



Church on Mill

Constitution and Bylaws of Church on Mill

CONSTITUTION
OF
CHURCH ON MILL
FIRST SOUTHERN BAPTIST CHURCH OF TEMPE
TEMPE, ARIZONA

PURPOSE: WHY WE EXIST

Glorifying God through lives changed by the gospel of Jesus Christ (Ps 34:1-3, Jn 3:16, Jn 14:6, Rom 10:9-13, Eph 4:20-21, Col 1:15-23, 1 Cor 15:1-28, 2 Cor 5:17-21)

MEANS: WHAT WE DO

Our passion is to see God at work among us as we seek to fulfill our God-given purpose. This is accomplished through three primary means, including *connecting*, *transforming*, and *living*.

A. Connect: To God and each other (Matt 28:19-20, Mark 12:28-31, Acts 1:8, Acts 2:42-47, 2 Tim 1:8-14, 1 Thess 3:11-14, Heb 10:24-25, 1 Jn 1:3, 1 Jn 4:19-21)

B. Transform: Into mature followers of Jesus (Rom 12:1-2, 2 Cor 3:12-18, Eph 4:11-16, Phil 1:6, Phil 2:12-13, Col 1:28-29, 1 Tim 4:7-8, 1 Thess 5:23-24)

C. Live: As missional people who serve in Jesus' name (Micah 6:8, Matt 28:18-20, Mk 12:31, Jn 20:21, Rom 12:3-8, 1 Cor 12, Eph 2:8-10, Col 4:5-6)

DISTINCTIVES: WHO WE ARE

As a missional church family, we aim to always be:

A. Bible-believing: The Bible is the Word of God given to teach us about God and how we should live in His world. It is our final authority for all things. It is the 'roadmap' for all that we are, say, and do. God's voice, speaking through it, must make sense of our past and guide our present and future. Personal and corporate traditions, history, and experience are all important, yet it is God alone through Scripture who is definitive. (Ps 1, Ps 119, Matt 22:29-33, Mrk 7:1-23, Jn 17:17, 2 Tim 3:16-17, 2 Pt 1:20-21)

B. Gospel-centered: The story of the Bible is the gospel - God's amazing plan to restore all things to himself. The gospel is the 'good news' that God has graciously provided a way for sinful people to have a right, loving relationship with Him. Jesus is the way: He left heaven, came to earth, lived a perfect life, and died in our place. Miraculously He rose from the dead to demonstrate victory over sin, death, and the devil. Through the sacrificial death of Jesus, all who turn from their

sin and confess Jesus as their Lord are given eternal life. This happens in an instant, yet God's work in a person does not stop there. The on-going aspect of salvation will continue for the rest of a person's life; therefore, the gospel is for every day. (Jn 3:1-18, Rom 3:21-26, Rom 10:13-15, 2 Cor 5:21, Gal 1:6-9, Gal 2:16-3:14, 2 Tim 2:8-10, 1 Thess 2:4)

C. Transformation-minded: The Christian life is a life of grace-driven, progressive holiness. Followers of Jesus are on a path of being supernaturally changed by God in order to live in increasingly Christlike ways. Real change is possible and even promised. Our character ought to more and more frequently and robustly reflect the life of Jesus. (2 Cor 5:17, Eph 2:1-10, 1 Tim 1:12-17)

D. Devoted to each other: As a local church, being an interconnected, interdependent family of believers, we pursue genuine Christian living together. This can be a reality because the gospel affects not just our relationship with God but also our relationships with people: people who know Jesus can be in harmony with others who know Jesus. We are literally brothers and sisters in Christ who need and rely on one another. (Jn 13:34, Rom 12:10, 1 Cor 13:4-6, Gal 6:2, Phil 2:3)

E. Passionately engaged in both our community and the world: As a family of believers who have been and are being changed by the gospel, we cannot help but be moved with compassion for the spiritual, physical, intellectual, emotional, and mental needs of both our community and the world at large. God has called us to leave a geographical footprint in the Valley. He has also called us to participate in extending the gospel around the globe. We yearn to engage people in spiritual conversations, demonstrate the love of Christ through acts of mercy, and live in such a way that God will draw people to salvation through our words and deeds. (Lk 4:18-19, Jn 20:21, Acts 1:8, 1 Pt 3:13-17)

BYLAWS
OF
CHURCH ON MILL
FIRST SOUTHERN BAPTIST CHURCH OF TEMPE
TEMPE, ARIZONA

ARTICLE I

ORGANIZATION

Church on Mill First Southern Baptist Church of Tempe (hereinafter referred to as "the Church"), is hereby organized upon the foundation of the Christian faith and principles set forth in the Holy Bible. The purpose of these Bylaws is to govern the Church body in an orderly manner consistent with the laws of Arizona relating to nonprofit corporations and the Christian principles upon which the Church is founded.

