

# **Constitution of Loudonville Community Church**

(Revised May 2007)

## **ARTICLE 1. NAME AND PURPOSE**

The name of this Church shall be Loudonville Community Church (LCC). Its purpose shall be to bind together followers of Jesus Christ and to proclaim His message.

Our commission is summarized as follows: Then Jesus came to them and said, "All authority in heaven and on earth has been given to me. Therefore go and make disciples of all nations, baptizing them in the name of the Father and of the Son and of the Holy Spirit, and teaching them to obey everything I have commanded you. And surely I will be with you always, to the very end of the age" (NIV Matthew 28:18-20).

## **ARTICLE 2. ARTICLES OF FAITH AND COVENANT**

### **Section 1. Preamble**

As a body of God's believing children, the faith of this congregation is based in that revelation of God's holy will found in the Scriptures of the Old and New Testaments. The Scripture stands alone as the sole authority in all matters of faith and doctrine. Therefore the following statement does not in any way replace the Scriptures nor claim to be an exhaustive statement of Biblical truth. It is intended rather to relate us to that continuing body of historic Christianity which finds its basis in the person and work of Jesus Christ as given in the Gospels and the significance of that person and work expressed in the Old and New Testaments. We would be one with all true believers in Christ both past and present.

### **Section 2. Articles of Faith**

**1. Of Faith in God, the Holy Trinity.** There is but one living and true God, everlasting, without body or parts, of infinite power, wisdom and goodness; the maker and preserver of all things, visible and invisible. And in unity of this Godhead there are three persons, of one substance, power, and eternity - the Father, the Son, and the Holy Spirit.

**2. Of the Word, or Son of God, who was made Man.** The Son, who was the Word of the Father, the very and eternal God, of one Substance with the Father, took man's nature, in the womb of the Virgin; so that two whole and perfect natures, that is to say, the Godhead and Manhood, were joined together in one person, never to be divided; whereof is one Christ, very God and very Man, who truly suffered, was crucified, dead and buried, to reconcile His Father to us, and to be a sacrifice, not only for original guilt, but also for the actual sins of man. This Christ did truly rise again from the dead, and took again His body, with all things appertaining to the perfection of man's nature, wherewith He ascended into heaven, and there sitteth until His promised return.

**3. Of the Holy Spirit.** The Holy Spirit, proceeding from the Father and the Son, is one substance, majesty, and glory with the Father and the Son, very and eternal God.

**4. Of the Holy Scriptures.** The Holy Scriptures contain all things necessary to salvation; so that whatsoever is not read therein, nor may be proved thereby, is not to be required of any man that it should be believed as an article of faith, or be thought necessary or requisite to salvation. In the

name of the Holy Scriptures we do understand those 66 canonical books of the Old and New Testaments of whose authority there was never any doubt in the Church. "All for doctrine, for reproof, for correction, for instruction in righteousness; that the man of God may be perfect, thoroughly furnished unto all good works."

Reference note: another important description of the Holy Scriptures is found in the LCC Certificate of Incorporation as the credal statement: "that the Old and New Testaments as canonically received do not merely contain, but are the Word of God, and as originally given they are plenary inspired and free from all error in whole and in part. The Bible is the only infallible rule of faith and practice".

The Certificate of Incorporation is attached as an addendum to this Constitution.

**5. Of the Church.** The visible Church of Christ is a body of believers in which the pure Word of God is preached, and the Sacraments duly administered according to Christ's ordinance.

**6. Of the Sacraments.** Sacraments ordained of Christ are not only badges or tokens of Christian men's profession, but also they are certain signs of grace, and of God's good will toward us, by the which He doth work invisibly in us, and doth not only quicken but also strengthen and confirm our faith in Him.

There are two Sacraments ordained of Christ our Lord in the Gospel; that is Baptism and the Supper of the Lord.

**7. Of Baptism.** Baptism is not only a sign of profession and mark of difference, whereby Christians are distinguished from others who are not baptized, but it is also a sign of regeneration or the new birth.

**8. Of the Lord's Supper.** The Supper of the Lord is a sign of the love that Christians ought to have among themselves one to another and is a Sacrament of our redemption by Christ's death; insomuch that, to such as rightly and worthily receive the same, the bread which we break is by faith a spiritual partaking of the body of Christ; and likewise the cup of blessing is by faith a spiritual partaking of the blood of Christ. To unworthily receive this Sacrament is to purchase to oneself condemnation.

