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BYLAWS OF THE
NIGERIAN MINISTERS FELLOWSHIP, INC.

PREAMBLE:

The Nigerian Ministers Fellowship, Inc., (hereinafter referred to as NMF) being duly constituted and vested, do hereby adopt the following set of bylaws for administering the affairs of the NMF. The Nigerian Ministers Fellowship Inc. is a non-denominational and 501c3 non-profit Christian organization.

ARTICLE I: NAME AND COMPOSITION

The name of this organization shall be Nigerian Ministers Fellowship; Inc. Its membership shall be open to the ministers living in the State of Georgia.

ARTICLE II: PURPOSE AND RESPONSIBILITIES

A. Purpose

The NMF shall exist to:

- A) **Create a forum for inter-personal ministerial and spiritual exchanges** that will edify, strengthen, and encourage participating ministers in their pursuit of excellence in ministry;
- B) **Promote unity of the body** and encourage "brotherly love" among members according to **John 17:11b**- Holy Father, keep through Your name those whom You have given Me, that they may be one as We are... (NKJV)
- C) **Strengthen member ministers and organizations** through these exchanges (particularly the young ones) until they become viable arms of the army of Jesus Christ sent by Him to reach our world;
- D) **Aid in the development of matured Christian leadership** for community and national impact;
- E) **Create a united voice** that will speak for and represent the interests of member churches in the city, the state and federal government.
- F) **Support viable outreaches to all communities** in the city of Atlanta and the environs for the Spiritual well-being of all and the fulfillment of the great commission given by our Lord and Savior, Jesus Christ; Support missionary efforts locally and abroad through financial and material gifts, organized trips, and/or planning of churches by member ministries;
- G) **Partner or collaborate with organizations and/or ministries** with whom NMF shares common belief and interests as directed by the Holy Spirit.

B. Responsibilities

It shall be the responsibility of the NMF to:

- A) Formulate and adopt a set of Bylaws to guide its affairs;
- B) Elect an Executive Committee to direct the affairs of the NMF.
- C) Constitute a **Council of Elders** to play an advisory role to the Executive Committee.
- D) Develop and implement program(s) necessary to accomplish the goals and objectives of the NMF.
- E) Raise necessary funds for the execution of programs by voluntary contributions of members and by other available means.

The NMF shall uphold the following statement of faith:

1. Of the Scriptures.

We believe that the Holy Bible in its 66 Books was written by men under divine inspiration, that it contains the inerrant and eternal word of God, that it reveals the principles by which God judges mankind; that it is infallible and the supreme standard by which all human conduct, creed and opinions should be weighed.

2. Of the True God.

We believe that there is one, living and true God, whose name is Jehovah, the Maker and Supreme Ruler of heaven and the universe, who exists as an infinitely intelligent Spirit, Holy and glorious, everlasting, all-powerful, all-knowing, and every-where-present; that in the unity of the Godhead there are three persons, the Father, the Son, and the Holy Spirit, equal in every divine perfection, and executing distinct but harmonious offices in the great work of redemption.

3. Of Sin.

We believe that mankind was created in perfection and holiness, but by voluntary transgression, represented in the disobedience of Adam and Eve, fell from the holy and happy state, in consequence of which all mankind are now sinners, positively inclined to evil, utterly void of holiness required by the laws of God, and therefore under just condemnation to eternal damnation, without defense or excuse.

4. Of God's Grace

We believe that God's grace is totally unmerited; it is a favor given to man for salvation and utterly excludes boasting, and rather promotes humility, love, prayer, praise, trust in God, and active imitation of His free mercy; that may be ascertained by its effects in all who truly believe the gospel; that it is the foundation of Christian assurance; and that to ascertain it with regard to ourselves demand and deserves the utmost diligence.

5. Of Regeneration

We believe that in order to be saved, sinners must be regenerated or born again; that regeneration consists of receiving a holy deposition to the soul, that is effected in a manner above our comprehension, by the power of the Holy Spirit in connection with our acknowledgement of divine truth, so as to secure our voluntary obedience to the gospel; and that its proper evidence appears in the holy fruits of repentance and faith and newness of life.

6. Of Justification

We believe that justification includes pardon for sin and the promise of eternal life on the principle of righteousness; that it is bestowed, not by any works of righteousness which we have done, but solely through faith in the blood of Jesus Christ.

