

Bylaws for NFBC 2024
Date edited: February 21, 2024

ARTICLE I: NAME AND LOCATION

The name of this organization, as incorporated under the Laws of the State of Florida shall be the North Florida Baptist Church Inc. The corporate office is located at 3000 North Meridian Road in Tallahassee, Florida.

ARTICLE II: AFFILIATIONS

We, the North Florida Baptist Church of Tallahassee, Florida, are a congregation of Baptists in free association and fellowship with other Bible-believing churches. The church is autonomous and maintains the right to govern its own affairs, independent of denominational control. Recognizing, however, the benefits of cooperation with other churches in the fulfillment of its purposes, the Church may voluntarily affiliate with other churches and conventions by a passing vote of the Elders.

ARTICLE III: ARTICLES OF FAITH

3.1 STATEMENT OF FINAL AUTHORITY

The statement of faith does not exhaust the extent of our beliefs. The Bible itself, as the inspired, inerrant, and infallible Word of God that speaks with final authority concerning truth, morality, and the proper conduct of mankind, is the sole and final source of all that we believe. Members have the responsibility and opportunity to engage the elders and church staff on areas of theological disagreement. However, membership carries with it the implicit understanding that the elders have the final interpretive authority on Biblical meaning and application for the purposes of North Florida Baptist Church's faith, doctrine, practice, policy, bylaws, and discipline.

3.2 STATEMENT OF FAITH

- I. **The Scriptures** - We believe the Holy Bible was written by men supernaturally inspired. We believe the Holy Bible has truth without any admixture of error for its matter and shall remain to the end of the age the only complete and final revelation of the will of God to man. We believe the Holy Bible to be the true center of the Christian union and

the supreme standard by which all human conduct, creeds, and opinions should be tried.

- i. By - The Holy Bible - we mean that collection of sixty-six books, from Genesis to Revelation, which as originally written is the very Word of God.
- ii. By - inspiration - we mean that the books of the Bible were written by holy men of old as they were moved by the Holy Spirit in such a definite way that their writings were supernaturally and verbally inspired and free from error, as no other writings have ever been or ever will be inspired.

II Tim. 3:16-17; II Peter. 1:19-21; Acts 1:16; Acts 28:25; Psa. 119:105, 130, 160; Luke 24:25-27; John 17:17; Luke 24:44-45; Psa. 119:89; Prov. 30:5-6; Rom. 3:4; I Peter 1:23; Rev. 22:19; John 12:48; Isa. 8:20; Eph. 6:17; Rom. 15:4; Luke 16:31; Psa. 19:7-11; John 5:45-47; John 5:39

- II. **The True God** - We believe there is one, and only one, living and true God, the maker and supreme ruler of heaven and earth inexpressibly glorious in holiness and worthy of all possible honor, confidence, and love. We believe that in the unity of the Godhead, there are three persons, the Father, the Son, and the Holy Ghost, equal in every divine perfection and executing distinct but harmonious offices in the great work of redemption.

Ex. 20:2-3; Gen 17:1; I Cor. 8:6; Eph. 4:6; John 4:24; Psa. 147:5; Psa. 83:18; Psa. 90:2; Jer. 10:10; Ex. 15:11; Rev. 4:11; I Tim 1:17; Rom. 11:33; Mark 12:30; Matt. 28:19; John 15:26; I Cor. 12:4-6; I John 5:7; John 10:30; John 17:5; I Cor. 2:10-11; Phil 2:5-6; Eph. 2:18; II Cor. 13:14

- III. **The Holy Spirit** - We believe the Holy Spirit is a divine person, equal with God the Father and God the Son, and of the same nature. We believe the Holy Spirit was active in creation and that in His relation to the unbelieving world, He restrains the Evil one until God's purpose is fulfilled. We believe the Holy Spirit convicts of sin, of judgment, and of righteousness, and that He bears witness to the Truth of the Gospel in preaching and testimony. We believe the Holy Spirit is the agent in the New Birth in that He seals, guides, teaches, witnesses, sanctifies, and helps the believer.

John 14:16-17; Matt. 28:19; Heb. 9:14; John 14:26; Luke 1:35; Gen. 1:1-3; II Thess. 2:7; John 16:8-11; John 15:26-27; Acts 5:30-32; John 3:5-6; Eph. 1:13-14; Matt. 3:11; Mark 1:8; Luke 3:16; John 1:33; Acts 11:16; Luke 24:49; John 16:13; Rom. 8:14; Rom. 8:16; II Thess. 2:13; I Peter 1:2; Rom. 8:26-27

- IV. **The Devil, or Satan** - We believe Satan was once holy and enjoyed heavenly honors but through pride and ambition to be like the Almighty, fell and drew after him a host of angels. We believe Satan is now the malignant prince of the power of the air and the unholy god of this world. We believe Satan to be man's great tempter, the enemy of God and His Christ, the accuser of the saints, the author of all false religions, the chief

power back of the present apostasy, the lord of the antichrist, and the author of all the powers of darkness. We believe Satan is destined, however, to final defeat at the hands of God's own Son, and to the judgment of eternal justice in hell, a place prepared for him and his angels.

Isa. 14:12-15; Ezek. 28:14-17; Rev. 12:9; Jude 6; II Peter 2:4; Eph. 2:2; John 14:30; I Thess. 3:5; Matt. 4:1-3; I Peter. 5:8; I John 3:8; Matt. 13:39; Luke 22:3-4; Rev. 12:10; II Cor. 11:13-15; Mark 13:21-22; I John 4:3; II John 7; I John 2:22; Rev. 13:13-14; II Thess. 2:8-11; Rev. 19:11,16, 20; Rev. 12:7-9; Rev. 20:1-3, 10; Matt. 25:41.

- V. **Creation** - We believe in the Genesis account of creation and that it is to be accepted literally, and not allegorically or figuratively. We believe man was created directly in God's own image and that man's creation was not a matter of evolutionary change of species, or development through interminable periods of time from lower to higher forms. We believe that all animal and vegetable life was made directly, and God's established law is that they should bring forth only after their kind.

