

New Beginnings Family Ministries, Inc. Constitution & Bylaws

Article I. OFFICES

Section 1.01 The ministry shall maintain in the State of Florida a registered office and registered agent at such office and may have other offices within or without the state.

Article II. AFFILIATION

Section 2.01 On a voluntary basis, the ministry shall be affiliated with other ministry associations, conventions and mission boards. The ministry shall not be owned by or be a franchise of any of these affiliations. Insofar as is practical in fulfilling its mission, the ministry will work with others religious bodies in a cooperative manner.

Article III. MEMBERS

Section 3.01 Classes of Members

- (a) The ministry shall have one class of members.

Section 3.02 Qualifications and Responsibilities of Membership

- (a) In order to be eligible for membership, the following qualifications shall be met:
 - (i) *The individual must have had a genuine experience of regeneration through belief in Jesus Christ as the Son of God.*
 - (ii) *The individual must agree to and endorse the Constitution and Bylaws of the ministry and be able to agree to the confession of faith and message (separate document) as set forth in the constitution.*
 - (iii) *The individual must have received water baptism.*
- (b) The responsibilities of membership include: regular attendance at the meetings and activities of the ministry; financial support of the ministry; contribution of services; and an attitude of cooperation with the pastors and leaders of the ministry.

Section 3.03 Membership Rolls

- (a) A prospective member must complete a new member's class provided by the ministry.

(b) Candidates for membership must complete a statement of their intention to fulfill the responsibilities of membership and affirm their fulfillment of the qualifications of membership. By applying for membership, all candidates agree to be bound by the provisions of this Constitution and set of Bylaws.

(c) Candidates for membership shall be accepted by approval of the Ministry Board and the Sr. Pastor. The membership rolls may be reviewed at any time by the Ministry Board to ensure that all members are members in good standing according to the provisions of this Article.

Section 3.04 Resignation of Membership

(a) Any member may resign at any time by giving written notice to the Sr. Pastor.

Section 3.05 Forfeiture of Membership

(a) Members who shall without good cause absent themselves from the services of the ministry for a period of six consecutive months or more or who willfully cease to contribute of their means to its support shall forfeit their membership, by action of the Ministry Board.

Section 3.06 Removal from Membership

(a) Causes for removal include

(i) Continued immorality without repentance

(ii) Refusal to abide by or support the Constitution and Bylaws of the ministry

(iii) Refusal to cooperate with the duly constituted leadership of the ministry or disruption of the ministry, so as to cause fellow believers to stumble in their walk with God or so as to promote schism.

(b) If cause for removal shall be found in any member, the Sr. Pastor or the pastor's designated representative shall attempt to communicate with the member privately in order to seek the appropriate resolution. If this fails, the Ministry Board or its representatives shall seek to communicate with the member. In the absence of resolution, the Ministry Board will consider removal from membership.

(c) Under the above circumstances, persons can only be removed from membership by a majority vote of the Ministry Board. Decisions to remove a person from membership will be communicated to the individual and will be recorded in the record of the Board decisions. Further communication to the ministry regarding the removal of a member shall be made at the discretion of the Ministry Board.

Article IV. MEETINGS OF MEMBERS

Section 4.01 Conduct of Meetings

- (a) **The Chair of the Ministry Board or the Chair's designated alternate Board Member, shall preside over all meetings of the members.**

Section 4.02 Annual Meeting

- (a) **An annual meeting of the members shall be held in the fourth quarter of each calendar year for such purposes as: hearing reports on the business of the ministry; making inquiries of the pastors regarding the affairs of the ministry, both business and spiritual; transacting such business as may be needed at the time; and seeking God as to the progress and direction of the ministry.**

Section 4.03 Review of Ministry Finances

- (a) **Copies of the proposed budget for the upcoming fiscal year will be made available to the congregation at least three weeks before the annual congregational meeting.**
- (b) **The Ministry Board will hold a board meeting for the express purpose of receiving any input from the members of the congregation regarding the budget at least 2 weeks before the annual congregational meeting. Those who wish to ask questions make recommendations or offer comments may do so by sending their comments in writing before this meeting of the Ministry Board, or by attending the Board meeting in person.**
- (c) **The board will then finalize and approve the budget and present it at the annual congregational meeting where it will be ratified by a majority vote of the members present.**
- (d) **Absentee votes in writing will be accepted in the ministry office provided that they are received by the end of the annual meeting.**
- (e) **A report of the ministry finances for the current year-to-date will also be reviewed in the annual meeting.**
- (f) **At any time during the fiscal year, any member of the ministry will be sent the latest budget report upon written request.**

