

**BY-LAWS OF THE PITTSBURGH CHINESE CHURCH OAKLAND**

(Adopted by Congregational Vote on 2001/11/11)  
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ARTICLE.I MEMBERSHIP

A. QUALIFICATIONS AND REQUIREMENTS FOR ADMISSION

1. Upon recommendation of the Council to the Congregation (this term refers to the collection of active members of PCC Oakland) for final approval, any person professing faith in the Lord Jesus Christ, having been baptized, and after attending the membership class, accepting the PCC Oakland Statement of Faith and Statement of Purpose as outlined in the Constitution of the PCC Oakland, may be admitted to membership:
  - (a) by membership transfer from another church of similar faith with a letter of transfer from that church, when the person has been attending PCC Oakland worship services and Church functions for a reasonable period of time.
  - (b) by restoration; or
  - (c) by baptism at the PCC Oakland.

B. DUTIES AND RESPONSIBILITIES

1. All members shall participate in the life and work of the Church in worship, prayer, Bible studies and service, have fellowship with one another, minister to the community, show concerns for world missions and give time, tithes, and talents.
2. They shall earnestly study the Bible and observe private and family devotions.
3. Members shall lead a Christian life of holiness, love, and good deeds in accordance with the calling of God.
4. It shall be the duty of all members, who have properly prepared according to the guidelines set forth in the Bible concerning the examination of conscience, to partake regularly of the Lord's Supper.
5. Parents shall dedicate their children in early infancy and shall diligently nurture them in the home and in Sunday school classes provided by the Church.
6. Members shall submit to one another (I Peter 5:1-6; I Cor 1:10; Eph 5:21, Phil 2:3), respect the Pastors, the Elders, and the co-workers (I Tim 5:17, I Thess 5:12,13) and all shall submit to Jesus Christ.

C. RIGHTS

1. All members are entitled to pastoral care.
2. All members shall have the right to attend all Church functions, meetings, and other activities of the PCC Oakland, except for the closed Council meetings for the discussion of matters judged confidential by the chairman of the Council, or a majority of the Council.
3. All active members (as defined in section D below), 18 years or older, have the right to vote at all Congregational Meetings.
4. All active members, 18 years or older, are eligible to become Core Team members of the Church to serve in various functions.

D. STATUS OF A MEMBER

1. A member is active unless he is declared inactive by the Church Council
  - (a) when the member moves to another city or state, or to a foreign country; or
  - (b) when the member fails to attend any worship services in a period of 3 consecutive months; or
  - (c) as a result of any Church disciplinary action of the Church.

E. RESTORATION

1. An inactive member may be restored to active membership by the Church Council

F. TERMINATION AND EXCOMMUNICATION

1. Membership shall cease:
  - (a) by death or resignation; or
  - (b) by expulsion, upon consensus of the Church Council for gross unbiblical conduct, after sufficient effort to restore him has failed.

## ARTICLE.II PASTORS

### A. CALLING

1. The calling of a Pastor shall be approved by at least three-fourth majority vote at a Congregational Meeting of the church (as defined in Article VIII). Public notice of the meeting shall be given from the pulpit on two successive Sundays with written information distributed to worship attendees prior to the meeting.
2. The calling of a Pastor may be made with a permanent tenure, or may have an initial duration of tenure specified.

### B. QUALIFICATIONS

1. A Pastor must meet the qualifications of a member, and have the qualities of an elder as taught in the Bible (such as in I Tim 3:1-7, Acts 20:28, Titus 1:6-9), including soundness in faith, aptness to teach, capacity to counsel and care, and must adhere to the Statement of Faith as given in Article II of the Constitution.

