

BYLAWS
OF
BELL BAPTIST ASSOCIATION

PREAMBLE

To the end that this body may be governed in an orderly manner and for the purpose of preserving the liberties inherent in each member church of the Bell Baptist Association, and the freedom of action of this association of churches with respect to its relation with other organizations and entities, we do declare and establish these Bylaws.

ARTICLE I
Name and Purpose

Section 1. Name

The name of this association of churches is **BELL BAPTIST ASSOCIATION** and will be further referred to in the Bylaws as the Association of Churches.

Section 2. Mission Statement

The Bell Baptist Association exists to facilitate Healthy Churches in accomplishing their Great Commission Mandate. *“Impacting Churches to Impact the World”*.

Section 3. Purpose

The purposes of the Association of Churches is:

- a. Caring ... Bell Baptist encourages and supports churches to be healthier together.
- b. Connecting ... Bell Baptist connects the churches together and to the communities they serve.
- c. Equipping ... Bell Baptist provides resources and training to help churches achieve their Kingdom objectives.
- d. Sending ... Bell Baptist is committed to evangelism and missional engagement through the churches to the ends of the world.

ARTICLE II
Government and Membership

Section 1. Government

This autonomous association of churches, under the Lordship of Jesus Christ, retains unto itself the exclusive right to temporal life of the Association of Churches. The membership reserves the exclusive right to determine who shall be members of the Association of Churches and the condition of such membership. The Association of Churches chooses to act in a democratic fashion, with authority vested in its members, as set forth herein. The Association of Churches is subject to the control of no other church, association, or ecclesiastical body, but may choose to cooperate with other organizations and entities in missions efforts.

Section 2. Membership

Membership in the Association of Churches shall be composed of participating churches:

- a. Participating churches shall affirm the Association Covenant (Constitution, Art. III).
- b. Participating churches shall be expected to submit an Annual Church Profile.
- c. Churches desiring membership in the Association of Churches shall present a petitionary letter, which affirms their acceptance of the Association Covenant (Constitution, Art. III).
- d. The Credentials Team will review the petitionary letter and recommend in the next Executive Board or Annual Meeting that the church begin a period of watchcare relationship with the Association of not less than 6 months. This period will allow the church to participate in the activities of the BBA. It is a time for the church and BBA to develop relationships that will determine if membership in BBA is in the best interest of the church and BBA.
- e. The Credentials Team will meet with the church leadership before the end of the period of watchcare and determine if they will proceed with the church's petition for membership in the BBA.
- f. Upon the recommendation of the Credentials Team, the Association of Churches may affirm the membership of a petitioning church by two-thirds (2/3) vote of messengers at the annual meeting following the period of watchcare.

- g. The Association of Churches may terminate the membership of a participating church by three-fourths (3/4) vote of messengers at the Annual Meeting.

ARTICLE III
Annual Meeting

The Association of Churches shall hold annual meetings at such times, places, and means as it may choose. Each member church shall be entitled to two (2) messengers and an additional one (1) messenger for every fifty (50) members on its rolls; except that, the maximum number of messengers from any one member church shall not exceed twenty-five (25). Each messenger attending shall be entitled to one (1) vote. Voting by proxy is prohibited. Those messengers in attendance in person or virtually and voting shall constitute a quorum.

ARTICLE IV
Ministry Leadership

Section 1. Messengers

- a. Messengers shall be elected/authorized by action of member churches.
- b. Messengers shall register at and attend annual meetings of the Association of Churches.
- c. Messengers shall be responsible participants in the discussion and determination of actions taken at annual meetings of the Association of Churches.

Section 2. Executive Board

The Association of Churches shall have an Executive Board composed of the pastors of member churches, four (4) at-large members elected/authorized by each member church, the general officers of this board, and committee/team leaders. The Executive Board shall transact business for the Association of Churches between sessions of the annual meeting. The members present and voting shall constitute a quorum. The officers of the Association of Churches shall be the officers of the Executive Board.

Section 3. Association Officers

- a. Association Officers – and others as needed and elected by the Executive Board
- b. Election of officers
 - i. The Leadership Team will act as a nominating committee prior to the annual meeting.
 - ii. The Leadership Team shall present a slate of officers to the messengers at the Annual Meeting for election by majority vote.
 - iii. Nominations from the floor may be accepted.
- c. Term of officers. The officers, duly elected and installed, shall serve a term of one (1) year.
- d. Vacancies. Should any office of the Association of Churches become vacant, the uncompleted term of that office shall be filled by an officer appointed by the Director of Missions and Moderator as needed.
- e. Moderator
 - i. The Moderator shall preside over the meetings of the Association of Churches.
 - ii. The Moderator shall serve as Chairman of the Executive Board.
 - iii. The Moderator shall serve as ex-officio member of committees/teams.
 - iv. The Moderator shall be authorized to appoint special committees/teams as needed to accomplish the ministry of the Association of Churches.
 - v. The Moderator shall if deemed necessary appoint a Parliamentarian. The Parliamentarian shall serve as a procedural guide and judge during meetings of both the Executive Board and the Annual Meeting, utilizing Roberts Rules of Order as reference.
- f. Vice Moderator
 - i. The Vice Moderator shall preside over the meetings of the Association of Churches in the absence of the Moderator.
 - ii. The Vice Moderator shall become Moderator in the event of a vacancy in that office.