Section 4.04 Special Meetings

- (a) **Special meetings of the members may be called by the Sr. Pastor, by the Ministry Board, or by petition of a majority of the members in good standing. The petition shall be filed with the Chair of the Ministry Board.**

Section 4.05 Notice of Meetings

- (a) **Written or printed notice stating the place, day and hour of the meeting and the purpose or purposes for which the meeting is called shall be delivered not less than ten nor more than forty days before the date of the meeting.**

- (b) **If the purposes include any decisions, reasonably available information must be available at least ten days prior to the meeting. Such information includes (but is not limited to) list of candidates for positions, annual budget, proposed amendments, etc...**

Section 4.06 Place and Time of Meetings

- (a) **The place and time of meetings shall be determined by the Ministry Board, and the members shall be notified of the place and time when the meeting is announced.**

Section 4.07 Decisions

- (a) **Except as otherwise provided, decisions at all meetings shall be reached by a simple majority of the members in good standing present. Each member shall be entitled to one vote on each matter submitted to a vote of the members.**

Article V. GOVERNMENT

Section 5.01 The Headship of Christ

- (a) **The government of the ministry shall be founded upon the Lordship and direction of Jesus Christ. Everyone in authority shall continually seek His mind and will, through His Spirit and the Word of God in all actions and decisions.**

Section 5.02 The Oversight of His Body by the Ministry Board

- (a) **The Ministry Board shall be the governing body of the ministry in respect to matters concerning business being done by the ministry (i.e. financial investment, buying or leasing of facility, maintenance, contract negotiation, etc.) and any other matters specifically given to the Ministry Board in this Constitution and By-laws.**

Section 5.03 The Ministry Board

- (a) **Duties and Responsibilities**

- (i) *The Ministry Board shall oversee the business affairs of the ministry and provide prayer, advice, counsel, and support to the Sr. Pastor regarding the life and the ministry of the Ministry. The Ministry Board shall also provide personal prayer, counsel, advice, and support to care for the Sr. Pastor.*
- (ii) *Subject to limitation of the Articles of Incorporation, other sections of the Constitution and Bylaws, and of Florida law, all corporate powers of the corporation shall be exercised by or under the authority of the Ministry Board and the Ministry Board shall control the business and affairs of the corporation.*

- (b) **The Ministry Board shall have the following powers:**

- (i) *To select and remove all other officers, agents, and employees of the corporation, prescribe such powers and duties for them as may be consistent with the Articles of Incorporation and the*

Constitution and Bylaws, fix their compensation, and require from them fidelity bonds with acceptable sureties.

- (ii) To conduct, manage, and control the business affairs of the corporation, and to make rules and regulations consistent with the Articles of Incorporation, and the Constitution and Bylaws.*
 - (iii) To borrow money, and incur indebtedness for the purpose of the corporation and for that purpose cause to be executed and delivered, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, or other evidence of debt and securities.*
 - (iv) To receive reports from the Sr. Pastor on the condition of the ministry and to offer advice and counsel to the Sr. Pastor and paid staff on matters of the ministry.*
 - (v) To conduct an annual performance review of the Sr. Pastor. This shall include a survey of the congregation every fourth year.*
 - (vi) To handle serious complaints within the scope of this Constitution and Bylaws between any parties within the ministry.*
- (c) Number of Board Members**
- (i) The Ministry Board shall consist of no more than nine (9) members and at least three (3) members. The Sr. Pastor shall be a member of the Board.*
- (d) Appointment and Vacancies**
- (i) The Sr. Pastor will solicit input from the ministry members for potential Board members.*
 - (ii) Board members shall be members of the Ministry, nominated by the Sr. Pastor and individually ratified by a majority vote of the Ministry Board, excluding the Sr. Pastor, and a majority vote of the members of the ministry present at a duly called meeting of the Ministry members.*
 - (iii) The ministry must not employ a majority of the Board, and the ratio of lay members to paid staff members shall be 2:1 or greater.*
 - (iv) Vacancies shall be filled by members of the Ministry, nominated by the Sr. Pastor and ratified by a majority vote of the Ministry Board, excluding the Sr. Pastor, even though less than a quorum. A successor Board member so appointed shall serve for the un-expired term of the predecessor.*
 - (v) The Board Chair shall be nominated by the Sr. Pastor and approved by a majority of the remaining Board members.*
 - (vi) The Board Chair must be a current Board member.*
 - (vii) An alternate Chair, to preside over Board meetings in the Chair's absence, may also be nominated by the Sr. Pastor and approved by a majority of the remaining Board members.*
- (e) Term of Office of Board Members**
- (i) The Sr. Pastor and officers shall serve as Board members with a term of office coincident with their pastoral and/or officer position within the ministry. The term of office for all other board*

