

# Constitution Of The Southern Minnesota Baptist Association

---

## Pioneer Baptist Association, Inc., and Western Baptist Association, Inc. dba Southern Minnesota Baptist Association, Inc.

### Contents

Article 1.	Name
Article 2.	Purpose / Core Commitments
Article 3.	Statement Of Faith
Article 4.	Affiliation
Article 5.	Meetings
Article 6.	Organization
Article 7.	Selection of Officers
Article 8.	Manuals
Article 9.	Indemnification
Article 10.	Dispute Resolution
Article 11.	Amendments

### Article 1. Name

The name of this body shall be **Southern Minnesota Baptist Association**, operating under charters granted by the State of Minnesota and is hereinafter referred to as “SMNBA,” or “association.” Though autonomous, this association exists in friendly cooperation with the Minnesota-Wisconsin Baptist Convention and the Southern Baptist Convention.

### Article 2. Purpose / Core Commitments

The purpose of the SMNBA is to glorify God in three core commitments:

#### 2.1. To Develop Relationships

**2.1.1. By Communicating.** We will follow the pattern of Scripture and seek to “read the letter,” having regular communication with one another. [Col 4.16]

**2.1.2. By Loving.** We will show our discipleship to Christ by having “love for one another,” trusting that the Father will keep us in his name, that we “may be one.” [Jn 13.34-35, 17.11]

**2.1.3. By Praying.** We will devote ourselves to “praying at all times in the Spirit . . . making supplication for all the saints,” and “always struggling” on behalf of one another in our prayers. [Ep 6.18, Col 4.12]

**2.1.4. By Encouraging.** We will, through love, humbly give and receive wisdom and encouragement, to resolve difficulties, to clarify ministry goals, and “to maintain the unity of the Spirit.” [Pr 3.5-7, Pr 13.10, Gal 2.2, Ep 4.1-3]

#### 2.2. To Train Leaders

**2.2.1. By Entrusting.** We will gratefully assist the “faithful men,” recognizing the gifts God has placed among us, “for building us up as the body of Christ, until we all attain the unity of the faith,” [2Tim 2.2, Ep 4.11-16]

#### 2.3. To Share Resources

**2.3.1. By Supporting.** We will work together for the occasional support of gospel workers/church planters, to help them in whatever they may need, “to support people like these,” and “be fellow workers for the truth.” [Ro 16.1-3, 3Jn 8-10]

**2.3.2. By Contributing.** We will “make some contribution for the poor,” combining benevolence for needy saints in other churches, thus “taking part in the relief of the saints,” and “supplying the needs of the saints.” [Ro 15.26, 2Co 8.1-4, 2Co 9.12-15]

# Constitution Of The Southern Minnesota Baptist Association

---

## Article 3. Statement Of Faith

### 3.1. The *Baptist Faith and Message*

This association affirms the Bible as the final authority for all faith and practice. Also, this association subscribes to the *Baptist Faith and Message 2000*, adopted by the Southern Baptist Convention. In addition, the association acknowledges the usefulness of other historic Baptist confessions, including the 1689 Baptist Confession of Faith, the 1833 New Hampshire Confession of Faith, and the 1858 Abstract of Principles.

## Article 4. Affiliation

### 4.1. Requirements for Affiliation

Interested churches may apply to affiliate with the association, submitting a completed SMNBA application to the communications coordinator or other designated representative. In addition, the applicant shall supply as evidence of qualification for SMNBA affiliation, their church statement of faith, covenant, and constitution [or other pertinent organizational documents].

During the application process, the association representative will advise the applicant concerning the *Purpose /Core Commitments* [Article 2], the *Statement of Faith* [Article 3], and other pertinent matters addressed by this *Constitution*. Church applicants will demonstrate their acceptance of the SMNBA's "faith and practice" [the *Statement of Faith* and the *Purpose /Core Commitments*] by signing the SMNBA application. The communications coordinator or other designated representative will forward the application materials to the executive committee for review, to determine each applicant's qualification.

### 4.2. Formalizing Affiliation

Upon receipt of the required application materials, and affirmative vote of the existing churches at any duly convened executive committee meeting, the association shall admit churches, and officially recognize them as affiliated churches, at the next annual meeting.

