

Final Report

Future Focus Team

October 11, 2011

FutureFocusTeam@bscm.org

PARTNERS
IN ADVANCING
GOD'S
KINGDOM

To fully
understand this
Final Report,
first view the
Preliminary
Report VIDEO
at
MichiganBaptists.org



Major Changes to Final Report

- Field Personnel changed from Church Strengtheners to **Church Strengthenener / Mobilizers**
- Arbitration time frame changed from 30 to 60 days

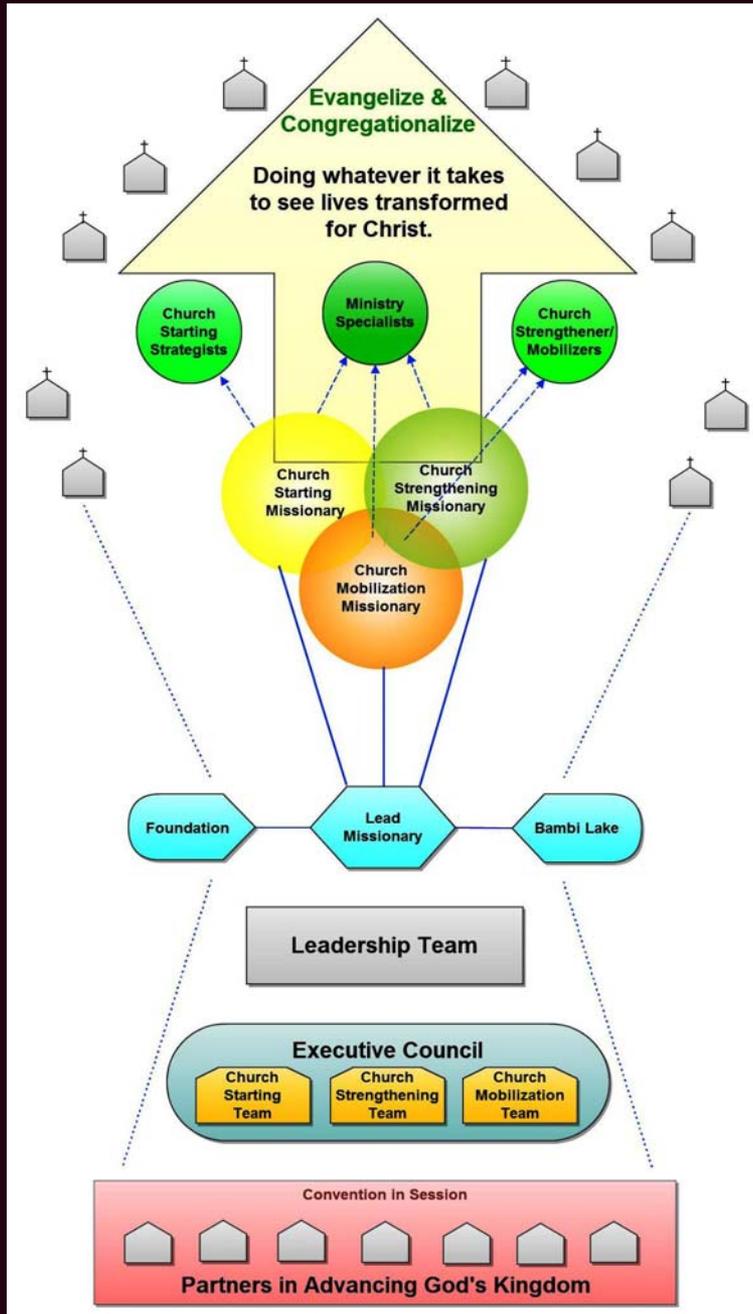
Major Changes to Final Report

- Assigned the task of being the convention Registration Officer to the First-Vice President *(needed in the case of a challenge to the Seating of Messengers, credentials or other registration issues).*

Two Parts

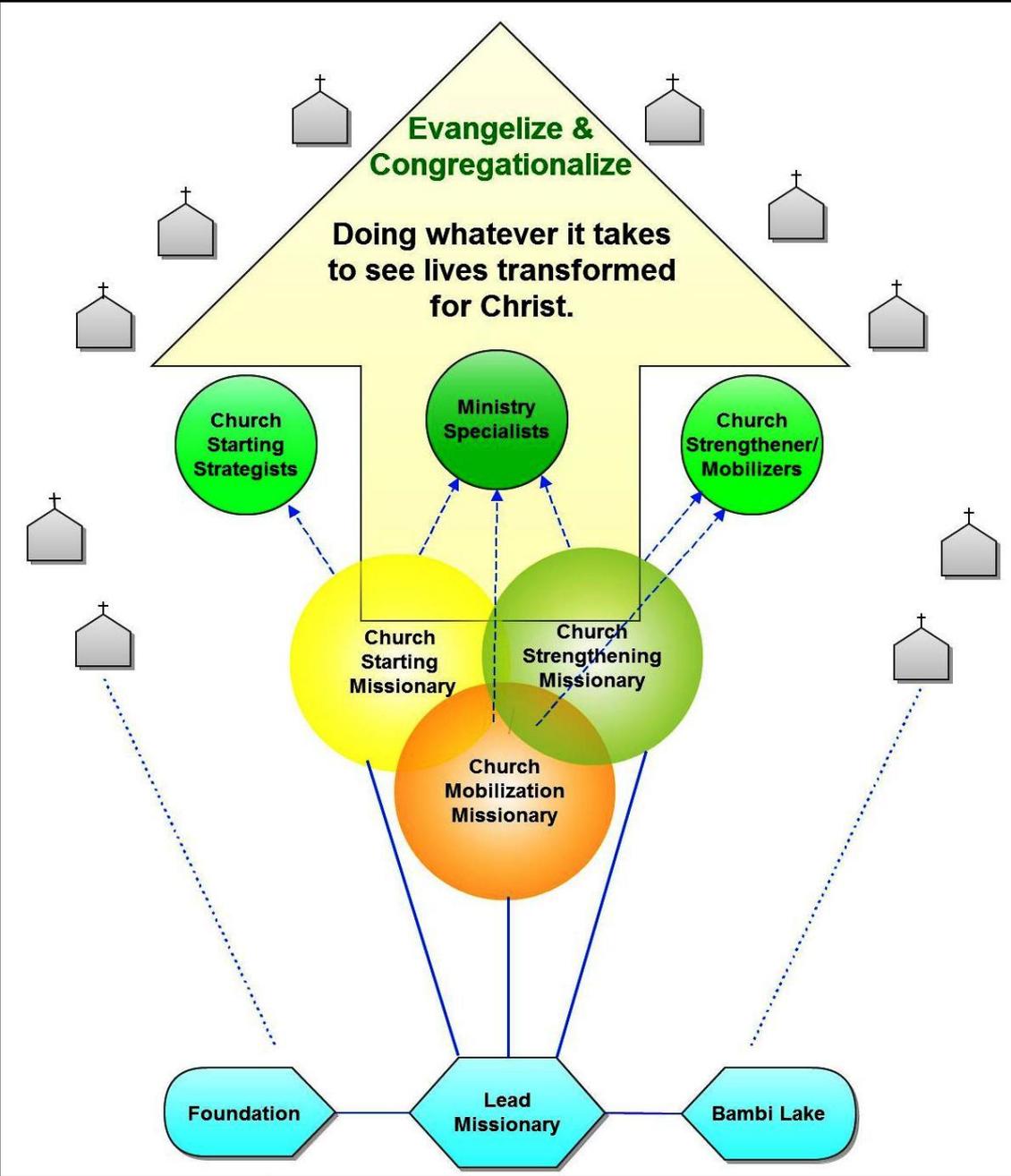
1. Mission Fulfillment
2. Support of Mission Activity

