



PLEASANT
VIEW FIRST BAPTIST
CHURCH

Amended and Restated Charter
of
Pleasant View First Baptist Church

TN Corporate Control No. 000098725

Pleasant View First Baptist Church, formerly **First Baptist Church, Pleasant View**, submits this Amended and Restated Charter, amending its present charter by deleting it in its entirety and substituting this Amended and Restated Charter in its stead.

This Amended and Restated Charter supersedes the corporation's original charter and all previous amendments.

A charter is required in the state of Tennessee. Our original one could not be found, so the lawyer recommended filing a new one, reflecting the fact that even though on record we are First Baptist Church Pleasant View, we effectively call ourselves Pleasant View First Baptist Church.

1. The name of the corporation is Pleasant View First Baptist Church.
2. The corporation is not for profit.

3. The corporation is a public benefit corporation.
4. The corporation is a religious corporation.
5. The corporation has members.
6. The name and complete address of the registered agent is:

_____ (name)

2555 Highway 49 E

Pleasant View. TN 37146

Cheatham County, Tennessee

The registered agent's email address is _____

7. The corporation's principal office is:

2555 Highway 49 E

Pleasant View, TN 37146

Cheatham County, Tennessee

8. The period of duration of the corporation is perpetual.
9. The corporation's fiscal year shall conclude December 31.

10. The corporation is organized exclusively for charitable religious purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code and shall not engage in any other activities except as an insubstantial part of its activities. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its religious purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The corporation shall not participate in, or

intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of this charter, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

11. Upon the dissolution of the corporation, after creditors have been paid, the corporation's assets shall be distributed to Robertson County Baptist Association, a Tennessee nonprofit religious corporation also known as Harvest Baptist Association, if it is then an exempt organization described in section 501(c)(3) of the Internal Revenue Code, or otherwise to one or more other organizations described in section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or to the federal government, or to a state or local government, for a public purpose. Any asset not so distributed shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively to an organization or organizations which are organized and operated exclusively for such charitable purposes.

12. As permitted by Tenn. Code Ann. §48-58-101(d), and in order to maintain congregational polity, all corporate powers which would otherwise be exercised by a board of directors shall be exercised by or under the authority of the members, and the affairs of the corporation shall be managed under the direction of the members, except to the extent authority has been delegated as provided in the corporation's charter and bylaws.

13. No person who is or was a director of the corporation, nor such person's heirs, executors or administrators, shall be personally liable to the corporation or its members for monetary damages for breach of fiduciary duty as a director, provided however that this provision shall not eliminate or limit the liability of any such person: (a) for any breach of a director's duty of loyalty to the corporation or its members; (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or (c) under T.C.A. §48-58-302, as amended from time to time.

14. With respect to claims or liabilities arising out of service as a director of the corporation, the corporation shall indemnify and advance expenses to each present and future director (and his or her estate, heirs and personal representatives) to the fullest extent allowed by the laws of the State of Tennessee, as amended.

15. This charter may be amended at any time upon the affirmative vote of two-thirds of the votes cast by the members present in person at any regular meeting of the members or any special meeting of the members called for that purpose, provided notice of the meeting and the amendment are given to the members as may be required by law.

Certificate

Required by T.C.A. §48-60-106(h)

The Amended and Restated Charter contains amendments to the charter requiring approval by the members and such approval was obtained on _____, 2025. No approval of the amendments is required by any other person pursuant to T.C.A. §48-60-301.

Dated this ____ day of _____, 2025.

By: _____

President

Printed Name

PLEASANT VIEW FIRST BAPTIST CHURCH

Bylaws

ARTICLE I - NAME: This body is named Pleasant View First Baptist Church (“the Church”), a Tennessee nonprofit corporation located in Pleasant View, TN. The Church cooperates with the Harvest Baptist Association, the Tennessee Baptist Convention, and the Southern Baptist Convention. The charter and these Bylaws will serve as the governing documents of the Church.

