

Constitution

and

By-Laws

First Baptist Church, Inc.

Melbourne, Florida

July, 2006

CONSTITUTION

Article I. Name

This body shall be known as First Baptist Church, Inc.

Article II. Objectives

Recognizing the Holy Bible as the inspired word of God, the members of this church, united by the grace of God in Christian experience, are dedicated to:

- A. The worship of God.
- B. The study and practice of the Christian life as revealed and taught in the Holy Bible.
- C. The promotion and advancement of Christ's kingdom.

Article III. Polity

The church accepts the obligation of cooperation common among Baptist churches, and in particular, the Southern Baptist Convention, the Florida Baptist Convention and the local Baptist Association.

Article IV. Statement of Doctrine and Beliefs

We affirm the Holy Bible as the inspired word of God and the basis for our beliefs. This church subscribes to the doctrinal statement of The Baptist Faith and Message as amended by the Southern Baptist Convention in 1998. We voluntarily band ourselves together as a body of baptized believers in Jesus Christ personally committed to sharing the good news of salvation to lost mankind.

Article V. Membership

The membership of this church shall consist of persons who have publicly confessed Jesus Christ as Lord and Savior, who have experienced New Testament Baptism and who fully endorse the faith and practices of this church. Admissions and terminations of membership shall be prescribed in the Bylaws.

Article VI. Incorporation

The legal title to the property of this church shall be vested in a corporation consisting of the members of the First Baptist Church, Inc., Melbourne, Florida, acting through the Trustees and corporation officers under the Articles of Incorporation and under the laws of the State of Florida.

The corporation is an acceptable and desirable agent of the church body in all legal matters pertaining to the acquisition, sale or exchange of real estate or other church-owned legal properties and obligations as outlined in the corporation charter and as approved from time to time by the corporate body.

Article VII. Ordinances

The ordinances of this church shall be New Testament Baptism by immersion, and The Lord's Supper in symbolic memory of Jesus' death, burial and resurrection.

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ARTICLE 1 – NAME AND PURPOSE

Section 1.01—Name

This body shall be known as First Baptist Church, Inc.

Section 1.02—Purpose

This congregation is organized as a church exclusively for religious, charitable, and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law), including, but not limited to, for such purposes, establishing and maintaining religious worship, building churches, school(s), including the right to own, operate, conduct and maintain broadcasting facilities and other communication media to promote the religious charitable and educational purposes of the corporation; evangelizing the unsaved by proclaiming the Gospel of the Lord Jesus Christ; educating believers in a manner consistent with the requirements of Holy Scripture, both in Sunday and weekday schools of Christian education; and maintaining missionary activities in the United States and any foreign country.

ARTICLE 2 – STATEMENT OF FAITH AND COVENANT

Section 2.01—Statement Of Faith

The following comprise the Scriptural beliefs of this church and its members:

I. The Scriptures

The Holy Bible was written by men divinely inspired, and is God's revelation of Himself to mankind. It is a perfect treasure of divine instruction. It has God for its author, salvation for its end, and truth, without any mixture of error, for its matter. Therefore, all Scripture is totally true and trustworthy. It reveals the principles by which God judges us, and therefore is, and will remain to the end of the world, the true center of Christian union, and the supreme standard by which all human conduct, creeds, and religious opinions should be tried. All Scripture is a testimony to Christ, who is Himself the focus of divine revelation. 2 Timothy 3:16-17; 2 Peter 1:20-21

II. God

There is one and only one living and true God. He is an intelligent, spiritual, and personal Being, the Creator, Redeemer, Preserver, and Ruler of the universe. God is infinite in

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holiness and all other perfections. God is all powerful and all knowing; and His perfect knowledge extends to all things, past, present, and future, including the future decisions of His free creatures. To Him we owe the highest love, reverence, and obedience. The eternal triune God reveals Himself to us as Father, Son, and Holy Spirit, with distinct personal attributes, but without division of nature, essence, or being.

