

WAKEFIELD BAPTIST CHURCH
BY-LAWS

Revised and Adopted: September 14, 2025

Article 1. NAME:

The Name of this Church shall be the WAKEFIELD BAPTIST CHURCH.

Article 2. PURPOSE:

This Church lives to do these things:

- to introduce Jesus Christ to those who do not know and love Him;
- to deepen the faith and commitment of those who already know Him; and
- to demonstrate Christ's way of love in service to the world.

Article 3. POLITY:

The government of the Church is vested in the body which composes its membership; but because its parish is worldwide, the Church recognizes its obligation and privilege to cooperate with other religious bodies having the same general objectives. It shall, therefore, be affiliated with the American Baptist Churches of Rhode Island, the American Baptist Churches U.S.A, and may be affiliated with other Christian ecumenical organizations.

Article 4. DECLARATION OF DOCTRINE AND PRINCIPLES:

This Church receives the Bible as an all-sufficient basis of doctrine and practice. As a summary of principles for Christian conduct among its members, it adopts the following Covenant.

CHURCH COVENANT

Having been led by the Spirit of God to profess our faith in Jesus Christ and having been baptized in the name of the Father, the Son, and the Holy Spirit, we do now solemnly and joyfully affirm our covenant with God and with each other.

We pledge to serve Christ in the fellowship of this congregation. We shall endeavor to love one another, to remember one another in prayer, to share in each other's joys and to sustain each other in times of distress. We aspire to be a fellowship of the concerned, where the lost may find Jesus Christ, sinners may find pardon, seekers may find meaning for their lives, and where all who come may find welcome. We shall strive to be responsible church members, through faithful attendance, study and giving.

We shall seek to be obedient to Christ in our daily living. Within our homes, in our labor, and while at leisure we shall strive for attitudes and actions which will reflect God's spirit working through us. Believing that our bodies are temples of the Holy Spirit, we shall endeavor to avoid experiences and

habits which defile our body and hinder our witness.

Bound together in a fellowship of faith with all who confess Jesus Christ as Lord and Savior, we shall pray and labor for spirit of unity among all Christians.

Believing that our call to be a Church is a call to witness in the world, we dedicate ourselves anew as servants of the Lord of all life. Whenever people are separated by barriers of hostility and distrust, we shall be ministers of God's reconciling love. As we pledge our support to the work of our missionaries throughout the world, we commit ourselves to the mission to which "God calls us all.

Acknowledging our human frailties and ever seeking forgiveness, we profess our need of the Holy Spirit, and commit our lives to Jesus Christ, and through Him to the care, the judgment, the deliverance, and mercy of Almighty God. Amen.

Article 5. MEMBERSHIP:

Section 5.1 All candidates for membership must participate in orientation sessions provided by the church, and shall be received into membership upon review by and recommendation of the Deacons Ministry, followed by affirmation of the Church. Those who wish to become Members of the Church shall be received in one of the following ways:

1. By Baptism: Those persons who are making their decision for Christ for the first time, who confess Jesus Christ to be their Lord and Savior and who promise to live a Christian life shall be baptized by immersion. Anyone for whom immersion is inadvisable for reasons of health may be accepted and received as a Member upon confession of faith.
2. By Letter: A believer who is a member of an evangelical Christian church and who is in accord with the views of faith and the principles of the Church, may be received by letter of transfer or upon confession of faith.
3. By Experience of Faith: Any person who no longer holds membership in any evangelical Christian church for any reason may be received to membership upon recommendation of the Deacons Ministry and affirmation of the Church.

Section 5.2. Associate Members

Those who desire to be active participants, but do not want to remove their membership from their home church, may become Associate Members. They shall be received as Associate Members by recommendation of the Deacons Ministry, followed by affirmation of the Church. They shall be entitled to all of the rights and privileges of full membership except they shall not serve as an officer of the Church nor on the Deacons Ministry and they shall not vote on any changes in the Bylaws.

