

**AMENDED BYLAWS OF
FIRST BAPTIST CHURCH OF ST. PETERSBURG, INC.
A Florida Nonprofit Corporation**

**ARTICLE I
Name and Principal Office**

The name of the Corporation is FIRST BAPTIST CHURCH OF ST. PETERSBURG, INC. The Corporation, and, where appropriate, the Members as a body, will be referred to in these Bylaws as the "Church." The Church maintains its principal office at 1900 Gandy Boulevard, St. Petersburg, FL 33702.

**ARTICLE II
Mission**

The stated mission of the Church is: *The First Baptist Church of St. Petersburg exists to help people experience God's gift of life in Jesus. We INVITE people into a dynamic Christian gathering to MEET God, CONNECT with one another, and embrace opportunities to IMPACT our world for the good.*

**ARTICLE III
Affiliation**

This Church is autonomous and maintains the right to govern its own affairs, independent of any denominational control. Recognizing, however, the benefits of cooperation with other churches in world missions, this Church voluntarily affiliates with various Baptist expressions of faith and witness, including the Cooperative Baptist Fellowship and the Southern Baptist Convention.

**ARTICLE IV
Membership**

SECTION 1: General. Members of this Church shall consist of all persons whose names are presently registered on the Church roll and such persons as from time to time hereafter become Members in the manner provided in these Bylaws. All Members are considered Active Members, except as provided in Section 5(D) below.

SECTION 2: Qualifications for Membership. The following constitute the qualifications for membership:

1. A personal commitment of faith in Jesus Christ as Savior and Lord;
2. Baptism as a voluntary confession of faith in Jesus Christ as Savior and Lord;
3. Completion of the Church's orientation process;
4. A personal commitment to abide by the membership covenant; and
5. Where applicable, transfer of letter from another Baptist Church.

SECTION 3: Responsibilities of Membership; Membership Covenant. The responsibilities of membership, as described in this membership covenant, are a commitment to:

- A growing relationship with God through Jesus;
- A willingness to invite others into our dynamic Christian gathering;
- Participate in corporate worship, including the Lord's Supper and Baptism;
- Involvement in a Community Group;
- A willingness to serve in ministry to the needs of the Church and Members;
- Stewardship and giving of time, talents, and treasures; and
- Alignment with the mission and identity of First Baptist Church.

SECTION 4: Voting Rights of Members. Every Active Member shall have the right to vote on the following matters: (i) the annual budget of the Church; (ii) the disposition of all or substantially all of the assets of the Church; (iii) the merger or dissolution of the Church; (iv) the acquisition of real property and related indebtedness; (v) incurring debt in an amount in excess of two times the current annual budget; (vi) the calling of a Senior Pastor; (vii) election of Members of the Executive Leadership Team; (viii) election of Members of the Deacon Leadership Team and Nominating Team; (ix) amendment of the Articles of Incorporation or By-Laws; and (x) any other matter brought before the Church at a Regular or Special Meeting. Voting by proxy is prohibited.

SECTION 5: Termination of Membership.

A. Members shall be removed from the Church roll in the following ways:

1. Death;
2. Transfer of membership to another church;
3. Erasure on request of the Member; or
4. Dismissal.

B. Members may be removed from the Church roll by dismissal by the Senior Pastor (or if that position be vacant then by the Executive Leadership Team) in consultation with the Deacon Leadership Team, according to the following conditions:

(1) The Member's life and conduct is not in accordance with the membership covenant in such a way that the Member's conduct significantly hinders the ability of the Church to minister in the community;

(2) The Senior Pastor (or if none, a designated Member of the Executive Leadership Team) has counseled the Member but the Member has refused to reform the Member's conduct; and

(3) The Senior Pastor (or if none, a designated Member of the Executive Leadership Team) and two designated Members of the Deacon Leadership Team have counseled the Member and the Member continues to refuse to reform the Member's conduct.

C. Any Member dismissed in accordance with the preceding subsection may appeal dismissal to the Executive Leadership Team at its next scheduled meeting. In the event that the Member is not satisfied with the decision of the Executive Leadership Team, the Member may request and the Executive Leadership Team shall call a Special Meeting of the Church in accordance with Article V, Section 3, which shall approve or disapprove such dismissal.

D. Any Member who has ceased participating in church attendance and financial contribution for three years, and for whom the Church has no current mailing address, may be removed from the Active Membership rolls and placed on inactive status.