A. God the Father

God as Father reigns with providential care over His universe, His creatures, and the flow of the stream of human history according to the purposes of His grace. He is all powerful, all knowing, all loving, and all wise. God is Father in truth to those who become children of God through faith in Jesus Christ. He is fatherly in His attitude toward all men. Genesis 1:1, 31; Deuteronomy 6:4-5

B. God the Son

Christ is the eternal Son of God. In His incarnation as Jesus Christ He was conceived of the Holy Spirit and born of the virgin Mary. Jesus perfectly revealed and did the will of God, taking upon Himself human nature with its demands and necessities and identifying Himself completely with mankind yet without sin. He honored the divine law by His personal obedience, and in His substitutionary death on the cross He made provision for the redemption of men from sin. He was raised from the dead with a glorified body and appeared to His disciples as the person who was with them before His crucifixion. He ascended into heaven and is now exalted at the right hand of God where He is the One Mediator, fully God, fully man, in whose Person is effected the reconciliation between God and man. He will return in power and glory to judge the world and to consummate His redemptive mission. He now dwells in all believers as the living and ever present Lord. John 1:1-3,14; Matthew 1:18-25; Philipians 2:5-9; Colossians 1:15

C. God the Holy Spirit

The Holy Spirit is the Spirit of God, fully divine. He inspired holy men of old to write the Scriptures. Through illumination He enables men to understand truth. He exalts Christ. He convicts men of sin, of righteousness, and of judgment. He calls men to the Savior, and effects regeneration. At the moment of regeneration He baptizes every believer into the Body of Christ. He cultivates Christian character, comforts believers, and bestows the spiritual gifts by which they serve God through His church. He seals the believer unto the day of final redemption. His presence in the Christian is the guarantee that God will bring the believer into the fullness of the stature of Christ. He enlightens and empowers the believer and the church in worship, evangelism, and service. John 14:16-19; 16:7-15; 1 Corinthians 6:19-20; Romans 8:9,11; Titus 3:5; Ephesians 4:11-16

III. Man

Man is the special creation of God, made in His own image. He created them male and female as the crowning work of His creation. The gift of gender is thus part of the goodness of God's creation. In the beginning man was innocent of sin and was endowed by his Creator with freedom of choice. By his free choice man sinned against God and brought sin into the human race. Through the temptation of Satan man transgressed the

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command of God, and fell from his original innocence whereby his posterity inherit a nature and an environment inclined toward sin. Therefore, as soon as they are capable of moral action, they become transgressors and are under condemnation. Only the grace of God can bring man into His holy fellowship and enable man to fulfill the creative purpose of God. The sacredness of human personality is evident in that God created man in His own image, and in that Christ died for man; therefore, every person of every race possesses full dignity and is worthy of respect and Christian love. Genesis 1:17, 26-31.

IV. Salvation

Salvation involves the redemption of the whole man, and is offered freely to all who accept Jesus Christ as Lord and Savior, who by His own blood obtained eternal redemption for the believer. In its broadest sense salvation includes regeneration, justification, sanctification, and glorification. There is no salvation apart from personal faith in Jesus Christ as Lord. Ephesians 2:8-9; 2 Corinthians 5:21

A. Regeneration, or the new birth, is a work of God's grace whereby believers become new creatures in Christ Jesus. It is a change of heart wrought by the Holy Spirit through conviction of sin, to which the sinner responds in repentance toward God and faith in the Lord Jesus Christ. Repentance and faith are inseparable experiences of grace. Repentance is a genuine turning from sin toward God. Faith is the acceptance of Jesus Christ and commitment of the entire personality to Him as Lord and Saviour.

B. Justification is God's gracious and full acquittal upon principles of His righteousness of all sinners who repent and believe in Christ. Justification brings the believer unto a relationship of peace and favor with God.

C. Sanctification is the experience, beginning in regeneration, by which the believer is set apart to God's purposes, and is enabled to progress toward moral and spiritual maturity through the presence and power of the Holy Spirit dwelling in him. Growth in grace should continue throughout the regenerate person's life.

D. Glorification is the culmination of salvation and is the final blessed and abiding state of the redeemed.

V. The Church

A New Testament Church of the Lord Jesus Christ is an autonomous local congregation of baptized believers, associated by covenant in the faith and fellowship of the gospel; observing the two ordinances of Christ, governed by His laws, exercising the gifts, rights, and privileges invested in them by His Word, and seeking to extend the gospel to the ends of the earth. Each congregation operates under the Lordship of Christ through democratic processes. In such a congregation each member is responsible and accountable to Christ as Lord. Its scriptural officers are Pastors and Deacons. While both

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men and women are gifted for service in the church, the office of Pastor is limited to men as qualified by Scripture.

