

# **The Bylaws of The Church of the Redeemer Los Lunas, NM**

## **Article I**

### ***Location of Offices***

The name of this Corporation is the Church of the Redeemer in Los Lunas. It is a New Mexico domestic nonprofit corporation with its principal offices at 1715 Hwy 314 NW, Los Lunas, NM 87031.

## **Article II**

### ***Purpose***

This Corporation is organized for exclusively religious purposes (including charitable and eleemosynary purposes common to a pastoral church ministry as defined by Scripture). Our commission is summarized as follows: "And Jesus came and said to them, "All authority in heaven and on earth has been given to me. Go therefore and make disciples of all nations, baptizing them in the name of the Father and of the Son and of the Holy Spirit, teaching them to observe all that I have commanded you. And behold, I am with you always, to the end of the age" (Matthew 28:18-20).

## **Article III**

### ***Statement of Faith***

The statement of faith of this Corporation is the 1689 Baptist Confession of Faith, otherwise known as the Second London Confession of Faith, as modified by the Pastor-Elders.

## **Article IV**

### ***Corporate Membership***

#### ***Section 1. Corporate Members***

The Corporation shall have no members. Any action which would otherwise require approval by a majority of all members shall only require approval of the Council of Elders. All rights which would otherwise vest in the members shall vest in the Council of Elders.

#### ***Section 2. Members of the Fellowship***

Nothing contained in Section 1 of this Article shall be construed to limit the right of the Corporation to refer to persons associated with the Corporation as 'members' even though such persons are not corporate members, and no such reference in or outside of these Bylaws shall constitute anyone being a member.

## **Article V**

### ***Church Membership***

#### ***Section 1. Purpose of the Fellowship***

The congregation of Christian believers who have been interviewed for membership and duly accepted shall constitute a spiritual body, united for the spiritual purposes set forth in the Articles of Incorporation, and in Article II of these Bylaws.

#### ***Section 2. Active Membership***

Active membership in the Church of the Redeemer in Los Lunas shall be open to all persons who confess Christ Jesus as their Lord and Savior and who have been baptized, and show evidence of a godly lifestyle as defined by the Bible.

### *Section 3. Voting Privileges*

Membership in this church shall not vest in any member any proprietary rights in the Corporation.

### *Section 4. Requests for Membership*

All requests for membership shall be made to a Pastor-Elder. Upon making such a request, the person shall be instructed to go to the Church website to download and read our Confession of Faith with its modifications by the Elders (refer to Article III). They will also be encouraged to download and read from the Church website a copy of the Bylaws. The Council of Elders shall subsequently meet with the individual to hear the person's testimony of how they became a follower of Christ Jesus and were subsequently baptized, as defined by the evidence in the Bible, and also to answer any questions they might have after reading the Confession of Faith and Bylaws.

### *Section 5. Denial of Membership*

If, upon review of the life of a person requesting membership or after meeting with a prospective member, the Council of Elders determines that the applicant does not confess Jesus Christ as his or her Lord and Savior, or that there is a lack of evidence of a godly lifestyle, membership shall be denied. The decision made by the Council shall be final and there shall be no appeal to any court from that decision.

### *Section 6. Admission of Church Members*

Those approved for membership by the Council of Elders shall present themselves at a worship service designated by the Council of Elders, at which service such persons shall sign the membership covenant form, publicly affirm their membership commitment, and be publicly acknowledged as members.

### *Section 7. Responsibilities of Members*

Members shall seek to exercise their spiritual gifts for the mutual benefit of all the church body and shall submit to the loving rule of the Pastor-Elders.

### *Section 8. Church Discipline*

A. The threefold purpose of church discipline is to glorify God by maintaining purity in the local church (1 Corinthians 5:6), to edify believers by deterring sin (1 Timothy 5:20), and to promote the spiritual welfare of the offending believer by calling him or her to return to a biblical standard of doctrine and conduct (Galatians 6:1).

