



# DISCOVERING GOD'S PLAN FOR CHURCH LEADERSHIP

PROPOSAL FOR ELDER-LED CONGREGATIONALISM

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Unless otherwise noted, all Bible quotations come from the ESV

## LETTER FROM PASTOR LINDLEY

To the Church,

Northwest is a special church. The long history of overcoming obstacles, standing upon the truths of God's Word, the innovative nature and creativity in discipleship, just to name a few of the reasons why this church has been a beacon of light in this community for 96 years. God has been faithful to build his church at the corner of 23rd and Drexel through the different pastors, deacons, and church members. The church today is healthy, with a healthy view and understanding of the gospel, a healthy understanding of the centrality of Christ in the scriptures, and a healthy heart to give and serve toward the mission of God to the ends of the earth.

So the question that comes up is, "Why would a church, after 96 years of existence, change its Bylaws and Constitution to reflect a plurality of leadership, called elders?"

I think the short answer is that, at this time and in this place, there is a call to lead us toward a plurality of elders to help God's church see and worship Christ as King. There is no easy button when it comes to shepherding and caring for God's flock. God has given the Chief Shepherd as our example, and for that, we are very grateful. Still, as we read the scriptures, it has come to our attention that the example outlined in scripture is that of a plurality of elders who oversee and shepherd God's church. This does not mean we have done it wrong in the past, as many Godly men have overseen and shepherded God's church here at Northwest, but what it does mean is that they have done so without being recognized as serving as an elder of the church.

There are 26 instances in the New Testament of elders, and not once is there a reference to a church having a single elder. In fact, all the references point to a plurality of elders who function as a group under the authority of Christ rather than a single person. In every example of God's church from the New Testament, the leadership is shared:

Acts 14:23

23 And when they had appointed elders for them in every church, with prayer and fasting, they committed them to the Lord in whom they had believed.

Titus 1:5

5 This is why I left you in Crete, so that you might put what remained into order, and appoint elders in every town as I directed you—

James 5:14

14 Is anyone among you sick? Let him call for the elders of the church, and let them pray over him, anointing him with oil in the name of the Lord.

We see this as the biblical pattern in scripture, but must ask the question Why? Why is this the biblical pattern? The answer, the more and more I read the scriptures, is that it brings glory to God by honoring Christ as King. A single elder-led congregational church can certainly glorify Christ

as king, and an elder-led congregational church can certainly not glorify Christ, but the biblical pattern in scripture of a plurality seems to lead toward a humility involved in submission to one another, an accountability necessary for leaders, and a continuity and stability for future generations to understand the gospel and glorify Christ.

One of my main goals at NWBC, since I started 7 years ago, has been to be a Christ-Centered Church. We have been practicing a plurality of leadership functionally for a while now as really almost all oversight is given counsel either from the Pastoral staff or the Lead Pastor Support Team. Our understanding and practice of these concepts are truly commendable, and now we get to formalize them into reality.

A reality that calls for Godly men who aspire to the office of Elder/Overseer/Shepherd (Pastor) to be recognized and held accountable by the body of Christ at Northwest.

It calls on a congregation that can see clearly the humble leadership of Christ as these men lead and serve Christ's church.

It is truly an honor to be called your pastor, and I look forward to what God does in these next few weeks as we look at these truths according to the scriptures and together look toward a bright future that looks to Christ as the king.

In Christ,<sup>[L]</sup><sub>[SEP]</sub>  
Rob

# LETTER FROM PASTOR COTTLE

Church Family,

Anna and I have been blessed to call Northwest home since 2015. This church has been a vital part of our lives in numerous ways, with one of the most significant being my first opportunity to serve in vocational ministry. I had always been involved in leading ministries in the churches we had been members of, whether that was in youth, young adults, or worship. It was not until March of 2020, when my former employer required me to work from home, that I began to wrestle with the deeper question, “What am I doing with my life?” Through prayer and counsel from many of you, I finally discerned in the spring of 2022 that the Lord was leading me to pursue pastoral ministry. An opportunity to serve here opened that summer, and in September, I came on staff as Executive Pastor.

That brief summary does not suitably capture the providence of God in my life. There is much more I would like to share about how we ended up at Northwest and about my journey into pastoring, but that is not the purpose of this letter. My purpose is to encourage us to see that spiritual leaders for the church come from within. Why does it seem that most of our church experiences involve looking outside of our own walls for pastors?

My own conviction, developed through studying the Scriptures and the Holy Spirit’s guidance in my own life, is that 2 Timothy 2:2 is central to God’s perfect design for church leadership:

“...and what you have heard from me in the presence of many witnesses entrust to faithful men, who will be able to teach others also.”

In essence, Paul is giving us God’s discipleship plan for church leaders. One of the primary goals of the church is to model, equip, train, and encourage its future pastors. I’m grateful to have experienced this good design for spiritual leadership through you all, the members of Northwest. My prayer is that many more of our men will sense God’s call into servant leadership, and that the church is encouraged to see Paul’s vision for our future generations of elders to be raised up here.

What follows in this document are several important pieces to the question, “What is God’s plan for church leadership?” This includes a summary of our 2024 Midweek Pastor’s Study, a brief overview of elders throughout Baptist history, a “Frequently Asked Questions” section, and our proposed Constitution & Bylaws and Resolution for Implementation if adopted. Over the next month, we will take time to discuss these materials and themes and answer any questions you might have during our Midweek Pastor’s Study and on Sunday mornings. We would also love to invite you to visit with either Rob or me, individually or together, to discuss any questions you might have.

This recommendation comes on the heels of an extended period of prayer, study, mentoring, and work that began back in 2023. Rob and I are grateful for your prayers and encouragement as we have sought the Lord together to ensure that our church is strengthened and built up for as many years of future gospel ministry as the Lord allows. No plan is perfect, but we have tried to ensure that all our recommendations are grounded in Scripture and uphold God's design for the church.

In Christ,  
David

## **BIBLICAL OVERVIEW OF ELDERS**

*In 2024, Pastors Lindley and Cottle taught a Midweek series, “Discovering God’s Plan for Church Leadership”. A full copy of this study is available on our website (<https://www.northwestbaptist.church/values>). Below is a summary of what that study included.*

### **ELDERS IN THE OLD TESTAMENT**

From the beginning, God has established all things with order and provided a method of leadership to ensure the proper management of His work. One of the ways God established this in the Old Testament was through elders, the spiritual leaders over God’s people. These men always served under the ultimate authority, God. There are at least five primary ways the elders functioned in the Old Testament:

- Elders represented God’s people (Genesis 50:6-8).
- Elders lead others to follow God (Exodus 3:15-19).
- Elders communicate God’s instruction clearly so it can be understood (Exodus 12:21-23).
- Elders are responsible for counseling and directing others toward obedience to God (Exodus 18:12-27).
- God’s people need multiple elders, so the burden does not fall on only one (Numbers 11:10-17).

Once the Israelites came into the land, they rejected God’s plan for him to be the king over his people. They saw the other great kings around them and wanted a leader like that (1 Samuel 8:4-7). The danger of an earthly king was that the people would begin to look to human authority rather than God for guidance and wisdom. God knew that because of man’s sin, an earthly king could fall into temptation and lead the people into mutual destruction. This proved true over the course of the many kings who failed to rule Israel according to God’s Word, resulting in their exile from the land.

Although exile resulted from the failed earthly kingship, God laid the promise of a new and better king who would establish an eternal kingdom for God’s people. This promise, first given to David (2 Samuel 7:16; cf Psalm 132:11-12), was fulfilled in Jesus Christ (Luke 1:32-33; Acts 2:34-36). The life of David is significant because it reveals the good authority and example God desires. Although our leaders struggle and sin, just like us, they realize their need for God’s grace and confess and repent from their sins (2 Samuel 11-12; cf Psalm 51). Their counsel and decision-making are to reflect the authority and sufficiency of God’s Word over all matters (Deuteronomy 17:18-20). Finally, their leadership is one of service to God in response to God, as an act of worship and for the benefit of God’s people (Romans 12:1-2; 1 Peter 5:2-3).

### **ELDERS IN THE NEW TESTAMENT**

In the New Testament, the indwelling of the Holy Spirit of God’s people marks a radical shift under the New Covenant. Through the gospel, God’s people no longer have need for the Old

Testament system of sacrifices, priesthood, and even a king. Christ is king over his church. God's people are a royal priesthood and holy nation (1 Peter 2:9-10). While the gospel also makes all Christians equal with one another in Christ, God has a unique design for how the local church is to organize to carry out his mission. This design includes two prescribed leadership roles: elders and deacons.

What are elders? The first Greek translation of the Old Testament, the Septuagint, used the word *presbuteros* (πρεσβύτερος) for "elder". In the New Testament church community, this word was used interchangeably with two other words: *episkopos* (επισκοπος), sometimes translated as "bishop" (1 Timothy 3:2) or "overseer" (Acts 20:28), and *poimen* (ποιμην), "pastor" or "shepherd". These men served in roles like those of the Old Testament elders. In the New Testament, the elders lead the church (1 Timothy 5:17; Titus 1:7; 1 Peter 5:1-2), teach and preach God's Word (1 Timothy 3:2; 2 Timothy 4:2; Titus 1:9), protect the church from false teachers (Acts 20:17, 28-31), exhort and admonish through sound doctrine (1 Timothy 4:13; 2 Timothy 3:13-17; Titus 1:9), visit the sick and pray (Acts 6:4; James 5:14), and judge doctrinal issues (Acts 15:6). Therefore, the title and words describing the office are synonymous with their roles. The elders are men who shepherd, oversee, lead, and care for the church.

How many elders should be utilized in a church? Elders were appointed in plurality many times in the New Testament, and this model seems to be the standard. No biblical passage suggests that any church, no matter how small, had only one elder. The consistent New Testament pattern is a plurality of elders "in every church" (Acts 14:23) and "in every city" (Titus 1:5). Although there is no numbering system or a formula to follow, Paul is said to make elders in every church. A plural elder leadership makes the most sense, even looking back to the advice of Jethro in Exodus 18. The plurality of elders within a church body would divide the burdens of ministry over multiple peers, allowing for better pastoral availability, while reducing burnout and frustration. This becomes more important as a congregation grows and problems are compounded. Also, the plurality of leaders provides leadership with accountability from peers, and allows them to have pastors to whom they may go to when in need of godly counsel. (Proverbs 27:17)

How does authority work in the church? Who is in charge? Ultimately, all authority belongs to Christ Jesus (Matthew 28:18) and it has been delegated to those He has sent (Matthew 28:19-20). Instead, it is better to think of "authority" in the church as responsibility. Elders have the responsibility to glorify Christ through leading, teaching, and directing Christ's church (1 Timothy 4:13-17; 5:17; Hebrews 13:17). When a church has elders functioning like Christ designed, the church is built up into the fullness of Christ (Ephesians 4:11-13). The congregation is responsible for glorifying Christ through membership, discipline, and doctrine (Matthew 16:18-19; 18:15-18; Galatians 1:6-9). Therefore, when the church is healthy and submits to God's design, it results in elders who want to lead and a congregation that encourages them to lead so that the church glorifies God in unity and love.

How were elders appointed/selected? The New Testament showed a very simple model for church leadership that reflected a guardianship entrusted by Christ to his apostles. The first

elders were appointed by the apostles. The second generation was appointed by delegates of the apostles (i.e. Timothy and Titus) and the other elders in the churches (Titus 1:5). As set forth in 1 Timothy 3:1-7 and Titus 1:5-9, elders had to meet Scriptural qualifications based on their character and the work of God in their lives.

Elders have great responsibility within the church, and no one seeking to be an elder should take the position lightly. If a man is called by God, and this call on his life is evident before the brethren, then the position of elder is a good work and is noble.

## Summary

It is God's plan for the church to follow the Lord and not man. A godly man who follows Christ leads the church to follow Christ and not himself. God raises up men who are to lead the church by pointing back to the one true God and His Word.

## Biblical References on Eldership

**ACTS 11:30** And they did so, sending it to the elders by the hand of Barnabas and Saul.

**ACTS 14:23** And when they had appointed elders for them in every church, with prayer and fasting they committed them to the Lord in whom they had believed.

**ACTS 15:1-2, 6, 22-23a** But some men came down from Judea and were teaching the brothers, "Unless you are circumcised according to the custom of Moses, you cannot be saved." <sup>2</sup>And after Paul and Barnabas had no small dissension and debate with them, Paul and Barnabas and some of the others were appointed to go up to Jerusalem to the apostles and the elders about this question... <sup>6</sup>The apostles and the elders were gathered together to consider this matter... <sup>22</sup>Then it seemed good to the apostles and the elders, with the whole church, to choose men from among them and send them to Antioch with Paul and Barnabas. They sent Judas called Barsabbas, and Silas, leading men among the brothers, <sup>23</sup>with the following letter...

