

**CONSTITUTION  
OF  
THE WILLIAMSBURG COMMUNITY CHAPEL  
(As amended 01 May 2011)**

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**CONSTITUTION  
OF  
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(As amended 01 May 2011)**

**ARTICLE I. NAME**

The name of this church shall be "The Williamsburg Community Chapel."

**ARTICLE II. STATEMENT OF FAITH**

We believe:

**SECTION A-THE TRINITY**

In one God manifest in three Persons—the Father, the Son, and the Holy Spirit.

**SECTION B-INSPIRATION OF THE SCRIPTURES**

In the inspiration of all the Scriptures by the Holy Spirit, and that they are the final authority for our faith and practice.

**SECTION C-ALL HAVE SINNED**

In the creation of the human race in God's image as immortal, morally responsible beings whose purpose is to serve and glorify God. Mankind chose rather to serve self-interest and thus all have sinned, creating the need for individual reconciliation to God.

**SECTION D-INCARNATION AND REDEMPTIVE WORK OF CHRIST**

In the Incarnation and Virgin Birth of the Lord Jesus Christ who, by His shed blood, substitutionary death and bodily Resurrection paid the redemptive price for our sins.

**SECTION E-SALVATION AND CONDEMNATION**

In the salvation of all who trust the Lord Jesus Christ and the just condemnation of all who reject Him.

**SECTION F-WORK OF GOD'S SPIRIT**

In the work of God's Spirit in the new birth, indwelling the believer enabling him to grow in the likeness of Christ, and filling him with power to live a life committed to the Lordship of Jesus Christ.

## **SECTION G-UNION OF ALL BELIEVERS**

In the union of all believers as one body in Christ.

## **SECTION H-SECOND COMING**

In the bodily Second Coming of the Lord Jesus Christ to claim His own people and to set all things in order.

## **ARTICLE III. PURPOSE, NATURE AND MISSION STATEMENT OF THE CHURCH**

### **SECTION A-PURPOSE OF THE CHURCH**

The purposes of the Williamsburg Community Chapel in conformity to the biblical pattern shall be:

1. To praise and worship the living God.
2. To evangelize the world through personal and corporate involvement both at home and abroad.
3. To enhance community life within the Body so that the unity of the Spirit may be kept with each member sharing in a sense of oneness and belonging.
4. To nurture the exercise of spiritual gifts by each believer in the fellowship for the edification of the whole.
5. To strengthen home and family life, realizing that the home is the basic unit of society and the local church.
6. To establish prayer as a priority in the life of the church and the individual.

The regular meetings and all planned activities of the Chapel shall seek to attain these objectives in whole or in part.

### **SECTION B-NATURE OF THE CHURCH**

Believing that the Church of Jesus Christ is One Church and is One Body whose Head is Jesus Christ, this church is pledged to work with all who love the Lord Jesus and look for His appearance. To this end The Williamsburg Community Chapel shall be constituted as an interdenominational church wherein all of those who love Jesus Christ and desire to serve Him may join in one common effort.

The statement of Faith to which this church adheres finds its expression in all the great historic confessions of the true Church of Jesus Christ. Those other elements which have caused confusion and division in the past within the Church of Jesus

Christ shall not be permitted to destroy the unity of this body. Accordingly we urge that attitudes of Christian love and tolerance be expressed toward those within the Body of Christ holding different points of view.

### **SECTION C-MISSION STATEMENT**

The Williamsburg Community Chapel is an interdenominational family of faith called to make disciples of Jesus Christ by:

- meeting people where they are on their spiritual journey,
- getting people into God's Word and God's Word into people, and
- preparing believers for works of service to foster unity and maturity in the Body of Christ.

(From Matthew 28:19-20 and Ephesians 4: 12 & 13.)

