

## 2022 By-Laws Revision

### Greater Gaston Baptist Association of NC, Inc. By-Laws

#### **Mission Statement**

*Our Mission is to mobilize a family of healthy churches toward fulfillment of their God-given mission in their appointed context.*

#### **Article I. Name**

The name of the body shall be the Greater Gaston Baptist Association of North Carolina Inc., located at 1607 Rankin Lake Road, Gaston County, Gastonia, N. C.

#### **Article II. Statement of Faith**

We believe that the Holy Bible was written by men divinely inspired, and is a perfect treasure of heavenly instruction; and that it has God for its author, salvation for its end, and truth without mixture of error for its matter; and it reveals the principles by which God will judge us; and therefore is, and shall remain to the end of the world, the true center of Christian union and the supreme standard by which all human conduct, creeds and opinions shall be tried. We believe that the Bible is the final authority in all matters relating to faith and practice. We adhere to the most recent version of the Baptist Faith and Message

#### **Article III. Partnership**

##### **Section 1. Partnership:**

The partnership of the Association shall be composed of the associated churches. An “associated church” is a current partner church of the Association that financially supports the Association (annual undesignated gifts of at least \$250.00), is in friendly cooperation with the Association and sympathetic with its purposes and mission. The church must adhere to Baptist doctrine and congregational polity.

**(1) Friendly Cooperation:** Among churches not in friendly cooperation with the Association are churches which knowingly act to affirm, approve, endorse, promote, support or bless homosexual behavior.

**(2) Application:** The Leadership Team shall apply this provision. A church has a right to appeal at the fall meeting of the Greater Gaston Baptist Association any adverse action taken by the Leadership Team.

##### **Section 2. New Churches:**

The Association may receive into its fellowship a church from another Southern Baptist Convention (SBC) related association upon receipt of a letter of dismissal from that association stating that this church is in good standing. The Missions Team may then recommend the church to the Leadership Team which in turn may recommend the church to the Association. A decision to receive the church into partnership shall require a majority vote according to Article V: Section 6.

The Association may also receive into its fellowship a newly organized church desiring partnership in the Greater Gaston Baptist Association whose Articles Of Faith agree with the Statement of Faith,

found in Article II of these By-Laws, held by partner churches of the Association. The Missions Team may recommend a Provisional Partnership church at any time to Leadership Team for approval. The Missions Team determines the duration a church remains under Provisional Partnership.

The provisional partnership period will offer the new church the opportunity to exemplify that it is a supporting Baptist church. During this period of provisional partnership, a church shall be entitled to all rights and privileges of the Association except that its partners shall not hold an Associational office or vote. . Any newly organized church or mission seeking partnership must apply to the Missions Team. The Missions Team shall carefully review the request for partnership and the requesting church's compliance with the requirements for joining the Association. If, in the judgment of the Leadership Team and Missions Team, the church has met the requirements stated above and has fulfilled the provisional partnership status, that church's request shall be presented to the Association. The church may then, by majority vote, be received into the full fellowship of the Association.

### **Section 3. Discipline:**

The continuance of partnership shall be subject to the rules and regulations contained in the By-Laws of this Association.

**(A)** Any church failing to contribute financially to associational and denominational missions for two (2) consecutive years, will be contacted by the Missions Team so that remedial action will be taken by the church. A church, whether a full partner church, a mission church, a new church start or a Provisional Partnership church, that does not contribute \$250 or more in an associational year, will not be considered an active GGBA church. In the event of extraordinary situations or hardships the \$250 contribution may be waived by the Leadership Team. Each of these churches will be handled on an individual basis. The Leadership Team will seek to restore the Association/church relationship.. If the church fails to comply with the above requirements, it will be removed from partnership in the Association.

**(B)** Any church that is out of compliance with any other requirements for partnership as set forth in these By-Laws shall be subject to suspension or dismissal but only after an investigation of any claims of noncompliance by the Leadership Team, and their recommendations regarding any action to the Association. Dismissal from the Association shall require a vote by participating churches.

### **Section 4. Representatives**

Each associated church may elect representatives for the Annual Meeting or called meeting of the Association to represent the church.

## **Article IV. Authority - Affiliation**

### **Section 1 Authority:**

The Association is autonomous and sovereign in its own sphere, but it will never attempt to exercise any authority over the internal affairs of the churches. It is subject to the control of no ecclesiastical or political body or bodies.

**Section 2 Affiliation:**

We, the Baptist Churches of Jesus Christ, are cooperating together as the Greater Gaston Baptist Association of churches to promote fellowship, missions, education, and Christian services and to proclaim the gospel and to cooperate with the Baptist State Convention of North Carolina and the Southern Baptist Convention.

