

Articles of Incorporation and By Laws of Faith Baptist Church of Pensacola, Inc

Article I

The name of the corporation shall be Faith Baptist Church of Pensacola, Inc, a not-for-profit corporation.

Article II

Faith Baptist Church of Pensacola, Inc is located at 3600 Creighton Road, Pensacola, Florida 32504. All correspondence is received and business is conducted at this location.

Article III

The purpose of Faith Baptist Church of Pensacola, Inc shall be the worship of God and the propagation of the gospel of Jesus Christ throughout the world. It shall seek to attain this purpose by the preaching of the gospel, personal evangelism, missionary endeavor, Christian education and consistent Christian living of its members.

Article IV

The Directors of Faith Baptist Church of Pensacola, Inc are as follows:

- The Pastor who serves as CEO and President
- The Associate Pastor who serves as Vice President
- Chairman of Deacons
- The Church Clerk
- The Church Treasurer

The functional officers of the corporation will come from the membership and will be elected by the membership in accordance with By-Law III, page 7 of this document.

Article V

The Registered Agent for Faith Baptist Church of Pensacola, Inc shall be the duly elected Church Treasurer.

Article VI

The Incorporator for Faith Baptist Church of Pensacola, Inc shall be the duly elected Church Treasurer.

BY LAWS of Faith Baptist Church of Pensacola, Inc; (Hereafter referred to as Faith Baptist Church)

By Law I Church Covenant and Articles of Faith

Section 1: Church Covenant:

Having been led, as we believe, by the Spirit of God (Rom. 8:14) to receive the Lord Jesus Christ as our Savior (Matt. 10:40; Gal. 4:14; I Thess. 2:13) and on the profession of our faith (Acts 2:41; Acts 8:37) having been baptized in the name of the Father and of the Son and of the Holy Spirit (Matt. 28:19), we do

now, in the presence of God, angels, and this assembly most solemnly and joyfully enter into covenant with one another as one body in Christ (I Cor. 12:13).

We covenant, therefore, by the aid of the Holy Spirit (Jn 16:13; Jn 14:26) to walk together in Christian love (Eph. 5:2; I Thess. 4:9); to strive for the advancement of this church (Eph. 2:21) in knowledge (II Pet. 3:18), holiness (II Cor. 7:1), and comfort (I Thess. 5:14); to promote its prosperity and spirituality; to sustain its worship (Heb. 10:25), ordinances, discipline (II Thess. 3:6; Rom. 16:17), and doctrines (Acts 2:42; II Jn. 9-11); and to contribute cheerfully and regularly (I Cor. 16:2) to the support of the ministry (Matt. 10:10; Gal. 6:6), the expenses of the church (Acts 4:34, 35), the relief of the poor (Matt. 25:40), and the spread of the Gospel throughout all nations (Acts 11:29). We also covenant to maintain family (Deut. 11:18-20) and personal (Matt. 6:6) devotions; to educate our children toward godliness (Eph. 6:4); to seek the salvation of our kindred and acquaintances (Mk 5:19); to walk circumspectly in the world (Matt. 5:16; Eph. 5:15); to be just in our dealings (Rom. 12:17), faithful in our engagements (Eph. 4:25), and exemplary in our conduct (Eph 5:8); to avoid tattling (I Tim 5:13; Eph. 4:31), backbiting (II Cor. 12:20), and excessive anger (Eph. 4:26); to abstain from the sale, service and use of intoxicating drinks as a beverage (Eph. 5:18; I Cor. 6:10); and to be zealous in our effort to edify the body of Christ.

We further covenant to watch (I Thess. 5:14) over one another in brotherly love (Rom. 12:10); to remember each other in prayer (Eph. 6:18; I Thess. 5:25); to aid each other in sickness and distress (Gal. 6:10); to cultivate Christian sympathy in feeling (I Cor. 12:25,26) and courtesy in speech (Titus 3:2); to be slow to take offense (Rom 12:19); to be always ready for reconciliation, and to be mindful of the rules of our Savior, to secure it without delay (Matt. 5:23,24; 18:15-18).

