

BYLAWS
FIRST BAPTIST CHURCH OF COVINA, CALIFORNIA
DBA CHRIST FIRST BAPTIST CHURCH OF COVINA

PREFACE

We, the members of First Baptist Church of Covina, doing business as, Christ First Baptist Church of Covina, in order to fulfill the great commission of our Lord and Savior Jesus Christ, do hereby subscribe to the following Articles of Faith and will be governed by the following bylaws.

ARTICLES OF FAITH

WE BELIEVE

--in one God, eternally existing in three Persons: the Father, the Son, and the Holy Spirit.

--that Jesus Christ was conceived of the Holy Spirit and born of the Virgin Mary. That Jesus Christ is true God and true man. That the Lord Jesus Christ died in our place for our sins and rose again, bodily, on the third day, ascending into Heaven to sit at the right hand of God, the Father, making him the only mediator between God and humankind.

--that the Holy Spirit's ministry is to reveal Christ to all people for the salvation and sanctification of their souls. That He, further, teaches the believers and provides gifts to the believers, equipping Christians to serve Jesus Christ.

--that the Holy Bible is inspired of God and is of supreme and final authority in faith and life. Written under God's inspiration, it is universal and without doctrinal error.

--that all people were created in the image of God. Having a free will, people choose to go their own independent way, thereby sinning, and incurring spiritual death. That salvation is received only through personal faith in Jesus Christ.

--that life is a gift of God, which begins at conception with its ownership vested in God.

--that God created man and woman in His own image and for each other in the bonds of marriage. That there must be no attempt to rationalize and promote sexual conduct – heterosexual, homosexual, or bisexual – which is outside the scriptural will of God for His children.

--in the scriptural teaching of the priesthood of believers, that every believer receives salvation and has free access to God the Father at any time for spiritual comfort and forgiveness of sins through Jesus Christ our Savior.

--that the New Testament Church is a group of believers committed to Jesus Christ. They come together for worship and fellowship. That by the power and leading of the Holy Spirit, they are committed to evangelism, training and discipleship. That they encourage and educate each other in world missions and community concerns.

--that baptism by immersion is a re-enactment of Romans 6:4, “being buried with Christ in baptism” in the name of the Father, and the Son and the Holy Spirit.

--that baptism is an external witness of the believer's previous experience: death to sin, burial of the old life, and the resurrection to newness of life.

--that the Lord's Supper symbolized by the elements representing Christ's broken body and spilled blood is a remembrance of the Lord's death until He returns.

--in the imminent, visible return of Jesus Christ to earth. That He will establish His Kingdom of justice and peace. That He will have dominion and power forever.

SECTION 1 – NAME

The name of this church shall be "Christ First Baptist Church of Covina"

SECTION 2– PURPOSE AND MISSION

In accordance with the Great Commission recorded in Matthew 28:18-20, this Church shall be committed to an outward focus by placing the needs of those who are not yet followers of Christ as a priority of the Church. While congregational care of regular participants shall not be neglected, outreach to others who are outside or new to the Church shall be given the first priority in the budgeting, staffing, and scheduling of Church activities. Thus the mission of this Church is to make new disciples of Christ, helping them grow in spiritual maturity, and welcoming them into a congregation that is healthy, growing, and multiplying.

SECTION 3 – ASSOCIATION

The government of Christ First Baptist Church shall be vested in the body of believers who compose it. The church shall be democratic and autonomous. However, it may choose to align with other organizations that maintain beliefs that are consistent with the articles of faith herein.

SECTION 4 – ORGANIZATIONAL STRUCTURE

It is the purpose of these bylaws to provide a stable, flexible and effective organizational structure to aid this Church in accomplishing its mission. The sections that follow specify a model that keeps the roles of Senior Pastor, Board, Ministry Leaders, and Congregation distinct and effective for church health and growth.

- (a) The role of the Congregation is to serve as the primary ministers of the church.
- (b) The role of the Board is to govern, to serve as officers, and to be part of the Nominating Committee.
- (c) The role of the Senior Pastor is to lead the church to accomplish its mission.
- (d) The role of the Ministry Leaders is to lead the ministries of the church, directed by the Senior Pastor.

These bylaws shall be reviewed annually by the Board for proposing to the membership of the church any changes to the structure that may increase the effectiveness of the church.

SECTION 5 – CONGREGATIONAL MEMBERSHIP

The Congregation shall be considered Church Members as defined in these bylaws; as provided in the California Corporations Code (CCC 9330, 9511-12), membership shall entail no definitions, rights, or responsibilities other than those explicitly stated in these bylaws. The Senior Pastor shall provide and publicize a process and covenant for recruiting, receiving, and removing church members within the Guiding Principles of the Board. An official membership list shall be maintained by the Senior Pastor or someone to whom this task is delegated. This list shall be kept in the church office.