**Article V. Meetings****Section 1 Annual Meeting:**

The Annual Meeting of the Corporation (Association) shall be held in October. The Meeting shall be scheduled for one (1) day. In the judgment of the Leadership Team, and subject to the approval of the Association, additional days may be added. The Annual Meeting shall be held at hours and places as determined by the Leadership Team. The designated month of the Annual Meeting may be changed by the Leadership Team, provided a two (2) week notice is given to the partner churches. **In case** of an emergency situation that affects the timing of the Annual Meeting, the Leadership Team can reschedule. Each session of the Association shall be opened and closed in prayer.

**Section 2 Called Meetings:**

Called meetings may be set by the Leadership Team provided a two (2) week notice is given to the partner churches. Called meetings, or changes of times and places for called meetings that may become necessary shall be decided by the Leadership team. Each session of the Association shall be opened and closed in prayer.

**Section 3 Parliamentary Rules:**

The parliamentary guidelines of the Association shall be Robert's Rules of Order (latest edition) with the exception that ex-officio means non-voting. The final authority shall be the leadership of the Holy Spirit. A person to serve as Parliamentarian shall be appointed by the Moderator to help advise and assist the Moderator and the Association with respect to all matters involving proper parliamentary procedure.

**Section 4 Quorum:**

Votes received from twenty (20) percent of the total churches of the Association shall constitute a quorum of votes. Voting shall only be conducted by the manner set forth in these bylaws.

**Section 5 Associational Year:**

The associational year shall begin January 1 and conclude December 31.

**Section 6. Voting**

Voting will be completed by a single vote from each associated church in the association and will be conducted as follows:

1. Each associated church will receive a ballot containing all matters for vote a minimum of 30 days prior to the date of the vote.
2. Upon the method of their choosing, each associated church will obtain the church body's vote on each matter.
3. Each associated church is then given the authority to cast one vote for each matter of consideration.
4. Each matter must receive a vote from 20% of the total churches in the association. (Article V Section 4)

## **Article VI. Corporate Officers**

### **Section 1 Board of Directors:**

The Board of Directors shall be the governing body of the Greater Gaston Baptist Association of North Carolina, Inc.

#### **A. Composition:**

The Leadership Team shall, meeting and acting together, serve as the Board of Directors of the Greater Gaston Baptist Association of North Carolina, Inc.

#### **B. Responsibilities:**

- (1) The Board of Directors shall operate within the powers expressly given it by the Charter (Articles of Incorporation), By-Laws and Policies and Procedures Manual or expressly given it by the associated churches while in session in order to carry out a special duty not covered in said documents.
- (2) The Board of Directors shall make recommendations to the Association concerning entering into all contracts, if and when such actions seem advisable.
- (3) The Directors shall not have power, except as expressly authorized by the Association, to purchase or sell or encumber any real property, to amend the By-Laws or Charter, or to bind the Association to any contract, or take any other action where these By-Laws grant that authority.
- (4) The Board of Directors shall be responsible to receive all legal complaints and if needed seek adequate counsel to see that an appropriate answer is given on behalf of the Greater Gaston Baptist Association of North Carolina, Inc.
- (5) A Director may be removed for cause at the discretion of the Leadership Team. Such removal shall be in accordance with Matthew Chapter 18.

### **Section 2 Corporate Officers and their Responsibilities:**

(1) **President:** The Moderator shall serve whenever required by law or practice as President of the Corporation. He shall preside over all meetings of the Association. He shall serve as a partner of the Leadership Team, and shall serve as a non-voting partner of all other Teams. The Moderator, with

the support of the Vice Moderator, shall assume the duties of the Associational Missionary when this position becomes vacant or due to illness of the Associational Missionary. If there is a vacancy he shall serve until the Leadership Team appoints an Interim Associational Missionary or a new Associational Missionary is elected by Association. The Moderator shall be selected by the Leadership Team. The Moderator will be ineligible to succeed himself after serving two (2) full terms.

**(2) Vice President:** The Vice-Moderator shall serve as the Vice-President of the Corporation as set forth in the By-laws. He shall preside over all meetings of the Association in the absence of the Moderator. He may also preside at the pleasure of the Moderator. The Vice-Moderator shall serve as a partner of the Leadership Team. He shall proceed to the office of Moderator should the office become vacant between meetings of the Association. The Vice-Moderator shall be nominated by the Leadership Team and will be ineligible to succeed himself after serving two (2) full terms.

**(3) Clerk:** The Associational Clerk shall serve as the Corporate Secretary. The Corporate Secretary shall attend and keep full records of the meetings of the Association. By request of the Leadership Team, the Clerk will keep file copies of the minutes, records and other documents of the Association. The Associational Clerk will be selected by the Leadership Team.