The New Testament speaks also of the church as the Body of Christ which includes all of the redeemed of all the ages, believers from every tribe, and tongue, and people, and nation. Matthew 16:18; 1 Corinthians 12:12-14; Hebrews 10:25

VI. Baptism and the Lord's Supper

Christian baptism is the immersion of a believer in water in the name of the Father, the Son, and the Holy Spirit. It is an act of obedience symbolizing the believer's faith in a crucified, buried, and risen Savior, the believer's death to sin, the burial of the old life, and the resurrection to walk in newness of life in Christ Jesus. It is a testimony to his faith in the final resurrection of the dead

The Lord's Supper is a symbolic act of obedience whereby Christians, through partaking of the bread and the fruit of the vine, memorialize the death of the Redeemer and anticipate His second coming. Matthew 28:19-20; Matthew 26:26-29; 1 Corinthians 11:23-32

VII. The Lord's Day

The first day of the week is the Lord's Day. It is a Christian institution for regular observance. It commemorates the resurrection of Christ from the dead and should include exercises of worship and spiritual devotion, both public and private. Activities on the Lord's Day should be commensurate with the Christian's conscience under the Lordship of Jesus Christ. Exodus 20:8-11; 1 Corinthians 16:1-2

VIII. Last Things

God, in His own time and in His own way, will bring the world to its appropriate end. According to His promise, Jesus Christ will return personally and visibly in glory to the earth; the dead will be raised; and Christ will judge all men in righteousness. The unrighteous will be consigned to Hell, the place of everlasting punishment. The righteous in their resurrected and glorified bodies will receive their reward and will dwell forever in Heaven with the Lord. John 3:16; Romans 6:23; Revelation 20:15

IX. Evangelism and Missions

It is the duty and privilege of every follower of Christ and of every church of the Lord Jesus Christ to endeavor to make disciples of all nations. The new birth of man's spirit by God's Holy Spirit means the birth of love for others. Missionary effort on the part of all rests thus upon a spiritual necessity of the regenerate life, and is expressly and repeatedly commanded in the teachings of Christ. The Lord Jesus Christ has commanded the preaching of the gospel to all nations. It is the duty of every child of God to seek constantly to win the lost to Christ by verbal witness undergirded by a Christian lifestyle,

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and by other methods in harmony with the gospel of Christ. Genesis 12:1-3; Matthew 28:19-20; Acts 1:8

X. Stewardship

God is the source of all blessings, temporal and spiritual; all that we have and are we owe to Him. Christians have a spiritual debtorship to the whole world, a holy trusteeship in the gospel, and a binding stewardship in their possessions. They are therefore under obligation to serve Him with their time, talents, and material possessions; and should recognize all these as entrusted to them to use for the glory of God and for helping others. According to the Scriptures, Christians should contribute of their means cheerfully, regularly, systematically, proportionately, and liberally for the advancement of the Redeemer's cause on earth. Malachi 3:8-12; Luke 12:16-21,42; 2 Corinthians 8-9

XI. The Christian and the Social Order

All Christians are under obligation to seek to make the will of Christ supreme in their own lives and in human society. Means and methods used for the improvement of society and the establishment of righteousness within mankind can be truly and permanently helpful only when they are rooted in the regeneration of the individual by the saving grace of God in Jesus Christ. In the spirit of Christ, Christians should oppose racism, every form of greed, selfishness, vice, and all forms of sexual immorality, including, but not limited to, adultery, fornication, homosexuality, and pornography. We should work to provide for the orphaned, the needy, the abused, the aged, the helpless, and the sick. We should speak on behalf of the unborn and contend for the sanctity of all human life from conception to natural death. Every Christian should seek to bring industry, government, and society as a whole under the sway of the principles of righteousness, truth, and brotherly love. In order to promote these ends Christians should be ready to work with all peoples of good will in any good cause, always being careful to act in the spirit of love without compromising their loyalty to Christ and His truth. Exodus 20:3-17; Micah 6:8; Matthew 5:13-16, 43-48; Romans 12-14

XII. The Family

God has ordained the family as the foundational institution of human society. It is composed of persons related to one another by marriage, blood, or adoption.

Marriage is the uniting of one man and one woman in covenant commitment for a lifetime. It is God's unique gift to reveal the union between Christ and His church and to provide for the man and the woman in marriage the framework for intimate companionship, the channel of sexual expression according to biblical standards, and the means for procreation of the human race.

The husband and wife are of equal worth before God, since both are created in God's image. The marriage relationship models the way God relates to His people. A husband is to love his wife as Christ loved the church. He has the God-given responsibility to

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provide for, to protect, and to lead his family. A wife is to submit herself graciously to the servant leadership of her husband even as the church willingly submits to the headship of Christ. She, being in the image of God as is her husband and thus equal to him, has the God-given responsibility to respect her husband and to serve as his helper in managing the household and nurturing the next generation.

