as needed to discharge their
24 responsibilities but in no case less than once each calendar year or as otherwise
25 provided herein. Written minutes or reports shall be prepared documenting the key
26 decisions and activities of the committee periodically, and not less than once per
27 calendar year, reported to FHBC in conference. A written copy of the minutes or
28 report shall be provided to the FHBC Clerk for inclusion in the minutes of FHBC
29 conference in which the committee makes a report.
- 30 8. Members of standing and ad hoc committees and subcommittees, with the
31 exception of the Nominating Committee, shall be nominated by the Nominating
32 Committee and presented to FHBC in conference for consideration and election.
33 Nominations from the floor will be considered at the time the Nominating
34 Committee presents its report and places candidates into consideration for
35 committee service during a Church Conference. From the total list of those
36 nominated, as presented by the Nominating Committee or from the floor, the
37 required membership of the committee shall be elected. Candidates shall be elected

- 1 to committee membership based on the greatest number of votes received until the
2 membership of the committee is filled.
- 3 9. Committee Chairs shall be designated by the Nominating Committee for standing
4 committees. Committee Chairs shall be designated by the Nominating Committee
5 for ad hoc committees, unless the selection of the ad hoc committee leadership is
6 delegated to the committee specifically in its motion for formation. The chair of the
7 nominating committee shall be designated by the Diaconate. In the event additional
8 members are nominated from the floor for a particular standing or ad hoc
9 committee and an election ensues in which the designated Chair is defeated, the
10 Nominating Committee shall designate a new Chair from those elected, unless in the
11 case of an ad hoc committee selection of the committee Chair has been delegated to
12 the ad hoc committee.
- 13 10. Other committee responsibilities (e.g. vice-Chair, secretary, etc.) shall be
14 determined by the committee from within its membership. The vice-Chair of the
15 committee shall preside as the committee Chair in the absence of the committee
16 Chair.
- 17 11. The term of service for the standing committees shall be the calendar year. Terms
18 of service shall run from January 1 through December 31, inclusive, unless
19 appointment is made to fill an unexpired partial term then the term of service shall
20 begin immediately following election and run until the regularly scheduled
21 expiration.
- 22 12. Standing committee members shall serve in their elected appointment until
23 resignation, removal by action of FHBC, or release at the completion of the full term
24 of service. A committee quorum shall consist of a simple majority of voting
25 committee members. Ex-officio members of the committee shall be considered non-
26 voting unless otherwise specified herein, or in their appointment if the committee
27 is an ad hoc committee. The Senior Pastor shall be an ex-officio member of all
28 committees. Associate Pastors and officers also serve ex-officio on designated
29 committees. The Deacon Chair and Vice-Chair shall be ex-officio members of all
30 standing committees.
- 31 13. Standing committees may assemble advisory and/or supporting
32 subcommittees/teams with members and/or consultants as needed to assist in
33 fulfilling the committee's responsibilities. Such subcommittee or team members
34 and/or consultants shall be identified, and their services acknowledged by the
35 Standing Committee in a report to the Diaconate at its next scheduled meeting with
36 notification to FHBC at the next scheduled church conference. Such members
37 and/or consultants cannot make or second committee motions, nor vote on
38 committee matters. The compensation terms for consultants shall be determined in

1 accordance with the Financial Policies and Procedures Manual. The Standing
2 Committee may define the responsibilities, work scope, frequency of meetings, and
3 duration of service to be provided by the consultants and/or subcommittees/teams.

4 14. Standing Committees may develop policies, procedures, guidelines, fee schedules,
5 etc. related to their area of responsibility, consistent with these bylaws, subject to
6 concurrence by the Bylaws Committee, approval by the Diaconate, and publication
7 to FHBC membership in accordance with provisions of these bylaws for
8 communications of such governance documents.

9 Section 2. Standing Committees

10 A. BYLAWS COMMITTEE

11 1. The Committee shall consist of a total of six (6) elected members organized into
12 three classes each with two (2) members. Each member shall be elected to a three-
13 year term, unless the member is recommended to replace an unexpired or partial
14 term. In the case of a member elected to fill a partial term that member shall serve
15 in the class to which he/she was elected.