### C. DUTIES AND RESPONSIBILITIES

1. The Pastor is called to lead the Church. He shall oversee all the interests of the Church and seek to bring the congregation to spiritual maturity.
2. The Pastor shall preach the Word and teach the Scriptures to the members individually and as a congregation. He shall lead the church in worship services, Holy communion, and Baptism in accordance with the Holy Scriptures.
3. The Pastor shall care for the members of the Church individually, and as a Congregation, visit the sick and the distressed.
4. The Pastor shall perform marriage ceremonies in accordance with, first and foremost, the teaching of the Scriptures, and within the laws of the State of Pennsylvania. In the event of a conflict between the Scriptures and the laws of the State of Pennsylvania, the Scriptures shall prevail under all circumstances.
5. The Pastor shall seek out and encourage qualified persons to prepare for the ministry of the Gospel and to strive to extend the Kingdom of God to the community, in the country and abroad.
6. The Pastor's responsibility will include that of the Elder(s) (see Article IV), unless otherwise stipulated.

#### D. RIGHTS

1. The Pastors are members of the Congregation and members of the Church Council.
2. The Pastors shall have the support of the Church Council as well as an appointed Core Team in his ministry within the guidelines of the Constitution and the Bylaws.
3. In order that the pastor(s) may devote themselves fully to the duties of the office, they shall receive sufficient compensations, and other benefits, which, at a minimum, shall include medical insurance, social security, and retirement fund.

#### E. TENURE

1. The tenure of a pastor, when accepted, shall constitute tenure that is either a permanent relationship with the church, or for an initial period of time specified at his calling.
2. The tenure of a Pastor shall be automatically terminated for any of the following causes:
  - (a) his death; or
  - (b) his resignation; or
  - (c) the dissolution of the congregation; or
  - (d) his attaining the age of 65 years, after which time the tenure for his pastoral service may be extended as recommended by the council for a specified period by at least two-thirds vote at a Congregational Meeting; or
  - (e) expiration of the duration of tenure for the initial period as specified in the calling of the Pastor.
3. The tenure of a Pastor can be terminated only after due process as provided in Section F below on any one of the following grounds:
  - (a) chronic debilitating physical or mental disability; or
  - (b) continued serious neglect of his duty; or
  - (c) gross unbiblical conduct; or
  - (d) major irresolvable differences with the Congregation after all due efforts to reconciliation have failed.

#### F. DUE PROCESS

1. The termination procedures of the tenure of a Pastor shall only be initiated by:
  - (a) the petition of at least sixty percent of the Council; or
  - (b) the petition of at least sixty percent of the active members of the Congregation.

2. The Council shall form an ad hoc committee to investigate the grounds of the petition. The committee shall consist of the following members:
  - (a) an Elder, and
  - (b) an active member of the Congregation elected by the Council, and
  - (c) another active member of the Congregation who is not a member of the Council, elected by the Congregation, and
  - (d) two ministers from other churches of similar faith.
3. The Committee shall investigate the grounds of the petition, inform the Pastor the grounds of the petition and invite him to respond to the same.
4. The Committee shall report the findings in writing to the Council.
5. The Council, based upon at least eighty percent majority, shall make recommendations to the Congregation.
6. The tenure of a Pastor can be terminated only when such a recommendation is made by the Council and is approved by at least eighty percent majority vote at a Congregational Meeting.
7. When counting votes, the vote of pastor himself in question shall be excluded from enumeration.

#### G. VACANCY

1. When the office of a Pastor becomes vacant, the Elder(s) shall assume the additional function of a Pastoral Search Committee.
2. The Pastoral Search Committee shall nominate a suitable and qualified person to fill the vacancy, after due inquiry, search, and investigation.
3. The nomination shall require approval of the Council and the Congregation as stipulated in this Article II of the By-laws.

ARTICLE.III THE GOVERNING BODY: THE CHURCH COUNCIL

A. CONSTITUENTS

1. The Church Council consists of the Pastor(s), the Elder(s), and representatives from the Congregation. The members of the Church Council are called the Church officers. The Congregation approves all nominated Church officers.
2. One of the members of the Council shall be elected annually as the Chairman of the Church Council. The Chairman shall be responsible for setting the Council meeting agenda, calling and presiding over Council meetings, and issuing Council meeting minutes.

