

**CONSTITUTION AND BYLAWS
OF HUNTINGTON BEACH BAPTIST CHURCH**

A California Non-Profit Religious Corporation

Date of Adoption: _____

Trustee Signatures:

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CONSTITUTION AND BYLAWS OF HUNTINGTON BEACH BAPTIST CHURCH
DBA: HUNTINGTON BEACH CHURCH
A California Non-Profit Religious Corporation

CONSTITUTION

Preamble

We declare and establish this constitution and bylaws to preserve and secure the principles of our faith and to govern the church body in an orderly manner. This constitution and bylaws will preserve the liberties, rights, and responsibilities of each individual church member and the freedom of action of this body in relation to other churches.

Definition

We are a Christian body of believers that are organized as a New Covenant Church according to the teachings of the Scriptures. This church affirms the authority of the Holy Bible as the inspired, inerrant word of God that is sufficient for life and godliness. This church exists by the grace of God, for the glory of God, which shall be the ultimate purpose in all its activities.

Doctrinal Statement

The sole authority for faith and practice at Huntington Beach Baptist Church is the Scriptures of the Old and New Testaments. This church affirms the doctrines and religious convictions of the *Baptist Faith & Message 2000* (see Appendix) and practices ministry accordingly.

The Church Covenant

Members of Huntington Beach Church are committed to taking responsibility for the church...

- 1) by **exalting** the Savior by faithfully participating in our worship services, contributing monetarily on a regular basis to the support of the church, and living a godly life.
- 2) by **espousing** the Christian doctrines as affirmed in our Doctrinal Statement.
- 3) by **elevating** all things in prayer by praying for and with the church and for the lost.
- 4) by **evangelizing** those who are lost by praying for them by name, inviting them to trust in Christ, and sharing the gospel and one's testimony with them.
- 5) by **encouraging** the church body through promoting unity and love among the members and offering to bear the cares and concerns of other members of the body.
- 6) by **edifying** the body through discipleship by following the leaders of the church and being committed to ministries provided for spiritual growth and development.
- 7) by **equipping** the saints for service by discovering and using my gifts, talents, and abilities with a servant's heart for the work of the ministry.

Mission Statement

This church glorifies God by loving Him and obeying His commands through:

- a) Worshipping Jesus as God and Savior;
- b) Equipping Christians through Bible instruction;
- c) Proclaiming the gospel of Jesus Christ through preaching and personal evangelism, and any other means consistent with the teachings of Holy Scripture;
- d) Administering the ordinances of baptism and communion;
- e) Encouraging Christian fellowship among believers;
- f) Encouraging, supporting, and participating in missions work, local, domestic, and international;
- g) Serving individuals, families, our community, and other churches by providing for physical, emotional, and spiritual needs, in the name of Jesus Christ; and
- h) Expanding the kingdom of God by planting churches that plant churches.

Vision Statement

A church where people love Jesus and share His love with others.

BYLAWS

Section One: Organization

1.01 Name

- a. The name of this corporation is Huntington Beach Baptist Church of Huntington Beach. Hereafter, in these by-laws, this corporation shall be referred to as the “church” or “H. B. Church”
- b. This corporation is doing business as Huntington Beach Church.

1.02 Affiliation

- a. H. B. Church is autonomous and maintains the right to govern its own affairs independent of any denominational control or ecclesiastical authority.
- b. Recognizing the benefits of cooperation with other churches in world missions, this church voluntarily affiliates with the Southern Baptist Convention in its national, state, and local expressions.

1.03 Federal and State Legalities

- a. This church is organized under the Nonprofit Religious Corporation Law of California and shall have a state tax identification number.
- b. This church is not organized for the private gain of any person.
- c. For purposes of compliance with the nonprofit corporation laws of the State of California, the Lead Pastor shall be the president of the corporation, and the Trustees will elect a corporate secretary and treasurer (see Section Five).