ARTICLE V Membership Meetings

SECTION 1: Place. Meetings of the Members shall be held at the principal office of the Church. The Senior Pastor or the Senior Pastor's designee, or if there is no Senior Pastor the Chair of the Executive Leadership Team, shall serve as moderator of all Church Meetings. All questions of procedure at any Meeting not provided for in these Bylaws shall be determined according to the most recent edition of Roberts Rules of Order.

SECTION 2: Annual Meetings. An Annual Meeting of the Members shall be held in November or December of each year at such time as determined by the Executive Leadership Team. The purpose of this meeting shall be to approve the annual budget, elect Members of the Executive Leadership Team, the Deacon Leadership Team and the Nominating Team, and to conduct other proper business

SECTION 3: Special Meetings. Special Meetings to conduct business or provide information shall be held as may be determined by the Executive Leadership Team in order to conduct business and keep the Active Members up to date about ongoing church activities.

SECTION 4: Notification of the Time and Purpose of Meetings of the Members. Notice of the time and proposed topic(s) for any Meeting shall be given to Active Members no less than two (2) weeks prior to a meeting. Notification of Meetings shall be given in at least two (2) of the following ways:

- A. Distribution of a written announcement of the date, time, and place for the Meeting at all regular worship services during a given week;
- B. Announcement from the platform at all regular services during a particular week;
- C. Delivery by United States mail to each Member identified on the membership roll;
- D. Publication on the church website; and
- E. Notice sent via email to all Members for whom the Church has been provided email addresses.

SECTION 5: Quorum. Those Active Members present and voting at a meeting duly noticed and called shall constitute a quorum of the membership for the transaction of business. A three-fourths (3/4) majority vote of those Active Members present and voting at such meeting shall be

required for approval of any resolution or decision of the congregation, unless otherwise provided within these Bylaws.

ARTICLE VI

Executive Leadership Team

SECTION 1: Nomenclature. The legal, business, operational, and administrative affairs of the Church shall be managed by a board of Trustees, to be called the Executive Leadership Team. All property of the Church will be titled in the Church's name. While holding specific and exclusive administrative responsibilities, the Executive Leadership Team is a spiritually minded and directed body that works with the Pastoral Leadership Team to advance the Church's mission, vision and ministries.

SECTION 2: Qualifications; Personal Requirements; Number; Election, Term and Removal.

A. **Qualifications:** To be eligible to serve on the Executive Leadership Team, the individual must have been a Member of the Church and active for at least one year by the time service on the Executive Leadership Team begins, and be at least twenty-five years of age. Executive Leadership Team Members may not serve concurrently on the Deacon Leadership Team. No two members of immediate family, defined as spouses, parents, siblings or children, may serve on the Executive Leadership Team concurrently. Immediate family of ministerial staff are not eligible to serve on the Executive Leadership Team.

B. **Personal Requirements:**

- (1) Value, possess and demonstrate the agape love described in 1 Corinthians 13 and the Fruits of the Spirit described in Galatians 5
- (2) Demonstrate consistent stewardship of life, specifically regarding one's talents, time and treasure
- (3) Reflect and demonstrate spiritual maturity, godly wisdom and a committed faith that evidences the lordship of Christ
- (4) An active participant in the church, having demonstrated commitment to its mission and values
- (5) Willing to follow scriptural principles for conflict resolution; maintain confidentiality and make decisions objectively without bias to particular areas of ministry
- (6) Viewed as demonstrating a high standard of the Christ-like life

C. **Number; Terms of Office; Officers:** The Executive Leadership Team shall consist of twelve (12) members, each of whom serves for three years. Terms of office for Executive Leadership Team Members shall be staggered so that terms of office for four Members will expire each year. A Member may be elected to serve on the Executive Leadership Team for a maximum of two (2) consecutive terms, after which the Member may not serve on the Executive Leadership Team for a minimum of one (1) year. In the case of persons appointed to fill unexpired terms, service greater than one year shall constitute a term. The Executive Leadership Team shall designate one of its Members to serve as Secretary for the Executive Leadership Team, and that person shall serve *ex officio* as Secretary of the Church. The Executive

Leadership Team shall designate one of its Members to serve as treasurer, and that person shall serve *ex officio* as Treasurer of the Church. The Executive Leadership Team will elect a Chairperson and a Vice-chairperson to serve in those capacities annually, during the first meeting after the annual business meeting of the church. The Chairperson is limited to two (2) consecutive years of service as Chairperson, after which they may not serve as Chairperson for a minimum of one (1) year. The Senior Pastor will serve as a non-voting *ex officio* member of the Executive Leadership Team.

