

**THE BY-LAWS
OF
PROVIDENCE ORTHODOX PRESBYTERIAN CHURCH OF JACKSON**

Approved by the Congregation on the fourth day of May, in the year of our Lord, two thousand and twenty-five.

Article I – Name

The name of this organization shall be “Providence Orthodox Presbyterian Church of Jackson, Inc.” a nonprofit organization incorporated under the laws of the State of Tennessee. Hereinafter, it may be referred to as the “Church” when specifically addressing its religious capacity or as the “Corporation” when specifically addressing its legal capacity, as the context requires.

Article II – Purpose

The purpose of this Corporation is to operate as the legal entity for the Church, as outlined in the Book of Church Order¹ (BCO) Form of Government XXXI.

Article III – Membership

1. Qualifications for Membership

Membership qualifications in the Church shall conform to the standards set forth in the Book of Church Order (BCO), particularly as outlined in BCO Form of Government II.2–3.

2. Categories or Types of Membership

The categories of membership in the Church shall be as defined in the BCO, specifically in BCO Form of Government XIII.1–2.

3. Membership Application and Admission Process

The Session of the Church shall be responsible for the reception and removal of members from the Church’s membership rolls, in accordance with BCO Book of Discipline II.B.1 and BCO Form of Government XIII.9.

The Session may receive individuals into membership by any of the means provided in BCO Book of Discipline II.B.2.

As a requirement for membership, an applicant must ordinarily complete a new members’ class before being admitted.

4. Rights and Responsibilities of Members

¹ Throughout this document, the referenced version of the BCO at the time of these By-laws’ approval is 2020 edition.

Members of the Church shall have all rights and responsibilities as outlined in the BCO, particularly BCO Form of Government III.1.

5. Discipline and Removal of Members

Church discipline shall be conducted in accordance with the BCO, particularly the Book of Discipline.

A member may be removed from the membership roll by any means prescribed in BCO Book of Discipline II.B.3.

6. Restoration of Membership

A former member seeking restoration shall follow the procedures outlined in Article III.3 of these By-laws.

Article IV – Officers

The officers of Providence Orthodox Presbyterian Church of Jackson shall consist of:

- Church Officers – Those recognized by the BCO with spiritual authority in the church.
- Corporate Officers – Those serving in an administrative capacity with no spiritual authority, acting on behalf of and at the direction of the Church.

1. List of Officers

The Church Officers shall be those recognized and governed by the BCO, particularly as outlined in BCO Form of Government V-XI, and at least include:

- Ministers or Teaching Elders (BCO Form of Government VI)
- Evangelists (BCO Form of Government VII)
- Pastors (BCO Form of Government VIII)
- Teachers (BCO Form of Government IX)
- Ruling Elders (BCO Form of Government X)
- Deacons (BCO Form of Government XI)

The Corporate Officers shall be as follows:

- President
- Secretary
- Treasurer

2. Qualifications for Office

The qualifications for officers of the Church shall be as outlined and governed by the BCO, particularly BCO Form of Government V–XI, XX, XXII–XXIII.

The President, Secretary, and Treasurer shall be communicant members of the Church in good standing.

3. Duties and Responsibilities of Officers

The duties and responsibilities of Church officers shall be as outlined in the BCO, particularly BCO Form of Government V–XI, XX, XXII–XXIII.

Those individuals appointed as Corporate Officers by the Church, pursuant to the provisions of Article IV.4 of the By-laws may be removed at will.

The President, Secretary, and Treasurer shall serve as official signatories for legal and administrative matters as needed.

The President shall:

- a. Call the Incorporation officers to meet to transact business sent to the incorporation by the session or as a result of a Congregational Meeting.
- b. Moderate any meeting of the incorporation officers.

The Secretary shall:

- a. Maintain records of official communications.
- b. Record minutes of any meeting of the incorporation officers.

The Treasurer, under the oversight of the Session and Diaconate, shall:

- a. Collect and disburse Church funds.
- b. Maintain accurate financial records.
- c. Provide reports on the financial condition of the Church as requested by the Session.
- d. Ensure that all Church funds are deposited in the name of the Church in one or more financial institutions in the State of Tennessee.
- e. Require two signatures on Church checks – one from the Treasurer and one from a designated Ruling Elder or Deacon as appointed by the Session.
- f. Be bonded if deemed necessary by the Session.
- g. Delegate specific financial duties, if authorized in writing by the Session.

4. Election and Term of Office

The election and terms of office for Church officers shall be governed by the BCO, particularly BCO Form of Government XXV.2, XXVI.6, XXVI.4.

