

# Cornerstone Community Church of Galax Constitution

## **Article I – Church Name**

This church shall be known as Cornerstone Community Church of Galax

## **Article II – Our Mission**

To fulfill the Great Commission and the Great Commandment

*We exist to **experience** new life in Christ* (John 10:10, Matthew 22:37)

*We exist to **equip** fully devoted followers of Christ* (Ephesians 3:16-18, Ephesians 4:11-13)

*We exist to **engage** our community, nation, and world for Christ* (Matthew 28:18-20, Acts 1:8)

## **Article III – Our Statement of Faith**

### **THE GODHEAD**

We believe in one God who is Spirit, personal, infinite in holiness and in all other perfections, creator and sustainer of all things visible and invisible; that He exists eternally in three persons as the Father, the Son, and the Holy Spirit; that these three are one God, having the same essence, attributes, and perfections, and worthy of the same honor, confidence, and obedience.

### **THE SON, THE LORD JESUS CHRIST**

We believe in the Son's eternal existence as God; His incarnation by means of the virgin birth; His true humanity; His sinlessness and righteousness; His death on the cross as the substitutionary atonement for sin; His literal, bodily resurrection from the dead; His headship over the Church; His present ministry of intercession in heaven; and His personal, bodily, visible return to earth.

### **THE HOLY SPIRIT**

We believe in the deity and personality of the Holy Spirit, who inspired the Scriptures, convicts men of sin, regenerates, baptizes, indwells, seals, fills, and sets apart the believer unto a holy life; that He keeps and empowers the believer day by day; that He is the teacher of the Word of God and guide of our daily life to the glory of Christ.

### **THE SCRIPTURES**

We believe the Bible (the sixty-six books of the Old and New Testaments) to be the Word of God; the written record of His supernatural revelation of Himself to man; fully inspired; inerrant in the original writings; of absolute authority in faith and life; complete in its revelation; final in its content. We are also confident that the integrity of the original manuscripts has been preserved in many, though not all, modern translations of the Bible which are available for our use today.

### **MAN**

We believe that man was created in the image of God, being holy and without sin, and with freedom to obey or to sin. Through disobedience he fell from his high estate, and as a consequence incurred a sinful nature, suffered spiritual death, ceased from communion with God and became subject to the authority and power of the devil. The depraved nature of the first man Adam has been

communicated to all his natural descendants, who are therefore born into the world under the condemnation of God, spiritually dead and with a nature incapable of rendering itself acceptable to God.

## **SALVATION**

We believe that salvation is the free gift of God's grace, and therefore totally apart from works of human merit, and is received upon the single condition of faith in the Person and redemptive work of Christ. Man is depraved and unable to initiate any turning to God. He is therefore dependent on the convicting ministry of the Holy Spirit to enable him to have faith in Christ unto salvation. Being justified before God, the believer is "kept by the power of God through faith unto salvation ready to be revealed in the last time" – that is, at the coming of Christ.

## **THE CHRISTIAN LIFE**

We believe that the totality of Christian life experience embraces a growth in grace as well as a growth in the knowledge of our Lord and Savior Jesus Christ. The child of God is enjoined to be "filled with the Spirit," to "walk by the Spirit," and to "walk in the truth." True spirituality, then, is realized only in a right relationship to the Holy Spirit and to the Word of God. It is therefore essential that the believer be yielded to the authority and control of the Spirit if he is to learn the truth of God, to reveal Christ in the life, and to render acceptable service to God.

## **THE CHURCH**

We believe that the Church in its invisible or universal form is the body of Christ, which is composed of all who have "by one Spirit been baptized into one body." It is, however, God's plan that every member in the body of Christ be in the fellowship of a local expression of that body. In its visible or local form, the church is a autonomous body of believers organized to: (1) worship; (2) teach the Word of God; (3) exhort and edify its members and; (4) encourage personal witness and evangelism. We believe that Christ instituted two ordinances for the church to be observed until He comes: baptism and the Lord's Supper.

## **MARRIAGE AND SEXUALITY**

We believe that the term marriage has only one meaning and that is marriage sanctioned by God which joins one man and one woman in a single, exclusive union, as delineated in Scripture. We believe that God intends sexual intimacy to only occur between a man and a woman who are married to each other. We believe that God has commanded that no intimate sexual activity be engaged in outside of a marriage.

