

WEDGEWOOD BAPTIST CHURCH

CONSTITUTION

Adopted: _____, 2010

ARTICLE I. PURPOSE OF THE CHURCH

The purpose of Wedgewood Baptist Church (the “church”) is to facilitate and support our congregants, individually and corporately, who are a community of faith, as we endeavor to follow in the way of Jesus Christ, by providing a structure for the orderly and democratic management of our common life. For that purpose we ordain and establish this constitution.

ARTICLE II. NATURE OF THE CHURCH

Section A. Description of the church.¹

At the time of the adoption of this constitution, Wedgewood Baptist Church is made up of people from a variety of denominations and from no denominational affiliation, almost all of whom have come to this church more as refugees than as converts.

We are a people committed to the promotion of an open church that welcomes and heals; a church that employs its female members not only as fund-raisers and clerical aides but as leaders and pulpit-sharers and allows its male members to enjoy sharing both responsibilities and honors; a church that ushers persons of all sexual orientations and gender identities to seats both in the sanctuary and at the communion table; a church that embraces all who come without concern for national origin or skin color; a church that sees that God’s truth is not and cannot be threatened by human intelligence questioning church teaching and articles of faith.

We are Baptists in the oldest sense: we recognize that judgment of belief and behavior is between the individual and God, that it is not up to us, the clergy, or those found in church pews every Sunday to decide who the “real” Christians are and to close the doors to all others.

Section B. Mission Statement.

Distinctions of power, privilege and estate, which apply outside these doors, do not apply within our doors. Women, men and children; persons of any color, culture, age, ability, economic status, sexual or affectional orientation; skeptics and those who pursue common or unorthodox religious paths – all are welcome here.

ARTICLE III. CONSTRUCTION; DEFINITIONS

This constitution is to be deemed gender-neutral and words such as "he", "his", "she" and "hers" are used for purposes of convenience only and are meant to include persons of either gender.

Any index, commentary, annotation or other annex of any type attached to this constitution shall not constitute a part hereof and shall only be for the convenience of the church.

Words that are defined herein shall have the meanings given to them in any instance where they are used herein.

ARTICLE IV. HISTORY AND AFFILIATIONS OF THE CHURCH²

Section A. History. This church is a Baptist church. We believe that Baptist practice and polity and Baptist distinctives have made it possible for us to be the gathered church that we have become. Thus, this church affirms and embraces such Baptist practices, polity and distinctives as we understand them and as our understanding of them grows and changes from time to time. Because of our commitment to such ideals, we are able to be a church, as described above in Article II, that welcomes any person who comes to us.

Section B. Affiliation. Baptists have practiced associational fellowship and work from our beginnings in the seventeenth century. We continue to recognize the strength of association with other churches and groups of churches in terms of faith and works. Therefore, until such time as the church shall choose to terminate or change its affiliation, the church shall maintain fellowship with and seek to cooperate with each of the American Baptist Churches/USA and The Alliance of Baptists, Inc., and such sub-associations of those groups as the church deems appropriate.

ARTICLE V. ORDINANCES OF THE CHURCH³

In keeping with our identity as a Baptist church and in accordance with historic Baptist practice, we observe two ordinances instituted by Jesus and observed by the New Testament church: believer's baptism and the Lord's supper.

ARTICLE VI. GOVERNANCE AND AUTHORITY OF THE CHURCH⁴

So that this church may live and work together in an orderly manner and consistent with Baptist principles and polity, the government of this church is vested solely in the constituents of the church. The final authority in all affairs of the church shall rest with the church in conference. In matters of faith, the church shall have no creeds or "statements of faith". In temporal matters, the church shall have no separate board of directors. In neither matters of faith nor temporal matters shall the church be subject to the control of any other ecclesiastical body.

ARTICLE VII. CONSTITUENTS OF THE CHURCH⁵

Section A. Qualifications of Members. Any person who attends regularly the services of the church; contributes regularly and systematically to its support (whether by donations of money or time); shares in the church's organized work; or any reasonable combination of these is qualified to become a member or friend of the church. To be clear, this church does not require any person to be in any particular place on a spiritual journey to become a member or a friend.

Section B. Friends.⁶ “Friends” are persons (i) who have the qualifications for membership as set forth herein, (ii) who have chosen not to become members of this church, and (iii) whose names have been placed on the church’s register of friends in one of the ways described herein.

Section C. Additional definitions.

1. “Congregants” shall mean all members and friends and all other persons reasonably related to the church including, without limitation, all pastoral and administrative servants of the church.
2. “Constituents” shall mean all members and friends.

Section D. Reception of Members. Any person may be received into full membership of the church by presenting herself as a candidate to the church at any service of worship or any conference of the church. A simple majority vote or a vote of acclamation made by the constituents present at any such gathering of the church shall be sufficient to vote any person into membership in the church. Any candidate receiving an affirmative vote of the church shall be deemed to have met all qualifications for membership. A person may be removed from membership only pursuant to the methods set forth herein. No notice shall be required for a vote on membership in the church.

Section E. Other Options for Membership. Though not required for membership, if a person so chooses, she may present herself for membership in any of the following ways:

- a. By profession of faith in Jesus Christ and subsequent baptism.
- b. By transfer of current membership from another church (i.e., transfer by letter).
- c. By affirmation of faith.

Section F. Multiple Church Memberships. Persons who are members of other churches but who do not wish to sever their prior church relationship may join as a member of this church without severing any other church affiliations.

Section G. Reception of Friends. Any person may be received as a friend of the church in any of the ways a member may be received. When entering any of those processes, the person shall indicate that she wishes to be a friend instead of a member.