1.04 One Church Multiple Campuses

- a. The church may create campuses (i.e., congregations, church plants) from time to time in efforts to expand the scope and efforts of the church, planting new congregations, and establishing leadership and structure for those campuses. Such campuses are extensions of H. B. Church until they transition to independence (cf. 1.05).
- b. Each campus shall have at least one pastor from H. B. Church’s pastor team (cf. 401) and will operate under H. B. Church’s bylaws and policies.
- c. Each campus can operate under a name that is approved by H. B. Church.
- d. Each campus will operate according to H. B. Church’s Church Planting Handbook (cf. 8.02).

1.05 Transition of Campuses to Independence

- a. A campus of Huntington Beach Baptist Church can make a request to H. B. Church to become a church that is legally independent of H. B. Church. Such a request should be made to the Pastor Team for review. Upon affirmation by the Pastor Team, the request will be made to the congregation at a Special-called Members Meeting and must be approved with a fifty-one percent vote of the present active members.
- b. If approved, the campus will be allowed to go through the process to organize their church as its own autonomous non-profit corporation.
- c. Once they can operate legally on their own, having their own constitution and bylaws, the congregation of the campus will no longer be members of the H. B. Church organization, and the campus will no longer operate under H. B. Church's bylaws or policies.

1.06 Dedication of Assets

- a. Upon dissolution of H. B. Church, its assets, remaining after payment or provision for payment of all debts and liabilities of this church, shall be distributed to the Orange County Southern Baptist Association (OCSBA) or, if the OCSBA has dissolved, other approved Southern Baptist entity.
- b. No person shall have any property rights in or claims to the assets of this church.

Section Two: Membership

2.01 Definition of Membership

- a. The church membership is composed of baptized believers who have affirmed the church's Doctrinal Statement and are actively committed to the Church Covenant.

2.02 Qualifications for Membership

- a. Any person may request membership into the church by conferring with the pastoral staff to verify that they have fulfilled the following requirements:
 - (1) has made a personal confession of faith in Jesus Christ as their God and Savior,
 - (2) has made a public profession of faith through baptism by immersion either at this church or other evangelical church,
 - (3) has affirmed this church's Doctrinal Statement and Church Covenant,
 - (4) has agreed to practice church membership in accordance with this church's Constitution and Bylaws.

2.02 Admission to Membership

- a. To be admitted into church membership, applicants shall be recommended by the pastors for admission and must be accepted by vote of the members at a time and place determined by the Lead Pastor (e.g., Members Meeting, worship service).

2.03 Membership Rights

- a. The spiritual benefits of being an active member of the church are innumerable in amount and are beyond the limits of this document. Some of the spiritual benefits of membership include belonging to a church family, having pastors and deacons who personally care for you, having a healthy environment in which to spiritually grow, having direct access to local and international missions, and having opportunities to serve God with your spiritual gifts and natural talents.
- b. The legal rights of an active member include voting rights at business meetings and being considered for leadership positions in the church, subject to scriptural qualifications and other qualifications specified by the bylaws of the church.
- c. Active members shall vote for the following issues as they come before them:
 - (1) admission of new members,
 - (2) the annual church budget,
 - (3) the ordination, employment, or termination of the Lead Pastor,
 - (4) the nomination, ordination of a deacon,
 - (5) amendments to the church constitution and bylaws,
 - (6) long-term indebtedness (10+ years) or an amount over \$25,000,
 - (7) the purchase or lease or disposition of real estate,
 - (8) the launching of a new church plant,
 - (9) the dissolution of the church as a corporation.