- The following diagram is slightly redesigned to more clearly reflect these two parts of the structure.



Mission Fulfillment

- State Missionaries
- Church Starting Strategist
- Church
Strengtheners/Mobilizers
- Ministry Specialists

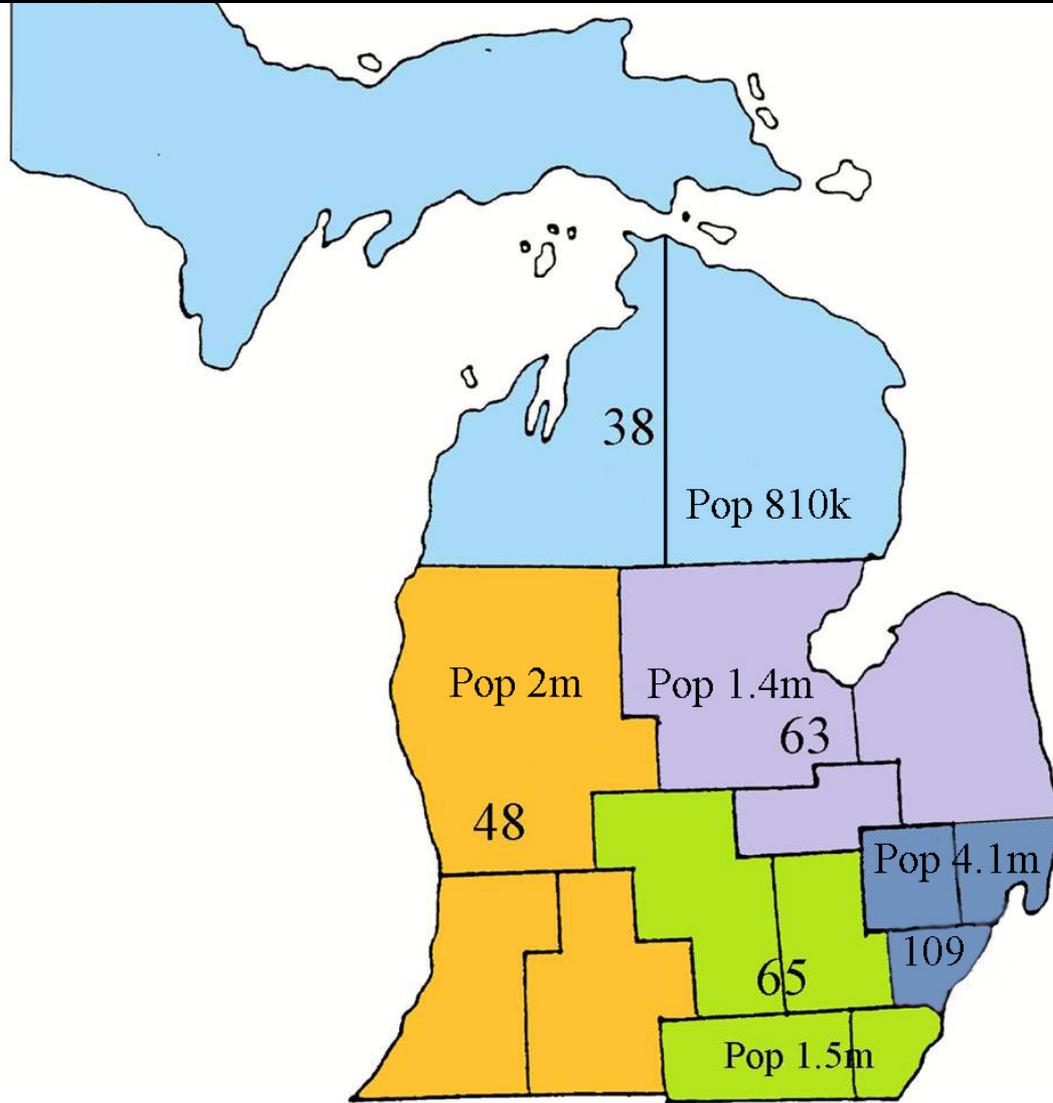


Missionary Placement Formulas*

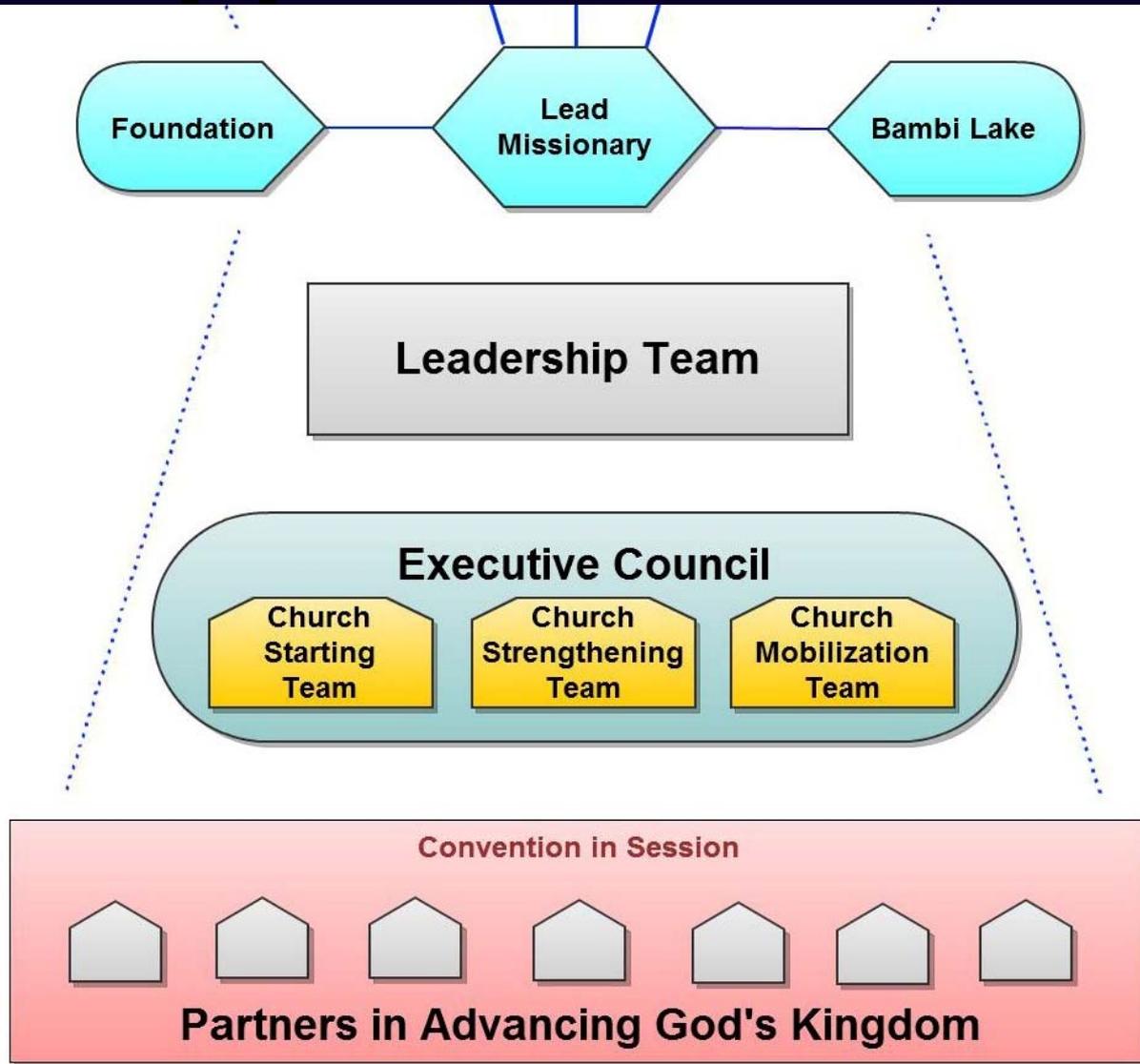
- **Church Starting Strategist**
1 : 750,000 – 900,000 in
population
- **Church Strengthenener/Mobilizer**
1 : 40-75 Convention Churches

* Positions will be filled according to strategy and available funds

Associational Clusters



Support of Mission



The following pages are the actual documents that describe the new proposed focus and approach for our convention.

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STATEMENT OF CLARIFICATION

In the process of developing the following new documents, our lawyer at the **Christian Law Association** (www.ChristianLaw.org) provided us with a “**Topics Checklist**” of the items that are recommended in the bylaws.

In evaluating our current documents, it was discovered that several items that are in our present constitution are



recommended to be in the bylaws. Therefore, the following documents have been prepared with each article placed in the appropriate document.

According to the process stated in our current documents, our existing bylaws can be replaced with the new bylaws in the 2011 Annual Meeting of our convention. The constitution can only be presented in this convention and will be voted on in the 2012 Annual Meeting.

The question would then arise regarding articles that appear in the old constitution and the new bylaws (if approved). In responding to this question, our lawyer wrote:

“There is nothing wrong with the same issue being addressed in both the Constitution and in the Bylaws. The problem is when the same issue is addressed differently. Therefore, for the next year, if there is a specific conflict between the Constitution (current) and the Bylaws (newly adopted at this year’s meeting), the Constitution must be followed.”

–Zachary S. Gray, Christian Law Association



Baptist State Convention of Michigan

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Bobby Gilstrap

Lead State Missionary/Executive Director-Treasurer

October 12, 2011

Dear State Convention Partners,

The following Constitution and Bylaws are designed to help our state convention operate in a biblically faithful manner. Like most state convention bylaws, they cover basic issues related to membership, meetings, the responsibilities of convention leaders and officers, and numerous other important issues. They also cover sometime overlooked issues in many standard bylaws.

