

CONSTITUTION & BYLAWS
OF
THE NORTH CAROLINA ASSOCIATION
OF FREE WILL BAPTISTS

In compliance with §55A-2-06 of the General Statutes of North Carolina

Article 1
Name

The name of this organization shall be the North Carolina Association of Free Will Baptists.

Article 2
Purpose

The purposes of this state association of churches are to assist in the establishment and maintenance of voluntary associations of autonomous Free Will Baptist churches in fulfilling their ecclesiastical mission; to foster and promote involvement in the state and national associations of Free Will Baptist churches; and to encourage cooperative support, conduct meetings, and create fellowship among district associations of Free Will Baptist churches to further the cause of Christ. This organization operates as an association of churches exclusively for charitable, religious, and educational purposes according to the Bible as interpreted by Free Will Baptist doctrine.

Article 3
Statement of Faith

3.01 Incorporation by Reference. This association's statement of faith incorporates by reference parts II and III of The National Association of Free Will Baptist's *A Treatise of the Faith and Practice of the National Association of Free Will Baptists, Inc.*, which lists the statement of faith of Free Will Baptists.

3.02 Additional Faith Provisions. In addition to the beliefs incorporated by reference in section 3.01 of these bylaws, this association also adopts, as part of its statement of faith, the following positions:

(1) Marriage and Sexuality

- a. We believe that the term "marriage" has only one, legitimate meaning, and that is marriage sanctioned by God, which joins one man and one woman in a single, covenantal union, as delineated by Scripture. Marriage ceremonies performed in any facility owned, leased or rented by this association will be only those ceremonies sanctioned by God, joining one man with one woman as their genders were determined at birth. Whenever there is a conflict between the association's position and any new legal standard for marriage, the association's statement of faith, doctrines and biblical positions will govern. (Gen. 2:24; Eph. 5:22-23; Mark 10:6-9; I Cor. 7:1-9)
- b. We believe that God has commanded that no intimate sexual activity be engaged in outside of marriage as defined in (a) above. We believe that any other type of sexual activity, identity or expression that lies outside of this definition of marriage, including

those that are becoming more accepted in the culture and the courts, are contradictory to God's natural design and purpose for sexual activity. (Gen. 2:24; Gen. 19:5; Lev. 18:1-30; Rom. 1: 26-29; 1 Cor. 5:1; 6:9-10; 1 Thess. 4:1-8; Heb. 13:4)

- c. We believe that God wonderfully and immutably creates each person as male or female. These two distinct, complementary genders together reflect the image and nature of God and the rejection of one's biological gender is a rejection of the image of God within that person. (Genesis 1:26-27)

(2) Sanctity of Life

- a. Abortion. We believe that human life begins at conception and that the unborn child is a living human being. Abortion is murder and constitutes the unjustified, unexcused taking of unborn human life. (Job 3:16; Ps. 51:5; 139:13-16; Isa. 44:24; 49:1, 5; Jer. 1:5; 20:15-18; Luke 1:36, 44)
- b. Euthanasia. We believe that an act or omission which, of itself or by intention, facilitates premature death, is assuming a decision that is to be reserved for God. We do not believe that discontinuing medical procedures that are extraordinary or disproportionate to the expected outcome is euthanasia. (Ex. 20:13; 23:7; Matt. 5:21; Acts 17:28)

- (3) Love. We believe that we should demonstrate love for others, not only toward fellow believers, but also toward those who are not believers, those who oppose us, and those who engage in sinful actions. We are to deal graciously, gently, patiently, and humbly with those who oppose us. God forbids the stirring up of strife, the taking of revenge, or the threat or use of violence as a means of resolving personal conflict or obtaining personal justice. Although God commands us to abhor sinful actions, we are to love and pray for any person who engages in such actions. (Lev. 19:18; Matt. 5:44-48; Luke 6:31; John 13:34-35; Rom. 12:9-10; 17-21; 13:8-10; Phil. 2:2-4; II Tim. 2:24-26; Titus 3:2; I Peter 3:8-9; 1 John 3:17-18)

- (4) Lawsuits within the Church. We believe that Christians are prohibited from bringing civil lawsuits within the Church. We do believe, however, that a Christian may seek compensation for injuries from another Christian's insurance company as long as the claim is pursued without malice or slander. (1 Cor. 6:1-8; Eph. 4:31-32)