B. DUTIES AND RESPONSIBILITIES

1. The Church Council shall be the oversight body of PCC Oakland. It shall assume the overall responsibilities, including legal responsibilities, of the Church, overseeing her spiritual interests, all works and functions.
2. It shall determine the basic operational policies.
3. It shall conduct annual and long-term planning. Planning functions shall include the following:
  - (a) setting Biblical purposes, objectives, and budgetary guidelines for planning the general direction of the Church, both short-term and long-term;
  - (b) guiding, overseeing, and coordinating (if necessary) of the general activities of the Core Team (see Article V);
  - (c) evaluating the spiritual status of the Congregation and the attainment of the objectives, purposes, and guidelines set forth in the plans;
  - (d) overseeing and coordinating evangelistic and special activities.
4. It shall prepare and submit an annual budget (according to the plan) to the Congregation for approval during the annual Congregational Meeting.
5. It shall evaluate and measure its ministry and needs of the Church and the spiritual growth of the Congregation.
6. It shall study the needs of the community; it shall make specific recommendations thereof to the Congregation.

7. It shall ensure that the provisions of the Constitution and its By-Laws are observed and that the resolutions of the Congregation are carried out.
8. It shall review annually the compensations and benefits for the Pastor(s) and his staff.
9. It shall be responsible for the employment and supervision of the salaried lay workers of PCC Oakland.
10. It shall submit a comprehensive annual status report to the Congregation at the Congregational Meeting.
11. It may call for reports from all boards and committees. The Council may recommend to the Congregation the establishment of standing committees to accomplish the program and work of the Congregation, for which no board or officer is specifically responsible in these By-Laws. In addition, the Council may establish ad hoc committees. The decisions of various Boards, Standing and ad hoc committees are subject to the approval of the Church Council.
12. It is the responsibility of the Church Council to establish the general guidelines for the use of the Church properties and facilities for purposes other than the regular Church activities.
13. Before commencement of each fiscal year, the Church Council shall organize themselves and assign areas of responsibilities (including the overseeing of the responsibilities of the Core Team), results of which shall be announced to the Congregation.
14. When differences of opinion arise between any parties within the Church Council, resolution of the differences should be arrived at within the Council in conjunction with the parties involved.
15. The Council should operate by unanimous consensus. Under special circumstance when a difference of opinion persists and an urgent decision is needed, a simple majority (greater than 50%) shall suffice.

### C. MEETINGS

1. The Council shall meet at least quarterly. Accurate minutes and other records shall be maintained.

2. Special Council meetings may be held at any time upon call of the Chairman or when requested by at least one-third of the Council members. Two-thirds of the members of the Church Council shall constitute a quorum.
- D. SELECTION OF REPRESENTATIVES IN COUNCIL
1. The representatives shall be nominated by the existing Council and is approved by at least fifty percent majority vote at a Congregational Meeting.
  2. The qualifications of representatives are defined in accordance with I Timothy 3:1-7 and Titus 1:5-9. In addition, at the time of accepting the office as a representative shall have been an active member of PCC Oakland for at least three years.
- E. TERMINATION OF REPRESENTATIVES IN COUNCIL
1. A representative in Council may be removed from office for the following causes:
    - (a) death;
    - (b) resignation;
    - (c) disqualification on the following grounds:
      - (i) physical or mental disability
      - (ii) continuous neglect of duty or
      - (iii) unbiblical conduct.
  2. When the Council becomes aware of any alleged neglect of duties or alleged unbiblical conduct by a representative in Council, one Pastor and one Elder shall approach such person and discuss with him such allegations. If such allegations prove to be untrue, the Pastor(s) and Elder(s) shall attempt to resolve the issue in a manner it deems appropriate. If such allegations prove to be true and if all due efforts to restore such person have failed, the rest of the Council may then take the following steps:
    - (a) encourage him to resign, and/or,
    - (b) remove his duties and responsibilities, and/or
    - (c) remove his voting right within the Council.
- F. TENURE OF REPRESENTATIVES IN COUNCIL
1. A representative in the Council shall be relieved of Council and Core Team duties while maintaining other ministry responsibilities for a period of at least one year after a maximum of three consecutive years of service unless unusual circumstance makes such practice

impractical. Such unusual circumstance is to be defined by the Council; however, such "unusual circumstance" shall not be defined to exist for more than two additional consecutive years.