At first glance, you may wonder why we have gone into such detail and addressed issues that many conventions have traditionally ignored. The primary answer to this question is that we believe there has been a significant change in the moral and legal climate of this country. In years past, most Americans, whether they were Christian or not, held to a common framework of basic moral values. Honesty, fairness, respect for others, self-discipline, and accountability were generally viewed as commendable qualities. In recent years, however, growing emphasis on individualism, a diminished respect for authority, the acceptance of relative morality, and the loss of common norms and values have undermined respect for these qualities.

Because of this change, it is no longer possible to assume that everyone holds to the same standard of common sense, fairness, and justice, even within the same state convention. Therefore, what seems to be appropriate to one individual may seem outrageous to another.

This loss of common values even among believers can cause a great deal of confusion and conflict. It can also expose a convention to devastating lawsuits. A generation ago, very few people would have even dreamed of suing a religious group like a church, association or state convention. However, the legal climate has changed dramatically in recent years, and today lawsuits against religious organizations are commonplace. Part of the reason for this is that people have differing expectations as to how religious organizations should conduct their affairs and treat their members. When the organization does not meet these expectations, a lawsuit can occur, bringing ruin to the organization spiritually and financially.

As Proverbs 22:3 warns, *"A prudent man sees danger and takes refuge, but the simple keep going and suffer for it."* Realizing that the absence of common norms and values can pose a threat to the unity and well-being of our state convention, we developed the attached constitution and bylaws as a means of establishing commonly accepted standards for how we would treat one another and govern ourselves as a body. In particular, the bylaws are designed to accomplish these goals:

- They help to prevent surprises and disappointed expectations by providing potential member churches with a thorough explanation of how the state convention intends to govern itself.
- They reduce the likelihood of confusion and conflict within the state convention by establishing clear operational guidelines.
- They prevent the misuse of authority by convention leaders and establish procedures that protect member churches from being disciplined or losing rights without clear guidelines regarding the process.

Most people would agree that these are worthwhile goals; however, some may still be troubled with the amount of detail found in these bylaws. They might say, "Why can't we live with just a few general rules?" The answer to that question is quite simple: Because we live in a fallen world, we tend to interpret general rules differently and twist them to serve our own selfish ends. Therefore, to eliminate the possibility of misunderstandings and mistreatment it is often necessary to develop detailed rules.

