

Bylaws

(approved by vote of congregation ___ date)

ARTICLE I. NAME

The name of the Church shall be “Phillips Memorial Baptist Church,” (Church). The Reverend James L. Phillips (1840-1895), for whom the Church is named, was a Baptist clergyman and medical missionary. While on furlough from India in 1886, he served as interim pastor of People’s Church, **which is our “Mother” church.**

ARTICLE II. PURPOSE OF THE CHURCH

The purpose of the Church shall be to proclaim the Gospel of Jesus Christ, to encourage continued individual growth in Christian living, and to extend a cooperative ministry to each other and to the community.

ARTICLE III. MEMBERSHIP

Section 1. Admission

- A. The membership of the Church shall be followers of Jesus Christ.
- B. A candidate for membership shall become a member upon the verification by the Clerk of one of the following qualifications:
 1. Baptism by immersion
 2. Letter of transfer from another church
 3. Restoration to active membership after having been inactive
 4. Profession of faith

Section 2. Membership List

- A. The membership list shall classify members as being resident or non-resident.
- B. The membership list shall be revised at least once a year.
- C. Names shall be removed from the membership list by death, resignation, transfer to another church, or transfer to an inactive list.

ARTICLE IV. MEETINGS OF THE CHURCH

Section 1. Regular Meetings

- A. The Church shall meet weekly for Sunday Worship at 10 am unless otherwise designated by the Cabinet.**
- B. The Annual Business Meeting shall be held the last **Sunday** in January unless otherwise designated by the Cabinet.
- C. The agenda for the Annual Business Meeting shall be to receive the Annual Report and other such business designated by the Cabinet.**

- D. The meeting to elect officers, **Nominating Committee, and Pastoral Relations Committee members** shall be held on the **second Sunday** in November unless otherwise designated by the Cabinet.
- E. Notice of such regular business meetings shall be **posted on the bulletin board in the office hallway and emailed/mailed to the congregation** at least two weeks before the date set.

Section 2. Special Meetings

- A. Special business meetings may be called by the Cabinet, Pastor(s), Moderator, or on a written request submitted to the Clerk and signed by not less than twenty members.
- B. A written notice stating the date and purpose of such meetings shall be **posted on the bulletin board in the office hallway and emailed/mailed to the congregation** by the Clerk **two weeks** before the date set.
- C. Special meetings shall be limited to the stated purposes.

Section 3. Quorum

Twenty-five members shall constitute a quorum.

ARTICLE V. DUTIES OF THE PASTOR(S)

The Pastor(s), chosen in accordance with these By-Laws, shall:

- A. Exercise the spiritual leadership in accomplishing the Church's purpose.
- B. Perform those duties usually associated with the Pastoral Office.
- C. Coordinate the pastoral care of the congregation with the Visitation Ministry Group.**
- D. Share responsibility with the Cabinet for planning the Church's ministry.
- E. Meet with members on a regular basis to discover needs and identify gifts for service.**
- F. Be a non-voting member of the Cabinet, working closely with the Ministry Group leaders to implement the Church's ministry.
- G. Administer the policies of the Church.
- H. Supervise the Church staff.

ARTICLE VI. OFFICERS AND CABINET

Section 1. Officers and Members of the Cabinet

- A. The officers of the Church shall be Moderator, Clerk, and Treasurer and shall be elected for three-year terms by the Church, from those members who are in good standing and in accordance with the nominating policies and procedures. Good standing is defined as being in regular attendance and being a giver of record.**
- B. The Cabinet is comprised of six members in good standing by the Church. They shall serve three-year terms, in three classes of two members, with one class elected each year. They shall be elected in accordance with the nominating policies and procedures.**

Section 2. Duties of Officers

- A. Moderator
 1. Shall serve as Chairperson of the Cabinet voting only in breaking a tie vote.
 2. Shall preside at all business meetings of the congregation.
 3. Shall appoint delegates, representatives, and committees for which no other provision is stated in these Bylaws.
 4. Shall be authorized to sign checks after having been placed under a suitable bond.

- B. Clerk
 1. Shall keep a record of all the members of the Church, **coordinating with the Church Office.**
 2. Shall issues and receive all Letter of Transfer of Memberships.
 3. Shall keep minutes of the meetings of the congregation and Cabinet.
 4. Shall give notice of all Church meetings.

- C. Treasurer
 1. Shall hold all regular funds and special funds of the Church for which no other provision is stated in the Bylaws.
 2. Shall be authorized to sign checks after having been placed under a suitable bond.
 3. Shall present monthly financial statements to the Cabinet and an annual financial statement to the Church at the Annual Meeting.
 4. Shall supervise the operations of all persons handling Church finances including audit and review of all paid bills.

Section 3. Duties of the Cabinet

- A. The Cabinet shall help develop and approve plans and objectives for the mission and ministry of the Church.**
- B. The Cabinet shall provide support and coordination to on-going Ministry Groups, creating new ministry groups as needed to carry out the mission and ministry of the Church.**
- C. Each of the 6 elected Cabinet members shall serve as liaison with a Ministry Group.**
- D. The Cabinet shall convene a leadership retreat each year with Ministry Group leaders.**
- E. The Cabinet shall coordinate with the Pastor(s) the provision for ongoing leadership development training.**
- F. The Cabinet shall have responsibility for initial employment of all members of the Church staff and has authority to terminate employees at any time with or without cause, except for the Pastor(s).

