



**Constitution and Bylaws
of
Salem Baptist Church
New Brighton, Minnesota**

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Constitution	5
Article I. Name and Organization	5
Article II. Purpose	5
Article III. Government	5
Article IV. Church Covenant	6
Article V. Affirmation of Faith	7
Article VI. Membership	8
Section 1. Qualifications	8
Section 2. Admission	9
Section 3. Responsibilities	9
Section 4. Dismissal	9
Section 5. Discipline	9
Section 6. Associate Membership	9
Article VII. Church Staff and Lay Leaders	9
Section 1. Church Council	10
Section 2. Senior Pastor	10
Section 3. Other Staff	10
Section 4. Moderator and Vice Moderator/Moderator-Elect	10
Section 5. Church Clerk	10
Section 6. Deacons and Deacon Committee/Ministry Teams	11
Section 7. Committees	12
Section 8. Ministry Teams	12
Section 9. Treasurer	12
Article VIII. Meetings	13
Section 1. Public Meetings	13
Section 2. Business Meetings	13
Article IX. Disposition of Church Property	13
Section 1. Division	13
Section 2. Dissolution	13
Section 3. Consolidation	13
Article X. Amendments	14

Bylaws	15
Article I. Elections	15
Section 1. Time	15
Section 2. Nominations.....	15
Section 3. Voting Procedure	15
Section 4. Persons Elected	15
Section 5. Vacancies.....	16
Article II. Meetings	16
Section 1. Public Meetings	16
Section 2. Church Business Meetings	16
Article III. Moderator/President	17
Section 1. Duties of the Moderator/President	17
Section 2. Duties of the Vice-Moderator/Vice-Pres./Moderator-Elect ..	18
Article IV. Church Clerk	18
Section 1. Church Clerk/Secretary.....	18
Section 2. Duties of the Church Clerk.....	18
Article V. Church Council	19
Section 1. Purpose and Composition	19
Section 2. Duties of the Church Council	19
Section 3. Meetings.....	19
Section 4. Attendance and Participation	19
Section 5. Holding More than One Office at One Time	20
Section 6. Installation in Office	20
Article VI. Deacons and Ministry Teams	20
Section 1. Qualifications for Deacons	20
Section 2. Duties of Ministry Teams.....	20
Section 3. Term of Service	21
Section 4. Missions	21
Section 5. Finance.....	21
Section 6. Property Management.....	22
Section 7. Vision	23
Section 8. Hospitality.....	23

Article VII. Committees	24
Section 1. Audit.....	24
Section 2. Nominating	24
Section 3. Constitutional Revision	25
Section 4. Personnel.....	25
Section 5. Vision	25
Article VIII. Senior Pastor	26
Section 1. Duties	26
Section 2. Establishment of the Senior Pastoral Relationship.....	26
Section 3. Dissolution of the Senior Pastoral Relationship	27
Article IX. Other Staff	28
Section 1. Calling and Discharging Other Staff	28
Section 2. Annual Evaluation of Work	28
Article X. Membership.....	29
Section 1. Admission to Church Membership	29
Section 2. Dismissal from Membership	29
Article XI. Miscellaneous	30
Section 1. Approval of Ministry Teams	30
Section 2. Leaders of Ministries.....	30
Section 3. Annual Reports	30
Article XII. Finances	30
Article XIII. Amendments	30
Article XIV. Board of Directors	31
Section 1. General Powers	31
Section 2. Qualifications	31
Section 3. Organization.....	31
Section 4. Quorum	31
Section 5. Board Decisions.....	31
Sections 6. Action in Writing	31
Section 7. Compensation.....	31
Article XV. Indemnification	32

Constitution

of Salem Baptist Church

New Brighton, Minnesota

Article I. Name and Organization

This organization is a nonprofit religious corporation organized under and pursuant to the provisions of Chapter 317A of Minnesota Statutes, and is legally known as the Salem Baptist Church or known by a dba (doing business as) as approved by the Congregation.

Article II. Purpose

This church exists as a community of Christians dedicated to the glorification of God through:

1. Worship and the administration of baptism and the Lord's Supper,
2. Proclamation of the Gospel of Jesus Christ in all the world,
3. Instruction of believers in matters pertaining to the Christian life, and
4. Ministry to the needs of all people,

all of which shall be consistent with the will of God as revealed in the Scriptures.

Article III. Government

Section 1. Congregational Government and Denominational Affiliation

The government of this church is vested in the body of members who compose it. This church shall maintain fellowship with the Minnesota Baptist Conference and the Baptist General Conference in accordance with Article V, Section 11, of this Constitution.

Section 2. Directors of the Corporation

The directors of the corporation shall be known as the Board of Directors, or members of the Church Council.

Section 3. Fiscal Year

The annual budget shall be calculated based on a calendar year beginning January 1 and lasting through December 31. The officers of the church shall be elected in March and serve from the first day of May. Their term shall continue through the last day of April in the final year of their term of office.

Article IV. Church Covenant

Section 1

Having been led, by the Holy Spirit of God, to receive Jesus Christ as Savior and to confess Him as Lord, and on confession of this faith, having been baptized in the name of the Father and of the Son and of the Holy Spirit, we do now, and in the presence of God and this assembly, most solemnly and joyfully covenant with one another, as one body in Christ, to lead a life worthy of the Lord, fully pleasing to Him.

Section 2

We promise by the aid of the Holy Spirit, to forsake the ways of sin and to walk together in Christian love and in the paths of righteousness. With this in view we engage to strive together for both the peace and purity of this church; to sustain its worship and steadfastly to cherish and hold its ordinances, discipline and doctrines; and to contribute as faithful stewards such time, talent and money, in measure that God prospers each of us, that the responsibility for the work of the local church and the world-wide ministry of spreading the Gospel be faithfully and effectively discharged.

Section 3

We also engage to maintain family and private devotions; to teach the Bible to our children; to seek the salvation of our kindred and acquaintances; to be just in our dealings and faithful in our engagements; to be exemplary in our deportment; to avoid unkind words and unrighteous anger; to abstain from the use and sale of mood-altering chemicals except as prescribed and deemed necessary by a physician, and from every form of evil; to combine zeal and knowledge in our efforts to advance the cause of our Savior; and to make Christ first in all things both spiritual and temporal.

