

BYLAWS  
OF  
FIRST BAPTIST CHURCH, Inc.

In order to conduct and handle the affairs of First Baptist Church of Union City, Inc., we, the members of said incorporated church, in a business meeting duly called and held have adopted the following bylaws:

PREAMBLE

For the more certain preservation and security of the principles of our faith, and to the end that this body may be governed in an orderly manner consistent with the accepted tenets of the Southern Baptist denomination, and for the purpose of preserving the liberties inherent in each individual member of this church and the freedom of action of this body with respect to its relation to other churches of the same faith, we do declare and adopt these bylaws.

**ARTICLE I – OFFICES**

Section 1. Principal Office. The principal office of the church corporation shall be located at 500 E. Church Street, Union City, Obion County, Tennessee.

Section 2. Change of Address. The membership may change the church corporation's principal office by amendment of the bylaws.

Section 3. Other Offices. The church corporation may also have offices at such other place, within Tennessee, as the Board of Directs may designate.

**ARTICLE II – RELIGIOUS AND NON-PROFIT PURPOSES**

Section 1. IRC Section 501(c)(3) Purposes. This church corporation is organized exclusively as a religious corporation for one or more of the purposes as specified in Section 501©(3) of the Internal Revenue Code, including, for such purposes, charitable, religious and educational activities and the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

Section 2. Specific Objectives and Purposes. The specific objectives and purposes of this church corporation shall be: charitable, religious and educational activities.

**ARTICLE III – A – MEMBERSHIP**

Section 1. Qualifications. The membership of this church shall consist of such persons as confess Jesus Christ as their Savior and Lord.

The church shall receive members as follows:

1. By statement of experience and baptism;
2. By letter of commendation from other Baptist Churches;
3. By Statement of Christian experience;
4. By restoration.

Section 2. Duties. Members are expected, first of all, to be faithful in all duties essential to the Christian life; and also to attend habitually the services of this church, to give regularly for its support and its causes, and to share in its organized work. Opportunities for giving of tithes and offering will be offered by the church at the Sunday morning and Sunday evening services.

Section 3. Rights. Such members as are in full and regular standing, and do not hold letters of dismissal, and such only, may act and vote in the transactions of the church.

Section 4. Quorum. Five percent of the active roll of the membership shall constitute a quorum, except that the election of directs, ten percent (10%), and for the call of a pastor and other professional staff members, twenty five (25%) percent shall be necessary.

Section 5. Termination. The continuance of membership shall be subject to the principles and usages of the Baptist churches.

Any member of this church who fails to adhere to the doctrine, rules, principles, and practices set forth herein may forfeit his or her membership in the church corporation, and any and all claim, use, or possession of this church's property of any kind.

This church shall terminate membership as follows:

1. Upon death of the member.
2. By letter of recommendation. Only members in good standing shall be entitled to a letter of dismissal. Members shall be considered in good standing until charges are brought and sustained by the church.
3. Letters shall be granted to churches with which this church is in Fellowship and not to individuals.

4. It shall be the duty of all members moving to another community to request letters as soon as possible.
5. This church may terminate membership of persons who are non-resident for the space of one (1) year, or for the same space of time not habitually worshipping with the church, or for the same space of time not contributing to the church according to the system prescribed by the church.
6. This church may terminate membership of persons who become an offense to the church, and to its good name by reason of immoral or unchristian conduct, or by persistent breaks of their covenant vows, or non-support of the church, but only after due notice and hearing, and after faithful efforts have been made to bring such members to repentance and amendment.
7. The membership of no person shall be terminated (except by letter) at the meeting when the recommendation for such action is made.
8. All requests for termination of membership or action looking thereto shall first be considered by the deacons, who shall make recommendation to the church.

Section 6. Restoration. Any person whose membership has been terminated for any offense may be restored by vote of the church, upon evidence of his repentance and reformation; or, if on account of continued absence, upon satisfactory explanation.

Section 7. Annual Meeting of Members. An annual meeting of the members of the church corporation shall be held at the principal office of the church corporation on such date as may be determined by the Board of Directs. The business to be transacted at such meeting shall be the report of the President and Treasurer on the activities and financial condition of the church corporation, the election of directors, and such other business as shall be properly brought before the meeting.

Section 8. Periodic Meeting of Members. Regular periodic meetings of the members of the church corporation shall be held at the principal office of the church corporation on such dates as may be determined by the Board of Directs. The purpose of the periodic meetings is to transact such business as shall be properly brought before the meeting.

