

**ARTICLES OF ASSOCIATION
OF THE
FIRST BAPTIST CHURCH
OF
JACKSON, MICHIGAN**

Article I

NAME: The name of this corporation shall be the First Baptist Church of Jackson, Michigan.

Article II

LOCATION: The church shall be located in the city of Jackson, Jackson County, Michigan.

Article III

TERM OF EXISTENCE: The term of existence of this corporation is perpetual.

Article IV

OBJECT: This church declares its adherence to the doctrines and teachings of Christ as set forth in the New Testament. Such objects and purposes are and shall be:

- a. The promotion of the study and practice of Godliness as revealed and taught in the sacred scriptures.
- b. The promotion and advancement of Christ's cause and kingdom on all Earth.

Article V

DENOMINATIONAL AFFILIATION: This church's government is vested in the body which composes its membership, but recognizes its privilege and obligation to cooperate and be affiliated with the Central Area of the American Baptist Churches of Michigan, and the American Baptist Churches in the U.S.A.

Article VI

MEMBERSHIP: Any person may become a member of this church by baptism, upon a credible profession of faith in Christ, by letter, or by experience according to usages of Baptist Churches.

Article VII

OFFICERS: The officers of this church shall consist of the Moderator, the Vice Moderator, the Church Clerk and the Treasurer.

Article VIII

BOARDS: There shall only be one board, the Executive Board.

Article IX

BY-LAWS: By-laws, rules of order and regulations of order and regulations of church life not incompatible with these Articles of Association or customs or usages of the denomination may be adopted by the church.

Article X

AMENDMENTS: These Articles of Association may be amended in accordance with the Laws of the State of Michigan, the word of God and the customs and usages of the denomination by the approving vote of two-thirds (2/3) of the members present and entitled to vote at a meeting duly called. Such meeting shall require that notice be given from the pulpit at least two (2) weeks preceding the date set and that the amendment or amendments proposed therein shall be reduced to writing when introduced, and that membership of at least thirty percent (30%) of the average Sunday morning attendance of the previous year are present.

Article XI

AMENDED: Except as otherwise provided by law, a volunteer director such as, but not limited to, a member of the Executive Board of the church, and members of such other Governing committees of the church as are covered by the 1987 Michigan Public Act No. 170 a ("Volunteer Director"), is not personally liable to the Church or its members for monetary damages for a breach of such Volunteer Director's fiduciary duty.

The Church assumes all liability to any person other than the Church or its members for all acts or omissions of a Volunteer Director occurring on or after January 1, 1988 incurred in the good faith performance of his or her duties as a Volunteer Director, provided, however, that no payment in violation of Internal Revenue Code Section 4941 (if applicable) shall be made on behalf of any Volunteer Director.

BY-LAWS

SECTION 1 - NOMINATIONS

A Nominating Committee shall be elected at the Annual Meeting, of no less than four (4) members of the church to nominate candidates for the offices provided for in the By-Laws. The term of office for the Nominating Committee members shall be two (2) years. Nominations for any such office may be made from the floor at the Annual Meeting. In the event that vacancies in any office occur between Annual Meetings, such vacancies shall be filled by appointment made by the Moderator in consultation with the Nominating Committee until the next Annual Meeting and election with the approval of the Executive Board.

SECTION 2 - ELECTIONS

All officers and members of the board and committees shall hold office for the terms provided in these By-Laws and until their successors are elected and have accepted such office. Elections will be by voice unless request is made for voting by written ballot.

SECTION 3 - SELECTION OF PASTOR

If a vacancy shall occur in the office of Pastor, the Staff Relations Committee shall form the nucleus of a committee to select a Pastor. Two (2) additional members shall be nominated and elected by the members present at a special meeting called by the Moderator, notice of which will be given on the two (2) Sundays next preceding the meeting. The committee shall appoint a chair and a secretary. If the search continues past the tenure of any Staff Relations person, the committee remains intact, and the new Staff Relations member will join the committee as ex-officio member. The committee shall thereafter bring its recommendation to a special meeting of the church, called by the Moderator. A three-fourths (3/4) vote of those present shall be required to call a Pastor.

