

BYLAWS OF WHITE ROCK BAPTIST CHURCH

*80 State Road 4
White Rock, New Mexico 8754.7
Incorporated in the State of New Mexico under Chapter 53 Article 8 Non-Profit
Corporations
Registered under IRS regulations as a 501(c)(3) Tax-Exempt Organization*

ARTICLE 1. PURPOSE AND STATEMENT OF FAITH

1.1. Purpose

The White Rock Baptist Church is a community of believers bound together by faith in Jesus Christ that exists to worship God through Jesus Christ, to teach biblical truths, to nurture Christian relationships, and to reach the world with the Gospel of Christ.

1.2. Statement of Faith

The most full revelation of God to humanity is Jesus Christ who is the only way to salvation, as testified to in the inspired Holy Bible. The church subscribes to the doctrinal statement of “The Baptist Faith and Message” as adopted by the Southern Baptist Convention in 1963. The ordinances of the church are baptism by immersion and the Lord’s Supper.

ARTICLE 2. MEMBERSHIP

2.1. Membership

- 2.1.1. The membership of this church shall consist of persons who confess Jesus Christ as their Savior and Lord, have presented themselves for membership, and have been accepted as members at a congregational meeting.
- 2.1.2. An individual may become a member of this church by publicly expressing agreement with the basic biblical, Christian beliefs of this church and the desire to participate in the life and work of this church.
- 2.1.3. Changes in membership status are made at a congregational meeting by majority acceptance of new members or transfers of membership elsewhere. Membership may be terminated upon request.

2.2. Rights and Responsibilities

- 2.2.1. Members 15 years of age or older shall have the right to vote at congregational meetings.
- 2.2.2. By quorum majority vote at a congregational or special meeting in person attendance is preferred, however the Council may authorize virtual voting by electronic media. Voting members shall approve or disapprove (1) the annual budget, (2) changes to an

approved budget, (3) significant physical changes to buildings or grounds, (4) changes in membership, and (5) changes in staff positions including salary and benefits.

ARTICLE 3. CONGREGATIONAL MEETINGS

3.1. Regular Congregational Meetings

- 3.1.1. Meetings for the purpose of worship and ministry are held as scheduled by the pastor and associate pastor(s) in consultation with the church council, the deacons, and/or various ministry leaders.
- 3.1.2. Regular congregational meetings to discuss ministry and business are held on a schedule set by the church council. The schedule and/or any changes to it shall be published with seven (7) days' notice in the weekly bulletin, website posting, electronic mail, or other means deemed acceptable by the church council.
- 3.1.3. Each year the church council shall designate one meeting as the "annual business meeting" thus fulfilling the requirements of a nonprofit corporation.
- 3.1.4. A quorum at any church meeting in which business will be conducted shall comprise a minimum of 30 voting members, including members attending virtually.

3.2. Special Meetings

- 3.2.1. The church council may call a special congregational meeting to consider matters it deems to be of a significant nature. A written notice mailed (electronic and/or hard copy) 10 days in advance shall be provided to the entire membership of the church. Such notice shall include the subject, date, time, and location for the meeting.
- 3.2.2. If, in the judgment of the council, extreme urgency renders such notice impractical, announcement of the meeting must be made at any regular meeting of the church in which a majority of members are typically anticipated to be present.

3.3. Conduct of Meetings

Meetings held for the discussion of business shall be conducted in accordance with appropriate rules of order (such as Roberts Rules of Order) as determined by the members at the annual business meeting.

ARTICLE 4. CHURCH OFFICERS

4.1. Church Council

The church council consists of the chairperson, the chairperson-elect, two at-large members, a deacon, the church clerk, and the treasurer. The pastor and associate pastor(s) serve as *ex-officio*, nonvoting members of the church council. Council chairperson and

chairperson-elect respectively are president and vice-president, and the church clerk is the secretary with regard to requirements of the nonprofit corporation.

4.1.1. Qualifications

Any voting member (Article 2 paragraph 2.1) who is a regular participant in the worship and ministry life of the church may be nominated to serve on the council.

4.1.2. Nomination, Election, Terms of Service

4.1.2.1. The current council shall identify a list of nominees to serve on the following year's council. The chairperson-elect automatically fills the position of chairperson when the chairperson steps down.

4.1.2.2. The slate of nominees shall be published to the members prior to the annual business meeting. The members of the congregation may submit additional nominations to the council up to 30 days before the annual business meeting.

4.1.2.3. At the annual business meeting voting may be done in person with a paper ballot or by electronic media. Results to be announced during the annual business meeting.

4.1.2.4. The term of service for council members, except the chairperson and chairperson-elect, shall be one year beginning each January 1 unless re-elected. The chairperson-elect automatically becomes the chairperson when the chairperson steps down. A sitting chairperson term shall not be longer than 2 consecutive years. A chairperson must be reelected to serve a second term.