16 2. The Committee shall have the following responsibilities

17 a. The Committee shall continuously study, receive recommendations, and
18 propose changes in the Articles of Incorporation, Bylaws, and other general
19 governance documents.

20 b. The Committee shall present all proposed changes to the Articles or Bylaws for
21 approval by FHBC in conference in accordance with the requirements for
22 amendments as described elsewhere herein and in the Articles.

23 c. The Committee shall present all proposed changes to other general governance
24 documents for approval by the Diaconate in accordance with the requirements
25 for amendments as described elsewhere herein.

26 d. Prior to submission to the membership or to the Diaconate as may be
27 appropriate, the Committee shall review all proposed governance documents
28 changes and additions from other standing committees to ensure consistency
29 with other governance documents.

30 e. The Committee shall ensure that copies of the Articles, Bylaws and other
31 governance documents, both electronic and paper, are maintained in the FHBC
32 Office and Library for review by FHBC members.

33 3. Committee shall meet at least twice per year, or more frequently as required, to
34 fulfill its responsibilities.

35

36 B. FINANCIAL MANAGEMENT COMMITTEE

37 1. The Financial Management Committee shall consist of a total of six (6) elected
38 members organized into three classes each with two (2) members. Each member
39 shall be elected to a three-year term, unless the member is recommended to replace

- 1 an unexpired or partial term. In the case of a member elected to fill a partial term
2 that member shall serve in the class to which he/she was elected.
- 3 2. The FHBC Treasurer, or Associate FHBC Treasurer in the absence of the FHBC
4 Treasurer, shall serve as an ex-officio member of the Financial Management
5 Committee.
- 6 3. The Financial Management Committee shall have the following responsibilities:
- 7 a. The Financial Management Committee shall work with the Diaconate in the
8 process of developing the overall FHBC Resource Plan (budget) by
9 recommending budget goals and providing financial forecasts based on
10 actual historical and projected future giving and spending trends.
- 11 b. The Financial Management Committee, upon adoption of the Resource Plan,
12 shall monitor the Resource Plan (budget) and advise the Diaconate of actual
13 expenditures against the adopted budgeted resource plan. The Financial
14 Management Committee shall work with the Diaconate, FHBC Treasurer and
15 the Senior Pastor or their designee to ensure that expenditures remain
16 within budget limits and available financial resources. When requested, the
17 Financial Management Committee shall make recommendations for
18 adjustments to the FHBC Resource Plan to the Diaconate.
- 19 c. The Financial Management Committee shall develop and maintain a
20 Financial Policies and Procedures Manual and work with the FHBC
21 Treasurer and the Senior Pastor or their designee in assuring compliance
22 with that document, particularly with respect to the purchase of services and
23 supplies, compliance with the Resource Plan, and other aspects of FHBC's
24 normal operating business.
- 25 d. The Financial Management Committee shall arrange for an independent CPA
26 firm to perform an audit at least every five years and arrange for a (internal
27 or external) review of the financial records of FHBC on a periodic basis, but
28 not less than annually, between audits and provide reports of these audits
29 and reviews no later than the next regular Church Conference. It shall
30 conduct a review of FHBC's financial records at the close of each financial
31 year, present a report to FHBC in conference during the first six months of
32 the following year, and make any recommendations for improvements to the
33 Diaconate.
- 34 e. The Financial Management Committee shall oversee the selection and
35 recommendation of insurance coverage and policies for FHBC to provide
36 insurance coverage for FHBC buildings, equipment, and liability. The
37 committee shall make a review on a periodic basis, but not less frequently
38 than annually, and present its findings and recommendations to the FHBC
39 membership in a regularly scheduled Church Conference.
- 40 f. The Financial Management Committee shall study and make
41 recommendations to the FHBC membership regarding alternative means of
42 retiring the church debt, restructuring, or refinancing that debt, and
43 financing future capital improvements.

