

Model Church Bylaws

Annotated for a church committee doing its own revision

This is one document: bylaws, not a constitution plus bylaws. If your church is incorporated, it also has **Articles of Incorporation** on file with the Alabama Secretary of State. Those Articles continue to exist, and they outrank your bylaws. They are not folded into this document and cannot be. What our state convention advises is narrower: do not keep a separate *constitution* in addition to the Articles, because a constitution duplicates them. So your church has two governing instruments, not three: the Articles of Incorporation, which are filed with the state, and these Bylaws, which govern the church's internal life and sit under the Articles.

Every article appears twice. First the bylaw text your church can adopt, with blanks for your own name, dates, numbers, and thresholds. Then a Note in a shaded box explaining why the language reads the way it does and what your alternatives are. **The shaded boxes are not part of your bylaws.** They are commentary. Do not adopt them, and do not print them into your final document.

DISCLAIMER

This model is provided by the Chilton Baptist Association as a starting point for your church's own work. It is general educational material. It is not legal advice, and it is not a substitute for legal counsel. Every Baptist church is autonomous. Your church alone is responsible for its governing documents and for whatever it adopts.

REVIEW BEFORE YOU ADOPT (A STEP, NOT FINE PRINT)

1. Send the draft to the **Alabama Baptist State Board of Missions** for review. They keep staff who work with churches on governing documents and incorporation, and that review is available to Alabama Baptist churches.
2. Have **your own attorney** review anything that touches incorporation, property, employment, or liability.
3. Call the **CBA office** and we will help make the connection.

HOW TO USE THIS DOCUMENT

- Work one article at a time. Read the bylaw text, then read the Note, then decide.
- Fill the blanks in pencil first. Numbers and thresholds are the part a church argues about.
- Where we give **Option A** and **Option B**, both are workable. We are not recommending one. Pick the one that describes your church.
- If a line is operational detail (who has a key, how the van gets reserved), move it to your policy manual. Document 2 shows you how.
- Fewer pages is better. The less you put in your bylaws, the less you can accidentally violate.

A note on words we cannot avoid. A few legal terms have to stay. Here is what they mean:

Quorum is the smallest number of members who must be present for a vote to count.

Indemnify means the church agrees to cover a volunteer's or officer's costs if they are sued for doing church work honestly.

Fiscal year is the twelve months your budget and financial reports cover.

Autonomous means no denomination, convention, or association can tell your church what to do.

Dissolution is what happens to the property if the church ceases to exist.

BYLAWS OF _____ BAPTIST CHURCH

Adopted _____ Superseding bylaws adopted _____

ARTICLE I · NAME, LOCATION AND CORPORATE STATUS

1.1 **Name.** This body shall be known as _____ Baptist Church, of _____, Alabama (the "Church").

1.2 **Principal office.** The principal office of the Church is located at _____, Chilton County, Alabama.

1.3 **Corporate status.** The Church is a nonprofit corporation organized under the laws of the State of Alabama and operated exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. No part of its net earnings shall inure to the benefit of any private individual, except that the Church may pay reasonable compensation for services rendered.

1.4 **Registered agent.** The Church shall keep a registered agent and registered office on file with the Alabama Secretary of State, and shall update that filing whenever the agent changes. The _____ is responsible for confirming this filing annually.

1.5 **Fiscal year.** The fiscal year of the Church begins _____ and ends _____.

1.6 **Governing document.** These Bylaws are the governing document of the Church for its internal government, subject to the Church's Articles of Incorporation. Where these Bylaws conflict with any earlier constitution, bylaws, resolution, or policy of the Church, these Bylaws control. Where these Bylaws conflict with the Articles of Incorporation, the Articles control.

NOTE

Section 1.6 is the reason this is one document. Many of our churches have a constitution from the 1950s, bylaws from the 1980s, and Articles of Incorporation nobody can find. When those three disagree, the church has no way to say which one governs. This sentence settles it, and it settles it in the right order.

Note the order carefully. If the Articles of Incorporation and these Bylaws conflict, the Articles control. Bylaws do not override a state filing, and the newer document does not win simply because it is newer. Read both together. Pull your Articles out of the file cabinet, put them beside this draft, and check that the corporate name, the stated purpose, and the dissolution language agree. A church that never compares them usually finds out years later, when it tries to sell property and a title attorney reads both.

Section 1.4 fails quietly in a lot of churches. The registered agent is often a deacon who moved away or a pastor who left in 2009. When the state cannot reach you, notices go unanswered, and a corporation can be administratively dissolved. Name an office, not a person, in the blank: "Church Clerk" or "Treasurer."

If your church is not incorporated, or was incorporated before 1984, do not fill in 1.3 yet. See the FAQ in the Process Guide, then call the CBA office. Alabama's nonprofit law was substantially revised and some older church corporations need to re-incorporate under current law.

ARTICLE II · PURPOSE AND MISSION

2.1 Purpose. The purpose of the Church is to glorify God by worshiping Him, by proclaiming the gospel of Jesus Christ, by making and maturing disciples through the teaching of Scripture, by observing the ordinances He commanded, by practicing loving care and discipline among its members, and by sending and supporting the work of the gospel at home and abroad.

2.2 Mission statement. The Church may adopt, and from time to time revise, a mission statement and ministry plan by majority vote in a regular business meeting. Such a statement is not part of these Bylaws.

NOTE

Two different things get confused here. Section 2.1 is a purpose clause. The IRS and the State of Alabama want to see it, it almost never changes, and it belongs in bylaws.

A mission statement is different. It is the current pastor's and congregation's language for this season, and a new one usually arrives with a new pastor. If you write it into your bylaws, you will need a bylaw amendment to change a banner in the foyer. Section 2.2 keeps it out on purpose.

ARTICLE III · STATEMENT OF FAITH

3.1 **Doctrinal standard.** The Church affirms *The Baptist Faith and Message* (_____ edition) as adopted by the Southern Baptist Convention as a general statement of the faith held by this Church, and holds the Bible, consisting of the Old and New Testaments, to be the inspired, inerrant Word of God and the sole final authority for faith and practice.

3.2 **Authority of Scripture.** No statement of faith is equal to Scripture. Where any statement adopted by the Church is found to conflict with Scripture, Scripture governs.

3.3 **Application.** This Statement of Faith is the doctrinal standard for membership, for all officers, staff, teachers, and volunteer leaders, and for the use of Church facilities. It is also the standard by which the Church resolves questions of doctrine.

3.4 **Amendment.** This Article may be amended only by the process in Article XXI.

NOTE

Name the edition. Write 1925, 1963, or 2000 in the blank. Churches that write only "The Baptist Faith and Message" have not actually said what they believe, because the editions differ. Most of our churches use 2000.

Reference or reprint? Referencing the BFM by name and edition keeps your bylaws short, which is the goal. Some churches print the full text as an appendix so a member never has to go looking, and so the document the church adopted is fixed in place. Either is fine. If you reprint it, put it in an appendix, not in Article III, so it does not swallow the document.

Section 3.3 does real work. A statement of faith that is not tied to membership, leadership, and facility use is decoration. Courts generally defer to a church's own stated doctrine when the church has actually applied it to those decisions.

ARTICLE IV · CHURCH COVENANT (OPTIONAL)

4.1 **Covenant.** The Church adopts the Church Covenant printed at _____ as its statement of mutual promises among members.

4.2 **Use.** The Covenant shall be presented to every candidate for membership and shall be read publicly at least _____ time(s) each year, ordinarily in connection with the Lord's Supper.

NOTE

This article is optional, and skipping it is not a failure. If your church has a covenant hanging on the wall and reads it at the Lord's Supper, keep it and reference it here. If your church does not use one, deleting this article is cleaner than adopting a covenant nobody intends to practice.

If you keep it, understand what it does: a covenant states what members promise each other, which is the pastoral foundation for Article VIII. Church discipline is much harder to explain to a member who was never shown the promises they made.

ARTICLE V · CHURCH GOVERNMENT AND AUTONOMY

5.1 **Headship.** Jesus Christ is the Head of the Church.