Gen. 1.1; Ex 20:11; Acts 4:24; Col. 1:16-17; Heb. 11:3; John 1:3; Rev. 10:6; Rom. 1:20; Acts 17:23-26; Jer. 10:12; Neh. 9:6; Gen. 1:26-27; Gen. 2:21-23; Gen. 1:11; Gen. 1:24

- VI. **The Fall of Man** - We believe man was created in innocence under the law of his maker, but by voluntary transgression fell from his sinless and happy state, in consequence of which all mankind are now sinners, not by constraint, but of choice; and are therefore under just condemnation without defense or excuse.

Gen. 3:1-6, 24; Rom. 5:12, 19; Rom. 3:10-19; Eph. 2:1, 3; Rom. 1:18; Ezek. 18:19-20; Rom. 1:20, 28, 32; Gal. 3:22

- VII. **The Virgin Birth** - We believe Jesus Christ was miraculously begotten of the Holy Ghost and was born of a virgin, as no other man was ever born or can ever be born of a woman. We believe Jesus Christ is both the Son of God and God, the Son.

Gen 3:15; Isa. 7:14; Matt. 1:18-25; Luke 1:35; Mark 1:1; John 1:14; Psa. 2:7; Gal. 4:4; I John 5:20; I Cor. 15:47

- VIII. **The Atonement of Sin** - We believe the salvation of sinners is wholly of grace through the mediatorial offices of the Son of God, who by appointment of the Father freely took upon Him our nature, yet without sin honored the divine law by His personal obedience, and by His death made a full and vicarious atonement for our sins. We believe His atonement consisted not in setting us an example by His death as a martyr but was the voluntary substitution of Himself in the sinner's place, the Just dying for the unjust, Christ the Lord bearing our sins in His own body on the tree. We believe Jesus Christ, having risen from the dead, is now enthroned in heaven, and uniting in His wonderful

person the tenderest sympathies with divine perfection. We believe Jesus Christ is in every way qualified to be a suitable, compassionate, and all-sufficient Savior.

Eph. 2:8; Acts 15:11; Rom. 3:24; John 3:16; Matt. 18:11; Phil. 2:7; Heb. 2:14; Isa. 53:4-7; Rom. 3:25; I John 4:10; I Cor. 15:3; II Cor. 5:21; John 10:18; Phil. 2:8; Gal. 1:4; I Pet. 2:24; I Pet. 3:18; Isa. 53:11; Heb. 12:2; I Cor. 15:20; Isa. 53:12; Heb. 9:12-15; Heb. 7:25; I John 2:2

- IX. Grace in the New Creation** - We believe that in order to be saved, sinners must be born again and that through the new birth, an individual becomes a new creation in Christ Jesus. We believe the new birth is a process but is instantaneous in which one dead in trespasses and in sins is made a partaker of the divine nature and receives eternal life, the free gift of God. We believe the new creation is brought about in a manner above comprehension, not by culture, not by character, nor the will of man, but wholly and solely the power of the Holy Spirit in connection with the divine truth, so as to secure our voluntary obedience to the gospel. We believe proper evidence of the new creation appears in the holy fruits of repentance, faith, and newness of life.

John 3:3; II Cor. 5:17; Luke 5:27; I John 5:1; John 3:6-7; Acts 2:41; II Pet. 1:4; Rom. 6:23; Eph. 2:1; II Cor. 5:19; Col. 2:13; John 1:12-13; Gal. 5:22; Eph. 5:9

- X. The Freeness of Salvation** - We believe that by God's grace the blessings of salvation are made free to all by the gospel and that it is the immediate duty of all to accept salvation by a cordial, penitent, and obedient faith. We believe nothing prevents the salvation of the greatest sinner on earth, but his own inherent depravity and voluntary rejection of the gospel, which rejection involves him in an aggravated condemnation.

I Thess. 1:4; Col. 3:12; I Pet. 1:2; Titus 1:1; Rom. 8:29-30; Matt. 11:28; Isa. 55:1; Rev. 22:17; Rom. 10:13; John 6:37; Isa. 55:6; Acts 2:38; Isa. 55:7; John 3:15-16; I Tim. 1:15; I Cor. 15:10; Eph. 2:4-5; John 5:40; John 3:18; John 3:36

- XI. Justification** - We believe the great gospel blessing which Christ secures to such as believe Him is Justification, which includes the pardon of sin and the gift of eternal life on principles of righteousness. We believe justification is bestowed not in consideration of any works or righteousness which we have done, but solely through faith in the Redeemer's blood, whereby His righteousness is imputed unto us.

Acts 13:39; Isa. 53:11, Zech. 13:1; Rom. 8:1; Rom. 5:1, 9; Titus 3:5-7; Rom. 1:17; Hab. 2:4; Gal. 3:11; Rom. 4:1-8; Heb. 10:38

- XII. Repentance and Faith** - We believe that Repentance and Faith are solemn obligations, and inseparable graces wrought in our souls by the quickening spirit of God. Being

deeply convicted of guilt, danger, and helplessness, and of the way of salvation by Christ, we believe all mankind must turn to God with unfeigned contrition, confession, and supplication for mercy, at the same time heartily receiving the Lord Jesus Christ and openly confessing Him as the only and all-sufficient Savior.

Acts 20:21; Mark 1:15; Acts 2:37-38; Luke 18:13; Rom. 10:13; Psa. 51:1-4; Psa. 51:7; Isa. 55:6-7; Luke 12:8; Rom. 10:9-11; Rom. 15:7

XIII. The Church - We believe the Baptist Church is a congregation of baptized believers associated by a covenant of faith and fellowship of the gospel, observing the ordinances of Christ; governed by His laws; exercising His gifts, rights, and privileges invested in them by His Word. We believe the officers are elders (pastors) and deacons whose qualifications, claims, and duties are clearly defined in the scriptures. We believe the true mission of the church is to make individual disciples, to build up the church, and to teach and instruct as He has commanded. We hold that the local church has the absolute right of self-government; free from the interference of any hierarchy of individuals or organizations; and the only true superintendent is Christ through the Holy Spirit. We believe it is scriptural for true churches to cooperate with each other contending for the faith and for the furtherance of the Gospel and that every church is the sole and only judge of the measure and method of its cooperation. On all matters of membership, policy, government, discipline, and benevolence, the will of the local church is final.

