

CONSTITUTION
NORTHBROOK BAPTIST CHURCH
1700 Boyson Road NE, Cedar Rapids, Iowa 52402
Originally Approved 5/23/93. Revised 9/19/04 and 2/21/10.

PREAMBLE. Since it is the purpose of this church to glorify God in all that we do and to advance the kingdom of God by evangelizing the lost and encouraging the spiritual growth of believers through the ministry of the Word of God and the administration of the ordinances taught in the New Testament, and desiring that all things be done decently and in order within this church and that we preserve the freedom of action of this body while maintaining relationships with churches of like faith and practice, we, the members of Northbrook Baptist Church of Cedar Rapids, Iowa, do ordain and establish the following Constitution and Bylaws to which we voluntarily submit ourselves:

ARTICLE I – NAME. The name of this church shall be NORTHBROOK BAPTIST CHURCH OF CEDAR RAPIDS, IOWA.

ARTICLE II – PURPOSE. It shall be the purpose of this church to work to fulfill the Great Commission of Jesus Christ as recorded in Matthew 28:19-20: To go and make disciples of all people groups throughout Cedar Rapids, Iowa, the United States, and around the world by proclaiming the Gospel and by baptizing disciples and teaching them to know and live in obedience to the Word of God.

ARTICLE III – MEMBERSHIP. This church shall consist of those who have repented of their sin, believe in and trust Jesus Christ as Savior and Lord, have been baptized as a believer by immersion, have sought membership and been approved as a member, and whose interpretation of the Bible is generally consistent with the Baptist Faith and Message Statement adopted by the Southern Baptist Convention in 2000, a copy of which is attached to this Constitution.

ARTICLE IV – OFFICERS. The biblical officers of this church are elders and deacons. The church may also recognize administrators and other representatives as listed in the Bylaws or otherwise required from time to time. The selection and duties of such officers, administrators, and representatives shall be in accord with the New Testament and the Bylaws.

ARTICLE V – MEETINGS. This church shall meet regularly for worship, biblical instruction, prayer, fellowship, and the transaction of business as provided in the Bylaws.

ARTICLE VI – AMENDMENTS. This Constitution may be amended by an affirmative vote of two-thirds or greater of the eligible members present at any regular members' meeting of the church or any special members' meeting called for that purpose. Notice of intention to amend the Constitution including the specific wording of the proposed amendment shall be made publicly available in writing at the church and shall be announced publicly during the two Sunday morning worship services immediately prior to the meeting.

BYLAWS
NORTHBROOK BAPTIST CHURCH
1700 Boyson Road NE, Cedar Rapids, Iowa 52402
Approved 2/21/10

ARTICLE I – MEMBERSHIP

Section 1 – Northbrook Baptist Church. Northbrook Baptist Church of Cedar Rapids, Iowa (NBC) is a Christian church whose members profess repentance of their sins and belief in the Lord Jesus Christ, have affirmed this profession through baptism and evidence it in their lives, and agree to assemble regularly to live out their common faith as they hear God’s Word preached and taught, baptize believers, partake of the Lord’s Supper, sing praises to God, pray, work to spread and share the Gospel, encourage one another in mutual accountability, practice and submit to church discipline, and exercise the gifts of the Holy Spirit for the strengthening of Christ’s local church at NBC and His universal church.

Section 2 – Eligibility and Admission to Membership. Upon completion of any membership training required by NBC and meeting with at least one elder, a person who meets the minimum requirements below may be recommended by the elders for membership with NBC:

- (1) Understands the Gospel – that God, who is holy and just, created Man in His own image; that Man, by nature and choice, rebels and sins against God and is therefore deserving of death as the just punishment for sinning against a perfectly holy God; that Jesus, God’s only Son, came in the flesh as a man, lived a perfectly holy life, and died on the cross to pay the penalty for sin; that God raised Jesus bodily from the dead; and that all those who repent of their sin and believe in Jesus as Lord and Savior are forgiven of their sin, reconciled to God, and granted eternal life;
- (2) Appears to genuinely and credibly confess repentance for sin and belief in Jesus Christ as Lord and Savior;
- (3) Has been baptized by immersion as a believer;
- (4) Agrees with the fundamental doctrines of the Christian faith and does not have significant disagreements with NBC’s statement of faith (the Baptist Faith and Message adopted by Southern Baptist Convention in 2000);
- (5) Agrees to be governed by NBC’s Constitution and Bylaws;
- (6) Is not under discipline in any other church unless, after examining the matter, the elders at NBC believe the other church’s discipline was unbiblical or otherwise improper; and
- (7) Is not a member of (or will resign from membership in) any other church, unless a special exception is warranted and is recommended by the elders and approved by the church. Special exceptions may, but are not required to, include temporary but lengthy time periods away from the Cedar Rapids area for things like military service, education, jobs, or regularly living in multiple homes. A special exception may be implemented by creating an associate membership track whereby associate members have all the rights and privileges of being a member except they would not be allowed to vote at members’ meetings (but are encouraged to otherwise participate) and would not be expected to actively participate in and regularly attend NBC when they are absent because of the special exception.

A person recommended by the elders for membership is admitted to membership upon congregational approval by majority vote.

Section 3 – Expectations of Members. The Bible instructs Christians to be regularly and actively involved in local Christian churches. Expectations of NBC members include, but are not limited to, the following:

- (1) Attend NBC regularly, Hebrews 10:25;
- (2) Support/give regularly and cheerfully to NBC, 2 Cor. 8, 9; Psalm 24:1; Acts 4:32-37;
- (3) Love and be committed to entire body of Christian brothers and sisters at NBC, John 13:35; 1 Corinthians 3; James 2:1-9; 1 John 4:20;
- (4) Participate in the Lord's Supper at NBC, Acts 2:41-42; 1 Corinthians 11:23-26;
- (5) Exercise gifts to build up the local body of Christ at NBC, 1 Corinthians 12:4-11, 14:12; Ephesians 4:12-13; and
- (6) Devote time and effort to understand the Bible, fellowship with other members, break bread together, and pray together and for each other, Acts 2:41-42.

Section 4 – Termination of Membership. Membership may be terminated in one of three ways:

- (1) Membership is automatically terminated by death.
- (2) Membership may be terminated by voluntary resignation (including letters of transfer) which must be congregationally approved by majority vote.
- (3) Membership may be terminated for reasons of church discipline which must be congregationally approved by an affirmative vote of two-thirds or more.

Section 5 – Process of Church Discipline. Matters of church discipline shall be handled consistently with Matthew 18:15-17, 1 Corinthians 5, and 1 Timothy 5:19-20. If any member refuses to repent of any clear sin after being confronted privately by the person offended (unless a special exception exists) and subsequently with one or two witnesses present, such refusal to repent shall be brought to the attention of the elders as a whole. Any clear public sin by a member should be brought to the attention of the elders as a whole immediately. The elders shall investigate such matters in a timely fashion and in whatever manner they deem appropriate. If the member continues to refuse to repent of such sin after investigation and intervention by the elders, the elders shall notify the congregation of the member's unrepentant sin and recommend an appropriate course of action. No action will be taken against any member during the first members' meeting at which the congregation is notified of the need for church discipline against the member, with the exception that immediate action may be taken against a member for very clear unrepentant and public sins. See 1 Corinthians 5. The congregation shall have the final say over whether a proposed course of action is taken against the member including termination of membership, but must vote up or down, without any amendments, the elders' recommended course of action. All such church discipline votes, except in the case of membership termination as set forth in Article I, Section 4(3) above, shall be approved by majority vote.

An elder accused of unrepentant sin or other serious misconduct shall not take part in any elder investigation, congregational notification, or elders' recommendation of appropriate action with respect to that accusation. If the accusation is supported by two or three witnesses, see 1 Timothy 5:19, the remaining elders must notify the congregation of the general nature of the qualifying accusations against the elder in a timely fashion. The remaining elders, after investigating the accusation, may recommend any appropriate action or that no action be taken depending on the nature of the accusation and the strength of the evidence. The congregation shall have the final say over what, if any, action to take against the elder including termination of membership.