**9. Of the Offering of Christ.** The offering of Christ, once made, is that perfect redemption, propitiation, and satisfaction for all the sins of the whole world, both original and actual; that there is none other satisfaction for sin but that alone. It is by faith in this sacrifice of Christ that one knows the washing and regeneration and the renewing of the Holy Spirit.

### **Section 3. Covenant**

I believe the Bible to be the word of God, the only infallible rule of faith and doctrine, and I promise to make it my personal rule of life.

I confess Jesus Christ as my personal Savior and Lord.

It is my desire and intent to use all means of grace that the righteousness and love of Christ might increase within me daily that I might set that example that God desires.

I promise to support faithfully the Church of Jesus Christ with my prayers, presence, means, and service.

### **ARTICLE 3. MEMBERSHIP**

Any individual who is at least 18 years old and who affirms personal acceptance of the covenant may be elected as a member of the church, by the Board of Elders, following the procedure adopted by the board.

**Section 1.** The membership shall possess authority to manage all affairs of the church, subject only to the controls and safeguards which are vested in the Board of Elders pursuant to the provisions of Article 4, Section 2. The authority of the membership shall be exercised through the election of officers, the review and adoption of the annual budget, and review and action upon reports, which it may require at any time from any officer of the church. The approval of two-thirds of the voting members present is required at a meeting called for any of the following purposes: to call or dismiss a pastor, to incur indebtedness, or to purchase, lease, sell, or mortgage real property. Only persons whose names appear on the active church membership records on the day of notice of any meeting of the church members and are present at a duly called meeting shall be entitled to vote.

**Section 2.** The Elder Board shall establish a procedure to allow for annual review of the membership list and make appropriate changes to it in support of the Clerk's responsibility to maintain the membership rolls.

**Section 3.** The membership of an individual may be terminated by the Board of Elders upon request of such individual.

**Section 4.** The Board of Elders may remove an individual from active membership by declaring such individual to be an inactive member provided that for a period of one year such member has neither communicated with the church nor contributed to its support, and provided that diligent effort has been made to restore such member to fellowship by the Board of Elders. An inactive member may neither hold office in the church nor vote at its meetings.

**Section 5.** The Board of Elders may also elect individuals who affirm personal acceptance of the covenant to associate (non-voting) membership. Associate membership shall be extended to persons under 18 years of age, and ordinarily, to those who are students or temporary residents of the area. Missionaries may also be granted this status who are not from the church but are supported by the church.

**Section 6.** Members will submit themselves to the authority of the Board of Elders in matters of discipline. The goal of discipline is reconciliation and restoration; however, in some cases, the result may be suspension or removal of membership by either the Board of Elders or the full membership. Biblical principles shall be followed in all matters of discipline.

### **ARTICLE 4. LEADERSHIP AND ORGANIZATION**

#### **Section 1. Pastors and Leadership**

1. The Senior Pastor shall provide spiritual leadership to the church. He shall be a member *ex officio* (voting) of all boards, committees, and agencies of the church. He shall be

responsible for the day-to-day operation of the staff (e.g. associate pastors, ministry directors, ministry assistants, business administrator, etc.) and the administrative office of the entire church organization.

2. All pastors shall be males and demonstrate the scriptural qualifications of an Elder.
3. To select a Senior Pastor, the Board of Elders shall serve as the Pulpit Committee and shall name a prospective Senior Pastor for consideration to the membership, the membership, in turn, may then by a two-thirds vote call the prospective Senior Pastor for an indefinite term.
4. Associate Pastors assist the Senior Pastor, and shall be called in the same manner that is provided for the calling of the Senior Pastor, except that the approval of the Senior Pastor shall be required. Associate Pastors may be designated by the Senior Pastor to represent him in any official capacity. Staff (e.g. ministry directors, ministry assistants, and the business administrator) may also be appointed to assist the Senior Pastor by the Board of Elders. All staff are subject to the supervisory authority of the Senior Pastor. All ministry staff including the business administrator shall be members or become members of the church.
5. The salary and benefits of the pastors shall be specified to the membership at the time of the call of each, and may be changed by the Elders.
6. The dismissal of a pastor shall require a two-thirds vote of all members of the Board of Elders and a two-thirds vote of the membership. The dismissal of other ministry staff shall require a majority vote of all members of the Board of Elders.
7. Scripturally a pastor is an Elder with specific gifts for pastoring. However, for the sake of the church government structure, only the Senior Pastor will be a voting Elder. Other pastors may be asked to participate in Elder Board Meetings at the discretion of the Senior Pastor.