## ARTICLE.IV ELDERS

### A. QUALIFICATIONS AND CONDITIONS

1. The qualifications of Elders are defined in accordance with I Timothy 3:1-7 and Titus 1:5-9. In addition, at the time of accepting the office as an Elder they shall anticipate staying in Pittsburgh for at least two years thereafter, and shall have been an active member of PCC Oakland for at least three years.

### B. GENERAL FUNCTIONS

1. The Elder(s), as an extension of the Pastor(s), shall assume collective leadership in the Church.
  - (a) It shall make the spiritual growth of the Church and of individual members their primary concern.
  - (b) It shall see that spiritual gifts are exercised and ministries are maintained in good order.
2. In the presence of the Pastor(s), the Elder(s) shall assist him in pastoral care.
3. Should the office of the Pastor become vacant, the Elder(s) shall assume the full responsibilities of pastoral care, provision of pulpit speakers and general affairs of the Congregation. The Elders shall elect a Chairman among themselves.
4. They may be ex-officio members of all Boards and Committees.

### C. DUTIES AND RESPONSIBILITIES

#### Pastoring Functions

1. Pastoring functions shall include the following:
  - (a) Observance of the ordinances
    - the Lord's Supper,
    - Baptismal service
  - (b) the admittance, caring, counseling and visitation of Church members;
  - (c) ministering to the community through evangelism and social concerns;
  - (d) the participation of formal ceremonies
    - weddings;
    - funerals;
    - baby dedications;
    - membership induction;
  - (e) the laying on of hands for the commissioning of church leaders and mission candidates and for the healing of the sick;
  - (f) guiding, overseeing, and the coordination of cell and fellowship groups; training and selection of leaders for cell and fellowship groups.

- (g) exercising Church discipline;
- (h) maintaining an accurate list of Church members for the determination of a quorum during any Congregational Meetings.

#### Reconciliatory Functions

2. Reconciliatory functions shall include the following:
  - (a) resolving differences between the Pastor(s) and the Congregation in case such differences arise;
  - (b) resolving differences between the Pastors in case such differences arise.

#### Teaching Functions

3. Teaching functions shall include the following:
  - (a) together with the Pastor(s), overseeing the teachings of the Church in the pulpit, and various group ministries in the Church;
  - (b) preaching the Word of God, instructing the members of the Church in all facets of Christian doctrine and faith (e.g. prayer, missions, family living, marriage, evangelism, etc.);
  - (c) providing training in all facets of Christian life (e.g. prayer, Bible study, cell group and fellowship life, leadership training);
  - (d) instructing the prospective members as to the spiritual, financial, educational, and social responsibilities and privileges of being a Church member.

### D. SELECTION

1. During the vacancy of the Pastor position, the Congregation may approve a maximum of three additional Elders nominated by the existing Elder(s). When the vacancy is filled, these specially elected Elders shall resign from their office.
2. An Elder is nominated by the existing Elder(s) for the approval of the Congregation. A simple majority vote shall be sufficient for the approval.

### E. TENURE

1. A new Elder shall be appointed for an initial period, after which, his tenure shall be indefinite.
2. An Elder, except the Pastor(s), shall be relieved of Council and Core Team duties while maintaining other ministry responsibilities for a period of at least one year after a maximum of three consecutive years of service unless unusual circumstance makes such practice impractical. Such unusual

circumstance is to be defined by the Council; however, such "unusual circumstance" shall not be defined to exist for more than two additional consecutive years.

3. Due to ill health, moving out of the locality, or for any other personal reason, an Elder may resign from his office and duty.
4. An Elder may be removed from office for the following reasons:
  - (a) death;
  - (b) resignation;
  - (c) disqualification on the following grounds:
    - (i) physical or mental disability;
    - (ii) continuous neglect of duty; or
    - (iii) unbiblical conduct.

The process of removal shall be initiated by at least two-third majority vote of the Elders and Pastor(s) after careful investigation and a recommendation of dismissal to the Council shall occur through at least two-third majority vote of the Elder(s) and Pastor(s). The grounds for disqualification shall be presented to the Council. At least two-third majority vote of the Church Council shall be required for the acceptance of this recommendation, and subsequent simple majority of the active members entitled to vote shall be needed for his dismissal.

