

CITADEL SQUARE BAPTIST CHURCH

AMENDED CONSTITUTION & BY-LAWS

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PREPARED BY TRANSITION TEAM

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PREAMBLE

HISTORY AND INCORPORATION

Citadel Square Baptist Church was the fourth Baptist church established in Charleston, South Carolina. The original “Citadel Square Church” is a daughter of the First Baptist Church of Charleston, the “mother” church of Southern Baptists in the South. In 1854, approximately one dozen members of the church sought to establish a new church for the Upper Peninsula. The new church would be known as the Fourth Baptist Church.

In the same year, the Morris Street Baptist Church was experiencing many difficulties and was without pastoral leadership. As a result, the congregation began to pursue a relationship with a view of uniting as one church. In January 1855, the Morris Street Church dissolved and its members were united together with the Fourth Baptist Church. The name of the new enlarged congregation was then changed to Citadel Square Baptist Church. The name refers to the church's location on upper Meeting Street, immediately across from Marion Square, which at the time was the location of The Citadel, The Military College of South Carolina.

The building and construction of the church at 328 Meeting Street began in June 1855. The new building was opened on November 23, 1856. A Sunday school building added in 1891 was replaced in 1921. In April 1951, an educational building was added to the campus. The church was the first in Charleston to televise its services, doing so for more than 40 years until ending the practice in 1998. Six churches have been created under the auspices of Citadel Square Baptist Church: Cannon Street Baptist Church, Southside Baptist Church, First Baptist Church Mount Pleasant, Ashley River Baptist Church, James Island Baptist Church, and Folly Beach Baptist Church.

Over the years, the Citadel Square Baptist Church has been served and led by faithful members and pastors establishing various ministries and missions. Upon entering the new century, pastoral leadership and members welcomed other churches in to share space for the sake of mission to reach the city of Charleston. In the summer of 2016, Centerpoint Church, a sister congregation of the Charleston Baptist Association, began sharing space and partnering in mission together with Citadel Square Baptist Church. As leadership and membership sought to define the future, Citadel Square Baptist Church made the courageous decision to pursue uniting with Centerpoint Church. As a result, each congregation agreed that becoming one church would bring strength making both better together. On August 27, 2017, a new chapter for Gospel history was started as Centerpoint leadership and members joined Citadel Square Baptist Church to lead the church into a stronger future.

CHARTER HISTORY

- **December 1850:** The original Charter of the “Morris Street Baptist Church,” was granted.
- **December 1854:** The original Charter of the “Fourth Baptist Church,” Charleston, was granted.
- **January 1855:** The “Fourth Baptist Church” was renamed “Citadel Square Baptist Church.”
- **August 2013:** The original Charter of the “Centerpoint Church” was granted.
- **December 2017:** Constitution & By-Laws were amended for the reorganized “Citadel Square Baptist Church.”

ARTICLE I

NAME, AFFILIATION AND STATEMENT OF FAITH

A. LEGAL NAME

The name of this corporation is Citadel Square Baptist Church. This corporation will be further referred to in this constitution as the “church.” The church may also be referred to as “Citadel Square Church” or “Citadel Square” or “The Church at Citadel Square.”

B. AFFILIATION

This church is autonomous and maintains the right to govern its own affairs, independent of any denomination control. Recognizing, however, the benefits of cooperation with other churches in world mission, this church voluntarily affiliates with the Southern Baptist Convention in its national, state, and local expressions; in particular, the South Carolina Baptist Convention and the Charleston Baptist Association.

C. STATEMENT OF FAITH

We affirm the Holy Bible as the inspired Word of God, and as the only basis for our beliefs. Although it is not binding, this church affirms "**The Baptist Faith and Message 2000**" an affirmation of basic Christian beliefs for the Southern Baptist Convention, as a general statement of our faith.

D. MISSION

Making disciples who make disciples. (Matthew 28:18-20) Jesus gave the mission for the church to us. A disciple of Jesus is committed to bringing all of life increasingly under the leadership of Jesus and leading others to do the same. Our desire is to equip God's people to live as disciples who make disciples and help others follow Jesus.