members shall be one (1) year or until a successor is appointed. Successors for Board members whose term of office are then expiring shall be nominated and approved per the preceding section at the annual meeting of the members in the year such terms expire.

(ii) A Board member/Board Chair may succeed themselves in office if nominated and approved per the preceding section. The Board Chair shall serve for a one (1) year term, as part of the member's normal term of office.

(f) Quorum

(i) The greater of three (3) members of the Ministry Board or a majority of the Board, shall constitute a quorum for the transaction of business.

(g) Place, Minutes and Time of Meetings

(i) Regular meetings of the Ministry Board may be held at any place that has been designated by the Board and at any time designated by the Board. The Board Secretary shall record minutes of the meeting. Minutes will be filed after approval at a subsequent Board meeting. The Board will meet a minimum of 6 times per year, typically every other month. The Board Chair, Sr. Pastor or a majority of the other Board members may call special meetings of the Ministry Board for any purpose at any time. Members wishing to attend a Board meeting may contact the Board Chair.

(h) Telephonic Or Electronic Meetings

(i) Any special meeting may be held by conference telephone or similar communication equipment, so long as all members participating in the meeting can hear one another, and all such members shall be deemed to be present in person at the meeting. Non-participating members shall be notified within 48 hours of the occurrence of said meeting and any actions approved during said meeting. Written minutes shall be filed in a timely fashion.

(i) Action Without Meeting

(i) Any action required or permitted to be taken by the Ministry Board may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to that action. Such action by written consent shall have the same force and effect as a unanimous vote of the Ministry Board. Such written consent or consents shall be filed with the minutes of the proceedings of the Board.

(j) Removal

(i) A Board member other than the Sr. Pastor or officers may be removed from office by the vote of a majority of the Board membership. The Board member being considered for removal may not vote on their own dismissal. Grounds for removal include departure from the confession of faith, serious breach of the Constitution or Bylaws, immoral conduct, or failure to faithfully fulfill the duties of the office.

(k) Compensation

(i) The Board members shall receive no compensation for their services as Board members.

Section 5.04 Resolution of serious concerns/complaints

- (a) The Ministry Board has the responsibility to handle serious complaints from any member of the ministry when normal efforts to resolve the concern have failed. Members wishing to bring a complaint should provide a written request to the Board Chair (or a Board member designated by the Board) stating the nature of the issue and efforts undertaken to resolve the concern.
- (b) The Ministry Board will determine if there is a reasonable basis for the complaint and that the underlying issue is weighty enough to justify Board action and communicate this determination to the member bringing the complaint.
- (c) The Ministry Board will establish and execute a process for handling the complaint, which will be dependent on the nature of the specific complaint and will communicate this process to the member bringing the complaint. The Ministry Board shall serve as the final appeal within the Ministry for complaints
- (d) We believe that Marriage unites one man and one woman in a lifetime commitment to each other (Genesis 2:23-24; Matthew 19:4-6). Marriage provides for intimate companionship, pure sexual expression (Genesis 2:25; Ephesians 5:31-33), procreation, and reflects the relationship of Christ and the church (Genesis 1:28; Proverbs 5:15-19; 1 Corinthians 7:1-5). We believe that God has commanded that no intimate sexual activity be engaged in outside of a marriage between one man and one woman.
- (e) We believe that any form of homosexuality, lesbianism, bisexuality, bestiality, incest, fornication, adultery, and pornography are sinful perversions of God's gift of sex. We believe that God disapproves of and forbids any attempt to alter one's gender by surgery or appearance (Genesis 2:24; Genesis 19:5, 13; Genesis 26:8-9; Lev. 18:1-30; Romans 1:26-29; 1 Cor. 5:1; 6:9; 1 Thess. 4:1-8; Hebrews 13:4). Such sinful pattern if not repented will be a barrier to membership, employment, and leadership in a body of believers.