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

Section 2: The Articles of Faith for Faith Baptist Church

A. The Scriptures:

We believe the Scriptures, being the 66 books of the Old and New Testaments, to be the inspired Word of God, completely inerrant in the original writings, and absolutely authoritative and infallible. (II Tim. 3:16-17; II Peter 1:21; Prov. 30:5,6)

B. The True God:

We believe there is one God eternally existent in three Persons: God the Father, God the Son, and God the Holy Spirit. (Matt 28:19; II Cor 13:14; I Jn. 5:7)

1. God the Father

We believe in God the Father, Creator and Sustainer of all things visible and invisible, who is True Holiness, Eternal Power, Infinite Love, Perfect Justice, and Absolute Truth. (Gen. 1:1; Lev.19:2; Rom. 1:20; 3:26; Tit. 1:2; I Jn. 4:8, 9)

2. God the Son

We believe in the deity of our Lord Jesus Christ, the only begotten Son of God, in His virgin birth, in His sinless life, in His miracles, in His vicarious and atoning death on the cross, in the shedding of His precious blood for the remission of sin, in His bodily resurrection and ascension to the right hand of God the Father where He ever lives to make intercession for the saints, in His pre-tribulation and pre-millennial coming for His own, and in His return to earth to reign in power and glory for a thousand years. (Zech. 14:4-9; Matt. 1:18,22,23; 28:6; Jn. 1:14; 3:16; Acts 1:9-11; 10:38; I Thess. 4:13-18; Heb. 4:15; 7:25)

3. God the Holy Spirit

We believe that the Holy Spirit, or Holy Ghost, is the divine person who moved holy men of God to write the Scriptures, Who convicts of sin, who quickens in the new birth, who seals the true believer unto the day of redemption, and who indwells the believer with power for holy living and service. (Jn. 14:16,17; 16:8,9; Acts 1:8; Rom. 8:11; Eph. 1:13,14; 4:30; II Pet. 1:21)

C. The Devil (Satan):

We believe that Satan, as Lucifer, was cast out of heaven along with his angels as rebels against God who were and are desirous of overthrowing God and His authority. We believe in the distinct personality of Satan, that he is the ruler of the darkness of this world, author of all sin, a tempter and accuser of the saints, and destined to the judgment of an eternal punishment in the lake of fire. (Isa. 14:9-15; Matt. 4:1-11; II Cor. 4:4; Rev. 20:10)

D. The Creation:

We believe that God created the heavens and the earth, including all of life, by direct act and not by a process of evolution in any form. We believe in six literal days of creation, each being 24 hours in length. (Gen. 1 and 2; Jn. 1:1-3; Col. 1:16, 17)

E. The Fall of Man:

We believe that man, in the person of the first Adam, was created in innocence in the image of God. By voluntary transgression Adam fell into sin, thus plunging the whole race into condemnation and death, so that all mankind is born in sin and shaped in iniquity. Men become practical sinners at the first expression of disobedience, by choice, and so are without excuse before God. (Gen. 3; Psa. 51:5; Jn. 3:18; Rom. 5:8-19; Rev. 20:11-15)

F. The Atonement for Sin:

We believe that the only escape from the condemnation of sin is through the atonement wrought by Jesus Christ when He voluntarily took upon Him a human body, yet without sin, and by His suffering, shedding of blood, death, and resurrection. In so doing, He made full satisfaction to the justice of God for the sin of man. The blessings of salvation are given on the grounds of grace to all who believe by faith, not of works. It is the duty of all to receive God's offer of mercy. We further believe that all who trust Christ as Savior are born from above and are eternally secure in Christ. (Jn. 1:1-3, 14; 3:1-7,16; 10:28,29; Acts 16:30-33; Rom. 8:25-29; 10:9-13; II Cor. 5:21; Eph. 2:8,9; Phil. 1:6; Heb. 10:4-14; I Jn. 5:10-13)

G. Sanctification:

We believe that sanctification is an act and process by which, according to the will of God, we are set apart and made partakers of His holiness. Sanctification is instantaneously positional. Practically, it is carried on in the heart of a believer by the presence and power of the Holy Spirit as the believer uses the appointed means, especially the Word of God, self-examination, self-denial, watchfulness, and prayer. (Prov. 4:18; I Cor. 1:2,30; 3:1-3; II Cor. 7:1; I Thess. 4:3; 5:23; I Pet. 1:15,16)