Section 5.3. Transfer to Inactive Roll

Those who have not supported the programs of the Church or participated in its fellowship in any way for a period of three years may be transferred from the active to the inactive roll. If a person becomes active again, they will be transferred back to the active roll.

Section 5.4. Membership in this Church shall be terminated as follows:

1. By death.
2. By letter. Any member who desires a letter of dismissal and recommendation to any other Church is entitled to receive it upon request. The name of the Church to which membership is to be

transferred must be indicated in the request and the letter shall be sent to the Pastor or the Church Clerk.

3. Withdrawn by written request. Any member who desires to withdraw membership from the Church may do so by indicating this in a letter written to the Pastor or Church Clerk.

4. By removal upon vote of the congregation following the recommendation of the Deacons or Ministries Council. This will follow canvassing if the member has, through previous canvassing, been moved to the inactive roll, not participated in any way and not responded to any attempt of contact for a period of at least 3 years.

Section 5.5. Responsibilities of Members

1. The financial policy of this Church, and of all auxiliary organizations, is predicated upon personal, voluntary giving as an act of worship. Annual pledges toward the budget of the Church shall be solicited on this basis. However, additional free-will offerings may be taken by permission of the Trustees Ministry, the Missions & Discipleship Ministry, Deacons Ministry, or the Ministries Council.

2. Members are to be faithful in all responsibilities essential to Christian living, to attend habitually the worship of this Church, to give regularly to its support and benevolences, to share in its organized work, and to invite others to join its fellowship.

Section 5.6 Members unable to Attend

A member on the active roll unable to attend services or other functions of the church because of health, age, physical or mental limitations shall not have their name removed from the active roll, but shall remain on the active roll unless that member requests a change in membership status. Also, any such member whose membership is listed as inactive shall not be removed or dropped from membership unless said member requests that change of status.

Article 6. OFFICERS

Section 6.1. Church officers as listed below shall be elected or appointed as provided for in this article.

6.1.1 All Church officers listed in Section 6.2 must be members of the Church.

6.1.2 Except as otherwise provided for, all officers shall be elected at the annual meeting of the Church for a period of one year. All vacancies occurring between annual meetings shall be filled by the Ministries Council.

6.1.3 The Pastor (s) shall be called for an indefinite period by the Church membership upon the recommendation of a Pastoral Search Committee. The procedures for calling a Pastor are described in Section 9.1.

Section 6.2. Church officers and their responsibilities

6.2.1 Pastorate. The Pastor (s) shall proclaim the Gospel, administer the ordinances, promote the teaching ministry and have responsibility for services of worship. The Pastor (s) shall enable persons to grow in the Christian faith through Bible Study, prayer and visitation. The Pastor(s) may be resource persons and ex officio nonvoting members of all Ministries and committees. A Pastor may not hold any church office as defined in 6.2.2 - 6.2.7.

6.2.2. Church President. The Church President shall preside at all business meetings of the Church and all meetings of the Ministries Council. Should the President be unable to attend any of these meetings, said meeting shall be presided over by the chairperson of the Deacons Ministry. If both are absent, the members present shall appoint one of themselves to chair the meeting. The Church President shall be a nonvoting ex officio member of all Ministries and Committees that he/she does not chair.

6.2.3. Church Clerk. The Church Clerk shall keep a correct and permanent record of all business meetings of the Church and the Ministries Council, sign all letters of transfer to other churches, take charge of all Church records, and maintain a Register of Members.

