

Spurgeon Baptist Association of Churches

CONSTITUTION & BY-LAWS

ARTICLE I - NAME AND PURPOSE

1. Name. The name of this body shall be the Spurgeon Baptist Association of Churches (SBAOC).
2. Purpose. The purpose of this Association shall be to manifest the glory of God above all. We purpose to do this by seeking spiritual awakening and revival by intense prayer and earnest obedience to Scripture. We covenant to strengthen and support one another- motivated and guided by the authority and sufficiency of Scripture - by facilitating the following: faithful preaching of the Word of God, proclaiming the gospel of the risen Lord Jesus Christ to all, making and gathering disciples, planting churches and coordinating unified missions efforts.

ARTICLE II - MEMBERSHIP

This Association shall be composed of cooperating churches which have been duly constituted and their mission churches which are in agreement with the confessions of faith accepted by Southern Baptists throughout their history, including, but not limited to, the Second London Confession (1689) and the Baptist Faith and Message and which subscribe to this Constitution, as well as individuals who affirm the same.

Churches petitioning the Association for fellowship may be admitted upon favorable action by the association at its annual or semi-annual meeting and shall be eligible to enjoy all privileges extended member churches.

The Association reserves the right to withdraw fellowship from any church, or individual, which is found to be corrupt in faith or practice, or which for a period of two (2) consecutive years, does not participate in this association.

Only those persons who are members in good standing of member churches shall be named to any Office in the Association, and/or may be members of any committee of this Association.

ARTICLE III - MEETINGS

1. The meetings of the association of churches will be held in April and October with the meeting in October considered as the Annual Meeting.
2. Messengers. Each church accepted into the membership of this Association may elect messengers to the meetings of the Association in accordance with this Constitution. The pastor of each church shall be seated as a messenger from his church, along with any others the church should choose to elect, this number is not to exceed 5 (five) total participating messengers. Each church shall be entitled to one vote to be decided by its messengers.
3. Voting. All questions, except on the amendment of this constitution shall be decided by a consensus of the messengers present and voting.
4. Remote Meetings in Lieu of In-Person Regular SBAOC Meetings. When special circumstances arise, which necessitate that the body meet remotely rather in-person, the Moderator, or his designee (or in the absence of the Moderator, the Vice-Moderator, or their designee), may permit any or all member churches to participate in a meeting of the SBAOC by, or may conduct the meeting through use of, any means of communication by which all member churches participating may simultaneously hear

and speak to each other during the meeting. A member church participating in a meeting by this means is deemed to be present at the meeting for purposes of establishing a quorum. Votes cast during or after such meeting (if within said meeting, a “post-meeting vote” is prescribed and provided for) are subject to the normal quorum rule and will be conducted in accordance the guideline established in Article III, Section 1, Subsection c.

1. Remote Meeting Voting, Rules. If such a remote meeting is held, then electronic or mail votes shall be authorized, provided that they comply with the following:
 - a. Proxy voting is prohibited.
 - b. The vote is authorized in advance by a standing team, authorized for this purpose.
 - c. The quorum for the remote meeting shall be the number of eligible member churches remotely present during said meeting.
 - d. The member churches have access to the question to be voted on in writing, either by mail, fax, or electronic means, before the vote is taken.
 - e. A telephone conference call, or other electronic means, such as “web conferencing,” whereby collaborative interaction is possible, is provided to discuss any matters of business which may come before the church body.
 - f. Every eligible voting member church present has an opportunity to cast a vote by mail, phone, fax, or electronic means.
 - g. The Secretary reviews and certifies the vote total, and that the quorum requirement has been met.
5. Cancellation of Meetings. In the event of a catastrophe, disaster, condition endangering life or health, or other grave emergency likely to affect a meeting, the Moderator—may cancel a previously scheduled regular or special meeting, giving reasonable notice to all members and may either reschedule the meeting date, time and place, conduct the meeting electronically, or may make provision for any extensions of terms of officers and committee assignments, and other adjustments necessary for legal compliance, subject to the ratification of the members at its next regular meeting.

