

**BYLAWS
OF
FIRST BAPTIST CHURCH OF FLORESVILLE, TEXAS
(Amended on December 19, 2012)**

AMENDED BYLAWS OF THE FIRST BAPTIST CHURCH OF FLORESVILLE, TEXAS, a non-profit corporation (referred to as the “Corporation”) organized under the Texas Business Organization Code, Chapter 22 (referred to as the “Act”). (Amended on December 23, 1981; on June 18, 2003; and again on December 19, 2012).

First Baptist Church of Floresville (FBCF), Texas is a private non-profit corporation chartered by the State of Texas on January 30, 1953. First Baptist Church of Floresville is organized under the Texas Business Organization Code, Chapter 22. The Corporation is authorized to erect and maintain a church for the purpose of public worship and to proclaim the Gospel of Jesus Christ through various ministries. First Baptist Church of Floresville is organized exclusively for religious purposes and to provide services without regard to the recipient’s ability to pay. Its assets are specifically pledged for use in performing its religious and charity functions. In the event of dissolution, its assets will be transferred to a religious or charitable organization qualified as such under Section 501 (C) (3), United States Internal Revenue Code as amended.

These Bylaws provide legal guidance to the Corporation only and do not supersede the FBCF Constitution, which guides the ongoing operations of the Church in its mission to fulfill its purpose.

**ARTICLE I
BOARD OF DIRECTORS**

The Board of Directors of the corporation shall consist of seven (7) members who shall be the seven church Trustees who hold office at the time of the September business meeting. The September business meeting occurs on the Wednesday after the third Sunday, and the Board of Directors shall serve for the following calendar year. The serving Board of Directors shall be held over until their successors are duly selected and qualified.

**ARTICLE II
MEETINGS**

Meetings of the Board of Directors shall be held annually after the September business meeting. Meetings of the Board of Directors may also be called by the Chairman of the Board of Directors when Church business dictates. Five members of the Board of Directors shall constitute a quorum.

**ARTICLE III
VACANCY**

Any vacancy on the Board of Directors shall be filled by vote of the church membership.

**ARTICLE IV
RECORDS**

The Corporation shall keep a minute book in which the Secretary of the Board of Directors, who shall be designated by the Board from among its members, shall record all of the proceedings for the Board of Directors. The Secretary for the Board of Directors shall submit these records to the church office for filing.

The Corporation shall file an endorsed copy of all documents filed with Texas Secretary of State relating to the Corporation, including, but not limited to, the Articles of Incorporation, and statement of change of registered office or registered agent.

The Corporation shall keep a copy of the Bylaws, and any amended versions or amendments to the Bylaws.

The Corporation shall keep a list of the names and addresses of the Directors, officers, and any committee member of the Corporation.

**ARTICLE V
TRANSACTIONS OF THE CORPORATION**

The Board of Directors shall be authorized and empowered to purchase land, for cash or on credit; sell land belonging to the Corporation, for cash or on credit; erect improvements or alter existing improvements on all such land; borrow money; encumber the land of the Corporation by mortgages, deeds of trust, or other types of liens; and otherwise manage, control, and dispose of all land and other assets belonging to the Corporation by affirmation vote of the church membership. In this connection, the Board of Directors shall be authorized and empowered to execute all deeds, contracts, promissory notes, deeds of trust, mortgages and other instruments necessary or convenient in exercising the powers possessed by the Board; each such instrument shall be executed by a congregation of the First Baptist Church of Floresville, Texas as well as the Corporation, provided, however, that the Board of Directors shall have no power to bind the credit of any member of the congregation or to impose any obligation upon any such member individually or personally.

ARTICLE VI

OFFICES

The principal office of the Corporation in the State of Texas shall be located at 1115 B Street, Floresville, Texas 78114. The Board of Directors may change the location of any office of the Corporation upon vote of the church at a business meeting.

Registered Office and Registered Agent: The Corporation shall comply with the requirements of the Act and maintain a registered office and registered agent in Texas. The registered office may, but need not, be identical with the Corporation's principle office in Texas. The Board of Directors may change the registered agent as provided in the Act upon vote of the church.

ARTICLE VII

NONPROFIT PURPOSES

Tax Exemption: This Corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter the "Code"), including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

ARTICLE VIII

MEMBERS AND DIRECTORS

See the First Baptist Church Floresville Constitution adopted 22 August 2012.

ARTICLE IX

OFFICERS

Board of Director Officers – See the First Baptist Church, Floresville Trustee Manual.

Church officers - See the First Baptist Church Floresville Constitution adopted 22 August 2012.

ARTICLE X

COMMITTEES

See the First Baptist Church Floresville Constitution adopted 22 August 2012.

ARTICLE XI

FISCAL YEAR

See the First Baptist Church Floresville Constitution adopted 22 August 2012

ARTICLE XII
RATIFICATION

Upon ratification and adoption of these Bylaws by a majority vote of a quorum consisting of members present at the business meeting of the First Baptist Church of Floresville, Texas, they shall be effective and shall be entered in the minute book of the Corporation. These Bylaws shall not be amended except by resolution adopted by a majority vote of a quorum consisting of members present at the business meeting.

Submitted by the Board of Directors at Floresville, Texas, this 19th day of December 2012.