## **Section 2. Board of Elders**

The Bible teaches that the church is to be led by elders which include all pastors. The Board of Elders shall maintain stewardship over the spiritual and temporal resources of the church. It shall safeguard the doctrinal position of the church. It shall assist the Senior Pastor in providing spiritual leadership to the congregation in the development and execution of church policy and in planning and coordinating church ministries. All Boards are subject to the authority of the Board of Elders. The Board of Elders shall also be responsible to see that all policies are published in the LCC Policy and Procedure manual.

*Qualifications:* Elders must demonstrate the qualifications described in I Timothy 3:1-7 and Titus 1:6-9.

*Structure:* The Board of Elders shall consist of the Senior Pastor and eight to eleven male members of the church. In order to fulfill their role as trustees, Elders shall be citizens of the United States of America and residents of the State of New York. The Senior Pastor shall not serve as trustee. One practical third of the elders shall be elected annually by the membership of the church. Each elder is to serve a term of three years with a limit of two consecutive terms. Consecutive service as elder shall not exceed six years. The Board of Elders shall annually elect its own Chair and other officers and meet at least quarterly as trustees. The Chair cannot be a pastor. No LCC staff person may be an elder. The election of the Elder Chairman shall occur at the first meeting following the Annual Meeting of the Church. Each Elder shall annually, at this

time, openly and without reservation affirm his belief in and adherence to the creedal statement contained in the Certificate of Incorporation of the Church. The Board of Elders shall fill vacancies on the Board as specified by Article 9, Section 182 of the Religious Corporation Law of the State of New York.

*Functions:* The Board of Elders shall also have the following duties and powers:

1. to elect persons to membership in the church and administer the provisions of Article 3 of this constitution
2. to serve as Pulpit Committee
3. to provide a liaison to the following boards for the purpose of ensuring a proper level of communication and coordination: Administration, Missions, Ministry and Loudonville Christian School
4. to approve the calling of the Senior Pastor or Associate Pastor(s) as provided in Article 4, Sections 1.2, 1.3 and 1.4 of this constitution
5. to provide leadership training
6. to dismiss the Senior Pastor or Associate Pastor(s), as provided in Article 4, Section 1.6 of this constitution
7. to call special meetings of the membership, as to place business before such meetings for consideration, as provided in Article 5, Section 2 of this constitution
8. to create, define, and prescribe the method of filling offices and committee assignments not otherwise provided
9. to appoint a lay member of the church to serve as Moderator of each congregational meeting
10. to approve the annual budget prior to its presentation to the membership
11. to act for the church in all matters not delegated elsewhere but shall not be empowered to incur debt or to purchase, lease, sell or mortgage real property without specific approval of the membership
12. to approve nominees to the Loudonville Christian School Board
13. to remove or suspend individuals from membership, if necessary, based on the results of discipline as provided in Article 3, Section 6 of this constitution
14. to appoint ministry staff (e.g. directors, ministry assistants and a business administrator) to assist the Senior Pastor as provided in Article 4, Section 1.4.

The individual members of the Board of Elders shall also act in a separate capacity from the office of elder as the trustees of the church and will meet in that capacity as required by New York State Law with the following duties and powers:

1. to the extent the corporation lacks capacity to do so, to hold legal title, on behalf of the membership, to all real properties of the church
2. to call special meetings of the membership, as to place business before such meetings for consideration, as provided in Article 5, Section 2 of this constitution
3. to interpret the constitution and the certificate of incorporation of the church

### **Section 3. Board of Administration**

The Board of Administration will oversee the temporal affairs of the church subject to the policies and authority of the Board of Elders and of the members of the church.

*Qualifications:* All members of the Board of Administration shall be active members of the church and meet the qualifications of deacons and/or deaconesses as described and exemplified in the New Testament.

*Structure:* The Board of Administration shall consist of eight to eleven members. The Loudonville Christian School (LCS) shall designate one of its board members, or the Headmaster, to be a non-voting member of the Board of Administration to ensure proper communication relative to facility use policies. All members of the Board of Administration shall be elected by the membership of the church except the LCS representative. One practical third of the members shall be elected annually by the membership of the church. Each member is to serve a term of three years with a limit of two consecutive terms. Consecutive service shall not exceed six years. The Board shall elect annually from its members a Chair to preside over its meetings. The Chair cannot be a staff person.