**ACTS 20:17-35** Now from Miletus he sent to Ephesus and called the elders of the church to come to him. <sup>18</sup>And when they came to him, he said to them: "You yourselves know how I lived among you the whole time from the first day that I set foot in Asia, <sup>19</sup>serving the Lord with all humility and with tears and with trials that happened to me through the plots of the Jews; <sup>20</sup>how I did not shrink from declaring to you anything that was profitable, and teaching you in public and from house to house, <sup>21</sup>testifying both to Jews and to Greeks of repentance toward God and of faith in our Lord Jesus Christ. <sup>22</sup>And now, behold, I am going to Jerusalem, constrained by the Spirit, not knowing what will happen to me there, <sup>23</sup>except that the Holy Spirit testifies to me in every city that imprisonment and afflictions await me. <sup>24</sup>But I do not account my life of any value nor as precious to myself, if only I may finish my course and the ministry that I received from the Lord

Jesus, to testify to the gospel of the grace of God. <sup>25</sup>And now, behold, I know that none of you among whom I have gone about proclaiming the kingdom will see my face again.

<sup>26</sup>Therefore I testify to you this day that I am innocent of the blood of all, <sup>27</sup>for I did not shrink from declaring to you the whole counsel of God. <sup>28</sup>Pay careful attention to yourselves and to all the flock, in which the Holy Spirit has made you overseers, to care for the church of God, which he obtained with his own blood. <sup>29</sup>I know that after my departure fierce wolves will come in among you, not sparing the flock; <sup>30</sup>and from among your own selves will arise men speaking twisted things, to draw away the disciples after them. <sup>31</sup>Therefore be alert, remembering that for three years I did not cease night or day to admonish every one with tears. <sup>32</sup>And now I commend you to God and to the word of his grace, which is able to build you up and to give you the inheritance among all those who are sanctified. <sup>33</sup>I coveted no one's silver or gold or apparel. <sup>34</sup>You yourselves know that these hands ministered to my necessities and to those who were with me. <sup>35</sup>In all things I have shown you that by working hard in this way we must help the weak and remember the words of the Lord Jesus, how he himself said, 'It is more blessed to give than to receive.'"

**ACTS 21:17-19** When we had come to Jerusalem, the brothers received us gladly. <sup>18</sup>On the following day Paul went in with us to James, and all the elders were present. <sup>19</sup>After greeting them, he related one by one the things that God had done among the Gentiles through his ministry.

**EPHESIANS 4:11-12** And he gave the apostles, the prophets, the evangelists, the shepherds and teachers, <sup>12</sup>to equip the saints for the work of ministry, for building up the body of Christ...

**PHILIPPIANS 1:1** Paul and Timothy, servants of Christ Jesus, to all the saints in Christ Jesus who are at Philippi, with the overseers and deacons:

**1 THESSALONIANS 5:12-13** We ask you, brothers, to respect those who labor among you and are over you in the Lord and admonish you, <sup>13</sup>and to esteem them very highly in love because of their work...

**1 TIMOTHY 3:1-7** The saying is trustworthy: If anyone aspires to the office of overseer, he desires a noble task. <sup>2</sup>Therefore an overseer must be above reproach, the husband of one wife, sober-minded, self-controlled, respectable, hospitable, able to teach, <sup>3</sup>not a drunkard, not violent but gentle, not quarrelsome, not a lover of money. <sup>4</sup>He must manage his own household well, with all dignity keeping his children submissive, <sup>5</sup>for if someone does not know how to manage his own household, how will he care for God's church? <sup>6</sup>He must not be a recent convert, or he may become puffed up with conceit and fall into the condemnation of the devil. <sup>7</sup>Moreover, he must be well thought of by outsiders, so that he may not fall into disgrace, into a snare of the devil.

**1 TIMOTHY 4:14** Do not neglect the gift you have, which was given you by prophecy when the council of elders laid their hands on you.

**1 TIMOTHY 5:17-25** Let the elders who rule well be considered worthy of double honor, especially those who labor in preaching and teaching. <sup>18</sup>For the Scripture says, "You shall not muzzle an ox when it treads out the grain," and, "The laborer deserves his wages." <sup>19</sup>Do not admit

a charge against an elder except on the evidence of two or three witnesses. <sup>20</sup>As for those who persist in sin, rebuke them in the presence of all, so that the rest may stand in fear. <sup>21</sup>In the presence of God and of Christ Jesus and of the elect angels I charge you to keep these rules without prejudging, doing nothing from partiality. <sup>22</sup>Do not be hasty in the laying on of hands, nor take part in the sins of others; keep yourself pure. <sup>23</sup>(No longer drink only water, but use a little wine for the sake of your stomach and your frequent ailments.) <sup>24</sup>The sins of some people are conspicuous, going before them to judgment, but the sins of others appear later. <sup>25</sup>So also good works are conspicuous, and even those that are not cannot remain hidden.

**TITUS 1:5-9** This is why I left you in Crete, so that you might put what remained into order, and appoint elders in every town as I directed you — <sup>6</sup>if anyone is above reproach, the husband of one wife, and his children are believers and not open to the charge of debauchery or insubordination. <sup>7</sup>For an overseer, as God’s steward, must be above reproach. He must not be arrogant or quicktempered or a drunkard or violent or greedy for gain, <sup>8</sup>but hospitable, a lover of good, selfcontrolled, upright, holy, and disciplined. <sup>9</sup>He must hold firm to the trustworthy word as taught, so that he may be able to give instruction in sound doctrine and also to rebuke those who contradict it.

**HEBREWS 13:17** Obey your leaders and submit to them, for they are keeping watch over your souls, as those who will have to give an account. Let them do this with joy and not with groaning, for that would be of no advantage to you.

**JAMES 5:14-15** Is anyone among you sick? Let him call for the elders of the church, and let them pray over him, anointing him with oil in the name of the Lord. <sup>15</sup>And the prayer of faith will save the one who is sick, and the Lord will raise him up. And if he has committed sins, he will be forgiven.

**1 PETER 5:1-5** So I exhort the elders among you, as a fellow elder and a witness of the sufferings of Christ, as well as a partaker in the glory that is going to be revealed: <sup>2</sup>shepherd the flock of God that is among you, exercising oversight, not under compulsion, but willingly, as God would have you; not for shameful gain, but eagerly; <sup>3</sup>not domineering over those in your charge, but being examples to the flock. <sup>4</sup>And when the chief Shepherd appears, you will receive the unfading crown of glory. <sup>5</sup>Likewise, you who are younger, be subject to the elders. Clothe yourselves, all of you, with humility toward one another, for “God opposes the proud but gives grace to the humble.”

**3 JOHN 9-10** I have written something to the church, but Diotrephes, who likes to put himself first, does not acknowledge our authority. <sup>10</sup>So if I come, I will bring up what he is doing, talking wicked nonsense against us. And not content with that, he refuses to welcome the brothers, and also stops those who want to and puts them out of the church.

## BIBLICAL CHARACTERISTICS OF AN ELDER

The characteristics or qualifications are seen from the standpoint of a man's fundamental relationships — to God, His Word, the elder himself, family, others, and the world around him. These verses will help match elder characteristics with related references.

### AS TO GOD AND HIS WORD

- a. Not a recent convert ..... 1 Timothy 3:6
- b. Devout/Holy ..... Titus 1:8
- c. Holds firm to the trustworthy word ..... Titus 1:9
- d. Able to give instruction and refute ..... 1 Timothy 3:2; Titus 1:9

### AS TO HIMSELF

- a. Aspires to the office of overseer ..... 1 Timothy 3:1
- b. Not under compulsion ..... 1 Peter 5:2
- c. Prudent/Self-controlled, rather than self-indulgent ..... 1 Timothy 3:2
- d. Not quick-tempered, in control of his feelings ..... Titus 1:7
- e. Not sexually immoral ..... Titus 1:6 (implied)

### AS TO HIS FAMILY

- a. Husband of one wife, not distracted by other women ..... 1 Timothy 3:2; Titus 1:6
- b. Manages his own household well ..... 1 Timothy 3:4
- c. His wife loves, respects, and follows his leadership ... Colossians 3:18; 1 Timothy 3:5 (implied)
- d. His children are believers, submissive and not rebellious..... 1 Timothy 3:4-5; Titus 1:6

### AS TO OTHERS

- a. Hospitable ..... 1 Timothy 3:2; Titus 1:8
- b. Apt/Able to teach ..... 1 Timothy 3:2
- c. Gentle with people ..... 1 Timothy 3:3
- d. Not arrogant/self-willed ..... Titus 1:7
- e. Attentive to the needs of God's flock ..... Acts 20:28
- f. Loves what is good, "a lover of good" ..... Titus 1:8
- g. Not pugnacious/violent ..... Titus 1:7; 1 Timothy 3:3
- h. Not physically or verbally abusive ..... 1 Timothy 3:4 (implied)
- i. Not domineering or lording his position over others ..... 1 Peter 5:3
- j. Uncontentious, not quarrelsome ..... 1 Timothy 3:3
- k. Respectable ..... 1 Timothy 3:2
- l. Good reputation with those on the outside ..... 1 Timothy 3:7

### AS TO THINGS

- a. Free from the love of money ..... 1 Timothy 3:3, 6:10
- b. Above reproach, blameless ..... 1 Timothy 3:2; Psalm 15:2
- c. Not involved in dishonest business practices ..... Titus 1:7
- d. Not greedy or seeking personal gain ..... Titus 1:7; 1 Peter 5:2
- e. Not addicted to wine or any other substance ..... Romans 14:13-21

## **ELDERS IN BAPTIST HISTORY**

*The purpose of this section is to briefly trace elders throughout Baptist life. One of the simplest ways to understand Baptist history is to look at the Baptist Confessions of Faith that have been developed and revised over the past four centuries. This section will highlight five Baptist Confessions that have had a great influence on where we are today as a Southern Baptist church, and what they have to say about church government, specifically pastors/elders/bishops. As you will see, the terminology in all five of these documents is very similar. They all state that the offices within the church are bishops or elders and deacons, with the exception of one. The New Hampshire Baptist Confession replaces elders with pastors.*

### **LONDON BAPTIST CONFESSION OF FAITH (1689)**

*A particular church, gathered and completely organized according to the mind of Christ, consists of officers and members; and the officers appointed by Christ to be chosen and set apart by the church, so called and gathered, for the peculiar administration of ordinances, and execution of power or duty, which he entrusts them with, or calls them to, to be continued to the end of the world, are **bishops or elders, and deacons.***

*The way appointed by Christ for the calling of any person, fitted and gifted by the Holy Spirit, unto the office of bishop or elder in a church, is, that he be chosen thereunto by the common suffrage of the church itself; and solemnly set apart by fasting and prayer, with imposition of hands of the eldership of the church, if there be any before constituted therein; and of a deacon that he be chosen by the like suffrage, and set apart by prayer, and the like imposition of hands.*

### **PHILADELPHIA CONFESSION (1742)**

*A particular church, gathered and completely organized according to the mind of Christ, consists of officers and members; and the officers appointed by Christ to be chosen and set apart by the church, so called and gathered, for the peculiar administration of ordinances, and execution of power or duty, which He entrusts them with, or calls them to, to be continued to the end of the world, are **bishops or elders, and deacons.***

*The way appointed by Christ for the calling of any person, fitted and gifted by the Holy Spirit, unto the office of bishop, or elder, in a church is, that he be chosen thereunto by the common suffrage of the church itself; and solemnly set apart by fasting and prayer, with imposition of hands of the eldership of the church, if there be any before constituted therein: and of a deacon that he be chosen by the like suffrage, and set apart by prayer, and the like imposition of hands.*

### **NEW HAMPSHIRE BAPTIST CONFESSION (1853)**

*We believe that a visible Church of Christ is a congregation of baptized believers (1), associated by covenant in the faith and fellowship of the gospel (2); observing the ordinances of Christ (3); governed by his laws (4), and exercising the gifts, rights, and privileges invested in them by his Word (5); that its only scriptural officers are **Bishops, or Pastors, and Deacons** (6), whose qualifications, claims, and duties are defined in the Epistles to Timothy and Titus.*

### **THE ABSTRACT OF PRINCIPLES (1858)**

*The Lord Jesus is the Head of the Church, which is composed of all his true disciples, and in Him is invested supremely all power for its government. According to his commandment, Christians are to associate themselves into particular societies or churches; and to each of these churches he hath given needful authority for administering that order, discipline and worship which he hath appointed. The regular officers of a Church are **Bishops**, or **Elders**, and **Deacons**.*

### **BAPTIST FAITH & MESSAGE (1925)**

*A church of Christ is a congregation of baptized believers, associated by covenant in the faith and fellowship of the gospel; observing the ordinances of Christ, governed by his laws, and exercising the gifts, rights and privileges invested in them by his word, and seeking to extend the gospel to the ends of the earth. Its Scriptural officers are **bishops** or **elders** and **deacons**.*

### **BAPTIST FAITH & MESSAGE (1963)**

*A New Testament church of the Lord Jesus Christ is a local body of baptized believers who are associated by covenant in the faith and fellowship of the gospel, observing the two ordinances of Christ, committed to His teachings, exercising the gifts, rights, and privileges invested in them by His Word, and seeking to extend the gospel to the ends of the earth.*

*This church is an autonomous body, operating through democratic processes under the Lordship of Jesus Christ. In such a congregation members are equally responsible. Its Scriptural officers are **pastors** and **deacons**.*

*The New Testament speaks also of the church as the body of Christ which includes all of the redeemed of all the ages.*

### **BAPTIST FAITH & MESSAGE (2000)**

*A New Testament church of the Lord Jesus Christ is an autonomous local congregation of baptized believers, associated by covenant in the faith and fellowship of the gospel; observing the two ordinances of Christ, governed by His laws, exercising the gifts, rights, and privileges invested in them by His Word, and seeking to extend the gospel to the ends of the earth. Each congregation operates under the Lordship of Christ through democratic processes. In such a congregation each member is responsible and accountable to Christ as Lord. Its two scriptural offices are that of **pastor/elder/overseer** and **deacon**. While both men and women are gifted for service in the church, the office of **pastor/elder/overseer** is limited to men as qualified by Scripture.*

*The New Testament speaks also of the church as the Body of Christ which includes all of the redeemed of all the ages, believers from every tribe, and tongue, and people, and nation.*

### **Summary**

Since the 1925 Baptist Faith & Message, there have been two revisions for the Scriptural offices in the church: one in 1963 and one in 2000. In the 1963 revision, the terms “bishop” and “elder” were removed and the term “pastor” was introduced. This was a change from all the previous confessions. (The only exception to that was the New Hampshire Baptist Confession, which used

the terms bishops and pastors, instead of bishops and elders). This brings up the question, “Why would the Southern Baptist Convention (SBC) make such a change”?