Section 4

We further engage to give and receive admonition with meekness and affection; to remember each other in prayer, and to aid each other in case of sickness and distress; to cultivate Christian sympathy in feeling and courtesy in speech; to be slow to take offense, but always ready for reconciliation, and, mindful of the Scriptures, to seek it without delay; and to encourage one another in the blessed hope of our Lord's return. We moreover engage that when we move from this place, we will, as soon as possible unite with some local church where we can carry out the spirit of this covenant and the principles of the Word of God.

Article V. Affirmation of Faith

Section 1. The Word of God

We believe that the Bible is the Word of God, fully inspired and without error in the original manuscripts, written under the inspiration of the Holy Spirit, and that it has supreme authority in all matters of faith and conduct.

Section 2. The Trinity

We believe that there is one living and true God eternally existing in three persons, that these are equal in every divine perfection, and that they execute distinct but harmonious offices in the work of creation, providence and redemption.

Section 3. God the Father

We believe in God the Father, an infinite personal spirit, perfect in holiness, wisdom, power, and love. We believe that He concerns Himself mercifully in the affairs of people, that He hears and answers prayer, and that He saves from sin and eternal death all who come to Him through Jesus Christ.

Section 4. Jesus Christ

We believe in Jesus Christ, God's only begotten Son, conceived by the Holy Spirit. We believe in His virgin birth, sinless life, miracles, and teachings. We believe in His substitutionary atoning death, bodily resurrection, ascension into heaven, perpetual intercession for His people, and personal and visible return to earth.

Section 5. The Holy Spirit

We believe in the Holy Spirit who came forth from the Father and Son to convict the world of sin, righteousness and judgment, and to regenerate, sanctify and empower all who believe in Jesus Christ. We believe that the Holy Spirit indwells every believer in Christ, and that He is an abiding helper, teacher, and guide.

Section 6. Regeneration

We believe that all people are sinners by nature and by choice and are, therefore, under condemnation. We believe that those who repent of their sins and trust in Jesus Christ as Savior are regenerated by the Holy Spirit.

Section 7. The Church

We believe in the universal church, a living spiritual body of which Christ is the head and all regenerated persons are members. We believe in the local church, consisting of a company of believers in Jesus Christ, baptized on a credible profession of faith and associated for worship, work, and fellowship. We believe that God has laid upon the members of the local church the primary task of making disciples for Jesus Christ (Matthew 28:19-20).

Section 8. Christian Conduct

We believe that Christians should live for the glory of God and the well-being of others, that their conduct should be exemplary before the world, that they should be faithful stewards of their possessions, and that they should seek to realize for themselves and others the full stature of maturity in Christ.

Section 9. The Ordinances

We believe that the Lord Jesus Christ has committed two ordinances to the local church: baptism and the Lord's Supper. We believe that Christian baptism is the immersion of a believer in water in the name of the Triune God. We believe that the Lord's Supper was instituted by Christ for commemoration and proclamation of His death. We believe that these two ordinances should be observed and administered until the return of the Lord Jesus Christ.

Section 10. Religious Liberty

We believe that every human being has direct relations with God and is responsible to God alone in all matters of faith, and that each church is independent and must be free from interference by any ecclesiastical or political authority.

Section 11. Church Cooperation

We believe that local churches can best promote the cause of Jesus Christ by cooperating with one another in a denominational organization. Such an organization, whether a regional or district conference, exists and functions by the will of the churches. Cooperation in a conference is voluntary and may be terminated upon amendment of the Constitution. Churches may likewise cooperate with inter-denominational fellowships on a voluntary, independent basis.

Section 12. The Last Things

We believe in the personal and visible return of the Lord Jesus Christ to earth and the establishment of His kingdom. We believe in the resurrection of the body, the final judgment, the eternal blessedness of the righteous, and the endless suffering of the wicked.

Article VI. Membership

Section 1. Qualifications

Members of this church shall be believers in the Lord Jesus Christ who have been baptized by immersion upon personal profession of faith, and who agree to the Affirmation of Faith (Article V) and seek to live by the Church Covenant (Article IV).

Section 2. Admission

Members may be admitted by baptism, transfer of letter, restoration, or confession of faith, according to the procedure described in the Bylaws, Article X, Section 1.

Section 3. Responsibilities

Every member of the church is expected to attend its meetings, to work for its growth, to fittingly represent Jesus Christ and the church in the community, and to contribute regularly and according to ability for its work. Members shall hold their pastors in esteem and shall pray for their pastors as well as other officers and leaders in the church, and shall assist them in carrying out the ministries of the church. Members shall endeavor to preserve the unity of the church, and if at any time they find themselves opposed to the fundamental doctrines of this church, they shall not seek to disrupt its fellowship but shall quietly withdraw from its membership.

Section 4. Dismissal

Members may be dismissed by transfer of letter, letter of dismissal and recommendation, or erasure, according to the procedure described in the Bylaws, Article X, Section 2.

Section 5. Discipline

In all matters of personal conflicts between members, or unchristian deportment, the persons involved shall follow the principles set forth in Matthew 18:15-17. If this procedure does not lead to reconciliation, the matter will be handled according to the Bylaws Article X, Section 2, Paragraph 4.

Section 6. Associate Membership

An Associate Member is a temporary resident of this area who is a member in good standing of a church that practices believer's baptism by immersion and agrees with the doctrinal statement of Salem Baptist Church. An Associate Member shall have successfully completed all regular requirements of membership for Salem Baptist. An Associate Member has all the rights and privileges of full membership including voting on all congregational issues with the exception that an Associate Member cannot hold an elected office. The Associate Member may maintain membership in his or her home church.

Article VII. Church Staff and Lay Leaders

All positions shall be open to all qualified men and women of legal age who demonstrate by their lives their commitment to Christ. Lay leaders shall ordinarily be members of the church.

Section 1. Church Council

1. **Composition.** The Church Council shall consist of the Moderator, Vice-Moderator/Moderator-Elect, Senior Pastor, the Church Clerk, and Deacons will be Chair of their respective committee/ministry team.
2. **Duties.** The Church Council shall be responsible for the implementation and overall co-ordination of church ministries, according to the Bylaws. Further definition of the duties of the Church Council is given in the Bylaws, Article V.