- g. Clerk
 - i. The Clerk shall keep accurate minutes of all business transacted by the Executive Board or during the Annual Meeting.
 - ii. The Clerk shall maintain such minutes on file in the Association of Churches' office, available for review by members.
- h. Financial Administrator and Treasurer
 - i. The Treasurer will be responsible for reviewing financial reports provided monthly by the Financial Administrator.
 - ii. The Treasurer will be responsible for reporting to the Leadership Team, Executive Board and the annual meeting of association churches a review of the Association of Churches finances at scheduled meetings.
 - iii. The Treasurer in conjunction with the Financial Administrator shall cause the financial reports and records of the Association of Churches to have an external audit of financial records annually.
 - iv. The Treasurer shall chair the Finance Committee and will serve as a member of the Finance Team along with the Financial Administrator,

Section 4. Staff

- a. Director of Missions. The Director of Missions shall perform the duties of Chief Executive Officer/President of the Association of Churches.
- b. Administrative Assistant. The Administrative Assistant shall perform the duties of Secretary of the Association of Churches.
- c. The Financial Administrator.
 - i. The Financial Administrator shall oversee the payroll of employees of the Association of Churches. The Financial Administrator will oversee the receipt and distribution of all funds to and from the Association of Churches to include but not limited to: invoices, requests and automated billing approved by authorized personnel. The Financial Administrator shall keep at all times an itemized account of all receipts and disbursements.
 - ii. The Financial Administrator shall be responsible for financial clerical duties to prepare a monthly, itemized report of the receipts and disbursements of the preceding month and distributing them either in paper form or electronically to the Finance Committee and BBA Staff Monthly and as requested.
 - iii. The Financial Administrator in the absence of the Treasurer will be responsible for reporting to the Leadership Team, Executive Board and the annual meeting of association churches a review of the Association of Churches finances at scheduled meetings.
 - iv. The Financial Administrator in conjunction with the Treasurer shall cause the financial reports and records of the Association of Churches to have an external audit of financial records annually.
 - v. The Financial Administrator shall serve as a member of the Finance Team along with the Treasurer.
- d. Other staff positions as recommended by the Director of Missions and Ministerial staff as recommended by special selection team and approved by the Executive Board. All other administrative staff selected by the Director of Missions and Personnel Committee.

Section 5. Trustees

Trustees shall serve the Association of Churches in transactions requiring legal signatures, as legal signers. Only two of the Trustees are required as legal signers for all transactions. In all cases the Trustees shall act only on the stated authority of the Association of Churches.

ARTICLE V
Corporate Officers

The corporate officers of the Association of Churches shall be the President (Director of Missions), Secretary (Administrative Assistant), and Trustees.

ARTICLE VI
Financial Administration

Section 1: Financial Policies

- a. Financial procedures shall be consistent with an Association of Churches-approved Financial Policy Manual.
- b. Fiscal Year: The Fiscal year of the Association of Churches shall be the calendar year.

- c. Special Gifts: Receipt of special or designated gifts will be dispersed in a manner which honors the Lord and is within the codes of the U.S. Internal Revenue Service and the intent of the giver.

Section 2: Financial Personnel

- a. The Director of Missions, with the advice and consent of the Treasurer, shall name a person or persons to be responsible for the administration of financial records and practices of the Association of Churches. Such titles as are appropriate shall be affixed to the positions and task descriptions shall be on file.
- b. All personnel shall be covered by Employee Theft and Forgery/Alteration Insurance Coverage at the expense of the Association of Churches.

ARTICLE VII
Records and Reports

The Association of Churches, through its agents designated by ARTICLE V, shall maintain records filed electronically and/or in printed form in the offices of the Association of Churches, to include, but not limited to:

- a. Membership rolls;
- b. Financial records;
- c. Minutes of Annual and Special Meetings of the Association of Churches, the Executive Board, and other meetings of organizations and programs as deemed necessary.

ARTICLE VIII
Amendments to the Bylaws

Bylaws of the Association of Churches may be amended, repealed, or altered by a vote of two-thirds (2/3) of the messengers present and voting at any Annual or Special Meeting. Notice of specific recommendation to amend, repeal, or alter shall be made no less than eight (8) weeks prior to meeting for that purpose.

ARTICLE IX
Operation and Dissolution

The Association of Churches is organized and operated primarily for the purpose of engaging in religious worship or promoting the spiritual development or well being of individuals and member churches. It is to be operated in a way that does not result in the accrual of distributable profits, realization of private gain resulting from payment of compensation in excess of reasonable allowance for salary or other compensation for services rendered, or realization of any other form of private gain. The Association of Churches pledges its assets for use in performing the organization's religious functions. It directs that on discontinuance of the Association of Churches by dissolution, or otherwise, that after paying or making provision for the payment of all liabilities of the Association of Churches out of the assets of the Association of Churches, distribution of all the remaining assets of the Association of Churches shall be made to or for one or more exempt religious, charitable, or educational organizations or purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal code, which will be determined by association action and shall require a vote of at least two thirds (2/3) of the messengers present and voting at an Annual Meeting or Special Meeting.

CERTIFICATION

The undersigned, being the duly elected and qualified Secretary of the Corporation, hereby certifies that the Association of Churches duly adopted the foregoing Bylaws on the **18th day of October, 2020.**

Signature Ministry Assistant

Kathy Diaz

Typed/Printed Name