Children, from the moment of conception, are a blessing and heritage from the Lord. Parents are to demonstrate to their children God's pattern for marriage. Parents are to teach their children spiritual and moral values and to lead them, through consistent lifestyle example and loving discipline, to make choices based on biblical truth. Children are to honor and obey their parents. Ephesians 5:21-33; 6:1-4

Section 2.02—Authority of Statement of Faith

This church endorses the doctrinal statements of *The Baptist Faith and Message* as amended by the Southern Baptist Convention, regarding the Holy Scriptures, the person and work of God the Father, God the Son and God the Holy Spirit, the creation and depravity of man, salvation, God's grace, the church, baptism, the Lord's Supper, the second coming of Christ, evangelism and missions, stewardship, social order and the family.

Section 2.03—Covenant

The standard of faith held by this church is contained in the Holy Scriptures. Being led by the Spirit of God, to receive the Lord Jesus Christ as our Savior, and on profession of our faith, having been baptized in the name of our Father, and of the Son, and of the Holy Spirit, we most solemnly and joyfully enter into covenant with one another, as one body in Christ.

We engage, therefore, to walk together in Christian love; to strive for the advancement of this church in knowledge and holiness; to promote its prosperity and spirituality; to sustain its worship, ordinances, discipline and doctrines; to give it a sacred preeminence over all institutions of human origin; and 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.

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ARTICLE 3 – MEMBERSHIP

Section 3.01—Qualifications for Membership

Upon a majority affirmative vote of the members present at any church service, membership shall be extended to all who are in compliance with any one of the following conditions. In addition, adults who join the church are required to attend the orientation class, First Family, before membership is officially approved.

- (A) By profession of faith – A person may come confessing a personal faith in Jesus Christ as Lord and Savior. New Testament baptism by immersion will be required.
- (B) By transfer of letter – A person may become a member of our church by letter of recommendation, if they are presently a member of another Southern Baptist Church of like faith and order.
- (C) By statement of faith – If a person has been a member of a church of like faith and order, but is presently a member of another denomination, and has been baptized by immersion, he or she may become a member by statement of faith.
- (D) By Baptism from another denomination – If a person is a Christian from another denomination but has not been baptized by immersion, he or she may come for baptism in our church.
- (E) By restoration – Any person who for any reason has been denied the fellowship of this church after becoming a member, may at their request, and after conference with the Senior Pastor and giving testimony of repentance, be reinstated by majority affirmative vote of the members present at a meeting called for the purpose of considering restoration.

Section 3.02—Privileges of Membership

- (A) Only members who are physically present at a duly called meeting of the church shall be entitled to vote. There shall be no proxy or absentee voting.
- (B) Members of the church are entitled to vote at all elections and on all questions submitted to the church during any official business meeting, provided the member is present. Members are eligible for consideration by the membership as candidates for elective office in the church.
- (C) Membership in this church does not afford the members with any property. Although the general public is invited to all of the church's worship services, the church property remains private property.

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- (D) A member, upon five business days prior written request made upon the church, may inspect or copy the prepared financial statements of the church, the minutes of the proceedings of church meetings, and the minutes of the proceedings of board and church council meetings.
- (E) A member may not, under any circumstances, inspect or copy any record relating to individual contributions to the church, or the accounting books and financial records of the church.
- (F) The church may impose a reasonable charge, covering the costs of labor and material, for copies of any documents provided to the member before releasing the copies to the member.

Section 3.03—Discipline of a Member

- (A) The attitude of members toward one another shall be guided by a concern for redemption rather than punishment. Should some serious conditions exist, the Senior Pastor and Deacons will take every reasonable measure to resolve the issue.

There will be a discipline committee consisting of the Senior Pastor and the body of Deacons. These men shall have sole authority in determining deviations from the Statement of Faith and violations of the church covenant. If the Senior Pastor or a Deacon is the subject of a disciplinary matter, he shall not sit as a member of the discipline committee.

- (B) When a member becomes aware of an offense of such magnitude that it hinders spiritual growth and testimony, he/she is to go alone to the offending party with the goal of restoration. Matt. 18:15-20; Rom. 16:17-18; 1 Cor. 5:1-13; 2 Cor. 2:1-11; Gal. 6:1; 1 Thess. 5:14; 2 Thess. 3:6, 10-15; 1 Tim. 5:19-20; and Titus 3:10-11
- (C) If reconciliation is not reached, a second member, either a Deacon or one of the Pastors, is to accompany the one seeking to resolve the matter.
- (D) If the matter is still unresolved after the steps outlined in subsections (B) and (C) have been taken, the discipline committee, as the church representatives shall hear the matter.
- (E) If the matter is still unresolved after the steps outlined in subsections (B), (C), and (D) have been taken, such members who refuse to repent and be restored are to be removed from the membership of the church upon a majority affirmative vote of the membership present at a meeting called for the purpose of considering disciplinary action.

