

Bylaws of Apollo Baptist Church

Adopted

2020

Apollo Baptist Church
11611 N. 51st Avenue
Glendale, Arizona 85304
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Scripture quotations, except those noted otherwise, are from the *New American Standard Bible*.

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ARTICLE I

Location of Offices

The name of this Corporation is Apollo Baptist Church. It is an Arizona nonprofit religious corporation with its office located at 11611 N. 51st Avenue in Glendale Arizona.

ARTICLE II

Purpose

This corporation is organized for exclusively religious purposes (including charitable purposes common to a church ministry as defined by Scripture). Our commission is summarized as follows: "And Jesus came up and spoke to them, saying, 'All authority has been given to Me in heaven and on earth. Go therefore and make disciples of all the nations, baptizing them in the name of the Father and the Son and the Holy Spirit, teaching them to observe all that I commanded you; and lo, I am with you always, even to the end of the age'" (Matthew 28:18-20) (as modified).

ARTICLE III

Statement of Faith

The statement of faith of this corporation is that which is included in its Articles of Incorporation as filed in the Office of the Secretary of State of the State of Arizona.

ARTICLE IV

Corporate Membership

Section 1. Corporate Members

The corporation shall have no members. Any action which would otherwise require approval by a majority of all corporation members shall only require approval of the church congregation members. All rights which would otherwise vest in the corporation members shall vest in the church congregation members.

Section 2. Members of the Church

Nothing contained in Section 1 of this Article shall be construed to limit the right of the corporation to refer to persons associated with the corporation as "church members" even though such persons are not members of the corporation, and no such reference in or outside of these Bylaws shall constitute anyone being a member, within the meaning of Title 10 Section 10-3603 of the Arizona Revised Statutes. The corporation may confer by amendment of its Articles or of these Bylaws, some or all of the rights of a member as set forth in the Arizona Revised Statutes, upon any person or persons who do not have the right to vote for the election of officers or on a disposition of substantially all of the assets of the corporation or on a merger or upon dissolution or on changes to the corporation's Articles or Bylaws, but no such person shall be a member within the meaning of said Section 10-3603.

ARTICLE V
Church Membership

Section 1. Purpose of the Membership

The congregation of Christian believers who have applied for church membership and have been duly accepted shall constitute a spiritual body, united for the spiritual purposes set forth in the Articles of Incorporation and at Article II of these Bylaws.

Section 2. Applications for Membership

All requests for membership must be made to a Pastor. Upon making such a request, a Pastor or Pastors must meet with the applicant. Each applicant must hear a presentation of the Gospel of Jesus Christ, and the Statement of Faith. Upon satisfying these requirements, the applicant may request an application. The completed application will include signing of the Statement of Faith and their written testimony of salvation through Jesus Christ. Any questions or disagreements with the Statement of Faith must be made known to the pastoral staff for evaluation and determination of approval. If the applicant is a minor and/or has a cognitive disability, the pastoral staff has discretion to adapt these requirements to suit the applicant's age and level of comprehension.

Section 3. Admission of Applicants

Should the pastoral staff of the church accept the application, the applicant must appear publicly at a regularly scheduled worship service to be baptized (if not previously baptized by immersion in a like-minded church) at which time their testimony will be read to the congregation. The congregation may then affirm the joining of the individual to this membership by voice vote. If the church is not meeting, then the votes may be taken in small group meetings and reported to the church.

Section 4. Voting Privileges

Membership in this church shall not vest in any church member any proprietary rights in the corporation, but shall only entitle the church member to vote at a meeting of the church members on those matters submitted to the church membership for affirmation. In such cases, voting privileges are restricted to church members who are in good standing and who are not under any disciplinary action. Membership shall not be assignable to any other person or entity by any church member nor shall that membership vest to any personal representative, heir, or any other designated person.

Section 5. Responsibilities of Members

Church members shall seek to exercise their spiritual gifts for the mutual benefit of all the church body and shall submit to the Statement of Faith and the loving rule of the church congregation.

Section 6. Church Discipline

The threefold purpose of church discipline is to glorify God by maintaining purity in the local church (1 Corinthians 5:6), to edify believers by deterring sin (1 Timothy 5:20), and to promote the spiritual welfare of the offending believer by calling him or her to return to a biblical standard of doctrine and conduct (Galatians 6:1).