A staff member for administration (e.g. Church Business Administrator, Executive Pastor, etc.) shall carry out the day-to-day maintenance and usage of the facility, management of all the finances (including the Missions Fund, Care Group Fund and other ministries), selection of depositories and management of personnel. The business administrator shall be a non-voting member of the Board of Administration and provide regular reports of LCC administrative operations for the purpose of policy and budget accountability. The church budget will be submitted by the business administrator to the Board of Administration for review and submission to the Board of Elders.

*Functions:* The Board of Administration will have the following duties and powers:

1. Propose and develop new policy relative to the administration of LCC personnel, facilities and finances (subject to approval by the Board of Elders). It shall ensure that LCC operations are carried out in accordance with LCC policies.
2. Work closely with LCC staff, supporting and assisting in the operational duties, to oversee the maintenance of properties subject to the policies and budget of the church.
3. Ensure that all financial matters including but not limited to budget preparation, bookkeeping, and accounting processes occur in accordance with LCC policies.

4. Approve depositories, open bank accounts, and specify the officer or officers who shall be authorized to withdraw funds from each account. The Board shall notify the Board of Elders of these actions.
5. Approve minor changes to the budget when special needs arise. All such changes shall be reported in the meeting minutes, and to the Board of Elders and to the membership at the next regular meeting of each.
6. Propose and enforce policies relative to employment of all church non-ministry staff.
7. Appoint, to serve at its pleasure sub-committee(s) (whose members need not be members of the Board of Administration) to act for it in ensuring the care and maintenance of church property, the financial record keeping, etc.

#### **Section 4. Board of Missions**

The Board of Missions will oversee the missions outreach of the church subject to the policies and authority of the Board of Elders and of the members of the church.

*Qualifications:* All members of the Board of Missions shall be active members of the church and meet the qualifications of deacons and/or deaconesses as described and exemplified in the New Testament.

*Structure:* The Board of Missions shall consist of eight to eleven persons. Three at-large members shall be elected by the congregation and all others shall be appointed by the Senior Pastor. Each member is to serve a term of three years with a limit of two consecutive terms. At least one practical third of the members shall be elected or appointed each year as the case may be. The Board shall elect annually from its members a Chair to preside over its meetings. The Chair cannot be a ministry staff person. The Chair shall not serve as such for more than three consecutive years. A ministry staff member for missions (e.g. Director of Missions, Missions Pastor, etc) shall be a non-voting member of the Board of Missions by virtue of their office. He or she shall be responsible for the operations of the missions program subject to the policies of the Board of Missions.

*Functions:* The Board of Missions will have the following duties and powers:

1. Propose and develop missions policies to be submitted to the Board of Elders for approval.
2. Assist the ministry staff in stimulating and providing prayer support for missions.
3. Ensure that the planning and administration of the missionary program of the church is subject to the policies and authority of the Board of Elders and members of the church, including the apportionment of mission funds within general policies established by the membership of the church.
4. Submit the annual missions budget to the Board of Administration.

## **Section 5. Board of Ministry**

The Board of Ministry shall oversee and coordinate all ministries of LCC (except LCS and the Board of Missions) in order to carry out the mission of the church subject to the policies and authority of the Board of Elders and members of the church. The Board of Ministry shall propose and develop LCC policy relative to all ministry operations of LCC. It shall ensure that the planning and administration of the ministries of LCC are subject to the policies and authority of the Board of Elders and members of the church.

*Qualifications:* All members of the Board of Ministry shall be active members of the church and meet the qualifications of deacons and/or deaconesses as described and exemplified in the New Testament.

*Structure:* The Board of Ministry will consist of eight to eleven voting members. Three at-large members shall be elected by the congregation and all others shall be appointed by the Senior Pastor. Members shall serve three years with at least one practical third of the members elected or appointed each year as the case may be. No member may serve more than two consecutive terms. The Board shall elect annually from its members a Chair to preside over its meetings. The Chair cannot be a ministry staff person. The Chair shall not serve as such for more than three consecutive years. The Associate Pastor charged with oversight of ministry operations shall be a non-voting member of the Board of Ministry and shall report to the Board of Ministry at regular meetings on the leadership and operations of LCC ministries. In the event this staff position is vacant, this role will be filled by the Senior Pastor or his designee.