### 4.3. Duties and Privileges of Affiliation

The *Purpose /Core Commitments* [Article 2] describe the basic activities of a participating SMNBA church. Since these are none other than the demands of the Scriptures, they are also the duties of regular association membership. Any church considering participation in association fellowship may seek affiliation with the SMNBA. By subscribing to the *Purpose /Core Commitments*, a congregation can become an affiliated church, and formally agrees to take part in the association's life and ministry.

The privileges of associational life include the opportunity for each affiliated church to receive: the committed relationship of sister churches, help with training and recognizing qualified leaders, and when appropriate, financial benevolence or ministry support. Furthermore, each church in the association has the privilege, and responsibility, to attend associational meetings.

The association is organized as the Southern Minnesota Baptist Association [SMNBA], to operate exclusively as a nonprofit corporation for religious purposes. All churches in good standing are admitted to affiliation with the corporation. Churches affiliated with the corporation are entitled to those privileges and voting rights conferred by this *Constitution*.

#### 4.3.1. Member Church.

##### *Duties*

1. will contribute to the "General Budget" of the association
2. will complete and submit the annual report form provided by the association

##### *Privileges*

3. will serve an active role as voting participant on the executive committee [Article 6.2], and is encouraged to enlist church leaders and members to attend executive committee meetings and become aware of association work;
4. will be eligible to nominate its members for service as general officers of the association.

# Constitution Of The Southern Minnesota Baptist Association

---

## 4.4. Terminating Affiliation

The *Purpose /Core Commitments* [Article 2] assume that participating SMNBA churches will remain faithful, enjoy fruitfulness, and grow spiritually as part of the association. However, the SMNBA shall recognize termination of affiliation by withdrawal, or by dismissal.

**4.4.1. Withdrawal.** Churches may request to withdraw affiliation for any reason. A church should submit any such request to the communications coordinator or moderator for recommendation to the association. The executive committee shall by vote make the request effective.

**4.4.2. Dismissal.** The association may dismiss an individual church from affiliation as an act of corrective discipline. A church may disqualify itself from affiliation by persisting in practices, conduct, or preaching contrary to the faith and practice of the SMNBA [Articles 2 and 3]. Upon receiving a report of disqualifying action, the SMNBA shall proceed with great care, sending a representative to meet with the church, to investigate and recommend action to the executive committee. In cases of potential dismissal, the representative may recommend action or request further investigation. To pursue a dismissal recommendation, the representative must give the executive committee notice at least two weeks prior to a regularly scheduled meeting. The executive committee can by a two-thirds vote dismiss a church from affiliation.

## Article 5. Meetings

### 5.1. Order

The spirit of the *Purpose /Core Commitments* [Article 2] shall guide member conduct and *Robert's Rules of Order* shall guide parliamentary procedure at SMNBA meetings. For a meeting to be duly called, the communications coordinator or moderator will announce the date and time of the meeting at least two weeks preceding such meeting. A simple majority of votes cast, unless otherwise specified in this *Constitution*, will decide association business. Absentions will not be considered as votes cast. No proxy or absentee votes will be accepted. At all meetings of the SMNBA, the duly elected moderator [Article 6] will conduct business. In the absence of the moderator, some other person designated by the communications coordinator will act as moderator.

### 5.2. Quorum

Those members present [physically or in some cases by audio or video] at a duly called SMNBA meeting shall constitute a quorum.

### 5.3. Regular Meetings

The SMNBA will meet as an executive committee [Article 6] at least two times per year as scheduled by the communications coordinator, assisted by the general officers. Executive committee meetings will convene at some time apart from special association-wide gatherings. The association may hear reports submitted by the appropriate persons and conduct other business as may come before them. At any duly called executive committee meeting, the SMNBA may choose officers, elect corporate directors, receive new member churches, or affirm appointments. Each year the executive committee shall evaluate and approve a proposed budget. The SMNBA shall approve its annual budget no more than three months before the start of the fiscal year.

### 5.4. Special Meetings

The association ordinarily shall hold its annual meeting each October, on a date set at the previous annual meeting, to hear reports, elect general officers, and conduct other such business as may come before it. In addition, the association may hold other special meetings for encouragement, fellowship, and to further the *Purpose /Core Commitments* of the SMNBA [Article 2]. The communications coordinator, assisted by the general officers, will plan the association meetings.

