

Powhatan  
Community Church, Inc.

**Articles and By-Laws**

Dated: April 2017

Articles and By-laws

Of

Powhatan Community Church, Inc.

Powhatan, Virginia

April 2017

# ARTICLE I

## NAME AND PRINCIPAL OFFICE

The name of the Church is Powhatan Community Church, Inc., also known as PCC or Passion Community Church, referred to in these Articles and By-laws as the “Church.” The Church’s principal address is 4480 Anderson Highway, Powhatan, Virginia 23139. The Steering Team of the Church has full power and authority to change the principal office from one location to another.

# ARTICLE II

## PURPOSE & MISSION

The purpose of the Church is to glorify God by fulfilling the Great Commandment (Matthew 22:36-40), the Great Commission (Matthew 28:18-20), and Acts 2:42. The Mission of the Church is “To reach people who have been untouched and unaffected by traditional churches and guide them to become fully devoted followers of Jesus Christ”. The Church is organized exclusively for religious purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

### SECTION I:            Evangelism and Community Impact

To share the Truth of Jesus Christ with as many people as possible in our community and throughout the world (Matthew 28:18-20; Romans 10:13-14; Luke 14:23; Acts 1:8; 2 Peter 3:9).

### SECTION II:            Discipleship and Education

Help members become fully devoted followers of Jesus Christ; to promote spiritual growth and discipleship through Bible teaching

(Ephesians 4:11-13; 2 Timothy 2:1-2); to help members attain full Christian maturity; to train them for effective ministry.

SECTION III:            Worship

Help and encourage members to participate in public worship services and to develop and grow a personal relationship with Jesus Christ. (John 4:24; Matthew 18:20).

SECTION IV:            Missions and Ministry

Help and encourage members to serve unselfishly, meeting the physical, emotional and spiritual needs of those in our Church, in our community and in the world (1 Peter 4:10-11; Matthew 25:34-40; 1 Thessalonians 5:11; Galatians 5:13).

SECTION V:            Fellowship

To encourage, support and pray for each other as members of the family of God, and to share our lives together as a community of faith (Hebrews 10:23-25; 1 Thessalonians 5:11; 1 John 1:7; Acts 2:44-47; Romans 15:5,7; John 13:34-35).

SECTION VI:            Dissolution

Upon the dissolution of the Church, pursuant to a plan adopted by the Steering Team, its assets shall be distributed to one or more exempt purposes under section 501(c)(3) of the Internal Revenue Code and are engaged in activities substantially similar to those of the Church.

# ARTICLE III

## MEMBERSHIP

### SECTION I:           General

The New Testament presents a picture of definable groups of people who, once committed to the Lord, identified themselves with and committed themselves to a particular local church, sometimes referred to as the body. (Acts 2:42-46; Romans 16:1; 1 Corinthians 1:2; Philippians 1:1; Acts 11:26).

Membership is open to any person who has personally accepted Jesus Christ as Savior and Lord, who has received baptism as a believer, and who desires to be committed to the Church as a local body of believers. Membership is not a prerequisite for involvement in every ministry but is required for ministry leadership and participation in congregational decision-making. Involvement in certain ministries by non-members is determined by the Senior Pastor or Steering Team (see Article V, Section V for the definition of Steering Team).

Membership in this Church shall consist of all persons who have met the qualifications for membership (see Section II of Article III) and are listed on the membership roll.

### SECTION II:           Qualifications for Membership

1. A personal commitment of faith in Jesus Christ for salvation.
2. Believer's baptism as a testimony of salvation. If some condition precludes immersion, other means may be acceptable at the discretion of the Senior Pastor.
3. Completion of the Church's membership process, including completion of the 101 class (or its equivalent) .

4. Signing the Church Membership Covenant as a commitment to abide by the membership covenant. See Exhibit I for the Membership Covenant.

### SECTION III: Categories of Membership

In an effort to properly reflect the membership of the Church, there shall be two classes of members: Members and Provisional Members.

- i. Active/Resident Members are those members who reside within the area served by the Church or are currently active in the Church.
- ii. Provisional Members are those who have completed all requirements for membership except for believer's baptism. Such a person may become a Provisional Member at the discretion of the Senior Pastor or Steering Team and may remain a Provisional Member for a period not to exceed 1 year, during which time their believer's baptism must take place. Upon baptism, the Provisional Member automatically becomes a Member. The rights and privileges of Provisional Members shall be identical to those of Members.

### SECTION IV: Responsibilities of Membership

Members are expected to abide by the Membership Covenant they signed upon joining the Church.