*Functions:* The Board of Ministry will have the following duties and powers:

1. Propose and develop new LCC policy relative to all ministry operations at LCC (subject to approval by the Board of Elders) and maintain a ministry policy handbook for each ministry area.
2. Assist LCC ministry staff, which is responsible for the day-to-day operations of the ministry, by providing support for the particular ministries of LCC.
3. Approve leaders of particular ministries (including teachers) which have been recruited by members of the ministry staff according to ministry policies.
4. Review and submit the ministry budget (prepared by the associate pastor in coordination with the business administrator) to the Board of Administration.
5. Oversee and support a discipleship program for children, students and adults.
6. Oversee and support a Care Group subcommittee which will assist the ministry staff and the Elders in caring for strangers, the sick, widows, and the needy and shall provide a caring environment within which the love and fellowship of the church occurs. This subcommittee will administer the distribution of the Care Group Fund established for the relief of the poor and needy and for expenses directly related to the ministry of this Board. An annual financial report of the committee's activities will be provided to both the Board of Ministry and the Board of Administration.
7. Regularly report the status of the ministries of the church to the Board of Elders.

## **Section 6. Nominating Committee**

There shall be a Nominating Committee established to provide a list of nominations for each vacant office for a vote of the membership at the Annual Meeting. It shall consist of two Elders, one member of the Board of Administration, one member of the Board of Ministry, one member of the Board of Missions, one member elected by the membership at the previous Annual Meeting and two members appointed by the Senior Pastor. The Senior Pastor shall serve as special advisor to the committee but without vote. The committee shall follow the LCC Policy and Procedure Manual.

## **Section 7. Miscellaneous Committees**

The Board of Elders establishes or approves miscellaneous committees, which would focus and provide direction for other ministries of the church (e.g. building committee, visioning committee, etc.).

Each established committee shall develop operating policies and procedures to be approved by the Board of Elders and filed in the LCC Policy and Procedure Manual.

The Chair of each established committee shall be active member of the church and meet the qualifications of deacons and/or deaconesses as described and exemplified in the New Testament. The majority of the membership on each committee shall also be members of LCC.

## **Section 8. Auxiliary Organizations**

Auxiliary organizations may be established as an integral part of the church upon approval of purpose and general program by the Board of Elders and the membership. Membership approval shall require a two-thirds vote of voting members present at a meeting called with advance notice of the proposed auxiliary organization.

The following auxiliary organization(s) have been established:

### **Loudonville Christian School**

#### **Mission and Purpose**

The Bible charges parents with responsibility for the education of their children, especially their religious education. Loudonville Community Church, believing that a Christian school would assist parents in meeting this responsibility, established Loudonville Christian School. The School is operated as a separately incorporated, religious/educational ministry of the Church.

#### **Christian School Board**

The Christian School Board consists of nine elective members, plus *ex officio* members with a majority of the elective members also being members of LCC. The Board shall appoint one of its members, or the Headmaster, to be a member of the Board of Administration of the church. The Elder Liaison to this Board is not a voting member.

## **Section 9. Clerk**

There shall be a Clerk of the Church, elected annually by the Board of Elders from among its members, to serve a one-year term. The Clerk shall be responsible for the records of church

membership, for sending notices of meetings of the membership, and shall record proceedings of meetings of the membership and of the Elders.

### **Section 10. Church Treasurer**

The Treasurer shall be a member of the church elected by the membership to a three-year term with a limit of two consecutive terms. Consecutive service shall not exceed six years. The Treasurer shall:

1. Serve as internal auditor of all funds;
2. Ensure that written accounting practices and procedures are followed;
3. Conduct regular review of all financial activities and practices of the church including the General Fund, Building Fund, Missions Fund, Care Group Fund, Capital Improvement Fund, Investments, and any other fund of the church including the financial accounting of particular ministries;
4. Have unhindered access to all information relative to all fund, bank, bookkeeping, and budget activity;
5. Conduct as necessary the training of subordinate treasurers and financial managers according to the established financial policies and procedures of the church;
6. Make arrangements for an annual independent audit of all church financials to be approved by the Board of Administration;
7. Present an annual accounting of the monies of the church to the Board of Administration, Board of Elders and the church membership at the annual meeting;
8. Prepare a final fiscal year report (12 months) by September 1 to be made available to the membership.