## **THE PRIESTHOOD OF THE BELIEVER**

We believe that Jesus Christ is the sole mediator between God and man. Through Him everyone who believes has access to the Father without need of an earthly priest. In the same way, the Father may communicate with any believer directly without need of a human intermediary and without regard for experience or position.

## **SATAN**

We believe Satan is a created personal being who is the author of sin, the avowed enemy of God and man who seeks by all manner of subtle and misleading means, under the limitations imposed by God, to restrain men from coming to a saving knowledge of Christ and from living the Christian life.

## **Article IV – Membership Covenant**

Becoming a member at Cornerstone means that you are becoming a part of our spiritual family and joining us on the most important and exciting journey you will ever take. As a member, you will join with the church to become a fully devoted follower of Christ.

The Bible does not give believers a specific copy of what a local church covenant should look like. However, the Bible does describe the relationship between people in local churches as covenantal. Christians are commanded to care for one another, participate in ministry together, confess sin to one another, and submit to the leadership of their local pastor/elders. Pastors are called to care for the flock entrusted to their care, to equip the saints for the work of ministry, and to expect God to hold them accountable to this holy calling. It is for this reason that many churches throughout the history of Christianity have written local church covenants.

This covenant seeks to briefly explain the expectations given to the pastor/elders and to the membership of Cornerstone. (We use the term “elder” to mean pastor and elder as we see those terms as interchangeable in scripture.)

### **Elders Covenant Responsibilities at Cornerstone**

We the elders of Cornerstone covenant:

- To have elders that meet the qualifications described in the Scriptures (1 Timothy 3:1-13 ; Titus 1:5-9 ; 1 Peter 5:1-4 ).
- To continually and prayerfully seek God’s guidance for Cornerstone, and to steward the resources entrusted to the church to the best of our abilities (Acts 20:28 ; 1 Peter 5:1-4 ).
- To care for the church and seek her growth in grace, truth, and love (Matthew 28:16-20 ; Ephesians 4:15-16 Colossians 1:28 ; James 5:14 ; 1 Peter 5:1-4 ).
- To provide teaching and counsel from the entirety of Scripture (Acts 20:27-28 ; 1 Timothy 4:16 ; 2 Timothy 4:1-5 ; Titus 2:1 ).
- To equip the members of the church for the work of ministry (Ephesians 4:11-16 ).
- To be on guard against false teachers and false teachings (Matthew 7:15 ; Acts 20:28-31 ; 1 Timothy 1:3-7 ; 1 John 4:1 ).
- To lovingly exercise church discipline when necessary, for the glory of God, for the good of the one disciplined, and for the health of the church as a whole (Matthew 18:15-20 ; 1 Corinthians 5; Galatians 6:1 ; James 5:19-20 ).
- To set an example by joining the members in fulfilling the obligations of church membership stated below (Philippians 3:17 ; 1 Timothy 4:12 ; Titus 2:7-8 ; 1 Peter 5:3 ).

### **Membership Responsibilities at Cornerstone**

We the members of Cornerstone covenant to the following:

1. I will protect the unity of my church.

. . . by acting in love toward other members

. . . by refusing to gossip

- . . . by living my life under the Lordship of Jesus Christ
- . . . By submitting myself to the leadership of the church

2. I will share the responsibility of my church.

- . . . by praying for its ministry, its leaders, and its members
- . . . by making personal evangelism and discipleship a priority in my life
- . . . by warmly welcoming those who visit

3. I will serve the ministry of my church.

- . . . by pursuing ongoing spiritual growth
- . . . by discovering my gifts and talents
- . . . by being equipped to serve
- . . . by developing a servant's heart

4. I will support the testimony of my church.

- . . . by attending faithfully
- . . . by living a Godly life
- . . . by giving of my time and resources regularly

#### **Article V – Structure**

Cornerstone Community Church of Galax is led by God through His Word and by the guidance of His Holy Spirit. Governance of the church shall be the responsibility of elders selected in accordance with the qualifications for overseers found in 1 Timothy 3 and Titus 1, and with Article IV of the Cornerstone Community Church of Galax By-Laws. Day-to-day operations of the church shall be entrusted to ministry leaders under the direction and supervision of pastoral staff members of the eldership.