5.2 **Congregational government.** The government of the Church is vested in its membership. Final authority in all matters of Church business rests with the members in a duly called business meeting, subject to these Bylaws.

5.3 **Autonomy.** The Church is autonomous and self-governing. No person, church, association, convention, or other body may direct its affairs, control its property, or impose officers or doctrine upon it.

5.4 **Members as the corporate body.** The members of the Church are the members of the corporation. The Church has no separate board of directors; where Alabama law requires a board of directors or trustees, the _____ shall serve in that capacity.

5.5 **Rules of order.** Business meetings shall be conducted in an orderly manner consistent with these Bylaws. Where these Bylaws are silent, *Robert's Rules of Order Newly Revised* shall be a guide, not a binding authority.

NOTE

Section 5.4 answers a question that comes up with banks, insurers, and the state: "who is your board?" A Baptist church usually answers "the congregation," and that answer confuses people who work with corporations. Name the group that signs and files on the church's behalf (deacons, trustees, or elders) so you are not improvising at a closing table.

Section 5.5 says *guide, not binding authority* on purpose. Churches that adopt Robert's Rules outright can have a vote challenged over a procedural technicality that no one in the room understood. Keeping it advisory preserves order without handing a dispute a weapon.

Section 5.3 is worth reading aloud to your committee. It is the reason this document is a model and not a mandate. The Association and the State Board can help you. Neither can tell you what to adopt.

ARTICLE VI · DENOMINATIONAL COOPERATION

6.1 **Affiliation.** The Church voluntarily cooperates with the Chilton Baptist Association, the Alabama Baptist State Convention, and the Southern Baptist Convention.

6.2 **Nature of cooperation.** Such cooperation is voluntary and does not diminish the autonomy stated in Article V. The Church may begin, continue, or end any affiliation by majority vote in a regular business meeting.

6.3 **Messengers.** The Church may elect messengers to the annual meetings of the bodies named above. Messengers represent the Church; they do not bind it.

6.4 **Support.** The Church expresses its cooperation through the Cooperative Program and through gifts to associational and state missions as approved in its annual budget.

NOTE

Keep percentages out of this article. A church that writes "the Church shall give ten percent to the Cooperative Program" into its bylaws has to amend its bylaws in a hard budget year. Section 6.4 puts the number in the annual budget, where it belongs.

Section 6.3 protects both sides. A messenger who votes at a convention has not committed your church to anything, and your church has not surrendered anything by sending one.

ARTICLE VII · MEMBERSHIP

7.1 **Qualification.** Membership is open to any person who professes faith in Jesus Christ as Lord and Savior, who has been baptized by immersion following that profession, who affirms the Statement of Faith in Article III, and who is received by the Church as provided below.

7.2 **Reception of members.** Candidates may be received (a) by profession of faith and baptism, (b) by transfer of letter from another church of like faith and order, or (c) by statement of prior conversion and baptism where a letter cannot be obtained. Candidates shall be presented to the Church and received by vote of the members present at any regular worship service or business meeting.

7.3 **New member orientation.** Candidates shall be asked to complete an orientation covering the Statement of Faith, the Church Covenant (if adopted), these Bylaws, and the expectations of membership before, or within _____ days after, being received.

7.4 **Responsibilities of members.** Members are expected to attend the services of the Church, to live consistently with Scripture, to support the Church financially, to serve in its ministries, and to submit to the loving discipline of the Church.

7.5 Voting rights. Every member in good standing who has reached the age of _____ years is entitled to one vote. There is no voting by proxy and no absentee voting, except as expressly provided in Article XV.

7.6 Good standing. A member is in good standing unless the member is under discipline under Article VIII or has been moved to inactive status under 7.7.

7.7 Inactive status. A member who has not attended and has not contributed for _____ consecutive months, and who cannot be reached after reasonable effort by the pastor or deacons, may be moved to an inactive roll by vote of the Church. An inactive member may not vote or hold office, and may be restored to active membership on request and renewed participation.

7.8 Termination of membership. Membership ends by death, by transfer of letter to another church, by written resignation, by joining another church, or by exclusion under Article VIII.

7.9 No property interest. No member has any individual right, title, or interest in the property of the Church, and no former member has any claim on the Church's property or funds.

NOTE

This is the article that decides who controls your church, so the numbers in it matter more than anything else in the document.

7.5, voting age. Common choices and what each does:

No age stated (any baptized member votes). Most traditional. In practice it means a twelve-year-old may vote on calling a pastor. Some churches are at peace with that; others discover it during a contested vote.

Age 16. Includes active teenagers, excludes children.

Age 18. Matches legal adulthood and matches how banks and courts think about your corporation. Most common in our newer documents.

7.7, inactive status. Twelve months is the common figure; some churches use twenty-four. This is not a device for removing people you disagree with. Its real purpose is an honest roll. A church with 300 names and 70 in attendance cannot compute a meaningful quorum or a meaningful majority, and in a crisis the absent 230 can be recruited to decide the church's future. Note that inactive status requires a vote of the church, not a decision by the office. Keep the record of the effort to make contact.

7.3, orientation. Thirty to ninety days is typical. Do not make orientation a condition of membership unless you are truly prepared to turn someone away over a missed class.

7.9 looks cold and is one of the most protective sentences in the document. It is what keeps a departing group from claiming a share of the building.

ARTICLE VIII · CHURCH DISCIPLINE

8.1 **Purpose.** The purpose of discipline is redemptive: the restoration of the member, the purity of the Church, the warning of others, and the honor of Christ. It is never punitive and never a means of settling personal disputes.

8.2 **Process.** The Church shall follow the pattern of Matthew 18:15–17: (a) private appeal by the offended or concerned party; (b) if unresolved, appeal in the presence of one or two others; (c) if still unresolved, referral to the pastor and deacons, who shall seek resolution privately; (d) only if all of the above fail, presentation to the Church in a business meeting.

8.3 **Action by the Church.** On presentation under 8.2(d), the Church may by _____ vote of members present admonish the member, suspend the member from office or service, or exclude the member from membership.

8.4 **Notice to the member.** The member shall be given written notice of the matter and of the meeting at least _____ days in advance, and shall be given opportunity to be heard before any vote.

8.5 **Confidentiality.** Matters of discipline shall be handled with the least publicity consistent with the purpose in 8.1. Communications shall be limited to members of the Church and to those with a need to know.

8.6 **Restoration.** An excluded person may be restored to membership upon evidence of repentance, by the same vote required for reception of members.

8.7 **Resignation during process.** A member's resignation does not end a matter already presented under 8.2(c) or (d); the Church may complete its action and record the outcome.

8.8 **Reporting obligations.** Nothing in this Article limits any obligation of a minister, staff member, or volunteer to report suspected abuse or neglect of a child or vulnerable adult to civil authorities as required by Alabama law. Such reports shall be made promptly and are not subject to 8.5.

NOTE

Churches are sued over discipline more often than over doctrine, and almost always for the same reason: the church did not follow its own written process. Sections 8.2 and 8.4 exist so that you can show, in order, what you did.

8.3, threshold. "Majority of members present" is the common Baptist practice. Some churches use two-thirds because exclusion is serious and a bare majority in a thin meeting is uncomfortable. Either works. Pick the one you would be willing to defend to the excluded member's family.

8.4, notice. Ten to fourteen days is typical. Do not go below the notice you require for a business meeting.

8.7 is the clause most churches are missing. Without it, a member under discipline resigns by text message on Saturday night and the church has no record of why. With it, you are not chasing someone; you are simply finishing the record.

8.8 is not optional and should not be edited. Under Alabama law, ministers are among those required to report suspected child abuse. Confidentiality in a church process never overrides that duty. See the FAQ in the Process Guide.

ARTICLE IX · ORDINANCES

9.1 **Two ordinances.** The Church recognizes two ordinances given by Christ: baptism and the Lord's Supper. Neither conveys saving grace.

9.2 **Baptism.** Baptism is the immersion in water of a believer in Jesus Christ, administered by the authority of the Church, as a public profession of faith. It is prerequisite to membership and to participation in the Lord's Supper.