### **ARTICLE IV. THE CHURCH AS A FELLOWSHIP**

The Williamsburg Community Chapel is committed to the belief that the local church is a "fellowship" where all people should feel welcomed. The church values membership, and believes that people should be led by God, not pressured, to commit to membership. Members are not required to give up their affiliation with other Christian churches or denominations. Membership is required to vote on certain items and hold certain positions within the church, as designated by the Elders or stated in the constitution.

### **ARTICLE V. AFFILIATIONS**

This church is independently owned and governed and maintains the right to govern its own affairs. Recognizing, however, the benefits of cooperation with other churches, this church voluntarily has the right to affiliate itself with Christian associations and with other local congregations as deemed appropriate by the Elders of the church.

### **ARTICLE VI. ORDINANCES**

We believe that the Christian ordinances of Baptism and the Lord's Supper are outward rites appointed by Christ, not as a means of salvation, but as visible signs and seals of the facts and realities of salvation.

### **SECTION A-BAPTISM**

We believe that Baptism by water is a public confession of Christ as Savior and Lord. It is a symbol of one's union, by faith, with Christ in death, burial, and

resurrection, and therefore is to be administered to those whose lives demonstrate their faith in Christ as their personal Savior. (Matthew 28:19; Mark 16:16; Acts 2:38-41; Romans 6:3-5; Colossians 2:12; Acts 8: 36-39)

## **SECTION B-THE LORD'S SUPPER**

We believe that the Lord's Supper should be observed by all believers in obedience to the command: "This do in remembrance of Me." It consists of partaking of the consecrated emblems of "bread and wine" which symbolize the death of Christ for the remission of our sins and our continued dependence upon Him for our sustenance. It witnesses to that mystical union of the believer with Christ (John 15). The union of believers around the Lord's Table should be open to all who are in right relationship with the Lord and with one another. (Matthew 26:26-30; Luke 22:19, 20; I Corinthians 11:23-26)

## **ARTICLE VII. ORDINATION**

Ordination to proclaim the gospel of the grace of God and to administer the ordinances may be granted by the Williamsburg Community Chapel to candidates called to pastoral ministry. The call and qualifications of the candidate shall be reviewed by the Elders. If approved by the Elders, the candidate shall be publicly ordained during a worship service or other meeting of the Chapel congregation.

## **ARTICLE VIII. MEMBERSHIP**

### **SECTION A-MEMBERSHIP ROLL**

The names of members who regularly attend the church's services and membership meetings shall be kept on the membership roll. Other members who do not regularly attend may be retained on the membership roll or removed at the discretion of the Elders. Only members on the membership roll may vote on church business matters.

### **SECTION B-QUALIFICATIONS**

Baptized persons who profess faith in Jesus Christ as Savior and Lord, give testimony to and demonstrate a life-changing, vital relationship with Him, attend a membership class and sign the Member's Covenant indicating agreement with the Statement of Faith and governing documents of The Williamsburg Community Chapel are qualified for membership.

All present members of the unincorporated entity, known as Williamsburg Community Chapel, shall upon incorporation and signing of the Member's

Covenant agreeing to be bound by the Articles of Incorporation and Constitution of the new church corporation, become members of this Church. No member of this Church, nor any officer, nor any member of the Elders shall by virtue of such membership, office or position, incur or be subject to personal liability to any extent for any indebtedness, obligations, acts or omissions of this Corporation.

### **SECTION C-MEMBER'S COVENANT-DUTIES OF MEMBERS**

Each member has responsibilities in several areas: to himself, to the family, to the Pastors, to the Church, to fellow members, and to those outside the church and covenants to endeavor with God's help to live up to these responsibilities.

The duties of members to themselves are: continued submission to the Lordship of Christ in every area of life, the acquisition of and obedience to scriptural knowledge, continual growth toward maturity in Christ, and consistency of Christian behavior.

The duties of members within the home are: to maintain devotions, to educate in Christian doctrine, and to pray for the salvation of their family.

