

## BYLAWS

### **First Baptist Church of Sutherland Springs**

(a Texas nonprofit corporation)

These Bylaws were approved by the Trustees on January\_, 2018 and ratified by a vote of the membership on February\_, 2018 at a business meeting of the First Baptist Church of Sutherland Springs, a Texas nonprofit corporation.

All future revisions, amendments, or changes will be indicated with an asterisk(\*) and noted as to the date of revision and adoption of amendment.

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#### **BYLAWS OF THE FIRST BAPTIST CHURCH OF SUTHERLAND SPRINGS**

We adopt these Bylaws for the preservation and security of the principles of our faith, and so that this body may be governed in an orderly manner. These Bylaws will preserve the liberties the freedom of action of this body in its relation to other churches of the same faith.

#### **I. NAME**

This body (the "Church") shall be known as the First Baptist Church of Sutherland Springs.

#### **II. PURPOSE**

The purposes for which the Church is formed, and actions to be carried on and promoted by it, are religious worship and the promulgation of the gospel of Jesus Christ and such missionary, educational and charitable work as is usual and ordinary among churches of the Baptist denomination and to conduct such other activities and programs in furtherance of the foregoing purposes as may be carried out and conducted by a corporation organized under Texas Nonprofit Corporation Law. The Church is formed and maintained for the promotion and advancement of (a) the worship of God and the spiritual development and well-being of individuals; (b) the observation of Christian ordinances; (c) the teaching and encouragement of adherence to the Christian principles and the practice of the Christian life as revealed and taught in the Holy Bible; (d) the salvation of the lost at home and abroad; and (e) the Kingdom of Christ throughout the world.

### **III. THE CHURCH COVENANT**

The Church Covenant shall be as follows:

"Having been led, as we believe, by the Spirit of God, to receive the Lord Jesus Christ as our Savior, and on the profession of our faith having been baptized in the name of the Father, and of the Son, and of the Holy Spirit, we do now, in the presence of God, angels, and this assembly, most solemnly and joyfully enter into covenant with one another as one body in Christ.

We engage, therefore, by the aid of the Holy Spirit, to walk together in Christian love; to strive for the advancement of this church, in knowledge, holiness, and comfort; to promote its prosperity and spirituality; to sustain its worship, ordinances, discipline and doctrines.

To contribute cheerfully and regularly to the support of the ministry, the expenses of the church, the relief of the poor, and the spread of the gospel through all nations.

We also engage to maintain family and secret devotions, to educate our children religiously, and to seek the salvation of our kindred and acquaintances.

To walk circumspectly in the world, to be just in our dealings, faithful in our engagements, and exemplary in our deportment to avoid all tattling, backbiting, and excessive anger, and to be zealous in our efforts to advance the kingdom of our Savior.

We further engage to watch over one another in brotherly love, to remember each other in prayer; to aid each other in 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 rules of our Savior, to secure it without delay.

We moreover engage that when we move from this place, we will as soon as possible unity with another church of like faith, where we can carry out the spirit of this covenant and the principles of God's Word."

### **IV. STATEMENT OF FAITH**

The Statement of Faith for the Church is as follows:

"The Holy Bible is the inspired Word of God and is the basis for any statement of faith. The Church subscribes to the doctrinal statement of the Baptist Faith and Message as adopted by the Southern Baptist Convention on May 9, 1963 up to and including the 2000 revision. We band ourselves together as a body of baptized believers in Jesus Christ personally committed to sharing the Good News of salvation to mankind."

### **V. CHARACTER**

#### **A. POLITY**

This Church is a non-profit corporation governed as a pure democracy by the members of this congregation under the leadership of the Lord who is recognized as the Head of the body. All members have the same voice and vote in matters of policies and procedures.

The Trustees (or such other member as authorized at a meeting of the membership), under the direction of the church body, is authorized to affix their signatures to all legal documents including buying, selling, mortgaging, leasing or transferring property of the Church.

The Church is a completely autonomous body, not subject to control of any other ecclesiastical body, but it recognizes and sustains the obligation of mutual counsel and cooperation which is common among Baptist Churches. Insofar as is practical this Church will cooperate with and support the Association, Southern Baptists of Texas Convention, and the Southern Baptist Convention.

## **B. DOCTRINE**

This Church recognizes the Bible as its authority in matters of faith and practice. Its understanding of Christian truth as contained therein is in essential accord with the belief of the Baptist churches as indicated in the Statement of Faith herewith. We subscribe to the belief that the two ordinances of the Church are Baptism and the Lord's Supper.