### SECTION V: Voting Rights of Membership

Every Member age 16 and over shall have the right to vote on the following matters:

1. the annual budget of the Church,
2. the election of Steering Team Members ,
3. the disposition of all or substantially all of the assets of the Church,
4. the merger, or dissolution of the Church,

5. the acquisition of or significant improvements to real property and related real-property indebtedness,
6. amendments to these Articles and By-laws of the Church,
7. and the calling or removing of the Senior Pastor at the recommendation from the Steering Team.

SECTION VI:            Removal from Membership

The Clerk, working with the Senior Pastor, is empowered to remove members from the Church roll for the following reasons:

1. Death.
2. Moving of membership to another church.
3. Lapse of contact with the Church for one year, regardless of the category of membership.
4. By personal written request of the member.
5. Dismissal by a  $\frac{3}{4}$  vote of the Steering Team. Procedures for the dismissal of a member shall be according to Matthew 18: 15-17.

SECTION VII:            Restoration of Members

Members dismissed by the Church may be restored by the Steering Team by a  $\frac{3}{4}$  vote and according to the spirit of 2 Corinthians 2: 7-8.

SECTION VIII:            Non-Liability of Members (including those serving in nonpaid leadership roles)

A member of the Church shall not be held personally liable for the debts, obligations, or liabilities of the Church, solely because of membership.

The Code of Virginia, Section 13.1, limits the liability of an officer or director (Steering Team) who serves a tax exempt (501(c)(3)) corporation without compensation for services to not be liable for damages, unless the officer or steering team member has engaged in willful misconduct or a knowing violation of criminal law.

Further, no paid staff member shall be liable for the debts, obligations or liabilities of the Church, solely because of their employment.

# ARTICLE IV

## MEETINGS

### SECTION I:           General

The Church shall hold regular meetings for worship, teaching, training, outreach and fellowship. Meetings shall be held at the principal office of the Church or at such other place as may be designated by the Senior Pastor or Steering Team.

### SECTION II           Business Meetings

Understanding the priesthood of the believer (1 Peter 2: 9) and the importance of congregational involvement, there will be an annual business meeting held in November at a time determined by the Steering Team. The purpose of this meeting shall be for church members to vote on any applicable items in Article III, Section V of these Articles and By-laws.

The Senior Pastor or the Steering Team will schedule an Agenda Forum, to take place between 2 days and 3 weeks prior to each business meeting. Questions related to the agenda items may be asked and suggestions offered at this meeting. Any member or non-member may attend.

All business meetings will follow the latest edition of Robert's Rules of Order in terms of procedure. All discussion on agenda items will take place at the Agenda Forum. Therefore, all votes on agenda items at the business meetings are to be taken without discussion. All decisions in the business meeting will be by simple majority vote unless otherwise required by the Articles and By-laws.

### SECTION III:           Special Business Meetings

Special meetings may be called at any time by the Steering Team or the Senior Pastor for any purpose by giving notice to the members in accordance with Section IV of this Article and Section V of Article III. Special Business Meetings require an Agenda Forum in compliance with Article IV, Section III of these Articles and By-laws.

Special meetings may include online or electronic voting of items discussed in the Agenda Forum

1. General requirements. Whenever members are required or permitted to take any action at a meeting, notice shall be given to members no less than two (2) weeks prior to a meeting. Notification of business meetings shall be given in any three (3) of the following ways, which shall be deemed to be a reasonable method of calling a business meeting:
  - a. Distribution of written material to the congregation in attendance at a weekend or midweek service;
  - b. Announcement of the meeting in the Church's e-blast.
  - c. Oral and/or video announcement to the congregation at a weekend or midweek service;
  - d. Delivery by United States mail to each member identified on the membership roll;
  - e. Publication on the Church web site.
  - f. Announcement and distribution of written material to the membership identified on the membership roll via Email.
  
2. Notice of Certain Agenda Items. Approval by the members of any of the following proposals is valid only if the notice specifies the general nature of the proposal:
  - a. Calling or removing the Senior Pastor;
  - b. Adopting, amending or repealing Articles and By-laws;
  - c. Disposing of all or substantially all of the Church's assets;
  - d. Adopting or amending a merger agreement;

- e. Approving the acquisition of real property
- f. and/or indebtedness related to real property

SECTION V:            Quorum

Those members present and voting at a meeting duly noticed and called shall constitute a quorum of the membership for the transaction of business.