9.3 **The Lord's Supper.** The Lord's Supper shall be observed _____, administered under the direction of the pastor and deacons.

9.4 **Administration.** The ordinances are administered by the pastor or, in the pastor's absence or at the pastor's request, by another person authorized by the Church.

NOTE

Fill 9.3 with your actual practice: "quarterly," "monthly," or "at least quarterly." Writing "monthly" and then observing it quarterly is a small thing, but it is a place where your church is not following its own bylaws, and that habit is the real risk this whole project addresses.

Communion practice (close, closed, or open) is a genuine difference among our churches. This model is silent so that it does not decide for you. If your church has a settled conviction, add one sentence to 9.3. If it does not, silence is better than a rule you will not keep.

ARTICLE X · PASTORAL LEADERSHIP

10.1 **Office.** The pastor is the spiritual leader of the Church, responsible for preaching and teaching the Word, administering the ordinances, shepherding the members, and leading the Church in its mission.

10.2 **Qualifications.** The pastor shall meet the qualifications of 1 Timothy 3:1–7 and Titus 1:5–9, shall affirm the Statement of Faith in Article III, and shall be a member of the Church upon call.

10.3 **Pastor search committee.** When the office is vacant, the Church shall elect a pastor search committee of _____ members, nominated _____ and elected by the Church. The committee shall seek candidates, may consult the Chilton Baptist Association and the Alabama Baptist State Board of Missions, and shall present one candidate at a time.

10.4 **Call.** A pastor is called by _____ vote by secret ballot of members present and voting at a business meeting called for that purpose, with at least _____ days' public notice. The call shall state salary, benefits, vacation, and other terms in writing.

10.5 **Tenure.** The pastor is called for an indefinite term and serves until resignation, death, or termination under 10.7.

10.6 **Resignation.** The pastor shall give at least _____ days' notice of resignation unless the Church agrees to a shorter period.

10.7 **Termination.** The Church may terminate the pastoral relationship by _____ vote by secret ballot of members present and voting at a business meeting called for that purpose. Such a meeting may be called only (a) by the deacons, or (b) on the written request of at least _____ members in good standing, using the form in Appendix A. Public notice of the meeting and its purpose shall be given at _____ regular worship services before the meeting. The pastor shall be notified in writing at the same time and shall be given opportunity to be heard.

10.8 **Severance.** Upon termination without cause, the Church shall provide _____ of salary and housing as severance, and continue insurance for the same period where permitted by the carrier. No severance is owed where termination is for moral or criminal cause, or for teaching contrary to Article III.

10.9 **Other ministers.** The Church may call associate or assistant ministers on recommendation of the pastor and by majority vote. Such ministers serve under the supervision of the pastor and may be terminated as provided in Article XIII.

NOTE

Write this article while your church is at peace with its pastor. It will be read for the first time on the worst week in the church's life, and it cannot be amended in that week.

10.4 and 10.7, thresholds. What each choice does in practice:

Simple majority. Easiest to call and easiest to remove. A pastor can arrive with 51 percent of a thin meeting behind him and be gone the same way.

Two-thirds. The most common choice in our churches. Enough to show real support, not so high that a small determined group can block the church.

Three-fourths. Strong protection for a pastor and strong assurance at a call. The cost is that a genuinely broken relationship can persist because a quarter of the church will not vote to end it. Many churches set the *same* threshold for call and termination. That symmetry is easy to explain and hard to argue with. Some intentionally set termination higher than the call. Both are defensible; decide it deliberately rather than by accident.

10.7, who can call the meeting. A percentage (10 or 20 percent of members in good standing) scales better than a fixed number as your roll changes. The point of requiring a written request is not to make it hard; it is to keep a termination vote from being sprung on the congregation from the floor of a Wednesday meeting.

Secret ballot. Recommended for both call and termination. A hand vote on a pastor's future asks members to declare themselves in front of their neighbors, and it makes reconciliation harder afterward.

10.8, severance. Most of our churches use one to three months. Naming the figure in advance is a kindness that costs nothing in a good year and settles an argument in a bad one. The exception for moral or criminal cause matters; have your attorney read this section.

Compensation figures themselves do not belong in bylaws. They go in the annual budget and in the written call letter.

ARTICLE X-A · TERMINATION OF THE PASTORAL RELATIONSHIP

The expanded form of Article X, section 10.7. A church may adopt either the short 10.7 or this article in its place. If this article is adopted, delete 10.7 and 10.8 and renumber.

10A.1 Purpose of this Article. The Church desires that its relationship with its pastor be long and peaceful. This Article exists so that if the relationship must end, it ends in an orderly, honest, and merciful way, by a process the Church agreed to in advance and can follow without improvising.

10A.2 Two kinds of termination. The pastoral relationship may end **without cause**, meaning the Church concludes the relationship is no longer fruitful, or **for cause**, meaning conduct described in 10A.8. The process differs, and the Church shall state which it is acting under.

10A.3 **First, a private attempt.** Before any meeting is called, the concerns shall be brought to the pastor personally, and then to the deacons, as provided in Article VIII, section 8.2. The deacons shall meet with the pastor and shall seek resolution. The deacons shall offer to involve the Chilton Baptist Association or the Alabama Baptist State Board of Missions as a neutral party. The deacons shall record the date of each step.

10A.4 **Witnesses to an accusation.** An accusation of personal wrongdoing against the pastor shall not be received or acted upon by the Church on the word of one person alone. Following 1 Timothy 5:19, the deacons shall not bring such a matter to the Church unless it is supported by two or more witnesses or by other substantial evidence. This requirement exists so that a single aggrieved person cannot place the pastor on trial, and so that the Church does not act on rumor.

Limit of this section. This section governs only how the Church handles an internal accusation. **It never delays, conditions, or excuses a report required by law.** A single credible allegation of abuse or neglect of a child or vulnerable adult shall be reported to civil authorities immediately under Article VIII, section 8.8, whether or not a second witness exists, and the deacons may suspend the pastor under 10A.9 on that allegation alone. No person may invoke this section to withhold, delay, or discourage such a report.

10A.5 **Who may call the meeting.** A special business meeting to consider the pastoral relationship may be called only (a) by the deacons, or (b) on the written request of at least _____ of the members in good standing, using the form in Appendix A. The request shall state that 10A.3 and 10A.4 have been satisfied. No such meeting may be called from the floor of any meeting.

10A.6 **Notice.** Notice of the meeting, stating its purpose, shall be given at _____ regular worship services before the meeting and posted at the Church. The pastor shall be notified in writing at the same time the congregation is notified, and never later. No business other than the stated purpose may be transacted at the meeting.

10A.7 **The meeting.** The chairman of deacons shall moderate; the pastor shall not moderate a meeting concerning the pastor's own relationship to the Church. The pastor shall be given opportunity to be heard, and may be accompanied by one person of the pastor's choosing. The moderator shall limit discussion to the question before the Church, shall not permit accusations against persons not present, and shall close discussion with prayer before the ballot.

10A.8 **The vote.** Termination requires _____ of the members present and voting, **by secret ballot.** Ballots shall be counted by _____, none of whom signed a request under 10A.5. The count, not only the outcome, shall be announced and recorded in the minutes. If the vote fails, no further meeting on the same question may be called for _____ months.

10A.9 **For cause, and immediate suspension.** Cause means moral failure, criminal conduct, abuse or neglect of a child or vulnerable adult, dishonesty involving Church funds, or persistent teaching contrary to Article III. Where a credible allegation of such conduct is made, the deacons may immediately suspend the pastor from duties, with pay, pending the Church's action, and shall call a meeting under this Article within _____ days. Suspension is not a finding. Nothing in this Article delays any report required by law under Article VIII, section 8.8.

10A.10 **Severance and transition.** On termination without cause, the Church shall provide _____ of salary and housing, continue insurance for the same period where the carrier permits, and allow _____ days' use of any Church-owned residence. No severance is owed on termination for cause under 10A.9. Severance is not conditioned on the pastor's silence, and the Church shall not require any agreement that would prevent the pastor from reporting conduct to civil authorities.

