

**BYLAWS
OF
DALLAS BAPTIST ASSOCIATION, INC.**

ARTICLE ONE – GENERAL PROVISIONS

1. The objectives of this Association shall be Missions, Education, Benevolence, Fellowship, and Co-operation among the churches and the establishment and maintenance of co-operative measures through which the churches, in common fellowship, may accomplish their co-operative work most efficiently.
2. These bylaws are intended to implement the purposes of the Association as set forth in Articles of Incorporation of the Association and to provide structure and procedures for the orderly and effective functioning of the Association.

ARTICLE TWO – MEMBERSHIP

1. The churches that constitute this common fellowship shall be churches that are in harmony and cooperation with the objectives set forth in these bylaws.
2. Cooperation in this Association involves participation in the ministry of the Association, involvement in the work of the Executive Board, completion of the Annual Church Profile, and the giving of regular financial contributions to the work of the Association.
3. QUALIFICATIONS FOR MEMBERSHIP
 - a. The church shall be autonomous and duly constituted or shall be a church plant of one of the member churches of this Association.
 - b. The church or church plant shall be in doctrinal harmony with the historic faith and practices of Baptists substantially as set forth in the Holy Bible.
 - c. The church or church plant shall make a commitment to cooperate with the Association in accomplishing its purposes and objections.
4. PROCEDURES FOR RECEIVING MEMBERS
 - a. Church
 - i. Churches desiring membership must submit a completed Membership Application (in a form approved by and acceptable to the Membership Committee) to the Association.
 - ii. The Membership Committee of the Association or such other persons as the Membership Committee may designate from time to time, will meet with the pastor and leaders of the church requesting membership to determine qualifications for membership.

- iii. The Membership Committee will submit its recommendation to the Executive Board of either acceptance or rejection of a church requesting membership, provisional membership (as defined herein below) or watch-care status. All churches seeking membership in the Association, shall, if approved, be placed under the watch care of the Association for a period of one year. While under watch care, a church is not considered a Member of the Association.
- iv. The Executive Board shall accept or reject the recommendation of the Membership Committee.
- v. If approved by the Executive Board and after the successful completion of one-year of watch care in which the church has demonstrated a pattern of cooperation with the Association as defined in these Bylaws, the Membership Committee may recommend to the Executive Board that the church be received as a Member of the Association

b. Church Plant

- i. A church plant desiring membership must submit a completed Church Plant Cooperative Agreement (in a form approved by and acceptable to the Church Planting Committee) to the Church Planting Committee of the Association.
- ii. The Church Planting Committee or such other persons as the Church Planting Committee may designate from time to time, will meet with the pastor requesting membership and will make a recommendation to the Executive Board regarding acceptance or rejection of the Cooperative Agreement and receiving the church plant for watch care. While under watch care, a church plant is not considered a Provisional Member of the Association.
- iii. After the successful completion of one-year of watch care in which the church plant has demonstrated a pattern of cooperation with the Association as defined in these Bylaws, the church plant may submit an application to the Membership Committee for Provisional Membership with the Association.
- iv. The Membership Committee or such other persons as the Membership Committee may designate from time to time, will meet with the pastor and leaders of the congregation requesting membership and the Membership Committee may recommend to the Executive Board that the church be received as a Provisional Member of the Association.
- v. If approved by the Executive Board, the church plant will become a Provisional Member of the Association.

c. Provisional Member

- i. A Provisional Member of the Association may seek full membership status if, while holding provisional membership status, such Provisional Member meets all of the qualifications for full membership as set forth in Article Two, Section 3 hereinabove. The Provisional Member may request full membership status by following the procedures set forth in Article Two, Section 4(a) hereinabove.
- ii. If all the other procedures and requirements set forth in Article Two, Section 4(a) have been satisfied by the Provisional Member, the Provisional Member

may be recommended for full membership as set forth herein without serving an additional year under watch care.