Members of this church who err in doctrine, or who engage in conduct that violates Scripture as determined by the Pastoral staff, shall be subject to church discipline, including dismissal, according to Matthew 18:15–18. Before such dismissal, however, (1) it shall be the duty of any member of this church who has knowledge of the erring individual's heresy or misconduct to warn and correct such erring individual in private, seeking his or her repentance and restoration. If the erring individual does not heed this warning, then (2) the warning church member shall again go to the erring individual, seeking his or her repentance, but accompanied by one or two members of the church who shall confirm that the sin has occurred or is continuing to occur, and/or that the erring individual has been appropriately confronted and has refused to repent. The first and second warnings may occur with no specified time interval. If the erring individual still refuses to heed this warning, then (3) it shall be brought to the attention of a member of the Pastoral staff (or a duly appointed committee, at the sole discretion of the Pastoral staff). If the Pastoral staff (or a duly appointed committee, at the sole discretion of the Pastoral staff) determines after thorough investigation in accord with the procedures prescribed by pertinent Scripture, including Matthew 18:15–18 and 1 Timothy 5:19–20 that there is corroborating evidence that the erring individual has sinned or is continuing to sin, that he or she has been appropriately confronted, and that he or she has refused to repent, then the Pastoral staff shall inform the church at a regular meeting of the church members in order that the church may call the erring individual to repentance. If, however, the erring individual does not repent in response to the church in its collective call to repentance, then (4) he or she shall be publicly dismissed from the fellowship and/or membership of the church and the congregation thereof at a regular meeting of the church members. If the erring individual, after such dismissal, heeds the warning, demonstrates repentance, and requests reinstatement before the Pastoral staff (or a duly appointed committee, at the sole discretion of the Pastoral staff), then he or she shall be publicly restored to all the rights, duties, privileges, and responsibilities of fellowship and/or membership. Notwithstanding the foregoing, the Pastoral staff in the exercise of their discretion may proceed directly to the third stage of church discipline, (i.e. the informing of the church members at a regular meeting of the church members in order that the church may call the erring individual to repentance) or to the fourth stage of church discipline, (i.e. the dismissal from the fellowship and/or membership of the church) when one or more of the following have occurred:

- (i) Where the transgression and the refusal to repent have been public, i.e. openly and to the offense of the whole Church (1 Cor. 5:1–5)¹;
- (ii) Where the disciplined party has taught or otherwise disseminated doctrine deemed false or erroneous by the Pastoral staff, then chosen to disregard the direction and reproof of the Pastoral staff (Romans 16:17); or

1. Reflective of a historic position on church discipline as demonstrated by the *Institutes of the Christian Religion* (1559 ed.), Book IV, Chapter. XII, pp. 454–457.

(iii) Where the disciplined party has been warned twice to cease from factious and divisive conduct and has chosen to disregard that warning (Titus 3:10–11).

The members of this church, and all other professing Christians who regularly attend or fellowship with this church, agree that there shall be no appeal to any court because of the dismissal or because of public statements to the congregation at the third or fourth stages of church discipline. Members of this church, who are under discipline by the church, as defined in the previous paragraphs, forfeit and waive the right to resign from this church. Resignations from membership are possible only by church members who are in good standing and who are not under any disciplinary action.

Separate and apart from the process of church discipline, but subject to the discretion and approval of the Pastoral staff (or a duly constituted committee thereof), a church member, non-member regular attender, or any other individual may be notified that he or she is not to be present upon church premises for such a period of time as is deemed necessary for the safety and well-being of others on church premises. Such required absence may, but need not, be concurrent with church discipline of that person. Separate and apart from the process of church discipline, but subject to the discretion and approval of the Pastoral staff (or a duly constituted committee thereof), the names of any church members who have not attended a worship service, Sunday School class session or Fellowship Group meeting at Apollo Baptist Church for a period of six months or longer may be removed from the membership rolls.

ARTICLE VI

Church Administration

Section 1. Powers

Subject to the limitations of the Articles and these Bylaws and of pertinent restrictions of the Corporation Code of the State of Arizona, all the activities and affairs of the corporation shall be exercised by or under the direction of the Senior Pastor, who is responsible for shepherding and having oversight of the flock (church members). Without prejudice to such general powers, but subject to these same limitations, it is hereby expressly declared that the church members shall have the following powers in addition to the other powers enumerated by these Bylaws:

- (a) To approve all the pastoral staff of the corporation.
- (b) To review and approve policies developed by committees, establishing operating procedures for the church consistent with the purposes of this corporation.
- (c) To incur debt upon approval of the congregation; a designated Trustee shall be authorized to sign legal documents on behalf of the church for the purposes of the corporation.
- (d) To carry on a business and apply any such profit that results from the business activity in which it may legally engage.

- (e) To review and approve the annual budget and any budgetary changes that may occur throughout the year.

Section 2. Number of Trustees

In accordance with the provisions of Title 10 of the Arizona Revised Statutes, the authorized number of Trustees of the Corporation shall be not less than three (3), until changed by an amendment to the Articles of Incorporation or by an amendment to these Bylaws.

