

By-Laws Of Fellowship Bible Church

Sub-Article A - OFFICES

Section 1: Principal Office

The principal office of the corporation in the State of Texas shall be at 1601 Moores Lane, City of Texarkana, Bowie County, Texas. The corporation may have such other offices, either within or without the State of Texas, as the Board of Directors (Elders) may determine or as the affairs of the corporation may require from time to time.

Section 2: Registered Office and Registered Agent

The corporation shall have and continuously maintain in the State of Texas, a registered office, as required by the Texas Non-Profit Corporation Act. The registered office maybe, but need not be, identical with the principal office of the corporation in the State of Texas, and the address of the registered office may be changed from time to time by the Board of Directors (Elders).

Sub-Article B - MEMBERS

Section 1: Members

The corporation shall have no “members” as that term is used in the Texas Non-Profit Corporation Act, but members shall be admitted under the terms here of with voting privileges only as set out in these By-Laws.

Section 2: Voting

Voting privileges are limited to the instances set out in these By-Laws or called by the Board of Elders, and to those members who have attained the age of 18years.

Each formal vote of the members, except affirmation of a new Senior Pastor, shall be accomplished as follows: The Board shall set the date that voting shall begin. Notice of when voting shall begin, and the subject matter, proposal, or existing nominees to be voted on, shall be given by mailing a written notice to the home of each member via regular mail at least 30 days prior to the date voting is to begin. The notice should urge the members to consider prayerfully the subject of the vote and the needs of the church. On or about the date voting is to begin, ballots shall be mailed in the same way, one ballot for each voting member. Additional ballots may (but need not) be, made available to members at other times and in person, for the convenience of members. All ballots shall be returned to the Senior Pastor or other designated agent of the Board of Elders (or as otherwise indicated by the Senior Pastor or Board of Elders)

prior to the expiration of two weeks from the time voting was to begin; and any ballots not returned by such time shall not be counted.

Section 3: Membership Requirements

- a. Each member of Fellowship Bible Church must be a Christian. (For details of the term “Christian,” see Article II - Philosophy.)
- b. The prospective member is expected to become familiar with and assent to the “Statement of Faith” and have a “New Members” orientation.
- c. Each candidate for membership must provide sufficient information to demonstrate to a minister or elder his or her acceptance of Jesus Christ as Savior and Lord and the reason for his or her assurance of salvation.
- d. Upon being satisfied that the candidate is a Christian, has a basic familiarity with the “Statement of Faith” and has had a “New Members” orientation, a minister or elder will sponsor the application of the candidate before the Board of Elders. The Board of Elders must approve the new member.
- e. As soon as reasonable, the new member shall be presented to the Church.

Section 4: Discipline of Members

a. Guiding Principles

(1) The goal of all discipline must be loving, gentle restoration to fellowship (Romans 15:1-3; 2 Corinthians 2:6-8; 7:8-11; Galatians 6:1-2; 2 Thessalonians 3:14-15), and the encouragement of forgiveness within the church without retribution or required restitution (Matthew 18:21-35; 1 Corinthians 6:5-7; 2 Corinthians 2:10-11; 1 Thessalonians 5:14-15).

(2) We are enjoined to maintain discipline on a firm, impartial basis (2 Corinthians 13:2; 1 Timothy 5:20-21) for the good of the church (1 Corinthians 5:1, 6-7; Titus 1:10-13) and the good of the offender (1 Corinthians 5:1, 5; Ezekiel 3:18; 33:9).

(3) The discipline process is to be deliberate (1 Timothy 5:22; 2 Timothy 4:2), that is, sure but with sufficient time for prayer and reflection by all concerned.

b. Examples of Matters Subject to Discipline

(1) Sin or wrong against a brother or sister or against the name of the Lord or against the church (Matthew 18:15; Galatians 6:1), including sexual immorality, greed, idolatry, slander, drunkenness, and fraud (1 Corinthians 5:9-13).

(2) Dissensions and hindrances contrary to the Word. (Romans 16:17-18;

Titus 3:9-11)

(3) Preaching or promoting doctrine clearly contrary to the Gospel of Christ. (Galatians 1:6-10; 1 Timothy 1:19-20; 2 John 10-11)

(4) It is discovered that a member is not a Christian. (2 Corinthians 6:14-17)

c. Process of Discipline

(1) One person goes to the offender alone, privately, to resolve the matter. (Matthew 18:15)

(2) If step (1) does not resolve the matter, then that one goes to the offender with one or two other members as witnesses. (Matthew 18:16; 2 Corinthians 13:1; 1 Timothy 5:19; Deuteronomy 19:15)

(3) If step (2) does not resolve the matter, then the matter is brought before the Board of Elders, as the official governing body of the church. (Matthew 18:17a) All interested parties will have an opportunity to be heard before the Board. If the charge is against an Elder, he is disqualified from consideration of the charge as a member of the Board.