SECTION 4- DUTIES OF PASTOR

The Pastor shall have charge of the spiritual welfare of the church. He/She shall preach the gospel, he/she shall have in his/her charge the stated services of worship and he/she shall administer the ordinances. He/She shall be an ex-officio member of the Executive Board and all committees of the church. He/She will act as administrative officer with responsibility of supervising the ministerial and other paid staff. He/She will employ the Church Secretary in consultation with the Executive Board.

SECTION 5- SELECTION OF OTHER MINISTERIAL STAFF

The procedures designated in Section 3 of these By-Laws for the selection of Pastor shall be followed in the selection of other ministerial staff, such as: Associate Pastors, Director of Christian Education, Music Director and/or Organist. The terms of employment tenure and general areas of work shall be stated in writing in a job description to the ministerial staff person by the Executive Board. Other ministerial staff shall work under the supervision of and in cooperation with the Pastor.

SECTION 6 - MODERATOR

The Moderator shall preside at all regular and special meetings of the church, at the Annual Meeting and meetings of the Executive Board. He/She shall serve in an advisory capacity on all matters to come before the church and shall be, ex-officio, a member of each committee of the church. A Budget committee chair shall be nominated by the Moderator and approved by the Executive Board. The Moderator shall appoint all committees not otherwise provided for in these By-Laws and appoint such committees, board members or church officers as may be required by vacancies occurring therein in consultation with the Nominating Committee with the approval of the Executive Board. Such appointments are to hold office until the next Annual Meeting or special meeting called for such purpose.

SECTION 7 - VICE MODERATOR

The Vice Moderator shall fill in for Moderator when he/she is unable to fulfill his/her duties.

SECTION 8 - EXECUTIVE BOARD

a) MEMBERSHIP: The Executive Board shall consist of the Moderator, Vice Moderator and twelve (12) elected members serving two (2) year terms with six (6) being elected each year at the Annual Meeting. The Church Clerk, Treasurer and Pastor are expected to attend all meetings and shall be ex-officio members of the Board. All committee chairs, the Women's League chair and a youth representative who are church members may also attend the meetings. The Executive Board shall consist of the Administrative Team, the Christian Education Team and the Spiritual Life Team consisting of four (4) members each. The Executive Board shall meet at least ten (10) times each year.

(b) DUTIES:

The Executive Board:

1. Shall represent the church in all legal matters unless otherwise provided by special action of the church, and shall work to serve its best interests; it shall carry out the express will and directions of the church; it shall keep the church advised regarding its financial and material conditions and prospects; it shall also offer such suggestions for the consideration and action of the church as its experience and wisdom may enable and prompt it to do.
2. Shall make a written report to the Annual Meeting on all matters under its control.

The Spiritual Life Team with the support of the Executive Board:

1. Shall, with the Pastor, have general oversight of the spiritual welfare of the church. They shall first pass upon requests for admission and termination of membership before submission to the church. The action of the Board shall be reported in writing to the Church Clerk.
2. Shall provide for the supply of the pulpit during the Pastor's absence in consultation with the Pastor, or at any interim which may occur, shall direct the distribution of the Fellowship Fund, shall provide for the Lord's Supper and aid in its administration.
3. Shall be responsible for the ushering in the church.
4. Shall have general oversight of the church music and shall in cooperation with the Music Director, select and prepare for the needs of the choirs, Church Organist and the Music Director.
5. Shall review and analyze the role of the church in world and domestic missions both financial and spiritual. The Team shall seek the promotion of American Baptist Missions and special offerings in coordination with other activities of the church.
6. Shall handle all other duties as determined by the Executive Board.

The Administrative Team with the support of the Executive Board:

1. Shall be custodian of all funds and property of the church. All funds in its custody shall be disbursed as directed by the church, in the church budget or otherwise. They shall designate someone as Financial Secretary (may be the Church Secretary) who will keep a record of all pledges and issue an annual statement of each pledge.
2. Shall arrange for a yearly audit of the books and records of the Church Treasurer at the end of the church fiscal year. A written report of the findings shall be submitted to the Executive Board.
3. Shall provide all budget requests from the Executive Board and all committees to the Budget chair for compilation and distribution to the Stewardship Committee. After the Stewardship Campaign, the Budget Committee shall prepare and present a budget at the Annual Meeting for adoption.
4. Shall act upon all undesignated monetary contributions to the church.
5. Shall appoint a third person authorized to write and sign checks.
6. Shall handle all other duties as determined by the Executive Board

The Christian Education Team with the support of the Executive Board:

1. Shall have supervision of and provide guidance for the various Christian education activities of the church and work in cooperation with other church committees in promoting Christian education.
2. Shall coordinate and organize classes and the selection of teachers.
3. Shall appoint all other church school officers and youth leaders.
4. Shall prepare and supervise the budget of the church school.
5. Shall have general oversight of the church library.

