

CONSTITUTION of the Washington Madison Baptist Association Fayetteville, Arkansas

ARTICLE I – NAME

The name of this organization shall be "The Washington Madison Baptist Association," and is hereinafter referred to as "WMBA" or "Association."

ARTICLE II – PURPOSE

WMBA is a fellowship of Southern Baptist churches working together to fulfill the Great Commission of Matthew 28:18-20.

ARTICLE III – OBJECTIVES

Section 1. Provide ministry to church staff and their families.

Section 2. Assist churches to accomplish their mission by promoting cooperation, fellowship, education, missions, and doctrinal purity among them.

Section 3. Inspire churches to fulfill the Great Commission by praying, giving, and going.

ARTICLE IV – MEMBERSHIP

Section 1. The Association shall be composed of participating Southern Baptist Churches that cooperate with the missionary, educational, financial, and benevolent work of this body, and with the Arkansas Baptist State Convention and the Southern Baptist Convention in their organized programs and promotional emphasis.

Section 2. Each cooperating church may send to the Association three (3) messengers for membership up to fifty (50) members and one (1) additional messenger for every fifty (50) additional members or fraction thereof, providing no church shall have more than twelve (12) messengers.

Section 3. A church desiring to make application for membership in, and affiliation with the WMBA, must be at least one year old, and may commence a course of action toward that end:

1. By submitting a petitionary letter that has been approved by the membership of the church to the Credentials Committee a minimum of three (3) months prior to the Annual Meeting in which the matter will be voted on by duly elected and recognized messengers.

The following items should be attached to the petitionary letter:

- A. A brief history of the church and its organization, membership size, and any previous affiliation with any other group.
 - B. A statement of theological agreement with, and official church acceptance of, "*The Baptist Faith and Message*," as adopted and amended by the Southern Baptist Convention.
 - C. Evidence of cooperation in meetings and ministries, or intent of the same, with WMBA, the Arkansas Baptist State Convention, and the Southern Baptist Convention.
 - D. Evidence of cooperation in financial support, or intent of the same, of WMBA, of the Arkansas Baptist State Convention, and of the Southern Baptist Convention.
2. The minimum three (3) months waiting period may be waived for a church seeking membership in the Association upon the recommendation from the Credentials Committee provided:
 - A. The church was a duly organized mission sponsored by a cooperating church in WMBA.
 - B. The church meets all the requirements set forth in items 1. A–D above, and submits a letter of recommendation from the sponsoring church confirming that these conditions have been met.
 - C. The organized mission/church has been in existence for at least one (1) year.

After proper consideration of all of the above-mentioned documents, the Credentials Committee shall present its recommendation concerning each petition for membership at the next Annual Meeting of the Association.

Any issue raised by a duly seated messenger that receives a motion and second pertaining to the reception of a new church into the Association, must be referred by the Moderator to the Credentials Committee for study and recommendation, as the first matter of business in the following session of that Annual Meeting.

Section 4. Any church may withdraw from fellowship with this Association by giving notice of such desire to the Credentials Committee prior to any Annual Meeting.

Section 5. Any church failing to make annual reports for two (2) consecutive years, or failing in maintaining communication with this Association, or failing to financially support this Association, may be dismissed by a two-thirds (2/3) vote in an Annual Meeting.

ARTICLE V – AUTHORITY

Section 1. This Association shall never exercise any authority over any church or interfere with the local or internal affairs of any church, or try to determine any matter of doctrine or practice for any church. This Association may, upon request of a local church or churches, act as advisor or counsel to churches that seek help in its local matters.

Section 2. This Association shall, upon the report and recommendation of the Credentials Committee, retain the right, by a two-thirds (2/3) majority vote, to withdraw fellowship or refuse to seat messengers from a member church if its practices or doctrines are found to be contrary to those agreed upon by the Association and common to the Southern Baptist Convention.

ARTICLE VI – STATEMENT OF FAITH AND PRACTICE

The statement of faith of this Association shall be the statement of "The Baptist Faith and Message" as adopted and amended by the Southern Baptist Convention.

ARTICLE VII – MEETINGS

Section 1. This Association shall meet annually at such a time and place as the body shall designate.

Section 2. The Executive Board of this Association shall meet at least two (2) times during the year, between Annual Meetings.

Section 3. The Executive Committee of this Association shall meet at least quarterly.

Section 4. Special called sessions of the Association or the Executive Board may be called by the Moderator, in consultation with the Executive Committee, to conduct matters of business not specifically excluded by this constitution. Churches must be notified at least fifteen (15) days in advance of a special called session.