## **VI. MEMBERSHIP**

### **A. GENERAL**

The membership of this Church shall consist of professed believers in Jesus Christ who have sympathy with and subscribe to the Faith and Practices of this Church, who have experienced believer's baptism in this Church or a Church of like faith and order, having been accepted into its fellowship by the majority of the members in a regular worship service or business meeting.

### **B. CANDIDACY**

Any person may offer him/herself as a candidate for membership in this Church. All such candidates must be presented to the Church for membership by majority acceptance of the members present. Candidates for baptism accepted by this will become members of the Church following baptism.

Candidates may present themselves in any of the following ways:

#### **1. By Profession of Faith**

By profession of faith in Jesus Christ as Lord and Savior, followed with baptism by immersion by the Pastor or the person selected by the Church or its Pastor to administer the ordinance of baptism.

#### **2. By Letter**

By promise of letter from a Baptist Church of like faith and order.

#### **3. By Personal Statement**

By restoration upon a statement of prior conversion experience and baptism in a church of like faith and order when no letter is obtainable.

#### **4. By Proxy**

When the person desiring membership cannot, for health or other valid reasons, present themselves in person, they may be presented to the Church by the Pastor, a family member, or a close friend.

#### **5. Reinstatement (following a Dismissal pursuant to Bylaws, Article 6(E)(3))**

By reinstatement in the event a person has been excluded from active membership for cause deemed sufficient by the Church, provided the person gives evidence to the Church of his/her repentance or change in conditions necessary for active membership. Should there be any dissent as to any candidate for reinstatement, such dissent shall be referred to the Pastor and the Trustees for investigation and the making of a recommendation to the Church within (30) thirty days. An affirmative vote of a majority of the members present and voting shall be required to accept such a candidate for membership.

#### **6. Watch Care**

Watch Care affiliation does not result in Church membership, nor does it allow the person to participate in the business affairs of the Church. A person who wishes to identify with this Church in worship and fellowship, may petition to be a Watch Care participant. The ministerial staff, Trustees or deacons or a Committee of the Church charged with serving the needs of the community may make a recommendation to the Church family whether such person should be included in Watch Care for the final approval following an investigation of the circumstances.

### **C. VOTING RIGHTS**

Every member of the Church is entitled to vote on all issues and elections and on all questions before the Church at a duly called business meeting. A person must be present to vote. Each member present may cast one (1) vote on each matter submitted to the Church for approval and may not vote by proxy.

### **D. MEMBERSHIP ROLLS**

The Clerk shall keep membership rolls listing all then current members of the Church. The initial members of the Church shall be all members previously members of the First Baptist Church of Sutherland Springs, an unincorporated association and the Clerks shall take all action necessary to record the initial membership of the Church on its records and the records of any Association or Convention which maintains records regarding membership of the Church.

### **E. DISMISSAL OF MEMBERS**

Membership shall be terminated in the following ways:

#### **1. By Transfer of Letter**

Any member in good standing with the Church shall be granted to any Baptist church of like faith and order upon request for the letter from said church. Since church letters are not individual property, it is not policy of this Church to grant such letters to individuals.

#### **2. By Death**

At the time our Heavenly Father calls any member of the Church home, that members name will be removed from the Church rolls; such information being permanently filed in the deceased file.

#### **3. By Exclusion**

In the matter of discipline, the Church shall follow the general guidelines in Matthew 18:15-20. The exclusion of a candidate for membership or the termination of membership will be a rare and serious occurrence.

Should a member be guilty of conduct unbecoming of a Christian, or become a disruptive or divisive influence in the Church and its good name by reason of immoral conduct, unchristian acts or by persistent breach of the Covenant vows set forth in Article (3), thus becoming an offense to the Church and its good name, the member may be disciplined by the Church to the extent of termination of membership in the following manner:

If, upon investigation, a member appears guilty of any of the above offenses or other serious breaches of conduct, the Pastor and the Trustees will take every reasonable measure to resolve the issue with the member. If prayerful efforts fail to result in resolution, the chairman of the deacons will notify the member of an opportunity for a hearing before the deacon body (or if no deacons have been appointed any Trustee may notify the member of an opportunity for a hearing before the Trustees). If reconciliation efforts fail, the deacons may elect to recommend termination of membership. An affirmative vote of a majority of the members present at a meeting of the members will declare the offender to be no longer in membership. Following termination of the membership, the Church Clerk shall notify the former member in writing of the termination at the last known address for such former member on the Church rolls.

#### **4. By Inactivity**

To ensure more accuracy in record keeping, any person that, to the knowledge of the Pastor and/or the Clerk, has not attended Church functions for a period of one year or more, shall be contacted to determine intent and then, failing affirmation that such member desires to maintain his or her membership, be removed from the Church rolls. Additionally, a member shall be removed from the Church rolls upon reasonable evidence that a member has united with another church.