D. **Nomination; Election:** Annually the Nominating Team shall prepare a list of nominees for any vacancies on the Executive Leadership Team, and the list of nominees shall be presented to the Church at the Annual Meeting. The congregation shall vote yes or no for each nominee, with three-fourths (3/4) affirmation required.

E. **Resignation; Removal:** Persons elected to serve on the Executive Leadership Team shall serve until their terms expire, they resign, they are unable to serve, or they are duly removed. By majority vote and for cause, the other Members of the Executive Leadership Team may remove any Member serving on the Executive Leadership Team. For purposes of this subsection, cause means scandalous lifestyle, inability or unwillingness to perform the duties of the office, or persistent behavior damaging to the health and unity of the church.

F. **Mid-Term Replacements:** The Nominating Team shall appoint a Member of the Church to fill any vacancy on the Executive Leadership Team caused by resignation, inability to serve, or removal. Such appointee shall serve pending a Special Meeting of the congregation for purposes of affirming the appointment by vote. Upon such affirmation, the Member shall serve until the remaining portion of the term for which they are a replacement expires, they resign, they are unable to serve, or they are duly removed.

SECTION 3: Specific Powers and Responsibilities. Without prejudice to the general powers set forth above, and subject to the same limitations, the Executive Leadership Team shall:

- A. Provide counsel, support and accountability for the Senior Pastor
- B. Ensure the financial integrity of the Church
- C. Approve and present annual budget to the Church
- D. Oversee policy and legal issues related to the operation of the Church
- E. Provide oversight and counsel for personnel matters. If the position of Senior Pastor be vacant, then select, remove, and prescribe the duties of pastoral staff members
- F. Adopt, make, and use a corporate seal and alter the form of the seal

- G. Borrow money and incur indebtedness on behalf of the Church and cause to be executed and delivered promissory notes and other evidences of debt and securities for the Church's purposes and in the Church's name
- H. Authorize the Church to enter into contracts to further the Church's purposes, with such contracts to be in the name of the Church
- I. Designate a Member or other Pastor, in addition to the Senior Pastor, to sign notes, contracts, and other documents in the name of the Church whenever required due to the absence or unavailability of the Senior Pastor
- J. Diligently and actively protect the fellowship of the Church
- K. Support and encourage the Pastoral Leadership Team and the Deacon Leadership Team

SECTION 4. Meetings of the Executive Leadership Team

A. **Place of Meetings.** Regular or Special Meetings of the Executive Leadership Team shall be held at the Church's principal office or at such place as designated by Executive Leadership Team Chairperson in consultation with the Executive Leadership Team.

B. **Regular Meetings.** Regular Meetings of the Executive Leadership Team normally shall be held monthly, must be held at least quarterly, and may be held without notice, if the time and place of such meetings are fixed by the Executive Leadership Team.

C. **Special Meetings.**

1. **Authority to Call.** The Senior Pastor, the Chairperson of the Executive Leadership Team, or any six (6) Members of the Executive Leadership Team may call Special Meetings of the Executive Leadership Team for any purpose and at any time.

2. **Notice.** Notice of the time and place of Special Meetings shall be given to each Member of the Executive Leadership Team by one of the following methods: (a) by personal delivery of written notice; (b) by first class mail; (c) by email; or (d) by telephone communication, either directly to the Executive Leadership Team Member or to a person at the Member's office or home (assuming the person giving the notice has reason to believe the notice will be promptly communicated to the Executive Leadership Team Member).

D. **Quorum.** More than one-half of the Members of Executive Leadership Team shall constitute a quorum for the transaction of business at a meeting duly called and noticed. A three-fourths (3/4) majority vote of those Executive Leadership Team Members in attendance and voting at such meeting shall be required for the approval of any resolution. A Member may attend in person, or may attend by electronics means. Electronic means includes, without limitation, video-conferencing, speaker phone, or any other method which permits the non-

present Member to hear what is transpiring, and meaningfully participate in discussions if such Member desires.

