

CONSTITUTION AND BYLAWS

Revised September 2011

**Niceville Assembly
108 Highway 85 N
Niceville, FL 32578
850.678.2531**

CONSTITUTION

ARTICLE 1. NAME

The corporate name of this assembly is "First Assembly of God of Niceville, Inc.", hereinafter referred to as "this assembly."

ARTICLE 2. PURPOSE

Niceville Assembly is a family-oriented community of faith where anyone at any stage of life can experience the dynamic Presence of God. Our commitment to love, acceptance, and forgiveness allows God to bring people to wholeness through restoration and spiritual formation.

ARTICLE 3. PREROGATIVES

Section 1. Self - Government

This assembly shall have the right to govern itself and to conduct its own affairs according to the standard of the New Testament Scriptures. This right shall specifically include such matters as the selection of the Lead Pastor, ratification of the Board of Directors, membership, and conduct of its ministries and programs.

Section 2. Property Rights (Bylaws, Article 4)

This assembly shall have the right to own property, real or chattel, which shall be purchased, acquired, held, sold, transferred, leased, or conveyed in the corporate name of this assembly all in accordance with its Constitution and Bylaws.

ARTICLE 4. AFFILIATION

While maintaining its inherent rights to sovereignty in the conduct of its own affairs, this assembly shall enter into voluntary cooperative fellowship with the West Florida District Council and the General Council of the Assemblies of God.

ARTICLE 5. TENETS OF FAITH

This assembly accepts the Holy Scripture as the revealed will of God, the all-sufficient rule of faith and practice, and adopts the Statement of Fundamental Truths of the General Council of the Assemblies of God.

ARTICLE 6. MEMBERSHIP (Bylaws, Article 1)

The members of this assembly shall consist of those who have met the qualifications for membership as stated in the Bylaws and have been received into membership. They shall be classified as Active or Inactive.

ARTICLE 7. GOVERNMENT (Bylaws, Articles 2 and 3)

The government of the assembly shall be vested in the active membership of the assembly, whose action by a simple majority vote (except when otherwise specified in these Constitution and Bylaws), shall be decisive in all matters, its decisions to be executed by its officers.

ARTICLE 8. OFFICERS (Bylaws, Article 3)

Section 1. Lead Pastor

The Lead Pastor shall be the spiritual overseer of the assembly and shall direct all of its activities. He shall be the president of the corporation and shall be the chairman of all business, board, and committee meetings of the assembly.

Section 2. Directors

There shall be a Board of Directors who with the Lead Pastor, shall be responsible for the financial and legal management of this assembly.

Section 3. Business Manager

There shall be a Business Manager who shall be the Secretary and Treasurer of the Corporation.

ARTICLE 9. DEPARTMENTS AND COMMITTEES

This assembly shall hereby provide for the establishment of various departments and committees as the need arises. All such departments and committees shall be subordinate to this assembly, and shall contribute to the harmony and development of the ministries of the assembly. They shall be under the general supervision of the Lead Pastor and the Board of Elders. The Board of Elders shall be chosen from the membership and together with and subject to the Leader Pastor shall be over spiritual matters and care of this assembly.

ARTICLE 10. FINANCES

All funds for the operation and maintenance of the assembly shall be provided by the tithes and offerings of the members and friends of the church (Malachi 3:10; Luke 6:38; 1 Corinthians 16:1,2; 2 Corinthians 9:6-8).

ARTICLE 11. AMENDMENTS

This Constitution may be amended by a two-thirds majority vote of the quorum at a business meeting. Proposed changes to this constitution must be presented to the Board of Directors for approval prior to consideration by the membership. Due notice of the proposed changes shall be made on two Sundays preceding the date of the meeting, or a written or electronic notice shall be made to each member, at least ten days prior to the date of the meeting.

BYLAWS

ARTICLE 1. MEMBERSHIP (Constitution, Article 6)

Section 1. Membership Defined

(a) Active Members

All who meet the qualifications for membership and have been received as a member by the Board of Elders and ratified by the Board of Directors shall constitute the active voting membership of the church.