Section 2. Senior Pastor

The Senior Pastor shall be characterized by a spirit of humility and servanthood as exemplified by Jesus Christ. The pastor shall teach and exhort from the Word, lead in public worship and in the administration of the ordinances, evangelize, counsel, and guide the overall program of the church. The pastor shall be, or shall become, an ordained Baptist minister in agreement with the faith and practice of the Baptist General Conference. The pastor shall have freedom of the pulpit under the guidance of the Holy Spirit. The pastor shall direct and coordinate the work of all salaried employees. The pastor's additional duties are defined in the Bylaws, Article VIII, Section 1.

Section 3. Other Staff

All staff members shall be under the supervision of the Senior Pastor, with whom they shall work in carrying out their responsibilities and duties in keeping with their job descriptions.

Section 4. Moderator and Vice Moderator/Moderator-Elect

The Moderator shall be a lay person. The Moderator's duties are defined in the Bylaws, Article III, Section 1. The Vice-Moderator's duties are defined in the Bylaws, Article III, Section 2.

Section 5. Church Clerk

1. **Duties of the Clerk** The Church Clerk shall keep minutes of all church business meetings and Council meetings, and be a member of the Welcome and Membership Ministry Team. See Bylaws, Article IV, Section 1 and 2.
2. **Election and Term of Church Clerk.** The Church Clerk shall serve for a term of three years. At the annual election in the second year of an incumbent Deacon's or Church Clerk's term, the church membership shall elect a Clerk-Elect. The Clerk-Elect will work with the clerk for the first year of his/her term to learn the responsibilities of the position.

Section 6. Deacons and Deacon Committee/Ministry Teams

The Deacon Ministry Team shall include:

- a. Missions
 - b. Finance
 - c. Property Management
 - d. Vision
 - e. Fellowship/Hospitality
1. Duties of Deacons. The Deacons shall chair the Ministry Teams for which they are specifically elected. They shall appoint (in consultation with the Senior Pastor) as many members as are needed (minimum of three) to carry out the duties of the Ministry Team. They shall meet as participants in the Church Council at least monthly and more often as needed as determined by the Moderator.
 2. Election and Term of Office of Deacons. Deacons shall serve for a term of three years. At the annual election in the second year of an incumbent Deacon's term, the church membership shall elect a Deacon-elect for that Ministry Team. This person will serve as a member of the deacon Ministry Team and will become the Deacon of the Ministry Team after one year.
 3. Purpose of Deacon Ministry Teams. Deacon Ministry Teams shall perform duties specified in the Bylaws in accordance with the following general statements of purpose:
 - a. Missions. The Missions Ministry Team shall exercise responsibility for assisting the church membership in maintaining a high level of awareness and support of the missionary and evangelistic witness of Salem in global missions.
 - b. Finance. The Finance Ministry Team shall supervise the handling of all monies of the church, shall be responsible for the preparation of the annual budget in consultation with other interested parties, and shall quarterly and annually present a financial report to the church membership.
 - c. Property Management. The Property Management Ministry Team shall be responsible for the short and long term management of the church property (buildings and equipment).
 - d. Vision. The Vision Ministry Team shall meet with the Senior Pastor regularly to propose direction for and consider the overall spiritual development of the church and its ministries.

- e. Hospitality. The Hospitality Ministry Team shall support the work of Salem by planning and coordinating all-church fellowships, and overseeing the kitchen, café, and all church decorations including the sanctuary.

Section 7. Committees

The committees shall perform duties specified in the Bylaws in accordance with the following general statements of purpose.

1. Audit. The Audit Committee shall audit the books of the Treasurer.
2. Nominating. The Nominating Committee shall present a ballot for church officers and Moderator at each annual election and special elections in accordance with the Bylaws, Article VII, Section 2.
3. Constitutional Revision Committee. A Constitutional Revision Committee shall review the Constitution and Bylaws in the light of the church's growth and changing needs.
4. Other Committees. Other committees shall be appointed by the Moderator in consultation with the Senior Pastor and Church Council as deemed necessary.

Section 8. Ministry Teams

Ministry Teams shall perform duties specified in the Bylaws, Article VI.

Section 9. Treasurer

The Deacon of Finance leads the Finance Ministry Team and fills the role as "Treasurer" of the corporation as defined in Chapter 317A of the Minnesota Nonprofit Corporation Act and has the express corporate authority to, at any time, refer to the office as being that of "Treasurer" of the corporation, if doing so is more convenient or expeditious. The Treasurer shall work with the Business Administrator and the Finance Ministry Team to complete all financial tasks. The Treasurer shall keep an accurate account of all money deposited in the bank, authorize payment of all approved obligations incurred by the church, keep accurate financial records for the corporation, make quarterly and annual reports to the church membership at its regular business meetings, and shall perform any duties which are specified in the Bylaws. The Deacon of Finance shall upon request provide the Moderator and the Board of Directors an account of transactions by the Treasurer and of the financial condition of the corporation. The Treasurer shall be responsible to receive and give receipts for monies due and payable to the corporation from any source whatsoever, and deposit all monies in the name of and to the credit of the corporation in such depositories as shall be selected in accordance with the provision of the Bylaws; and in general, perform all the duties as from time to time may be assigned to the Treasurer by the Moderator or by the Board of Directors.

Article VIII. Meetings

Section 1. Public Meetings

The church body shall hold public meetings as specified in the Bylaws, Article II.

Section 2. Business Meetings

1. **Regular Meetings.** Regularly scheduled business meetings of the church shall be held quarterly, with the April meeting being designated as the annual meeting.
2. **Special Meetings.** Special meetings of the church may be held at any time by order of the Moderator or as specified in the Bylaws.
3. **Quorum.** A quorum shall consist of the members who attend a properly announced meeting of the congregation.
4. **Eligibility to Vote.** All matters pertaining to the purchase, sale or mortgaging of property shall be voted on only by members in good standing who are at least 18 years of age. On all other matters, members in good standing who have reached their sixteenth birthday shall be eligible to vote.
5. **Conduct of Meetings.** Business shall be conducted according to the rules contained in Robert's Rules of Order Revised in all cases to which they are applicable, and in which they are not inconsistent with the Constitution or the special rules of order of this church.

Article IX. Disposition of Church Property

Section 1. Division

In case of organic division of the church membership, the church property shall belong to those members who abide by this Constitution. Should any controversy arise as to who is abiding by this Constitution, the question shall be submitted to the stewards of the Minnesota Baptist Conference, whose decision shall be final.

