

Bylaws

of the

FIRST BAPTIST CHURCH OF DURHAM (NORTH CAROLINA), INC.

Preamble

Since it pleased Almighty God, by His Holy Spirit, to call certain servants to unite here in 1845 under the name Rose of Sharon Church, for the worship of God and the spread of the gospel of Jesus Christ to sustain and prosper this work to the present day; and

Whereas we, the members of First Baptist Church of Durham (North Carolina), Inc., having searched the Scriptures under the guidance of His Spirit, have recognized the need to replace the Bylaws to conform more closely to His will for the Church and prepare ourselves for greater efforts in His name;

Now therefore we, the members of First Baptist Church of Durham (North Carolina), Inc., do hereby adopt these Bylaws as our articles of governance, to be interpreted at all times to reflect the character of and bring glory to Jesus Christ, as revealed in the Holy Bible and articulated in the standards set forth in the church's Statement of Faith.

Article 1 – Name

This body shall be known as **The First Baptist Church of Durham (North Carolina), Inc.** (sometimes hereinafter referred to as the “church”).

Article 2 – Purpose

This church exists to delight in, display, and declare the glory of God, equipping His people to spread that delight to all nations through Jesus Christ.

This church seeks to accomplish this purpose by loving God and obeying His commands through:

Worshipping Him;

Equipping the saints through Bible instruction and study for the work of the ministry and personal progressive sanctification;

Proclaiming the gospel of Jesus Christ through preaching, personal evangelism, and any other means consistent with the teachings of Holy Scripture;

Encouraging, supporting, and participating in missions work locally, domestically, and internationally;

Administering the ordinances of believer's baptism by immersion and communion;

Encouraging Biblical fellowship among believers;

Serving other individuals, families, and churches by providing for physical, emotional, and spiritual needs in the name of Jesus Christ;

Seeking fellowship with God through prayer and supplication

1 **Article 3 – Statement of Faith**

2
3 We affirm the Holy Bible as the inspired word of God and the basis for our beliefs
4 and actions. This church subscribes to the doctrinal statement of The Baptist Faith and
5 Message as adopted by the Southern Baptist Convention in 2000.

6
7 **Article 4 – Ordinances**

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9 The ordinances of the church are believer’s baptism by immersion and
10 communion.

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12 **Article 5 – Church Covenant**

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14 Having been led as we believe by the Spirit of God to receive the Lord Jesus
15 Christ as our Lord and Savior, and
16 on the profession of our faith, having been baptized in the name of the Father, and
17 of the Son, and of the Holy Spirit,

18 We do now in the presence of God and this assembly most solemnly and joyfully
19 enter into covenant with one another as one body in Christ.

20 We engage, therefore, by the aid of the Holy Spirit to walk together in Christian
21 love;

22 To strive for the advancement of this church in knowledge, holiness, and comfort;

23 To promote its prosperity and spirituality; to sustain its worship, ordinances,
24 doctrines, and discipline;

25 To give it sacred preeminence over all institutions of human origin;

26 To contribute cheerfully and regularly to the support of the ministry, the expenses
27 of the church, the relief of the poor, and the spread of the gospel through all nations.

28 We also engage to maintain family and personal devotions; to religiously educate
29 our children; to seek the salvation of our kindred and acquaintances;

30 To walk circumspectly in the world; to be just in our dealings, faithful in our
31 engagements, and exemplary in our deportment;

32 To avoid all tattling, backbiting, and excessive anger;

33 To use our influence to combat the abuse of drugs and alcohol and the spread of
34 pornography and other practices which lead to moral and spiritual decay;

35 And to be zealous in our efforts to advance the kingdom of our Savior.

36 We further engage to watch over one another in brotherly love;

37 To remember one another in prayer; to aid one another in sickness and distress; to
38 cultivate Christian sympathy in feeling and Christian courtesy in speech;

39 To be slow to take offense, but always ready for reconciliation and mindful of the
40 rules of our Savior to secure it without delay.

41 We moreover engage that when we remove from this place we will as soon as
42 possible unite with some other church where we can carry out the spirit of this covenant
43 and the principles of God's Word.

44
45 **Article 6 – Church Relationships**

1 This church is subject to the control of no other ecclesiastical body, but it
2 recognizes and sustains the obligations of mutual counsel and cooperation which are
3 common among Baptist churches.

4 Insofar as is practical, this church will cooperate with and support the Baptist
5 State Convention of North Carolina and the Southern Baptist Convention.