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- (F) As Christians and members, we oppose racism, every form of greed, selfishness, and vice, and all forms of sexual immorality, including, but not limited to, adultery, fornication, homosexuality and pornography. Any church member knowingly participating in any of these acts will be disciplined per section 3.03 E. Any employee of the church knowingly participating in any of these acts will be subject to termination.

Section 3.04—Transfer of Membership

A letter of transfer may be provided for a member desiring to unite with another body of like faith and order upon request from the receiving church.

Section 3.05—Termination of Membership

- (A) No member of this church may hold membership in another church. If any member unites in membership with another church, that person is terminated from membership in this church.
- (B) A member may resign at any time by submitting a written request to the Senior Pastor or church clerk. Upon a majority affirmative vote of the church in regular business session, the member's name shall be removed from the rolls.

ARTICLE 4 – OFFICERS

Section 4.01—Church Officers

The officers of the church are Moderator, Treasurer, Purchasing Agent, Church Clerk and others as determined necessary by church action. Officers are recommended by the nominating committee and elected annually by the church at a business meeting. An affirmative vote of three-fourths of the members present and voting is necessary for approval. Refer to the Operations Manual for a list of their specific duties.

Section 4.02—Corporate Officers

The corporation shall have the following officers; President, Vice President, Secretary and Treasurer. An individual may hold more than one office. The corporation shall reserve the right to have such additional officers as necessary for governing or for the conduction of its affairs.

Corporation officers shall be Trustees and shall be elected annually by the church in a business meeting, as directed by the corporation charter, by an affirmative vote of a majority of the members present and voting. They shall be the legal agents of the church through the agency of the corporation. Legal actions of the Corporate Officers require the consent of at least five Trustees and the consent of the church body in business session.

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Section 4.03—Board of Directors

Seven Trustees serve as a corporate Board of Directors for the church. The business and affairs of the corporation shall be managed by a Board of Directors. The Board of Directors shall be comprised of not less than five individuals who must be members of the corporation in good standing. Trustees shall be elected annually by the church by an affirmative vote of the majority of the members present and voting in a business meeting. Trustees serve on a seven-year rotation basis, with one new Trustee rotating onto and one Trustee rotating off the Board each year.

The Board of Directors (Trustees) shall exercise the following specific powers.

1. They examine, consider and recommend actions to the church on all legal matters such as those pertaining to the purchase, sale, exchange or mortgage of church real properties.
2. Purchase, hold, lease or otherwise acquire real and personal property on behalf of the church, and to take real and personal property by will, gift, or bequest on behalf of the church.
3. Sell, convey, alienate, transfer, lease, assign, exchange or otherwise dispose of, and to mortgage, pledge, or otherwise encumber the real and personal property of the church.
4. Borrow money and incur indebtedness for the purpose and the use of the church, to cause to be executed, issued and delivered for the indebtedness, in the name of the church, promissory notes, bonds, debentures, or other evidence of indebtedness; and to secure repayment by deeds of trust, mortgages or pledges and to exercise all powers necessary for the dissolution of the church corporation if required.

Section 4.04—Eligibility for Office

- (A) The church shall not install or retain an officer who fails to adhere to or expresses disagreement with the Statement of Faith.
- (B) All elected officers shall be at least eighteen (18) years of age, prior to assuming the duties and authorities of any office.
- (C) Only church members are eligible for election or appointment to any church office or position.

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Section 4.05—Terms of Office

- (A) The term of service for all Corporate Officers in the church shall be one year, at the expiration of which they may be re-elected or re-appointed.
- (B) A vacancy occurring in any office or board, except in the case of Pastor(s), may be filled at any regular business meeting.
- (C) All elected and appointed officers shall serve in their respective offices until their successors are duly elected or appointed.

Section 4.06—Election of Officers

The annual election of officers by the church membership shall occur during the month of January and approved by the church at the 1st quarterly business meeting.

Section 4.07—Pastoral Oversight of Officers and Staff

All church staff and officers, whether paid or volunteer, shall be under the supervision of the Senior Pastor regarding compliance to scriptural guidelines. No employee or volunteer shall be hired, appointed, or retained who fails to adhere to or expresses disagreement with the Statement of Faith.