#### **5. By Withdrawal**

A member's written or constructive request to withdraw membership shall result in removal from the Church rolls.

### **VII. CHURCH TRUSTEES, STAFF AND OFFICERS**

All officers must be members of the Church and elected by the Church. An officer should be one vitally interested in all affairs of the Church, and an active participant of the same. Officer selection will be made in consultation with the Pastor.

The Church body is the final approving authority on the appointment, ordination and termination of Church Officers. If requested at the meeting, this will be done by confidential "paper ballots".

#### **A. PASTOR**

He is the spiritual leader and chief administrator of the Church. Through his God-inspired leadership the overall progress of the Church will be manifested. He shall meet the qualifications set forth in 1 Timothy 2. The Pastor shall work with the Church, the Church Trustees and officers, and his staff members, leading them to achieve the Church's objectives and purpose. Likewise, he shall proclaim the Gospel to the believers and unbelievers and minister to the spiritual needs of the community. The Pastor shall not have signatory authority on behalf of the Church as such authority is reserved to the Trustees and other elected officers of the Church who have been delegated such authority at a meeting of the members or in these Bylaws.

#### **B. STAFF**

##### **1. Ministerial Staff**

The elected ministerial staff, as is deemed necessary, will assist in administering the work of the congregation. Elected ministerial staff may include assistant pastors and youth and children's program ministerial leaders.

##### **2. Other Staff**

The Pastor of the Church shall be responsible for recruiting and hiring a qualified staff to assist him in the ministries of the Church. The Church Staff shall serve at the pleasure of the Pastor within the guidelines set by the Trustees in consultation with the Pastor.

##### **3. Policies and other job descriptions**

Specific policies and job descriptions, if adopted, for all personnel will be kept in the Church's official records.

#### **C. TRUSTEES**

##### **1. Number**

The current number of Trustees is three (3). The number of Trustees may be increased or decreased by a vote of a majority of the members at a duly called meeting; provided, no reduction may reduce the number of Trustees to less than three (3).

##### **2. Election and Removal**

- a. The initial Trustees shall be as set forth in the Certificate of Formation for the Church. Thereafter, if a Nominating Committee has been constituted, Trustees shall be selected, interviewed, and enlisted by the Nominating Committee and, in the absence of action by a Nominating Committee, nominated by the members at a business meeting of the Church. Trustees shall be elected by a majority of the members of the Church present at a business meeting of the

Church. If for any reason an election does not occur within a thirteen (13) month period, the members of the Church may request that a meeting be held for the purpose of nominating and electing Trustees and the then current Trustees shall continue to serve until their successors are duly elected.

- b. Any Trustee may be removed by the Church's members, with or without cause, upon a vote of two-thirds (2/3) of the members present at a meeting of the members which has been announced from the pulpit for the prior two (2) Sundays.
- c. If a vacancy occurs, the Nominating Committee will nominate a replacement immediately, however, if there is no Nominating Committee or the Committee fails to act, the members of the Church may request that a meeting be held for the purpose of nominating and electing a Trustee to fill the vacancy.
- d. No person may serve as a Trustee while serving as an employee of the Church.

### **3. Actions**

The act of a majority of the Trustees present at a meeting at which a majority of the Trustees are present shall be the act of the Trustees, unless the act of a greater number is required by law or by these Bylaws. Any action required by law to be taken at a meeting of Trustees, or any action which may be taken at a meeting of Trustees, may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the trustees.

### **4. Duties**

- a. The Trustees shall be entrusted with the fiduciary and management responsibility for the affairs of the Church.
- b. The Trustees are responsible to the Church for serving as legal representatives of the Church. They should be knowledgeable of legal matters and have a good understanding of general business procedure, including legal transactions involving the sale, mortgage, purchase, and rental of property.
- c. Trustees act as directed by the Church. Trustees cannot act on their own initiative but as the Church instructs. It is mandatory that Church action authorizing the Trustees signing a particular legal document be recorded in the official minutes of the Church.
- d. Trustees will sign as Trustees of the Church, not individually.

## **D. DEACONS**

If it is determined by the members that a deacon body should be constituted the following shall apply:

### **1. Scriptural requirements: Acts 6:1-8, 1 Timothy 3:8-12.**

### **2. Church Requirements:**

- a. Demonstrate mental and spiritual maturity.
- b. Be willing to fill the office of deacon in the spirit of Christ and remain a humble servant of the Church.
- c. Be found faithful for a least one year in this Church prior to his election and ordination or be found faithful for a period of (6) six months prior to election if he has been ordained by another Baptist Church.
- d. Undergo a period of training. This is to include a study of the book, "The Ministry of the Deacon", or other books or resources as determined by the Pastor and deacon body.