The Church shall have and continuously maintain in the State of Arizona a known place of business and a statutory agent, both of which shall be registered with the Arizona Corporation Commission.

ARTICLE II

MEMBERSHIP

Section 1. Qualifications for Membership.

- A. By Baptism. Any person publicly professing faith in the Lord Jesus Christ as his personal Savior and declaring it as his purpose to follow Him as His disciple may be received into full fellowship of this Church, subject to baptism by immersion in the name of God the Father, the Son and the Holy Spirit.
- B. By Letter. Members in good standing of other churches affiliated with the Southern Baptist Convention may be received into full membership of this Church upon receipt of a letter of transfer from the former church.
- C. By Statement. Admission into membership may be by personal statement after giving evidence of their Christian experience, satisfactory to the Church, that the person has publicly professed his faith in the Lord Jesus Christ and has previously been or now agrees to follow the example set by Jesus Christ in His baptism by immersion.
- D. Restoration. A person from whom membership has been withdrawn may be restored to membership upon presentation of evidence satisfactory to the Church.

E. Election of Members. After meeting one of the qualifications for membership set forth above, a person shall be received into membership by a majority vote of the members present at any member meeting.

F. Classification of Members. Members shall be classified as active unless they meet the following criteria:

1. Inactive members are those members who have not attended either worship, prayer, or discipleship activities of the Church for a period of one year, except for reasons of incapacity.

2. Inactive members may return to active member status by attending worship, prayer, or discipleship activities of the Church in two weeks in a two-month period.

G. Termination of Membership. Any one of the following will terminate a person's membership in this Church:

1. Death of the member.

2. Upon the member's joining another church and the request of said church for a letter of transfer from this Church.

3. Upon a member joining a church of another faith, Church membership may be withdrawn by vote.

4. The Church may withdraw a person's membership for causes deemed proper by the Church according to the scriptures.

5. All terminations of membership, except due to death, shall be by majority vote of the members present at any regular member meeting.

ARTICLE III

MEETINGS

Section 1. Worship Services. Public services for worship shall be held on Sundays. Other public services or organizational meetings for worship may be held at such other occasions as are deemed best for the advancement of the cause of Christ.

Section 2. Member Meetings.

A. Regular Member Meetings. Regular member meetings of the Church shall be held at least quarterly, or more frequently if needed, as determined by the Elders. Written and/or oral reports from the general officers of the Church and the various organizations shall be received and filed with the Secretary. One week's notice of the date and time of the meeting shall be given to the members at a regularly scheduled worship service.

B. Special Member Meetings. The Elders may call a special member meeting. One week's written notice of the subject, date, time and location must be given unless extreme urgency renders such notice impracticable. Publication in the church bulletin shall constitute adequate written notice.

C. Annual Member Meetings. The Church shall hold an annual member meeting as specified in the Articles of Incorporation. The purpose of the meeting will be to approve the budget for the succeeding year, and address any other matters which might concern the Church at that time. One week's written notice of the date and time of the meeting shall be given to the members. Publication in the church bulletin shall constitute adequate written notice.

D. Quorum. Ten percent (10%) of the active members of the Church shall constitute a quorum. Only active members shall vote on matters brought to a vote of the members. In order for a matter to be approved, there must be a fifty one percent (51%) majority of the members present, unless a higher percentage is required by these Bylaws.

E. Presiding Officer and Meeting Procedures. The Elders shall appoint an Elder to preside at each member meeting. Member meetings will be conducted with procedure appropriate to biblical guidelines and Christian conduct.

F. Secretary. The Elders shall appoint a non-Elder as a Secretary who shall be responsible to maintain a correct roll of members of the Church and to maintain minutes of member meetings, which minutes shall be available to members within one week after a member meeting.

