



Proposed By-Laws

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Article I. Organization

Section 1.01 Church

The name of this church is First Baptist Church of Prosper. The church will be committed to loving and glorifying God the Father, Son and Holy Spirit. Focus will be given to the spread of the Gospel of Jesus Christ through taking His message of grace throughout the world. Great care will be taken to provide every believer in Jesus Christ with the love, training, and fellowship that they need to live out a life of worship.

Section 1.02 Organization

This church is organized and operated primarily for the purpose of engaging in religious worship and promoting the spiritual development and well-being of individuals. It is to be operated in a way that does not result in the accrual of distributable profits, realization of private gain resulting from payment or compensation in excess of a reasonable allowance for salary or other compensation for services rendered, or realization of any other form of private gain.

Section 1.03 Corporation

The legal entity utilized by the church is a corporation, the First Baptist Church of Prosper, organized under the Texas Non-Profit Corporation Act, exempt from federal income taxation, subject to the laws of the United States and the State of Texas, with which these bylaws are intended to comply.

Section 1.04 Operational

First Baptist Church of Prosper shall be an organization that is led by its Executive and Ministry Staff with oversight offered by its Elders and its ministries empowered by its membership.

Article II. Membership

Section 2.01 General

First Baptist Church of Prosper shall have one type of membership. Members of this church shall consist of all persons who have met the three qualifications for membership as described in Section 2.02 or existing members as of final acceptance of the Constitution and By-Laws. A person may be eligible for membership in the following ways:

- 1) Baptism – Any person professing faith in Jesus Christ as their Personal Lord and Savior, giving testimony of a personal commitment to Him, and coming to the church as a candidate for baptism by immersion.
- 2) Letter – Members from other churches holding a like faith may be received as members upon receipt of recommendation from the former church.
- 3) Statement – A person may be accepted on the basis of their personal statement that they have received Christ and have been scripturally baptized by immersion.

Section 2.02 Qualifications

A person may qualify for membership by completing the following:

- 1) Making a personal commitment of faith in Jesus Christ for salvation.
- 2) Being baptized by immersion following faith in Christ.
- 3) Completing the Membership Class for First Baptist Church of Prosper.

Section 2.03 Dismissal of Members

Membership may be terminated in the following ways:

- 1) Death
- 2) Letter granted to another church upon request
- 3) Request, in writing, to be removed from church rolls
- 4) Disciplinary action by the congregation (as defined in Section 2.06)

Section 2.04 Rights of Members

Every member, 16 years of age or older, is entitled to vote in all church-wide elections. Each member present shall be entitled to one vote on each matter. No voting by proxy shall be permitted. Members will vote on the following matters: the annual church budget; hiring of Senior Pastor and Executive Staff; the acquisition and disposition of real property; incurrence of debt with a commitment longer than one year; modifications to the Constitution and By-laws; and other matters as brought by the Elders.

Section 2.05 Expectations of Members

The following are the basic expectations of all members of First Baptist Church of Prosper:

- 1) To have received Christ as personal Lord and Savior and to have been baptized by immersion as an illustration of that salvation.
- 2) To fully agree with the Statement of Beliefs of First Baptist Church of Prosper.
- 3) To fully support the Mission and Core Values of First Baptist Church of Prosper.
- 4) To connect with other members of the congregation through faithfully attending the ministries of the church.
- 5) To support First Baptist Church of Prosper through utilization of spiritual gifts and financially contributing to the ministry.
- 6) To uphold the unity of the church through handling all situations according to the scriptural mandate.
- 7) To grow in his/her relationship with Christ through prayer and Bible study.

Section 2.06 Discipline of Members

Members who err in doctrine or conduct shall be dealt with according to Matthew 18:15-18. The goal of all discipline is loving restoration of the member. Once Matthew 18:15-18 has been followed and the Elders deem that the member remains unrepentant of their sin they shall exclude the unrepentant member from membership. The Elders should inform the congregation of their decision at a meeting called for that purpose. The meeting must be posted one (1) week in advance of its set time. At the church-wide meeting the Elders should give the congregation basic information about why membership is being revoked and ask the congregation to cease interaction with the unrepentant member in accordance with Matthew 18:17. Upon evidence of repentance and reformation, membership may be restored by a vote of the Elders and announcement to the congregation.