### **3. Election Procedures**

- a. There shall be a strong emphasis from the pulpit and in the Church bulletin several weeks prior to the election of deacons. The purpose of this is to inform the

congregation that a nomination of deacons is imminent and to stress the qualities and qualifications of a deacon.

- b. A deacon election committee, as initially selected by the Trustees and, if there are deacons then currently serving, as selected by the deacon body, is responsible for the deacon review and election process. The deacon election committee (or Trustees in the absence of a committee), along with the Pastor, shall meet periodically throughout the year to compile a list of nominees. Any member of the Church may recommend persons to the Pastor, any Trustee or the deacon election committee as possible nominees. They shall base their decisions on the spiritual qualifications described in the scriptures and the nominee's willingness to serve. If a nominee is accepted by the Pastor, the Trustees or a deacon election committee, the prospective deacon and his wife shall be interviewed by the Pastor and members of the deacon election committee (or in the absence of a committee, the Trustees). Those meeting the deacon qualifications will then be recommended to the congregation.
- c. All deacons currently serving will be given the opportunity to serve for another year. Likewise ordained deacons who have moved into the Church from another Baptist church and have met the (6) six-month membership requirement will be interviewed by the Trustees or, if in existence, the deacon election committee. The interview will include a review of the qualifications of a deacon, the obligations of deacon service in the Church, and a determination of the candidate's willingness to serve.
- d. When the number of ordained deacons has been determined, the deacon election committee (or Trustees in their absence), in consultation with the Pastor and the Chairman of the deacons, if any, will specify the desired additional number of deacons to be elected for the following year. The total participating deacons will not exceed one deacon for each (7) seven resident Church families.
- e. From this list of nominees recommended by the deacon election committee (or, if none in existence, the Trustees), the membership shall vote by secret ballot following the worship service on the designated Sunday. Members of the Church will be asked to vote approval or disapproval of each nominee. Candidates must receive a 90% approval vote of those members present at the worship service to qualify for ordination.
- f. Deacon ordination shall be held within two (2) months following approval by the members of the Church.
- g. Special elections and ordinations may be called as deemed necessary by the deacon election committee (or in the absence of a committee, the Trustees) with the approval of the congregation.

## **E. Church Officers**

### **1. Generally.**

The Church, as required by the Texas Business Organizations Code, shall have at all times a President (which shall be the person elected as and referred to as the Chair of the Trustees) and a Secretary (which shall be the person elected as and referred to as the Church Clerk). Any two or more offices may be held by the same person, provided the President (Chair of the Trustees) cannot be the same person as the Secretary (Church Clerk). The Church may also elect a Treasurer, Convention Representative and such other officers as determined from time to time by the members of the Church. Officers shall receive no compensation for their services unless specifically provided otherwise by the Trustees.

### **2. Election and Removal.**

Except as provided more specifically below, the officers of the Church shall be elected annually by members at a Regular Business Meeting to serve for a one-year term. If the election of officers shall not be held at such meeting, such elections shall be held as soon thereafter as possible. Each officer shall hold office until his or her successor shall have been duly elected and shall have qualified. Any officer may be removed by the members at a duly called meeting of the members. A vacancy in any office because of death, resignation, disqualification or otherwise may be filled by the Trustees for the unexpired portion of the term.

**3. Chair of the Trustees (President).**

The Chair of the Trustees shall be the President of the corporation, the principal executive officer of the Church and shall facilitate the day-to-day operations of the Church. The Chair of the Trustees may sign, with the Church Clerk or any other proper officer of the Church authorized by the Trustees (or any Committee vested with such authority), any deeds, mortgages, bonds, contracts, or other instruments which have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the members, the Trustees or by these Bylaws or by statute to some other officer or agent of the Church; and in general shall perform all duties incident to the office of President and such other duties that may be prescribed by the Trustees or the members from time to time. The Chair of the Trustees shall be elected by the Trustees.

