

RULES OF PROCEDURE
AMERICAN BAPTIST CHURCHES OF NEW YORK STATE

RULE I. ORGANIZATIONAL RELATIONSHIPS

Section 1.1 Standards for membership in ABCNYS are:

- a. Support the preamble and purpose statement (Sections 2.2 and 2.3 of the Bylaws) of ABCNYS
- b. Contribute a significant portion of its mission gifts to American Baptist missions
- c. Counsel with ABC staff/resources when seeking new pastoral leadership
- d. Participate in decision making through appointment of delegates
- e. Agree to the Common Criteria for Cooperating Churches as found in Rule 5 of the Standing Rules of American Baptist Churches in the USA

Section 1.2 ABCNYS contribution to member churches and Associations

- a. Staff Services
- b. Program Resources
- c. Financial counseling
- d. Training opportunities for church leaders

Section 1.3 Procedure for the withdrawal of churches from American Baptist Churches of New York State and ABCUSA

The Region values the partnership of all our congregations and is therefore committed to a respectful and listening dialogue with congregations that seek to sever their covenantal relationship. We believe the Region and member churches are in a covenant relationship which brings an obligation to seek reconciliation whenever possible. We believe that reconciliation is at the heart of God's work in Christ and at the core of our covenant with member churches. The Board of Mission's procedures require the Region staff to make thorough and faithful attempts at reconciliation. Out of this conviction, the Board of Mission has established the following procedure for churches requesting disassociation:

- a. To begin the process, churches are to contact the Region's Executive Minister. The Board of Mission refrains from taking action on a church's request for disassociation until efforts have been made by the Executive Minister or his/her delegate to discuss the church's plans with church officials and laity. Our ABCNYS Bylaws, Article III, 3.3, reads: "Upon written request of a member church, the Board of Mission may dismiss that church from membership, if all attempts at reconciliation have failed.". If a church should refuse to enter into conversation with the Executive Minister or his/her representative, the Board of Mission has the option to not take action on a church's request for dismissal.
- b. In all cases, the Region requests that churches wishing to disassociate from the Region provide the Region with the following:

Minutes from a business meeting held in conformity with the church's constitution and bylaws, including all notification procedures as set by their bylaws to announce the meeting's time, date, meeting place and the business to be considered.

At that meeting the congregation must then vote to amend its affiliation, if a particular denominational affiliation is stated in the church's bylaws. Minutes must be taken at the meeting and preserved in order to protect the trustees and the congregation.

The minutes must include the date of the meeting, a record of the wording of the motion to disassociate, and the numerical outcome of the vote. The minutes must be signed by the chairperson of the Board of Trustees or other legally recognized governing board of the church. If the motion to disassociate passes, the church is well advised to record in the minutes the names of any persons voting against the motion.

The church clerk or other duly elected officer must communicate the decision by signed letter to the local Association and American Baptist Churches of New York State. Said letter must include minutes from the meeting and a copy of the church's current bylaws.

Following receipt, the Region's Board of Mission will consider the request at its first regularly scheduled meeting. If termination is approved, ABCNYS will take the additional steps to provide notice to the Office of the General Secretary at the ABCUSA national offices.

Our prayer is that all our partners will remain in relationship with the Region and its churches. We will in the end, however, respect the decision to disassociate if that decision is made in conformity with the church's constitution and bylaws and the applicable statutes of the State of New York.

c. Actions recommended in this procedure are meant to assist churches in complying with the principles of the Religious Corporation Laws of New York State. Baptist Churches in the State of New York are fairly free to conduct their business and relationships as they see fit. The State of New York, however, does impose minimal requirements on Baptist churches, principal of which is that they must act in conformity with their own constitution and bylaws. Most applicable state laws can be found at <http://codes.lp.findlaw.com/nycode/RCO>. It is recommended that churches pay particular attention to Articles I, II and VII. The Region cautions churches that the legal trustees of a church (as defined in the Religious Corporations Law of the State of New York) are the persons that the State of New York holds responsible for the affairs of the congregation. The Board of Mission encourages church officials to comply with the church's constitution and bylaws.