4.1.3. Powers and Responsibilities

4.1.3.1. The council, acting in accordance with directions of the membership, is responsible for:

4.1.3.1.1. Stewardship of the church finances, real estate, and property;

4.1.3.1.2. Ensuring an annual review of the treasurer's books and reporting findings to the members;

4.1.3.1.3. Periodic review of the church's bylaws and articles of incorporation;

4.1.3.1.4. Annual review of insurance coverage; and

4.1.3.1.5. Designation of persons to countersign all checks.

4.1.3.2. The treasurer is responsible for:

- 4.1.3.2.1. Accounting for all monies of the church and dispersing church funds as directed by the membership;
- 4.1.3.2.2. Keeping accurate books of account in accordance with generally accepted accounting practices for nonprofit corporations; and
- 4.1.3.2.3. Providing at the first congregational meeting of the year, a statement of the money received and disbursed for the previous year.

4.1.3.3. The council chairperson (or designee) shall be the presiding officer at council and congregational meetings held for the transaction of church business.

4.1.3.4. The church clerk is responsible for maintaining an orderly record of all council and congregational meetings.

4.1.4. Council Meetings

4.1.4.1. The council shall conduct regular council meetings (in person and/or virtually) per the annual schedule established by the chairperson in consultation with the pastor and associate pastor(s). The annual schedule shall be published to the members of the congregation by electronic media and posted on the church website. NOTE: Emergencies may require modification of the schedule and is the responsibility of the Pastoral staff and the Council.

4.1.4.2. The chairperson or designee may call special meetings (in person and/or virtually) if a matter of business is time contingent or requires special consideration. Council members shall be given at least 24-hour notice of a special meeting by appropriate means.

4.1.4.3. In the event of extreme urgency to act, the chairperson may poll the council members by appropriate means. Verbal or electronic consent or direction shall be subsequently documented.

4.1.5. Vacancies/Resignations

Elected positions that become vacant during the year shall be filled by majority vote in a regular or special congregational meeting as soon as possible after the vacancy occurs.

4.1.6. Emergencies

If an adverse community wide event occurs (i.e., fire, evacuation, or pandemic), the Council, in conjunction with the pastoral staff, may declare the need for emergency

actions. If the voting members of the congregation are not able to meet and make decisions, the pastor, deacons, and council can make needed decisions commensurate with their leadership roles for the church until the church is reunited either in person or virtually.

4.2. Deacons

Deacons serve in the role of providing pastoral and spiritual care to the congregation and serve at the discretion of and in accordance with the direction of the membership. The deacon body shall select or nominate a deacon chair.

4.2.1. Qualifications

Deacons are members that are regular participants in the worship and ministry life of the church and are 21 years of age or older. A deacon must demonstrate good character, a servant's heart, and spiritual maturity. A deacon should (1) be neither a new believer nor new to the church, (2) exhibit familiarity with the life and work of the church, and (3) clearly demonstrate that he/she has the best interest of the church and its work at heart.

4.2.2. Selection of Deacons

4.2.2.1. The deacon body is responsible for determining if a need for selecting new deacons exists.

4.2.2.2. The deacon body shall ask the congregation for nominations. The request shall identify to whom nominations are to be submitted and the date that nominations shall cease. The deacon body, in consultation with the pastor(s), shall review qualifications and availability of those nominated to serve. The deacon body shall determine nominees to be interviewed and conduct the interviews. Qualifications of deacons as well as expectations of deacon service shall be clarified to each nominee. The deacon body shall evaluate the nominees and select a slate of deacon candidates to be presented to the church. New deacons are approved by majority vote of the membership.

4.2.3. Ordination

Any deacon who has not been ordained by a Baptist church of like faith and practice will be ordained by this church prior to beginning his or her service, or as soon as possible thereafter.

4.2.4. Responsibilities

4.2.4.1. Deacons respond to ministry needs within the congregation, support pastoral staff, assist with conflict resolution, and, with others in the church, explore future directions for the church's life and work.

4.2.4.2. Deacons shall assist as needed in the observance of ordinances and in services of ordination.

- 4.2.4.3. The deacon body shall work closely with the pastors providing personal, spiritual, and administrative support.
- 4.2.4.4. Deacons will be in regular contact with the pastors for prayer and to assist them in pastoral functions.
- 4.2.4.5. Deacons shall meet on a schedule that is deemed appropriate for the purpose of carrying out their duties.

4.3. Personnel Committee

The personnel committee is a group of at least three voting members appointed by the membership to represent the membership in personnel matters.