ARTICLE VIII – EXECUTIVE OFFICERS

Section 1. The Executive Officers of this Association shall be the Director of Missions (Administrator), Moderator (Association Chairman), Moderator-Elect (Association Vice-Chairman), and Treasurer.

Section 2. The Moderator will have been the Moderator-Elect for one year and through the Annual Meeting. He becomes the acting Moderator at the conclusion of the Annual Meeting, after his one year of being Moderator-Elect.

Section 3. The Moderator-Elect shall be elected on nomination from the seated messengers at the regular Annual Meeting; nominations from the floor will be called for by the presiding officer. Advance approval must be obtained from all nominees. This Moderator-Elect will be in this position (Vice-Chairman) from the conclusion of the Annual Meeting, and will automatically become the acting Moderator (Chairman) at the conclusion of the next Annual Meeting, the following year.

Section 4. The Treasurer shall be nominated by the Nominating Committee and elected by the Association. His term of office shall be one (1) year, renewable.

Section 5. The Moderator and Moderator-Elect shall each serve a one (1) year non-consecutive term in their respective office. Terms of office for all officers begin at the close of the Annual Meeting.

Section 6. The Executive Officers of this Association shall act as trustees for the Association.

ARTICLE IX – EXECUTIVE BOARD

Section 1. There shall be an Executive Board composed of all Pastors of the Association; all Ministers of Education, Ministers of Music, Ministers of Youth and other ministers that serve in full-time staff positions; elected Executive Committee, elected ministry team members, elected standing committee members, the elected Associational Clerk, and one duly elected representative from each cooperating church.

Section 2. The Executive Board shall act for the Association between Annual Meetings, and shall present in writing a report of their work at each Annual Meeting, but may not bind the Association in any moral or doctrinal matter.

Section 3. The Executive Board shall have authority to employ staff members authorized in the budget and approved by the Association, except the Director of Missions, who is voted on by the Association upon recommendation of the appointed Search Committee at a special called meeting.

Section 4. The Executive Board shall have authority to call an Interim Director of Missions at a regular or called meeting by the Moderator upon recommendation from the Executive Committee.

Section 5. The Executive Board shall have the authority to borrow money, execute evidence of indebtedness, purchase movable and immovable property, or lend, sell, or lease any of the movable or immovable property.

Section 6. The Executive Officers of the Association shall serve in corresponding positions on the Executive Board, with the addition of the Associational Clerk as secretary.

Section 7. The Executive Board shall have the authority to add or dissolve additional ministry teams or additional standing committees as needed.

ARTICLE X – EXECUTIVE COMMITTEE

Section 1. There shall be an Executive Committee composed of the Executive Officers (Director of Missions [Chairman], Moderator [Vice-Chairman], Moderator-Elect, and Treasurer), and the Chairpersons of the following Committee and Teams: Finance, Missions, Church Staff Support, Church Planting, Evangelism/Prayer, and Ministry Equipping.

Section 2. The Executive Committee shall act in emergency situations for and on behalf of the Executive Board between meetings on matters of business not specifically excluded by this constitution.

Section 3. The Executive Committee shall have the oversight of the mission and work of the Association between Executive Board meetings on matters of business not specifically excluded by this constitution, and report on this at the next Executive Board meeting.

Section 4. The Executive Committee will propose the time, place and preacher for the Annual Meeting and plan the program and order of business. This Committee may change the time, place, and preacher of the Annual Meeting, if necessitated by changes between Annual Meetings.

Section 5. The Executive Committee shall recommend to the Association the associational calendar of activities, objectives and goals, programs, and events at the Annual Meeting.

Section 6. The Executive Committee shall work with the Finance Committee in the development of the annual budget.

Section 7. The Executive Committee shall not have the authority to borrow money, execute indebtedness, purchase or sell immovable property.

Section 8. The Moderator, in consultation with the Executive Committee, may call and set the time, place, and purpose for special called meetings of the Association or the Executive Board. Churches must be notified at least fifteen (15) days in advance of a special called meeting.

Section 9. The Executive Committee shall make an annual review of the Constitution, By-Laws, and Operations Manual, and make recommendations as needed.

Section 10. The Executive Committee shall, in the event of the position of Director of Missions becoming vacant, recommend a person to the Executive Board to be the Interim Director of Missions, as other set guidelines are followed for this position to be filled.

Section 11. The Executive Committee shall have the authority to add or dissolve additional ministry teams or additional standing committees as needed.

ARTICLE XI – MINISTRY TEAMS

Section 1. The Association shall elect Ministry Teams to fulfill the stated objectives of the Association.

Section 2. The Nominating Committee shall nominate all members to the ministry teams for approval at the Annual Meeting and shall designate a Chairperson for each ministry team. The Ministry Team Members shall take office at the close of the Annual Meeting.

