

## **BY-LAWS**

American Baptist Churches of Indiana and Kentucky  
Adopted October 2, 2010

### **ARTICLE I NAME AND AFFILIATION**

Section 1. The corporate name of this organization shall be the Indiana Baptist Convention, Inc. doing business as the American Baptist Churches of Indiana and Kentucky (hereinafter referred to as the Region.)

Section 2. The organization shall be a covenanting Region of the American Baptist Churches, in the USA (hereinafter referred to as ABC/USA) and shall cooperate with ABC/USA in the support of denominational activities. The Region shall provide a means by which the members may communicate with ABC/USA.

### **ARTICLE II MISSION STATEMENT**

Section 1. The mission of the Region is to glorify God and unite our cooperating churches in carrying out ministries which flow from our response to the word of God and the Lordship of Jesus Christ.

Section 2. The Region is an interdependent fellowship of American Baptist churches.

- We are called to be the people of God;  
(Ephesians 2:16)
- we are empowered by the Holy Spirit;  
(Acts 1:8)
- we are called to be a united people;  
(John 17:21)
- we are commissioned by Christ to bear witness and make disciples throughout the world;  
(Matthew 28:19-20)
- we seek to fulfill the saving, healing, liberating work of Christ.  
(Luke 4:18-22)

Section 3. It is the intention of the Region to rely on the gifts of all cooperating churches, regardless of size, and all their members, regardless of age, clergy, ethnicity, gender, geography, laity, or ministry position. We shall empower all members of cooperating churches to participate equally under the guidance of the Holy Spirit to carry out the common task of ministries which flow from our response to the word of God and the Lordship of Jesus Christ.

### **ARTICLE III DEFINITIONS**

Areas: Geographical area assignments for the cooperating churches.

Associations: Congregations, usually in a geographical proximity, who voluntarily agree to cooperate with one another for the purpose of fellowship, worship, accountability and training.

Biennial Meeting: The scheduled gathering of cooperating churches for the purpose of worship, growth, fellowship, communication and for conducting the business of the Region.

Class Year: The group of Board members elected in a given year.

Committee: A group with a regular and diverse task, whose membership shall be designated, including term of office when assigned.

Cooperating Churches: Members of the Region.

Delegates: Representatives from each cooperating church of the Region who are entitled to vote at a Biennial Meeting.

Executive Staff: The Executive Minister, the Associate Executive Minister, and the Region Resource Ministers, and program staff.

Institutional Support Process Ministries: Organizations which are inter-region in nature, but complimentary to the Region's purposes and programs.

Region: Indiana Baptist Convention, Inc. doing business as the American Baptist Churches of Indiana and Kentucky.

Region Board: The group composed of the Region officers and Region elected members, responsible for conducting business for the Region between the Region's Biennial Meetings.

Related Organizations: Organizations of people from the cooperating churches which further the mission of the Region and give tangible evidence of supporting the Region's purposes and programs.

Task Force: A group whose membership, task, and length of service shall be designated by the appointing group. Normally the task will be achievable within a short period of time and is non-recurring and narrow in scope.

Written notice: Correspondence served through U.S. Postal Service postage prepaid.

## **ARTICLE IV MEMBERSHIP**

Section 1. The constituency of the Region shall be cooperating churches, Related Organizations, and Institutional Support Process Ministries which cooperate with its work.

A. The Region and its members shall be autonomous, interdependent bodies in voluntary relationships. The Region shall maintain a relationship with the ABC/USA. Member churches of the Region may choose to relate to the ABC/USA and the region or only to the Region.

Section 2. Expectations of Cooperating Churches.

2.1 When a church lies within the geographic boundaries of an association within the Region desires membership in the Region it shall apply through either the Association, or Region, whichever is appropriate. Each application shall first be approved by the Association, and then acted on by the Region Board at its next regular meeting. Under extraordinary circumstances the Region Board may receive a congregation into Region membership without prior action by an Association.

2.2 Congregations seeking membership shall present evidence of support of the Region's purposes, programs and a commitment to make regular and proportionate contributions to the mission budget of the Region and/or ABC/USA organizations and institutions recognized by the Region.

2.3 Congregations may be dismissed from membership upon their request or by recommendation from their Association. The Region Board shall act upon the request.

Section 3 Expectations of Related Organizations.

3.1 These organizations will normally be separate corporate bodies with their own managing boards. They shall be regional in scope and give tangible evidence of supporting the Region's purposes and programs.

3.2 The Region Board shall have the authority to review applications and grant membership to a related organization which is regional in scope.

Section 4. Expectations of (There will be a new name) Institutional Support Process Ministries.

4.1 These organizations are inter-region in nature, but complimentary to the Region's purposes and programs. They seek to relate to the Region and its congregations. Institutional Support Process Ministries shall be entitled to send a representative to the Region's Biennial Meetings, but without vote and privilege.

4.2 The Region Board shall have the authority to review applications and grant membership to an Institutional Support Process Ministry which is inter-regional in scope.

Section 5. Statement of Autonomy and Interdependence.

5.1 The American Baptist Churches of Indiana and Kentucky shall comply with the ABC/USA Declaration on Autonomy and Interdependence adopted by the Region Board on May 31, 1984. The document is attached as Appendix A.

**ARTICLE V  
BIENNIAL AND SPECIAL MEETINGS OF THE REGION**

Section 1. There shall be a Biennial Meeting of the Region, in the even numbered years at a time and place determined by the Region Board.

Section 2. A special meeting of the Region can be called by 1/3 of the delegates at a Biennial Meeting or by the Region Board, provided thirty (30) days written notice has been given to the cooperating churches.

Section 3. One hundred (100) delegates with representation from all Areas shall constitute a quorum.