6.2.4. Church Treasurer. The Church Treasurer shall be the bonded custodian of all funds belonging to the Church. The Treasurer shall serve as a liaison with any financial institution where funds are invested and report the investment activity of such funds to the Trustees Ministry on a monthly basis and to the Ministries Council on a quarterly basis. In the case of the Deacon's Fund the Treasurer shall, upon receiving it, turn it over to the Deacons Ministry, whose duty it shall be to expend the money in that fund. All other monies belonging to the Church shall be disbursed by the Treasurer, under the supervision of the Trustees Ministry. The Treasurer shall provide written monthly financial reports to the Trustees Ministry. The Treasurer shall provide written quarterly reports to the Ministries Council and an annual report to the Church, including a list of investments. The Treasurer shall be an ex officio voting member of the Trustees. Each year the Treasurer shall file the appropriate papers of incorporation with the Rhode Island Secretary of State's Office.

6.2.5. Assistant Treasurer. This officer shall assist the Treasurer in such ways as the Treasurer shall direct.

6.2.6. Financial Secretary. The Financial Secretary shall:

1. receive and deposit in a timely manner all donations, contributions and any and all funds designated to the Church through the regular channels and through special offerings
2. keep a complete and detailed account of all individual pledges and payment of same
3. send financial statements at least twice a year to all contributors, showing their individual financial standing
4. Provide written monthly financial reports to the Trustees Ministry, provide written quarterly reports to the Ministries Council and an annual report to the Church.
5. make special reports to the Ministries Council and the Trustees Ministry
6. have charge of distributing offering envelopes.

The Financial Secretary shall be an ex officio voting member of the Trustees.

As aides to the Financial Secretary there shall be at least four Tellers and such added ones as the Ministries Council may decide are needed. These Tellers will be selected by the Financial Secretary, Assistant Financial Secretary, and Trustees. The Tellers positions will be posted. They shall not have access to the records of individual contributors. The Financial Secretary and the Assistant Financial Secretary shall be bonded. Tellers shall be bonded.

6.2.7. Assistant Financial Secretary. This officer shall be bonded and assist the Financial Secretary in such ways as the Financial Secretary shall direct.

Article 7. CHURCH ORGANIZATION

Section 7.1. Ministries Council. There shall be a Ministries Council composed of:

- A. The Pastor (s), nonvoting, ex officio member (s)
- B. The following elected officers:
 - Church President
 - Church Clerk
 - Church Treasurer
 - Financial Secretary
- C. Chairperson, Deacons Ministry
- D. Chairperson, Trustees Ministry
- E. Chairperson, Missions and Discipleship Ministry
- F. Chairperson, Worship Ministry
- G. Chairperson, Hospitality Ministry
- H. Chairperson, Staff Relations Committee

All persons serving on the Ministries Council shall be members of the church.

7.1.1. Responsibilities of Ministries Council

The Ministries Council shall annually appoint persons, who must be members of the Church, as Delegates of the Church to the American Baptist Churches of Rhode Island.

The Ministries Council shall be empowered to act in behalf of the Church between meetings of the Church on all matters unless otherwise specified in the Bylaws. It shall also be the function of the Council to provide leadership in determining the mission of the Church and in developing policies and programs to accomplish that mission.

A two-thirds majority of those present and voting shall be sufficient to refer any matter under consideration by the Ministries Council to a special or regular meeting of the Church.

Representation and attendance. The Ministries Council shall meet at least quarterly. Members shall be selected after the Annual Meeting by the groups they represent. Any member of the Council, with the exception of the President, may appoint a voting alternate in case of absence. In the absence of the President, the Chairperson of the Deacons Ministry presides (Section 6.2.2). In the absence of both the President and the Chairperson of the Deacons Ministry, the members in attendance shall choose one of themselves to preside.

The Ministries Council is responsible for the nominating process of all elected officers and Ministry members as set forth in these Bylaws. The number of persons on each Ministry will be determined by the Ministries Council. The term of service for these individuals is a minimum of two years. The nomination report of the Ministries Council shall be posted at least two weeks in advance of the Annual Meeting.

The Ministries Council is responsible to appoint Church members to the Staff Relations Committee.

Any Ministry Team or Committee Member or any Church Member who so desires may attend a Ministries Council meeting. However, only duly authorized Council members shall have the right to vote upon matters coming before the meeting.

