



Frequently Asked Questions to Alfred Street Baptist Church Constitution and Bylaws Committee

The questions below were submitted to the Constitution and Bylaws Committee (“CBC”) by members of Alfred Street Baptist Church, following the release of the draft of the proposed amendments to the constitution, bylaws, and other documents. In order to address the most frequently asked questions, the CBC combined similar questions and composed the most complete answers. The outcome of this task is presented below.

Purpose

1. Please share what the committee did for the last 18 months on the constitution?

The Constitution and Bylaws Committee (“CBC”) first conducted a broad overview of the current governance documents in consultation with church leadership to learn the major issues facing the church. The CBC then met with attorneys to learn about relevant regulations and church leadership trends. Next, the CBC reviewed examples of governance structures from other churches to determine possible structures to consider for Alfred Street. Finally, the CBC created new governance documents taking into account all of the knowledge gained, arriving at the document which was presented to the church.

2. How frequently will the new documents be reviewed for revisions? Who will review the new documents?

The Constitution and Bylaws Committee will continue to review suggested revisions to the proposed governing documents until a final draft is presented to the membership for approval. Once the new governing documents are in effect, the Governance and Legal Committee will be responsible for periodically reviewing them and making recommendations for revisions when necessary.

3. The proposed documents do not seem to address all the levels of church governance (i.e. org structure, staff). Will these items be referenced in the new document?

The Policy & Procedures Manual(s) will be updated or created if the new governance documents are adopted. These manuals will capture the additional staff positions beyond Church Administrator and detail organizational structure, roles/responsibilities, etc. The Policies & Procedures Manual(s) will also detail the privileges of membership such as weddings and funerals, procedures at church meetings, and receiving aid via Poor Saints requests.

4. **Article III of the By Laws indicates that the Council will serve as the Board of Directors. Will the entire Council function as the policy-making body? Will the new Council take the place of the Trustees?**

Yes; the entire Council will serve as the policy-making body. If the governing documents are approved, the Board of Trustees will no longer exist.

Membership

5. **If a member has a new idea, to whom would he/she bring the idea?**

Ideas on how to improve the Church are always welcomed! A member's primary point of contact for any issue is the Deacon(s) who leads a member's discipleship group. However, members may submit suggestions and recommendations to the Pastor, a member of the Council, or the Chair or Vice Chair of the Deacons. Written submissions are preferred to ensure ideas are accurately captured and forwarded to the correct party for consideration.

Church Council

6. **Is the new structure typical for a church? What are the pros and cons to this structure?**

Yes. The CBC studied the models of other churches similar in size to ASBC, and found that the newly proposed structure is typical for a church of this size. Many churches are moving toward having a Council, as the growth of the churches are leading pastors to recognize that they need help to run an organization of this size.

7. **Is the new name for "Board of Trustees" the "Church Council"?**

The Church Council is a different governance model. However, the Church Council will oversee many of the areas formerly under the responsibility of the Board of Trustees. Trustees are not required for an incorporated church, but the State of Virginia requires incorporated churches to have a board of directors/church council with a least three (3) designated officers (President, Vice President, Secretary).

The new proposed structure delegates those operational, property, and fiscal matters currently administered by the Trustees into separate functional areas as Standing Committees with corresponding sub-committees. The Chairs of those standing committees are part of the Council, and will discuss and make policy-based decisions for the committees, staff, and other volunteers to carry out. To help in the transition from the Board of Trustees to the Council, a number of the current trustees will initially Chair the Standing Committees as well as well serve on those Committees.

8. Are any Council members elected? Will the Church Council have at-large members?

Yes. Per Art. I, Sect. 3 of the Bylaws, all Council members, except for the Diaconate Chair and Vice Chair, are elected by the Church members. The Diaconate Chair and Vice Chair are appointed by the Deacons and are on the Council as ex officio members. The Pastor is called by vote of the Church members and his role as Council Chair is ex officio.

The Council will have “at-large” members, as required by the Bylaws (Art. III, Sect. 2B). The at-large members are nominated by the Nominating Committee, forwarded to the Council for vetting, and ultimately voted onto the Council by the Church members.

9. Are there term limits for the church council members?

Yes. The Pastor serves until he/she resigns or is removed. The Diaconate Chair and Vice Chair serve based on their terms as Deacon Officers (3-year terms with a maximum of 2 consecutive terms). The Standing Committee Chairs and Legal Sub-Committee Chair have 3-year terms with a maximum of 2 consecutive terms. Once the term limit is reached, the Chair (or Vice Chair) must step down for at least one year and then will be eligible to be re-nominated. At-Large Council members also serve 3-year terms with a maximum of 2 consecutive terms. (Note: Currently trustees serve 3 years terms for a maximum of 3 consecutive terms). The deacons on Council who are ex officio have terms as deacon officers, and their terms on council will be coincident with their Deacon officer terms. They also are a maximum of 2 x 3-year terms.

10. What are the checks and balances on the power of the council? How do we ensure that the major decisions of the church are not made by a small percentage of the members of the church?

