The items contained in this appendix are not intended to be prescriptive, but illustrative. The Model Articles of Incorporation are based on the discussions in the body of this volume. As your church assesses its unique needs and ministries, it may choose other approaches.

The Bylaws Samples included are drawn from three churches that have relatively recently written or redrafted their bylaws. Not all of them are from churches which have incorporated. They have been selected not as models, but as illustrations of how these churches have approached some of the structural and administrative matters discussed in the chapter on Bylaws. As we noted, Model Bylaws are almost impossible to create with any specificity because of the multiplicity of traditions and customs among our churches, and the necessity of Bylaws reflecting the particular ministries and emphases of the churches. Since Bylaws are necessary whether incorporated or not, and most of the Bylaw materials is not directly related to incorporation, these materials are not so much about the formalities of corporate structure, but about more generalized issues of church governance. Nor does the author of this volume necessarily recommend the approaches taken in these Samples. Our recommendations are reflected more directly in the body of this volume. You will note some of these samples include both a "Constitution" as well as a set of "Bylaws." As we noted, the more proper form for a corporation would be the Charter, which is the initial Articles of Incorporation as amended, and Bylaws.
Articles of Incorporation
of
First Baptist Church of Centerville

A NONPROFIT CORPORATION

We, the undersigned natural persons of the age of eighteen or more, acting as incorporators for the purpose of creating a nonprofit corporation under the laws of the State of North Carolina, as contained in Chapter 55A of the General Statutes of North Carolina, entitled "Nonprofit Corporation Act," and the several amendments thereto, do hereby set forth:

Article I - Name
The name of the corporation is First Baptist Church of Centerville, N.C.

Article II - Duration
The period of duration of the corporation shall be perpetual.
Article III - Purposes

A. The purposes for which this corporation is organized are to operate and function as a church in all its religious, charitable and educational dimensions including but not limited to the following church's purposes:

1. To advance and promote the worship of God
2. To engage in and promote the study of the Holy Scriptures
3. To advance the gospel of Jesus Christ by preaching, evangelism, teaching and the administration of the ordinances of the church
4. To create and enable Christian fellowship as a nurturing and discipling function of the church
5. To promote the biblical principles of justice and righteousness in personal, social, community and national life
6. To carry on the work of the church in all its spiritual, benevolent, educational, philanthropic, civil and social aspects and activities
7. To promote the spiritual welfare of all persons and to disseminate the Word of God to the people of all nations through evangelistic, educational and charitable missions
8. To organize and maintain such ministries and divisions, including but not limited to, schools, day care centers, relief programs and social services and other programs authorized by law which will promote and advance the religious purposes set forth herein.

B. In furtherance of its purposes, and to the extent necessary to carry out such purposes, the corporation

1. Shall have all the powers given to and possessed by a North Carolina Corporation organized under the North Carolina Nonprofit Corporation Act.
2. May engage in any lawful activity within the purposes for which the corporation may be organized which are incidental to and in furtherance of the exempt purposes of the corporation.

C. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth in the Articles.

D. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future U.S. Internal Revenue Law) or (b) by any corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future U.S. Internal Revenue Law).
Article IV - Government

The government of this church shall be congregational in nature, and the final authority for the operation and management of the affairs of this corporation, spiritual and temporal, shall be vested in the membership of the corporation, which authority shall be exercised in the manner set forth in the bylaws. Members alone shall have the authority to adopt and amend bylaws, approve budgets, receive members and govern and conduct the affairs of this corporation.

Article V - Members

The corporation shall have one class of members as provided in the Bylaws and all members shall be elected by the congregation in the manner set forth in the Bylaws. All present members of the Church shall automatically become members of the corporation.

[or, if there are to be multiple classes of members]

The corporation shall have such classes of members and persons admitted to membership in those classes as shall be provided under the Bylaws of the corporation. All present members of the Church shall automatically become members of the corporation.

Article VI - Initial Directors

The number of initial directors shall be 12, and the initial directors and their terms shall be the same as the current deacons of the First Baptist Church of Centerville, whose names and addresses and remaining terms are as follows: [list name, address and years to serve of each].

[or, if not the deacons, another body may be named, or one may simply name the individuals]

Article VII - Dissolution

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organization or organizations organized and operated exclusively for religious purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future U.S. Internal Revenue Law), as the board of directors shall determine. Any such assets not so disposed of shall be dispersed by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.
Article VII - Registered Office

The address of the initial registered office of the corporation in North Carolina is 111 First Street, Centerville, N.C.; and the initial registered agent of the corporation is Rev. William Smith.

Article VIII - Incorporators

The names and address of the incorporators, acting as representatives of all the current members of First Baptist Church of Centerville are [list name and address of each incorporator].

In TESTIMONY WHEREOF, we have hereunto set our hands, this the fifth day of April, A.D. 1987.

[Signatures of incorporators]

State of North Carolina
County of Wake

I, Jane Jones, a Notary Public for said county and State do hereby certify that on the fifth day of April, A.D. 1987, [name all incorporators] did appear before me and did each acknowledge the due execution of the foregoing Articles of Incorporation.

In testimony Whereof, I have hereto set my hand and official seal, this the fifth day of April, 1987.

My commission expires _______.

[seal]