E. **Voting.** The Members of the Executive Leadership Team shall each have one vote in matters requiring a decision.

F. **Action Without Meeting.** Any action required or permitted to be taken by the Executive Leadership Team may be taken without a meeting, if all Members of the Executive Leadership Team, individually or collectively, consent in writing to the action. Such action by written consent shall have the same force and effect as the unanimous vote of the Executive Leadership Team. Such written consent or consents shall be filed with the minutes of the proceedings of the Executive Leadership Team.

SECTION 5: Sub-committees

The Executive Leadership Team Chairperson, in consultation with the Senior Pastor and the Executive Leadership Team, will assign sub-committees for specific tasks as well as for defined areas of Executive Leadership Team oversight. This includes, but is not limited to, matters concerning Finance, Personnel and Facilities.

ARTICLE VII Deacon Leadership Team

SECTION 1: Nomenclature. This ministry centered body works with the Pastoral Leadership Team in the care and service of the church and its mission.

SECTION 2: Qualifications; Personal Requirements; Number; Election; Term

A. **Qualifications.** To be eligible to serve on the Deacon Leadership Team, the individual must have been a Member of the Church and active for at least one year by the time service on the Deacon Leadership Team begins, and be at least twenty-five years of age. Deacon Leadership Team Members may not serve concurrently on the Executive Leadership Team.

B. **Personal Requirements:**

- (1) Value, possess and demonstrate the agape love described in 1 Corinthians 13 and the Fruits of the Spirit described in Galatians 5
- (2) Demonstrate consistent stewardship of life, specifically regarding one's talents, time and treasure
- (3) Reflect and demonstrate spiritual maturity, godly wisdom and a committed faith that evidences the lordship of Christ
- (4) An active participant in the church, having demonstrated commitment to its mission and values
- (5) Willing to follow scriptural principles for conflict resolution; maintain confidentiality and make decisions objectively without bias to particular areas of ministry
- (6) Viewed as demonstrating a high standard of the Christ-like life

C. **Number; Terms of Service; Chairperson:** The Deacon Leadership Team shall consist of a number as recommended to the Nominating Team by the current Deacon Leadership Team, in consultation with the Pastoral Leadership Team. Deacons serve a three-year staggered term; if nominated, they may serve one additional consecutive term, after which they may not serve on the Deacon Leadership Team for a minimum of one (1) year. The Deacon Leadership Team shall annually select its Chairperson and leaders from among its team Members, who work in consultation with one or more designated representatives from the Pastoral Leadership Team. The Chairperson is limited to two (2) consecutive years of service as Chairperson, after which they may not serve as Chairperson for a minimum of one (1) year.

D. **Nomination; Election:** Annually the Nominating Team shall prepare a list of nominees for the Deacon Leadership Team, and the list of nominees shall be presented to the Church at the Annual Meeting. The congregation shall vote yes or no for each nominee, with three-fourths (3/4) affirmation required.

SECTION 3: Responsibilities. The Deacon Leadership Team extends the ministry of the Pastoral Leadership Team by strategically assisting and initiating ministry in areas that may include, but are not limited to:

- Outreach
- New member follow-up
- Home bound and Assisted Living Facility (ALF) ministry
- Hospital visitation
- Ministry in times of need (bereavement, crisis, benevolence, etc.)
- Prayer needs
- Practical service in church events
- Practical service and support to ministry opportunities as needed

Additional responsibilities and expectations:

- Personal leadership development and ongoing training
- Diligently and actively protect the fellowship of the Church
- Support and encourage the Pastoral Leadership Team and the Executive Leadership Team

Members elected to the Deacon Leadership Team who have not been previously ordained, shall participate in ordination preparation and will be ordained as provided for by the Pastoral Leadership Team.

ARTICLE VIII Nominating Team

SECTION 1: Nomenclature. This Team nominates oncoming Members of the Executive Leadership Team and the Deacon Leadership Team, to be elected by the congregation at its Annual Meeting.

SECTION 2: Qualifications; Personal Requirements; Number; Election

A. **Qualifications:** To be eligible to serve on the Nominating Team, the individual must have been a Member of the Church and active for at least one year by the time service on the Nominating Team begins, and be at least twenty-five years of age. No two immediate family members, defined as spouses, parents, siblings or children, may serve concurrently on the Nominating Team. Immediate family of ministerial staff are not eligible to serve on the Nominating Team.