After appropriately referring a potential disciplinary matter to the elders and allowing them sufficient time to investigate and take appropriate action, a member who believes the elders should have referred but did not refer the matter to the congregation for disciplinary action may bring the matter to the attention of the congregation at a members' meeting.

ARTICLE II – CHURCH DECISION-MAKING AND OFFICES

Section 1 – Congregation. The final human authority under Christ over NBC rests with the congregation – not pastors, elders, deacons, a denomination, denominational leadership, or any other human authority. The Bible and these Bylaws specifically give the congregation as a whole final decision-making authority over doctrine, discipline, membership, disputes between members, and selection of leaders/representatives. See, e.g., Matthew 18:15-17; Acts 6:1-6, 11:22, 15:2-4; 1 Corinthians 1:2, 5:1-13, 6:1-8, 16:1-4; 2 Corinthians 2:6-10; Galatians 1:2, 6-9; 1 Timothy 3:15; and 2 Timothy 4:2-4. These Bylaws also set forth other specific decisions that NBC has determined shall be made by the congregation as a whole. All other decisions not specifically reserved to the congregation in the Bible or these Bylaws may be made by the elders if not otherwise delegated by these Bylaws to a deacon, administrator, or other church representative. The congregation has a responsibility to provide helpful information and insight to its elders as they take or recommend actions, and to appropriately obey and submit to its leaders. See Hebrews 13:17. The elders have a responsibility to keep the congregation informed about significant matters under consideration and, when possible and appropriate, to seek input and recommendations from the congregation on such matters.

Section 2 – Elders.

- (1) Definition and Number. The Bible uses the terms elders, overseers, and pastors interchangeably to refer to the same local church office. See, e.g., Acts 20:17-28. These Bylaws will refer to those who fill the office as elders. The New Testament regularly refers to elders in the plural, see, e.g., Titus 1:5; Acts 14:23, 20:17; and James 5:14, although a precise number of elders for a local church is nowhere mandated in Scripture. NBC shall have, whenever possible, at least three to five elders meeting the necessary qualifications and may have as many additional elders as are necessary consistent with the size and spiritual needs of the church. NBC shall have, whenever possible, an equal or greater number of elders who are not employed by the church as those elders who are employed by the church.
- (2) Responsibilities. The elders at NBC are responsible for leading and directing the spiritual and practical affairs of the church, subject always and as appropriate to the authority of the congregation as a whole. Such responsibilities include, but are not limited to, exercising spiritual oversight over and shepherding the congregation, keeping watch over the souls of members, preaching and teaching and otherwise giving instruction in sound doctrine, rebuking those who contradict God’s Word, protecting the church and its members from spiritual attack and from twisted speech (untruthful, contrary to Gospel or Scripture), being God’s steward (including over financial and supervisory matters), being an example to the church, helping the spiritually weak, praying for the sick, being hospitable, admonishing the congregation and members when and where necessary by staying alert, and making decisions and caring for the entire congregation and otherwise managing the household of God. See, e.g., Acts 16:4, 20:28; 1 Timothy 3:1-7, 5:17; Titus 1:7-9; Hebrews 13:7; James 5:14; 1 Peter 5:4. In exercising spiritual oversight over the congregation, the elders shall regularly review and update the membership rolls of NBC, and shall oversee the work of the Deacons (Section 3 below) and any administrators and representatives (Section 4 below).
- (3) Minimum Qualifications. Minimum elder qualifications are found in 1 Timothy 3:2-7 and Titus 1:6-9. In accordance with Scripture, the office of elder is limited to men.

Section 3 – Deacons.

- (1) Definition and Number. The word for deacon in the Bible, “diakonos,” means servant or minister. As demonstrated in Acts 6:1-6, deacons serve several purposes: (a) to fulfill particular physical needs of the church by ensuring wise use of available ministry resources (though not deciding overall allocation of church resources); (b) to promote unity within the church by serving impartially; and (c) to support the ministry of the Word by freeing up others for preaching, teaching, and prayer. Deacons do not share the same responsibilities as elders or function as a separate deliberative body within the church competing with the elders over decisions.