7 **Article 7 – Membership**

8 Section 1 – Qualifications

9
10 To qualify for membership in this church, a person must be a believer in Jesus
11 Christ who gives evidence of regeneration, who has been baptized by immersion, in
12 obedience to Christ, following his or her regeneration, and who wholeheartedly believes
13 in the Christian faith as revealed in the Bible. Each member must agree to subscribe and
14 submit to the teaching of Scripture as expressed in the Statement of Faith and must
15 promise to keep the commitments expressed in the Church Covenant. The elders shall be
16 responsible for determining each person’s qualification for membership. In making this
17 determination, they may rely on a person’s profession of faith, or such other evidence, as
18 the elders deem appropriate.

19 Section 2 – Admission of Members

20
21 To be admitted into church membership, applicants shall be recommended by the
22 elders for admission and accepted by vote of the members at any regular or special
23 meeting of the members, and shall at that point relinquish their membership in other
24 churches.

25 Section 3 – Duties and Privileges of Membership

26
27 In accord with the duties enumerated in the Church Covenant, each member shall
28 be privileged and expected to participate in and contribute to the ministry and life of the
29 church, consistent with God’s leading and with the gifts, time, and material resources
30 each has received from God. Only those shall be entitled to serve in the ministries of the
31 church who are members of this congregation; non-members may serve on an ad-hoc
32 basis with the approval of the elders. Notwithstanding, non-members may serve the
33 church for purposes of administration and professional consultation.

34 Under Christ this congregation is governed by its members. Therefore, it is the
35 privilege and responsibility of members to attend all members’ meetings and vote on

36 The election of officers;

37 Decisions regarding membership status, including church discipline;

38 Approval of the annual budget and expenditures outside of the budget;

39 Approval of any transactions regarding real property;

40 Matters submitted by the membership of the church, by the elders, or raised by a
41 motion at a member’s meeting;

42 Changes to the Bylaws;

43 The call, job description, and initial salary and termination (if needed) of a pastor;
44 and on such other matters as may be submitted to a vote.

1 Section 4 – On Church Discipline

2 Any member consistently neglectful of his or her duties or guilty of conduct by
3 which the name of our Lord Jesus Christ may be dishonored, and so opposing the welfare
4 of the church, shall be subject to the admonition of the elders and the discipline of the
5 church, according to the instructions given in 1 Corinthians 5: 1-13, Matthew 18: 15–17
6 and the example of Scripture. Church discipline, then, should ordinarily be contemplated
7 after individual private admonition has failed.

8 Church discipline can include admonition by the elders or congregation,
9 deposition from office, and termination of membership or other disciplinary measures.

10 The purpose of such discipline should be for the repentance, reconciliation, and
11 spiritual growth of the individual disciplined;

12 For the instruction in righteousness and good of other Christians, as an example to
13 them;

14 For the purity of the church as a whole;

15 For the good of our corporate witness to non-Christians; and

16 Supremely for the glory of God by reflecting His holy character.

17
18 Section 5 – Termination of Membership

19 Termination of membership shall be recognized by the church following the death
20 or voluntary resignation of any church member. Membership may be terminated as an
21 act of church discipline at the recommendation of the elders and with a vote of the
22 members at any regular or special meeting of the members.

23
24 **Article 8 - Meetings**

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26 Section 1 – Worship Meetings

27 Worship services shall be held each Lord's Day, and may be held throughout the
28 week as the elders determine.

29
30 Section 2 – Members’ Meetings

31 In every meeting together, members shall act in a spirit of mutual trust, openness,
32 and loving consideration which is appropriate within the body of our Lord Jesus Christ.

33 There shall be a regular members’ meeting at least every quarter, at a time set by
34 the elders.

35 The moderator designated by the elders shall preside at all members’ meetings of
36 the church. The elders shall see that the stated meetings of the church are regularly held
37 and that required reports are submitted to the church by the responsible members.

38 A quorum shall be understood to be met by those members present. All votes
39 shall be tallied based on the number of votes cast by members present.

40 A budget shall be approved by the membership at a members’ meeting no more
41 than three months and no less than one month prior to the start of the fiscal year.

42 At any regular or special members’ meeting, officers may be elected and positions
43 filled/approved as needed.

44 Special members’ meetings may be called as required by the elders, or at the
45 written request, submitted to the elders, of five percent of the membership. The date,
46 time, and purpose of any special meeting shall be announced at a worship service of the

1 church at least two weeks prior to the meeting. In the event of a written request from the
2 members, the elders shall call a special meeting to be held within one month of their
3 receipt of the request. Discussion and business conducted at a special members' meeting
4 is restricted to the topic for which it was called.