ARTICLE II

MEMBERSHIP

“For through him we both have access in one Spirit to the Father. So then you are no longer strangers and aliens, but you are fellow citizens with the saints and members of the household of God.” (Ephesians 2:18-19)

Citadel Square exists to make disciples who make disciples of Jesus. We believe the church is God's household. We are God's family called to devote ourselves to one another in loving relationship (Acts 2:42), both showing what God is like and calling others to join his family through faith in Jesus Christ. Though the Church is one household with one God and Father over us all (Eph 4:4-6), we believe it is important to devote ourselves to a local expression of the family of God. We believe it is essential to submit ourselves to one another under biblically qualified elders for the purpose of ongoing care, equipping, and development for ministry, and faithfulness to our doctrine and mission. Church membership represents our commitment to collectively live out the mission of Jesus to make disciples.

A. RESPONSIBILITIES

- Members have the responsibility to preserve and protect the purity of the gospel preaching (Gal 1:7-9, 1 Cor 15:1-5)
- Members have the responsibility to exercise their spiritual gifts in the context of a local body (1 Cor 12:12-27, Eph 4:7-16)
- Members have the responsibility to participate in the mission of the church (Matthew 28:18-20)
- Members have a responsibility for the struggles of other members (Gal 6:1-5, 1 Tim 5:3-15, Rom 12:13)
- Members have a responsibility to give and support their local church (1 Cor 9:11-14, 1 Tim 5:17-18, Gal 6:6, Luke 10:7)
- Members have a particular responsibility to show forth their submission to Jesus in the context of local loving relationships (John 13:35, 1 Pet 2:17, Gal 6:10, Rom 15:1)
- Members have the responsibility to affirm, submit, pray for, and honor their pastors/elders (1 Cor 16:15-16; Heb 13:7,17; Col 4:2-4)
- Members have a responsibility for one another's spiritual lives and to participate in church discipline when necessary (Heb 3:13, Heb 12:15-16, 2 Cor 2, 1 Cor 5)
- Members have the responsibility to gather together consistently (Heb 10:23-25)

B. REQUIREMENTS

Membership within Citadel Square Church is precipitated on one becoming a genuine follower of Jesus Christ having responded by faith to the message of the gospel and has professed their faith through believer's baptism. In addition, thereto:

- Members shall have completed the **Membership Process** as defined by the Church;
- Members shall have signed the church **Membership Covenant**, thus committing themselves to the responsibilities therein assigned.

C. FAMILY MEETINGS

Family Meetings will consist of updates and reports presented to the congregation by church leadership. These informational meetings will be held no less than bi-annually and as needed to provide pertinent information to the congregation. Family Meetings will be announced no less than fourteen (14) days prior to a scheduled meeting. Covenant Members will be encouraged and expected to attend. Elder leadership will approve the agenda for each Family Meeting.

Business for the church that require votes from Covenant Members will be held during Family Meetings at least once a year or as deemed necessary by elder leadership. Covenant Members that are present will constitute a quorum necessary for formal decisions and transactions of business.

Presentations will be made to the church on these matters followed by a two week period, and then a vote will be taken. A two-thirds (2/3) vote will be required to pass. The Covenant Members of the church shall vote on the following matters:

- The annual operating budget
- Acceptance of an amended or restated bylaws
- Disposition of all or substantially all of the assets of the church
- Merger or dissolution of the church
- Disciplinary removal of a Covenant Member

D. REMOVAL OF A MEMBER

Members of the church will be removed from membership for reasons of (a) death; (b) the member's request for removal; (c) a transfer request of membership to another church; (d) the Elders' decision based upon the church discipline process (see Article V) for the cause of unrepentant sin; or (e) the inactivity of Covenant Members (evaluated annually).

ARTICLE III

LEADERSHIP: ELDERS, PASTORS, AND DEACONS

A. ELDERS

1. DEFINITION

“To the elders among you, I appeal as a fellow elder and a witness of Christ’s sufferings who also will share in the glory to be revealed: Be shepherds of God’s flock that is under your care, watching over them—not because you must, but because you are willing, as God wants you to be; not pursuing dishonest gain, but eager to serve; not lording it over those entrusted to you, but being examples to the flock. And when the Chief Shepherd appears, you will receive the crown of glory that will never fade away.”
(1 Peter 5:1-4)

Under the Headship of Christ, the Elders are entrusted with the governance of Citadel Square Church. Their oversight includes, but is not limited to, teaching, protecting, leading, disciplining, equipping, and caring for the corporate church body and her individual members as well as oversight of all ministry, operations and finances of the church. The Elders are also responsible for being obedient to the Scripture in the doctrine of the church, establishing the overall vision of the church, and appointing new elders or deacons.