The Scripture clearly reflects this human need for detailed guidance. Instead of giving us only the two great commandments (love God and love your neighbor), God gave us the Ten Commandments. And he didn't stop there. Realizing our weakness and our sinful tendency to ignore or distort his commandments, God instructed Moses to set forth dozens of detailed laws on how we should behave (see Exodus, Leviticus, and Deuteronomy). All of these laws are summed up in the two great commandments, but even Jesus knew that until the world is renewed, we will still need the helpful guidance of the more detailed moral principles set forth throughout Scripture (see Matthew 5:17-7:6).

One of the places that we sometime need this kind of detailed guidance is in the state convention. Scripture does not tell us exactly how to structure ourselves. These bylaws are designed to answer these types of questions, hopefully sparing us from unnecessary confusion and conflict, help us to act in consistent and respectful ways, and allow us to devote ourselves to the more important matter of being *Partners in Advancing God's Kingdom!*

The new organization that is described will allow us to focus our structures and systems on supporting our vision, mission and values. It will help us to give laser attention to developing empowered Mission-Action Teams that are passionate about starting, strengthening and mobilizing our convention of churches to see lives transformed for Christ!

As you prayerfully read this constitution and bylaws, we encourage you to consider the Biblical principles that are the bedrock of our faith and practice, and the foundation for most of what you will read. If you have questions and concerns, please do not hesitate to approach any one of our **Future Focus Team** members by phone or the entire group at FutureFocusTeam@bscm.org. We will be happy to talk with you about this constitution and bylaws and the future of our convention.

Partners in Advancing God's Kingdom!

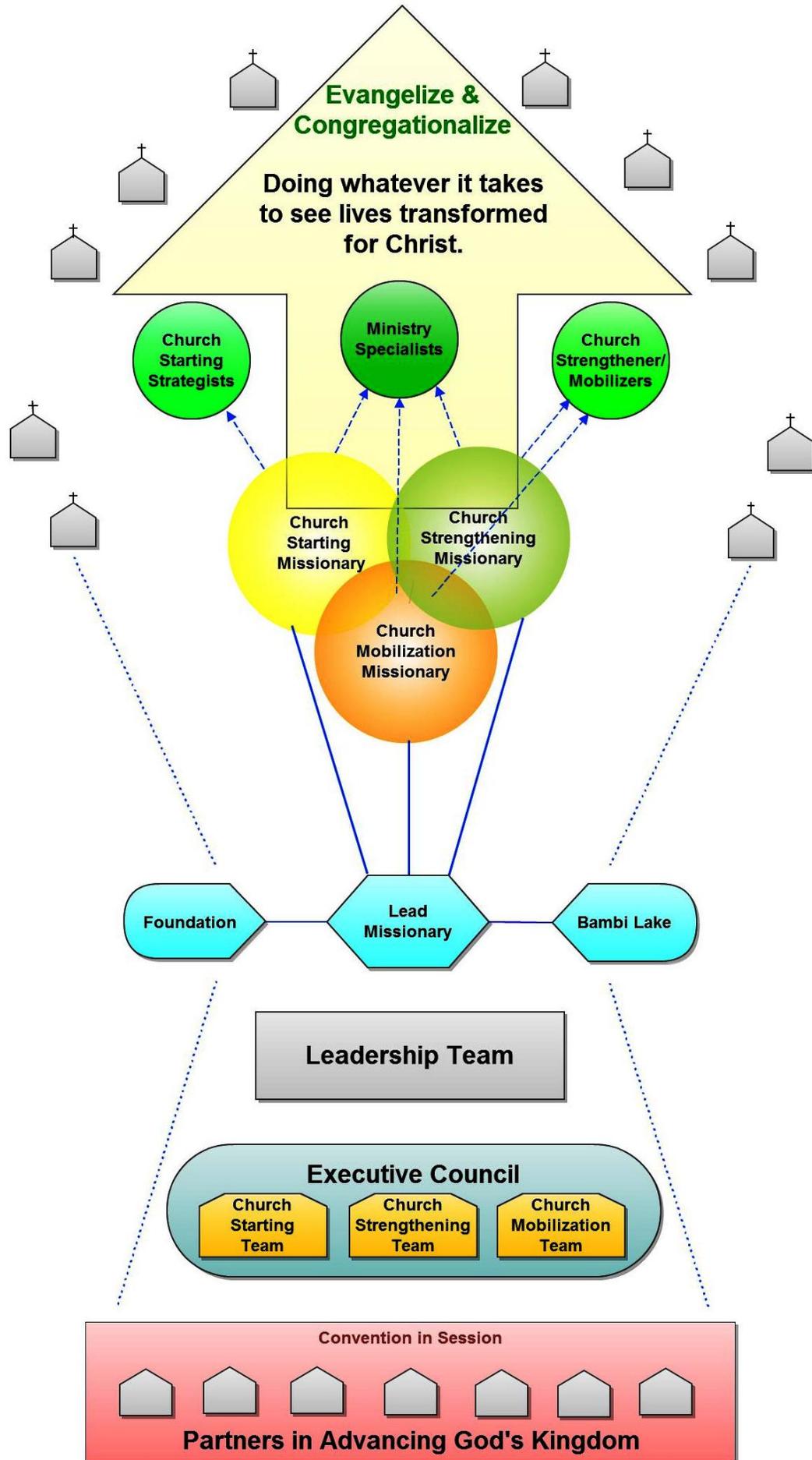
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Enclosures:

- Visual depiction of proposed systems and structure for the state convention
- Proposed Constitution
- Proposed Bylaws

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BAPTIST STATE CONVENTION OF MICHIGAN

Proposed Constitution and Bylaws

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PROPOSED Constitution of the BAPTIST STATE CONVENTION OF MICHIGAN Fenton, Michigan

PREAMBLE

We declare and establish this Constitution and Bylaws to preserve and secure the principles of our faith and to govern this body in an orderly manner (1 Corinthians 14:40), while striving to resource the unique God-given vision of every cooperating congregation in fulfilling the Great Commission both locally and globally. This Constitution and Bylaws supersedes any or all other Constitution and Bylaws previously adopted by Baptist State Convention of Michigan, Fenton, Michigan.

ARTICLE I - NAME AND LOCATION

This body will be known as the Baptist State Convention of Michigan, hereinafter referred to as the Convention. This Convention was incorporated as a non-profit organization, located in Michigan, on December 3, 1957 in accordance with the laws of the state of Michigan.

ARTICLE II - RELATIONSHIPS

While autonomous in its own affairs, the Baptist State Convention of Michigan recognizes the autonomy of other Baptist bodies and claims no authority over any church, association, or convention. However, the Convention may rescind the affiliation of any church, which will, in the judgment of the Convention, depart in doctrine or practice from the affiliation qualifications set forth in the Constitution and Bylaws.