(4) If step (3) does not resolve the matter, then the Board selects one to make a public announcement to the membership of the church, concerning the offender's name and that an unresolved offense or sin (not to be specified) exists that needs prayer and resolution, with the purpose of restoration. (Matthew 18:17a; 1 Timothy 5:20)

(5) If step (4) does not resolve the matter, then the Board expels the offender from membership. (Matthew 18:17b; Romans 16: 17-18; 1 Corinthians 5:9-13; Titus 3:10-11; 2Thessalonians 3:6)

(6) Any person expelled from membership will be welcomed back into membership upon resolution of the matter which resulted in his or her expulsion. (See a.(1), above)

Section 5: Termination of Members

- a. By Request: Members may request that they be terminated from membership. Members in good standing may request a letter of recommendation to a church of their choice.
- b. By Habitual Absence: If a member is voluntarily absent from worship services for a period of six months, his or her membership shall automatically terminate.
- c. By Exclusion: If, under the Biblical framework, attempted discipline of any member is unsuccessful (see Section 4, above), the Board of Elders may act to terminate the membership of the offending brother or sister.

d. By Death.

Sub-Article C. - THE SENIOR PASTOR

Section 1: General Powers and Duties

It shall be the duty of the Senior Pastor to preach the Word, administer the ordinances, take charge of the worship services of the church, serve as an ex officio voting member of the Board of Elders, to offer vision and ministry leadership, and to perform any other duties which the Board of Elders might delegate to his charge.

Section 2: Selection and Tenure of the Senior Pastor

Candidates for Senior Pastor shall be selected by a committee appointed by the Elders. The Senior Pastor shall be selected by the Elders and affirmed by the membership of the church with a vote of at least two-thirds of those members present at regular Sunday Morning Worship, or at a special meeting called therefor by written notice, mailed to the home of each member, at least 15 days before such special meeting.

The term of office of the Senior Pastor shall be an indefinite time period, provided that he is subject to removal in the same way as an Elder.

The Senior Pastor shall not vote as an Elder on matters pertaining to tenure, selection, or compensation of Senior Pastor.

Sub-Article D - OTHER PASTORS

The addition of other Pastors shall be as the Board of Elders deems necessary. Their duties shall be determined, and direction shall be provided, by the Senior Pastor.

Such other pastors shall be selected by, and shall serve during the approval of, a simple majority of the Board of Elders.

Sub-Article E - BOARD OF DIRECTORS (ELDERS)

Section 1: General Powers and Name

The affairs of the corporation shall be managed by its Board of Directors which shall be identical with, and which shall be called, the Board of Elders, referred to herein as the "Board of Elders" or "Elders."

Section 2: Number

The number of Elders shall be no less than three. This number may be increased and decreased from time to time by act of the Elders.

Section 3: Tenure

Each Elder shall serve for a term of three years, each term beginning on January 1, and until his successor is selected, unless earlier removed under the terms of these By-laws. There shall be three groups of Elders, each group consisting of as nearly one-third of the Elders as possible. Each group of Elders shall have a date of expiration of its term of office, different from the other two groups. Elders may, but need not, serve for successive terms, if reselected by the process set out herein.

Section 4: Qualifications

Each Elder must meet the qualifications of Elder which is outlined in 1 Timothy 3 and Titus 1 and must be a member in good standing of the church.

Section 5: Selection

The Elders shall be selected as follows:

- a. Preferably on or before October 1 of each year, the Board of Elders shall nominate candidates to replace the Elders whose terms are due to expire at the end of the year, and shall set the date when voting by members for the new Elders shall begin.
- b. Written notice of the voting shall include the names of the Board's nominees for Elder.
- c. Church members may nominate additional candidates for Elder by delivering a written nomination to the Senior Pastor or President of the Board of Elders at least ten (10) days prior to the date voting is to begin. The Elders shall evaluate any such nominations, and each such nominee who, in the opinion of the Board of Elders, meets the qualifications for Elder, shall be added to the ballot to be considered with the nominees of the Board. No notification of any additional nominations need be sent to the membership.
- d. Each eligible church member is entitled to one ballot and may vote for as many candidates as there are positions open. The ballot shall first inquire whether each nominee is qualified as an Elder, in the opinion of the voter, and also whether the member thinks God would have the nominee as an Elder at this time. The second question maybe answered "yes" only as many times as there are positions open. To be selected as an Elder, a nominee must receive (a) at least 2/3 "yes" answers to the question regarding qualification and (b) out of those who did receive such 2/3 affirmation, the most "yes--" answers to the second question (or is in the top number of candidates corresponding to the number of positions open).