- d. The Executive Board will approve a church or church plant for either Membership, Provisional Membership, or watch care based on a two thirds (66%) majority vote of those attending, provided however that if any member of the Executive Board shall, prior to a vote by the Executive Board, object to receiving any new church into the Association, the matter shall be referred immediately, without discussion or vote, to the Membership Committee. The Membership Committee will investigate such objection and bring a recommendation to the Executive Board at which time the Executive Board shall vote on such recommendation.

ARTICLE THREE – LEADERSHIP

1. The general officers of this Association shall be Moderator, Vice-Moderator, Executive Director, and Clerk. The general officers shall serve as the Board of Directors of the Association as set forth in the Articles of Incorporation.
2. The Executive Director shall serve as Treasurer and his Executive Assistant as the Assistant Treasurer. The Director of Leadership Development (as such staff position is described or defined from time to time) shall serve as the Clerk and his Ministry Assistant shall serve as the Assistant Clerk.
3. MODERATOR
 - a. The Moderator will be elected during the Annual Meeting and shall serve a one year term. A nominee for the office of Moderator must be a duly elected Messenger of one of the member churches. The nominee who receives the vote of a majority of the Messengers present in the Annual Meeting session shall be elected Moderator. If on the first ballot no nominee receives a majority of the votes cast, there shall be a run-off election between the two nominees who received the greatest number of votes on the first ballot. The nominee who is elected will assume the official duties of Moderator at the close of the Annual Meeting.
 - b. Duties of the Moderator
 - i. The Moderator shall preside during the Annual Meeting.
 - ii. The Moderator shall serve as the President of the Executive Board and preside during Executive Board Meetings.
 - iii. The Moderator is an ex-officio member of all standing committees.
 - iv. The Moderator shall appoint the Nominating Committee and the Annual Meeting Arrangements Committee.
 - c. A person shall be eligible to serve only two terms as Moderator.

4. VICE-MODERATOR

- a. After the election of the Moderator, the Association will elect a Vice-Moderator using the same procedure outlined in Article Three, Section 3 hereinabove for election of the Moderator.
- b. Duties of the Vice-Moderator
 - i. The Vice-Moderator shall assume responsibilities of the Moderator during his/her absence or resignation. In the event that neither the Moderator nor the Vice-Moderator is present for the Annual Meeting or an Executive Board Meeting, the Chairman of the Administration Committee shall preside.
 - ii. The Vice-Moderator shall serve as the Vice-President of the Executive Board and preside in the absence of the Moderator.
 - iii. The Vice-Moderator shall perform other duties as delegated by the Moderator.
- c. A person shall be eligible to serve only two terms as Vice-Moderator.

5. CLERK

- a. The Director of Leadership Development (as such staff position is described or defined from time to time) shall serve as the Clerk of the Association.
- b. Duties of the Clerk
 - i. The Clerk shall keep all the minutes and records of all sessions of the Annual Meeting and the Executive Board.
 - ii. The Clerk shall assist in preparing these records for publication or distribution as directed by the Executive Board.

6. EXECUTIVE DIRECTOR

- a. Procedure for selection of the Executive Director.
 - i. When a vacancy occurs in the position of Executive Director, the current members of the Administration Committee shall serve as the Executive Director Search Committee. The rotation system for standing committees, as set forth in Article Six, Section 1 hereinafter, will not apply to the Executive Director Search Committee.
 - ii. Following acceptable procedures of prayer, references, interviews, and background checks, this committee shall submit, in writing, to the Executive Board its nominee for Executive Director. The recommendation shall be submitted at least two weeks prior to the meeting of the Executive Board at which the nominee will be considered. The Executive Board shall approve the recommendation by a two thirds (66%) majority vote of those attending.
- b. Duties of the Executive Director
 - i. The Executive Director is responsible for focusing the vision of the Association and giving leadership to the Association.
 - ii. The Executive Director shall serve as the Treasurer and the registered agent of the Association.

- iii. Other duties of the Executive Director are outlined in the Job Descriptions of the Association's Employee Handbook.

