

Proposed Revision to the Sacramento Region Baptist Network By-Laws
Presented at the SRBN Annual Meeting, October 26, 2019
Prepared by the SRBN By-Laws Ad Hoc Committee

ARTICLE I -- NAME

This Association, a religious non-profit corporation under the laws of the State of California, is the Sacramento Association of Southern Baptist Churches and will be known as Sacramento Region Baptist Network (Network).

ARTICLE II -- PURPOSE

This Network exists to assist member churches to fulfill the Great Commission of Matthew 28:19-20 and Acts 1:8 and the Great Commandment of Matthew 22:36-40.

ARTICLE III -- STATEMENT OF FAITH

This Network recognizes The Baptist Faith and Message, adopted by the Southern Baptist Convention.

ARTICLE IV -- CONSTITUENCY

Section 1. Members. This Network will be composed of churches whose beliefs and practices agree with The Baptist Faith and Message.

Section 2. Admission. Churches which are in agreement with the doctrines, principles, purposes and methods of this Network and which desire admission into its fellowship will make application by a petitionary letter to the Executive Board for review and recommendation and by sending representatives to the Annual Meeting for final approval as a member church.

The Credentials Committee, upon receiving the petitionary letter, will examine the beliefs and practices of the petitioning church as well as the reasons for seeking affiliation. If the church is of like beliefs and practices, and agrees with the Network's purposes, the Credentials Committee may present the church for admission at an Annual Meeting. The church will be received upon a two-thirds majority vote. The Executive Board of the Network may admit a church upon due recommendation of the Credentials Committee between Annual Meetings on the condition that the Network ratify the action at the next Annual Meeting by two-thirds majority. The Executive Board's vote must be a two-thirds majority of those present and voting.

Section 3. Expectations of Member Churches. The Network expects an affiliated church to participate in the ministry of the Network by giving:

- its people to serve in the Network's endeavors,
- its money to underwrite the Network's budget and special projects,
- its prayers to undergird the Network's work, and
- its annual report (Annual Church Profile) to allow the Network and the denomination to evaluate and plan their programs and strategies.

Annual reports are best given on the Southern Baptist Convention's form, known as the Annual Church Profile. If this is not possible, an oral or written report given to the Network's clerk or the Network's office by an official representative of the church will be accepted.

Money is best given weekly or monthly as a percentage of the church's undesignated receipts. The degree and quantity of giving to the Network is a matter of each congregation's will and conscience.

Section 4. Dismission and Limitations of Rights of Members. Any church which will have become corrupt in beliefs or practice whose beliefs and practices fail to comply with the Baptist Faith and Message and common Baptist practice may be removed from affiliation upon recommendation of the Credentials Committee, Executive Board, and two-thirds vote of the messengers in the Annual Meeting. The Executive Board may act for the Network between Annual Meetings and dismiss a church upon the recommendation of the Credentials Committee and by a two-thirds vote of those present, on the condition that the Network ratify the action at the next Annual Meeting by a two-thirds majority of those present and voting. If the action is rejected, the church will stand as reinstated.

Churches which have not contributed at least \$250.00 to the Network over a twenty-four-month period or have not given an annual report to the Network for a two-year period will be ineligible to have messengers seated at the Annual Meeting. After thirty-six months of not giving at least \$250.00 or three years of not giving an annual report the church will be subject to being dismissed from the Network in the manner prescribed above.

ARTICLE V -- AUTHORITY

The Network upholds the absolute sovereignty of the member churches. The Network declares itself an autonomous body, free to determine its own course of action, to name its basis of fellowship, and to prescribe the conditions for fellowship in its body.

ARTICLE VI -- MEETINGS OF THE NETWORK

Section 1. Annual Meeting. This Network will meet annually at the time and place it may designate. The Executive Board may change the time and place of the Annual Meeting if it deems such a change expedient.

Section 2. Called Meetings. The Executive Board may call special meetings of the Network for calling a Director of Ministries of the Network, for considering By-Law changes or for other matters that are urgent and cannot be handled by the Executive Board. One third of the member churches may also call a special meeting of the Network.

Section 3. Quorums. A quorum consists of messengers of the churches present at the Network's meeting.

Section 4. Messengers from the churches. Each church in the Network having fifty resident members or less may send their pastor and four other messengers plus one messenger for each additional fifty resident members or the fraction thereof, provided that no church will have more than fifteen messengers. Messengers will be members in good standing of the churches they represent.

ARTICLE VII – DIRECTOR OF MINISTRIES

Section 1. Duties. The Director of Ministries will be the chief executive officer of the Network and will serve as an ex-officio member of the Network's Executive Board and all appointed ad hoc committee's without privilege of voting. His delegated powers, not set forth in these By-Laws, will be delineated and conferred by the Executive Board under whose auspices he will work. The Director has a right to know and should be consulted about all Network meetings and ministries. He will serve as the Network's Historian. He may delegate some of his duties as it benefits the operation of the Network.

Section 2. Calling the Director of Ministries. The Director of Ministries of the Network will be called at an annual meeting or at a special called meeting for that purpose. A seventy-five percent majority vote of those present and voting will constitute a call.