ARTICLE IV

CHURCH LEADERSHIP

Section 1. Governance generally. Church on Mill shall be governed by a biblical structure; namely, congregationalism, eldership, and diaconate. The members and Elders shall be mutually accountable to one another. Members are responsible to follow Elder leadership (1 Peter 5:1-4, Hebrews 13:17), and Elders are responsible to bring before the members the biblically-identified issues set forth in the first bullet point below.

- **Congregationalism:** Church on Mill is congregationally governed. God entrusts the final authority of and responsibility for the local church to the members; this is expressed biblically in four areas of decision making. The members are responsible for: preserving unity and promoting holiness in matters of significant dispute between members (Matthew 18:15-17 and 1 Corinthians. 6:1-8); guarding the gospel message by removing Elders who teach a false gospel (Galatians 1:6-9); protecting the purity and reputation of the church by overseeing her membership (2 Corinthians 5-8; 1 Corinthians 5:1-5, cf. Matthew 18:15-17); and affirming the church's budget and office holders.

- Eldership: Church on Mill is Elder led. God cares for, teaches and protects the local church through a plurality of qualified and called men who share these pastoral responsibilities.
- Diaconate: Church on Mill is served by Deacons. God frees the Elders to concentrate on spiritual oversight and provides for the physical care, administrative needs and day-to-day functioning of the church through qualified and called men and women.

Section 2. Elders/Pastors.

A. Responsibilities. Elders serve as the pastors of the Church. They are responsible to shepherd the Church as a team of equals. They protect the Church from false teaching and teachers, feed and thereby equip the Church by passionately preaching and teaching God's Word, lead the Church through sacrificial, courageous and humble oversight, care for the spiritual needs of the Church, and serve as examples of Christ likeness (Acts 20:28-32; 1 Timothy 6:3-10; Titus 3:8-11; 1 Timothy 5:17-18; Ephesians 4:11-16; 1 Timothy 3:2; Acts 20:17-35; 1 Timothy 3:1-7; 1 Peter 4:1-4; James 5:14; 1 Peter 5:3). The Elders shall constitute the Board of Directors of the corporation as required by Arizona law.

B. Number and Length of Service. There shall be at least three Elders, and the Elders shall include at least one member of Church staff and at least one member who is not a member of Church staff (1 Timothy 5:17-18). Any Elder who is not employed on the Church staff shall be appointed for a period of four years, after which he shall take a sabbatical of one year, during which sabbatical the Elder shall not be permitted to vote on matters before the Elders. The serving Elders shall submit to the members for reaffirmation of further service as an Elder any qualified Elder who has completed his sabbatical. An Elder who is a member of Church pastoral staff shall serve as an Elder as long as he holds such pastoral staff position. It is recommended that Church staff implement appropriate alternative methods to provide rest for such Elders.

C. Qualifications. Men who are members, called by God and affirmed by the membership as Elders shall satisfy the qualifications for the office of Elder set forth in 1 Timothy 3:1-7 and Titus 1:6-9. No Elder shall hold the office of Deacon during his tenure as an Elder.

D. Affirmation of Elders. The body of Elders shall propose new Elders to the members at least two weeks prior to a members meeting at which the members may affirm or reject any proposed Elder. A candidate for the office of Elder shall hold office if affirmed by a vote of at least seventy five percent (75%) of the members present at the meeting.

E. Removal of Elder. Upon the assent of two-thirds (2/3) of the members present at a member meeting any Elder shall be removed from office. In addition, pursuant to 1 Timothy 5:19-25, the body of Elders may remove any Elder on the evidence of at least two witnesses that the Elder does not satisfy the biblical qualifications of the office set forth in subsection C above. Any Elder may voluntarily step down from the office for any reason other than failure to satisfy the biblical qualifications of the office.

F. Lead Pastor. The Lead Pastor shall be a member of the Elders, and shall remain an Elder as long as he serves as Lead Pastor. The Lead Pastor's main responsibilities shall be preaching and teaching God's Word and leading the Elders in discerning and communicating the biblical vision for the Church.