2. QUALIFICATIONS

The qualifications for elders shall be according to those listed in 1 Timothy 3:1-7, 1 Peter 5:1-5, and Titus 1:6-9. In addition to the qualifications given in the Scriptures, elders must be male Covenant Members who fully subscribe to the **Baptist Faith and Message 2000** and are actively involved in the ministry of our church.

3. RESPONSIBILITIES

“Obey your leaders and submit to them, for they are keeping watch over your souls, as those who will have to give an account. Let them do this with joy and not with groaning, for that would be of no advantage to you. Pray for us, for we are sure that we have a clear conscience, desiring to act honorably in all things.” (Hebrews 13:17-18)

The oversight of the elder leadership of Citadel Square Church is based on a reciprocal relationship with God and the congregation; the Elders demonstrate their biblical responsibilities by:

- Exercising biblical accountability among elder leadership and open accountability to the congregation (James 5:15-16)
- Leading by a godly example for the good of our families and the church (Hebrews 13:7, 1 Timothy 3:5)
- Rightly teaching the Scriptures holding to sound doctrine (2 Timothy 4:1-2; Ephesians 4:11-12; 1 Timothy 3:2, 6:2, 6:17; 2 Timothy 1:13; Titus 1:9).
- Continuing to meet the biblical requirements of an elder (1 Timothy 3:1-7, 3:2; Titus 1:6-7).
- Being devoted to the study of scripture and to prayer (Acts 6:4)
- Seeking God’s will for our church community (vision) as we study the Bible and follow the leadership of the Holy Spirit (Acts 20:28, 1 Peter 5:1-5)

4. GOVERNANCE

The oversight of the church’s ministry, operations, and finances shall be vested in the elder body. The Elders are designated as the directors of this corporation as the term is defined and used in the SC Nonprofit Corporation Act. They are empowered to govern the ministries and business of the church subject to the limitations of law, the South Carolina Non-Profit Corporation Act, the Articles of Incorporation, and these bylaws. All corporate powers will be exercised by or under the direction of the Elders and will be subject to the provisions and limitations of the SC Nonprofit Corporation Act, any limitations in the Articles of Incorporation and these bylaws.

5. OFFICERS

Officers of the Corporation shall be members of the Elder body. The Officers shall consist of a Chairman, Secretary, Treasurer, and such other officers as deemed necessary by the Elders. The Officers of the Church shall be elected by a passing vote of the Elders (75% minimum). Officer responsibilities and terms are defined in the **Elder Guidebook**.

6. VOTING

The Elders of the church shall vote on the matters of (a) appointment of any elder or deacon; (b) doctrinal issues; (c) removal of an elder or deacon; (d) other actions deemed major and extraordinary by the Elders and (e) Personnel matters such as salaries, hiring, or dismissal of employees.

All items above will be communicated to the church at the discretion of the Elders, except the appointment of any elder which shall be communicated not less than fourteen (14) days before the Elder vote. Comments or questions received from the church regarding an elder candidate will be considered on a case-by-case basis.

7. ACCOUNTABILITY

“Pay careful attention to yourselves and to all the flock, in which the Holy Spirit has made you overseers, to care for the church of God, which he obtained with his own blood. I know that after my departure fierce wolves will come in among you, not sparing the flock; and from among your own selves will arise men speaking twisted things, to draw away the disciples after them. Therefore be alert...” (Acts 20:28-30)

Each elder is a spiritual sheep under the spiritual oversight of the other elders. As a result, there is mutual accountability and mutual submission intrinsic within elder leadership. Additionally, the New Testament teaches that the congregation shares in the responsibility to resolve disputes involving relational matters in the church as well as among the Elders. (Matthew 18:15-17, 1 Timothy 5:17-20)

Any elder may be removed from the office of elder for a valid cause that does not live up to the standards set according to Scripture (1 Peter 5:1-5, 1 Timothy 3:1-7, Titus 1:6-9) and the **Elder Guidebook**. Discipline of elders must be consistent with the standards set forth in Matthew 18:15-20 and 1 Timothy 5:17-19.