The voting members of Christ First Baptist Church for purposes of these bylaws shall consist of baptized believers in Jesus Christ who are active members at least 16 years of age and who meet the following qualifications:

- (a) They participate regularly in worship and training of the church to grow in their faith.
- (b) They agree to serve faithfully in the ministries and outreach activities of the church.
- (c) They support and defend the mission, vision, and pastoral leadership of the church.
- (d) They endeavor to tithe and generously support the financial costs of achieving the mission of the church.

All members age sixteen (16) years and over are eligible to vote in any church business session except for the purchase or sale of property for which the age must be eighteen (18) years. All members age eighteen (18) years and over shall be eligible to hold any office in this church except Board Chairman, Board Secretary, Chief Financial Officer, Treasurer and Financial Secretary who legally must be twenty-one (21) years of age.

SECTION 6 – CONGREGATIONAL ROLE

The primary role of the members shall be to serve as the ministers of the church: reaching out to un-churched people first and also caring for the needs of one another within the church. The following decisions of the church shall require the approval of the congregation by a simple majority of those active members present and voting:

- (a) Amending the Articles of Incorporation or the Bylaws
- (b) Selecting Directors to serve on the Church Board
- (c) Ratifying the annual budget in broad categories

The following decisions of the church shall require the approval of the congregation by a three-fourths majority of those active members present and voting:

- (d) Purchasing or selling the primary church facilities
- (e) Calling or dismissing the Senior Pastor

The congregation shall be given at least two (2) weeks' notice of any vote by announcement at regular services and/or by electronic or postal mail. A vote may be taken either in a meeting or else by written or electronic means. If taken in a meeting, votes may be cast by verbal, visual, or written sign. If there is no meeting and votes are collected by written or electronic means, the "presence" of the members shall be defined as the direct receipt of their vote within a time period set by the Board, no shorter than twenty-four (24) hours and no longer than seven (7)

days. Fifteen percent (15%) of the current active members shall constitute a quorum. No abstentions or votes by proxy shall be counted. The Senior Pastor or the Board may also bring to the congregation decisions not listed above for a nonbinding vote or a less formal expression of support, as they deem appropriate. Meetings of the congregation for voting shall occur annually and at special times as needed when called by the Senior Pastor or the Board.

SECTION 7 – CHURCH BOARD SELECTION

The Board shall consist of no fewer than five (5) and no more than seven (7) Directors including the Senior Pastor, who shall be the only staff person on the Board. The other Directors shall be active church members selected for three-year terms by the following process:

- (a) The Board shall designate one of its members as Chair of the Nominating Committee.
- (b) The Board shall appoint three (3) church members who are not Board Members to serve as the Nominating Committee along with the Board Members. They shall be active members of the church for at least two years who are mature and growing Christians.
- (c) The Chair of the Nominating Committee shall solicit written recommendations from church members concerning potential Board positions, and Non-Board positions as may be required.
- (d) Recommended persons will be asked to fill out a Church Leadership Application and will be interviewed by the Nominating Committee to determine their spiritual maturity and fitness for church leadership. 1 Timothy 3:1-7 and Titus 1:5-9 shall be considered in this process.
- (e) The Nominating Committee shall determine the slate of candidates. No more than one-third of the Board should be replaced at any one time.
- (f) The candidates will be certified by the Board as qualified to serve as Directors.
- (g) Potential Directors must successfully complete a training course taught by the Senior Pastor covering the mission, vision, and structure of the church.
- (h) Potential Directors must sign a covenant to uphold the highest standards of participation, service, supportiveness, and tithing with regard to the church.
- (i) The congregation shall meet to vote on the slate submitted by the Nominating Committee. Nominations may not be taken from the floor at this meeting. If a name is not approved by the congregation, the Nominating Committee must submit another name at a later meeting to be held within sixty (60) days.

Each Director may serve a maximum of two (2) consecutive three-year terms and may serve again after a break of one (1) year or more. Immediate family members (parents, spouse, children) of the Senior Pastor, the Staff, Ministry Leaders or other Directors shall not serve on the Board. The term of a Director may be vacated by resignation, by removal as a church member, or by action of the Board. The remainder of a vacated term shall be filled by recommendation of the Senior Pastor and the Board, voted on by the congregation and shall not be counted toward the limit of two (2) consecutive terms.