Section H. Baptism. This church follows the Baptist practice of baptizing believers by immersion. We consider believer’s baptism by immersion to be an important unifying experience. Any congregant of this church is invited to participate in this ordinance of the church. In those cases, however, where baptism by immersion cannot be freely and gladly chosen by a constituent, it shall not be deemed as a requirement for full membership or to be placed on the register of friends.

Section I. Removal from Membership. Membership in the church shall terminate upon any of the following:

- a. receipt by the church of the request of a member who wishes to terminate her membership;
- b. letters of transfer granted upon request for a person joining another church;
- c. death; and

- d. for cause, as determined by the church, provided, however, that termination for cause shall require the church to act at a conclave.

The clerk is authorized to issue any letters of transfer requested by a member (or by another church on behalf of a member) without further action of the church.

Section J. Removal from the Register of Friends. A person's name may be removed from the register of friends in any way that a person may be removed from membership.

Section K. Inactive Constituents. Except due to disability, when constituents have been inactive for more than six months, without manifesting any interest in the church by attending services or contributing to its support (whether by donations of money or time), or if constituents have moved away from the community and established their residences elsewhere, such members shall be deemed to be inactive members. A committee consisting of the pastor(s), the financial secretary and a deacon (to be specified by the deacons) shall review the registers of friends and members and note in the registers which friends and members are inactive. Inactive constituents shall not be counted or reported as constituents, may not vote in conferences or conclaves, and may not hold elective office. Any such inactive constituent who renews her commitment with the church by exhibiting the "qualifications for membership" outlined herein, may be restored as an active member or friend, as applicable, by act of the committee specified immediately above or by vote of the church in conference upon such person's request or the recommendation of the deacons.

ARTICLE VIII. WORK OF THE CHURCH⁷

Section A. Committees of the church. The church regards as integral parts of our corporate self all groups formed for the purpose of carrying out any church-related activities or missions. There are several types of groups that carry on the work of the church:

1. Committees Appointed by Church Conference. The church may establish committees from time to time for specific functions. Committees of this type may be established by any method acceptable to the church in conference.
2. Nominating Committee. The church in conference shall elect a nominating committee by a method and with a frequency acceptable to the church. The nominating committee shall select candidates for any open positions within the church's servant offices using a method acceptable to the church.
3. Finance Committee. The duties of the finance committee shall be to coordinate the preparation of an annual budget in a method acceptable to the church; to shepherd the church in the formulation of any financial policies deemed advisable by the church; to meet monthly with the financial secretary to see that all money of the church is carefully and wisely handled; to collect and deposit the funds of the church; and to perform any other duties assigned to it by the church.

The finance committee shall appoint two congregants, neither of whom shall be the treasurer or a member of the treasurer's household or family, to approve on a monthly basis the ledger kept by

the treasurer of the expenditures of the church using a procedure acceptable to the finance committee.

Recurring contractual payments approved by the church in the budget or otherwise are payable without any further action by the church or any committee. Such recurring contractual payments may include, without limitation, utility payments, landscaping and maintenance contracts and salaries. With the exception of such recurring contractual payments:

The finance committee must approve the following expenditures or the execution of any contract requiring such expenditures:

- a. unbudgeted amounts up to \$9,999.99; and
- b. budgeted amounts greater than \$500 up to \$9,999.99.

Any expenditures or the execution of any contract requiring the expenditure of \$10,000.00 or more shall require approval of the church in conference.

4. Property Committee. The duties of the property committee shall be to oversee all actions necessary for the operation and maintenance of buildings, grounds, space, furnishings, and equipment owned by the church, with the exception of equipment expressly the responsibility of other committees; to coordinate insurance coverage for the church; and to perform any other duties assigned to it by the church.

5. Interest Groups. As congregants come together in prayer or reflection to meet needs they perceive to be part of the work of the church, they may freely form groups or committees (the nomenclature to be left to the group) to perform such functions. For such groups to continue to represent the church, persons comprising such groups shall report on the plans and activities of the group and the needs that gave rise to the group at the next church conference after the group is formed. If the group does not report to the church in conference, the church in conference may still consider and vote on the group.

If the church votes to accept the group or takes no action, the group may continue as a committee of the church. If, after careful consideration, the church in conference votes not to accept the group, it shall not represent that it is a committee of the church. A vote not to accept such a committee should not be taken lightly and the group should be given the opportunity to resolve any issues the church may have before any such vote.

If a group continues as a committee of the church after presentation at a church conference, it will be treated the same as any other committee of the church and can come to the pastor(s) and the church to seek blessing and affirmation of their ministry ideas, as well as funding for their strategies. Mission and ministry should grow out of the church and not merely be a “top-down” strategy.

Section B. Committee Membership. Any congregant shall be eligible to be a member of any committee.

Section C. Delegation of Authority. The church may authorize any committee to perform certain functions for the church. Such authorizations shall continue for the term specified by the church when granting the authority or until rescinded by the church. When exercising such

authority, all congregants on the committee may vote, but for approval the majority of the constituents on the committee who are present at a duly called and held meeting of the committee considering the exercise of such authority must vote in favor of the matter. The notice, quorum and voting provisions applicable to church conferences shall apply to any committee meetings at which such committee is exercising any authority delegated to such committee by the church.

Section D. Reporting. In general, all committees shall report periodically (no less than annually) to the church on their plans and activities. Generally, such reporting should occur at a church conference but may also be done during worship so long as a written summary of the report is given to the clerk for the records of the church.

Section E. Disbanding Committees. Failure to work in harmony with the general work of the church shall be cause for disbanding any committee when so ordered by the church in conference.