Section 2. Dissolution

Should conditions arise in which, for any reason, the church work cannot continue, the church property shall be transferred to the Minnesota Baptist Conference.

Section 3. Consolidation

Should conditions arise in which a consolidation with another church is advisable, the Church Council must be authorized by the church membership to negotiate the terms of such a consolidation insofar as the property is concerned. A report of such agreement must be made to the church membership and approval granted by a majority vote of the membership before any legal papers are signed.

Article X. Amendments

This Constitution may be amended at the annual meeting if all of the following occur:

1. An amendment to the Constitution may be proposed by the Constitutional Revision Committee to the congregation at least 3 weeks prior to the annual meeting, and/or at least five members of the church may bring a proposal to the Constitutional Revision Committee by March 1st preceding the annual meeting. The Constitutional Revision Committee will be responsible to present this proposal at the annual meeting with their recommendation to support or oppose the proposal.
2. Notice of such amendment is read from the pulpit on two successive Sundays immediately in advance of the annual meeting, and,
3. At the annual meeting the amendment is supported by at least two-thirds of those qualified, present, and voting.

Bylaws

to the Constitution of Salem Baptist Church

Article I. Elections

Section 1. Time

The annual election of officers shall be held the second Sunday in March. All church officers who are to be elected by the whole church for regular terms shall be elected at this annual election.

Section 2. Nominations

A Nominating Committee, elected and functioning in accordance with the Bylaws, Article VII, Section 2, shall, in consultation with the Senior Pastor, post its list of candidates in the church bulletin during the third full calendar week of February. The name of at least one person shall be presented for each elective office, and all candidates shall have given their permission to place their names in nomination. Within two weeks of posting the list, it shall be the privilege of any member of the congregation to nominate any eligible persons to the Nominating Committee for any office, provided that those persons have previously given their consent. These nominations will be strongly considered for inclusion on the ballot.

Section 3. Voting Procedure

Voting in the annual election shall be by written ballot. The ballot shall clearly indicate the term of office for which each nomination has been made. The Nominating Committee shall place the ballot box in a conspicuous place after each worship service on the day of the election. Members of the Nominating Committee shall supervise the distribution of ballots by verifying each voter's name against a current membership list, and shall give a ballot to each member who is present and qualified to vote. Absentee ballots will be available in the church foyer the Sunday prior to the election or from the administrative staff during the week before the election. Absentee ballots will be sealed in an envelope by the voter and held by the Nominating Committee or the church administrative staff until the day of the election.

Section 4. Persons Elected

The candidate receiving the greatest number of votes for an office shall be elected to that office. In the case of a tie, lots will be cast under the direction of the Moderator.

Section 5. Vacancies

An election to fill vacancies occurring during the year may be held at any business meeting. The Nominating Committee, in consultation with the Senior Pastor, shall post in the church bulletin at least one week prior to that election the time of the meeting and the name of at least one person whom it plans to nominate for each vacated office. In every case, nominees shall have given their permission to place their names in nomination. If more than one candidate is nominated, election shall be by written ballot. Officers elected to fill a vacancy will serve only to the end of the vacated term of office, and will not begin a new three-year term of office at the time of the special election.

Article II. Meetings

Section 1. Public Meetings

1. The church shall meet Sundays for worship and may schedule other meetings as deemed necessary.
2. The observance of the Lord's Supper shall be monthly at such times as the Pastoral Staff shall advise.

Section 2. Church Business Meetings

1. Scheduled Business Meetings. Regularly scheduled business meetings of the church shall be held quarterly with the April meeting being designated as the annual meeting.
2. Special Business Meetings. Business meetings of the church may be held at any time by order of the Moderator. In addition, other business meetings may be called upon written request signed by thirty (30) members and submitted to the Moderator. All special business meetings must be announced from the pulpit at the worship services prior to the meeting. Notice of meetings where more significant business is to be transacted (e.g. calling of a pastor, purchase of property, etc.) shall be posted and announced two weeks in advance.
3. Speaking and Voting. Non-members shall not be allowed to speak or vote at business meetings, except that the Moderator may occasionally give special permission to a non-member to speak. Anyone requesting to speak must identify themselves and indicate whether they are a member or nonmember. The Church Clerk shall be responsible for advising the Moderator of the names of non-members attempting to vote at any business meeting.

Article III. Moderator/President

Section 1. Duties of the Moderator/President

The Moderator is filling the role as “President” of the corporation as defined in Chapter 317A of the Minnesota Nonprofit Corporation Act and has the express corporate authority to, at any time, refer to the office as being that of “President” of the corporation, if doing so is more convenient or expeditious. The Moderator shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation. The Moderator or any other proper officer of the corporation authorized by the Board of Directors may sign any deeds, mortgages, bonds, contracts, or other instruments pertaining to the business of the corporation which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other officer or agent of the corporation. In general the Moderator shall perform all duties incident to the office of Moderator, including such other duties as may be prescribed by the Board of Directors from time to time, and specifically including the following:

1. The Moderator shall be an ex-officio member of all committees and shall encourage and assist them in their work.
2. The Moderator shall preside at all meetings of the Church Council and of the congregation.
3. The Moderator shall work with the Senior Pastor in establishing agenda for the above meetings, as well as in planning and implementing the larger program of the church.
4. The Moderator’s term of office shall be two years.
5. The Moderator shall also convene all special committees.
6. The Moderator shall coordinate the Senior Pastor’s evaluation.
7. In the absence of a Senior Pastor, the Moderator will assume responsibility for the duties of the Senior Pastor as described in the Bylaws, Article VIII, Section 1 and Constitution, Article VII, Section 2 and may delegate these responsibilities to staff or lay leaders.

Section 2. Duties of the Vice-Moderator/Vice-President/Moderator-Elect

The Vice-Moderator is filling the role as “Vice-President” of the corporation as defined in Chapter 317A of the Minnesota Nonprofit Corporation Act and has the express corporate authority to, at any time, refer to the office as being that of “Vice-President” of the corporation, if doing so is more convenient or expeditious. The Moderator-Elect shall serve as Vice-Moderator. In the absence of the Moderator or in the event of the Moderator’s inability or refusal to act, the Vice-Moderator shall perform the duties of the Moderator, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Moderator. The Vice-Moderator shall perform such other duties as from time to time may be assigned to the Vice-Moderator by the Moderator or by the Board of Directors.