7. Of the Gospel Church

We believe that the Church is the Body of Christ, represented in the congregation of professed believers, associated by covenant in the faith and fellowship of the gospel; observing the ordinances of Christ; governed by His laws; and exercising the gifts, rights, and privileges invested in the body by His work and Word

8. Of Baptism and the Lord's Supper (3)

We believe that Christian baptism is the immersion in water of a believer, in the name of God the Father, and the Son, and the Holy Spirit; to show forth, in solemn emblem, our faith in the crucified, buried, and risen Savior, with its effect in our death to sin and resurrection to a new life. We believe in the observance of the Lord's Supper by born-again Christian believers by the sacred use of bread and wine, commemorating together the death of Christ and His future return.

9. Of Stewardship in Service

We believe that the physical body of the Christian is the temple of the Holy Spirit; that everything the Christian is, has, and achieves is graciously given by God for the primary purpose of obeying, honoring, and pleasing the One who died to secure life for us; that as God's servants, stewards, and ambassadors, we will render an account of our lives and means before God; and that it is a rewarding privilege to contribute to the furtherance of the gospel and the building of Christ's body through program of systematic and proportionate giving of our talents, earnings and resources.

10. Of the Second Coming of Christ and Eternal Judgement

We believe in the imminent rapture of the Church wherein the dead in Christ and all living Believers will be translated and caught up to meet Jesus in the air; that the Lord Jesus Christ will return to earth in bodily form and with His saints reign on earth for one thousand years; that all humans who have lived will appear before God at the last judgment; and that the saved in Christ will be rewarded for their deed and ushered into eternal life in the presence of God while the unsaved will be punished for their deeds and committed to eternal damnation in the lake of fire forever for rejecting salvation which has been freely provided by the Lord Jesus Christ.

11. Of Marriage

We believe that marriage is between a man and a woman for the primary purpose of raising godly offspring

ARTICLE IV MEMBERSHIP AND FREQUENCY OF MEETINGS

1. Types of Membership

- a) **Ministry/Church Membership** shall be extended to bona-fide Churches/ministries who uphold the Statement of Faith of NMF as stated in Article III and meets our membership requirements as per Article IV section 2a) through fj.
- b) **Individual Membership** is extended to individual ministers who uphold the Statement of Faith of NMF as stated in Article III and meets our membership requirements as per Article IV section 2a) through
- c) **Honorary Membership** is extended to those who had been bona-fide members and are non-residents of the State of Georgia, and still desire to maintain contact with the NMF and who continue to uphold the Statement of Faith of NMF as stated in Article III and meets our membership requirements as per Article IV section 2a) through fj. Honorary members shall have no voting rights.

2. Qualification for Membership

Membership in The Nigerian Ministers Fellowship Inc. shall at all times be open to individuals and ministries/churches who are committed to:

- a) Jesus Christ as their Lord and Savior.

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- b) The Purpose and Statement of Faith of The Nigerian Ministers Fellowship.
- c) Participate in the NMF meetings and activities.
- d) Regularly contribute to the financial programs, projects and activities of the NMF.
- e) Participate in the voting process, as long as they are eighteen years old or above.

3. **Non-membership.**

Attendance at programs and activities of the NMF shall be open to all people who conform to civil law and order.

4. **Frequency of Fellowship Meetings**

The NMF Executive Committee shall meet once a month before the general monthly meeting. Emergency executive and/or general meetings could be called due to exigencies. The notice of such meetings shall be given by the **Publicity Secretary** at least one week in advance of the meeting date.

ARTICLE V THE EXECUTIVE COMMITTEE AND THE COUNCIL OF ELDERS

A. **ELECTION OF THE EXECUTIVE COMMITTEE MEMBERS**

1. A meeting to elect Executive Committee members (the President, Vice President, Secretary, Treasurer, and the Financial Secretary) shall be held **in November** of the election year. Special meeting(s) for election could be called as stated in Article VII Section 81(g) and 82(g) in this bylaw.
2. To form a **quorum** at the called meeting, a minimum of **ten (10) bona-fide members** (individual/ministry) must be present.
3. The **meeting for election** shall be **announced during at least four consecutive general meetings** before the scheduled election.
4. "**A Returning Officer**" shall be appointed by the exiting President to conduct the voting.
5. All regular members are **eligible for nomination**.
6. Voting shall be by **secret ballot**;
7. Properly sealed and signed **absentee ballots** nominating and voting for candidates for each position up for election, shall be **accepted by the Secretary** and presented to the returning officer on the election day for counting;
8. Election shall be by a **simple majority vote**.
9. **If there is a tie**, a call to re-vote shall be given by the conducting officer. Subsequent calls shall be made until the tie is broken.