B. PASTORS

“And he gave the apostles, the prophets, the evangelists, the shepherds (pastors) and teachers, to equip the saints for the work of ministry, for building up the body of Christ, until we all attain to the unity of the faith and of the knowledge of the Son of God, to mature manhood, to the measure of the stature of the fullness of Christ.” (Ephesians 4:11-13)

Citadel Square Church recognizes that there is no distinction between the two offices of Elder and Pastor in the Word. The three descriptions of elder, overseer, and pastor are used interchangeably in Scripture. Citadel Square Church is using the term Pastor as someone who is under the employ of the church, serves as a shepherd in the congregation, and leads ministries of the church. Elders are those who serve as shepherding leaders who govern the church.

C. DEACONS

1. DEFINITION AND QUALIFICATIONS

“Therefore, brothers, pick out from among you seven men of good repute, full of the Spirit and of wisdom, whom we will appoint to this duty.” (Acts 6:3)

“And let them also be tested first; then let them serve as deacons if they prove themselves blameless.” (1 Timothy 3:10)

Deacons will be a servant team of leaders to meet the needs of the church. Deacons are to meet the qualifications as specified in I Timothy 3:8-13 and will have demonstrated servant leadership qualities. In addition to the qualifications given in the Scriptures, deacons must be Covenant Members who fully subscribe to the **Baptist Faith and Message 2000** and are actively involved in the ministry of our church.

The overall responsibility of the diaconate is to serve the ministry purposes of the church and assist in implementing and assisting new ministry initiatives led by the Elders. Appointment and responsibilities of deacons are outlined in the **Deacon Guidebook**.

2. ACCOUNTABILITY

Any deacon may be removed from the office of deacon for a valid cause that does not live up to the standards set according to Scripture (1 Timothy 3:8-13) and the **Deacon Guidebook**. Discipline of deacons must be consistent with the standards set forth in Matthew 18:15-20. The elder body will determine specific procedures for removal. These procedures may be altered, amended, repealed, or restated by an elder resolution.

ARTICLE IV

FINANCES AND FACILITIES

A. BUDGET

On an annual basis, Staff and Finance Team will submit a proposed budget to the Elders for review. Once agreed, the Elders will present the proposed budget to the members for approval. A two-thirds (2/3) vote will be required to pass. During the course of the fiscal year, the Elders may need to make amendments to the approved budget. The following are guidelines for making such amendments:

- Adjustment to accommodate giving growth: The Elders may increase the budget if giving exceeds the amount estimated in the annual budget. The Elders may make such amendments and member approval is not required.
- Adjustment to accommodate ministry needs: The Elders may increase the budget for expanding the scope of ministry up to five percent (5%) of the originally approved annual budget. Increases in excess of five percent (5%) to the annual budget must be approved by majority vote of the members.
- Reallocation of the budget: The budget may be amended by reallocating funds from one primary fund to another (e.g., transferring staffing dollars to missions funds) by the Elders up to five percent (5%) of the annual budget. Reallocation of funds that result in a change of greater than five percent (5%) must be approved by a two-thirds (2/3) majority vote of the members.

B. ANNUAL INDEPENDENT FINANCIAL AUDIT

The church will engage an independent certified public accountant to conduct audits, in accordance with auditing standards generally accepted in the United States of America, of the financial records of the church. These financial statements are to include, but not be limited to, a statement of financial condition, a statement of activity, a statement of cash flows, and disclosures. The audit report will be available to any Covenant Member upon request.

C. FACILITIES

Citadel Square Church will reside at 328 Meeting Street, Charleston, South Carolina. Facilities are owned and operated by Citadel Square Baptist Church, Incorporated. Facility usage will be utilized for or in support of the church's vision, mission, and ministries.