### **Section 11. Auditor(s)**

An independent Auditor or Auditors shall be appointed annually by the Board of Administration. An audit shall be made of all church accounts and monies and reports thereon shall be made to the Board of Elders. Interim audits may be ordered at any time by the Board of Elders. No auditor shall have any affiliation with LCC in the period covered by the audit.

## **ARTICLE 5. MEETINGS**

### **Section 1. The Annual Meeting**

The Annual Meeting of the church shall be held on the first Thursday of June, to receive the annual reports of officers, to adopt the annual budget, to elect officers, and to transact other business.

## **Section 2. Special meetings**

Special meetings for business may be called by the Senior Pastor, or by the Board of Elders, and must be called by the Clerk of the Church on written request (indicating specific agenda items) signed by any ten members. Such special meeting shall be competent to transact business, except that the following matters may be acted upon by the congregation only after announcement of a meeting for the specific matter has been given from the pulpit at all worship services on two consecutive Sundays and written notice of the matter under consideration has been sent to each member by the Clerk of the Church at least ten days in advance:

- Amendment to the church constitution or to the certificate of incorporation. The substance of such a change must be included in the required notice of meeting.
- Proposals involving the incurring of debt or the purchase, lease, sale, or mortgage of real property.
- Call or dismissal of the Senior Pastor or of an associate pastor.

In all matters relating to the removal of an individual from their position, the Clerk of the Church will notify the Board of Elders of such action for the purpose of ensuring that proper biblical principles of reconciliation/restoration have been followed.

## **Section 3. Quorum**

A quorum for the transaction of business at any meeting of the congregation shall consist of 15% of the current LCC voting members, as verified by the Clerk of the Church, as of the date of the meeting.

## **Section 4. Voting**

Voting shall be by ballot except that where practical unanimity is apparent the moderator may accept voice votes or show of hands. Except as otherwise specified by this constitution, a majority vote shall be decisive.

## **Section 5. Church year**

The fiscal year of the church shall commence on the first day of July. The term of office of each person shall begin with his or her installation in office by the presiding officer or pastor(s); the installation to be within one month after election or appointment. Each term of office shall terminate upon installation of a duly selected successor.

## **Section 6. Informational Meetings**

To promote open communications with the congregation, the Elders are encouraged to have regular informational meetings.

## **Section 7. Meetings of Board and Committees**

Each board and committee shall meet at the call of its Chair or the Senior Pastor, and on such dates as each may establish for itself. A majority of the members of any such board or committee shall constitute a quorum for the transaction of its business at any duly called meeting. Each

board and committee may adopt such rules and create such offices as may be necessary for the conduct of its business, subject to approval by the Board of Elders. Each such board and committee shall keep minutes of its proceedings.

### **Section 8. Vacancies**

Vacancies in any existing or newly created offices, not otherwise provided for, shall be filled by the Board of Elders.

## **ARTICLE 6. AMENDMENTS**

Amendments to the church constitution and to the certificate of incorporation may be submitted for consideration by the members by written proposal to the Clerk of the Church from the Board of Elders, or from any ten members. Within two weeks of receipt of such a proposal, the Clerk shall submit written notice to each member, stating the proposal, and calling a meeting of the membership not less than ten days nor more than three weeks from the date of the notice. At such meeting, the membership may by two-thirds vote of a quorum present, adopt prospective amendments. Amendments to the corporate certificate must be filed by the Clerk of the Church with the Secretary of State as required by statute.

## **ARTICLE 7. CHURCH CONFLICTS**

It would be hoped that conflicts would not occur within the church and are very unlikely when members are following the leading of the Holy Spirit. However, in the event of a conflict, congregants are required to follow biblical principles such as exist in Matthew 18 and I Corinthians 6 to achieve resolution. All matters shall be resolved within the context of "the church". An Advisory Council comprised of designated past pastors and past elders who are still members in good standing of LCC may be considered as an appropriate source of counsel in these matters.

## **ARTICLE 8. MISCELLANEOUS ITEMS**

### **Section 1. Indemnification**

The church shall grant to its Elders, Pastors, employees and lay leaders ("indemnified parties") indemnification to the fullest extent permitted by law, all in accordance with such policy or policies as the Board of Elders may establish. No amendment to this provision or to any such policy will be effective to decrease the amount or terms of indemnification of indemnified parties who took office prior to such change.