10A.11 **Effective date and duties.** Termination is effective _____ unless the Church states otherwise. The pastor's access to Church accounts, records, keys, and the pulpit ends on the effective date. The Church shall return personal property promptly, and shall provide the pastor a written statement of dates of service on request.

10A.12 **What the Church says afterward.** The Church shall speak of the matter in one voice: a written statement approved at the meeting, stating that the relationship has ended, its effective date, and nothing more. Details of any allegation shall not be read from the pulpit, printed in the minutes beyond the action taken, or published online. Members shall be asked to direct questions to the chairman of deacons.

10A.13 **Care for both.** The deacons shall see that the pastor and the pastor's family are treated with dignity through and after the process, and shall arrange pastoral care for the congregation. The Church shall notify the Chilton Baptist Association and request assistance with the interim.

10A.14 **Records.** The written request, the notices, the approved statement, and the ballot count shall be kept permanently with the minutes. The ballots themselves shall be destroyed after the count is recorded.

10A.15 **Resignation.** Nothing in this Article prevents the pastor from resigning at any point. A resignation ends the process, and the Church may still provide severance under 10A.10 if it chooses.

NOTE

This is the article your committee will most want to skip, and the one the church will most need. It will be read for the first time on the worst week in the church's life, by people who are not thinking clearly, and it cannot be amended that week. Write it now, in a year when you are fond of your pastor, and you will never regret it.

Say plainly why you are writing it. Tell the congregation, and tell the pastor, that this article is not about him. A church that drafts it while the pastor is in the room, and asks for his help, has done something healthy. A church that drafts it quietly has started a rumor.

10A.8, the threshold. What each choice does in practice:

Simple majority. A pastor can be gone on 51 percent of a thin meeting. Easy to use, and it makes the pulpit unstable.

Two-thirds. The most common choice in our churches. Enough to show the relationship is genuinely over, not so high that a determined minority can hold the church.

Three-fourths. Strong protection for the pastor. The cost is that a broken relationship can persist because a quarter of the church will not vote to end it, and those years are hard on everyone.

Whatever you choose, consider setting the same threshold for the call (Article X, section 10.4). Symmetry is easy to explain and hard to argue with.

10A.4 is the two-witness rule, from 1 Timothy 5:19. It is a procedural protection, not a proof text: a church should not put its pastor on trial on the word of one person, and most of what reaches the deacons as an accusation turns out to be one person's account of a conversation. Requiring two witnesses or other substantial evidence before the matter goes to the congregation protects the pastor and keeps the church from acting on rumor.

Read the second paragraph of 10A.4 aloud to your committee, and do not remove it. This verse has been misused to suppress abuse allegations, and a document that cites it without that limit is worse than one that leaves the verse out. One credible allegation of abuse or neglect of a child or vulnerable adult is reported to civil authorities immediately, with no second witness required, and the deacons may still suspend under 10A.9. The two-witness rule is about how the church handles an internal accusation. It has nothing to say about the law.

10A.3 is the clause that saves churches. Most pastoral terminations that split a church did not begin with a serious offense. They began with a frustration that was never said to the pastor's face, and then hardened into a faction. Requiring the private attempt, and offering a neutral party, ends a meaningful share of these before a meeting is ever called. Do not remove it to save time.

10A.6, "and never later," is deliberate. A pastor who learns from a church member that a meeting has been called about him will not be reconciled to that church, whatever the vote is.

10A.8, the cooling-off period. Six to twelve months is typical. Without it, a group that loses 45 to 55 simply calls the meeting again next month, and the church is in a permanent campaign. This clause protects the congregation more than the pastor.

10A.9, suspension with pay, is the most useful sentence here for a serious allegation. It lets the church act immediately to protect people without pronouncing guilt, and it buys the days needed for authorities and counsel to do their work. Have your attorney read 10A.9 and 10A.10 together.

10A.10, severance. One to three months is the common range among our churches. Naming it in advance costs nothing in a good year and settles an argument in a bad one. Note two protections written into the section: severance is not payment for silence, and no agreement may bar a report to authorities. An attorney should draft any actual separation agreement.

10A.12 is what most documents lack. The damage in these situations is usually done in the two weeks after the vote, in parking lots and on social media. One approved written statement, one person to ask, and no details, is the difference between a church that grieves and a church that divides.

ARTICLE XI · DEACONS

TWO OPTIONS, PRESENTED WITHOUT RECOMMENDATION

Adopt **Option A** or **Option B**, not both. Option A is a deacon body serving a congregation led by one pastor. Option B is a plurality of elders with deacons serving the physical and benevolent needs of the church. A church should not change its polity because of the shape of a form. If your church is not asking this question, adopt Option A and move on.

OPTION A · DEACONS SERVING UNDER A SINGLE PASTOR

11.1 Office. Deacons are servants of the Church, chosen to care for its members, to assist the pastor, to lead in benevolence, and to promote the unity and peace of the Church. Deacons do not constitute a board of directors and do not govern the Church.

11.2 Qualifications. Deacons shall meet the qualifications of Acts 6:1–7 and 1 Timothy 3:8–13, shall be members of the Church for at least _____ months, and shall affirm the Statement of Faith.

11.3 Number and election. The Church shall have _____ deacons, elected by majority vote at the _____ business meeting from nominations made by _____.

11.4 Term and rotation. Deacons serve terms of _____ years, with terms staggered so that approximately one-third expire each year. A deacon who has served a full term shall be ineligible for re-election for _____ year(s).

11.5 Organization. The deacons shall elect a chairman, vice-chairman, and secretary annually, shall meet at least _____, and shall keep minutes of their meetings.

11.6 Duties. The deacons shall assist the pastor in shepherding, visit the sick and homebound, administer the benevolence fund within the limits set by Church policy, assist in the ordinances, serve during a pastoral vacancy as provided in 11.7, and bring matters requiring congregational action to the Church.

11.7 Vacancy in the pastorate. During a pastoral vacancy the chairman of deacons shall serve as moderator of business meetings, and the deacons shall arrange pulpit supply and continue the ministries of the Church, without power to hire or terminate staff except as authorized by the Church.

11.8 Removal. A deacon may be removed from office by majority vote of the Church for failure to meet the qualifications of 11.2 or for failure to serve.

NOTE ON OPTION A

The last sentence of 11.1 is the most consequential line in the article. Many older documents call the deacons a "board," and over time a board begins to decide instead of serve. If your congregation holds final authority under Article V, say here that the deacons do not govern.

11.3, number. Fix a number only if your church can reliably fill it. A church of 60 that requires twelve deacons will either elect unqualified men or run short and be technically out of compliance with its own bylaws. "Not fewer than three, and one additional for each ___ resident members" is a common scaling alternative.

11.4, rotation. Three-year staggered terms with a one-year break is the most common pattern, and it accomplishes two things: it brings new people into service, and it gives a church a graceful way to move on from a deacon who is not serving well, without a confrontation. Lifetime service is the alternative, and honest churches will admit it is very difficult to reverse.

Section 11.7 is frequently missing and always needed. Every one of our churches will have a vacancy eventually. This clause is the difference between an orderly interim and an argument about who is in charge.

OPTION B · ELDERS AND DEACONS

For churches that have, or are moving toward, a plurality of elders. If adopted, this Article replaces Option A in full, and Article X is read so that the pastor is one of the elders.

11.1 Two offices. The Church recognizes two offices: elder (also called pastor or overseer) and deacon.

11.2 Elders. The elders shall lead the Church in teaching, shepherding, and oversight. The Church shall have not fewer than _____ elders. Elders shall meet the qualifications of 1 Timothy 3:1–7 and Titus 1:5–9 and shall affirm the Statement of Faith.

11.3 Vocational and non-vocational elders. Elders may be compensated or uncompensated. All elders are equal in office and authority. Compensated elders are also staff for purposes of Article XIII.