1. The Moderator-Elect shall be elected to a four-year term to include two years as Moderator-Elect and two years as Moderator.
2. If a deacon with an unexpired term is elected as Moderator-Elect, a special election shall be held to fill the vacant post, in accordance with the Bylaws, Article I, Section 5.
3. A Deacon who is nominated but not elected to the office of Moderator-Elect shall not forfeit the office of Deacon but shall continue to serve in that office until the regular term expires.

Article IV. Church Clerk

Section 1. Church Clerk/Secretary

The Church Clerk is filling the role as “Secretary” of the corporation as defined in Chapter 317A of the Minnesota Nonprofit Corporation Act and has the express corporate authority to, at any time, refer to the office as being that of “Secretary” of the corporation, if doing so is more convenient or expeditious. The Church Clerk shall perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the Moderator or by the Board of Directors. The term of service of one elected to the Office of Church Clerk will include a total of three years, with the first year of the term serving as assistant to the existing Church Clerk, and the following two years serving as the Church Clerk.

Section 2. Duties of the Church Clerk

1. The Church Clerk shall be a member of the Church Council and shall keep minutes of Church Council meetings.
2. The Church Clerk shall be a member of the Welcome and Membership Ministry Team.
3. The Church Clerk shall keep minutes of all church business meetings.

4. The Church Clerk shall keep in good order all minutes of Church Council and church business meetings and all other records that pertain to the office.
5. The Church Clerk shall be in charge of official church correspondence.
6. The Church Clerk shall assure the maintenance of a public record of the minutes of all Church Council and business meetings, to be kept in the Church office.

Article V. Church Council

Section 1. Purpose and Composition

The purpose and composition of the Church Council is defined in the Constitution, Article VII, Section 1.

Section 2. Duties of the Church Council

1. The Church Council is responsible for the review of the annual budget of the church.
2. The Church Council shall oversee church ministries.
3. The Senior Pastor shall consult with the Moderator and Church Council in hiring staff members.
4. Any Ministry Team action involving a significant change in the program of operation of the church must be approved by the Church Council.
5. Unresolved Ministry Team matters shall be decided by the Council.

Section 3. Meetings

1. The Church Council shall meet monthly and at such other times as it deems necessary. The Moderator shall call meetings.
2. The regular meetings of the Church Council shall be open to members of the congregation, who are welcome to sit in as observers. At the discretion of the Moderator, a visiting member may be invited to make a comment or answer a question. The Moderator shall reserve the right to close the meeting to all persons when the subject under discussion merits confidentiality. Special “hearings” shall be announced beforehand to the congregation when issues of larger interest are under consideration. All interested members are invited to such hearings.

Section 4. Attendance and Participation

All members of the Church Council shall attend its regular meetings and participate actively in the functioning of the Council. If a Deacon is unable to attend a Council meeting, the Deacon shall notify the Moderator and shall arrange for a substitute from the Ministry Team the Deacon chairs. In the event of prolonged absence of more than three months from the meetings, such members shall submit their resignations to the Church Council.

Section 5. Holding More than One Office at One Time

No one shall hold more than one office on the Church Council simultaneously. If elected to a second office, the first shall be declared vacant.

Section 6. Installation in Office

Newly elected officers shall be installed in their respective offices during a brief installation service, normally on the first or second Sunday following the annual meeting. The Senior Pastor shall arrange for and preside at these services. The normal term of office for elected officers shall begin on the first day of May.

Article VI. Deacons and Ministry Teams

Section 1. Qualifications for Deacons

Deacons shall be members of the church who by their daily lives demonstrate their commitment to Christ and who will provide leadership in the church in keeping with their different areas of strength appropriate to their different responsibilities. Deacons should be persons who are not eager for power but who are eager to serve and who recognize that God gives differing gifts--not to promote pride but for the good of the body of Christ. Deacons should be Christians of sound judgment and mature wisdom, well respected by those inside and outside the church. They should be able to work harmoniously with other people, and to encourage and motivate others in the work of the church. They should be faithful in fulfilling responsibilities and have abilities suited to the particular Ministry Teams which they lead.

Section 2. Duties of Ministry Teams

All Ministry Teams shall have representation at Church Council meetings. Deacon's Ministry Teams shall have direct representation. Staff-led Ministry Teams shall have direct or indirect representation through the Senior Pastor. Each Deacon shall have Ministry Teams that normally:

1. Meet on a regular basis and maintain minutes or brief summaries of its meeting.
2. Maintain a policy manual for the operation of the Ministry Team.
3. Maintain inventory records.
4. Supervise expenditure of monies budgeted to the Ministry Team.
5. Recommend Ministry Team's proposal for annual budgets.
6. Appoint a Vice-Chair for respective Ministry Team in the year that there is no Deacon-Elect.
7. Have at minimum of at least three team members.
8. Work jointly with other Ministry Teams when matters of common concern arise.

9. Appoint task forces as needed.
10. Carry out any other special duties as assigned by the Church Council.

Section 3. Term of Service

The term of service for appointed team members is one year. Members may be reappointed.

Section 4. Missions

1. Purpose. The purpose of the Missions Ministry Team shall be as set forth in the Constitution, Article VII, Section 6, Paragraph 3a.
2. Composition. The Missions Ministry Team will be chaired by the Deacon of Missions. The membership shall consist of the Chair, Deacon-Elect (or Vice-Chair), and sufficient additional members to accomplish its duties.
3. Duties. The Missions Ministry Team shall be responsible for the following:
 - a. To screen appeals for financial support from missionaries and enterprises and make recommendations to the church.
 - b. To communicate with Salem's special missionaries (those receiving regular financial support) concerning support and other business and personal matters.
 - c. To receive and make available to the congregation prayer letters received from Salem's special missionaries.
 - d. To work with the Senior Pastor in arranging speaking engagements at Salem for missionaries and others involved in church outreach.
 - e. To maintain a program of missionary education for each age group so that each member is regularly informed and challenged with the missionary nature of the Gospel.

Section 5. Finance

1. Purpose. The purpose of the Finance Ministry Team shall be as set forth in the Constitution, Article VII, Section 6, Paragraph 3b.
2. Composition. The Finance Ministry Team will be chaired by the Deacon of Finance. The membership shall consist of the Chair, Deacon-Elect (or Vice-Chair), the Business Administrator, and up to five members at large that are appointed by the Business Administrator in consultation with the Deacon of Finance.
3. Duties of the Finance Ministry Team. The Finance Ministry Team shall be responsible for the following:
 - a. Receiving offerings and other money given to the church, report all receipts, and deposit this money in a bank in the account of Salem Baptist Church, New Brighton, MN.