Administrative concerns of Cornerstone Community Church of Galax shall be the responsibility of an administrative team appointed by the elders in accordance with the qualifications for deacons found in 1 Timothy 3. Administrative team members shall act as stewards of the properties, funds, facilities, and all other material resources of the church.

#### **Article VI – Organizational Affiliation**

Cornerstone Community Church of Galax is an autonomous non-denominational church that desires to enjoy fellowship with all groups of true believers in Christ while maintaining its organizational independence. We reserve the right to join in association and work with other churches to fulfill our mission.

#### **Article VII – Conducting Church Affairs**

The conduct of the affairs of Cornerstone Community Church of Galax not addressed in the Articles of Incorporation or this Constitution will be outlined in the bylaws of Cornerstone Community Church of Galax, Inc. These bylaws define the church's organizational structure, the rights of members in the structure, and the procedures by which these rights may be exercised.

The elders shall be the directors of the corporation under the Articles of Incorporation. In accordance with the Articles of Incorporation, the corporation has no members. Members of the church are not members of the corporation, all governance of the corporation being reserved to the directors.

#### **Article VIII – Dissolution**

If at any time it becomes clear to the Elders that the Lord's work for Cornerstone Community Church of Galax can best be served by its dissolution, none of the assets of the Church remaining after meeting all responsibilities and payment of all just obligations shall inure to the benefit of any Elder or other officer of the Church. Any remaining assets of Cornerstone Community Church of Galax shall be transferred to an organization or organizations whose Statement of Faith and Mission are in substantial agreement with those of Cornerstone Community Church of Galax.

- a. Cornerstone Community Church of Galax is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- b. Upon the dissolution of Cornerstone Community Church of Galax, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of Cornerstone Community Church of Galax is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### **Article IX – Amendments to the Constitution**

Cornerstone Community Church of Galax, acting through the Elders, shall make any changes in this constitution which seem necessary. All changes to this constitution are to be made prayerfully and require a consensus decision from the Elders.

**We the undersigned hereby approve this constitution and commit ourselves to abide by the articles herein.**

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# **Cornerstone Community Church of Galax**

## **By-Laws**

### **Article I. Church Membership**

Membership in this church shall consist of all persons who have met the requirements for membership, as provided in these by-laws and are listed on the membership roll.

#### **Membership Requirements**

Any person having professed faith in the Lord Jesus Christ may offer themselves as a candidate for membership in this church. Persons offering themselves for membership shall be required to complete the Membership Class and sign the Membership Covenant. At the beginning of each year, the membership roll will be examined and inactive members will be contacted to determine continued membership.

#### **Membership Expectations**

In order to be a responsible member of Cornerstone Community Church of Galax, members must:

- Be in agreement with the church's statement of faith, vision, and mission.
- Be in agreement with the membership covenant
- Remain active in the church

#### **Membership Termination**

Membership shall be terminated in the following ways:

- By death.
- By transfer to another church.
- By disciplinary action of this church as provided in these by-laws.
- By personal request for name to be removed from church membership.
- By inactivity as determined during the annual membership review process

#### **Discipline**

It shall be the basic procedure of Cornerstone Community Church of Galax to emphasize to its members that every reasonable measure will be taken to assist any troubled member. The pastoral staff and elders are available for counsel and guidance. Reconciliation rather than punishment should be the guideline that governs the attitude of one member toward another. Should some serious condition exist which would cause division within the church due to that member acting contrary to Scripture, every reasonable measure will be taken by the elder team to resolve the problem in accordance with Matthew 18:15-35, I Corinthians 5:1-13, II Corinthians 2:1-11. All such proceedings shall be pervaded by a spirit of Christian kindness and forbearance. If it is determined that the church will best be served by the exclusion of the member, the Elder Team may proceed to declare the offender to be no longer in the membership of the church. Any person whose membership has been terminated may upon his request be restored to membership by the recommendation of the Elder Team upon evidence of his or her repentance and reformation.