## **ARTICLE V**

### **CHURCH LEADERS**

SECTION I:            General

The leadership structure of Powhatan Community Church, Inc. is based upon the nature of the church as revealed in Scripture, as well as the necessary legal requirements for a recognized religious organization. The leadership structure of the Church is intentionally designed to accommodate simplicity, growth, unity, biblical teaching, and support PCC's Core Values. See Exhibit II for PCC's Core Values.

The leadership structure of this Church involves a Steering Team, Senior Pastor, other ordained and non-ordained staff ministers, ministry team leaders and other ministry leaders.

SECTION II:            Pastors

1. The Pastoral Role Christ alone is the head of the Church (Colossians 1:18; Ephesians 1:22-23). Yet for the purpose of order, and in accordance with the biblical materials, certain individuals have been charged with leadership according to their spiritual giftedness (Ephesians 4:11-13). The New Testament church had a

plurality of pastors in each local church setting. The primary Shepherd is Jesus, and then by extension the under-shepherds, or pastors (1 Peter 5:1—2; Acts 20:17-18, 28; Titus 1:5-7; 1 Timothy 5:17).

It is impossible for one individual or group of individuals to be the primary caregiver(s) for a growing church (Exodus 18; Acts 6). This can lead to diluted, or inaccurate teaching and leadership, which in turn weakens the body (1 Corinthians 12; Romans 12:6-7; 1 Thessalonians 2:4,5; Titus 1:7; 1 Thessalonians 2:10-12; Ephesians 4:11-12; 2 Timothy 1:13, 2:15). The Senior Pastor and other shepherds are to be equipped to devote themselves to the teaching of the Word of God and the leadership of the Church.

2. Requirements for the Pastoral Staff: The requirements for this office are found in 1 Timothy 3:1-7 and Titus 1:7-9, as interpreted by the Steering Team and Senior Staff leadership (Blue Team or its successor) of the Church. All pastoral Staff, once called to office, shall become a member of the Church.
3. Pastoral Leadership Since the biblical materials call for pastors to lead the Church, most decisions and responsibilities regarding the life and direction of the Church are left to their spiritual oversight (Acts 14:23; Philippians 1:1; 1 Timothy 5:17). Pastors equip and oversee the ministries of the Church (Exodus 18:17-18; John 21:16-17; Acts 20:17 28; Ephesians 4:11-12; Titus 1:5-7; 1 Peter 5:1-2). Members are taught in Scripture to lovingly support their leaders and to submit to their leadership (Hebrews 13:17; 1 Corinthians 16:16; 1 Thessalonians 5:12-13). The shepherding of this Church is led by the Senior Pastor, assisted by other staff, the Steering Team, and other Church leaders.
4. The Senior Pastor The Senior Pastor has ultimate responsibility for the oversight of the Church body and the shepherding of its members (1 Timothy 3:1-7; Acts 14:23; Titus 1:5-9; 1 Peter 5:1-4; Acts 20:28-32).

The Senior Pastor is to actively set goals for the Church, obtain goal ownership from the people, and see that each Church member is properly motivated and equipped to do his or her part in accomplishing the mission of the Church. The Senior Pastor is responsible for providing spiritual instruction and administrative leadership for the members, staff and ministries of the Church. The calling, supervision and dismissal of pastoral staff, ministry leaders, and other employees are under the direction of the Senior Pastor.

The Senior Pastor shall continue to serve in that position until the relationship is ended by resignation or terminated by the affirmative vote of two-thirds of those present and voting at a Special Business Meeting of the Church called specifically for such purpose. Upon the occurrence of a vacancy in the role of Senior Pastor, the Steering Team shall select a pastoral search team of no less than 7 members, at least two being members of the Steering Team.

### SECTION III: Ministry Leaders and Ministry Team Leaders

Ministry Leaders and Ministry Team Leaders are given the freedom and authority to lead in their area of ministry under the supervision and leadership of the pastors, and are appointed by the pastors on the basis of the Church's need and the individual's Spiritual Gifts, Heart, Ability, Personality and Experience (SHAPE) (1 Timothy 3:8-12). The number of teams and team leaders is dependent solely upon the Holy Spirit's disbursement of spiritual gifts in the Church.

## SECTION IV: Small Group Leaders

A small group leader is a lay pastor to a small group under the direction and accountability of a pastor and / or the Small Group Team Leader. The qualifications of a small group leader are the same as that of any other team leader. Small group leaders are extensions of the pastoral ministry of the Church.

## SECTION V: Steering Team

Steering Team membership carries significant responsibilities and therefore has the same biblical requirements as the Senior Pastor (1 Timothy 3:1-7; Acts 14:23; Titus 1:5-9; 1 Peter 5:1-4; Acts 20:28-32).