- b. The Business Administrator in consultation with the Deacon of Finance and the Finance Ministry Team shall prepare the annual budget of the church in consultation with the staff and deacons overseeing the various Ministry Teams of the church.
4. Duties of the Members at Large.
- a. Assistant Treasurer—Pay all bills authorized by the Business Administrator or Deacon of Finance.
 - b. Brokerage Manager—Manage brokerage accounts and report all this giving to the office administrative staff who handle contribution records. The Brokerage Manager shall report the values of all such brokerage accounts to the Business Administrator and the Deacon of Finance.
 - c. Members at large shall review the reconciliation of the checking accounts and report any inconsistencies to the Business Administrator and the Deacon of Finances.
 - d. Members at large shall work with the auditors and the Audit Committee.
 - e. Members at large shall oversee and appoint teams of at least two people who count and deposit monies received by the church.

Section 6. Property Management

1. Purpose. The purpose of the Property Management Ministry Team shall be as set forth in the Constitution, Article VII, Section 6, Paragraph 3c.
2. Composition. The Deacon of Property Management will chair the Property Management Ministry Team. The membership shall consist of the Chair, Deacon-Elect (or Vice-Chair), and sufficient additional members to accomplish its duties.
3. Duties. The Property Management Ministry Team shall be responsible for the following:
 - a. The Chair shall, in addition to chairing the committee, coordinate management of all church buildings and grounds with the Facility Manager.
 - b. The management of buildings shall include responsibility for maintenance and replacement of equipment and furniture, interior and exterior care of church buildings, special annual cleanups, and energy conservation.
 - c. The Property Management Ministry Team will be responsible for short and long term planning for facilities and grounds and will not be responsible for day-to-day management of facilities and grounds.
 - d. To meet regularly to review the condition of the property, establish goals, and schedule improvements as budgeted.

Section 7. Vision

1. **Purpose.** The purpose of the Vision Committee shall be as set forth in the Constitution, Article VII, Section 6, Paragraph 3d.
2. **Composition.** The Vision Committee shall be chaired by the Deacon of Vision. Membership shall consist of the Chair, Moderator, Moderator-Elect, Senior Pastor and sufficient additional members to carry out its duties. The members shall be chosen by the Senior Pastor and the Deacon. Members should be Christians of sound judgment and mature wisdom, well respected by those inside and outside the church. They should be able to work harmoniously with other people, encourage and motivate others in the work of the church and be respected for their spiritual maturity.
3. **Duties.** The Vision Committee shall be responsible for the following:
 - a. Meet regularly with the Senior Pastor.
 - b. Pray for and support the Senior Pastor in the ministry.
 - c. Assist the Senior Pastor in overseeing and establishing direction for the Church.

Section 8. Hospitality

1. **Purpose.** The purpose of the Hospitality Ministry Team shall be as set forth in the Constitution, Article VII, Section 6, Paragraph 3e.
2. **Composition.** The membership shall consist of the Chair and sufficient additional members to accomplish the duties.
3. **Duties.** The Hospitality Ministry Team shall be responsible for overseeing the following:
 - a. The kitchens.
 - b. The café.
 - c. Arrange all-church socials.
 - d. Decorations (aesthetics) of the church property including the sanctuary.
 - e. Prepare a proposed hospitality budget for the Finance Committee.
 - f. Wednesday Night suppers.
 - g. Work with the Pastoral Staff to provide funeral lunches and other activities as needed.

Article VII. Committees

All committee members, unless otherwise noted, shall serve for one year without limitation of terms.

Section 1. Audit

1. **Purpose.** The purpose of the Audit Committee is set forth in the Constitution, Article VII, Section 7, Paragraph 1.
2. **Composition.** The Audit Committee shall have three members appointed by the Church Council.
3. **Duties.** The Audit Committee shall be responsible for the following:
 - a. Audit all financial records of the church at the end of each budget year.
 - b. Submit an audit report to the church membership at the completion of each audit.
 - c. Work with the Auditor in years when an outside Audit is being performed.

Section 2. Nominating

1. **Purpose.** The purpose of the Nominating Committee is set forth in the Constitution, Article VII, Section 7, Paragraph 2.
2. **Composition.** The Nominating Committee shall consist of nine members nominated by the Church Council and elected by the church membership at its annual meeting. Each member shall be elected for a two year term with five elected in even numbered years and four in odd-numbered years. No more than one candidate each year shall be a member of the Council. Vacancies will be filled by the Church Council.
3. **Duties.** The Nominating Committee shall be responsible for the following:
 - a. Meet with the Ministry Resource team leader for suggestions regarding nominees for the ballot.
 - b. Present a ballot to the church membership for the annual election as described in the Bylaws, Article 1, Section 2, with, at least, one candidate for each office up for election.
 - c. Present a ballot to the church membership for an election to fill a vacancy as described in the Bylaws, Article 1, Section 5 with, at least, one candidate for each vacancy.
 - d. Upon completion of the year, the Nominating Committee must elect a convener from the returning members to convene the committee the following year and/or for special meetings.

4. Positions. The following Deacon positions will be elected on the even year/odd year schedule as follows:

Even Years

Property Management
Finance
Hospitality
Moderator-Elect

Odd Years

Vision
Church Clerk
Missions

Section 3. Constitutional Revision

1. Purpose. The purpose of the Constitutional Revision Committee is set forth in the Constitution, Article VII, Section 7, Paragraph 3.
2. Composition. The Constitutional Revision Committee shall be appointed by the Church Council annually.
3. Duties. The Constitutional Revision Committee shall be responsible for the following:
 - a. Review the Church Constitution and Bylaws in the light of the church's changing needs.
 - b. Consider constitutional changes proposed by any church organization or by any member of the church and study proposed changes in the light of probable effects upon the current policies and practices of the church.
 - c. Upon completion of this review, a recommendation of changes shall be made to the Church Council. If these changes are accepted by the Church Council, these changes shall be made if adopted by the church membership in accordance with the procedures outlined in the Constitution, Article X.

