

# **CONSTITUTION**

## **BIRMINGHAM BAPTIST ASSOCIATION**

### **ARTICLE I - NAME AND OFFICERS**

1. The body shall be known as the BIRMINGHAM BAPTIST ASSOCIATION INCORPORATED, hereinafter known as the ASSOCIATION in this document.
2. The Moderator, Vice-Moderator, Clerk, Treasurer, and Parliamentarian will serve the ASSOCIATION as its corporate officers.

### **ARTICLE II -PURPOSE STATEMENT**

“Having expressed perfect love to all creation through Jesus Christ, God the Father has commissioned His people to demonstrate that divine love through the power of the Holy Spirit. As a witness to the love of God, the Birmingham Baptist Association exists to advance His Kingdom by assisting autonomous churches in their individual and cooperative ministries that reveal the upward, inward, and outward dimensions of God’s love.”

*–The upward dimension.* Assisting individuals and churches to experience the fullness of fellowship God desires with His people, the Birmingham Baptist Association shall encourage, train, and counsel those to whom we minister toward a full and meaningful experience with God. Our efforts will promote a holy encounter for the church.

*–The inward dimension.* Realizing that the church is a body of the redeemed, the Birmingham Baptist Association shall enhance the common fellowship among God’s people, within the local church, the family of churches, and the greater Christian community. Our efforts will promote a happy experience for the Christian.

*–The outward dimension.* Being compelled by God’s love to reach out to the lost and hurting of our world. The Birmingham Baptist Association shall minister to the needs of the whole person, seeking healing in body, soul, and spirit. Our efforts will promote a healthy environment for the community.

“For the love of Christ constrains us...” 2 Corinthians 5:14

### **ARTICLE III – AUTHORITY**

1. The Holy Bible is the authority for the faith and practices of this ASSOCIATION. The doctrinal statement known as the Baptist Faith and Message, as adopted by the Southern Baptist Convention in 1963, sets forth in general the doctrinal beliefs of this body.
2. The ASSOCIATION has no authority over any church, but it may be judge of the propriety of retaining in its fellowship any church which has become unscriptural in its doctrine and practices, or which ceases its cooperative relationship with the ASSOCIATION, and it may withdraw fellowship at any Executive Board Meeting by a three-fourths vote of the messengers present.
3. The ASSOCIATION voluntarily cooperates with the Alabama Baptist State Convention, the Southern Baptist Convention, and other Christian entities.

### **ARTICLE IV - COMPOSITION OF ASSOCIATION**

1. Membership. The membership of this body shall be composed of churches, which have been duly accepted into this fellowship.
2. Executive Board. The Executive Board shall serve as the governing body of the ASSOCIATION for a period of one year. The term of service for the ASSOCIATIONAL Executive Board shall be January 1 through December 31 of each calendar year. Said board shall include: (a) the elected officers of the ASSOCIATION, who shall also serve as officers for the Executive Board, (b) the Ministry Team Leaders, chairpersons of the standing committees and boards of the ASSOCIATION, (c) the pastor, or one ministerial staff member, and one lay person from each member church.

The Executive Board of the ASSOCIATION shall make provisions for the election and assumption of office for the Moderator, Vice-Moderator, Clerk, Treasurer, Assistant Treasurer, and Parliamentarian. These shall hold office until their successors have been so recognized. The Moderator may succeed himself only once.

3. Quorum. A quorum for the ASSOCIATIONAL Executive Board shall consist of those duly elected representatives who attend any regular or properly called meeting (as allowed in Roberts Rules of Order article #39, section 2).
4. Admissions. Any church desiring to be received into the fellowship of the ASSOCIATION shall apply by letter to the Membership Committee, making a statement of its faith and practices, and giving evidence of cooperation in the fellowship, purpose, and ministry of this body. When the statement of request has been approved by the Membership Committee of the ASSOCIATION and upon the presentation of their report to the ASSOCIATIONAL Executive Board, the Moderator shall declare the church received under "Watchcare," as defined in the Bylaws, for a period of not less than six months. At the conclusion of this time a recommendation will be made by the Membership Committee, relative to full membership. Full membership will be granted by the ASSOCIATIONAL Executive Board upon a three-fourths majority of the members present and voting
5. Meetings. The Executive Board of the ASSOCIATION shall have the authority to determine the frequency of and place for its meetings. Necessary additional meetings may be called by agreement of the officers of this board with at least one week notification of meeting, in writing.