Section 3. Meetings

Meetings of the church members shall be held at the church.

- (a) Regular meetings of the church members shall be held quarterly.
- (b) Special meetings of church members may be called at any time by order of the Senior Pastor, the Deacons, the Trustees, or by a quorum of the members of the Pastoral staff.
- (c) Notice of special meetings shall be given from the pulpit at least fourteen (14) days prior to the meeting and shall also be published in the church bulletin on the Sunday immediately preceding the meeting.

Section 4. Quorum

At all regular and special meetings of church members, the church members present shall constitute a quorum for the transaction of business.

Section 5. Rights of Inspection

Every church member shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the corporation for a purpose reasonably related to such person's interest as a church member.

ARTICLE VII

Committees

Section 1. Committees

To promote efficient handling of church matters, the Senior Pastor may appoint committees from within its membership. These committees shall perform tasks solely in accordance with the duties and with powers specifically delegated by the Senior Pastor. All committees shall exist for the duration specified by the Senior Pastor. Membership on a committee shall have a maximum 3 year term with a minimum one year sabbatical before reappointment unless the committee needs justify an extension of service. In the event any of the above-mentioned offices becomes vacant the Senior Pastor may, at his sole discretion, appoint another church member to fill such vacancy for the unexpired term.

Section 2. Committee Membership Powers and Limitations

Committees shall be composed of two or more members of the congregation and shall have such powers as may be expressly delegated to it by the Senior Pastor, except with respect to:

- (a) The approval of any action for which Title 10 of the Arizona Revised Statutes also requires member approval (which must be approved by the Committee as a whole, as the corporation has no members pursuant to Article IV, Section 1 of these Bylaws).
- (b) The filling of vacancies on the Committee or on any committee.
- (c) The amendment or repeal of Bylaws or the adoption of new Bylaws.
- (d) The amendment or repeal of any resolution of the Committee which by its express terms cannot be amended or repealed.
- (e) The appointment of other committees of the church members.
- (f) The approval of any self-dealing transaction, as such transactions are defined in Title 10 of the Arizona Revised Statutes. The Committee shall have the power to prescribe the manner in which proceedings of any such committee shall be conducted. Unless the church members or such committee shall otherwise provide, the regular and special meetings and other actions of any such committee shall be governed by the provision of this Article applicable to meetings and actions of the church members. Minutes shall be kept of each meeting of each committee.

ARTICLE VIII

Trustees

Section 1. Trustee Members

Pursuant to the Articles of Incorporation the Trustees of the Corporation shall be a President, a Vice President and a Secretary-Treasurer.

Section 2. Election

The Trustees of the Corporation shall be elected by the church members as stated in the Articles of Incorporation.

Section 3. Removal and Resignation

Any Trustee shall be removed upon disqualification as a church member. In accordance with the provisions of the Articles of Incorporation, any Trustee may resign at any time without prejudice to the rights, if any, of the Corporation under any contract to which the Trustee is a party, by giving written notice to the Senior Pastor, and to the other members of the Trustees. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 4. Inability to Act

In the case of absence, or inability to act by any Trustee or any person herein authorized to replace said Trustee, the remaining Trustees may from time to time delegate the powers or duties of such Trustee to any other Trustee.

Section 5. The President

The President shall be the Chief Executive of the Corporation and shall have general supervision, direction, and control of the activities and Trustees of the Corporation. He shall preside at all Trustee meetings, which are to be conducted according to the scriptural principles such as set forth in Philippians 2:2-8.

Section 6. Vice President

In the absence or disability of the President, the Vice President shall perform all 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 have such other powers and perform such other duties as from time to time may be required of him.

Section 7. Secretary-Treasurer

The duties of the Secretary-Treasurer shall be to see that notices are issued to the members of the Trustees and the church members of all meetings called and see that a record of the minutes of all meetings and actions of the corporation and the Trustees are made and preserved, and perform other such duties as may be required by the Trustees or the corporation.

Section 8. Statutory Agent

The Statutory Agent for the corporation shall be the Senior Pastor.

ARTICLE IX

Ordination and Licensing

Section 1. Ordination

Ordination refers to the unanimous recognition by the church of a man's call to the ministry, preparation as a shepherd, and qualifications to serve. Ordination shall be conferred for life, so long as the man continues to manifest the qualifications of the office.

Section 2. Licensing

A license is issued by an Ordination Council and is given in recognition of a man's service in a ministry. Its aim is to allow a man to perform the ecclesiastical duties and functions of the church.

