

Article I – Name of the Corporation

The corporate name of this nonprofit church corporation shall be Covenant Reformed Presbyterian Church.

Article II – Doctrinal and Governmental Standards of the Corporation

The doctrinal and governmental standards shall be those of the Orthodox Presbyterian Church: The Holy Scriptures as summarized in the Westminster Confession of Faith, the Form of Government, the Book of Discipline, and the Directory for the Public Worship of God of the Orthodox Presbyterian Church, together known as the Book of Church Order of the Orthodox Presbyterian Church (hereinafter, the BCO).

Article III – Membership in the Corporation

Church membership in good standing according to the BCO shall constitute automatic membership in the corporation. All aspects of church administration and membership in the corporation shall be controlled by the BCO.

Article IV – Meetings of the Corporation

1. Annual Meeting

There shall be an annual meeting of the members of the corporation for conducting the business of the corporation, which time and place shall be set by the Session or the Presbytery (FOG XVI.1,2; XXXI.4). If they fail to set a date, time, and place for the annual meeting within twelve months from the last annual meeting, then members constituting 25% of the total membership may call an annual meeting for the purpose above described.

2. Special Meetings

Special meetings of members, for any purpose or purposes, may be called by majority vote of the Session or Presbytery (FOG XVI.1,2; XXXI.4), and shall be called at the request of not less than 50% of the membership of the corporation.

3. Place of Meeting and Notice

The Session or Presbytery (FOG XVI.1,2; XXXI.4) may designate any place consistent with North Carolina law as the place of meeting for any annual meeting or for any special meeting of the corporation called by them. Notice of meetings of the corporation shall be made according to the requirements of the BCO for congregational meetings.

4. Entitlement to Vote and Quorum

All communicant members of the congregation in good standing according to the BCO shall be entitled to vote. 25% of the communicant membership shall constitute a quorum.

Article V – Board Of Directors

1. General Powers

The business and the affairs of the corporation shall be managed by its board of directors. The directors shall in all cases act as a board and they may adopt such rules and regulations for the conduct of their meetings and the management of the corporation, as they may deem proper, not inconsistent with the BCO, these by-laws, or the laws of this state.

2. Election

The Board of Directors shall ordinarily be chosen from among the ruling elders of the church. In the absence of ruling elders, directors may be chosen from the membership of the

congregation. The number of directors of the corporation shall be three, and each shall be elected to one year terms.

3. Meetings and Quorum

Meetings of the directors may be called by or at the request of any director. Such persons may fix the place for holding any special meeting of the directors called by them. At any meeting of the directors, two shall constitute a quorum for the transaction of business.

4. Manner Of Acting

Any action of the Board Of Directors shall require the majority consent of the directors and shall be in keeping with the BCO.

5. Budgets and Expenditures

It shall be the duty of the treasurer to propose a budget for the expenditure of the regular funds of the church to the Session for approval, and to disperse the funds of the church in keeping with the annually approved budget. All individual expenditures other than or in excess of the approved budget greater than 5% of the budget must be approved by the Session. The board of directors shall have no power to buy, sell, lease, or encumber real property without formal authorization from the Session to do so. Financial appeals may not be made to the congregation for unbudgeted causes without approval of the Session (FOG XIII.7)

6. Treasurer

The Session shall choose a treasurer for the corporation from among the membership of the corporation. It shall be the duty of the treasurer to provide for the collecting and disbursing of all funds of the church in accordance with the directives of the Session, and for the preparation and maintenance of true and accurate

books of account thereof. The treasurer shall be responsible to present regular reports to the Session on the financial affairs of the church.

7. Legal Representation

The Board of Directors shall be responsible for the execution of all legal instruments for the congregation. It shall also act as the custodian of the church's legal documents and its corporate seal.

Article VI – The Board of Elders (Session) and Board of Deacons (Diaconate)

1. Membership and Tenure

The office of “teaching elder,” “ruling elder,” and “deacon” in the congregation shall be filled in accordance with the provisions of the BCO. Ruling elders and deacons shall hold office for as long as they are members in good standing of the church, except in the case of divestiture from office as outlined by the BCO.

2. Election

The election of elders and deacons by the congregation shall be in accordance with the provisions of the BCO. Elections shall be by secret ballot.

Article VII – Suspension and Amendments

1. Suspension

Any of these articles, except Articles I, II, III, and VI, may be temporarily set aside at any congregational meeting by a two-thirds vote of the voting members present.

2. Amendments

These by-laws may be amended at any meeting of the congregation by a two-thirds majority of the voting members present, provided that the substance of the proposed amendment has been submitted at a previous meeting of the congregation, or has been submitted in writing at least four (4) Sundays prior to the meeting at which the action is to be taken pending the approval of the Session (FOG XXXI.4).