

**BY-LAWS OF
GREATER LITTLE ROCK BAPTIST CHURCH**

ARTICLE 1-NAME

The corporation name shall be Greater Little Rock Baptist Church Inc.

ARTICLE II-PURPOSE, Mission, Values, and Strategies

Section 2:01 Purpose

The corporation is organized exclusively for charitable, religious, and educational purposes, including the following:

- A. To function as a Christian Church
- B. To promote the interests of Christ's Kingdom through preaching the word of God, benevolence, evangelism, teaching, praying, music, and Christian Education;
- C. To license ministers, evangelists, and other church workers;
- D. To appoint, commission and support missionaries; and
- E. To engage in ministry or work that is consistent with the Christian faith or ancillary to any of the above objects.

Section 2:02 Mission, Vision, Values, and Strategies

- A. Our Mission is "to engage, empower and encourage all people to walk by faith and not by sight."
- B. Our Vision is "to reach out to all people touching them with love and to be an example of God's power in the world."
- C. Our Values are "to embrace, inspire, bring out and raise up."
- D. Our Strategies are to "communicate, cultivate and contribute."

ARTICLE III-MEMBERSHIP

Membership shall become effective after (1) public profession of faith in Christ as personal savior, (2) upon baptism by immersion in water as authorized by the church, or (3) upon receipt of a church letter of dismissal and recommendation from some church of like faith and order, or (4) by statement, acceptable to the church.

The corporation shall have two [PW1]classes of membership: active and inactive membership.

Section 3:01 Active Membership

For purposes of voting and eligibility for any benefit of membership in this church, *an active member* is a disciple who attends worship services on a consistent basis and who also makes financial contributions to the church. Any adult or child who is unable to make financial contributions, but does attend church on a regular and consistent basis, is also considered an active member. Those who are ill/ disabled or whose work keeps them away on a regular worship day shall be considered [PW2] active members [PW3]. Those working members should make contributions. Those ill/

disabled members who do not attend worship and who are unable to make a financial contribution shall remain in active membership status as long [PW4]as the Pastor/Deacon's Ministry is familiar with their situation. Each member shall be entitled to one vote, which shall be exercised in person and not by proxy.

Section 3:02

An inactive member is a person who became a disciple at Greater Little Rock Baptist Church Inc and has not attended church or made any financial[PW5] contributions to the church for a period of at[PW6] least ninety days. Those persons are subject to the guidelines applicable to nonmembers, except that the church will donate fifty dollars towards food for his or her funeral service, which can be held at the church at no cost for use of the edifice/fellowship hall. However, weddings and other uses of the sanctuary or fellowship hall will be available only on the basis of fees nonmembers are charged.

ARTICLE IV-DIRECTORS

Section 4.01 Management of the Affairs of the Corporation

The affairs of the corporation shall be managed by a Board of Directors, except issues which are specially reserved to its members.

Section 4:02 Composition of the Board of Directors

The Board shall consist of up to "25" members who shall be elected at the annual meeting.

Section 4.03 Vote of the Board Member/ Quorum

Each Board member shall be entitled to one vote. A two thirds (2/3) majority of Directors shall constitute a quorum, and a majority of the Directors, provided the quorum is present, shall be sufficient to take any action. In order to vote on any matter that may properly come before the Board, the Directors must be physically present rather than represented by proxy.

Section 4:04 Elections of Board of Directors

All elections for Directors and officers shall be decided by majority vote.

Section 4.05: Term of Office

Each Director shall hold office from the day of his or her election until his/her successor shall be elected, unless the Director shall engage in misconduct involving moral turpitude or fail to attend regular meetings for a period three meetings In that event, the Director shall forfeit his or her position and shall be automatically removed as a Director. Each Director shall hold office from the day of his or her election until his/her successor shall be elected, unless the Director shall engage in misconduct involving moral turpitude or fail to attend regular meetings for a period three months. In that event, the Director shall forfeit his or her position and shall be automatically removed as a Director.

ARTICLE V-MEETINGS

The annual meeting of the Greater Little Rock Baptist Church, Inc shall be held annually for election of Church officers and Board of Directors^[PW7] and for such other business as may be stated in the notice of the meeting. The^[PW8] annual meeting shall be held at Greater Little Rock Baptist Church, Macon, Ga. Regular meetings of the members^[PW9] of the Greater Little Rock Board of Directors for any purpose other than election of officers, may be held at such time and place as determined by the Board. Special meetings may be called as deemed necessary by the Board as provided by ARTICLE X of these by-laws.

When at a scheduled or called meeting a quorum fails to^[PW10] be present and a decision is required prior to the next meeting, the Directors^[PW11] present shall constitute an executive committee, which shall be authorized to act only as to the matters requiring immediate action, provided two or more Directors are present and a written notice to each member has been properly mailed or an announcement placed in the Church bulletin identifying^[PW12] such business as a main purpose of the meeting.