In the 1963 Annual Meeting Minutes, the committee states that in instances where it has substituted words, it was done so for clarity. “At times it (the revised 1963 BFM) has reproduced sections of that Statement (the 1925 BFM) without change. In other instances it has substituted words for clarity or added sentences for emphasis.”<sup>1</sup> The clarity the 1963 statement sought to achieve was to be concise and show that there are only two offices in the church. That of pastor, elder, or bishop, which was consolidated into one term, “pastors,” and then the office of deacon. Another point of interest in the 1963 BFM is the introduction of the phrase “democratic process” into the language of how the church is to operate.

It should also be noted that nowhere in any of the confessions is it stated that the office of pastor is singular. In fact, it’s actually always plural. Even the changed terminology in the 1963 revision of the BFM the term “pastors” is plural, just as the term deacons is plural. It is interesting to note that in almost all Southern Baptist churches today, the practice is to have a plurality of deacons, yet many have a single pastor.

The last 200 years have witnessed the demise in elder plurality among Baptists. This brings us to the question, “Why then, do many Southern Baptist churches not have a plurality of elders?” It is difficult to pinpoint an exact reason why. There were many factors and events that took place inside the church and in the culture that had an impact upon Southern Baptist life. This section will provide several possible reasons<sup>2</sup>.

1. In the late 1800’s and early 1900’s Southern Baptist churches began to move away from a plurality of elders due to westward expansion. As people moved out west and churches began to be planted and built, there was a lack of elders to lead these churches. This resulted in the development of the circuit riding preacher. Now, not only was there a single pastor per church, there might be a single pastor for two or three churches.
2. At the same time, there were two significant developments: the rise of Landmarkism and the Campbelites.
  - a. Landmarkism was a 19th-century, highly exclusive movement within Southern Baptist life that asserted only local, independent Baptist congregations are true churches. Founded by J.R. Graves, it claimed an unbroken succession of Baptist practices from the apostles, opposing the validity of non-Baptist baptisms and pulpit sharing with other denominations.
  - b. "Campbellites" was a 19th-century nickname for adherents of the American Restoration Movement, led by Thomas and Alexander Campbell. In 1906 they were

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<sup>1</sup> [https://www.nobts.edu/baptist-center-theology/confessions/Baptist\\_Faith\\_and\\_Message\\_1963.pdf](https://www.nobts.edu/baptist-center-theology/confessions/Baptist_Faith_and_Message_1963.pdf). Accessed March 31, 2026.

<sup>2</sup> Summarized from “Why Baptist Elders is Not an Oxymoron”, Phil A. Newton, *Journal for Baptist Theology and Ministry*, Vol. 2 No. 1 (Spring 2004): 63-73.

formally recognized as the Church of Christ. The Church of Christ used the word "elder" almost exclusively. Baptists, in an effort to distance themselves from this movement, discontinued the term "elder" and adopted the word "pastor," even though it's used only once in the New Testament as a noun.

3. In the mid-20<sup>th</sup> century, churches tended to emulate corporate structures that mirrored those of many successful companies. Considering this, many pastors resembled corporate CEOs, rather than the New Testament office of elder. Many modern churches reflect a single CEO-type pastor, with a board of directors (often deacons), rather than a God-appointed council of elders (servant leaders) and a supporting team of deacons (leading servants).

In conclusion, the historical evidence suggests that Baptists moved away from the New Testament model of church leadership for more practical rather than Biblical reasons. The single pastor (elder) model was clearly not the design, nor model in the New Testament, or even in early Baptist history, and getting back to God's design for church leadership will do nothing but benefit the church. If a plurality of deacons is needed in the church, then surely a plurality of pastors is needed as much.

## MIDWEEK Q&A SCHEDULE



*The upcoming Midweek Pastor's Studies will focus on a Q&A about the 2026 Constitution & Bylaws, and will include prayer for church unity as we consider this change. We encourage you to attend these important information sessions. You can submit questions to the Pastors in advance by clicking on the [Elder Q&A Form](#) link or by scanning this code.*

*All sessions will take place in the House of Prayer from 6:30-7:30pm.*

April 15 – What's new in the 2026 Constitution & Bylaws?

April 22 – What do the Pastors do now, and what will change with Elders?

April 29 – What would an Elder Council meeting look like?

May 6 – How will we select our first Elders?

May 13 - General Town Hall

## FREQUENTLY ASKED QUESTIONS (FAQs)

*The following pages contain questions that might be anticipated as Northwest Baptist Church prayerfully considers this recommendation for Elder-led Congregationalism. The responses will often merely touch on or refer to a subject that may be addressed in more detail elsewhere in this document. If you have further questions, we encourage you to speak with Pastor Lindley and/or Cottle.*

### **Why should we want this change? Why do we need Elders?**

***This change helps our church follow the Bible by having a group of leaders so we keep our focus on Jesus as our true leader.***

The reason why we would want this change is to help facilitate Christ as King of our church. One of the ways we do this is by organizing our church around the model Scripture offers. The biblical pattern is a plurality of elders. Why is a plurality of elders mentioned multiple times in Scripture? At least part of the answer is that it signifies Christ is the King. He is the head of the church. He is the one to whom we look. He is the Chief Shepherd. As human beings, who tend to make a person other than Christ king, a plurality becomes necessary for accountability and leadership, and to help maintain humility in leading Christ's church. It helps the church look to Jesus rather than to any one man. There are practical reasons we can point to as well, but ultimately, we should desire this change to help us be a people who esteem God's Word. We want to be people who pattern the church after Christ and make Him the King and Lord of our lives.

### **What will be different?**

***The main change is that a group of elders, not just one pastor, will lead the church together.***

In one regard, not a whole lot will change. We will still have Deacons and Ministry Teams. We will still have our Ministry & Support Staff working at the church. What will change is who leads the vision and ministry of the church is no longer just one man, but a team of qualified men who work with the Lead Pastor.

In the past, Northwest has traditionally been a single Elder-led Congregational church, meaning there has been a pastor who leads the congregation as they make decisions on major matters (such as the annual budget, buying and selling property, affirming ministry team leaders, and new pastors, etc.). Those congregational decisions will not change.

Scripture attests to a plurality of Elders who lead the church. These men are set apart by the Holy Spirit and recognized by the congregation as a group whose responsibilities include shepherding, oversight, and teaching. The biggest difference will be that the church will now recognize a group of men who formally hold the office of Elder and are working with the Lead Pastor to lead the church.

## **What will the Elders and the Elder Council do?**

***Elders will care for people, help lead the church, and teach God's Word.***

Elders have three interchangeable titles ascribed to them in Scripture: shepherds (pastor), overseer, and elder. These terms are synonymous with their roles. As shepherds they pastor the congregation by leading through member care and counsel. They use God's Word to speak into the life of a member and the circumstances they face to encourage faithfulness to Christ. As overseers they oversee the administration of the church. They are responsible for ensuring that the congregation's needs are met in practical terms, through their own Elder ministry or through the Deacons and Ministry Teams of the church. Finally, as elders they are to have wisdom and giftings for the preaching and teaching of God's Word. Outside of the Sunday morning sermon, elders have an accountability before God to make sure that the teaching of the small group leaders or other ministries of the church does not contradict the gospel. This also involves training and equipping the members for the work of ministry. The Elder Council will organize themselves around those three core functions: shepherding, oversight, and teaching.

Individually, Elders may have responsibilities assigned through the Council. These might include roles and responsibilities. Vocational Elders will be designated as Pastors and are paid by the church. These Pastors will have responsibilities that require greater investment of their time than Lay Elders. Pastor's responsibilities will be focused on administration and oversight, or preaching and teaching. When there's a plurality of elders who care for the church in many ways, there will be greater accountability and more shepherding available to the members.

## **How will elders impact the lead pastor?**

***Elders will help the Lead Pastor by sharing the work and bringing more support and wisdom.***

I (Rob) would say that part of how I have tried to lead the church aligns closely with what we have outlined in our Bylaws. Obviously, as the Lead Pastor, I have a weight on my shoulders to continue what we've been doing here at Northwest. Certainly, at the level of David Cottle and me working together to pastor and shepherd God's church, but also at the level of the Lead Pastor Support Team, receiving counsel in difficult situations.

In addition to these things, the impact will be positive. It will bring an official capacity for other qualified men to carry the burden of shepherding and caring for the souls of this church. It will also offer diversity in its pastoral leadership by representing a wider range of age groups and backgrounds in the Council. So when we're making decisions, there's going to be a variety of backgrounds people come from. I don't think there's going to be much change in my leadership or in what I do day to day here. I hope from the church's

perspective, they will see me continue to lead as I have but with the added benefit of qualified men the church recognizes as especially gifted by the Holy Spirit and aspiring to serve the church's needs. I think you'll see a healthier church body overall as a result.

### **Will the Elder Council meeting be open to all members?**

*Most meetings will be open so members can learn and see how decisions are made, but some private topics will be discussed separately.*

The Elder Council meeting(s) will be open to members. This will allow the members see the example the Elders set for how decisions are made, and how disagreements should be handled. It will also allow the members to see a Christ-centered unity among a diverse group of people seeking to lead the church to glorify Christ. Members will see how the Elders discuss theological and doctrinal issues facing the church through the Scriptures. The pattern for our Elder Council is what we see in Luke's record of the Jerusalem Council (Acts 15) and Paul's pastoral letters to Timothy and Titus. If those discussions among the church's early apostles and Elders had not been recorded for our benefit, we would have very little Scriptural example for how the church should resolve doctrinal and other church conflict. Although these Elder Council meetings will be open to members, the Council may enter into an "Executive Session" to discuss more sensitive matters in private (such as church discipline or other non-public issues).

### **What decisions will the Elders make?**

*Elders will guide the church's teaching, care for people, and help make sure decisions honor Jesus.*

Elders are not to be micromanagers of the church. That is not what we see in the Scripture. Again, Christ is the head of the church. Healthy Elder-led Congregationalism involves oversight of the church body that works together towards the common goal of Christlikeness. Elder oversight is more about direction and vision, and less about micromanagement. Rather, they are to oversee the decisions being made and ensure they're made with Christlikeness and unity in the body in mind.

Elders will make decisions regarding the church's preaching and teaching ministry, primarily the Sunday morning sermon series. They will not determine what type of curriculum small groups should use, but they will ensure that the teaching offered by small group leaders does not contradict the Scriptures or our Statement of Faith.

Second, they will oversee the ordinances (baptism & the Lord's Supper). They will determine when and how we take the Lord's Supper, ensuring it is done in a way that glorifies Christ. While it is not the Elders' decision who becomes a member of the church,

the Elders ought to guard who is being baptized and ensure that the individual being baptized has made an appropriate profession of faith.

Third, they will oversee member care. This may include deciding whether a member care matter should be delegated to the deacons or to community groups.

Finally, looking to Ephesians 4, their role is to equip the saints for the work of ministry. They ought to be the first ones to identify areas where our members need to be equipped and trained. This includes overseeing and helping develop the leaders of our Ministry Teams or Community Group leaders.

### **What decisions will the congregation make?**

*The church members will still make big decisions like membership, money, property, and choosing leaders.*

The congregation, when functioning properly, receives the Word of God from the Elders to inform the decisions they make. At a minimum, the congregation has the responsibility and final word regarding its membership (accepting and removing), guarding the gospel, and also on practical matters that can have a significant impact on the church (the operating budget, the buying and selling of property, affirmation of Ministry Teams, and the affirmation/removal of its Elders).

### **Who will become an elder? How will the church select its Elders? Can women be Elders?**

*Elders will be men who meet the Biblical qualifications and are affirmed by the church to serve.*

The Holy Spirit sets apart men who have demonstrated that they're qualified according to the Scriptural qualifications and desire to do the work. The Scriptural qualifications are listed in 1 Timothy 3:1-7 and Titus 1:5-9. Part of the qualification in 1 Timothy 3:1 is that an Elder should aspire (desire) to serve the church in that role. Peter echoes that sentiment in 1 Peter 5:2, encouraging Elders to serve willingly and eagerly, not under compulsion or out of pride and greed. Scripture is clear that the role of Elders is only for qualified men.

Although the church should expect its Elders to have a desire for serving in this role, this does not preclude the church's members from recommending men whom they think would serve well in that role. Regardless of whether a man is nominated or puts himself forward to be considered as an Elder, all candidates should examine their lives against the Scriptural qualifications.

