

**MEMORANDUM FOR RECORD**

**FROM:** Bylaws and Policy Committee  
Prepared by: Kliff Mosley

**SUBJECT:** Summary of Boone's Chapel Legal Documents Review and Changes for the Bylaws

**1. Overview.** Kliff met with Mel Johnson, Lead Mission Strategist, Autauga Baptist Association, on 4 April 2024. Mel reviewed the Boone's Chapel Articles of Incorporation, Bylaws, and Policy/Procedures documentation, and made recommendations to bring our Bylaws in line with our Articles of Incorporation and the current legal standards.

**2. Documents reviewed and general purpose of each:**

**a. The Articles of Incorporation of Boone's Chapel Baptist Church,** filed in the Office of the Secretary of State on 18 September 1995, amended as of 25 February 2015 – are what establish Boone's Chapel as a recognized, legal, legitimate organization with the State of Alabama, with protections and legal status.

**b. Constitution** – the primary purpose of a church's Constitution is to serve as the governing document when the church is NOT incorporated; however, a church Constitution does not provide the protection of incorporation. When a church incorporates, the current legal advice is to blend the Constitution's principles with the legal requirements of incorporation.

**c. Bylaws** – are what establish the structure of the organization. Bylaws are more detailed than the Articles of Incorporation, but not as detailed as policies and procedures. Bylaws should be enduring, hard to change, generally broad in nature, and provide the overall framework for the church.

**d. Policies/Procedures** – are the detailed guidelines that govern the daily operations of the church and formal church programs. Policies/Procedures are easier to change which allow for efficient, daily operations.

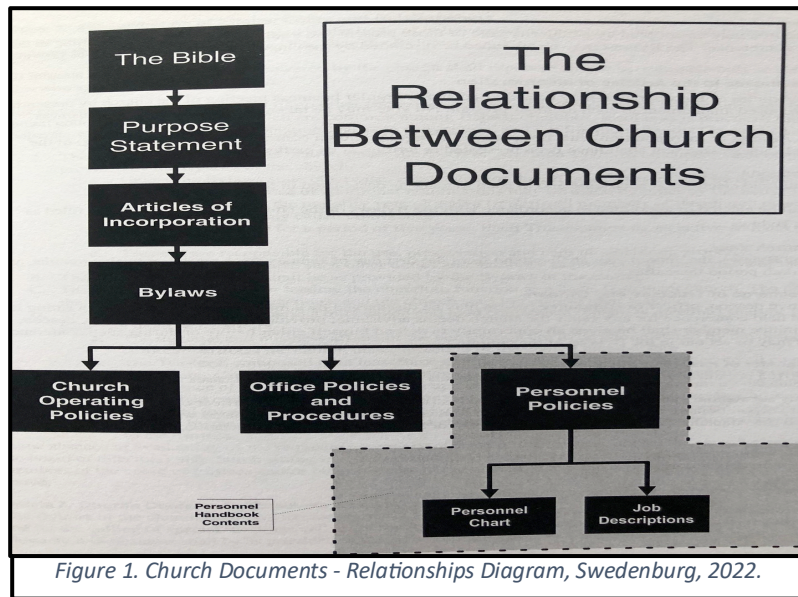
**3. Summary of changes:**

**a. The Articles of Incorporation of Boone's Chapel Baptist Church.**

(1) Church members should note that the Boone's Chapel Articles of Incorporation primarily reference "The Bylaws of the Church." IAW the current legal standards and the standards outlined in the Alabama Baptist State Board of Missions booklet, *Church Health: Church Administration Guidelines*, by Jim Swedenburg, 2022, we merged the current Constitution and Bylaws to simplify the overall Bylaws document and bring "The Bylaws of the Church" in line with our Articles of Incorporation on file with the Alabama Office of the Secretary of State.

**b. Constitution.**

(1) We merged the church Constitution and Bylaws into one "Bylaws" document replacing the combined Constitution-Bylaws document dated November 2005. Since Boone's Chapel is incorporated, we removed all language referring to a constitution.



### c. The Bylaws of the Church.

(1) The *Bylaws of Boone's Chapel Baptist Church, Inc.*, is a new document with Bylaws language extracted from the old document, and was structured and formatted using the example, *BYLAWS of Unity Southern Baptist Church, Inc.*, and written IAW the standards outlined in the Alabama Baptist State Board of Missions booklet, *Church Health: Church Administration Guidelines*.

(2) The updated Bylaws only references the purpose of the church; our articles of faith; church government; our non-profit status; guidance on church membership; key church ecclesiastical leadership, officers, leadership team, and staff; committees; church meetings; our primary church ordinances; church discipline; church stewardship; the cemetery; and, guidance for amending the Bylaws in the future.

(3) We removed language more appropriate for policies and procedures.

(4) In the section, Orientation for Church Membership, we defined what it means to be a member "in good standing" at Boone's Chapel.

(5) We modified the language to clarify what defines an inactive member.

(6) We changed the section, *Treasurer*, to *Finances*, and changed all references to *Stewardship Committee* to *Budget Committee*.

(7) In the section, Church Committees and Church Leadership Team, we added the line: "A special advisor can be added to any committee by the Senior Pastor or Nominating Committee."

(8). Under Church Stewardship, we added paragraph E, Use of Church Facilities: "Use of any Boone's Chapel facility will only be allowed for events or activities conducted in accordance with biblical principles, per Section IV. Articles of Faith, and the church policies and procedures manual. The Senior Pastor is the final authority over disputes on whether an event or activity conflicts with Section IV. Articles of Faith or church policies and procedures."

(9). We added the *Cemetery Committee* to list of standing committees.