

Bylaws of the Bay Area Baptist Association

04/01/2023

ARTICLE I – COOPERATION

Section 1 – The Association is composed of Messengers who are elected and certified members of a cooperating church and who are in attendance at the Annual Meeting.

Section 2 – Participation among cooperating churches is defined by the following:

- Financial support
- Physical attendance/involvement at various meetings/events of the Association
- Submission of an Annual Church Profile (ACP)
- A statement of doctrinal cooperation

Section 3 – Cooperating churches are entitled to four (4) Messengers consisting of the pastor and three (3) additional Messengers for fifty (50) members or less, and one (1) Messenger for each additional fifty (50) members of said church, provided no church shall have more than (10) Messengers. Those churches sponsoring a chapel or mission will be authorized one (1) additional Messenger from the sponsored work. In addition, any chapel or mission within the Associational area sponsored by the Association, the Baptist State Convention of Michigan, or by an entity of the Southern Baptist Convention may be represented in the same manner as those chapels or missions sponsored by churches in the Association, one (1) Messenger to the Annual Meeting and one (1) voting representative on the Executive Board of the Association. Messengers shall be seated at the Annual Meeting upon written notice to the Associational Clerk. Only Messengers present may vote. Absentee voting or voting by proxy is not allowed.

Section 4 – Churches desiring to become a cooperating church in the Association must petition through the Credentials Committee. Proper credentials include a copy of the petitioning church's current duly-adopted constitution and by-laws, the current Annual Church Profile (ACP) and other appropriate information concerning the church. The Credentials Committee will report its recommendation to the Executive Board and/or the Annual Meeting within three (3) months after receipt. Each petitioning church will be required to serve at least one (1) year under watchcare of the Association, during which time it shall have full privileges and responsibilities and be expected to demonstrate its intention of being a cooperating Southern Baptist Church. Between sessions, churches may be received under watchcare by a majority vote of the Executive Board upon favorable recommendation of the Credentials Committee. The Association in an Annual Meeting will take formal action on the petitioning church. The approval of a three-fourths (3/4) majority of those Messengers present and voting is required for admittance into the Association. The one (1) year watchcare rule may be waived for a chapel or mission of a cooperating church or for an Association-sponsored mission.

Section 5 – If the Credentials Committee fails to bring a favorable recommendation within the three (3) month period following the request of the petitioning church, that church may appeal directly to the Association at the next Annual Meeting.

Section 6 – The Association may disfellowship any church that fails to cooperate with the BABA in the following ways. Any church that:

- Does not participate in financial support
- Does not attend and interact in various BABA meetings and events

- Fails to submit the ACP for three consecutive years
- Refuses to reaffirm their doctrinal commitment at the October Annual Meeting; and
- Is not in good standing as a cooperating church within the Southern Baptist Convention
 - Any church that is disfellowshipped by the Southern Baptist Convention due to failure to properly address Sexual Misconduct, Racism, or other actions contrary to the Baptist Faith and Message 2000, are automatically disfellowshipped from the Association.

will be considered as falling under disqualification. If a church should be found in this state, it is the duty of the Credentials Committee to seek reconciliation by encouraging said church to rectify the identified issue(s). If such reconciliation is deemed unattainable and unsuccessful, the church may be removed by a three-fourths (3/4) majority vote in the Annual Meeting.

Section 7 – Churches may withdraw from the Association by giving notice at the Annual Meeting or at any regularly scheduled meeting of the Executive Board.

Voluntary withdrawal from the Southern Baptist Convention constitutes voluntary withdrawal from the Association effective the date the church ceases to maintain good standing as a cooperating church within the Southern Baptist Convention. Churches are encouraged to seek counsel from the Association prior to any decision to withdraw from the Southern Baptist Convention.

ARTICLE II – MEETINGS

Section 1 – The Association shall meet annually or semi-annually at such a time and place as it shall select after due consideration or upon the recommendation of the Associational Mission Strategist, the Moderator, and the Vice-Moderator. The authority shall be given to the Executive Board to change the time and/or place of meeting when deemed necessary by a majority vote of those present. The Semi-Annual Meeting (normally in the Spring) and Annual Meeting (normally in the Fall) will each constitute a separate “Session” for purposes of Parliamentary Law as outlined in Robert’s Rules of Order and as required by Article VII of the BABA Constitution.

Section 2 – In case of emergency that is not an Associationally declared state of emergency, the Moderator, in consultation with the other officers and the Associational Mission Strategist, shall call special meetings of the Association. The purpose of the special meeting shall be stated, and no other item of business may be transacted.

