

BYLAWS
Denton Baptist Association

Revised October 2005
Revised October 2006
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ARTICLE 1 – NAME AND LOCATIONS OF OFFICES

The name of the organization shall be known as Denton Baptist Association Incorporated. The principal office shall be located in the county of Denton and in the state of Texas. Offices in other locations may be established by the Association when deemed necessary.

ARTICLE 2 - MEMBERSHIP

- A. Qualifications of Membership
1. An autonomous church or a mission of a current member church making application must be at least one-year old.
 2. The church must be committed to working in fellowship with member churches whose best expression of theological unity is any edition of "The Baptist Faith and Message," or a similar statement of faith adopted by the church, and which desire to cooperate with other churches in the Association in carrying out the purpose of this body.
- B. Application for Membership
1. Autonomous churches desiring membership must submit a completed application to the Association ninety (90) days before a meeting of the Executive Board. An autonomous church may be approved for a one-year provisional membership at any Executive Board meeting but may only be accepted for full membership at an Executive Board meeting following the completion of the one-year provisional membership.
 2. A mission congregation of a member church must submit a completed application to the Association ninety (90) days before a meeting of the Executive Board. Provided that they have been a mission congregation of a member church for at least one year, they may be approved for full membership at any Executive Board meeting. If they have

not been a mission of a member church for at least one year, they will be required to follow the same procedure as an autonomous church.

C. Processing Applications

1. The Membership Committee of the Association will meet with the pastor and leaders of the congregation requesting membership to determine their commitment to the Association and to cooperation with other churches.
2. The Membership Committee will recommend to the Executive Board regarding the acceptance or rejection of a particular church requesting membership.
3. The Executive Board will approve a church for either full or provisional membership based on a seventy-five percent (75%) majority vote.
4. Full membership entitles the church to the number of Executive Board members as outlined in the Bylaws. Provisional membership entitles the church to one Executive Board member plus the pastor for one-year period of provisional membership.

D. Removal of Churches from the Membership of the Association

1. When a member church has ceased to carry out its agreed upon responsibilities as a member of the Association during a two-year period, or has become divisive by promoting among other churches of the Association actions contrary to the purpose of the Association as stated in Article II of the Constitution, or has changed its doctrinal position from that which is outlined in these Bylaws, the Membership Committee shall meet with the pastor and leaders of the church to determine the situation and to design a plan of action.
2. The Membership Committee shall report its findings to the Executive Board and may recommend either the removal of the church from the Association or recommend a plan of action to restore the church in fellowship with the Association.
3. The recommendation to remove a church requires a seventy-five percent majority vote. The recommendation to restore requires only a simple majority approval by the Executive Board.

ARTICLE 3 – OFFICERS AND THEIR DUTIES

- A. The officers of the Association shall be Chair of the Executive Board, Vice Chair of the Executive Board, Clerk of the Executive Board, Executive Director of the Association, Secretary of the Association, Treasurer of the Association, and three Trustees of the Association.
- B. The Chair of the Executive Board shall preside over all sessions of the Executive Board. The Chair, along with the Executive Director, shall represent the Association to other entities, agencies, and institutions.
- C. The Vice Chair of the Executive Board shall assume the responsibilities of the Chair during his/her absence or resignation. The Vice Chair shall perform such other duties as shall be agreed upon and delegated to by the Chair.
- D. The Clerk of the Executive Board shall keep all the minutes and records of all the sessions of the Executive Board and assist in preparing these for publication or distribution as is necessary.
- E. The Executive Director of the Association, while an employee of the Association, is also the legal officer of the Association and is responsible for focusing the vision of the Association and giving leadership to the Association.
- F. The Secretary of the Association shall serve as the corporate secretary in matters of legal documents and contracts and shall maintain all legal records of the Association.
- G. The Treasurer of the Association shall oversee the receipt and disbursement of all monies of the Association as directed by the Executive Board. The Treasurer shall see that regular financial reports are presented to the Executive Board.
- H. The Trustees of the Association shall be three in number. They, along with the Executive Director, under authority from the Executive Board will enter into legal contracts as needed by the Association. The Executive Director and one Trustee shall be authorized to sign any given documents. In the absence of the Executive Director, all three Trustees are required to sign.