Acts 2:41-42; 1 Cor. 11:2; Eph. 1:22-23; Eph. 4:11; I Cor. 12:4, 8-11; Acts 14:23; Acts 6:5-6; Acts 15:23; Acts 20:17-28; I Tim. 3:1-13; Matt. 28:19-20; Col. 1:18; Eph. 5:23-24; I Peter 5:1-4; Acts 15:22, Jude 3, 4; II Cor. 8:23-24, I Cor. 16:1; Mal. 3:10; Lev. 27:32; I Cor. 16:2; I Cor. 6:1-3, I Cor. 5:11-13

XIV. Baptism and the Lord's Supper - We believe that two ordinances have been committed to the local church: baptism and the Lord's Supper (Acts 2:38-42). Christian baptism by immersion (Acts 8:36-39) is the solemn and beautiful testimony of a believer showing forth his faith in the crucified, buried, and risen Savior, and his union with Him in death to sin and resurrection to a new life (Romans 6:1-11). It is also a sign of fellowship and identification with the visible Body of Christ (Acts 2:41-42). We believe that the Lord's Supper is the commemoration and proclamation of His death until He comes; and should be always preceded by solemn self-examination (1 Corinthians 11:28-32). We also believe that, whereas the elements of Communion are only representative of the flesh and blood of Christ, participation in the Lord's Supper is nevertheless an actual communion with the risen Christ, who indwells every believer, and so is present, fellowshiping with His people (1 Corinthians 10:16).

Acts 8:36-39; Matt. 3:6; John 3:23; Rom. 6:4-5; Matt. 3:16; Matt. 28:19; Rom. 6:3-5; Col. 2:12; Acts 2:41-42; Matt. 28:19-20; I Cor. 11:23-28

XV. The Perseverance of the Saints - We believe real believers endure to the end and that their persevering attachment to Christ is the grand mark that distinguishes them from superficial professors. We believe God watches over each believer's welfare; and that he/she is kept by the power of God through faith unto eternal salvation.

John 8:31-32; Col. 1:21-23; I John 2:19; Matt. 13:19-21; Rom. 8:28; Psa. 121:3; Heb. 1:14; I Peter. 1:5; Phil. 1:6; John 10:28-29; Rom. 8:35-39

XVI. The Righteous and the Wicked - We believe there is a radical and essential difference between the righteous and the wicked. We believe only those justified by faith in the name of the Lord Jesus, and sanctified by the Spirit of our God are truly righteous in His esteem, while all such as continue in impenitence and unbelief are in His sight wicked, and under the curse. We believe this distinction holds among men both in and after death, in the everlasting felicity of the saved and the everlasting conscious suffering of the lost.

Mal. 3:18; Gen. 18;23; Rom. 6:17-18; Prov. 11:31; I Peter 1:18; Rom.1:17; I Cor. 15:22; Acts 10:34-35; I John 2:29; Rom. 6:16; I John 5:19; Gal. 3:10; Rom.7:6; Rom. 6:23; Prov.14:32; Luke 16:25; Matt.25:34,41; John 8:21, Luke 9:26; John 12:25, Matt.7:13-14

XVII. Civil Government - We believe civil government is of divine appointment for the interests and good order of human society. We believe magistrates are to be prayed for, conscientiously honored and obeyed in all things except those opposed to the will of our Lord Jesus Christ, who is the only Lord of the conscience, and the coming Prince of kings of the earth.

Rom. 13:7; II Sam. 23:3; Ex. 18:21 -22; Acts 23:5; Matt. 22:21; Titus 3:1; I Peter 2:1-14; Acts 4:19-20; Dan. 3:17-18; Matt. 10:28; Matt. 23:10; Phil. 2:10-11; Psa.72:11, I Peter 2:17

XVIII. The Resurrection and Return of Christ and Related Events - We believe and accept the sacred Scriptures upon these subjects at their face and full value. Of the resurrection, we believe that Christ rose bodily on the third day and that He alone is our merciful and faithful high priest in things pertaining to God. We believe Jesus Christ will return someday for the living saints along with those dead in Christ - bodily, personally, and visibly. We believe the Lord God shall give unto Him the throne of His Father David and Christ shall reign a thousand years in righteousness until He hath put all enemies under His feet.

Matt. 28:6-7; Acts 24:39; John 20:27; 1 Cor. 15:4; Mark 16:6; Luke 24:2-7; Acts 1:9, 11; Luke 24:51; Mark 16:19; Rev. 3:21; Heb. 8:1; Heb. 12:2; Heb. 8:6; I Tim. 2:5; I John 2:1; Heb. 2:17; Heb. 5:9-10; John 14:3; I Thess. 4:16; Matt.24:27, 42; Heb. 9:28; I Cor. 15:42-44, 51-53; I Thess. 4:17; Phil. 3:20-21; Luke 1:32; I Cor. 15:25; Isa. 11:4-5; Psa. 72:8, Rev. 20:1-4; Rev. 20:6

XIX. Missions - We believe the command to give the gospel to the world is clear and unmistakable and this Commission was given to the churches.

Matt 28:18-20; Mark 16:15; John 20:21; Acts 1:8; Romans 10:13-15

XX. The Grace of Giving - We believe Scriptural giving is a spiritual discipline that every believer should participate in, and should be done with glad and generous hearts, in love as an act of worship.

2 Corinthians 8:7; 1 Corinthians 16:2; Hebrews 7:2,4; Leviticus 27:30; Malachi 3:10; Acts 4:34,35,37

3.3 STATEMENT ON MARRIAGE AND SEXUALITY

We believe that God created all things to display His immeasurable glory (Colossians 1:16). The pinnacle of God's creation was a man and woman (male and female) created in His image (Genesis 1-2). From the very beginning, God established the institution of marriage between a man and woman as an unchanging and permanent part of the display of God's glory in the world (Genesis 2:18-25; Ephesians 5:22-33).

Therefore, we believe that God is the only one who can define, explain, and set boundaries on marriage and sexuality. We, then, must follow God's purposes and design rather than any culture, organization, or government.