## Article 6. Organization

### 6.1. General Officers

# Constitution Of The Southern Minnesota Baptist Association

---

As the SMNBA pursues its purpose of glorifying God in three core commitments, it shall require administrative and ministry support of general officers, namely, the moderator, treasurer, and clerk. The moderator shall serve as the corporate president. The clerk and treasurer shall serve as the corporate secretary and corporate treasurer, respectively. General officers shall be selected at a duly called executive committee meeting according to the provisions of Article 7. Officers shall be church members in good standing who display spiritual maturity and faithfulness.

## 6.1.1. Moderator

The moderator shall preside and maintain order at meetings of the association, and shall serve a renewable one-year term, concurrent with the fiscal year.

## 6.1.2. Treasurer

The treasurer, who concurrently serves as the corporate treasurer, shall:

1. ensure that the SMNBA properly holds all its funds and securities in appropriate institutions;
2. keep full and accurate accounts of receipts and disbursements in books belonging to the association;
3. implement adequate controls to guarantee that any officer, employee, or agent of the association handles its funds appropriately;
4. provide reports of association account balances, revenues, and expenses as requested by the executive committee; and
5. provide an annual statement of accounts and balances to the SMNBA.

The treasurer shall serve for a renewable one-year term, concurrent with the fiscal year, and under ordinary circumstances may not serve while a compensated staff member.

## 6.1.3. Clerk

The clerk, who concurrently serves as the corporate secretary, shall:

1. preserve an accurate roll of the SMNBA membership, present an annual statement of membership to the association and provide other membership reports as requested by the association
2. record the minutes of all regular and special meetings of the association;
3. ensure that updated copies of association organizational documents are available for all affiliated churches, the Minnesota Secretary of State, and other appropriate government entities; and
4. maintain the corporate seal, stamping or affixing it to such documents as the board of directors or the law may prescribe.

The clerk shall serve for a renewable one-year term, concurrent with the fiscal year.

## 6.2. Executive Committee

### 6.2.1. Membership

The executive committee shall be composed of:

1. up to three representatives from a member church [pastor or his appointee, plus two other representatives]
2. the communications coordinator, and
3. the general officers of the association

### 6.2.2. Authority

The executive committee shall have authority to act for the association. They will evaluate and approve the annual budget, general officers, *Constitution* changes, and other matters requiring assent of affiliated churches, including staff changes.

### 6.2.3. Meetings

The executive committee will meet at least twice a year, ordinarily in the spring and fall. The communications coordinator and moderator may call special meetings of the executive committee according to the guidelines of Article 5. In the case of time-sensitive matters of secondary importance, the general officers together with the communications coordinator [or his designated representative] may act on behalf of the executive committee.

## 6.4. Teams

The general officers and executive committee may establish various *ad hoc* teams or uncompensated ministry positions to help fulfill their responsibilities and the *Purpose /Core Commitments* of the association [Article 2].

# Constitution Of The Southern Minnesota Baptist Association

---

## 6.5. Staff

The staff consists of compensated individuals the association may choose.

### 6.5.1. Communications Coordinator

The association shall employ a communications coordinator. This title reflects the conviction that SMNBA churches are autonomous and have a mission that cannot be directed by any individual outside the several congregations. In keeping with the *Purpose /Core Commitments* [Article 2], each congregation affiliated with the association has a responsibility to communicate with sister congregations. Therefore, the coordinator will serve the churches by encouraging and coordinating inter-church communication. For the qualifications, duties, and other details of this staff position, churches shall refer to the *SMNBA Personnel Manual* [Article 8].

**6.5.2. Tenure.** The communications coordinator's employment may end by resignation or dismissal.

Members who raise some cause for dismissal must proceed with great care. Such action must conform to the instructions of scripture [Mat. 18:15–17; 1Tim. 5:17–21]. Before the SMNBA can dismiss the communications coordinator, the executive committee must first give him written notice and allow adequate time for his response. All parties involved should act in the spirit of the *Purpose /Core Commitments* [Article 2] and the provisions of Article 10. Any dismissal that appears unavoidable requires a special meeting called for that purpose [Article 5] and a two-thirds majority of all votes cast at such meeting.