- G. The Cabinet shall have the responsibility to recommend to the Church the termination of the Pastor(s).
- H. The Cabinet shall review, at least annually, the financial arrangements and the job descriptions of each of the members of the Church staff **including the Pastor(s)**.
- I. The Cabinet shall provide for an on-going program for Stewardship.**
- J. The Cabinet shall authorize and supervise all fundraising campaigns.**
- K. The Cabinet shall authorize the borrowing, sale, investment, and reinvestment of funds as it deems necessary unless otherwise specified by these Bylaws.**
- L. The Cabinet shall arrange for an audit or self-audit of finances of the Church every other year **and when there is a change in bookkeeper.**
- M. The Cabinet shall establish and approve the Annual Operating Budget including the Building Maintenance Schedule, as proposed by the Building and Grounds Ministry Group.**
- N. The Cabinet shall establish meeting time for Sunday Worship and Special Services.**
- O. The Cabinet shall nominate members of the Nominating Committee in accordance with the Nominating policies and procedures.**
- P. The Cabinet shall approve the establishment of special committees and task forces as needed to accomplish the plans and objectives for the mission and ministry of the Church.**
- Q. The Cabinet shall charter any affiliated Church organizations and coordinate their policies.
- R. The Cabinet shall appoint a Pastoral Search Committee should there be a vacancy for the sole purpose of calling a new Pastor. The Pastoral Search Committee shall be made up of 7 members in good standing, which shall in the opinion of the Cabinet, **represent the congregation.** Once a candidate is identified, with the approval of the Cabinet, the candidate shall be recommended to the Church for extending a call.
- S. The Cabinet shall appoint a Historical Registrar and delegates to represent the Church in areas requiring Church representation.
- T. The Cabinet shall perform such other duties as may be prescribed by the Church.
- U. The Cabinet shall act in accordance with these Bylaws and the approved policies of the Church including completion of a Conflict of Interest form annually.**

Section 4. Meetings

- A. The Cabinet shall meet at least once a month unless otherwise determined by vote of the Cabinet.
- B. Special meetings can be called by the Moderator, the Pastor, or by one-third (3) members of the Cabinet.**
- C. Fifty-one percent of the Cabinet (5) shall constitute a quorum, provided that sufficient notice has been provided to all members of the Cabinet.**

Section 5. Method of Election and Term of Office

- A. The election of officers and board members shall be held on the **second Sunday in November** unless otherwise designated by the Cabinet.

- B. Ballots shall bear the names of those persons nominated, with blank spaces provided for write-in nominations.
- C. A complete list of nominees shall be emailed/mailed to all members two weeks prior to the election.**
- D. All candidates receiving a majority vote shall be declared elected.
- E. Any vacancy occurring mid-term of office shall be filled by the Cabinet.
- F. Elected leaders shall begin their terms prescribed in these Bylaws on January 1st.**

Section 6. Removal from Office

An officer or Cabinet member may be removed from office by the following means:

- A. By the Cabinet following unexcused absences from three consecutive Cabinet meetings at which attendance is required, or because of failure or inability to fulfill the duties of the position.
- B. By a two-thirds vote of the members present and voting at a duly called Church meeting.

ARTICLE VII. MINISTRY GROUPS

Section 1. Composition and Function

- A. Ministry Groups are working groups of people who share a passion and a calling in one or more ministries or mission endeavors of the Church. Members and friends of the Church are eligible to serve on a voluntary basis for one-year renewable terms.**
- B. Ministry Groups exist to plan and execute ministry in the following areas: Mission Education and Projects, Worship Planning and Arrangements, Visitation and Care, Buildings and Grounds, Christian Education, and Congregational Life and Fellowship.**

Section 2. Meetings

- A. Ministry Groups shall meet not less than 6 times a year to carry out their plans and objectives.**
- B. Ministry Group leaders shall meet in a joint planning retreat with the Cabinet each year.**

Section 3. Leadership & Membership

- A. Ministry Groups shall appoint a leader for their group.**
- B. Leaders shall submit their name and contact information to the Cabinet for purposes of communication and coordination.**
- C. Ministry Group members shall be recruited by the Pastor(s), the Church Cabinet, or Ministry Group leaders, or they may volunteer.**

Section 4. Ministry Groups Emphases

A. Mission Education and Projects Group

- 1. Increases awareness of American Baptist mission work overseas and in the US.**
- 2. Promotes the study of social justice issues in the community, nation, and the world.**
- 3. Promotes the four special denominational offerings.**
- 4. Responds to local mission efforts through budgeted designations or special collections.**
- 5. Develops hands-on mission projects for congregational participation.**

B. Worship Planning and Arrangements Group

- 1. Plans for the Ordinances of Communion and Baptism.**
- 2. Plans regular and special worship services in coordination with the Music Director and the Pastor(s).**
- 3. Recruits and trains ushers and lay readers.**
- 4. Plans for Memorial plants (including Easter and Christmas), soliciting donations from the congregation.**
- 5. Recruits and trains persons to operate the Audio and Visual systems.**

C. Visitation and Care Group

Recruits and trains volunteers from the congregation to visit shut-in members, members in the hospital, rehab, or nursing care facilities in coordination with the Pastor(s).