Article III. Elders

Section 3.01 General

The Elders are charged with the spiritual oversight of all activities at First Baptist Church of Prosper. They also offer strategic oversight to the financial and personnel issues of the congregation. The Elders primary responsibility is to protect the congregation from spiritual attack and heresy. The Elders oversee the vision set forth by the Senior Pastor and Executive Staff for the protection of the Body of Christ and assist the staff in the implementation of that vision.

Section 3.02 Qualifications

All members of the Elders shall be a member in good standing for at least nine (9) months before nomination; financially support the church through an evidenced commitment to the tithe; and meet the Biblical qualifications of Elder. The qualifications are as follows (based on 1 Timothy 3:2-7 & Titus 1:6-9):

- 1) An Elder must be a man.
- 2) There must be a desire to be an Elder.
- 3) An Elder should not be a recent convert.
- 4) An Elder should have unquestioned character.
- 5) An Elder should be known as a man of faithfulness to his wife or be unmarried.
- 6) An Elder should be raising his children to be people of faith, and they should exhibit that instruction in their lives.
- 7) An Elder should be clear-headed.
- 8) An Elder should lead a disciplined and self-controlled life.
- 9) An Elder should be hospitable.
- 10) An Elder should have a deep understanding of the scriptures and be able to properly teach them to others.
- 11) An Elder must not abuse any substance.
- 12) An Elder must not be quick-tempered.
- 13) An Elder must be a peacemaker.
- 14) An Elder must be free from the love of money.
- 15) An Elder must look out for the good of others above himself.
- 16) An Elder must be free from blame in his business dealings.
- 17) An Elder should love what is good.
- 18) An Elder must be willing to refute false teachings and protect the church from false teachers.
- 19) An Elder must be submitted to God in every area of his life.

Section 3.03 Responsibilities

- 1) Pray for the congregation.
- 2) Have the ability and willingness to rightly communicate the truth of the scripture.
- 3) Protect the Body of Christ from heresy, spiritual attacks and disunity.
- 4) Oversee the spiritual direction of First Baptist Church of Prosper.
- 5) Oversee the fiduciary matters of the congregation.
- 6) Oversee the function and qualifications of the Deacon body in accordance with I Timothy 3:8-13 and other relevant passages of scripture.
- 7) Oversee all personnel issues of the congregation (Staff Elders are excluded from voting on all personnel issues).
- 8) Commit themselves fully to the work of the Elders.

Section 3.04 Meetings of Elders

- 1) The Elders should meet together at least once a month.
- 2) The Senior Pastor will preside at all meetings of the Elders or appoint someone from among the Elders to preside over the meetings.
- 3) If no one fills the office of Senior Pastor, the Elders will select one from among their number to serve as chairman.
- 4) All Elder meetings are open to the congregation. The Elders reserve the right to enter into private session for sensitive matters.
- 5) If a member would like to raise an issue at the Elder meeting the request must be made in writing one week in advance of the meeting so that it might be included on the agenda. All submitted items will be included in the minutes of the Elder meeting.

Section 3.05 Members

There is no set number of Elders either minimum or maximum. All prospective Elders must be approved by the Elders and congregation as defined in Section 3.06. The Senior Pastor shall be a member of the Elders. The members, other than the Senior Pastor, shall serve a three (3) year term. At the end of their three (3) year term the Elder must reenter the selection process (Section 3.06) and be reaffirmed by his fellow Elders before he can continue to serve. Each Elder must reaffirm his commitment to serve every year and have that commitment affirmed by his fellow Elders.

Section 3.06 Selection of Elders

The selection process is to be done on a yearly basis. If the total number of Lay Elders ever falls below three (3) men then nominations can begin at any time during the year as directed by the Elders. If, however, no qualified man is found to join the Elders midyear, the Elders will continue at their present number.