### **Article II - Elders**

The function of the Elder Team at Cornerstone Community Church of Galax is to share in the task of shepherding the congregation. The image of a caring shepherd devotedly shepherding his flock of

sheep is helpful in understanding the role of the elders and the Elder Team. The following responsibilities more specifically delineate the role of the elders and Elder Team:

- Oversight – One of the New Testament terms used to describe the office of elder is “overseer.” As overseers, the elder team is charged with the responsibility of discerning the proper direction and vision and overseeing all spiritual and corporate aspects of Cornerstone Community Church of Galax. This responsibility requires that each member of the Elder Team:
  - maintain a close personal relationship with God,
  - maintain a close personal relationship with their family at home,
  - be devoted to prayer for the body,
  - communicate with the body and be sensitive to its needs,
  - attend the regular and special meetings of the elders,
  - be prepared to humbly work toward consensus with other members of the Elder Team,
  - establish and maintain focus on Cornerstone Community Church of Galax vision and ministry philosophy.
- Teaching and/or Equipping –
  - oversee the teaching/preaching ministry at Cornerstone Community Church of Galax to ensure Biblical faithfulness.
  - Provide spiritual nourishment to the congregation through their lifestyle and through their explanation of fundamental Biblical doctrines and principles.
- Protection – Defend the congregation against false teaching and false teachers and to ensure that all of the activities of Cornerstone Community Church of Galax conform to the teachings of scripture.
- Caring – Oversee the caring and practical needs both within the church and within the community. The primary means of caring at Cornerstone will be through Life Groups. Responsibilities in this area include:
  - praying for the sick,
  - comforting the bereaved,
  - providing biblical counsel,
  - making sure physical needs are met,
  - and lovingly admonishing members whose conduct is contrary to scripture.
- Administration – Oversee Administrative Team which will carry out administrative functions of the church, and ensure that such functions are accomplished in accordance with biblical standards and the vision of the church. Areas include:
  - finances,
  - administrative staffing,
  - purchasing of real estate,
  - and care and maintenance of property.



The Elder Team will utilize the majority of their time and resources in devotion to prayer, study of God's Word, and spiritual oversight of all areas of Cornerstone Community Church of Galax.

- The Elder Team shall meet regularly and at least monthly for a time of accountability of each Elders spiritual walk, praying for the members of the Elder Team as well as the body and Cornerstone Community Church of Galax as a whole, time of study and reflection on God's Word, and any other areas deemed necessary by the group for that particular meeting.
- Additional meetings may be deemed necessary from time to time and will be scheduled as needed. The elder team will meet semi-annually to assess the spiritual condition of the church and to review ministry plans and overall direction.
- The pastor, by definition, will be an elder with equal standing inside the Elder Team and will be required to fulfill the same role and responsibilities.

### **Article III – Pastoral Staff**

At least one member of the pastoral staff shall be a member of the eldership and shall act as leader of the elders ("first among equals"). The number of full-time pastoral staff elders shall be a minority of the eldership. Duties of pastoral staff members of the eldership shall include:

- development and implementation of strategies for the fulfillment of the mission of church,
- communication of decisions made by the eldership to the ministry leaders and congregation,
- facilitation of communications between the various elements of the church body,
- delegation of responsibilities to qualified members of the church,
- management of the day-to-day affairs of the church,
- coordination and planning of worship services, and
- development and implementation of teaching curricula for worship services.

### **Article IV – Appointment of Elders**

1. Recommendations – After prayerfully considering the qualifications of elders found in the New Testament, members of the congregation will recommend men from the fellowship for consideration as elders. Recommendations may be made in either of the following ways:
  - By communicating with one or more of the elders.
  - By submitting the name of a man in writing by putting it in the offering box.

Recommendations may be made at any time or at the specific request of the elders. There is a recommended minimum of 5 elders and a maximum of 12.

2. Examination – After a recommendation has been received the following examination process will be undertaken:
  - The elders will ask the potential elder if he has a desire to be an elder.
  - If he expresses a desire to be an elder, the elders will ask him to candidly assess his own walk with God and his fitness to serve as an elder in light of the biblical qualifications. Elders will ask relevant questions during this process.
  - Potential Elders will be asked to spend three to six months as an elder-in-training. Working with and meeting with the current Elder Board. During this time, it will be

determined if the potential elder is a good fit in terms of theology, in terms of personality and communication style, and in terms of vision and mission.