We believe that God wonderfully and immutably creates each person as male or female, and this gift of gender is part of the goodness of God's creation. These two distinct, complementary genders together reflect the image and nature of God (Genesis 1:26-27). So, we believe that rejection of one's biological sex is a rejection of the image of God within that person and contrary to God's creation and design.

We believe that the term "marriage" has only one meaning: the uniting of one man and one woman in a single, exclusive union, as defined in Scripture (Genesis 2:18-25).

We believe that God intends sexual intimacy to occur only between a man and a woman who are married to each other (1 Corinthians 6:18; 7:2-5; Hebrews 13:4). We believe any form of sexual immorality (including but not limited to adultery, fornication, homosexual behavior, bisexual conduct, bestiality, incest, and use of pornography) is sinful and offensive to God (Matthew 15:18-20; 1 Corinthians 6:9-10).

Yet, we believe that God offers redemption and restoration to all who confess and forsake their sin, seeking His mercy and forgiveness through Jesus Christ (Acts 3:19-21; Romans 10:9-10; 1 Corinthians 6:9-11). As a church, we believe that every person must be afforded compassion, love, kindness, respect, and dignity (Mark 12:28-31; Luke 6:31). We believe that compassion

and kindness come most importantly not by condoning sin or by ignoring God's commands in Scripture, but by calling sinners to repent of their sin and to believe in Jesus. Therefore, it is our desire to help those who struggle with sexual sin, seeking to love people in Jesus' name, and pointing all people to Jesus' power to forgive and to heal. Hateful and harassing behavior or attitudes directed toward any individual are to be repudiated and are not in accord with Scripture or the doctrines of North Florida Baptist Church.

3.3.1 Our Faith-Based Policy

We believe that in order to preserve the function and integrity of our church as the local Body of Christ and to provide a biblical role model to the church's members and the community, it is imperative that all persons employed by this church and its associated ministries in any capacity, or those who serve as volunteers in certain areas as determined by the elder body, agree to in writing to abide by this Statement on Marriage, Gender, and Human Sexuality (Matthew 5:16; Philippians 2:14-16; 1 Thessalonians 5:22).

3.3.2 Membership, Leadership, and Staff

- I. Every pastor, minister, or employee hired by the church shall affirm their agreement with our church's statement on Marriage, Gender, and Human Sexuality and conduct themselves in a manner that is consistent therewith.
- II. Church leaders, teachers, and members are expected to teach and live in a manner that is consistent with this policy.
- III. The pastors, staff, and elders of this church shall be subject to dismissal for violating this Statement on Marriage, Gender, and Human Sexuality by officiating at a marriage ceremony that violates the letter or spirit of this policy.

3.3.3 Applicants for a Wedding Performed by Church Staff

- I. Applicants wishing to have a ceremony performed by a minister of the church shall affirm this Statement on Marriage, Gender, and Human Sexuality and shall conduct themselves in a manner that is consistent therewith.
- II. Applicants shall participate in premarital counseling by one of the pastors employed by this church or other persons who, in the sole opinion of the Elder Body designee of the church have the appropriate training, experience, and spiritual understanding to provide such counseling. All pastoral staff, counselors, or other persons providing premarital counseling shall affirm this Statement on Marriage, Gender, and Human Sexuality.

3.3.4 Use of Facilities

- I. Any marriage performed on church premises shall be officiated by an ordained or duly licensed minister. Any official not employed by this church shall serve at the discretion of the Elder Body designee.
- II. Ministers officiating marriage ceremonies on church premises, whether or not employed by the church, shall affirm their agreement with this Statement on Marriage, Gender, and Human Sexuality adopted by this church and conduct themselves in a manner that is consistent therewith.
- III. The Body of Elders will adopt a policy regarding when the church or church staff can conduct a wedding and who is qualified to enter into marriage and the use of facilities that is consistent with the Statement of Marriage and Sexuality and the other Sections of these Bylaws.

3.4 STATEMENT ON THE SANCTITY OF HUMAN LIFE

We believe that all human life is sacred and created by God in His image. Human life is of inestimable worth in all its dimensions, including pre-born babies, the aged, the physically or mentally challenged, and every other stage or condition from conception through natural death. We are therefore called to defend, protect, and value all human life (Ps 139).

ARTICLE IV: CHURCH MEMBERSHIP

Membership of the Church shall be open to all persons who confess faith in the Lord Jesus Christ as personal Savior, who demonstrate regeneration by a life consistent with their profession and with the views of faith, doctrine, and practice of the Church, who have followed the Lord in believer's baptism by immersion (unless otherwise approved by the Congregational Elders due to physical limitations) and who are received into membership according to the policy established by the Elders. Members must be at least eighteen (18) years of age to vote. Standards and responsibilities of membership are developed by the elders in the Membership Commitments.

- I. **Failure to Maintain Member Commitments.**
 - a. Separate and apart from the process of church discipline, and at the discretion and approval of the elder body, members who have not maintained the commitments of church membership as specified in these Bylaws and in the Operational Standards document for a period of six months or longer may be removed as a member of the Church.

ARTICLE V: MEETINGS OF CHURCH MEMBERS

Members shall meet regularly with the congregation for the purpose of worship, fellowship, and mutual encouragement. The ordinances of Baptism and the Lord's Supper shall be observed on a regular basis. The annual meeting of the Church shall be no later than 45 days after the end of the fiscal year and shall include a summary of the budget approved by the elders. In addition to the annual meeting, church meetings may be called at any time at the request of the Elders.

Those admitted to church membership do not constitute a legislative body, nor do they constitute corporate members, and they cannot vote, pass resolutions binding upon North Florid Baptist Church, nor shall they have any equity in the real property of North Florida Baptist Church, or rights to vote on its disposal, except any vote specifically provided in these Bylaws, the Articles of Incorporation, or as specifically provided by the elders. Said property of North Florida Baptist Church is dedicated to religious and charitable purposes as outlined in the Articles of Incorporation. Member voting shall occur at an in person meeting to consider the following:

- I. Affirmation of elder candidates including the Lead Pastor.
- II. Purchase of land and real estate.
- III. Amendments to these Bylaws.
- IV. Approval and future amendments to Membership Commitments.

Unless otherwise specified in these Bylaws, all matters subject to a vote of the members shall be decided by a majority of a congregation's members voting, where a quorum of ten percent (10%) of the congregation's members vote.