- 1) Prospective men are to be nominated by the congregation. An Examination Team comprised from the active Elders shall review the candidates' qualifications based on the Scriptural qualifications of an Elder.
- 2) All prospective Elders who have been a member of First Baptist Church of Prosper for less than two (2) years must present references from their prior church.
- 3) All nominated men who have been approved by the Examination Team will be presented to the congregation for objections to be submitted in writing to the Examination Team. The objections must be received within 14 days after presentation.
- 4) Any objections will be investigated by the Examination Team at which time it may withdraw nomination of men as determined by the investigation.
- 5) If no suitable objections are found for the Elder nominee then he will be installed on the Elder Team.

Section 3.07 Removal of an Elder

If for any reason an Elder no longer fulfills the qualifications of an Elder (as outlined in Section 3.02) he may be removed from the Elder Team in the following ways (Matthew 18:15-18 must be followed if appropriate):

- 1) The Elder may ask to step down from his position at any time during his term.
- 2) The Elder may be removed by an 80% approval of the Elders after following the guidelines of Matthew 18:15-18.

If any Elder resigns or is removed from his position, an announcement must be made to the congregation.

Section 3.08 Minutes

The Elders will keep minutes of all Elder Meetings. Written copies will be approved and signed by the Elders.

Section 3.09 Trustees

Each year the Elders will select from among their number three men to serve as Trustees of the church. If there are not three Elders serving then the Elders may select a Trustee from among the congregation. The Trustees are charged with acting as a signatory for legal documents as deemed necessary by the congregation.

Article IV. Staff

Section 4.01 Responsibilities

The staff, as defined by the Elders, is charged with casting vision, and developing and implementing programming, which will disciple the congregation in their faith and lead them to participate in the spread of the Gospel. The staff is accountable to the Elders.

Section 4.02 Senior Pastor

- 1) Responsibilities –
 - a. The Senior Pastor is responsible to provide spiritual nourishment, strategic vision and operational leadership to the First Baptist Church of Prosper membership.
 - b. The public services and general development of all church ministries shall be under his supervision.
 - c. All employees of First Baptist Church of Prosper are under the leadership of the Senior Pastor.
 - d. The Senior Pastor is responsible for assuring completion of annual performance evaluations for all staff.
 - e. The Senior Pastor is a member and chairman of the Elders.
 - f. There shall only be one Senior Pastor at any given time.
- 2) Qualifications – The Senior Pastor is subject to fulfilling the qualifications of an Elder as defined under Section 3.02.
- 3) Call of the Senior Pastor – If the Senior Pastor position is vacant or soon to be vacant then the following process should begin:
 - a. The Elders shall nominate a Senior Pastor Search Team. The nominated Senior Pastor Search Team shall be confirmed by the congregation with a majority vote (50.1%) at a Special Called Meeting (Section 8.02).
 - b. An Elder will serve as the chairman of the Senior Pastor Search Team. The chairman is responsible for communication of the process and status of the process at least once a month to the First Baptist Church of Prosper congregation.
 - c. Upon approval of the Elders (by an approval vote of at least 80%) the Senior Pastor Search Team's recommendation of a candidate shall constitute a nomination for the Senior Pastor position.
 - d. The candidate shall then be presented to the church as a candidate 'in-view-of-a-call' for the position of Senior Pastor. His election shall take place at a meeting of the church for that purpose, in which at least one-week notice shall be given.
 - e. After twelve (12) months if satisfactory progress has not been made in the search for a Senior Pastor, the individual members of the Senior Pastor Search Team must be reaffirmed by the Elders. If a replacement is needed the Elders shall nominate a replacement to be confirmed by the congregation with a majority vote.
 - f. The Senior Pastor Search Team shall recommend to the congregation, upon approval from the Elders, one man for the congregation's consideration.
 - g. The calling of the Pastor must be by a minimum of a 70% majority vote of the congregation.
- 4) The Senior Pastor is excluded from the nine month waiting period to occupy the office of Elder. He is installed into the position of Elder chairman upon his calling by the congregation.
- 5) The Senior Pastor is removed from the office of Elder upon termination of employment.
- 6) In the absence of the Senior Pastor, the Elders shall select an interim to assume the operational leadership duties. The Elders shall also be responsible for finding an interim replacement for the pulpit ministry.
- 7) Termination of Employment – The employment of the Senior Pastor can be terminated in the following ways:
 - a. Offer of resignation by the Senior Pastor a minimum of two weeks before last official work day.
 - b. 80% approval of termination by the Elders (excluding the Staff Elders) after following the guidelines of Matthew 18.
 - c. Immediate suspension can be affected by the Elder Team with a 70% vote for moral and/or spiritual failure. Suspension may be with pay and can last no longer than four (4) weeks unless the process of termination has begun.

