BYLAWS OF HOFFMANTOWN BAPTIST CHURCH

A New Mexico Nonprofit Corporation

PREAMBLE

The sole spiritual authority for Hoffmantown Baptist Church is Jesus Christ as revealed in the Bible, God's Word (Colossians 1:18).

Hoffmantown Baptist Church is an autonomous local congregation of baptized believers associated by covenant and the fellowship of the Gospel. The two ordinances of the Church are Baptism and the Lord's Supper. We are governed by Christ's teachings vested in us by His Word. We seek to extend the Gospel everywhere, each member being responsible and accountable to Christ as Lord (Romans 14:12).

We the people of Hoffmantown Church declare and establish these Bylaws to preserve and secure the principles and practice of our faith and to ensure freedom of action and independence from any other religious body, to the end that this body may be governed in an orderly manner consistent with the Bible (1 Corinthians 14:40).

ARTICLE I. NAME, PURPOSE, AFFILIATION, FISCAL YEAR

Section 1. Name

The name of this organization is Hoffmantown Church, also known as Hoffmantown Baptist Church. Elsewhere in this document, it may be referred to as "Hoffmantown" or the "Church." Hoffmantown is incorporated as a nonprofit corporation under the laws of the state of New Mexico and recognized by the IRS as a 501(c)(3) nonprofit corporation. The principal office of Hoffmantown Church is located at 8888 Harper NE, Albuquerque, New Mexico 87111.

Section 2. Purpose

Our purpose is to glorify God (Matthew 5:16) by cultivating a healthy Biblical community where Jesus is known and lives are being transformed (Hebrews 10:23-25; Colossians 1:9-12, 3:16). We welcome all to attend services, classes, and events for worshipping the Lord Jesus Christ. This purpose is achieved by public worship of God, preaching and teaching the Bible, discipleship that equips members "for the work of service" (Matthew 28:18-20; Ephesians 4:11-12), fellowship that supports and binds our community together (1 Peter 2:9-12), evangelism and missionary endeavors, and caring for our neighbors.

Section 3. Affiliation

While no other ecclesiastical body controls it, Hoffmantown voluntarily accepts and abides by cooperative obligations common among Southern Baptist churches. The Church cooperates with the Central Baptist Association of New Mexico, the Baptist Convention of New Mexico, and the Southern Baptist Convention (SBC). The Church may send messengers to the annual convention

of the SBC to vote positions of Hoffmantown members and voluntarily contributes to doctrinally approved missions.

Section 4. Fiscal Year
The fiscal year of the Church is January 1 through December 31 of the same calendar year.

ARTICLE II. DOCTRINE AND ORDINANCES

Section 1. The Bible and Doctrine

The sole authority for our faith and practice is Jesus Christ. The foundation for our beliefs is the Bible, which we affirm to be the inspired, infallible, inerrant, and true word of God (2 Timothy 3:16). The *2000 Baptist Faith and Message* of the Southern Baptist Convention represents our statement of faith and is incorporated herein by reference as if stated word for word, except where specifically stated otherwise.

Section 2. Ordinances

The ordinances of the Church are Baptism and the Lord's Supper. Christian baptism is the immersion of a Believer and is a prerequisite to the privileges of Church membership unless waived by the Elder Council (or "Elders") (Acts 2:41-42; Matthew 3:13-17, 28:19-20; Mark 1:9-11; Luke 3:21-22; John 3:22-23; Acts 8:35-39, 16:30-33; Romans 6:3-5; Colossians 2:12).

The Lord's Supper is a symbolic act of obedience whereby Believers memorialize the death and resurrection of Jesus Christ, through partaking of the bread and the fruit of the vine (Matthew 26:26-30; Mark 14:22-26; Luke 22:14-20; Acts 20:7; 1 Corinthians 10:16, 11:23-29).