## ARTICLE.V CORE TEAM

A. QUALIFICATIONS 1. The qualifications of a core team member is defined in accordance with Acts 6:3, 1 Tim 3:8-13.

B. GENERAL  
FUNCTIONS

The Core Team provides the major leadership to carry out the following ministry functions:

(a) The coordination of Sunday worship service and any other special services such as baptism, Christmas, Good Friday, Easter, Thanksgiving, communion, church retreat, and gospel conference.

(b) The guidance and overseeing of ministries under the four-fold purpose of the Church:

1. Exalting the Glory of God (Worship):

- Sunday Worship Scheduling
- Speakers team
- Interpreters team
- Moderators team
- Worship team and other music ministries
- Audio-visual systems team
- Ushering team
- Welcome team
- Nursery

- Prayer movement ministry

2. Extending the Kingdom of God (Evangelism and Missions):

- Missions
- Evangelism/outreach
- Follow-up/visitation

3. Empowering the People of God (Training and Mobilization):

- Adult Christian education/training
- Children ministry
- Youth ministry
- Library

4. Establishing a Family of God (Fellowship, Body life):

- Cell groups ministry
- Social activities and food services
- Publications team

5. Support Ministries:

- Secretarial activities
- Treasurers activities
- Facilities management and Custodian activities (Curator)
- Trustees activities

## C. STRUCTURE

1. Members of Core Team are by invitation of the Council. The term of service is flexible. No Congregation approval for the appointment is needed.
2. The team shall elect a Chairman among themselves at the beginning of each year. The Chairman shall coordinate activities of the committee and presiding meetings. The chairman can be a Pastor or an Elder.
3. The Core Team is accountable to the Council in all decisions and overall direction.
4. A member may be removed from the Core Team for the following reasons:
  - (a) death;
  - (b) resignation; or
  - (c) disqualification on the following grounds:
    - (i) physical or mental disability;
    - (ii) continuous neglect of duties;
    - (iii) unbiblical conduct.

The process of disqualification shall be initiated and handled by the Council.

ARTICLE.VI CELL GROUPS

A. PURPOSE AND ADMINISTRATION

1. The membership of PCC Oakland shall be organized into groups for the purpose of caring for one another in the church family and outreach to the community. These groups are called Cell Groups.
  - (a) Every member of PCC Oakland is encouraged to join a Cell Group.
  - (b) The Council shall exercise oversight of the Cell Groups.
  - (c) The Pastor(s) and Elder(s) shall elect and train up the leadership for the Cell Groups.

B. GENERAL FUNCTIONS

1. Each Cell Group shall hold regular meetings. It is common for a Cell Group to hold weekly or bi-weekly fellowship meetings.
2. The Cell Group is a smaller decentralized unit of the church family. Membership of each Cell Group shall exercise personal care and concern for one another.
3. Members of the Cell Group shall exercise mutual accountability: as members holding one another accountable in daily lives as Christians should live and grow.
4. Each Cell Group is also an outreach arm of the church family. Cell Group membership shall reach out to others, both individually and as a group, using the group as a home unit to invite others into Christian fellowship.
5. Each Cell Group shall have certain appropriate size – for the purpose of mutual caring as a family unit. It is recommended that when a Cell Group has grown to a certain size (such as exceeding 15 members), it shall multiply itself into two Cell Groups, each following the same guidelines and principles in its functions and activities.
6. Cell Groups may have a special ministry focuses (such as elderly and singles).
7. Cell Groups shall function as ministry teams to carry out specific church ministries (such as worship, welcome, and cleanup teams).
8. Members shall submit to one another (I Peter 5:1-6; I Cor 1:10; Eph 5:21, Phil 2:3) and all shall submit to the Lord Jesus Christ.

C. STRUCTURE

1. All members of PCC Oakland are entitled to participation in Cell Groups. Frequent changes are

not desirable and not recommended. Also it is not recommended for a member to participate in more than one Cell Group at the same time.