11.4 **Election and term.** Elders are nominated by the existing elders, examined publicly, and elected by _____ vote of the Church. Non-vocational elders serve terms of _____ years and may be re-elected.

11.5 **Limits on elder authority.** The elders may not, without a vote of the Church: receive or remove members, call or terminate an elder or pastor, adopt the budget, buy, sell, or encumber real property, or amend these Bylaws.

11.6 **Deacons.** Deacons shall care for the physical, financial, and benevolent needs of the Church and its members, so that the elders may devote themselves to prayer and the ministry of the Word. Deacons shall meet the qualifications of 1 Timothy 3:8–13 and are elected as provided in _____.

11.7 **Removal.** An elder or deacon may be removed by _____ vote of the Church for failure to meet the qualifications of office, for doctrinal error, or for conduct unbecoming the office.

NOTE ON OPTION B

We include this option because some of our churches are already functioning this way and their documents do not say so. We do not include it as a recommendation. A congregation that adopts elder plurality because the form offered it has not made a decision; it has filled out a form.

11.5 is the heart of it. The question dividing churches on this subject is not titles; it is what the congregation still votes on. Listing the reserved matters plainly, in the bylaws, has kept churches out of conflict on both sides of the question. If your church is considering a move in this direction, write 11.5 first and the rest second.

If you adopt Option B, check Article X, Article XII, and Article XV for language that assumes one pastor, and check whether your deed or incorporation papers name deacons or trustees as the church's signing body (Article V, section 5.4).

A change of polity should be taught before it is voted, over months, and the vote should not be close. Consider moving in this direction only when the church is at peace, which is the same rule that governs this whole project.

ARTICLE XII · OTHER OFFICERS

12.1 **Officers.** The Church shall elect annually a Church Clerk, a Treasurer, and _____ Trustees. The Church may elect a Moderator, a Financial Secretary, and such other officers as it finds useful.

12.2 **Church Clerk.** The Clerk shall keep accurate minutes of all business meetings, maintain the membership roll, issue and receive letters of transfer, preserve the Church's records, and provide copies of these Bylaws and adopted policies on request of any member.

12.3 **Treasurer.** The Treasurer shall receive, disburse, and account for all funds of the Church as directed by the adopted budget and by Church action, shall report to the Church at least _____, and shall not be the same person who counts the offering or reconciles the bank statement.

12.4 **Trustees.** Trustees shall hold and convey title to Church property, sign legal instruments, and act as the Church's signing body, only as directed by vote of the Church. Trustees have no authority to buy, sell, mortgage, or encumber property without such a vote.

12.5 **Moderator.** Unless the Church elects a Moderator, the pastor shall moderate business meetings, and the chairman of deacons shall moderate in the pastor's absence or when the pastor's own relationship to the Church is the question before the Church.

12.6 **Qualification and removal.** All officers shall be members in good standing. Any officer may be removed by majority vote of the Church.

NOTE

12.3, the last clause. One person receiving, counting, depositing, recording, and reporting the money is the single most common weakness in a small church, and it is unfair to that person as much as it is a risk to the church. Separating the duties protects a faithful treasurer's reputation. Your insurance carrier will also ask.

12.4. Many churches have no idea whether they have trustees or who they are, until a bank asks for a resolution. If your deed names trustees, keep the office and keep the list current. If your church signs through the deacons, say that here and in 5.4, and be consistent.

12.5 exists for one situation: the meeting is about the pastor. Asking a pastor to moderate the discussion of his own termination is a cruelty and an invitation to a procedural challenge. This one sentence prevents it.

Job duties beyond these belong in the policy manual, where they can be revised without a bylaw amendment.

ARTICLE XIII · STAFF

13.1 **Employment.** The Church may employ such ministerial and support staff as the budget provides. All staff serve at the will of the Church.

13.2 **Ministerial staff.** Ministerial staff positions shall be created and filled by vote of the Church on recommendation of the pastor and _____.

13.3 **Support staff.** Support staff (custodial, clerical, childcare, musicians) may be hired and terminated by the pastor, or by the pastor together with the _____, within the positions and amounts provided in the budget.

13.4 **Supervision.** All staff report to the pastor unless the Church directs otherwise.

13.5 **Screening.** Every employee and every volunteer who works with minors shall complete an application, a criminal background check, and reference checks before beginning service, as provided in the Church's personnel and child protection policies.

13.6 **Personnel policies.** Terms of employment, compensation, benefits, leave, review, and discipline shall be governed by personnel policies adopted by the Church and kept separately from these Bylaws.

NOTE

"At will" means either the church or the employee may end the employment at any time, with or without a reason. Bylaws that promise a hearing, a warning sequence, or a term of employment create a contract, and a church that then skips a step has broken its own agreement. Keep 13.1 as written unless your attorney advises otherwise.

13.3 saves your business meetings. A church that must vote to hire a part-time custodian will hold a lot of meetings, and the custodian will wait weeks to start. Draw the line where your church is comfortable: ministerial staff by congregational vote, support staff by the pastor within the budget.

13.5 belongs in bylaws, not only in policy. It is short, it is not controversial, and the fact that the congregation voted it carries weight. The detail (who keeps the files, how often checks are renewed, two-adult rules) goes in the policy manual.

Have an attorney review your personnel policies. That is the one part of Document 2 we say that about.

ARTICLE XIV · MINISTRY TEAMS AND COMMITTEES

14.1 **Standing committees.** The Church shall have the following standing committees:

_____.

14.2 **Other teams.** The Church may create, combine, or discontinue other ministry teams and committees by majority vote in a regular business meeting, without amending these Bylaws.

14.3 **Membership.** Committee members shall be members of the Church in good standing, elected as provided in 14.4, and shall serve terms of _____ year(s).

14.4 **Nomination and election.** Nominations shall be made by _____ and elected by majority vote at the _____ business meeting.

14.5 **Authority.** Committees study, recommend, and carry out what the Church has approved. No committee may commit Church funds beyond its budgeted amount or speak for the Church without authorization.

14.6 **Special committees.** The Church may elect special committees for a stated purpose and duration. A special committee is dissolved when its report is received and acted upon.

NOTE

This is the article where old bylaws bloat worst. A 1974 document may name fifteen committees with a paragraph of duties each, half of which have not met since the Carter administration. Every one of those paragraphs is a rule your church is currently breaking.

Name only what must exist. In 14.1 list the two or three committees your church genuinely cannot function without, such as Nominating, Finance, and Personnel. Everything else lives under 14.2 and can be created or retired by a simple vote. Duties go in the policy manual.

Smaller churches should consider naming only a Nominating Committee and letting everything else be a ministry team. The fewer committees your document requires, the fewer empty slots you have to report at the annual meeting.

ARTICLE XV · BUSINESS MEETINGS

15.1 **Regular meetings.** The Church shall hold regular business meetings _____, at a time announced to the congregation.

15.2 **Annual meeting.** The _____ meeting shall be the annual meeting, for the election of officers, the adoption of the budget, and the receiving of annual reports.

15.3 **Special meetings.** A special business meeting may be called by the pastor, by the deacons, or on the written request of _____ members in good standing. Notice of a special meeting, stating its purpose, shall be given at _____ regular worship service(s) before the meeting and posted at the Church. No business other than the stated purpose may be transacted.

15.4 **Quorum.** A quorum is _____ of the active resident members. If no quorum is stated, those present at a properly noticed meeting constitute a quorum.

15.5 **Voting.** Except where these Bylaws require otherwise, action is by majority of members present and voting. The following require a higher vote: call of a pastor (Article X), termination of a pastor (Article X), exclusion of a member (Article VIII), purchase, sale, or encumbrance of real property (Article XVII), amendment of these Bylaws (Article XXI), and dissolution (Article XX).

15.6 **Secret ballot.** Any vote shall be by secret ballot on the request of any _____ members present, and always for the call or termination of a pastor.

15.7 **Minutes.** The Clerk shall record all actions, including the vote count on any matter requiring more than a majority. Minutes shall be approved at the following business meeting and preserved permanently.