ARTICLE III. CHURCH MEMBERSHIP

Section 1. Membership and Membership Rights in the Church

To become a member of Hoffmantown Church a person may (1) request transfer of membership from another Southern Baptist Church, (2) make a public profession of faith in Jesus Christ and be baptized, or (3) attest to having made a public profession of faith and having been Biblically baptized. In any of the above instances, the Elder Council will grant membership in the Church after the candidate for membership completes a Hoffmantown Church doctrine orientation class and expresses agreement with Church doctrinal statements.

The requirement to attend a Church doctrine orientation class shall not be imposed on current Church members whose membership dates prior to the effective date of these Bylaws.

Any member at least 16 years of age has the right to vote in person at Church meetings and to serve in leadership positions for which they are qualified.

Section 2. Ending Membership

Church membership ends upon death, by transfer of membership to another Church, through written request to Church leadership, or as a result of Church discipline. The Church Council (defined in Article V) will establish guidelines for periodic review of Hoffmantown's members roll to ensure its accuracy.

Section 3. Church Discipline

Church discipline is primarily concerned with reconciliation and restoration and is conducted in accordance with Biblical principles (Matthew 18, I Corinthians 5, and Galatians 6). When the Elder Council, by a unanimous decision of its members, believes a member should be disciplined or have his or her membership revoked, the Elders and Pastors will schedule a meeting with the member to explain the reasons for their decisions, to consider the member's position, and to seek reconciliation with the member. If reconciliation cannot be agreed upon, the Elders will present the matter to the Church Council with their recommendations and the member will be able to present their position to the Church Council. If reconciliation is reached at this point, the matter is closed. If not, the Church Council and Elders will bring the issue and their recommendation before the members for a vote. A vote of three-fourths of members present at the meeting is required to confirm the Church Council and Elder Council decision.

ARTICLE IV. CHURCH MEETINGS

Section 1. Annual Meeting

The purpose of the meeting is to facilitate a healthy dialogue within the Church, to present a comprehensive "State of the Church" report, and to present any other matters requiring a member vote, such as: to approve corporate officers selected by the Church Council as required by state law, the Articles of Incorporation, or the Bylaws, vote on any proposed changes to the Church Bylaws, and any other matters requiring a vote of the members. The Annual Meeting shall be held on a Sunday in September each year.

Church members shall be notified of the meeting and its purpose two weeks prior to the date of the meeting. Notifications will be announced in at least two regular Church services, in Church publications, by email, or by regular mail to those members who have requested notice by those means.

A quorum for the meeting shall be established as those voting Church members present at the meeting. A favorable decision will be by two-thirds majority of voting members present, except where the Bylaws state otherwise (Romans 15:33; 1 Corinthians 14:33, 40).

Section 2. Special Business Meetings

The Elder Council and the Church Council each have authority to call a Special Business Meeting. Notice shall be given to Church members two weeks before the meeting stating the purpose, date, time, and location of the meeting. Notice shall be given at regular Church services and in Church publications. Notice shall also be given by email or regular mail to those members who have requested notice by those means.

The budget will be approved by a vote of the members at a Special Business Meeting scheduled consistent with the Church budget process (usually November or December).

A quorum for the meeting shall be established as those voting Church members present at the meeting. A favorable decision will be by two-thirds majority of voting members present, except where the Bylaws state otherwise (Romans 15:33; 1 Corinthians 14:33, 40).

ARTICLE V. CHURCH LEADERSHIP

Section 1. Elder Council

The biblical qualifications for Elders are given in 1 Timothy 3:1-7, 13 and Titus 1:5-9. Elders are to devote themselves to prayer (Psalm 5:1-3, 116:2) and to the ministry of the Bible (Acts 6:2, 4) and spiritual oversight as shepherds and guardians of the spiritual well being of the Church. Their responsibilities include teaching and defending the Bible and doctrines of Hoffmantown, developing spiritual leadership in the Church, encouraging the Church members, and training and affirming new Church members (1 Thessalonians 5:12, Hebrews 13:17 and 1 Peter 5:1-4). There shall be a minimum of six (6) and a maximum of fourteen (14) men serving as the Elder Council. The selection and removal of Elders is the responsibility of the Elders as described in the Policies and Procedures Manual. Elders are ordained for life but serve an active three-year term with the option of renewal for another three years. After one year inactive, the individual may be considered for additional service. The Elder Council will stagger the terms of service of Elders.