There is no limit to the number of deacons that may be appointed by the church so long as each meets the minimum qualifications set out below and each fills an ongoing and significant particular ministry or service need of the church. However, many ministry and service needs of the church can and should be handled by non-deacon member volunteers and therefore the number of deacons should be limited and generally proportionate to the size and activity of the church.

- (2) Responsibilities. Deacons are responsible for carrying out the particular ministry or service to which they have been assigned by wisely administrating the relevant allocated budget, recruiting and organizing and training sufficient volunteer members to carry out the particular ministry and service activities, following applicable church policies and procedures, requesting guidance from elders as necessary for situations not covered by existing church policies, recommending updates and revisions to existing church policies, and providing updates and reports to the elders and congregation as requested. For example, deacon positions could include the following areas of service or ministry: audio-visual, budget, music, nursery-childcare, building-grounds, hostess, library-bookstall, ushers, and/or missions. Deacon positions may be added or eliminated as necessary. The congregation must approve the creation of any new deacon position along with a brief description of duties.
- (3) Minimum Qualifications. Minimum deacon qualifications are found in 1 Timothy 3:8-13. The example of Acts 6:1-6 provides additional qualities to look for in deacons. Consistent with 1 Timothy 3:11 and other Scripture, women may serve as a deacon provided the particular deacon position at NBC (a) is formally and functionally limited to the roles and responsibilities seen in the Bible for deacons, (b) does not give the particular deacon any responsibilities reserved in the Bible for elders, such as exercising spiritual oversight, and (c) does not give the particular deacon any responsibilities reserved in the Bible for men alone (such as teaching or having authority over men).

Section 4 – Administrators and Representatives.

- (1) Clerk. The clerk shall be responsible for recording the minutes of (including key reports given at) all regularly scheduled and special members’ meetings. The clerk shall maintain an updated version of the Constitution and Bylaws and a current list of NBC members. The clerk shall give an annual report to the congregation listing the members of the church. The clerk shall maintain an updated central repository of all church policies. The elders may assign the clerk additional duties from time to time.

- (2) Recording Secretary. The recording secretary shall record all contributions to the church in a confidential record and provide an annual report to each individual giver in January of each year covering all contributions to NBC in the preceding calendar year. The recording secretary may provide general information regarding the number of givers to NBC but may not discuss specific information regarding individual giving with anyone inside or outside the church.
- (3) Treasurer. The church shall elect a treasurer to maintain accurate financial records of the church in full compliance with standard accounting procedures for non-profit organizations and all IRS regulations and guidelines. The treasurer shall also prepare regular and annual financial reports, reconcile monthly bank statements, and ensure that all funds and securities of the church are properly secured in such banks, financial institutions, and depositories as appropriate. A member selected to serve as treasurer may not simultaneously serve as an elder, deacon, or full-time paid church staff member.

The church may hire a professional accountant or financial auditor or consultant to handle the work of the treasurer in lieu of selecting a member for the position.

- (4) Counters. The counters shall receive all tithes, offerings, and other funds given to or collected by NBC. At least two counters shall be present whenever such funds are received from the ushers or from others and whenever such funds are counted and recorded. Counters shall deposit all money received into NBC's bank account. If money is received during a time the bank is closed, the counters shall deposit the money in the after-hour depository of the bank until it can be appropriately deposited. The counters shall identify and record all contributions to NBC, prepare a summary of such contributions received and deposited, and provide the summary to the recording secretary and any other persons designated by the elders.
- (5) Messengers. Messengers (or delegates or representatives) shall be chosen as necessary to represent NBC at local, associational, state, regional, national, and/or worldwide meetings in which NBC chooses to participate. Elders may serve as messengers to all such meetings in which they are willing and able to attend without needing to be approved by the congregation.
- (6) Corporate Directors. See Article VII of these Bylaws.
- (7) Committees. The elders shall establish a search committee for any paid permanent elder position opening. Such search committees shall include an equal or greater number of non-elder members as elders, and all committee members shall be approved by the church. Any such search committee shall regularly inform the congregation of the nature of its progress and shall report any final hiring recommendations to the elders.