15.8 **Electronic meetings.** When the Church cannot reasonably meet in person, the Church may meet and vote by means that allow members to hear the discussion and cast a verifiable vote, if such a meeting is authorized in advance by the _____.

NOTE

15.4, quorum, is the number churches get wrong most often. What each choice does:

No quorum stated. Nothing is ever blocked for lack of attendance. The risk is that nine people on a rainy Wednesday can make a major decision.

10 to 15 percent of active resident members. Workable for most of our churches. Achievable on a normal Sunday night, high enough that a handful cannot act alone.

25 percent or more. Sounds responsible, and it is how churches become unable to do business at all. A church with an inflated roll may never reach it, which means no budget, no officers, and no legal way forward.

Note the phrase **active resident**. If your quorum is a percentage of a roll full of people who moved away in 1998, the percentage is fiction. Article VII, section 7.7, is what makes this number honest.

15.3. "Announced at two regular worship services" is the most common notice standard in our churches, because it reaches the people who actually attend. Posting or mailing alone does not.

15.5 is a service to your moderator. Gathering all the raised thresholds into one list means nobody has to search the document in the middle of a tense meeting.

15.8 is new to most church documents and 2020 taught us why it matters. Keep it narrow: a fallback when the church cannot meet, not a standing option, and no proxy voting.

ARTICLE XVI · FINANCES

16.1 **Support.** The work of the Church is supported by the tithes and offerings of its members and friends, given freely.

16.2 **Budget.** A proposed annual budget shall be prepared by the _____, presented to the Church at least _____ days before the annual meeting, and adopted by majority vote.

16.3 **Expenditures.** Funds shall be spent only as provided in the adopted budget or as separately approved by the Church. Any single unbudgeted expenditure over \$_____ requires approval of the Church.

16.4 **Counting and deposit.** All offerings shall be counted by at least two persons who are not related by blood or marriage, recorded, and deposited promptly.

16.5 **Reports and review.** The Treasurer shall report to the Church at least _____. The Church shall provide for an annual review or audit of its financial records by persons who do not handle Church funds.

16.6 Designated gifts. The Church may accept gifts designated for a purpose it has already approved. Gifts for other purposes may be accepted or declined by vote of the Church. Designated funds shall be used only for their stated purpose or, if that purpose becomes impossible, as the Church directs.

16.7 Borrowing. The Church shall not borrow money or pledge its assets as security except by the vote required in Article XVII.

16.8 Records. Financial records are open to any member on reasonable request, except records of individual giving, which shall be kept confidential and available only to the Financial Secretary, the Treasurer as needed, and the individual giver.

NOTE

Sections 16.4 and 16.5 are the two clauses that prevent the story every association knows: a trusted member handled the money alone for twenty years, and no one wanted to insult them by asking. Write the rule now, while nobody is accused of anything, and it protects everyone later.

16.3, the dollar figure. Set it where it does not paralyze the church: a common range is \$500 to \$2,500, scaled to your budget. If the figure is too low, you will hold a business meeting over a water heater. Too high, and the congregation has lost control of real money. Note the figure is for *unbudgeted* spending; budgeted items are already approved.

16.6 prevents a familiar problem: someone gives \$10,000 for a project the church has not agreed to, and the church now owns a ministry it did not choose. The answer is not to refuse generosity, it is to vote first.

16.8. Members are entitled to see how the church spends money. They are not entitled to see what their neighbor gives. Saying both in one sentence has settled more than one dispute.

ARTICLE XVII · PROPERTY

17.1 Title. All property of the Church is held in the name of _____ Baptist Church, a nonprofit corporation, for the use and benefit of the Church.

17.2 Real property transactions. The Church shall not purchase, sell, mortgage, lease for more than _____ year(s), or otherwise encumber real property except by _____ vote of members present and voting at a business meeting called for that purpose, with notice given at _____ regular worship services before the meeting.

17.3 Construction. New construction or renovation with a total cost exceeding \$_____ requires the same vote as 17.2.

17.4 Execution of documents. Deeds, mortgages, and other instruments shall be signed by the Trustees, or by the officers the Church designates, only after the vote required above and as recited in the minutes.

17.5 Use of facilities. The Church's buildings and grounds are dedicated to the purposes stated in Article II and are not a public forum. Use is governed by Article XVIII and by the Church's facility use policy.

17.6 Records and insurance. The Church shall keep its deeds, surveys, insurance policies, and corporate filings in a secure place, with a duplicate kept off site, and shall maintain property and liability insurance as provided in Article XIX.

NOTE

Pull your deed before you write this article. Get a copy from the Chilton County probate office. Churches discover real problems here: title held in the names of three men who died in 1961, an unincorporated church that cannot clearly convey property, or a name on the deed that does not match the name on the sign. Fixing that is exactly what the State Board of Missions and your attorney can help with.

17.2, threshold. Most churches set property votes higher than ordinary business: two-thirds or three-fourths. The building is usually the church's only significant asset, and a decision about it should not turn on two or three votes. Leases are included because a long lease can function as a sale.

17.5, "not a public forum," is a term of art worth keeping. A church that rents its building to the general public has a harder time declining a use it objects to. Article XVIII depends on this sentence.

17.6. A church that loses its building to fire and cannot find its insurance policy or deed has two disasters instead of one. A fireproof box and a copy at a member's home or a bank costs almost nothing.

ARTICLE XVIII · MARRIAGE, SEXUALITY AND FACILITIES USE

18.1 Marriage. The Church believes that marriage, as instituted by God and defined in Scripture, is the union of one man and one woman.

18.2 Sexuality. The Church believes that God created human beings male and female, and that sexual intimacy is a gift to be expressed only within the marriage of one man and one woman.

18.3 Ministers and ceremonies. No minister or employee of the Church shall be required to perform, and the Church's facilities shall not be used for, any marriage ceremony that is not consistent with 18.1. The pastor has discretion to decline to officiate any ceremony.

18.4 Facilities use. The Church's facilities are made available only for purposes consistent with Articles II, III, and this Article, and only as provided in the Church's facility use policy. The Church's facilities are not a public accommodation and not a public forum. The Church does not offer its facilities for general rental.

18.5 **Standard for leadership.** All officers, staff, teachers, and volunteer leaders shall agree to conduct themselves consistently with this Article.

18.6 **Pastoral posture.** The Church affirms that every person is made in the image of God and is to be treated with dignity and love, and it welcomes all people to attend its services and to hear the gospel.

NOTE

This article did not exist in most church documents twenty years ago. It is here because a church's protection generally rests on what it had already written down, taught, and applied before any question arose. Adding it in response to a specific request is much weaker than adopting it in an ordinary year.

The three pieces work together. A belief statement (18.1, 18.2), a facilities limitation that follows from it (18.3, 18.4), and a leadership standard (18.5). A church that states the belief but rents its fellowship hall to anyone who pays has weakened the connection between them.

"Not a public accommodation" and "not a public forum" are legal phrases, so here is the plain meaning: the church is not a business open to the general public, and it is not a hall the public may book. If your church does rent to outside groups, say in your facility use policy that use is limited to groups whose purposes are consistent with Articles II and III, and apply that consistently. Consistency is the whole ballgame.

Keep 18.6. Some committees ask whether it weakens the article. It does not. It states the church's pastoral posture, and its absence has been read as evidence of animus. It is also true, which is the better reason.

This is one of the articles to send to your own attorney, along with your facility use policy and your wedding policy.

ARTICLE XIX · INDEMNIFICATION AND INSURANCE

19.1 **Indemnification.** To the fullest extent permitted by Alabama law, the Church shall indemnify any officer, deacon, trustee, employee, or volunteer against expenses, judgments, and settlements actually and reasonably incurred in connection with any claim arising out of that person's service to the Church, if the person acted in good faith and in a manner reasonably believed to be in the best interests of the Church.

19.2 **Exclusions.** No indemnification shall be provided for conduct that was knowingly unlawful, for willful misconduct, for abuse or neglect of a child or vulnerable adult, for personal financial benefit improperly received, or for failure to report as required by law.

