

# By-Laws

## Article I – Name & Privileges

Section I – Name: This body is known as FIRST BAPTIST CHURCH

Section II – Voting: On all matters that come before the church for action, each member 16 years of age or older is entitled to vote. A simple majority will carry on any matter except as otherwise provided in the Constitution and By-Laws. In situations, such as natural disasters, pandemics, etc, where church members are unable to physically meet, then a credible vendor who can ensure confidentiality and controlled access may be an option for electronic voting.

Section III – Quorum: 60 active members shall constitute a quorum for the transaction of business at any regular or special business meeting of the church.

## Article II – Meetings and Procedures

### Section I – Worship and Work:

- A. For worship, preaching and instruction regular meetings for the entire body and for all people shall be held on the Lord’s Day, as well as additional days as determined by the Senior Pastor. These meetings shall be under direction of the Senior Pastor. Special events and evangelistic meetings may be held during any regular meeting and at other times as determined by the Senior Pastor.
- B. Small Group meetings are to be conducted for the purpose of bible teaching, fellowship, ministry and outreach. These meetings are to be held regularly on the Lord’s Day or as determined by the pastoral staff.
- C. Missions are grounded in the command of Jesus to His disciples, “Go, therefore, and make disciples of all nations, baptizing them in the name of the Father and of the Son and of the Holy Spirit, teaching them to observe everything I have commanded you. And remember, I am with you always, to the end of the age” (Matthew 28:19–20 CSB). Missions discipleship is encouraged to provide opportunities for everyone—preschoolers through adults—to be involved in missions.
- D. The regular morning and evening periods for worship each Lord’s Day shall not be suspended nor said periods used by any person or organization for any other purpose than the regular and customary service for worship, unless approval has first been obtained from the Senior Pastor.

Section II – Lord’s Supper: The Lord’s Supper shall be observed during any regular worship service the Senior Pastor may choose.

Section III - Regular Business Meetings: The regular, quarterly business meetings will be held during the second week of April, July, October, and the annual meeting in January. The proposed budget for the next calendar year shall be presented at the October business meeting.

Section IV - Annual Business Meeting: The annual business meeting will be held on Wednesday following the third Sunday of January.

Section V - Special Business Meeting: Special business meetings may be called by the Senior Pastor or the Chairman of the Trustees, provided notice of the special meeting has been announced at two prior regular meetings of the church, except as otherwise provided in these by-laws.

Section VI – Procedure:

- A. Regular and annual church business meetings are to be preceded by question and answer times relating to the specific church business being presented at the upcoming meeting. The purpose of the question and answer times are to provide an opportunity for the body to understand the stated business of the Church. The date and times of the question and answer periods may be set by the moderator and shall be announced to the church a reasonable amount of time before the meeting. There will be no question and answer times provided during the regular and annual church business meetings.
- B. All other questions of procedure not provided for in these by-laws shall be determined according to Robert Rules of Order.

## Article III – Organization

Section I – Pastors, Offices and Committees: All pastors, officers, and committee members shall be members of the church in good standing. The Senior Pastor shall become a member as soon as practical after being called.

**A. Senior Pastor:**

- 1) **Qualifications:** The Senior Pastor shall satisfy the qualifications for the office of pastor set forth in 1 Timothy 3:1–7, Titus 1:6–9, and the church constitution’s Statement of Faith.
- 2) **Duties:** The Senior Pastor shall be the spiritual leader of the church and shall perform all of the scriptural duties of his office under the guidance of the Holy Spirit. (Act 6:1-4). Shall be the under shepherd of the church body having the general development and welfare under his concern and counsel. In addition to the above written the Senior Pastor shall:
  - a. Preach, teach, and train from the word of God (Titus 1:9)
  - b. Model Christian character (1 Timothy 3:1-7; 1 Peter 5:3)
  - c. Lead the church body evangelically in obedience to the Great Commission. (Matthew 28:16-20)
  - d. Provide pastoral care for the congregation and community. (1 Peter 5:1-4)
  - e. Lead and conduct worship services on a regular basis, administer the ordinances, re-schedule service times as necessary during times of holidays, emergencies, and extensive circumstances.
  - f. Give guidance and direction to the pastoral staff, office staff, Deacons and lay committees to accomplish the goals, plans and visions for the spiritual growth and discipleship of the congregation.