### **Section 2. Consecutive Service by Lay Leaders**

Once a lay leader has completed the maximum term of service for a board as specified in this constitution, they must have at least a 6 month "break in service" before being able to return to that board.

### **Section 3. Removal of Lay Leaders**

Any lay leader may be removed from their office, with or without cause, using the same process as was used to obtain that office; i.e., if elected by the membership, removed by the membership, or, if appointed, removed by the appointing authority. In all cases of removal, the individual or

group who recommends or conducts the removal shall document the reasons for the removal which would then be available for review by church members while respecting the need to be sensitive to the privacy of the person being removed and an opportunity to be heard.

#### **Section 4. Resignation of Lay Leaders**

Any Lay Leader may resign at any time by giving written notice to the Chair or Secretary of the Board. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified in the resignation. Unless the resignation specifies otherwise, the acceptance of such resignation shall not be necessary to make it effective.

#### **Section 5. Termination or Dissolution**

If this Corporation is dissolved, all property and funds which remain after the payment of or provisions for all of the Corporation's debts and the costs of dissolution shall in no way be used for the personal benefit of the Corporation's trustees. Instead, any of these remaining funds or property shall be paid over to, or distributed to a church or para-church organization (e.g., a Christian school), a community welfare corporation or a local charitable organization. To receive any of these remaining funds or property, any such entity shall subscribe to and conduct operations substantially in accordance with the Corporation's Articles of Faith as stated in its Constitution, and provided that it shall not have a sectarian or religious denominational affiliation.

In the event that any section of this constitution shall be declared unlawful or otherwise unenforceable, such declaration shall not affect any other provisions of this constitution.

*Legal note: For the purposes of correlation to the terminology of the Religious Corporation Law, this document is also the "By-laws" of the corporation.*

## HISTORICAL NOTE

The initial constitution of the church was adopted on January 22, 1956; revision in 1972 resulted in adoption of a revised constitution of January 5, 1973. In the revision:

- Articles 1 and 2 are unchanged from the 1956 original.
- Article 3 is substantially unchanged from its 1959 amended form.
- Article 5 is unchanged in substance from the 1956 original.
- Article 6 was adopted May 23, 1972.
- Articles 4, 7 and 8 were adopted January 5, 1973, completing the revision.

Further amendments were made as follows:

- Article 6, Section 5 -- March 20, 1984
- Article 6, Sections 3, 4, and 5 -- June 5, 1985
- Article 3, Section 3 -- January 18, 1991
- Article 6, Sections 4 and 7 -- January 18, 1991
- Article 7, Section 3 -- January 18, 1991
- Article 4 -- March 4, 1993
- Article 5, Section 1 -- March 4, 1993
- Article 5, Section 4 -- March 4, 1993
- Article 8 -- February 18, 1994 (decision of Judge Hughes)

In 1994, a complete review of the constitution resulted in several significant revisions. By-laws and constitution combined as single document. In the revision adopted February 29, 1996:

- Articles 1 and 2 are materially unchanged from the 1956 original.
- Articles 3 and 4 combined with the addition of Sections 2 and 6.
- Articles 5 and 6 combined with the Elders and Trustees made synonymous.
- Sections 1.g, 2.b.3, 2.b.5, 2.b.12, 2.b.13 added.
- Board of Finance renamed Board of Deacons with expanded duties.
- Deacons Committee renamed Care Group Committee.
- Provision established for "miscellaneous" committees.
- Requirement added that all board members and committee chairs shall be members of LCC and meet the qualifications of deacons/deaconesses in scripture.
- Loudonville Christian School enumerated as auxiliary organization of LCC.
- Article 7 renumbered Article 5 with Section 6 added and church year changed to begin July 1.
- Article 8 renumbered Article 6.
- Articles 7 and 8 added.

On May 20, 2007, a major revision of the organizational structure of the church as expressed in Article 4 was adopted in addition to several minor revisions.