Elders shall establish regular meetings of the Elder Council. The Elder Council shall operate under the principle of unanimity in all decision-making matters (1 Corinthians 1:10, Acts 15:25, Philippians 2:2). A quorum is necessary to conduct an Elder Council meeting. A quorum shall consist of two-thirds of the Elders. The Chairman of the Elder Council or his designated representative shall speak on behalf of the Elder Council when they are required to communicate as a body.

Section 2. Lead Pastor

The Lead Pastor shall be a man who demonstrates the biblical qualities described in 1 Timothy 3:1-7, 13; Titus 1:5-9; 1 Peter 5:1-4 and Ephesians 4:11-12. He must possess skillful preaching ability, and a passion for preaching and teaching God's Word, primarily using an expository method. He must demonstrate a balance of evangelism, worship, missions and discipleship, and

stewardship. He is willing to join with the Elder Council on the spiritual guidance of the Church. Other qualifications are more fully defined in Hoffmantown Policies and Procedures Manual. The Church requires a man who is seminary-trained and is fully supportive of the affiliation with and participation in the Southern Baptist Convention, in keeping with the historical belief and practice of Hoffmantown Church.
When the Pastoral Search Committee (defined in the Hoffmantown Policies and Procedures Manual) has a recommendation for Lead Pastor, the Elder Council and the Church Council shall jointly call for a Special Business Meeting. Notice of the meeting shall be in conformity with these Bylaws. A quorum for the meeting shall be established as those voting Church members present at the meeting. The candidate will only be called if at least ninety percent of the church members present and voting at the meeting approve his call (Psalm 5:1-3, 116:2). Members at the meeting shall vote only by written ballot.

Section 3. Other Pastors, Directors, Ministers

Ministry leadership (Church Council, Elders and Pastors) may create other positions to support Church ministries. Qualifications for other Pastors are the same as those biblical qualities listed in Article V Section 1 (1 Timothy 3:1-7, 13; Titus 1:5-9). Job descriptions for these positions shall be defined by ministry leadership in coordination with the Personnel Committee, and shall be fully described in Hoffmantown's Policies and Procedures Manual. Selection, appointment and removal of these positions shall be by the agreement of the Lead Pastor and the Elder Council with the Personnel Committee providing advice.

Section 4. Deacons

Deacons are a major part of the servant ministry of the Church (Acts 6:1-6). The qualifications for deacons are found in 1 Timothy 3:8-13. Any Church member may recommend a person to serve as a deacon. The Pastors will review and approve deacon candidates, and the Elder Council will affirm following procedures in Hoffmantown's Policies and Procedures Manual. The term of service for deacons is lifetime, with the option to go to inactive status upon a deacon's request.

Section 5. Church Council

The role of the Church Council is to ensure coordination, integration, and strategic planning, so that a plurality of leadership exists among all aspects of the Church. It is to ensure synergy and cooperation among all aspects of the Church, and to address general issues not otherwise addressed; to receive and assign such issues to appropriate entities for consideration and resolution. The Council may encourage the resolution of any issue, including the possible calling of Special Business Meetings.

Council members will be thirteen (13) men and women, including six (6) at-large members (three men and three women), the Operations Director, two (2) Deacons, two (2) Pastors, and two (2) Elders. The at-large members (as defined in the Church Council Policies and

Procedures), will be affirmed by the Church membership at the annual meeting as vacancies are available.

Qualifications for Council membership are based upon the character qualities similar to those found in 1 Timothy 3:8-13 and Colossians 3:5-25, with the exception of gender references, and with consideration given to specific expertise in specialized areas. The Lead Pastor and the Operations Director will serve continuously on the Council. The at large Council members will serve one three-year staggered terms. The Deacons and Elders will define their own terms for Church Council membership in their Policies and Procedures. The Church Council is more fully described in Hoffmantown's Policies and Procedures Manual.