4.3.1. Qualifications

Any voting member who is a regular participant in the worship and ministry life of the church and is at least 21 years old may be nominated to serve on the personnel committee. Members of the personnel committee must be able to maintain the confidentiality of personnel matters, be peacemakers, and exhibit excellent conflict resolution skills and sound decision making when presented with difficult, sensitive topics and information.

4.3.2. Nomination, Election, and Terms of Service

- 4.3.2.1. Prior to the annual business meeting, the church council shall ask the congregation to provide a list of nominees for any open positions on the personnel committee. Any voting member of the congregation may nominate themselves or others for the personnel committee.
- 4.3.2.2. When possible, the slate of nominees shall be published to the members before the annual business meeting. Members may submit nominations to the council up to the time of the annual business meeting during the month following publication.
- 4.3.2.3. At the annual business meeting a paper ballot shall be used for voting purposes. Voting shall be completed and results announced during the annual business meeting.
- 4.3.2.4. The term of service for personnel committee members is three years. When possible, the three-year terms will be on a rotating basis, so that the membership is only electing one new committee member per year.

4.3.3. Responsibilities

- 4.3.3.1. The personnel committee shall be responsible for stewarding church personnel according to the WRBC Employee Handbook, current best practices, and all relevant state and federal laws.

- 4.3.3.2. The personnel committee ensures that all employment-related documents are kept current, including job descriptions, W-2s, benefits packages, the WRBC employee handbook, employment policies, and others as needed. The personnel committee shall propose to the membership any changes to job descriptions, policies, and the WRBC employee handbook as needed, and the membership shall have the opportunity to review, question, and vote upon the changes.
- 4.3.3.3. The personnel committee, with input from the deacons, church council, voting members of the congregation, and staff shall conduct annual performance reviews for all church staff. The personnel committee shall summarize for the membership the review findings when making recommendations for those salary adjustments based upon reviews.
- 4.3.3.4. The personnel committee, in accordance with the WRBC employee handbook, shall act as arbitrators when situations of employee conflict and/or conflict of interest arise.

4.3.4. Vacancies/Resignations

Elected positions that become vacant during the year shall be filled by majority vote in a regular or special congregational meeting as soon as possible after the vacancy occurs.

ARTICLE 5. CHURCH STAFF

5.1. Pastoral Staff

The church will be served by a pastor and as determined by the membership, associate pastor(s).

5.1.1. Roles and Responsibilities

5.1.1.1. The pastor shall spiritually serve the church and shall be a teacher who expounds the Scripture, making it relevant for today; a worship leader, searching for effective means of leading the church into a meaningful encounter with God; an equipper of the church, training persons to do the works of ministry and evangelism; and a minister, ministering to the needs of the members of the church and other persons in the community.

5.1.1.2. The membership shall determine specific duties and responsibilities of the associate pastor(s).

5.1.2. Call or Termination of the Pastor and Associate Pastor(s)

Vacancies and/or new pastoral positions should be filled in the following manner:

5.1.2.1. A selection committee shall be appointed by the membership to seek a pastor. The committee shall establish a job description and hiring process

with input from the personnel committee, ensure appropriate advertising to identify candidates, and evaluate and interview candidates. The committee shall bring to the consideration of the membership only one name at a time.

- 5.1.2.2. Election or termination shall take place at a special congregational meeting called for that purpose.
- 5.1.2.3. Election shall be by written ballot or (in extenuating circumstances) through electronic media (with one vote per member). The definition of extenuating circumstances will be determined by the council in consultation with deacons and pastoral staff. An affirmative vote of three-fourths (75%) of members present (in person or virtually) is necessary for approval of a choice.
- 5.1.2.4. Termination of a pastor shall be by written ballot and requires a majority vote of members present.

5.2. Non-Pastoral Staff

Persons in non-pastoral paid positions are hired and perform assigned duties as at will employees.

5.2.1. Establishing Positions

- 5.2.1.1. The pastors, personnel committee, and membership shall identify the need for staff positions, including but not limited to the church secretary(ies), children's ministry coordinator, facility manager, custodian, nursery staff, and others.
- 5.2.1.2. The personnel committee shall define the position (job responsibilities, supervision, progress reporting), establish a performance review protocol, and prepare recommendations for salary and work schedule (full or part time) in accordance with the WRBC Employee Handbook. Proposed changes to positions and/or salaries shall be reviewed by the membership.
- 5.2.1.3. Recommendations for new positions shall be discussed and voted on at a congregational meeting.

5.2.2. Hiring

The personnel committee, with the appropriate supervising individual(s) and/or the relevant selection committee, shall establish criteria consistent with the WRBC Employee Handbook for hiring non-pastoral staff. All such positions, procedures, and salary recommendations shall be subject to approval by the membership.