8. **COMPOSITION AND RESPONSIBILITY OF THE COUNCIL OF ELDERS.**

The **Council of Elders** shall consist of:

1. The President and Secretary;
2. Elders (nominated by the Executive Committee and approved by the body) who share the vision and objectives of NMF;
3. The responsibility of the **Council of Elders** shall be to advise the **Executive Committee** in the development of the programs and policies of the NMF, and to mediate, if need be, in matters of discipline

C. TERMS OF OFFICE.

1. The term of office for the **Executive Committee** members (the President, Vice President, Secretary, Treasurer, Publicity Secretary and the Financial Secretary) **shall be four years**. Any Executive Committee member may be reelected in one office for two consecutive terms.
2. The term of office for the **Council of Elders** shall be unlimited.

ARTICLE VI: RESPONSIBILITIES

A. The Executive Committee shall:

1. Set goals and objectives, initiate and implement programs to affect them.
2. Hold monthly meetings in addition to the Council of Elders meetings.
3. Oversee the functions of the NMF and shall ensure at all times that the love of Christ is chord that ties members together. The doctrinal differences of the different denominations to which members belong should be left for the Holy Spirit to sort out in those members.
4. Approve all NMF publications.
5. Initiate and create committee(s) to carry out fund raising activities for the NMF.
6. Set up checking, savings, and/or investment accounts or similar ventures as is necessary to manage the funds of the NMF.
7. Appoint ad-hoc committees as may be needed to ensure smooth running of the affairs of the NMF.
8. Make regular report of its activities on behalf of the NMF to the membership at the annual business meeting.
9. Be accountable to the membership of the NMF.
10. Resolve conflicts between members of the NMF.
11. **Present an annual budget to the general body.**
12. Ensure that an annual audit of the NMF's accounts is done.

B. The Council of Elders shall:

1. Advise the Executive Committee.
2. Meet annually to review and advise the Executive of NMF, and meet other times as needed to discuss matters affecting NMF.

C. RESPONSIBILITIES OF THE EXECUTIVE COMMITTEE MEMBERS

1. The President shall

- a) Implement the visions of the NMF;
- b) Act as chief executive of the NMF in all legal matters and shall be authorized to sign all official and legal documents.
- c) Give a report of the NMF activities at business meetings.
- d) Convene a meeting of the Executive Committee and/or the Council of Elders to address emergency situations.

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- e) Perform any other functions usual and customary for the presiding officer, or such as may be directed by the Executive Committee for the smooth running of the NMF.

2. The Vice-President shall

- a) In the event the President is unavailable the Vice shall perform the duties of the President until the President returns to duty.
- b) In the event the President is removed from office, or incapacitated due to sickness or for any other reasons, the vice shall become the President to serve out the remainder of the term of the removed or incapacitated President. A new Vice President will be elected within three (3) months.
- c) Serve as the **Program Director**.
- d) Perform other functions as assigned by the President and/or the Executive Committee.

3. The Secretary shall

- a) Be the custodian of all non-financial, legal documents and the official seal;
- b) Make and keep true records of the proceeding of the NMF business meetings, the Executive Committee and the Council of Elders meetings and shall publish the same as approved and directed by the Executive Committee.
- c) Maintain records of and prepare and distribute annually, an up-to-date directory of all members.
- d) Give notices of all meetings as directed by the President and be responsible for all correspondence of the NMF.
- e) Perform such other functions as are customary to the office of the Secretary or as may be directed by the President, the Executive Committee and/or the Council of Elders.

4. The Treasurer shall:

- a) Be the custodian of the finances of the NMF;
- b) Deposit all cash and checks in the name of the NMF into NMF's account within three (3) business days of receipt.
- c) **Be a co-signature in the NMF's checking and savings account;**
- d) Disburse funds under the direction of the Executive Committee;
- e) Perform such other functions as are customary to the office of the Treasurer or as may be directed by the President and/or the Executive Committee.

5. The Financial Secretary shall:

- a) Be the custodian of the financial records and documents of the NMF;
- b) Establish and/or maintain a reliable system of book keeping and provide quarterly financial reports to the NMF;
- c) Provide annual financial report within 60 days of the end of the financial year (January 1st – December 31st).
- d) Receive and record donations, and keep records of financial transactions of the NMF (including bank statements);
- e) In consultation with the Executive Committee, be responsible for communicating the financial positions of the NMF to members when such request(s) is(are) received in writing.

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f) Perform such other functions as are customary to the office of the Financial Secretary or as may be directed by the President, the Executive Committee.