Section 6. Operations Team

The Operations Team is responsible for the Church leadership-approved usage of the Church properties and equipment as well as activities thereon. This includes day-to-day operations and activities, and all Church business uses. This team, under the supervision of the Operations Director, oversees Church facilities (custodial, maintenance, setup), to include space usage, land and buildings, security, audio/video, information technology, kitchen, and reception. The Operations Team will also be responsible for coordinating all finance and budget activities.

Section 7. Standing Committees of the Church

The Finance Committee oversees financial integrity and accountability of the financial department, provides advice for Church leadership, presents the annual budget to Church members for approval and oversees general budget compliance. The proposed budget must be communicated by established procedures two weeks prior to the approval date. The Finance Committee shall work with the Treasurer and the Church Council on long-range and strategic planning for the Church, including future capital needs and projected income.

The composition of the Finance Committee is the Accounting Manager and a minimum of four (4) Church members preferably with experience or expertise in Church finance and accounting. The Finance Committee shall review the qualifications of a person nominated to serve on the Finance Committee and then send their recommendation to the Church Council, who shall make the final decision on the nominee. Finance Committee members shall serve one three-year term, with the option of one additional three-year term.

The Personnel Committee, oversees the personnel operation of the church and shall provide advice, review and planning for the Church leadership on personnel issues. They shall provide the Employee Handbook to all Church employees and volunteers as well as informing them of other relevant provisions in the Hoffmantown's Policies and Procedures Manual. The Personnel Committee shall monitor compliance with all state, local, and federal laws and advise the Church senior leadership of needed correction. The Personnel Committee shall annually review and make changes to the employee handbook, and to the Hoffmantown's Policies and Procedures Manual. In order to promote communication, resolution, and a healthy work

environment, the Personnel Committee shall mediate grievances brought to its attention between employees, or between employees and the Church. If grievances are not resolved they will be referred to the Church Council. The Personnel Committee shall report annually to the Church Council on the status of personnel operations and changes to the policies and procedures.

The composition of the Personnel Committee shall be a minimum of four (4) Church members with experience in human resource or personnel matters, organizational development, running a business, management, and who are not employees of the Church. The Personnel Committee shall review the qualifications of a person nominated to serve on the Personnel Committee then send their recommendation to the Church Council, who shall make the final decision on the nominee. Personnel Committee members shall serve one three-year term, with the option of one additional three-year term.

Section 8. Other Leadership and Ministry Teams

The Church leadership as described in this Article have the authority to organize, or delegate the authority to organize leadership and ministry teams, councils and committees within their assigned responsibilities when deemed necessary for the proper functioning of the Church. These teams shall perform tasks solely in accordance with the duties, powers, and length of tenure specifically delegated to them and more specifically defined in Hoffmantown's Policies and Procedures Manual.

ARTICLE VI. CORPORATE OFFICERS AND DIRECTORS

Section 1. General

Hoffmantown corporate officers exist to comply with New Mexico Nonprofit Corporation Act, NMSA 1978 § 53-8-1 et seq. The role of the officers is solely to meet the legal requirements established by the state for Hoffmantown Church Corporation. The officers are to be selected by the Church Council from the members of the Church Council. All major financial activities (greater than $50,000) which dispose or encumber the assets of the corporation will require two (2) signatures from the three (3) corporate officers or three (3) directors. Furthermore, all disposal or encumbrances in excess of $500,000 can only be executed after approval by the members of the corporation. The members of Hoffmantown Church are the corporation members. Corporate officer duties are more fully described in Hoffmantown's Policies and Procedures Manual.

Section 2. President

The President's role is solely to preside over the business affairs of the corporation and is responsible for securing the approval of the members of the corporation for long-term financial obligations, major capital expenditures, and disposition of any major capital assets. The President must be a member of the Church Council and must not be a paid member of the

Corporation. The president shall serve a one-year term, which is renewable as long as that person remains on the Church Council.

Section 3. Secretary

The Secretary records and maintains the minutes of the annual meeting and special Church meetings. The Secretary maintains, or causes to be maintained, a record of the name and address of each Church member entitled to vote.