ARTICLE VI: CHURCH DISCIPLINE

The threefold purpose of church discipline is to glorify God by maintaining purity in the local church, to edify believers by deterring sin, and to promote the spiritual welfare of the offending believer by calling him or her to return to a biblical standard of doctrine and conduct.

Discipline is never to be done in a harsh, vengeful, or self-righteous manner. It is always to be carried out in humility and love, with the goals of restoring someone to a close walk with Christ (Matt. 18:15; Gal. 6:1), protecting others from harm (1 Cor. 5:6), and showing respect for the honor and glory of God's name (1 Pet. 2:12).

Church discipline shall be carried out by the Elder Body in accordance with the Constitution and By-Laws and as explained in our Membership Commitments developed by the Elder Body and approved and consented to by the members. In the event of any disagreement of the Membership Commitments with these Bylaws, the Bylaws shall prevail.

Each member of the Church agrees that there shall be no right to appeal to any federal, state, or municipal court or any governmental entity because of a discipline process or removal.

ARTICLE VII: CHURCH OFFICERS

7.1 CHURCH ELDERS, OFFICERS, AND DEACONS | OFFICERS

7.1.1 Definitions

- I. **Elders** – Elders are the men that are called, equipped, and qualified to lead the church to follow and obey Jesus, who is our Head. The Bible also uses the terms “pastor” or “overseer” to describe this position. Elders shall fulfill the role of Directors for the corporation.
 - a. **Lay Elders** – These elders who are not employed by the church as staff elders.
 - b. **Staff Elders** – Those elders who are employed by the church to perform pastoral duties. Serving in a position that performs pastoral duties does not by itself meet the qualification to serve on the Elder Body.
- II. **Deacons** – These are Biblical-qualified church members who support the elders in order to promote the preaching of the Word, help with the care of the church members, and serve with other needs as requested by the elders.
- III. **Lead Pastor** – The Lead Pastor is a Staff Elder who is the chairman of the elder body.
- IV. **Registered Agent** – The person who fulfills the duties as set forth in Section 617.0501, Florida Statutes. This person is appointed by the Elders.
- V. **Officers of the Church** – The officers of the church shall be Elders and Deacons. Officers of the Corporation shall be appointed by the Elders.
- VI. **Officers of the Corporation** – Corporate officers shall include the chairman, vice chairman and secretary. The Chairman shall be filled by the Lead Pastor. Vice Chairman shall be a lay elder. The Elder Body shall annually affirm the corporate officers.

7.1.2 Leadership Nomination Process

- I. This process of selection and of confirmation must never compromise the requirements of the office to ensure the provision of an adequate number of candidates. During the course of the year, members shall submit the names of members as prospective candidates for the offices of elder, or deacon. Individuals whose names are submitted no later than three months prior to the November membership meeting will be considered by the Elder Body for inclusion on the ballot at that meeting. Such consideration shall only be on the basis of the biblical qualifications for the office in question. The Elder Body may consider individuals at other times to fill a vacant position or to expand the current leadership.
- II. The Elder Body will develop a process to review and consider men for the office of Elder and Deacon, which will include a level 2 background check. As part of this

process, the Elder Body will review and prayerfully consider the names of those nominated by the congregation or by an elder, seeking to consider the candidate's call to and fitness for church leadership.

- III. As led by the Holy Spirit, the Elder Body will present a list of proposed nominees to the congregation for their prayerful consideration. This list will be made available to the congregation no later than one month prior to the membership meeting at which the election will take place. During this time, the congregation is encouraged to consider each individual's fitness for church leadership as measured against scriptural qualifications. Concerns or questions regarding one or more proposed nominees should be made known to one or more current elders within two weeks of the posting of the list.
- IV. In the absence of credible concern for the candidate's fitness for leadership, candidates will be nominated for the office of elder, or deacon and will appear on the ballot at the next membership meeting.

7.1.3 General Elections

- I. A general election for open positions on the elder and deacon body is held annually.
- II. Election for each candidate is by a three-fourths vote of at least ten percent of the church membership.
- III. For the purposes of the general election, Absentee ballots are not allowed.
- IV. Only members who are on the active membership list as approved by the elders will be eligible to vote. Ballots will be picked up by the active members at the meeting for the election. Voting shall be by secret ballot.
- V. Elders and Deacons can serve a second term if properly elected. They cannot serve more than two consecutive terms. After a one-year absence from the board, they may be reconsidered for additional terms subject to the two-consecutive term limit. This term limit does not apply to the position of Lead Pastor.

7.1.4 Special Elections

- I. Special elections may be called by the Elder Body as needed throughout the year to fill vacancies for the positions of elders and deacons.
- II. Special elections must follow the same rules as in General Elections above.

7.1.5 Pastoral Search Committee

- I. The Elder Body appoints a Pastoral Search Committee whenever the Lead Pastor position is vacant and needs to be filled. The Pastor Search Committee is to be comprised of a variety of church members. The elders will provide instructions about the qualifications and process to be followed.

- II. The Committee presents candidate(s) for review and approval by the Elder Body. All Elders will conduct additional reviews and interviews as necessary. The Elders must have at least seventy-five percent vote of all lay elders to approve the candidate.
- III. The Elder Body brings the approved candidate to the membership for its vote.

7.1.6 Lead Pastor Elections

- I. A candidate for the office of Lead Pastor is voted on at a congregational meeting called for that purpose and announced at least a minimum of two weeks in advance.
- II. Election is by a three-fourths vote of at least ten percent of the church membership following all the guidelines in paragraph 12.1.3 above.