Section 9. Special Meetings. A special meeting of the members shall be held on call of the Board of Directs or ten percent (10%) of the members on written request to the secretary describing the purpose or purposes for which such special meeting is to be held. Only business within the purpose or purposes described in the special meeting notice may be conducted at a special meeting.

Section 10. Notice of Meetings. Notice of the date, time, and place of each annual and special meeting of members, and, in, the case of a special meeting a description of the purpose or purposes for which the meeting is called, shall be given no fewer than seven (7) days nor more than thirty (30) days before the date of the meeting. Notice shall be given by publication of the notice in "The Challenger" or other church newsletter.

### **ARTICLE III-B- DIRECTORS**

Section 1. Board of Directors. The church corporation shall have five directors and collectively they shall be known as the Board of Directors.

Section 2. Qualifications. Directors shall be at least eighteen (18) years of age and shall be known as a person of Christian depth and commitment, integrity, wise and sound judgment, active in the church, financially supportive of the church, and not practicing gossip, having a critical nature, or an inclination to contentiousness.

Section 3. Number, Election, Terms of Service.

1. The church shall elect five (5) directors, who shall serve a five (5) year term and may be re-elected after the lapse of one (1) year. Directors' terms shall begin in January. At the time of the election of the initial Board of Directors, directors shall be elected for a one (1) year term, a two (2) year term, a three (3) year term, a four (4) year term, and a five (5) year term. Each year, one (1) director will be recommended by the deacons to the church for election. After the initial election, the term of office for each director shall be five (5) years. In case of death or removal or incapacity to serve, the church may elect to fill the unexpired term.

2. After serving or completing a term as a director no director shall be eligible for re-election until the lapse of at least one (1) year.

Section 4. Duties. The directors will:

1. Meet quarterly.
2. Review the insurance needs of the church annually; check on liability and/or transportation trips.
3. Be responsible for all legal issues, such as signing documents, evaluation of all minutes of committees, and evaluations of all ministries as to compliance with local, state, and federal laws.
4. Be responsible for receiving and administering all gifts and funds from wills and other sources.
5. Be responsible for securing any audits as necessary.

6. Perform all duties imposed on them collectively or individually by law, by the charter of incorporation, or by these bylaws.
7. Meet at such times and places as required by these bylaws.
8. Register their addresses with the secretary of the church corporation, and notices of meetings mailed or faced to them at such addresses shall be valid notices thereof.

Section 5. Powers. Subject to the provisions of the laws of this State and any limitations in the charter of incorporation and these bylaws, the activities and affairs of this church corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors.

Section 6. Compensation. Directors shall serve without compensation except they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their duties if so approved by the membership.

Section 7. Place of Meeting. Meetings shall be held at the principal office of the church corporation unless otherwise provided by the Board or at such other place as may be designated by resolution of the Board of Directors.

Section 8. Regular Meetings. Regular quarterly meetings of the Board of Directors shall be held on the third Monday of each January, April, July, and September, unless such day falls on a legal holiday, in which event the regular meeting shall be held on the next business day.

Section 9. Special Meetings. Special meetings for the Board of Directors may be called by the chairperson of the Board, the President, the Vice President, the Secretary, by any two Directors, or, if different, by any persons specifically authorized by the Board to call special meetings of the Board. Such meetings shall be held at the principal office of the church corporation or, if different, at the place designated by the person or persons calling the special meeting.

Section 10. Notice of Meetings. Unless otherwise provided by the Articles of Incorporation, these bylaws, or provisions of law, the following provisions shall govern the giving of notice for meetings of the Board of Directors:

- (a) Regular Meetings. No notice need be given of any regular meeting of the Board of Directors.
- (b) Special Meetings. At least one week notice shall be given by the Secretary of the church corporation to each Director of each special meeting of the Board. Such notice may be oral or written, may be given personally, by first class mail, by telephone, by facsimile machine, or by e-mail message, and shall state the place, date, and time of the meeting and the matters proposed to be acted upon at the meeting.

In the case of facsimile or e-mail notification, the Director to be contacted shall acknowledge personal receipt of the notice by a return message or telephone call within twenty four hours of the first transmission.