2.04 Termination of Membership

- a. Membership shall be terminated in one the following ways: death, written or verbal request by a member that his/her membership be terminated, or exclusion by action of this church, according to the provisions of Section 2.04b.
- b. “Member Under Review” is the status of a member whose membership is under review by the pastor(s) due to violating the Church Covenant in such a way that may damage the church’s witness, unity, and/or welfare. The pastor(s) will take every reasonable measure to resolve the problem in accordance with Matthew 18:15-20. If the member should fail to correct the problem, the pastor(s) can place the member in “Membership Under Review” status which forfeits the members voting rights and eligibility for ministry positions. The member will be notified of their status change. “Active Member” status may be reinstated upon request to the pastor(s) and evidence of the person’s repentance. A church member who is a “Member Under Review” can be excluded from the membership by an 80% vote of either the Pastor Team or, if there is no pastor, the Trustees. In such cases, the unrepentant member shall be notified of the termination of their membership.

- c. No membership or right arising from membership shall be transferred. All membership rights cease on termination of membership.

Section Three: Church Officers

3.01 Biblical Officers

- a. The Bible describes two church offices: pastors (elders) and deacons (Acts 6:1-6; 20:28; 1 Peter 5:1-2; 1 Timothy 3:1-18; 5:17; Philippians 1:1; Titus 1:5). Therefore, the church has those two offices (Pastors and Deacons) that shall be filled by qualified church members. While the Scriptures limit the office of pastor to males, it does not limit the office of deacon to one gender. Females can serve in the office of deacon and can be referred to as deacons or deaconesses. In this document the term deacon applies to both genders.
- b. Pastors are charged with the spiritual oversight of the church, including the church's mission and ministry strategies. They are to devote themselves to prayer and the ministry of the Word to lead the church spiritually and biblically.
- c. Deacons are charged with the physical oversight of the church. They are to devote themselves to organizing and implementing the administration and ministries of the church to carry out the vision of the pastors.

3.02 Pastor

- a. A pastor carries the God-given authority and responsibility to lead the church to function as a New Testament church, to fulfill the vision, mission, and functions of the church according to the church's doctrines and covenant.
- b. H. B. Church may have more than one pastor but shall have only one "Lead Pastor."
- c. The Lead Pastor shall oversee the activities and affairs of the church and its officers as the chief executive officer of the church. The Lead Pastor shall be given the necessary authority and held responsible for the administration of the church and all its activities.
- d. The election of the Lead Pastor shall be by an eighty percent (80%) affirmative vote by the active members present at a Special-called Members Meeting (cf. 6.03).
- e. The Lead Pastor's term of office shall be for an indefinite period. He shall serve until the relationship is terminated by his resignation, retirement, or the church's dismissal.
- f. The Lead Pastor may be dismissed by an eighty percent (80%) vote of those active members present and voting in a special-called business meeting called for that purpose. Except in instances of moral misconduct or doctrinal heresy by the dismissed pastor, the church will compensate him with a sum equal to at least

three months of his usual compensation. The termination shall be immediate, and the compensation shall be rendered in equal payments within ninety days of the church action.

- g. Only a male that meets the qualifications found in 1 Timothy 3:1-7 and Titus 1:5-16 shall be considered a pastor of the church. In addition, the Lead Pastor must hold a degree in theology from an accredited seminary and have pastoral experience.
- h. Hours, salary, and compensation of a pastor, including the Lead Pastor, shall be determined by the Trustees (cf. Section Five), shall be in written contract, and shall be according to the Employment Handbook.