**(4) Treasurer:** The Associational Treasurer shall serve whenever required by law or practice as the Treasurer of the Corporation. The Treasurer will serve as a member of the Leadership Team and the Stewardship Team. In cooperation with the Office Manager, The treasurer will oversee the Financial Secretary in all receipts and deposits of all funds of the Association. These reports will be permanent records of the Association. The Treasurer will be selected by the Leadership Team.

## **Article VII. Organizational Leaders**

### **Section 1: General:**

The officers of the Association shall be the Moderator, Vice Moderator, Clerk and Treasurer. The officers shall be selected by the leadership team at its first meeting of the new year and shall serve until their successors are elected. The Associational Missionary shall be ex-officio (non-voting) partner of every team. Vacancies shall be filled from recommendations made by a sub-team of the Leadership Team, except for the office of the Moderator. All officers and employees of the Greater Gaston Baptist Association of Churches shall adhere in their faith and practice to the Baptist Faith and Message Statement.

## **Article VIII. Associational Ministry Teams**

### **Section 1: Responsibilities:**

The responsibilities of all Associational Teams are amplified in the Policy and Procedures Manual of the Association. All Associational Ministry Teams are to function with the primary focus being missions. Each Associational Ministry Team is authorized, under provisions of these By-Laws to establish sub-teams. Each Associational Ministry Team will identify the purpose, objectives and the appropriate staffing level required for each sub-team.

### **Section 2: Leadership Team:**

The Leadership Team shall be the leading body of the Greater Gaston Baptist Association of North Carolina, Inc. For further positional explanation refer to Article Six, Section Two.

**B. Responsibilities:**

- (1) The Leadership Team shall see that all property is amply covered by insurance at all times.
- (2) The Leadership Team shall oversee major repairs, major alterations, and maintenance of facilities while working with any concerned teams during the process.
- (3) The Leadership Team shall administer necessary actions in the event of an actual emergency. In the event of a prolonged emergency the Leadership Team shall administer necessary actions.
- (4) The Leadership Team shall initiate and recommend matters concerning business management and approve the employment of staff personnel. They shall recommend the employment of the Associational Missionary in accordance with the By Laws.
- (5) The Leadership Team shall accept all applications from the Missions Team for partnership and may recommend them for provisional partnership to the participating churches.
- (6) The Leadership Team shall present to the participating churches all resolutions it may deem appropriate. All resolutions presented to the associational representatives shall be referred to the Leadership Team by two-thirds (2/3) vote of the participating churches.
- 7) The Leadership Team shall review and approve the annual budget presented by the Stewardship Team in cooperation with the Staff Team and recommend it to the Association.
- (8) The Leadership Team shall have the responsibility to evaluate present teams and to create new teams as needed.

**Section 3: Missions Team:**

**A. Composition:** The Missions Team shall be composed of a Team Leader and four (4) at large partners. The ex-Officio (non-voting) will be the Leadership Team Leader and the Associational Missionary.

**B. Responsibilities:** The Missions Team and the Associational Missionary will work in partnership with partner churches in the Association to facilitate mission partnerships and implement a total strategy for new church planting. The Missions Team will be charged with monitoring the activities of churches seeking partnership in the Association to determine their readiness for full partnership and report their findings to the Leadership Team. This team will also interview and examine credentials for new churches interested in joining the Association, according to Article III, Section 2 – New Churches of these By-Laws. The Missions Team shall monitor and contact any current partner church in the Association when it has failed to contribute to the work of the Association according to Article III, Section 3. Their findings shall be reported to the Leadership Team. The Team shall recommend, coordinate and promote mission partnerships.

**Section 4: Stewardship Team:**

**A. Composition:** The Stewardship Team shall be composed of a Team Leader, the Treasurer and two (2) partners at-large. The ex-Officio (non-voting) will be the Leadership Team Leader and the Associational Missionary.

**B. Responsibilities:** The Stewardship Team, with the assistance of the Association staff, shall prepare an annual budget to be presented to the Leadership Team. The Team shall review quarterly the budget/actual report of financial results for the year to date, and to discuss any other financial matters which need attention. The Team shall make recommendations to the Leadership Team concerning needed adjustments to the budget. The Treasurer shall make a report to the Leadership Team at each meeting. The Stewardship Team shall be consulted by the Leadership Team on all significant expenditures if deemed necessary.

### **Article IX. Associational Staff Team**

**General:** The Association may establish such staff positions as they deem appropriate for the work of the Association, and shall establish for each position a job description, means of selection, supervision, accountability, and termination and set them forth in a Policies and Procedures Manual. Employed personnel, unless otherwise determined by the Association, as may be provided in the Associational budget, shall be employed by the Leadership Team. Appropriate personnel policies shall be established and set forth in an employee handbook.