ARTICLE IV - GENERAL OFFICERS

1. General officers:

a. The general officers of this Association shall be Moderator, Vice-Moderator, Clerk, and Treasurer. The Moderator, Vice-Moderator, Clerk, and Treasurer shall be elected at the Fall Annual meeting. Nominations for Moderator and Vice-Moderator shall be made by individual messengers from the floor. The Administrative Team shall make Nominations for Clerk and Treasurer. All general officers shall be elected annually for a term of service beginning at the close of the Fall Annual meeting at which they are elected and ending at the close of the next Fall Annual meeting. The Moderator, Clerk, and Treasurer shall be the Trustees of the SBAOC.

b. The Moderator shall cooperate in and promote all the work of the SBAOC, shall be an ex-officio member of all committees, shall preside over the Annual and Semi-Annual sessions of the SBAOC and

the Administrative Team, and discharge such other duties as are generally incumbent upon an officer in such a deliberate body.

c. The Vice-Moderator shall render such assistance to the Moderator as seems proper and shall preside at the request of the Moderator or in case of the absence or disability of the Moderator, but shall not assume the office of Moderator in the event of a vacancy unless duly elected to that office by the Administrative Team.

d. The Clerk shall maintain for the SBAOC office an accurate record of attendance and proceedings of the Administrative Team, promptly prepare the minutes of the annual meeting, and deliver these minutes together with all the records of the previous year to the SBAOC office.

e. The Treasurer shall be responsible that the SBAOC uses approved methods of accounting. At the close of the SBAOC's fiscal year (January 1 to December 31st) upon request the treasurer will submit the financial reports to a CPA approved by the Administrative Team; and provide a report of the review at the Annual Meeting.

ARTICLE V - ADMINISTRATIVE TEAM

1. Membership: The SBAOC shall at each annual meeting elect the Administrative Team composed of the general officers of the SBAOC and five at-large members. The Moderator, Vice-Moderator, Clerk, and Treasurer of the SBAOC shall be President, Vice-President, Corresponding Secretary, and Treasurer respectively, of the Administrative Team.

2. Voting: All questions, with the exception of Constitutional amendments, shall be decided by a majority vote of the Administrative Team members present and voting.

ARTICLE VI - AMENDMENTS

Amendments to this Constitution shall be effective only after they have been approved by two-thirds of the member churches present in attendance.

ARTICLE IX - PARLIAMENTARY AUTHORITY

Robert's Rules of Order, latest edition, to the extent consistent with the New Testament, shall be followed in all meetings of the SBAOC.

BY-LAWS

I. GUIDELINES OF BY-LAWS

The by-laws of this constitution provide a general guide for Administrative Team responsibilities and meetings. By-laws may be changed by the Administrative Team by a simple majority vote. Any changes to the By-laws will be presented to messengers at the SBAOC Semi-Annual Meetings for ratification by messengers.

II. MEMBERSHIP OF CHURCHES

The process for membership is as follows: To begin the membership process SBAOC requires a passing vote of the elders (or by the church in the case of congregational rule) of the church seeking membership. The church seeking membership will then convey their desire to join the SBAOC by completing and forwarding the membership application to the SBAOC. Along with the completed application they shall submit the church's statement of faith, a sample Sunday worship folder and provide access to sermon audio (online, CD etc.) to the SBAOC. The applying church will then humbly allow for and cooperate with examination by the SBAOC Credentials Team. The Credentials Team will present its findings and recommendation at the annual meeting of the SBAOC (usually in October). The Credentials Team recommendation will be put before the SBAOC at the annual meeting for final vote and approval. (Individual members will follow this procedure in the same general manner.)

Requirements for Membership will be as follows: All member churches will be in agreement with the following: The Purpose Statement of the SBAOC, the faith and practice of the non-negotiables of the SBAOC, historic statements of faith made by Southern Baptists, including, but not limited to, the Second London Confession (1689), The Abstract of Principles, the Baptist Faith and Message, and the Charleston statement on the Association of Churches. Member churches will be in agreement with a serious approach to church practice including the expository preaching of the word of God and will actively participate in the work, mission, and meetings of the SBAOC.

Additionally the churches of the SBAOC will consider the following: The pursuit of revival through prayer and biblical preaching in your own sphere of influence, taking great care to love your brothers and fellow churches in the SBAOC, the pursuit of things that are conducive for peace such as the avoidance of competitiveness, gossip and backbiting as well as pursuing the mutual edification and spiritual prosperity of churches in the SBAOC so that we might promote the welfare of the SBAOC.

The SBAOC reserves the right to withdraw the membership any church, or individual, which is found to be corrupt in faith or practice, or which for a period of two (2) consecutive years, does not participate in this association.

A church which is sponsored as a mission by a member church is considered a member at their request and the approval of the Association. They shall have a full vote so long as they and their sponsoring church remain members in good standing. Upon their constitution as an independent church, they will remain full members unless they request to be removed from the Association. The change in their status will be announced at our next semi-annual or annual meeting so that the association may recognize and congratulate them.

