

**CONSTITUTION
LONG RUN BAPTIST ASSOCIATION
AND BY-LAWS**

ARTICLE I - NAME

The name of the corporation shall be **LONG RUN BAPTIST ASSOCIATION, INC**, doing business as **LOUISVILLE REGIONAL BAPTIST ASSOCIATION**.

ARTICLE II - LOCATION

The principal office and place of business of said corporation shall be 960 S 3rd St, Ste 100, Louisville, KY 40203.

ARTICLE III - NON-PROFIT ORGANIZATION

This corporation shall have no capital stock and no pecuniary profit is to be derived by any one from its operation.

ARTICLE IV - PURPOSE

In the loving service of our Lord Jesus Christ, this Association, which is a fellowship of Baptist churches, intentionally strives to proclaim the gospel of Jesus Christ, to make and grow disciples of Jesus Christ, and to significantly impact the lostness in the Metro Louisville area in accord with and under the authority of the Scriptures of the Old and New Testament and more specifically the Great Commission of our Lord. (Matthew 28:19-20)

ARTICLE V - ASSOCIATIONAL COVENANT

Being led, as we believe, by the Holy Spirit to enter into covenant as an Association of churches, we join ourselves together through this larger fellowship:

To carry out the Great Commission of our Lord both within and beyond the bounds of our Association;

To watch over one another in love and to nurture the spiritual welfare and fellowship of each church in the Association;

To assist each church to fulfill its mission under Christ;

To provide a forum for the consideration of our Christian faith and those matters of doctrine and polity which affect our covenant relationship;

To encourage communication and cooperation among our member churches and other Baptist bodies; and

To interact with other Christian fellowships and civic organizations.

ARTICLE VI - ASSOCIATIONAL STATEMENT OF FAITH

1. The Association of Churches affirms the November 14, 2001 Baptist Faith and Message Report approved by the 2001 Kentucky Baptist Convention.
2. As an Association we adopt the Bible as the basis of all our faith and practice. Historically, Baptists have used various confessions of faith to better explain their understanding of the Bible.
3. As an Association, we **accept** and **value** The Philadelphia Confession of Faith (1742), The New Hampshire Confession of Faith (1833), The Abstract Principles (1859), and The Baptist Faith and Message Statement of 1925, with revisions in 1963, 1998, and 2000. We encourage each Long Run Baptist congregation to use these confessions of faith as **resources** to inform and edify Long Run Baptists concerning the basic tenets of our faith, and thus equip us as we seek to fulfill our historic commitment to evangelism, discipleship, missions, education, godly living, and mutual cooperation in bearing a Baptist witness to the world.

ARTICLE VII - CORPORATE AUTHORITY

The Association shall have authority to perform all acts and deeds necessary or proper to the fulfillment of the purpose and spirit of the Associational Covenant, including the right to buy, sell, mortgage, or otherwise encumber real or personal property whether obtained by the purchase, gift, or devise, and to do such other things as it may deem proper for the propagation of the Gospel of Jesus Christ.

ARTICLE VIII - MEMBERSHIP

1. The members of the Association shall consist of Baptist churches that freely enter into covenant relationship with one another under the Lordship of Jesus Christ to endeavor to fulfill the common mission as outlined in ARTICLE IV.

2. Churches seeking to enter into this covenant relationship shall present evidence of their orderly constitution as a Baptist church; their acceptance of and willingness to sustain the Associational Covenant; their affirmation of Article VI; their goodwill in maintaining an orderly and cooperative spirit in the administration of the Association; and their firm intent to support and share in the work of the Kingdom of God through the Association. Churches with Statements of Faith not listed in Article VI may be approved as members following study and recommendation by the Association's Credentials Committee.
3. Application for membership in the Association for non-affiliated churches must be submitted not later than three (3) months prior to the Annual Meeting of the Association. Upon recommendation of the Credentials Committee, a church will be granted provisional membership in the Association for one year. During that year, the congregation must give evidence of its intent to participate in and support the life and ministry of the Association. At the end of the year, the Credentials Committee may recommend to the Annual Meeting of the Association: full membership for the church; an additional year of provisional membership; or that the church not be admitted to the Association.

