

BYLAWS  
AMERICAN BAPTIST CHURCHES OF NEW YORK STATE

ARTICLE I  
OBJECT

The object of the American Baptist Churches of New York State as set forth in its Act of Incorporation is:

- 1) To promote in the State of New York the preaching of the Gospel, ministerial and general education, the establishment, maintenance and assistance of Baptist churches, missions and Bible schools, and the care of worthy pastors, their wives/or widows and their dependent children.\*\*
- 2) To give expression to the opinions of its constituency upon moral, religious and denominational matters.
- 3) To promote denominational unity and efficiency in efforts for evangelization of the world.
- 4) To support earnestly the work of cooperating organizations of the American Baptist Churches in the U.S.A. and by affiliation with that convention to promote its plan and work.
- 5) To acquire in the State of New York sites in contemplation of the erection of houses of worship and other buildings; to erect any building or buildings it may regard advantageous to any of the objects herein specified and
- 6) To accept either absolutely or in trust for any of the purposes hereinbefore expressed, any gift, grant, or devise of any real or personal property.

(The above statement of the object does not intend to alter in any way the statement of the object of the American Baptist Churches of New York State, formerly The New York State Baptist Convention, as found in the Act of Incorporation.)

\*\*The above article and statement is stated in accordance with New York State law. The mission and purpose of the American Baptist Churches of New York State is to be inclusive of all peoples.

ARTICLE II

PREAMBLE AND PURPOSE

Section 2.1 The following preamble and purpose are intended to interpret the identity and object of the American Baptist Churches of New York State but are not intended in any way to alter the statements of identity and object as found in the Act of Incorporation, most recently amended in 1974 under the Laws of New York, chapter 237.

Section 2.2 The American Baptist Churches of New York Sate is an expression of the church in which American Baptist congregation unite. Since Christ is the 'head' of the church, every expression seeks to

order its life in response to contemporary need in accordance with God's will made known in the Scriptures. Aware of the importance of creative diversity in discerning the leading of the Holy Spirit, American Baptists seek to maintain such balance of freedom and order as will keep all parts of the Baptist community open to God's guidance in Scripture and in daily life.

The American Baptist Churches of New York State acknowledges a common faith and ministry in Christ with other churches and denominations which may be quite different from them in history, polity and practices; and also confesses that churches must respond faithfully in the light of God's word his will when it is made manifest outside the fellowship of any expression of the church.

Section 2.3 The purpose of the American Baptist Churches of New York State is to bear witness to the Good News of Jesus Christ (without implying an order of preference) by:

- 1) Sustaining, strengthening, equipping, and establishing local congregations and other church agencies for ministry to their members and their communities;
- 2) Developing a sense of community, caring support and mutual ministry among all cooperating and covenanting bodies.
- 3) Initiating and sustaining innovative or specialized forms of mission on behalf and in support of the churches to effect change in individuals and institutions;
- 4) Providing a means of influence and action in areas of moral, economic, political and social concern;
- 5) Encouraging involvement in mission within the American Baptist family and in collaboration with other Christian and religious bodies and secular agencies.

### ARTICLE III MEMBERSHIP AND REPRESENTATION

Section 3.1 The membership of the American Baptist Churches of New York State (hereafter described as ABC/NYS) is composed of all congregations affiliated with it as of the effective date of these bylaws and will include those congregations that thereafter apply for and are granted membership under standards adopted by the Board of Mission as specified in its Rules of Procedure Section 1.1.

Section 3.2 After application and upon the recommendation of two (2) sponsoring member churches, or by acceptance to membership to one of the Region's member Associations, the Board of Mission may admit to membership any church that will pledge to meet its standards as specified in its Rules of Procedure Section 1.1 and the standards for membership of the American Baptist Churches in the USA.

Section 3.3 Upon written request of a member church, the Board of Mission may dismiss that church from membership after all attempts at reconciliation as specified in Rules of Procedure Section 1.3 have failed.

Section 3.4 A member church shall be dismissed for cause by a two-thirds (2/3) vote of the Board of Mission, provided, however, that an earnest effort of reconciliation shall have been made and at least thirty (30) days written notice of the meeting to consider the proposal to dismiss is given to all board members and to the affected member church. The member church shall have the right to be represented and answer charges at the meeting. A dismissal may be appealed within ninety (90) days to be presented at the biennial meeting of ABC/NYS, or to a duly called special meeting. A two-thirds (2/3) vote shall be required to reverse the action of the Board.