SECTION 8 – CHURCH BOARD ROLE

The primary role of the Board shall be to provide accountability and support for the Senior Pastor by writing concise Guiding Principles in three categories:

- (a) Mission Principles shall define for the Senior Pastor what ends the church exists to achieve.
- (b) Boundary Principles shall define for the Senior Pastor what means may not be used in pursuit of achieving those ends.

(c) Accountability Principles shall define for the Chairperson how the Board is to establish the Guiding Principles and to monitor the Senior Pastor's compliance with them.

The Board shall determine the compensation of the Senior Pastor based on achieving the Mission Principles in compliance with the Boundary Principles. The Board shall influence all other operating and financial decisions through written policy in the Guiding Principles. The Board shall leave the leadership of the Church to the Senior Pastor and shall leave the management of the church to the staff under the direction of the Senior Pastor. In matters that require Board action by law, the Board shall routinely approve any motion of the Senior Pastor or Chairperson without discussion unless a Director believes it violates the bylaws or the Guiding Principles, in which case the action shall be discussed before a vote. Action of the Board shall be by simple majority of all Directors. Board meetings shall occur monthly and at other special times as needed when called by the Senior Pastor or the Chairperson. All Directors shall be sent at least 24 hours' notice of every meeting by electronic, verbal, or written means. However, such notice may be waived by unanimous consent.

SECTION 9 – CHURCH BOARD OFFICERS

Each year the Board shall appoint a Chairperson and Secretary. To fulfill state law, the Senior Pastor shall routinely be designated as President of the corporation and the Board Secretary shall routinely be designated as Secretary and Chief Financial Officer of the corporation; these designations shall in no way alter the functioning of the Board as defined in these bylaws. The Chairperson shall enforce the Accountability Principles and shall lead the Board when discussing topics related to the Accountability or Boundary Principles, the Senior Pastor's performance, and compensation; the Senior Pastor shall lead the Board in all discussions on topics related to Mission Principles. The Secretary shall maintain and distribute the current edition of the Guiding Principles and other Board documents. Any Director on the Board may sign legal documents on behalf of the corporation if so directed by the Senior Pastor in compliance with the Guiding Principles established by the Board and subject to congregational approval when required by Section 6 of these bylaws. Any church member may attend Board meetings and may speak when recognized by the Chair. When personnel (paid or otherwise) matters or confidential or disciplinary matters are discussed, only Board members may be present.

SECTION 10 – THE SENIOR PASTOR, CALLING AND DISMISSAL

In the event of a vacancy in the position of Senior Pastor, the Chairperson may consult with Transformation Ministries to guide the Board in the process of finding and calling a new Senior Pastor who has demonstrated the ability to lead this church to the next level of effectiveness in the achievement of its mission. The Board shall call an Interim Pastor, to fulfill the role of the Senior Pastor until a permanent Senior Pastor is in place. A Pastoral Search Committee should be organized as follows:

Pastoral Search Committee

Organization. When the Senior Pastorate is vacant, the church shall select a Pastoral Search Committee of not less than seven (7), not greater than twelve (12) active members to represent the cross-section of age, occupations, gender, and areas of ministry. Any church member may place a name in nomination for the Pastoral Search Committee. The Board will review all names received in nomination and not less than seven (7), not greater than twelve (12) persons from those suggested will be recommended to the congregation for election. The Pastoral Search

Committee shall choose one of its members to be Chairperson. No immediate family members of church staff shall serve on the Pastoral Search Committee (parents, spouse, children).

Duties. This Committee shall:

- (a) Survey the congregation and discern what qualities are desired in the pastoral candidate.
- (b) Investigate the merits of each candidate under consideration regarding personal character, education, ministerial performance, preaching ability, and commitment to Jesus Christ.
- (c) Make regular reports to the congregation on its progress.

Calling. When a suitable candidate is found, the Pastoral Search Committee shall recommend the candidate to the congregation to extend a call. A special meeting shall be called for this purpose, with verbal, electronic or postal notice of such meeting given no less than 2 (two) weeks prior to the meeting time. A three-fourths majority of the active members present and voting by written ballot shall be required to extend a call.

Termination. The professional relationship of the Senior Pastor may be terminated by the Senior Pastor's initiation with a thirty-day written notice to the Board. Dismissing a Senior Pastor shall require a vote by the Board to propose the action and final approval by the congregation.

SECTION 11 – SENIOR PASTOR ROLE

The role of the Senior Pastor is to lead the church to accomplish its mission. The Senior Pastor shall lead the congregation by preaching and teaching biblical truth, casting vision, managing the staff and ministry leaders, and overseeing the shepherding of members.