D. DISSOLUTION

In the event that Citadel Square Church ceases to exist, any remaining assets shall be conveyed to a similar non-profit organization(s) qualifying for tax exempt status under Section 501(c)(3) of the Internal Revenue Code, as amended, or as they may hereafter be amended. The following entities are registered with the Secretary of State of South Carolina and are to be distributed equally to: 1) The Cooperative Program of the Southern Baptist Convention 2) The International Mission Board of the Southern Baptist Convention 3) The North American Mission Board of the Southern Baptist Convention 4) The South Carolina Baptist Convention 5) The Charleston Baptist Association, Charleston, South Carolina.

ARTICLE V

POLICIES

A. PERSONNEL

“Let the elders who rule well be considered worthy of double honor, especially those who labor in preaching and teaching. For the Scripture says, “You shall not muzzle an ox when it treads out the grain,” and, “The laborer deserves his wages.” (1 Timothy 5:17-18)

“His master replied, ‘Well done, good and faithful servant! You have been faithful with a few things; I will put you in charge of many things. Come and share your master's happiness!’ (Matthew 25:21)

“Carry each other's burdens, and in this way you will fulfill the law of Christ” (Galatians 6:2)

“Now we ask you, brothers, to respect those who work hard among you, who are over you in the Lord and who admonish you. Hold them in the highest regard in love because of their work. Live in peace with each other” (1 Thessalonians 5:12-13)

Citadel Square Church will care for its employees in a way that demonstrates a high regard and appreciation for the individual and his/her ministry service. Therefore we will foster an atmosphere of reciprocal care between the staff and the congregation and remove as many encumbrances as possible to help the staff serve effectively and efficiently.

The Personnel Policies and Procedures of Citadel Square will be compiled and given to each new hire in an **Employee Handbook**. The policies, procedures, job descriptions, rules, benefits, and other elements of this Handbook provide the organizational structure for all those employed by Citadel Square. The contents found in Citadel Square's Employee Handbook are provided for employee's use as a reference guide and summary of practices, methods, and benefits, and are not to be construed as legal documents nor used for strict interpretation of the policies and/or procedures provided therein.

The **Employee Handbook** is provided as a matter of information only. While leadership believes wholeheartedly in the plans, policies, and procedures described in the Employee Handbook, they are not to be considered conditions of employment. Citadel Square leadership reserves the right to modify, revoke, suspend, terminate, or change any or all such plans, policies, and/or procedures as needed.

Furthermore, Elder leadership will have final authority concerning noncompliance with these policies and procedures. The language used within the Church's **Employee Handbook** is not intended to create nor are they to be construed to constitute a contract of employment or a guarantee of benefits between Citadel Square and any or all of its employees. Furthermore, where not prohibited by law, the employment at will principle will apply. If employees or ministry leaders have questions or require additional information, they shall contact their direct report.

B. CHURCH DISCIPLINE

1. DEFINED

Through God's grace, church discipline is a means:

- To help conform us individually and corporately to Christ, in terms of the purity and unity of His church, for the glory of God (Col 1:28, Eph 4:1-6, 1 Cor 10:31).
- To help bring a wandering soul back to Christ (Matt 18:15-17, 1 Cor 5:5, Gal 6:1-5). Restoration and redemption are always the goal for any disciplinary efforts.
- To help deter others from sin (1 Tim 5:20).
- To help protect the church from false teachers, wolves, and division (Acts 20:25-31, Titus 1:10-11).

2. PROCESS

Jesus offers a general process for church discipline in Matthew 18:15-20. God's discipline expands (involving more people, to include elders) and escalates (involving increasing efforts of warnings, telling the church, and removal). As agreed to in the membership covenant, if a person is the subject of pending disciplinary action, the person consents and submits to the Elders' continuing authority to complete the disciplinary process and not withdraw from membership.

Covenant Members are called to adhere to our membership covenant when they join Citadel Square Church. This article and the attending Scriptures require the church to take progressive steps of discipline whenever a person rebels against God exhibited through word and action. Elders intervene in the formal stages of church discipline for the sake of the unrepentant person and the body as a whole.

By joining Citadel Square Church, all Covenant Members agree that the church discipline process shall provide the sole remedy for any dispute arising against the church and its agents, and they waive their right to file any legal action against the church in a civil court or agency.