B. **Personal Requirements:**

- (1) Value, possess and demonstrate the agape love described in 1 Corinthians 13 and the Fruits of the Spirit described in Galatians 5
- (2) Demonstrate consistent stewardship of life, specifically regarding one's talents, time and treasure
- (3) Reflect and demonstrate spiritual maturity, godly wisdom and a committed faith that evidences the lordship of Christ
- (4) An active participant in the church, having demonstrated commitment to its mission and values
- (5) Willing to follow scriptural principles for conflict resolution; maintain confidentiality and make decisions objectively without bias to particular areas of ministry
- (6) Viewed as demonstrating a high standard of the Christ-like life

C. **Number; Terms of Service:** The Nominating Team shall consist of six members, each of whom serves a three-year term, after which they must remain off the Nominating Team for at least one year.

D. **Nomination; Election:** Nominations for the Nominating Team come from a group consisting of the Senior Pastor, Chairpersons of the Executive Leadership Team and the Deacon Leadership Team, and two additional persons selected by the Senior Pastor and these chairpersons. The number of nominations shall be equal to the number of vacant positions. The list of nominees shall be presented to the Church at the Annual Meeting. The congregation shall vote yes or no for each nominee, with three-fourths (3/4) affirmation required.

SECTION 3: Responsibilities

- Nominate capable, willing persons to fill all vacant positions on the Executive Leadership Team
- Nominate capable, willing persons to serve on the Deacon Leadership Team, based on the number of new deacons recommended by the Deacon Leadership Team
- Assure that nominations intentionally represent and reflect the composition of the Church, particularly in regard to age, gender, ethnicity, tenure and areas of ministry
- Present the nominations to the congregation at its Annual Meeting for affirmation

ARTICLE IX
Pastoral Leadership Team

SECTION 1: Nomenclature. This is the team more commonly referred to as the ministerial staff, comprised of the Senior Pastor and the Church's ministers.

SECTION 2: Responsibilities. Led by the Senior Pastor, the Pastoral Leadership Team gives leadership and direction to each ministry of the church, as they work together in helping to effectively fulfill the church's mission.

ARTICLE X
Officers of the Church

SECTION 1: Officers. Officers of the Church are responsible for the corporate activities of the Church, as distinct from the spiritual and pastoral activities. The Officers of the Church shall be the President, Secretary, and Treasurer, and any others designated from time to time. The Senior Pastor shall serve as President. The Secretary of the Executive Leadership Team will serve as Secretary. The Treasurer of the Executive Leadership Team shall serve as Treasurer. If the office of Senior Pastor becomes vacant, the Chairperson of the Executive Leadership Team shall serve as Acting President of the corporation until a new Senior Pastor is called. The President is the general manager and chief executive officer of the Church's business affairs. The Secretary shall perform or cause to be performed the following: keep the minutes of the official meetings of the Executive Leadership Team and of the annual and special business meetings of the Church; keep a record of the membership of the Church; be the custodian of all legal documents; and file such annual corporation reports with the secretary of state as may be required by state law. The Treasurer shall perform or cause to be performed the following: be entrusted with all the finances of the Church, subject to the supervision of the Executive Leadership Team; keep an itemized account of receipts and disbursements; present a report for each regular meeting of the Executive Leadership Team; present an annual report to the Church at its annual meeting; provide a record of all identified giving to each donor at least annually; and be the custodian of all the financial records of the church. All checks issued on behalf of the Church may be signed by the Treasurer or additional persons authorized by the Executive Leadership Team.

SECTION 2: Designation of Other Officers. The Executive Leadership Team may determine the need for additional Officers, appoint such Officers, and fill any vacancies that occur. Officers shall be Members of the Church and shall serve under the direction of the Senior Pastor, or if none, under the direction of the Acting President.

SECTION 3. Removal of Officers. At any Regular or Special Meeting of the Executive Leadership Team, the Executive Leadership Team may remove any Officer, with or without cause, subject to any rights such Officer may have under a contract of employment.

ARTICLE XI

Pastoral Staff

SECTION 1: Pastoral Staff. The Pastoral Staff of the Church shall consist of the Senior Pastor and other Pastors designated from time to time, as determined by the Senior Pastor in consultation with the Executive Leadership Team.