- g. Senior pastor shall be an ex-officio member of all organizations, departments, and committees; may recommend a special meeting according to procedures set forth in the by-laws and personnel and procedures.
  - h. The Senior Pastor shall, in association with the Personnel Committee recruit, interview, recommend new personnel and dismissal of staff members, if the need arises.
- 3) **Calling the Senior Pastor:** Notice of a meeting for vote to call a Senior Pastor shall be read from the pulpit, by a member of the Personnel Committee, on the two successive primary worship services, prior to the meeting. A vote of a minimum 75% (seventy-five percent) of the total votes cast shall be necessary to extend a call to anyone under consideration. The Senior Pastor shall serve indefinitely at the will of the church.
- 4) **Retirement:** Senior Pastor shall seek the counsel of the Leadership Council and Personnel Committee in the timing of his retirement and the public announcement thereof.
- 5) **Termination:** The Personnel Committee may recommend, with counsel from the Leadership Council, to terminate the services of the Senior Pastor for the following reasons:
- a. Falling in to sinful and worldly practices without repentance
  - b. Engaging in conduct that could hinder the purpose of the church
  - c. Teaching doctrine inconsistent with the Holy Bible
  - d. Gross neglect of duties
  - e. Resignation
  - f. Death or disability that renders him unable to perform his duties.
- Recommendation to the church body for termination shall take place at a special called business meeting, with a 1 (one) week notice. Termination must have a 75% (seventy-five percent) vote of those attending.
- 6) **Interim:** Senior Pastor duties may be filled by an interim qualified pastor from outside the church membership, until the Senior Pastor Search Committee can complete the search and hiring process. A vote to name the Interim Senior Pastor shall take place at a special called business meeting (Article II, V). In Senior Pastor absence of less than 60 days, the Personnel Committee, with counsel from the Leadership Council, may approve a qualified pastor on staff to temporarily fill the responsibilities of the Senior Pastor.
- B. **Pastoral Staff:** Pastors are to be men who are called by God to support the Senior Pastor in the work of shepherding the church in accordance with New Testament teaching.
- 1) **Qualifications:** All pastoral staff shall meet the same qualifications as the Senior Pastor.
  - 2) **Hiring/Termination:** The hiring and termination of pastoral staff shall be done in accordance with the policies and procedures laid out by the Personnel Committee.
- C. **Officers:** The officers in a local New Testament church are Pastors (same office is variously called bishop, elder or pastor) and Deacons—Philippians 1:1. These two offices are covered in Article III, Section A&B (Senior Pastor, Pastoral Staff) and Article IV (Deacons). Other officers are included herein for legal and administrative purposes.

If the Senior Pastor and the Personnel Committee decide to fill an officer position with a paid staff member they may do so. In this case the position will be hired and removed in compliance with the Personnel Committee policies and procedures.

If the Senior Pastor and the Personnel Committee decide not to fill an officer position with a paid staff member the position may be held by a volunteer. Volunteer officer positions will be nominated by the Nominating Committee to serve for a three-year term and elected at the third quarter business meeting. Newly elected officers shall be effective the 1st day of the fiscal year. Volunteer officer positions may be eligible for re-election after a one-year lapse. Nominating Committee may recommend, with counsel from the Leadership Council to terminate the services of a specific officer for any reason it deems to be in the best interest of the church body. Such action shall take place at a primary weekly worship meeting, with a 2 (two) week notice to the church body. If an officer position becomes vacated the position shall be filled at the next scheduled business meeting.

- 1) **Moderator:** The Senior Pastor may be the moderator. If the Senior Pastor chooses not to be the moderator, then one shall be named by the Senior Pastor. The moderator will preside at all business meetings and render such service as requested by the Senior Pastor and the church. In the absence of the moderator, the chairman of the trustees shall serve as moderator; in the absence of both, the chairman of the deacons shall serve as moderator.
- 2) **Treasurer:** The Treasurer shall oversee the processes by which all approved bills are properly paid when due. The Treasurer shall have access to all accounting records for each of the various funds of the church. The Treasurer shall oversee and assure that all offerings, collections, donor reporting, and accounting are handled in an excellent manner regarding accuracy, receipts, expenditures safety, contingencies, and trustworthiness. Financial statements shall be viewed monthly. Quarterly and year to date financial statements shall be presented to the church during business meetings. The Treasurer shall be bonded in such amount as the trustees shall designate. The Treasurer shall be an ex officio member of the Finance Committee.
- 3) **Trustees:** The Trustees shall be elected for a three-year term, one third (as nearly as possible) being elected yearly at the annual business meeting. The number of Trustees will be determined by the church in accordance with the numbers prescribed in Article VI of the Constitution. Trustees may be elected and serve for two terms and following a one-year lapse be eligible for re-election. The Trustees shall have powers conferred and duties imposed as set forth in Article VI of the Constitution and in these by-laws. The Chairman of the Trustees will also hold the title of "President" of the corporation. The Secretary of the Trustees will also hold the title of "Secretary" of the corporation.
- 4) **Clerk:** The Clerk shall maintain a record of all actions of the church for the secretary of the corporation and shall be the custodian of such records. The Clerk shall maintain a register of the church membership, with the date and manner of each admission and dismissal. The Clerk will also hold the title of "Assistant Secretary" of the corporation. All records are church property and shall be maintained securely according to church record retention requirements.