H. The Resurrection and Second Coming:

We believe in the bodily resurrection of our Lord Jesus Christ, in His ascension to the right hand of God, in His continual intercessory ministry there on our behalf, and in His personal and bodily return from heaven. Said return will be in two parts: first, at the pre-tribulation rapture when He will meet all believers in the air; second, at the end of the tribulation to execute judgment on them that know not God and obey not the gospel, and to set up His earthly millennial kingdom. (Matt. 28:1-7; Acts 1:10,11; Rom. 8:34; I Cor. 15:4-7; I Thess. 4:13-17; II Thess. 1:7,8; Rev. 19:11-16; 20:6)

I. The New Testament Church:

We believe a properly constituted local church is an assembly of regenerated believers who have been immersed on the confession of their faith, and having determined to observe standards of conduct worthy of the holy faith they profess, have voluntarily united for the worship of God, praise, prayer, testimony, the ministry of the Word of God, discipline, and the furtherance of the Gospel throughout the world. (Matt. 28:19,20; Acts 2:41, 42; I Cor. 1:1-13; 14:12; Eph. 4:7; Phil. 1:27)

J. The Ordinances of the Church:

We believe that Christ instituted only two ordinances to be observed until He returns, those being baptism and the Lord's Supper.

1. Baptism, as a symbol of regeneration or new birth and identification with Christ, is the immersion of the believer in water in the name of the Father, the Son, and the Holy Spirit. It symbolizes the cleansing of the believer by the Holy Spirit, and the believer's participation in the death, burial, and resurrection of Jesus Christ. It is in no way a component necessary to salvation, but is willingly and gladly submitted to as an act of obedience by the believer. (Matt. 28:19; Acts 2:41, 42; 8:36-38; Rom. 6:4-6; Col. 2:12)
2. The Lord's Supper is a memorial symbolizing the crucified body and shed blood of our Savior for the remission of sin. It is to be observed by true believers who are in conscious, consistent fellowship with the Lord. (Jn. 6:35, 41-63; Lk. 22:14, 19, 20; I Cor. 10:16; 11:20, 22-32)

K. The Saved and the Lost:

We believe that there is an essential difference between the saved and the lost. Those who have trusted the Lord Jesus Christ for the forgiveness of sin and have righteousness imputed by His grace are saved eternally; those who continue in sin and unbelief are lost and condemned. This distinction holds among men both in life and after death. We believe in the everlasting blessedness of the saved and the everlasting conscious punishment of those who die in their lost condition. (Matt. 25:34-41; Lk. 16:25; Jn. 3:18, 36; 5:24; Rom. 6:17-23)

L. Civil Government:

We believe that civil government is of divine appointment for the interests and good order of human society, that magistrates (leaders) are to be prayed for and conscientiously honored and obeyed, except in things opposed to the will and Word of God, for Jesus Christ is the King of Kings and Lord of Lords. (Matt. 22:21; 23:10; Acts 5:29; 23:5; Rom. 13:1-7; Rev. 19:16)

M. Sins of this Age:

We believe that any form of homosexuality, lesbianism, bisexuality, bestiality, incest, fornication, adultery, pornography and other deviate sexual life styles and practices are rejected in total as sinful perversions of God's gift of sex. (Rom. 1:25-31; Eph. 5:3; I Tim. 3:1-12; Tit. 1:6-9)

N. The church's biblical stand on current societal issues is as follows:

1. Marriage is the physical and spiritual union between one man and one woman. (Gen. 2:24; Matt. 19:5; Eph. 5:31)
2. The family is the first institution God created on earth and is to be revered and respected in recognition of the attention God gave the family. (Gen. 2:18, 21-24; 4:1, 2; Tit. 2:4)
3. Men are recognized as the leaders in the home and the church. The role of pastors and deacons are scripturally reserved for men. (Eph. 5:23, 24; I Tim. 3:2-12)
4. While we recognize that child abuse is a societal problem, corporal punishment is a biblical standard for correcting children by parents and when administered properly is not abusive. (Prov. 13:24; 22:15; Eph. 6:4)
5. Although divorced persons may serve in the church if saved and repentant, they are not eligible scripturally for the offices of pastor and deacon. (I Tim. 3:2, 12)
6. We believe that the direct taking of innocent life is a moral evil, regardless of intention. Life is a gift of God and must be respected from conception until natural death. Therefore abortion and euthanasia are violations of Scripture. (Gen. 25:23; Job 31:15; Prov. 6:17; Isa. 59:7; Jer. 1:5)

O. This Statement of Faith is not exhaustive, but we declare the Bible is the sole and final source of all matters of faith and practice.