ARTICLE 5 - CHURCH ORGANIZATION

Section 5.01—The Senior Pastor

The Senior Pastor shall preach the Gospel regularly and shall be at liberty to preach the whole counsel of the Word of God as the Lord leads him. The Senior Pastor shall be the spiritual leader of the church. He shall administer the ordinances of the church, oversee and advise the teaching ministries of the church, and watch over the spiritual interests of the membership.

When a vacancy occurs, a Pastor search committee shall be elected by the church to seek a Pastor, and its recommendation will constitute a nomination. The Chairman of Deacons and Chairman of the Personnel Committee, by virtue of their offices, are members of this committee. The committee shall bring only one name at a time to the consideration of the church.

The call of a Pastor shall take place at a business meeting called for that purpose. Notice of such proposed action shall be given by announcement on at least one preceding Sunday and by printed notice in at least one weekly bulletin. Election of the Pastor shall be by written ballot. An affirmative vote of three fourths of the members present and voting is necessary for the decision to call.

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Section 5.02—The Body of Deacons

The Deacons, together with the Senior Pastor, shall strive to maintain a high spiritual atmosphere throughout the church program. They shall maintain a careful, and prayerful surveillance of the church programs and make recommendations to the church regarding necessary changes or improvements therein. They shall counsel with the Senior Pastor, other members of the church staff, and other elected leaders of committees as needed. They shall strive to lead the membership in worship, Christian service, stewardship and evangelism. They shall assist the Senior Pastor in the distribution of the elements of the Lord's Supper as needed. They shall be an example to the congregation through their faithful support of, and participation in, the regular activities of the church and attendance of Deacons' meetings unless providentially hindered.

The active Deacons shall identify candidates for Deacon service and determine that candidates are willing to serve and are qualified as specified in Acts 6:3-4 and I Timothy 3: 8-12. The statement of "husband of one wife" found in 1 Timothy 3:12, does not mean that a Deacon must never have been divorced or that he must be married. This statement means that he is a one-woman man. A one-woman man is a man devoted in his heart and mind to the woman who is his wife. He loves and desires only her. His goal is sexual purity in both his thought life and conduct. . In the case of a candidate that has been divorced, the candidate will be reviewed and a decision will be made based on the Biblically acceptable grounds for divorce (2Corinthians 5:17, Matthew 19:1-9, 1Corinthians 7:10-16).The Deacons will present a slate of candidates to the Nominating Committee, which will present it to the church for election at a regular business meeting. The slate will be published prior to the business meeting in which the vote is taken. Election shall be by an affirmative vote of a majority of the members present. An ordination service shall be held promptly for elected Deacons who have not been previously ordained.

Deacons shall serve active terms of three years with their terms staggered annually such that approximately one-third of the active membership is elected each year. No Deacon may succeed himself in active office for a period of at least one year after completion of a normal elected term. A member may be elected to a lesser term to commence at any time to fill an unexpired term or to maintain equality in term rotation. The number of active Deacons shall be determined by the church's current needs.

Deacons' regular meetings shall be held monthly, with special meetings called as necessary. A Chairman, Vice-Chairman and Secretary shall be elected annually by the Deacons at their first regular meeting of each church year.

Section 5.03—Ministerial Staff

Each ministerial staff member shall be a person who has experienced a personal call of God to serve in a ministerial position. The ministerial staff shall be called and employed as the church determines the need for such offices.

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When a vacancy occurs, a candidate shall be recommended to the church by the personnel committee and be elected by church action.

The call of the candidate shall be at a meeting called for that purpose. Notice of such proposed action shall be given by announcement on at least one preceding Sunday and by printed notice in at least one weekly bulletin. Election of the candidate shall be by written ballot. An affirmative vote of three fourths of the members present and voting is necessary for the decision to call.

Section 5.04—Non-Ministerial Staff

All other paid full or part-time staff members shall be considered non-ministerial staff. They shall be employed as the church determines the need for their services. A job description shall be written by the Minister of Administration and approved by the Personnel Committee when the need for a new staff position is determined.

A non-ministerial staff member candidate shall be required to give evidence of being a Christian and agree to endorse the Statement of Faith as addressed in section 2.01.

Non-ministerial staff are solicited, interviewed and hired by the Minister of Administration. Employment and termination shall be coordinated with the First Baptist Church, Inc. supervising staff member, and, as appropriate, with the consultation of related committees or councils of the church.