- 5) **Financial Secretary:** The principal duties of the Financial Secretary shall be to account for all monies received, assure that members' contribution records are maintained properly, oversee the preparation of and sending of contribution records to members at least annually, verify deposit funds received in the bank designated by trustees. The Financial Secretary shall be bonded in such amount as the trustees shall designate. The Financial Secretary may select a group of church members to assist as needed.

**D. Committees:**

- 1) The necessary committees and their duties for the work of the church shall be approved by the church at the third quarter business meeting, except as provided in Article IV. Newly elected committee members shall be effective the 1st day of the fiscal year. Nominations for members of committees shall be distributed at the third quarter meeting. Committees shall be added or deleted by vote of the church upon recommendation of the Nominating Committee.
- 2) Minutes of all committee meetings shall be recorded, and a copy sent to the church clerk for required filing.
- 3) Detailed descriptions of the duties and responsibilities of each committee shall be maintained by each respective committee in Article III(VI)(D) and then retained by the Nominating Committee.
- 4) At the first committee meeting each committee shall elect a chairman, vice chairman and secretary.
- 5) Standing Committees
  - a. **Nominating Committee:** The Nominating Committee shall consist of seven (7) members elected for a three-year term, one third (as nearly as possible) being elected yearly at the third quarter business meeting. This committee shall be responsible for vetting and nominating persons for all committees and church officers (except paid staff) and will be responsible for removing a committee member. It shall also be responsible for filling vacancies in any of these positions until the next third quarter business meeting. Committee members may serve for one term and following a one-year lapse be eligible for re-election.
  - b. **Personnel Committee:** The Personnel Committee shall consist of five (5) members elected for a three-year term, one third (as nearly as possible) being elected yearly at the third quarter business meeting. Committee members may serve for one term and following a one-year lapse be eligible for re-election. The duties of the Personnel Committee are to assist the Senior Pastor with staffing, making final approval on financial aspects on Senior Pastor staffing recommendations, approval of proposed pay changes and to provide a proposed personnel budget to the Finance Committee for the annual budget.
  - c. **Finance Committee:** The Finance Committee shall consist of five (5) members elected for a three- year term, one third (as nearly as possible) being elected yearly at the third quarter business meeting. Committee members may serve for one term and following a one-year lapse be eligible for re-election. The Committee shall work within church's financial policies to administer the approved budget. The principle duties of the Finance Committee, in association with the church administration, shall include direction of financial matters of the

church, signing checks, monthly review of giving and spending, preparation of the annual budget for presentation to the church at the third quarter business meeting. The Finance Committee shall coordinate and oversee an annual audit of the church financial records and report the results to the church body at the next scheduled business meeting after the audit has been completed. The audit is to be completed according to U.S. Generally Accepted Accounting Principles (GAAP) Reporting Guidelines and performed by a Certified Public Accounting Firm. The accounting firm chosen by the Finance Committee shall not have any personal affiliation with any member of the Finance Committee. The type of audit may be changed, if approved by the Finance Committee and church body.