At first glance, many of the qualifications for Elder are basic aspects of the Christian life. In fact, the only criteria not included in the qualifications for Deacons is the ability to teach. So, does the ability to teach mean that need to have a seminary degree?

No. But the church ought to expect that an Elder can teach and defend the faith through the Scriptures in a way that demonstrates a deep understanding of God's Word and how it should be effectively communicated to a broad audience. Elders are to demonstrate a mature understanding of God's Word and bring to life its authority and sufficiency in all matters of the life of the church and its members.

### **How long will Elders serve?**

*Elders will serve as long as they are able, with times to rest and make sure they are still ready to lead.*

Elders should serve until they either remove themselves or are removed by the church. At the same time, it is unhealthy for any of us to serve without taking extended periods of time to evaluate ourselves and for rest. Similar to our current Sabbatical rest for full-time ministry staff, it is helpful for the Elders to have a policy that allows for a break from their responsibilities to rest and examine their ability to continue to serve as an Elder. Seasons of life put new demands on us that should be appropriately re-evaluated to make sure that men are capable and willing to continue in their role as an Elder. This is not just an opportunity for self-evaluation, but also for the Elders to examine one another and ensure that the Council as a whole is serving the church well and honoring Christ.

### **How long will this take to implement?**

*This change will take several months and will happen step by step with careful planning.*

The implementation will occur over the course of several months. If approved by the church, we have a "Resolution for Implementation" that outlines the first steps for this transition. It is our plan to have an Elder Handbook with policies and procedures completed before Fall. Once this is in place, then we can begin working to identify our initial group of Elder candidates and putting them through the examination and installation process. We believe that it is best to move according to a general timeline, but trust the Holy Spirit to go before us in each step of the process.

## RESOURCES

Anyabwile, Thabiti M. *Finding Faithful Elders and Deacons*. Wheaton: Crossway, 2012.

Chute, Anthony L., Nathan A. Finn and Michael A.G. Haykin. *The Baptist Story: From English Sect to Global Movement*. Nashville: B&H, 2015.

Dever, Mark and Jonathan Leeman. *Baptist Foundations: Church Government for an Anti-Institutional Age*. Nashville: B&H, 2015.

Dever, Mark. *The Church: The Gospel Made Visible*. Nashville: B&H, 2012.

Dever, Mark. *9 Marks of a Healthy Church*. Illinois: Crossway, 2004.

Dever, Mark. *Understanding Church Leadership*, Church Basics series. Nashville: B&H, 2016.

Dever, Mark and Jamie Dunlop. *Compelling Community: Where God's Power Makes a Church Attractive*. Wheaton: Crossway, 2015.

Dockery, David S. *Southern Baptist Identity: An Evangelical Denomination Faces the Future*. Wheaton: Crossway, 2009.

Evans, Daniel and Joseph Godwin, Jr. *Elder Governance*. Eugene: Wipf and Stock, 2011

Grudem, Wayne. *Systematic Theology*, 2<sup>nd</sup> ed. Grand Rapids: Zondervan, 2020.

Hammett, John S. *Biblical Foundations for Baptist Churches*. Grand Rapids: Kregel, 2005.

Jamieson, Bobby. *Going Public: Why Baptism is Required for Church Membership*. Nashville: B&H, 2015.

Jamieson, Bobby. *The Path to Being a Pastor: A Guide for the Aspiring*. Wheaton: Crossway, 2021.

Jones, Galen. *Leadership by the Book*. Nashville: B&H, 2023.

Kidd, Thomas S. and Barry Hankins. *Baptists in America: A History*. Oxford University, 2015.

Leeman, Jonathan. *Don't Fire Your Church Members: The Case for Congregationalism*. Nashville: B&H, 2016.

Leeman, Jonathan. *The Rule of Love: How the Local Church Should Reflect God's Love and Authority*. Wheaton: Crossway, 2018.

Leeman, Jonathan. *Understanding the Congregation's Authority*, Church Basics series. Nashville, B&H, 2016.

Lumpkin, W.L. *Baptist Confessions of Faith*. Valley Forge: Judson, 1969.

McBeth, H. Leon. *The Baptist Heritage*. Nashville: B&H, 1987.

Merkle, Benjamin L. *40 Questions About Elders and Deacons*. Grand Rapids: Kregel, 2008.

Merkle, Benjamin L. *Why Elders? A Biblical and Practical Guide for Church Members*. Grand Rapids: Kregel, 2009.

Newton, Phil A. *Elders in Congregational Life: Rediscovering the Biblical Model for*

*Church Leadership*. Grand Rapids: Kregel, 2005.

Newton, Phil A. and Matt Schmucker. *Elders in the Life of the Church: Rediscovering the Biblical Model for Church Leadership*. Grand Rapids: Kregel, 2014.

MacArthur, John. *The Master's Plan for the Church*. Chicago: Moody, 2008.

Piper, John. *Brothers, We Are Not Professionals*. Nashville: B&H, 2002.

Rinne, Jeramie. *Church Elders: How to Shepherd God's People Like Jesus*. Wheaton: Crossway, 2014.

Strauch, Alexander. *Biblical Eldership: An Urgent Call to Restore Biblical Church Leadership*. Littleton: Lewis and Roth, 1988.

Strauch, Alexander. *Paul's Vision for the Deacons: Assisting the Elders with the Care of God's Church*. Littleton: Lewis and Roth, 2017.

## **CONSTITUTION & BY-LAWS TEAM | LEADER: David Cottle**

Adam Covington, Allen Marks, Brent Brown, Duane Hunt, Josh Wells, Kelly McConnell, Kristen Adams, Randy Foraker, Rob Lindley

This team began meeting on August 17, 2025, and held its final meeting on March 29, 2026. Below was the Team's charter:

### **NWBC Constitution & Bylaws Team**

#### **Goals:**

- To evaluate our current Constitution & Bylaws against the Bible's teachings on the mission and functions of the church, the BF&M 2000, and our current Church Covenant.
- To consider what changes would be necessary for an elder-led congregational polity.
- To present these proposed changes to the church in December 2025.

#### **Method:**

- Form a team that is comprised of men & women from the church membership that is led by the Executive Pastor.
- Begin meeting in August 2025 for prayer and outline scope and timeline of this project.
- In October 2025, begin drafting proposed changes to Constitution & Bylaws.
- In November 2025, present proposed changes to the Deacons & Church Council.
- In December 2025, present revisions to church members for approval and adoption.

#### **Qualifications for Team Members:**

- Members of this Team must be NWBC church members in strong standing with the Lord and the church body (regular attenders of the weekly gathering, faithfully give to support the mission of the church, support congregationalism that is led by a plurality of elders).
- Team members will be required to read and be familiar with the following books/documents (all books and materials will be provided by the church):
  - **Understanding the Congregation's Authority**, Church Basics series, B&H Publishing, Nashville, TN, 2016. (71 pgs.)
  - **Understanding Church Leadership**, Church Basics series, B&H Publishing, Nashville, TN, 2016. (66 pgs.)
  - BF&M 2000
  - "Why Baptist Elders is Not an Oxymoron," by Phil A. Newton. (10 pgs.)
  - "Discovering God's Plan for Church Leadership", NWBC Midweek Pastor's Study (2024)
  - Church Constitutions & Bylaws
    - NWBC, OKC
    - FBC Newcastle
    - University Baptist Church, Fayetteville, AR
    - Capitol Hill Baptist Church, Washington, D.C.
    - Grace Community Church, Sun Valley, CA

**Meeting Schedule:** Meet twice monthly on Sunday after church for 1.5-2 hour meetings.

## **PROPOSED RESOLUTION FOLLOWING ADOPTION OF 2026 CONSTITUTION & BYLAWS**

We, the members of Northwest Baptist Church, with thankfulness to God for making us part of Christ's church through the Holy Spirit, covenant together to faithfully implement this new Constitution and Bylaws ("Bylaws"). With the approval of these new Bylaws, our church recognizes a single Elder, Lead Pastor Rob Lindley, for a temporary time while our first Elder Council is established. Since these Bylaws require a plurality of Elders, we commit to the following:

- To pray for our church as we seek the Lord's guidance for the installation of our first Elder Council.
- To encourage and support Pastor Lindley and one another as we work together for God's glory and our mutual benefit.

We appoint our former Lead Pastor Support Team to work with Pastor Lindley to implement the changes necessary to comply with these Bylaws. This Team will include Allen Marks, Brent Brown, Duane Hunt, Joshua Wells, and Randy Foraker. These men have worked with our Pastor Lindley throughout this process and are well-positioned to provide spiritual guidance and accountability. Additionally, Executive Pastor David Cottle will join this group to provide additional insight from his experience leading the Bylaw Team and working with Pastor Lindley on the Scriptural teaching of this topic.

This group will work with Pastor Lindley to develop policies and procedures for the Elder Council that will be included in the "Elder Council Handbook". These policies and procedures shall include the following items:

- Defining the Bible's qualifications for Elders and how they will be examined.
- Examination and ordination process for Elder candidates.
- Individual roles and responsibilities for the Elders.
- Structure and elements for Elder Council meeting agendas.

This Handbook will be presented to the Church for approval at a Called Business Meeting. Following approval by the church, Pastor Lindley will ask men who are members of the church in good standing and aspire to the office of Elder to submit their names for consideration. Additionally, members are encouraged to submit names of men they feel are qualified and would serve well as Elders to Pastor Lindley. Pastor Lindley will follow the Handbook to examine, ordain, and install this first group of Elders for the church. Given the significance of this responsibility, Pastor Lindley may include members of our church and Pastors from sister churches to assist him in examining these Elder candidates.

Further, until the initial Elder Council is formed, Josh Wells, Jim King, and Tamunosisi Legg-Jack will continue to serve as the church's Trustees. Insofar as the adoption of these Bylaws

requires the title of “Pastor” to be reserved for an Elder approved by the church, the following staff members will have their current titles revised:

- Executive Pastor David Cottle; new title “Discipleship and Administration Minister”
- Worship Pastor David Gonzalez; new title “Worship Minister”
- Spanish Language Ministries Pastor Manny Vasquez; new title “Hispanic/Spanish Language Minister”

**Section II:**  
Proposed Constitution & Bylaws

**CONSTITUTION AND BYLAWS**

**Northwest Baptist Church  
Oklahoma City, Oklahoma  
MONTH, DAY, YEAR  
Northwest Baptist Church, Inc.**

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**NORTHWEST BAPTIST CHURCH, INC.**  
**PART 1: CONSTITUTION**

**PREAMBLE**

These Constitution and Bylaws are made to:

1. Preserve and secure the principles of our faith.
2. Preserve the liberties of each member of the church.
3. Ensure freedom of action from any religious body or organization.
4. Provide for the orderly conduct of internal affairs, in dealing with others, and of governing church members.

**ARTICLE I. NAME**

The name of this church shall be Northwest Baptist Church, Incorporated (NWBC), Oklahoma City, Oklahoma. Northwest Baptist Church shall be affiliated with the Metro Baptist Network OKC, Oklahoma Baptists, and the Southern Baptist Convention.

**ARTICLE II. BUSINESS LOCATION**

The address of the principal office of this church shall be: 3030 Northwest 23rd Street, Oklahoma City, Oklahoma 73107.

**ARTICLE III. PURPOSE AND OBJECTIVES**

The purpose and objectives of NWBC shall be:

1. The salvation of the lost, the Christian education of the saved, and the promotion of the Kingdom of God on earth (Matthew 28:18-20, Acts 1:8).
2. To proclaim the gospel of Jesus Christ at home and abroad.
3. To engage in public and private worship.
4. To provide opportunities for Christian growth and service.
5. To provide a deep spirit of fellowship.

6. To strive toward the highest standards of Christian living and stewardship and to respond to human need, implemented through Sunday School, Discipleship Training and through other organizations or ministries approved by the Church.

