

BYLAWS OF THE MACEDONIA COMMUNITY RESOURCE CENTER

Article I – Principal Office

The principal office of the Macedonia Community Resource Center shall be located at the Administrative Offices of Macedonia Seventh-day Adventist Fellowship (Macedonia Fellowship or Macedonia), 202 West 24th Street, Lumberton, NC 28358, with the mailing address of P.O. Box 575 in Lumberton, North Carolina, ZIP 28359.

Article II – Legal Status

Macedonia Community Resource Center is a ministry of Macedonia Fellowship and is NOT a separately incorporated entity with the North Carolina Secretary of State. The ministry of the Center may also be conducted as Macedonia Community Center, The Macedonia Center, or MCRC.

Article III – Core Values, Mission and Method

Section 3.1: **Our Core Values:** Help | Hope | Healing

Section 3.2: **Our Mission:** To demonstrate God’s love and compassion to our community.

Section 3.3: **Method:** We use dignified, direct engagement with our clients to understand their needs. We seek, or in collaboration with partner agencies and organizations, to provide resources necessary to meet clients’ immediate needs. We offer or refer clients to resources that will equip and empower them to meet their own long-term social, financial, physical, and spiritual needs.

Article IV – Civic and Religious Partnerships, and Partisan Political Activity

Section 4.1: **Partnerships:** MCRC shall carry on its mission in harmony with the philosophy and policies of Adventist Community Services. MCRC shall also work in partnership with other religious organizations, local civic and humanitarian organizations, foundations, and relevant agencies of the City of Lumberton, Robeson County, the State of North Carolina, and the Federal Government, wherever such collaboration is deemed advisable, appropriate, and compatible with the mission and ideals of Macedonia Fellowship and MCRC.

Section 4.2: **Partisan Political Activity:** Neither MCRC, nor any of its board members or officers acting in any capacity on behalf of MCRC, shall be affiliated with, or involved with any partisan political activity or event, or be involved in a supporting role or opposition to them in the name of the Center.

Section 4.3: **Support for the Seventh-day Adventist Church:** At no time shall this Center or any Board member or officer be affiliated with or engaged in any divisive activity or disloyal

movement against any organizational entity, leadership personnel, or fundamental belief of the Seventh-day Adventist Church.

Article V – Board of Directors

Section 5.1: MCRC Board of Directors: The Board of Directors, hereafter referred to as the Board (as opposed to the Church Board) shall be the members of the Macedonia Fellowship Personal Ministries Council identified in the current edition of the Adventist Church Manual, and in regular standing.

1. The Board shall be responsible for the overall policy and direction of the Center and shall delegate responsibility for the day-to-day operations to the Center's Executive Director, who works in cooperation with the Executive Committee.
2. The Board shall develop the job description for the Executive Director and establish evaluation tools and schedules for the Executive Director and all paid and volunteer staff.
3. The Board shall be responsible for approving the annual MCRC Budget.
4. Board members shall have inspection rights and oversight of all the Center's books, records, and practices to ensure that state, federal and local laws, donors' requirements and expectations, and the purpose of the Center are adhered to.
5. The Chairman and the Board ensure that reports of the Center's activities and financial status are presented at each Executive Committee, MCRC Board of Directors, Church Board and Church Business meeting.
6. Board members shall receive no financial compensation or compensation in kind for services rendered to the Center, except as such Board members are employed by the Center, and except the reimbursement of reasonable expenses for authorized travel and duties performed on behalf of, and as previously approved by the Executive Committee.
7. The Board of Directors recommends the following directors to the Church Board for approval: Executive Director, Capital Campaign, Reentry Support, Macedonia Community Food Pantry, and the Rena Burney Memorial Soup Kitchen.

Section 5.2: Board Member Election and Appointment. The elected members of the MCRC Board of Directors shall be chosen during the regular Church election process. Appointed MCRC officers shall become members of the MCRC Board, having been recommended by the MCRC Board and approved by vote of the Church Board. All officers and members of the MCRC Board of Directors shall be Macedonia members who are in regular standing. All elected and appointed officers shall serve for the duration of the term for church offices.