Section 3.5 Voting membership at biennial or special meetings of ABC/NYS shall include five categories:

- 1) Delegates from member churches;
- 2) Officers of ABC/NYS;
- 3) Members of the ABC/NYS Board of Mission;
- 4) Members of the ABC/NYS Professional staff;
- 5) All regularly ordained American Baptist persons not serving as pastors who are members of an American Baptist church in ABC/NYS.

Section 3.6 Each member church exceeding thirteen (13) resident members as reported in the last ABC/NYS annual may have as delegates for ABC/NYS or area meetings the pastor and one (1) other person plus an additional delegate for each full one hundred (100) resident members, provided, however, that the congregation is also reported as contributing to the basic mission program of the American Baptist Churches in the U.S.A.

#### ARTICLE IV POLITY

The ultimate authority for the American Baptist Churches of New York State shall reside with the voting members assembled in biennial or special meetings.

#### ARTICLE V MEETINGS

Section 5.1 The biennial meeting shall be held in the spring or fall with the specific time and place to be fixed by the Board of Mission, and not less than forty (40) days written notice thereof shall be given each member church.

Section 5.2 Special meetings shall be called by the Executive Minister upon the request of the Board, or at the request of sixty (60) member churches over signatures of their respective clerks, and sixty (60) days written notice shall be given each member church.

- Section 5.3 The notice of each special meeting shall specify the purposes of the meeting, and the business to be conducted thereat shall be so limited.
- Section 5.4 The primary business to be conducted at the biennial meeting shall be:
- a. To elect officers, members of the Board, and the nominating committee;
  - b. To review, as desired, the mission and policies of the ABC/NYS as taken by its officers, Board and staff in the previous biennium;
  - c. To provide direction for the officers, Board and staff;
  - d. To provide for inspiration, fellowship, and information;
  - e. To function in such other matters as it shall reserve to itself.
- Section 5.5 The quorum for transacting business at biennial or special meetings shall be 10% of the potential number of delegates as specified in Article III and as determined by the Executive Minister.
- Section 5.6 The Board of Mission shall provide for inspirational and informative meetings in the alternate years.

## ARTICLE VI OFFICERS

- Section 6.1 The officers of ABC/NYS, each of whom must be a member of a member church, shall be a president, a vice president, a secretary, and a treasurer.
- Section 6.2 The president and vice president shall serve a two (2) year term.
- Section 6.3 The secretary shall serve a two (2) year term and may succeed him/herself once.
- Section 6.4 The treasurer shall serve a two (2) year term and may succeed her/himself.
- Section 6.5 Outgoing officers shall remain in office until the end of the calendar year. Incoming officers shall take office January 1st following the meeting in which they were elected.
- Section 6.6 Resignations of officers shall be presented to and acted upon by the Board of Mission. Vacancies shall be filled by action of the Board of Mission after receiving nominees from the nominating committee.
- Section 6.7 Such duties as may be required of the officers are contained in the Rules of Procedure of the Board of Mission.

ARTICLE VII  
BOARD OF MISSION

Section 7.1 Membership: The Board shall consist of five (5) categories of members:

- a. Officers - The four (4) officers named in Section 6.1
- b. Elected Representatives - One (1) from each Association
- c. At-Large Representatives - Nine (9), one of whom shall be the Chairperson of the Committee on Ministry. The remaining eight (8) will be elected to insure adequate balance in mission concerns
- d. Executive Minister
- e. Recognized Auxiliary Representatives and Board of General Ministries Representatives - Board of General Ministries representatives and presidents of recognized auxiliary organizations shall have vote on all matters except those which would financially encumber the corporation (budget, mortgages, contracts, etc.) and matters dealing with personnel (calling and dismissing of staff, etc.)

Section 7.2 Tenure: Tenure for Board members shall be as follows:

- a. Officers, recognized auxiliary organization presidents, and the Executive Minister as long as they hold office;
- b. Association Representatives and At-Large Representatives shall be elected for a four-year term, and in such manner that one-half (1/2) of the terms shall expire each biennium. Board Representatives so elected shall be ineligible for reelection for a period of two (2) years.
- c. Resignations of members of the Board shall be presented to and acted upon by the Board. Vacancies shall be filled by action of the Board after receiving nominees from the nominating committee.