Section F. Open Meetings. All meetings of all committees shall be open to all congregants provided, however, that visitors to the meeting shall not be disruptive of the work of the committee. Each committee shall use reasonable efforts to advertise to the church through announcements in worship, bulletin blurbs or email (or similar methods of communication) their meeting times and locations.

Section G. Activities of Congregants. Any congregant or group of congregants, including groups approved by the church in conference as a committee of the church, shall get the consent of the (1) finance committee to carry out activities in the name of the church that charge participants or collect money and (2) property committee for use of church facilities for activities. The chairpersons of each of these committees may give consent on behalf of the committee unless such chairperson believes it advisable to take the matter to the entire committee for consideration provided, however, that the applicable chairperson should inform the applicable committees of any such consents she gives without consulting the committee. If the chairpersons of such committees deem it advisable, they can take such requests to their committees for approval or denial. Any denial by such chairpersons or committees may be appealed to the administrative committee by the requesting congregant or group of congregants.

ARTICLE IX. CONFERENCES AND CONCLAVES OF THE CHURCH

Section A. Purpose of Conferences and Conclaves. Wedgewood Baptist Church is a community of faith whose purposes are stated herein. This church is not a “business” nor are the logistical necessities associated with the worldly entanglements of the church its primary function (i.e., things like owning property or having bank accounts). This church will gather in conference or conclave from time to time as necessary – sometimes to deal with matters related to the realm of God and sometimes to deal with less weighty matters. Regardless of the matter at hand, the congregants of the church covenant together that we will act in love and with the goal of reaching peaceful resolutions to any issue.

Section B. Church Conferences.⁸ Church conferences may be called at any time, but no less than annually, by the pastor, by a majority of the deacons, or by a written notice signed by seven or more constituents of the church. All matters requiring a vote of the church shall be brought to

the church in conference or at a conclave. Any matter that may be considered at a conference may also be considered at a conclave using the procedures for a conference. Matters required to be considered at a conclave must be considered at a conclave using the procedures for a conclave. Any congregant may appeal any decision of a committee or committee chairperson, including the deacons, to the church in conference provided, however, that notice must be given to the chair of the applicable committee that such appeal will be made no later than one week prior to the conference at which the appeal will be heard.

1. Notice. Notice of church conferences shall be given in the written communications of the church, if any, and orally in at least one worship service at least one week in advance of the planned conference. Notices of a conference shall describe in reasonable detail the actions planned to be voted on at the conference. Any other matter may be brought before a duly called conference except for matters required to be considered by a conclave.

2. Quorum. The constituents present at a duly called conference shall constitute a quorum.

3. Qualification to Vote. All constituents present at a conference shall be qualified to vote at that conference.

4. Voting. Except as otherwise set forth herein, a majority vote of those present and qualified to vote at a conference shall be sufficient to approve any action. A tie vote shall be deemed defeated. There shall be no absentee voting or voting by proxy. The church may not act by written consent.

5. Moderator. The church moderator shall preside over each church conference. In the absence of the moderator, the constituents gathered in conference shall designate a member in attendance to preside as temporary moderator at the conference at which the moderator is absent.

6. Order. Generally, the most recent edition of Robert's Rules of Order shall govern procedural controversies arising in church conferences provided, however, that the moderator of the conference may, in her sole discretion, replace such rules of order or any part thereof with alternative procedural rules selected by the moderator if she considers it necessary for the sake of the open and democratic resolution of the issues being discussed, good order, loving consideration of all persons present at the conference, or the general well being of this church. The moderator is commissioned at each conference to ensure that the conference or the rules of order are not used to manipulate or exclude any person. All persons in attendance at church conferences are charged to behave as though Jesus and all the children of the church are watching them.

Section C. Church Conclaves.⁹ Church conclaves must be called by the pastor, by a majority of the deacons, or by a written notice signed by seven or more constituents of the church (at least four of whom are not in the same family) for considering any of the following purposes:

- a. hiring or firing any ministerial staff person;
- b. buying, selling or leasing real property (where the church is the lessee, or any lease that is not terminable upon less than sixty (60) days' notice) or any interest therein;
- c. incurring debt for borrowed money;
- d. terminating or otherwise changing denominational affiliation (other associational affiliations may be entered or terminated by conference);
- e. transactions with a congregant (other than benevolences);

- f. terminating any person's membership "for cause"; and
- g. any item referenced in Section 55A-7-05(c)(2) of the North Carolina General Statutes or any successor thereto including, without limitation, amending this constitution or the certificate of incorporation of the church or dissolution of the church. Any action taken by the church governed by Section 55A-7-05(c)(2) of the North Carolina General Statutes shall be at a conclave called and held in accordance with the North Carolina General Statutes

Section D. Church Conclave Procedures. Church conclaves shall be governed by the same procedures set forth herein for church conferences with the following differences:

- 1. Notice. At least three weeks prior to the planned conclave, notice of church conclaves shall be given by email or other electronic communication methods, in the written communications of the church, if any, and orally in at least three consecutive worship services at least one week in advance of the planned conclave.
- 2. Quorum. No differences.
- 3. Qualification to Vote. No differences.
- 4. Voting. A two-thirds vote of those present and qualified to vote at a conclave shall be necessary to approve any action of the conclave.
- 5. Moderator. No differences.
- 6. Order. No differences.