Section 5:01 Board of Director Meeting Schedule

The Board of Directors shall meet on a quarterly basis and the final Board meeting of the year shall also serve as the annual meeting. All members of Greater Little Rock Baptist Church Inc, in good standing, shall be eligible to attend Board meetings, but only Board members shall be eligible to vote. At the annual meeting all active members shall be eligible to attend/vote^[PW13] for Church officers and the Board of Directors. Whether or not a member is eligible to vote on any issue shall be determined in accordance with Section 3:01.

In the interval between quarterly Board of Director's meetings, the Pastor and Deacons, with such input as they deem appropriate from ministry trainees, wives of trainees, and Deaconess, shall oversee the affairs of the corporation, subject to the approval of the Board of Directors. Provided, however that no expense in excess \$10,000 shall be incurred without first obtaining the approval of the Board of Directors. Further, in order to incur an indebtedness in excess of \$ 20,000 a favorable vote of the membership must be obtained by a vote of two thirds of the membership, after notice of two weeks published in the church bulletin and announced from the pulpit.

ARTICLE VI-OFFICERS

Section 6.01: Officers of the Corporation

The officers of the corporation shall consist of a chair, vice chair, secretary, treasurer, and such other officers as the Board of Directors may appoint. No two or more offices may be held by the same person, except as appointed by the Pastor. All officers shall be elected from the active members of the church who shall be elected from time to time at the annual meeting. No officer shall have the authority to speak for or otherwise represent the corporation without prior approval of the Board of Directors. The Pastor shall serve as chair of the Board. The Chair of Deacon's Ministry shall serve as vice-chair.

Section 6.02: Election of the Officers of the Corporation

The officers of the corporation shall be elected at the annual meeting and each officer shall be elected to serve one year or until his/her successor shall be named.

Section 6:03 Term of Office of the Board of Directors

The officers, except for the chair of the Board, shall be elected for a term of one year and shall be eligible for re-election. As the term of the Pastor is indefinite so long as the Pastor serves the church he shall serve as chair of the Board.

Section 6.04: Duty of the Chair & Vice Chair

The chair of the corporation shall preside at all meetings of the Board and of meetings of the members. The vice-chair shall exercise the function of the chairman during the chair's absence or disability and shall have such duties as may be assigned by the chair or by the Board of Directors.

Section 6.05: Duties of the Treasurer and Financial Secretary

The treasurer shall sign checks along with the financial secretary and oversee the maintenance of checking accounts and financial records. Two signatures shall be required on all checks with the exemption of an immediate emergency not exceeding \$500.00.

Section 6.06: Duties of the Secretary

The secretary shall perform the custodial and record keeping duties of the corporation.

Section 6.07: Appointment of Standing Committees

The Chair of the Board shall be authorized to appoint such standing committees as may be required from time to time.

Section 6.08: Duties of the Chair and the Deacon's Ministry

The Pastor and members of the Deacons Ministry shall have authority to promulgate policies and procedures for use of the church's facilities and other property, including but not limited to fees for use of facilities and procedures for such special services as weddings, funerals, and dedications and eligibility for Benevolence with the approval of the body at any monthly business meeting. Any policy shall be subject to change, alteration, amendment, or rescission through this same procedure.

Section 6.09:

No matter of which the Pastor and Deacons have not made a recommendation to the church shall be eligible for consideration at any meeting of the Board of Directors.

ARTICLE VII-SPIRITUAL OFFICERS

Section 7:01 Pastor

To call a Pastor a pulpit committee shall be appointed to screen suitable candidates and to make a recommendation of a candidate to the church^[PW14]. The pulpit committee must secure a complete background check, credit report, and verified resume prior to a recommendation of a candidate to the Church. A clearance indicating past issues may

not in and of itself prevent the candidates recommendation; however, such information shall be considered to be an integral part of the decision as to whether to recommend the person to the Church. Upon satisfactory completion and disposition of this information and upon two weeks notice, and if two thirds of the membership[PW15] approves, the candidate shall be declared the duly elected Pastor and shall be installed. If the candidate recommended does not receive a two thirds favorable vote, the pulpit committee shall repeat the above process until a candidate receives at least a two thirds favorable vote.

Section 7:02 Deacons

The Deacons [PW16] shall be elected by the active membership[PW17] of Greater Little Rock Baptist Church on the recommendation of the Pastor and shall serve at the pleasure of the church. A Deacon's qualifications and duties shall be as set forth in Acts 6 and Timothy 3. A deacon, like the pastor, may be removed for cause on the favorable vote of two thirds of the members at any duly called meeting of the membership.

Section 7:03 Ministry Trainees

Persons who become ministry trainees shall constitute the group of men from which deacons shall be selected. They shall be selected by the Pastor. Their wives shall be eligible to attend any meeting which the[PW18] Ministry Trainees are eligible to attend.

ARTICLE VIII-COMMITTEES

All committees shall be appointed by the chair of the Board of the Directors subject, however, to the requirement that the membership of committees shall, insofar as possible, reflect the composition of the Board of Directors. There shall be the following standing committees:

- A. Evangelism and Outreach Committee
- B. Building and Grounds Committee
- C. Finance Committee. This committee shall exercise oversight over all financial matters, including, but not limited to, budgeting, financial planning, disbursement of funds, and financial records. The treasurer and financial secretary shall serve on this committee
- D. Worship and Reception Committee
- E. Ministry Committee
- F. Christian Education

ARTICLE IX-REMOVAL OF OFFICERS

Section 9:01 Removal from Office

Any officer, Director, or Committee member who fails to perform the duties of his or her position for a period of three months without good and sufficient cause as determined by the Board or who engages in conduct that brings the church into disrepute, shall upon a two thirds vote of the Board be removed from office and its decision shall be final.