#### **ARTICLE IV. ARTICLES OF FAITH**

1. We believe the Holy Bible to be the inspired Word of God, without any error, the all-sufficient authority in matters of faith, doctrine, and Christian living. (Psalms 19:7-9; John 10:35; 2 Timothy 3:15-17; Titus 1:2; 2 Peter 1:19-21)

2. We believe in one God, eternally existing in three Persons: the Father, the Son, and the Holy Spirit. (Deuteronomy 6:4; Isaiah 45:5; Matthew 28:19; John 1:1; 10:30; 14:9-10; 1 Corinthians 2:10-11; 2 Corinthians 13:14; Ephesians 1:3-14; Titus 3:5-6)

3. We believe in the Virgin Birth of Jesus Christ, and that He is true God and man. He died on the cross for our sins. He rose bodily from the dead, ascended into heaven, where He sits at the right hand of the Father, and is now our High Priest and Advocate. (Isaiah 7:14; Matthew 1:18-25, cf Luke 1:26-35; John 1:1, 14; 1 Corinthians 15:1-8; Philippians 2:6-8; Colossians 2:9; Hebrews 1:1-3; 4:14-16; 7:24-27; 9:11-14)

4. We believe that man was created in the image of God but fell into sin and is therefore lost. Only through regeneration by the work of the Holy Spirit can man's salvation and spiritual life be obtained. (Genesis 1:26-27; 3:1-24; Ezekiel 36:26-27; John 3:3, 5-7; Romans 3:23; 5:12; 1 Corinthians 15:21-22; 2 Corinthians 5:17; Ephesians 2:1-10; Titus 3:5)

5. We believe that eternal salvation is the gift of God, entirely apart from man's works, and is possessed by all who have faith in and receive Jesus Christ as their personal Lord and Savior. (John 3:16; Acts 4:12; 16:31; Romans 3:22-24; 6:23; 10:9-13; 11:6; Ephesians 2:8-9; Titus 3:5; 2 Peter 3:9)

6. We believe in a regenerated church membership: that is, persons spiritually mature enough to understand their need for Jesus Christ and, of their own free will, accepted Him as their personal Lord and Savior. (Matthew 28:19-20; John 1:12; Acts 2:41; 16:31; Romans 10:9-10; Titus 3:5)

7. We believe that baptism is by immersion and the Lord's Supper is a memorial to His suffering and death on the cross. These are ordinances to be observed by the church in its present age. They are, however, not to be regarded as means for man's salvation. (Matthew 28:19-20; Luke 22:19; Romans 6:3-4; 1 Corinthians 11:23-26; Colossians 2:12; 1 Peter 3:21)

8. We believe in the personal, bodily, imminent, and glorious return of the Lord Jesus Christ and that His Second Coming inspires believers for a dynamic and zealous life and service for Him while waiting for His return. (Matthew 24:30; Acts 1:9-11; 1 Thessalonians 4:16; 2 Thessalonians 1:7-10; Titus 2:11-14; 1 John 3:2-3; Revelations 1:7)

9. We believe in the bodily resurrection of the dead, the everlasting blessedness of the saved in heaven, and the everlasting punishment and separation from God of the unsaved in hell. (Psalms 16:11; Matthew 25:46; John 14:2-3; 1 Corinthians 15:20-22, 42-44; Philippians 3:20-21; 1 Thessalonians 4:17; 2 Thessalonians 1:8-9; Revelations 20:11-15; 21:8)

10. We believe in the autonomy of the local church. The church shall manage its own affairs and shall not be subject to any other religious body or organization. (Matthew 18:15-17; Acts 6:3; 11:29-30; 14:23; 20:28-30; 1 Corinthians 5:12-13; 2 Corinthians 8:1-5; Titus 1:5; Revelations 2-3)

11. We subscribe to the “Baptist Faith and Message” adopted by the Southern Baptist Convention in 2000 as our larger statement of faith.

### **ARTICLE V. GOVERNMENT**

New Testament churches are to be ruled by Jesus Christ, governed by the congregation, led by a plurality of elders, and served by a plurality of deacons. The organization of NWBC as set forth in this Constitution and By-laws is as follows:

1. An Elder Council to provide servant leadership
2. A group of deacons to act as leading servants
3. Vocational Ministry and Administrative staff to provide leadership for ministries of NWBC and the church’s administrative needs (budget, facilities, coordinating events and volunteers, etc.).
4. Ministry teams to further the ministries and mission of NWBC

NWBC recognizes the need for mutual counsel and cooperation, which are common among Baptist churches. This church will cooperate with and work in mutual partnership with the Metro Baptist Network OKC, the Oklahoma Baptists, and the Southern Baptist Convention.

### **ARTICLE VI. NONPROFIT STATUS AND LIQUIDATION**

It is intended that NWBC have the status of a corporation which is exempt from federal income tax under Section 501(a) of the Internal Revenue Code of 1986, as amended, or any corresponding provisions of any future tax laws (hereinafter referred to as the “Code”), as an organization described in Section 501(c)(3) of the Code. It is further intended that the Church constitute an Oklahoma not-for-profit corporation pursuant to the provisions of Title 18, Section 1001, et seq., of the Oklahoma Statutes. The word Church, as used in these bylaws, includes all entities, organizations, and locations of NWBC. In the event of liquidation or dissolution of the church, all of its assets and property of every nature and description whatsoever shall be paid over and transferred at the direction of the Trustees to the Oklahoma Baptists of the Southern Baptist Convention.

### **ARTICLE VII. MARRIAGE**

Because God has ordained marriage and defined it as the covenant relationship between a man, a woman, and Himself, Northwest Baptist Church will only recognize marriages between a biological man and a biological woman. Further, the Pastors/Ministers and staff of NWBC shall only participate in weddings and solemnize marriages between one man and one woman. Finally, the facilities and property of NWBC shall only host weddings between one man and one woman.

### **ARTICLE VIII. GENDER, SEXUALITY, AND SANCITY OF LIFE**

We believe God made humankind in His image as male or female and that the two complementary genders reflect the image and nature of God (Genesis 1:26-27). The rejection of or change from a person's biological sex constitutes a human usurpation of God's plan for that individual and is wrong.

We believe sexual relations should exist only between a man and a woman within the context of marriage (Hebrews 13:4). Sexual immorality, including adultery, fornication, homosexuality, bisexuality, bestiality, incest, pornography, and pedophilia, are sinful acts against God's standards (1 Corinthians 6:9-10, 18-19; 1 Thessalonians 4:3-5). We further believe that God grants forgiveness for sin, including sexual sins, to all those who repent and ask forgiveness. (1 John 1:9). Northwest Baptist Church adheres to all state and federal laws regarding the reporting of alleged sexual misconduct pertaining to our church's activities.

We believe God provides each human the "breath of Life" (Genesis 2:7) in addition to placing His image inside them. God also determines the end of each person's life, followed by our judgment (Hebrews 9:27). Thus, abortion (except to save the life of the mother), murder, suicide, assisted death, and euthanasia are sinful human infringements on God's right to begin and end human life.

### **ARTICLE IX. AMENDMENT**

This Constitution may be amended by a three-fourths (3/4) vote of the members present and voting at a special Called Member Meeting of the Church, as set forth in the NWBC Bylaws, Article IX – Section 2, Called Member Meetings.

**NORTHWEST BAPTIST CHURCH, INC.**  
**PART 2: BYLAWS**  
**INTRODUCTION AND THEOLOGICAL FOUNDATIONS**

The Scriptures show us that healthy church formation occurs when the gospel produces an ordered community of disciples (church membership), and this community promotes (evangelism and teaching/discipleship) and protects (doctrine and discipline/restoration) their witness of the gospel. (Matthew 16:13-19; 18:15-20; 28:18-20)

Northwest Baptist Church (also referred to as the Church, or NWBC) seeks to be a healthy church as the body of Christ (1 Corinthians 12:27), with Christ as the head (Ephesians 5:23). The church is governed collectively by its members through discerning the will of Christ's Spirit (Acts 15:28).

NWBC is made up of members who have given a true confession of the gospel (Matthew 16:16-19) and put the gospel on display through the ordinances of baptism (Matthew 28:18-20) and the Lord's Supper (1 Corinthians 11:23-32).

NWBC is led by a plurality of elders, selected from its members (Ephesians 4:11; Titus 1:5), whose primary role is to equip the members for the work of ministry. (Ephesians 4:12-13).

NWBC protects the gospel through maintaining and teaching sound doctrine (Galatians 1:6-9) and practicing church discipline and restoration (Matthew 18:15-20).

NWBC loves Christ by building up His Church (Matthew 16:18) through making disciples, who in turn make more disciples (Matthew 28:16-20).

NWBC strives to maintain unity among its members who represent the body of Christ (1 Corinthians 12:12-13; Ephesians 4:3, 13).

NWBC lives out Christ's mission by preaching the gospel to all nations, so that they may have the opportunity to hear and respond to it (Psalms 67, Matthew 24:14).

In all these things, NWBC seeks to obey the greatest of the commandments, which are: "...you shall love the Lord your God with all your heart, with all your soul, with all your mind, and with all your strength.' This is the first commandment. And the second, like it, is this: 'You shall love your neighbor as yourself.' There is no other commandment greater than these" (Mark 12:30-31).

## **ARTICLE I – MEMBERSHIP**

### **Section 1, Overview:**

The Church is a congregation of disciples of Jesus whom the Holy Spirit has regenerated, who have been baptized upon their profession of faith, and who have covenanted together to glorify Christ. The congregation has the responsibility to glorify Christ through membership, discipline, and doctrine. They gather for the preaching of the Word of God, prayer, and to observe the ordinances of baptism and the Lord's Supper (Matthew 28:19-20). They spread the gospel by preaching and teaching sound doctrine that equips members for the works of ministry God has called them to do (Ephesians 4:11-16). They defend the gospel by guarding and speaking out against false doctrines (Galatians 1:6-9) and by protecting one another from being hardened by sin (Hebrews 3:13; 10:23-25). When an individual member remains unrepentant, the Church exercises the "keys of the kingdom" given by Christ (Matthew 18:15-20). The congregation is not to lead itself. Instead, God has given the church elders to lead through teaching, shepherding, and oversight (Ephesians 4:11-12).

### **Section 2, General:**

The membership of NWBC reserves the right to determine who will be members of the Church and the conditions of such membership.

### **Section 3, Candidacy:**

Any person may present themselves as a candidate for membership by:

- 1) Profession of faith in Jesus Christ as his/her Lord and Savior and requesting Scriptural baptism by immersion; or
- 2) Confession of Jesus Christ as his/her Lord and Savior with a promise of a letter of recommendation from another Southern Baptist Church; or
- 3) Confession of Jesus Christ as his/her Lord and Savior accompanied by a statement of prior conversion experience and scriptural baptism by immersion in a like faith and message church when no letter is obtainable; or
- 4) Confession of Jesus Christ as his/her Lord and Savior accompanied by a statement of prior conversion experience and requesting baptism by immersion when coming from a denomination other than one whose beliefs are of like faith and message; or
- 5) Confession of Jesus Christ as his/her Lord and Savior as part of restoration to the Church membership after having been dropped, as outlined in Article I, Membership, Section 8, Discipline and Problem Resolution.

Candidates will be presented to the Church for affirmation upon completion of the new member process as defined by the elders.

Membership is granted when the candidate has met the requirements for Church membership as described above and has been affirmed by a majority vote of those in attendance of the Church (at one of the Church's regular Member Meetings).

#### **Section 4, Membership Responsibility:**

The following are expectations each member of Northwest Baptist Church holds out for their fellow members and that should be faithfully pursued.

- 1) Attendance: Be faithful in attendance. (Hebrews 10:25)
- 2) Prayer: Undergird the ministry of God's Church with faithful prayer support. (2 Chron 7:14)
- 3) Service: Serve the Lord through the various ministries of the Church. (1 Peter 4:10)
- 4) Witness: Accept the Great Commission as a personal commission. (Matthew 28:18-20)
- 5) Financial Giving: As a New Testament Church, we reflect the spirit of the gospel (2 Corinthians 8:9) in our financial gifts to help meet the regular and other ministerial needs within the Church and its ministries.

#### **Section 5, Membership Privileges:**

- 1) Voting: Every active member is entitled to vote at all elections and on all questions submitted to the Church during Church Member Meetings.
- 2) Participation in Ordinances: Every member of the Church, as well as every born-again believer, may participate in the Ordinances (The Lord's Supper and Baptism) of the Church as administered by the Church.

#### **Section 6, Congregational Authority:**

The polity of the Church shall be described as elder-led congregationalism. In a congregational polity, the final human authority rests with the local, gathered congregation under the ultimate headship of Jesus Christ and the authority of the Scriptures.

- 1) Final Decision-Making Authority: The congregation, as the body of baptized believers covenanted together, has the ultimate earthly say in major Church matters. This includes:
  - a) Electing and Removing Leaders: Votes to call (elect) or remove a pastor and elders.
  - b) Church Membership: Decisions on who is received into membership and who is disciplined or excluded.
  - a) Doctrine and Practice: Responsible for upholding pure doctrine and significant decisions affecting the church's beliefs and practices.

b) Finances and Property: Major budgetary decisions and buying/selling property.

2) Elders and the Congregation: The elders bring recommendations for major decisions (i.e. doctrine/theological positions, operating budget, accepting/removing members, nominations for elders/deacons/Ministry Teams) to the congregation for a vote of affirmation. The members are responsible for discerning the will of Christ for the church and confirming those decisions.

### **Section 7, Membership Termination:**

Membership in the Church shall be terminated by death of the member or may be terminated by any of the following means:

- 1) Transfer by Letter: Letters of transfer to another gospel-aligned church will be granted upon receiving a request from such other church.
- 2) Exclusion: Exclusion by action of the Church (see Article I, Section 7).
- 3) Removal from Membership: A member will be removed from membership upon written request or reasonable proof of membership in a church of another denomination. A letter of transfer is not necessary in this case.

### **Section 8, Inactive Members:**

Membership may be suspended, given evidence that a member has voluntarily elected to remove themselves from fellowship with the Church for a period of two (2) years or more. Primary evidence of such voluntary removal of fellowship shall include the lack of any attendance or giving records. Suspension may not be pursued without appropriate attempts under the direction of the Elder Council to contact and notify the member in question. If contact is made, and the member desires to remain as a member with the Church, they shall not be suspended from membership.

Membership suspension connotes that the Church no longer has fellowship with the member for reasons solely established by the member; that the member is not under any disciplinary action; and that the Church cannot affirm the individual as an active member of the Church. As an inactive member, they would no longer have voting privileges with the Church. An inactive member may be recognized as an active member of the Church after successfully completing a new member class and receiving affirmation by the Church as described above in Article I – Membership, Section 3, Candidacy.