Section 6: Meetings

Regular meetings of the Board of Elders shall be held monthly at the times and places as are designated from time to time by act of the Board of Elders. Special meetings of the Board of Elders maybe called by, or at the request of, the President, the Senior Pastor, or a majority of the Elders then in office, at which time the place and time of the special meeting shall be specified.

Notice of the date, time, and place of any special meeting of the Board of Elders shall be given at least seven (7) days previously thereto to each Elder. Regular monthly meetings shall not require notice to any Elder, but when the regular time or place for regular meetings is initially set, or is changed, at least seven (7) days' notice of each such change of the time and place for such regular meeting shall be given to each Elder before any meeting is held at the new time and place. Any required notice shall be sufficient when it is given by oral notice delivered personally or telephonically, or by written notice delivered personally, electronically, or by mail, facsimile, or telegram.

Section 7: Manner of Acting

The simple majority vote of the Elders in office shall be required for any act of the Board of Elders, unless otherwise specified herein. A two-thirds majority vote of the Elders in office shall be required for any act of the Board of Elders to nominate or remove an Elder or a Senior Pastor or to change the number of Elders. An Elder may vote on any specific issue in person or, if he is unable to attend a particular vote, by a signed writing delivered to another Elder prior to the vote in question, designating the motion or nomination being voted on and his vote on the motion or nomination.

Section 8: Vacancies

Any vacancy occurring in the Board of Elders, and any Eldership to be filled by reason of an increase in the number of Elders, shall be filled by a special election. This special election will have the same format as is outlined in Section 5 of this Sub-Article.

Section 9: Compensation

Holding the office of Elder shall not entitle the Elder to receive any payment for his services, except that certain Elders as so designated by act of the Board of Elders may be paid as the Board of Elders shall decide.

Section 10: Informal Action by Elders

Any action required by law to be taken at a meeting of the Board of Elders, except the removal of an Elder, maybe taken without a meeting if a

consent in writing setting forth the action so taken shall be signed by all of the Elders then in office.

Section 11: Removal

Any Elder may be removed by the Board of Elders whenever in its judgment the best interests of the corporation would be served thereby. The act of the Board of Elders removing any Elder from eldership or from any other office shall require a two-thirds majority vote of all Elders then in office except the person being removed.

Sub-Article F - OFFICERS

Section 1: Officers

The officers of the corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as maybe elected in accordance with the provisions of this Article. The Board of Elders may elect or appoint such other officers, including one or more Assistant Treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Board of Elders. Any two or more offices may be held by the same person, except that the offices of President and Vice President may not be held by the same person.

Section 2: Election and Term of Office

The officers of the corporation shall be elected by the Board of Elders. Provided, however, that the duration and terms of office of the officers as may be elected by the Board of Elders shall be as specified by the Board of Elders or until terminated or replaced by the Board of Elders. Provided, further, that all incumbent officers shall be deemed to have been reelected to successive terms of similar duration in the absence of an election appropriately held. New offices may be created and filled at any meeting of the Board of Elders.

Section 3: Removal

Any officer may be removed by the Board of Elders whenever in its judgment the best interest of the corporation would be served thereby.

Section 4: President

The President must be an Elder. He shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation, except those set out for supervision and control of the Senior Pastor. He shall preside at all meetings of the Board of Elders. He may sign, with the Secretary, or any other proper officer of the corporation authorized by the Board of Elders, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Elders

has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Elders or by these By-Laws or by statute to some other officer or agent of the corporation; and in general he shall perform all duties incident to the office of President and such other duties as maybe prescribed by the Board of Elders from time to time.

Section 5: Vice President

The Vice President must be an Elder. In the absence of the President or in the event of his inability or refusal to act, the Vice President shall perform the duties of the President and when so acting shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Elders.

Section 6: Treasurer

The Treasurer must be an Elder. He shall not be required to give a bond for the faithful discharge of his duties. He shall have charge and custody of and be responsible for all funds and securities of the corporation, receive and give receipts for monies due and payable to the corporation from any source whatsoever, and deposit all such monies in the name of the corporation in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of Sub-article I of these By-Laws, and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Elders.

Section 7: Secretary

The Secretary must be an Elder. He shall keep, or cause to be kept, the minutes of the meetings of the Board of Elders, give all notices in accordance with the provisions of these By-Laws or as required bylaw, be custodian of the corporate records, keep a register of the post office address of each Elder (which shall be furnished to the Secretary by each Elder), and, in general, perform all duties as from time to time may be assigned to him by the President or by the Board of Elders.