ARTICLE II - OBJECTIVES: We are a church whose calling is to understand and fulfill the mandate of the Great Commission (Evangelism, Discipleship, Ministry, Missions, and Worship).

ARTICLE III - ARTICLES OF FAITH

- We believe the Holy Scriptures of the Old Testament and New Testament are the inerrant, inspired, and infallible Word of God. God's Word is the final authority for faith and life.
- We believe there is only one God, and He has chosen to reveal Himself as God the Father, God the Son, and God the Holy Spirit.
- We believe man was created in the image of God and the sin of Adam (the first man) marred that image, creating an eternal divide between God and man. Every person is born in sin.
- We believe the only way a person can have a true, forgiven relationship with God is through

Jesus Christ's sacrifice on the cross. Jesus was born of the Virgin Mary and conceived by

Our articles of faith include only the most important non-negotiables common to biblical Christianity. All other doctrines outside this statement of faith (such as specific doctrines found in the Baptist Faith & Message of our denomination, which can still be generally affirmed by the church outside the by-laws) are not to be tests of fellowship. For example, our members may have differing views on end times, women in ministry, or the atonement and still be considered like-minded members.

the Holy Spirit. Jesus became man without ceasing to be God. Our right standing with God is made sure because of His literal, physical resurrection.

- We believe in the literal, physical return of Jesus to judge the living and the dead.
- We believe God offers eternal life as a free gift and that it must be received by faith alone through God's grace alone. The life that comes from this gift is a permanent possession of the one receiving it.
- We believe the church of the Lord Jesus Christ is a local body of believers on mission to enlarge God's kingdom. The local church is autonomous, free of any external authority or control.
- We believe the Lord's Supper and believer's baptism are the two ordinances of the church.

ARTICLE IV – MEMBERSHIP

Section 1. Qualifications

The Church reserves the right to determine who shall be eligible for membership in the body, and the conditions for remaining a member.

The membership will consist of persons who have fulfilled the following requirements:

- A. Have made a public profession of Jesus Christ as Savior and Lord;
- B. Have been baptized into a church of like faith and practice; and
- C. Have been accepted by affirmation of the Church.

Section 2. Receiving of Members

Those desiring membership into the Church may present themselves to the pastor, or ministerial staff, or a deacon. The church will be informed of how an applicant desires to join the Church. (See below "Members are received in the following manner".)

An affirmation of an applicant's membership may happen after the applicant has met, with the pastor, or ministerial staff, or a deacon representative. The purpose of this process is to determine the following: if the applicant confesses Jesus as Savior; if the applicant needs to be presented for baptism, by letter, by statement, or restoration; if the applicant understands what it means to be a member of the Church; and if the congregation and applicant are deemed ready to approve the applicant's request for membership. The applicant will be affirmed by the Church members at the next opportune time.

Members are received in one of the following options:

A. By Baptism: Applicants for membership by baptism are individuals who confess Jesus as Savior but have not been baptized in a church of like faith and practice as the Church. Once it is determined that an applicant requires and agrees to baptism into the membership of the Church, the applicant will be baptized at the earliest practical time. The applicant is not enrolled as a member of the Church until after the baptism.*

B. By Letter: Applicants for membership by letter are expected to have been baptized into the membership of a sister Southern Baptist Church. An applicant may apply for membership on the promise that a letter will be received from the previous church. The Church will request the applicant's letter, but the applicant will not be enrolled as a member until the letter has been received by the Clerk and the Church has voted to accept the letter.

C. By Statement: Applicants for membership by statement are those whose church cannot, or do not, provide a church letter to the Church. The reasons an applicant's request for membership may need to be by statement may include loss of records, coming from a different denomination, or other unavoidable circumstances. In such cases, an applicant can be received by statement when the applicant is of like faith and whose baptism was of like faith and practice as the Church. The pastor, or ministerial staff or a deacon representative will recommend the applicant be presented for membership. The applicant will become a member on vote by the membership.