If needed, the elders may establish other committees of members to assist them in fulfilling their responsibilities. Such committees may be established without obtaining the approval of the congregation.

Section 5 – General. All elders, deacons, administrators, and church representatives listed in Section 4 of Article II must be members of NBC.

ARTICLE III – ELECTIONS AND APPROVALS

Section 1 – Congregational Decisions. All decisions made by the congregation as a whole shall be on the basis of a majority of votes cast by eligible members present at an official members' meeting (see Article V, Sections 2 and 4), unless otherwise indicated in the Constitution or Bylaws. A quorum shall be necessary for any votes to take place. A quorum shall consist of at least twenty percent of the eligible voting members of the church. Members in good standing and aged sixteen and above are eligible to vote at any members' meeting. A ninety percent vote of the eligible members present is required at any members' meeting to suspend the Bylaws for any reason.

Section 2 – Specific Matters Requiring Congregational Approval. The following matters, in addition to those otherwise set out in these Bylaws, must be approved by the congregation:

- (1) The elders shall propose, and the congregation must approve, an annual budget for total expenditures and for general categories of expenditures, and any increases during the course of the year to such budget.
- (2) The congregation need not approve annual budgets for subcategories of expenses under any general budget category, nor any changes to such subcategories within a general budget category during the year. The elders can make these types of changes at any time without obtaining congregational approval. However, the congregation shall be notified of any such changes to budget subcategories at the next members' meeting.
- (3) Notwithstanding Section 2(2) of Article III of these Bylaws, the congregation must approve, after an affirmative recommendation of the elders, any off-budget expenditures greater than \$2500 including those paid from designated funds or those paid from reallocations of budget subcategories.
- (4) Church policies (such as use of the church building and property, nursery procedures, financial processes, or requirements for partaking of the Lord's Supper) shall be approved by the elders and need not be approved by the congregation as a whole. However, the congregation should be notified of official written standing policies and should, whenever possible, be given an opportunity to provide input on them.

Section 3 – Selection of Elders. All elders must be nominated by the elders and congregationally approved by at least a two-thirds vote. Members are encouraged to recommend to the elders qualified candidates to serve as elders. An elder serves a three-year term from the date of election and may be renominated and approved for one successive three-year term. After two successive terms (six years of successive service) an elder shall take at least one year off before being renominated and approved as an elder.

Notwithstanding the above requirements, an elder who has been called to serve as and is financially supported by the church as the primary preaching elder shall serve continuously as an elder until he is no longer the primary preaching elder. Similarly, other financially-supported ministry staff may, at the designation of the congregation, serve continuously as an elder for as long as he holds the financially-supported position. Such elders are not limited to any particular term of service and are not required to take any time off from service as an elder.

Section 4 – Selection of Deacons. All deacons must be nominated by the elders and congregationally approved by majority vote. Members are encouraged to recommend to the elders qualified candidates to serve as deacons. A deacon shall be nominated and approved for a particular service or ministry the duties of which are set forth briefly in writing. A deacon serves a two-year term from the date of election. A deacon may be nominated and approved for a second and successive two-year term. After two successive terms (or four years of successive service in the same deacon position), a deacon must take at least one year off from serving as a deacon in that particular service or ministry before being nominated and approved again for the same service. Deacon position vacancies can be filled at any time and do not need to be filled if the service or ministry is no longer needed.

Section 5 – Selection of Administrators and Representatives. All other administrators and church representatives (other than elders and deacons as set forth above) shall be nominated by the elders and congregationally approved by majority vote. The terms of service shall be set forth as part of the motion approving such administrators or representatives. There are no restrictions on being nominated and approved for successive terms of service to any of these positions, except that all persons who have served in the same position for five consecutive years must take one year off before serving in the position again.