**4. Church Clerk**

- a. **Election.** The Clerk will be elected annually by the Church after being selected by the Nominating Committee (or in the absence of action by a Nominating Committee, by nomination by the members at a duly called meeting of the members of the Church). The Clerk should have a capacity for accurately recording details, should take pride in keeping the records neat, and be faithful to guard them safely. The Clerk should be regular in attendance and alert to recognize actions that need to be recorded.
- b. **Duties.** To serve the Church efficiently in these functions, the Church Clerk will give attention to the following duties:
  - i. Serve as recorded. The Clerk will record for the Church, by writing down in a permanent form, the transactions of the Church business meetings.
  - ii. Procure records of all Church officers and prepare the annual letter. The statistics prepared by the Clerk are used by the denomination's statisticians in compiling the official denominational records.
  - iii. Preserve the records. It is the Clerk's duty to keep a full set of all reports and minutes for past years as well as current records. Every precaution should be taken to guard records against possible misuse, loss, or destruction. All such reports, records and minutes are the property of the Church and are to be maintained at the Church and be open for inspection by any member upon request.
  - iv. Carry on all Church correspondence. Letters relating to admission of new members, dismissals, and other official communication are the Clerk's responsibility.

**5. Church Treasurer (Financial Administrator) \*01/19/2020**

- a. **Election.** The Treasurer will be elected annually by the Church after being selected by the Nominating Committee (or in the absence of action by a Nominating Committee, by nomination by the members at a duly called meeting of the members of the Church). This person must be a servant of the Church and of unquestioned integrity.



**b. Duties**

- i. Work with the Stewardship Committee in maintaining the procedures for receiving, counting, banking, recording, disbursing, reporting and auditing all monies received by the Church.
- ii. Maintain adequate records of all monies received and disbursed. The disbursement of Church funds should be in keeping with Church procedure. Bills should be paid promptly.
- iii. Examine supporting records of all checks and ascertain that all checks are properly signed.
- iv. Make monthly reports to the Stewardship Committee and to the Church. At the end of each month, the Treasurer should determine that books are balanced.
- v. Be responsible for preparing the financial portion of the annual Church letter for the Association.
- vi. Works in close cooperation with the Stewardship Committee and serves as chairperson.
- vii. Keep adequate records of individual contributions and periodically provide reports to individuals and families.

**6. Association Executive Board Members**

- a. **Election.** The Association Executive Board Members shall be elected annually by the Church after being selected by the Nominating Committee (or in the absence of action by a Nominating Committee, by nomination by the members at a duly called meeting of the members of the Church). They should have an understanding of Baptist life as it relates to the Church, the local Association, Southern Baptist of Texas Convention and Southern Baptist Convention. Each church in the local association is entitled to three voting members of the Association Executive Board. These three members consist of the Pastor and two elected representatives of each cooperating church. The Pastor of each church is entitled to a voting membership whether he is elected or not.

**b. Duties**

- i. Attend the Association Executive Board meetings and share in the work of the body.
- ii. Serve along with the Pastor as liaison between our Church and the Association.
- iii. Assist the Pastor in communicating the work of our Association to the Church. Seek to keep before our membership the needs of our Association and the work of Baptists in the area.

**7. Moderator**

- a. **Generally.** The Moderator will be the Pastor, his designee, or a member of the ministerial staff. In the absence of the Pastor designee, the chairman of the Trustees will preside. In his or her absence, the Church Clerk will call the Church to order and moderator pro-tem will be elected to preside for the meeting.

**b. Duties**

- i. Preside at all business meetings and at special meetings called for transaction of Church business.
- ii. Guard and build the fellowship of the Church. The moderator must seek to achieve unity in diversity.
- iii. Keep order. Recognize each speaker and allow ample discussion.
- iv. Expedite the business of the Church by keeping the business at hand moving forward to resolution. Prolonged discussions may be referred to the appropriate committee for study and reporting.

## **F. REGISTERED OFFICE AND REGISTERED AGENT**

The Church shall have and continuously maintain in the State of Texas a registered office, and a registered agent whose address is identical with such office, as required by the Texas Business Organizations Code. The registered office may be, but need not be, identical with the principal office of the Corporation, and the address of the registered office may be changed from time to time by the Trustees.

## **VIII. CHURCH MEETINGS**

### **A. Worship Services**

The Church shall meet regularly each Sunday morning and Thursday evening and such additional times as determined by the Pastor for preaching, instruction, prayer, evangelism, fellowship, Bible study and for the worship of Almighty God. These meetings are open for all people and shall be conducted under the direction of the ministerial staff. All worship services of the Church are open to anyone so long as a person's behavior or actions are not disruptive or fraudulent.

### **B. Special Services**

Revival services and any other Church meetings that are essential in the promotion of the purposes of the Church shall be placed on the church calendar.