The duties of members to the Pastors and Elders are: to honor, esteem and love them; to pray for them regularly; to submit to them in the exercise of their scriptural authority; and to manifest a tender regard for their reputation.

The duties of members to the church are: to be actively involved in the life of the church; to be loyal to its programs; to pray regularly for its ministry, leadership, and people; and to contribute to its support with time and finances as God prospers them.

The duties of members to others within the church are: to demonstrate love towards all others and to promote their spiritual growth and well-being. The duties of members to those outside the church are: to love them; to honor obligations and commitments; and as opportunity and ability enable, to commend the Gospel of Christ to them.

The duties of the members are to have read the Articles of Incorporation and Constitution including those policies dealing with church discipline, conflict resolution, members' responsibilities and covenant, and to agree to be bound by the Articles of Incorporation and Constitution and accompanying policies and procedures.

## **SECTION D-ACCEPTANCE**

Applicants for membership shall be interviewed by a Pastor and at least one Elder. Applicants must satisfactorily show that they possess the required qualifications for membership and indicate they feel led of God to join. Final approval shall rest with the Elders. Applicants placed on the membership roll will be announced to the congregation.

## **SECTION E-TERMINATION OF MEMBERSHIP**

Members who request in writing that their membership be terminated, or indicate they have transferred to another church, or are deceased, shall be removed from the membership roll. The Membership Committee shall review the membership roll prior to annual and special business meetings, and submit a list of current members who are entitled to vote to the Elders. If the Membership Committee identifies members who no longer regularly participate in the church's services, the Membership Committee shall identify these members to the Elders, who may at their discretion remove these members from the membership roll. The Elders will attempt to notify such persons that they are being removed from the membership roll.

Church discipline is to be patterned after Matthew 18:14 -17 for the purpose of restoring an offender in love. Members who demonstrate a pattern of behavior that is inconsistent with the Member's Covenant and are unwilling to be restored may be removed from the Membership Roll at the discretion of the Elders. Such a member shall be approached in the spirit of love and humility by two or three Elders for reconciliation. If the offender is still not restored, he or she shall be invited to make an explanation to the Elders. If the offender is still not restored, that person's name shall be removed from the membership roll by a three-quarter (3/4) vote of the Elders present and voting.

## **SECTION F-REINSTATEMENT OF MEMBERSHIP**

Those whose membership has been terminated for any reason and who desire to be reinstated shall re-apply for membership.

## **ARTICLE IX. THE SENIOR PASTOR**

### **SECTION A-QUALIFICATIONS**

The Senior Pastor shall by virtue of his office be a member of The Williamsburg Community Chapel and a member of the Elders. While serving as an Elder, he is acting as a volunteer. He shall meet the qualifications prescribed for all Chapel members in this Constitution. The Senior Pastor must be committed to the purpose,



nature and mission statement of the church as described in the Constitution. He must exemplify the qualifications set forth in the Scriptures for an overseer of the Church (I Timothy 3:1-7; Titus 1:7-9). Thus, he must be a person of good report, one who has demonstrated that his goals and aspirations are spiritual, and not fashioned after those of the world (Romans 12:12; II Corinthians 6:14-7:1). His constant goal and continual effort should be that every area of his life be above reproach before the Lord and before men (Romans 14:13-23; I Corinthians 10:23-33). Finally, he must recognize the priority of love both in his motives and his methods, as he fulfills his ministry (I Corinthians 13:1-8).

### **SECTION B-SELECTION AND CALL**

The Elders shall appoint a pulpit committee to prayerfully review and evaluate the qualifications of a prospective Senior Pastor. The qualifications listed in Section A of this article will be used as guidelines. The recommendations of the Pulpit Committee will be presented to the Elders who, in turn, by a unanimous vote may present the candidate to the membership. In addition, the Elders shall arrange for the candidate to visit the church, present a sermon and meet the membership of the church informally. A special meeting of the membership shall be called to vote on whether to extend a call to the candidate. The membership, by a two-thirds (2/3) vote of a quorum may extend a call to the candidate.