Section 7.3 Function: The Board shall function per the Rules of Procedure and may exercise between membership meetings all the powers of the ABC/NYS not otherwise listed by these By-laws or resolution by the voting members, including but not limited to the power to:

- a. Set ABC/NYS policy;
- b. Determine ABC/NYS priorities and objectives and evaluate their implementation;
- c. Adopt ABC/NYS budget;

- d. Confirm members of all administrative teams, outreach teams and committees responsible to it (see Rules of Procedure);
- e. Purchase, acquire, receive, hold, lease, sell, convey, mortgage, or otherwise encumber such real or personal property as may be proper or useful in carrying out its purpose including that which may be given, devised, bequeathed or tendered to the corporation.
- f. Appoint and establish conditions of employment for the professional staff; and
- g. Fulfill such other responsibilities as assigned by the voting members in biennial or special session.

ARTICLE VIII  
NOMINATING COMMITTEE

- Section 8.1 The nominating committee shall consist of one (1) elected person from each of the Associations. They shall be elected for a two-year term. Upon completing two (2) terms, they shall be ineligible to serve again for a period of two (2) years. The chairperson shall be named by the president of ABC/NYS from the Association Representatives.
- Section 8.2 Such duties as may be required of the committee are contained in the Rules of Procedure.

ARTICLE IX  
STANDING COMMITTEES

The Board of Mission may create standing committees to conduct its affairs. Said committees shall be set forth in the Rules of Procedure as to their scope and membership.

ARTICLE X  
ASSOCIATIONS

- Section 10.1 Recognizing Associations (as well as local churches) as a primary arena for Christian ministry, ABC/NYS will work in partnership with Associations and/or clusters of churches in order to implement mission.
- Section 10.2 Associations shall be the source of representation on the Board of Mission, the Nominating Committee, and the Committee on Ministry.
- Section 10.3 If an Association fails to nominate a representative(s), the Board of Mission may recognize a cluster of churches to insure their representation in the mission of ABC/NYS.

Section 10.4 Associations not now represented on the Board of Mission may become full partners of ABC/NYS and have representation as described in Section 10.2 through:

- 1) Formal application by letter to the Board of Mission;
- 2) Majority vote of the Board of Mission after recommendation by the Executive Committee.

Section 10.5 Associations are encouraged to work across association boundaries to implement regional ministries.

#### ARTICLE XI AUXILIARY ORGANIZATIONS

ABC/NYS may cooperate with such auxiliary organizations as shall give evidence of supporting its purpose and have been recognized as such by the Board of Mission.

#### ARTICLE XII PARLIAMENTARY AUTHORITY

In all situations not specifically covered by these bylaws and the rules of procedure, the most recent revision of Robert's Rules of Order shall be used as a basis of parliamentary authority.

#### ARTICLE XIII AMENDMENTS

Section 13.1 Amending the Bylaws: with the exception of Article I, these Bylaws may be amended at any meeting of ABC/NYS called for that purpose provided that:

- a. Proposing An Amendment: Written amendment is recommended by a majority of the Board of Mission, or has been given at the previous meeting of ABC/NYS at least two (2) months preceding; and
- b. Publishing A Proposed Amendment: Such amendment has been published in at least one (1) issue of the official publication of ABC/NYS distributed at least two (2) months before the meeting at which the amendment is to be voted upon; or notice of the amendment was mailed to each member church at least one (1) month before the meeting at which the amendment is to be voted upon; and
- c. Approving A Proposed Amendment: Two-thirds (2/3) of the voting members present at the meeting approve the amendment.

Section 13.2 Amending Article I and/or the Act of Incorporation:

Article I and/or the Act of Incorporation may be amended, in accordance with New York State law, at a Biennial meeting of ABC/NYS provided that:

- a. Proposing an Amendment: Written amendment has been given at a previous Biennial meeting of ABC/NYS; and
- b. Publishing A Proposed Amendment: Notice of the amendment was mailed to each member church at least six (6) months before the meeting at which the amendment is to be voted upon; and
- c. Approving A Proposed Amendment: Two-thirds (2/3) of the voting members present at the meeting approve the amendment.

Amended 09-28-2018  
ABCNYS Biennial