The Convention is open to cooperation with other Christian bodies insofar as the Convention determines that such cooperation does not compromise the doctrinal integrity of the Baptist State Convention of Michigan.

ARTICLE III –VISION AND MISSION

Section 1. Vision

The convention of churches known as the Baptist State Convention of Michigan exists to be *“Partners in Advancing God’s Kingdom!”*

Section 2. Mission

Our Convention of churches will accomplish its vision by *“Doing whatever it takes to see lives transformed for Christ through starting, strengthening and mobilizing churches.”*

ARTICLE IV - AUTHORITY

Section 1. Authority

The Convention has full authority for carrying on its work to fulfill the provisions of this Constitution and Bylaws, including the right to receive and disburse funds, own property, and carry on any other activities necessary for implementation of its mission.

Section 2. Autonomy

The Convention has no authority over any church or the right to interfere with the rights and autonomy of the churches, recognizing that each church is sovereign and independent in all its matters. Therefore, the Convention is not responsible for individual decisions of its affiliated churches. The basis for operation in the Convention is in the spirit of voluntary cooperation in work and fellowship.

Section 3. Doctrine

The Bible is the sole authority upon which all doctrinal issues are settled. The **Baptist Faith and Message 2000** is a broad description of historic Baptist doctrines and serves as the general statement of faith for the Convention. Churches affiliating with the Convention will be in agreement with this statement of faith.

Session 4. Consultation

The Convention is at liberty to consult with any of the churches on matters related to the work of ministry.

Section 5. Jurisdiction

The Convention has jurisdiction over the seating of all messengers and may refuse to seat messengers from any church that it deems to be unsound in faith, practice, or conduct based on a recommendation from the Executive Council.

Section 6. Dismissal

Churches who fail to fulfill the requirements of a cooperating church will be dismissed according to Article III, Section 4 of the Bylaws.

ARTICLE V – AMENDMENTS**Section 1. Proposing an Amendment**

A proposed amendment will be submitted to the Leadership Team not less than ninety (90) days prior to the annual session.

1. With the approval of the Leadership Team, the amendment is submitted to the Executive Council prior to the annual session.
2. With the approval of the Executive Council, the amendment will be presented and voted on at the annual session.
3. If the proposed amendment is rejected by the Leadership Team or the Executive Council the person proposing the amendment will be notified in writing.

Section 2. Appeal Process for Rejected Amendment

A proposed amendment rejected by the Leadership Team and/or the Executive Council may be presented by the original author of the amendment to the Convention in annual session. Once submitted, the proposed amendment will be voted on at the next annual session of the Convention.

Section 3. Approval of Amendment

A two-thirds (2/3) affirmative vote of the messengers present and voting will be required for approval.

Section 4. Amendment Approval

The proposed amendment will become effective at the close of the annual Session of the Baptist State Convention of Michigan in which it is properly considered and approved.

PROPOSED Bylaws of the BAPTIST STATE CONVENTION OF MICHIGAN Fenton, Michigan

ARTICLE I – LEADERSHIP STRUCTURE

Section 1. Executive Council

1. **Purpose:** The Executive Council will be elected by the Convention at its annual session for the purpose of giving oversight to its cooperative work and affairs between annual sessions.
2. **Membership:** The Executive Council will be comprised of the elected Convention officers, immediate past president, Team Leaders of the Mission-Action Teams and the Lead Missionary/Executive Director-Treasurer. This council will have a minimum of thirty (30) members. The Leadership Team will request nominations from each association to serve on the three (3) Mission-Action Teams, which make up the Executive Council. These individuals should display a passion for church starting, church strengthening, or church mobilization. Two (2) nominations will be requested for each Mission-Action Team. The intention is that at least one (1) of these nominations be appointed to each team. The Leadership Team may also nominate up to fourteen (14) members-at-large.
3. **Eligibility:** Members of this council or its affiliated teams must have been a member of the same cooperating church for at least one (1) year. No person, or their spouse, who is an employee of the Convention, or any other Southern Baptist Convention (SBC) entity, will be eligible for membership in this body (an employee is defined as any person who receives a W-2 from the Convention or any SBC entity).
4. **Term:** Executive Council members will serve for no more than two (2) terms of three (3) years. A person elected to complete an unexpired term of less than two (2) years will be eligible for re-election for two (2) full terms. After a member's term limit is fulfilled, one (1) full year must elapse before the individual is eligible for re-election to any Mission-Action Team.
5. **Responsibilities:** The Executive Council will have the responsibility and authority to administer the Convention's work and business between annual sessions. This authority includes buying, selling, leasing and receiving real and personal properties. Such decisions will be accomplished by a two-thirds (2/3) vote of the Executive Council. The Executive Council will recommend the budget and make a report of all its work to the Convention at the annual session.

Section 2. Mission-Action Teams

1. **Purpose:** The Mission-Action Teams will be empowered to help the Convention fulfill its stated vision and mission. Therefore, the Mission-Action Teams will reflect the three (3) priorities of our mission statement: church starting, church strengthening and church mobilization.
2. **Membership, Terms and Eligibility** will be governed by the requirements set forth in the above section by virtue of their relationship to the Executive Council. If a team member becomes a detriment to the effectiveness of the team, that person may be removed by a majority vote of the team members. The Leadership Team will replace the removed team member.
3. **Team Leadership:** The team leader for each Mission-Action Team will be enlisted by the Leadership Team on a year-to-year basis for service. Following their enlistment, team leaders will serve on the Leadership Team.
4. **Meetings:** Each Mission-Action Team will establish its own schedule and protocol for meetings but will be required to bring a report at each meeting of the Executive Council.
5. **The Church Starting Team** will work to resource churches in developing strategies, aligning partners, recruiting and assessing church starters for new churches. This team will join the shared responsibility of mobilizing churches for this Kingdom task. The team will give assistance to the work of the State Missionary for Church Starting.

6. **The Church Strengthening Team** will work to resource churches in developing Kingdom oriented leaders and workers. They are given the task to be resource brokers for the training and equipping needs of our churches. The team will give assistance to the work of the State Missionary for Church Strengthening.
7. **The Church Mobilization Team** will work to resource churches in evangelism and missions, raising the awareness of our cooperative work through education and involvement. They will resource churches to be Acts 1:8 congregations to engage their community, state, nation and world with the Gospel of Jesus Christ. The Church Mobilization Team will help to develop healthy partnerships for advancing God's Kingdom. Further, they will give assistance to the work of the State Missionary for Church Mobilization.