The Secretary shall have charge of the books, records, papers, real property titles and records; of the Corporation relating to its organization as a corporation and shall see that all reports, statements, and other documents required by law are properly filed, except those that are to be filed or kept by the Treasurer. The Secretary files Hoffmantown's annual corporate report with the New Mexico Secretary of State. The Secretary must be a member of the Church Council and must not be a paid member of the Corporation. The Secretary shall serve a one-year term, which is renewable as long as that person remains on the Church Council. The Secretary and Treasurer positions may be combined into a single assignee at the discretion of the Church Council.

Section 4. Treasurer

The Treasurer's role is to solely preside over the business affairs of the corporation and is responsible to ensure fiduciary control and effective financial management of the corporation is maintained. Specifically, the Treasurer is responsible for and will ensure that accurate and adequate records of the assets, liabilities, and financial transactions of the Corporation are kept, including other financial documents required by law. The Treasurer must be a member of the Church Council, must not be a paid member of the Corporation and serves as an ex-officio non-voting member of the Finance Committee. The Treasurer shall serve a one-year term, which is renewable as long as that person remains on the Church Council. The Secretary and Treasurer positions may be combined into a single assignee at the discretion of the Church Council.

Section 5. Directors

There shall be a minimum of three corporate directors who are active Church members selected by the Church Council. Directors may or may not serve on the Church Council. The directors are solely responsible to hold bare legal title to the assets of the corporation. They have no authority to dispose of or encumber the property without proper authorization from the officers of the corporation. Directors must not be a paid member of the Corporation and shall serve one-year terms, which is renewable indefinitely by the Church Council.

ARTICLE VII. CHURCH RECORDS

Section 1. Records and Record Retention

Certain Church records must be retained for legal or tax purposes. The Church Council is responsible for maintaining, categorizing, and storing Church records in accordance with applicable laws and Hoffmantown's Policies and Procedures Manual.

Section 2. Access to Church Records

The Church Council and Elder Council have full access to review Church records. The Pastors, Deacons, Operations Team, and the Congregation shall have partial access to review Church records on a need to know basis as more fully described in Hoffmantown's Policies and Procedures Manual. Requests to review records shall be submitted to the Church Council.

ARTICLE VIII. INDEMNIFICATION

The Church will indemnify any Pastor, Elder, Deacon, Officer, Employee, or Director of the Church against various types of personal financial loss or penalty incurred as a result of a claim or charge against them. Indemnification will be based on the fact that the action was done in good faith and on behalf of the Church, and no reasonable cause existed to believe their conduct was unlawful. Indemnification will be applied in accordance with Hoffmantown's Policies and Procedures Manual.

The Church will indemnify any Pastor, Elder, Deacon, officer, employee, or Director made a party, or threatened to be made a party, to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, except as indicated below. The indemnity shall cover judgments, amounts paid in settlement, and reasonable expenses, including attorneys' fees, actually and necessarily incurred as a result of such action, suit or proceeding or any appeal therein. This indemnity is contingent upon the indemnified person's successful defense and only if such person acted in good faith, in the reasonable belief that such action was in the best interests of the Church, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful.

This indemnification shall not apply in a situation in which the Church, or anyone lawfully acting on behalf of the Church, seeks to procure a judgment in favor of the Church against the indemnified person for an act alleged to have been committed by such person in his or her capacity as a Corporate Officer or Director of the Corporation.

The Church Council shall have the sole discretion to determine whether amounts for which a Corporate Officer or Director of the Corporation seeks indemnification were properly incurred, whether a settlement in either a civil or criminal proceeding is considered a successful defense, and whether such Corporate Officer or Director of the Corporation acted in good faith and in a

manner he or she reasonably believed to be in the best interest of the Church and whether, with respect to any criminal action or proceeding, he or she had reasonable ground for belief that such action was unlawful. The Church Council shall make such determination by a majority vote. A Corporate Officer or Director of the Corporation seeking indemnity shall not be entitled to vote on this issue unless all of the currently serving Corporate Officers or Directors of the Corporation are seeking indemnification under this provision, in which case the Church Council shall make the determination by a majority vote.