#### **ARTICLE V - FINANCES**

1. The ASSOCIATIONAL Executive Board shall have the authority to receive, borrow, or otherwise secure funds for implementing its purpose and programs.
2. The expenses incident to the program and ministries of the ASSOCIATION shall be borne by the member churches in the ASSOCIATION and other appropriate sources.

#### **ARTICLE VI – BOARDS, COMMITTEES AND MINISTRY TEAMS**

1. By a majority vote at its meetings, the ASSOCIATIONAL Executive Board may create and elect members for such Boards, Committees, and Ministry Teams as are necessary to carry out the purpose of the ASSOCIATION.
2. All members of all Boards, Committees, and Ministry Teams shall be active members of cooperating Baptist Churches, unless otherwise stated in the Bylaws. No individual may serve on more than two standing Committees or Ministry Teams and one Board; if chairperson, only one standing Committee or Ministry Team, and one Board; and no church may be represented on any standing Committee or Ministry Team by more than one person. No more than three individuals from any one church may serve on any one board except as provided in the By Laws.
3. Members of standing Committees or Ministry Teams who have served a full term shall rotate off one year before being eligible to be re-elected to that same standing Committee or Ministry Team.

#### **ARTICLE VII - REVISION AMENDMENT**

The Constitution may be amended by two-thirds of the ASSOCIATIONAL Executive Board members present and voting at an Executive Board Meeting, provided such amendments shall have been submitted in writing to the Executive Board at least ninety days prior to the meeting.

(Constitution last amended July 10, 2006)

# BYLAWS

## BIRMINGHAM BAPTIST ASSOCIATION

The Bylaws of the ASSOCIATION shall serve to aid in carrying out the purpose of the ASSOCIATION as outlined in the Constitution.

### I. REGULAR MEETINGS AND REPORTS

1. The ASSOCIATIONAL Executive Board shall meet quarterly in regular session, at which time reports will be received from Boards, Committees, Ministry Teams, and staff. Other reports and activities as determined by the elected officers shall be considered.
2. All reports to be presented to the Executive Board shall be in written form when possible. Those reports shall be adopted by the Executive Board.
3. The regular meetings of the Executive Board shall be conducted according to the latest edition of Robert's Rules of Order, under the guidance of the Parliamentarian as required.
4. Gathering of Congregations. An annual Gathering of Congregations will take place each fall. Worship, Praise, and Fellowship will characterize this gathering of all Birmingham Baptist Church families. The Moderator will appoint a task force to plan, promote, and implement the gathering.
5. Church Profiles. The Southern Baptist Convention makes provisions for an annual reporting from all member churches. It is most important for these to be secured promptly and processed carefully. These should be received in the ASSOCIATION Office by October 30 for inclusion in the ASSOCIATION Annual. The ASSOCIATION shall not be responsible for the inclusion of those reports received after that date.

### II. POLICY FOR THE MEMBERSHIP OF CHURCHES IN THE ASSOCIATION

The ASSOCIATION does not seek to have direction over the member churches but is required by its Constitution to "be judge of the propriety of retaining in its fellowship" churches which are not in harmony with its general objectives and doctrinal statements.

All churches seeking membership in the ASSOCIATION, whether newly constituted from mission status or otherwise, shall be under "WatchCare" for one year. "WatchCare" shall be interpreted by the following:

#### **One Year Non-Voting WatchCare Status:**

All new constituted and dually-aligned congregations that wish to become *Active Members with Full Membership* of the Birmingham Baptist Association will enter into this category initially. Upon applying to the Membership Committee of BBA they must have a sponsoring Church who is presently an Active Member of BBA and meet the criteria outlined by the Membership Committee during this WatchCare period. The criteria expected by the Membership Committee are:

- Completion of Application for Membership
- Initial interview with Membership Committee at a regular called meeting
- An understanding of why applicant congregation wants to affiliate with the ASSOCIATION
- An understanding of the applicant congregation to the Mission, Vision, and Values of the ASSOCIATION
- An understanding of the applicant congregation regarding the concepts of cooperation, resources available from ASSOCIATION and the expectations of being an Active Member ASSOCIATIONAL congregation
- During the WatchCare period a member of the ASSOCIATIONAL staff team will meet with the congregation to discuss membership, the work of the ASSOCIATION, and answer any questions or concerns the parishioners may have.
- Once the Membership Committee has been satisfied to the commitment of applicant; application will be approved by Committee and brought forward to the Executive Board for WatchCare approval.