### **SECTION C-DUTIES**

The duties and responsibilities of the Senior Pastor are:

1. To exercise, in conjunction with the Elders, watchful and responsible concern for the integrity of the total ministry of the church; to foster its stability, vision, growth, and expansion; and to train and equip Christians for the work of the ministry.
2. To oversee the pulpit ministry and the administration of ordinances.
3. To serve as the pastoral leader of the Chapel, and as such shall direct the plans and programs for the ministry of the Chapel.
4. To serve, at his discretion, as an ex-officio member of any committee.

### **SECTION D-TERMINATION**

The Senior Pastor may resign by giving written notice to the Elders sixty days in advance. The Elders must approve a shorter notice. The Senior Pastor may be dismissed by a two-thirds (2/3) majority vote of the entire Board of Elders, not including the Senior Pastor.

## **ARTICLE X. THE ELDERS-BOARD OF DIRECTORS**

### **SECTION A-COMPOSITION**

The Elders shall function as the Board of Directors of the Corporation, and shall be composed of the Senior Pastor, six persons elected by the Chapel membership, and three persons appointed by the Elders.

### **SECTION B-QUALIFICATIONS**

The Elders shall be members who are particularly able to participate with the Senior Pastor in leadership of the spiritual, educational, and administrative ministries of the Chapel. Members shall be subject to those spiritual intents set forth for those entrusted with leadership and overseer responsibilities. According to Paul, "If anyone sets his heart on being an overseer, he desires a noble task. Now the overseer must be above reproach, the husband of but one wife, temperate, self-controlled, respectable, hospitable, able to teach, not given to much wine, not violent but gentle, not quarrelsome, not a lover of money. He must manage his own family well and see that his children obey him with proper respect. He must not be a recent convert. He must also have a good reputation with outsiders..." (I Timothy 3:1-7; See also Titus 1:5-9)

Additionally, all Christians and particularly those in positions of authority should live in the spirit of Romans 14. That is, they should conduct themselves in a manner so as not to needlessly cause dissension or hinder anyone's spiritual development and growth.

### **SECTION C-GENERAL RESPONSIBILITIES**

The Elders, in conjunction with the Senior Pastor, shall:

1. Foster the integrity of the total ministry of the Chapel for the glory of God.
2. Exhibit personal love and concern for the spiritual growth and edification of the fellowship.
3. Exercise general oversight of the total ministry of the Chapel in accordance with the provisions of this Constitution.
4. Exercise general oversight of the administrative affairs of the Chapel as the church corporation board of directors.
5. Exercise responsibility for the stewardship of the Chapel finances.
6. Formulate and establish policies for the guidance and administration of each Chapel ministry.
7. Review and evaluate the operation, administration, and effectiveness of each Chapel ministry.

## **SECTION D-SPECIFIC DUTIES**

The Elders shall:

1. Establish an internal organization to best suit the needs of the Chapel, which may include:
  - a. Such standing or ad-hoc committees as needed.
  - b. A Chairman (who shall also serve as the President of the Corporation) and other officers as deemed necessary.
2. Appoint from its membership or from the church membership, pastoral elders, deacons and general church officers as deemed necessary.
3. Select annually a nominating committee for the replacement of the Elders.
4. Establish the organizational structure of the Chapel.
5. Provide to each officer and committee chairman an operating charter setting forth his duties and responsibilities.
6. Approve or reject all applications for membership or withdrawal from the Chapel.
7. Authorize commitment and/or expenditure of funds and establish provisions for adequate financial reporting.
8. Authorize the establishment of each church staff position, and approve the selection of Pastors, Ministers, Directors and their equivalents.
9. Approve all real estate transactions including, sales, financing, purchases and donations. Certain real estate transactions must be ratified by the Membership, as set forth in Article XIII, Section B.