- 1 g. The Financial Management Committee shall educate the church membership
2 regarding the importance of financial and estate planning, with an emphasis
3 on the stewardship of one's estate and tax effective charitable giving and
4 consult with financial and estate planners and persons with expertise in
5 church finance and stewardship for the purpose of educating the FHBC
6 membership in this area.
- 7 h. The Financial Management Committee, working with the Diaconate, should
8 develop the FHBC members' understanding of and commitment to the
9 biblical concepts of stewardship.
- 10 i. The Financial Management Committee shall oversee the management, both
11 investment and disbursement, of the endowment funds of FHBC.
- 12 j. The Financial Management Committee has the responsibility for approving
13 expenditures from the capital reserve account less than \$10,000, subject to
14 Diaconate approval. Amounts equal to or greater than \$10,000 are subject to
15 approval by FHBC in conference. For each of these expenditures, a report
16 shall be made at the next Church conference.
- 17 4. The Financial Management Committee shall meet at least once a quarter, or more
18 frequently as required, to review the financial statements and consider any other
19 matters pertaining to the finances of FHBC. Minutes of the meetings shall be kept
20 and submitted to the FHBC office and a copy kept as a permanent record of the
21 committee.
- 22 5. The Financial Management Committee shall have a Counting Sub-Committee,
23 elected by the Church in Conference. This annually elected, non-rotating sub-
24 committee shall include five members recommended by the Financial Management
25 Committee and nominated by the Nominating Committee.

26 C. PROPERTY MANAGEMENT COMMITTEE

- 27 1. The Property Management Committee shall consist of a total of six (6) elected
28 members organized into three classes each with two (2) members.
- 29 2. The Director of Facilities Operations shall serve as an ex-officio member of the
30 Property Management Committee.
- 31 3. The Property Management Committee shall have the following responsibilities:
 - 32 a. The Property Management Committee shall give attention to the condition and
33 state of repair and appearance of all FHBC property, overseeing such repairs and
34 improvements as may be necessary in accordance with the following provisions
35 (except as required to initiate emergency repairs where increased damage to
36 FHBC property may be incurred as a result of delay): (i) in any matter of repair,
37 improvement, or purchase of equipment not expected to exceed \$5,000 the
38 Property Management Committee, with concurrence of the Financial
39 Management Committee, shall be authorized to initiate the work without
40 specific direction from FHBC acting in conference or (ii) in any matter of repair,
41 improvement, or purchase of equipment to exceed \$5,000 the Property
42 Management Committee shall obtain plans and specifications and at least two

1 competitive bids, and with concurrence of the Financial Management
2 Committee shall make its recommendation(s) to the Church in conference for
3 final disposition.

4 b. The Property Management Committee shall establish policies and fees for the
5 use of FHBC's facilities and equipment, review these policies and fees annually,
6 and update them as necessary. FHBC staff shall respond to requests for facilities
7 and equipment use, and when there is a question concerning the application of
8 the established policies or fees, or a request to deviate from these policies or
9 fees, FHBC staff shall consult with the Property Management Committee prior
10 to making a commitment to any person or group.

11 4. The Property Management Committee shall meet at least once a quarter, or more
12 frequently as required, to consider any needed item of purchase, improvement, or
13 repair or take other action as may be required to fulfill its responsibilities.

14 D. PERSONNEL COMMITTEE

15 1. The Personnel Committee shall consist of a total of six (6) elected members
16 organized into three classes each with two (2) members. Each member shall be
17 elected to a three-year term, unless the member is recommended to replace an
18 unexpired or partial term. In the case of a member elected to fill a partial term that
19 member shall serve in the class to which he/she was elected.

20 2. The Personnel Committee shall have the following responsibilities

21 a. The Personnel Committee and Senior Pastor shall recruit, interview, and
22 recommend all associate pastors and ministry coordinators for FHBC
23 employment. For each search effort, the Personnel Committee shall appoint a
24 search committee including representatives of the Personnel Committee and the
25 leadership of affected ministry areas to work, in consultation with the Senior
26 Pastor, in the process of recruiting, interviewing and recommending only one
27 candidate for consideration by FHBC in conference.

28 b. The Personnel Committee and Senior Pastor shall recruit, interview, and
29 approve all non-pastoral staff for FHBC employment or termination. All such
30 decisions shall be made with applicable supervisor(s) for those positions and
31 with the applicable lay leaders for the affected areas.