Section 8: Assistant Treasurers, Assistant Secretaries, and Other Officers

The Assistant Treasurers and Assistant Secretaries in general shall perform such duties as shall be assigned to them by the Treasurer or by the Secretary or by the President of the Board of Elders. Neither the Assistant Treasurers nor the Assistant Secretaries, nor any other officers not previously set out herein, are required to be Elders.

Sub-Article G - DEACONS

Section 1: Deacons

Deacons may be appointed by the Board of Elders and shall have the responsibility of such church offices and committees as specified by the Board Elders.

Section 2: Term of Office

Deacons shall hold the position for a term of one year, from July 1 (or the later time of their appointment) to June30 (or until their successors are appointed) and shall serve at the commission of the Board of Elders.

Section 3: Removal

Any Deacon may be removed from office by action of the Board of Elders whenever in their judgment the best interests of the corporation shall be served by such removal.

Sub-Article H - COMMITTEES

Section 1: Committees

The Board of Elders may designate and appoint one or more committees, each of which shall consist of one or more Elders or Deacons, and which may include other church members; the membership of which shall be appointed by the Board of Elders. Each to the extent provided in said resolution, may have and exercise the authority of the Board of Elders in the management of said committee. However, no such committee shall have the authority of amending, altering, or repealing the ByLaws; electing, appointing, or removing any member of any such committee or any Elder or officer of the corporation; amending the articles of incorporation, adopting a plan of merger or adopting a plan of consolidation with another corporation; authorizing the sale, lease, exchange, or mortgage of any of the property or assets of the corporation; authorizing the voluntary dissolution of the corporation or revoking proceedings therefor; adopting a plan for the distribution of the assets of the corporation; or amending, altering, or repealing any resolution of the Board of Elders. The delegation of authority to any committee shall not operate to relieve the Board of Elders, or any individual Elder, of any responsibility imposed on it or him by law. Committee action maybe reviewed and maybe amended or revoked by the Board of Elders.

Section 2: Removal

Any one or more members of a committee maybe removed by the action of the Board of Elders whenever in its judgment the best interest of the corporation shall be served by such removal.

Section 3: Term of Office

Each member of a committee shall continue as such until his successor is appointed; unless the committee shall be sooner terminated, such member be removed from such committee, or such member shall cease to qualify as a member thereof.

Section 4: Chairman

One member of each committee shall be appointed chairman by the Board of Elders.

Section 5: Vacancies

Vacancies in the membership of any committee maybe filled by appointments made in the same manner as provided in the case of the original appointments.

Section 6: Quorum

Unless otherwise provided in the resolution of the Board of Elders designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 7: Rules

Each committee may adopt rules for its own government not inconsistent with these By-Laws or with rules adopted by the Board of Elders.

Sub-Article I - CONTRACTS, CHECKS, DEPOSITS, AND FUNDS

Section 1: Contracts

The Board of Elders may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation. Such authority may be general or confined to specific instances.

Section 2: Checks and Drafts

All checks and drafts issued in the name of, and all endorsements for deposit of all items payable to, the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by the Board of Elders. In the absence of such determination by the Board of Elders, such instruments shall be signed by the Treasurer or an Assistant Treasurer.

Section 3: Deposits and Investments

All funds of the corporation shall be deposited or invested from time to time to the credit, or in the name, of the corporation in such financial institutions, depositories, or investments as the Board of Elders may select, or as may be selected by the officer or committee to which the Board of Elders delegates such authority.

Section 4: Gifts

The Board of Elders, and any Elder or other officer, may accept on behalf of the corporation any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the corporation. Any gift having conditions or terms other than simple designation to an already existing fund or project, however, may be accepted only by the Board of Elders.

Sub-Article J - BOOKS AND RECORDS

Section 1: Books and Records

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Elders and committees having any of the authority of the Board of Elders, and shall keep at the registered

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Sub Article K - FISCAL YEAR

Section 1: Fiscal Year

The fiscal year of the corporation shall begin on the first day of January and end on the last day in December in each year.

Sub Article L - WAIVER OF NOTICE

Section 1: Waiver of Notice

Whenever any notice is required to be given under the provisions of the Texas Non-Profit Corporation Act or under the provisions of the Articles of Incorporation or the By-Laws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

Sub-Article M - AMENDMENTS

Section 1: Amendments

This constitution may be altered, amended, or repealed and a new Constitution may be adopted by a two-thirds majority vote of the Elders in office and by a two-thirds majority vote of the membership voting. Notice of the vote of the membership shall be given as set out in these By-laws.