B. Members of this church and all other professing Christians who regularly attend or fellowship with this church who err in doctrine, or who engage in conduct that violates Scripture as determined by the Council of Elders, shall be subject to church discipline, including dismissal according to Matthew 18:15-18. Before such dismissal, however:

1. It shall be the duty of any member of this church who has knowledge of the erring individual's heresy or misconduct to warn and correct such erring individual in private, seeking his or her repentance and restoration. If the erring individual does not heed this warning, then
2. The warning member shall again go to the erring individual, seeking his or her repentance, but accompanied by one or two individuals who shall confirm that the sin has occurred or is continuing to occur, and/or that the erring individual has been appropriately confronted and has refused to repent. The first and second warnings may occur with no specified time interval. If the erring individual still refuses to heed this warning, then
3. It shall be brought to the attention of the Council of Elders. If the Council of Elders determines – after thorough investigation in accord with the procedures prescribed by pertinent Scripture, including Matthew 18:15-18 and 1 Timothy 5:19 – that there is corroborating evidence that the erring individual has sinned or is continuing to sin, that he or she has been appropriately confronted, and that he or she has refused to repent, then the Pastor-Elders shall inform the church and the congregation thereof at a regularly scheduled worship service in order that the

church may call the erring individual to repentance. If the erring individual demonstrates repentance, then notice to that effect may be given at a regularly scheduled worship service. If, however, the erring individual does not repent in response to the church in its collective call to repentance, then

4. He or she shall be publicly dismissed from the fellowship and/or membership of the church and the congregation thereof at a regularly scheduled worship service. If the erring individual, after such dismissal, heeds the warning, demonstrates repentance, and requests reinstatement before the Council of Elders, then he or she shall be publicly restored to all the rights, duties, privileges, and responsibilities of fellowship and/or membership.

C. Notwithstanding the foregoing, the Pastor-Elders in the exercise of their discretion may proceed directly to the third stage of church discipline, (i.e. the informing of the church and the congregation thereof at a regularly scheduled worship service in order that the church may call the erring individual to repentance) or to the fourth stage of church discipline, (i.e. the dismissal from the fellowship and/or membership of the church) when one or more of the following has occurred:

1. Where the disciplined party has taught or otherwise disseminated doctrine deemed false or erroneous by the Pastor-Elders, then chosen to disregard the direction and reproof of the Pastor-Elders (Romans 16:17); or
2. Where the disciplined party has been warned twice to cease from factious and divisive conduct and has chosen to disregard that warning (Titus 3:10-11).

D. The members of this church, and all other professing Christians who regularly attend or fellowship with this church, agree that there shall be no appeal to any court because of the dismissal or because of public statements to the congregation at the third and fourth stages of church discipline. Members who are under discipline by the church, as defined in the previous paragraphs, forfeit and waive the right to resign from this church. Transference of membership to another biblical church is possible only by members who are in good standing and who are not under disciplinary action.

E. Subject to the discretion of the Pastor-Elders, persons who are members who have not attended a worship service, Sunday School class or other meeting at the Church of the Redeemer, for a period of three months or longer, or have not notified the Pastor-Elders of their desire to transfer their church membership, may be brought through the biblical process of church discipline (Hebrews 10:24-25).

F. Separate and apart from the process of church discipline, but subject to the discretion and approval of the Pastor-Elders, a member, non-member regular attender, or other individual may be notified that he or she is not to be present upon church premises for such a period of time as is deemed necessary for the safety and well-being of others on church premises. Such required absence may, but need not, be concurrent with church discipline of that person.

## **Article VI**

### ***Church Officers***

#### ***Section 1. Pastor-Elders***

##### **A. Powers**

Subject to the limitations of the Bylaws, Articles of Incorporation, and of our Statement of Faith, all the activities and affairs of the Corporation shall be exercised by or under the direction of the Council of Elders, who are responsible for shepherding and having oversight of the flock. Therefore, the Council of Elders shall also function as a Board of Directors. Without prejudice to such general powers, but subject to these same limitations, it is hereby expressly declared that the Council shall have the following powers in addition to the other powers enumerated by these Bylaws:

1. To arrange and conduct all regular services of worship.
2. To administer the ordinances of Baptism and Communion.
3. To preach and teach the Scriptures.
4. To perform marriages, funerals, and other ecclesiastical functions.