## **SECTION E-ELECTION AND TERMINATION**

Elders shall be elected or appointed for a term of three years. Elected Elders shall serve staggered terms with one-third of the Elders completing terms each year. The Elders shall fill vacancies in an unexpired term of an Elder. The Elder so appointed shall serve the unexpired portion of a three-year term, which period shall count as one term. No Elder shall serve more than two consecutive terms or six consecutive years in office. After completion of two consecutive terms, former Elders are ineligible to serve again until at least three years have passed. Individual exceptions to this three year provision must be approved by a unanimous vote of the Elders.

An Elder may be removed by a two-thirds (2/3) majority vote of the entire Board of Elders, excluding the Elder in Question. An Elder may resign by giving written notice to the Elder Chairman or Senior Pastor thirty days in advance.

## **SECTION F-MEETINGS**

The Elders shall meet at least monthly and at other times as called by the Chairman or one-third (1/3) of the Elders. Notice of Elder meetings must be in writing and given at least two days prior to the meeting except for emergency situations.

Members of the Chapel, by giving 24-hour advance notice, may attend monthly business meetings of the Elders as an observer if approved by the Chairman. At the discretion of the Chairman, discussion of matters considered "sensitive" shall be closed.

Minutes of Elder Business Meetings, Church Annual Business Meetings, and Special Business Meetings shall be open to review by all Chapel members upon reasonable request and need for review.

Any matter related to business of the church may be brought to the attention of the Elders by any Member.

The Elders shall have the right to take any action in the absence of a meeting that they could take at a meeting by obtaining the written approval, including by e-mail, of a majority of the Elders and by ratifying such action at the next regular business meeting. Any action so approved shall have the same effect as though taken at a meeting of the Elders.

Six Elders present at the beginning of a meeting shall constitute a quorum for purposes of transacting business at a meeting. Every action taken or decision made by a majority of the Elders shall be deemed to be the act of the Elders.

Participation by Conference Telephone - Members of the Board of Elders or of any committee thereof may participate in a meeting of such Board or committee by means of a conference telephone or similar communications equipment whereby all persons participating in the meeting can hear each other. Participation by such means shall constitute presence in person at such meeting. When such a meeting is conducted by means of a conference telephone or similar communications equipment, a written record shall be made of the action taken at such meeting, noting participation of those who were present by means of such communications equipment.

## **SECTION G-OTHER MATTERS**

### ***Conflicts of Interest Policy***

The Elders shall adopt a Conflicts of Interest Policy that will provide for full disclosure of potential material conflicting interests by Members, Officers, or employees. This Policy shall permit the Elders to determine whether the contemplated transaction may be authorized as just, fair and reasonable to the Church.

### ***No Compensation for Directors***

No salary or compensation shall be paid to any Elder in his capacity as an Elder, but nothing herein shall be construed to preclude any Elder from serving the Church in any other capacity and receiving reasonable compensation. Moreover, the Elder may receive reasonable reimbursement for travel and other approved expenses upon request and written documentation.

## **ARTICLE XI. DEACONS**

### **SECTION A-COMPOSITION**

The Deacons shall be appointed by the Elders.

### **SECTION B-QUALIFICATIONS OF MEMBERS**

The Deacons shall be active members who are particularly able to participate with the church staff and Elders in the supportive ministries of the Chapel. The Deacons shall be subject to those spiritual intents set forth for those entrusted with such leadership and responsibilities.

According to Paul, "Deacons, likewise, are to be men worthy of respect, sincere, not indulging in much wine, and not pursuing dishonest gain. They must keep hold of the deep truths of the faith with a clear conscience. They must first be tested; and then if there is nothing against them, let them serve as deacons. In the same way, their wives are to be women worthy of respect, not malicious talkers but temperate and trustworthy in everything. A deacon must be the husband of but one wife and must manage his children and his household well. Those who have served well gain an excellent standing and great assurance in their faith in Christ Jesus" (1 Timothy 3:8-13).