By Law II Membership

The membership of Faith Baptist Church shall consist of believers in the Lord Jesus Christ who have been baptized by immersion, who accept the Holy Bible as their only rule of faith and practice, who give

evidence of having been born again, and who agree to be governed by the Faith Baptist Church covenant and articles of faith.

Section 1: Procedure for membership:

Any person meeting the above qualifications may become a member of this church following a recommendation by the pastor or deacons and a two-thirds affirmative vote of the members present and voting.

Section 2: Issues relative to membership:

A. Members, meeting all the requirements as per Section 1, at their own request, may have their letter sent directly to the church with which they desire to unite.

B. Discipline of a Member (In accordance with Matt. 18:15-17)

1. There shall be a discipline committee consisting of the pastor and the deacons. These men shall have sole authority in determining heretical deviations from the statement of faith and violations of the church covenant. If the pastor or a deacon is the subject of a disciplinary matter, he shall not sit as a member of the discipline committee. He shall be entitled to the same steps as other church members and be subject to the same discipline.
2. Members are expected to demonstrate special loyalty and concern for one another. When a member becomes aware of an offense of such magnitude that it hinders spiritual growth and testimony, he is to go alone to the offending party and seek to restore his brother. Before he goes, he should first examine himself. When he goes, he should go with a spirit of humility and have the goal of restoration.
3. If reconciliation is not reached, a second member, either a deacon or the pastor, is to accompany the one seeking to resolve the matter. This second step should also be preceded by self-examination and exercised in a spirit of humility with the goal of restoration.
4. If the matter is still unresolved after the steps outlined in subsections 2 and 3 have been taken, the discipline committee, as the church representatives biblically responsible for putting down murmuring, shall hear the matter.
5. If the matter is still unresolved after the steps outlined in subsections 2, 3, and 4 have been taken, such members who refuse to repent and be restored are to be removed from the membership of the church upon a two-thirds majority vote of the membership present at a meeting called for the purpose of considering disciplinary action.
6. No matter may be heard by the discipline committee or the church unless the steps outlined in subsections 2 and 3 have been taken, except in the case of a public offense.
7. Members under the disciplinary process who voluntarily remove their name from church membership will not in so doing cause the disciplinary action to cease.
8. In all discipline actions there are two church goals: purity of the church and restoration of the offender. Major effort will be expended in seeking both solutions.

C. Any member guilty of unjustifiable irregular attendance for a period of six months shall automatically by such action dismiss themselves from church membership.

D. Any and all internal affairs of this church are ecclesiastical matters and in accordance with 1 Cor. 6:1-8 shall be determined exclusively by the church's own rules and procedures. Christians are prohibited from bringing civil lawsuits against other Christians or the church to resolve personal disputes. The church possesses all the resources necessary to resolve disputes between members. For legal disputes with the church, members agree to binding arbitration by a panel of Christian arbitrators rather than a secular court. However, Christians may seek compensation for injuries from another Christian's insurance company as long as the claim is pursued without malice and slander.

By Law III Officers and Staff of the Corporation

The functional officers of this church shall consist of the following: A pastor, who shall be president and moderator; associate pastor, assistant pastor(s); a clerk, who shall also be secretary; a treasurer and deacons and such other officers as the church may decide are needed. No member shall hold more than two of the above offices at the same time. Auxiliary organizations and their respective officers may function only after approval by the pastor.

As Christ is the head of the church, the elected pastor of Faith Baptist Church is the official with authority over the operations of the not for profit corporation. Members will demonstrate deference to and honor toward him: Heb.13:17.

The ex officio officer for all meetings is the church pastor or his specifically designated representative to chair the meeting to ensure the process of executing church business and functions are conducted in the accordance with I Cor. 14:40.