- (5) Protection of Children. We believe that children are a heritage from the Lord and must be absolutely protected within the body of Christ from any form of abuse or molestation. This association has zero tolerance for any person, whether paid staff, volunteer, member of an affiliated church, or visitor, who abuses or molests a child. (Ps. 127:3-5; Matt. 18:6; Matt. 19:14; Mark 10:14)

3.03 Authority of the Statement of Faith. The statement of faith does not exhaust the extent of our faith; the Bible itself is the sole and final source of all we believe. However, we do believe that the statement of faith, which includes the incorporated provisions and additional positions set forth in section 3.02 above, accurately represents the teachings of the Bible and, therefore, is binding upon all board members, officers, district associations, member churches, delegates, staff, and volunteers. All literature, whether print or electronic, used in the association, shall be in complete agreement with the statement of faith. All activities permitted or performed in any facilities owned, rented, or leased by this association, or engaged in by any staff member of the association (volunteer or paid) and all decisions of the administration of this association shall not conflict with the statement of faith.

Article 4 Membership

4.01 Requirements for Membership in the State Association. District associations of Free Will Baptist churches located within the State of North Carolina may apply for membership in this state association. A state association credentials committee, appointed by the state association's executive board ("executive board"), shall examine the application and make any other investigation it deems appropriate. The credentials committee shall make a recommendation to the executive board as to the appropriate action to take regarding membership. The decision regarding an application for membership shall be made by majority vote of delegates present and voting at the state association annual meeting.

4.02 Annual Report. Each district association holding membership in this state association shall send a report of statistics to the annual state association meeting on a form provided annually by the state association. Failure to complete and return this report for two successive annual membership sessions of the state association may be the basis for dismissal from the state association by a majority vote of delegates of district association members present and voting at the annual state association meeting.

4.03 Membership Affiliations. Each local church holding membership in an affiliated district association that is accepted for membership in this state association shall automatically be a member of this state association.

Article 5 Representation

5.01 Choosing of District Association Delegates to State Association Meetings. Every district association shall elect or appoint delegates to the state association meetings by a majority vote of the district association members.

5.02 Seating of District Association Delegates at State Association Meetings. Seating of delegates to state association meetings shall be through recommendation of a credentials committee. Any potential delegate whose credentials are not recommended for approval by the credentials committee may be seated only by a majority vote of seated delegates who are present and voting.

Article 6 Standing Boards

6.01 Executive Board

- (1) **Composition.** The executive board shall consist of the officers (moderator, assistant moderator, clerk, and treasurer) and three members at large elected by the members of the state association.
- (2) **General Duties.** The executive board shall (a) arrange the program for the annual meeting and any special meetings of the association; (b) fill by majority vote vacancies that may occur on the executive board or other standing boards between meetings of the state association; (c) promote the work of the state association; (d) review the annual reports and proposed budgets of the executive board and any other boards and committees before they are

presented to the state association annual meeting; (e) provide for and give general supervision to state association sponsored programs and service ministries; (f) decide by majority vote to employ and supervise a promotional director; and (g) determine honorariums or compensation, if necessary and appropriate.

- (3) Authority of Executive Board. The executive board is not authorized to act for the state association except as provided by these bylaws of the state association or as specifically directed by majority vote of the delegates from the district associations.
- (4) Creation of Committees. The executive board may, by majority vote, create various committees as it deems necessary and appropriate in compliance with Article 10 of these bylaws.
- (5) Election of Executive Board Members. Members of the executive board who are also officers of the state association (moderator, assistant moderator, clerk, and treasurer) shall be elected in accordance with Article 8 of these bylaws. Three additional members of the executive board shall be elected to serve on the executive board and shall be elected by the district association delegates at the annual state association business meeting. No person may hold membership on both the executive board and another standing board at the same time.
- (6) Term of Office of Executive Board Members. Each officer shall be elected for a term of two years and are eligible for re-election for another two-year term, their tenures not to exceed four consecutive years. Members-at-large shall be elected to a term of three years and are eligible for re-election for another three-year term, their tenures not to exceed six consecutive years. Any current member-at-large elected to serve as an officer shall not serve more than a total of six consecutive years as a member of the board.
- (7) Custodian of Association Property. The executive board shall be the legal custodian of all property belonging to the association, except in the case of the other standing boards of the association, which by action of the association are authorized to incorporate.