1. Qualifications and Responsibilities of Lead Pastor. In addition to the qualifications and responsibilities of all Elders, the Lead Pastor shall be especially recognized as qualified, trained and gifted in preaching and teaching of God's Word. The Lead Pastor shall have primary responsibility for overseeing the ministry of the pulpit, administration of ordinances, oversight of Church staff, and any of these responsibilities may be delegated at his discretion.

2. Selection of Lead Pastor. Upon a vacancy in the position of Lead Pastor, the Elders shall nominate, subject to affirmation by the members, a lead pastor selection team of Church members, which team shall include at least one Elder. Upon the lead pastor selection team and the Elders reaching unanimous agreement that a single particular candidate for Lead Pastor shall be brought forth, that candidate shall be brought before the Church members for a vote of affirmation. Notice of a member meeting to consider such a candidate shall be publicly given for at least three consecutive weeks prior to the meeting. A candidate for the office of Lead Pastor shall be affirmed if affirmed by a vote of at least seventy five percent (75%) of the members present at the meeting.

3. Removal of Lead Pastor. The Lead Pastor may be removed pursuant to the same procedures applicable to the removal of other Elders, except for the Lead Pastor to be removed by the Elders, removal shall be effective only upon the unanimous agreement of all remaining Elders.

G. Staff Pastors. Staff members with broad pastoral responsibilities, as outlined in subsection A, shall be subject to affirmation as Elders pursuant to the procedures set forth in subsection D.

Section 3. Deacons.

A. Responsibilities. Deacons shall assist the Elders in serving the Church by providing leadership over the various service oriented functions of the Church, so that the Elders may concentrate their efforts on the Word of God and prayer (Acts 6:1-7). Deacons may call upon other Church members to fulfill the service oriented functions.

B. Qualifications. Men and women who are members, called by God and affirmed by the membership as Deacons shall satisfy the qualifications for the office of Deacon as set forth in 1 Timothy 3:8-13.

C. Affirmation of Deacons. The Elders shall propose new Deacons to the Church members at least two weeks prior to a member meeting at which the members may affirm or reject any proposed Deacon. A candidate for the office of Deacon shall hold office if affirmed by a vote of at least seventy five percent (75%) of the members present at the meeting.

D. Length of Service. The serving Elders shall submit to the members for reaffirmation for further service as a Deacon any qualified Deacon who has completed four years of service since his or her last reaffirmation by the members. Deacons who hold office on the date of adoption of these Bylaws may hold office for four years from the date of such adoption prior to being submitted for reaffirmation.

E. Removal of Deacon. Upon the assent of two-thirds (2/3) of the members present at a member meeting, any Deacon shall be removed from office. In addition, the Elders may remove any Deacon on the evidence of at least two witnesses that the Deacon does not satisfy the biblical qualifications of the office set forth in subsection B above. Any Deacon may voluntarily step down from the office for any reason other than failure to satisfy the biblical qualifications of the office.

ARTICLE V

MINISTRY TEAMS

The Deacons and the Elders may form Ministry Teams. Such teams shall deal with administrative functions, ministry areas, discipleship, facilities, etc. Ministry Team leaders shall be active members of the Church. Other ministry team members serve at the team's discretion.

ARTICLE VI

CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. Contracts. The Elders may authorize any Elder or Elders, agent or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Church, and such authority may be general or may be confined to specific instances.

Section 2. Checks. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Church shall be signed by such authorized person(s), and in such manner as shall from time to time be determined by resolution of the Elders.

Section 3. Deposits. All funds of the Church shall be deposited from time to time to the credit of the Church in such banks, trust companies or other depositories as the Elders may select.

Section 4. Gifts. The Elders may accept on behalf of the Church any contribution, gift, bequest or devise for any purpose of the Church.

Section 5. Treasurer. The Elders shall appoint a non-Elder as a Treasurer who shall be responsible to maintain accurate records of all funds received and paid, and shall produce monthly and annual financial reports to be distributed at the regular and annual member meetings and maintained by the Secretary in the Church's records.

ARTICLE VII

PURCHASE OF REAL PROPERTY

In the event the Church owns, or elects to purchase real property, the following covenants, conditions and restrictions shall apply to such real property:

Section 1. The deed conveying the ownership of the real property to the Church shall contain covenants, conditions, and restrictions consistent with those set forth in this Article VII.