19.3 **Insurance.** The Church shall maintain general liability and property insurance, and shall consider directors and officers liability coverage, sexual misconduct liability coverage, workers' compensation where applicable, and coverage for owned or regularly used vehicles.

19.4 **Annual review.** The _____ shall review the Church's insurance coverage annually and report to the Church.

NOTE

Indemnify means the church promises to stand behind a volunteer who is sued for doing church work honestly. Without 19.1, a deacon who votes on a hard decision is exposed personally. With it, good people are willing to serve. This is one of the few clauses in the document that exists purely to protect your members.

19.2 is not fine print. Indemnification without exclusions could be read as a promise to defend someone who harmed a child. Keep this section exactly as strong as it is written, and have your attorney confirm it against current Alabama law.

19.3. Indemnification without insurance is a promise the church may not be able to keep. Sexual misconduct liability coverage is often excluded from a basic policy or capped low; ask your agent specifically. Ask also whether volunteer drivers are covered, and whether the fifteen-passenger van is on the policy.

Coverage amounts do not belong in bylaws. Put them in an operating policy so your insurance committee can adjust them without a bylaw amendment.

ARTICLE XX · DISSOLUTION AND DISPOSITION OF PROPERTY

20.1 **Determination.** The Church may be dissolved only by _____ vote of members present and voting at a business meeting called for that purpose, with notice given at _____ regular worship services before the meeting.

20.2 **Ceasing to function.** If the Church ceases to hold regular worship services for _____ consecutive months, it shall be considered dissolved without further action.

20.3 **Disposition of assets.** On dissolution, after payment of all debts and obligations, all remaining assets shall be transferred to _____, or if that entity no longer exists or cannot accept them, to another organization that is exempt under Section 501(c)(3) of the Internal Revenue Code and of like faith and practice, as determined by _____. No assets shall be distributed to any member or individual.

20.4 **Division of the Church.** If a division occurs, the property of the Church shall remain with the members who continue to abide by these Bylaws and the Statement of Faith in Article III.

NOTE

Nobody wants to write this article. Write it anyway, and write it now. A church cannot adopt a dissolution clause once it is down to four members arguing in a parking lot, and a church without one leaves its property to a court.

20.3 is required for your tax-exempt status. The IRS expects a 501(c)(3) organization's assets to be dedicated to exempt purposes, which is why "no assets shall be distributed to any member" is in there. Most of our churches name the Chilton Baptist Association or the Alabama Baptist State Board of Missions in the first blank. Name a specific entity; "a Baptist cause" is not specific enough to act on.

20.2, ceasing to function, is usually twelve to twenty-four months. Without it, a church that quietly stopped meeting leaves a building nobody has authority to sell, insure, or maintain. Our Association has seen this.

20.4 is short, and it is the clause that decides who keeps the building in a split. Have your attorney read it alongside your deed.

ARTICLE XXI · AMENDMENTS

21.1 **Who may propose.** An amendment to these Bylaws may be proposed by the pastor, the deacons, a standing committee, or any _____ members in good standing.

21.2 **Notice.** The proposed amendment shall be presented in writing, in full, and made available to the membership at least _____ weeks before the vote, and announced at _____ regular worship services.

21.3 **Vote.** An amendment is adopted by _____ vote of members present and voting at _____.

21.4 **No amendment from the floor.** An amendment may not be introduced, and the text of a noticed amendment may not be substantially changed, at the meeting at which it is voted.

21.5 **Record and review.** Every adopted amendment shall be recorded in the minutes with its date and vote count, and incorporated into a dated master copy kept by the Clerk. The Church shall review these Bylaws at least every _____ years.

21.6 **Policies distinguished.** Policies adopted by the Church are not part of these Bylaws and are amended by majority vote at any regular business meeting.

NOTE

Read this article first, before you draft anything else. It is the article that governs your own revision. Whatever your *current* bylaws say about amendment is the process you must follow to adopt this new document, even if the current process is inconvenient. Find that article, read it aloud in your first committee meeting, and write the steps on a single sheet.

21.2 and 21.3, the standard we recommend to our churches: the full text available two weeks in advance, and adoption by two-thirds vote across two consecutive business meetings. Two meetings is not bureaucracy. It gives the quiet members a week to ask questions in the parking lot instead of in the meeting, and it means no one can say the church was rushed.

21.4 is the clause that saves a year of committee work. Without it, someone rewrites Article X from the floor at 8:40 on a Sunday night and the church votes on language nobody has read.

21.5. The dated master copy matters as much as the amendment. Churches routinely have three versions in circulation and no way to tell which is current. One copy, dated, held by the Clerk, with amendments written in. A two-year review cycle keeps the document from drifting again.

This Article amends these Bylaws only. It does not amend your Articles of Incorporation. Anything that appears in *both* documents, which usually means the corporate name, the stated purpose, the registered agent, and the dissolution clause, takes two actions: the church vote under this Article, **and** amended Articles filed with the Alabama Secretary of State. A church that amends Article XX, records the vote, and stops has not finished the job; the state still holds the old language, and the state's copy is the one that governs.

So before you amend Articles I, II, XX, or XXI, read your Articles of Incorporation. If you cannot locate them, call the CBA office before you vote and we will help you find them and make the connection to the State Board of Missions or to counsel for the filing. This is the single most common place a church's paperwork quietly comes apart, and it surfaces years later at a property closing.

21.6 is the hinge between this document and your policy manual. Bylaws say who decides and how. Policies say what we decided for now. Document 2 opens with this distinction.

ARTICLE XXII · ADOPTION

22.1 **Adoption.** These Bylaws were adopted by _____ Baptist Church in business meeting on _____, by a vote of _____ in favor and _____ opposed, following notice given as required by the Church's then-existing bylaws.

22.2 **Effective date.** These Bylaws take effect on _____.

22.3 **Repeal of prior documents.** All prior constitutions, bylaws, and inconsistent resolutions of the Church are repealed as of the effective date, except that policies previously adopted remain in force until amended or repealed.

22.4 **Certification.** The undersigned certify that these Bylaws are the Bylaws of the Church as adopted above.

Pastor

Date

Church Clerk

Date

Chairman of Deacons

Date

NOTE

Record the vote count, not just the outcome. "The bylaws were adopted" is a weaker record than "adopted 84 to 6." Years later, the count is what shows the church acted deliberately and with broad support.

22.3, second clause, prevents an accident. Repealing everything would also wipe out every policy the church has ever voted, including your child protection policy. This sentence keeps them alive while you compile them into the policy manual.

When you are finished: print the dated master copy, have it signed, give the Clerk the original, put a copy in the fireproof box, put a copy off site, and give a copy to the CBA office for our files if you would like us to hold one.

APPENDIX A · REQUEST FOR A SPECIAL BUSINESS MEETING

Regarding the pastoral relationship, under Article X, section 10.7, or Article X-A, section 10A.5, whichever your church adopted. (Strike the one that does not apply when you produce your final copy.) Reproduce on church letterhead. Completed forms are delivered to the Chairman of Deacons and the Church Clerk.

To the Chairman of Deacons and the Church Clerk of _____
Baptist Church:

We, the undersigned members in good standing, request that a special business meeting be called under Article X, section 10.7, or Article X-A, section 10A.5, of the Bylaws, whichever this Church has adopted (strike the one that does not apply), for the sole purpose of considering the pastoral relationship between the Church and _____.

We understand and affirm that:

- ☐ The concerns behind this request have first been brought to the pastor personally, and then to the deacons.
- ☐ The pastor will be notified in writing at the same time the congregation is notified, and never later, and will be given opportunity to be heard.
- ☐ Notice of the meeting and its purpose will be given at the number of worship services required by the Bylaws, and posted at the Church.
- ☐ The vote will be by secret ballot, counted by persons who did not sign this request, and no business other than the stated purpose may be transacted.
- ☐ This request will be kept with the permanent records of the Church.

Date of request: _____ Number of signatures required by
Bylaws: _____

PRINTED NAME	SIGNATURE	DATE
1.		
2.		
3.		
4.		
5.		
6.		
7.		
8.		
9.		
10.		