Section 3. Ministry teams may enlist additional workers as needed to do their work in the Association.

Section 4. Additional ministry teams may be added or dissolved as needed by the Executive Committee or Executive Board.

ARTICLE XII – STANDING COMMITTEES

Section 1. The Association shall elect Standing Committees to conduct associational business concerning property, personnel, finance, and nominations.

Section 2. The Nominating Committee shall nominate all members of the remaining Standing Committees for approval at the Annual Meeting and shall designate a Chairperson for each committee. These committee members shall take office at the close of the Annual Meeting at which they were approved.

Section 3. The Moderator, in consultation with the Moderator Elect, shall appoint the Nominating Committee and designate the Chairperson.

Section 4. Additional standing committees may be added or dissolved as needed by the Executive Committee or Executive Board.

ARTICLE XIII – OTHER COMMITTEES

Section 1. There shall be a Credentials Committee made up of the Associational Executive Officers plus one (1) at-large member appointed by the Moderator. The Moderator Elect shall serve as the Chairperson.

Section 2. There shall be a five-member (5) Resolutions Committee. The Moderator appoints the members and designates the Chairperson for this Committee.

ARTICLE XIV – AMENDMENTS

This Constitution and/or By-Laws may be amended at any regular Annual Meeting by two-thirds (2/3) of the members voting. Any proposed change to this Constitution and/or By-Laws shall be presented firstly to the Executive Committee, who will in turn present it to the Executive Board at their last scheduled or called meeting prior to the Association's Annual Meeting along with their recommendations. The Executive Board shall vote whether to bring this proposed change to the Annual Meeting. Finally, any proposed change to this Constitution and/or By-Laws shall be presented for approval without discussion to the Association at the Annual Meeting as one of the first orders of business.

ARTICLE XV – PARLIAMENTARY AUTHORITY

The most recent published edition of Robert's Rules of Order shall be the standard for deciding questions of parliamentary procedure.

ARTICLE XVI – BY-LAWS

This Constitution shall be accomplished by such By-Laws as shall cover the policies governing the functioning of the Association.

ARTICLE XVII – OPERATIONS MANUAL

The Operations Manual is the agreed upon manner in which the WMBA shall operate. It shall describe and/or define job descriptions, policies and procedures. The Executive Committee and the Director of Missions maintain the Association's Operations Manual. It is to be reviewed at the first Executive Committee meeting following every Annual Meeting. Changes to the Operations Manual can be made at any Executive Board or Annual Meeting on a recommendation from the Executive Committee. Any Executive Board member can make

a motion to change the Operations Manual provided the motion is made in writing at an Executive Board meeting, published for all Executive Board members, and voted on at a later Executive Board meeting or Annual Meeting. All changes must be approved by a two-thirds (2/3's) vote of members present.

By-laws

ARTICLE I – PERSONNEL

Section 1. The Director of Missions is the Administrator and Chief Executive Officer of the WMBA and shall seek to lead in carrying out the purpose and objectives of the Association as set forth in Articles II and III of the Constitution. He shall be Chairman of the Executive Committee and an ex-officio member of the Executive Board, all standing and other committees, and ministry teams.

Section 2. The Director of Missions shall supervise all associational staff members.

Section 3. There shall be a job description for each associational staff position, listed in the Operations Manual.

Section 4. In the event that the position of Director of Missions should become vacant, the Nominating Committee shall appoint a five-member committee, to be called the “Director of Missions Search Committee,” consisting of members from cooperating churches within the Association. The Moderator shall also become a member of this committee. This committee shall follow the set procedure for the Associational Missionary Search Committee, located in the Operations Manual, and bring a recommendation to the called meeting of the Association, called by the Moderator, who also sets the time, place, and purpose for the meeting.

Section 5. Any person proposed for the position of Director of Missions must receive three fourths (3/4) of the members vote at the called or regular meeting of the Association.

Section 6. In the event that the position of Director of Missions should become vacant, the Executive Committee shall recommend a person to the Executive Board to be voted on to be the Interim Director of Missions, as other set guidelines are followed for this position to be filled. This may be done at a regular or called meeting by the Moderator.

ARTICLE II – OFFICERS

Section 1. The Moderator is an Executive Officer and shall preside over the sessions of the Association Annual Meeting and the Executive Board. He shall have the responsibility, duties and authority of a presiding officer. He is a member of the Executive Committee and an ex-officio voting member of all elected and appointed teams and committees. He shall appoint all committees not specified in this constitution. He shall, in consultation with the Executive Committee, call all special meetings of the Association or the Executive Board, setting the time, place, and purpose of such meeting. He shall appoint a Parliamentarian prior to the Annual Meeting and also prior to any Executive Board meetings.