- (c) Waiver of Notice. Whenever any notice of a meeting is required to be given to any directors of this church corporation under provisions of the Charter, these bylaws, or the laws of Tennessee, a waiver of notice in writing signed by the Director, whether before or after the time of the meeting, shall be equivalent to the giving of such notice.

Section 11. Quorum for Meeting of Directors. A quorum shall consist of three (3) of the members of the Board of Directors. Except as otherwise provided under the Charter, these bylaws, or provisions of Tennessee law, no business shall be considered by the Board at any meeting at which the required quorum is not present, and the only motion which the Chair shall entertain at such meeting is a motion to adjourn.

Section 12. Majority Action of Board Required. Every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present is the act of the Board of Directors, unless the Charter, these bylaws, or provisions of Tennessee law require a greater percentage or differing voting rules for approval of a matter by the Board.

Section 13. Conduct of Meetings. Meetings of the Board of Directors shall be presided over by the Chairperson of the Board or, if no such person has been so designated or, in his or her absence, the President or, in his or her absence, by the Vice President or, in the absence of each of these persons, by a Chairperson chosen by a majority of the Directors present in the meeting. The Secretary shall act as secretary of all meetings of the Board, provided that, in his or her absence, the presiding officer shall appoint another person to act as Secretary of the meeting.

Meetings shall be governed by Robert's Rules of Order, insofar as such rules are not inconsistent with or in conflict with the Charter, these bylaws, or with Tennessee law.

Section 14. Vacancies. Vacancies on the Board of Directors shall exist (1) on the death, resignation, or removal of any Director, and (2) whenever the number of authorized directors is increased.

Any Director may resign effective upon giving written notice to the Chairperson of the Board, the President, the Secretary, or the Board of Directors, unless the notice specifies a later time for the effectiveness of such resignation. No director may resign if the church corporation would then be left without a duly elected Director or Directors in charge of its affairs.

Directors may be removed from office, with or without cause, as permitted by and in accordance with these bylaws.

Section 15. Nonliability of Directors. The directors shall not be personally liable for the debts, liabilities, or other obligations of the church corporation.

Section 16. Indemnification by Church Corporation of Directors and Officers. The directors and officers of the church corporation shall be indemnified by the church corporation to the fullest extent permissible under the laws of Tennessee.

Section 17. Insurance for Corporate Agents. Except as may be otherwise provided under provisions of law, the Board of Directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the church corporation (including a director, officer, employee or other agent of the church corporation) against liabilities asserted against or incurred by the agent in any such capacity or arising out of the agent's status as such, whether or not the church corporation would have the power to indemnify the agent against such liability under the Charter, these bylaws or Tennessee law.

#### **ARTICLE IV – OFFICERS**

Section 1. Designation of Officers. The officers shall be a President, A Vice President, A Secretary, and A treasurer. The Board of Directors may also have a Chairperson of the Board, and other such officers with such titles as may be determined from time to time by the Board of Directors.

Section 2. Qualifications. Any Director may serve as an officer of this church corporation.

Section 3. Election and Term of Office. Officers shall be elected by the Board of Directors, at any time, and each officer shall hold office until he or she resigns or is removed or is otherwise disqualified to serve, or until his or her successor shall be elected and qualified, whichever occurs first.

Section 4. Removal and Resignation. Any officer may be removed, either with or without cause, by the Board of Directors, at any time. Any officer may resign at any time by giving written notice to the Board of Directors or to the President or Secretary of the church corporation. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. The above provisions of the Section shall be superseded by any conflicting terms of a contract which has been approved or ratified by the Board of Directors relating to the employment of any officer of the church corporation.

Section 5. Vacancies. Any vacancy by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by the Board of Directors. In the event of a vacancy in any office other than that of President, such vacancy may be filled temporarily by appointment by the President until such time as the Board shall fill the vacancy. Vacancies occurring in offices of officers appointed at the discretion of the Board may or may not be filled as the Board shall determine.

Section 6. Duties of President. The President shall be the chief executive officer of the church corporation and shall, subject to the control of the Board of Directors, supervise and control the affairs of the church corporation and the activities of the officers. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, by the Charter, or by these bylaws, or which may be prescribed from time to time by the Board of Directors. Unless another person is specifically appointed as Chairperson of the Board of Directors, the President shall preside at all meetings of the Board of Directors and at all meetings of the members if the pastor does not or will not preside.