Section 3 – Associationally Declared State of Emergency

A. What Qualifies as a State of Emergency?

A state of emergency is a time when circumstances call for atypical measures to be taken in order to protect and provide for the Association so that it continues to fulfill its purpose.

B. Who May Declare a State of Emergency?

Any officer of the Association can call a state of emergency upon the written consent (email/text) of a majority of the officers of the Association (AMS, Treasurer, Clerk, Moderator, Vice-Moderator). A record of such consent should be kept by the Clerk for reporting to the Executive Board and/or Messengers.

C. Disposition of Emergency Meetings

If the state of emergency warrants an emergency meeting of the officers of the Association, said meeting should be held as soon as a majority of the officers can attend. Such meetings may be held in person or

electronically via audio/video means. A record (minutes) of the proceedings must be kept by the Clerk for reporting purposes.

D. Informing the Executive Board or Annual Meeting

ASAP after a state of emergency meeting, the Executive Board or Messengers will be informed in written form (email/text) of any decisions made and the reasons why. If a special Executive Board meeting or meeting of the Messengers needs to be called, the Moderator, Vice-Moderator, or Clerk (in that order) may call a meeting by giving one-week's written (email/text) notice. Circumstantially, such a meeting may be held in person or remotely.

E. Remote Attendance

Remote attendance is defined as "attendance via audio and, preferably, with the addition of video while not being physically present in-person with the rest of the officers, board, or Messengers." Audio is important so you can hear and be heard (voice votes); video is important so you can see and be seen (hand votes). All such meetings should be recorded (audio and video) to make sure an accurate account of the meeting occurs and in order to learn from mistakes and thereby improve future meetings.

Only in an Associationally declared state of emergency will remote attendance be acceptable for any called meeting. Even if some gather in-person, for those attending remotely, care must be taken to make sure they can hear and be heard; see and be seen.

In the case of a medically-related state of emergency, all reasonable measures will be taken to reduce the spread of that particular illness (i.e. social distancing, hand sanitizer, sanitizing the room, directional flow, masks, gloves, precautions regarding food/drinks).

F. Voting Rights

Those attending remotely have all the rights of those attending physically. The Moderator of the meeting must take special measures to recognize remote attendees as equitably as physical attendees. The Moderator must also consistently enforce rules for speaking, making motions, and voting among both physical and remote attendees.

G. Authorization of Attendees

The Clerk will be responsible to make sure that all Executive Board members and/or all Messengers in attendance have been authorized as such by their church.

ARTICLE III – OFFICERS

Section 1 – The Messengers convened and organized, known as the Bay Area Baptist Association, shall elect the following administrative officers: (1) Moderator; (2) Vice Moderator; (3) Clerk and (4) Treasurer. These officers shall be presented by the Nominating Committee and elected at the Annual Meeting with their term beginning at the close of that meeting. They shall serve through the next Annual Meeting. Nominations may also be made from the floor. The Moderator and Vice Moderator shall not succeed themselves in the same office more than once.

Section 2 – In case of vacancy in any office, the Executive Board shall appoint someone to fill such vacancy.

Section 3 – The **Moderator** shall preside over the deliberations of the Association, Executive Board, special meetings and perform other required duties. This officer, who serves as ex-officio on all committees, shall

appoint the Resolutions Committee (if necessary) and the Memorial Committee at the beginning of the Annual or Semi-Annual Meeting.

- A. The Associational Mission Strategist, Moderator and Vice-Moderator shall recommend the location for the Annual or Semi-Annual Meeting two (2) years in advance. The preacher and alternate preacher will be selected one (1) year in advance.
- B. The Resolutions Committee may present proper resolutions relative to the work of the Association and the cause of Christ.
- C. The Memorial Committee shall present the names of deceased church members since the last Annual or Semi-Annual Meeting and lead the Messengers in a brief remembrance.
- D. The Moderator shall appoint any other committees as directed by the Association.

Section 4 – The duties of the **Vice Moderator** shall be to preside in the absence of and/or at the request of the Moderator.

Section 5 – It shall be the duty of the **Clerk** to keep a record of the proceedings, to file all matters deemed important to be preserved for record and to publish the minutes.

Section 6 – It shall be the duty of the **Treasurer** to receive, properly receipt, account for, and disburse all monies in keeping with the Associational budget. The records shall be open to inspection by a cooperating church and shall be audited annually by a duly appointed committee.

Section 7 – All officers of the Association shall be active members in good standing of a Cooperating Church.

ARTICLE IV – EXECUTIVE BOARD

Section 1 – The Association shall have an Executive Board to hold regular meetings, employ necessary personnel, oversee mission work, direct activities and make a report to the Annual or Semi-Annual meetings.