* Exceptions: The only exception to the baptism requirement will be in the case of persons who are incapacitated. In the case of incapacitated persons, baptism will not be required for membership if the person's doctor, the pastor, ministerial staff, or the deacon representative who met with the applicant deems immersion unsafe to the applicant's physical well-being.

D. By Restoration: See Article IV, Section 5 of these Bylaws.

Section 3. Rights of Members

Only active members (those members who are not considered inactive members as described below) may vote and exercise other rights of members of the Church. Unless expressly stated otherwise, all references to "member" or "members" in these Bylaws refers only to active members. Every active member present will have an equal vote in all matters of business.

Section 4. Termination of Members

Membership in this church will terminate in the following ways:

A. Letter: When a member joins another church of like faith and a letter is requested for the member to join that congregation, the Church may grant the request. Such action will terminate that person's membership in this church.

B. Resignation: A member may request to be released from obligations to this church. The Church, after it has patiently and kindly endeavored to secure the member's

continuance in the fellowship, shall honor the member's request to terminate his/her membership.

C. Erasure: Termination of membership by erasure will occur upon the death of a member or upon notification that the member has joined another church.

D. Exclusion: When a member has become an offense to the Church and its good name by reason of immoral or unchristian conduct, or by breach of its covenant vows, termination of membership for disciplinary reasons may be made by the Church in a special called business meeting in which only active members of the Church are present. Termination shall occur after consideration by the Deacon body, after due notice to the delinquent member of the offense and time for the special called business meeting, and after faithful, patient, and loving efforts have been made to bring such member to repentance and reformation.

E. Inactivity: When a church member is absent from all services and church functions for one year for a reason other than incapacity or has otherwise indicated an intention to no longer be active in the Church, the Deacons may declare that member to be an inactive member. Inactive members shall have none of the rights and privileges of members. If an inactive member remains inactive for three years, that person's church membership will be terminated.

Section 5. Restoration of Inactive or Terminated Members

If an inactive member becomes active in Church services and functions and requests restoration of active membership, the Deacons shall restore that member as an active member. Any person whose membership has been terminated for inactivity or any offense may be restored by affirmation of the church upon satisfactory evidence of his/her repentance and reformation.

ARTICLE V - CHURCH MEETINGS

Section 1. Worship Services

The church intends to meet regularly for one or more of the following: preaching, teaching, instruction, evangelism, prayer, praise and for the worship of Almighty God. These meetings will be open for the entire membership of the Church and for all people. The times and location of said meetings will be determined by the Church. The pastor, staff, and deacons will work together to determine the schedule.

Changes in scheduling due to weather, illness, or other necessities, will be determined by the pastor and deacons and may include consultation with others as deemed necessary.

Section 2. Meetings of the Members

The Church holds business meetings to keep the Church informed of matters that affect its direction and fellowship. The members present at a properly called business meeting will constitute a quorum at that meeting.

Business meetings will be moderated by the Moderator if present, or otherwise by the Associate Moderator. If both the Moderator and Associate Moderator are absent or recused, the Clerk or the Chairman of the Deacons or the Associate Chairman of the Deacons (in that order) shall preside until a special moderator is elected to preside for that meeting.

The Clerk is responsible for ensuring that a written record of each meeting is preserved. The Clerk may choose to record the meeting to ensure an accurate written transcription of the meeting. Minutes of a meeting may be provided to the members in advance or at the next regular business meeting. The Moderator will ask the Clerk to present any minutes from a previous business meeting which are not yet part of the Church's official record. The moderator will ask the voting members present for a motion for approval, a second, give opportunity for questions, corrections, additions, then call for a vote. On approval, the minutes will become a part of the Church's official record and kept in safekeeping. In the absence of the Clerk, the moderator shall, with the consent of the members, select a temporary clerk to assume the duties and responsibilities assigned to the Clerk but for that meeting only.