ARTICLE X

The Pastors

Section 1. Election

Pastor nominees shall be selected by a designated search committee and confirmed by the church members. A pastor shall remain in office an indefinite period of time subject to the following reservations: their resignation, death or incapacitation or vote of removal by the Church. The church reserves the right to dismiss a Pastor upon giving him one month's written notice of its intention to dismiss. A Pastor must give one month's notice if he intends to resign. The time limit of a Pastor's resignation or dismissal is subject to a lesser time if both the Pastor and the church, by mutual agreement provide otherwise, or as required as a part of a disciplinary process.

Section 2. Duties

The Senior Pastor shall be an ex officio member of all councils and committees, and he shall be responsible to the church members. The Senior Pastor shall arrange for and conduct all public and regular services of the church and shall be responsible for general oversight of the spiritual welfare of the church. In the absence of the Senior Pastor, the Pastoral staff (or a duly appointed committee), shall be responsible to arrange for the public and regular services of the church.

ARTICLE XI

Other Provisions

Section 1. Endorsement of Documents, Contracts

The church members, except as otherwise provided in the Bylaws, may authorize any Trustee or Trustees, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the corporation. Such authority may be general or confined to specific instances. Unless so authorized by the church members, no Trustee, agent or employee shall have any power or authority to bind the Corporation by any contract or agreement, or to pledge its credit, or to render it liable for any purpose or to any amount. The exception to this is where the Trustee(s) are executing contracts or documents related to the everyday business operation of the church, including, but not limited to, copier leases, phone or computer system repairs or agreements, security/life safety requirements, insurance policies, governmental requirements, etc. These daily operational needs have been approved by the church membership as part of the annual budget approval process and are only to be executed at the request of the Senior Pastor, Church Administrator, Accountant, or at the specific, approved request of a church committee. Subject to the provisions of applicable law, any note, mortgage, evidence of indebtedness, contract, conveyance, or other instrument in writing and any assignment or endorsement thereof executed or entered into between this Corporation and any other person, when signed jointly by the President, Vice President or Secretary-Treasurer of this Corporation, shall be valid and binding on this Corporation in the absence of actual knowledge on the part of the counter party or counter parties that the signing officers had no authority to execute the same.

Section 2. Amendments

The Governing Documents Committee may propose changes to these Bylaws at any time. Changes to the Bylaws may also be requested from time to time by the church members. Any amendments to these Bylaws

will be at the recommendation of the Governing Documents Committee. Church members may propose changes to these Bylaws by submitting a written request to the Governing Documents Committee for review. Any amendment(s) recommended for approval by the Government Documents Committee shall be presented for a vote of the church membership at the next regular meeting of the church members or at a special called meeting at any time by order of the Senior Pastor, the Deacons, the Trustees, or by a quorum of the members of the Pastoral staff.

Section 3. Record of Amendments

Whenever an amendment to the Bylaws is adopted, a record shall be kept at the church, with the date of the meeting at which the amendment was enacted and shall be filed as required by the Arizona Corporation Commission.

ARTICLE XII

Use of facilities

Section 1. Marriage and Weddings

Marriage and wedding ceremonies may be performed only where the participants are one man and one woman (Gen. 2:21–24; Matt. 19:4–6; Mark 10:6–9). Church facilities may be used for weddings only where both prospective spouses are church members of Apollo in good standing, or are in good standing at a like minded church. Church facilities are not available to the general public for this purpose.

ARTICLE XIII

Receipt, Investment, and Disbursement of Funds

Section 1. Acceptance of Money or Property

The Corporation may receive monies or other properties transferred to it for the purposes for which the Corporation was formed (as shown by the Articles of Incorporation); however nothing contained herein shall require the church to accept or receive any money or property of any kind if it shall determine in its discretion that receipt of such money or property is contrary to the expressed purposes of the Corporation as shown by said Articles.

ARTICLE XIV

Corporate Records and Reports

Section 1. Records

The Corporation shall maintain adequate and correct accounts, books, and records of its business and properties. All such books, records, and accounts shall be kept at its principal place of business in the State of Arizona.

Section 2. Fiscal Year of the Corporation

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

ARTICLE XV

Dissolution

Upon dissolution of this Corporation, the Trustees shall cause the assets herein to be distributed to another Corporation or entity with purposes similar to that identified in the Articles of Incorporation and at Article II of these Bylaws.

CERTIFICATION

I, the undersigned, being the duly elected Secretary of Apollo Baptist Church, do hereby certify that the above Bylaws were adopted as the Bylaws of Apollo Baptist Church hereof on _____, by the church members of said church in a regular or special meeting on the same date. Said Bylaws are, as of the date of the certification, the duly adopted and existing Bylaws of this Corporation.

In witness whereof, I have hereunto set my hand this _____.

Secretary

Printed Name

ATTEST:

Senior Pastor

Printed Name

Apollo Baptist Church
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