After a mission church of a LRBA member church has constituted, made application to the Credentials Committee, and been approved by the committee, it shall be granted immediate provisional membership. This new church can subsequently apply, and with the approval of the committee, be considered for full membership at the next Annual Meeting of the Association, so long as the provisional period is at least three (3) months.

4. The Association in Annual or Special Session shall have full right to withdraw fellowship from any church whose course of conduct is deemed uncooperative or harmful to the Association. Any motion made during an Annual Meeting to withdraw fellowship shall be referred to the Credentials Committee for review and/or action at the next Annual Meeting of the Association, or called meeting of the Association.
5. Any church may withdraw from the Association at its pleasure by notifying, in writing, the Credentials Committee of their desire.
6. Any church who is removed from the Association, or who voluntarily withdraws, may be admitted to the Association under the provisions of paragraph 3 of this Article.
7. The Association shall exercise no jurisdiction over the member churches.

ARTICLE IX - MEETINGS

1. This body shall meet annually on the third Monday of October at such time and place as agreed upon by the Association, unless otherwise determined by the Executive Board.

2. In case of emergency, a special session of the Association may be called by the Moderator in consultation with the elected officers of the Association, or if 2/3 of the members of the Executive Board present and voting call for such a meeting. Due notice shall be given to the member churches at least fifteen (15) days prior to the called meeting.
3. **Representation at the Annual Meeting or called meetings of the Association shall be by the pastor and 1 other messenger for each member church, plus two additional messengers for every 125 members or major fraction thereof. No church shall be allowed more than 10 messengers.** The Messengers elected by the churches shall serve for the Associational year in which they are elected.

ARTICLE X - OFFICERS

The officers of the corporation shall be a Moderator, Moderator-Elect, Clerk, Assistant Clerk, and Treasurer, those duties shall be to those usual to such officers. All officers shall be elected annually at the regular annual meeting of the corporation to be held at such time and place as may have been theretofore or may be hereafter determined by the corporation or its Executive Board.

Any vacancies in any of the said offices enumerated above shall be filled by the Executive Board and any person so elected shall hold office until the next annual meeting at which time such officer is regularly elected. Moderator/Elect automatically succeeds as Moderator at the election of a new Moderator/Elect.

ARTICLE XI - EXECUTIVE BOARD

1. The affairs of the corporation shall be managed between the annual meetings by an Executive Board, which **shall consist of the pastor of each member church and two additional members from each church having a resident membership up to and including 1000 persons, and one additional member for every additional 1000 resident members or major fraction thereof, provided, however, that no church shall be entitled to more than four (4) members. Each church is encouraged to elect at least one board member who is under 50 years of age.** The Moderator, Moderator-Elect, Clerk, Assistant Clerk, and Treasurer of the Association shall also serve as members and officers of the Executive Board. The Chairperson of committees and ministry teams, and Associational staff members, as specified in the By-laws, shall be recognized as ex-officio members.
2. The Executive Board shall meet quarterly and, when convened by the Moderator, written notice shall be sent to the members in advance of called meetings. Each church in its Annual Associational Letter shall designate which of its members shall serve as its representative or representatives on the Executive Board. In the event any church fails to so designate, then the Nominating Committee of the Association, in consultation with

representatives of the church, shall recommend for election by the Executive Board a representative or representatives for such church.

3. The officers of the Association shall serve as officers of the Executive Board. The Executive Board shall follow all guidelines and policies adopted unless exception or amendment be proposed in one regular quarterly meeting and adopted by a two-thirds (2/3) majority vote in the following quarterly meeting.
4. All members of the Executive Board present shall constitute a quorum for the transaction of business provided proper timely notification has been given to all members.
5. In the event there should be for any reason a vacancy or vacancies in the membership of the Executive Board, said vacancy or vacancies shall be filled by the election by the members of said Board and such newly elected members of the Board shall hold office until the next annual meeting of the Association and until their successors are elected and qualified.

ARTICLE XII - INDEBTEDNESS

The highest amount of indebtedness or liability which the corporation may at any time incur shall be One Million Dollars (\$1,000,000).

ARTICLE XIII - DURATION

The corporation shall have perpetual duration.

ARTICLE XIV - PROTECTION OF MEMBERS

The private property of the members of the corporation shall not be subject to the payment of debts of the corporation.