Section 7. Duties of Vice President. In the absence of the President, or in the event of his or her inability or refusal to act, the Vice President shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President. The Vice President shall have other powers and perform such other duties as may be prescribed by these bylaws, or as may be prescribed by the Board of Directors.

Section 8. Duties of Secretary. The secretary shall:

Certify and keep at the principal office of the church corporation the original, or a copy, of these bylaws as amended or otherwise altered to date.

Keep at the principal office of the church corporation or at such other place as the Board may determine, a book of minutes of all meetings of the directors, and, if applicable, meetings of committees of directors and of members, recording therein the time and place of holding, whether regular or special, how called, how notice was given, the names of those present or represented at the meeting, and the proceedings thereof.

See that all notices are duly given in accordance with the provisions of these bylaws or as required by law.

Be custodian of the records, as authorized by law or by the provisions of these bylaws, of the church corporation.

Keep at the principal office of the church corporation a membership book containing the name and address of each and any members, and, in the case where any membership has been terminated, he or she shall record such fact in the membership book together with the date on which such membership ceased.

Exhibit at all reasonable times to any director of the church corporation, on request therefore, the bylaws, the membership book and the minutes of the proceedings of the directors of the church corporation.

In general, perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Charter, or by these bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

Section 9. Duties of Treasurer. The Treasurer shall:

Have charge and custody of, and be responsible for, all funds and securities of the church corporation, and deposit all such funds in the name of the church corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors.

Receive and give receipt for, monies due and payable to the church corporation from any source whatsoever.

Disburse, or cause to be disbursed, the funds of the church corporation as may be directed by the Board of Directors, taking proper vouchers for such disbursements.

Keep and maintain adequate and correct accounts of the church corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses.

Exhibit at all reasonable times the books of account and financial records to any director of the church corporation on request therefore.

Render to the President and directors, whenever requested, an account of any or all of his or her transactions as Treasurer and of the financial condition of the church corporation.

Prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports.

In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Charter of the church corporation, or by these bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

## **ARTICLE V-EXECUTION OF INSTRUMENTS, DEPOSITS AND FUNDS**

Section 1. Execution of Instruments. The Board of Directors, except as otherwise provided in these bylaws, may by resolution authorize any officer or agent of the church corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the church corporation, and such authority may be

general or confined to specific instances. Unless authorized, no officer, agent, or employee shall have any power or authority to bind the church corporation by any contract or legal obligation or to make it liable for any purpose or in any amount.

Section 2. Checks and Notes. Except as otherwise specifically determined by resolution of the Board of Directors, or as otherwise required by law, checks, drafts, promissory notes, orders for payment of money, and other evidence of indebtedness of the church corporation shall be signed by the Treasurer or Chairman of the Finance Committee and counter-signed by the financial secretary or a member of the Board of Directors of the church corporation.

Section 3. Deposits. All funds of the church corporation shall be deposited regularly and promptly to the church corporation's account in such banks or other financial institutions as the Board of Directors may select.

Section 4. Gifts. The Board of Directors may accept on behalf of the church corporation any contribution, gift, bequest, or devise for the nonprofit purposes of this church corporation.

## **ARTICLE VI-CORPORATE RECORDS AND REPORTS**

Section 1. Maintenance of Corporate Records. The church corporation shall keep at its principal office:

- (a) Minutes of all meetings of directors, committees of the board and members, indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof;
- (b) Adequate and correct books and records of account, including accounts of its properties, assets, liabilities, receipts, disbursements, etc.;
- (c) A record of its members, if any, indicating their names and addresses;
- (d) A copy of the church corporation's Charter and bylaws as amended to date, which shall be open to inspection by the members of the church corporation at all reasonable times.

Section 2. Directors' Inspection Rights. Every director shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the books, records, and properties of this church corporation as may be required under the Charter, other provisions of these bylaws, and provisions of law.

Section 3. Members' Inspection Rights. Each and every member shall have the following inspection rights, for a purpose reasonable related to such person's interest as a member:

(a) To inspect the record of all members' names, addresses and voting rights, at reasonable time, upon written request or the Secretary of the church corporation, which request shall state the purpose for which the inspection rights are requested.

(b) The membership list shall be made available within a reasonable time after the request is received by the Secretary of the church corporation or after the date specified when the list is to be compiled.

(c) To inspect at any reasonable time the books, records, or minutes of proceedings of the members or of the board or committees of the board, upon written request to the Secretary of the church corporation by the member, for a purpose reasonably related to such person's interests as a member.