5 6 **Article 9 – Officers & Other Positions**

7 8 Section 1 – Summary

9 The Biblical offices in the church are elders and deacons. In addition, our
10 church, under these Bylaws, recognizes the administrative positions of clerk, treasurer,
11 and trustees as the legal officers of the church. All officers must be members of this
12 church prior to assuming their responsibilities.

13 14 15 Section 2 – Elders

16 The elders shall be comprised of not less than 5 men who satisfy the qualifications
17 for the office of elder set forth in I Timothy 3: 1–7 and Titus 1: 6–9. A majority of the
18 active eldership shall be composed of church members not in the regular pay of the
19 church, and no elder shall hold the office of deacon during his tenure.

20 Subject to the will of the congregation, the elders shall oversee the ministry and
21 resources of the church in accordance with the Word of God. In keeping with the
22 principles set forth in Acts 6: 1–6 and 1 Peter 5: 1–4, the elders shall devote their time to
23 prayer, the ministry of the Word (by teaching and encouraging sound doctrine), and
24 shepherding God's flock.

25 The church shall recognize men gifted and willing to serve in this calling, in
26 accordance with provisions on election in the Bylaws. The term of office for an elder,
27 other than the senior, associate and assistant pastor(s), is three years. An elder, other than
28 the senior, associate and assistant pastor(s), may serve for two consecutive three-year
29 terms, and cannot be re-elected to serve again as an elder without a one year absence
30 from service. The members should receive these men as gifts of Christ to His church and
31 set apart as elders (Number 8: 19, Ephesians 4: 7-13). Elders should see themselves as
32 servants of the church not lording it over those entrusted to them, but being examples to
33 the congregation (1 Peter 5: 3).

34 An elder's term of office may be terminated by resignation or by dismissal. Any
35 two members with reason to believe that an elder should be dismissed must express such
36 concern to the elders and, if need be, to the congregation. Any such action shall be done
37 in accordance with the instructions of our Lord in Matthew 18: 15–17 and 1 Timothy 5:
38 19–20. Any elder may be dismissed by a two-thirds vote of the members at any members'
39 meeting of the church after these actions are taken. Pending action of the membership on
40 the dismissal of an elder, an elder may be suspended from his duties by the action of the
41 elders.

42 The elders shall take particular responsibility to examine and instruct prospective
43 members, examine and recommend all prospective candidates for offices and positions,
44 oversee the work of the deacons and appointed church agents and committees, conduct
45 worship services, administer the ordinances of believer's baptism by immersion and
46 communion, equip the membership for the work of the ministry, encourage sound

1 doctrine and practice, promote growth in Christ-like maturity, admonish and correct
2 error, oversee the process of church discipline, coordinate and promote the ministries of
3 the church, mobilize the church for world missions, manage the budget, and care
4 for/provide counseling to the members. The elders are further to ensure that all who
5 minister the Word to the congregation, including outside speakers, share our fundamental
6 convictions.

7 The elders may establish ministry positions or committees to assist them in
8 fulfilling their responsibilities. The elders may also propose funding for new paid staff
9 positions. The elders may give authority to the pastors to define job descriptions, hire,
10 manage and terminate additional staff positions.

11 The elders shall have primary responsibility for the employment, supervision, and
12 evaluation of staff members. This responsibility may be delegated to another staff
13 member. The elders shall elect a chairman of elders' meetings and shall also elect one of
14 their number or another member to serve as moderator of members' meetings.

15 Section 3 – The Senior Pastor

16 The senior pastor shall be an elder. He shall perform the duties of an elder
17 described in Section 2, above, and shall be recognized by the church as particularly gifted
18 and called to the full-time ministry of preaching and teaching.

19 He shall not be subject to the triennial reaffirmation or to the term limitation set
20 out in Article 9, Section 2, for elders. His call shall be defined as per Article 10, Section
21 3.

22 He shall have charge of the preaching and teaching ministry of the church,
23 administer the ordinances of believer's baptism by immersion and communion, and
24 perform such other duties as usually pertain to that office, or as set forth in the Bylaws.

25 In the absence or incapacity of the senior pastor for either a permanent or defined
26 period of time (such as sabbatical or illness), the elders shall assume the ultimate
27 responsibility for his duties any of which may be delegated to an associate pastor.
28

29 Section 4 – Associate Pastors

30 The church may call additional pastors whose relationship to the senior pastor is
31 that of associate.

32 An associate pastor shall be an elder. He shall perform the duties of an elder
33 described in Section 2, above, and shall be recognized by the church as particularly gifted
34 and called to the full-time ministry of preaching and teaching.