6.02 Other Standing Boards

- (1) List of other standing boards. The following standing boards shall exist as part of the state association:
 - a. North Carolina Free Will Baptist State Missions Board
 - b. North Carolina Free Will Baptist Youth Ministries Board
- (2) Duties of Other Standing Boards. Each of the other standing boards shall:
 - a. Promote the work within the state as would generally be recognized as coming within the purview of the respective board.
 - b. Be responsible to the state association for all their actions.
 - c. Propose bylaws for the governing of their respective work (the bylaws of each board shall be presented to the state association for approval).
 - d. Maintain accurate records of all committee meetings and decisions, and make an annual report of its accomplishments to the state association.
 - e. Prepare a budget of proposed expenditures that shall be presented to the association for approval.
- (3) Election and Terms of Office of Other Standing Board Members

- a. Each of the standing boards listed in section 6.02 shall be composed of five members elected by the state association members at the annual meeting of the state association.
- b. No person shall hold membership on more than one standing board at the same time.
- c. The members of the boards listed in 6.02 shall each have a term of office of five years with their terms arranged so that one member's term expires annually.
- d. Each of the standing boards listed in section 6.02 shall elect among its members a director and a clerk.

(4) Meetings of Other Standing Boards

- a. Meetings of other standing boards shall be held at the discretion of each board's director.
- b. A quorum for standing board meetings listed in this section shall consist of a majority of current board members. Any one or more standing board members may participate in a meeting of a standing board by means of a conference telephone, web-based conference, or similar communications equipment or device, by means of which all persons participating in the meeting can hear each other at the same time. Participating by such means shall constitute presence in person at a meeting for purposes of determining if a quorum is present.
- c. Notice of meetings shall be provided by the standing board's clerk at least one week prior to the date of the meeting by each member's chosen method of notice (U.S. Postal Mail, electronic mail, text or phone call).
- d. A majority vote of present and voting members of the standing board shall carry the motion or decision being considered. Absentee voting is not permitted, and no voting shall be done by proxy in standing board meetings.

Article 7

Officers and Their Duties

7.01 Corporate Officers. The officers of this state association shall be members of the executive board and shall include a state association moderator, an assistant moderator, a clerk, and a treasurer.

7.02 State Association Moderator. The state association moderator shall (1) preside at meetings of the state association and its executive board; (2) call meetings of the executive board of his own volition or upon request of at least three members of the executive board; and (3) fulfill whatever responsibilities that may be commensurate with the office or that may be delegated by the executive board.

7.03 Assistant Moderator. The assistant moderator shall (1) preside at the request of, or in the absence of, the moderator at the meetings of the state association and its executive board; and shall (2) assist the moderator in such manner as may be requested.

7.04 Clerk. The clerk shall (1) prepare accurate minutes of the proceedings of all meetings of the state association and the executive board; (2) provide for the safe keeping of such minutes; (3) preserve the record of said proceedings in a book provided for this purpose; (4) handle such official correspondence as may be directed by the state association; (5) sign, certify, or attest documents as may be required by law; (6) see that reports, statements, certificates, and all other documents and records required by law are properly kept and filed; and (7) see that notices are duly given in accordance with the provisions of these bylaws. In the case of the absence or disability of the clerk, or upon his or her refusal to act, notice may be given by the moderator or the assistant moderator of the executive board.

7.05 Treasurer. The treasurer shall hold in trust all money that belongs to the state association or its executive board and, along with the moderator, is invested with the authority to authorize the disbursement of state association funds. He shall keep an account of all funds received and disbursed and make interim reports to the board as requested and to the annual meeting of the state association.

Article 8 Election of Officers

8.01 Limitations on Officers. No person shall hold more than one state association elected office at the same time unless an exception is made by a majority vote of the executive board. The offices of moderator and assistant moderator shall be filled on an alternating basis from the eastern and western parts of the state; Durham shall be the dividing line. When the moderator is elected from one area, the assistant moderator shall be elected from the other.

8.02 Nominations of Officers. Prior to each annual meeting, the executive board shall elect, by a majority vote, a nominating committee, which shall present their nominations report to the association delegates at the annual meeting. After the nominating committee report is presented, additional nominations for any office may be made from the floor.

8.03 Election of Officers. After nominations have been presented, all officers shall be elected by a majority vote of the association delegates present and voting at the annual state association meeting.

8.04 Term of Office. Consistent with section 6.01(6) of these bylaws, each officer of the executive board and of this association (moderator, assistant moderator, clerk, and treasurer) shall have a term of office of two years, with their terms arranged so that one member's term expires annually.