In regard to checks-and-balances, all Council members will be elected by the Church members and the Council cannot act on those “big rock” matters without membership approval. The membership provides checks and balances, in that it elects 11 members on the Council, directly. All Council members are elected by the Church either directly or indirectly (i.e. Deacons are elected by the members, thus the Officers representing the Diaconate on the Council are indirectly elected by the members). Council members are charged with overseeing their assigned functions, responsibilities, and activities, either through a committee, sub-committee, or staff. These individuals and/or groups report back to the Standing Committees, whose Chair reports to the Council for either a policy decision or a proposal to present a matter to the Church members for a decision. As “big rock” matters require membership vote, it is incumbent upon Church members to be present at business meetings to ensure they are counted in the vote (Bylaws Art. I, Sect. 3).

11. Under the Council structure, who is paid and who is appointed? Why would Council members not be paid based on the amount of work that they do?

The only paid position on the Council is the Pastor. All other positions are volunteer and unpaid. (Art. V, Sec. 4). Currently, trustees of the Church are not paid for their work, as this is a church and we consider it an honor and a service to God to be involved in the work of the church. Additionally, under federal law, the Directors (here, the Council members) of a §501c3 tax-exempt entity cannot be paid for their service as a member of the Board. The Pastor is paid for the pastoral services he provides to the Church and its members, not for his service as a Council member.

12. Will the current trustees be the members of the Council? How many trustees will be appointed?

Yes. For the transitional period, some of the current trustees will be recommended to the Nominating Committee to serve as members of the Council. No trustees will be automatically appointed. After the initial transition, the Nominating Committee will nominate potential candidates to the Council according to the process prescribed in the Bylaws.

13. There is language in the draft where deacons can be dismissed with or without cause. Can the pastor be dismissed with or without cause? How will that be settled?

No. The Pastor can only be terminated for cause by the Church members (Art. V, Sec 6).

Pastor's Role

14. Under Article III, Section 3 of the Bylaws, which states "The Pastor shall serve as Chairperson of the Council"; the Pastor is also CEO/President of the Corporation. In that position, the Pastor directs the daily operations of ASBC. How will the Council provide oversight and hold the executive accountable?

The Council holds the Pastor accountable through regular performance reviews (Art. V, Sect. 4).

15. For how long does the pastor hold the positions of CEO and Chair of the Council? How does one remove the pastor if the pastor is part of the council?

The Pastor is on the Council due to his position as Pastor. These proposed documents are being presented as what is best for our church now and in the future. For the

purposes of this document, lifetime means the “term of pastorate” (see Bylaws Art. V, Sect. 3) without specifically referring to the individual called to the position. If the Pastor is removed by the church members, in accordance with the procedure outlined in the Bylaws, he/she will also be removed from the Council. The ability to remove the Pastor is in our current Constitution; this ability is carried into the new Bylaws, but incorporates an additional step—the involvement of the Council. The Council alone cannot remove the Pastor; only the Church membership has that authority.

16. Does the pastor have these areas of expertise as it pertains to business and operations? Is there a concern that the Pastor will be overburdened by so many responsibilities?

Under the current structure, the Pastor is responsible for both the spiritual and administrative affairs of the Church. Pastor Wesley has 20 years of experience managing church operations. Moreover, the Council’s standing committee chairs and other current trustees have many years of experience and a broad range of knowledge in operational and governance matters of the church. Additionally, the Pastor has the ability to delegate administrative duties and responsibilities to appropriate staff and volunteers within the Church. The Church Administrator will have a broad range of experience and knowledge, and will be responsible for implementing policies and managing the Church under the direction of the President/Pastor. The Pastor will continue to make use of this support as he works to make our Church what God wants it to be.

17. Will the pastor have authority to establish the budget?

No. The Pastor will not have unilateral authority to set the budget. In accordance with principles of Church polity, the Pastor shares the vision for the Church, and the resulting budget to implement that vision will occur in consultation with the Council. Final approval for the budget will come from the Church members by vote during a business meeting, as the practice has always been.

18. In Article 5, Section 6 of the Bylaws [referring to conduct of the pastor], who defines what is “immoral or egregious” conduct?

The Diaconate, the Council, and the Church membership will define this conduct.

Standing Committees

19. How many members are on the Nominating Committee? What is the process under which the Nominating Committee will operate?

The Nominating committee will have seven (7) members, two (2) of which will be members of the Council.

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The Council members will serve to advise the Nominating Committee of the Church's needs and provide expertise of how the Church operates. The Council will vet the resulting Committee nominations for feedback, but the Nominating Committee will present its nominees to the Church members.

20. Are you combining budget and finance committees?

Yes. These functions are closely aligned, and as such, policy development and oversight for both should be housed together.

21. What are the five Standing Committees? What are the roles and responsibilities of the Standing Committees? To whom do the Standing Committees of the church report?

The Standing Committees are: Budget and Finance, Governance and Legal, Human Resources, Property and Facilities, and Stewardship. The roles and responsibilities of the Standing Committees are set forth in Article VII, Sections 1-6. Standing Committees will report to the Council which reports to the Church twice annually during the business meetings.

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