(b) Inactive Members

A member who shall without good cause absent himself from the services of the assembly for a period of three consecutive months or more, or has ceased to meet the qualifications for membership, or who may be out of harmony with its teaching or ministries, or who shall be under charges for misconduct, may be considered for inactive membership status by the Board of Directors and Board of Elders. Inactive members shall not have voting privileges. Inactive members may be restored to active membership status by a definite action of the Board of Directors and Board of Elders.

Section 2. Qualifications for Membership

- (a) Have accepted Jesus Christ as personal savior (John 1:12, 13, John 3:3-8, 1 Peter 1:18-25).
- (b) Endeavor to live a consistent Christian life (Romans 6:4, Ephesians 4:17-32, Ephesians 5:1,2,15; 1 John 1:6,7; Galatians 2:20, 5:19-24).
- (c) Support the vision/mission of this assembly.
- (d) Complete this assembly's membership class.
- (e) Are at least 18 years of age when the application is submitted.

Section 3. Reception of Members

The Lead Pastor shall present the names of those who meet the qualifications for membership to the Board of Directors and Board of Elders. Those approved for membership shall be received into the assembly and their names added to active status on the membership list.

Section 4. Discipline

Church discipline and restoration is derived from the teachings of Scripture (2 Timothy 3:16, 17). Any member of the assembly who persists in serious sinful behavior (1 Corinthians 5:1,2) or doctrinal error contrary to the Scriptures (1 Timothy 6:3-6), who no longer conforms to the qualifications for membership (Amos 3:3), or who willingly causes discord within the assembly by word or action (Romans 16:17,18) in spite of warnings and admonition shall be subject to church discipline. No such action shall be taken until patient and persistent effort shall have been made to restore the member.

(a) Purpose of Discipline

The purpose of church discipline is to bring about repentance, reconciliation and restoration to the fellowship according to the Scriptures. (Ephesians 1:11, 12; 1 Corinthians 6:18-20; 2 Timothy 2:19-22; Matthew 18:15; Psalms 32:3,4; Genesis 4:7; Hebrews 3:12, 13; 1 Corinthians 5:6, 7; Revelation 2:5).

(b) Process of Discipline

A member may be subject to any of the following actions:

1. Investigation of Charges

A charge against a member may be brought to any member of the Pastoral Staff or Board of Elders. All charges must be submitted in writing, signed and dated by the submitter. After such charges have been submitted, the Lead Pastor shall determine whether an investigation of the charges is warranted.

The member being investigated shall be informed of the charges and the name of the individual who is bringing the charges. The member shall be given the opportunity to respond to the charges to the Pastoral Staff and Board of Elders.

If, in the opinion of the Lead Pastor and the Board of Elders, the charges are found to be true, the Board of Elders may initiate formal discipline.

2. Formal Discipline

The Lead Pastor or designee shall inform the member in writing that the member is under formal discipline. While a member is under formal discipline, the member's name shall be moved to inactive membership status, thus the member's right to vote or participate in any meetings of the membership shall be suspended. The Lead Pastor shall make every effort to correct and restore the member.

3. Removal From the Membership List

Upon the majority vote of the Board of Directors and Board of Elders that member's name shall be removed from the membership list (Matthew 18:17; 1 Corinthians 5:1-13).

The Lead Pastor shall inform the member in writing that the member has been removed from the membership list. The member shall have the right to appeal this decision to the Board of Elders within thirty (30) days of notification.

(c) Restoration of Member

If at any time a disciplined member demonstrates repentance to the satisfaction of the Lead Pastor and the Board of Elders, the member may be restored to active membership status by a definite action of the Board of Elders and ratification by Board of Directors.

Section 5. Revision of Membership List

It shall be the duty of the Lead Pastor and the Board of Directors to revise the membership list annually.

Section 6. Withdrawal of Membership

Members who wish to withdraw their membership shall submit this request in writing to the Lead Pastor.

ARTICLE 2. ELECTIONS AND VACANCIES (Constitution, Article 8)

Section 1. Lead Pastor

The Lead Pastor shall be elected to serve for an indefinite period of time. He shall be nominated by the Board of Directors at the annual business meeting of the assembly or at a special meeting called for that purpose. In the calling of a new Lead Pastor, a two-thirds majority vote of the quorum shall be required to constitute an election.