6. Shall be responsible for ordering all curriculum materials, maintaining the audio-visual equipment and recruiting and providing training for the teaching staff.

7. Shall handle all other duties as determined by the Executive Board

SECTION 9 - CLERK

The Church Clerk shall keep minutes of all business meetings; shall keep a membership register and shall issue letters of dismissal or commendation voted by the church; shall preserve on file all communications and written reports. The Clerk shall have the charge of the correspondence with non-resident members. The Clerk shall act as secretary of the Executive Board.

SECTION 10 - CHURCH TREASURER

The Church Treasurer shall be elected for a one (1) year term and may be reelected not more than seven (7) consecutive times. The Church Treasurer shall be bonded and shall keep an accurate record of all money received for the support and maintenance of the church and shall pay out the same on the order of the Executive Board. All accounts shall be kept distinct from other accounts and all disbursements made and checks drawn shall be in the name of the church, shall receive all monies contributed for general missionary purposes and shall disburse same as directed. The Church Treasurer shall make a written report in detail at the Annual Meeting of the church of all receipts and disbursements, properly audited by the Auditing Committee of the church and shall make such reports and give such information to the Executive Board as it may require.

SECTION 11 - BOOKKEEPER & TELLERS

The Bookkeeper and Tellers shall be nominated by the Treasurer and approved by the Executive Board. The Bookkeeper shall assist the Treasurer in writing checks and maintaining proper accounting of the disbursements. The Tellers shall assist the Bookkeeper in counting the offerings.

SECTION 12 - TENURE OF OFFICE

(a) Any member of the Executive Board, who has served continually for a full term of two (2) years, shall be eligible for reelection to a second two (2) year term.

(b) The Moderator, Vice Moderator, Church Clerk and Treasurer shall be elected for a term of one (1) year, and may be reelected for not more than seven (7) succeeding years. No member shall hold more than one elective office at the same time, with the exception of the Nominating Committee.

(c) No person shall be eligible to hold any church office who is not a member of the church, and no person shall be qualified to hold the office of Moderator, Vice Moderator, Clerk, Treasurer, or Bookkeeper unless such person has demonstrated a sacrificial commitment in support of the church.

SECTION 13 - COMMITTEES

(a) **HOSPITALITY COMMITTEE** - This committee shall be responsible for officially representing the congregation as host/hostess. The Hospitality Committee shall consist of twelve (12) members elected at the Annual Meeting who shall hold office for two (2) years. Six (6) members to be elected at each Annual Meeting. Duties shall include refreshments at Easter and cantata programs, receptions, summer programs, coffee hours, Annual Meeting and other such occasions as requested by the Executive Board.

(b) **STEWARDSHIP CAMPAIGN COMMITTEE** - The Moderator shall appoint a Stewardship Campaign Chair by the summer of each year to allow for proper preparation of materials and personal training and for the accomplishment of solicitation resulting in firm estimates of income for consideration in the budget early in the succeeding fiscal year.

(c) **CONSTITUTIONAL REVIEW COMMITTEE** - The Moderator may from time to time appoint a committee to study and recommend such revision of the Articles of Association and the By-Laws as may be deemed necessary.

(d) **STAFF RELATIONS COMMITTEE** - The Staff Relations Committee shall consist of three (3) members. The Pastor, in consultation with the Staff and Executive Board, shall submit one (1) name to the Nominating Committee to fill a three (3) year term. Members are not eligible for reelection until at least one (1) year has elapsed. The Staff Relations Committee shall elect its own chair. The Staff Relations Committee members shall also form the nucleus of a Pulpit Search Committee (see Section 3) or for other ministerial staff (Staff Search Committee). The Committee shall be responsible for understanding the roles of ministry; providing a communication link between the Pastor/Staff and the congregation; helping the church and the Pastor/Staff

deal with conflict; counsel with the Pastor/Staff regarding continuing education; evaluate the performance of Pastor/Staff at least once a year, make recommendations for the Pastor/Staff compensation to the Administrative Team and assist in start-up and termination procedures.