Section 2. Real property owned by the Church as Grantee shall be used for the benefit of the members of the Church who are determined to be in harmony with and affiliation with the Arizona Southern Baptist Convention ("ASBC"), even if the members determined to be in harmony with the ASBC shall be a minority of the membership.

Section 3. For Church members to be in harmony with and affiliation with the ASBC requires that the messengers of the Church shall be recognized and given full voting privileges at the annual meetings of the Arizona Southern Baptist Convention.

Section 4. Should the Church messengers be denied such recognition and voting privileges by the ASBC, or in case the organic existence of the Church shall cease, or in case its house of worship or the real property owned by the Church shall be abandoned or shall cease to be used as a house or place of Southern Baptist worship by those in harmony with or affiliated with the ASBC, as above set forth, or in case same shall be sold by the Church or the title be transferred by legal process or otherwise, without the written consent of the ASBC, then in each and every such case the title to the above described property shall revert to and become vested in Valley Rim Baptist Association (the "Association"), or its successor, to be used for a church or mission in harmony with and affiliated with the Arizona Southern Baptist Convention.

Section 5. If, at such time of reversion of the title to the Association, the Association or a successor shall not be in existence, or shall fail to be in harmony with and affiliated with the ASBC, then title shall revert to the ASBC, or its successor, to be used for church and mission purposes.

Section 6. No reversion shall render invalid or operate in any way against the lien of any mortgage or deed of trust given with respect to the conveyed property in good faith, and for value and on any such reversion Grantor shall take title to the conveyed land subject to any such mortgage or deed of trust. Provided, however, that should any such mortgage or deed of trust be foreclosed, then the title acquired by such foreclosure, and the person or persons who thereby and thereafter become the owner or owners of the conveyed premises, shall be subject to and bound by all the restrictions contained in this instrument.

Section 7. Notwithstanding anything herein to the contrary, the provisions in this ARTICLE VII of the Bylaws may not be amended or repealed except by eighty five percent (85%) of the voting members of the Church at any special member meeting, after such proposal for amendment or repeal has been made available, in writing, to all Church members at the worship services taking place during at least the two (2) weeks prior to the special member meeting wherein the vote will be conducted.

ARTICLE VIII

LIABILITIES AND INDEMNIFICATION

Section 1. Non-liability. No member, Elder, officer, agent or employee of the Church is liable for the acts or failure to act of any other member, Elder, officer, agent or employee of the Church. No member, Elder, officer, agent or employee of the Church shall be liable for his or her action or failure to act under these Bylaws, excepting only acts or omissions arising out of his or her willful malfeasance. Any action taken by the Church shall not create personal liability on its members, Elders or officers.

Section 2. Indemnification. The Church shall indemnify, defend, protect and hold harmless its members, Elders, officers and employees to the maximum extent permitted by law.

ARTICLE IX

SUSPENSION, AMENDMENT OR REPEAL

The Articles of Incorporation and Bylaws may be amended or repealed by a two-thirds (2/3) majority vote of those present and voting at any special member meeting of the Church, after such proposal for amendment or repeal has been made available, in writing, to all Church members at the worship services taking place during at least the two (2) weeks prior to the special member meeting wherein the vote will be conducted. ARTICLE VII may not be amended or repealed except as stated in Article VII Section 7.

ARTICLE X

TRANSITION

Upon the adoption of these Bylaws, the members shall appoint a transition team of at least three members, which transition team shall assist the Lead Pastor in guiding the Church and in vetting potential Elder candidates to be proposed to the members for affirmation as provided in Article IV Section 2(D) (1 Timothy 5:22). No member of the transition team shall be considered as an Elder candidate by the transition team. Upon the affirmation by the members of two new Elders (such that, with the Lead Pastor, there shall then be three Elders) the transition team shall be automatically dissolved. The transition team shall serve as the Board of Directors of the corporation until the transition team dissolves.

* * Certification Follows* *

I, Kent Hardy, Secretary of Church on Mill First Southern Baptist Church of Tempe, an Arizona nonprofit corporation, do hereby certify that the foregoing Bylaws were duly adopted at a regular member meeting of said Church and held on the 20th day of September, 2015, and that the same do constitute the Bylaws of said Church.

DATED this _____ day of _____, 20_____

Kent Hardy, Secretary