During this period they have all of the privileges of membership except voting at Executive Board meetings. This includes but is not limited to:}

1. Actively related to an active member ASSOCIATIONAL church for purposes of counsel and assistance, under guidelines which are agreeable to the member church and the ASSOCIATION'S Membership Committee.
2. Present Monthly written reports to the Membership Committee of the WatchCare church's

- attendance, membership additions, financial income, and mission expenditures;
3. The cooperative financial gifts to the Operating Stewardship Budget of the ASSOCIATION will be monitored monthly; along with the evidence of a desire to give financially to the Cooperative Program, and other Christian entities, and to participate in the activities so sponsored;
  4. To be in regular attendance at meetings of the Executive Board (though without a vote) and, the pastor/staff shall be encouraged to attend Leadership Development, Personal Growth Seminars and Listening Sessions when possible.

Based upon the necessary reports, the Membership Committee, will make recommendations concerning full membership into the ASSOCIATION as per the Constitution.

### **Congregations with Full Membership:**

These congregations form the heart of the ASSOCIATION. They have voluntarily joined together because they understand that they can accomplish more as they work in a unified fashion than they can working independently. There are two categories of Full Membership congregations: Active Member Churches and Inactive Members Churches.

*Active Member Churches:* these are congregations that have attained the status of full membership into the Birmingham Baptist Association. They have been incorporated as a faith community and meet the generally accepted definition of church as practiced in Southern Baptist polity. They have all the rights and privileges as established by general Southern Baptist practice and the Constitution and Bylaws of the Birmingham Baptist Association. As such they have voting rights in all the affairs of the ASSOCIATION as stipulated for member churches and they provide leadership to Boards, Committees and Ministry Task Forces in order to conduct the fiduciary responsibilities of the ASSOCIATION.

Active Member Churches are defined as those who give regular financial contributions to the Operating and Ministry Budget of the ASSOCIATION, complete and turn in the Annual Church Profile, and cooperate in the ministry initiatives set forth by the Executive Board of the Association. This type of activity entitles member churches to the following services:

- Receive endorsement from ASSOCIATION to apply for loans or grants with the Southern Baptist Convention and Alabama State Board of Missions
- Receive endorsement from ASSOCIATION for loans or grants with the North American Mission Board and/or International Mission Board of the Southern Baptist Convention
- Apply for Ministry or Seed Money Grants through ASSOCIATION, Alabama State Board of Missions and the Southern Baptist Convention with ASSOCIATION endorsement
- Attain ministry funding and personnel for church-based community ministries and training
- Attract funding for new church plants
- Attain assistance for evangelistic block parties
- Utilize the Disaster Relief Feeding Unit for local church/community functions
- Access to ASSOCIATION's Multi-Media Center/Equipment
- Access to ASSOCIATION's conferences, seminars, leadership development and customized consultations
- Access to ASSOCIATION's legal consults
- Utilize ASSOCIATION's conference rooms and chapel for staff and leadership meetings
- Access to ASSOCIATION's community transformation ministry efforts and outreach
- Access to ASSOCIATION's training through equipping congregations ministry team
- Access to ASSOCIATION's networking, affinity groupings
- Access to ASSOCIATION's leadership development resources
- Access to Disaster Relief Team training, certification and deployment
- Access to Pastoral Counseling and support for ministers and their spouses
- Access to grant monies from the BBA Foundation, Inc.
- Vote at Executive Board meetings
- Participate on the Boards, Committees and Ministry Task Forces of ASSOCIATION
- Access to world-wide partnerships through Global Missions
- All other ministries, activities, trainings and opportunities coordinated by the ASSOCIATION's Missionary Staff Team

*Inactive Member Churches:* these are congregations that have failed to meet one or more of the ongoing membership requirements as established by the Membership Committee and Executive Board of the ASSOCIATION for at least one calendar year. As such they no longer have voting rights nor

participate or gain access to the rights and privileges of an Active Member. Each quarter the congregational leadership will get written notice of concern and a phone call to the Pastor from the Executive Director. EVERY ATTEMPT shall be made to assist any congregation heading toward inactive status to regain and restore the relationship with the ASSOCIATION. Should this situation continue for a five-year period, the Membership Committee is charged with bringing a recommendation to disaffiliate from membership of the ASSOCIATION.