(e) ENDOWMENT COMMITTEE - The Moderator shall nominate and the Executive Board shall approve a three (3) member Endowment Committee to invest and manage the monies which are contributed to the Endowment Fund. The members should be elected to three (3) year terms with one (1) member being elected each year. The Executive Board shall determine how the Endowment Fund monies will be expended.

SECTION 14 - VACANCIES

Should a vacancy occur in any of the elective offices, board or committees of the church, such vacancy may be filled by appointment made by the Moderator, in consultation with the Nominating Committee and approval of the Executive Board, such appointments to remain in effect until the next Annual Meeting.

SECTION 15 - FISCAL YEAR

The fiscal year of the church shall be the calendar year.

SECTION 16 - ANNUAL MEETING

The Annual Meeting of the church for the election of officers, board members and transactions of such other business as may lawfully come before it shall be held on the second Sunday of November in each year. Notice of the meeting shall be given from the pulpit on two (2) Sundays immediately preceding such meeting.

SECTION 17 - MEMBERS ENTITLED TO VOTE

All church members shall be eligible to vote on all questions coming before the church.

SECTION 18 - NOTICES

All notices published in the Official Bulletin of the church shall be equivalent to a notice from the pulpit, except notices of a proposed amendment to the Articles of Association, which shall be announced from the pulpit for two (2) weeks prior to the meeting at which action is to be taken thereon, and notices of proposed amendments to the By-Laws and the Annual Meeting of the church shall be announced from the pulpit two (2) weeks preceding such meeting.

SECTION 19 - REPORTS

Reports in writing and full statements from the Executive Board, Treasurer, and other Officers and Committees of the church, as to finances, and anything else concerning the welfare of the church shall be presented for consideration and action at the Annual Meeting of the church.

SECTION 20 - BUSINESS MEETING

Any special business meeting may be called at the request of the Pastor, Moderator, Executive Board, or at the request in writing by ten (10) members of the church. The purpose of such meeting shall be stated in the call.

SECTION 21 - QUORUM

At any business meeting except the Annual Meeting, membership of at least twenty percent (20%) of the average Sunday morning attendance of the previous year shall constitute a quorum. At the Annual Meeting, membership of at least thirty (30%) of the average Sunday morning attendance of the previous year shall constitute a quorum. A majority of any Board or Committee shall constitute a quorum.

SECTION 22 - LICENSING AND ORDAINING

Members called to the work of the ministry shall be licensed and ordained in accordance with denominational procedures and standards, and current requirements of the American Baptist Churches of Michigan and American Baptist Churches of U.S.A.

SECTION 23 - AMENDMENTS TO BY-LAWS

The By-Laws may be changed or amended at any regular church meeting provided notice of such proposed change shall have been given at least two (2) weeks before said meeting and membership of at least thirty percent (30%) of the average Sunday attendance of the previous year are present.

SECTION 24 - ARTICLES AND BY-LAWS

All Articles and By-Laws heretofore adopted that are inconsistent with these Articles and By-Laws are hereby repealed.

Adopted: November 5, 1941
Amendments: April 27, 1944
Amendments: April 23, 1945
Amendments; May 9, 1946
Amendments: 1950 (Section 1, Paragraph A)
Amendments: May 17, 1956
Amendments: December 31, 1958
Amendments: January 22, 1964
General Revision: January 13, 1974
Proposed Revision: January 22, 1978
Adopted: January 22, 1978
Amendment: January 18, 1987 (Section 8, e.)
Amendments: January 18, 1987 (Article X, Sections 4 & 6)
Amendments: January 18, 1987 (Article X, Section 16, g.)
Amended: January 19, 1990 (Added Article XI)
General Revision Adopted: May 18, 1997
Amended: January 21, 2001
Amended: January 18, 2004
General Revision Adopted: May 17, 2009