ARTICLE X. ADMINISTRATIVE SERVANTS OF THE CHURCH

Section A. Designated Administrative Servants. The church shall elect the following administrative servants¹⁰ who shall serve the needs of the church:

- 1. Moderator: The moderator shall preside at all church conferences and conclaves in accordance with the terms of this constitution. The moderator is charged specifically with ensuring that conferences and conclaves are conducted in a manner befitting a church as set forth in the section of this constitution regarding conferences and conclaves. If the moderator is unable to attend any conference or conclave, the church shall elect any member in attendance as a temporary moderator for that conference or conclave.
- 2. Clerk: The church clerk shall (i) keep a record of the proceedings of all church conferences and conclaves; (ii) keep a register of all members of the church, noting accurately the changes as they occur including noting inactive members; (iii) keep a register of all friends of the church, noting accurately the changes as they occur including noting inactive friends; (iv) have charge of all church records and documents; and (v) perform all other duties reasonably pertaining to this office. If the clerk is unable to attend any conference or conclave, the moderator shall appoint any person in attendance as a temporary clerk for that conference or conclave.

3. Treasurer: The treasurer shall (i) deliver financial reports to the church on a regular basis but no less than quarterly; (ii) monitor expenditures of the church on a monthly basis; (iii) sign checks; and (iv) perform all other duties reasonably pertaining to this office. The treasurer may not simultaneously serve as the chairperson of the finance committee.

4. Financial Secretary: The financial secretary shall (i) keep accurate records of donations to the church, (ii) maintain records of pledges, if any, (iii) give receipts to donors in a format acceptable for donors' tax reporting needs, and (iv) perform all other duties reasonably pertaining to this office.

Section B. Qualification for Office.¹¹ Candidates to be the moderator and the treasurer shall be members of the church. Candidates to be the clerk or the financial secretary shall be constituents of the church. No person shall occupy more than one office of the church at any time. All candidates for offices of the church must have achieved their majority to be qualified for election by the church.

Section C. Term. Each administrative servant shall be elected for a one year term and may serve no more than three consecutive terms in the same office after which she must wait one year before being eligible for election to that same office again. No person may serve in any administrative office of the church for more than five consecutive years after which time she must wait one year before being eligible for election to administrative office.

Notwithstanding anything to the contrary above, (y) at the end of any administrative servant's third consecutive term in one office or any subsequent third consecutive term in one office, or (z) at the end of any administrative servant's fifth year in any administrative office or any subsequent fifth consecutive term in any administrative office, the church may act in conclave to allow such person to continue for up to an additional three years in one administrative office in the case of (y) above or up to an additional five years in any administrative office in the case of (z) above, subject to such person being elected to such office by the church in conference.

Section D. Authority.¹² No administrative servant shall have authority to create obligations, make contracts, incur debts or mortgages, lease or dispose of property or disburse funds for the church except as expressly authorized by the church at a properly called conference.

Section E. Transparency.¹³ All records of the church kept by any administrative servant shall be the property of the church and, except for individual donor records, shall be available to any congregant upon reasonable request provided, however, the moderator may control the frequency and manner of such requests should compliance be burdensome to any administrative servant.

Section F. Signatures.¹⁴ The moderator and the treasurer acting together – and not the pastor – shall, whenever required by law or practice, act for the church as its corporate representative to affix their signatures and the corporate seal of the church to such contracts, deeds, indentures, notes, certificates, and other papers and documents necessary for conduct of the church's concerns, including procurement of loans, creation of other obligations, or any other legitimate purpose on behalf of the church as a corporation having, however, only such express powers and authority as are granted by the church in a duly called conference or conclave, and having no power absent such express authorization to bind the church in any manner or act for it. Such authorized signatures and seal shall be by and for this corporation.

Section G. Expansion. The church in conference may add duties to the offices described herein or add other offices as necessary.

Section H. Administrative Committee. From time to time the need may arise for the church to have an administrative committee authorized to carry on administrative functions and make administrative decisions for the church, especially in situations where there is insufficient time to call a church conference.

1. Composition. In recognition of the fact that the ministerial and pastoral functions of the church are, and always should be, of primary importance in the life of the church, the four constitutionally named administrative servants of the church shall combine with the deacons to form the administrative committee.

2. Authority. The administrative committee shall have the authority to make administrative decisions for the church when the calling of a conference is impractical.

3. Limitation on Authority. In no event shall the administrative committee be authorized to make any decision requiring the act of the church in conclave.

4. Ratification.

- a. When the administrative committee makes any decisions or takes any actions pursuant to subsection 2 immediately above, the administrative committee shall call a conference of the church (as appropriate) as soon as possible after such decisions or actions and shall present the decisions and actions to the conference for ratification.
- b. Should the church decline to so ratify the decisions or actions of the administrative committee, the decisions or actions shall be reversed insofar as possible. To the extent the decisions or actions are irreversible, or the church in conference decides that such reversal would be unduly expensive or otherwise unduly burdensome, such decisions or actions shall stand as the decisions or actions of the church.

ARTICLE XI. PASTORAL SERVANTS OF THE CHURCH

Section A. Pastor and Ministerial Staff

1. Ministerial Staff:¹⁵ The ministerial staff shall include the pastor, preacher or any other staff person involved with worship or the ministry of the church provided, however, that only those persons receiving pay for their services to the church are ministerial staff. Other congregants performing functions that may also be filled by ministerial staff but who receive no pay are volunteers and are no different from other congregants who volunteer their time for the church. The church is Baptist by heritage and by choice and expects its ministerial staff to function collaboratively in recognition of the congregational polity of the church. The church shall not authorize any ministerial staff person, specifically including the pastor(s), to execute documents for or on behalf of the church. Any ministerial staff persons shall, promptly after they are hired, seek membership in the church.