Section 9:02 Opportunity to be Heard

The Board may give an officer the opportunity to be heard prior to any vote on removal.

Section 9:03 Contract Employees

In the case of any officer or employee with whom the corporation has entered a contract, the terms of the contract shall govern how the relationship is terminated. The decision of the Board shall be final.

Section 9:04 Spiritual Officers

The Board shall not have authority to remove a spiritual officer without the assent of the membership and without the vote required by these by-laws.

ARTICLE X-CONFLICT RESOLUTION

In any dispute or conflict that may arise in the church, the spiritual officers shall exhaust all means of resolving it in a manner that honors Christ and advances the mission of the Church. In the event their efforts are not successful and reconciliation between the parties cannot be effected, either party may request that the Board appoint a mediator to help them resolve their differences. If mediation is not successful, arbitration shall be used to settle the matter. The decision of the arbitrator shall be final and there shall be no recourse to the church or the courts. The Church shall pay the cost of arbitration. The arbitrators shall be selected as follows: Each side to the dispute shall select an arbitrator and the two arbitrators shall select the third. A vote of the three shall be binding on each party to the dispute.

ARTICLE XI-NOMINATIONS

Nominations for all elected officers and Directors of the corporation shall be made by a nominating committee which shall be selected by the Board of Directors whenever the need arises by virtue of a vacancy or election of officers at annual meetings. Additional nominations for any office or vacancy on the Board of Directors may be made by any member of the Board or any member of the congregation at annual meetings.

ARTICLE XII-EXECUTIVE COMMITTEE

Section 12:01 Executive Committee

The Executive Committee shall consist of the Chair of the Board of Directors, other officers of Greater Little Rock Baptist Church, Inc or Officers of the Board of Directors officers and the chair of all standing committees. The Executive Committee shall meet prior to the regular monthly meeting of the Board of Directors. However, the Chair is

empowered at anytime to cancel any such regular meeting if no business is required to be conducted. Meetings may be called at the discretion of the chair or by majority of the membership of the committee.

For the purpose of Executive Committee meetings, a quorum shall consist of at least a majority of the members of the committee, including at least one elected officer of the corporation. A motion shall be passed by a majority vote of the members present. However, if no quorum is present at any meeting, those actually present shall constitute an Executive Committee authorized to vote on any matter which is listed as a purpose of the meeting in the notice, if such a matter to be decided before the day of the next scheduled regular meeting. The Executive Committee shall have and may exercise all authority of the Board of Directors except in matters reserved by law to the full board.

ARTICLE XIII- ANNUAL MEETING

The corporation shall have an annual meeting as provided in Article IV hereof. At this meeting the chair of the Board shall preside.

Section 13:01 Quorum for the Annual Meeting

A quorum at any annual meeting of the members shall be two thirds (2/3) of the Board of Directors.

13:03 Annual Meeting

An Annual Meeting of the members of Greater Little Rock Baptist Church Inc will be held on an annual basis.

Section 13:04 Special Meetings

Special meetings of the members of the corporation may be called by the chair of the Board of Directors, or by a petition to the Board addressed to the Chair and the Board of Directors signed by not less than ten(10) members. The chair shall call such meetings within two (2) weeks from receipt of the petition; and adequate notice of such meetings shall be sent to the membership by the Secretary or by causing it to be placed in the church bulletin for two (2) consecutive Sundays.

ARTICLE XIV CONDUCT OF MEETINGS

All meetings shall be conducted in accordance with the provisions of Roberts of Order, except in matters when it is inconsistent with the Bible.

ARTICLE XV OPEN MEETINGS

The corporation's Board of Directors meetings shall not be open to inactive/ non-members except when their presence is necessary for the transaction of it's business.

ARTICLE XVI ACCESS TO FINANCIAL RECORDS

All members in good standing shall have access to financial records for the purpose of inspection, or any other proper purpose, at any reasonable time.

ARTICLE XVII DISSOLUTION

To dissolve the corporation, each member shall be given thirty (30) days notice of the date of the meeting at which the decisions to be made and this action can only be taken with the favorable vote of two thirds (2/3) of the members.

ARTICLE XVIII-TAX EXEMPT STATUS

Section 18:01 Political Endorsements

This corporation shall make no public statement of political endorsement of any party or candidate for any political office, and shall not otherwise itself, through any staff, office or representative, engage in any activity which subjects the corporation to loss of present or future non-profit tax exempt, charitable and educational status under the Internal Revenue Code of the United States.

ARTICLE IX AMENDMENTS

Section 19:01 Amendments

Amendment to these by-laws may be ratified at any annual or duly called special meeting by two thirds affirmative vote of the members present; provided however that there has been a public announcement of the text of the proposed amendments at least two weeks prior to the meeting.