- The potential elder will be presented to the congregation during a Sunday morning service. Members of the congregation will be asked to privately voice any significant concerns they have about a potential elder to one or more of the elders. Concerns will be heard for a period of two weeks.

3. Confirmation – If no biblical basis is found to prevent a potential elder from serving through the examination period, he will be publicly confirmed as an elder by the current elders during a Sunday morning service. Those who are so confirmed will begin serving as elders immediately.

#### **Article V – Removal of Elders or Pastor**

Elders who leave Cornerstone Community Church of Galax for any reason are considered to have resigned the office of Elder. An Elder who fails to continue to meet the qualifications of 1 Timothy 3 and Titus 1 will be asked to resign the office of Elder. Any accusation of sinful behavior against an Elder should be confirmed by two or three witnesses (1 Timothy 5:19) and will be dealt with according to the procedures of Matthew 5 and 18. Every reasonable effort will be made to work through the problem in love. Repentance and forgiveness are sufficient to restore a sinning Elder just as they are any other believer, but if the severity of the sinful behavior has destroyed the confidence of the congregation in this person, then he would be asked to resign. Such resignation does not preclude later reappointment to the same office. For the position of pastor, outside mediation from other respected pastors and leaders is required before removal if there is a conflict with the elders that cannot be worked through.

#### **Article VI – Term and Evaluation of Elders:**

- Three-year commitment – Elders will be asked to make a three-year commitment to service with the annual term running from January through December. Terms will be staggered so that continuity can be maintained.
- Once selected to serve on the elder team, the elder is asked to serve for three years. After that time of service, the elder can choose to take a one year sabbatical or to continue serving for one additional term. Elders are required to rotate off for one year after six continual years of service before becoming eligible for another term.
- Elder review – An examination and evaluation process will occur at the end of each three-year term. The review process provides an opportunity for elders to receive feedback from the elder team and to collectively decide whether the elder should rotate off or serve an additional term as noted above. An elder may take a minimum of 90 days off during a term for extenuating circumstances if agreed to by the elder team.
- There is no limit to the number of times an elder can serve on the elder team as long as there is a one year sabbatical period every six years.
- In lieu of the one year sabbatical, pastoral staff elders shall rest from all church related activities for periods of no less than two consecutive days out of every six weeks, one week out of every year, and one month out of every three years. These short periods of Sabbath shall not be considered vacations. Non-staff members of the eldership shall oversee the sabbatical leave of pastoral staff elders.

## **Article VII – Decision Making Process**

Unanimity is desirable and should be sought, but it should not be required before a decision is made. A simple majority, on the other hand, should never be a sufficient basis for any decision. Voting or balloting may be used, but should not be typical. Elders may elect to poll the congregation before making some decisions (e.g., purchase of real estate, indebtedness).

Every attempt should be made to achieve consensus on significant issues. By consensus we mean that all elders support a decision. It does not mean that no concerns are voiced or that total agreement is achieved. Elders may disagree with a decision but elect to support it nonetheless.

When consensus is not attainable:

- Each elder's initial viewpoint should be stated clearly.
- A deliberative process should be undertaken in which all sides of the issue are prayerfully and carefully considered by each elder, and a timeframe should be set to make the decision.
- After the deliberative process, a decision may be made with the support of at least two thirds of the elders.
- Mediation by an outside party may be considered.

Not every issue should require consensus. Lesser issues should be left to the discretion of smaller groups of elders or even to individual elders when appropriate.

All significant decisions should be communicated to the congregation clearly and in a timely manner.

## **Article VIII – Administrative Team**

The Administrative Team will serve, primarily, as the arms of the Elder Team which includes the pastor. Members of the Administrative team will be appointed by the Elders. The Administrative Team will be instrumental in ensuring Cornerstone Community Church of Galax is a good steward of all the materials and tools God has given Cornerstone Community Church of Galax including but not limited to:

- Financial Areas
- Legal Affairs
- Insurance
- Building and Grounds
- Staffing

The Administrative Team will be responsible for establishing consistent meeting times, location, and specific meeting agendas and will work within the oversight of Elder Team and work within the direct oversight of the pastor. The Administrative team will also bring ideas and methodologies to the Elder Team in order to better fulfill the mission and vision of Cornerstone Community Church of Galax.