### **Section 9, Discipline and Problem Resolution:**

It shall be the practice of the Church to emphasize to its members that every reasonable measure will be taken to assist any troubled member. The Elders, other members of the Church Staff, and Deacons are available for counsel and guidance. The attitude of members toward one another shall be guided by a concern for restoration, rather than punishment.

Should a member’s conduct become a source of conflict or a serious liability to the general welfare of the Church, the member(s) and the Elders will take every reasonable measure to resolve the problem in accordance with the scriptural principles of discipline found in Matthew 18:15-20. A recommended approach for both person-to-person and non-personal problem resolution can be found in Addendum I – Discipline and Restoration.

If it becomes necessary for the Church to take action to exclude a member, a Called Member Meeting for that purpose will be called in accordance with the Bylaws, Article VIII, Section 2, Called Member Meetings. After hearing all sides of the issue, the Church may proceed to declare the person to be no longer in the membership of the Church upon the affirmative vote of the majority of the members present. All such proceedings shall be pervaded by a spirit of Christian kindness and forbearance.

The Church may restore to membership any person previously excluded, upon request of the excluded person, and by a seventy-five percent (75%) vote of the Church upon evidence of the excluded person’s repentance and completion of the requirements of Article I – Membership, Section 3, Candidacy.

**ARTICLE II – ELDERS**

**Section 1, Overview:**

God raises men from among the congregation to glorify Christ by teaching, shepherding, and leading the church through prayer and the Word of God (Acts 6:4). This role is reserved for men as qualified by scripture (1 Timothy 2:12; 3:1-7). The titles of pastor, elder, and overseer are used interchangeably in scripture to describe these men (Acts 20:17, 28; 1 Peter 5:1-3; Titus 1:5-9). New Testament churches demonstrate a pattern of plurality of elders leading each local church.

NWBC shall appoint qualified men to serve as elders through an Elder Council. The Elder Council provides direction, administration, and pastoral structure. NWBC recognizes the Elder Council is called by God to provide spiritual oversight and leadership for the church but remains accountable to the congregation.

**Section 2, Qualifications:**

Each elder or elder candidate must have a calling from God to this office and must meet and maintain the scriptural standards set forth in God’s Word. The qualifications of an elder are described in 1 Timothy 3:1-7 and Titus 1:6-9. All candidates must be members in good standing (ARTICLE I) for a minimum of two years, except for vocational elders (ARTICLE III). Vocational elders may be hired from outside of the church.

**Section 3, Responsibilities:**

The elders, individually, and the Elder Council, collectively, shall shepherd the flock of God as the servant leaders of the church:

- 1) As overseers, provide leadership to the flock in practical matters (Acts 6:1-6; 11:29-30), concerning the administration and business of the church; in matters of doctrine and the ordinances (Acts 15, 16:4; Titus 1:9); and, in matters of membership, including discipline and character (Titus 1:9; Hebrews 13:17).
- 2) As shepherds, lovingly care for the flock (James 5:14-15) and protect the flock (1 Peter 5:1-3; Hebrews 13:17).
- 3) As teachers, plan and oversee the worship services, including the preaching, and the teaching ministries of the church's small groups (Ephesians 4:11-12).

#### **Section 4, Authority:**

There is a healthy, joyful relationship that God has designed to exist between the congregation and its elders, one that glorifies Christ through obedience and submission. Elders in obedience to Christ submit to Him as the chief shepherd of the church. They keep watch over the souls of Christ's people and will give an account to Him for how they lead the church. (1 Peter 5:1-4)

Hebrews 13:17 illustrates how this principle works within the church. The congregation thrives under godly leadership that models Christ's care and oversight. Leaders thrive when the congregation encourages this model of leadership and joyfully accepts the care and attention of their leaders.

The authority of elders is exercised through their individual roles and responsibilities, collectively assigned by the Council or otherwise provided for in these By-laws. The policy, direction, and management of the ministry of NWBC shall be vested in the Elder Council, unless otherwise reserved to the NWBC body elsewhere in these By-laws. Certain Ministry Teams are established in these By-laws, and the Elder Council may determine other Teams necessary to assist them in fulfilling their duties and ministering to the membership of NWBC. All Ministry Teams shall organize and function under policies and procedures established by the Elder Council and affirmed by the church.

#### **Section 5, Elder Council:**

The Elder Council shall seek the Lord's leadership regarding the number of elders needed to minister at NWBC. There shall be more lay elders than vocational elders.

A determination of the need for additional elders shall be based upon the needs of the church and the availability of those with a God-given desire to serve as an elder. The appointment of a man to serve as an elder is a solemn and serious matter (1 Timothy 5:21-22). The Elder Council shall earnestly, without haste, bias or partiality, seek God's will regarding a potential elder's appointment before recommending him to NWBC for affirmation.

## **Section 6, Paid (Vocational) Elders and Non-Paid (Lay) Elders:**

Vocational elders are defined as those elders who are employed by the church as ministerial staff members. Lay elders are defined as those elders who are not employed by the church as a ministerial staff member. In terms of formal authority, there is no distinction between an elder on staff with the church and any other elder.

Recognizing elders are gifts of Christ (Ephesians 4:11), established by the Holy Spirit (Acts 20:28), and are a natural product of elders raising up the next generation of elders (2 Timothy 2:2).

## **Section 7, Selection:**

Following the principle set forth in 1 Timothy 3:1, it is expected that Scripturally qualified men will be set apart by the Holy Spirit through an aspiration to serve as elders in the church. While church members are encouraged to recommend qualified candidates to the elders, ultimately, any candidate should demonstrate an aspiration and desire to serve in this office.

The elders will carefully consider each candidate, not laying on hands hastily (1 Timothy 5:22), but soberly and diligently selecting qualified candidates to be recommended to the congregation for approval.

All elder candidates will be selected by the congregation as follows: the elders will present to the congregation, at a Called Members' Meeting, a list of candidates for the office of elder.

The church must be given an adequate opportunity to assess each elder candidate. For the office of a vocational elder, the church must be given adequate opportunity to assess his preaching and teaching gifts. All elders will be examined for their commitment to minister personally to the members of the church, and, before being asked to express their judgment, must receive assurance from the Council that, having interviewed the man concerned, they are in no doubt as to his wholehearted assent to the Statement of Faith.

If any member believes a candidate to be unqualified, that member must express concern to the elders, who may, on the basis of that advice, withdraw the candidate.

Following this period of examination by the Council and the church, the elders will announce a Called Members' Meeting to vote on candidates. Voting will take place via a written ballot, with a yes-or-no vote on each nominee. At least one elder, a deacon, and another member who is not an elder or deacon will count the votes. Any nominee receiving approval from three-fourths of the members present and voting on the question will immediately assume the office to which they have been elected.

## **Section 8, Term of Office:**

Elders serve until they resign or are removed by the church. Acknowledging the pressures of their ministry, they are encouraged to seek rest by taking a temporary leave of absence from the Council and their duties, following policies set by the Elder Council.

### **Section 9, Discipline and Removal:**

The decision to remove an elder from office, if he becomes spiritually unqualified or fails to fulfill his responsibilities as determined by the remainder of the Elder Council, shall be presented to the church for affirmation. NWBC members in good standing have the right to pursue formal discipline and possible removal of an elder, due to unrepentant sin in his life (1 Timothy. 5:19-20) in accordance with Addendum I – Discipline and Restoration.

### **Section 10, Elder Council Meetings and Organization:**

The Elder Council shall establish written policies and procedures for conducting its activities. Policies shall be affirmed by the church. All Elder Council meetings shall have written or otherwise recorded minutes of the matters considered. These minutes shall become part of the permanent records of the Elder Council. NWBC members are welcome to attend any open-session portions of the Elder Council meetings, but not the closed-session portions. Upon request, NWBC members shall be granted access to the minutes of any open-session portions of the Elder Council meeting.

### **Section 11, Elder Council Voting and Quorum:**

A quorum is required for voting matters. A proper quorum is defined as two-thirds (2/3) of the Elder Council. A passing vote must be equal to or greater than two-thirds (2/3) of the entire Elder Council.

### **Section 12, Trustees:**

The Lay Elders shall function as Trustees of NWBC. A Board of Trustees shall manage NWBC property, both real and personal, as fiduciaries. They shall represent NWBC in all legal matters. Other NWBC members may also be appointed by the Elder Council to be Trustees for a five-year term with affirmation of the church. The Elder Council shall select a Chairman of the Trustees. The Chairman is the President of the Corporation and shall serve no more than a five-year term.

### **Section 13, Fiduciary Duties of Lay Elders and Trustees**

Scope of Responsibility: Lay Elders of Northwest Baptist Church, Inc. (NWBC), by virtue of their service as members of the Elder Council and as Trustees of the Corporation, are fiduciaries of NWBC. They hold a position of trust and are legally and scripturally obligated to exercise sound judgment and faithful stewardship over the church's affairs, property, and resources in accordance with the Constitution, Bylaws, and the laws of the State of Oklahoma.

Their fiduciary responsibilities include, but are not limited to, fulfilling the duties of care, loyalty, and obedience as recognized under Oklahoma law, *Oklahoma Stat. tit. 18, § 867*, and federal principles applicable to nonprofit directors.

- 1) Duty of Care: Lay Elders and Trustees shall discharge their duties in good faith, with the care that an ordinarily prudent person in a like position would exercise under similar circumstances, and in a manner that they reasonably believe to be in the best interests of NWBC.

This includes:

- a) Active participation in Elder Council and congregational meetings;
- b) Reasonable inquiry into the matters under deliberation;
- c) Regular oversight of the church's spiritual, operational, and financial affairs;
- d) Reliance in good faith on the reports, records, and professional opinions of competent staff, committees, or advisors selected with reasonable care.

- 2) Duty of Loyalty: Lay Elders and Trustees must act with undivided allegiance to NWBC and its mission, avoiding any conflict between personal interests and the interests of the church. This includes:

- a) Prohibiting participation in or influence over any decision in which the Elder or Trustee has a financial, familial, or personal interest;
- b) Full disclosure of actual or potential conflicts of interest to the Elder Council;
- c) Recusal from deliberation and voting on matters in which a conflict exists;
- d) Maintaining confidentiality with respect to sensitive church and member information.

No Elder, Trustee, or member may use his position for personal gain, and no part of the church's assets or income shall inure to the benefit of any individual except as reasonable compensation for services actually rendered.

- 3) Duty of Obedience: Lay Elders and Trustees must ensure that NWBC operates in a manner consistent with its stated mission, faith commitments, governing documents, and applicable civil law. This duty includes:

- a) Ensuring that church resources are used solely for advancing its religious and charitable purposes;
- b) Overseeing compliance with state nonprofit corporation statutes and federal tax-exemption requirements under *Internal Revenue Code § 501(c)(3)*;
- c) Ensuring that all property, assets, and proceeds are administered faithfully as charitable trust assets dedicated to ministry purposes and, upon dissolution, distributed to qualifying Southern Baptist or equivalent charitable entities.

- 4) Trustee-Specific Fiduciary Responsibilities: When acting as Trustees of the Corporation, Lay Elders shall serve as fiduciaries for the tangible and intangible assets of NWBC. Trustees must:

- a) Hold legal title to church property solely for the use and benefit of NWBC;
- b) Execute contracts, deeds, or other legal instruments as authorized by the congregation or the Elder Council;
- c) Maintain adequate property, insurance, and legal safeguards to protect church assets;
- d) Represent the corporation faithfully in all legal and financial matters consistent with the church's nonprofit and tax-exempt status.

No Trustee shall be personally liable for corporate debts or obligations except to the extent of his own willful misconduct, breach of fiduciary duty, or bad faith under *18 O.S. § 867*.

- 5) Accountability and Documentation: Lay Elders and Trustees shall maintain written records of corporate and fiduciary actions, including:
  - a) Minutes of all Elder Council and Trustee meetings;
  - b) Documentation of significant financial or contractual decisions; and
  - c) Records demonstrating compliance with conflict-of-interest policies, compensation-setting procedures, and applicable laws.

Failure to fulfill fiduciary obligations may subject a Lay Elder or Trustee to removal in accordance with these Bylaws and, where applicable, personal liability under state law.

### **ARTICLE III. VOCATIONAL MINISTRY AND PROFESSIONAL/SUPPORT STAFF**

The church calls vocational staff to handle the ongoing, demanding work of a growing congregation.

- 1) Ministry Staff: Lead and oversee ministries and programs for spiritual growth and outreach.
- 2) Professional and Support Staff: Provide administrative leadership for the church's operations: managing budgets, coordinating staff and volunteers, and ensuring the smooth operation and good stewardship of the church facilities and offices.

#### **Section 1, Lead Pastor:**

The lead pastor will be an elder. He will perform the duties of an elder described in Article 2, Section 1, above and will be recognized by the church as set apart to the full-time ministry of the word and prayer.

He will regularly preach and perform such other duties as usually pertain to the office of pastor or as set forth in the Constitution and Bylaws. In the absence or incapacity of the lead pastor, the elders will assume responsibility for his duties, any of which can be delegated.

- 1) Selection (in conjunction with Article II, Sec. 7): If NWBC is without its Lead Pastor, the Elder Council will act as a search group to seek the Lord's will regarding the man to fill this position. They shall receive recommendations from the church and select members in good standing to assist them. When the search group is unanimous in its recognition of God's leadership toward

a candidate, they shall seek the affirmation of the members of NWBC at a regular or special meeting to call a Lead Pastor.