Section 1: Qualifications of Pastors, Deacons, Teachers, and other officers:

- A. Pastor, associate pastor and assistant pastor(s) must fulfill scriptural requirements as stated in I Tim. 3:1-7 and must be in full accord with the church's ministry.
- B. Deacons must fulfill scriptural requirements as stated in I Tim. 3:8-13 and Acts 6:1-7; must be in full accord with the church's ministry; must be willing to cooperate with the pastor in the fulfillment of that ministry; must have been a member of this church for one year before being installed in that office.
- C. Other officers must be in full accord with the church's ministry; must be willing to cooperate with the pastor in the fulfillment of that ministry; and must be a member of this church.

Section 2: Officers failing to meet the above requirements may be dismissed from their offices by the following procedure:

- A. Non-corporate officers and staff may be dismissed by the pastor.
- B. Any deacon or any corporate officer may be dismissed by the church upon recommendation by the pastor and deacons and a two-thirds affirmative vote of the members present and voting at any business meeting.

Section 3: Terms of Office:

The term of office for all officers, excepting the pastor and deacons, shall be for one (1) year. Officers with expiring terms may be re-elected to succeed themselves. All elective and appointive officers shall serve their respective offices until their successors are duly elected and installed. Deacons will be elected for a term of three (3) years. This will establish an annual turnover rate of approximately one third (1/3) of the deacons. As the church grows, this ensures continuity of policy and stability of direction and leadership. As with the other officers of the church, a deacon with an expiring term may succeed himself.

Section 4: The election of all offices excepting the pastor shall occur at the annual business meeting or as required due to vacancies.

Section 5: Method of election of officers:

A. Officers, except deacons, are to be placed in nomination by the nominating committee. Additional nominations will be accepted from the floor at the annual business meeting, except for the office of deacon.

B. The church may elect up to 7 deacons. This number may change as determined by the pastor, in consultation with the deacons and upon approval of the congregation.

C. Deacons shall be elected in the following manner: To ensure that names placed in nomination before the church for the office of deacon meet the biblical requirements and are in full accord with the church ministry and direction, the process will be supervised and administered by the pastor and deacons utilizing the following procedure:

1. Ninety (90) days before the annual business meeting, the pastor will announce the number of deacon vacancies to be voted on at the upcoming annual business meeting. Members of the church desiring a particular individual to be considered for deacon may submit the name in writing to a deacon or the pastor and that name will be placed in consideration before the pastor and deacons. This process will terminate 60 days before the annual business meeting.
2. Names that have been placed in consideration will be reviewed by the pastor and deacons. Those nominees best qualified for the vacancies will be placed before the church at the annual business meeting. The pastor will individually contact each potential candidate to confirm that the candidate meets the Biblical requirements outlined in 1 Tim 3. The pastor will also confirm the nominee's willingness to serve if elected at the annual business meeting.
3. No nominations will be taken from the floor at the annual business meeting since the church membership has already had an opportunity to place names into consideration.
4. Any name placed in nomination by the pastor and deacons must receive at least a 50% approval vote of those present and voting in order to fill available vacancies. During the voting procedure, each member will have one vote for each vacancy. Candidates receiving the highest number of votes (over 50%) corresponding to the available vacancies are elected.
5. In the case of death, out-of-area transfer, incapacitation, resignation, etc. of a serving deacon, the pastor has the authority to and may make mid-year appointments to fill that deacon position for the remainder of the current year, at which time name/names will be placed before the church as nominees to complete the remaining tenure of that deacon's term. Should the pastor decide a mid-year appointment is warranted, he will select the interim name from the previous year's list of candidates that received at least 50% affirmative vote. Should no one on the list meet that requirement, the pastor may appoint another individual with approval of the church to be considered by a vote by the membership present at a special business meeting. The 50% vote approval rule applies.
6. Following their election, the deacons shall, from their own number, elect a chairman and a secretary.

Section 6: Ordination

A Ordination Qualifications: 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 I Tim. 3:1-7 and Tit. 1:6-9, may be considered as a candidate for ordination as a minister of the gospel.