Section 2. The Moderator-Elect is an Executive Officer and a member of the Executive Committee. He shall, at the request of the Moderator, preside over any session of the Association Annual Meeting and/or the Executive Board. He shall become acting Moderator if there should be a vacancy in that office between sessions. In the case of a Moderator-Elect being unable to serve during the year and becoming the new Moderator, a new Moderator-Elect shall be nominated and voted on by the Executive Committee and reported to the Executive Board at the next scheduled meeting.

Section 3. The Treasurer is an Executive Officer and a member of the Executive Committee. He shall supervise all funds of and for the Association. He shall see that proper disbursements of all designated funds and all undesignated funds shall be disbursed in accordance with the adopted Associational budget or according to the direction of the Executive Board or Executive Committee. He shall be responsible for making reports of receipts and disbursements to the Executive Board and an annual report to the Association. He is an ex-officio voting member of the Finance Committee. The Treasurer shall serve a one (1) year, renewable term.

Section 4. The Clerk is not an Executive Officer, but is an associational officer who shall keep accurate records of all the proceedings of the Association Annual Meeting and the Executive Board meetings. The Clerk

is nominated by the Nominating Committee and elected at the Annual Meeting. The Clerk shall serve a one (1) year, renewable term.

Section 5. The Trustees: The Executive Officers, serving as trustees, shall receive, hold, and convey title to any kind of property which is the responsibility of the Association. They shall have no power to buy, sell, mortgage, lease, or transfer any property without a specific vote of the Executive Board, or Annual Meeting, authorizing each action. It shall be the function of the trustees to affix their signatures to legal documents involving the sale, mortgaging, purchase, or rental of property or other legal documents where the signatures of trustees are required. They shall make proper record of all such transaction, and make a report to the Annual Meeting. The Moderator shall serve as Chairman and the Moderator-Elect shall serve as Vice-Chairman.

ARTICLE III – VOTING

All questions shall be decided by a majority vote unless otherwise stated in the Constitution or By-Laws.

The Constitution and/or By-Laws may be amended at any regular Annual Meeting by two-thirds (2/3) of the members voting.

Any person proposed for the position of Director of Missions must receive three fourths (3/4) of the members vote at a called meeting of the Association.

ARTICLE IV – EXECUTIVE BOARD

Section 1. The Executive Board is the WMBA between annual meetings to act for the Association in all areas not restricted by this Constitution and By-Laws.

Section 2. The Executive Board shall raise, receive, and disburse funds.

Section 3. The Executive Board shall meet at least two (2) times during the year and shall hear reports from the ministry teams' and committees' chairperson or his designee. The Executive Board Minutes shall be presented at the Annual Meeting for Association approval. Executive Board members present at any regularly scheduled or called Executive Board meeting shall constitute a quorum for that meeting.

ARTICLE V – EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall determine the place and time of the Executive Board meetings.

Section 2. The Executive Committee shall meet at least quarterly and have at least half of the members present to constitute a quorum.

Section 3. Anytime the nature of an Executive Committee meeting concerns personnel, property, or nominating issues, the Chairperson of that respective committee shall be invited to the meeting.

ARTICLE VI – MINISTRY TEAMS

Ministry Teams currently include Missions, Church Planting/Revitalization, Church Staff Support, Evangelism/Prayer, and Ministry Equipping.

Section 1. Ministry Teams shall meet at least three (3) times during the year to pray, evaluate past ministry, and plan future ministry. Each of these teams shall report their progress to the Executive Board and the Annual Meeting.

Section 2. Each ministry team shall have at least six (6) members with a system of rotation with terms of three (3) years. Team members can be nominated and re-elected to immediate additional terms.

Section 3. Job descriptions can be found in the Operations Manual.

ARTICLE VII – STANDING COMMITTEES

NOMINATING:

Section 1. The Nominating Committee shall have six (6) members set up on a rotation plan of three (3) years. The Moderator, in consultation with the Moderator-Elect, shall appoint two (2) members of the Nominating Committee each year for a three (3) year term, to take office at the close of the Annual Meeting. He shall appoint the Chairperson for the ensuing year from among the members having served at least one year. He shall

appoint replacements to fill any vacancies on the Nominating Committee during his term of service. The Moderator should attempt to ensure that the Nominating Committee represents the geographical expanse of the Association.

Section 2. A member can serve only one full three (3) year term in addition to any partial term of three (3) years to which they might be appointed. There is to be at least one (1) lay member on each standing committee. After one (1) year off the committee, members can be re-appointed onto the committee they served on previously.