Section 4.03 Executive Staff

- 1) Responsibilities – Executive Staff are charged with church-wide planning and implementation of all First Baptist Church of Prosper ministries. The Executive Staff serve under the direction of the Senior Pastor.
- 2) Qualifications – Members of the Executive Staff are subject to fulfilling the qualifications of Eldership as defined under Section 3.02 (exclusion being given to gender and time of membership).
- 3) Hiring –
 - a. Executive Staff positions will be defined or eliminated as needed. Executive Staff positions will be defined by the Senior Pastor and be approved by the Elders.
 - b. Executive Staff candidates will be approved by an 80% vote of the Elders and presented to the congregation for a church-wide vote.
 - c. Executive Staff candidates must be approved by a 70% approval vote of the congregation.
- 4) Executive Staff as Elder
 - a. Executive Staff can be considered for Eldership if the qualifications of Elder (Section 3.02) are met.
 - b. An Executive Staff member will be removed from the office Elder upon termination of employment.
- 5) Termination of Employment – The employment of a Executive Staff member will be terminated in the following ways:
 - a. Offer of resignation by the Executive Staff member a minimum of two weeks before last official work day.
 - b. An 80% vote of the Elders
 - c. Immediate suspension can be affected by the Senior Pastor and/or the Elders for moral and/or spiritual failure. Suspension may be with pay and can last no longer than four (4) weeks unless the process of termination has begun.

Section 4.04 Ministry Staff

- 1) Responsibilities – Ministry Staff is responsible for designing and implementing programming to accomplish the vision as cast by the Senior Pastor and the Executive Staff.
- 2) Qualifications – The Ministry Staff members are to have a mature and growing relationship with Jesus Christ and exhibit a spiritual giftedness to lead in their assigned ministry area. They are not, however, subject to the qualifications of Eldership as defined under Section 3.02.
- 3) Hiring –
 - a. Ministry Staff positions will be defined or eliminated as needed.
 - b. Ministry Staff positions will be defined by the Senior Pastor as required to maintain the positive functioning of the church and approved by the Elders.
 - c. The Elders must approve the candidate by a two-thirds (2/3) majority. The Elders may deem it necessary to seek congregational approval for the hiring of some Ministry Staff members.
- 4) Ministry Staff as Elder
 - a. A Ministry Staff member can be considered for the office of Elder if the qualifications for Elder (Section 3.02) are met.
 - b. A Ministry Staff member will be removed from the office of Elder upon termination of employment.

- 5) Termination of Employment – The employment of a Ministry Staff member can be terminated in the following ways:
 - a. Offer of resignation by the Ministry Staff member a minimum of two weeks before last official work day.
 - b. A two-thirds (2/3) majority vote of the Elders.
 - c. Immediate suspension can be affected by the Senior Pastor and/or the Elders for moral and/or spiritual failure. Suspension may be with pay and can last no longer than four (4) weeks unless the process of termination has begun.