In accordance with BCO Form of Government XXV.2, Church officers shall be elected to limited terms of service, with the specific term limits and related procedures governed by that section of the BCO.

The President, Secretary, and Treasurer of the Corporation shall be elected annually by the Congregation, each serving a one-year term, based on the calendar year, and may then be re-elected.

5. Vacancies and Removal

The process for handling vacancies or removal of Church officers shall be governed by the BCO, particularly BCO Form of Government XXVI.6.

A Corporate Officer's position shall be vacated if that individual voluntarily withdraws from the office or ceases to be a member of the Church.

In the event of a vacancy in a Corporate Office, the Congregation shall elect a communicant member to serve in that role for the remainder of the calendar year. The appointed officer shall be subject to reapproval at the beginning of the next calendar year.

Article V – Meetings

The BCO Form of Government governs various aspects of the meetings of the Church, including the types of meetings (*BCO Form of Government XVI*), notice, quorum requirements (*BCO Form of Government XIII.5–6*), agenda structure, and voting procedures (*BCO Form of Government XVI.5–6*). The following additions include specific provisions deemed prudent for the operation of the Church.

1. Session and Diaconate Meetings.

The Session and the Diaconate shall ordinarily meet separately at least monthly, and jointly at least semi-annually.

2. Annual Meeting.

In addition to the obligations set forth in BCO Form of Government XVI:

- a. The Annual Meeting of the Church shall typically be held in January, unless otherwise determined by the Session.
- b. The Minister, the Diaconate, and any committees shall submit reports on their respective areas of responsibility as requested by the Session.
- c. The Annual Meeting shall include approval of the fiscal year's budget.
- d. Any other business pertinent to the life and ministry of the Church may also be transacted.

3. Public Notice of Meetings.

In addition to the requirements of BCO Form of Government XVI.3:

- a. The Session shall determine and announce the date, time, and place of all Church meetings.
- b. Notice of Church meetings shall be given both audibly during a Church service and electronically via the Church's regular communication channels.

4. Voting at Annual and Special Meetings.

In addition to the requirements of the BCO Form of Government XVI.1-2 regarding voting:

- a. A three fourths (3/4) majority vote shall govern in all questions except as may be otherwise specified in these By-laws.
- b. The calling out of Ruling Elders and Deacons shall in all cases be by written ballot.
- c. A congregational meeting may only be held if a quorum of communicant church members is present. A quorum shall consist of two-thirds (2/3) of the communicant members of the Church.

5. Procedures at Church Meetings.

Robert's Rules of Order Newly Revised governs all procedural matters not covered in these By-laws.

Article VI – Committees

The Session of the Church has authority at its discretion, to form (and dissolve) committees in order to perform specific tasks, for a time as governed by the session. These committees perform advisory roles and report directly to the Session.

The Church shall elect at each annual or relevant special meeting the members of an audit committee together with such other committees as the Session shall deem appropriate.

The audit committee shall prepare a report on its examination of the finances of the Church and shall present such report at the next following annual meeting of the Church. Any such committee shall consist of not less than two members of the Church.

Article VII – Amendment of By-laws

These By-laws may be amended by a vote of not less than three-fourths (3/4) of the communicant members of the Church constituting a quorum and present and voting at any annual or special meeting of the Church.

The text of any such proposed amendment shall be approved by the Session and made available to the Church at least two (2) Lord's Days prior to the scheduled meeting (Form of Government XVI.3).

Article VIII – Budget

The Budget of the Church shall be prepared annually by the Diaconate. Such preparation shall ordinarily include consultation with the Session and, if a Treasurer has been appointed, with the Treasurer of the Church.

The budget shall be presented by the Diaconate to the Session for its approval at least fourteen (14) days prior to the submission of the budget to the Church for its approval at the annual meeting of the Church pursuant to Article V.2.b-c of these By-laws.

The fiscal year of the Church shall be the calendar year.

The Session shall have sole authority to determine the annual compensation of all Church and Corporate officers, which shall be included in the Church's budget.

Article IX – Conflict

The primary standard for the Church is the Holy Scriptures of the Old and New Testaments. The doctrine of the Church is systematically expressed in the Westminster Confession of Faith, together with the Larger and Shorter Westminster Catechisms, as adopted by The Orthodox Presbyterian Church (OPC).

The government, discipline, and worship of the Church shall be conducted in accordance with the BCO¹, as is in effect at the time of the ratification of these Articles, including any future amendments directed by the General Assembly of The Orthodox Presbyterian Church. It shall serve as a secondary standard of this Church, always subordinate to the Holy Scriptures.

In the event of any conflict between these By-laws and the higher-level governing standards of the church, the higher-level governing standards shall be taken as the standard.