### III. PROVISIONS FOR BOARDS

#### 1. BAPTIST HEALTH SYSTEM, Inc.

Purpose Statement: As a witness to the love of God, revealed through Jesus Christ, Baptist Health System, Inc., is committed to ministries that enhance the health, dignity and wholeness of those we serve through Integrity, Compassion, Advocacy, Resourcefulness, and Excellence.

- (1) The Board of Trustees of Baptist Health System, Inc. shall be composed of between ten (10) and fourteen (14) voting members, one (1) of whom must be an ordained minister of an ASSOCIATION church, and a majority of whom must be members of participating and contributing ASSOCIATION churches. Members of this Board shall be elected by the ASSOCIATION at any of its Executive Board Meetings, from a slate of nominees submitted to the Enlistment Committee of the ASSOCIATION by the Board of Trustees of Baptist Health System, Inc. equal in number to the vacancies on the Board of Trustees. Nominees will meet the requirements stated in this section. Members will be elected for a term of four (4) years as stipulated by the Articles of Incorporation of Baptist Health System, Inc. Members shall be eligible for re-election to two (2) additional four (4) year terms after which they are ineligible for one (1) year. A Trustee who is elected to fill an unexpired term will be considered to have filled his or her first full term upon completion of such unexpired term. The standard term requirements provided above shall apply to any additional terms to which such Trustee is elected. The Chairman of the Board of Trustees must be a participating member of a participating and contributing ASSOCIATION church. The Moderator of the Association shall be an ex officio, voting member of the Board of Trustees, shall be counted against the Board of Trustees size limitations provided above, but shall not be counted as the ordained minister required to be a member of the Board of Trustees. The Director of Missions of the ASSOCIATION shall be a consulting and advisory member of the Board of Trustees without a vote, and shall not be considered for purposes of the size limitations of the Board of Trustees provided above. The Chairman of the Board of the Baptist Health Foundation, Inc. shall be an ex officio, voting member of the Board of Trustees, and shall be counted against the Board of Trustees size limitations provided above.
- (2) The Board of Trustees, through its Chairman or other designated representative, shall make a Quarterly report to the Executive Board and an annual report to the ASSOCIATION at the appropriate time.
- (3) An annual audit of the books of Baptist Health System, Inc. prepared by a firm of certified public accountants shall be filed with the Treasurer of the ASSOCIATION.
- (4) No mortgage upon any part or portion of the real property of Baptist Health System, Inc., shall be given without the authorization of the ASSOCIATIONAL Executive Board.
- (5) Activities and operations of Baptist Health System, Inc. shall be solely the prerogative and responsibility of the Board of Trustees of Baptist Health System, Inc. and they shall have and exercise all authorities and rights conferred by the Articles of Incorporation and the Bylaws of that corporation.

#### 2. THE BIRMINGHAM BAPTIST ASSOCIATION FOUNDATION, Inc.

Purpose Statement: The Board of Trustees of the Birmingham Baptist Association Foundation, Inc. shall receive, manage, and disburse funds and receive, manage, buy, and sell real estate to provide a broader base for ministries of the ASSOCIATION.

- (1) The Board of Trustees of the Birmingham Baptist Association Foundation, Inc. shall be composed of not less than nine (9) members, all of whom must be over twenty one (21) years of age. The members will be elected by the Executive Board. In the event of a vacancy on the board, the Enlistment Committee will offer a recommendation to the Executive Board at any of its meetings.
- (2) The Board of Trustees shall make regular reports to the Executive Board and an annual report to the ASSOCIATION.

- (3) An annual audit of the books of the Birmingham Baptist Association Foundation, Inc. prepared by a certified public accountant shall be filed with the Treasurer of the ASSOCIATION.
- (4) No mortgage upon any part or portion of the real property of the Birmingham Baptist Foundation, Inc. shall be given without authorization of the Executive Board.
- (5) Except as provided in the above sub-paragraph, requiring the consent of the ASSOCIATION for giving of a mortgage upon any real property to the Birmingham Baptist Foundation, Inc., all other activities and operations of the Birmingham Baptist Foundation, Inc. shall be solely the prerogative and responsibility of the Board of Trustees of the Birmingham Baptist Foundation, Inc. and they shall have and exercise all authorities and rights conferred by the Articles of Incorporation and the Bylaws of that corporation.