### **C. Regular Business Meeting**

A regular annual business meeting shall be held on the first Sunday of December unless circumstances warrant a rescheduling or postponement to another day. Any reschedules or postponements shall be announced from the pulpit \*01/19/2020

### **D. Special Business Meeting**

A special called business meeting may be held to consider matters of a significant nature. The Pastor or Trustees can call the meeting. A notice to the congregation of the subject, date, time and location must be given in two regular worship services unless extreme urgency renders such notice impracticable; in which event notice will be waived and ministerial staff shall use reasonable efforts to notify the members of the meeting through any means available.

### **E. Quorum**

Quorum consists of those in attendance of any properly called business meeting. Unless otherwise stated herein, the vote of the majority of the members present at the meeting shall be the vote of the membership of the Church.

### **F. Parliamentary Rules**

Robert's Rules of Order Revised, is the authority for parliamentary rules of procedure for all business meetings of the Church, unless otherwise stated in these Bylaws.

### **G. Participation By Telephone Or Other Remote Communication**

Members, Trustees and Committee Members may participate in and hold a meeting by means of conference telephone or similar other means of remote communication equipment by means of which all persons participating in the meeting can communicate with each other.

Participation in such a meeting shall constitute presence in person at the meeting, except where a person participates in the meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

## **IX. ORDINANCES**

### **A. Baptism**

Baptism is a symbolic act of obedience portraying the death, burial and resurrection of Jesus Christ and the sinner's death and burial to sin and being raised to new life in Jesus. A person who receives Jesus Christ as Savior by personal faith, who professes Him publicly at any worship service; and who indicates a commitment to follow Christ as Lord, will be eligible for

Church membership upon being baptized. Each candidate should meet with a Church minister to set a date and time for baptism.

1. Baptism will be by immersion in water.
2. Baptism will be administered by the Pastor, ministerial staff or whomever the Church or Pastor shall authorize.
3. Baptism will be administered as an act of worship during any worship service.

#### **B. Lord's Supper**

The Lord's Supper is a symbolic act of obedience whereby all those present who profess Jesus Christ as Savior and Lord, through partaking of the bread and fruit of the vine, commemorate the death of Jesus Christ and anticipate His second coming.

1. The Lord's Supper should be observed, at least, quarterly.
2. The Pastor, the Trustees and/or deacons will be responsible for administration of the Lord's Supper.
3. The Trustees and/or deacons will be responsible for the physical preparation of the Lord's Supper.

### **X. LICENSING AND ORDAINING MINISTERS**

#### **A. LICENSING**

Any man who gives evidence of a call to the ministry, and upon the recommendation of the Pastor and Trustees and/or deacon body of the Church, may be licensed by the Church to the Gospel Ministry. A majority vote of approval by members present at any business meeting is required.

#### **B. ORDINATION**

Any man who is licensed to the Gospel Ministry by this or any church of like faith and order, who possesses the scriptural qualifications for ministry, and who has the recommendation of the Ordination Council, may be ordained by a majority vote of approval by members present at any business meeting. The Ordination Council, as invited by the Church, shall consist of ordained ministers and Trustees and/or deacons of this Church and any church of a like faith and order. They shall examine the qualifications of the candidate and, by a majority vote of approval, may recommend such candidate to the Church for ordination.

### **XI. COMMITTEES**

#### **A. TYPES OF COMMITTEES**

1. **Stewardship Committee.** The Church shall have a Stewardship Committee which will work with the ministerial staff in the administration of the Church and its funds. The Stewardship Committee shall report at the Regular Business Meeting and any other meeting if requested by the Pastor or the Trustees.
2. **Special and Other Committees.** The Church may establish special committees or additional committees as recommended by the Pastor and/or the Trustees or otherwise approved by the members. Other committees may be permanent committees established by the Church such as a Nominating Committee or a Building and Grounds Committee or Special Committees with a unique job to do that terminates at a specific point in time or when a specific task is completed. An example of a Special Committee would be a Search Committee for ministerial staff replacements or additions.

#### **B. ELECTION OF COMMITTEE MEMBERS**

All committee members shall be recommended by the Pastor, the Nominating Committee (or the Trustees if no Nominating Committee is constituted) or the members and elected by a majority vote of the members of the Church unless otherwise indicated in the Bylaws. The Pastor and other ministerial staff shall be ex officio members to all committees. The principal

function of each committee, along with the membership, size, selection and duties shall be detailed in a Committee Charter, or if no Committee Charter has been adopted, the minutes of the meeting creating the Committee with such committee governed by these Bylaws.

## **XII. CHURCH PROGRAMS**

### **A. GENERAL**

1. All programs shall be under Church control. All leaders of any Church program will be members of the Church, selected by the Church, and will report regularly.
2. Programs shall be developed as needed and approved by the Trustees or the members.