ARTICLE IX. RESOLUTION OF LEGAL DISPUTES

Church members are encouraged to resolve disputes with each other in private, or within the Church, according to the principles stated in the Bible (Matthew 18:15-20, I Corinthians 6:1-8). This article does not pertain to the resolution of criminal allegations, though the Church encourages personal reconciliation. The Church shall encourage the use of biblically based principles to resolve disputes between itself and those outside the Church, whether Christian or not and whether individuals or corporate entities.

ARTICLE X. CHURCH POLICIES AND PROCEDURES

The Church shall develop and maintain a Church Policies and Procedures Manual to include personnel policies, Church policies and procedures for each functional area of the Church, and organizational charts depicting lines of responsibility in the administration of the Church. The Church Council shall oversee the development and maintenance of the Policies and Procedures Manual. Suggestions for changes may be recommended by any member of the Church.

ARTICLE XI. AMENDMENTS TO BYLAWS

Amendments to or replacement of Bylaws shall be voted on at an Annual Meeting or at a Special Business Meeting called for that purpose. A two-thirds majority vote of the voting members present is required to pass. A copy of the proposed amendment shall be made available to each voting member at the same time as notification of the meeting. Motions for amendments may be submitted by members if they submit their proposed amendment to the Church Council at least sixty days prior to annual meeting.

ARTICLE XII. DISSOLUTION AND MERGER

Section 1. Dissolution of the Church

A Special Business Meeting shall be called for the express purpose to vote on dissolution of Hoffmantown Church and the disposition of its assets or holdings. A quorum for the meeting shall be established as those voting Church members present at the meeting. A two-thirds majority vote of the voting members present is required to approve the proposal of dissolution.

Section 2. Disposition of Church Assets/Holdings

All debts of the Church must be satisfied upon dissolution. All Church assets or holdings will be irrevocably designated to an entity associated with the Southern Baptist Convention. A two-thirds majority vote of the voting members present is required to approve disposition at the time of dissolution.

Section 3. Church Merger

In the event a merger is proposed or is being considered between Hoffmantown and another Church, the proposal to merge must be brought to the attention of the Church for authorization to pursue further. Legal counsel should be sought and all relevant facts about the merger gathered. The merger details and recommended action shall be presented at a Special Business Meeting called as required in these Bylaws. A quorum for the meeting shall be established as those voting Church members present at the meeting. A two-thirds majority vote of the voting members present is required to approve the merger proposal.

ARTICLE XIII. AMENDMENT

Section 1. Temporary Transitional Amendment Concerning the Church Council

Notwithstanding any other provision of these Bylaws to the contrary, and upon approval by the church membership in accordance with the amendment provisions set forth, all bylaw references to the Church Council, including all duties, responsibilities, authority, and ministry functions assigned, shall be suspended and superseded for a temporary period of twelve (12) months, commencing on 9/27/26 and concluding on 9/27/27. During this transitional period, all ministry leadership functions, responsibilities, and authority otherwise assigned to the Church Council shall be assumed and exercised by the Churchwide Ministry Huddle as an interim ministry leadership body of the church. This temporary amendment is adopted for the purpose of evaluating and testing a proposed shared ministry leadership restructuring. Barring further action and amendment requiring a subsequent vote of the church membership, this temporary transitional amendment will expire at said conclusion date.

Section 2. Churchwide Ministry Huddle Defined

For purposes of this Temporary Transitional Amendment, the Churchwide Ministry Huddle shall serve as an interim shared ministry leadership body of the church and shall be composed of the Lead Pastor, all other Pastors/Directors, one representative from the Elder Council, one representative from the Deacon Body, and one representative from each church committee and church council, either the chair of said group or a designated representative for the chair. The Churchwide Ministry Huddle shall meet regularly as determined by its members and shall operate

in cooperation with and in accountability to the church membership and in accordance with the remaining applicable provisions of these Bylaws.