32 c. The Personnel Committee shall prepare, study, and update position
33 descriptions, organizational charts, and FHBC policies that pertain to all
34 employed personnel; collect annual performance evaluations from supervisors
35 of each employee. The committee shall be responsible for the development and
36 maintenance of personnel policies and procedures in accordance with other
37 provisions of these bylaws.

38 d. The Personnel Committee shall evaluate the Senior Pastor's personal growth,
39 development, and performance each year.

40 e. The Personnel Committee shall annually study and recommend salary and
41 benefits packages for the Senior Pastor, associate pastors, and other staff
42 personnel and recommend appropriate changes to the Diaconate and the

1 Financial Management Committee each year for Resource Plan development.

- 2 3. The Personnel Committee shall meet at least once a quarter, or more frequently as
3 required, to fulfill its responsibilities.

4 **E. CONNECTIONS PRESCHOOL COMMITTEE**

- 5 1. The Committee shall consist of a total of six (6) elected members organized into
6 three classes each with two (2) members. Each member shall be elected to a three-
7 year term, unless the member is recommended to replace an unexpired or partial
8 term. In the case of a member elected to fill a partial term that member shall serve
9 in the class to which he/she was elected. The Preschool Director shall be an ex-
10 officio, non-voting member of the Committee. No other preschool staff shall be
11 eligible to serve on this committee.
- 12 2. The Committee shall provide leadership and oversight to the Connections
13 Preschool, with the concurrence of the Senior Pastor, and consistent with the
14 provisions of these bylaws and other approved FHBC governance documents,
15 including the personnel and financial management policies and procedures.
- 16 3. The policy and procedure manual(s) for the Preschool shall contain specific
17 procedures in regard to the commitments of the Connections Preschool outlined in
18 Article XIV.

19 **Section 3. Ad Hoc Committees**

- 20 1. When circumstances demand the election of special FHBC committees an ad-hoc
21 committee shall be chartered to accomplish the special purpose for which the
22 committee is required. The committee charter shall include: (a) the number of
23 individuals to be elected to the committee; (b) a description of the task for which
24 the committee is being appointed; (c) the extent to which the committee is
25 permitted to act without additional approval by FHBC; (d) reporting expectations
26 to the different organizations within FHBC and FHBC as a whole; and (e) a date at
27 which the committee will be subject to a Sunset Review by FHBC for extension of its
28 work or decommissioning.
- 29 2. When an ad-hoc committee is to be elected by FHBC, the Nominating Committee
30 shall nominate and present prospective members of the committee at a regularly
31 scheduled or called Church Conference. After the Nominating Committee has made
32 its nominations for the ad hoc committee, opportunity shall be given those present
33 at the conference to make further nominations. From the total list of nominees,
34 FHBC shall elect those to constitute the ad hoc committee.

35 **ARTICLE XII. COUNCILS AND TEAMS**

- 36 1. FHBC shall organize such councils as may be deemed necessary to provide oversight
37 of the ministry teams' activities.
- 38 2. The composition, duties and means of election of all councils shall be adopted by FHBC
39 and set forth in the Bylaws.

- 1 3. The authorized Ministry Councils are as follows:
- 2 a. Faith Formation Council
- 3 b. Missions and Outreach Council
- 4 4. Ministry Councils shall oversee multiple Ministry Teams consisting of people who
- 5 are called to participate in a specific ministry. The Team Leader must be a FHBC
- 6 member. Team members may serve without term limit. Ministry Teams shall:
- 7 a. Develop Ministry and Resource Plans for the Team.
- 8 b. Carry out the team's ministry as specified in the Ministry Plan within the limits of the
- 9 approved Resource Plan.
- 10 c. Review and report outcomes to the assigned Council on a regular basis.
- 11
- 12 5. Each Ministry Council shall have the following responsibilities within its respective
- 13 Council Mission:
- 14 a. Provide leadership and coordination of Council mission.
- 15 b. Develop new ministry Teams consistent with Council mission where gaps are
- 16 determined.
- 17 c. Authorize, modify, or disband ministry Teams as needed.
- 18 d. Recruit, mentor and affirm leaders of their ministry Teams.
- 19 e. Develop and adjust Ministry and Resource Plans for the council's mission in
- 20 conjunction with the ministry team leaders of their council.
- 21 i. Authorize movement of funds between Teams within the limits of the
- 22 council's approved resource plan.
- 23 ii. Movement of funds between councils requires Diaconate approval and
- 24 notification to the Financial Management Committee and the FHBC
- 25 membership.
- 26 iii. Review Team spending to ensure spending is in alignment with the
- 27 approved resource plan.
- 28 f. Written minutes or reports shall be prepared documenting the key decisions,
- 29 activities, and outcomes of the council periodically, and not less than once per calendar
- 30 year, reported to FHBC in conference. A written copy of the minutes or report shall be
- 31 provided to the FHBC Clerk for inclusion in the minutes of FHBC conference in which
- 32 the council makes a report.
- 33 6. Each Ministry Council shall be comprised of the following members:
- 34 a. Chair – The Ministry Council Chair shall be nominated by the Nominating Committee,
- 35 and shall be elected by FHBC to a one (1) year term. The Ministry Council Chair may serve
- 36 a maximum of three (3) consecutive terms in the Chair position.