ARTICLE FOUR – STAFF PERSONNEL

The Association may employ staff personnel. The Administration Committee is responsible to develop and update the Association's Employee Handbook concerning personnel policies and procedures for hiring and terminating staff.

ARTICLE FIVE – MEETINGS

1. ANNUAL MEETING

- a. The Association shall meet annually at such time and place as it may determine.
- b. The purpose of the Annual Meeting shall be to elect a Moderator and Vice-Moderator, approve the Annual Budget, approve the Nominating Committee report, and conduct any and all business as is properly presented to the body of assembled messengers. All resolutions shall be automatically referred to the Administration Committee, without public reading or discussion. The Administration Committee is directed to report back to the Annual Meeting of the Association such resolutions which the Administration Committee, in its sole discretion, determines need further action.
- c. The Annual Meeting, when properly assembled, shall be composed of messengers duly elected by the member churches.
- d. Messengers shall be received and considered as duly elected on the following basis for Member Churches:
 - i. Two (2) messengers for the first one hundred resident members or fractional part thereof from each member church that has been a financial contributor to the work of the Association during the prior 12 months.
 - ii. One (1) additional messenger from each member church for every additional one hundred resident members (as such term is defined and stated on such church's Annual Church Profile) or major fractional part thereof and each \$250 given to the Association during the prior 12 months.
 - iii. The messengers shall be elected by the churches and reported on the Annual Church Profile (as such document is promulgated from time to time by the Association). The maximum number of messengers from one church is fifteen (15).
 - iv. Extenuating circumstances preventing financial contribution may be appealed to the Membership Committee for a recommendation to the Annual Meeting.
- e. Messengers shall be received on the following basis for Provisional Member Church Plants:

- i. Two (2) messengers for the first one hundred resident members or fractional part thereof from each Provisional Member Church that has been a financial contributor to the work of the Association during the prior 12 months.
 - ii. Extenuating circumstances preventing financial contribution may be appealed to the Membership Committee for a recommendation to the Annual Meeting.
- f. A quorum will consist of the number of duly elected Messengers present in the Annual Meeting session.
- g. The voting procedures (whether by voice vote, head count, written ballot, or otherwise) shall be determined by the Moderator.

2. EXECUTIVE BOARD

- a. Between each Annual Meeting of the Association, the Executive Board shall be the governing body of the Association. As such, it shall conduct the business of the Association; it shall approve applications for Membership by churches, and cooperative agreements and applications for Provisional Membership by church plants; it shall approve regular financial reports and the annual audit report; it shall authorize and approve legal matters; it shall be the custodian of all property of the Association, it shall approve the proposed Budget and the Nominating Committee report to be presented to the Annual Meeting, it shall approve Bylaw amendments to be presented to the Annual Meeting, and it shall organize itself in such a way as to effectively carry out the intended purposes, objectives, and mission of the Association.
- b. The Executive Board shall meet monthly. Regular meetings and called meetings of the Executive Board shall be scheduled and due notice given of the time and place for the Executive Board Meeting. When deemed necessary by the Moderator or the Executive Director of the Association, a meeting of the Executive Board may be called.
- c. Members of the Executive Board shall be selected from and by the member churches and provisional member church plants based on the following guidelines:
 - i. Each Member Church's senior or lead pastor is automatically a member of the Executive Board. When a church is without a pastor, the church may appoint another staff member or church member to serve in his place. In addition to the pastor, each member church may appoint one additional staff member or church member to serve as a member of the Executive Board. The additional member or member in lieu of the pastor should be noted in the Annual Church Profile. In the event that changes are made during the year concerning Executive Board representation, the church should notify the Association office in writing.
 - ii. Each Provisional Member's senior or lead pastor is automatically a member of the Executive Board. When a Provisional Member Church is without a pastor, the Provisional Member Church may appoint another staff member or church member to serve in his place. The member in lieu of the pastor should be noted in the Annual Church Profile. In the event that changes are made during the

year concerning Executive Board representation, the Provisional Member Church should notify the Association office in writing.