Section 5.3: Regular and Special Meetings: Regular Board meetings shall be held quarterly (in person, by conference call, virtually, or hybrid). Special meetings of the Board may also be called at any time by the Chairperson or by the Senior Pastor of the Church, who has oversight of all church ministries and functions.

Section 5.4: Quorum: One-half (1/2) of the Board members then in office (including the Chairperson and ex-officio members) shall constitute a quorum for the transaction of business.

Section 5.5: Clergy Representation: The current conference-appointed pastor of Macedonia shall be a member ex-officio of the Board of Directors and shall be counted among the required quorum of Board members.

Section 5.6: **Voice and Vote:** All Board members, including the Chairperson and pastor, shall have equal voice and vote. Invitees shall have voice but may not vote.

Section 5.7: **Board Vacancies.** In the event it becomes a necessity, the MCRC Board may make recommendations to the Church Board regarding the replacement or removal of any non-ex-officio member of the Board. Only the Church Board has the authority to recommend the replacement or removal of elected church officers.

Article VI – Board of Directors: Executive and Semi-Executive Sessions

Section 6.1: **Executive Sessions:** An Executive Board Session is a meeting of the Board without the Center's Executive Director, other Center staff, or invitees to the Board. The Board shall have at least one executive session each year, preferably during the last quarter, to evaluate the performance of the Executive Director. The Executive Director shall be made privy to the agenda for the executive session in advance, and the Board Chair or Vice Chair shall update the Executive Director about the nature of the discussions. Additional executive sessions may be called by the Chairman, or by simple majority vote of the Board, as necessary. The purpose of executive sessions may also include, but is not limited to:

1. Review of the Executive Director's contract and remuneration (if not a volunteer)
2. Investigation into concerns about the Executive Director

Section 6.2: **Semi-Executive Sessions:** The Executive Director, but no other staff, is invited to semi-executive sessions of the Board. The purpose of the semi-executive sessions shall include, but is not limited to:

1. Conflicts between board members, or serious criticism of a board member by another
2. Complaints or grievances from or about staff or former staff
3. Individual staff situations
4. Evaluation of the Executive Director with the Executive Director

Article VII – Officers, Project Coordinators, and Staff

Section 7.1: **Elected Officers:** The officers elected by the Church shall be:

1. Board of Directors Chairman (a.k.a. Personal Min. Leader in the SDA Church Manual)
2. Vice Chairman for Discipleship
3. Secretary
4. Treasurer (alternately, one person may be elected to serve as the Secretary/Treasurer)

Section 7.2: **Appointed Officers:** The MCRC Board recommends, the Church Board votes:

5. Executive Director
6. Capital Campaign Director
7. Reentry Support Director
8. Macedonia Community Food Pantry Director
9. Rena Burney Memorial Soup Kitchen Director

Officers shall meet all background check requirements by SAC and NAD and sign the Volunteer Agreement, Conflict of Interest, Dispute and Conflict Resolution, and all other applicable Forms. All church elected officers and the Executive Director shall be members of the Church Board.

Section 7.3: **Residency Requirement:** The Chairman, Treasurer, Executive Director, Food Pantry Director, and Soup Kitchen Director should preferably be residents of Lumberton, or alternately, Robeson County to foster the most efficient and effective community engagement.

Section 7.4: **Chairman:** The Chairman shall convene and serve as Chair of the quarterly Board of Directors meetings or arrange for the Vice Chairman to do so. The Chairman shall strictly comply with the policy on establishing agreements and contracts (see Financial Policy). The Chairman shall obtain reports from Board committee chairs as required and ensure that timely notice of meetings is given by the Secretary (along with an agenda, minutes of the previous meeting, and any supporting materials). The Chairman shall be an ex-officio member of all committees, with voice and voting privileges. The Chairman understands that the conference-assigned Senior Pastor of the church, as an employee and representative of the Conference, acts as the official spokesperson on behalf of the Center as well as Macedonia, and that Macedonia maintains controlling oversight of the Center. The Chairman collaborates with the Senior Pastor (or the 1st Elder, in the absence of the Senior Pastor) on addressing outside parties (including the Media) on MCRC matters.