35 His call shall not be subject to the triennial reaffirmation or to the term limitation
36 set out in Article 9, Section 2, for elders. His call shall be defined as per Article 10,
37 Section 3.

38 He shall assist the senior pastor in the performance of his regular duties and shall
39 perform any other duties as usually pertain to the office of pastor, or as set forth in the
40 Bylaws, or which may be specifically assigned to him by the elders.

41 In the absence or incapacity of the senior pastor for either a permanent or defined
42 period of time (such as sabbatical or illness), the elders shall assume the ultimate
43 responsibility for his duties any of which may be delegated to an associate pastor.
44

45 Section 5 – Assistant Pastors

1 The church may call additional pastors, whose relationship to the senior pastor is
2 that of assistant.

3 An assistant pastor shall be an elder. He shall perform the duties of an elder
4 described in Section 2, above, and shall be recognized by the church as particularly gifted
5 and called to full-time ministry. His call shall be defined as per Article 10, Section 4.
6

7 He shall assist the senior pastor and associate pastor(s) in the performance of their
8 regular duties, and shall perform any other duties as usually pertain to the office of
9 pastor. The elders shall define the responsibilities of the assistant pastor(s).
10

11 Section 6 – Additional Staff

12 The elders may hire additional staff to assist with pastoral ministry or
13 administration. The elders shall define the responsibilities for additional staff positions.
14 On a case-by-case basis, the hiring of additional staff may be delegated after the elders
15 have defined the responsibilities for the additional staff position. The funding for paid
16 staff positions must be approved by the membership.
17

18 Section 7 – Deacons

19 The qualification for the office of deacon is described in 1Timothy 3: 8-13. The
20 church shall recognize, in accordance with the provisions of elections, members (men or
21 women) who are giving of themselves in service to the church, and who possess
22 particular gifts of service. These members shall be received as gifts of Christ to His
23 church and set apart as deacons. A deacon shall serve for one term lasting a maximum of
24 three years and may serve for another term only after a one year absence. The deacons
25 shall perform duties assigned by the elders.
26

27 Section 8 – Trustees

28 The church shall elect six trustees to serve as legal officers of the church.
29 Trustees shall serve three calendar year terms, with two new trustees being elected every
30 year upon the recommendation of the elders. They shall hold in trust the church property.
31 Upon specific vote of the membership authorizing each action, they shall have the power
32 to buy, sell, mortgage, lease, or transfer any church property. When the signatures of
33 trustees are required, at least four shall sign legal documents involving the sale,
34 mortgage, purchase, or rental of property, or other legal documents related to church
35 approved matters.
36

37 Section 9 – Clerk

38 It shall be the duty of the clerk to record the minutes of all regular and special
39 members' meetings of the church, to preserve an accurate roll of the membership, and to
40 render reports as requested by the pastor, the elders, the deacons, or the church.

41 The clerk shall be nominated by the elders and elected by the congregation to
42 serve a term of one calendar year.

43 In the absence or incapacity of the clerk the elders shall appoint a member to
44 perform the duties of the church clerk.

45 The clerk shall ensure that dated copies of the most recent revision of these
46 Bylaws shall be available for all church members.

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Section 10 – Treasurer

The treasurer, who shall not be an active elder, deacon/deaconess, or paid church staff member, shall ensure that all funds and securities of the church are properly secured in such banks, financial institutions, or depositories as appropriate. The treasurer shall also be responsible for presenting regular reports of the account balances, revenues and expenses of the church at each members’ meeting. This responsibility may be delegated with the approval of the elders. The treasurer shall also ensure that full and accurate accounts of receipts and disbursements are kept in books belonging to the church, and that adequate controls are implemented to guarantee that all funds belonging to the church are appropriately handled by any officer, employee, or agent of the church. The treasurer shall render to the elders annually, or whenever they may require it, an account of all transactions and of the financial condition of the church.

The treasurer shall be nominated by the elders and elected by the congregation to serve a term of one calendar year.

Article 10 – Elections

Section 1 – Principles

The process for church elections shall be interpreted and carried out to fulfill the following principles:

- Substantial prayer, both individually and corporately, should be an integral part of the election process;
- Nominations should proceed with the support of the elders;
- All candidates for church office should be treated with the grace, kindness, and honesty appropriate in evaluating fellow members;
- The election process shall express a spirit of mutual trust, openness, and loving consideration that is appropriate within the body of our Lord Jesus Christ.