2. Pastor. A pastor (or co-pastors) shall be called by the church to serve the church until the relationship is dissolved by the request of either the pastor(s) or the church. In either case, at least sixty days but not more than one hundred twenty days notice of the termination of the relationship shall be given, unless otherwise arranged by mutual agreement. The church may terminate the relationship in a shorter time provided the pastor's salary is continued through the sixty-day period unless the pastor is terminated for an act of moral turpitude. Any termination by the church of its employment relationship with a pastor must be at a conclave specifically called for such purpose. A candidate for the position of pastor shall (i) be ordained by a Christian church and shall be eligible and shall pursue recognition of her ordination by the American Baptist Churches/USA, The Alliance of Baptists, Inc., or such other affiliation as agreed to by the church, and (ii) have earned at least a Master of Divinity degree or its reasonable equivalent.

3. Restrictions on Control.¹⁶ While the church may terminate the employment of any ministerial staff person at will, the church shall not, by prescription or proscription, otherwise interfere with the prophetic ministry of any ministerial staff person including, without limitation, placing any limitations on the pulpit.

4. Other Ministerial Staff. The church may add additional ministerial staff positions as it sees fit from time to time having the titles, salaries and duties approved by the church.

5. Support staff. The church may hire other non-ministerial church staff to fulfill the needs of the church having the titles, salaries and duties approved by the church.

6. Selection Process. The process by which candidates for any ministerial staff position are selected may be determined by the church in conference.

Section B. Deacons

1. Qualifications.¹⁷ Each deacon will have achieved her majority and will have been a member of the church for no less than one year before assuming the position of deacon. The church shall choose deacons based on the church's discernment of the pastoral abilities and concerns of candidates in a method to be determined by the church from time to time. Prior to election by the church, each candidate for deacon shall have affirmed to the church that she has considered the duties and purpose of the deacons as set forth herein and is willing to accept the office. Only one member of any family may serve as a deacon at a time.

2. Duties.

- a. Each deacon individually and the deacons as a group are responsible for nurturing and supporting the total well being of the church and each of the people who constitute the church. That responsibility includes the addressing of spiritual concerns, promoting fellowship among the church, attending to the pastoral needs of the church, development of understanding and unity of spirit among the all persons in the church, and attending to the special needs of new congregants.
- b. Some examples of deacon activities are:
 - encouraging the active involvement of congregants;

- attempting to reengage inactive members or friends;
 - visiting those in bereavement, illness or other distress;
 - discovering and evoking the gifts of persons in the church;
 - addressing problems of communication within the church; and
 - making contacts with visitors.
- c. The deacons shall serve as pastors to the ministerial staff.
- d. Each congregant will be assigned a deacon who will be individually responsible for coordinating the church's efforts to meet the pastoral needs of such congregant.
- e. ¹⁸At least annually, the deacons and the ministerial staff will engage in a mutual evaluation of their efforts toward the pastoral care of the church.

3. Number. The number of deacons shall be set by the church from time to time and shall not exceed one deacon for each ten resident congregants.

4. Term; Staggered Terms. Each deacon shall be elected for a two-year term after which she must wait one year before being eligible for election as a deacon again. The terms of the individual deacons shall be staggered such that no more than about one-half of the group shall rotate off in any year.

5. Meetings. The deacons shall meet no less than quarterly. The deacons shall appoint one deacon as "chairperson" to preside over meetings and to perform any other tasks necessary to the work of the deacons as decided among the deacons or as assigned by the church.

6. Open Meetings.¹⁹ Unless due to extraordinary circumstances the deacons decide as a group that a closed meeting (or a closed portion of a meeting) is necessary, all meetings of the deacons shall be open to congregants provided, however, that visitors to the meeting may only observe unless explicitly invited to participate by the chairperson of the deacons or the deacon presiding over the meeting in the chairpersons absence. The deacons shall advertise to the church through announcements in worship, bulletin blurbs and email (or similar methods of communication) their meeting times and locations. For the purpose of this section, "extraordinary circumstances" shall include, without limitation, the need to discuss private or confidential pastoral needs or information about specific individuals.

7. Ordination. This church considers the office of the deacon to be one primarily of spiritual leadership, similar to that of pastor. It is both an ordained and elected office. Any person elected as a deacon, and not previously ordained as a deacon, will be ordained in the traditional manner of laying on of hands by the church in an appropriate service normally during the primary worship gathering of the church.

8. Authority.²⁰ Except as members of the administrative committee described in this constitution, the deacons shall have no authority to act for the church. Being a body selected to provide pastoral care, the temporal matters of the church generally should be handled in other ways. The church may, however, occasionally authorize the deacons or any deacon to perform certain functions for the church. Any such specific authorization given to the deacons or a deacon by the church shall have a duration of no longer than one year.

9. Vacancies. The church may elect a deacon to replace any deacon who has vacated her position due to resignation, death or ceasing to be an active member. Such replacement shall serve out the term of the person she replaces and shall not be eligible for a succeeding term.

ARTICLE XII. ORDINATION BY THE CHURCH

The church may vote to license or ordain any member. In clerical ordination (versus deacon ordination) a congregation expresses its conviction that one of its members has been given ministry as a vocation by God. If requested by the candidate for ordination, the church may follow the form and method of ordination required by the denomination with which the church is affiliated. Otherwise, the form and method of ordination shall be determined by the church.

ARTICLE XIII. INDEMNIFICATION²¹

Any person who at any time serves or has served as a constituent, employee or agent of the church, or in a similar capacity at the request of the church for any other company, corporation, partnership, joint venture, trust or other enterprise, shall have a right to be indemnified by the church to the fullest extent permitted by law against (a) reasonable expenses, including attorneys' fees, actually and necessarily incurred by her in connection with any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative, and whether or not brought by or on behalf of the church, seeking to hold her liable by reason of the fact that she is or was acting in such capacity, and (b) reasonable payments made by her in satisfaction of any judgment, money decree, fine, penalty or settlement for which she may have become liable in any such action, suit or proceeding.