### **B. SUNDAY SCHOOL**

There shall be a Sunday School for the study of God's Word and for ministry. It shall be divided into departments and classes for all ages and conducted under the direction of the Pastor and the Sunday School Director. The purpose of the Sunday School shall be to teach Biblical revelation, reach persons for Christ, and encourage membership in the Church. It shall provide and interpret information regarding the beliefs captured in the Church's statement of Faith and Doctrine.

### **C. CHILDREN'S MINISTRY**

The Pastor and Trustees will seek out and support leaders that will be reviewed by the Church prior to service pursuant to the Church's policies and procedures. The Children's Ministry is an organization to provide for the Biblical teaching and religious training of children through the Sunday School, Children's Church, and weekday programs. The ultimate goal of these programs is to lead the children to an acceptance of Jesus Christ as Savior and Lord and to help them growth in the depth of their faith.

### **D. CHURCH MUSIC PROGRAM**

There shall be a Church Music Program under the direction of the Minister of Music, who may be a called member of the ministerial staff or a volunteer. The music program tasks shall be to teach music; train persons to lead, sing and play music; provide music to the Church and community each with the goal of providing for the worship and glorification of God the Father and his son, Jesus Christ, to encourage the acceptance of Jesus Christ as Savior and to minister to the Church members and guests.

### **E. MEMORIAL PROGRAM**

The bell will be rung 26 times on November 5th at 11:25am every year in remembrance and honor of those who gave their life in the name of Jesus on these grounds on November 5, 2017.

\*01/19/2020

## **XIII. CHURCH FINANCES**

This Church is to be financed and supported by its members and it is understood that membership in this Church involves a financial obligation to support the Church and its purposes with regular tithes and offerings. No expenditure of Church funds may be made for any purpose unless the expenditure is authorized and approved in accordance with written policies and procedures of the Church or these Bylaws.

### **A. BUDGET**

The Stewardship Committee will approve and submit to the Church an inclusive annual budget, indicating by items the amount needed and sought for all local and worldwide expenses for the forth coming year. All expenditures shall be disclosed to the Church by the Church Treasurer.

### **B. ACCOUNTING PROCEDURES**

1. Funds for all purposes shall be deposited through the hands of the Church Treasurer or at the Treasurer's direction and shall be disbursed through the hands of the Church Treasurer

or at the Treasurer's direction, and shall be properly recorded on the books of the Church. All checks, drafts, or orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Church shall be signed by the Church Treasurer or member of the Stewardship Committee or such agent or agents of the Church or in such other manner as shall from time to time be determined by resolution of the members including through the adoption of a Committee Charter by the members. All funds of the Church shall be deposited from time to time to the credit of the Church in such banks, trust companies, or other depositories as the Trustees or Committee endowed with such authority may select.

2. A system of accounting that will adequately provide for the handling of all funds shall be the responsibility of the Stewardship Committee and the Church Treasurer.
3. All purchase orders and invoices or contracts shall be verified by the appropriate committee or staff members.
4. The Treasurer or the Trustees may accept on behalf of the Church any contribution, gift, bequest, or devise for the general purposes of the Church.

#### **C. FISCAL YEAR**

The fiscal year of the Church shall run concurrently with the church year that begins on January 1 and ends on December 31. \*01/19/2020

#### **D. SAFETY DEPOSIT BOX**

The Trustees are responsible for the safety deposit box maintained by the Church.

#### **E. ACCEPTANCE OF GIFTS**

1. Material gifts shall be accepted by the Trustees (or any Committee whose Charter provides for this authority) on behalf of the Church if the gift is designated for a specific Church ministry or is designated for an approved cause.
2. The Trustees (or, any Committee charged with such authority), at their discretion may defer accepting any material gift.
3. All material gifts, other than bequests, accepted by the Trustees (or any Committee charged with such authority) on behalf of the Church shall be disbursed or administered under the direction of the Trustees or such Committee according to the donor's wishes, if any.

#### **F. BENEVOLENCE DISTRIBUTIONS AND CHARITABLE CONTRIBUTIONS**

The Trustees, or any Committee to which such authority is given by adoption of a Committee Charter, may make distributions for benevolence and give charitable contributions in accordance with the stated purposes of the Church as set forth in the Certificate of Formation and that are not prohibited by statute, these Bylaws, the Certificate of Formation and any requirements for maintaining the Church's federal and state tax status.

#### **G. INVESTMENT POLICY**

The Stewardship Committee, in investing the assets of the Church, shall exercise the judgment and care under the circumstances then prevailing that persons of ordinary prudence, discretion and intelligence exercise in the management of their own affairs, not in regard to speculation but in regard to the permanent disposition of their funds, considering the probable income from as well as the probable increase in value and safety of their capital. In determining whether an investment decision is prudent, such determination shall be made taking into consideration the investment of all the assets of the Church over which the Trustees exercise management and control, rather than a consideration as to the prudence of the single investment. The Church, may be approval of a Committee Charter, delegate the authority to make investment decisions to another Committee established by the Church.