A. Annual Meeting

(1) The Annual Business Meeting is on the third Sunday in October.

(2) The business to be transacted shall include: the report of the president and treasurer on the activities and financial condition of the Church; the report of the nominating team and subsequent election of Church leadership; the determination of the dates and times for regular business meetings during the year; the presentation and adoption of the annual budget; and approval of the Church calendar for the coming year. Other business may also come before the meeting except as provided below for Special Actions.

Our regularly scheduled church family meeting in October will serve as our ANNUAL meeting to meet the state requirements for a corporation. We will still have church family meetings in January, April, and July as normal.

(3) Except as expressly provided otherwise in these Bylaws, at the Annual Meeting the nominating team will nominate persons for the following offices and leadership positions:

- a The President. It is anticipated, but not required, that the Pastor will be nominated to serve as President.
- b The Corporate Secretary. It is anticipated, but not required, that the Chairman of the Deacons will be nominated to serve as Secretary. The President cannot serve as Secretary.
- c The Chief Financial Officer. It is anticipated, but not required, that the Chairperson of the Stewardship Team will be nominated to serve as Chief Financial Officer.
- d Members of all teams and committees.

- e Organizational heads, directors, and team and committee coordinators and chairs except for the Chairman of the Deacons.
- f Church Moderator and Associate Moderator.
- g Church Treasurer.

If the nominating team is unable to recommend a chair, or if a chair declines or ceases to serve, that team or committee will choose a chair at its next meeting and notify the chair of the nominating team of its selection. The nominating team chair will inform the Church during its next regular business meeting.

Before the nominating team nominates the Church Moderator and Associate Moderator it will confer with the pastoral staff and deacon body to seek their recommendations. The nominating team will confer with the organizational heads (for example, Women's Ministry Leader, Men's Ministry Leader, Missions Team Leader, etc.) to assist in the discovery and enlistment of individuals to serve in other nominations to be made to the Church body.

If the Moderator, Assistant Moderator, or Treasurer fails or ceases to serve, the nominating team will, as soon as possible, recommend to the Church an individual to fill the vacant position.

B. Regular Business Meetings

(1) During Regular Meetings, normal items of church business may be brought up, discussed, and voted up or down. In these business meetings, the Church's membership can bring any item it deems necessary to the floor for discussion and vote, except as described in Special Actions below,

(2) It is expected that reminders of the Regular Meetings shall be made from the pulpit in a regular Sunday morning worship service and appear in any bulletin no fewer than seven (7) days and no more than twenty-one (21) days prior to the meeting. Reminders may also be provided by other means.

C. Special Business Meetings

(l) Special business meetings may be called to consider special matters of a significant nature.

(a) These meetings can be called with consent when two of the following three positions agree: the pastor, the Chairman of Deacons, or the Moderator. In the case that either the pastor or Chairman of Deacons is the moderator, the chairperson of the nominating team becomes the third position.

(b) Also the Moderator shall call a Special Meeting if at least ten percent of the members entitled to vote sign, date, and deliver to the Clerk one or more written demands for such a meeting, describing the purpose or purposes for which the special meeting is to be held.

(c) Notice of the subject, date, time, and location of a special called business meeting will be announced by the pastor, or Chairman of Deacons, or Moderator during a regularly scheduled service and notifications sent to the members either by mail or electronic mail at least seven (7) days prior to the date of the special called business meeting. A special business meeting can only deal with the matter(s) for which it was called.

D. Changing the Date of a Meeting. If the Church is not ready to hold a scheduled regular or special meeting or is providentially hindered from holding the meeting as scheduled, the Moderator is authorized to change the date of the meeting and announce the new date for the meeting in the manner provided for giving notice of a special meeting of the members.

E. Place of Meeting. All meetings of the members will be held at the Church unless a different nearby location is designated by the Board of Trustees because an emergency has caused the Church to be unsuitable for the meeting.