For Legal Purposes, the Steering Team shall be the Board of Directors. The Steering Team's purpose has an overarching nature, as well as specific tasks.

The overarching role of the Steering Team is to be the ultimate and final decision making body for any church decision not explicitly given to the church membership for a vote in Article IV of these Articles and By-laws. Great caution should be exercised, however, when the Steering Team overrides a ministry leader or pastor's decision. These situations should be rare and contain extenuating circumstances. Broadly, the Steering Team should work with the Senior Pastor regarding church direction and decisions on a proactive basis instead of reactively, whenever possible.

The Steering Team directly oversees the Senior Pastor and, except for extenuating circumstances, shall not have direct oversight of any other staff member.

The specific tasks of the Steering Team shall be:

1. **Lead the Church Strategically** Working with the Senior Pastor; the Steering Team helps determine the strategic direction of the Church, in accordance with the Church's mission and

Core Values. Strategic leadership includes the regular review of church finances.

2. **Approve Policy** Policy is drafted by the staff and given to the Steering Team for review, adjustment and final approval prior to implementation.
3. **Navigate Crises** The Steering Team is the front line when crises arise and conflict happens within the church.
4. **Oversight of the Senior Pastor** The Steering Team oversees, holds accountable, and manages the employment and expectations of the Senior Pastor. The Steering Team will be responsible for conducting and annual performance evaluation of the Senior Pastor and establishing the Senior Pastor's compensation and benefit package.

**5. Annual Budget Recommendation and Oversight** The Steering Team reviews the Church's annual budget, which is prepared and submitted by the Staff. The Steering Team then recommends approval to the congregation at the Annual Meeting. During the year the Staff has the responsibility to manage the budget and the Steering Team provides oversight and is authorized to make changes based on the financial needs and conditions of the church.

Meetings. The Steering Team will generally meet monthly, but other meetings can be convened by the Steering Team or the Senior Pastor as needed.

The Steering Team is herein empowered to make any and all decisions related to the life of the Church, including business or legal matters not specifically designated for congregational action described in Article IV of these Articles and By-laws. This includes the selection and removal of all officers, agents and employees of the Church except for the Senior Pastor. The Senior Pastor will serve as team leader. The number of the team shall be no less than

five (5) and no more than fifteen (15). Steering Team Member terms will be staggered in order to provide continuity of leadership and smooth transitions.

Nominations for Steering Team members will be submitted by the existing Steering Team, and voted on at the Church's annual business meeting. The Steering Team will consider recommendations from members of the church. Steering Team members may serve no longer than three (3) consecutive years. After a one year period of not serving on the Steering Team, a person is eligible to serve for another full term. Immediate family members may not serve on the Steering Team at the same time. All Steering Team members must be members of the Church.

Quorum. The Steering Team may meet and discuss any and all matters however, a quorum of 50% of the Steering Team Members must be present in order to vote on, enact or take official actions.

SECTION VII:        Other Staff Members

Staff members, other than the Senior Pastor, whether paid or volunteer, shall be approved by the Senior Leadership Team. Such staff members shall be responsible to their immediate supervisors or designated staff persons. The Senior Pastor will review the structure and composition of the Senior Leadership Team with the Steering Team and discuss changes to that team with them.

## SECTION VIII: Officers

Officers include Moderator/President, Clerk and Treasurer who will be selected by the Steering Team from within the Steering Team (with the possible exception of the Treasurer). In the event of an absence or incapacity of these officers, the Steering Team will appoint replacements. Individuals may not hold more than one office at a time. Officers will be selected to serve one year terms and are eligible to serve successive terms.

1. The Moderator or President- The Moderator/President shall preside at all business meetings of the Church consistent with the guidelines for a presiding officer in the latest published edition of Robert's Rules of Order.
2. The Clerk- The clerk shall oversee the maintenance of the Church membership roll with dates of admission and dismissal and other pertinent information and shall issue letters of dismissal as authorized by the Steering Team and these Articles and By-laws.

The clerk shall be responsible for preparing accurate and complete minutes of all business meetings of the Church, keeping a record of all official documents of the Church, and serving notice of all meetings where notice is necessary as indicated by these Articles and By-laws. The Clerk may appoint one or more Assistant Clerks who shall assist the Clerk in the performance of these duties.