2. Each Cell Group shall take its own initiative to invite new members to join. The Pastor(s) and Elder(s) shall also advise in making recommendations and referrals.
3. If a Cell Group ceases to function properly, the Pastor(s) or Elder(s) may dissolve and reorganize the group.

ARTICLE.VII TRUSTEE COMITTEE

- A. CONSTITUENTS
1. The trustees committee shall consist of the coordinator, the treasurer, and the curator. They are members of the Core Team and are appointed by the Council. Regular meetings shall be held and minutes of the meeting shall be kept.
- B. GENERAL DUTIES AND RESPONSIBILITIES
1. This committee shall hold the properties of the Church and be charged with the management and upkeep of the same, employ all clerks, janitors and caretakers, prescribes the form of all books and records to be kept by the treasurer, designate all depositories, execute all contracts, sign checks, disburse funds with prior approval of the Council. The committee shall have the custody of and be responsible for the safekeeping of the official seal.
  2. The Trustees Committee shall hold and administer church funds and be responsible for investing the funds according to the normal standard of the prudence required of the trustees.
  3. All trust funds, church properties and assets shall be held separate from the trustees personal assets or account and shall be titled and earmarked distinctly as Church assets.
  4. The Trustees Committee is authorized to employ legal counsel to meet a specific need.
  5. The Trustees Committee may form ad hoc sub-committees for a special purpose, such as investigating investment opportunities and setting strategies.
  6. It shall be the duty of the Trustees Committee no later than one month before the first Congregational Meeting of the year to formulate and present to the Council a proposed budget consistent with the general planning and specific programs set forth by the Council for the ensuing fiscal year. Such budget shall be approved by the Council and by the first Congregational Meeting of the year.
  7. It shall be the responsibility of the Trustees Committee in cooperation with the Council to secure the funds necessary to meet the budget primarily by tithing and free offerings from the members of the congregation, or contributions from other secondary appropriate sources.

8. The Trustees Committee or a Building sub-committee may be established for the purpose of leasing, procuring, maintenance or selling of a building.
9. The authority of signing checks drawn from the Church account shall be vested in the following four persons: the Coordinator of the Trustees Committee, the Treasurer, the Curator, and one of the Elders appointed by the Council. Signatures from two of these four persons shall be required on all checks issued.
10. Request for monetary reimbursements from the church for ministry related expenses must be approved by the appropriate authority and by the Treasurer. The two persons approving the above mentioned reimbursement form shall not be the same two persons signing the check for the said reimbursement. A minimum of three different signatories shall be required for the two documents.

C. TREASURER

1. The Treasurer shall receive and deposit within two weeks all funds contributed by the members or otherwise furnished for the support of the Church and make disbursements thereof as approved by the Trustees Committee.
2. The Treasurer shall make reports of financial status in the Core Team meetings and in Congregational Meetings.

D. CURATOR

1. The Curator shall be in charge of the maintenance of the Church properties, supervision of any maintenance employees, and perform other duties as assigned by the Trustees Committee.

ARTICLE.VIII CONGREGATIONAL MEETINGS

- A. CONGREGATIONAL MEETING
1. The Congregational Meetings are to be presided by an active church member appointed by the Council.
  2. The Council should determine the agenda for a Congregational Meeting.
  3. There shall be at least one Congregational Meeting each year to approve the annual budget plan and to confirm newly nominated members of the Church Council, if any.
- B. NOTICE OF MEETING
1. Notice of the Congregational Meeting shall state the place, date and time of the meeting, and the purpose for which it is called.
  2. Notice of the Congregational Meeting shall be made from the pulpit at the regular Sunday services of the Church, and published in the Sunday Church bulletin for at least two Sundays prior to the meeting.
- C. QUORUM
1. The presence of at least one-half of the total number of those members who are active and have the voting right at a Congregational Meeting shall constitute a quorum.
- D. VOTE BY PROXY
1. Any active member (as defined in Article I, Section D) with voting right shall be given the privilege of voting by proxy upon request, if any of the following condition or conditions prevail:
    - (a) the member is a shut-in or hospitalized; or
    - (b) the member's regular hours of work make it impossible for him to attend; or
    - (c) the member is out of town.
  2. The proxy ballot shall be prepared and sent upon request, to the member who is entitled to vote by proxy as stipulated in Section D.1 above, prior to the meeting for the vote to be cast.
  3. The proxy vote shall be returned in a sealed envelope, to be opened and counted at the meeting.
- E. VOTING PROCEDURE
1. Election shall be determined by a simple majority vote of over fifty percent (50%) of the quorum present at the meeting, unless otherwise specified in the By-laws pertaining to the issues to be voted on.