Section 7.5: **Vice Chairman for Discipleship:** The Vice Chairman for Discipleship serves as the liaison between elected church ministry/department leaders and the Executive Committee to support the core mission of MCRC, which is to utilize “Christ’s method alone” to provide life enrichment ministry to MCRC clients and the wider community. The Vice Chairman is Chair of the Discipleship and Life Enrichment (DALE) Committee. In the absence or unavailability of the Board Chairman, but with his or her consent, or upon the request of the Senior Pastor, the Vice Chairman shall perform the duties of the Board Chairman. When so acting, the Vice Chairman shall have all the powers of and be subject to all the restrictions upon the Board Chairman.

Section 7.6: **Secretary:** The Secretary shall be the caretaker of all documents required by law and these bylaws to be maintained by the Center. He or she shall take minutes at Board, Executive, and Resource Advisory Committee meetings, and submit minutes to the Chairman within seventy-two hours after meetings. The Secretary shall distribute minutes to Board members at least three (3) business days before the next scheduled Board meeting and regularly send reminders of upcoming events to Board members. Perform such other duties as assigned by the Chairman.

Section 7.7: **Treasurer:** The Treasurer shall be an Assistant Treasurer of the Church and a member of the Church Board. The Treasurer shall be the manager of the Center’s funds, and a signatory to the Center’s bank accounts with the Executive Director (see Financial Policy). The Treasurer will pay all bills when due. He or she shall submit the prescribed written financial report at least seven days prior to each regular Board meeting. The Treasurer is the Chair of the Finance Committee and shall work with the Finance Committee to prepare and present the proposed annual budget to the Executive Committee and the Board.

Section 7.8: **Executive Director:** The Executive Director represents the Center’s interests to the community and vice-versa and cooperates with the Executive Committee in carrying out the Center’s day-to-day operations, overseeing implementation of the voted plans of the Executive Committee and the Board, and provides direction and supervision to paid and volunteer staff in keeping with voted policies. The Executive Director is expected to actively engage the community by attending governmental meetings and other events to interact with residents, and business and

governmental leaders to bring attention to the Center and its work. Other duties and expectations are noted in the Executive Director's job description and evaluation instrument as voted by the Board. The Executive Director shall be a signatory on the Center's Checking Account with the Treasurer (see Financial Policy).

Section 7.9: Capital Campaign Director: The Capital Campaign Director shall be the lead person for all fundraising and capital development efforts of the Center. The Capital Campaign Director chairs the Fundraising Committee, whose task it is to work toward realizing the Center's financial goals as voted by the Board.

Section 7.10: Reentry Support Director: The Reentry Support Director oversees the Center's ministry to returning residents as part of the State of North Carolina's effort to reduce the recidivism rate. The Director ensures that all State and local jail expectations, including training and reporting schedules, and safety and security protocols are strictly adhered to. The Reentry Support Director chairs the Reentry Support Committee, which may be comprised of Macedonia members and other properly vetted non-member volunteers.

Section 7.11: Food Pantry Director: The Food Pantry Director shall be responsible for all phases of planning and execution of the food program of the Center and shall ensure that all activities of the Pantry are conducted in harmony with MCRC Policies and approved agreements with the Food Bank and other partners who supply food resources. The Pantry Director chairs the Food Pantry Committee, comprised of 3 Macedonia members and no more than 2 non-members.

Section 7.12: Rena Burney Memorial Soup Kitchen (RBMSK) Director: The Director oversees the operation of the RBMSK and chairs the RBMSK committee. The Director ensures volunteer compliance with all Robeson County and NC Health Department rules.

Section 7.13: Project Coordinators (Non-Officers): The Board may, upon recommendation of the Executive Committee, appoint (with Church Board approval) volunteer coordinators who are not regarded as officers of the Board or the Executive Committee to oversee various special projects such as the Community Garden, DIY Workshops, etc. Coordinators may be Seventh-day Adventist members of Macedonia or other SDA churches or properly vetted non-Adventists and shall meet all background check requirements and sign the Volunteer Agreement, Conflict of Interest, Dispute and Conflict Resolution, and all other applicable Forms. Project Coordinators may be invited to specific time slots during Executive Committee meetings on an as-needed basis by the Chairman in consultation with the Executive Director to make presentations, requests, etc. Project Coordinators shall have voice but no vote in meetings attended, are not counted in the required quorum for meetings, and are excused after their presentation before any voting occurs.