6. The Publicity Secretary shall:

- a. Lead the effort in securing a venue, photographic and video coverage of all events organized by the fellowship,
- b. Be responsible for flyer production and dissemination to local churches and communities;
- c. If need be, facilitate press release with the media;
- d. Perform such other functions as are customary to the office of the Publicity Secretary or as may be directed by the President and/or the Executive Committee.

ARTICLE VII: ACCOUNTABILITY AND DISCIPLINE OF NMF MEMBERS

A. ACCOUNTABILITY

1. Executive Committee Accountability.

- a) Executive Committee members shall attend all meetings except with proper and timely notification to the President;
- b) The President shall present a written annual report of the activities of the NMF as they affect the NMF in that fiscal year. The report shall address, among others things, goals achievements and suggestions for future goals.
- c) The Financial Secretary shall present a quarterly financial report and at the end of the year, an annual financial report.
- d) Ad-hoc committee chairperson(s) shall submit written reports to the Executive Committee as determined by the Executive Committee. Notification must be given at least two weeks prior to the scheduled event during which the report will be made.

B. DISCIPLINE OF NMF MEMBERS

1. The President:

- a) In the event there is an alleged impropriety on the part of the President, the Executive Committee shall form an ad-hoc committee constituted from the body to investigate to determine if the accusation is valid, and if it is, recommend appropriate disciplinary measures to the Executive Committee;
- b) The accused President will remain in office during the period of investigation, however s/he **shall not be involved** in the selection of Ad-hoc Committee members to look into the case and **shall not participate** in the deliberations on the allegation against him/her;
- c) On submission of the Ad-hoc Committee report to the Executive Committee, the Committee shall meet and deliberate on the Ad-hoc Committee findings.
- d) If the President is found guilty, the final decision of the Executive Committee shall be communicated to the accused party in writing.
- e) If the final Executive Committee decision involves removal from office and/or ex-communication from NMF, the accused shall be encouraged to resign from his/her

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position as the President and, if s/he accedes, a formal announcement will be made to the house;

- f) If the final Executive Committee decision involves removal from office and/or ex-communication from NMF, the accused refused to resign, the decision will be taken to the general floor for ratification.

- g) If the President does not agree with the decision of the body, s/he may appeal to the Council of Elders for another hearing on the matter. A second hearing will be conducted in the presence of the Council of Elders.
- h) If the decision of the Elders agrees with that of the Executive Committee and the accused is still unhappy, the Executive decision stands and a formal announcement is made to the members.
- i) In the event that the President is removed from office, the Vice-President shall become the President to serve out the remainder of the term of the impeached President. A new Vice President shall be elected within three (3) months.
- j) If the decision of the Elders disagrees with that of the Executive Committee, the Council of Elders decision stands and a formal announcement is made to the members

2. An Executive Committee Member:

- a) In the event there is an alleged impropriety on the part of an executive committee member, the Executive Committee shall set up an ad-hoc committee to look into the situation and determine if the accusation is valid, and if it is, recommend appropriate disciplinary measures to the Executive Committee;
- b) The accused Executive Committee member will remain in office during the period of investigation, however s/he **shall not be involved** in the selection of Ad-hoc Committee members to look into the case and **shall not participate** in the deliberations on the allegation against him/her;
- c) On submission of the Ad-hoc Committee report to the Executive Committee, the Executive Committee shall meet and deliberate on the Ad-hoc Committee findings.
- d) If the Executive Committee member is found guilty, the final decision of the Executive Committee shall be communicated to the person in writing.
- e) If the final Executive Committee decision involves removal from office and/or ex-communication from NMF, the accused shall be encouraged to resign from his/her position in the Executive Committee and, if s/he accedes, a formal announcement will be made to the house;
- f) If the final Executive Committee decision involves removal from office and/or ex-communication from NMF, the accused refused to resign, the decision will be taken to the general floor for ratification.
- g) When the accused Executive Committee member is removed, the President shall appoint a replacement pending an election to fill the office within three (3) months of his/her termination or resignation.
- h) If the decision of the Elders disagrees with that of the Executive Committee, the

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Council of Elders decision stands and a formal announcement is made to the members.

3. Council of Elders Members:

- a) In the event there is an alleged impropriety on the part of any of the Council of Elders members, the Council shall investigate the matter and determine if the accusation is valid.
- b) If the accused is found guilty, the decision of the Council shall stand and is to be communicated to the accused in writing and to the President.