Citadel Square Church will follow the church discipline process steps outlined in Matthew 18:15-17:

Private Reproof

Jesus declared, *"And if your brother sins, go and reprove him in private; if he listens to you, you have won your brother"* (Matthew 18:15). Go to the person – meet them in private, discuss the situation, and reconcile the dispute, offense or dominating sin. If there is unwillingness to be reconciled, a second step will be implemented.

Private Conference

"But if he does not listen to you, take one or two more with you, so that by the mouth of two or three witnesses every fact may be confirmed" (Matthew 18:16). The primary purpose of the additional witnesses is to provide a larger circle of accountability and help the offender face the seriousness of the issues. If step one was not successful and the rebuke was not heard nor heeded, then two or more are to go to establish the testimony of step one. If this attempt of reconciliation fails, an additional step is needed.

Public Announcement

"And if he refuses to listen to them, tell it to the church" (Matthew 18:17). Tell the Church. If there is no reconciliation then he is to be treated "like an unbeliever," and membership is dissolved. This results in the dismissal of the member from Citadel Square Church Covenant Membership by vote

The "church" refers here to the local body of believers gathered as Citadel Square Church. Because we are members of one body (1 Corinthians 12:14-20), we have a biblical responsibility to "care for one another" (1 Corinthians 12:25). The purpose of bringing a matter of personal sin before the congregation is not to embarrass, humiliate, or punish the struggling brother or sister. The purpose is to increase the circle of accountability and encourage the congregation to recognize its part in bringing the brother or sister to repentance.

Public Exclusion

Jesus said, *"And if he refuses to listen even to the church, let him be to you as a Gentile and a tax-gatherer"*(Matthew 18:17)

Jesus was simply saying that unrepentant sinners should be regarded as those outside the circle of God's people. Only after church leaders and members have made every effort to bring the unrepentant sinner to repentance without results, the Bible calls for them to disassociate the offender from the church.

Such a member will no longer be allowed to share in the activities and privileges of being a part of the church fellowship and as a result are cut off from church membership, fellowship, and communion at Citadel Square Church. It will remain the prayerful intention and pursuit of the church to seek their restoration and reconciliation with God and with the church.

C. SEXUALITY AND MARRIAGE

“So God created man in his own image, in the image of God he created him; male and female he created them.” (Genesis 1:27)

Citadel Square Church holds to the biblical conviction that a person's biological sex at birth defines their gender as male or female. By the sexual chromosomes in their DNA, males have one or more Y chromosomes in their DNA; females lack a Y chromosome.

“Therefore a man shall leave his father and his mother and hold fast to his wife, and they shall become one flesh.” (Genesis 2:24)

Citadel Square Church holds to the biblical conviction that marriage is ordained by God as a lifelong covenant relationship between one man and one woman. We affirm the biblical statements of marriage and sexuality in the **Nashville Statement 2017** on file in the church office.

D. CHILDREN

“Behold, children are a heritage from the Lord, the fruit of the womb a reward. Like arrows in the hand of a warrior are the children of one's youth. Blessed is the man who fills his quiver with them!” (Psalm 127:3-5)

Citadel Square Church seeks to provide a safe and secure environment for the children who participate in any program or activity conducted on the church campus. By implementing the procedures based on our **Children's Ministry Procedure's Manual**, our goal is to protect the children of the church from incidents of misconduct or inappropriate behavior while also protecting our staff and volunteers from false accusations. All employees and volunteers involved with minors are required to sign a release form, which allows the church to run a criminal background check. Citadel Square Church promotes children and youth safety and will expand our procedures in the future as programming and ministries warrant.

ARTICLE VI

AMENDMENTS TO THE BYLAWS

New bylaws may be adopted or these bylaws may be amended by the Elders and affirmed by a two-thirds (2/3) majority of the Covenant Membership represented at a family meeting. The amending of these bylaws is to be publicly announced or in church publications twenty-one (21) days in advance of its consideration. Upon adoption of these bylaws, all previously adopted policies and procedures in conflict are repealed.

ARTICLE VII

DOCTRINAL STATEMENT

Citadel Square Church adheres to the doctrines of the Baptist Faith and Message 2000.

All documents referenced are available by request at the church office or access through the church website.