3. M-POWER, Inc.

Purpose Statement: The purpose of M-POWER, Inc. is to develop and achieve healthy communities for individuals and families to share resources and information, and to encourage spiritual growth, educational advancement, community involvement, economic development, and positive social interaction.

- (1) The Board of Directors of M-POWER, Inc., shall be composed of no less than three (3) and no more than thirty-three (33) members. Directors may be representatives of churches, community organizations, businesses, health providers, educational institutions, special service agencies, and communities-at large. Ex-officio, non-voting members shall include pastors of participating churches, a representative of the Birmingham Baptist Association, and the Executive Director of M-POWER, Inc. Members of this board shall be elected at an ASSOCIATIONAL Executive Board meeting from a slate of nominees submitted to the Enlistment Committee by the Board of Directors of M-POWER, Inc. Directors will be elected for a term of three years, with one-third (1/3) expiring each year. Directors will begin their terms of office at the conclusion of the annual meeting of the Board of Directors.
- (2) The Executive Director shall be the Chief Executive Officer of the organization and shall be subject to the control of the Board of Directors and shall supervise and control the affairs of the organization and activities of the administrative staff.
- (3) The Board of Directors, through its Chairman or other representative, shall make quarterly reports to the ASSOCIATIONAL Executive Board and an annual report to the ASSOCIATION at the appropriate time.
- (4) An annual audit of the books of M-POWER, Inc., prepared by a firm of certified public accountants, shall be filed with the Treasurer of the ASSOCIATION.
- (5) Activities and operations of M-POWER, Inc., shall be solely the prerogative and responsibility of the Board of Directors of M-POWER, Inc., and they shall have and exercise all authorities and rights conferred by the Articles of Incorporation and Bylaws of that corporation.

4. Metro Changers, Inc.

Purpose Statement. The purpose of Metro Changers ministry is to provide mission and ministry opportunities for individuals and groups seeking to meet local mission needs related to eliminating sub-standard housing in Birmingham and Jefferson County. (Isaiah 58:12)

- (1) Cooperation with Other Christian Ministries. Metro Changers, Inc. is proud of its Christian heritage and its affiliation with its parent organization, the Birmingham Baptist Association. Metro Changers, Inc. will seek to carry out its ministries in harmony with the faith-based initiatives of local, state, and federal government agencies and with other like-minded Christian ministries and agencies which, as a part of their proclamation of the Gospel of Jesus Christ, demonstrate a Christ-like concern for people particularly who live in substandard housing.
- (2) Composition of Board of Directors. The Board of Directors of the corporation shall consist of not less than three (3) or more than fifteen (15) members, with a majority being members of Birmingham Baptist Association churches. Members of the Board of Directors of the corporation shall be elected or appointed on the basis of their knowledge of the charitable needs and interest of the communities and their access to businesses, groups, and individuals interested in promoting, encouraging, and supporting the charitable purposes and functions of the corporation.
- (3) The Board of Directors is authorized to fix by resolution the exact number of directors from time to time.
- (4) Manner of Election and Term of Office. The nominees for the Board of Directors shall be selected by the Board of Directors of Metro Changers and presented to the Enlistment Committee of the Birmingham Baptist Association. The Enlistment Committee of the BBA will then recommend the nominees to the Executive Board of the Birmingham Baptist Association, Inc. in a regular or

- special called session for approval.
- (5) Each director so elected shall continue in office for a term of three (3) years and thereafter until his or her successor shall have been elected and qualified or until his or her earlier death, resignation, retirement, disqualification, or removal.
  - (6) The terms of the directors shall be staggered so that the terms of not less than one-third (1/3) are expiring in any one year. There shall be no limitation on the number of successive terms of office for which a director may serve.