7.1.7 Removal

- I. **Resignation:** An officer may resign his office at any time if he is no longer able to discharge the duties of the office. They should resign in writing to the Elder Body.
- II. **Accountability and Grievance:** All individual officers are accountable to the Elder Body. Where a grievance exists against an officer such grievance may be brought before the Elders as set forth in the Elders Operational Policy. The Elder Body will conduct a thorough investigation and consider if the grievance is true and substantial. The Elder Body has the power to suspend the officer by a majority vote pending the conclusion of the investigation. Any decision regarding the discipline of an elder or deacon will be made by the Elder Body eligible to vote. Any elder being investigated shall not participate in the investigation or vote. An officer shall be removed from office by a 2/3 majority vote of the Elder Body (75% quorum) in the following instances (an illustrative, not exhaustive, list): moral impropriety; doctrinal error; bringing reproach upon the name of Christ and/or North Florida Baptist Church; incompetency; disunity with the rest of the elders; and any other failure that would fall under the category of actions that demand church discipline as determined by the Elder Body. In the case of the Lead Pastor, only the lay elders may vote for any suspension (majority vote with 75% quorum of lay elders), or discipline or removal (2/3 majority vote with 75% quorum of lay elders). If a staff elder is terminated as an employee of the church by the Lead Pastor, then they are automatically removed from the elder body. In the absence of the Lead Pastor, the elder body has the authority to terminate the employment of a staff elder.

7.1.8 Lead Pastor

- I. The Lead Pastor is a man who, in response to God's call upon his life, has devoted his vocational life to the ministry of the Word and prayer in service to the Church. He must be a man of true Christian experience and established character. He will qualify for the office according to the standards of I Timothy 3:2-7 and Titus 1:6-9. He will, upon

accepting the call of the church, become a member of the church and be in full accord with its Statement of Faith. He will be a voting member and chair of the Elder Body. The Lead Pastor of this church is called and financially supported by the church membership (I Timothy 5:17- 18; Galatians 6:6).

- II. The call of a staff Pastor/Elder may take place at any regular or special business meeting. A staff Pastor/Elder must receive a three-fourths vote of at least ten percent of the church membership at such a meeting and will be called for an indefinite period of time.
- III. **Accountability.** The Lead Pastor is a mutually submissive member of the Elder Body, and accountable to the Elder Body. The purpose of accountability is to guard doctrine, protect from personal sin, help improve personal and professional growth, and evaluate leadership and the health of the church. Other members of the Pastor/Elder staff, though also accountable to the Elder Body, operate under the day-to-day supervision of the Lead Pastor.
- IV. **Compensation of Lead Pastor.** The Lay elders will set the salary of the Lead Pastor, and determine the benefits offered. The Lay elders also have the power to raise or decrease the compensation of the Lead Pastor. All votes regarding Lead Pastor compensation shall be decided by a majority vote in favor of all Lay elders present at the meeting. North Florida Baptist Church is an at-will employer.

7.2 PASTORAL STAFF

- I. The Lead Pastor shall direct other church and administrative staff. If a new position is needed and an alteration of the budget is required for that position, the Lead Pastor will make that recommendation to the Elder Body, and the elders will vote on that recommendation.

7.3 ELDER BODY

- I. **Composition:** The Elder Body shall be composed of at least three men, both Lay Elders and staff Elders, with the total number set by the Elders as determined by the needs of the church and the availability of qualified men to serve. There shall be a majority of Lay Elders serving on the Elder Body. An Elder shall serve a 3-year term.
- II. **Term Length** The term length and numerical requirements may be set aside on a temporary basis for a stated, limited time, as the need arises, by a vote of the elder body.
- III. **Qualifications:** Elders and candidates for the office of elder must be men who meet the qualifications of Scripture, specifically I Timothy 3:1-7, Titus 1:6-9, and I Peter 5:1-4. The

Elder Body shall provide the interpretation for each characteristic. Candidates for the office of elder must be members of the church.

- IV. **Responsibilities:** The primary responsibility of Elders is to provide oversight of the church and to shepherd the flock of God (I Peter 5:1-2).
- a. They shall be responsible for the stewardship of truth in the teaching of the church and for guarding against false doctrine (Acts 6:1-7, 20:26-32; I Timothy 3:2, 5:17).
 - b. They shall be responsible for determining the spiritual direction of the church and care of the church (Hebrews 13:17).
 - c. They shall establish ministry-wide policies and church-specific policies (1 Peter 5:2-3).
 - d. They shall ensure the integrity of the ordinances of the church and the ordination of those called into the ministry (1 Corinthians 11:17-34; 1 Timothy 4:14; 5:22; 2 Timothy 1:6).
 - e. They shall oversee and administrate church discipline (1 Corinthians 5:9-13; 1 Timothy 1:18-20; 2 Timothy 2:16-18; Titus 3:10).
 - f. They shall oversee the appointment and process of nominating potential officers of the church (Titus 1:5).
 - g. They shall oversee and appoint a search committee when a lead pastor is needed.
 - h. They shall oversee and approve the budget, as well as any restricted and unrestricted funds expenditures (Acts 4:35; 1 Corinthians 16:1-4; 2 Corinthians 8:19-22).
 - i. They shall approve all ministry partnerships (3 John 5-8).
 - j. They shall approve all loans incurred by the ministry and all sales, transfers, leases, and dispositions of real property of the ministry.
 - k. They shall approve the termination, sale, or transfer of any ministry and shall approve any decision regarding a ministry becoming independent of the church.
- V. **Organization:** The Elder Body shall organize itself as it determines best to shepherd the flock and accomplish the mission of the church and shall review the way it is organized at least once each year to ensure the needs of the church are being addressed properly. The organizational structure may include establishing positions of oversight such as those responsible for specific ministries, operations, and administration subcommittees, and others as deemed necessary. The Elder Body shall elect each year a vice-chairman from its lay members, and elect a secretary, which may or may not be an elder. The chairman will call meetings and preside over the Elder Body. The vice-chair may call a meeting of elders in the absence of a Lead Pastor or if the Lead Pastor is on a leave of absence. If two elders are in agreement, a meeting may be called without the approval of a chair or vice-chair.
- VI. **Decision-Making Process:** The Elder Body will approach decisions in prayerful dependence on the Holy Spirit. The goal of the elder body in decisions will be unity. If an elder has reservations about an issue, and subsequent discussion does not resolve those reservations, the Elder Body may postpone the decision, study more, and pray before making a final decision.