"Brothers, choose seven men from among you who are known to be full of the Spirit and wisdom. We will turn this responsibility over to them and will give our attention to prayer and the ministry of the Word" (Acts 6:3, 4).

"I commend to you our sister Phoebe, a deaconess of the church at Cenchreae (Romans 16:1).

### **SECTION C-GENERAL RESPONSIBILITIES**

The deacons shall be responsible for implementing the supportive ministries of the church as defined by the Elders.

### **SECTION D-SPECIFIC RESPONSIBILITIES**

Individual deacons shall be appointed by the Elders to specific areas of ministry.

### **SECTION E-APPOINTMENT**

Deacons shall be appointed as needed, for a term of three years. No Deacon shall serve more than two consecutive terms or six consecutive years in office. After completion of two consecutive terms, former Deacons are ineligible to serve as Deacons again until at least three years have passed. Individual exceptions to this three year provision must be approved by a unanimous vote of the Elders. Deacons may be removed, at any time, by a majority vote of the Elders.

## **ARTICLE XII. INDEMNIFICATION**

### **SECTION A-INDEMNIFICATION**

Each Elder and Deacon and appointees of the Elders shall be indemnified by the Church against all claims, liabilities, judgments, settlements, costs and expenses incurred by him/her in connection with any claim, action, suit, or proceeding, or threatened action, suit or proceeding, to which he/she may be made a party by reason of his/her being or having been an Elder, Deacon or appointee, except in relation to any action, suits, or proceedings in which he/she has been finally adjudged liable because of gross negligence or misconduct, which shall be deemed to include willful misfeasance, bad faith, gross negligence, or reckless disregard of the duties involved in the conduct of his/her office. The foregoing rights and indemnification shall not be exclusive of any other rights to which the officers and directors may be entitled according to law.

### **SECTION B-PERSONAL LIABILITY**

No member of the Elders shall be personally liable for the performance of any contract or agreement entered into by the Elders on behalf of the Church.

## **ARTICLE XIII. MEETINGS**

## **SECTION A-WORSHIP AND DEVOTIONAL**

The Chapel shall meet regularly on the Lord's Day and such other times as the Pastoral Staff or Elders may deem appropriate.

## **SECTION B-BUSINESS MEETINGS**

The latest edition of the Robert's Rules of Order Revised shall be the parliamentary guide and may be invoked by the moderator to establish order and/or procedures not specifically covered by this Constitution. The Chairman of the Elders will function as moderator or in his absence the Elders will elect an acting moderator. A quorum shall consist of 20% of the membership. There shall be no voting by proxy unless approved by the Elders and a majority of the membership present. If a quorum cannot be obtained, the second meeting on the same subject shall have those members present and voting at a meeting duly noticed and called to constitute a quorum of the membership for the transaction of business.

### ***Annual Business Meeting***

Members of the Chapel shall meet annually in the month of April to: elect Elders; receive annual reports of the ministries of the Chapel; and transact such other business as is proper. Elders' terms shall commence on May 1, and shall terminate on April 30 three years later.

### ***Special Business Meetings***

A special business meeting of the membership may be called at any time by the Senior Pastor, or Chairman of the Elders, or by a written request to the Elders signed by at least one-quarter of the members of the Chapel. Written announcement of such meeting shall be given at least two successive weeks prior to the meeting. In extenuating circumstances, exceptions to the notice provisions may be made by the Elders, provided announcement in advance of the meeting is made to the church membership.

### ***Real Estate***

The conveyance, transfer, mortgage, or dealings in real estate that is purchased or held shall be approved by the Elders and ratified by two-thirds majority vote of a quorum of the membership at any regular or special meeting.

The Elders shall approve transactions regarding donations of real estate and its subsequent sale, without membership approval.

## **ARTICLE XIV OFFICERS OF THE CORPORATION**

## **SECTION A-OFFICES**

The offices of the Church shall be the Chairman of the Elder Board (President), Secretary/Clerk, Treasurer, and such other offices as the Elders may appoint. No person may hold more than one of these offices as a second office.