Members shall have such other rights to inspect the books, records, and properties of this church corporation as may be required under the Charter, other provisions or these bylaws, and provisions of law.

Section 4. Right to Copy and Make Extracts. Any inspection under the provisions of this Article may be made in person and the right to inspection shall include the right to copy and make extracts.

Section 5. Periodic Report. The Board shall cause any annual or periodic report required under law to be prepared and delivered to an office of this state or to the members, if any, of this church corporation, to be so prepared and delivered within the time limits set by law.

## **ARTICLE VII- IRC 501(c)(3) TAX EXEMPTION PROVISIONS**

Section 1. Limitations on Activities. Notwithstanding any other provisions of these bylaws, this church corporation shall not carry on any activities not permitted to be carried on by a church corporation except from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

Section 2. Prohibition Against Private Inurement. No part of the net earnings of this church corporation shall inure to the benefit of, or be distributable to, its members, directors or trustees, officers, or other private persons, except that the church corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this church corporation.

Section 3. Distribution of Assets. Upon the dissolution of this church corporation and the dissolution of this church, its assets remaining after payment of all debts and liabilities of this church corporation shall be distributed for one or more exempt

purposes within the meaning of Section 510(c)(3) of the Internal Revenue Code. Such distribution shall be made in accordance with the corporate charter and any applicable provisions of the state law.

## **ARTICLE VIII – PASTOR**

Section 1. Election. The pastor will be elected for an indefinite periods upon the knowledge of the church that he is a cooperating Southern Baptist who has been ordained to the gospel ministry.

A pastor shall be chosen and called by the church whenever a vacancy occurs. His election shall take place at a meeting called for that purpose, of which at least seven (7) days' public notice shall be given. A pulpit committee shall be appointed by the deacons of the church to seek out a suitable pastor, and their recommendation will constitute a nomination, though any member has the privilege of making other nominations.

After the pulpit committee has agreed on a nomination and before a meeting of the members is held for the purpose of considering the nominee, the deacons shall contact the prospective pastor for the purpose of reaching tentative terms of agreement. This agreement shall be in writing and shall be read at the time the nomination is placed before the members. This agreement shall stipulate the amount of salary, vacation, sick leave, number or revival meeting he may have annually in other churches, arrangements and agreements for those who supply the pulpit in the absence of the pastor, and any other duties and obligations of the contracting parties.

The committee shall bring to the consideration of the church only one man at a time. Election shall be by ballot, an affirmative vote of three-fourths of those present being necessary to a choice. The pastor, thus elected, shall serve until the relationship is terminated by mutual consent. The pastor shall have in charge the welfare and oversight of the church. He shall preside at all meetings of the members of the church, except as hereinafter provided.

Section 2. Retirement Plan. The church corporation will participate in the Minister's Retirement Plan of the Southern Baptist convention.

Section 3. Notice of Termination or Resignation. The pastor will be called by the members with the understanding that the church corporation will give him a thirty-day notice of the expiration of his service as pastor of the church, and that he will give the church corporation a thirty-day notice of this resignation.

## **ARTICLE IX - DEACONS**

Section 1. Number, Election, Terms of Service

- (1) During the month of May of each year, the Church Council shall choose two (2) active Deacons from those elected the previous

October for a full three-year term, to replace the two (2) Deacons rotating off the Deacon Selection Committee. The term of service of each Committee member is three years. The men selected to serve will be contacted by a member of the Church Council to obtain their acceptance of their selection. The names will be published in the Challenger after informing the Deacon body.

- (2) The Deacon Selection Committee shall be formed during the first week of June each year. The annual term of the committee shall be from June 1 through May 31 each year.
- (3) The Deacon Selection Committee shall meet no later than the final week of June each year. The Church Council shall appoint the Chairman of the Committee.
- (4) The Deacon Body shall consist of one deacon per twenty five (25), or fraction thereof, of the June 30 resident church families as a maximum and eighteen (18) as a minimum. The Deacon Selection Committee will seek men to serve as active Deacons from the nominees made by the church selection of active, qualified members. The Deacon Selection Committee may propose for election, from the church's nominee, as many qualified men as needed to serve as active Deacons.
- (5) All terms of elected Deacons, shall be for three years unless a man is being elected to serve the balance of a vacated, unexpired term of an active Deacon.
- (6) During the third week of July, a letter will be mailed to each member concerning the Deacon nominations and contain the following:
  - (a) A nominating form on which a nomination is to be made for each vacancy;
  - (b) A list of qualified men from the roll of the Church;
  - (c) A list of the qualifications for men to serve as active Deacons.
- (7) The following is a list of Biblical qualifications for active Deacons:

Acts 6:3-4 "But not select from among you, brethren, seven men of good reputation, full of the Spirit and of wisdom, whom we may put in charge of this task."