RULE II. OBJECTIVES

Section 2.1

The Board of Mission shall adopt from time to time specific objectives which shall express its policies as a means of achieving the purpose statement set forth in Bylaws Section 2.3. Implementation of such objectives shall be the responsibility of the Executive Minister. Program evaluations describing the effectiveness of action steps toward accomplishing the objectives will be provided by the staff to the Board of Mission at the close of the time period for which the objective was related.

RULE III. MEETINGS OF ABCNYS DELEGATES

Section 3.1

The following procedures shall apply at biennial and special meetings unless modified by unanimous consent:

a. All motions, resolutions or recommendations shall be in writing, be signed by the proposer, and given to the President or the Recording Secretary.

- b. No one may speak more than twice on any question, nor longer than ten (10) minutes each time;
- c. All elections shall be by written ballot. All matters shall be determined by majority vote of those present eligible to vote and any written absentee votes; and
- d. No matters extraneous to the purpose of ABC/NYS shall be presented except upon recommendation by the Board of Mission.

Section 3.2 A committee of five (5) or more, together with the President and the Executive Minister or an Associate Executive Minister, shall be named by the President, in consultation with the Executive Minister, to plan each biennial and special meeting, including the agenda and order of business.

RULE IV. DUTIES OF THE OFFICERS

Section 4.1 The President shall:

- a. Preside at biennial and special meetings of ABCNYS and at meetings of the Board of Mission
- b. Prepare, in consultation with the Executive Minister, the agenda for Board of Mission meetings and the report of the Board to the biennial meeting
- c. Appoint special committees and name their chairpersons, in consultation with the Executive Minister, subject to the confirmation of the Board of Mission
- d. Appoint members of the Board of Mission to each component in consultation with the Executive Minister
- e. Appoint chairpersons of all committees
- f. Represent ABCNYS on ceremonial occasions or appoint a designee
- g. Perform such other duties as the office may call for or the Board of Mission may direct

Section 4.2 The Vice President shall:

- a. Act for the president in that person's absence or disability, the latter to be determined by the Board of Mission
- b. Perform such other duties as may be designated by the President or the Board of Mission

Section 4.3 The Recording Secretary shall:

- a. Record the minutes of meetings for ABCNYS, the Board of Mission, and the Administrative Component
- b. Perform such other duties as may be designated by the Board of Mission

Section 4.4 The Treasurer shall:

- a. Review and evaluate the current financial standing of ABC/NYS
- b. Prepare analyses of the financial impact of future budgets and program proposals

- c. Make such reports, in consultation with the Executive Minister, that will keep the Board of Mission fully informed as to the current financial status of ABCNYS and assist them in administering their fiscal responsibilities, present and future
- d. Perform such other related duties as may be designated by the Board of Mission

RULE V. BOARD OF MISSION

Section 5.1 Membership

- a. Membership of the Board of Mission is defined in the Bylaws. Members shall be active members in a member church.
 - b. An Association representative who moves or transfers membership to a church outside the Association being represented shall thereupon cease to be a member of the Board in that capacity. Absence from three (3) consecutive meetings of the Board shall be deemed to create a vacancy. The Association, by methods it approves, shall nominate a successor for the unexpired term.
- c. Members of the Board of Mission shall take office at the close of the meeting at which they were selected and will serve until resignation or election of a successor.
- d. The Board of Mission has the authority to declare any office vacant between biennial meetings.

Section 5.2 Meetings

- a. The Board of Mission shall meet at least four (4) times a year with sufficient time to do its task. Special meetings shall be called by the Executive Minister or President upon the request of the Board or the President. Calling regular or special meetings of the Board requires at least twenty (20) days written notice to each Board member. All procedures shall follow Robert's Rules of Order, except where amended by these Procedures.
- b. All matters shall be determined by majority votes of those present eligible to vote. Votes to fill vacant seats shall be by written ballot.
- c. The Executive Committee, on occasion, may agree to hold an electronic meeting provided the meeting is accessible to all members by telephone conference calling, computer, mobile phone, or video conferencing applications, or by other acceptable electronic means that allow each participant to hear and be heard by all other participants. Chat rooms and texting are not considered valid for this purpose. Individuals unable to attend an in person Executive Committee may participate by electronic means and will count toward a quorum. Each person using electronic means to participate is considered "present" at the meeting. All business conducted by electronic means is validly transacted as in an assembly. Votes in electronic will be rendered by participants stating their names and saying "Yes" or "No." Votes will be verified and recorded by the Secretary.