Article 9 Meetings of the Executive Board and the State Association

9.01 Annual State Association Meeting. This association shall convene in regular annual session on the first Monday and Tuesday after the first Sunday in June at a place determined by the executive board. In the event of an emergency resulting from a cancellation of the place approved by the state association during the annual meeting, the executive board shall have the power to make a suitable choice of location for the remainder of the annual meeting.

9.02 Special State Association Meetings. The executive board moderator (or a majority vote of the executive board if the office of moderator is vacant or if the moderator is the subject of possible disciplinary action) may call for special state association meetings.

9.03 Executive Board Meetings. Executive board meetings shall be held on a quarterly basis or as determined by the executive board. Special meetings may be called by a majority vote of the executive board, and any business appropriately conducted at the annual business meeting may be conducted at a special meeting.

9.04 Quorum. A quorum for board meetings shall consist of a majority of current executive board members. A quorum for annual or special state association meetings shall be those qualified members in attendance at such meeting.

9.05 Notice of Meetings

- (1) State Association Meetings. Notice of the annual state association meeting shall only be sent if the date, location or time of the annual meeting differs from the date listed above in section 9.01. If notice is sent, it shall include the date, time, and location of the meeting and be sent via U.S. Postal Mail to each state association at least four weeks preceding the meeting. Notice of special state association meetings must include the date, time, location, and purpose of the meeting and shall be sent via email or U.S. Postal Mail at least two weeks prior to the scheduled meeting.
- (2) Board Meetings. Notice of quarterly executive board meetings shall include the date, time, and location of the meeting, and be sent to each board member in accordance with his or her preferred written method of notice, whether via email or U.S. Postal Mail, at least one week preceding the meeting. Notice of special board meetings must include the date, time, location, and purpose of the meeting and shall be sent to each board member via email or phone at least twenty-four hours prior to the scheduled meeting.

9.06 Moderation at Meetings

- (1) Moderator. The moderator, or in his absence or unwillingness to act, the assistant moderator, shall preside at all executive board meetings and state association meetings.
- (2) Rules of Procedure. The moderator, or in his absence or unwillingness to act, the assistant moderator, shall determine the rules of procedure according to his sense of fairness and common sense, giving all executive board members and association delegates a reasonable opportunity to be heard on a matter. For rules of decorum, Robert's Rules of Order should be used as a guide when applicable, except in cases where Robert's Rules are superseded by the rules of the association. The moderator is the final authority on questions of procedure, and his decision is final and controlling. For any meeting under this article, the moderator, in his sole discretion, shall have full and unilateral authority to require nonmembers (or children, if circumstances so warrant) to leave the meeting room and to order the immediate removal of any member or other person present who is deemed by the moderator to be disruptive to the proceedings by act or presence. If the moderator determines that compliance with his order of removal is unsatisfactory, he may, in his sole discretion, revoke the disruptive person's right to remain on the premises and treat the person as a trespasser.

9.07 Voting at Meetings

- (1) Eligible Persons. Voting at executive board and state association meetings is limited to eligible persons present at the meeting. "Eligible persons" means, for purposes of executive board meetings, duly elected executive board members and, for purposes of state association meetings, eligible delegates from district associations in good standing with the state association.
- (2) Absentee and Proxy Voting. Absentee voting is not permitted, and no voting shall be done by proxy in any state association, executive or other standing board, or committee meeting.
- (3) Electronic Means of Participation. Any one or more executive board members may participate in a meeting of the executive board by means of a conference telephone, web-based conference, or similar communications equipment or device by means of which all persons

participating in the meeting can hear each other at the same time. Participating by such means shall constitute presence in person at a meeting for purposes of determining if a quorum is present. Electronic means of participation is not permitted for purposes of quorum or voting at state association meetings.

- (4) Required Number of Votes. A majority vote will constitute the requisite number of votes for passage of amendments and motions, whether by the executive board voting at a meeting of the executive board or by the delegates voting in a state association meeting.

Article 10 Committees

10.01 Creation of Committees. Various special committees shall be created by majority vote of the executive board or the state association delegates when need arises. The number of members of a committee shall be determined by the establishing body (executive board or state association as a whole). Committee members shall be appointed by the moderator unless otherwise provided by the action creating the committee. Committee members shall serve for the length of time provided in 10.02, until their work has been completed, until they are released, or until their successors are chosen.

10.02 Term of Committee Service. The members of any committees established by the executive board shall each serve a term of office of three years, with their terms arranged so that at least one committee member's term expires annually.