III. ADMINISTRATIVE TEAM

The Administrative Team, as defined by the Constitution, is specifically authorized, instructed, and commissioned to perform the following functions:

- To act for the SBAOC between Annual Meetings in all matters not provided otherwise.
- To fill all vacancies among General Officers, including that of Moderator, and committees etc.
- To determine the time, place, and means of its meetings.
- To employ such personnel as is required to do the ministry of the Association, to provide for the needs and remuneration of such personnel in accordance with the means available, and to establish policies relating to their work.
- To be named in transfers of real and personal property for the use and benefit of the Association either by deed, conveyance, will, or otherwise.
- To authorize the General Officers as Trustees of the Association who may sign for the Association in all transactions approved by the Administrative Team or messengers of the SBAOC, and to take title to and hold, or to convey title to all properties, real or personal, and all funds, monies, and securities that are donated or transferred or left by will to or for the use of the SBAOC.
- To report at the Annual Meeting on its ministry and actions during the year.
- The Administrative Team shall be responsible for maintaining a Policies and Procedures Manual which shall include but not be limited to the following:
 - (1) a detailed description of the membership, duties, and functions of the committees and councils of the Association.
 - (2) personnel policies of Associational employees including duties, compensation guidelines and benefits.
- The Administrative Team will present any changes to the Policies and Procedures Manual to messengers at semi-annual meetings for ratification.
- To work with the Team Coordinators regarding policies and needs of the SBAOC.
- To recommend qualified personnel to be employed by the Association. Secretarial help may be selected and employed at the discretion of the Administrative Team within budget guidelines.
- To present to the SBAOC a proposed annual budget at the Annual Meeting for the new SBAOC year.
- Perform other such duties as may be assigned by messengers of the SBAOC.

IV. COMMITTEES/TEAMS

The ministry of the SBAOC will be carried out through committees/teams. These teams should reflect the priorities, and as needed, be changed by the Administrative Team.

Each team will be comprised of no less than three and no more than five members. No person may serve on two teams at the same time except for the team leaders who will serve on the Administrative Team. The Moderator is an ex officio member of all teams.

All teams should meet regularly to carry out the ministry of the Association. Each team will submit a schedule of its meeting dates to the Association Office to be reported to messengers at the Fall Annual Meeting for the following calendar year. Teams will report the progress of their work to the Administrative Team and to the messengers at the Spring and Fall Meetings of the Association.

A. Credentials Team

A Credentials Team shall be selected by the Administrative Team for the purpose of examination of churches who have petitioned SBAOC for membership. The credentials team shall be comprised of no less than three and no more than five members with one serving as Credentials Team leader. The Credentials Team leader shall be a member of the Administrative Team and shall be selected by the Administrative Team.

Qualifications for members of the Credentials Team will be as follows: The Credentials Team members shall be selected from active SBAOC churches in good standing. Team members will have read, become familiar and agreed with the requirements set forth for membership to the SBAOC. Team members will have a spirit of cooperation and a prayerful team mentality. Team members will have the best interest of the kingdom of God and the purity and integrity of the SBAOC as an end goal.

Credentials Team procedure upon receiving an application for membership to SBAOC:

Team members shall begin a process of examination that includes the following components. Team members shall examine the petitioning church's statement of faith specifically looking for agreement with the SBAOC statement of faith. The Team will examine the petitioning church's customary preaching, specifically obtaining samples (through internet, CD etc.) of preaching from the church's pulpit. The Team will listen to the samples with the intent of determining a continuity between the statement of faith and the preaching. The Team will examine the petitioning church's customary practice of worship, specifically obtaining samples of weekly bulletins or worship folders. The Team will examine these samples with the intent to determine whether the church maintains a serious approach in the practice of worship. The Team shall also examine the petitioning church's lead or senior pastor, specifically through arranging an interview whether by telephone or in person. The purpose of the interview will be seeking answers to the following questions: What is your reason for petitioning SBAOC for membership? Have you read through the SBAOC membership documents and do you agree? How long has the pastor been in His role with the church? Is the church in general agreement with the SBAOC? What are some of your expectations from the SBAOC? What can the SBAOC expect from you? What will be your level of involvement in the SBAOC? Would the pastor share his testimony of his salvation?

The Credentials Team leader may delegate particular items in the process of examination to team members, setting a date for completion, and meeting to share their findings. Individual members will be examined in the same general manner. The Credentials Team will also oversee this process. The findings and recommendations of the Credentials Team will be presented at the next annual meeting.