## **SECTION B-ELECTION**

The Elders shall elect by simple majority the officers of the Church for one (1) year terms without limitation for reelection or until their successors are elected and qualified.

## **SECTION C-VACANCIES**

A vacancy in any office because of death, resignation, removal, disqualification, or otherwise shall be filled by the Elders.

## **SECTION D-SECRETARY/CLERK**

The Secretary/clerk shall keep a full and complete record of all the proceedings of the Elders, including keeping minutes of the annual congregational meeting and board meetings. The Secretary shall publish, or cause to be given, notice of all special meetings; shall have the responsibility for and supervise the keeping of records of the Church; shall have authority to sign the Church's name to any instrument requiring it, and shall discharge such other duties of the office as prescribed by the Elders.

## **SECTION E-ASSISTANT SECRETARY/CLERK**

The Assistant Secretary/Clerk or, if there be more than one, the Assistant Secretaries, in the order determined by the Elders, shall, at the direction of the Secretary or in the absence or disability of the Secretary, perform the duties and exercise the powers of the Secretary and shall perform such other duties and shall have such other powers as the Elders may from time to time prescribe.

## **SECTION F-TREASURER**

The Treasurer shall have the custody of the Church funds and securities donated to the Church and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Church and shall deposit all monies and other valuable effects in the name and to the credit of the Church in such depositories as may be designated by the Elders. Those funds shall be paid out only by checks of the Church signed by such persons as may be designated by the Elders.

## **SECTION G-ASSISTANT TREASURER**



The Assistant Treasurer, or if there shall be more than one, the Assistant Treasurers, in the order determined by the Elders, shall, in the absence or disability of the Treasurer, perform the duties and exercise the powers of the Treasurer and shall perform such other duties and have such other powers as the Elders may from time to time prescribe.

### **SECTION H-CHAIRMAN**

The Elders shall appoint by consensus, or by majority vote if unanimity is not possible, one Elder from among their number to serve as the Chairman and to preside over all meetings of the Elders. The Chairman may designate another Elder to preside over any meeting.

### **SECTION I-CONTRACTS**

The President and Secretary/Clerk generally will sign all contracts that bind the Church. However, the Elders may authorize any officer or officers, agent or agents of the Church, in exchange for or addition to the officers so authorized by this Constitution, to enter into any contract or execute and deliver any instrument in the name of any on behalf of the Church, including real estate transactions. Such authority may be general or confined to specific instances.

### **SECTION J-TRANSACTIONS WITH INTERESTED PARTIES**

A contract or other transaction between the Church and one or more of its Elders, Pastors, Officers, or family members thereof (hereinafter "Interested Party"), or between the Church and any other entity, of which one or more of the Church or its Elders, Pastors, or Officers are also Interested Parties, or in which entity is an Interested Party has a financial interest – shall be voidable at the sole election of the Elders unless all of the following provisions are satisfied:

1. The Church entered into the transaction for its own benefit;
2. The transaction was fair and reasonable as to the Church, or was in furtherance of its tax-exempt purposes at the time the Church entered into the transaction;
3. Prior to consummating the transaction, or any part, the Board authorized or approved the transaction, in good faith, by a vote of a majority of the Elders then in office, without counting the vote of the interested Elder or Elders, and with knowledge of the material facts concerning the transaction and the Interested Parties' interest in the transaction; and
4. Prior to authorizing or approving the transaction, the Board, in good faith, determined after reasonable investigation and consideration, that either the Church could not have obtained a more advantageous arrangement, with

reasonable effort under the circumstances, or the transaction was in furtherance of the Church's tax-exempt purposes.

Common or interested Elders may not be counted in determining the presence of a quorum at a meeting of the Board (or a committee thereof) which authorizes, approves, or ratifies such contract or transaction. Notwithstanding the above, no loan shall be made by the Church to any of its Elders, Officers, Pastors, or Members.