Section 6 – General. Nominations for elders and deacons may not be voted upon at the time of the nomination and must hold over for a vote until the next members' meeting. Any member with reason to believe that a nominated individual is unqualified for an office should express such concern to the elders. Members intending to speak during a members' meeting in opposition to a candidate should express their objection to the elders as far in advance as possible before the relevant members' meeting.

ARTICLE IV – CHURCH EMPLOYEES

Section 1 – Paid Ministry Staff.

The elders shall recommend, and the congregation must approve, the creation of any paid ministry staff positions including a brief description of the duties of such position and whether the person filling such position will continuously serve as an elder. Prior to filling any such positions, the congregation must approve sufficient funds for such position as part of the annual budget or as a specific change to the current budget. If the person filling the position will serve as a permanent elder, the person must be nominated and approved in the manner set forth for elders in Article III, Section 3. If the person filling the position will not serve as a permanent elder, then the person shall be nominated by the elders and approved by majority vote of the congregation consistent with the provisions of Article III, Section 5 (except for the five-year term limitation). The person would thereafter be eligible to serve as a term elder if nominated and approved as set forth in Article III, Section 3.

All paid ministry staff shall be supervised by the elders who shall determine the specific responsibilities, hours, vacation, compensation and benefits (neither to exceed that authorized by the congregation), evaluation, and (if necessary) recommendation to terminate. The elders may delegate direct supervisory responsibilities over particular staff members to a single elder, group of elders, or deacon. An elder who also serves as paid ministry staff shall have no vote within the elders in determining his own compensation, benefits, hours, vacation, and evaluation, but he is allowed to vote on such matters to the extent such decisions are made by the congregation as a whole (e.g., compensation as part of budget approval).

Section 2 – Paid Administrative Staff.

The elders shall recommend, and the congregation must approve, the creation of any paid (whether full-time, part-time, or hourly) administrative staff positions including a brief description of the duties of such position. Prior to filling any such positions, the congregation must approve sufficient funds for such position as part of the annual budget or as a specific change to the current budget. The elders shall be authorized to fill any such funded positions without the need for congregational approval but shall timely notify the congregation of the person selected.

All paid administrative staff shall be supervised by the elders who shall determine the specific responsibilities, hours, vacation, compensation and benefits (neither to exceed that authorized by the congregation), evaluation, and (if necessary) decision to terminate. The elders may delegate direct supervisory responsibilities over particular administrative staff members to a single elder, group of elders, or deacon.

Section 3 – Service Providers and Contractors.

Elders are authorized to negotiate and hire service providers and contractors to perform services to or for NBC as long as sufficient funds have been authorized by the congregation for such contract or services as part of a general expense category within the church's budget or as a special approved expense. Deacons, within their assigned service area of responsibility, are likewise authorized to negotiate and hire service providers and contractors to perform services to or for NBC as long as sufficient funds have been authorized within the budget.

ARTICLE V – MEETINGS AND RULES OF ORDER

Section 1 – The Church shall meet regularly on Sundays at appointed times for Sunday School, morning worship, and evening worship. The Church shall meet regularly on Wednesday evenings for worship, prayer, Bible study, teaching, fellowship, children and youth activities, or any other appropriate church activity. Any permanent changes to the Church's regular Sunday meeting times shall be approved by the congregation. All other changes to the Church's regular meeting times, including temporary changes and cancellations for weather or other unusual events, shall be made by the elders.

Section 2 – Members shall meet regularly to conduct the affairs of NBC. Regular members' meetings shall be held in January, March, May, July, September, and November of each year unless special circumstances arise. The elders shall determine specific dates, times, and whether special circumstances exist to cancel such meetings, but in no event shall regular or special members' meetings be held during the regularly scheduled times for Sunday morning worship and Sunday School.

Section 3 – A moderator selected by the elders shall preside over members' meetings. The meetings shall generally be conducted according to Robert's Rules of Order, especially the basic rules for making motions, amending motions, withdrawing motions, and cutting off debate on motions. The moderator shall be the final authority on all procedural matters, including any exceptions made to Robert's Rules of Order, and shall do so in an impartial manner and in order to promote efficient meetings.