## Article 7. Selection of Officers

The officer selection process enables the SMNBA to recognize individuals that God has given to help it function and bring Him glory. Association members should conduct themselves in the spirit of the *Purpose /Core Commitments* [Article 2] when formally recognizing and affirming officers. During the selection process members should seek the will of God in prayer both individually and corporately.

### 7.1. Process

Throughout the year, affiliated churches may give the communications coordinator or moderator recommendations for nominations. At least two weeks before a duly called executive committee meeting [Article 5], the communications coordinator shall present the association with nominations for officers.

Any member who objects to a nomination should inform the communications coordinator or moderator of this concern as far as possible in advance of the relevant executive committee meeting.

To become an officer, a member must receive a two-thirds majority of all votes cast for a particular office at the annual meeting, or in the case of a vacancy, at a duly called executive committee meeting. Persons thus selected by the SMNBA will assume their respective offices at the beginning of the fiscal year, or immediately, in the case of an incomplete term.

## Article 8. Manuals

### 8.1. Procedure Manual

The association shall develop and maintain a *Procedure Manual*, which shall describe the function and responsibility of the association officers, or other leadership, as needed.

# Constitution Of The Southern Minnesota Baptist Association

---

## 8.2. Personnel Manual

The association shall develop and maintain a *Personnel Manual*, which shall include job descriptions and personnel policies, as needed.

## Article 9. Indemnification

### 9.1. Obligatory Indemnification

The SMNBA shall indemnify and hold harmless its officers, employees and agents to the fullest extent allowed by law for acts or omissions as part of their duties to or for the association. Such indemnification must be based upon the executive committee finding that the particular officer, employee, or agent acted:

1. in good faith;
2. with the care an ordinarily prudent person in a similar position would exercise under similar circumstances;
3. in a manner the person reasonably believed to be in the best interest of the SMNBA; and
4. with no reasonable cause to believe his or her conduct was unlawful.

### 9.2. Discretionary Indemnification

At the discretion of the executive committee, the SMNBA may indemnify any officer, employee or agent to the fullest extent allowed by law for acts or omissions as part of their duties to or for the association. Such indemnification must be based upon the executive committee finding that the particular officer, employee or agent:

1. acted in good faith;
2. reasonably believed that his or her conduct was in the association's best interest; and
3. reasonably believed that his or her conduct was lawful.

A quorum of the executive committee may not be available for an indemnification finding because of the number of officers or members seeking indemnification. In such cases the SMNBA may make, or appoint special legal counsel to make, the requisite finding.

## Article 10. Dispute Resolution

SMNBA members should seek to resolve conflict among themselves according to biblical principles. The Bible commands believers to make every effort to live at peace, resolving disputes privately or within the church, and not in court [Mt 18.15-20, 1Co 6.1-8]. However, some disputes are so complex they may require the involvement of well-trained professionals. Therefore, if the SMNBA becomes involved in such a dispute, the association will pursue biblically based mediation by any neutral Christian person or organization that is willing and able to administer such proceedings. If necessary, the association will seek legally binding arbitration administered by the Institute for Christian Conciliation, a division of Peacemaker Ministries, according to their *Rules of Procedure for Christian Conciliation* [at [www.HisPeace.org](http://www.HisPeace.org)].

## Article 11. Amendments

Throughout the year, affiliated churches may give the executive board recommendations for amendments to SMNBA documents.

The executive board will notify churches in writing of any proposed changes, including the actual text of such proposed amendments. Following such notification, the SMNBA will discuss the proposals at a duly called meeting, then vote on the proposals at a subsequent duly called meeting. At least four weeks shall have elapsed between the time of written notice and the time of vote.

A two-thirds vote will make effective any proposed amendment(s) to the *Purpose /Core Commitments* [Article 2] or the *Statement of Faith* [Article 3] of this *Constitution*.

A majority vote will make effective any other proposed amendment(s) to this *Constitution*.

## **Constitution Of The Southern Minnesota Baptist Association**

---

The clerk or communications coordinator shall make the revised version of SMNBA documents available to all affiliated churches, the Minnesota Secretary of State, and other appropriate government entities.