#### **IV. PROVISIONS FOR COMMITTEES**

1. All standing committees of the (ASSOCIATION) shall be maintained on a three-year rotating basis. These shall be elected in order to assume their responsibilities January 1 of each year. A quorum shall be reached when more than one-half of the committee is present. Boards of the various institutions shall be maintained according to the policies governing those institutions in accordance with the Constitution and Bylaws of the ASSOCIATION.
2. The Moderator shall be responsible to appoint the three rotating members to the Enlistment Committee, and name a chairman. Vacancies on the Enlistment Committee shall be otherwise filled by nominations from the Enlistment Committee.
3. Specific responsibilities of the Committees are defined in the Policy Manual of the ASSOCIATION.
  - (1) An Enlistment Committee shall consist of nine members (9), (a) to nominate for election of the ASSOCIATIONAL Executive Board all Standing Committees, Boards and Ministry Teams to the ASSOCIATION, naming a chairman of each committee; (b) to make nominations to the Executive Board for all vacancies; and (c) to nominate for election at the final quarterly Executive Board meeting of the Clerk, Treasurer, Assistant Treasurer, and Parliamentarian. The Enlistment Committee may receive suggestions from the standing committees and boards provided such suggestions provide the greatest latitude for this committee in final nominations. Committees and boards desiring to make suggestions should offer more names than vacancies to be filled.
  - (2) A Membership Committee shall consist of nine (9) members, to recommend the acceptability of a new church's application for membership and to identify new sites for missions and churches. Additionally, it shall give oversight to constitutional provision Article III #2, making an annual report concerning membership of churches in the ASSOCIATION and noting necessary changes.
  - (3) A Human Resources Committee shall consist of nine (9) members, to recommend staff policies, salary and benefit schedules, provide job descriptions, and counsel with employees who desire this or with whom it becomes necessary.
  - (4) A Stewardship Committee shall consist of nine (9) members to plan, supervise, and administer the financial activities of the ASSOCIATION through the Treasurer and Financial Administrative Assistant; giving attention to a program of financial promotion and development for the ASSOCIATION and for the churches. Any proposed expenditures in addition to the approved budget shall have the advice of this Committee.
  - (5) An Executive Committee of the Birmingham Baptist Association shall be appointed by the Enlistment Committee consisting of seven voting members with a maximum of three ministers. The Chairs of the Stewardship and Human Resources Committee shall serve as advisory non-voting members along with the Moderator, Vice-Moderator, and Director of the Association. Each voting member shall serve three years and is limited to two full consecutive terms. This committee shall select its own Chair and Vice-Chair. The Association Clerk shall serve as secretary to the Committee. The Committee may meet as often as necessary at the call of the chairperson and Director of Missions or the Moderator to transact business committed to it by the Executive Board or act in any emergency administrative matter. A majority of the Executive Committee shall constitute a quorum after every member has been notified sufficiently in advance. Members of the Executive Committee by virtue of the position shall automatically become members, at large, of the Executive Board.

#### **V. PROVISIONS FOR MINISTRY TEAMS**

1. All Ministry Teams of the ASSOCIATION shall be maintained on a three-year rotating basis. These Ministry Teams shall be elected in order to assume their responsibilities January 1 of each year. A quorum shall be reached when more than one-half of the Ministry Team is present. Each Ministry Team shall be composed of nine (9) members.

2. Specific responsibilities of the Ministry Teams are defined in the Policy Manual of the ASSOCIATION.
  - (1) Community and Denominational Relations Team. This Team develops, implements, and evaluates the ASSOCIATION'S community and denominational relations strategies. The Team will lead out in strategic inner-city initiatives and provide training and resources to churches who are ministering in areas within the scope of this team's responsibilities.
  - (2) Global Mission Ventures Team. This Team develops, implements, and evaluates the ASSOCIATION'S global mission strategies. The team will seek opportunities to be intentional and relational in national and international partnerships.
  - (3) Operations Management Team. This Team develops, implements, and evaluates the ASSOCIATION'S management policies of all properties and facilities.
  - (4) Leadership Development Team. This Team develops, implements, and evaluates the ASSOCIATION'S strategic priority leadership for pastors, staff, and lay leaders. The Team will assess and evaluate leadership development initiatives in all areas of Ministry.
  - (5) Ministry Development Team. This Team develops, implements, and evaluates the ASSOCIATION'S ministry development strategies and ministries. Strategies will be designed to strengthen and challenge congregations to develop ministry initiatives involving individuals, families, and the corporate bodies of churches.
  - (6) Spiritual Formation Team. This Team develops, implements, and evaluates strategies to strengthen and support the ASSOCIATION'S mission in spiritual formation. The Team will strengthen and challenge congregations to develop their spiritual gifts as individuals and as a corporate body.
  - (7) The Center at Central Park Ministry Team. This team will work with the leadership of the Association and the Center to develop, implement, and evaluate the ministries of The Center at Central Park. They will support the overall mission of the Birmingham Baptist Association in advancing Kingdom ministries.