3.03 Deacon

- a. A deacon shall be an active member of the church.
- b. Deacons help the pastors care for the congregation. A deacon serves the church by protecting the pastor's biblical priorities (i.e., the ministry of prayer and the Word) and by promoting and protecting the unity in the church.
- c. Deacons shall exercise no authority that is not vested in them by these bylaws.
- d. The number of deacons shall be determined by the Pastor Team (cf. Section Four) according to the Policies and Procedures Handbook.
- e. Nominations and appointments of deacons shall be according to the Policies and Procedures Handbook and these bylaws.
- f. The deacons will meet as a Deacon Team as often as necessary to accomplish their duties.
- g. The Deacon Team shall elect their own officers annually and will govern the active status of its team members. Such elections shall be according to the Policies and Procedure Handbook.
- h. A deacon can be terminated by either the Pastor Team or the Trustees according to the guidance of the Policies and Procedure Handbook and Employee Handbook (if the deacon or deaconess is an employee).
- i. The Deacon Team officers will occasionally meet in joint sessions with the Pastor Team, and those joint sessions shall constitute the Trustee Meetings of the church.
- j. Hours, salaries and/or compensation of a Deacon shall be determined by the Trustees, shall be in written contract, and shall be according to the Policies and Procedures Handbook. Details that guide employment and compensation of Deacons shall be outlined in the Employment Handbook.

Section Four: Pastor Team

4.01 Definition of the Pastor Team

- a. All pastors within the H. B. Church organization shall serve on the Pastor Team which shall meet regularly to pray, oversee the membership, oversee the doctrinal integrity of the church, develop ministry strategies, oversee the spiritual health of the church and campuses, encourage one another, share wisdom, and hold every pastor accountable to one another.

4.02 Organization of the Pastor Team

- a. The Pastor Team shall meet as often as necessary to fulfill their duties (c.f. 4:01a).
- b. The Lead Pastor shall serve as the Chairman of the Pastor Team.
- c. The Pastor Team shall elect a Vice-Chairman (VC) who will, in the absence of the Chairman, preside over Pastor Team meetings, Trustee Meetings, or Member Meetings.
- d. The Vice-Chairman will be elected yearly in January and can serve consecutive terms.
- e. Pastors will make ministry decisions in Pastor Team meetings, voting if necessary, and will support those decisions with a spirit of unity. The Pastor Team shall keep a record of ministry decisions made in a Pastor Team meeting. This record will be called Pastor Team Minutes and will be kept in the executive office of the church.
- f. A pastor on the Pastor Team may be assigned specific areas of oversight within the church. Pastors can be given specific titles (e. g. Assistant Pastor, Worship Pastor, Executive Pastor, etc.) according to the job descriptions and guidelines prescribed in the Employment Handbook.

Section Five: Trustees and Staff

5.01 Definition of Trustees

- a. The Pastors and Deacons are the Trustees of the church and are the Corporate Directors of the church's organization in fulfillment of state laws.
- b. When the Pastor Team and the Deacon Team meet in a joint meeting that constitutes a Trustee meeting. Trustee Meetings serve as a council of wisdom that works together to represent the church by proxy to make decisions as defined by the bylaws and to lead the congregation in fulfilling its mission and purpose.
- c. The Lead Pastor shall be the Chairman of the Trustees and the President of the Corporation.

- d. The Trustees shall elect from among themselves a corporate secretary and treasurer who shall serve according to the job descriptions, terms, policies, and procedures defined in the Employment and Policy and Procedure Handbooks.

5.02 Trustee Meetings

- a. A Trustee Meeting quorum requires 65% of the Pastor Team and 51% of the Deacon Team.
- b. The Lead Pastor shall serve as the Chairman of the Trustees and shall preside as moderator at the meeting in accordance with the Policy and Procedure Handbook. The terms “Lead Pastor” and “Chairman” are used interchangeably in these bylaws.
- c. In the absence of the Chairman, the Vice-Chairman of the Pastor Team shall preside (cf. 4.02c).
- d. The Lead Pastor shall act as the “duly authorized representative” of the Trustees in all matters in which the Trustees has not formally designated some other person for that specific purpose.
- e. A one-week notice must be given in writing (e.g., acknowledged email) for a Trustee Meeting to be held. Trustees may attend via private, secure, interactive live stream.
- f. Matters brought to a vote must receive a majority vote to pass and shall be recorded as Trustee Meeting Minutes and kept in the executive office.