When the office of Director of Ministries is vacant, the Executive Board will appoint an ad hoc Search Committee. The chairman of the Executive Board will serve as an ex-officio member as will the moderator of the Network, with voting privileges. The Search Committee will have nine members which include the chairman of the Executive Board and the Moderator. The chairman of the ad hoc Search Committee will be elected by the committee. Any vacancies to the ad hoc Search Committee will be addressed by the Executive Board.

ARTICLE VIII -- OFFICERS AND AGENTS

Section 1. Officers. The officers of this Network will be Moderator, Vice-Moderator, Clerk, and Treasurer.

The Moderator and Vice-Moderator will be elected annually at the Annual Meeting upon nomination from the Committee on Board Nominations or from the floor.

All other officers will be nominated by the Nominating Committee. All nominations require prior consent of the nominees.

In case of death, disability or other cause making necessary the retirement of the Moderator, the Vice-Moderator will succeed him.

In the event of a dispute as to whether or not the office of Moderator is vacant, the Executive Board will determine the status of the office of Moderator.

All officers will assume their duties at the close of the last session of the annual meeting, except the outgoing clerk will be responsible for the editing and printing of the minutes of the Annual and special meetings.

The Moderator, Vice-Moderator, and Clerk will be considered for all purposes as the President, Vice-President, and Secretary of the corporation.

Section 2. Agent for Service of Process. The Moderator of the Network will serve as Agent for Service of Process

Section 3. Legal Contracts and Transfer of Property. All legal documents of the Network will be signed by the Director of Ministries plus one of the officers of the corporation. In the absence of a Director of Ministries any two of the said officers may sign. They will have no power to buy, sell, mortgage, lease, or transfer any property except when the Network or its Executive Board authorizes such action.

Section 4. Duties of the Moderator. The Moderator will preside over the deliberations of the Network and will discharge such other duties as are usually incumbent upon the presiding officers of deliberative bodies. He will appoint all committees unless otherwise directed by the Network or these By-Laws. He will serve as ex-officio

member of all committees and programs of the Network. He will serve as an ex-officio member of the Executive Board.

Section 5. Duties of the Vice-Moderator. The Vice Moderator will act as Moderator in the absence of the Moderator or at the will and pleasure of the Moderator. He will serve as an ex-officio member of the Executive Board.

Section 6. Duties of the Clerk. The Clerk will keep a record of all annual reports from the churches and all proceedings of the Network and edit and distribute the minutes and file and keep in order all papers considered important to the Network. The Network's office will provide room for the Clerk to file said papers and will give assistance to the Clerk in printing and distributing the Annual Minutes. The Clerk will serve as an ex-officio member of the Executive Board.

Section 7. Duties of the Treasurer. The Treasurer will certify the receipt and disbursement of the Network's monies. The Treasurer will present a written monthly and annual report concerning the financial activities to the Executive Board of the Network. The Treasurer is an ex-officio member of the Finance Committee and will serve as an ex-officio member of the Executive Board.

Section 8. Vacancies. In case of a vacancy in any office of the Network during the regular term, the Moderator in consultation with the Executive Board will appoint a person to fill the unexpired term unless otherwise provided for in these By-Laws.

Section 9. Removal from Office. The Network may remove from office or committee by three-fourths majority vote any officer or committee member.

ARTICLE IX -- STANDING COMMITTEES AND BOARD

Section 1. Standing Board and Committees. The Standing Board and Committees of the Network will be Executive Board, Nominating Committee, and Committee on Board Nominations.

Section 2. Description, Responsibilities, and Sub-Committees

- I. **The Executive Board** is the elected group in the Network that gathers to make recommendations and decisions in all matters described below.
 - a. The Executive Board will govern the Network in all matters except those duties given to other entities or reserved to the Network itself in these By-Laws. The Executive Board may at no time authorize or execute any actions contrary to the instructions of the Network, or the By-Laws of the Network.
 - b. The Executive Board will recommend an annual budget to the Network at a Business Meeting for ratification. The Annual budget may be altered

after ratification, except for Network employee salaries, by moving up to twenty five percent of one line-item to another, or by raising or lowering the total budget by five percent, by a majority vote at an Executive Board meeting. If an annual budget is rejected, or none is given to adopt, the most recent annual budget adopted will automatically become the current annual budget.

- c. The Executive Board will oversee at least one Business Meeting per year.
- d. The Executive Board will oversee all sub-committees.

II. The standing sub-committees of the Executive Board

- a. **Finance Committee** will recommend an annual budget to the Executive Board, will monitor the budget and report to the Executive Board any overspending in budget items and any shortfalls in receipts, and will advise the Executive Board on budget and financial management, policy and procedure.
 - It will be composed of members of the Executive Board.
 - The Treasurer will be a voting ex-officio member.
- b. **Administrative Committee** will oversee all employees, office management and property.
- c. **Credentials Committee** will vet prospective churches.
- d. **Strategic Planning Team** will promote ministry vision and organizational support for the network in consultation with the Director of Ministries.