ARTICLE 4 – EXECUTIVE BOARD

The Executive Board of the Association serves as the governing body of the Association. As such, it shall be composed of members from each member church; it shall conduct the business of the Association; it shall develop and administer a budget for the Association; it shall employ a staff; it shall authorize and approve legal matters; it shall approve new member churches; it shall review the work of the Association; and it shall organize itself in such a way as to effectively carry out the intended purposes and mission of the Association.

- A. Membership of the Executive Board shall be from the member churches and shall be based on the following matrix:

Based on giving for previous calendar year.

Giving Percentage to Associational Missions	Number of Executive Board Members	Explanation
0%	None (Includes excluding the pastor as a voting member; pastor and others may attend but without a vote)	If giving resumes during the next year, the pastor may serve for the remainder of that calendar year
Any amount up to ½%	Pastor	
Over ½% to 1%	Pastor plus one other	
Over 1% to 1 ½%	Pastor plus two others	
Over 1 ½ % to 2%	Pastor plus three others	
Over 2% to 2 ½%	Pastor plus four others	
Over 2 ½% to 3%	Pastor plus five others	
Over 3%	Pastor plus six others	A total of seven is the maximum number for any church

- B. Each member church's senior or lead pastor is automatically a member of the Executive Board. During times of scheduling conflict, the pastor may appoint another staff member or key church leader to serve in his place.
- C. A church sponsoring one or more mission/churches for which a cooperative agreement has been established shall be entitled to one additional member designated for the pastor from each mission/church.
- D. A member church may select their Executive Board members by any method they choose. The church will submit the names and contact information of their Executive Board members annually to the Association.
- E. The number of annual terms that an Executive Board member may serve is determined by their church.
- F. Meetings of the Executive Board shall be at least quarterly. One of the meetings each year shall be designated as the Annual Meeting. Constitutional changes may only be considered at the meeting designated as the Annual Meeting. Bylaw changes may be considered at any meeting of the Executive Board.
- G. Special meetings of the Executive Board may be called by the Executive Board or by the Vision Focus Team and by notifying the Executive Board members two weeks prior to the meeting date.
- H. A quorum for a meeting of the Executive Board is those members present.

ARTICLE 5 - ORGANIZATION

The coordination and implementation structure of Denton Baptist Association shall be composed of Councils, Committees, Teams, and Task Forces. All Councils, Committees, Teams, and Task Forces shall have at least one member of the Executive Board as a member. Because the members of Teams and Task Forces are formed for a limited time and the members are not voted upon by the Executive Board, the leader or facilitator of a Team or a Task Force is to be a member of the Executive Board.

- A. Councils – The Councils of Denton Baptist Association shall relate directly to the mission of the Association in assisting churches in fulfilling their mission and in working collectively in fulfilling the Great Commission. Councils will enable the work of various committees, teams, and task forces to be coordinated so that the mission and vision of the Association remain the focus. Councils will meet at least quarterly.

Councils may be approved or dissolved by the Executive Board.

The Vision Council (a.k.a. Vision Focus Team) will be composed of the officers of the Association (the chair and vice chair of the Executive Board), the staff, three ministers and three lay persons.

- B. Committees - The Committees of Denton Baptist Association shall relate directly to the administrative work of the Association. Members of committees are elected for one-year terms and may serve up to three consecutive one-year terms. The Nominating Committee will be recommended by the officers of the Executive Board: Chair, Vice Chair, and Clerk, to the Executive Board. The Nominating Committee will recommend those to serve as officers and members of standing committees.

The standing committees of the Association are Finance, Personnel, Membership, and Nominating.

The Executive Board shall approve the formation or deletion of committees as deemed necessary to facilitate the work of the Association.