Section 4.05 Support Staff

- 1) Responsibilities – Support Staff are to assist the Executive and Ministry Staff in the positive functioning of the church.
- 2) Hiring –
 - a. Support Staff positions will be defined or eliminated as needed.
 - b. Support Staff positions are recommended by the Senior Pastor and Executive Staff and approved by the Elders.
 - c. Support staff personnel are hired at the discretion of the Senior Pastor and Executive Staff.
- 3) Support Staff as Elder
 - a. A Support Staff member can be considered for the office of Elder if the qualifications for Elder (Section 3.02) are met.
 - b. A Support Staff member will be removed from the office of Elder upon termination of employment.
- 4) Termination of Employment – The employment of a Support Staff member can be terminated in the following ways:
 - a. Offer of resignation by the Support Staff member a minimum of two weeks before last official work day.
 - b. Employment of Support Staff may be terminated at any time by the Senior Pastor, or a designated representative of the Senior Pastor, in consultation with the Elders.

Article V. Deacons

Section 5.01 General

The Deacon body of First Baptist Church of Prosper is the primary servant arm of the congregation. The Deacons assist the Staff and Elders in providing spiritual, emotional and physical care to the church. The Deacons serve under the direction of the Elders.

Section 5.02 Qualifications

All members of the Deacons shall be a member in good standing for at least nine (9) months before nomination; financially support the church through an evidenced commitment to the tithe; and meet the Biblical qualifications of a Deacon (1 Timothy 3:8-13). The qualifications of a Deacon are:

- 1) A Deacon must be a man.
- 2) A Deacon must be worthy of respect.
- 3) A Deacon must be sincere.
- 4) A Deacon must not abuse any substance.
- 5) A Deacon must be upstanding in all business dealings.
- 6) A Deacon must live by the truth of the scriptures.
- 7) A Deacon must not be a gossip.
- 8) A Deacon must be a person of marital faithfulness or be unmarried.
- 9) A Deacon must be a Godly parent or have no children.
- 10) A Deacon must be committed to creating a God-honoring home.
- 11) A Deacon must have a clear conscience.

Section 5.03 Deacon Members

There is no set number of Deacons either minimum or maximum. All prospective Deacons must be approved by the Elders, existing Deacons and congregation as defined in Section 5.04. The members shall serve a three (3) year term. At the end of their three (3) year term the Deacon must reenter the selection process (Section 5.04) and be reaffirmed by the Elders and his fellow Deacons before he can continue to serve. Each Deacon must reaffirm his commitment to serve every year and have that commitment affirmed by his fellow Deacons and the Elders.

Section 5.04 Selection of Deacons

Selection of Deacons shall be done on a yearly basis.

- 1) Candidates are to be nominated by the congregation. An Examination Team comprised from the active Deacons or Elders shall review the candidates qualifications based on the Scriptural qualifications of a Deacon.
- 2) All candidates who have been a member of First Baptist Church of Prosper for less than two (2) years must present references from their prior church.
- 3) All candidates who have been approved by the Examination Team will be presented to the Elders for their approval.
- 4) All candidates who have been approved by the Examination Team and the Elders will be presented to the congregation for objections to be submitted in writing to the Examination Team and Elders. The objections must be received within 14 days after presentation of candidates.
- 5) Any objections will be investigated by the Examination Team and Elders at which time they may withdraw nomination of candidates as determined by the investigation.
- 6) If no suitable objections are found for the candidates they will be installed on the Deacon Team.

Section 5.05 Removal of a Deacon

If for any reason a Deacon no longer fulfills the qualifications (Section 5.02) or duties (Section 5.01) of a Deacon they may be removed from the Deacon Team in the following ways (Matthew 18:15-18 must be followed if appropriate):

- 1) The Deacon may ask to step down from his position at any time during his term.
- 2) The Deacon may be removed by an 80% approval of the Elders after following the guidelines of Matthew 18:15-18.

Any Deacon that is removed from the office or steps down from the position must go through the nomination and examination process (Section 5.04) before being reinstated as a Deacon.

Section 5.06 Chairman of Deacons

Each year the Deacon Team will select a man to serve as chairman of the team.

Section 5.07 Deacon Liaison

Each year the Senior Pastor, or a representative from the Executive Staff (designated by the Senior Pastor), will serve as a liaison to the Deacon Team.

Article VI. Ministries

All Ministries of the church shall be started, supervised and discontinued under the direction of the Senior Pastor and the Executive Staff.