B. Missions & Outreach Team (To be addressed by the Administrative Team)

This team's responsibilities will focus on missions and outreach in the following areas:

- Encourage and assist churches to work together to start new ministries, new services and new congregations, targeting unreached areas and groups.
- Encourage an emphasis on tentmakers (bi-vocationalists such as the Apostle Paul) and volunteers to start, staff and support these Great Commission partnerships.
- Explore creative approaches which churches can begin new works
- Serve as coordinator, encourager, and assessor of field personnel receiving financial assistance through cooperative means through the North American Mission Board, Kansas-Nebraska Convention of Southern Baptists, and the Association.
- Assist the Director of Missions in providing enriching and continuing education for field personnel receiving financial assistance through cooperative means through the North American Mission Board, Kansas-Nebraska Convention of Southern Baptists, and the Association.

- Promote and insure that sharing the Gospel of Jesus Christ is central to all mission and outreach efforts.
- Prepare and submit budget requests for the support of mission and outreach ministries to the Associational Council on an annual basis.
- Serve as coordinator and manager of Viola Webb State Missions Funds.
- Serve as coordinator and manager of the Isaac McCoy Associational offering.

C. Mobilization & Equipping Team (To be addressed by the Administrative Team)

This team's responsibilities will focus on mobilization and equipping in the following areas:

- To work with the Associational staff to draw alongside the churches in their settings to work with them in identifying their unique mission, challenges, and opportunities.
- To tailor any training and assistance to address identified opportunities and needs emerging from consultations.
- Cooperatively work with the Administrative Team to focus staff position descriptions, training opportunities and expense allowances to enable this personalized approach.
- Promote area training events that may be offered by Kansas-Nebraska Convention of Southern Baptists, other associations, or organizations that would benefit churches in the association.

D. Mutual Support Team (To be addressed by the Administrative Team)

This team's responsibilities will focus on mutual support of churches and individuals in the following areas:

- To build a network of ongoing fellowship, support, and enrichment opportunities in regional clusters, so that church leaders can get together regularly to combat the tendency to feel disconnected, unsupported, and alone.
- To involve the Associational staff and identify a team with passion for developing fellowship, renewal, and enrichment opportunities.
- Provide support opportunities targeted for church members, as well as for vocational leaders.
- Develop a resource network to provide for times with intensive emotional support is needed.

ARTICLE V. INDEMNIFICATION

Section 1. Mandatory Indemnification

If a legal claim or criminal allegation is made against a person because he or she is or was an officer, employee, trustee or agent of the SBAOC, the SBAOC shall provide indemnification against liability and costs incurred in defending against the claim if the Administrative Team determines that the person acted (a) in good faith, (b) with the care an ordinarily prudent person in a similar position would exercise under similar circumstances, and (c) in a manner the person reasonably believed to be in the best interest of the SBAOC, and the person had no reasonable cause to believe his or her conduct was unlawful. The SBAOC shall purchase appropriate insurance to meet these potential liabilities.

Section 2. Permissive Indemnification

At the discretion of the Administrative Team, the SBAOC also may indemnify any person who acted in good faith and reasonably believed that his or her conduct was in the SBAOC's best interest and not unlawful.

Section 3. Special Procedure

In the case that there is a suit filed against the Officers and/or Administrative Team member, then the SBAOC membership, acting in a duly called meeting of the membership, or special legal counsel appointed by the SBAOC will serve in the capacity of indemnity determination.

ARTICLE VI. DISPUTE RESOLUTION

Believing that the Bible commands Christians to make every effort to live at peace and to resolve disputes with each other in private or within the Christian church (see, e.g., Matthew 18:15-20; 1 Corinthians 6:1-8), the SBAOC shall urge its member churches to resolve conflict among themselves according to biblically based principles, without reliance on the secular courts. Consistent with its call to peacemaking, the SBAOC shall encourage the use of biblically based principles and the avoidance of suits of law to resolve disputes between itself and those outside the SBAOC, whether Christian or pagan and whether individuals or corporate entities. The Administrative Team shall adopt policies and procedures to affect these aspirations.

ARTICLE VII. CORPORATE POWERS & LIMITATIONS

The Spurgeon Baptist Association of Churches (SBAOC) as a corporation shall have the power to purchase, own, lease, rent and sell real estate or personal property to be used in connection with the carrying out of these purposes; and to accept donations and contributions, either in trust or otherwise, for all the foregoing purposes, and to engage in such religious, educational, charitable, and benevolent activities as are permitted to be carried on by a NON-PROFIT corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and to do any and all other things necessary or incident to the above and foregoing purposes, including all things which a nonprofit corporation can do under the laws of the State of Kansas. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, Directors, Trustees, Deacons, Officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Bylaws. 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 provisions of these Bylaws, 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 §501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding provision of any future federal tax code.

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