The Senior Pastor shall lead the Board according to the Guiding Principles. In addition, he shall annually lead the Board in a process of identifying specific responsibilities and accountabilities for Board Members. The Senior Pastor shall lead the Ministry Leaders collaboratively by equipping and supporting them in their management of church operations.

With regard to compensation based on performance, the Senior Pastor shall be accountable to the Board. With regard to job retention and approval of major decisions, the Senior Pastor shall be accountable to the Board and to the congregation. The Senior Pastor shall hire, direct, compensate and terminate any and all staff in compliance with the Guiding Principles established by the Board.

SECTION 12—MINISTRY LEADERS

Ministry Leaders Selection

- (a) Ministry Leaders must be active church members in good standing.
- (b) A Ministry Leader appointed by the Senior Pastor shall lead each area of church operation (Major Ministries). Ministry Leaders may or may not be paid. If paid, they may be part-time or full-time.
- (c) Ministry Leaders will not also serve as Board Members.

Ministry Leaders Role

Ministry Leaders are to lead Ministry Teams, the members of which are to be chosen by the Ministry Leaders in consultation with the Senior Pastor and considering spiritual fitness, maturity and giftedness.

Creation and Perpetuity of Ministry Leader Positions

Ministry Leader positions shall be created, filled, vacated or discontinued based on how effectively they accomplish designated parts of the Mission and Vision Principles within the means allowed by the Boundary Principles. All such decisions are the responsibility and prerogative of the Senior Pastor, who must answer to the Board for the effectiveness of the Ministry Leaders.

SECTION 13—STAFF

- (a) Staff are the paid employees of the church.
- (b) Staff may or may not be Major Ministry Leaders.
- (c) Provisions in Creation and Perpetuity of Ministry Leader Positions apply to Staff (Section 12).
- (d) Staff compensation, excluding the Senior Pastor, shall be determined by the Senior Pastor, in conformity with the approved annual budget.

SECTION 14 – LIMITATION OF LIABILITY

- (a) Directors shall not be personally liable for the debts, liabilities, or other obligations of the church.
- (b) To the extent that a person who is, or was, a Director, officer, employee or other agent of this church has been successful on the merits in defense of any civil, criminal, administrative or investigative proceeding brought to procure a judgment against such person by reason of the fact that he or she is, or was, an agent of the church, or has been successful in defense of any claim, issue or matter, therein, such person shall be indemnified against expenses actually and reasonably incurred by the person in connection with such proceeding.
- (c) If such person either settles any such claim or sustains a judgment against him or her, then indemnification against expenses, judgments, fines, settlements and other amounts reasonably incurred in connection with such proceedings shall be provided by this church but only to the extent allowed by, and in accordance with state law.

The Board may adopt a policy in the Guiding Principles authorizing the purchase and maintenance of insurance on behalf of any agent of the Church against any liability other than for violating provisions of law relating to self-dealing asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the Church would have the power to indemnify the agent against such liability under the provisions of state law.

SECTION 15—DISPOSITION OF CHURCH PROPERTY

- (a) In the event of the division of church membership, the church property shall belong to those members who abide by these bylaws and its original intent of fellowship as a body.
- (b) Should this church not continue, the dissolution of all assets shall be by three-fourths majority vote of the active members in good standing at the time of dissolution. Under no circumstances should any individual profit personally from the sale of any property or assets.

- (c) Amendments to Section 15 will not be effective less than eighteen (18) months prior to church dissolution.

SECTION 16—AMENDMENTS TO THE BYLAWS OR ARTICLES OF INCORPORATION

The bylaws of the Articles of Incorporation may be amended in whole or in part if the following requirements are met:

- (a) The amendment is proposed by the Senior Pastor, the Church Board, or a petition signed by one-third of the members of the congregation.
- (b) The congregation is given at least two (2) weeks' notice of the vote by announcement at regular services, electronic or postal mail.
- (c) The congregation votes to approve the amendment in accordance with normal voting procedures described in Section 6 of these bylaws.

SECTION 17—TERMS AND LIMITATIONS

The term of existence of this corporation shall be in perpetuity without specific term of existence.

The corporation is organized and operated exclusively for religious or charitable purposes within the meaning of IRC Section 501 (c) (3).

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

The property of this corporation is irrevocably dedicated to religious or charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed, as the existing active membership directs, to one or more nonprofit funds, foundations or corporations which are in keeping with the objectives and beliefs of the church, which are organized and operated exclusively for religious purposes, and which have established their tax exempt status under IRC Section 501 (c) (3).

January 1, 2010