Section 7.2. Ministries of the Church

7.2.1. Trustees Ministry. There shall be a minimum of three Trustees to serve on the Trustees Ministry. The Treasurer and Financial Secretary shall be ex officio voting members. The Trustees Ministry shall hold in trust all property belonging to the Church and shall determine the use of the Church building for all extra and secular purposes. The Trustees shall designate the bank where the funds of the Church shall be deposited. They shall have the power to transfer and disburse funds as needed for the normal daily operation, upkeep and maintenance of all Church property including certain capital improvements. The Trustees shall also have the power to buy or sell stocks or bonds in the endowment fund as advised by the investment agent of the endowment fund. However, the Trustees shall have no power to buy, sell, mortgage or lease any real estate or engage in any substantial, not-recurring transaction without specific vote of the Church authorizing such action. The Trustees shall supervise payment for all work or services authorized by the Church.

The Trustees Ministry shall act as the Budget Committee of the Church and will receive proposals from all Ministries, Committees and organizations of the Church. These proposals are to be submitted to the Treasurer by October 1 of each year. The Proposed Budget shall be approved by both the Trustees Ministry and the Ministries Council. The proposed budget shall then be presented to all members and friends of the Church for their support. Once pledges have been received the Budget may be adjusted by the Trustees Ministry and Ministries Council. The final proposed Budget will then be presented to the congregation at the Annual Financial Meeting of the church for approval or change.

The Annual Financial Meeting will be held at a time between January 20 and February 20 and will be called by the Ministries Council as stated under Article 8, Section 8.2.

It shall, when so instructed by the Church, secure the services of a Sexton, a Church Administrative Assistant, a Youth Director and any other staff members decided upon by the Church. It shall also secure the services of an Organist and a Choir Director upon recommendation of the Worship Ministry. It shall secure from these persons acceptable service at a salary authorized by the Church. The Trustees Ministry shall be the sole agency for terminating the employment of any staff member except the Pastor (s).

The Trustees shall appoint an Auditing Committee each year. The Trustees will have the option of appointing at least two active participants of the Church or an independent auditor and /or qualified people to conduct the annual review of the financial records of the Treasurer and Financial Secretary. The results will then be communicated in writing.

The Trustees shall appoint a "trained response team" that will respond to complaints regarding improper conduct or abuse. The procedures that this team will follow are included in the Church's policy statement regarding those who work with children, youth, or persons in a vulnerable state or circumstance.

The Trustees Ministry shall perform such other duties as are imposed upon it by the Church and governmental regulations.

The Trustees shall choose annually a Chairperson and a Secretary and shall meet regularly each month, unless the majority agrees that any certain meeting shall be canceled. Special meetings may be called by the Chairperson or by the Secretary, who shall notify the other members.

7.2.2. Deacons Ministry. The Deacons Ministry shall consist of at least three members. All Deacons shall be members of the Church.

The Deacons shall choose annually a Chairperson, a Secretary and a Treasurer, and shall meet

regularly each month. Special meetings may be called by the Chairperson or the Secretary, who shall notify the other members.

The Deacons shall in every way assist the Pastor(s) in their work; consider all applicants for church membership; cooperate in planning worship experiences of the Church; visit the members; care for the sick, needy and distressed, using such Deacon Funds as may be needed.

The Deacons shall promote Christian instruction and ministry to the Church membership, provide the Lord's Supper and aid in its administration.

The Lord's Supper shall be commemorated on the first Sunday of each month unless otherwise arranged by the Deacons Ministry.

The Deacons will visit participants of the church unable to attend services including providing communion where requested; acknowledging/assisting participants during times of joy or sorrow; providing background information to individuals visiting the church, including follow-up data for the pastor.