5. To select and remove all the officers, agents, staff, and employees of the Corporation; prescribe such duties for them consistent with the Scriptures, with law, with the Articles of Incorporation, or with these Bylaws; and fix the terms of their offices and their compensation.
6. To make such disbursements from the funds and properties of the Corporation as are required to fulfill the purposes of this Corporation, thereof and generally to conduct, manage, and control the activities and affairs of the Corporation and to make such rules and regulations consistent with the Scriptures, with law, with the Articles of Incorporation, with our Statement of Faith, or with these Bylaws, as they may deem best.
7. To adopt, make and use a corporate seal, and to alter the form of such seal from time to time as they may deem best.
8. To establish policies and practices for the church consistent with the purpose of this Corporation.
9. To borrow money and incur indebtedness for the purposes of the Corporation and to cause to be executed and delivered, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, or other evidences of debt and securities.
10. To carry on a business and apply any such profit that results from the business activity in which it may legally engage.

#### B. Selection of Office

The Council of Elders will identify, select, and ordain Pastor-Elders at their discretion.

#### C. Qualifications

Each member of the Council of Elders must be an active member of this church and possess the qualifications described in 1 Timothy 3:1-7 and Titus 1:6-9. He shall be:

1. Blameless as a steward of God; above reproach (1 Timothy 3:2; Titus 1:6-7)
2. Husband of one wife; a one-woman man (1 Timothy 3:2; Titus 1:6)
3. Temperate, sober, vigilant (1 Timothy 3:2)
4. Sober-minded, prudent (1 Timothy 3:2; Titus 1:8)
5. Of good behavior; orderly, respectable (1 Timothy 3:2)
6. Given to hospitality (1 Timothy 3:2; Titus 1:8)
7. Apt to teach; able to teach; he can exhort believers and refute false teaching (1 Timothy 3:2; Titus 1:9)
8. Not addicted to wine (1 Timothy 3:3; Titus 1:7)
9. Not violent, not pugnacious (1 Timothy 3:3; Titus 1:7)
10. Patient, moderate, forbearing, gentle (1 Timothy 3:3)
11. Not a brawler; uncontentious; not soon angry or quick-tempered (1 Timothy 3:3; Titus 1:7)
12. Not covetous; not a lover of money; not greedy of base gain (1 Timothy 3:3; Titus 1:7)
13. Rules well his own house; his children are faithful; in subjection to their parents, whose rebellion is consistently dealt with by their parents (1 Timothy 3:4; Titus 1:7)
14. Not a novice; not a new convert (1 Timothy 3:6)
15. Has a good report or reputation with outsiders (1 Timothy 3:7)
16. Not self-willed (Titus 1:7)
17. A lover of good men and things (Titus 1:8)
18. Just, fair (Titus 1:8)
19. Holy, devout (Titus 1:8)
20. Self-controlled (Titus 1:8)

#### D. Resignation/Absence of a Plurality of Pastor-Elders

Any Pastor-Elder may resign effective upon giving written notice to the Council of Elders, unless the notice specifies a later time for the effectiveness of such resignation. If the resignation or removal of a Pastor-Elder results in leaving only one Pastor-Elder left in the Council, the remaining Pastor-Elder will seek the guidance and involvement of a Pastor or Minister from another like-minded church, until such time as an additional Pastor-Elder can be ordained.

#### E. Removal of Pastor-Elders

Any Pastor-Elder may be removed from office at any regular or special meeting of the Council if he is found to be physically or mentally incapacitated or spiritually unqualified (according to pertinent Scripture, including 1 Timothy 3:1-7 and Titus 1:6-9), after thorough corroborating investigation by the Pastor-Elders, in accord with the procedures prescribed by pertinent Scripture, including Matthew 18:15-18 and 1 Timothy 5:19. When a Pastor-Elder is removed because of sin that is deemed sufficient to disqualify him from shepherding, and if he refuses to repent from that sin, the removal shall be accompanied by a public rebuke, and notice shall be made before the church and the congregation thereof at a regularly scheduled worship service as prescribed in 1 Timothy 5:20.

