

NEW TESTAMENT BAPTIST CHURCH, INCORPORATED
OF MIAMI, FLORIDA
BY-LAWS

New Testament Baptist Church

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ARTICLE I.
NAME

The name of this congregation shall be New Testament Baptist Church, Incorporated of Miami, Florida.

The purpose of this congregation shall be to conduct religious worship and instruction, churches, schools, and other institutions connected therewith of a religious, educational, charitable, and benevolent character to the end that its own members and others may be generally instructed and guided in the worship of God through the Gospel of the Lord Jesus Christ. The purpose shall also be to establish churches and schools of like faith wherever the Lord shall lead.

ARTICLE II.
MEMBERSHIP

Section 1.1. - Requirements for Membership.

1. The membership shall consist of those who have professed faith in the Lord Jesus Christ as their own personal Savior, have given evidence of a new life in Him, have been scripturally baptized by immersion, and have declared themselves in accord with the principles, practices and doctrines of this church.
2. Only active members fifteen (15) years of age or above shall be entitled to voting privileges in matters of church business.

Section 2.1. - Inactive Membership.

1. An inactive membership roll shall be maintained, to which the name of any member may be transferred by the Deacon Board, when the member, with six months of non-attendance and/or non-support, shows lack of interest in the objectives and/or work of the church.
2. Any such member may be restored to good standing and active membership in the church after suitable examination by the Deacons as to his purpose and sincerity.
3. Inactive members shall not be entitled to voting privileges.

Section 3.1. - Candidates for Membership.

1. New members may come into the church
 - a. by professing faith in Jesus Christ and following Him in water baptism,
 - b. by statement of faith in Jesus Christ, and by having been baptized by immersion after salvation in a church of like faith and practice
 - c. by transferring by letter from another church of like faith and practice
2. Candidates may be presented to the church during any church service, and the acceptance of any candidate shall be by a vote of the majority of members present at such service.
3. Where there is doubt as to spiritual intention, the candidate shall be questioned by a Pastor and recommendation shall be made by the Pastor to the church.

Section 4.1 - Discipline

1. All matters of discipline of members shall be in the hands of the Deacons and Pastor.
2. All discipline shall be for the purpose of reclaiming the individual, expulsion coming only after all other measures have failed.
3. Any member continuing in conduct that would harm the reputation of the church may be removed from the membership rolls.
4. The procedure for discipline will entail:
 - a. Any member offended by, or aware of, improper conduct of another, must first go and confront the individual as set forth in Matthew 18:15.
 - b. If there is no resolution, the offended member shall take two or three witnesses to repeat the statement of grievance as set forth in Matthew 18:16.
 - c. If there is still no resolution, the matter shall be brought before the Deacons and the Senior Pastor. After hearing both sides, the Deacons will recommend a solution.
 - d. Public discipline will occur only for public misconduct.

ARTICLE III.
BOARD OF TRUSTEES

Section 1.1. Management of Business.

The Board of Trustees shall provide oversight and approval for the financial matters of this corporation.

Section 2.1. Qualifications.

1. Spiritual -- Each member of the Board of Trustees must meet the same scriptural requirements as cited for an individual to be eligible to stand for election as a deacon of New Testament Baptist Church.
2. Tithing -- Each member of the Board of Trustees must be an active member of New Testament Baptist Church with a proven record of tithing for a minimum of one (1) year.
3. Experience -- Each member of the Board of Trustees should possess a proven background in the areas of fund-raising, finance, and/or business.
4. Employment -- Each member of the Board of Trustees, unless stated otherwise in this document, shall not be an employee of New Testament Baptist Church, nor shall they have any conflict of interest for goods, services, or compensation, etc. from the ministry.

Section 3.1. Composition and Terms of Office.

1. Ex Officio Members -- The following members of the Board of Trustees are members by virtue of the office they hold and are designated as either “voting” or “non-voting” members.
 - a. The Senior Pastor shall serve as the Chairman and will be a “non-voting” member of the Board of Trustees.
 - b. The Business Administrator shall serve as a “non-voting” member of the Board of Trustees.
 - c. The Chairman of the Deacons shall serve as a “voting” member of the Board of

Trustees. In the event that the Chairman of the Deacons is an employee of New Testament Baptist Church, the Deacons shall select their representative to fill this position on the Board of Trustees.