B. Ordination Procedure:

1. Upon a conference with the pastor and after the pastor has approved the candidate for ordination, the pastor shall call a council to examine and approve the qualifications of the candidate. The ordination council shall consist of ordained ministers of like faith invited to participate in the examination of the candidate.

2. If the candidate is found worthy of the ordination by the council, the ordination council will recommend to the church the ordination of the candidate.
3. The pastor and the chairman of the deacons shall arrange for the ordination service.

By Law IV
Original Officers of Incorporation

For posterity we retain the names of the original officers who managed the affairs of
this corporation as follows:

William F. Robertson	Church Clerk and Secretary
P. R. Stephens	Treasurer
E. G. Gentry	Bookkeeper
Gerald Lundsford	Sunday School Director
William B. Price	Head Usher

Deacons

Gerald Lundsford	Donald C. Mangus
Otis Pollitt	Kenneth Perry
V. R. Chapman	E. G. Kirby
William F. Robertson	

Trustees

Albert J. Rupp	William H. Lewis
A. B. Herchenhahn	Clyde Gainey
Burl D. Bean	

By Law V
Conducting Affairs of the Corporation

The following provisions are established for conducting the affairs of this corporation:

Section 1: Employees and Volunteers:

A. Pastor's Assistants/Associates and Helpers:

1. Employees of the church, including assistant/associate pastors, minister of music, secretaries, etc. shall be under the pastor's supervision.
2. The pastor shall investigate the background, training, and moral character of each employee.
3. The salaries and terms of employment positions shall be approved by the church.
4. The pastor shall have the responsibility for employing and dismissing employees.

B. Other Employees:

1. The church custodian and other personnel responsible for the church's property are supervised by the building and grounds committee under the oversight of the pastor.
2. Positions, salaries, and terms of employment for all such personnel shall be approved by the church.

C. All Officers, Employees and Volunteers: Any form of homosexuality, lesbianism, bisexuality, bestiality, incest, fornication, adultery and pornography are sinful perversions of God's gift of sex and will not be tolerated. Any employee or volunteer of the church found guilty of any of the aforesaid sins shall be terminated from employment or removed from office.

Section 2: Duties of Officers:

A. Duties of the Pastor: The pastor shall preach the gospel regularly, administer the ordinances, supervise the preaching, teaching and special ministries of the church. The pastor or his designated representative will be the moderator for all meetings of the church. He shall have the general oversight of the spiritual life of the church. He shall appoint the members of the nominating and finance committees and other special committees. He shall be an ex officio member of all committees and auxiliary organizations of the church. It shall be his duty to inform newly elected officers of the particular functions and responsibilities of their respective offices. He shall extend the right hand of fellowship to all new members on behalf of the church and perform such other duties as generally appertain to his position. The pastor shall consider and decide upon pulpit supply.

B. Duties of the Deacons: The deacons will assist the pastor in promoting the spiritual welfare of the church and in conducting its worship services. They shall make provision for the observances of the ordinances, serve the elements of the Lord's Supper, and, with the pastor, consider unusual cases surrounding church membership. They shall assist the pastor in home visitation, other personal work, and other evangelistic efforts of the church. They shall cooperate with the finance committee and the building and grounds committee in financial matters necessary to maintain and advance the work of the church. They shall cooperate with the pastor in providing pulpit supply during his absence. When the church is without a pastor, the deacons shall provide the duties and responsibilities of the pastor which are set forth in this document until such time that a new pastor is in place. The deacons, however, will in no way be construed to be the ruling, or governing body or final authority of the church.

C. Duties of the Treasurer: The treasurer shall receive all funds coming into the church and deposit them in a federally insured bank account. The treasurer is authorized to disburse monies by checks as ordered by the church. Donors relinquish all rights to personally direct the use of the tithe or offering once the gift has been made. All checks shall be supported by written documents (bills, statements, vouchers, certified itemized lists, etc.) and shall bear the signatures of two members of the finance committee. The Treasurer shall also serve as chairman of the finance committee. Records of the tithes and offerings of individual members shall be maintained under the supervision of the treasurer. The treasurer shall present a monthly and annual financial report.

D. Duties of the Clerk: The clerk shall keep an accurate record of the church membership and shall transcribe and file as permanent records the minutes of the business proceedings of the church. These minutes shall be made available upon request. The clerk shall present a monthly and an annual membership report.