- F. ROBERT’S RULES OF ORDER
1. The conduct of meetings as laid down in Robert’s Rules of Order shall govern the meetings of the Church, except where different procedures are provided herein.
  2. A rule of procedures may be suspended by unanimous consent of the entire quorum present at any meeting, unless such suspension of rules would involve a violation of the By-laws.
- G. FISCAL YEAR EXPENDITURES
1. The books and records of the Church, which should be kept on an annual basis, following the fiscal year.
  2. The expenditures of the fiscal year shall be governed and regulated, insofar as may be practical, by the budget adopted at a Congregational Meeting and if necessary modified at another Congregational Meeting.
  3. The fiscal year shall coincide with the calendar, starting January 1<sup>st</sup> and ending December 31<sup>st</sup>.
- H. AUDITORS
1. The Church Council may select qualified auditors (internal or external auditors specializing in auditing church records) who shall audit the books of the Church. Their reports shall be made available to all church members.
- I. SPECIAL MEETING
1. Any member of the Council, or any church member submitting a request to the Council to call a Special Meeting supported by at least thirty percent (30%) of the active church members may call a Special Meeting.
  2. Notice of the Special Meeting shall state the place, date and time of the meeting, and the purpose for which it is called.
  3. Written notice of the Special Meeting shall be made available for at least two Sundays prior to the meeting, to all church members attending any of the Sunday worship services.
- J. INFORMAL ACTION
1. Any action required or permitted to be taken at any Congregational Meeting or Special Meeting may be taken without such a meeting, if a consent in writing, setting forth the action so taken, shall be signed by over fifty percent (50%) of the active Church members entitled to vote on the subject matter thereof unless otherwise specified in the By-laws.

K. MAJORITY ACT IN  
DECISION MAKING

1. Unless otherwise specified in the By-laws, an act of the majority (over fifty percent) of the quorum at a Congregational Meeting or a Special Meeting shall be an act of the Church.
2. Any act required or permitted to be taken at any Congregational Meeting or Special Meeting may be taken without such a meeting if a consent in writing, setting forth the action so taken, shall be signed by over fifty percent (50%) of the active church members entitled to vote on the subject matter thereof as stipulated in Section J.1 above.
3. A church member present at a Congregational Meeting or a Special Meeting at which action on any Church matter is taken shall be presumed to have assented to the action taken unless his dissent is entered in the minutes of the meeting, or unless the member files a written dissent to such action with the person serving as secretary at the meeting before the adjournment thereof, or forwards such dissent by mail to such secretary immediately after the adjournment of the meeting. Such right to dissent shall not apply to a member who voted in favor of such action.

L. MINUTES

1. Congregational Meetings and Special Meetings shall have accurate minutes prepared.
2. The Church shall keep the original minutes in archive, and a copy of the original minutes shall be made accessible to all church members.

ARTICLE.IX AUXILIARY ORGANIZATIONS

- A. FORMATION      1. Auxiliary organization such as fellowship groups or a branch congregation to promote the work of the Church may be formed with the consent and approval of the Council. Such organization may be suspended or terminated by the action of the Council.
  
- B. CHANGE        1. Each auxiliary organization may prescribe or change the form of the organization, determine its objectives, consistent with the general goal and methods of work and shall elect its own officers.
  
- C. COORDINATION 1. The activities of the auxiliary organization shall be coordinated with the Council when required.