#### **ARTICLE XV. FISCAL YEAR**

The fiscal year shall be from January 1 through December 31.

#### **ARTICLE XVI. SETTLEMENT OF DISPUTES WITHIN OR AGAINST THE CHURCH**

The Chapel, its officers, lay leaders, employees and members believe the Bible commands them to make every effort to live at peace and to resolve disputes in private or within the Christian community in conformity with the Biblical injunctions of Matthew 5:22-24, Matthew 18:15-20, and I Corinthians 6:1-8.

Therefore, the Chapel, its officers, lay leaders, employees and members agree that any controversy or dispute involving the Chapel which cannot be privately resolved, shall be settled by Biblically-based mediation and, if necessary, legally-binding arbitration. The mediation and, if necessary, the arbitration, shall be administered by a Christian dispute resolution agency approved by the Elders. The parties shall be entitled to conduct discovery as set forth in Virginia Civil Code, subject to determination by the arbitrator as to what discovery is sufficient to adequately arbitrate the disagreement or dispute. The Elders shall adopt policies and procedures to effect these requirements and aspirations.

Notwithstanding this above provision, to protect the church and its members and under its risk policy procedures, the church is required to maintain liability insurance. Therefore, this conflict provision is conditioned upon agreement by the church's insurers that, in light of the particular facts and circumstances surrounding the disputed matter, this provision, and the process it establishes will not diminish any insurance coverage maintained by the church.

## **ARTICLE XVII. CHURCH POLICY AND OPERATION MANUAL**

The development of a church policy and operation manual shall be overseen by the Elders or their designees. This manual may include church policies, procedures, job descriptions and organization charts depicting lines of responsibility in the administration of the church. The manual shall be kept in the church office and made available for review by any Member. The Secretary shall maintain the manual.

## **ARTICLE XVIII. PARTNERSHIPS, JOINT VENTURES, LLC, AND AUXILIARY CORPORATIONS**

The Directors may authorize in writing any officer(s) or agent(s) of the Church to enter into any partnerships or joint ventures or create auxiliary corporations or limited liability companies that the Directors determine will advance the religious purposes and goals of the Members as described herein and not violate the Church's tax exempt status. The Directors of the Church shall retain and have complete and exclusive authority to appoint and remove board members of any such entities and to dissolve or terminate any entities created pursuant to this article.

## **ARTICLE XIX. AMENDMENTS**

Amendments to this constitution may be made in whole or in part (except that no part of the Statement of Faith may be deleted or its meaning altered without unanimous consent of the Board and members) according to the following procedure:

### **SECTION A -PROPOSALS**

Proposed amendments approved by a two-thirds majority of the Elders may be presented to the membership by the Elders at any annual or special meeting. Final ratification must be made at a meeting subsequent to the meeting at which the proposal for change was submitted. All proposed amendments must be in writing.

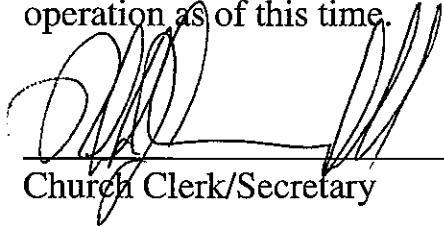
### **SECTION B -NOTICE**

The written notice of any meeting at which a proposed amendment is to be voted upon by the membership must present the complete proposal.

**SECTION C-APPROVAL**

An amendment must then be ratified by the vote of a two-thirds (2/3) majority of the quorum at any regular meeting or special meeting of the membership.

I, the undersigned Clerk/Secretary of The Williamsburg Community Chapel do hereby certify that the above Constitution was adopted on 01 May 2011 by the Members at a duly called meeting and that this Constitution is current and in operation as of this time.

  
\_\_\_\_\_  
Church Clerk/Secretary

05/03/2011  
Date