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Bylaws of Apollo Baptist Church

Adopted *2020*

Apollo Baptist Church
11611 N. 51st Avenue
Glendale, Arizona 85304
623-842-1281
apollo@apollobaptist.org

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.

109 **ARTICLE V**

110 **Church Membership**

111 **Section 1. Purpose of the Membership**

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

115
116 **Section 2. Applications for Membership**

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

126
127 **Section 3. Admission of Applicants**

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

133
134 **Section 4. Voting Privileges**

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

141
142 **Section 5. Responsibilities of Members**

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

147 **Section 6. Church Discipline**

148 The threefold purpose of church discipline is to glorify God by maintaining purity in the local church (1
149 Corinthians 5:6), to edify believers by deterring sin (1 Timothy 5:20), and to promote the spiritual welfare of
150 the offending believer by calling him or her to return to a biblical standard of doctrine and conduct (Galatians
151 6:1).

152 Members of this church who err in doctrine, or who engage in conduct that violates Scripture as determined
153 by the Pastoral staff, shall be subject to church discipline, including dismissal, according to Matthew 18:15–
154 18. Before such dismissal, however, (1) it shall be the duty of any member of this church who has knowledge
155 of the erring individual's heresy or misconduct to warn and correct such erring individual in private, seeking
156 his or her repentance and restoration. If the erring individual does not heed this warning, then (2) the
157 warning church member shall again go to the erring individual, seeking his or her repentance, but
158 accompanied by one or two members of the church who shall confirm that the sin has occurred or is
159 continuing to occur, and/or that the erring individual has been appropriately confronted and has refused to
160 repent. The first and second warnings may occur with no specified time interval. If the erring individual still
161 refuses to heed this warning, then (3) it shall be brought to the attention of a member of the Pastoral staff (or
162 a duly appointed committee, at the sole discretion of the Pastoral staff). If the Pastoral staff (or a duly
163 appointed committee, at the sole discretion of the Pastoral staff) determines after thorough investigation in
164 accord with the procedures prescribed by pertinent Scripture, including Matthew 18:15–18 and 1 Timothy
165 5:19—that there is corroborating evidence that the erring individual has sinned or is continuing to sin, that he
166 or she has been appropriately confronted, and that he or she has refused to repent, then the Pastoral staff
167 shall inform the church at a regular meeting of the church members in order that the church may call the
168 erring individual to repentance. If, however, the erring individual does not repent in response to the church in
169 its collective call to repentance, then (4) he or she shall be publicly dismissed from the fellowship and/or
170 membership of the church and the congregation thereof at a regular meeting of the church members. If the
171 erring individual, after such dismissal, heeds the warning, demonstrates repentance, and requests
172 reinstatement before the Pastoral staff (or a duly appointed committee, at the sole discretion of the Pastoral
173 staff), then he or she shall be publicly restored to all the rights, duties, privileges, and responsibilities of
174 fellowship and/or membership. Notwithstanding the foregoing, the Pastoral staff in the exercise of their
175 discretion may proceed directly to the third stage of church discipline, (i.e. the informing of the church
176 members at a regular meeting of the church members in order that the church may call the erring individual
177 to repentance) or to the fourth stage of church discipline, (i.e. the dismissal from the fellowship and/or
178 membership of the church) when one or more of the following have occurred:

- 179 (i) Where the transgression and the refusal to repent have been public, i.e. openly and to the offense of the
180 whole Church (1 Cor. 5:1–5)¹;
- 181 (ii) Where the disciplined party has taught or otherwise disseminated doctrine deemed false or erroneous by
182 the Pastoral staff, then chosen to disregard the direction and reproof of the Pastoral staff (Romans
183 16:17); or

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

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

188
189 The members of this church, and all other professing Christians who regularly attend or fellowship with this
190 church, agree that there shall be no appeal to any court because of the dismissal or because of public
191 statements to the congregation at the third or fourth stages of church discipline. Members of this church, who
192 are under discipline by the church, as defined in the previous paragraphs, forfeit and waive the right to resign
193 from this church. Resignations from membership are possible only by church members who are in good
194 standing and who are not under any disciplinary action.

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

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ARTICLE VI

206

Church Administration

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Section 1. Powers

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

- 214 (a) To approve all the pastoral staff of the corporation.
- 215 (b) To review and approve policies developed by committees, establishing operating procedures for the
216 church consistent with the purposes of this corporation.
- 217 (c) To incur debt upon approval of the congregation; a designated Trustee shall be authorized to sign
218 legal documents on behalf of the church for the purposes of the corporation.
- 219 (d) To carry on a business and apply any such profit that results from the business activity in which it may
220 legally engage.
- 221 (e) To review and approve the annual budget and any budgetary changes that may occur throughout the
222 year.

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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:

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

277 **ARTICLE VIII**

278 **Trustees**

279 **Section 1. Trustee Members**

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

283 **Section 2. Election**

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

287 **Section 3. Removal and Resignation**

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

295 **Section 4. Inability to Act**

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

300 **Section 5. The President**

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

304
305 **Section 6. Vice President**

306 In the absence or disability of the President, the Vice President shall perform all the duties of the President,
307 and when so acting shall have all the powers of, and be subject to all the restrictions upon, the President. The
308 Vice President shall have such other powers and perform such other duties as from time to time may be
309 required of him.

310
311 **Section 7. Secretary-Treasurer**

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

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317 **Section 8. Statutory Agent**

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

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ARTICLE IX

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Ordination, Licensing and Commissioning

322 **Section 1. Ordination**

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

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327 **Section 2. Licensing**

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

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ARTICLE X

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The Pastors

333 **Section 1. Election**

334 Pastor nominees shall be selected by a designated search committee and confirmed by the church members.
335 A pastor shall remain in office an indefinite period of time subject to the following reservations: their
336 resignation, death or incapacitation or vote of removal by the Church. The church reserves the right to
337 dismiss a Pastor upon giving him one month's written notice of its intention to dismiss. A Pastor must give

338 one month's notice if he intends to resign. The time limit of a Pastor's resignation or dismissal is subject to a
339 lesser time if both the Pastor and the church, by mutual agreement provide otherwise, or as required as a part
340 of a disciplinary process.

341

342 **Section 2. Duties**

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

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ARTICLE XI

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Other Provisions

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Section 1. Endorsement of Documents, Contracts

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

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Section 2. Amendments

370 The Governing Documents Committee may propose changes to these Bylaws at any time. Changes to the
371 Bylaws may also be requested from time to time by the church members. Any amendments to these Bylaws
372 will be at the recommendation of the Governing Documents Committee. Church members may propose
373 changes to these Bylaws by submitting a written request to the Governing Documents Committee for review.
374 Any amendment(s) recommended for approval by the Government Documents Committee shall be presented
375 for a vote of the church membership at the next regular meeting of the church members or at a special called

376 meeting at any time by order of the Senior Pastor, the Deacons, the Trustees, or by a quorum of the members
377 of the Pastoral staff.

378

379 **Section 3. Record of Amendments**

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

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ARTICLE XII

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Use of facilities

386 **Section 1. Marriage and Weddings**

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

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ARTICLE XIII

393

Receipt, Investment, and Disbursement of Funds

394 **Section 1. Acceptance of Money or Property**

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

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ARTICLE XIV

402

Corporate Records and Reports

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Section 1. Records

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

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Section 2. Fiscal Year of the Corporation

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

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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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Glendale, Arizona 85304
623-842-1281