- 1 b. Vice-Chair – The Ministry Council Vice-Chair shall be nominated by the Nominating
2 Committee, and shall be elected by FHBC to a one (1) year term. The Ministry Council
3 Vice-Chair may serve a maximum of three (3) consecutive terms in the Vice-Chair
4 position.
- 5 c. Resource Coordinator – The Resource Coordinator shall be nominated by the
6 Nominating Committee, and shall be elected by FHBC to a one (1) year term and is not
7 subject to limits on consecutive terms. The Resource Coordinator shall be responsible for
8 tracking resource allocations for the Council’s Ministry Teams and coordinating Council
9 activities with the Financial Management Committee.
- 10 d. Deacon Members – The Diaconate shall assign two active deacons to serve as voting
11 members of each council.
- 12 e. Pastoral Staff Member – A pastoral staff member appointed by the Senior
13 Pastor shall serve as a non-voting member of each Council.
- 14

1 **ARTICLE XIII. LICENSING AND ORDINATION**

2 Section A. License to Ministry

3 When a member informs FHBC of receiving God's call to the ministry, FHBC may, in
4 conference and by majority vote, license such member as an acknowledgment of the call to
5 the ministry and encouragement to make preparation for it. The FHBC Clerk shall furnish
6 the member with a copy of the minutes or a certificate of license as credentials. It is
7 understood that the performance of civil duties by the member shall be governed by state
8 law.

9 Section B. Ordination for Ministry

10 Ordination is a formal process by which FHBC recognizes the calling of an individual to
11 Christian ministry and sets apart that individual for the work of their calling. Ordination
12 requires approval by FHBC in conference and is usually concluded by a special ordination
13 worship service.

14 Candidates requesting ordination by Forest Hills Baptist Church shall be well known by
15 our congregation and share their testimony with the congregation.

16 Candidates requesting ordination by Forest Hills Baptist Church are generally expected to
17 be members of Forest Hills Baptist Church. However, Forest Hills Baptist Church may
18 consider a request for ordination of a nonmember when circumstances dictate that
19 ordination by the individual's home church is not feasible.

20 When FHBC is requested to ordain a member who has been called into the ministry, FHBC
21 may invite the Ordination Committee of the Raleigh Baptist Association to examine the
22 candidate concerning fitness for the ministry and make its recommendation to FHBC. The
23 committee will be given a thirty-day notice to conduct such an examination and will
24 examine only candidates who have been called to specific work that requires ordination.

25 The ordination candidate may specifically request their examination for fitness for the
26 ministry be forwarded directly to an ad-hoc ordination committee appointed by the
27 Deacons for FHBC. Such a request is subject to review and approval by the Senior Pastor
28 and Deacon Chair prior to referral to committee. The ad-hoc ordination committee shall
29 be comprised of not less than five (5) FHBC members appointed by the Deacons for the
30 specific purpose of examining the candidate for fitness for ordination to the ministry. The
31 committee members shall be members of Forest Hills Baptist Church and shall have been
32 ordained previously as either a deacon or pastor. The ad-hoc ordination committee shall
33 examine the candidate and present a report to FHBC in conference for action.

34 Acting upon a recommendation of the examining committee, the membership shall vote in
35 Church Conference to consider proceeding with the ordination. A three-fourths majority
36 vote in the affirmative of the members present and voting shall then be required for
37 ordination of the candidate.