Section 2 – Election of Officers

The election of officers shall be held at a members’ meeting of the church. Names of nominees to serve as elders, deacons, trustees, clerk, or treasurer shall be presented by the elders at a members’ meeting at least four weeks prior to the election. The election shall proceed as directed by the moderator.

The elders should seek recommendations and involvement from the general membership in the nomination process. Any member with reason to believe that a nominated candidate is unqualified for an office should express such concern to the elders. Members intending to speak in opposition to a candidate should express their objection to the elders as far in advance as possible before the relevant church members’ meeting.

The moderator shall declare elected as elders all men receiving a three-quarters vote of the members present and voting at a members’ meeting. Voting for elders shall be conducted by ballot. For all other offices, the moderator shall declare elected all persons receiving a simple majority of all votes cast; abstentions will not be considered as votes cast.

1 The persons elected shall assume their respective offices at the beginning of the
2 calendar year. If a need or vacancy arises, the elders may hold a special election upon
3 which the person elected will assume office immediately following the election.
4

5 Section 3 – Calling of the Senior Pastor & Associate Pastor

6 In the calling of any man to the position of senior pastor or associate pastor, the
7 same basic process of calling an elder must be followed. Before being asked to express
8 judgment, the church must be given adequate opportunity to assess the preaching gifts of
9 any potential senior pastor or associate pastor, and must receive assurance from the elders
10 that, having interviewed the man concerned, they are in no doubt as to his wholehearted
11 assent to the Statement of Faith and Church Covenant. Notice of the nomination of a man
12 to be called as senior pastor or associate pastor (which shall include, if necessary, election
13 to membership of him and his wife if he is married) must be given at two Sunday
14 morning services following the nomination, prior to the vote at a members' meeting.
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16 Section 4 – Calling of Assistant Pastor

17 In the calling of any man to the position of assistant pastor, the same basic process
18 of calling an elder must be followed. Before being asked to express judgment, the church
19 must be given adequate opportunity to assess the gifts of the individual for the position to
20 which he is called, and must receive assurance from the elders that, having interviewed
21 the man concerned, they are in no doubt as to his wholehearted assent to the Statement of
22 Faith and Church Covenant. Notice of the nomination of a man to be called as assistant
23 pastor (which shall include, if necessary, election to membership of him and his wife if
24 he is married) must be given at two Sunday morning services following the nomination,
25 prior to the vote at a members' meeting.
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27 **Article 11 – Indemnification**

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29 Section 1 – Mandatory Indemnification

30 If a legal claim or criminal allegation is made against a person because he or she
31 is or was an officer, employee, or agent of the church, the church shall provide
32 indemnification against liability and costs incurred in defending against the claim if the
33 elders determine that the person acted (a) in good faith, (b) with the care an ordinarily
34 prudent person in a similar position would exercise under similar circumstances, and (c)
35 in a manner the person reasonably believed to be in the best interest of the church, and
36 the person had no reasonable cause to believe his or her conduct was unlawful.
37

38 Section 2 – Permissive Indemnification

39 At the discretion of the elders, the church also may indemnify any person who
40 acted in good faith and reasonably believed that his or her conduct was in the church's
41 best interest and not unlawful.
42

43 Section 3 – Procedure

44 If a quorum of the elders is not available for an indemnification determination
45 because of the number of elders seeking indemnification, the requisite determination may
46 be made by the membership or by special legal counsel appointed by the membership.

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2 **Article 12 – Dispute Resolution**
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4 Believing that the Bible commands Christians to make every effort to live at
5 peace and to resolve disputes with each other in private or within the Christian Church
6 (Matthew 18: 15–20, 1 Corinthians 6: 1–8), the church shall require its members to
7 resolve conflict among themselves according to biblically based principles, without
8 reliance on the secular courts. Consistent with its call to peacemaking, the church shall
9 encourage the use of biblically based principles and the avoidance of suits of law or
10 equity to resolve disputes between itself and those outside the church, whether Christian
11 or secular and whether individuals or corporate entities. The elders shall adopt policies
12 and procedures to effect these requirements and aspirations.
13

14 **Article 13 – Amendments**
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16 The Statement of Faith and Church Covenant may be amended by a three-quarters
17 vote of the members present and voting at a members’ meeting, provided the amendment
18 shall have been offered in writing at the previous members’ meeting, and shall have been
19 announced at church services two successive Sundays prior to such vote.

20 These Bylaws may be amended by two-thirds of the votes cast at the members’
21 meeting, provided the amendment shall have been offered in writing at the previous
22 members’ meeting, and shall have been announced at church services two successive
23 Sundays prior to such vote.

24 The revised version of these Bylaws shall be made available to all church
25 members by the church clerk.