The constituents shall take all such action as may be necessary and appropriate to authorize the church to pay the indemnification required by this Article, including without limitation, to the extent needed, making a good faith evaluation of the manner in which the claimant for indemnity acted and of the reasonable amount of indemnity due her.

Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the church in advance of the final disposition of such action, suit or proceeding, as authorized by the constituents of the church in the specific case, upon receipt of an undertaking by or on behalf of the constituent, employee or agent to repay such amount if it shall ultimately be determined that she is not entitled to be indemnified by the church as authorized in this constitution.

Any person who at any time after the adoption of this constitution serves or has served in any of the aforesaid capacities for or on behalf of the church shall be deemed to be doing or to have done so in reliance upon, and as consideration for, the right of indemnification provided herein. Such right shall inure to the benefit of the legal representatives of any such person and shall not be exclusive of any other rights to which such person may be entitled apart from the provision of this constitution.

In addition to the foregoing, the church shall have the right and power to purchase and maintain insurance on behalf of any person who is or was a constituent, employee or agent of the church, or is or was serving at the request of the church as director, officer, member, employee or agent of another company, corporation, partnership, joint venture, trust or other enterprise against any

liability asserted against her and incurred by her in any such capacity, or arising out of her status as such, whether or not the church would have the power to indemnify her against such liability.

ARTICLE XIV. GENERAL PROVISIONS²²

Section A. Adoption of the Constitution. This constitution shall be considered adopted and in immediate effect if and when approved in accordance with the provisions for a church conclave set forth herein. All term limits or similar time restrictions contained herein shall be deemed to commence at the time of the adoption of this constitution regardless of their actual status at such time.

Section B. Revision of the Constitution. This constitution may be revised by any method that includes the following elements:

- a. Proposed changes to this constitution shall be made available in writing to the church no less than three weeks prior to a called conclave to consider them.
- b. Any such changes must be approved at a conclave called specifically for that purpose.

Section C. Ownership of Affiliates. The church in conclave may approve, from time to time, the organization, incorporation, ownership, affiliation, participation, and management of any organization formed or to be formed in order to enable the church to carry out its purpose, program, and ministries in accordance with this constitution.

Section D. Management of Affiliates. The appropriate organizational documents of any affiliate organization shall require that the members of the Board of Directors (or the equivalent) shall be elected by the church. Such election may be done by the church in conference.

Section E. Appointment of Delegates. Delegates appointed to represent the church in meetings or conferences with other organizations have no power to bind the church to financial obligations or to any definite course of action unless such power is expressly granted to them in the action taken by the church for their appointment.

Section F. State Law. To the extent that any provision of this constitution is inconsistent with the statutory provisions of Chapter 55A of the North Carolina General Statutes, governing non-profit corporations, the provisions of Chapter 55A shall control.

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This index is for convenience only and is not intended as an integral part of the constitution.

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ENDNOTES

¹ The language here (the “Description of the church”) is lightly edited from words spoken by Cynthia Ricketson on the occasion of Allison Hager’s ordination. I don’t think I’ve heard any more elegant explanation of who we are.

² I believe that Baptist distinctives like soul competency/priesthood of all believers and the autonomy of the local church have made Wedgewood uniquely able to grow into the faith community we have become and has given us the potential we have. There are other denominations and sectarian histories that may also give rise to similar communities but we rise from a particular history.

One reviewer has questioned the phrase “Baptist distinctives”, suggesting that perhaps another phrase might be better understood – something such as “distinctive Baptist principles”. “Baptist distinctives”, however, is a commonly used phrase in Baptist ecclesiastical circles – it is the phrase that would define for most who have knowledge of Baptist history what I’m talking about: soul competence, autonomy of the local church, believer’s baptism, etc. – although “Baptist principles and polity” is another phrase commonly bandied about, but I think “distinctives” is a subset of those “principles”. I’m Baptist by genetic defect, as I believe I’ve confessed before, so I’d prefer to stick with traditional Baptist vocabulary if possible.

Denominational affiliation has become unimportant to many, but associational behavior (a Baptist tradition as old as any other – the first five Baptist churches in England were “associated”) – being part of a larger whole – is valuable. For one thing, we have value to the denomination. We have a truth to speak to the denomination that is not widely represented. At the same time, soul competency and local autonomy are not, historically, about marching to the beat of your own drummer and ignoring the rest of the world. The traditional sources of authority for theological thought are scripture, experience and tradition. Tradition, I suggest, is essentially the experience of the wider community over time. I’m sure we often do not want any tempering agent, but we should pay attention to the experience of the wider community and to historic experience even if, in the end, we diverge from it. We don’t live on an island. Even if we did, other folks’ behavior could cause the sea to rise and drown us if we don’t engage with them.

³ Baptists, historically, do not have “sacraments”. Historical Baptist belief is that what we experience of God is sacramental – but that no particular act will guarantee an experience of God. Thus the ordinances may be sacramental, but are not “sacraments”. That is to say, the ordinances may be vehicles of grace, but are not its purveyors.

⁴ The primary reason for a constitution is to provide for orderly conduct so that we know how to deal with each other, especially when tempers flare! This section also makes it clear that we are radically democratic/congregational in government – i.e., that we are not a representative democracy. This will certainly mean that it may often be difficult to make decisions and that our process may be slow (and possibly painful at times), but the strength of congregational polity is that all voices can be heard. Historical Baptist practice would eschew any creedal statement. I have found that so-called “statements of faith” tend to be creedal in intent and so I have prohibited them here. Typical corporate polity as outlined in the NC statutes would suggest that we have a board of directors. I believe that the statutes allow us the discretion to dispense with a board of directors, however, so that we can remain true to our congregational roots. Under state law, however, this structure likely exposes all members to certain fiduciary duties normally borne only by the directors. We could decide to opt away from true congregational polity, but I think that the likelihood of an issue is only moderate, maybe low. I also think there are things we can do (such as include indemnification and exculpation clauses in this document and the certificate of incorporation respectively) that protect the members. No liability would exist as long as we all act in the best interest of the church.