I Timothy 3:8-12 "Deacons likewise must be men of dignity, not double-tongued, or addicted to much wine or fond of sordid gain, but holding to the mystery of the faith with a clear conscience.

And let these also first be tested; then let them serve as deacons if they are beyond reproach. Women must likewise be dignified, not malicious gossips, but temperate, faithful in all things. Let deacons be husbands of only one wife, and good managers of their children and their own households.”

- (8) Members shall return the nominating forms to the Church by the first Sunday in August. The church secretarial staff is to make available to individual Church members, on request to the Church office, replacements for lost nominating forms. Ballot boxes for the receipt of all nominating forms are to be distributed throughout the Church two weeks prior to the first Sunday in August.
- (9) During the second week of August, the Deacon Selection Committee shall meet to begin the process of interviewing and selecting nominees to propose as active Deacons.
- (10) A copy of the Doctrinal Belief of the First Baptist Church, Union City, and a list of the requirements of the Deacons shall be mailed to the nominees one week prior to an interview. Not less than two Committee members shall discuss, in a personal interview (not by phone) with the prospective nominee and his wife, all the requirements of the Deacons as outlined in Section 1.(7); including the discussion what the Church expects of a Deacon and his wife.
- (11) During the September Deacons’ meeting, the Deacon Selection Committee will report their recommended nominees to the Deacons.
- (12) During the September Church Member’s Meeting, the membership will vote upon the recommended nominees of the Deacon Selection Committee. Those requiring ordination will not be selected. The ordination candidates will be referred to the Deacon Ordination Council for examination the Sunday following September’s Church Member’s Meeting. Those approved for ordination will be elected in the Ordination Service scheduled two weeks following the Examining Council Meeting or before the October Deacon’s Meeting.
- (13) During the third week of September the Examining Council shall be called into session by the Pastor to examine the Candidates requiring ordination as Deacons. The Council shall consist of the ordained Deacons and Ministers of First Baptist Church, Union City, and ordained ministers may be invited from the cooperating Southern Baptist Churches of Beulah Baptist Association. The pastor of First Baptist Church, Union City, shall recommend a

chairman of the Council. If possible, the chairman shall be an ordained minister from without First Baptist Church, Union City, but within the Beulah Baptist Association; otherwise, the pastor shall serve as the chairman. All nominees must receive a three-fourths (3/4) vote of the Council to be recommended for ordination as a Deacon. A secret ballot may be requested by any Council Member.

- (14) A Deacon Ordination Service will be set approximately two weeks following the Deacon Ordination Council or before the October Deacon's Meeting.
- (15) No Deacon shall serve on the active Deacon Body until ordained.
- (16) No Deacon shall serve on the active Deacon Body after serving a three (3) year term until one year has elapsed.
- (17) Once a man reaches 65 years of age or becomes disable, he may request to become a Deacon Emeritus; this is an honorary (has no vote) title subject to approval by the membership.
- (18) A Deacon shall serve with the Church, Pastor and Staff in performing pastoral ministries and tasks, proclaim the gospel to believers and non-believers; care for the Church members and others in the community; lead the church to engage in a fellowship or worship, witness, education, ministry, and application.

Section 2. Duties In accordance with the interpretation of God's Holy Word, as recorded in the New Testament, deacons are to be "servants" of the Church.

- (1) They are to be zealous to guard the unity of the spirit, within the Church, in the bonds of peace.
- (2) They shall serve as a council of advice and conference with the Pastor all matters pertaining to the welfare and work of the Church. With the Pastor they are to consider and formulate plans for the constant effort and progress of the Church in all things pertaining to the saving of the souls, the development of Christians, and the extension and growth of the Kingdom of God.
- (3) By proper organization and method among themselves, they are to establish and encourage a family of Christians' concern for all the Church membership.