Article VII. Fiduciary Issues

Section 7.01 Creation and Approval of Annual Budget

- 1) The Elders will create an annual budget for review and approval by the congregation.
- 2) The Elders will offer a time where they will be available to answer questions and receive recommendations from the congregation concerning the annual budget.
- 3) The Elders will make any changes they deem necessary as a result of their discussions with the congregation and submit the revised budget a minimum of one (1) week before the Annual Meeting (Section 8.01).
- 4) The membership will vote on the budget at the Annual Meeting (Section 8.01) without discussion. The budget will be approved with a majority (50.1%) vote of the congregation.

Section 7.02 Changes to Budget

- 1) The Elders must approve acceptance of all designated gifts, but are not obligated to spend the funds as designated.
- 2) The Elders are authorized to spend amounts received as designated gifts which were not anticipated in the annual budget.
- 3) The Elders are authorized to increase the budget by an amount approved at the annual meeting for changes not anticipated in the annual budget.
- 4) The Elders are authorized to make transfers between budget line items as necessary.

Section 7.03 Real Property

The Elders shall not have power to give, sell, convey, mortgage, encumber, pledge, lease, exchange, transfer, or dispose of all or any part of the congregation's real property, except as authorized by the membership.

Section 7.04 Personnel Salary, Benefits, and Policies

The Elders will set salaries, benefits, and personnel policies for all staff.

Section 7.05 Investments

The Elders are responsible for establishing and maintaining any investment policy of the congregation.

Section 7.06 Disclosure

The Elders must make a full disclosure of all financial activities of the church available to the congregation at the conclusion of the fiscal year. Any member can, at any time, meet with the Elders and receive full disclosure of financial activity to date.

Article VIII. Meetings

Section 8.01 Annual Meeting

- 1) The church shall meet to conduct business at least once a year. A one-week published notice shall be given before the Annual Meeting.
- 2) Business shall be approved by a majority (50.1%) vote of the members present, unless otherwise dictated by this document.
- 3) The Annual Meeting should be held no later than the first week of the month before the beginning of the new fiscal year for the church.

Section 8.02 Special Called Meeting

- 1) At any time the Elders may call a meeting of the congregation to discuss and vote on other business of the congregation. A one-week published notice shall be given before the Special Called Meeting.
- 2) Business shall be approved by a majority (50.1%) vote of the members present, unless otherwise dictated by this document.

Article IX. Ministry Teams

The Elders may appoint the Ministry Teams and/or individuals who are necessary to accomplish the workings of the congregation and assist the Elders in accomplishing their designated responsibilities. All Ministry Teams and/or individuals serve at the discretion of the Elders.

Article X. Fiscal Year

The Fiscal Year is determined by the Elders and approved by the congregation at the annual meeting.

Article XI. Indemnification

The Corporation agrees to indemnify and hold harmless each and every Elder, Officer, Director, Trustee, Deacon or Employee (hereinafter collectively referred to as the "Indemnified Parties") of the congregation and Corporation from and against any and all claims, rights, demands, causes of action, expenses and liabilities, including counsel fees, arising from or relating to the Indemnified Parties' performance of any act and/or omission undertaken or performed for or on behalf of the congregation and/or the Corporation and/or the Indemnified Persons' position with the congregation and/or Corporation. Notwithstanding the foregoing, nothing herein is intended, nor shall it be construed as, an indemnification or hold harmless for any acts and/or omissions the commission of which constitutes intentional misconduct on the part of the Indemnified Person. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Elders, Officer, Deacon or Employee may be entitled.

Article XII. Distribution of Assets upon Event of Dissolution

If First Baptist Church of Prosper ever dissolves, all assets of the corporation should be distributed to a like-minded congregation or the Southern Baptist of Texas Convention.

Article XIII. Church Offices

The church office is located at 601 South Church Street, Prosper, Texas 75078 or such other place as may be determined by the congregation in the future.

Article XIV. Amendments

These By-Laws may be altered, amended, or repealed and new By-Laws may be adopted by the members of the congregation, with a 70% approval of the congregation present, at a Special Called Meeting (Section 8.02) called for that purpose by the Elders or at the Annual Meeting.