Section 2 – The Executive Board shall be composed of the following: (a) The administrative officers, Chairman of the Trustees, Associational Mission Strategist and other employed workers, (b) Active pastors of churches and chapels which cooperate with the Association, (c) Two (2) other members of each church elected and certified in the Annual Church Profile (ACP) or by subsequent letter, (d) The program leaders of the Association and (e) The chairpersons of all standing committees.

Section 3 – The quorum necessary for the transaction of business consists of the Executive Board members present.

Section 4 – The officers of the Association shall be the presiding officers of the Executive Board.

Section 5 – Regular meetings shall be held at such time as determined by Messengers at the Annual Meeting.

Section 6 – Board members may attend (non-emergency) Executive Board meetings via remote access if it is provided. However, physical attendance is greatly encouraged.

ARTICLE V – TRUSTEES

The Association shall have three (3) Trustees. One (1) Trustee shall be elected annually to serve a three (3) year term. The Trustees are to have full power and authority to transact legal business and oversee the purchase and maintenance of all Association property. All action taken by the Trustees shall be ordered and approved by the Executive Board.

ARTICLE VI – STANDING COMMITTEES

Section 1 – The following Standing Committees are elected by the Association in the Annual Meeting. These shall be recommended by the Nominating Committee:

- A. **Nominating Committee:** This committee consists of five (5) members with rotating terms of three (3) years. It is their duty to present for election the Officers, the Trustees, Program Leaders, all standing committees and all other committees as deemed necessary by the Executive Board and to recommend to the Executive Board replacements to all vacancies occurring during the year. At least one third (1/3) of the committee shall consist of lay persons.
- B. **Credentials Committee:** This committee consists of three (3) members with rotating terms of three (3) years. It is their duty to examine all requests to become cooperating churches and chapels, present its findings, and make appropriate recommendations to the Annual Meeting and/or the Executive Board in keeping with requirements for membership.
- C. **Budget and Finance Committee:** This committee consists of three (3) members with rotating terms of three (3) years. It is their duty to prepare and recommend a budget to the Annual Meeting and provide for a continual review and adjustment during the year. They shall also insure that the Treasurer and any other persons the committee deems necessary are adequately bonded. The Treasurer shall be an ex-officio member of this committee.
- D. **Audit Committee:** This committee consists of three (3) members with rotating terms of three (3) years. It is responsible for an annual audit of the financial records and report at the annual meeting.
- E. **Personnel Committee:**
 - 1. This Committee consists of three (3) members with rotating terms of three (3) years. It is their duty to: (a) Supervise the Associational Mission Strategist regarding work, schedule, and other activities in keeping with the existing job description, (b) Review and update the job description with the Associational Mission Strategist on an annual basis, (c) Review with the Associational Mission Strategist his progress and performance during the year, (d) Report this annual evaluation to the Association in the Annual Meeting.
 - 2. This committee shall not employ or terminate employment of the Associational Mission Strategist without authority from the Bay Area Baptist Association.

Section 2 – All members of all committees of the Association (standing or ad hoc) shall be active members in good standing of a Cooperating Church.

ARTICLE VII – ASSOCIATIONAL MISSION STRATEGIST

Section 1 – Role

- A. Church/Pastor Consultant: As may be requested, provide counsel to the churches, churches without pastors, and pastors and their families. Through consultation and care, the Associational Mission Strategist will assist congregations in developing strategies for kingdom growth and establish and maintain positive relationships with all Associational churches, pastors and staff. To be effective, the Associational Mission Strategist shall become familiar with the Associational area to gain awareness of social, psychological and cultural demographics and their impact upon the Association.
- B. Associational Work: Promote unity among Association churches and pastors. Give oversight and coaching to the Moderator as needed. Promote and participate in Associational events.
- C. Evangelism: The Associational Mission Strategist should be a model of the Great Commission. He should be actively involved in personal evangelism and visitation, mentoring church leaders and assisting churches in the Association to initiate intentional evangelistic events.
- D. Church/Congregation Starter: The Associational Mission Strategist will often work in cooperation with NAMB and BSCM to support growth. He will become familiar with the Church Planting Process, assist and encourage churches to set goals, develop strategy, conduct activities to discover needs, sites, resources, sponsors and leadership for new starts.

Section 2 – Qualifications

- A. Should be an active member in good standing of a local Southern Baptist Church and embrace Southern Baptist doctrine and practice and have proven experience and skill in working with churches and church leaders.
- B. Should be a mature, emotionally stable person, who is able to keep confidences.