Members of the Board of Mission may participate in Board of Mission meetings by electronic means, provided a quorum is present in the face-to-face assembly. The Board of Mission deems itself too large to hold an entirely electronic meeting. Each person using electronic means to participate is considered "present" at the meeting. All business conducted is validly transacted as in an assembly. Votes will be rendered by electronic participants by stating their names and saying "Yes" or "No." Votes will be verified and recorded by the Secretary.

- d. The Board of Mission may, when necessary, vote by email. The resolution must be authorized by the Board President or Executive Minister and be consented to unanimously by ALL MEMBERS of the Board. In New

York State, any action without a meeting requires that ALL MEMBERS of the Board consent to the adoption of the resolution authorizing the action. Discussion of the resolution by email previous to the vote is permissible.

Section 5.3

Communications: In order to promote two-way communications between the Board of Mission and American Baptist churches across New York State, the work of the Board of Mission is to be reported, whenever possible and appropriate, at meetings of ABCNYS, Associations, and local church member congregations.

Section 5.4

Committees and Teams: In addition to the Committee on Ministry and the Nominating Committee outlined in Rules VII and VIII, committees and teams will be established, as necessary, by the Board of Mission with appointments by the President, in consultation with the Executive Minister, and recommendations from the Board.

RULE VI. EXECUTIVE COMMITTEE

Section 6.1 The Executive Committee shall consist of:

- a. President, Vice President, Secretary, and Treasurer
- b. One auxiliary organization representative, nominated by the president, elected by the Board of Mission
- c. Four Board of Mission members, nominated by president, elected by the Board of Mission, to create a representative committee. At least two (2) of these shall be Association representatives to the Board.
- d. The Executive Minister

Section 6.2 The primary functions of the Executive Committee are as follows:

- a. Assist in the development of the policies and priorities of the Board of Mission by:
 - Identifying needs;
 - Weighing those needs; and
 - Recommending policies and priorities to the Board of Mission.
- b. Assist the Board of Mission in determining policy and guiding ABCNYS in accomplishment of mission priorities
- c. Serve on behalf of the ABCNYS and the Board of Mission between their sessions, except in certain matters of staff appointments or financial decisions beyond the adopted budget as reserved to the Board of Mission. All matters acted on need to be presented to the Board of Missions at the next meeting for possible action or concurrence
- d. Serve as the Personnel Committee in concurrence with the provisions of the ABC NYS personnel policy as adopted by the Board of Mission
- e. Appoint a search committee in the event of an Executive Minister vacancy
- f. Fulfill such other functions as delegated by the ABCNYS or the Board of Mission

RULE VII. COMMITTEE ON MINISTRY

Section 7.1 The Committee on Ministry shall:

- a. Review and recommend to the Board of Mission ordination standards for ABCNYS and coordinate the various ordination practices which now exist in ABCNYS
- b. Assist in the local implementation of ABCNYS ordination standards
- c. Promote and provide assistance in the establishment and function of local church pastor-people relations committees
- d. Provide services in ethical/moral problem situations which cannot be effectively provided otherwise
- e. Provide for the protection of the local congregation and provide for the protection of the integrity of the professional leadership standards in ABCNYS
- f. Provide for regular professional review of ordained persons, and encourage growth through counseling, continuing education, etc.
- g. Determine and suggest to local congregations, or their appropriate financial planning committee, an adequate and equitable pastoral support package consistent with the needs and economics of the local geographical area
- h. Relate directly to those in specialized ministries
- i. Advocate equal accessibility to professional ministry by all ordained persons
- j. Review ordination credentials of those seeking recognition for ministry in ABCNYS
- k. Recommend to the Board of Mission any policies related to the professional ministry

Section 7.2 The Committee on Ministry shall consist of one (1) elected person from each of the Associations. Terms shall be four (4) years. One half (1/2) of the members shall be elected at each Biennial meeting.