5.03 Staff

- a. The Trustees shall create, and fill staff positions as needed.
- b. Job descriptions of staff positions and the guiding policies and procedures for those jobs shall be prescribed in the church’s Policy and Procedures Handbook. Staff employment and compensation details are to be listed in the church’s Employee Handbook.

5.04 Lead Pastor Vacancy

- a. Upon the vacancy of the position of Lead Pastor, the responsibilities of the day-to-day operations and ministries of the church shall be assumed by the current Vice-Chairman of the Pastor Team, with the normal help of the Trustees and staff. The Vice-Chairman of the Pastor Team shall serve as the Chairman of the Trustees.
- b. If there are no other pastors in the church, the deacons shall elect one deacon as the Chairman of the Trustees to serve in that position until the Lead Pastor position is filled.

- c. To find a new Lead Pastor, the Chairman of the Trustees shall, as soon as possible, organize a Special-Called Members Meeting to elect a Pastor Search Committee (PSC). The PSC shall be elected by the voting members of the church. The committee shall be composed of seven active members in good standing who are committed to the Church Covenant. They shall be selected as follows:
 - (1) The Chairman of Trustees shall request and receive recommendations from the active membership for the seven positions on the PSC.
 - (2) Beginning with, but not limited to the recommendations received, the Chairman of the Trustees shall compile and recommend to the church a list of ten nominees who represent a cross-section of the adult male and female church membership. This list of nominees shall be shared with the members at least one week prior to the Special-Called Members Meeting at which the Pastor Search Committee is scheduled to be elected.
 - (3) The following week the nominees will be presented to the voting members for selection at Special-Called Members Meeting. Each voting member present shall vote by ballot for as many as eight persons. The seven persons receiving the highest number of votes on the ballots shall be considered elected to fill the seven positions, and they shall comprise the PSC.
 - (4) The PSC shall elect a Chairman, Vice-Chairman and Secretary from among its members.
 - (5) The PSC shall submit to the Trustees for approval requests for expenses as needed in their search for a Lead Pastor. The amount requested shall not exceed the amount budgeted for one month's salary of the previous or existing pastor at any given time.
 - (6) The PSC will work with the Trustees in determining a compensation package, transitional expenses, and benefits for a new pastor. This information shall be kept confidential.
 - (7) Only one candidate at a time shall be brought before the membership for its consideration; that candidate must be recommended by a super-majority agreement (5 of the 7 members) of the PSC; such recommendation from the PSC will constitute a nomination.
 - (8) Only a male candidate that meets the qualifications found in 1 Timothy 3:1-7 and Titus 1:5-16, along with having earned a degree in theology from an accredited seminary and have pastoral experience, shall be considered as Lead Pastor of Huntington Beach Church.
 - (9) The election of a Lead pastor shall be by ballot and must be approved by an 80% affirmative vote by those active members present and voting being necessary for a choice.

Section Six: Church Governance

6.01 Congregational Governance

- a. The active members of the church have the final say in all matters in the church through their participation in Members Meetings (cf. 6.02 and 6.03), their election and termination of the Lead Pastor, and ordination of deacons. Through their votes at Members Meetings, the members give authority to church officers to carry out the will of the congregation as led by the Holy Spirit and Scripture.

6.02 The Annual Members Meeting

- a. "The Annual Members Meeting" shall be held in February of each year unless the Trustees choose another date or time. The members shall be notified of the date, time, and location of the meeting in writing to active members and orally by announcement of the matter to the congregation at two Sunday morning worship services for a minimum of two Sundays in a row.
- b. At the meeting, the following business will be conducted: (1) the annual budget will be presented and voted upon for approval, and (2) other proper business which may need to be transacted (cf. 2:04c).

6.03 Special-called Members Meeting

- a. A Special-called Members Meeting may be called by the Pastors Team, the Trustees, or by the written petition of at least sixty percent (60%) of the active members of the church.
- b. If a pastor search committee is organized by the Trustees, the chairman of the pastor search committee can call a Special-called Members Meeting for the purpose of considering the selection of a full-time pastor.