3. The Treasurer- The Treasurer may be a member of the Steering Team or other qualified person, including Church Staff, familiar and experienced with accounting and finance. If not from the Steering Team, the Treasurer may be invited to attend Steering Team meetings as needed. It shall be the duty of the Treasurer to oversee internal control checks and balances of the accounting methods and practices. The Treasurer shall have access to all accounting and financial supporting documentation for both income and disbursements. Other specific duties will be determined by the Steering Team. Any discrepancies or exceptions shall be reported to

the Steering Team. The Treasurer will also oversee and review the processes and procedures related to receiving and recording all money or items of value paid or given to the Church. This includes ensuring that accurate contribution records are maintained to facilitate the appropriate donor acknowledgements.

SECTION IX: Authority to Execute Legal Documents

Official documents of the Church may be executed by the Clerk, Treasurer, Senior Pastor or his designee, or others as designated by the Steering Team.

**ARTICLE VI**

**CHURCH PROGRAMS AND ORGANIZATIONS**

All organizations and programs of the Church shall be subject to the membership of the Church. The leaders of those organizations shall report to the appropriate Church leadership.

**ARTICLE VII**

**CHURCH GROUPS AND MINISTRY TEAMS**

All ministry teams and groups of the Church shall be subject to the Membership Covenant of the Church. The leaders of those groups and teams shall report to the appropriate Church leadership. Special teams or ministries may be created for the Church from time to time by the Steering Team or Senior Pastor.

## **ARTICLE VIII**

### **REAL PROPERTY**

#### **SECTION I:**            Title

Title to all real property of the Church shall be in the name of the Church.

#### **SECTION II:**            Purchasing Real Property

Real property may be purchased after the proposal to do so has been presented and approved by the Steering Team, and if necessary, by Church members as detailed in Article III of these Articles and By-laws.

#### **SECTION III:**            Disposition of Real Property

Real property of the Church may be sold, mortgaged, conveyed, transferred, or otherwise disbursed with the affirmative vote of a 2/3 majority of the members present at a business meeting as detailed in Article III of these Articles and By-laws.

## **ARTICLE IX**

### **AFFILIATIONS**

The Church's Steering Team shall have full power and authority to associate the Church with organizations in keeping with the character and purpose of the Church as set forth in these Articles and By-laws. The Church is autonomous and maintains the right to govern its own affairs, independent of any denominational control. Recognizing, however, the benefits of cooperation with other churches, this Church voluntarily affiliates with the Baptist General Association of Virginia and the Middle District Baptist Association, in addition to other organizations.



## **ARTICLE X**

### **AMENDMENTS**

All requests for amendments to these Articles and By-laws must be in writing and shall be submitted to the Steering Team for study and consideration. The Steering Team shall issue a timely response to the proposed amendment, alteration, or revision to these Articles and By-laws. It is up to the Steering Team whether to propose such amendments to the Church membership for adoption. If proposed to the Church by the Steering Team, amendments to the Articles and By-laws require the affirmative vote of two-thirds of the members present at a business meeting of the Church as detailed in Article III of this document.

## **ARTICLE XI**

### **ORDINANCES**

#### **SECTION I:           General**

The Church recognizes two ordinances: Baptism and the Lord's Supper.

#### **SECTION II:           Baptism**

The Church shall receive for baptism any person who has received Jesus Christ as Savior by personal faith and who indicates a commitment to follow Christ as Lord. Baptism shall be by immersion in water, unless extenuating circumstances for an individual prevents this method. In that event, the Senior Pastor, at his discretion, may perform the baptism to accommodate the situation. The Senior Pastor, or whomever the Senior Pastor shall authorize, shall administer baptisms. Baptismal services shall be scheduled at the discretion of the Senior Pastor or his designee. See also Article III, Section II, Number 2.

SECTION III:            The Lord's Supper

The Church shall observe the Lord's Supper in keeping with the commands of the Bible. This will happen for the entire church on a corporate level at such times as the Senior Pastor or his designee deems appropriate. Small Groups and ministries are also encouraged to observe The Lord's Supper in smaller, more intimate settings. All who know Jesus Christ as Lord and Savior will be invited to participate.

**ARTICLE XII**

**DOCTRINE**

In doctrinal matters, this Church strives for three things: in essential matters, unity (Ephesians 4:4-6); in non-essential issues, liberty (Romans 14:1,4,12,22); in all things, love (1 Corinthians 13:2). We affirm the Holy Bible as the inspired word of God and as the only basis for our beliefs.

*PCC's*

*mission is to reach those who have been  
untouched or unaffected by traditional  
churches and guide them to become  
fully devoted followers of Jesus Christ.*