2. Elected Members

Twelve (12) men from the congregation of New Testament Baptist Church shall be elected in an at-large election process.

3. Term of Office

a. Trustees shall serve a three (3) year term and may serve one (1) additional consecutive three (3) year term, if re-elected; however, at the expiration of the second term, the Trustee shall not be re-elected as a Trustee until a lapse of at least one (1) year from the expiration of his term of office.

b. The terms of office shall overlap with four (4) Trustees being elected each year.

4. Additional Trustees

Additional Trustees may be added upon the recommendation of the Board of Trustees and the approval of the congregation at an official congregational meeting.

Section 4.1. Duties and Expectations.

1. Attendance of Trustee Meetings

Each Trustee is expected to faithfully attend all meetings, including the regular monthly meetings and special called sessions.

2. Policies

a. The Board of Trustees is responsible for the development, periodic review, and approval of all policies which guide the fiduciary matters of New Testament Baptist Church.

b. Such policies shall provide direction and guidance for the day-to-day operational matters of the corporation.

c. It is not the responsibility of the Trustees to micro-manage the administrative functions of New Testament Baptist Church, but to hold the administrative leadership accountable for adhering to the established policies.

4. Financial Philosophy

a. Each Trustee is expected to maintain a balanced approach to finances which is characterized by sound, scripturally-based decision making.

b. The Trustee shall not be an extremist with regard to indebtedness (e.g., neither “no” borrowing or “extreme/excessive” borrowing).

5. Annual Budget

a. The Board of Trustees shall be responsible for the review and approval of the annual budget. This budgetary responsibility includes:

1) The operational budget for each ministry

2) The approval of emergency and/or non-budgeted expenditures

3) The review and approval of major transactions (purchase, sale, lease, or disposal) regarding equipment, materials, and real estate.

b. The dollar amounts which define these transactions shall be determined by the Board of Trustees as set forth in each year’s annual budget.

Section 5.1. Removal from Office.

A Trustee may be removed from office upon the recommendation of the Church officers.

ARTICLE IV. OFFICERS

Section 1.1. Offices.

1. The officers of the church shall consist of Senior Pastor, Deacons, Trustees, and Clerk/Secretary.
2. Other offices and officers may be added as needed.
3. No officer shall resign from one office to be elected to another office.

Section 2.1 Senior Pastor.

1. Selection and Term of Office
 - a. The Pastor shall be chosen for an indeterminate term, or dismissed, by a vote of two-thirds (2/3) of the members present and voting at any business meeting, notice of which shall have been given publicly from the church pulpit for two (2) successive Sundays preceding.
 - b. The Pastor's tenure of office may be terminated by the Pastor by giving written notice to the Clerk at least thirty days preceding such intended termination.
2. Compensation
The Board of Trustees shall be responsible for negotiating the terms of compensation.
3. Qualifications
The Pastor must meet the qualifications as stated in I Timothy 3:1-7 and Titus 1:7-9.
4. Duties
The Senior Pastor is empowered by the congregation to provide leadership, spiritual guidance, and Biblical teaching for the church, and to hold the office of authority over all ministries of the church.

Section 3.1 Deacons.

1. Number of Deacons
The Board of Deacons shall consist of a minimum of seven (7) Deacons (four (4) from the Dade Location and three (3) from the Broward Location); with the total number of Deacons for each location being one (1) Deacon for every 100 members.
2. Election
The church members shall elect Deacons during a regularly called business meeting, called for such a purpose.
3. Term of Service
Deacons shall serve a two (2) year term and may serve one (1) additional consecutive two (2) year term, if re-elected; however, at the expiration of his second term, the Deacon shall not be re-elected as a Deacon until a lapse of at least one (1) year from the expiration of his term of office.
4. Qualifications
 - a. Men of honest report and full of the Holy Spirit
 - b. Men who have proven themselves to be scripturally qualified according to I Timothy

3:8-13

- c. Men who are faithful tithers to the local church.
- d. Men who have a minimum of two (2) years of active membership at New Testament Baptist Church and are at least twenty-one (21) years of age.