F. Special Actions.

(1) Advance notice of the intent to conduct any of the following items of business in any meeting must be given in writing and be accompanied by a copy or summary of the motion or motions to be offered. The notice shall meet all other requirements of notice for a Special Meeting.

(a) Removing a trustee;

(b) Filling a vacancy on the Board of Trustees (except for a vacancy to be filled at the Annual Meeting caused by the expiration of a trustee's term of office);

(c) Amending the corporate charter or bylaws;

(d) Dissolving or merging the corporation; or

(e) Selling or conveying substantially all of the assets of the corporation.

(2) The following actions may be discussed but not adopted if brought up in a meeting: any motion that will require changes in: the Church's theology; qualifications for church membership; ministry staff; deacons; or corporate bylaws. If, following discussion, the body deems the issue worthy of consideration, the matter may be referred by majority vote to the team or committee responsible for that matter. The matter will then be considered at a different meeting that has been properly announced and notice given that the matter will be considered. The members may consider the matter only after hearing the report of the committee to which the matter was referred.

G. Parliamentary Rules. Robert's Rules of Order, the latest revised edition, is the authority for parliamentary rules of procedure for all business meetings of the Church except and unless specifically superseded by the Church's charter, bylaws, or the Tennessee Nonprofit Corporation Act.

H. Powers Reserved to Members. Acts of the corporation which are specifically reserved to the Church members at a properly called business meeting include, but are not limited to:

- (1) selection of new deacons as recommended by the present deacon body;
- (2) election of member(s) of the nominating team as recommended by deacons;
- (3) election of Moderator and Associate Moderator by the process presented in Section III. Business Meetings;
- (4) approval of the annual report and recommendations of the nominating team;
- (5) approval of every organizational head, every team, committee, and those serving on it and its chairperson, with the exception of the chairman of deacons who will be selected by the deacon body;
- (6) approval of the hiring of a pastor and other ministry staff as recommended by the search committee for that position. If the Church body decides to promote from within the present ministerial staff a pastor search committee will not be elected;
- (7) approval of the annual budget as recommended by the committee approved by the Church to recommend the annual budget (Presently: Budget and Finance Team);
- (8) approval of the annual report and recommendations of a vision for the Church;
- (9) approval of any changes to the Bylaws as provided in Article XI, below; and
- (10) approval of any other actions which may be presented as recommendations by the deacon body, pastor, ministerial staff, organization, team, or committee of the Church.

ARTICLE VI – OFFICERS

Section 1. Corporate Officers

A. The President.

(1) Responsibilities. The corporation's president will monitor the corporation's compliance with its charter and Bylaws.

(2) Election. The corporation's president shall be nominated by the deacon body and elected by the Church to serve on a yearly basis, with the term of office beginning on January 1. It is anticipated, but not required, that the Pastor will be elected to serve as President.

Please note that these officers (President, Corporate Secretary, and Chief Financial Officer) are required by the state for a corporation and should not be confused with separate church positions and staff such as ministry assistant or financial secretary. We have tied these officers to positions within the church (Pastor, Chairman of Deacons, and Stewardship Team chairman).

B. The corporation's Secretary.

(1) Responsibilities. The corporation's secretary shall be responsible for: a) ensuring the preparation of accurate minutes of the trustees' and members' meetings; (b) authenticating records of the Church corporation; and (c) maintaining an alphabetical list of the names and addresses of all active members, that is, those members entitled to receive notice of meetings, vote, and otherwise participate in a meeting of the members.

(2) List of Members. The list of active members shall be available for inspection by any member for the purpose of communication with other members concerning the meeting, beginning two business days after notice is given of the meeting for which the list was prepared and continuing through the meeting. Inspection shall be at the Church's principal office. A member, a member's agent, or a member's attorney is entitled on written demand to inspect and copy the list, at a reasonable time at the member's expense during the period it is available for inspection. The corporation's secretary shall also make the list of members available at the meeting, and any member, a member's agent, or a member's attorney is entitled to inspect the list at any time during

the meeting or upon adjournment. The Church may limit the right to inspect, copy, or use the membership list as permitted by Tennessee law.