1 **ARTICLE XIV: CONNECTIONS PRESCHOOL**

2 The Preschool program of FHBC is an integral aspect of the ministry outreach and mission
3 of this congregation. As such, its leadership, staff, program, structures and finances are
4 ultimately subject to the authority vested in the congregation, and exercised as set forth in
5 the Bylaws through its officers and governing bodies.

6 A. The Preschool program and staff shall reflect the faith, values and visions of FHBC. To
7 the extent feasible, the program shall coordinate and integrate with other aspects and
8 programs of FHBC.

9 B. FHBC shall, as set forth in these Bylaws and in other governance documents, determine
10 the duties and responsibilities of the Connections Preschool Committee, the preschool
11 Director and other staff. FHBC shall establish such policies as assure the proper
12 financial accountability of the Preschool program to FHBC and its officers, including the
13 Treasurer. The Preschool Director shall provide regular reports and recommendations
14 to the Senior Pastor or his designee, the Deacons and the Connections Preschool
15 Committee.

16 C. The Preschool Director serves at the pleasure of FHBC, and may be removed,
17 suspended, or disciplined in the same manner as provided herein, but only after
18 consideration of the judgments and recommendations of the Connections Preschool
19 Committee.

20 **ARTICLE XV. USE OF FHBC RESOURCES**

21 FHBC resources are defined to include all FHBC funds, other FHBC property (e.g. FHBC
22 buildings, grounds, vehicles, furnishings, or equipment), and staff time.

23 A. FHBC business is defined to include only those activities that are included in the
24 approved Ministry Plan or that have been otherwise specifically approved by the FHBC
25 in Conference, the Diaconate, or the Senior Pastor.

26 B. FHBC resources may be utilized only for FHBC Business and only to the extent
27 authorized under the current Resource Plan (Budget).

28 C. Questions of whether a specific proposed resource usage is permitted under the
29 current Resource Plan may be directed in writing to the applicable Ministry Council
30 Chair or Resource Coordinator, who will make the determination directly or refer the
31 question to other FHBC Leadership for interpretation.

32 D. Increases to the overall Resource Plan (Budget) must be approved in advance by the
33 FHBC in Conference.

34

1 **ARTICLE XVI. INDEMNIFICATION**

2 SECTION A. Indemnification In Actions Other Than By Or In The Right Of The Corporation

3 The Corporation shall indemnify any person who was or is a party, or is threatened to be
4 made a party to any threatened, pending or completed action, suit or proceeding, whether
5 civil, criminal, administrative or investigative (other than an action by or in the right of the
6 Corporation) by reason of the fact that he or she is or was a director, officer,
7 employee or agent of the Corporation, or who is or was serving at the request of the
8 Corporation as a director, officer, employee or agent of another corporation, partnership,
9 joint venture, trust or other enterprise, against expenses (including attorneys' fees),
10 judgments, fines and amounts paid in settlement actually and reasonably incurred by such
11 person in connection with such action, suit or proceeding, if such person acted in good
12 faith and in a manner he or she reasonably believed to be in, or not opposed to, the best
13 interests of the Corporation, and, with respect to any criminal action or proceeding, had no
14 reasonable cause to believe his or her conduct was unlawful. The termination of any
15 action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of
16 nolo contendere or its equivalent, shall not, of itself, create a presumption that the person
17 did not act in good faith and in a manner which he or she reasonably believed to be in,
18 or not opposed to, the best interests of the Corporation, or, with respect to any criminal
19 action or proceeding, that the person had reasonable cause to believe that his or her
20 conduct was unlawful.