Section 3. Leadership Team

1. **Purpose:** The Leadership Team will be established to deal with the administrative issues of the Convention and the Executive Council allowing the Mission-Action Teams to concentrate on their assigned priorities.
2. **Membership:** The members of this team will be the elected officers, including the past president, the team leaders from the Mission-Action Teams, the Chairperson of the Board of the Michigan Southern Baptist Foundation, the Team Leader of Bambi Lake Advisory Team, and the Lead Missionary/Executive Director-Treasurer.

ARTICLE II – TEAMS, COUNCILS AND TRUSTEES

Section 1. Empowerment of Teams, Councils and Trustees

This Convention will have power to elect such teams, councils and trustees as may be necessary for the handling of the affairs of the Convention. The members of these groups will be enlisted and recommended by the Leadership Team, or a team it appoints, to the Convention in annual session for approval.

Section 2. Unexpired Terms

The Leadership Team may fill an unexpired term when vacancies occur during the year caused by death, resignation, moving from the state, leaving a cooperating church, or by any procedure showing just cause.

Section 3. Reporting

These teams, councils and trustees will make reports at the annual session of all work assigned to them by the Leadership Team, Executive Council or the Convention.

Section 4. Policies and Documents

All teams, councils and trustees will maintain all policies and guiding documents in harmony with the Constitution and Bylaws of the Baptist State Convention of Michigan.

Section 5. Financial Obligations

No teams, councils or trustees will incur a major expenditure of non-budgeted capital funds or create a debt for capital needs except upon authority given by a vote of the Leadership Team and the Executive Council.

Section 6. Liquidation of Assets

No teams, councils or trustees will liquidate major assets without the authority given by a vote of the Leadership Team and the Executive Council. The Michigan Southern Baptist Foundation will abide by its own guiding documents.

ARTICLE III – MEMBERSHIP

Section 1. Messengers

The Convention in session will be composed of messengers who are members of cooperating Southern Baptist churches, or non-self supporting new churches and are selected by their congregations.

Section 2. Cooperating Churches

A church will be considered a cooperating church:

1. When it supports the vision, mission, and doctrinal statement of the Convention,
2. Once it has gone through a credentialing process:
 - a. Preferably, through a local association, or
 - b. Alternately, through the Leadership Team if no associational process is completed,
3. When it has submitted an Annual Church Profile within the preceding eighteen (18) months, and
4. When it has contributed financially through the Convention to the Cooperative Program within the preceding eighteen (18) months.

Section 3. Credentialing

The credentialing process through the Convention will be as follows:

1. Churches will be encouraged to go through the credentialing (or affiliation process) of their local association. That process will be accepted by the Convention once a "Letter Recommending Affiliation" has been received from the association.
2. If a church chooses not to affiliate through an association, the Leadership Team, or a team of their choosing, will work with the leadership of the church through an application process that will include, at minimum:
 - a. Submitting a membership application,
 - b. A current church constitution and bylaws,
 - c. Articles of faith, and
 - d. At least one interview with church leadership.
3. The applying church must agree to be a cooperating church as defined in Article III, Section 2, if accepted after the credentialing process.
4. A minimum six (6)-month watch care period will be required of all new affiliating churches, not affiliated through a local association.
5. The Leadership Team, or a sub-team thereof, will make their recommendation to the Executive Council, who may accept or reject the church as a cooperating church, upon a majority vote.

Section 4. Dismissal

Churches who subsequently fail to fulfill the requirements of cooperation will be dismissed as noted:

1. As soon as possible after the close of the annual session, the Leadership Team will be responsible to check all available records to determine whether there are churches failing to meet all expectations of a cooperating church, as described in Article III, Section 2.
2. During the course of the year, the Leadership Team will make every effort to encourage non-cooperating churches to begin fulfilling all of the expectations of a cooperating church.
3. The Lead Missionary/Executive Director-Treasurer of the Convention or his designee will assume responsibility for communicating with churches who fail to meet the requirements of a cooperating church.
4. Affiliation will be terminated automatically if a church is no longer supportive of the Convention's stated guidelines for a cooperating church (as noted in Bylaws Article III, Section 2) after a period of eighteen (18) months.
5. If a church demonstrates good cause, this provision for termination can be temporarily waived in writing for six (6) month increments, up to two extensions, at the discretion of the Leadership Team.

Section 5. Representation

Resident membership, as reported on the Annual Church Profile, will determine messenger representation of cooperating churches in the Convention. Messengers will be sent from cooperating churches using the following guidelines.

Each cooperating church that has:

- a. **1-50** resident members will be entitled to eight (8) total messengers, including the pastor.
 - b. **51-100** resident members will be entitled to up to nine (9) total messengers, including the pastor.
 - c. **101-150** resident members will be entitled to up to ten (10) total messengers, including the pastor.
 - d. **151-200** resident members will be entitled to up to eleven (11) total messengers, including the pastor.
 - e. **201-250** resident members will be entitled to up to twelve (12) total messengers, including the pastor.
 - f. **251-300** resident members will be entitled to up to thirteen (13) total messengers, including the pastor.
 - g. **301-350** resident members will be entitled to up to fourteen (14) total messengers, including the pastor.
 - h. **351+** resident members will be entitled to up to fifteen (15) total messengers, including the pastor.
2. A cooperating church start, which is not self-supporting, will be entitled to four (4) total messengers, including the pastor/planter.

Section 6. Challenge to Seating Messengers

Any motion challenging the seating of messengers from any Convention church will only be presented in writing by a messenger in an annual session and will be automatically referred to the First Vice-President:

1. When a challenge is made, the First-Vice President will appoint a team to study the challenge and bring a report at the beginning of the first scheduled business session of the Convention.
2. Upon recommendation of the study team, the Convention in annual session reserves the right to not seat messengers from any church for failing to conform to these membership bylaws, by a two-thirds (2/3) vote of the messengers present and voting.

ARTICLE IV – MEETINGS

Section 1. Executive Council will meet a minimum of three (3) times annually.

Section 2. Leadership Team will meet at least once quarterly.