Section 4. Personnel

1. Composition. The Personnel Committee shall consist of a minimum of three individuals appointed by the Moderator in consultation with the Senior Pastor.
2. Duties. The Personnel Committee shall assist in the processes of hiring and dismissal, conflict resolution, clarifying and updating of employment policies, and developing salary and hourly wage ranges for each position.

Section 5. Vision

See Bylaws Article VI, Section 7.

Article VIII. Senior Pastor

Section 1. Duties

1. All persons under consideration for hiring as staff members must be acceptable to the Senior Pastor, who shall direct and coordinate the work of all salaried personnel.
2. The Pastor shall be an ex-officio member of all committees and Ministry Teams of the church.
3. The Pastor shall work with the Moderator in establishing agenda for meetings of the Church Council and the congregational business meetings.
4. The Pastor shall play a creative role in planning and in implementation of ministries in all areas of church life.
5. The Pastor shall not hold the office of Moderator.
6. The Pastor's call and termination of service shall follow the procedures stated in the Bylaws, Article VIII, Section 2 and 3.

Section 2. Establishment of the Senior Pastoral Relationship

1. Selection of a Search Committee. When it becomes necessary to call a Senior Pastor, a Search Committee of seven members, broadly representative of the membership and program of the church, shall be elected by the church membership. The nominees are to be submitted by the Nominating Committee and elected in accordance with the election procedure set forth in the Bylaws, Article I, Sections 2, 3, and 4, except that the date of such election shall be determined by the Nominating Committee.
2. Duties and Procedure of the Search Committee. The Search Committee shall compile a list of potential candidates, using all possible resources, including suggestions from members of the church and the counsel of Baptist General Conference leaders. It shall then carefully investigate the qualities of the candidates, giving consideration to personal character, education, ministerial record, and abilities, with particular attention to preaching ability, until one candidate emerges for presentation and nomination to the congregation. The committee shall keep the Church Council and the congregation informed of its progress through regular reports.

3. Extension of a Call. The recommendation of the Search Committee concerning the call of a pastor and the terms of such call shall be presented to the church at a specially called business meeting. Notice of such a meeting and its purposes shall be read from the pulpit on two successive Sundays prior to the meeting. A vote shall be by written ballot by members of the Church. When approved by the church, the call and its terms shall be sent to the candidate by the Church Clerk. The candidate's written acceptance of the call shall establish the Senior Pastoral relationship as of the date agreed upon by the church and the candidate.
4. Conditions of the Call and Pastoral Support. The call to the Senior Pastor of the church shall be prepared by the Search Committee in consultation with the Church Council and the Finance Ministry Team. It shall include items such base salary, housing provision and/or allowance, utilities allowance, automobile allowance, retirement allowance, health and accident insurance, vacation period, provision for attendance at the annual meetings of the Minnesota and Baptist General Conferences, and for continuing education and opportunities for ministry in other places. The amount of support specified for these categories shall be reviewed annually by the Church Council.

Section 3. Dissolution of the Senior Pastoral Relationship

1. Resignation. When the Senior Pastor chooses to terminate the relationship with the church the Senior Pastor shall present a letter of resignation to the Church Council. The Council shall then bring recommendation to the church regarding acceptance of the resignation and the date and terms of the dissolution of the relationship.
2. Grievance. In the case of a grievance against the Senior Pastor calling for termination of service, such grievance shall be referred to the Church Council. If the Council decides that consideration by the church is warranted, or in cases of a written petition signed by 20 percent of the members of the church, the Council shall present the matter to the church. Such action shall be taken at a regular or a specially called business meeting. Decision on a motion to dissolve the Senior Pastoral relationship shall be made by written ballot with a majority vote of the members present and voting necessary to carry the motion.
3. Illness or Disability. The pastoral relationship may be terminated by the church if the Senior Pastor becomes disabled or is stricken with long-term illness. Such action may be taken, upon recommendation of the Church Council, at a regular or specially called business meeting and shall be by written ballot with a majority vote of the qualified members present and voting to carry the motion for termination.

4. Assignment of Interim Responsibilities. It will be the duty of the Moderator to arrange for filling of responsibilities of the Senior Pastor as described in Bylaws, Article VIII, Section 1 and Constitution Article VII, Section 2. It will be the responsibility of the Church Council to recommend to the congregation an Interim Pastor, including duties and compensation for ratification.

Article IX. Other Staff

Section 1. Calling and Discharging Other Staff

1. Calling of any member of the staff other than the Senior Pastor shall be the responsibility of the Senior Pastor in cooperation with the Church Council. In addition the calling of Pastoral Staff will be subject to majority vote ratification by the church. Compensation shall be approved prior to the call of all staff. Discharging of any member of the Pastoral Staff except the Senior Pastor shall be the responsibility of the Senior Pastor in consultation with the Moderator and Vice-Moderator. The Ministry Team involved with the work of that staff member shall be consulted in calling and informed in discharging.
2. At the time of hiring and at annual reviews, the Senior Pastor, in consultation with the Moderator and Vice Moderator and informing the Church Council, shall write descriptions of his or her objectives, duties, and responsibilities.
3. When it becomes necessary to create a new position, the Church Council shall present the matter to the church at any regular or specially called business meeting. A majority of the qualified members present and voting shall be necessary to create such a position.

Section 2. Annual Evaluation of Work

At least once a year, each member of the church staff shall be given a confidential written evaluation of his or her work. This evaluation should be given no later than December 15th of the calendar year. Written evaluations of all staff members shall be the responsibility of the Senior Pastor. The Moderator in consultation with the Church Council shall write an evaluation of the work of the Senior Pastor. All employee evaluation files shall be kept locked on church property. Access to the employee files will be limited to the Senior Pastor and Moderator. Access to the Senior Pastor's file shall be limited to the Moderator and Vice Moderator.

Article X. Membership

Section 1. Admission to Church Membership

Members shall be admitted to the church as specified in the Constitution, Article VI, Sections 1 and 2. Membership is granted upon recommendation of the Welcome and Membership Ministry Team and the vote of the church membership.