21 SECTION B. Indemnification In Actions By Or In The Right Of The Corporation

22 The Corporation shall indemnify any person who was or is a party, or is threatened to be
23 made a party, to any threatened pending or completed action or suit by or in the right of
24 the Corporation to procure a judgment in its favor by reason of the fact that such person is
25 or was a director, officer, employee or agent of the Corporation, or is or was serving at the
26 request of the Corporation as a director, officer, employee or agent of another corporation,
27 partnership, joint venture, trust or other enterprise, against expenses (including attorneys'
28 fees) actually and reasonably incurred by such person in connection with the defense
29 or settlement of such action or suit, if such person acted in good faith and in a manner
30 he or she reasonably believed to be in, or not opposed to, the best interests of the
31 Corporation, provided that no indemnification shall be made in respect of any claim, issue
32 or matter as to which such person shall have been adjudged to be liable for negligence
33 or misconduct in the performance of his or her duty to the Corporation, unless, and only
34 to the extent that the court in which such action or suit was brought shall determine upon
35 application that, despite the adjudication of liability, but in view of all the circumstances of
36 the case, such person is fairly and reasonably entitled to indemnity for such expenses as
37 the court shall deem proper.

38 SECTION C. Right To Payment Of Expenses

39 To the extent that a director, officer, employee or agent of the Corporation has been
40 successful, on the merits or otherwise, in the defense of any action, suit or proceeding
41 referred to in Sections (A) and (B) of this Article, or in defense of any claim, issue or
42 matter therein, such person shall be indemnified against expenses (including attorneys'
43 fees) actually and reasonably incurred by such person in connection therewith.

1 SECTION D. Determination Of Conduct

2 Any indemnification under Sections (A) and (B) of this Article (unless ordered by a
3 court) shall be made by the Corporation only as authorized in the specific case, upon a
4 determination that indemnification of the director, officer, employee or agent is proper
5 in the circumstances because he or she has met the applicable standard of conduct set
6 forth in Sections (A) and (B) of this Article. Such determination shall be made (1) by the
7 Board by a majority vote of a quorum consisting of directors who were not parties to such
8 action, suit or proceeding; (2) if such a quorum is not obtainable, or, even if attainable, if
9 a quorum of disinterested directors so directs, by independent legal counsel in a written
10 opinion; or (3) by the Members entitled to vote, if any.

11 SECTION E. Payment Of Expenses In Advance

12 Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid
13 by the Corporation in advance of the final disposition of such action, suit or proceeding
14 as authorized by the Board in the specific case, upon receipt of an undertaking by or on
15 behalf of the director, officer, employee or agent to repay such amount, unless it shall
16 ultimately be determined that he or she is entitled to be indemnified by the Corporation
17 as authorized in this Article.

18 SECTION F. Indemnification Not Exclusive

19 The indemnification provided by this Article shall not be deemed exclusive of any other
20 rights to which those seeking indemnification may be entitled under any agreement, vote
21 of disinterested directors, or otherwise, both as to action in his or her official capacity and
22 as to action in another capacity while holding such office, and shall continue as to a person
23 who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of
24 the heirs, executors and administrators of such a person.

25 SECTION G. Insurance

26 The Corporation shall purchase and maintain insurance on behalf of any person who is or
27 was a director, officer, employee or agent of the Corporation, or who is or was serving at
28 the request of the Corporation as a director, officer, employee or agent of another
29 corporation, partnership, joint venture, trust or other enterprise, against any liability
30 asserted against such person and incurred by such person in any such capacity, or arising
31 out of his or her status as such, whether or not the Corporation would have the power to
32 indemnify such person against such liability under the provisions of this Article.

33

1 **ARTICLE XVII. AMENDMENTS, SUSPENSION, INTERPRETATION, RECORDS OF**
2 **BYLAWS**

3 Section A. Amendment

4 These Bylaws may be amended by a two-thirds vote of the members present and voting at
5 any regular Church Conference. Notice of such proposed amendment shall be given to the
6 Deacon Chair and the Clerk in writing at least fifteen days prior to the time the vote is to be
7 taken and shall be publicized in FHBC newsletter or communicated by other means at least
8 one week prior to the Church Conference at which the vote shall be taken. Drafts of
9 proposed amendments must be mailed to FHBC membership or made available through
10 some other means (placed in the FHBC office or on the FHBC web site) a minimum of one
11 week prior to coming before the FHBC in conference.