### **Article X. Finances**

#### **Section 1 Accounting Policy and Procedures:**

The Leadership Team in conjunction with the Stewardship Team shall develop and recommend to the Greater Gaston Baptist Association of North Carolina, Inc. accounting policy and financial procedures and shall give general oversight of the financial affairs of the Greater Gaston Baptist Association of North Carolina, Inc.

#### **Section 2 Budget:**

The Stewardship Team, with the assistance of the staff team shall prepare for the Leadership Team an inclusive budget.

#### **Section 3 Audit:**

When deemed necessary by the Leadership Team, the Leadership Team will authorize the Stewardship Team to conduct or arrange an audit of the Treasurer's Records.

#### **Section 4 Fiscal Year:**

The fiscal year of the Greater Gaston Baptist Association of North Carolina, Inc. shall begin on January 1 and end on December 31.

### **Article XI. Policies and Procedures**

The Leadership Team shall assure the maintenance and updating of the Policies and Procedures Manual which shall contain all currently controlling policies and procedures governing any aspect of

the Association's affairs, including team task descriptions, policies regarding the handling of funds, use of facilities and employment policies and practices.

### **Article XII. Building Usage**

All properties of the Greater Gaston Baptist Association of North Carolina, Inc. are designed for the promotion of programs and assistance to the churches of Greater Gaston Baptist Association of North Carolina, Inc. in their mission. Use of these properties will be limited to the programs necessary to carry out the mission of the churches of the Association and any other use must be approved by the Leadership Team.

### **Article XIII. Indemnification**

Any person who at any time serves or has served as a Director or Officer of the Corporation, or who, while serving as a Director of the Corporation, at the request of the Corporation, as a director, officer, partner, trustee, employee, or agent of another Corporation, partnership, joint venture, trust, or other enterprise, or as a trustee or administrator under an employee benefit plan, shall have a right to be indemnified by the Corporation to the fullest extent permitted by law against:

**(A)** reasonable expenses, including attorneys' fees, incurred by him/her in connection with any threatened, pending, or completed civil, criminal, administrative, investigative, or arbitrative action, suit, or proceeding (and any appeal therein), whether or not brought by or on the behalf of the Corporation, seeking to hold him liable by reason of the fact that he/she is or was acting in such capacity, and

**(B)** reasonable payments made by him/her in satisfaction of any judgment, money decree, fine (including an excise tax assessed with respect to an employee benefit plan), penalty, or settlement for which he may have become liable in any such action, suit, or proceeding. Payment upon such indemnification may be made at the time the expense is incurred or the liability accrues unless applicable law prohibits such payment. The Board of the Corporation shall take all such action as may be necessary and appropriate to authorize the Corporation to pay the indemnification required by these By-Laws, including, with limitation, making a determination that indemnification is permissible under the circumstances and a good faith evaluation of the manner in which the claimant for indemnity acted and of the reasonable amount of indemnity due him. The Board may appoint a committee or special counsel to make such determination and evaluation.

**Improper activities:** Notwithstanding the foregoing provision, the Association shall not indemnify or agree to indemnify any person against liability or litigation expense the person may incur: **(a)** On account of such person's activities which were, at the time taken, known or believed by such person to be clearly in conflict with the best interests of the Association; or **(b)** as a result of any improper benefit realized by such person. Any person who at any time after the adoption of these By-Laws serves or has served in the aforesaid capacity for or on behalf of the Corporation shall be deemed to be doing or to have done so in reliance upon, and as consideration for, the right of indemnification provided therein. Such right shall inure to the benefit of the legal representatives of any such person and shall not be exclusive of any other rights to which such person may be entitled apart from the provisions of these By-Laws.

### **Article XIV. General Provisions**



The Corporate Seal of the Corporation shall consist of two (2) concentric circles between which is the name of the Corporation and in the center of which is inscribed SEAL; and such seal, as impressed or affixed on the margin hereof, is hereby adopted as the Corporate Seal of the Corporation.

#### **Article XV. Amendments**

The Charter & Bylaws may be amended by the participating church by a two-thirds (2/3) majority affirmative vote.. Amendments shall be voted on at a time designated by the Leadership Team.

A copy of these By-Laws shall at all times be kept by the Corporate Secretary (Associational Clerk) among his/her records and another copy shall be kept in the Associational Office, and all amendments to or revisions thereof shall, after passage by the participating churches be prepared by the Corporate Secretary and pasted in the copies of the By-Laws and made available.

#### **Article XVI. Validate**

The adoption by the participating churches of these By-Laws shall repeal all previously adopted policies, procedures or rules in conflict herewith, provided, however, that no actions taken by the Association prior to the date of adoption shall be invalidated by the adoption of these By-Laws.

#### **Article XVII.**

**Definitions:** Unless the context requires otherwise, terms used in these By-Laws shall have meanings assigned to them under the North Carolina Nonprofit Corporation Act, specifically §55A-2-02 of the General Statutes of North Carolina.