Section 3. The Nominating Committee will present nominations for Clerk, Treasurer, members of the stated Ministry Teams, members of stated Standing Committees, indicate Chairpersons for each ministry team and standing committee, and fill vacancies during the year. Nominations shall be approved at the Annual Meeting.

Section 4. In the event that the position of Director of Missions should become vacant, the Nominating Committee shall appoint a five-member committee, to be called the "Director of Missions Search Committee," consisting of members from cooperating churches within the Association. At least one member of this committee should be female. The Moderator shall also become a member of this committee.

Section 5. The Chairperson of the Nominating Committee shall preside over the election of an interim presiding officer in the absence of the Moderator and Moderator-Elect.

Section 6. Job descriptions can be found in the Operations Manual.

FINANCE:

Section 1. The Finance Committee shall have at least five (5) members with a system of rotation for a term of three (3) years. A member can serve only one full three (3) year term in addition to any partial term of three (3) years to which they might be elected. There is to be at least one (1) lay member on the committee. After one (1) year off the committee, members can be re-nominated and elected back onto the committee they served on previously. Terms of office become effective at the close of the Annual Meeting.

Section 2. The Finance Committee, in conjunction with the Executive Committee, shall prepare a proposed budget for presentation at the Annual Meeting. Each ministry team chairperson, standing committee chairperson, and program area leader shall be asked to submit in writing his/her budget request and may be present at finance committee meetings to discuss the request. Any proposed changes in the budget must be presented to the Finance Committee for its recommendation. The Treasurer is an ex-officio voting member of this committee. The proposed budget should be presented in the last Executive Board meeting prior to the Annual Meeting for perusal, questions, and suggestions. The budget will then be presented at the Annual Meeting for approval, without discussion.

Section 3. The Finance Committee, working in conjunction with the Executive Committee, has the authority to move money from reserve and/or designated accounts to budgeted accounts for meeting financial obligations or an emergency need that comes up between Executive Board or Annual Meetings. This shall be reported at the next Executive Board or Annual Meeting.

Section 4. Job descriptions can be found in the Operations Manual.

PROPERTY:

Section 1. The Property Committee shall have at least five (5) members with a system of rotation for a term of three (3) years. A member can serve only one full three (3) year term in addition to any partial term of three (3) years to which they might be elected. There is to be at least one (1) lay member on the committee. After one (1) year off the committee, members can be re-nominated and elected back onto the committee they served on previously. Terms of office become effective at the close of the Annual Meeting.

Section 2. The Property Committee shall be responsible for the maintenance and upkeep of Association property. This committee will also work with the Director of Missions in purchasing equipment and shall make reports and recommendations to the Executive Board as necessary.

Section 3. Job descriptions can be found in the Operations Manual.

PERSONNEL:

Section 1. The Personnel Committee shall have at least five (5) members with a system of rotation for a term of three (3) years. A member can serve only one full three (3) year term in addition to any partial term of three (3) years to which they might be elected. There is to be at least one (1) lay member on the committee. After one

(1) year off the committee, members can be re-nominated and elected back onto the committee they served on previously. Terms of office become effective at the close of the Annual Meeting.

Section 2. The Personnel Committee shall be responsible for working with the Director of Missions regarding the hiring (excluding the Director of Missions) and compensation of personnel and shall make reports to the Executive Board as necessary.

Section 3. The Personnel Committee shall be responsible for the annual review and suggested salary compensation for the Director of Missions.

Section 4. Job descriptions can be found in the Operations Manual.

ARTICLE VIII – OTHER COMMITTEES

CREDENTIALS COMMITTEE: This Committee shall consist of the Associational Executive Officers plus one (1) at-large member appointed by the Moderator. The Moderator Elect shall be the Chairperson for this committee. This committee shall meet at least ninety (90) days prior to the date of the Annual Meeting to consider petitionary letters, and receive information on any matters relating to the question of withdrawing fellowship or the seating of messengers, and make recommendation to the Annual Meeting. Job descriptions can be found in the Operations Manual.

RESOLUTIONS: The Moderator shall appoint at least five (5) persons to the Resolutions Committee at least sixty (60) days before the Annual Meeting. He shall name the Chairperson for this committee at the same time. This committee will prepare resolutions to present to the Association in its Annual Meeting. The Executive Board may request this committee to prepare any resolutions that it may desire to consider between Annual Meetings. This committee will make provisions for messengers to be heard regarding any resolutions under consideration or for the purpose of a resolution. This committee's duties are finished at the close of the Annual Meeting. Job descriptions can be found in the Operations Manual.

Approved 10/21/2013