Section 2. Dismissal from Membership

1. **Letters of Transfer, Dismissal, and Recommendation.** Upon receipt of a request for transfer of membership, the Welcome and Membership Ministry Team shall give a letter of transfer of membership to another Baptist church, and a letter of dismissal and recommendation to a Christian church of another denomination. Report of such actions shall be made to the church.
2. **Request for Erasure.** A member of the church may request erasure from the church membership. The Welcome and Membership Ministry Team, upon consultation with the member, the Senior Pastor, or other appropriate persons, shall recommend that such request shall be granted and report shall be made to the church.
3. **Dismissal from Church Membership.** If the person does not request erasure, but has not attended or contributed for more than one year, the Administrative Staff will consult with the Pastoral Staff and the Welcome and Membership Ministry Team concerning the advisability of sending a friendly letter from the office inquiring about their interest in maintaining church membership. The information and recommendation shall be brought to the Welcome and Membership Ministry Team, which may recommend to the church a vote of dismissal.
4. **Church Discipline.** Should it be necessary to use Article VI, Section 5, of the Constitution, the following procedure shall be followed: The Pastoral Staff shall make confidential inquiry and offer counsel to the members involved. The spirit of this inquiry and counsel is to be supportive and expressive of the acceptance, help, and forgiveness of the church body. If the member responds favorably and demonstrates acceptance of forgiveness through repentance and amendment of life, no specific report to the church is necessary and the issue shall be considered closed, except that friendship and counsel may continue to be given as needed. Should the member fail to respond, the Pastoral Staff shall recommend to the Church Council that the name be erased from membership upon vote at a church meeting. Whenever possible, the member shall be notified of the meeting and given the privilege of speaking in their own behalf. Upon evidence of restoration to the faith and/or the church, a dismissed member may be reinstated through the regular procedure for admission.

Article XI. Miscellaneous

Section 1. Approval of Ministry Teams

No Ministry Team shall be formed or considered a part of the church activities before its sponsors have submitted their plans to the Church Council for sanction and approval and such sanction and approval has been granted.

Section 2. Leaders of Ministries

Leaders in all ministries need to be committed to Salem's mission and not teach doctrine contrary to Salem's Church Covenant and Affirmation of Faith stated in the Constitution, Article IV and Article V.

Section 3. Annual Reports

Each organization shall present a report concerning its activities and finances to the church at its annual meeting.

Article XII. Finances

Finances necessary for supporting the mission of the Church shall be obtained through voluntary tithes and offerings. Additional appeals for funds budgeted and non-budgeted may be made as deemed advisable by the Church Council. Church-approved ministries should be financed out of the treasury of the church. All offerings received at meetings of the church or its groups go into the treasury of the church. No unbudgeted transaction greater than \$5,000 shall be made by the Church Council without approval of the church membership.

Article XIII. Amendments

These Bylaws may be amended at the annual meeting if all of the following occur:

1. An amendment to the Bylaws may be proposed by the Constitutional Revision Committee to the congregation at least 3 weeks prior to the annual meeting, and/or at least five members of the church may bring a proposal to the Constitutional Revision Committee by March 1st preceding the annual meeting. The Constitutional Revision Committee will be responsible to present this proposal at the annual meeting with their recommendation to support or oppose the proposal.
2. Notice of such amendment is read from the pulpit on two successive Sundays immediately in advance of the annual meeting, and,
3. At the annual meeting the amendment is supported by at least two-thirds of those qualified, present, and voting.

Article XIV. Board of Directors

Section 1. General Powers

The property, business and affairs of the corporation shall be managed by its Board of Directors.

Section 2. Qualifications

The Church Council shall constitute the Board of Directors. Each Director must be an adult person of good moral character and records who subscribes to the principles and policies of the corporation. Directors need not be residents of the State of Minnesota.

Section 3. Organization

The Moderator, or in the Moderator's absence, the Vice-Moderator or a Chair chosen by a majority of the Directors present, shall preside at each meeting. The Church Clerk of the corporation or, in the Church Clerk's absence, any person whom the Chair shall appoint, shall act as secretary of the meeting.

Section 4. Quorum

Except as otherwise required by law or by these Bylaws, a majority of the total number of Directors shall be required to constitute a quorum for the transaction of business at any meeting of the Board of Directors.

Section 5. Board Decisions

The act of a majority of the Directors present at any meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

Sections 6. Action in Writing

Any action required or permitted to be taken by the Board of Directors of this corporation may be taken, without a meeting, by written action signed by all of the Directors. Any action which could be taken at a meeting of the Board of Directors may be taken without a meeting when authorized in writing and signed by all of the Directors.

Section 7. Compensation

Directors as such (except the Senior Pastor) shall not receive any stated salaries for their service. Nothing herein contained shall be construed to preclude any Director from serving the corporation in any other capacity and receiving compensation therefore.

Article XV. Indemnification

Each Director and officer of this corporation now or hereafter in office and such person's heirs, executors and administrators, and each Director and officer of this corporation and such person's heirs, executors and administrators who now acts, or shall hereafter act at the request of this corporation as Director or officer of another corporation controlled by this corporation, shall be indemnified by this corporation against all costs, expenses and amounts of liability therefore, including counsel fees, reasonably incurred by or imposed upon such person in connection with or resulting from any action, suit, proceeding or claim to which such person may be made a party, or in which such person may be or become involved by reason of such person's acts of omission or commission, or alleged acts of commission as such Director or officer, or, subject to the provisions thereof, any settlement thereof, whether or not such person continues to be such Director or officer at the time of incurring such costs, expenses or amounts and whether or not the action or omission to act on the part of such Director or officer, which is the basis of such suit, action, proceeding or claim, occurred before or after the adoption of this Bylaw. However, such indemnification shall not apply with respect to any matter as to which such Director or officer shall be finally adjudged in such action, suit or proceeding to have been individually guilty of willful misfeasance or malfeasance in the performance of such person's duty as such Director or officer, and provided, further, that the indemnification herein provided shall, with respect to any settlement of any such suit, action, proceeding or claim, include reimbursement of any amounts paid and expenses reasonably incurred in settling any such suit, action, proceeding or claim, when, in the opinion of legal counsel selected by or in the manner designed by the Board of Directors of this corporation, such settlement and reimbursement appear to be for the best interests of this corporation. As to whether or not a Director or officer was liable for willful misfeasance or willful malfeasance in the performance of such person's duties as such Director or officer, the Board of Directors and each Director and officer may conclusively rely upon an opinion of legal counsel selected by or in the manner designated by the Board of Directors, The forgoing right of indemnification shall be in addition to and not exclusive of any and all other rights as to which any such Director or officer may be entitled under any Bylaw, agreement or otherwise.