III. Nominating Committee: The Nominating Committee will nominate to the Network all officers except Moderator and Vice-Moderator. The Nominating Committee will also nominate all elected committees of the Network except those committees assigned by these By-Laws to some other means of nomination, and it will not nominate the members to any board. All nominations require prior consent of the nominees.

IV. Committee on Board Nominations: The Committee on Board Nominations will nominate all board members as well as the Moderator and Vice-Moderator. All nominations require prior consent of the nominees.

Section 3. Constituency and Terms of the Standing Committees.

- The Finance Committee will be a sub-committee of the Executive Board and the Treasurer will be a voting ex-officio member.
- The Administrative Committee will be a sub-committee of the Executive Board.

- The Credentials Committee will be a sub-committee of the Executive Board.
- The Nominating Committee will consist of the Director of Ministries, the Moderator, the Vice-Moderator, and four other persons (not on the Executive Board) nominated by the Executive Board of the Network and elected by the Network.
- The Committee on Board Nominations will consist of nine members to serve rotating and staggered three-year terms to be nominated by the Nominating Committee and to be elected by the Network.

Section 4. Quorum. All quorums will be comprised of those present at the date and time of voting.

ARTICLE X -- STAFF AND EMPLOYEES

Section 1. Creation of Staff Positions. The Network Executive Board, upon recommendation from the Director of Ministries and the Administrative Committee, may create other paid program and support staff positions to assist the Director of Ministries in the work of the Network. Staff members are professional persons who are salaried. The Director of Ministries will recruit, and the Executive Board will hire staff members. The Network must appropriate salary and benefits for any new staff position. The Director of Ministries may recommend termination of staff to the Administrative Committee which must recommend any action to the full Executive Board. Termination of staff requires two-thirds majority vote of the Executive Board.

Section 2. Creation of Employee Positions. The Executive Board, upon recommendation from the Administrative Committee, may create employee level positions. Employees are hourly workers. The Director of Ministries or a staff member he may designate will hire the persons to fill the employee positions and will have the authority to terminate employment. Wages and benefits will be set by the Administrative Committee within budget parameters.

Section 3. Staff's Relationship to Volunteer Leadership. The Director of Ministries and his staff will work with the appropriate program leadership, councils, and committees in the development of the Network's efforts. The Director of Ministries and his staff will serve as consultants, leaders, and resource persons. All projects, activities, and programs are subject to the approval of the Director of Ministries or his delegate.

Section 4. Evaluations and Salary Recommendations. The Administrative Committee, acting as the Personnel Committee, annually evaluates the work of the Director of

Ministries and recommends to the Finance Committee any salary adjustments and raises. The Director of Ministries will report to the Administrative Committee on the work of the staff and employees annually and recommend to the Administrative Committee any salary adjustments and raises. The Administrative Committee, considering the recommendations of the Director of Ministries, will recommend to the Finance committee any salary adjustments and raises for the staff and employees.

Section 5. Grievances. Any grievances of the staff or employees will be taken to the Director of Ministries. If the grievances are not resolved, the staff or employee may take grievances to the Administrative Committee.

ARTICLE XI – NETWORK MINISTRY TEAMS

Section 1. The Purpose of the Ministry Teams. Ministry Teams will be used to accomplish the purpose and goals of the Network.

Section 2. Ministry Teams may be formed with approval of the Director of Ministries and/or the Executive Board. Monetary support must come from proper budgetary items.

Article XII -- STRATEGIC PLANNING TEAM

Section 1. Purpose of the Strategic Planning Team. The Strategic Planning Team exists to promote ministry vision and organizational support to accomplish the purpose and goals of the Network as it seeks to encourage and enable congregations to fulfill their purpose.

Section 2. Constituency. The Strategic Planning Team will be a sub-committee of the Executive Board. The members of this team will be appointed by the Executive Board Chairperson in consultation with the Director of Ministries and leaders.

Section 3. Responsibilities. The Strategic Planning Team will...

- receive updates and be the conduit for communication from the Ministry Teams to the Executive Board.
- plan and coordinate projects and events.
- receive, consider, and recommend the budget for projects, Ministry Teams, services and events.

Section 4. Coordination with Partner Ministries and Organizations. The Strategic Planning Team will be familiar with the resources and calendar of the California Southern Baptist Convention and other entities who cooperate with the Network. This is to utilize the resources offered by others, and to reduce conflicts when scheduling programs, projects and ministry within the Network.

Article XIII – AMENDMENTS TO THE ARTICLES AND BY-LAWS

The articles and by-Laws may be amended by three-fourths majority vote of the messengers present at the Annual meeting, or at a special called meeting, provided that the proposed amendment(s) be presented in writing at a previous business meeting of the Network and provided that ninety (90) days have passed since the amendment or amendments were presented at a business meeting of the Network.

Article XVI – PARLIAMENTARY AUTHORITY

The Parliamentary procedure of the Network shall be as outlined in Robert's Rules of Order, the latest revised edition.

Article XV – POLICY AND PROCEDURES MANUAL

The Executive Board is responsible to publish an up to date Policy and Procedures Manual, including job descriptions, committee guidelines, and all other policies, procedures, and information important to the governing of the Network.