⁵ *Qualifications:* Having said a great deal herein about traditional Baptist principles and polity, here I completely break with one of the most ancient by not requiring any level of faith for church membership. But that break, I think, is quite Baptist of me. For I find myself having to break with one traditional principle in order to hold with another. I think that the concepts of soul competency and priesthood of all believers has to lead to an acceptance of a faithful lack of faith (for lack of a better turn of phrase)— i.e., that if faith is a gift of God then lack of faith must also be faithful. Or to say it another way, to claim to have faith if faith has not been given to you (by God) is not faithful. It is, in fact, against the act of God. I also then must conclude that lack of faith is a faith position that we cannot affect by an act of will just as much as having faith is not an act of will. Therefore, I can't imagine a consistent system that would require any level of faith for inclusion in the "body of Christ." Thus, I have tried to distill down to the very essence what someone should do to be a "member" of this church. I think that is: show up; give (time or money); work/act (or some reasonable combination of these three).

I don't think that making any particular position on a spiritual journey a prerequisite for "constituency" is reasonable. We are all over the place no matter what church we go to – and progressive churches are even worse. For the purpose of church constituents, it is more important that a person show commitment to the community than commitment to an idea. As a note, I have talked to one (only one) constituent of the church who suggests that no "membership" is appropriate, that whoever shows up on any given day should be allowed to vote, even if that person is a visitor. I do not agree with this position, but I can see that it has merit. The Constitution Committee chose not to adopt a "no membership" approach.

Reception of Members: I tried to make it as easy as possible to do this and, at the same time, to accommodate our routine practice of not actually asking for "no" votes.

Other Options for Membership: Allows for the historical trappings of joining a church to accommodate folks who prefer those methods.

Multiple church memberships: For years, I have run into folks who didn't want to give up their home church memberships. I can't see how it could possibly matter to Wedgewood whether they do or don't.

Baptism: We are a Baptist church – there is another (earlier) section of the bylaws dealing with this. I think it is natural that we would routinely follow Baptist historical practice even though other Baptist principles would dictate that we not require any particular form.

Removal: I set this up for most of these removal options to operate without further action of the church. I think removal "for cause" may be important, but I don't want it to be easy – thus the supermajority requirement.

Inactive: Churches tend to carry dead weight. With the proposed change of membership being based solely on participation rather than on spiritual journey, I think we should be comfortable in letting members go who show their lack of commitment by ceasing to participate. Six months is only my arbitrary suggestion for the time frame.

Additional comments: As to inactive constituents, the only time this is likely to ever be considered is if the church has a controversial vote and people who joined the church and then ceased to show up and participate come to the meeting and want to vote. Because we have changed this process to require the action of an ad hoc committee, we will need to try to be sure that this committee actually perform this duty from time to time – otherwise we'll end up with large numbers of folks on the role who are inactive.

I think that persons who are not qualified to become members or friends even if they want to be should not ever be allowed to vote (see my note about allowing any comers to vote at *Qualifications*).

⁶ I struggled with this category. At first it seemed to me that I had opened up membership so widely that there was no real reason anyone should object to becoming a member. But I have had conversations with constituents of the church who have told me that they have various objections to being a "member" and only want to be a friend of the church. Friends, as I have included them here, will be almost identical to members with only a few restrictions: 1) deacons must be members, 2) the moderator and treasurer must be members.

⁷ I have not dealt separately with committees such as gardening committees, or RAIN team etc because I see them as falling either in type "1" or "3".

Besides the nominating, finance and property committees, the committee proposes two types of committees: 1) committees prescribed by the church as a group, and 2) committees that arise, more or less spontaneously, out of the interests or needs of congregants.

The only restriction on "interest" committees is that if a majority of the church finds it divisive or destructive, the church can object and essentially forbid the group from referring to itself as associated with the church. The group could, of course, do whatever it wanted as a separate group. I would not anticipate this happening very often.

Delegation: I think it is necessary to have the ability to delegate to committees certain functions. We have routinely done this at Wedgewood (painting the building, the building committee, finance, etc.) and it works reasonably well for us. The reason for requiring the majority of constituents to vote for matter where authority is being exercised is that only constituents could vote if the matter were presented at conference.

Reporting: The reporting standards I propose are minimal but I do think it is reasonable for committees to give some report to the congregation.

Disbanding: Again, I think this will happen rarely if ever, but I include a procedure just in case we need it.

Open meetings: Everything done by the church should be completely transparent (other than pastoral care issues where confidentiality is required).

⁸ *General:* Conferences can be called by various methods. Seven constituents is arbitrary.

Qualification to Vote: In the way I have drafted this constitution, all members and friends would be eligible to vote at every meeting without further action. I have not suggested any age restrictions. Generally, I do not think age restrictions are acceptable although I understand why some people would think they are acceptable.

Order: I know this is a bit touchy feely but I intensely dislike church “meetings” where moderators or others use the rules of order to beat up on people. I’m trying to avoid that here.

⁹ I distinguish between conferences and conclaves. They are the same thing more or less but conclaves are for things that have a potentially greater impact on the church. Actions at a conclave also require a supermajority vote (2/3) and have longer notice requirements. Some of the models I used had 3/4 supermajority requirements but I think that may be too restrictive. I chose the name “conclave” because it is a designation familiar to the history of the church. “Council” was a consideration, but I didn’t want this way of meeting to be confused with the “church council” more readily identified with a presbyterian or representative polity. “Conclave” is only my suggestion.