Section 5.05 Ecclesiastical Matters vs. Business Matters

- (a) All matters relating to the spiritual health of the Ministry, matters of doctrine and interpretation, matters of spiritual ordinances for the ministry, direction of ministry, leading and discernment for initiating or terminating ministry activities, and any other matters reasonably connected to spiritual leadership shall be the ultimate responsibility of the Sr. Pastor and under his authority, with advice and counsel being received from the Ministry Board.

- (b) All matters pertaining to the business affairs of the Ministry, matters of budgets, investments, compensation, employment and any other matters reasonably connected to the material and financial well being of the Ministry shall be the ultimate responsibility of the Board and under its authority, with advice and counsel being received from the Sr. Pastor.

Article VI. OFFICERS

Section 6.01 Officers

- (a) **The corporate officers of the ministry shall be a President, one Vice President, a Secretary, and a Treasurer, and such other officers as the Ministry Board may appoint. The same person may hold no two offices.**

Section 6.02 Appointment

- (a) **The Ministry Board shall appoint all officers of the corporation by majority vote. Vacancies shall be filled by appointment of the Ministry Board. Officers shall be members of the Ministry.**

Section 6.03 Removal

- (a) **The Ministry Board may remove any officer at any time, by a vote of two-thirds of the Board members.**

Section 6.04 Powers and Duties

- (a) **The officers shall have power to execute documents, contracts, and routine legal or financial business of the Ministry, as directed by the Board. At any time the Ministry Board may review a financial or legal decision of the officers, and may overrule any action by a two-thirds majority vote.**

Section 6.05 Terms of Office

- (a) **Each officer shall hold office as duly appointed: until death, resignation, or removal as provided herein. In the event of death, resignation, or removal; the position will be filled as provided herein.**

Section 6.06 President

- (a) **The President shall be the principal executive officer of the corporation. The President shall see that the resolutions and directives of the Ministry Board are carried into effect, except in those instances in which that responsibility is assigned to some other person by the Ministry Board, and, in general, shall discharge all duties incident to the office of President and such other duties as may be prescribed by the Ministry Board. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the corporation or a different mode of execution is expressly prescribed by the Ministry Board or these Bylaws The President may execute for the corporation any contracts, deeds, mortgages, bonds, or other instruments which the Ministry Board has authorized to be executed, and the President may accomplish such execution either individually or with the Secretary or Treasurer, any assistant, or any other officer thereunto authorized by the Ministry Board, according to the requirements of the form of instrument.**

Section 6.07 Vice President

- (a) **The Vice President shall assist the President in the discharge of duties of the President and shall perform such other duties as from time to time may be assigned by the Ministry Board. In the absence of the President or in the event of the President's inability or refusal to act, the Vice President shall perform the duties of President and when so acting, shall have all the powers of and be subject to all the restrictions upon the President.**

Section 6.08 Secretary

- (a) **The Secretary shall record the minutes of the meetings of the members, see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law, be custodian of the corporate records, keep a register of the members and their addresses, and perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to by the Ministry Board**

Section 6.09 Treasurer

- (a) **The Treasurer of this Board, who is also the Ministry Treasurer, shall supervise the receiving and disbursing, in the name of the Ministry Board, through a local bank or banks to be selected by the Ministry Board, all monies received through all channels. The Treasurer shall supervise the payment of all money consistent with the annual budget. The Treasurer shall determine who shall be authorized to withdraw funds, sign checks, count monies contributed, and deposit funds into various accounts, and report the authorizations or de-authorizations to the Ministry Board.**