Section 3. Notification

1. Notice of regular meetings must be provided a minimum of fourteen (14) calendar days prior to the meeting date.
2. Notice of special meetings must be provided a minimum of ten (10) calendar days prior to the meeting date. The agenda for called meetings is restricted to the agenda distributed in the notification of the meeting.
3. Notice of an emergency meeting will be given in the timeliest manner possible. An emergency meeting can be called if a situation is deemed of the utmost gravity as determined by one-half (1/2) of the members of the Leadership Team. The agenda for an emergency meeting is restricted to the agenda distributed in the notification of the meeting.
4. Notice must be given by the appropriate leader:
 - a. Annual Session – President and/or Lead Missionary/Executive Director-Treasurer
 - b. Executive Council – President and/or Lead Missionary/Executive Director-Treasurer
 - c. Leadership Team – President and/or Lead Missionary/Executive Director-Treasurer
 - d. Mission-Action Teams – Mission-Action Team Leader and/or State Missionary Leader
 - e. Michigan Southern Baptist Foundation –Chairperson of the Board and/or Lead Missionary/Executive Director-Treasurer
 - f. Bambi Lake Advisory Team – Team Leader and/or Camp Manager and/or Lead

- Missionary/Executive Director-Treasurer, with at least two in agreement.
- g. Other Teams – Team Leader(s)

Section 4. Quorum¹

A quorum for any properly called meeting of the Convention, Executive Council, Leadership Team, Teams, or other organized groups will consist of those in attendance.

Section 5. Parliamentary Procedure

The most current edition of *Robert's Rules of Order*, will be the standard for parliamentary procedure for meetings of the Convention where deemed necessary. It will be acceptable for Convention groups to use a "relaxed approach" of *Robert's Rules of Order* with group consensus.

Section 6. Parliamentarian

The President will appoint one or more parliamentarians for meetings, when needed.

ARTICLE V – OFFICERS

Section 1. Election of Officers

1. The officers of the Convention will be President, First Vice-President, Second Vice-President, Recording Secretary, and Assistant Recording Secretary.
2. The officers will be elected and installed annually by the Convention with their term beginning at the end of the annual session.
3. Convention officers will be elected in the order of their rank, beginning with the President. Nominations will be made from the floor, with the prior consent of the nominee.
4. To be eligible for nomination as an officer of the Convention, a person must have been a member of the same cooperating church for at least the preceding one (1) year.
5. To be eligible for nomination as an officer of the Convention, a person's church must be giving at least five percent (5%) of undesignated receipts to the Convention through the Cooperative Program.
6. In the case of a vacancy of an office, the officers will succeed in order. In the case of the Second Vice-President or Assistant Recording Secretary, the Leadership Team will elect someone to complete the term until the next annual session.
7. No person employed by the Convention or any other Southern Baptist Convention (SBC) entity, or their spouse, will serve as an officer of the Convention (an employee is defined as any person who receives a W-2 from the Convention or any SBC entity).

Section 2. Duties of Officers

1. **President** - The President will preside over meetings of the Convention, the Leadership Team, and the Executive Council. In agreement with the Lead Missionary/Executive Director-Treasurer and/or Leadership Team, the President will have authority to appoint ad hoc or special teams.
2. **First Vice-President** - The First Vice-President will preside at all meetings in the absence of the President, or at the President's request. This officer will serve as the registration officer of the convention. The First Vice-President will automatically accede to the office of the President in the event the office becomes vacant and will be a member of the Leadership Team and Executive Council.
3. **Second Vice-President** - The Second Vice-President will preside at the meetings of the Convention in the absence of the President and First Vice-President, or at their request, and will accede to the office of First Vice-President if that office is vacated. The Second Vice-President will be a member of the Leadership Team and the Executive Council.

¹ *This procedure for determining quorum is stated here as recommended by our convention's legal counsel. On a practical level, all meetings will be properly promoted as noted in this document to ensure good attendance at meetings. This provision also is helpful since our convention of churches are spread over a very large geographical area. It would be poor stewardship to ask members to drive long distances to a meeting that is canceled upon arrival due to the quorum being missed by even one person.*

4. **Recording Secretary** - The Recording Secretary will keep minutes of the annual session of the Convention and all meetings conducted by the Leadership Team and the Executive Council. The Recording Secretary will be a member of the Leadership Team and the Executive Council.
5. **Assistant Recording Secretary** - The Assistant Recording Secretary will keep minutes of all Convention proceedings in the absence of the Recording Secretary, and will accede to the office of Recording Secretary if that office is vacated. The assistant Recording Secretary will also perform other duties at the request of the Recording Secretary. The Assistant Recording Secretary will be a member of the Leadership Team and the Executive Council.

Section 3. Term of Office

1. The President, First Vice-President, and Second Vice-President will be elected annually and can serve no more than two (2) consecutive years in each position.
2. The Recording Secretary and Assistant Recording Secretary will be elected annually to serve no more than five (5) consecutive years in each position.

ARTICLE VI – CONVENTION EMPLOYEES / STAFF

Section 1. Employment

1. The Lead Missionary/Executive Director-Treasurer, State Missionaries, Church Starter Strategists, Church Strengtheners/Mobilizers, and full-time Ministry Specialists will be employed by the Executive Council.
 - a. When there is a vacancy of the Lead Missionary/Executive Director-Treasurer, the Leadership Team will serve as a search team and make the recommendation of a qualified candidate to the Executive Council for approval.
 - b. Upon the vacancy of a State Missionary position, the Lead Missionary/Executive Director-Treasurer will make the recommendation of a qualified candidate to the Leadership Team and the Executive Council for approval.
 - c. When hiring Church Starter Strategists, Church Strengtheners, and full-time Ministry Specialists the appropriate State Missionary in consultation with the Lead Missionary/Executive Director-Treasurer will make the recommendation of a qualified candidate to the Leadership Team and Executive Council for approval.
 - d. The Executive Ministry Assistant will be hired by the Lead Missionary/Executive Director-Treasurer.
 - e. Ministry Assistants will be hired by the Lead Missionary/Executive Director-Treasurer and his Executive Ministry Assistant in consultation with the appropriate State Missionary Leader(s).
 - f. The Lead Missionary/Executive Director-Treasurer, State Missionaries, Church Starter Strategists, Church Strengtheners, and Ministry Specialists will be an active member of a cooperating church of the Convention.
2. Part-time Ministry Specialists will be employed/dismissed by the State Missionary Leader with approval of the Lead Missionary/Executive Director-Treasurer and the Leadership Team.

Section 2. Employee Policies

The Leadership Team will maintain an Employee Policy and Procedure Manual that will define all policies, relationships, job descriptions, and other information related to the employees of the Convention.

Section 3. Dismissal of Employees

The Leadership Team may discharge any employee of the Convention that it determines to be ill suited to the position held or has engaged in conduct injurious to the Convention. If an appeal is made by the discharged employee, the Leadership Team may suspend the employee from the duties of his employment until the Executive Council has considered the appeal and action is taken. Any discharged employee, regardless of the reason for discharge, will be paid their regular salary through the notice period set forth in the Employee Policy and Procedure Manual at the time of employment.