Three-year commitment – Administrative Team Members will be asked to make a three-year commitment to service with the annual term running from January through December. Terms will be staggered so that continuity can be maintained.

Administrative Team Members are required to rotate off for one year after three continual years of service before becoming eligible for another term.

### **Article X – Church Staff**

Staff as shall from time to time be necessary for the work of the ministry will be appointed or hired as the need arises with the support of the Pastoral Staff, Elder Team, and Administrative Team.

The church staff shall include both pastoral staff and non-pastoral staff members.

All staff members shall be recommended by any member of the Elder team or administrative team and shall be approved by the Elder Team. At the time of resignation by a pastoral staff member, at least two (2) weeks notice shall be given to the church.

In the case of negligence or gross sin, the Elder Team may terminate a pastoral staff member by a consensus vote. The termination of the duties shall be effective immediately. Compensation shall continue for at least thirty (30) days after written notice is given to the pastoral staff member at which time termination shall be complete.

Termination of non-pastoral staff members will be handled on a case by case basis with the cooperation of the Pastor, Elder Team, and Administrative Team, with the final decision from the Elder Team.

### **Article XI – Ordinances**

#### **Baptism**

A person who receives Jesus Christ as Lord and Savior by personal faith and who indicates a commitment to follow Christ as Lord, shall be received for baptism.

- Baptism shall be by immersion in water.
- Baptism shall be administered by any of the elders or another believer that the elders shall authorize.

#### **The Lord's Supper**

The Lord's Supper is a symbolic act of obedience whereby members of the church, through partaking of the bread and fruit of the vine, commemorate the death of Jesus Christ and anticipate His second coming.

- The Lord's Supper shall be observed regularly in our First Wednesday service or any other service deemed appropriate.
- The pastoral staff and elders shall be responsible for the administration of the Lord's Supper.

### **Article XII – Ordination**

Cornerstone reserves the right to ordain, license, or commission individuals as ministers of the gospel to perform the ordinances and ceremonies of the church including, but not limited to, marriage, baptism, communion, and funerals.

### **Article XIII – Marriage**

Marriage is a biblical institution established by God as clearly described in the scriptures. This Church recognizes that marriage is the uniting of one man and one woman in covenant commitment for a lifetime. Accordingly, this Church, its pastors, staff and members will not participate in same sex unions or same sex marriages, nor shall its property or resources be used for such purposes.

We believe that God offers redemption and restoration to all who confess and forsake their sin, seeking His mercy and forgiveness through Jesus Christ. We also believe that every person must be afforded compassion, love, kindness, respect, and dignity. Hateful and harassing behavior or attitudes directed toward any individual are to be repudiated and not in accord with scripture nor the doctrines of the church.

#### **Article XIV – Amendments**

Cornerstone Community Church of Galax, acting through the Elders, shall make any changes in these By-Laws that seem necessary.

**We the undersigned hereby approve these by-laws and commit ourselves to abide by the articles herein.**

_____ signature	_____ date
_____ signature	_____ date
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## **Cornerstone Community Church of Galax Amendment Page**

4/2010 - Original Release

6/2011 - Added section a and b to Article VIII of Constitution regarding dissolution requirements for our 501c3 designation

10/2014 - Changes to Constitution

- Article III: Added section on Marriage and Sexuality
- Article IV: Changed wording from partnership to membership and added paragraph describing responsibility of eldership
- Article VII: Changed wording from partner to membership

Changes to By-Laws

Article I: Changed wording from partnership to membership

Article I: Removed requirement for baptism by immersion for membership

Article VIII: Added term-limit requirement for the Administrative Team

Article XII: Added article on ordination

Article XIII: Added article on marriage

Article XIV: Was previously Article XII

10/2016 - Changes to Constitution for Incorporation Purposes

- Changed name of church to Cornerstone Community Church of Galax to match our Articles of Incorporation
- Added second paragraph to Article VII of the Constitution defining that the corporation will be led by the Elders serving as directors
- Deleted Article IX of the ByLaws describing the roles of Trustees