10.03 Standing Committees. Except as otherwise provided below, the following committees shall be appointed annually by the board to serve the board and to serve during the annual state association meeting.

- (1) Credentials Committee. The credentials committee shall consist of three members. This committee shall examine all letters to the association, applications for membership in the association, and credentials of the various delegates. The committee shall make recommendations to the state association and its executive board regarding the seating of delegates and the action to take on applications of district associations in the state association.
- (2) Resolutions Committee. The resolutions committee shall screen resolutions that are presented to the annual association meeting. Only resolutions determined by this committee to be worthy are to be presented to the association by the committee.
- (3) Finance Committee. The finance committee shall receive and account for all funds received and used by the state association.

10.04 Quorum and Voting at Committee Meetings. For purposes of conducting committee meetings and business, a majority of committee members shall constitute a quorum, and a majority of those members present and voting shall constitute the requisite number of votes for passage of proposals and motions.

10.05 Authority of Committees. Committees, whether standing or special, have no authority to act on behalf of the association. Their primary function is to research and recommend. Committees shall make available upon request all records and materials to the executive board, who shall have the right to overrule any plans or decisions made by the committee. Each committee shall elect among its number a

chairman and a secretary. The chairman shall conduct the business of the committee meetings, and the secretary shall keep minutes of each meeting and timely submit the minutes to both the executive board moderator and secretary to be filed with the association's records. If deemed appropriate by the executive board, the committee secretary, in conjunction with the chairman, shall submit an annual report to the executive board of the decisions and plans of the committee.

Article 11 Discipline

This association has no judicial or appellate powers conflicting with the independence of the local church or bodies constituting this state association.

Article 12 Limitation of Liability and Binding Arbitration

12.01 Limitation of Liability. This association is not responsible for the actions of local member churches or district associations that constitute the members of this association nor for the actions of members or attendees of such local churches or district associations.

12.02 Submission to Arbitration. Delegates to this association, officers, board members, and members of the local churches or district associations that constitute the membership of this association agree to submit to binding arbitration any legal matters that arise between the member churches, district associations, or conventions and this association or between the individuals within the member churches, district associations, or conventions and this association that cannot otherwise be resolved, and they expressly waive any and all rights in law and equity to bring any civil disagreement before a court of law, except that judgment upon the award rendered by the arbitrator may be entered in any court having jurisdiction thereof.

12.03 Arbitration Procedures. The procedures for arbitration shall be as adopted by the executive board. If the executive board has not adopted procedures, the church will use arbitration procedures provided by the National Center for Life and Liberty. This arbitration provision is ecclesiastical and faith-based in nature and is intended to operate under the rules and guidelines of this association. It is not intended to operate under any state or federal guidelines for arbitration.

Article 13 Tax-Exemption Provisions

13.01 Private Inurement. No part of the net earnings of the association shall inure to the benefit of or be distributable to its members, officers, board members, or other private persons except that the association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above in Article 2.

13.02 Political Involvement. No substantial part of the activities of the association shall be the carrying on of propaganda or otherwise attempting to influence legislation, and to the extent prohibited by law, the association shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

13.03 Limitation of Activities. Notwithstanding any other provision of these articles, the association shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code (IRC) or (b) by an organization contributions to which are deductible under section 170(c)(2) of the IRC.

13.04 Dissolution. Upon the dissolution of the corporation, no part of the corporation's assets shall inure to the benefit of any of its members and shall be distributed to the National Association of Free Will Baptists or to another organization of like faith and practice that is organized for one or more exempt purposes within the meaning of IRC 501(c)(3) at the time of distribution. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s) as said court shall determine, that are organized and operated exclusively for such purposes.

13.05 Nondiscrimination Policy. This association shall not discriminate against member churches, district associations, officers, delegates, board members, or others on the basis of race, color, or national and ethnic origin. As a religious institution, however, this organization reserves the right to deny membership or employment or to terminate the membership or employment of persons whose lifestyle, words, actions, or otherwise do not align with the association's incorporated Treatise of Faith and Practice, additional articles of faith, code of conduct, or other policies of this organization.

Article 14 Amendments

These bylaws may be amended by a two-thirds vote of the member delegates present and voting at a state association meeting provided the amendment is presented, at a minimum, the day before the vote.

These bylaws were adopted by a majority vote of the member delegates present and voting at a duly called meeting of the state association in which a quorum was present.

These bylaws supersede any other bylaws of the state association.

Date

State Association Clerk