ARTICLE VII – BOARDS / INSTITUTIONS

Section 1. Michigan Southern Baptist Foundation

1. The Convention will relate to the Foundation in accordance with the governing documents of each organization.
2. The Convention will have power to elect such trustees as may be necessary for the handling of the affairs of the Foundation.
3. The term of service for trustee members will be three (3) years. Members are eligible for two (2) successive terms.
4. The Chairperson of the Trustees will serve on the Leadership Team of the Baptist State Convention of Michigan.

Section 2. Bambi Lake Baptist Conference and Retreat Center

1. A Bambi Lake Advisory Team, of not less than nine (9) members, will be elected in accordance with Article I, Section 1.
2. The Bambi Lake Advisory Team will give oversight to the ministry of the camp in collaboration with the Lead Missionary/Executive Director-Treasurer and the Leadership Team.
3. The Team Leader/Facilitator of the Bambi Lake Advisory Team will serve on the Leadership Team of the Baptist State Convention of Michigan.

ARTICLE VIII - ABILITY TO ENTER AGREEMENTS

The Leadership Team will have the authority to approve and submit denominational documents, establish formal partnerships, cooperative agreements, rental agreements, building loans, etc. on behalf of the Convention. All agreements must assist the Convention in the fulfillment of its vision and mission and not be in conflict with the Convention's Constitution or Bylaws.

ARTICLE IX – AUDITS AND FINANCIAL REVIEWS

Section 1. Maintaining Financial Records

The Convention will maintain adequate, current, and correct financial records in accordance with generally recognized accounting principles.

Section 2. Recording of Funds

All funds received and disbursed for all purposes will be properly recorded in the records of the Convention.

Section 3. Financial Audit

An outside audit will be conducted concerning all receipts, disbursements, investments, financial records, and reports every even numbered year. A thorough internal financial review will be done every odd numbered year. These reports will be available for review in the Convention offices to members of Convention churches that are in good standing as cooperative churches.

ARTICLE X – DESIGNATED GIFTS²

From time to time, the Convention in the exercise of its religious, educational, charitable and mission purposes, may establish various funds to accomplish specific goals. Contributors may suggest uses for their

² Contributions that are designated by the contributor for a specific purpose impose a "trust" obligation upon the convention to use the designated funds for that purpose only. For example, if a designation is made for the church starting fund, the amount designated must be used solely for the purpose of starting churches. If the convention receives a designated contribution, there are only three things the convention may legally do with the money: use it for the purpose designated, return the gift to the donor, or have the donor change or remove the designation. To avoid being required to ask the donor for permission to use the funds for a purpose other than the designated purpose, the bylaws should contain a specific provision making gift designation advisory only. SOURCE: Christian Law Association

contributions, but all suggestions will be deemed advisory rather than mandatory in nature. All contributions made to specific funds or otherwise designated will remain subject to the exclusive control and discretion of the Executive Council. While the Convention will diligently seek to honor all designated gifts, no fiduciary obligation will be created by any designated contribution made to the Convention other than to use the contribution for the general furtherance of the vision and mission as stated in Article III of the Constitution.

ARTICLE XI – FISCAL YEAR

The fiscal year of the Convention will begin on the first (1st) day of January and close on the thirty-first (31st) day of December each year.

ARTICLE XII – INDEMNIFICATION

Section 1. Indemnification of Directors, Officers, Employees and Agents

The Convention will indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he is or was a director, officer, employee or agent (including volunteers) of the Convention, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding except that no indemnification will be made in respect of any claim, issue or matter as to which such person will have been adjudged to be liable for gross negligence or misconduct in the performance of this duty to the Convention.

Section 2. Authorization of Indemnification

Any indemnification under this Article will be made by the Convention only as authorized in the specific case upon a determination that indemnification of the director, officer, employee or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in this Article. Such determination will be made by the Executive Council by a majority vote consisting of a director or members who were not parties to such action, suit or proceedings.

Section 3. Non-Exclusive Indemnification

The indemnification provided by this Article will not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under the Convention's Articles of Incorporation or constitution, statutes, regulations, and agreement, any insurance purchased by the Convention, vote of the disinterested director, members or otherwise, and will continue as to a person who has ceased to be an officer, employee or agent of the Convention and will be to the benefit of the heirs and personal representatives of such person.

Section 4. Insurance

The Convention will have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Convention, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Convention would have the power to indemnify him against such liability under the provision of this Article.

ARTICLE XIII – BINDING ARBITRATION³

In the event of any dispute, claim, question, or disagreement arising out of or relating to these bylaws or any other Convention matter, the parties involved will use their best efforts to settle such disputes, claims, questions, or disagreement as befits Christians. To this effect, they will consult and negotiate with each other in good faith and, recognizing their mutual interests not to disgrace the name of Christ, seek to reach a just and equitable solution. If they do not reach such solution within a period of sixty (60) days, then upon notice by either party to the other, disputes, claims, questions, or differences shall be finally settled by arbitration as described in the Employee Policy and Procedure Manual.

ARTICLE XIV – AMENDMENTS⁴

Section 1. Proposing an Amendment

A proposed amendment to the bylaws by any person will be submitted to the Leadership Team not less than sixty (60) days prior to the annual session.

1. With the approval of the Leadership Team, the amendment will be submitted to the Executive Council during the meeting prior to the annual session.
2. With approval by the Leadership Team and the Executive Council, the amendment will be presented at the annual session for debate and decision.
3. The Convention will approve the amendment by a simple majority of the messengers present and voting.

Section 2. Notification

If the proposed amendment is rejected by the Leadership Team or the Executive Council, the person proposing the amendment will be notified in writing.

Section 3. Proposal of Rejected Amendment

A proposed amendment rejected by the Leadership Team and/or the Executive Council may be presented by the original author of the amendment to the Convention in annual session. Once submitted, the proposed amendment will require a three-fourths (3/4) majority for approval.

Section 4. Amendment Approval

The proposed amendment will become effective at the close of the annual session of the Baptist State Convention of Michigan in which it is properly considered and approved.

³ *Bylaws need to provide that all disputes between individuals and the convention cannot be litigated in the civil courts as this is Biblically forbidden among Christians but, if such a dispute does arise, that the matter would be arbitrated in a Biblically based Christian manner. We recommend that you not use just any secular arbitration procedure. Procedures must be developed that will insure that the dispute is handled in a Scriptural manner. SOURCE: Christian Law Association*

⁴ *We recommend that conventions make the amendment process simple because circumstances may arise which create a need to change the convention bylaws. A simple amendment process leaves the convention with the necessary flexibility to address new concerns and developments in a timely manner. The convention bylaws should address when the convention bylaws may be amended, who may vote to amend the convention bylaws, and what type of majority is necessary for the adoption of the amendment (simple majority, two-thirds, or three-fourths). SOURCE: Christian Law Association*