- d. **Pastor Search Committee:** When a vacancy occurs, a Pastor Search Committee consisting of five (5) members shall be recommended to the church by the Nomination Committee. Two alternate members shall be named in the event any one of the elected members is unable to fulfill his responsibilities. The various organizations of the church should be considered when nominating members for this committee. This committee shall with the aid of affiliated denominational offices and the church congregation, seek out and interview candidates for the position of Senior Pastor. The committee shall determine the qualifications of the candidate, using Article III(VI)(A) and present to the church only one candidate at a time. The committee shall formulate terms for the call-in consultation with the Finance Committee.
  - e. **Leadership Council:** Leadership Council shall be responsible for giving counsel to the Senior Pastor on matters pertaining to his strategic direction for the church, including those matters stated in article III, section VI, paragraph A, and giving feedback to the Senior Pastor on a regular basis. The Leadership Council shall consist of the chairman of the Personnel Committee, the chairman of the Finance Committee, the chairman of the Trustees, the chairman of the Nominating Committee and 3 members appointed by the Senior Pastor. The chairman of each of the committees on the Leadership Council may delegate this position to the vice-chairman of their committee.
- 6) **Non-Standing Committees:** A Non-Standing Committees is a committee that can be created and/or discontinued with a majority vote at a regular business meeting. Non-Standing committees can be created for a specified period of time. Non-Standing Committees may be nominated by the Nominating Committee and approved by the church body at any regular business meeting. Each such committee shall consist of the number of members required to fulfill its responsibilities. Committee members shall be elected for a three-year term one third (as nearly as possible) being elected yearly at the third quarter business meeting. Committee members may serve for one term and following a one-year lapse be eligible for re-election.
  - 7) **Other Nominations:** Nothing herein shall prevent any member of the church from nominating other person(s) for any office or committee.

## Article IV – Deacons

Section I – Duties: In accordance with the meaning of the Word and the practice of the New Testament, the deacons are to be the servants of the church.

- A. They are to be zealous to guard the unity of the spirit within the church in the bonds of peace.
- B. They shall advise and counsel the Senior Pastor and/or staff in matters pertaining to the welfare of the church. The deacons will work to support the programs of the church through faithfulness in attendance, the exercising of their gifts and ministries, and regular support of the budget. Each deacon, and the deacon body as a whole, will work for the progress of the church in all matters pertaining to the saving of souls, the spiritual development of Christians and the extension and growth of the Kingdom of God.
- C. In counsel with the Senior Pastor they are to have oversight of the discipline of the church in accordance with the New Testament teachings in Matthew 18:15-20 and Galatians 6:1-5. The deacons may call upon any member of the church to aid in discipline.

Section II – Organization: The deacons may organize themselves into such committees as their wisdom may direct for efficiency in service. The chairman of the deacons, in consultation with the pastor, shall appoint the committee members and name the committee chairmen.

Section III – Deacon Ordination:

- A. The number of active deacons shall be determined on the basis of ministry needs. Additional men may be set aside (I Timothy 3:10) for service with the active deacon body. The chairman of the deacons will assign their area of service. After one year they may be eligible for ordination into the deacon body.
- B. Members of the church who are candidates for ordination into the deacon body are to be selected, as needed, by the Senior Pastor and a committee of the active deacon body and presented for church approval at the next business meeting. Candidates for ordination are to meet the guidelines as set forth in Acts 6:3 and I Timothy 3:8-13.
- C. Names of candidates for the deacon body may be submitted in writing to the active deacon body by any member of the church. Such candidates are subject to screening as set forth in paragraphs A and B above.
- D. Vacancies in the active deacon body that occur between annual business meetings shall be filled for the unexpired term by the active deacon body by selecting an eligible person from the inactive deacon body.

## Article V – Church Membership

Section I – Requirements: Persons will be received into membership of the church by:

- A. Public profession of faith in the Lord Jesus Christ as personal Savior and following baptism (immersion) into the full fellowship.
- B. Transfer of membership from another Baptist church of like faith and order.
- C. Statement that he/she has trusted Christ as his/her personal Savior and was baptized into a Baptist church of like faith and order and the record of his/her membership is not available.

- D. Testimony of believer's baptism—having been immersed as a believer by a Christian evangelical church.

## Article VI – Baptism

Section I: Baptism shall be administered by the pastoral staff, or by other approved person. Baptism will be conducted at such times as may be designated by the Senior Pastor or the church.

## Article VII – Member Dismissals

Section I: Dismissal, except for death, shall be granted as follows:

- A. Upon request, letters of transfer may be granted to any other Baptist church of like faith and order.
- B. Members who unite with another church will be removed from the membership roll.
- C. Members, upon recommendation of the active deacon body and the Senior Pastor and after earnest effort to restore such member, may be removed from membership for lack of interest or for disciplinary purposes.

Section II: Deceased members will be deleted from the church roll.

## Article VIII – Offerings

Section I: Opportunity shall be given at each Sunday service for members and friends to give tithes and offerings to the work of the church. Special offerings for denominational or other causes shall be approved by the Finance Committee prior to taking the offering, except for Lottie Moon Foreign Mission Offering, Annie Armstrong Home Mission Offering, Dixie Jackson State Mission Offering, and love offerings for guest speakers which are hereby approved.