E. Departing Officers Records: All officers shall file all records in their possession with the clerk at the close of their term of office. All records are property of the church.

F. New Officer Installation Service: An installation service in which all newly elected officers are to be dedicated to their respective offices shall be held at a church service following their election.

Section 3: Committees:

A. Pulpit Committee: When the church is without a pastor or entering pastoral transition, the deacons shall serve as the pulpit committee and shall select from among their membership a chairman of the pulpit committee. The pulpit committee's duties shall be to contact prospective pastors and to investigate their character, training, doctrine and agreement with these articles of incorporation. A recommended candidate for pastor shall be presented to the church and voted on by the church before another candidate may be presented.

B. Finance Committee: A finance committee composed of two deacons, two building and grounds committee members, two members at large from the church membership, and the treasurer, who is chairman by virtue of his position, shall be appointed by the pastor following the annual business meeting. This committee shall, in consultation with the pastor, plan for the funding of the church. At the November business meeting, the finance committee shall present to the church its proposed budget for the ensuing year. In the course of the year, this committee may bring to the church recommendations for adjusting the budget. The finance committee shall arrange for payment of honoraria to visiting speakers during the pastor's absence from the pulpit.

C. Nominating Committee: A nominating committee shall be appointed by the pastor. This committee shall prepare a list of candidates for the various offices to be filled. This list shall be presented to the church at the November business meeting. Other nominations may be made from the floor at the time of election except in the case of pastor and deacons.

D. Missions Committee: A missions committee composed of three or more members shall be appointed by the pastor. This committee shall present a proposed mission's budget annually to the church based upon faith promises and church missions support. This committee shall also recommend all other non-regular missionary projects or support.

E. Building and Grounds Committee: The committee shall consist of five or more members. The deacons will meet and select candidates for the buildings and grounds committee and provide that list to the church at the annual business meeting for a vote. Once seated, they will elect a chairman and secretary from among their membership. The building and grounds committee is responsible for and will manage the facilities and property in an operational condition suitable to conduct all church ministries. In addition to ensuring maintenance and good operating condition of the church facilities and property, they shall make recommendations to the church concerning major repairs. Minor repairs are to be made whenever needed. The building and grounds committee are wholly subject to the will of the church regarding church property.

F. Committee Appointment: All committees shall be appointed by the pastor unless otherwise provided for in these by laws. The pastoral staff or their designee will serve as an ex officio member of all committees.

Section 4: Meetings:

A. Meeting for Worship: Unless otherwise provided, the church shall meet each Sunday for public worship, both morning and evening, and on Wednesday evening for Bible study and prayer. On a regular schedule established by the pastor, the congregation will gather for the taking of the Lord's Supper. This will coincide with a regularly scheduled service. We do not practice "closed communion" wherein only members of Faith Baptist Church may partake. Rather, those who are worshiping with us who are saved and walking in fellowship with the Lord are welcomed to partake of the Lord's Supper with us.

B. Meetings for Business: A monthly business meeting shall be held on Wednesday following Prayer Meeting after the second Sunday of each month except in December. The December meeting shall coincide with the annual business meeting, which is to be held the Wednesday following the second Sunday. The regular business of the church shall be transacted at these meetings. The buying, selling, or mortgaging of church property requires a prior announcement as per the special meeting requirements stated below. The reception or dismissal of members by their own request may be transacted at any regular church service. All church business shall be decided by member's eighteen years old or older.

C. Special Business Meetings: The pastor or the majority of the deacons may call for a special business meeting. Special business meetings shall be announced no later than the preceding regular church service.

Section 5: Calling or Dismissing of the Pastor:

A. Calling the Pastor: A special meeting for the election of a pastor may be called by the pulpit committee for any regular meeting of the church. The Pulpit Committee may only present one candidate at a time. A three-fourths affirmative vote of those members present and voting shall authorize the pulpit committee to extend a call on behalf of the church.

B. Pastoral Salary and Benefits: The moving expenses, salary, and benefits for the pastor shall be fixed at the time of the call. The salary and benefits may be changed by vote of the church at any business meeting upon a joint recommendation from the finance committee and the deacons.