D. Buildings and Grounds Group

- 1. Provides an annual review of building needs and projects, submitting a plan to the Cabinet on an annual basis.**
- 2. Ensures that the building and properties are in good repair and are well maintained.**
- 3. Executes and deliver contracts for maintenance of the Church building and equipment within budgetary constraints and limitations specified in these Bylaws and policies.**
- 4. Receives and approves applications for building use.**
- 5. Monitors the work of the Custodian, providing education and support where needed.**

E. Christian Education Group

- 1. Develops a year-round program for Christian Education for children, youth, and adults, in coordination with the Pastor(s).**
- 2. Recruits and trains leaders to fulfill the objectives of the Christian Education program.**
- 3. Conducts a regular evaluation and review for the Christian Education ministry.**
- 4. Administers the General and Birtwhistle Scholarship program**

F. Congregational Life and Fellowship Group

- 1. Arranges for after-worship programs and special receptions and celebrations of the Church.**

2. **Recruits and trains greeters for regular and special worship services**
3. **Plans for meals for any congregational gathering as needed.**
4. **Schedules a “Meet and Greet” with persons interested in exploring Church membership.**
5. **Arranges for a Church Directory (virtual, or print).**

ARTICLE VIII. NOMINATING COMMITTEE

Section 1. Membership

- A. The Nominating Committee shall consist of **three elected members** and the Church Clerk.
- B. Members shall be elected for three-year terms with one person being elected each year.**
- C. The Committee shall organize from its rotating membership.

Section 2. Meetings

The Committee shall meet at such times as it may determine to prepare a slate by the November deadline.

Section 3. Duties

The Nominating Committee shall

- A. Nominate all elected positions, except its own membership in accordance with the approved policies of the Church.**
- B. Recommend persons for service on Ministry Groups to Leaders of the Ministry Groups, should persons approach them expressing interest.**
- C. Arrange for all elections, prepare ballots, supervise the voting, and count the votes.

ARTICLE IX. PASTORAL RELATIONS COMMITTEE

Section 1. Membership

- A. The Pastoral Relations Committee shall consist of **3 members** elected by the Church.
- B. Members shall serve for a term of three years with one person being elected each year.**
- C. The chair of the Committee is the most senior member.

Section 2. Meetings

The Committee shall meet not less than 10 times with the Pastor(s) and at times without the Pastor(s) according to meeting agenda.

Section 3. Duties

The Pastoral Relations Committee shall

- A. Serve as the vehicle for communication between the Pastor(s) and the Church.**
- B. Provide unbiased and confidential support and feedback to the Pastor(s).**

- C. Conduct an annual review/evaluation of the Pastor(s).**
- D. Serve as an arbiter of concerns raised by the staff supervised by the Pastor(s).**
- E. Advocate for the Pastor(s) at the time of review of compensation.**

ARTICLE X. AFFILIATIONS

The Church shall be a constituent member of the American Baptist Churches of Rhode Island and the American Baptist Churches - USA and shall be affiliated with, and cooperative with, such denominational and interdenominational agencies as the Church shall designate.

ARTICLE XI. CHURCH COVENANT

Having been led by the Spirit of God, we affirm our belief in Jesus Christ, our Lord and Savior. We consecrate ourselves to his service and unite with one another in this covenant:

We commit ourselves to continued growth as Christians, through prayer, study, and worship.

We will strive for attitudes and actions which will reflect God's spirit working through us.

We will love one another and help one another to think, speak and act as Christians.

We will share each other's joys and endeavor with tenderness and sympathy to bear each other's burdens and sorrows.

We pledge to give regularly of ourselves and our resources to the support of our church and its ministry.

As members of this community of faith, we commit ourselves to reach out to the world.

In the face of ignorance, poverty, fear, or prejudice, we will strive for justice, freedom, dignity, and peace.

And in all that we do, we will seek to live to the glory of our Lord who has called us out of darkness into his marvelous light.

ARTICLE XII. FISCAL YEAR

The fiscal year shall be from January 1 through December 31.

ARTICLE XIII. LIMITATIONS

The congregation has exclusive authority over the selections of and contracts regarding the Pastor(s), the purchase, sale, lease, or mortgage of buildings and property located at 565 Pontiac Avenue, and the execution of contracts in the excess of \$10,000.

ARTICLE XIV. PARLIAMENTARY AUTHORITY

The meetings of the Church and Cabinet shall be conducted in accordance with the most recent edition of Roberts Rules of Order.

ARTICLES XV. AMENDMENTS

These Bylaws may be amended by vote of two-thirds of the members present at any business meeting, provided such amendment shall be **posted on the bulletin board outside the office hallway and distributed by email/mail to the congregation** at least one month before the meeting.