- 2) Removal: Shall be in accordance with Article II, Section 9.
- 3) Duties: In addition to his shepherding role, the Lead Pastor's primary responsibility is the ministry of the Word and prayer. As a leader among equals, he, along with the Elder Council, is called to provide strategic leadership and vision to the body, help believers mature in their faith, and equip the saints for works of service.

**Section 2: Associate Pastors:**

Other pastoral responsibilities may be vested in associate pastors. Associate pastors are recognized as vocational elders of the Church.

- 1) Selection: The Elder Council will act as a search group to seek the Lord's will regarding the man to fill this position. They shall receive recommendations from the church and select members in good standing to assist them. When the search group is unanimous in its recognition of God's leadership toward a candidate, they shall seek the affirmation of the members of NWBC at a regular or special meeting to call an Associate Pastor.
- 2) Removal: Shall be in accordance with Article II, Section 9.
- 3) Duties: An Associate Pastor will aid the Lead Pastor in the performance of his regular duties and will perform any other duties as usually pertain to the office of Elder. The Elder Council will define the responsibilities of the Associate Pastor(s). An Associate Pastor will be recognized by the church as set apart to the full-time ministry of the Word and prayer.

**Section 3: Ministerial Staff:**

- 1) Selection: Ministerial staff are called by God and qualified for the area of service for which they are hired. The Elder Council and Personnel Team shall determine the need for specific ministry roles (ARTICLE V, Sec. 6, A.). The Personnel Team and representative(s) from the Elder Council will act as a search group to seek the Lord's will regarding individuals to fill such positions. They shall receive recommendations from the church and select members in good standing to assist them. When the search group is unanimous in its recognition of God's leadership toward a candidate, they shall seek the affirmation of the members of NWBC at a regular or special meeting. The Personnel Team will work with the Elder Council to supervise and evaluate all ministerial staff in accordance with the NWBC Personnel Policies/Procedures Handbook.

- 2) Removal: The Elder Council and the Personnel Team will work together if ministerial staff should be removed from their positions. Removal of any ministerial staff member may occur if the needs of the church change, if a ministerial staff member becomes spiritually unqualified, or if they fail to fulfill their responsibilities. The Church shall affirm the removal of a ministerial staff person.
- 3) Duties: The ministerial staff work together to fulfill the vision and direction of the church. Unless included in these Bylaws, specific duties shall be defined by the Personnel Team.

#### **Section 4, Professional/Support Staff:**

The Elder Council shall determine the church's staffing needs in consultation with the Personnel Team. The professional/support staff shall be selected, supervised, evaluated, and retained in accordance with the NWBC Personnel Policies/Procedures Handbook. The Personnel Team shall define specific duties.

The Church will maintain certain positions to ensure sound recordkeeping and accountability for the stewardship of the Church's financial resources:

- 1) Church Treasurer (Financial Officer):
  - a) General: The Church Treasurer is responsible for the proper receipt, accounting, and disbursement of Church funds within policies established by the Church for adequate financial control.
  - b) Qualifications and Election: The nominees for Church Treasurer must be knowledgeable about collecting, counting and recording procedures. The Finance Ministry Team shall submit the names of three (3) qualified lay persons to the Elder Council for the position of Church Treasurer. The Elder Council will present the names of the nominees to the Church body for approval.
  - c) Term: The Church Treasurer shall serve a three (3) year term. The Church Treasurer may be elected by the Church to consecutive terms to provide continuity.
  - (a) Duties and Responsibilities of Church Treasurer:
    - i) Represents the Church as a Corporate Officer.
    - ii) Keeps accurate records in appropriate financial journals of all monies received and disbursed.
    - iii) Provides monthly and annual financial reports to the Church in regular (or related Called) Member Meetings regarding up-to-date budget expenditures and receipts.
    - iv) Participates in and reports regularly to the Finance Ministry Team and congregational meetings.
    - v) Can make recommendations through the Finance Ministry Team and Trustees concerning the investment of funds.
    - vi) Ensure that all governmental taxes, reporting forms, and regulations are met on a timely basis.

- vii) Coordinating the issuing, monitoring and collection of Church credit cards, limits, uses and payments.
- viii) Keeps Church staff and appropriate Ministry Teams informed of any trends or changes seen within the Church's financial integrity strength.
- ix) Instills and preserves high confidence of financial records throughout the Church congregation.

2) Clerk:

- a) The Clerk will be responsible for keeping an accurate record of all business meetings of the Church. The Clerk will ensure that all communications written as official reports are preserved on file. The Clerk may choose, in coordination with the Elder Council, to delegate to the keeping of a register of the names of members with dates of admissions, baptisms, transfers, deletions, and deaths; issuing letters of transfer; or other routine administrative duties as appropriate. All Church records are Church property and will be filed in the Church office and available for inspection by Church members (except personnel files) during normal business hours. The Church may elect Assistant Clerks as needed.

**Section 5, Personal Liability:**

The private property of Pastors, Ministerial Staff, Non-ministerial Staff, Officers, Trustees, Clerks, Lay Leaders, and members of this Church shall be exempt from Corporate debts and liabilities.

**ARTICLE IV – DEACONS**

**Section 1, General:**

The deacons are leading servants at NWBC who assist the elders in ministering to the spiritual and physical needs of the church. The deacons shall organize themselves to serve the church and fulfill their biblical responsibilities effectively.

**Section 2, Qualifications:**

Deacons shall be members of the Church who meet the scriptural qualifications in 1 Timothy 3:8-13.

**Section 3, Deacon Selection and Ordination:**

The congregation shall nominate qualified individuals to serve in these Deacon roles (Acts 6:1-7).

The Elder Council will establish an Ordination Team comprising qualified Elders and existing Deacons to examine the nominees.

Once affirmed by the Ordination Team, the nominees will be presented to the Church for final approval. Any nominee for the office of deacon will be selected by the congregation as follows: the elders will present to the congregation, at a Called Members' Meeting, a list of qualified nominees they have examined and affirmed for the office of deacon. For a period of at least two weeks, the church will consider whether such nominees are qualified for the office. If any member believes a nominee to be unqualified, that member must express concern to the elders, who may, on the basis of that advice, withdraw names from the list of nominees. At the next Members' Meeting, the elders will again present the nominees to the church, who will vote 'yes' or 'no' by written ballot on each nominee separately. At least one elder and another member who is not an elder will count the votes. Any nominee receiving approval from three-fourths of the members present and voting on the question will immediately assume the office to which they have been elected.

Deacon candidates shall be set apart to their office by ordination. The Lead Pastor shall schedule and lead the Church through an ordination service for nominees who receive affirmation from the members.

#### **Section 4, Responsibilities:**

Deacons shall care for the temporal needs of members, attend to the accommodations for public worship, and encourage and support those able to help others and those with gifts of administration. The elders, with assistance from the deacons, shall receive, hold, and disburse a fund for benevolence, reporting to the elders at their request on its use, and reporting to the church only its total receipts and total disbursements.

In addition to the responsibilities described in this Article, a Deacon has duties as outlined in the Deacon Ministry Plan.

#### **Section 5, Officers:**

The Deacon Ministry Team shall annually elect from their own body a Vice Chairman who serves as the Chair Elect for the subsequent year, a Secretary, and any other Officer the Team deems necessary to fulfill their Ministry.

### **ARTICLE V – MINISTRY TEAMS**

#### **Section 1, General Purpose of Ministry Teams:**

NWBC is committed to accomplishing its purpose through the ministry of its members. To achieve this goal, NWBC shall organize into ministry teams. All NWBC members in good standing are encouraged to participate and serve on these teams. Accordingly, God has equipped each member to serve. One of the clear responsibilities of an elder is "to equip the saints for the work of ministry and for building up the body of Christ" (Ephesians 4:11–12). Members are provided the opportunity to use their gifts by serving on one of the Ministry Teams (1 Peter 4:10). The

Ministry Teams meet regularly, with representation from the Elder Council, to communicate and collaborate on the church's ministries.

### **Section 2, The Elections of Ministry Teams:**

- 1) On an annual basis, the Elder Council will work with the Ministry Team leaders to consolidate the names of church members whom they recommend to fill vacancies on each Ministry Team. Nominees should be those who have identified a specific Ministry they would like to support and who the Elder Council supports to serve in a specific position.
- 2) Nominees will be presented to the Church, along with the Chairperson and Vice Chairperson for each Ministry Team, as they are developed. This should occur in conjunction with the presentation of the annual operating budget.

### **Section 3, Ministry Team Leadership and Membership:**

Ministry Teams may be led by members (including Elders and/or Ministry Staff) who serve as Chairperson and Vice Chairperson for a term of one (1) year, or until a successor is elected. The outgoing Chairperson, whose term has expired, may be requested to continue serving on the Team as an Advisor (without voting privileges), to provide continuity. The term for each Ministry Team member shall be three (3) years. After serving a full term [or at least two (2) years if elected to fill an unexpired term], the Team member is ineligible for re-election to the same Team for a period of one year. Team members elected to serve an unexpired term of less than two years are eligible to be elected without interruption to a full three-year term. Each Ministry Team will be comprised of five (5) members, unless designated otherwise. If additional Ministry Team members are required, the Ministry Team Chairperson will present this plan to the elders for approval. The Elder Council will present recommendations to the Church each year, or sooner, if necessary, to approve team members to bring the Ministry Team back to full strength in the event of a vacancy.

### **Section 4, Ministry Team Structure:**

The Ministry Teams are divided into three main groups: (1) Deacon Ministry Team, (2) Operations Ministry Teams, and (3) Discipleship Ministry Teams. Any additional Ministry Team will require approval by the Church body in a Member Meeting.

The Deacon Ministry Team's responsibilities are included in Article III, Section 4, and the Deacon Ministry Plan.

The Operations Ministry Team will include the Finance, Personnel, Building and Grounds, and Fellowship Teams.

The Discipleship Ministry Teams will include Children's/Youth/Men's/Women's Ministries, Community Groups, Missions, Worship, Counseling, and Language Learning Fellowship.

### **Section 5, Ministry Team Responsibilities:**

- 1) Each Ministry Team shall work with the Elder Council and/or Ministerial Staff to develop the goals and objectives for their respective Team and present their plan(s) at the Ministry Team Meeting.
- 2) Each Ministry Team, which requires a funded budget, will submit a proposed annual budget to the Finance Ministry Team within the guidelines and timeline as suggested by the Finance Ministry Team.
- 3) Each Ministry Team shall focus not only on achieving the goals and objectives defined for their specific Team, but also on the spiritual growth and development of every member of the Team as they serve together.
- 4) The Elder Council supervises Ministry Teams and may assign individual elders to oversee specific Teams. At least one elder will be assigned to the Deacon, Personnel, and Finance Ministry Teams.

### **Section 6, Select Ministry Teams Requiring Detailed Explanation:**

- 1) Personnel Ministry Team: The Personnel Ministry Team shall oversee the initial and ongoing employment of all employees. They are responsible for maintaining job descriptions, policies and procedures, and all employee compensation. The Personnel Ministry Team shall work with the Elder Council to determine the annual compensation for the paid (vocational) elders. Vocational elders will not be involved in determining employee compensation.
- 2) Finance Ministry Team: The Finance Ministry Team is charged with guiding the members to be wise stewards of the Church's financial resources. They shall ensure that the Church's accounting practices are of the highest integrity and follow the principles of maintaining separate transaction activities for the authorization of transactions, the recording of transactions, and the custody of assets. Additional responsibilities will include:
  - a) Ensuring that all funds received for any purpose will pass through the hands of the Counting Team (a sub-team of the Finance Ministry Team or Church Treasurer).
  - b) Verifying expenditures are authorized under the Church-approved current budget.
  - c) Receiving non-budgeted requests from the Church Treasurer or from other Ministry Teams.
  - d) Ensuring funds are on deposit to pay each currently approved obligation without any deficit financing.
  - e) Preparation in consultation with the respective Church Staff and Ministry Teams of the annual proposed Church Budget, to be presented to the Church for approval.
  - f) Maintain an Emergency Reserve Fund in an amount sufficient for unexpected contingencies, e.g., unanticipated and nonrecurring extraordinary needs of an emergency

nature. This amount will be determined by the Finance Team and approved by the Church in conjunction with the annual Church Budget.

- g) Review of Bank Statements as a self-audit of our processes and expenditures.
- h) Search for ways to reduce expenditures of the church.
- i) Present fundraising plans, goals, and updates for non-budgeted Church-approved projects.
- j) Verify that monthly Financial Statements are made available to Church members.
- k) Acquiring and disposing of vehicles, as requested by the Trustees and approved by the Church, if required.
- l) Shall consider the Church fiscal year to be the calendar year.

### **Section 7, Ministry Teams Meeting**

The Elder Council will hold a regular meeting with the Ministry Teams' collective leadership. This meeting will provide Elders and Ministry Teams the opportunity to share updates and celebrate what God is doing in their areas of ministry. It will also allow the elders to ensure the Ministry Teams are carrying out their responsibilities effectively and help equip each team for continued fruitfulness.

## **ARTICLE VI – CHURCH SERVICES**

### **Section 1, General:**

The Church will maintain any services the Church may deem necessary for the purpose of enriching and extending the ministries and programs of the Church. The Church will meet regularly for the worship of Almighty God. The services will be open to all individuals for peaceful participation in worship and conducted under the direction of the Lead Pastor.