RULE VIII. NOMINATING COMMITTEE

Section 8.1 The Nominating Committee shall:

- a. Recommend categories of representation to the Associations to insure adequate balance in mission concerns
- b. Receive nominees from each Association for its representatives to the Board of Mission, the Nominating Committee; and Committee on Ministry
- c. Certify the eligibility of such nominees
- d. Present the names of the nominees for election
- e. Nominate the officers, the Nominating Committee and the Committee on Ministry

RULE IX AUXILIARY ORGANIZATIONS

Section 9.1 The Board of Mission currently recognizes the following auxiliary organizations:

- a. American Baptist Women's Ministries of New York State
- b. American Baptist Men of New York State
- c. The Ministers Council of ABCNYS
- d. New York State American Baptist Youth

RULE X. REPRESENTATION TO THE OTHER AGENCIES

Section 10.1 Such other representatives to American Baptist or ecumenical agencies required of or desired by ABCNYS shall be nominated by the Executive Committee for election by the Board of Mission.

RULE XI. STAFF

Section 11.1 The professional staff positions of ABCNYS shall be as follows:

- a. Executive Minister
- b. One or more Associate Executive Ministers, as needed
- c. Support Staff as needed

Section 11.2

The Executive Minister shall be called by the Board after consultation with the General Secretary of the American Baptist Churches in the U.S.A. The vote shall be by secret ballot and election shall require two-thirds (2/3) affirmative vote by the Board members present. The employment relationship with the Executive Minister may be terminated at a duly called regular or special meeting of the Board, after consultation with the General Secretary of the ABCUSA, by a two-thirds (2/3) affirmative vote by those present at a duly called regular or special meeting of the Board. (See Rule 5.2 for notice requirements.)

Section 11.3 The Executive Minister shall:

- a. Be the chief administrative officer of ABCNYS, responsible for leading it aggressively in mission
- b. Be a member ex-officio of all committees, task groups, or other units of ABCNYS
- c. Be responsible for the administration of the financial affairs of ABCNYS, utilizing the normally accepted accounting practices and procedures, making complete reports, in consultation with the Treasurer, at the regular meetings of the Board of Mission, and ABCNYS, submitting all financial accounts for audit or review annually by a certified public accountant approved by the Board of Mission
- d. Be responsible for implementing the policies and objectives adopted by the Board of Mission
- e. Consult with the Board of Mission in the hiring and dismissal of staff

- f. Have the power, subject to the approval of the Board of Mission, to execute on behalf of American Baptist Churches of New York State legal instruments of any nature whatsoever
- g. Act as primary representative of ABCNYS, but commit it only in accordance with policies determined by the voting membership or the Board of Mission
- h. Facilitate a collaborative style within the staff
- i. Assign responsibility among the staff for established priorities
- j. Undertake such other responsibilities as designated by the Board of Mission

Section 11.4 Such other duties and rules needed to support the effective ministry by the professional staff shall be set forth in a personnel practices manual.

Section 11.5 Services beyond the time and capabilities of the staff may be secured on a consultative basis.

RULE XII. ABCNYS FUNDS

Section 12.1 The funds of ABCNYS shall consist of:

- a. General Fund: Funds expendable for current operating purposes, free from restrictions imposed by donors or outside agencies as to their use. This includes the annual operating budget of receipts and disbursements.
- b. Loan Fund: The principal balance of funds available for loans to churches or other authorized state organizations in accordance with restrictions imposed by the donor. Such loans shall be made only upon such security and terms as the Board of Mission shall approve. Expenses incident to the administration of the fund may be deducted.
- c. Endowment and Similar Funds: These funds shall be internally restricted by vote of the Board of Mission at a Board of Mission meeting. These restrictions can be amended or abolished by the Board of Mission at a Board of Mission meeting.
- d. Special Trust Fund: Funds entrusted to ABCNYS by churches, corporations or individuals which shall be administered in accordance with the terms of the contract or trust agreement creating such trusts.

RULE XIII. FISCAL YEAR

Section 13.1 The fiscal year for ABCNYS shall be the calendar year.

RULE XIV AMENDMENTS

Section 14.1 These Rules of Procedure may be amended by a two-thirds (2/3) affirmative vote of the Board of Mission at any meeting, provided, however, that twenty (20) days written notice of the proposed amendment and of intention to offer it for approval is given to each Board member.

Revised by ABCNYS Board of Mission
June 1, 2018