#### F. Place of Meetings

Notwithstanding anything to the contrary provided in these Bylaws, any meeting (whether regular, special, or adjourned) of the Council of Elders of the Corporation may be held at any place within or without the State of New Mexico.

#### G. Regular Meetings

Regular meetings of the Board shall be held annually. A duly appointed Pastor-Elder shall give notice of the meeting to the Council two weeks in advance. Regular meetings shall be open to church members.

#### H. Special Meetings

Special meetings of the Council of Elders may be called at any time by order of a Pastor-Elder. The Pastor-Elder calling the meeting shall endeavor to notify the rest of the Council at least four days in advance.

#### I. Quorum

Except as otherwise provided herein, a majority of the Pastor-Elders currently serving shall constitute a quorum. A majority of the Pastor-Elders present, whether or not a quorum is present, may adjourn any meeting to another time and place. Whenever the matter to be considered concerns calling or dismissing a Pastor-Elder, or buying or selling real estate, a quorum shall consist of not less than two-thirds of the members of the Council.

#### J. Participation in Meetings by Conference Telephone & the Internet

Members of the Board may participate in a meeting through use of a conference telephone or similar internet communications, so long as all members participating in such meeting can hear one another.

#### K. Adjournment

A majority of the Pastor-Elders present, whether or not a quorum is present, may adjourn any Pastor-Elder meeting to another time and place. Notice of the time and place of holding an adjourned meeting need not be given to absent Pastor-Elders if the time and place be fixed at the meeting adjourned, except as provided in the next sentence. If the meeting is adjourned for more than forty-eight (48) hours, notice of any adjournment to another time and place shall be given prior to the time of the adjourned meeting to the Pastor-Elders who were not present at the time of the adjournment.

#### L. Action Without Meeting

Any action required or permitted to be taken by the Board may be taken without a meeting if all members of the Board shall individually or collectively consent in writing to a duly prepared resolution to such action. Such consent or consents shall have the same effect as a unanimous vote of the Board and shall be documented by attaching the signed resolution with the minutes of proceedings of the Board.

#### M. Rights of Inspection

Every Pastor-Elder shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the Corporation of which such person is an Pastor-Elder, for a purpose reasonably related to such person's interest as an Pastor-Elder.

#### N. Decisions of the Council of Elders

Decisions shall be reached after prayerful consideration by unanimous vote in a spirit of humility, with each Pastor-Elder regarding one another before himself.

### *Section 2. Deacons*

#### A. Responsibilities

The Deacons shall have the responsibility of assisting the Pastor-Elders in the shepherding of the saints, aid in the general spiritual care of the congregation, facilitate the giving of charitable gifts, and perform other duties at the discretion of the Council of Elders. The general distinction between Pastor-Elders and Deacons, is that Pastor-Elders must be able to teach whereas Deacons do not have to meet the same qualification. Thus, the Deacons main sphere of service is over the physical needs of the congregation.

#### B. Selection of Office

When the Council of Elders determine that more deacons are necessary to adequately care for the congregation, they will announce at a regularly scheduled worship service, that nominations for the Office of Deacon should be submitted to the Elders. After a specified period of time, the nomination process will come to a close and the Council of Elders will prayerfully and biblically consider each nominee. The Elders will then select and announce the approved nominees to the congregation at a regularly scheduled worship service for a period of consideration lasting one month. At the end of this period, those approved by the Council of Elders, will be ordained during a regularly scheduled worship service.

#### C. Qualifications

The qualifications for the Office of Deacon shall be the same as for the Office of Pastor-Elder, except that they need not be able to teach.

#### D. Removal of Deacons

The process of the removal of Deacons is the same as that for Pastor-Elders.

## **Article VII**

### ***Ordination***

Ordination refers to the unanimous recognition by the Council of Elders in a public worship service of a man for the Office of Pastor-Elder or Deacon. The existing Council of Elders is affirming the man's God-given call to the ministry to fulfill the Office of Pastor-Elder or Deacon, biblical qualifications, and ability to serve. Ordination shall be conferred for life, so long as the man continues to manifest the qualifications of the office.