### **XIV. CHURCH POLICIES AND PROCEDURES**

Church policies and procedures adopted by the members or the Trustees shall be kept in the church office and made available to any member of the Church. They shall be maintained by the Church Secretary or the Church Clerk if the Church does not employ a secretary.

**XV. BOOKS AND RECORDS**

The Church shall keep correct and complete books and records of accounts and shall also keep minutes of the proceedings of its members and Trustees and committees having any of the authority of the Trustees. All books and records of the Church may be inspected by the member for any proper purpose at any reasonable time.

**XVI. NOTICES; WAIVER OF NOTICE**

Notices to Trustees, officers or members shall be in writing and delivered personally, by telecopy, by E-mail or mailed to the Trustees, officers or members at their addresses appearing on the books of the Church. Notice or request by mail shall be deemed to be given and received when deposited in the United States mail, addressed to the addressee at his or her address as it appears on the records of the Church, with adequate postage thereon prepaid. Notice or request by personal delivery shall be deemed to be given and received at the time when same shall be received by the person to whom addressed. Notice by telecopy or E-mail shall be deemed delivered when same shall be transmitted to the recipient's proper number and confirmation of successful transmission received. Notices and requests to members may also be given by announcement from the pulpit or inclusion in the Church bulletin, and shall be deemed delivered when the announcement is made or the bulletin is distributed.

Whenever any notice is required to be given under the provisions of the Texas Business Organizations Code or under the provisions of the Certificate of Formation or the Bylaws of the Church, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

Attendance at a meeting shall constitute a waiver of notice of such meeting, except where the person attends a meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

**XVII. INSURANCE**

The Church may purchase and maintain insurance on behalf of any person who is or was a Trustee or officer against any liability asserted against such person and incurred by such person in any such capacity or arising out of the person's status as such, whether or not the Church would have the power to indemnify such person against such liability under these Bylaws or the laws of the State of Texas.

**XVIII. OTHER PROTECTION AND INDEMNIFICATION**

The protection and indemnification provided hereunder and under the Certificate of Formation shall not be deemed exclusive of any other rights to which such Trustee or officer or former Trustee or officer or such person may be entitled, under any agreement, insurance policy or vote of the Trustees, or otherwise.

**XIX. AMENDMENTS TO THE BYLAWS**

The Bylaws may be amended at any business meeting of the members of the Church by an affirmative vote of 2/3 of the members present; provided the proposed amendment has been offered in writing and read from the pulpit in at least two regular Sunday worship services prior to the proposed action.

**XX. AMENDMENT OF CERTIFICATE OF FORMATION**

- A. The Trustees may recommend amendments to the Certificate of Formation. The Certificate of Formation may be amended at any business meeting of the members of the Church by an affirmative vote of 2/3 of the members present; provided the proposed amendment has been offered in writing and read from the pulpit in at least two regular Sunday worship services prior to the proposed action.
- B. Changes of the Registered Agent, Registered Office or other changes to the Certificate of Formation, which are within the ordinary course of business, may be made upon the vote of a majority of the Trustees.

**XXI. GOVERNING DOCUMENTS AND ORDER OF PRECEDENCE**

The order of precedence in the governing documents of the Church shall be the Certificate of Formation, the Bylaws, the Charters of each Committee in the event any of the provisions contained in the documents are deemed to be inconsistent.

**XXII. MISCELLANEOUS**

- A. Headings: The Article, Paragraph, and Subparagraph entitlements in these Bylaws are inserted for convenience or reference only, and shall in no way alter, modify or define, or be used in construing the text of such Articles, Paragraphs, or Subparagraphs.
- B. If any portion of these Bylaws shall be invalid or inoperative, then so far as is reasonable and possible the remainder of these Bylaws shall be considered valid and operative, and effect shall be given to the intent manifested by the portion held invalid or inoperative.
- C. These Bylaws and other documents referred to herein shall be construed and enforced in accordance with, and governed by, the laws of the State of Texas.

**CERTIFICATION**

I certify that I am the duly elected and acting Church Clerk of First Baptist Church of Sutherland Springs and that the foregoing Bylaws constitute the Bylaws of the Church, having been duly adopted by the Trustees on January \_\_\_\_\_, 2018 and ratified by the members of the Church effective February \_\_\_\_\_, 2018.

Julie Workman