Section 2. Business Manager

The Business Manager shall be appointed by the Lead Pastor and ratified by the Board of Directors.

Section 3. Board of Directors

The Board of Directors shall be chosen from the membership of the assembly, and according to the qualifications set forth in Acts 6:3 and I Timothy 3:8-13. We believe that I Timothy 3:12 ...'let the deacons be the husband of one wife'...is speaking of polygamy. Each potential candidate must have been an active member for at least one continuous year and at least 25 years old before being eligible for nomination. They shall have a working knowledge of business, finance and legal matters. Candidates for the office of Director shall be nominated from the membership of this assembly by a nominating committee.

Section 4. Elections

(a) Normal Elections

Election shall be by secret ballot, and a simple majority vote of the quorum shall be required to elect. If, on any ballot, no nominee receives a majority vote, then the name of the person receiving the fewest votes shall be removed from the ballot, and a subsequent vote shall be conducted. The term of office shall be for three years.

(b) Building Programs

(Projects in excess of \$500,000.00 of the Annual Budget of this assembly.)

In an effort to mitigate risk liability and maintain continuity of oversight, normal elections that coincide with an in-process building program, on the authority of a majority vote by the Board of Directors, the said Board of Directors shall be "frozen" until the conclusion of the building program.

The duration of the building program must reflect a definitive time period* at the conclusion of which the freeze shall be lifted. The election of new Directors will resume at the next normally scheduled election. Notification of this action will be made to the membership within 30 days of the action.

*Definitive Time Period – will reflect that starting date and best estimation of completion, in good faith, of the said building program as specified by the Board of Directors.

Section 5. Number of Directors

The Board shall consist of at least 3 and no more than 10 individuals. The number of Directors may be increased by a two-thirds majority vote of the quorum at a business meeting.

Section 6. Nominating Committee

The Nominating Committee shall consist of the Lead Pastor, Directors who are completing their terms, and two non-officer members who are appointed by the Board of Directors. The Nominating Committee shall nominate all candidates for the office of director. The number of nominees shall be limited to the number of vacancies to be filled plus two. Members of the nominating committee shall not be eligible to be nominated.

Section 7. Mid-Term Vacancies

A vacancy which occurs before the completion of its term shall be filled by recommendation of the Lead Pastor and ratification by a majority of the Board of Directors. The Director shall hold office for the remainder of the term.

Section 8. Charges Against the Lead Pastor

In the event the Lead Pastor has serious charges brought against him, the Board of Directors may initiate an investigation of the charges and determine necessary action. If deemed necessary, power is vested in the Board of Directors to ask for the resignation of the Lead Pastor. If such resignation is refused, the pastorate shall not be considered vacant until the action of the Board of Directors has been confirmed by two-thirds majority vote of the quorum at a special business meeting called for that purpose. Such meeting is to be presided over by an officer of the West Florida District of the Assemblies of God.

Section 9. Lead Pastor Vacancy

If a vacancy in the Lead Pastorate should occur, the remaining members of the Board of Directors shall arrange for services and prospective pastors until a Lead Pastor shall be chosen as prescribed in Section 1 of this Article. If the Lead Pastor position becomes vacant, a report shall be made to the West Florida District of the Assemblies of God.

Section 10. Ministerial Restrictions

No credentialed minister shall be eligible for any position on the Board of Directors of this assembly, other than the Lead Pastor. Credentialed ministers are not eligible to vote in the business affairs and business meetings of this assembly.

ARTICLE 3. DUTIES OF OFFICERS (Constitution, Article 8)

Section 1. Lead Pastor

The Lead Pastor shall be the spiritual overseer of the assembly and shall direct all of its activities. He shall be the president of the corporation and shall be the chairman of all the business, board and committee meetings of the assembly. He shall appoint or employ all employees such as are deemed necessary and qualified. They shall be subject to his authority for review, reprimand, and dismissal. He shall provide for all the services of the assembly and shall arrange for all special meetings, conventions, and revival campaigns. No person shall be invited to speak or preach in the assembly without his approval.