- a. A quorum shall consist of at least two-thirds of the members of the Elder Body.
 - b. Unless specifically provided in this document, a vote of the elders is by a simple majority of those present. This presumption also applies to votes that are just of the lay elders.
 - c. Only lay members of the Elder Body may vote on salary and related benefits for the staff Pastor/Elders.
- VII. **Authority:** The authority of the Elder Body shall be collective. Elders' interaction with pastors or staff must recognize the lack of authority vested in any individual except when explicitly authorized by the Elders. Elders' interaction with the public, press, or other entities must recognize the same limitation and inability of any Elder to speak for the Elder Body except to repeat explicitly stated Elder Body decisions.
- VIII. **Ad Hoc Committees:** The Elder Body has the authority to create ad hoc committees and positions to which it may delegate any aspect of its responsibility. The Elder Body may also dissolve any ad hoc committee or position which it created. The Elder Body also has the authority to appoint members of the church to serve as members of such committees and to act as its agents in such positions.
- IX. **Meetings:** The Elder Body will meet at least once a month unless otherwise agreed. It will meet with the church family as often as necessary to communicate and interact with the church family. Meetings may be in person or virtual.

7.4 DEACONS

- I. **Qualifications:** Deacons must meet the qualifications of Scripture, specifically I Timothy 3:8-13 and Acts 6:1-3. The Elder Body shall provide the interpretation for each characteristic.
 - a. Candidates for the office of Deacon must be members of the church for at least one year.
- II. **Responsibilities.** The New Testament words which refer to a Deacon simply mean servant and service. The role of the Deacon is one of serving. In that regard: The primary role of the Deacons is to assist the Elders so that they can devote their time to the oversight and shepherding of the church (Acts 6:1-6).
- III. **Accountability.** The Deacons are accountable to the Elder Body which will have the responsibility of overseeing the Diaconate.
- IV. **Meetings.** The Deacons are not a board and are not required to meet as such.
- V. **Organization.** The Diaconate will be organized according to the current needs of the church as determined by the Elder Body. Members of the Deacons will be available to serve on ministry teams, committees, commissions, or in other capacities the Elder Body deems necessary.

7.5 EMERGENCY POWERS

An “emergency” exists for the purposes of this section if there is a catastrophic event that significantly impacts the church, and a quorum of the Elders cannot readily be obtained because of the catastrophic event. The emergency ends when a quorum of the Elders can be readily assembled. A meeting can be called by any elder in accordance with this provision. In the event of an emergency, the Elder Body may (a) modify lines of succession to accommodate the incapacity of any Elder, officer, employee, or agent; and (b) relocate the principal office, designate alternative principal offices or regional offices, or authorize employees to do so. During an emergency, a notice of a meeting of the Elders only needs to be given to those Elder Body members for whom such notice is practicable. The form of such notice shall be by any reasonable means during the duration of the emergency. One or more executive-level ministry staff members or deacons present at a meeting of the Elder Body may be deemed temporary Elders for the meeting, as necessary to achieve a quorum. Corporate action taken in good faith during an emergency binds the Church and may not be the basis for imposing liability on any Elder Body member, officer, employee, or agent of the Church on the ground that the action was not authorized. The Elder Body may also adopt temporary emergency bylaws without a church vote which may include provisions necessary for managing the Church during an emergency including (a) procedures for calling a meeting of the Elders; (b) quorum requirements for the meeting; and (c) designation of additional or substitute Elder Body members. The emergency bylaws shall remain in effect during the emergency and not after the emergency ends.

ARTICLE VIII: EDUCATIONAL MINISTRIES

North Florida Christian School and NFC Academy and other similar educational institutions are ministries of North Florida Baptist Church. These exist because of the vision of North Florida Baptist Church to provide Christian education, both to its local community and to believers worldwide.

8.1 SCHOOL BOARD

- I. **Qualifications:** School Board Members must be followers of Jesus who adhere to the doctrinal statement of North Florida Baptist Church, and who are active members of churches of similar faith and practice. The Elder Body shall provide the interpretation for each qualification.
- II. **Responsibilities.** The Board shall be an appointed body with the responsibility and authority to establish broad operational policies for the school as defined by the elders.
 - a. **Accountability.** The school board is accountable to the Elder Body.
 - b. **Meetings.** The meetings shall be set by the school board chairman.
- III. **Organization.** The Lead Pastor is the chairman of the school board. The elders may choose to appoint another elder or qualified church member to serve in the role of chairman of the school board for a prescribed period of time. This appointee must demonstrate support for the ministries of Christian education at North Florida Baptist Church. They will report directly to the Elder Body. During that prescribed time, when

the Lead Pastor is not serving as chairman, he will be an ex-officio member of the school board.

- IV. The elders will write and adopt a school board charter which will provide further details for the school board's organization and function.

8.2 INDEMNIFICATION

8.2.1 General Provision on Indemnification

Every member of the Body of Elders, Officer, or employee of the Church may be indemnified by the corporation against all expenses and liabilities, including legal fees, reasonably incurred or imposed upon such individuals in connection with any threatened, pending, or completed action, suit, claim or proceeding to which he or she may have become involved with by reason of his or her being or having been a member of the Elder Body, an Officer, or an employee of the Church. A member of the Elder Body, an Officer, or an employee of the Church shall not be indemnified if: (1) they were grossly negligent; (2) if they engaged in intentional misconduct; or (3) If they engaged in a knowing violation of the law or these bylaws.

8.2.2 Insurance

The Church may purchase and maintain insurance, at its expense, to protect itself and any elder, officer, employee or agent or any person who, while as an elder, officer, employee, or agent of the Church, against any expense, liability, or loss, whether or not the Church would have the power to indemnify such persons against such expenses, liability, or loss.

8.2.3 Survival of Benefits

Any repeal or modification of this provision on Indemnification shall not adversely affect any right of any person existing at the same time of such repeal or modification.

8.2.4 Severability

If any provision of this section on Indemnification or any application thereof is determined by any court, tribunal, administrative agency, or other competent supervisory authority, to be invalid, unenforceable, or contrary to applicable law or public policy, the remainder of this article, or the application of such provision to persons or circumstances other than those as to which it is held invalid, unenforceable or contrary to applicable law, shall not be affected thereby and shall continue in full force and effect.

ARTICLE IX: CONFLICT OF INTEREST

9.1 PURPOSE

The purpose of the Conflict of Interest Policy is to protect the Church's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an "interested person" (as defined below) or might result in a possible excess benefit transaction. The policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to nonprofit corporations. The term "Board" refers to the Elder Body and the term "Committee" refers to a committee with elder body delegated powers.