7.2.3 Worship Ministry. There shall be a minimum of three to serve on the Worship Ministry. The Worship Ministry is responsible for all worship services including special worship services. The Worship Ministry is also responsible for associated technology of the services. Worship Ministry shall be responsible for: preparing the sanctuary; providing flowers; overseeing the organ and musical instruments in cooperation with the organist and choir director; reviewing hymnals and all music belonging to the church; scheduling and supervising the training of ushers and greeters. The Worship Ministry shall recommend to the Trustees Ministry candidates to be considered for employment as organist and director of choirs.

7.2.4 Missions & Discipleship Ministry. There shall be a minimum of three to serve on the Missions & Discipleship Ministry. The Ministry shall be responsible for creating and maintaining missionary interest throughout the whole Church. It shall be concerned with local, national and international missions and develop and implement discipleship, outreach and evangelism programs working cooperatively with other Ministries. The Missions and Discipleship Ministry shall recommend to the Trustees Ministry a yearly mission budget.

7.2.5 Hospitality Ministry. There shall be a minimum of three to serve on the Hospitality Ministry. The Hospitality Ministry shall encourage a welcoming atmosphere. This Ministry shall be responsible for overseeing fellowship hour after worship and shall assist in any additional Church events as needed.

Section 7.3 Committees of the Church

7.3.1. Staff Relations Committee.

The purpose of the Staff Relations Committee is to support each staff member, to facilitate communication among staff and between staff members and the congregation, and to address any conflict situations that may arise. There shall be three committee members who are appointed by the Ministries Council. These persons shall be members of the Church. The Church President shall be an ex officio member of the committee.

The committee shall meet with each staff person (Pastor, Organist, Choir Director, Administrative Assistant, Sexton and any other employee) individually at least once a year to review their employment agreement. Special meetings of the committee may be called by the Chairperson of the Committee, the President of the Church or any staff person. This committee shall be concerned with

personnel matters as they arise and work with the staff to clarify professional issues when necessary, including formal review of staff in relation to the job description.

Section 7.4. Quorums of Ministries Council, Ministries and Committees.

A quorum of the Ministries Council, Ministries and Committees shall consist of fifty percent of the membership of said group.

Article 8. MEETINGS OF THE CHURCH

Section 8.1. Annual Business Meeting. The Annual Business Meeting of the Church shall be held between May 1 and May 20 of each year, at a time designated by the Ministries Council. At this meeting the annual reports of all phases of the Church work shall be made in writing. Election of all Officers and Ministry members shall be held for the year beginning July 1. Notice of this meeting shall be given in writing by the Church Clerk at least two weeks before the meeting.

The fiscal year of the Church shall begin on January 1 and close on December 31 of each year.

Section 8.2. Annual Financial Meeting. An Annual Financial Meeting of the Church will be called by the Ministries Council between January 20 and February 20, to adopt a final budget, approve financial reports, and conduct other business deemed necessary. Notice of this meeting shall be given in writing by the Church Clerk at least two weeks before the meeting.

Section 8.3. Special Meetings. Special meetings of the Church may be called at anytime by a Pastor, by the President, or by the Chairperson of the Deacons Ministry. Special meetings also may be called by any Church Member through the use of a petition, which must have at least ten signatures of persons who are active members of this Church. Notice of any special meeting, and the object for which it is called, shall be given to the congregation at least one week in advance of the date of the meeting. Only such business as was stated in the call of the meeting may be taken up at a special meeting.

At any meeting or worship service, the Church may, without notice, affirm members and appoint delegates, but may not act upon extraordinary business.

Section 8.4. Quorum of the Church. Twenty members shall constitute a quorum; however, a lesser number may adjourn to a later date. The exception is a meeting for calling or dismissing a Pastor as stated under Article 9, Section 9.1 & 9.3.

Article 9. THE PASTORATE

Section 9.1. Calling a Pastor. When the pastorate is vacant the Ministries Council shall select a representative Search Committee of no more than seven members of the Church. This committee shall take the necessary steps to secure a Pastor in full consultation with the Executive Minister of the American Baptist Churches of Rhode Island. It shall investigate the merits of each person under consideration in regard to personal character, education, ministerial record and preaching ability in determining fitness for this pastorate. When a suitable person is found the committee shall recommend that person to the Church for consideration.