(3) Election. The corporation's secretary shall be nominated by the nominating team and elected by the Church to serve on a yearly basis, with the term of office beginning on January 1. It is anticipated but not required that the Chairman of Deacons shall serve as the corporation's Secretary.

C. The Chief Financial Officer

(1) Responsibilities. The chief financial officer shall ensure the proper handling of all funds and securities of the Church; ensure the receiving and giving of receipts for moneys due and payable to the Church from any source whatsoever and ensure the deposits of all such monies in the name of the Church in such banks or other depositories as shall be directed by the members. The chief financial officer shall in general perform all the duties incident to the chief financial officer and such other duties as may be prescribed by the members.

(2) Election. The corporation's chief financial officer shall be nominated by the Nominating Team and elected by the Church to serve on a yearly basis, with the term of office beginning on January 1. It is anticipated, but not required, that the Chairperson of the Stewardship Team shall be the chief financial officer of the corporation.

Section 2. Other Officers

A. Pastor. The pastor may also be considered the lead pastor or senior pastor of the Church. The Pastor shall be elected as follows:

- (1) Unless the members vote to recommend a candidate from within the present ministerial staff, the Church will elect a pastor search team. The nominating team will consult with the deacon body before the nominating team recommends the members of the pastor search team. The pastor search team will begin its service once the nominating team makes its nominations and a team is elected by the Church in a business meeting.
- (2) A single candidate shall be recommended by the pastor search team or by the Church body if the body votes to consider a candidate from within the present ministerial staff.
- (3) Notice of the recommendation and of the date, time, and location for a special business meeting to consider the recommendation shall be announced by the Chairman of Deacons or Moderator during a regularly scheduled service,

- (4) Notifications of the recommendation and of the date, time, and location for a special business meeting to consider the recommendation shall be sent to the Church membership, either by mail or electronic mail at least seven (7) days prior to the date of the special called business meeting.
- (5) At the meeting and prior to a vote, those persons present shall be made aware of a) the proposed pastor's job description, b) the financial and benefits arrangements, c) the results of a personal and financial background check, and d) the anticipated start date.
- (6) The recommendation to call the candidate to be Pastor must receive the affirmative vote of at least 75% of the members present and voting, by secret ballot.
- (7) The candidate must accept the call and agree to become a member of the Church.

There will be an understanding that he or the Church will give a minimum thirty (30) day notice of terminating the relationship unless he can no longer perform his duties, or the Church and pastor reach a different mutual agreement. If a formal vote to terminate the pastor is needed, notice of the recommendation, date, time, and location for the business meeting must be announced by the Chairman of Deacons or Moderator during a regularly scheduled service and notifications sent to the Church membership, either by mail or electronic mail at least seven (7) days prior to the date of the special called business meeting stating that one purpose of the meeting is to consider the dismissal of the Pastor. The vote for dismissal must receive a three-quarter (3/4) majority vote from the congregation of the members present and voting, by secret ballot.

B. Deacons. The deacons will be involved in ministering to the membership and staff of the Church. Some of their ministries include preparation for, involvement in, and clean up, for the Lord's Supper and Baptismal services. Through prayer and service, they promote harmony and unity within the Church body. They will meet several times a year to discuss the ministry needs of the Church and the staff, and the best ways to address those needs. When conflict arises, the deacons are responsible for handling conflict resolution, and they are allowed to bring in a third party to assist them in this matter. The pastor is a co-laborer and is invited to attend deacons' meetings, except when the pastor is unable to attend, or circumstances require the deacons to meet without him. The deacons will elect their own chairman, associate chairman, and secretary. The church, through its business meetings, selects its deacons, determines a deacon's term of service, accepts a deacon's resignation, removes a deacon from office, and when a deacon is physically or mentally unable to serve, the Church can choose to move the deacon to the honorary position of "Deacon Emeritus".