12 Section B. Suspension

13 Our Bylaws include those rules generally deemed so important that they may not be
14 amended without following the specific process outlined above. However, should a
15 compelling and time critical reason, identified during any properly called Conference, for
16 an action, which conflicts with certain provisions of the Bylaws, those specific provisions
17 of Bylaws may be temporarily suspended, subject to all of the following conditions:

- 18 1. The specific affected provisions of the Bylaws and the compelling reason for their
19 proposed suspension are identified and documented in the minutes.
- 20 2. The suspension shall be for a specified period not to exceed 180 days.
- 21 3. The suspension must be approved by a three-fourths majority vote of the members
22 present and voting.
- 23 4. Such suspension shall automatically prompt the Bylaws Committee to review the
24 situation and to bring a report and recommendations to the next regular Church
25 Conference.
- 26 5. The instigating action requiring the suspension must receive an affirmative vote
27 during the same conference or the temporary suspension is immediately lifted.

28 Section C. Interpretation

29 The Bylaws Committee may be called upon to interpret the meaning and intent of any
30 provision of the current Bylaws. Should any provision of the Bylaws be deemed to be
31 ambiguous during a Church Conference, an interpretation may be made with consent of
32 the membership, to permit moving ahead on related actions in the same conference.
33 However, should the provision be deemed clear, it may not be simply waived because the
34 body does not like the provision or desires to operate a different way; instead an
35 amendment or suspension must be pursued as described in this Article.

36 Section D. Copies and Recording

37 A copy of the current edition and all revisions of the Articles of Incorporation and By-Laws
38 shall at all times be kept by the clerk among FHBC records, and copies shall be kept in the
39 FHBC office, posted on the FHBC Web Site, and made available upon request.

40

1 HISTORY NOTES:

2 Although not a part of the Bylaws, the following history notes are provided to help readers
3 understand the background and development of their content.

4
5 5/18/2014 -- As the concluding step of the FHBC Incorporation project, adopted the initial
6 Bylaws, bringing together relevant provisions of prior Rules of Procedure, the Visioning
7 project of ~2004, and the reports of the Interim Steering Team (IST) and the Lay
8 Leadership Implementation Team (LLIT) of 2013. The Bylaws formally delegated
9 considerable authority for operational matters to the Diaconate, while reaffirming the
10 Congregational governance tradition of FHBC.

11
12 8/3/2014 -- Amended to more strongly affirm our belief in religious freedom, to reduce
13 the number of regular Church Conferences from six to four times annually, to more clearly
14 describe the purposes and authority of Ministry Councils, add provision for suspension of
15 specified provisions of Bylaws for compelling reason, and to make other miscellaneous
16 minor changes and corrections.

17
18 12/2/2018 – Amended to change the number of members of the Property Management
19 Committee to six (6).

20
21 5/19/2019 – Amended to accept baptisms from other Christian churches of new members
22 joining by a statement of faith. Moves nominating committee from a standing committee
23 to a committee established by the deacons. Technical changes standardizing terminology
24 when referring to ad hoc committee. Clarifying language supporting election of deacons
25 through a process conducted by the senior pastor and chair of deacons.

26
27 12/8/2019 – Amended to insert the new Mission and Vision language, to update the
28 number of councils from three (3) to two (2) and to update how ministry job titles are
29 referenced.

30
31 11/20/2022 – Amended to require two signers for disbursements, reduce required
32 accounting assurance reporting from annual audit to audit every five years with review in
33 intervening years, clarify that the Treasurer and Associate Treasurer are authorized as
34 signers for disbursements, authorize members of counting sub-committee as signers for
35 disbursements, and clarified that the Board may delegate signature authority for contracts
36 and other instruments.

37
38 12/15/24 – Removes association with Southern Baptist Convention. Removes references
39 to Missionary House, church vehicles. Clarifies membership letters and minutes approvals
40 do not require a quorum.

1 08/17/2025 – (1) Amended to decrease minimum number of Deacons from eighteen (18)
2 to twelve (12). (2) Modifies the definition of a quorum for the monthly Deacons meetings
3 to three-fourths (3/4) majority of the elected Deacons. (3) Modifies the number of Deacons
4 required to approve a recommendation to terminate a Deacon from the Board to three-
5 fourths (3/4) majority. (4) Clarifies the role of the Connections Preschool Director as a non-
6 ministerial staff position.

7

8 11/16/2025 – (1) Amended to change to 50 (or 25% of membership) the minimum
9 number of church members to establish a quorum at business meetings.