Section 4 – Special members’ meetings may be called by the elders. Additionally, special members’ meetings shall be called by the church clerk whenever the clerk receives a written request for such a meeting by at least ten members or ten percent of the membership, whichever is greater, for the same general matter. Notice of the time, place, and specific issues to be decided for any special members’ meeting must be publicly announced one week (whenever possible) beforehand during the Sunday morning service and by email and posted in writing at church. All special members’ meetings must be announced during the Sunday morning worship service immediately prior to the meeting. No motions can be acted upon at any special members’ meeting unless they have been posted in writing prior to the meeting in the same manner as set forth above in the requirements for noticing such meetings.

Section 5 – Any authority to alienate, buy, sell, or encumber the real property, main structure, or any personal property of the church worth more than \$10,000 (including vehicles) shall be valid only when congregationally approved by an affirmative vote of two-thirds or more.

ARTICLE VI – GENERAL PROVISIONS

Section 1 – NBC shall maintain cooperation with the Southern Baptist Convention, Baptist Convention of Iowa, and Northeast Iowa Southern Baptist Association. As an autonomous church cooperating with these bodies, NBC may support their programs or use their materials if they are in accord with the Bible and otherwise deemed appropriate.

Section 2 – Any monetary income received by the church, whether by regular donations, by will, by beneficiary, by policy of insurance, or any other way shall go into the general fund unless designated otherwise in writing by the donor or testator. While respecting the request of the donor or testator, decisions regarding whether to receive funds for designated purposes or to create a designated account shall ultimately be made by NBC or its officers in accordance with church policies. The congregation shall be notified of the creation of any new designated fund, and shall be required to approve the creation of any designated fund that will expend an amount greater than \$2500.

Section 3 – NBC will receive annually the Lottie Moon Christmas Offering for Foreign Missions, the Annie Armstrong Easter Offering for Home Missions, and the Bill and Garlinda Hyde State Missions Offering. NBC may announce and receive other special or designated offerings from time to time. All such special or designated offerings must be pre-approved by the elders and must go through the church’s bank account.

ARTICLE VII – CORPORATE DIRECTORS

Section 1 – NBC shall elect annually a corporate board of directors consisting of at least a president, vice-president, and secretary/treasurer who shall each serve for one year. A person may serve no more than five successive terms in any of these positions. Nominations may be made by the elders or from the floor at the annual corporate meeting.

Section 2 – An annual corporate meeting shall be held prior to March 20 of each year at which meeting corporate directors shall be elected and an annual report presented. The date, time, and place of the annual corporate meeting shall be announced during the Sunday morning worship service prior to the meeting or posted at least ten days, and not longer than thirty days, prior to the meeting.

Section 3 – Corporate directors are the only persons authorized by the church to enter into written legal contracts, to buy and sell real estate, to open and close bank accounts, to sign papers obligating the church to mortgages or other loans, and to sign tax reports. The corporate directors may act in these matters only as agents of the church under the authority and at the instruction of the church. Actions to be taken by the corporate directors that do not require specific congregational approval in these Bylaws may be authorized by the elders (e.g., filing tax reports and changing bank accounts). Except for signing tax reports and entering into written legal contracts, signatures of at least two-thirds of the corporate directors are required for all such listed transactions.

Section 4 – The corporate directors shall be responsible for maintaining and filing all necessary corporate paperwork.

ARTICLE VIII – AMENDMENTS TO BYLAWS

These Bylaws may be amended by an affirmative vote of two-thirds or greater of the eligible members present at any regular members' meeting or special members' meeting called for that purpose provided proper notice has been given as set out in the Bylaws.

ARTICLE IX – RESCISSION

These Bylaws shall become effective October 1, 2010, after adoption by the church and shall supersede any conflicting policies, procedures, or decisions which may have been made and adopted by NBC as recorded in its minutes.

APPENDICES (available at www.northbrookbc.org)

- (1) Baptist Faith and Message Statement adopted by the Southern Baptist Convention in 2000
- (2) Theological Statement, Constitution Review Committee, Northbrook Baptist Church, December 2008