The Call of a Pastor shall come before the Church at a special business meeting, notice of such meeting and its purpose having been given to the congregation on two successive Sundays. Only one candidate shall be presented to the Church at any one time.

A vote of three-fourths of the members present, provided there be at least twenty-eight active members present, shall be necessary to extend a Call. The vote shall be by written ballot.

When a Pastor has accepted our Call, the person shall sign the Church/Pastor Agreement, along with the Chair of the Search Committee and the President of the Church.

Section 9.2. Tenure of a Pastor. The tenure may be ended upon ninety days notice on the part of the Pastor or of the Church. By mutual consent of both parties the relationship may be terminated at an earlier date.

Section 9.3. Dismissal of a Pastor. Dismissal shall be voted at a special business meeting, notice of such meeting and its purpose having been announced to the congregation on two successive Sundays. A vote of three-fourths of the members present, provided there be at least twenty-eight members present, shall make valid the termination of said office. The vote shall be by written ballot.

Article 10. CONFLICT OF INTEREST

Purpose: It is the policy of the Wakefield Baptist Church that every Ministry Member, Officer or Employee shall abstain from involvement, whether by voting or otherwise participating in the decision-making process, in those situations where they have or may have a conflict of interest.

10.1 A conflict of interest exists where:

- The person has a substantive interest, whether direct or indirect, in the matter at hand of the other parties involved;
- The person is either a director, officer or employee of the other parties involved,
- The person's spouse, children, parent or siblings are in substantive relationships with the other parties involved.

10.2 In those situations where a conflict of interest does exist or has the potential to exist, any Ministry Member, Officer or Employee aware of such conflict shall notify the Pastor or a Member of the Ministries Council.

10.3 Ministry Members, Officers and Employees are encouraged to participate actively in community and professional activities. Because Ministry Members, Officers and Employees may not always be fully aware of all interagency involvements, they should inform the Pastor or a Member of the Ministries Council of any intentions to participate in any activity that could potentially give rise to a conflict of interest.

10.4 **Disclosure:** Interested persons must disclose the existence of any financial interest and provide all material facts to the relevant governing body. (e.g., Trustees, Ministries Council).

10.5 Recusal from Discussion and Voting: Individuals with real or perceived conflicts of interest must abstain from participating in discussions or deliberations regarding the conflict and are not permitted to vote on the matter.

10.6 Documentation: Disclosures of conflicts of interest should be noted in the minutes of the meeting.

10.7 Investigation and Alternatives: The Chairperson of the governing body (e.g., Trustees Ministry, Ministries Council) may appoint a disinterested person or committee to investigate the situation and explore alternatives to the proposed transaction or arrangement.

Article 11. DISTRIBUTION UPON DISSOLUTION

11.1 Upon termination or dissolution of the Wakefield Baptist Church, any assets and resources lawfully available for distribution shall be distributed to one or more qualifying organizations described in Section 501(c)(3) of the 1986 Internal Revenue Code (or described in any corresponding provision of any successor statute) which organization(s) have a charitable purpose which are engaged in activities substantially similar to those of the Wakefield Baptist Church.

11.2 The organization(s) to receive the distribution of assets of the Wakefield Baptist Church shall be selected by a plan adopted by a majority vote of the Ministries Council.

11.3 Any assets not otherwise disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Church is located, for such purposes and to such organizations as said court shall determine, provided such organizations are in agreement with the Church's Covenant and Mission Statement.

Article 12. AMENDMENTS

These by-laws may be revised or amended at any business meeting of the church on recommendation of the Ministries Council, provided two weeks' notice of such revision or amendment be given. A three-fourths vote of the members present shall be necessary to carry an amendment.