Section 5.05—Council and Advisory Boards

The Church Council shall be comprised of the church ministerial staff, Chairman of Deacons, Committee Chairmen, Directors and coordinators of church ministries and programs, and others approved by the church in business session. The Church Council is responsible for coordinating and setting the priorities of the activities of the church ministries with regard to the church calendar and use of the facilities.

Councils and advisory boards may include, but not be limited to, Worship Council, Church Council, Music Council, Senior Adult Council, and Youth Council. The need to establish or abolish a council or advisory board will be decided by the church with recommendations from the staff and/or the appropriate program or ministry.

The purpose and scope of responsibility of a council or advisory board shall be specifically stated and recorded in the official minutes of the business meeting in which the council or advisory board was established.

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ARTICLE 6 - MEETINGS

Section 6.01—Meetings for Worship

The church shall meet each Sunday for public worship both morning and evening and at least once during the week for Bible study and prayer.

The Senior Pastor or ministerial staff shall direct the services for all the church members and for all others who may choose to attend.

Section 6.02—Meetings for Church Business

Regular business meetings of the church shall be held quarterly, and the time will be publicized. The purpose of the business sessions is to receive reports and conduct all business of a routine or scheduled nature. Copies of pertinent reports and proposed actions should be made available to the membership at least one week prior to each meeting.

All new business shall be submitted to an appropriate committee leadership element for consideration or recommendation prior to action by the church body.

Robert's Rules of Order, Revised, is the authority for parliamentary rules of procedure for all business meetings of the church.

The following agenda is typical of regular church business meetings:

- Devotions & prayer
- Reading of minutes
- Reception of members
- Dismissal of members
- Report of officers
- Reports of standing committees
- Reports of special committees
- Unfinished matters
- New matters
- Adjournment
- Benediction

Section 6.03—Special Meetings

The church may conduct called business meetings to consider matters of a special nature and significance. A one-week notice must be given for the called business meeting unless extreme urgency renders such notice impractical.

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Called business meetings shall have the prior approval of the Senior Pastor and the Chairman of Deacons or the prior authorization of the church in regular business meeting.

In cases of extreme urgency, the church body may call itself into special business meeting by majority vote of the members present at a scheduled church service or meeting. A called business meeting may span multiple church services to address a specific subject or special vote.

Revival meetings/major evangelistic events shall be conducted as recommended by the Senior Pastor and Deacons. The Senior Pastor, in consultation with the Deacons and other ministerial staff, shall be responsible for enlisting evangelists and worship leaders as required for such emphasis and for scheduling of such meetings.

Section 6.04—Ordinances

The ordinance of New Testament Baptism by immersion shall be administered as often as necessary and is one of the requirements for acceptance into the full fellowship of the church, and may be administered as a part of any regular worship service.

The ordinance of the Lord's Supper shall be observed at least quarterly. Observance of the ordinance will be publicized in advance. All believers are welcome to participate.

Section 6.06—Fiscal Year

The fiscal year of the church shall begin January 1st and end December 31st.

ARTICLE 7 - ORDINATION

Section 7.01—Ordination Qualifications

Male members professing to the church a call to the Pastoral ministry may be licensed as an acknowledgment of his call and encouragement to make preparation for his ordination. After an affirmative vote of the church in business session, the Clerk shall issue a certificate of license as his credential.

Any male member of this church or its mission churches, who gives evidence of a genuine call of God into the work of the ministry and possesses the qualifications stated in 1 Timothy 3:1-7 and Titus 1:6-9, may be ordained as a minister of the Gospel.

Section 7.02—Ordination Procedure

- (A) Upon a conference with the Senior Pastor and after the Senior Pastor has approved the candidate for ordination, the Senior Pastor shall call a council to examine and pass on the qualification of the candidate. The ordination council shall consist of ordained ministers of like faith invited to participate in the

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examination of the candidate.

- (B) If the candidate is found worthy of ordination by the council, the ordination council will present the candidate for ordination by the church.
- (C) The Senior Pastor and the Chairman of the Deacons shall arrange for the ordination service.

ARTICLE 8 - INDEMNIFICATION

Section 8.01—Actions Subject to Indemnification

The church may indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, including all appeals (other than an action by or in the right of the church) by reason of the fact that the person is or was a Pastor, Deacon, officer, employee, or agent of the church, against expenses, including attorneys' fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him/her in connection with the action, suit, or proceeding; and if that person acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interests of the church and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful.