## Article IX – Cooperation

Section I: Unless providentially hindered, the church shall send messengers to the meetings of the Benton County Baptist Association, the Arkansas Baptist State Convention and the Southern Baptist Convention.

## Article X – By-Law Amendments

Section I: These by-laws may be amended by a majority vote of the members present and voting at any business meeting. Notice of the meeting to amend shall be announced to the church on the two weeks prior to the meeting.

## Statement of Faith

First Baptist Church Bentonville Arkansas (FBCB) embraces Baptist Faith and Message 2000 as adopted by the Southern Baptist Convention in 2000. However, this document does not exhaust the extent of our

beliefs. The Bible itself, as the inspired 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 we believe.

## Church Covenant

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

We engage, therefore, by the aid of the Holy Spirit to walk together in Christian love; to strive for the advancement of this church, in knowledge, holiness, and comfort; to promote its prosperity and spirituality; to sustain its worship, ordinances, discipline, and doctrines; to contribute cheerfully and regularly to the support of the ministry, the expenses of the church, the relief of the poor, and the spread of the gospel through all nations.

We also engage to maintain family and secret devotions; to religiously educate our children; to seek the salvation of our kindred and acquaintances; to walk circumspectly in the world; to be just in our dealings, faithful in our engagements, and exemplary in our deportment; to avoid all tattling, backbiting, and excessive anger; to abstain from the sale of, and use of, intoxicating drinks as a beverage; to be zealous in our efforts to advance the kingdom of our Savior.

We further engage to watch over one another in brotherly love; to remember one another in prayer; to aid one another in sickness and distress; to cultivate Christian sympathy in feeling and Christian courtesy in speech; to be slow to take offense, but always ready for reconciliation and mindful of the rules of our Savior to secure it without delay.

We moreover engage that when we remove from this place we will, as soon as possible, unite with some other church where we can carry out the spirit of this covenant and the principles of God's Word.

## Constitution

First Baptist Church, Bentonville, Arkansas

Amended: March 13, 1991

### Article I: Name

The name of this body is the First Baptist Church, Bentonville, Arkansas. It (the body) shall have a corporate seal of circular design on which shall be engraved the words, "First Baptist Church, Bentonville, Arkansas," with the word "seal" in the center.

### Article II: Duration

This body shall have perpetual existence. The trustees of this body shall be directed by the provisions of Section 4-28-207 of the Arkansas Nonprofit Corporation Act if sooner lawfully dissolved.

#### Article III: Purpose

This body shall have as its purpose to worship the Lord Jesus Christ, to preach the gospel of His eternal kingdom, to administer the ordinances of the New Testament, to edify and equip its members and to lead the lost to repentance and faith in the Lord Jesus Christ.

#### Article IV: Affiliation

This body, believing in a spirit of cooperation among Baptist bodies, shall cooperate with and help promote the work of the Benton County Baptist Association, the Arkansas Baptist State Convention and the Southern Baptist Convention.

#### Article V: Place of Worship

This body shall meet for worship and conduct its principal business at 200 Southwest "A" Street, Bentonville, Benton County, Arkansas, or such other place as may be designated by the body. The chairman of the trustees shall serve as registered agent.

#### Article VI: Trustees

The trustees shall consist of not less than three nor more than five members, one of which shall be chairman and one secretary. They shall have care, custody and control of all property of the body and administer the same under such rules as may be prescribed by the body. The chairman and secretary shall execute all legal instruments as may be authorized by the body and all instruments so executed and bearing the seal of the body shall be presumed to have been executed by the lawful authority of the body.

#### Article VII: Incorporators

This body was originally incorporated December 8, 1948, as filed with the Benton County Clerk. The original incorporators are included with said filing.

#### Article VIII: Amendments

This Constitution may be amended by a two-thirds (2/3) vote of the members present and voting, at any regular business meeting, thirty (30) days notice of such amendment having been given at a previous business meeting.

4-28-207. Charitable, religious, etc., organizations – Amendment of articles of incorporation by operation of law.

Notwithstanding any provision of Arkansas law or in the articles of incorporation to the contrary, the articles of incorporation of each non-profit corporation organized under the laws of this state which is an exempt charitable, religious, literary, educational, or scientific organizations as described in section 501(c)(3) of the Internal Revenue Code shall be deemed to contain the following provisions:

"Upon the dissolution of the corporation, the board of trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such charitable, educational, religious, literary, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law, as the board of trustees shall determine. Any such assets not so disposed of shall be disposed of by the circuit court of the county in which the

principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.”

History Acts 1977, No. 181,