Section 3 – Expectations

- A. Establish monthly work schedule and make reasonable effort to maintain it. He shall provide the office personnel the necessary information to be able to contact him within a reasonable time.
- B. Provide periodic reports to the Association's Personnel Committee, the Association's Executive Board and an annual report to the Association's Annual Meeting.
- C. Serves as an ex-officio member of all teams and committees.
- D. Assists Associational officers with their duties.

Section 4 – Vacation

- A. The Associational Mission Strategist shall be granted two weeks of paid vacation.
- B. Any additional time away from the job responsibilities, (paid or unpaid) must be approved by the Personnel Committee and reported to the Associational Executive Board.

Section 5 – Selection and Replacement

- A. When the Associational Mission Strategist position becomes vacant, the nomination and recommendation of an interim or permanent Associational Mission Strategist is the responsibility of the Personnel Committee and the Executive Board.
- B. The individual recommended for either the interim or permanent position will be presented by the Executive Board and must be approved by a three-fourths (3/4) vote of the Association at a special called business meeting.

ARTICLE VIII – PROGRAMS

Section 1 – The following programs shall promote the cooperative work of the Association: Woman’s Missionary Union, Men’s Ministry, Missions Development, Evangelism, Prayer Ministries, Pastoral Ministries and Vacation Bible School. Leaders of these respective programs shall be presented by the Nominating Committee no later than the July Executive Board Meeting for election at the Annual Meeting. Their term of service will be from one Annual Meeting to the next.

Section 2 – It shall be the spirit of the Association to entrust the activities of these programs to the respective leader and/or committee. Any questions concerning the program shall be resolved through the respective committee. Time shall be allowed for program reports at the Annual or Semi-Annual meeting.

Section 3 – Leadership vacancies occurring during the year shall be filled by the Executive Board upon the recommendation submitted to it by the Nominating Committee.

ARTICLE IX – AUTHORITY

The Association may advise and assist cooperating churches as requested but may not infringe upon the autonomy of these churches. The Association recognizes each church as a self-governing body that has voluntarily chosen to cooperate with the Association.

ARTICLE X – AMENDMENTS

Changes or amendments to these bylaws may be made by: (a) writing the cooperating churches and chapels at least thirty (30) days prior to a special called meeting or the Annual Meeting with the proposed amendment(s). Approval must be by a two-thirds (2/3) vote of the Messengers present and voting.

ARTICLE XI – PARLIAMENTARY LAW

The Association and all committee meetings shall be governed in procedure by the latest edition of Robert’s Rules of Order.

ARTICLE XII – EMPLOYMENT

All employees and volunteers are required to sign a statement affirming that they agree with the Association’s statement of faith and are willing to comply with the Association’s standards of conduct. Violation of the Association’s statement of faith and standards of conduct constitutes good cause to terminate employment.

ARTICLE XIII – STANDARD OF CONDUCT FOR EMPLOYEES

The Bay Area Baptist Association is a non-profit religious organization and is substantially controlled and supported by its Messengers, Executive Board, and its relationship with the Baptist State Convention of Michigan and the Southern Baptist Convention. More importantly, the Association is an organization of cooperating churches who have joined together to meet the spiritual needs of the 11 counties of the Association. Our organization promotes behavior that is consistent with the Holy Scriptures.

Consequently, when joining the Association's staff, you freely and willingly agree to the standards of behavior outlined in this policy. The standards included in this policy are not exhaustive; rather, they provide a guideline of conduct we believe is in accordance with biblical standards.

As representatives of the Bay Area Baptist Association, it is imperative that your actions are above reproach in all things. Consequently, the following standards of conduct will apply to all employees. Violations of these standards are regarded as a serious breach of integrity and could result in discipline, up to and including, termination.

- God's Word teaches us that certain attributes are desired including: love, joy, peace, patience, kindness, goodness, faithfulness, gentleness, and self-control (Galatians 5:22-24). These attributes are to be sought, encouraged, and demonstrated in our relationships.
- Scripture further teaches us that certain behaviors are to be avoided, including: lying, dishonesty, gossip, slander, backbiting, profanity, vulgarity, sexual promiscuity (including adultery, homosexual behavior, and pre-marital sex), drunkenness, and immodesty of dress.
 - Any employee that participates in or performs a same-sex (gay/homosexual) union/wedding will be immediately terminated.

The Association recognizes the danger to one's personal witness as well as to one's physical and psychological well-being in the use of certain products. Therefore, employees are to refrain from the use of tobacco in any form, alcoholic beverages, hallucinogenic drugs and substances, or narcotics not authorized by a physician.