9.2 DEFINITIONS

9.2.1 Interested Person

- I. **General Rule:** Any person who is a "disqualified person" within the meaning of the Treasury Regulation §53.4958-3 is an "interested person" for the purpose of this policy. Thus, any person who is, or during the preceding five years was, in a position to exercise substantial influence over the affairs of the Church is an "interested person." If any individual or entity is an interested person with respect to the Church or entity affiliated with the Church, he or she is an interested person with respect to all affiliated entities.
- II. **Particular Persons:** Any person who is, or who was during the past five years, a director (elder), principal officer, or a member of a committee with elder body-delegated powers, and who has a direct or indirect financial interest, as defined below, is an "interested person." In addition, the spouse, children, grandchildren, siblings, or any spouse of a child, grandchild, or sibling is an interested person. Finally, any business, trust, or estate, where at least 25% of which is owned by one or more interested persons, is itself an interested person. Other factors that will be taken into account when determining whether an individual or entity is an interested person include but is not limited to, being a substantial contributor to the Church or being a key executive who is not an officer.

9.2.2 Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family,

- a) an ownership or investment interest in any entity with which the Church has a transaction or arrangement;
- b) a compensation arrangement with the Church or with any entity or individual with which the Church has a transaction or arrangement; or

- c) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Church is negotiating a transaction or arrangement.

9.2.3 Compensation

Compensation includes direct and indirect remuneration as well as gifts or favors that are substantial in nature. A financial interest is not necessarily a conflict of interest.

9.3 PROCEDURES

9.3.1 Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence and nature of the financial interest and be given the opportunity to disclose all material facts to the board and, if applicable, to the members of the committee with board-delegated powers who are considering the proposed transaction or arrangement. When in doubt, a person is encouraged to disclose and let the board decide how to handle it in light of this policy.

9.3.2 Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

9.3.3 Procedures for Addressing the Conflict of Interest

An interested person may make a presentation at the board or committee meeting, but after the presentation, he or she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

The chairperson of the board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

After exercising due diligence, the board or committee shall determine whether the Church can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest. If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the board or committee shall determine by a majority vote of

the disinterested directors or committee members whether the transaction or arrangement is in the Church's best interest and for its own benefit and whether it is fair and reasonable to the Church.

9.3.4 Violations of the Conflicts of Interest Policy

If the board or committee has reasonable cause to believe that an interested person has failed to disclose actual or possible conflicts of interest, it shall inform the person of the basis for such belief and afford them an opportunity to explain the alleged failure to disclose.

If, after hearing the person's response and making further investigation as may be warranted by the circumstances, the board or committee determines the person has, in fact, failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article X: TRANSACTION OF THE CHURCH

10.1 BOOKS AND RECORDS

North Florida Baptist shall keep correct and complete books and records of account as follows:

- I. Articles of Incorporation and Bylaws shall be kept indefinitely.
- II. Lists of members, elders, and officers shall be kept current.
- III. Minutes shall be kept for a minimum of three (3) years.
- IV. Complete financial books, records of account, and legal documents shall be maintained for such a length of time as deemed appropriate by the Elders.

Records may be available to be inspected by any active member for reasonable purposes at any reasonable time. Requests to view records must be made in writing to the Elder Body who, in their sole judgment, are empowered to determine whether the request is made for a reasonable purpose and therefore approved.

10.2 ADMINISTRATIVE PROVISIONS

- I. **Contracts and Legal Instruments.** Subject to the Article on Conflicts of Interest herein, the Elder Body may authorize an individual officer or agent of the Church to enter into a contract or execute and deliver any instrument in the name of and on behalf of the Church. This authority may be limited to a specific contract or instrument, or it may extend to any number and type of possible contracts and instruments.

- II. **Deposits.** All funds of the Church shall be deposited to the credit of the Church in banks, trust companies, or other depositories that the Elder Body selects.
- III. **Gifts.** The Elder Body may accept on behalf of the Church any contribution, gift, bequest, or devise for the general purposes or any special purpose of the Church including, but not limited to, gifts of money, annuity arrangements, securities, and other tangible and intangible personal property, real property, and interest therein. The Elder Body may make gifts and give charitable contributions that are not prohibited by these Bylaws, the Articles of Incorporation, state law, or any requirements for maintaining the Church's federal and state tax status.
- IV. **Ownership and Distribution of Property.**
 - i. The Church shall hold, own, and enjoy its own personal and real property, without any right of reversion to another entity, except as provided in these Bylaws.
 - ii. "Dissolution" means the complete disbanding of the Church so that it no longer functions as a congregation or as a corporate entity. Upon the dissolution of the Church, its property shall be applied and distributed as follows: (a) all liabilities and obligations of the Church shall be paid and discharged, or adequate provision shall be made therefore; (b) assets held by the Church upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred, or conveyed in accordance with such requirements; (c) assets received and not held upon a condition requiring return, transfer, or conveyance by reason of the dissolution, shall be transferred or conveyed to one (1) or more domestic or foreign corporations, societies, or organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law), and are engaged in activities substantially similar to those of the Church; this distribution shall be done pursuant to a plan adopted by the Elder Body; and (d) any assets not otherwise disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principle office of the Church is then located, for such purposes and to such organizations as said court shall determine, provided such organizations are in agreement with the Church's Statement of Faith and basic form of government.
 - iii. Real Property Acquired by Church. Title to real property of the Church shall be in the name of the Church. Real property may be purchased in the name of or on behalf of the Church with the affirmative vote of the Elder Body. Real property of the Church may be sold, mortgaged, conveyed, transferred, or otherwise disbursed with the affirmative vote of the Elder Body.
 - iv. Approval of Purchases by Elders. The purchases of fixed assets in excess of \$15,000.00 shall be subject to the prior approval of the Elder Body.

Article XI: TRANSITIONAL ARTICLE

Along with approval of these bylaws the church will be asked to approve 2-3 elder candidates presented by the deacons. These elders will serve as the initial Elder Body. These bylaws will not take effect until a minimum of 2 lay elders have been approved by the church.