C. Clerk. The Clerk shall be a member of the church staff who is designated to perform the function of the Clerk.

ARTICLE VII - BOARD OF TRUSTEES

Section 1. Role of Board of Trustees

The Church shall have a Board of Trustees (also known as a board of directors) in compliance with state law. The Church has elected in its charter to vest in the active members of the Church those powers which the board of directors would normally have.

These trustees are solely for the purposes of being a corporation and not to be confused with trustees previously elected to sign documents on behalf of the church.

Section 2. Composition The Board of Trustees shall consist of:

- A. the Pastor,
- B. the Chairman of Deacons, and
- C. the Chairperson of Steward Team

Section 3. Board Meetings

- A. Types of Meetings. The Board of Trustees may have regular and special meetings. If the time and place of the meeting is fixed by the Board of Trustees, the meeting is a regular meeting. All other meetings are special meetings.
- B. Special Meetings. Special meetings may be called by the Pastor or the Chairman of the Deacons upon two days' notice of the date, time and place, but it is not necessary to state the purpose of the meeting. A Trustee may waive notice in a writing signed by the Trustee before or after the time stated in the notice. A Trustee's presence in a meeting waives any notice of the meeting unless the Trustee, at the beginning of the meeting or promptly upon the trustee's arrival, objects to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting.
- C. Meetings Not In Person. The Board of Trustees may permit any or all Trustees to participate in a meeting by, or conduct the meeting through, the use of any means of communication by which all trustees may simultaneously hear each other during the meeting. A trustee participating in a meeting by this means is deemed to be present in the meeting.

Section 4. Quorum.

A quorum shall consist of a majority of the trustees in office.

Section 5. Action Without a Meeting.

If all Trustees consent to taking action without a meeting, the affirmative vote of a majority of the trustees is the act of the Board of Trustees. The action taken must be evidenced by one or more written consents describing the action taken, signed by each trustee and included in the minutes. Action taken by consent is effective when the last trustee signs unless the consent specifies a different effective date. A consent has the effect of a meeting vote and may be described as such in any document.

Section 6. Emergency Authority.

In anticipation of and during an emergency which the Board of Trustees reasonably believes will make it impossible or impracticable for the members to meet and take action, the Board of Trustees shall have the authority to manage the affairs of the corporation as provided in the Act, including but not limited to exercising the emergency powers provided for in Tenn. Code Ann. 48-53-103 and adopting emergency bylaws as provided in Tenn. Code Ann. 48-52-107.

The lawyer recommended a provision for unforeseen circumstances such as the COVID epidemic or a natural disaster where the church is prevented from meeting. Emergency authority is granted to the Trustees to make needed decisions on behalf of the church until such time in person meetings resume.

ARTICLE VIII - CHURCH AND FISCAL YEARS:
The church year and the fiscal year of the Church will run from January 1 through December 31.

ARTICLE IX - ANNUAL CHURCH PROFILE: It will be the responsibility of the Church to complete the Annual Church Profile (ACP), which is presently provided by the Harvest Baptist Association. This ACP must be completed and turned in to the associational office as close as possible to the date it is requested.

ARTICLE X - ORGANIZATIONS, COORDINATORS, TEAMS, COMMITTEES, OFFICERS, AND STAFF

Section 1. Number

The church will have as many organizations, coordinators, teams, committees, officers, and staff as it deems necessary to fulfill its responsibilities of Evangelism, Discipleship, Ministry, Missions, and Worship.

Except for the nominating team and as otherwise specifically provided in the charter or these Bylaws, the church, in a business meeting, will have the power to approve, change, and dissolve its teams, committees, coordinators, organizations, officers, and staff as needed, without a change to its Bylaws. All aspects of all committees and teams, coordinators, organizations, officers, and staff, including qualifications/descriptions, responsibilities, and members, will be approved by the church when the teams, committees, coordinators, organizations, officers, and staff are approved. All qualifications, descriptions, responsibilities, and agreements, once approved, are required to be in the Church's Policies and Procedures Manual, except for the nominating team.