## ARTICLE.X DISSOLUTION

### A. CONDITIONS

1. The procedure for dissolution of PCC Oakland shall be initiated only when all the following conditions are satisfied.
  - (a) the Church is solvent; and
  - (b) there is no litigation involving PCC Oakland that is pending or anticipated by the Council; and
  - (c) a petition signed by at least ninety percent (90%) of the active members with voting rights is submitted, stating detailed reasons for proposing dissolution with supporting documents; and
  - (d) the quorum of the Special Meeting or the Congregational Meeting called to vote on this matter consists of at least eighty percent (80%) of the active members with voting rights; and
  - (e) a majority vote of at least ninety percent (90%) of the active members with voting rights present at the Special Meeting or the Congregational Meeting for the dissolution is attained.

### B. PROCEDURE

1. Upon dissolution of PCC Oakland, the Council shall:
  - (a) collect all debts and outstanding financial obligations that are due and owing to PCC Oakland; and
  - (b) dispose all Church property and assets whether by way of private sale or auction at fair market value as at the date of dissolution, or by gift to other charities or otherwise dispose of the same as the Council shall see fit in the best interest of PCC Oakland; and
  - (c) discharge all debts and any outstanding contractual liabilities of PCC Oakland, including but not by way of limitation, redemption of mortgages, payment of rents and salaries due, and payment of taxes of any kind; and
  - (d) otherwise conclude all the affairs of PCC Oakland and file necessary notices with appropriate government authorities.
2. Monies collected under the provisions of the sections 1(a) and 1(b) above, and the monies which remain after discharging the obligations

as stated in 1(c) above shall hereinafter be collectively called “the Funds” which shall be distributed as described below:

(a) The Funds shall be distributed to other churches or charitable organizations consistent with the purpose of PCC Oakland as stated in Article III of the Constitution;

(b) Distribution of the Funds may be made by other methods provided it is approved by at least two-thirds majority vote at a Congregational Meeting properly convened for this purpose, in compliance with the current laws and regulations governing charitable organizations. The Institutions of Purely Public Charity Act prohibits the use of the Funds for private inurement to any person.

ARTICLE.XII AMENDMENTS

- A. AMENDMENTS
1. Both the Constitution and these By-Laws may be altered, amended, or repealed from time-to-time at any Congregational or special meeting called for that purpose by a vote of at least two-thirds majority of the members present and entitled to vote.
  2. Members of the church shall be informed of the proposed changes and notified of the Congregational or Special Meeting called for that purpose, not less than thirty days prior to the Congregational or Special Meeting called for that purpose.
  3. Amendments to the Constitution and the By-Laws of the PCC Oakland shall become effective immediately upon adoption, unless a different effective date is specified at the time of adoption.

ARTICLE.XII REGULATIONS

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| A. AUTHORITY FOR DISCIPLINE    | The Pastor(s) and Elder(s) shall handle with full power all cases of discipline. Members of the Church shall refer complaints and present them in person or in writing to the Pastor(s) or Elder(s). |
| B. APPEALS FOR FUNDS           | Offerings or solicitations shall be taken or made in the name of PCC Oakland or its committees by individual members or friends of PCC Oakland only upon approval of the Council.                    |
| C. PROPER DISPOSITION OF FUNDS | No personal loan shall be made to any member or nonmember.   |

ARTICLE.XIII MISCELLANEOUS

- A. GOVERNING LAW
  - 1. PCC Oakland and the Constitution and these By-Laws pertaining thereto shall be deemed to be incorporated under the laws of the Commonwealth of Pennsylvania, and for all purposes, all legal matters shall be governed by and construed in accordance with the Pennsylvania laws.
  
- B. CONSTRUCTION
  - 1. The headings of the articles and sections herein are inserted for purposes of convenience only and shall not be construed to affect the meaning or construction of any of the provisions hereof.
  - 2. Where appropriate and not expressly excluded, all references to the masculine shall include the feminine.
  
- C. SEVERABILITY
  - In case any one or more of the provisions contained herein shall be invalid, illegal or unenforceable in any respect, the remaining provisions shall be construed in order to effectuate the purposes hereof, and the validity, legality and enforceability of the remaining provisions contained herein shall not in any way be affected or impaired thereby.