5. Duties

It shall be the duty of the Deacons to:

- a. attend all regularly scheduled deacon meetings and congregational meetings, as well as all specially called meetings
- b. prepare the elements for, and assist the Pastor in administering, the ordinance of the Lord's Supper
- c. assist the Pastor in administering the ordinance of baptism
- d. with the Pastor, have the oversight of the spiritual life of the church, including necessary discipline of the membership.

6. Chairman

There shall be one (1) Chairman of the Deacons representing each church location. All Chairmen of the Deacons shall be elected by the Deacons each year following the election, but prior to the Installation Service. The Deacons shall elect one (1) Chairman to attend Trustee's meetings to act as a liaison to the other Chairmen of Deacons to disseminate relevant information to their respective church locations and to carry out their respective duties as stated herein. The elected Chairman shall serve as a "voting" member of the Board of Trustees as provided in Article III, Section 3.1 herein. Should the elected Chairman become unavailable to attend a Trustee's Meeting, then another Chairman may attend in his place.

7. Removal from Office

A Deacon may be removed from office if he is no longer an active member of the church, or upon recommendation of the church officers.

Section 4.1 Clerk.

- 1. The Clerk shall be appointed by the Senior Pastor with approval by the Trustees.
- 2. His/Her duties shall be to
 - a. keep a complete record of the business meetings of the church
 - b. keep a register of all members
 - c. give notice of church business meetings
 - d. perform such particular duties as may be ordered by the church.
- 3. The term of office shall be indefinite.

Section 5.1 Secretary.

- 1. The Secretary shall be appointed by the Senior Pastor with approval by the Trustees.
- 2. He shall receive and have custody of all monies of the church received through all departments, applying such as directed by the church.
- 3. He shall make a full annual report of the finances, receipts, and disbursements, as required by the church.
- 4. The term of office shall be indefinite.

Section 6.1 Nomination Process.

1. In September of each year, the Trustees shall determine the number of vacancies for Trustee and Deacon, based upon the current membership of each location.
2. By October 1, the number of vacancies shall be announced to the congregation, and nomination forms will be made available.
3. Each church member is entitled to submit one written nomination per vacancy for each office on a form provided by the Church Clerk.
4. The deadline for all nominations will be the last Sunday of October.
5. Each nominee shall be reviewed by the current church officers and/or the Senior Pastor to assure that the nominee meets the stated qualifications and understands the commitment of the office.
6. The list of certified nominees shall make up the slate of candidates to be presented to the congregation.

Section 7.1 Installation and Training.

1. All newly elected officers will be installed during a special service during the first two weeks of January.
2. All officers shall complete a training process as prescribed by the Senior Pastor on a yearly basis.

**ARTICLE V.
BY-LAWS**

The members of the church shall have the right to make and adopt such By-Laws as they shall deem proper and advisable and such By-Laws shall be made, altered, or rescinded upon a two-thirds (2/3) vote of the members present and voting, at any business meeting of the church called for that purpose.

**ARTICLE VI.
AMENDMENTS TO BY-LAWS AND ARTICLES OF INCORPORATION**

Section 1 - The By-Laws of the church and these Articles of Incorporation may be altered, changed, or amended by the members of the church at any business meeting called for that purpose, provided that proper notice has been given as set forth in Article 9, Section 1, and, provided also, that such proposed changes have been submitted to the Board of Trustees for their consideration prior to bringing it to the church for consideration. The Board of Trustees may express approval or disapproval but final action thereon is subject to the vote of the membership of the church. All such proposed alterations, changes, or amendments of the By-Laws or Articles of Incorporation must receive the affirmative vote of two-thirds (2/3) majority of the members present and voting at such meeting.

Section 2 - Amendments to the Articles of Incorporation, when approved by the church, must also be forwarded to the Secretary of State of Florida and filed and approved by him before the same shall become effective.

ARTICLE VII.

DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon dissolution of the corporation, any and all assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future federal tax code) and in accordance with the preamble of these By-Laws. Any such assets not disposed of shall be disposed of by a Court of competent jurisdiction of the country in which the principal office is then located, exclusively for such purposes or to such organizations, as said Court shall determine. In the event of dissolution, all school records will be delivered to the appropriate office of the appropriate County School Superintendent.

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