SECTION 2: Selection of Senior Pastor. The Senior Pastor shall be selected by a Pastor Search Committee and approved by a three-fourths (3/4) majority vote of those Active Members present and voting at a Special Meeting called for that purpose. If the office of Senior Pastor becomes vacant for any reason, the Executive Leadership Team shall nominate candidates for a Pastor Search Committee, who shall be approved at a Special Meeting called for that purpose. The Pastor Search Committee shall recommend a candidate for the office of Senior Pastor to the Church. At the conclusion of the search, and at the time the Senior Pastor is hired, the Chairperson of the Pastor Search Committee shall serve as a non-voting Member of the Executive Leadership Team for a period of one year.

SECTION 3: Designation of Other Pastors. The Senior Pastor, in consultation with the Executive Leadership Team, shall designate all other Pastors and fill vacancies. Each Pastor shall be a Member of the Church and shall serve under the direction and at the discretion of the Senior Pastor. If the office of the Senior Pastor is vacant, the Executive Leadership Team shall designate other pastoral positions and fill vacancies, and other Pastors shall serve under the direction and at the discretion of the Executive Leadership Team.

SECTION 4: Removal of Senior Pastor. The Senior Pastor may be removed involuntarily only for persistent adherence to false doctrine, scandalous lifestyle, or inability or unwillingness to perform the duties of the office. Prior to such removal, (1) a designated Member of the Executive Leadership Team must have counseled the Senior Pastor, but the Senior Pastor has refused to reform the Senior Pastor's conduct, and (2) additional designated Members of the Executive Leadership Team have counseled the Senior Pastor, but the Senior Pastor has continued to refuse to reform the Senior Pastor's conduct. The Senior Pastor shall be removed by a three-fourths (3/4) majority vote of the full membership of the Executive Leadership Team, at a meeting called for that purpose and at which the Senior Pastor may be present during discussions and voting. If the Senior Pastor is not satisfied with the decision of the Executive Leadership Team, the Senior Pastor may request and the Executive Leadership Team shall call a Special Meeting of the Church in accordance with Article V, Section 3, and the Church will determine whether such removal was justified. At such Special Meeting, at least ten percent (10%) of the Active Members of the Church must be present, and the vote for removal must be by at least a three-fourths (3/4) majority.

ARTICLE XII
Indemnification of Executive Leadership Team, Deacon Leadership Team, Pastoral Leadership Team, Nominating Team, Officers, Employees and Other Agents

The Church shall by contract indemnify Members of the Executive Leadership Team, Deacon Leadership Team, Pastoral Leadership Team, Nominating Team, Officers, Staff, Employees, and other Agents from liability arising from any lawful actions taken by them in their respective capacities.


ARTICLE XIII
Records and Reports

The Church shall maintain financial records and reports in accordance with generally accepted accounting practices. All records, including organizational records such as minutes of meetings of the Executive Leadership Team, shall be kept at the Church's principal office. Other than individual giving records, all such records and reports shall be available to any Member upon request.

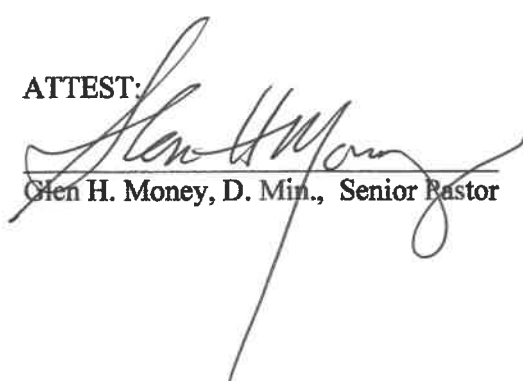
ARTICLE XIV
Amendments to the Bylaws

These Bylaws or any provision of them may be altered, amended, or repealed, and new Bylaws may be adopted, by vote of a majority of the Active Members present at any Special or Regular Meeting of the Church called for that purpose. From time to time the Executive Leadership Team may determine that amendments to the by-laws are necessary. Notice of the meeting to consider proposed amendment(s), and the text of all proposed amendments, shall be given to the membership of the Church as provided in Article V, Section 4.

Adopted at a meeting of the Members on 10/28/18


David H. Wilbanks, as Chairperson of the Management Team, hereinafter known as the Executive Leadership Team

ATTEST:


Glen H. Money, D. Min., Senior Pastor