Section 7.14: Staff: The MCRC Board of Directors may recommend, and the Church Board may approve, volunteer and paid staff to assist in the Center's day-to-day operations and under the direct supervision of the Executive Director. Staffing needs (paid and volunteer) shall be processed and remain in compliance with South Atlantic Conference policy and the regulations of any private or government sponsoring agencies and applicable regulations of the IRS and the Dept. of Labor.

Article VIII – Committees of the Board and Their Duties

Section 8.1: **Standing Committees:** All committees are responsible to the Board and shall not operate without the approval and support of same. The following shall be the standing committees of the Board: Executive Committee, Discipleship and Life Enrichment (DALE) Committee, Finance Committee, and Fundraising Committee.

Section 8.2: **Executive Committee:** The elected and appointed Board officers comprise the Executive Committee (ExCom). This committee makes up the Board meeting agenda. ExCom shall act on behalf of the Board, between Board meetings. Personnel matters and all potential financial obligations not covered under the Center's Financial Policy or in the previously voted budget shall be referred to the Board. The quorum of the Executive Committee shall be five (5) officers and ex-officio members. All ExCom members, including the Chair, shall have voice and vote. The committee shall meet monthly (in person or virtually) to conduct the Center's business and shall report same at the quarterly Board meeting.

Section 8.3: **Discipleship and Life Enrichment (DALE) Committee:** The Vice Chairman is Chair of the DALE Committee, which seeks to utilize "Christ's method alone" to provide transformational spiritual life and family enrichment ministry to MCRC clients and the wider community. The committee is comprised of the elected church officers such as: Children's Ministry, Prayer Ministry, Family Ministry, Men's Ministry, Women's Ministry, Health Ministry, Youth Ministry, Stewardship, and Hospitality Ministry. The committee will strategically explore and capitalize on the opportunities that God provides to lead people into faith and relationship with Jesus Christ through methods such as:

- Discipleship and soul winning training for Macedonia members
- Literature distribution, Bible Correspondence School, Bible classes, and prayer ministry
- Health and wellness programs and resources
- Following up with interests through in-person and electronic means
- Ministry to couples, men, women, children and youth, young adults, singles, and seniors
- Financial empowerment coaching and resources
- Conflict resolution training programs
- Lay member evangelism campaigns

Section 8.4: **Finance Committee:** The Treasurer is Chair of the Finance Committee, which shall include the Executive Director and two other Board members. The Committee shall develop an annual budget for presentation to the Executive Committee and the Board, and ensure that the Center operates within budget, adjusting as necessary. This Committee shall ensure that all events, programs, Board members and volunteers involved in any undertaking on behalf of MCRC are adequately insured, per Adventist Risk Management policy. The Committee is charged with the responsibility to protect the Center, its Board members, volunteers, and assets of the church from liability, in compliance with SAC policy and applicable laws. The Finance Committee shall also serve as the church's **Benevolence Committee**, with authority to decide on charitable disbursements from the Benevolence Fund, per the voted Charitable Assistance Policy.

Section 8.5: **Fundraising Committee:** Chaired by the Capital Campaign Director, and includes the Treasurer, Executive Director, and up to five other (5) church members. The Committee shall develop an annual, multifaceted fundraising plan, consistent with the mission and values of the Center, for presentation to the Board. All funds raised shall be directed to the Treasurer for deposit

per Board policy. Electronic and web-based means shall be adopted and maintained for fundraising purposes, in addition to traditional methods of collection. The Tithe Remittance and Tithe Non-Solicitation clause of these bylaws shall be observed in perpetuity for all fundraising campaigns.

Section 8.6: **Ad-Hoc Committees:** The Chairman shall be vested with the authority to appoint ad-hoc committees for special purposes.

Article IX – The Resource Advisory Committee

Section 9.1: **Purpose:** The Resource Advisory Committee (RAC) of the Macedonia Community Resource Center shall be constituted for the purpose of providing insight and offering guidance into effectively meeting the needs of the Lumberton community that fall within the purview of MCRC’s mission statement, and to offer relevant suggestions and leads identifying sources of funding and potential funding relationships to support the purpose of the Center.