- C. Teams – The Teams of Denton Baptist Association shall relate to the strategic implementation of the Associational vision. Teams may be formed by councils as needed. Teams may be formed for a short term purpose or for a long term goal. Each team will have an appointed team leader who must be a member of the Executive Board although team members are not required to be members of the Executive Board.
- D. Task Forces – A Task Force may be formed with the approval of the Executive Board. A task force is formed when there is a special need or purpose with a specific event or project, and timeframe attached. The Chair of the Executive Board shall

appoint individuals to serve on the approved task force with the task force leader being a member of the Executive Board.

ARTICLE 6- STAFF PERSONNEL

- A. The Personnel Committee shall recommend to the Executive Board job descriptions for all approved professional and support staff positions. The Personnel committee and the Finance Committee shall jointly recommend compensation and benefit plans for all staff. The job descriptions and benefit plans shall be part of the Administrative Manual.

- B. Professional Staff
 - 1. Executive Director
 - a. When a vacancy occurs in the position of Executive Director, the Chair of the Executive Board, in consultation with the other officers of the Association, shall appoint an Executive Director Search Committee consisting on nine (9) Executive Board members from nine different churches. This shall be done no later than thirty-one (31) days following the last day of employment of the previous Executive Director.
 - b. Following acceptable procedures of prayer, references, and interviews, this committee shall present to the Executive Board its nominee for Executive Director.
 - c. They shall inform the Executive Board by written notice at least two weeks prior to the meeting at which the nominee will be presented.
 - d. The Executive Board shall vote by paper ballot on whether to accept the nominee. A seventy-five percent (75%) affirmative vote of Executive Board members present and voting shall be required to constitute a call.
 - 2. Other Professional Staff
 - a. When the Executive Board approves a professional staff position, the Chair, Vice-Chair, Executive Director, the Chairperson of the Personnel and Finance Committees, plus two additional members of the Executive Board appointed by the Chair shall constitute a search committee.
 - b. They shall follow the same procedures and guidelines outlined in the calling of an Executive Director.

- C. Support Staff
 - 1. Employed Staff – It shall be the responsibility of the Personnel Committee, in consultation with the Executive Director, to employ or release from employment persons in support staff positions, as approved by the Executive Board and necessary for the ongoing work of the Association.
 - 2. Contract Staff – as budget funds permit, the Executive Director, in consultation with the Personnel Committee, may employ or release such temporary help as needed for a specific project or for long-term service.

ARTICLE 7 – ASSOCIATIONAL FINANCES

- A. Budget and Finance
 - 1. The Finance Committee shall oversee the preparation and presentation of a budget at the Executive Board meeting of the Association designated as the Annual Meeting. A copy of this proposed budget will be distributed to the members of the Executive Board two weeks prior to its meeting.
 - 2. The Finance committee shall encourage all member churches and their Missions to contribute three percent of their undesignated receipts on a monthly basis.
- B. Accounting
 - 1. All funds received by the Association for any and all purposes shall be duly deposited and accounted for in the financial records of the Association by the Treasurer or his/her designee. Monthly financial reports shall be prepared. A financial report for the appropriate time period shall be presented at each meeting of the Executive Board.
 - 2. Designated and undesignated gifts may be received from friends, institutions, foundations, and other acceptable sources. All gifts are subject to review by the Executive Board.
 - 3. An audit of the Association's finances shall be made at the close of each fiscal year.
- C. The Association's fiscal year will be January 1 through December 31.

ARTICLE 8 – LEGAL OFFICERS

- A. The Executive Director shall be the legal officer of the Association.
- B. The Executive Director and one of the Trustees of the Association are authorized and empowered to execute contracts, agreements, and conveyances on behalf of the Association to the extent authorized by resolution of the Executive Board.
- C. In the event the Executive Director is unavailable or incapacitated, the Trustees of the Association as a group are authorized to serve in the role of the legal officer.
- D. When the Executive Director position is vacant, the Executive Board shall elect an interim legal officer.

ARTICLE 9 – AMENDING THE BYLAWS

These Bylaws may be amended at an Executive Board meeting by a seventy percent (70%) vote, provided that the recommended changes have been publicized prior to the meeting.

ARTICLE 10 – PARLIAMENTARY RULES

In all business matters not covered by these Bylaws, decisions shall be made according to Robert's Rules of Order (latest revision edition.)