Section 6.10 Indemnification of officers and members of Ministry Board

- (a) **Recognizing that serving as an officer or member of the Ministry Board entails potential legal liability, the Ministry agrees to indemnify (repay) its officers and Board for legal expenses incurred related to their good-faith conduct as an officer or member of the Board.**

Article VII. PASTORS AND STAFF

Section 7.01 Sr. Pastor

(a) Duties and Responsibilities

- (i) *The Sr. Pastor shall provide spiritual leadership to the ministry, providing oversight for matters relating to the spiritual health of the ministry, matters of doctrine and interpretation, matters of spiritual ordinances for the ministry, direction of the ministry's ministry, and any other matters reasonably connected to the spiritual life of the ministry, with advice and counsel being received from the Ministry Board. The Sr. Pastor shall oversee the operation of the ministry on a daily basis and give leadership to the pastoral staff, the general ministry body and its ministries. The Sr. Pastor shall provide a regular report to the Board addressing the ministry's ministry and an annual report on the performance of the paid staff. The Sr. Pastor shall also provide an annual report to the ministry addressing the ministry's ministry.*

(b) Appointment

(i) The Ministry Board shall seek and nominate a candidate for Sr. Pastor should a vacancy arise in the pastorate. The candidate for Sr. Pastor must be approved by two-thirds majority of the Ministry Board and ratified by a majority of the ministry membership present at a duly called meeting of the ministry members.

(c) Termination

(i) Should two-thirds of the Ministry Board and a two-thirds vote of the ministry membership concur that the Sr. Pastor should terminate his pastorate of the ministry, the Sr. Pastor shall resign, or his pastorate terminated. Grounds for removal include departure from the confession of faith, serious breach of the constitution or by-laws, immoral conduct, or failure to faithfully fulfill the duties of the office.

Section 7.02 Associate or Assistant Pastors and other Staff

(a) Duties and Responsibilities

(i) The Sr. Pastor shall define pastoral staff positions, in writing, as necessary to conduct the ministry of the Ministry, including all positions (paid or unpaid) with budgetary responsibility. They shall serve under the Sr. Pastor's direction and with the Sr. Pastor in the pastoral care and oversight of the ministry.

(b) Appointment

(i) Other pastoral staff shall be nominated by the Sr. Pastor and ratified by a majority of the Ministry Board. Upon appointment, they shall become members of the ministry per Article III, Section 3.03.

(c) Termination

(i) It shall be the prerogative of the Sr. Pastor, after counseling with the Ministry Board, to require the resignation, or terminate the employment, of pastoral staff. In extraordinary circumstances, the Board, after counseling with the Sr. Pastor, may by a two-thirds vote, require the Sr. Pastor to terminate the employment of other pastoral staff.

Article VIII. ORDINATION

Section 8.01 Principles of Ordination

(a) Only our Sovereign Holy God can truly call and ordain His children for service in the ministry of the Gospel of Jesus Christ. The calling of a pastor or other full-time minister is not the result of a title, rather the title is a result of God's calling. This calling is recognized as from the true and living God. It is the privilege of the ministry of Jesus Christ to ratify the ordination of God when such is obviously placed upon a person's life.

Section 8.02 Process for Ordination

- (a) **The Sr. Pastor and Ministry Board shall establish and oversee the ordination process.**

Article IX. AMENDMENTS

Section 9.01 These Bylaws may be amended, provided the amendment is approved by a three-fourths vote of the Ministry Board and two-thirds of the ministry members.

Article X. FISCAL YEAR

Section 10.01 The fiscal year of the corporation shall be fixed by resolution of the Ministry Board.

Article XI. DISSOLUTION

Section 11.01 In the event of the dissolution of this organization, one half of the assets shall be apportioned to the agencies (foreign missions and others), which received regular contributions from this ministry in the last fiscal year. The distribution of the other half of the assets shall be to non-profit Christian organizations and shall be decided by the Ministry Board at the same time as the dissolution of this organization. In case of schism within the congregation, all the assets shall go to that group which adheres to the adopted Constitution and Bylaws of this ministry.