Section 8.02—Expenses Subject to Indemnification

To the extent that a Pastor, Deacon, officer, employee, or agent has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in this Article, or in defense of any claim, issue, or matter in that action, suit, or proceeding, he or she may be indemnified against expenses, including attorneys' fees, actually and reasonably incurred by him or her in connection with the action, suit, or proceeding.

Section 8.03—Limitations of Indemnification

Any indemnification under this Article, may be made by the church only as authorized in the specific case on a decision that indemnification of the Pastor, Deacon, officer, employee, or agent is proper in the circumstances. The decision shall be made (a) by a majority vote of a quorum consisting of the Pastor and Deacons who were not and are not parties to or threatened with the action, suit, or proceeding or (b) by a majority vote of the members of the church.

Section 8.04—Timing of Indemnification

Expenses of each person seeking indemnification under this Article, may be paid by the church as they are incurred, in advance of the final disposition of the action, suit, or

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proceeding, as authorized by the Board of Directors in the specific case, on receipt of an undertaking by or on behalf of the Pastor, Deacon, officer, employee, or agent. If it is ultimately decided that he or she is not qualified to be indemnified by the church then the church will be reimbursed for any such expenses as incurred.

Section 8.05—Insurance

The church may purchase and maintain insurance on behalf of any person who is or was a Pastor, Deacon, officer, employee, or agent of the church against any liability asserted against him and incurred by him in that capacity, or arising out of his status in that capacity, whether or not the church would have the power to indemnify him against liability under the provisions of this Article.

ARTICLE 9 - COMMITTEES

Section 9.01—Standing Committees

Standing committees (such as Building and Grounds, Finance, Nominating, Personnel) and ad hoc (temporary) committees shall be elected by the church as needed to administer church programs and maintain physical property. The need to establish or abolish a committee will be decided by the church with recommendations from the staff and Nominating Committee. The purpose and scope of responsibility of a committee shall be specifically stated and recorded in the official minutes of the business meeting in which the committee was established. Refer to the Operations Manual for a list of committees and their specific duties.

Committee members are elected by the church at a business meeting. An affirmative vote of three fourths of the members present and voting is necessary for approval.

Committee members shall serve active terms of three years with their terms staggered annually unless specified otherwise at election. No committee member may succeed himself/herself after a normal term.

Church committees shall meet as often as each committee determines necessary with a minimum of two meetings per year.

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ARTICLE 10 - DESIGNATED CONTRIBUTIONS

From time to time the church, in the exercise of its religious, educational, and charitable purposes, may establish various funds to accomplish specific goals. When the church receives a designated contribution, disposition may be made in only three ways; use it for the purpose designated, return the gift to the donor, or have the donor change or remove the designation.

ARTICLE 11 – DISPUTES

Should any dispute, claim, question, or disagreement arise out of or relating to these bylaws or any other church matter, the parties shall use their best efforts to settle such disputes, claims, questions, or disagreement as befits Christians. To this effect, they shall consult and negotiate with each other in good faith and, recognizing their mutual interests not to disgrace the name of Christ, seek to reach a just and equitable solution. If they do not reach such solution within a period of sixty (60) days, binding arbitration should be considered as an alternative to formal legal action.

- (A) Should any dispute involve matters of church discipline, the arbitrators shall be limited to determining whether the procedures for church discipline as outlined under Section 3.03 were followed.
- (B) Should any dispute involve the removal from office of the Senior Pastor or any church officer, the arbitrators shall be limited to determining whether the procedures set forth in Section 3.03 were followed.

ARTICLE 12 – AMENDMENTS

These by-laws may be revised or amended by three-fourths majority vote of the members present and voting at any regular church business meeting, provided that said revision or amendment has been submitted in writing and announced from the pulpit fourteen (14) days before the vote is taken and in at least one weekly bulletin prior to voting.

ADOPTION

Adoption of these by-laws of the First Baptist Church, Inc. of Melbourne, Florida, shall be duly recorded in the minutes of a special business meeting called for this purpose upon affirmative vote of at least three-fourths majority of the members present and voting at such special business meeting.

These by-laws were adopted by a three-fourths majority vote of the members present and voting at a duly called meeting of the church.

These by-laws supersede and make null and void any previous by-laws of First Baptist Church Inc. of Melbourne, Florida.

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In case any one or more of the provisions contained in these by-laws shall for any reason be held to be invalid, illegal, or unenforceable in any respect, such invalidity, illegality, or unenforceability shall not effect any other provision thereof and these by-laws shall be construed as if such invalid, illegal, or unenforceable provision had never been contained herein.