## **VI. THE ASSOCIATION'S OFFICERS**

1. Election of Officers
  - (1) The Moderator and Vice-Moderator shall be nominated from the floor at the final quarterly meeting of the Executive Board, following prior consent for nomination.
  - (2) The Enlistment Committee shall nominate for election at the final quarterly meeting of the Executive Board, the Clerk, Treasurer, Assistant Treasurer, and Parliamentarian.
  - (3) Elected officers shall assume their duties at the close of the final quarterly annual meeting of the Executive Board unless otherwise specified.
2. Duties of Officers
  - (1) The Moderator shall preside at meetings of the Executive Board. He may serve as an ex-officio member of the boards, committees, and ministry teams of the ASSOCIATION. As provided for in the Constitution and Bylaws, he shall appoint such committees as directed.
  - (2) The Vice-Moderator shall preside in the absence of the Moderator or at his request. The Vice-Moderator is also responsible for introducing new Executive Board members, new pastors, new staff and welcoming special guests at each quarterly Executive Board meeting.
  - (3) The Clerk shall be charged with the responsibility of keeping and preserving records for the meetings of the ASSOCIATION and the Executive Board. Additionally, the clerk shall be responsible for the distribution, collection, and compilation of the annual church profiles and the Annual of the ASSOCIATION.
  - (4) The Treasurer shall be the recognized financial officer of the ASSOCIATION. An Assistant Treasurer shall be elected who will work in cooperation with the Treasurer in performing those duties as may be jointly agreed upon. The Treasurer, working with the Stewardship Committee, shall be responsible for (a) disbursing all monies in accordance with the budget or upon order of ASSOCIATIONAL Executive Board; (b) planning an annual budget to provide for the program of work in the ASSOCIATION; (c) reporting to the ASSOCIATIONAL Executive Board on the financial condition of the ASSOCIATION; and (d) arranging for an annual audit of the financial records. The financial agents shall be bonded by the ASSOCIATION.
  - (5) The Parliamentarian shall be the recognized authority on matters pertaining to parliamentary procedures in the business sessions of the ASSOCIATIONAL Executive Board. The Parliamentarian must become familiar with the accepted guide chosen by the ASSOCIATION for governing its meetings and so interpret for the Moderator when required.



3. Vacancy of Office

- (1) In the event a vacancy shall occur in the position of Moderator, the Vice-Moderator shall assume the full duties and responsibilities of that position ad-interim until a replacement is elected by the ASSOCIATIONAL Executive Board at any of its meetings.
- (2) In the event of the vacancy of both the Moderator and the Vice-Moderator, normal succession shall be Clerk, Treasurer, Parliamentarian until the ASSOCIATIONAL Executive Board can elect a Moderator and Vice-Moderator.
- (3) In the event a vacancy shall occur in the office of Clerk, Treasurer, Assistant Treasurer, or Parliamentarian, the Enlistment Committee shall nominate a replacement to be elected by the ASSOCIATIONAL Executive Board at any of its meetings.

**VII. POLICY MANUAL FOR THE ASSOCIATION**

A Policy Manual shall be maintained by the ASSOCIATION in a readily accessible manner in the office, and shall be made available to members of the ASSOCIATION upon request. It shall contain basic position descriptions, matters pertinent to the work of the various boards, committees, and ministry teams in the guidance of the staff, office, and other procedural matters adopted by the ASSOCIATION.

**VIII. POSITION DESCRIPTIONS OF THE ASSOCIATION STAFF**

Current position descriptions of the staff of the ASSOCIATION shall be maintained in the Policy Manual of the ASSOCIATION in a readily accessible manner in the office of the ASSOCIATION and made available to any member of the ASSOCIATION upon request.

It shall be the duty of the Human Resources Committee of the ASSOCIATION to see that position descriptions accurately reflect the current assignments and responsibilities of all staff members of the ASSOCIATION.

**IX. AMENDMENTS**

The Bylaws may be amended by majority vote of the members present and voting at an ASSOCIATIONAL Executive Board meeting, provided such amendment shall have been submitted in writing to the Executive Board at least 30 days prior to an Executive Board meeting.

(Bylaws last amended July 20, 2009)