Section 4. Each cooperating church of the Region shall be entitled to appoint three (3) persons plus an additional person for each fifty (50) resident members of the congregation to serve as delegates to the Region's Biennial meeting.

4.1 The voting members from a Cooperating member church which chooses to relate only to the Region, but not to the ABC/USA, shall have full voting privileges except they may not vote on matters relating to the "Covenant of Relationship"(Appendix B) between the Region and ABC/USA or the election of ABC/USA General Board members. These voting privileges and restrictions shall also apply to Region Board members.

**ARTICLE VI  
PARLIAMENTARY AUTHORITY**

Section 1. Any proposals or motions which shall affect the structure of this Region to be acted upon by the delegates at the Region's Biennial Meeting shall be presented in written form to the Region Board at least one hundred twenty (120) days prior to the Biennial Meeting.

Section 2. In all situations not specifically covered by these By-Laws and Rules of Procedure, the most recent revision of Roberts Rules of Order shall be used as a basis of parliamentary authority. Prior to each Biennial Meeting the President shall appoint a Parliamentarian.

**ARTICLE VII  
OFFICERS OF THE REGION**

Section 1. Officers of the Region shall be President, Vice-President, Secretary, and Treasurer. No salaried employee of the Region shall be eligible as an officer of the Region.

Section 2. Officers shall perform the duties prescribed by the Rules of Procedure.

Section 3. The Region Nominating Committee shall nominate the officers at the Region's Biennial Meeting. The election of all officers shall be by ballot. When there is only one (1) nominee for an office, the Secretary shall cast an elective ballot.

Section 4. The term of office shall be two (2) years, from the close of the Biennial Meeting at which they are elected until the close of the next Biennial Meeting. The President and Vice-President shall not be eligible to serve more than one (1) term in their respective position in any six (6) year period. The President shall have served on the Region Board prior to being nominated and elected. The Secretary and the Treasurer shall not be eligible to serve more than two (2) consecutive terms.

**ARTICLE VIII  
REGION BOARD**

Section 1. The Region Board shall have all of the powers of the Region except as limited by the By-laws, Rules of Procedure, or specific action of the Region in session.

Section 2. The Region Board shall be composed of the following persons:

2.1 Officers of the Region. (See By-laws, Article VII)

2.2 Region elected members. There shall be at least seven (7) and no more than eleven (11) members, each assigned to a class year, elected by the delegates at Biennial Meetings. The members shall be elected to serve four (4) years, with alternating classes being elected at each Biennial. The member shall take office at the close of the Region's Biennial Meeting at which the member is elected. Region elected members shall not be eligible to serve more than one (1) term consecutively.

2.2.1 Members of the Region Board must be a member in good standing of an ABC/IN-KY cooperating congregation.

2.3 No less than 1/3 of the Region Board shall be clergy. No less than 1/3 of the Region Board shall be laity. No less than 2 board members shall be chosen from churches with average worship attendance of a) less than 50; b) 51-110; and c) over 110. A good faith attempt will be made to reflect diversity in the areas of age, ethnicity, gender, and geography. In keeping with the good faith attempt, these numbers will be reported as the Region Board is elected.

2.4 The members of the Region Board and its officers are accountable only to the Region.

Section 3. No salaried employee of the Region shall be eligible for election to the Board.

Section 4. The officers of the Region, or person(s) designated by the Board, shall be empowered to sign all legal documents of the Board.

Section 5. There shall be at least two (2) regular meetings of the Region Board annually.

Section 6. Members of the Region Board shall forfeit their office upon failing to attend two (2) consecutive Region Board meetings without an excused absence

Section 7. The Region Board is empowered to fill any vacancy of an officer, or Region elected member by election at its next regular or called meeting.

Section 8. The Region Board shall perform the duties prescribed in the Rules of Procedure in addition to the following:

- a. Establish and maintain the Rules of Procedure;
- b. Conduct business for the Region;
- c. Set goals in keeping with the mission of the Region;
- d. Establish a monetary policy;
- e. Manage the assets of the Region;
- f. Employ Executive Staff.

## **ARTICLE IX AREAS OF THE REGION**

Section 1. The Region shall be divided into geographic Areas, in order to develop programming and ministries to meet the specific needs of cooperating churches, accessing the resources of the Region as well as those of the local churches. The geographical boundaries of the Areas shall be determined by the Region Board.

## **ARTICLE X REGION STAFF**

Section 1. The Region will be served by a staff of professional ministers and support persons under the accountability and supervision of the Executive Minister.

## **ARTICLE XI INDEMNIFICATION AND DISSOLUTION**

Section 1. The Region shall indemnify and hold harmless members of the Region Board and its officers except for reckless and/or criminal behavior.

Section 2. Upon the dissolution of the Region the assets of the Region shall be distributed exclusively to its successor, if it qualifies as an organization recognized under the provision of Section 501(c)(3) of the current Internal Revenue Code and its regulations, or if not qualified, then to ABC/USA, or its successor as an organization recognized under the provision of Section 501(c)(3) of the current Internal Revenue Code and its provisions.

## **ARTICLE XII AMENDMENTS**

Section 1. The By-Laws may be amended at any Biennial Meeting of the Region by two-thirds vote of the delegates present and voting, provided: that such amendments have been approved at a meeting of the Region Board and that an announcement of the intended action and copies of the proposed amendments have been given with written notice to cooperating churches at least thirty (30) days in advance of the Biennial Meeting where such action is anticipated.

Section 2. These By-Laws may be placed in abeyance by two-thirds vote at any Biennial Meeting of the Region, provided that thirty (30) days written notice be given to cooperating churches. The written notice shall include alternative structure for the period of the abeyance. This abeyance may be in place for a period of no more than two years.

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