Attach additional sheets as needed. Verified by the Church Clerk against the membership roll:

_____ Date _____

NOTE

A form like this looks cold, and churches resist including it. Consider what it replaces: a petition passed around a parking lot with no record of who signed, no verification against the roll, and no assurance the pastor was told before the church was.

The checkboxes are the substance. They put the Matthew 18 order and the pastor's right to be heard on the same page as the signatures, so that the people signing are reminded of both.

APPENDIX B · LETTER OF DISMISSAL OF A MEMBER

Two versions. Use the first for an ordinary transfer at the member's request. Use the second only after action under Article VIII, and have it reviewed before it is sent.

B-1 · LETTER OF TRANSFER AT THE MEMBER'S REQUEST

	Date
_____ _____ Receiving church and address	
Dear Brothers and Sisters,	
At the request of _____, and by action of this church in business meeting on _____, we gladly grant a letter of dismissal to unite with your fellowship.	
This member was received by _____ on _____ and leaves us in good standing, with our affection and our prayers. We commend this member to you and rejoice in the work God is doing among you.	
Stronger together,	
_____ Church Clerk · _____ Baptist Church	

B-2 · NOTICE OF TERMINATION OF MEMBERSHIP AFTER ACTION UNDER ARTICLE VIII

	Date
Dear _____,	
I write on behalf of _____ Baptist Church. In business meeting on _____, after the process described in Article VIII of our Bylaws, the church voted to _____. Your membership in this church ended on that date.	

Please hear what this does not mean. It does not mean you are unwelcome in our services. It does not mean we have stopped praying for you, and it does not mean this is final. Our Bylaws provide for restoration to full membership, and we would receive you with joy.

The pastor and deacons remain willing to meet with you at any time. You may reach us at

_____.

In Christ,

Pastor or Chairman of Deacons

NOTE

Letter B-2 is short on purpose. Do not recite the offense, do not explain the church's reasoning, and do not include anything you would not want read aloud in a courtroom. State the action, the date, the door back in, and who to call.

The middle paragraph is the most important one. Most of the damage in these situations comes from the person believing the church has written them off. Say plainly that it has not.

Send B-2 by regular mail and keep a copy with the minutes. Do not send it by group email, and do not post the action on social media or read the letter from the pulpit.

APPENDIX C · THE TEN ELEMENTS EVERY CHURCH DOCUMENT NEEDS

A one-page check. Pull out your current document and work down the list. If you cannot find an item in under two minutes, mark it missing, because that is how long a member or an attorney will look.

Church _____ Reviewed by _____

Date _____

#	ELEMENT, AND WHY IT MATTERS	ARTICLE	HAVE	NEED
1	Legal name, location, and corporate status. The name on the deed, the name with the state, and the name on the sign must match.	I	☐	☐
2	Purpose and statement of faith. What the church exists to do and what it believes, including the edition of the confession.	II, III	☐	☐
3	Who holds authority. Congregational government, autonomy, and who signs for the corporation.	V	☐	☐
4	Membership: how in, how out, who votes. Including a voting age and an honest way to handle inactive members.	VII	☐	☐
5	A written discipline process. Steps in order, notice to the member, a chance to be heard, and a clause for resignation mid-process.	VIII	☐	☐
6	How a pastor is called and how the relationship ends. Thresholds, secret ballot, notice, who may call the meeting, severance.	X	☐	☐
7	Business meetings: notice, quorum, and thresholds. The numbers a moderator needs in one place.	XV	☐	☐
8	Money and property controls. Two counters, separated duties, an annual review, and a raised vote for real property.	XVI, XVII	☐	☐
9	Indemnification, insurance, and a dissolution clause. Protection for the people who serve, and a destination for the property.	XIX, XX	☐	☐
10	An amendment article, and one dated master copy. How the document changes, and which copy is the real one.	XXI	☐	☐

BEFORE YOU ADOPT

Send the draft to the Alabama Baptist State Board of Missions for review. Have your own attorney review anything touching incorporation, property, employment, or liability. Call the CBA office and we will help make the connection. Then put the document on a two-year review cycle so you never have to do this from scratch again.

APPENDIX D · ARTICLE XI SIDE BY SIDE

Option A and Option B, line by line, for a committee comparing them in one sitting. Read across each row. The right-hand column of the last row is where the actual difference lives.

Neither column is recommended. Both are in use among our churches, and both are workable. Adopt one, not both. If your church is not asking the elder question, Option A is the ordinary Baptist practice and there is nothing to decide here.

QUESTION	OPTION A · DEACONS UNDER ONE PASTOR	OPTION B · ELDERS AND DEACONS
Offices recognized	Pastor and deacons. One pastor holds the teaching and shepherding office (11.1, Article X).	Elder (also called pastor or overseer) and deacon. The pastor is one of the elders (11.1).
Who leads spiritually	The pastor leads. Deacons <i>assist</i> the pastor and care for members. Deacons do not govern and are not a board of directors (11.1).	The elders lead together in teaching, shepherding, and oversight. All elders are equal in office and authority, paid or unpaid (11.2, 11.3).
Qualifications	Deacons: Acts 6:1–7 and 1 Timothy 3:8–13, plus a stated minimum time as a member (11.2).	Elders: 1 Timothy 3:1–7 and Titus 1:5–9. Deacons: 1 Timothy 3:8–13 (11.2, 11.6).
How many	A fixed number, or a number that scales with resident members (11.3). Fix it only if you can fill it.	Not fewer than a stated minimum of elders, which is the point of plurality. Deacons as the church provides (11.2, 11.6).
Who nominates	Whoever the church names in the blank: a nominating committee, the deacons, or the floor (11.3).	The existing elders nominate, and the candidate is examined publicly before the vote (11.4).
Who elects	The church, by majority vote (11.3).	The church, at the threshold it writes in the blank. Most churches set this higher than a majority (11.4).
Terms and rotation	Staggered terms, about one-third expiring each year, with a required break before re-election (11.4). Commonly three years on, one year off.	Non-vocational elders serve stated terms and may be re-elected with no required break. Vocational elders serve as staff (11.3, 11.4).
Day-to-day duties	Shepherding alongside the pastor, visiting the sick and homebound, benevolence within policy limits, assisting in the ordinances (11.6).	Elders: teaching and oversight. Deacons: the physical, financial, and benevolent needs, so elders can devote themselves to prayer and the Word (11.2, 11.6).
What the group may decide alone	Nothing beyond what the church has approved. Deacons bring matters requiring action <i>to</i> the church (11.1, 11.6).	Oversight, but 11.5 reserves to the church: receiving and removing members, calling or terminating an elder or pastor, the budget, real property, and amending the Bylaws.
Pastoral vacancy	The chairman of deacons moderates business meetings and the deacons arrange pulpit supply, without power to hire or fire unless authorized (11.7).	The remaining elders continue oversight, so there is no gap. Check Article XV for language that assumes the pastor moderates.
Removal from office	Majority vote of the church, for failure to meet qualifications or failure to serve (11.8).	Vote of the church at the stated threshold, for qualifications, doctrinal error, or conduct unbecoming the office (11.7).
Other articles to check	Article V, section 5.4 (who signs for the corporation) and Article XII (trustees).	Articles X, XII, and XV for language assuming one pastor, plus 5.4 and your deed if either names deacons or trustees.

QUESTION	OPTION A · DEACONS UNDER ONE PASTOR	OPTION B · ELDERS AND DEACONS
The real question	The congregation decides, and one pastor leads. This is what most of our churches already practice, whatever their document says.	It is not about titles. It is about what the congregation still votes on. Write 11.5 first. If your church cannot agree on that list, it is not ready for Option B.

HOW TO USE THIS PAGE IN A MEETING

Read one row at a time and ask the same question each time: *which column describes what we already do?* Most committees find that eleven of the twelve rows are not in dispute, and the entire conversation is about the "what the group may decide alone" row. Spend your time there.

A change of polity should be taught before it is voted, over months, and the vote should not be close. Consider it only when the church is at peace, which is the same rule that governs this whole project.