ARTICLE XV - AMENDMENTS

These Articles may be amended by a two-thirds vote of the members present and voting at any regular meeting of the Association, provided the amendment has been offered in writing and placed in the hands of the clerk to be printed in the minutes at least one (1) year prior to the meeting at which the vote is taken.

Original: G:everyone:committee:CONSTRV1:9/99 Revision made effective at the 1998 Annual Meeting. Rev. 10/2004 Annual Meeting.
H:\WORD\Christina\WPLETTER\Administrative Committee\Strategic Study Committee\Constitution - Revision - Final Annual Meeting
10.20.14.doc

BY-LAWS
LONG RUN BAPTIST ASSOCIATION

1. ENROLLMENT OF MESSENGERS - Provision shall be made for the enrollment of messengers duly elected by Member Churches. These messengers enrolled during the session shall constitute the annual meeting of the Association. The Credentials Committee shall assist in the registration where there are problems regarding registration and seating of messengers. Any problem arising on the floor regarding seating of messengers may be referred to the Committee for consideration, and the Committee shall report back to the Association.
2. PARLIAMENTARY AUTHORITY – The parliamentary authority of the Association shall be ROBERT’S RULES OF ORDER (latest revised edition).
3. ELECTION OF OFFICERS - The Moderator, Moderator-Elect, Clerk, Assistant Clerk, and Treasurer shall be elected in the first session of the Annual Meeting. In case of vacancy during the year the Executive Board shall elect from the floor persons to fill the vacancy.
4. THE ASSOCIATION SHALL NAME SUCH COMMITTEES, BOARDS, AND MINISTRY TEAMS OF LRBA as may be deemed wise in carrying out the functioning and business of the Association. A standing committee is one having continual existence. A board is an administrative, managerial, or quasi-judicial body of elected persons. A team is a group of people working together on a co-coordinated task.
 - a. Only members of cooperating associated or provisional churches shall be eligible for election or appointment to committees.
 - b. Insofar as possible, no person shall serve on more than two Standing Committees.
 - c. Unless otherwise specified in this By-Law, or by action of the Association under paragraph (4) of this By-Law, a committee member may serve a three (3)-year term and shall be eligible for re-election to that position only once. If a person is elected to fill an unexpired term, he/she shall be eligible for election to a subsequent three (3)-year term provided that he/she served less than 18 months of the unexpired term. A team member may serve continually as long as he/she serves faithfully on the team. However, he/she must be affirmed by the LRBA Nominating Committee every three years.
 - d. Members of standing committees, boards, and ministry teams shall be elected by the Executive Board in its July meeting or at the Annual Meeting. The term of office shall begin on the day after the Annual Meeting with the following exception: members elected at an Executive Board meeting may begin service immediately upon election.
 - e. Information pertaining to the work of the committees, boards, and ministry teams of the Association shall be maintained in the Association's Manual of Policies and Procedures.
 - f. The Standing Committees, Boards, and Ministry Teams shall be listed in the Policies Manual. In addition to these, the Moderator may name members of special committees as authorized by the Executive Board.
 - g. Unless otherwise specified in this By-Law or by action of the Association under paragraph (4), the Nominating Committee shall nominate members of and designate the Chairpersons of all committees, boards, and ministry teams.
5. EXECUTIVE BOARD - DIRECTOR OF MISSIONS - The Executive Board shall elect a Director of Missions (who also may be elected Treasurer), and other officers and all the office employees

who handle funds shall be bonded and no salaried officer other than the Director of Missions by virtue of his/her office shall be a member of the Executive Board.

6. The Moderator, Moderator-elect, and Director of Missions may serve at their discretion as members with full privileges of all organizations, committees, ministry teams, and other such elected or appointed bodies of this Association.
7. In Annual or Executive Board meetings, messenger or member motions dealing with any committee/team assignment or job description shall be referred by the Moderator to the appropriate Chairperson for review by the Committee and reported back to the board at its next quarterly meeting, unless a majority vote calls for its consideration at that time.
8. AMENDMENTS - The By-Laws may be amended at an annual meeting of the Association by a two-thirds vote at any time except the last session of the annual meeting if there is more than one session.