- iii. Those officers of the Association identified in Article Three, Section 1 and the Chairman of the Administrative Committee are ex-officio members of the Executive Board.
- d. A quorum will consist of the number of Executive Board members present at a regularly scheduled or properly called meeting of the Executive Board.

3. PROCEDURAL AUTHORITY

The parliamentary authority of the Association shall be Robert's Rules of Order (latest revised edition). The Moderator, in conference with the Executive Director and Vice Moderator, may select a parliamentarian, to advise the presiding officers of both the Association and the Executive Board on matters of parliamentary procedure.

ARTICLE SIX – ORGANIZATION

The coordination and implementation structure of the Association shall be composed of Committees and Teams.

1. COMMITTEES

- a. The Committees of the Association shall relate directly to the administrative work of the Association. Standing Committees nominated by the Nominating Committee will be presented for approval to the Executive Board and, if approved by the Executive Board, for approval at the Annual Meeting. The structure of all standing committees shall include a number which is a multiple of three (such number to be set by the Nominating Committee) with one-third of the members elected each year to serve for a three-year period. When a member rotates off the committee, he/she is ineligible to serve on that committee for one year. All committee members shall be members of churches which are Members or Provisional Members of the Association. In addition to the Standing Committees and the Appointed Committees, the Executive Board shall approve nominations for vacant committee positions and the formation or deletion of committees as deemed necessary to facilitate the work of the Association.
- b. Standing Committees and Responsibilities
 - i. Administration Committee - gives oversight to personnel and legal matters.
 - ii. Budget and Finance Committee - gives oversight to financial matters, proposes and recommends the annual budget, conducts or oversees annual audits and/or reviews, and conducts due diligence and prepares recommendations concerning property matters to the Executive Board for adoption. The committee is authorized to obtain environmental assessments, a title searches, and other due diligence inquiries on a piece of property in preparing the recommendation for the Executive Board.

- iii. Membership Committee - gives oversight to the process of receiving new member churches and provisional member church plants. It prepares recommendations to the Executive Board concerning churches and church plants desiring to affiliate with the Association.
- iv. The Church Planting Committee - brings recommendations to the Executive Board concerning new church plant covenants and financial support for church plants.
- c. Appointed Committees and Responsibilities
 - i. Nominating Committee - works with the staff to prepare recommendations to be presented to the Executive Board and the Annual Meeting concerning standing committee members, committee chairpersons, and team leaders.
 - ii. Annual Meeting Arrangements Committee - prepares a recommendation to be presented to the Annual Meeting concerning the time, place, and preacher for the next year's Annual Meeting.

2. TEAMS

- a. The Teams of the Association shall relate to the strategic implementation of the Association vision. Teams may be formed by the Nominating Committee for a short term purpose or for a long term goal. Each team will have a leader appointed by the Nominating Committee.
 - b. Each Team will be assigned to relate to one of the Associational staff members. The Team Leader, in consultation with the appropriate Associational staff members is responsible to enlist the members of the Team
3. A quorum will consist of the number of duly elected Committee members or Team members present at a regularly scheduled or properly called meeting.

ARTICLE SEVEN – CONCERNING ASSOCIATIONAL AUTHORITY

Under no circumstances shall the Association attempt to assume ecclesiastical authority over the churches, but shall, at all time recognize the absolute freedom and independence of the churches in all ecclesiastical matters. The Association does, however, recognize and encourage the principle of voluntary cooperation in Kingdom ministry.

ARTICLE EIGHT – AMENDING THE BYLAWS

The Bylaws of Dallas Baptist Association may be amended by a two-thirds vote at any Annual Meeting of the Association. Proposed changes to these bylaws must be recommended by the Executive Board and are to be publicized to the Association Members and Provisional Members in a manner directed and approved by the Executive Board prior to the Annual Meeting.