C. Resignation or Dismissal of the Pastor:

1. The relationship between the pastor and the church shall be a permanent one until it is severed at the option of either the pastor or the church upon the recommendation of the deacons. This

option may be exercised by either party giving the other party a one month's notice. The change of the time frame of the notice is acceptable if by mutual consent.

2. Dismissal of the pastor by the church may be considered at any business meeting of the church provided an announcement to that effect has been given from the pulpit to the church at least two Sundays prior to said business meeting. The pastor must have written notice of the proposed action two Sundays prior to said business meeting. A majority of the members present and voting shall be sufficient to decide the matter.

Section 6: Legal Documents:

The pastor as president and the clerk as secretary shall have the authority to execute deeds, mortgages, contracts, leases and all other legal documents on behalf of the corporation. Authorization for the execution of any such documents shall be deemed to have been given said officers by the members at any business meeting upon a favorable vote of two thirds of the members present and voting.

By Law VI By Law Modification

The by laws of the corporation shall be made and may be altered, suspended or amended at any business meeting of the church by a simple majority vote of the members present and voting, provided that the by laws or any amendments thereto shall not override or supersede the principles and concepts expounded in the articles of incorporation. The exception to this would be the modification of by law I, the church covenant and the articles of faith, which would require a one year waiting period and a $\frac{3}{4}$ majority vote of those in attendance for passage.

By Law VII Articles of Incorporation Modification

Amendments to the articles of incorporation may be proposed and adopted in the following manner: Any proposed change in the articles of incorporation must be in writing and must be presented to the church membership at its annual business one year prior to the vote upon the proposed change. Following the introduction of the annual business meeting, the proposed amendment shall be voted upon and the matter decided. The proposed amendment shall pass if a simple majority of the active members voting are in favor of the amendment.

By Law VIII Dissolution of the Corporation

Upon recommendation of the sitting deacons, as per article IV, and with a $\frac{3}{4}$ majority vote of voting members, the corporation may be dissolved. Upon the dissolution of this corporation, the active members shall, after paying or making provision for the payment of all 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 organization or organizations organized and operated exclusively for religious 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).

By Law IX Indemnification

Section 1: Actions Subject to Indemnification: The church may indemnify any person who was or is party or is threatened to be made a party of any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, including 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 attorney's fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit, or proceeding; and if that person acted in good faith and in a manner he 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 conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent, shall not, of itself, create the presumption that the person did not act in good faith and in a manner reasonably believed to be in or not opposed to the best interest of the church and, with respect to any criminal action or proceeding, had no reasonable cause to believe that his or her conduct was unlawful.

Section 2: 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, proceeding referred to in the by law, or in defense of any claim, issue, or matter in that action, suit, proceeding, he or she may be indemnified against expenses, including attorney fees, actually and reasonably incurred by him or her in connection with the action, suit or proceeding.

Section 3: Limitations of Indemnification: Any indemnification made under this article may be made by the church only as authorized in the specific case on a determination that indemnification of the pastor, deacon, officer, employee, or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in Section 1. The determination shall be made (a) by a majority vote of a quorum consisting of the pastor and all deacons who were not and are not parties to or threatened with action, suit, proceeding; (b) if the prescribed quorum is not obtainable or if the majority vote of a quorum of disinterested deacons so directs, by independent legal counsel in a written opinion; or (c) by a majority vote of the members of the church.

Section 4: 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 proceeding, as authorized by the board of deacons in the specific case, on receipt of an undertaking by or on behalf of the pastor, deacon, officer, employee, or agent to repay the amount if it is ultimately determined that he or she is not qualified to be indemnified by the church.

Section 5: Extent of Indemnification: The indemnification provided by this bylaw shall be deemed to be discretionary unless otherwise required as a matter of law or under any agreement or provided by insurance purchased by the church, both as to action of each person seeking indemnification under this by law in his official capacity and as to action of each person seeking indemnification under this bylaw in his official capacity and as to action in another capacity while holding that office, and may continue as to a person who has ceased to be a pastor, deacon, officer, employee, or agent and may inure benefit of the heirs, executors and administrators of that person.

Section 6: Insurance: The church may purchase and maintain 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 bylaw.