## **Article VIII**

### ***Statement of Disputes***

#### ***Section 1. General***

In any dispute arising between church members, pastors, or staff pertaining to any matter of spiritual teaching or practices, church finances, or title to property purchased with church contributions, the dispute shall be resolved by the Council of Elders of the church. A decision shall be reached after prayerful consideration, in a spirit of humility, with each Pastor-Elder regarding one another before himself and striving to preserve the unity of the Spirit in the bond of peace (Ephesians 4:1-3).

## **Article IX**

### ***Other Provisions***

#### ***Section 1. Endorsement of Documents, Contracts***

The Council of Elders, except as in the Bylaws otherwise provided, may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances. Unless so authorized by the Council of Elders, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or agreement, or to pledge its credit, or to render it liable for any purpose or to any amount.

#### ***Section 2. Amendments***

These Bylaws may be amended and new and additional Bylaws may be made from time to time at any time by the Council of Elders in the exercise of the power granted to said Council of Elders in these Bylaws.

#### ***Section 3. Record of Amendments***

Whenever an amendment or new Bylaw is adopted, it shall be copied in the book of minutes with the original Bylaws, in the appropriate place. If any Bylaw is repealed, the fact of repeal with the date of the meeting at which the repeal was enacted or written assent was filed shall be stated in said book.

## **Article X**

### ***Receipt, Investment, and Disbursement of Funds***

#### ***Section 1. Receipt of Monies or Properties***

The Corporation shall receive all monies or other properties transferred to it for the purpose for which the Corporation was formed (as shown by the Articles of Incorporation). However, nothing contained herein shall require the Council of Elders to accept or receive any money or property of any kind if it shall determine in its discretion that receipt of such money or property is contrary to the expressed purposes of the Corporation as shown by said Articles.

#### ***Section 2. Investment and Disbursement of Funds***

The Corporation shall hold, manage, and disburse any funds or properties received by it from any source in a manner that is consistent with the expressed purposes of this Corporation.

## **Article XI**

### ***Corporate Records and Reports***

#### ***Section 1. Records***

The Corporation shall maintain adequate and correct accounts, books, and records of its business and properties. All such books, records, and accounts shall be kept at its principal place of business in the State of New Mexico, as fixed by the Council of Elders from time to time.

*Section 2. Inspection of Books and Records*

Every Pastor-Elder shall have the absolute right at any reasonable time to inspect all books, records, documents of every kind, and the physical properties of the Corporation, and also of its subsidiary organizations, if any.

*Section 3. Fiscal Year of the Corporation*

The fiscal year of the Corporation shall begin on the first day of April and end on the last day of March in each year.

**Article XII**

***Dissolution***

Upon dissolution of this Corporation, the Council of Elders shall cause the assets herein to be distributed to another Corporation with purposes similar to that identified in Article II of these Bylaws and the Articles of Incorporation.

**Article XIII**

***Miscellaneous Provisions***

All checks, drafts, demands for money and notes of the Corporation and all written contracts of the Corporation shall be signed by such officer or officers, agent or agents, as the Council of Elders may from time to time by resolution designate.

***CERTIFICATE***

WE, THE UNDERSIGNED, BEING PASTOR-ELDERS AND DIRECTORS OF THE CHURCH OF THE REDEEMER IN LOS LUNAS, DO HEREBY CERTIFY THAT THE ABOVE BYLAWS WERE ADOPTED AS THE BYLAWS HEREOF ON THE 26TH DAY OF JUNE, 2011, BY THE COUNCIL OF ELDERS OF SAID CORPORATION IN A MEETING ON THE SAME DATE, TO WIT, THE 26TH DAY OF JUNE, 2011. SAID BYLAWS ARE, AS OF THE DATE OF CERTIFICATION, THE DULY ADOPTED AND EXISTING BYLAWS OF THIS CORPORATION.

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Thomas J. Dollahite, Pastor-Elder

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Robert H. Browning, Pastor-Elder