4. General Membership

- a) In the event there is an alleged impropriety on the part of any of the NMF members, the Executive Committee shall look into the situation and determine if the accusation is valid.
- b) If the accused is found guilty, the final decision of the Executive Committee shall stand and shall be communicated to the person in writing.
- c) Such a decision could range from counseling to ex-communication from NMF.
- d) If the Executive Committee decision involves ex-communication from NMF, the decision will be taken to the general floor for ratification.

ARTICLE VIII FINANCES

A. FISCAL YEAR OF ACF-ATLANTA NMF:

The fiscal year of NMF shall run from January 1 to December 31.

B. ANNUAL BUDGET

1. **Budget in non-election Year.** In the non-election year, the incumbent Executive Committee shall present an annual budget for the forthcoming fiscal year to the general membership for approval during the annual meeting in November.
2. **Budget in Election-Year.** In the election-year, the newly elected Executive Committee shall present an annual budget for the forthcoming fiscal year to the general membership in a specially called meeting in January for approval.

C. ACQUISITION

All funds for the operation of the NMF shall be by contributions and donations from members and friends and by other means as directed by the Executive Committee.

D. DISBURSEMENT

1. Request(s) for funds must be accompanied by a completed **Fund Requisition Form**, and, where applicable, a written price quotes from at least three different vendors, shall be

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tendered to the President.

2. All outstanding, pre-approved bills of the NMF must be paid with the approval of the President.
3. **The amount of \$100.0 (one hundred dollars) shall be held as petty cash by the Treasurer.**
4. The President shall approve normal or emergency requisitions up to \$500.00.
5. For any expense above \$500.00 the approval of majority vote of the Executive Committee shall be required.
6. For normal expenses more than \$1000.00 or expenses that exceed the annual NMF budget by 10%, the advice of the general members and approval of majority vote of the Executive Committee shall be required.
7. All authorized expenses must be accounted for by turning in a completed **Statement of Expenses Form** and receipts, where applicable, to the Financial Secretary.

E BANK ACCOUNTS.

1. The NMF shall maintain a regular checking account and, if need arises, a savings and/or an investment account(s) in a financial institution in the United States of America that is insured by FDIC. Opening of such accounts shall be done with the approval of two-thirds majority vote of the Executive Committee members.
2. The President, Vice President, the Treasurer, and the Secretary shall be the official signatories to these accounts.
3. **To effect a withdrawal from the checking or savings accounts, the signatures of the President and the Treasurer shall be required.** In the absence of the President the Vice-President may sign in his/her place, and if the Treasurer is absent, the Secretary may sign in his/her place.
4. The Executive Committee shall authorize any liquidation and/or transfer of monies from investment account(s) to the regular checking or savings account.

F. ANNUAL FINANCIAL AUDIT

1. The President shall appoint a two- or three-man **AUDIT COMMITTEE** by the end of January of every year for the purpose of reviewing and auditing the financial activities of the NMF accounts during the previous fiscal year.
2. The Executive Committee shall do everything within its power to ensure that all books and pertinent records are made available to the **AUDIT COMMITTEE** upon request.
3. The committee shall make a preliminary report to the Executive Committee by March and final report to the NMF members during the business meeting in November.
4. The NMF may solicit professional assistance as necessary to meet IRS requirements.

ARTICLE IX AMMENDMENTS

All amendments to the bylaws are to be made by a two-third-majority vote of the NMF members present at the called meeting. Notice of any proposal for amendment shall be

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forwarded to the Secretary at least three (3) months before the called meeting. Such proposed amendments shall be forwarded to NMF members by the Secretary for consideration and for voting at the said meeting. Once adopted, the said amendment(s) shall become part of the bylaws, effective from that meeting.

ARTICLE X LIMITATION

Notwithstanding any other provisions of these bylaws, it shall be understood that Article III containing **the Statement of Faith** shall stand regardless of the said approval by the two-third-majority vote of the NMF, Executive Committee and/or Council of Elders. No decisions taken by the Council of Elders, the Executive Committee and the General Membership shall be contrary to the Statement of Faith in Article III.

ARTICLE XI NON-PROFIT STATUS

1. Non-Profit Corporation: The Nigerian Ministers Fellowship-Atlanta (NMF) shall be a voluntary, non-profit membership organization incorporated under the laws of the State of Georgia in the United States of America.
2. Dissolution of the Association: In the event of dissolution, the NMF will operate according to the intent of Section(c) (3) of the 1954 Internal Revenue Code by permanent dedication of its assets to another non-profit corporation.

Adopting Signatures:

[Insert Name Here] Date

[Insert Name Here] Date

[Insert Name Here] Date

[Insert Name Here] Date

[Insert Name Here] Date

[Insert Name Here] Date