Many By-Laws list all the committees/teams by name, requiring amending the By-Laws for any changes to the functions of or additions to them. This allows us the liberty to create, disband, or change any team as needed without amending.

Section 2. Responsibilities

Each team, committee, coordinator, organization, officer, and staff member will have a job description stating its responsibilities and terms of service. When an organization, team, committee, coordinator, officer, and staff member is not listed in these Bylaws, it will be listed in the Church's Policies and Procedures Manual. All the Church's organizations, teams, coordinators, officers, and staff are subject to the control of the Church.

Section 3. Nominating Team

The nominating team will consist of at least three rotating members from the Church. One member will be elected each year and will serve a three (3) year term, except for the first year when three individuals will be elected to serve one, two, or three years, respectively, to allow the rotation to begin. Members elected to complete an unexpired term may, at the completion of the unexpired term, be nominated and elected to serve a full term. The deacons will recommend to the Church the members to serve these terms of service. The pastor and a deacon representative will be ex officio members of the nominating team and may speak on any matter but will have no vote.

ARTICLE XI - AMENDMENTS: These Bylaws may be amended at a business meeting of the Church by a vote of two-thirds of the members present and voting in favor of the recommendation provided:

1) The amendment is presented to the Constitution and Bylaws Committee, or in the absence of such committee the amendment will be presented to the deacon body, at least forty-five (45) days prior to a normally scheduled business meeting or a properly called special business meeting at which it is to be presented. Amendments can be initiated by the Constitution and Bylaws Committee with proper delivery, introduction, and vote as provided in paragraphs 2) and 3) below.

2) Any such amendment will be reviewed by the Constitution and Bylaws Committee if any, or otherwise by the deacon body and then sent with a recommendation to the Church membership either by mail or electronic mail at least thirty (30) days prior to the scheduled business meeting or special called business meeting at which it is to be presented. Such proposed amendment will be printed and handed out before it is discussed and voted on in the business meeting. The proposed amendment may itself be amended to the extent permitted by the Church's parliamentary rules. Though a church member, church staff member, team, committee, or one of the Church's organizations may recommend an amendment, it must undergo the Constitution and Bylaws review process and thirty (30) days notification before it is presented for a vote in a business meeting.

3) Any such amendment meeting the above requirements will be considered for vote at a subsequent business meeting.

ARTICLE XII - FREE EXERCISE OF RELIGION: If religious doctrine or canon law guiding and governing the affairs of the Church is inconsistent with any provisions of the Tennessee Nonprofit Corporation Act or other state law, the religious doctrine or canon law will control to the extent required by the constitution of the United States or the constitution of the State of Tennessee, or both.

ARTICLE XIII

Should the Church cease to exist, all its property, including land and buildings, shall become the property of the Harvest Baptist Association if it is then an organization described in Sec. 503(c) of the Internal Revenue Code, or the corresponding section of any new Code.

**THE BY-LAWS, ALONG WITH THE NEW
CHARTER, WILL BE VOTED ON WITHOUT
DISCUSSION AT THE CHURCH FAMILY
MEETING ON APRIL 27, 2025**

Presentation Edition 10/30/2024

Have a Question?

The By-Laws Team is Here to Help

Ronnie Anderson

Amanda Davis

Rob Frazier

Mickey Dyce

Billy Joe Riley

Make comments or get help with a question in one of these ways:

1. Fill out the form below and place it in the offering plate anytime
2. Email the team at info@pvfbc.com.
3. Request to meet with the team in person by checking the box on this form or emailing info@pvfbc.com. The team will work out a time to personally sit down with you.

Name _____ Phone _____

Email _____

- ☐ I'd like an in-person meeting with the team.

Comment or Question: _____