## **ARTICLE VII – CHURCH ORDINANCES**

### **Section 1, Baptism:**

The Church will receive for baptism any person who has received Jesus Christ as Savior by personal faith, who professes Him publicly at any worship service, and who indicates a commitment to follow Christ as Lord. Personal counseling by the Lead Pastor or someone designated by him prior to baptism is required. Baptism will be by immersion in water.

The Lead Pastor, his designee, or the person influential in leading the candidate to faith in Christ may assist with the baptism. Baptism is one of the two (2) ordinances of the Church and will be administered as an act of worship of the Church and is a separate and distinct function of the Church from Church membership.

### **Section 2, The Lord's Supper:**

The Church will observe the Lord's Supper regularly as directed by the Church and/or scheduled by the Lead Pastor in conjunction with the Deacon Ministry Team. The Church will practice "open communion," offering the Lord's Supper to all born-again believers.

## **ARTICLE VIII – CHURCH MEMBER MEETINGS**

### **Section 1, Regular Member Meetings:**

The Church shall meet quarterly at a designated time to approve new members, new budgets, Ministry Team members, and other matters required for the routine operations of the Church. Regular Member Meetings are to be moderated by the Lead Pastor or his designee.

### **Section 2, Called Member Meetings:**

When requested by the Elder Council, a Called Business Meeting may be called. This meeting shall be announced from the pulpit at any regular church service and included in any available media for two (2) consecutive weeks. Such notice shall include the agenda, date, time, and place of the Called Member Meeting. No other business than that specified in the announced agenda for the Meeting shall be considered.

### **Section 3, Quorum:**

The quorum consists of those members in good standing who attend the regular or Called Member Meeting.

### **Section 4, Parliamentary Authority:**

A Parliamentarian, recommended by the Elder Council and approved by the Church, shall assist the moderator of any Business Meeting by clarifying the rules using the current edition of Robert's Rules of Order Newly Revised. These rules serve as the parliamentary authority in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws and any special rules of order the Church may adopt.

## **ARTICLE IX – VOTING**

### **Section 1, Principles:**

The church operates under the Lordship of Christ through democratic process. The process for church voting shall be interpreted and carried out to fulfill the following principles:

- 1) Substantial prayer, both individually and corporately, should be an integral part of the voting process;
- 2) The elders should seek recommendations and involvement from the general membership in the nomination process;
- 3) Nominations should proceed with the support of the elders;

- 4) All candidates for church office should be treated with the grace, kindness, and honesty appropriate in evaluating fellow members;
- 5) The voting process shall reflect the spirit of mutual trust, openness, and loving consideration that is characteristic of the body of our Lord Jesus Christ.

### **Section 2, Ballot Vote Issues:**

The following items require a three-fourths (75%) affirmation of the members in good standing attending a regular or special meeting:

- 1) Policies and procedures established by the Elder Council
- 2) Annual budget of NWBC
- 3) Incurring debt
- 4) Amending By-laws

The following items require a ballot vote with a three-fourths (75%) affirmation of the members in good standing attending a regular or special meeting is required on the following items:

- 1) Selection or removal of an elder
- 2) Selection or removal of a deacon
- 3) Selection or removal of full-time ministerial staff members
- 4) Removal of membership because of church discipline

All other business will require a majority vote of greater than 50%, from the members in good standing attending a regular or Called Member Meeting, for any motion to pass. These votes may be conducted through non-ballot methods, unless otherwise determined by the Elder Council.

When ballot voting is used, the moderator will form an ad hoc group, comprised of both elders and deacons who are present at the meeting, to collect and count the ballots and report the results back to the moderator.

## **ARTICLE X – CONFLICT OF INTEREST POLICY**

### **Section 1, Purpose:**

This Conflict of Interest Policy is adopted to protect the integrity and tax-exempt status of Northwest Baptist Church, Inc. (NWBC) under *Internal Revenue Code § 501(c)(3)* and to comply with applicable Oklahoma nonprofit corporation law. Its purpose is to ensure that NWBC's decisions are made solely to promote its religious and charitable mission and not influenced by personal or private interests of any Elder, Trustee, Officer, Staff Member, or other person in a position of authority. This policy is intended to prevent both actual and perceived misuse of charitable assets in accordance with *Okla. Stat. tit. 18, § 1030* and IRS guidance on inurement and private benefit.

## **Section 2, Definition of a Conflict of Interest:**

A conflict of interest arises whenever an individual in a position of authority within NWBC has a personal, professional, or financial interest that may impair or appear to impair their independent judgment in the exercise of official responsibilities. This includes, but is not limited to:

- 1) Having, directly or indirectly, through business, investment, or family, an ownership or compensation interest in any entity with which NWBC has or is negotiating a transaction or arrangement;
- 2) Serving as an officer, director, employee, or agent of any organization engaged in transactions with NWBC;
- 3) Receiving, or having the potential to receive, a material benefit from NWBC other than through reasonable compensation for services rendered; or
- 4) Participating in compensation matters that directly affect the individual or their family members.

The term *family member* includes a spouse, child, parent, sibling, or any other relative residing in the same household.

## **Section 3, Duty to Disclose:**

Any Elder, Trustee, Officer, or Staff Member having a potential financial or personal interest in any matter before the Elder Council, Trustees, or other governing body must disclose the nature of the interest to the full body prior to deliberation or decision on the matter.

Such disclosure must be made in writing and included in the minutes of the meeting. The interested person shall provide all material facts relevant to the proposed transaction or arrangement.

## **Section 4, Determining Whether a Conflict of Interest Exists:**

After full disclosure of the potential conflict and any questions by disinterested members, the interested person shall leave the meeting while the remaining disinterested members of the body discuss and determine whether a conflict exists. A disinterested majority shall make the determination by vote and record it in the minutes.

## **Section 5, Procedures for Addressing a Conflict of Interest:**

- 1) The disinterested members may investigate alternatives to the proposed transaction or arrangement.
- 2) After exercising due diligence, the governing body shall determine whether NWBC can obtain a more advantageous transaction or arrangement with reasonable effort from a person or entity that does not give rise to a conflict of interest.

- 3) If a more advantageous alternative is not reasonably possible, the disinterested body may approve the proposed transaction by majority vote, provided it is fair, reasonable, and in the best interests of NWBC.
- 4) In all cases involving compensation, Elders or Trustees receiving compensation directly or indirectly from NWBC shall not vote on their own compensation and may not be present during related deliberations, consistent with the IRS rebuttable presumption of reasonableness procedure.

#### **Section 6, Documentation:**

The minutes of meetings where conflicts of interest are disclosed or transactions are approved shall include:

- 1) The names of the persons disclosing real or potential conflicts and the nature of the conflict;
- 2) The decision as to whether a conflict existed;
- 3) The names of all persons present for discussion and votes related to the transaction;
- 4) The comparability data used in determining reasonableness, if applicable; and
- 5) The vote and outcome of the decision.

#### **Section 7, Violations of the Policy:**

If a governing individual fails to disclose an actual or potential conflict of interest, the Elder Council may take appropriate disciplinary and corrective action, which may include rescission of the transaction, censure, or removal from office in accordance with these Bylaws.

#### **Section 8, Annual Statements:**

Each Elder, Trustee, Officer, and key Staff Member shall annually sign a statement affirming that they have:

- 1) Received a copy of this Conflict of Interest Policy;
- 2) Read and understood the policy;
- 3) Agreed to comply with the policy; and
- 4) Declared any existing or foreseeable conflicts of interest.

#### **Section 9, Periodic Reviews:**

NWBC shall conduct periodic reviews to ensure the church operates in a manner consistent with its charitable purposes and does not engage in activities that could jeopardize its tax-exempt status. These reviews shall include:

- 1) Verification of compliance with this Conflict of Interest Policy; and
- 2) Reviews of compensation arrangements and benefits to determine they are reasonable and based on competent comparability data.

#### **Section 10, Use of Outside Experts:**

When conducting a review of compensation or financial transactions, the church may use independent expert advisors, but reliance on such advice shall not relieve the Elder Council or Trustees of their fiduciary duties under the law.

**ARTICLE XI – MISCELLANEOUS**

**Section 1, Church Operations Manual:**

The Church shall maintain a Church Operations Manual, a copy of which is to be kept in the Church office. This manual will include the Church Constitution, Bylaws, the Baptist Faith and Message 2000, Job Descriptions (including Staff Ministers and Ministry Assistants), current monthly Financial Statements, and all Church Policies. The Clerk shall maintain this Manual, which will be available at the Church office for review by any member.

**Section 2, Amendments:**

Any member in good standing, desiring to amend this Constitution and Bylaws, must first submit the proposed amendment in writing to the Elder Council and appear at the next Elder Council meeting to discuss the proposal. If the decision is made to proceed with consideration of the proposed amendment, it shall be announced to the church, published for at least 30 days, and presented at the next regular meeting of the church for affirmation.

Amendments will be voted on following the guidelines listed in ARTICLE IX.

**Section 3, Severability:**

The invalidity of any provision of these Bylaws shall not affect the other provisions hereof, and in such event, these Bylaws shall be construed in all respects as if such invalid provisions were omitted.

**ARTICLE XII – RECISSION**

This Constitution and Bylaws supersede and rescind any former Constitution and Bylaws adopted by NWBC.

**ADDENDUM I – DISCIPLINE AND RESTORATION**

Matthew 18:15-17	<b>Verse 15:</b> If your brother sins against you, go and show him his fault, just between the two of you. If he listens to you, you have won your brother over.	<b>Verse 16:</b> But if he will not listen, take one or two others along, so that every matter may be established by the testimony of two or three witnesses.	<b>Verse 17:</b> If he refuses to listen to them, tell it to the church;	<b>Verse 17 cont.:</b> and if he refuses to listen even to the church, treat him as you would a pagan or tax collector.
	Step 1	Step 2	Step 3	Step 4
	Go to the person and confront the trespass through love and compassion with the goal of restoration and church unity.	Go to the person with one or more unbiased individuals and confront the trespass.  Only proceed to Step 3 when the Elder Council has been consulted and efforts to resolve the issue have been exhausted.	Bring the trespass before the church through the recommendation of the Elder Council.	If the trespass is confirmed and not resolved, the Church is to exclude the person from Church membership.  See Church Bylaws, Article I, Section 8, Discipline and Problem Resolution.

Clarifications:

If the person who trespasses is a **Deacon**, Step 2 should include one of the **Elders** and a **Deacon Officer**.

If the person who trespasses is a **non-elder Staff Member**, Step 2 should include the **Lead Pastor**.

If the person who trespasses is an **Elder**, Step 2 should include at least two of the **Lay Elders** and the **Lead Pastor**.

**ADDENDUM II – CONFLICT OF INTEREST FORM**

NORTHWEST BAPTIST CHURCH, INC.  
Lay Elder Annual Conflict of Interest Disclosure Form

Purpose

This form ensures compliance with Northwest Baptist Church’s Conflict of Interest Policy and safeguards the integrity of the Church’s ministry, governance, and financial stewardship. As fiduciaries and Trustees, Lay Elders must act in the best interests of Northwest Baptist Church, Inc. (“NWBC”) and avoid any activity or personal interest that could conflict with those duties. This disclosure fulfills the annual requirements of the Church’s Conflict of Interest Policy and §501(c)(3) of the Internal Revenue Code.

1. Personal Information

Full Name: \_\_\_\_\_

Position: Lay Elder / Trustee

Phone: \_\_\_\_\_ Email: \_\_\_\_\_

Date of Completion: \_\_\_\_\_

2. Acknowledgment of Policy

I acknowledge that I have:

1. Received a copy of the Northwest Baptist Church Conflict of Interest Policy;
2. Read and understood the policy in its entirety;
3. Agreed to comply with the policy provisions;
4. Been informed that Northwest Baptist Church, Inc. is a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code and that it must engage primarily in activities that accomplish its charitable and religious purposes; and
5. Been advised that I must avoid participation in any decision where I have a potential financial, familial, or personal conflict of interest.

3. Disclosure of Interests

Please complete one of the following sections:

- I have no actual or potential conflicts of interest to report.
- I have the following potential or actual conflicts of interest to disclose:

(Describe any relationships, transactions, positions, or circumstances that may pose an actual or perceived conflict with your duties as a Lay Elder/Trustee. Include any nonprofit or for-profit boards on which you or an immediate family member serve, any ownership interests, business relationships with NWBC, or family ties to staff or vendors.)

1. \_\_\_\_\_
2. \_\_\_\_\_
3. \_\_\_\_\_

If additional space is needed, please attach a separate page.

#### 4. Certification

I certify that the information provided above is true, complete, and correct to the best of my knowledge and belief. I understand that failure to disclose a potential conflict or to comply with the Conflict of Interest Policy may result in corrective action, including removal as a Lay Elder or Trustee in accordance with the NWBC Bylaws. I further agree to promptly update this disclosure in the event of any material change in circumstances during my time of service.

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Date: \_\_\_\_\_

For Church Administrative Use

Received by: \_\_\_\_\_

Position: \_\_\_\_\_

Date Received: \_\_\_\_\_

Reviewed by Elder Council on: \_\_\_\_\_

Disposition:  No Conflict Found  Conflict Disclosed and Managed

Notes:

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Retention: This form shall be retained in confidence by the Clerk or designated Church Administrator and reviewed annually by the Elder Council in accordance with the Conflict of Interest Policy.