If we incorporate under 55A of the NCGS, then there are some few things that we have to do according to the statutes (many of the statutes “requirements” can be overridden by the constitution and/or certificate of incorporation). Currently, the statute requires certain notice provisions for the following acts: (1) determination and authorization of indemnification, (2) amendments to the constitution or certification of incorporation, (3) merger, (4) sale, lease or other disposition of all or substantially all of the church’s assets, (5) dissolution. Current statutory requirements for notice include notice by mail no fewer than 10 days nor more than 60 days prior to the meeting with a description of the matter(s) to be considered (the time range is different if we use a method other than first class mail, i.e., bulk mail).

¹⁰ I believe that these are the four administrative offices that we currently have. The duties of these four offices can be changed by the church or other offices can be added.

¹¹ *Qualifications:* I required the moderator and the treasurer to be “members” because they can execute documents for the church in certain circumstances. I think some reasonably “official” status is appropriate for that duty, as well as a reasonable demonstration of commitment. Administrative servanthood does carry an age requirement as I have drafted it.

¹² *Authority:* Again, the church is structured as a radical democracy. Any authority exercised by an administrative servant must be granted specifically by the church.

¹³ *Transparency:* I think keeping all possible functions of the church as transparent as possible is key to a good functioning congregational church. Not every constituent may want to know all about the documents (etc) of the church, but they should, generally, have the right to know. Records that show the names of individual donors and their giving record are, of course, excepted from the general rule of transparency.

¹⁴ “acting together” i.e., such documents require the signatures of both administrative servants. It has been my consistent experience that putting the pastor in the position of having to act officially for the church in temporal matters leads to difficulties on the pastoral front. Therefore the prohibition against the church authorizing the pastor to act for us.

¹⁵ The restriction on the ability of the church to authorize ministerial staff persons to execute documents for the church is an attempt to protect the ministerial staff. I have never seen anything good come from paid staff acting officially for the church in what are not “realm of God” issues. Signing leases or bank loans etc. are outside the job duties of pastors and can often be destructive to pastoral relationships between ministerial staff and congregants. No matter how good a relationship may be, there is no need to introduce the possibility of problems over something this easy to remedy. Therefore, this restriction.

¹⁶ I don’t think we have any problem with this right now, but I wanted to codify our commitment to a free and open pulpit. This essentially says that we hire our pastor(s) to do the work of the Realm of God and that, once we have chosen to hire a person, we will allow her to do her work as she is called by God to do it. This does not prohibit the church from placing restrictions on ministerial staff about issues like dealing with other staff, salary, hours, etc. We can define their duties – work with the children, preach, visit the sick, etc. It does say that we will not interfere with that person’s *ministry*. We will not tell a preacher what she can or cannot say in the pulpit. We will not say a ministerial staff person may not do the things Jesus would do. We can terminate their employment if we want (at a conclave by supermajority vote), but we cannot define their calling.

¹⁷ Wedgewood has long talked about deacons being responsible for pastoral care along with the pastor. I have tried to incorporate that concept here. For such a weighty duty, it seems appropriate to reserve the position for persons who are at least 18 and who have been a part of the congregation for at least a year – i.e., who know the people and the “personality” of Wedgewood. A person who was recently a deacon told me that she had not known what she was supposed to do as a deacon – just that she discussed other congregants and prayed with the other deacons. She said she wished she had an outline of duties. I have attempted to make a very general outline of what deacon duties might fit this concept given my very sketchy interactions with anyone acting as a deacon. I also thought it appropriate to require that anyone standing for election as a deacon acknowledge that they have some understanding of what is being asked of them and give some commitment to fulfill that role. The restriction of one deacon per family at a time simply recognizes that fact that being a deacon is a heavy responsibility and that no one family should bear more than its share of that duty. In addition to being deacons, each person also needs the pastoral care of deacons and having multiple family members as deacons may have deleterious effects should that family have a need for care.

¹⁸ Chris says that the deacons have the responsibility to give him a job performance review. I’m not sure that’s entirely appropriate but I suppose someone has to do it. So here, I’ve suggested– since deacons are also supposed to be providing pastoral care to the church – that the deacons and the ministerial staff engage in a mutual evaluation of their work toward that end.

¹⁹ As I stated about committees, I think it is very important for all matters to be completely open to the scrutiny of the entire church with the sole exception of private pastoral concerns of congregants. Lack of transparency is the main tool of church folks who like to stir up trouble. If everything is above the table and open then it becomes more difficult, though unfortunately not impossible, for anyone to foment discord.

²⁰ Somehow, I think many Christians have a gene that makes them think if they have the title “deacon” then somehow they are in charge. I think it has been the practice of Wedgewood for some years that the deacons are not

in charge. And, as givers of pastoral care, I think it is inappropriate that they should have any long term administrative duty.

²¹ NOTE TO DRAFT: Exculpation will need to be addressed in the Articles of Incorporation.

²² NOTE TO DRAFT: The statutes require some type of language such as this in the Articles if not in the Constitution: The Last. "For every time there is a season...a time to be born and a time to die." The Preacher who wrote Ecclesiastes encourages us to be mindful of our time and the fact that we have beginnings and endings in our lives. This is no less true for churches than individuals. In the event that WEDGEWOOD BAPTIST CHURCH should decide to close its doors or for some other reason cease to exist, all real property and financial holdings should be given to a charity qualified under section 501(c)(3) of the Internal Revenue Code (or any successor to that section) that is closely aligned with the mission and work of the church.