Section 9.2: **Scope of Responsibilities:** The RAC shall support the efforts of MCRC by sourcing and cultivating donor relationships on behalf of the Center, as well as sourcing personnel for special programs and activities of MCRC. The RAC does not participate in the administrative and legal governance of the Center. The RAC is not authorized to make and enact policy, enter into contracts in the name of the Center, and is not involved in employment decisions of the Center. No legal or other fiduciary responsibility that pertains to the Board of Directors, as expressed elsewhere in these bylaws, shall accrue to the RAC at any time. All RAC recommendations are forwarded to the Executive Committee, and to the Board, if applicable. The scope of the responsibilities of the RAC is limited to this Article (IX) and Section (9.2) of these bylaws.

Section 9.3: **Membership:** The Resource Advisory Committee shall be comprised of the MCRC Chairman, Vice Chairman for Discipleship, Secretary, Treasurer, Capital Campaign Director and Executive Director; the Macedonia pastor; up to nine (9) members of the Lumberton community who are not Seventh-day Adventists; and other Seventh-day Adventists residing in Lumberton (who are not members of Macedonia), at the discretion of the Board. The non-Adventist members of the RAC should be recruited for their good reputation, goodwill toward the community, positive influence, knowledge of the community’s needs, and knowledge and influence in fund sourcing. They are approved by the MRCR Board of Directors.

Section 9.4: **Meetings:** The RAC shall have bi-monthly meetings at the call of the Board Chairman (or the Vice Chair, in consultation with the Chair), to make recommendations to the ExCom. The MCRC Chairman is Chairman of the RAC. The Board Vice Chairman is the Vice Chairman of the RAC. The Board Secretary is the Secretary of the RAC. A simple majority of RAC members present and voting is needed for making recommendations to the ExCom. There is no voting by proxy. RAC members shall sign the RAC Volunteer Agreement, Conflict of Interest, Dispute and Conflict Resolution, and all other applicable Forms at their first meeting.

Article X – Operating Policies and Board Manual

Section 10.1: **Operating Policies:** The Board shall approve resolutions, financial policies, conflict of interest policies, conflict and dispute resolution policy, other policies and protocols, also job descriptions for the Executive Director and staff, not inconsistent with these bylaws.

Section 10.2: **Board Manual:** The Board Manual should contain, but is not limited to policies, operational protocols, a conflict resolution protocol, Adventist Community Services Code of Conduct and Ethics, job descriptions, and the current Constitution and Bylaws.

Article XI – Books, Records and Financial Audit

Section 11.1: **Record-keeping:** The Center shall maintain accurate and complete books and records of account and shall also keep minutes of the proceedings of the Board and other committees having and exercising any of the authority of the Board, at the Center's office.

Section 11.2: **Financial Audit:** All financial and other records may be audited at any time, by order of the Board of Directors, the Church Board, or by the South Atlantic Conference.

Article XII – Tithe Remittance and Tithe Non-Solicitation Policy

Section 12.1: **Non-Solicitation of Tithe:** At no time shall any Board member of MCRC knowingly accept any tithe from any Seventh-day Adventist person for any reason on behalf of the Center. MCRC does NOT collect or use tithe funds. This activity is expressly prohibited and shall be grounds for termination of Board membership and affiliation with MCRC. The Center shall maintain a zero-tolerance policy throughout its existence in the matter of solicitation or acceptance of Adventist tithe funds, which properly should be remitted to the local conference of the Seventh-day Adventist Church, through the local Adventist church where persons hold membership, as outlined in the current edition of the Seventh-day Adventist Church Manual.

Section 12.2: **Non-Remittance of Tithe:** MCRC does not return tithe to a local conference. All funds raised, minus reasonable expenses, are restricted for their earmarked or donated purpose.

Article XIII – Review and Amendment of Bylaws

Section 13.1: **Bylaws Review:** These bylaws shall be reviewed at least annually by the Board to ensure that the Center is compliant with its own statement of mission and applicable Adventist denominational policies.

Section 13.2: **Amendments:** Proposed amendments to these bylaws require a two-thirds majority vote of those present and voting at a duly called meeting of the Board. Final approval shall be by a simple majority vote by the Church Board.

Article XIV – Certification

These bylaws were approved at a meeting of the Church Board on **January 1, 2025.**