5.3. Compensation and Performance Reviews consistent with the WRBC Employee Handbook:

- 5.3.1. The personnel committee shall determine the compensation for all staff and submit the recommended compensation to the church council during the yearly budgetary process.
- 5.3.2. The personnel committee shall carry out an annual performance review for all staff. The personnel committee shall consider in this review input from the voting members of the congregation, pastoral staff, church council, and deacons.
- 5.3.3. The personnel committee shall summarize for the membership the review findings when making recommendations for those salary adjustments based upon reviews.

ARTICLE 6. MINISTRY

- 6.1. Ministry programs carried out in the name of the church shall be subject to review and approval by the voting members of the congregation.
- 6.2. Coordinators of ministries shall be presented to the membership and affirmed at a congregational meeting.

ARTICLE 7. INDEMNIFICATION

7.1. Persons Indemnified

Except to the extent expressly prohibited by the State of New Mexico, individuals serving in a specified capacity through election, call, appointment, or as a volunteer shall be indemnified by the church in the event of a civil or criminal proceeding if such individual acted in good faith for the purpose that was specified and had no reasonable cause to believe his/her conduct was unlawful.

7.2. Indemnification Withheld

- 7.2.1. No indemnification shall be made in respect to (1) a threatened action, or a pending action that is settled or otherwise disposed of, or (2) any claim, issue, or matter in which the individual is judged to be liable to the church, unless and only to the extent that the court of competent jurisdiction determines, in view of all the circumstances, that the individual is fairly and reasonably entitled to indemnity for such portion of the settlement and expenses deemed appropriate by the court.
- 7.2.2. The termination of any civil or criminal action or proceeding shall not in itself create a presumption that an individual did not act in good faith for the purpose that was specified and had no reasonable cause to believe his/her conduct was unlawful.

7.3. Coverage

- 7.3.1. Indemnification shall be provided through maintenance of organizational liability insurance.

- 7.3.2. The membership, called together for the specific purpose of authorizing indemnification, may authorize advance payment or timely reimbursement, upon request of the individual, all expenses, including attorneys' fees actually and reasonably incurred in defending an action or proceeding.
- 7.3.3. A written agreement shall be drawn between the individual and the church requiring repayment of any advance if the person is ultimately found not entitled to indemnification, or, where indemnification is granted and expenses advanced or reimbursed exceed the amount to which the person is entitled.

ARTICLE 8. CHURCH PROPERTY

8.1. Use of Property

- 8.1.1. The church building, its furnishings and contents, land, and vehicles are the property of White Rock Baptist Church.
- 8.1.2. The church council shall ensure a Facility Use Policy is adopted and enforced.

8.2. Disposition

- 8.2.1. The building and land belonging to the White Rock Baptist Church may not be diverted to any commercial use without seriously considering our mission and tax-exempt status.
- 8.2.2. In the event the White Rock Baptist Church Corporation is dissolved, all property must be transferred to a membership-approved 501(c)(3) tax-exempt organization.

ARTICLE 9. CONFLICT OF INTEREST

9.1. Declaration

Any member of the church council or deacons, or any official, employee, or church member shall disclose to the council any relationship which exists with any person, corporation, or other entity with whom the council proposes to enter into any contract or other transaction, which will or may result in financial gain or advantage to such individual.

9.2. Expectations

In the event of a real or perceived conflict of interest, the individual serving in an official capacity for the church shall be precluded from participation in decision-making with regard to the specific contract or transaction. This article in no way precludes the Council from entering into a contract or other transaction with the membership.

ARTICLE 10. AMENDMENTS

10.1. Bylaws

These bylaws may be amended by a two-thirds majority of voting members at any congregational meeting, provided an announcement of the intention to amend the bylaws and the proposed amendments is made at a regular church meeting at least twenty-one (21) days in advance. Only the proposed amendments may be considered at this meeting, and they may be accepted, rejected, or amended.

10.2. Articles of Incorporation

The Articles of Incorporation may be amended or restated by a two-thirds majority vote at any congregational meeting, provided an announcement of the intention to amend the articles and the proposed amendments is made at a regular church meeting at least twenty-one (21) days in advance. Only the proposed amendments may be considered at this meeting, and they may be accepted, rejected, or amended.

BYLAWS CERTIFICATE

The undersigned now serves as the secretary of White Rock Baptist Church, a New Mexico nonprofit corporation and is authorized to execute this certificate on behalf of the corporation.

This certifies that the foregoing bylaws, consisting of 10 pages, were duly adopted by a two-thirds majority of voting members at the congregational meeting held on December 11, 2022.

These bylaws shall be in effect until amended in accordance with Article 10 of this document.

Dated: December 11, 2022



Church Clerk,
Secretary of the Corporation