- Articles 1 and 2 are unchanged except for the addition of the abbreviation "LCC"
- Term "minister" changed to "pastor" throughout the constitution
- Article 4 renamed "Leadership and Organization"
- Article 4. Section 1 renamed to "Pastors and Leadership"

- Article 4. Section 1. Provisions are made to allow the appointment of staff members such as ministry directors and the business administrator. The mode of hiring and dismissing these staff members as well as their reporting structure is outlined.
- Article 4. Sections 2,3,4,5. The description of four boards in the church (Elder, Administration, Missions, Ministry) are made uniform with descriptions of “Qualifications,” “Structure,” and “Functions” for each board. Each board may have 8-11 lay members serving up to two three-year terms. All members of the Elder and Administration Board are elected and three members of the Missions and Ministry Boards are elected, with the balance being appointed by the Senior Pastor.
- Article 4. Section 2. Function 14. The Board of Elders is given the power to appoint staff members to assist the Senior Pastor.
- Article 4. Section 3. Name of Board of Deacons changed to “Board of Administration.”
- Article 4. Section 3. Function of the church business administrator is outlined, and the policy-setting function of the Board is described.
- Article 4. Section 4. The role of a ministry staff member for missions is described in relation to the operation of the Board of Missions.
- Article 4. Section 5. Board of Ministry replaces the Christian Education Board. The scope of this board is broadened to include all ministries of the church (except Missions and LCS). The role of this board is to propose and develop ministry policy and provide support to the LCC staff that is carrying out the ministry.
- Article 4. Section 6. The Care Group Committee section is eliminated (now included under the Board of Ministry). The new Section 6 is the Nominating Committee.
- Article 4. Section 6. The Nominating Committee is expanded to include representatives of the Boards of Missions and Ministry and an at-large member of the committee is elected by the congregation.
- Article 4. Section 9 and 11. The Ushers and Church Administration office sections are eliminated and the other sections are renumbered appropriately.
- Article 4. Section 10. The Church Treasurer function is altered to a role of internal auditor.
- Article 8. Section 1. Employees of the church are given indemnity. Officers of church are renamed “lay leaders.”
- Article 8. Section 5. A “savings” clause is added in case one part of the constitution is declared unlawful.

**Appendix**

**CERTIFICATE OF INCORPORATION OF  
LOUDONVILLE COMMUNITY CHURCH  
In the Town of Colonie, Albany County, New York**

**(Pursuant to Article 9 of the Religious Corporation Law)**

We the undersigned for the purpose of forming a corporation pursuant to the provisions of Article 9 of the Religious Corporation Law of the State of New York, do hereby certify as follows:

**FIRST:** The name or title by which such society shall be known in law is "LOUDONVILLE COMMUNITY CHURCH."

**SECOND:** The purpose of its organization is the founding and continuing of a free church at Loudonville in the Town of Colonie, Albany County, New York, holding to the creedal doctrine that the Old and New Testaments as canonically received do not merely contain, but are the Word of God, and as originally given they are plenary inspired and free from all error in whole and in part. The Bible is the only infallible rule of faith and practice.

The corporation shall take or acquire real and personal property, by gift, lease, purchase, grant or devise and hold, use or let the same, without interest of profit or gain, for religious, educational, benevolent or philanthropic service or purposes, either under its own direction, or by an organization or Congregation holding to the Protestant form of worship and teaching.

Except as hereinbefore limited the trustees and their successors shall be a body politic and cooperate with all the rights, powers and duties conferred by said Article 9 of the Religious Corporation Law.

**THIRD:** The names of the seven trustees to manage the same, of whom not less than five are persons who are not ministers of the gospel or priests of any denomination, are: Curtis C. Fuller, Virginia Fuller, Arnol Bryan, Leah B. Bryan, Frances J.H. Hughson, Ira Blake and Frances Blake, all of whom are citizens of the United States and residents of the State of New York.

**FOURTH:** That each of the subscribers of this certificate is a person of full-age, a citizen of the United States, and a majority thereof residents of the State of New York.

In witness whereof, we have made, signed and acknowledged this certificate in triplicate this 21st day of July 1953.

Curtis C. Fuller  
Virginia Fuller  
Arnol G.H. Bryan  
Leah B. Bryan  
Frances J.H. Hughson  
Ira W. Blake  
Frances Blake

State of New York)

)ss:

County of Albany)

On the 21st day of July, 1953 before me personally came Curtis C. Fuller, Virginia Fuller, Arnol Bryan, Leah B. Bryan, Francis J.H. Hughson, Ira Blake and Frances Blake to me known and known to me to be the persons described in and who severally executed the foregoing instrument, and they severally duly acknowledged to me that they executed the same.

John E. Glenn

Note: The original Certificate of Incorporation with signatures is at the Albany County Clerk's Office where it was filed on October 9, 1953.