- (4) In counsel with the Pastor, and by such methods as the Holy Spirit may direct in accordance with the New Testament teachings, they are to have oversight of any discipline within the Church; in administering such, they are to be guided always by the principles set forth in Matthew 18:15-17; I Corinthians 5:9-13; I Thessalonians 5:12-14. The Deacons shall be free to call upon any member of the Church to aid in disciplinary action. Be careful; seek wise counsel and pray.
- (5) Deacons shall serve as a general pulpit committee. In case of absence or inability of the Pastor, subject to advice from and conference with him, they will provide for pulpit guests. In any period when the Church is without a pastor, and unless the church shall otherwise provide, the Deacons will arrange for temporary ministry and take counsel with reference to securing an interim pastor. It is not intended in any wise to prejudice herein the method by which the Church shall proceed in securing a pastor.

### Section 3. Method of Procedure

- (1) The Deacon Body shall be organized as a unit for the consideration of all large problems and general policies, and shall meet monthly. They may organize themselves into such committees as their wisdom may direct for efficiency in service.
- (2) They shall, each year, apportion the resident membership of the Church as of June 30 among themselves in units of twenty five (25) or less per Deacon, and make plans whereby the entire membership may have the benefit of the oversight and counsel, in Christ, of their brethren.
- (3) Each Deacon shall freely confer with the Pastor about all matters and cases of discipline which in their judgment would be most wisely and spiritually in private.

Section 4. Deacon-Laity Ministry Program. The Deacon Body Officers, in consultation with the Pastor will annually administer the following duties relative to the Deacon-Laity Ministry Program.

- (1) Audit the program to determine the following:
  - a. That each Deacon and team member is functioning in the Ministry Program
  - b. That each Deacon and team member currently serving

wishes to continue to serve within the program, keeping their same assigned families for their three (3) year term.

- c. Any needed program and policy changes
  - (2) Assign new deacons to the Ministry Teams of those Deacons rotating off the Deacon Body.
  - (3) Where advisable, accommodate changes in Deacon and/or Ministry Team members to defuse potential conflict.
  - (4) If advisable, enlist lay-persons to serve on Ministry Teams (a man and woman assigned to each team).
  - (5) If necessary, adjust Ministry Team lists to member assignments to meet current needs.

All recommendations affecting the Deacon-Laity Ministry Program will be voted upon by the active Deacon Body.

## **ARTICLE X – CHURCH COUNCIL**

The Church Council is the Church Ministry leaders of the Church. The Church Council shall consist of all ministerial staff members, Deacon Chairman, Children’s Ministry Team Leader, Kare Bear Director, AWANA Director, WMU Director, Brotherhood President, 39’ers President, Sunday School Director, Activities/Recreation Ministry Team Leader, Missions Ministry Team Leader, Nursery Coordinator, and Church Clerk. In addition, the Church Council may consult with any other ministry leader required or desired for the planning and/or implementation of the duties set forth below.

Section 1. Duties. The duties of the Church council are as follows:

- 1. To lead First Baptist Church, Union City, to dream about ministries both present and in the future. (Matthew 28:19-20)
- 2. To appoint replacements to the Committee on Committees and the Deacon Selection Committee.
- 3. To respond with Christian grace to potential concerns within the church family.
- 4. To give wisdom in using their resources (people, time, and stewardship) for the greatest possible good.

5. To identify priorities that will enhance the body of Christ to meet its objectives and priorities for the future.
6. To prepare prayerfully the annual church calendar of activities.
7. To enrich the body of the First Baptist Church of Union City, Inc.

Section 2. Chairman. The Pastor shall serve as the chairman.

### **ARTICLE XI - COMMITTEE ON COMMITTEES**

The Committee on Committees shall be a rotating committee, and shall serve the congregation in the selection and recommendation for election of church members to serve on all standing church committees. The Committee on Committees shall be selected and nominated by the Church Council and approved by the church. They shall consist of six rotating members, each serving a three-year term.

Section 1. Duties. The Committee shall have the following responsibilities:

1. Present to the church no later than December the selection and recommendation of church members to fill vacancies on the standing committees, including the selection of a chairperson for each.
2. Fill any vacancies that occur during the year as soon as it is practical, for approval by the church.
3. Annually or as necessary review and update all church committee's duties and procedures.
4. The Committee on Committees shall abide by the following church committee guidelines.
  - a. All committees shall consist of only church members.
  - b. All standing committees shall serve from January 1 through December 31, with the exception of the Finance Committee and will rotate on a three-year basis with one third of the committee membership rotating off each year.
  - c. No standing committee member may succeed himself on a committee until the lapse of one year.
  - d. Special committees shall be appointed outside the Committee on Committees for special projects and will serve without rotation.
  - e. The staff will serve as ex-officio members of all church committees.