Section 2. Board of Directors

The Board of Directors along with the Lead Pastor shall be responsible for the financial/legal management of this assembly, to include the ratification of applicants for membership.

The Board of Directors shall be the custodians of the real property of the assembly and shall authorize the disbursement of the funds.

A majority of the Directors present at any meeting of the Board of Directors shall constitute a quorum, provided all the Directors have been notified of the meeting. In the event the assembly is without a Lead Pastor, or the Lead Pastor is incapacitated, the Board of Directors shall be empowered to transact business for the assembly.

Section 3. Business Manager

The Business Manager shall keep the minutes of the official meetings of the Board of Directors and of the business meetings of this assembly. He shall keep a record of the membership of the assembly and perform any other clerical work necessary to the proper discharge of his duties. He shall be the custodian of all legal documents, and be in possession of the corporate seal. He shall be entrusted with all the finances of the assembly, which may be committed to him. He shall deposit all funds in a financial institution in the name of this assembly, and shall expend the same, as authorized by the Lead Pastor and Board of Directors. He shall keep an itemized account of the receipts and disbursements. He shall make a report at the regular meetings of the Board of Directors and Board of Elders and a report to this assembly at its annual business meeting. His accounts shall be audited under the direction of the Lead Pastor and Board of Directors.

ARTICLE 4. PROPERTY (Constitution, Article 3)

Section 1. Property

All property, real or chattel, shall be purchased, acquired, held, sold, transferred, leased or conveyed in the corporate name of this assembly.

Section 2. Certification

The Lead Pastor and the Business Manager of the corporation shall certify in such conveyance, lease, or mortgage, that the same has been duly authorized and recommended by a vote of this assembly. Such certificate shall be conclusive evidence thereof.

Section 3. Authorizing Large Transactions

No real or chattel property of the assembly valued in excess of \$500,000 shall be purchased, conveyed, sold, leased, mortgaged or otherwise disposed of without the same having been authorized by at least two-thirds majority vote of the quorum at a business meeting.

Section 4. Power to Borrow Funds

The Board of Directors shall have the power to borrow such sums as may be needed, provided any transaction in excess of \$500,000 shall be authorized by at least two-thirds majority vote of the quorum at any business meeting.

Section 5. Reversion of Property

In the event that this assembly ceases to function as a church body, then all property, real or chattel, shall revert to The General Council of the Assemblies of God. The General Council of the Assemblies of God shall have full authority to use or dispose of the property at its discretion.

ARTICLE 5. MEETINGS

Section 1. Worship Services

Meetings for public worship shall be held on Sunday and other days as needed.

Section 2. Business Meetings

There shall be an annual business meeting of the membership, for purposes of the ratification of Directors, the review of the financial report, and any other proper business. Special business meetings may be called in the manner provided by this article.

Section 3. Board of Directors/Board of Elders

Meetings will be held at such times as agreed upon by the Lead Pastor and Board of Directors/Board of Elders.

Section 4. Parliamentary Procedure

The business meetings shall be conducted per the rules contained in The Standard Codes of Parliamentary Law, Alice Sturgis, so long as those rules are not inconsistent with these Constitution and Bylaws or written procedures of this assembly.

Section 5. Due Notice

Due notice of a business meeting shall be given on two Sundays preceding the date of the meeting or a written or electronic notice shall be made to each member at least 10 days prior to the date of the meeting.

Section 6. Quorum

Those members present and voting at a business meeting shall constitute a quorum of the membership for the transaction of business.

Section 7. Absentee Ballots

Absentee ballots or voting by proxy shall not be permitted.

Section 8. Closure of Membership

The membership list shall be closed upon the initial announcement of a business meeting. New members shall not be accepted until the business meeting has been completed.

ARTICLE 6. AMENDMENTS

These Bylaws may be amended by a two-thirds majority vote of the quorum at a business meeting. Proposed changes to these bylaws must be presented to the Board of Directors for approval prior to consideration by the membership. Due notice of the proposed changes shall be made on two Sundays preceding the date of the meeting, or a written or electronic notice shall be made to each member, at least ten days prior to the date of the meeting.