Section Seven: Records, Reports and Finances

7.01 Records and Reports

- a. The church shall keep the following:
 - (1) Adequate and correct books and records of account;
 - (2) Written minutes of the decisions made at Pastor Team meetings, Trustee meetings, Members Meetings, and Special-called Members Meetings;
 - (3) A physical and digital copy of its membership role giving their names, addresses, and the status of membership held by each. Notwithstanding anything in Section 9511 of the California Corporations Code to the contrary, the membership records shall not be made public or given to any person or entity outside the ministry without a written request that is approved by the Trustees in its sole discretion.

7.02 Maintenance and Inspection of Articles and Bylaws

- a. The church shall keep at its principal executive office the original or a copy of the Articles of Incorporation and the Constitution and Bylaws, as amended to date, which shall be open to inspection of active members, including any active Trustee, at all reasonable times by appointment.

7.03 Inspection by Trustee Members

- a. The Trustees shall have the rights at any reasonable time to inspect the church's books, records, documents of every kind, physical properties, and the records of each of its subsidiaries. Notwithstanding anything in Section 9512 of the

California Corporations Code to the contrary, no member shall have any right to inspect the accounting books and records, including Pastor meetings, Trustee meetings, and Members Meeting minutes of this church, without a written request that is approved by the Trustees in its sole discretion. Further, the church shall keep all payroll information and personnel files confidential.

7.04 Financial Support

- a. Financial support for the church is to be provided through tithes and freewill offerings. The church shall operate under a unified budget prepared under the direction of the Trustees and approved by the membership.

7.05 Receipts

- a. Receipts from all sources shall be kept in such accounts as the church may care to designate.

7.06 Deposits

- a. All funds of the church not otherwise employed shall be deposited on a regular basis to the credit of the church in such banks, trust companies or other depositories as selected by the Trustees.

7.07 Confidential Contribution Information

- a. All information concerning an individual's contributions/donations is confidential information and shall not be made available to anyone other than the church administration and the Trustees as needed.

7.08 Right to Refuse

- a. H. B. Church has the right to refuse any non-cash donations of real estate or other tangible items.
- b. Persons who wish to donate real estate must have it appraised at their own expense and submitted in writing to the Trustees for consideration of acceptance.
- c. Persons who wish to donate tangible items must have them appraised with all known specific details identified about the item and submitted in writing to the Trustees, along with a letter of request to donate the said tangible item for an undisclosed value, for consideration of acceptance.
- d. The Trustees shall acknowledge the acceptance or the decline of all non-cash donations by letter to the donor.
- e. All accepted non-cash donations are irrevocable and the sole property of H. B. Church who retains the sole right to use and or dispense of said non-cash donations at their pleasure. If a non-cash donation is sold for less than the

determined value within one year of receiving said donation, the Trustees shall notify the donor in writing.

Section Eight: General Corporate Matters

8.01 Construction and Definitions

- a. These bylaws shall be reviewed periodically for the purpose of determining the necessity or appropriateness of the amendments herein. Such review shall be pursuant to an ad hoc team appointed by the Chairman of the Trustees.
- b. Any amendments to these bylaws will be presented at a Special-called Members Meeting and voted on by 80% of the active members present.
- c. Amendments to the bylaws shall take effect immediately upon approval unless provided otherwise at the time the church body votes on the amendment.

8.02 Handbooks

- a. The church will maintain handbooks (e. g. Policy and Procedure, Employment, Meeting Procedures, Recovery Center Ministry, Preschool Ministry, Church Planting Handbook) that provide guidelines, policies and procedures prescribing how the ministries, meetings, and events will be conducted at H. B. Church.
- b. Additions, revisions, or deletions to these handbooks will be made under the oversight of the Lead Pastor and approved by the Trustees.
- c. The handbooks shall be updated as often as needed by the Pastor Team.