- f. Ushers, greeters, sound, and Fone Friends, are elected annually and are not considered rotating committees.
- g. Everything possible should be done to assure that a person serves on only one rotating committee at a time.

## **ARTICLE XII – COMMITTEES, POLICIES, AND PROCEDURES**

The Church corporation shall have such committees with the designation of the duties and responsibilities of each committee as may from time to time be designated by a vote of the members of the church corporation. The church corporation, by vote of its members, may adopt such policies and procedures as desired by the membership.

## **ARTICLE XIII – CONFLICT AND DISCIPLINE**

Section 1. Conflict. Should any unhappy differences arise between the members the aggrieved member shall follow in a tender spirit, the rules given by our Lord in the eighteenth chapter of Matthew.

Section 2. Mediation and Avoidance of Secular Courts. Should differences or disputes arise between members and other members or between members and other professing Christians, regardless of denomination or church affiliation, the affected church member shall make every effort to resolve those differences or disputes by mediation or conciliation and shall seek to avoid resort to the secular legal systems and the filing of legal actions. If the affected member is drawn into the secular legal system or the courts as a consequence of actions taken by others, the affected member, either through his or her initiative or through his or her attorney, shall attempt to resolve the difference or dispute by means of mediation or conciliation and shall file or cause to be filed, any appropriate motions in the legal proceeding asking the appropriate court, if necessary, to order the parties to mediate their difference or dispute.

All of which such actions shall be founded upon the principles enunciated in I Corinthians 6 and other scriptural authority. The phrase “differences and disputes” shall be broadly construed to include any form of conflict, but especially those which may lead or have led to legal actions or which disrupt the harmony and unity of spirit of the membership of the church or family units therein. These would include, but not be limited to: marital conflict, separation, divorce, child custody, visitation or support disputes, contractual or business disagreements, disputes over church policy or decisions not otherwise clearly resolved by vote or the membership, serious family disagreements, etc. The church as a body shall take steps to facilitate, encourage, and develop the resources and processes needed to achieve such peaceful resolution.

Section 3. Misconduct. Should any case of gross breach of covenant, or of public scandal, occur, the deacons shall endeavor to remove the offense, and if such effort fail, shall report the case to the church.

Section 4. Setting of Hearings. If the church votes to entertain a complaint, which must be made in writing, it shall appoint a reasonable time and place of hearing and notify the person in question thereof, furnishing him a copy of the charges.

Section 5. Conduct of Hearings. At such hearing, the accused member may call to his aid any member of the church as counsel. If he shall not present himself at the time appointed, or give satisfactory reasons for his neglect to do so, the church may proceed in his absence.

Section 6. Consequences. All such proceedings shall be pervaded by a spirit of Christian kindness and forbearance, but should an adverse decision be reached, the church may proceed to admonish or declare the offender to be no longer in the membership of the church.

Section 7. Church Council. In case of grave difficulty, the church will be read, if requested, to ask the advice of an acceptable council from neighboring churches.

#### **ARTICLE XIV – AMENDMENT OF BYLAWS**

Section 1. Amendment. These bylaws may be amended by a sixty seven percent vote of the resident members present and voting at any annual meeting of the church, or at a meeting called for that purpose, the proposed amendments being inserted in the call; and no change shall be made in “Article of Faith” and “Covenant” except by a ninety percent vote of all the members of the church present entitled to vote, said proposed change having been laid before the church in writing at a business meeting not less than one month before the time of the proposed actions, and read from the pulpit on the Lord’s Day next Succeeding such proposal.

#### **ADOPTION OF BYLAWS**

**We, the undersigned, directors of this church corporation, by signing below acknowledge the adoption of the foregoing bylaws by a two-thirds vote of the membership of this church in a meeting duly held at the church on the \_\_\_ day of \_\_\_\_\_, 2008, with proper notice having been given to the church membership.**

**These bylaws consist of \_\_\_\_\_ preceding pages are adopted as the bylaws of this church corporation.**

**Dated: \_\_\_\_\_**

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<sup>i</sup> Ref May 2010