

**C O N S T I T U T I O N**  
**Clinch Valley Baptist Association, Inc.**  
*Adopted October 18, 2009*

**Article I – Name**

This Corporation shall be called: Clinch Valley Baptist Association, Inc. The Corporation shall hereinafter be referred to as the Association.

**Article II - Mission Statement**

The mission of the Association is to assist and equip our churches in understanding and accomplishing the work of God's Kingdom.

**Article III – Vision Statement**

Our vision is to see our churches unified in fulfilling the Great Commission in a spirit of love.

**Article IV – Membership**

Section 1. The Association shall have members, all of whom shall be of the same class.

Section 2. The Association, while declaring itself a constituent part of the Southern Baptist Convention, reserves to itself autonomy and authority in all affairs. The Association (see Article V) may accept Southern Baptist churches and missions within Scott County and the surrounding area as members.

Section 3. The voting members shall be composed of messengers. Messengers must be members of their respective church. Each church shall be entitled to at least three voting messengers. Churches with one-hundred or more members shall be entitled to at least four messengers. For each additional fifty members over one-hundred, churches shall be entitled to one additional messenger up to a maximum of fifteen.

Section 4. Each mission shall be entitled to two messengers.

Section 5. A pastor or interim pastor who is a member of a church or mission in the Association shall be recognized as a messenger. This is in addition to the entitlement provided in Article IV, Section 3.

**Article V – Affiliation**

Section 1. Any Baptist church or mission desiring membership in this body shall make application by letter. The Executive Team shall review the application and appoint an ad hoc team to evaluate the requesting church's adherence to New Testament principles and its friendly and loyal cooperation with the purposes and aims of the Association. The ad hoc team shall prepare a report of findings to the Executive Team. When and if the Executive Team is satisfied, it shall recommend reception of the church into full membership at the next Association meeting. The new church shall be received by a majority of the messengers present and voting based on established quorum Article VII, Section 10.

Section 2. Upon receiving a church or mission into the Association, the member will:

- a. Be aligned with the Southern Baptist Convention.
- b. Actively participate in and financially support the work of the Association.
- c. Annually file an Association Church Profile (ACP) with Lifeway Southern Baptist Directory Services (SBDS) or with the Clerk of the Association.
- d. Have messenger representation at meetings of the Association.

**Article VI – Authority**

Section 1. The Association serves in cooperation with and support of its constituent churches. The churches are autonomous in all matters of internal government.

Section 2. The Association shall have the right, by majority vote based on established quorum Article VII, Section 10, to withdraw fellowship and refuse to seat messengers of any church refusing to maintain New Testament doctrine, practice and discipline.

Section 3. The Association, while declaring itself a constituent part of the Southern Baptist Convention, reserves to itself autonomy and authority in all affairs.

### **Article VII – Meetings and Quorum**

Section 1. The Association shall hold at least a Spring and a Fall meeting. The Fall meeting shall be designated as the Annual Meeting. The time and place for the Spring and the next Fall meeting will be determined at the Annual Meeting. If it becomes necessary to change the location and/or date, the Executive Team shall make the necessary adjustment and report to the churches.

Section 2. The Executive Team may call a special Association meeting for transacting urgent business. Thirty days notice must be given by the Executive Team to each Association member for a special meeting. The notice shall include time, locations, and reason for the meeting.

Section 3. Officers and team members for the next year shall be elected and installed at the Annual meeting.

Section 4. Written reports from teams, team leaders, and other officers shall be presented at the Spring and Fall Annual Meeting. Brief oral reports may be given to summarize and/or clarify written reports. Only written reports will be accepted and approved by the Association.

Section 5. Matters of business may be brought before the Association for consideration at meetings. Any recommendation pertaining to personnel matters or non-budget expenditures over \$500 must be submitted to the Executive Team for review at least two weeks prior to the meeting.

Section 6. Any matter noted in Article VII, Section 5 brought to the Association in a business meeting shall be tabled and referred to the Executive Team or appropriate team for study.

Section 7. Motions may be tabled and sent to an appropriate team for study. The designated team will advise the Executive Team of findings and make a recommendation at the next Association meeting.

Section 8. Messengers must be duly elected by the individual church and be registered with the Clerk prior to the beginning of the meeting.

Section 9. Visitors and guests may address the Association while in session; however, only messengers shall vote on motions.

Section 10. A quorum for the transaction of the regular business of the Association shall consist of the accredited messengers from a majority of its active member churches.

### **Article VIII – Teams**

Section 1. All offices and functions of the Association shall be organized into teams. Teams shall be networked to achieve the implementation of the Association's Mission and Vision. The Executive Team will meet at least once per year to review, name, group, and/or regroup these teams. The recommended groupings of teams shall be included in the annual report.

Section 2. All officers, team leaders, and team members shall be elected by the Association or appointed by the Moderator. Each shall serve at the will of the Association

### **Article IX – Trustees**

Section 1. Trustees shall number three persons, one of whom the trustees shall elect as chair. The chair will serve as an ex-officio member of the Executive Team.

Section 2. Trustees shall be elected by the Association as nominees for court appointment and will serve at the pleasure of the Association.

Section 3. Any trustee vacancy shall be filled by election at an Association meeting after nomination by the Nominating Team.

Section 4. Trustees shall have legal custody of all property belonging to the Association. They shall act upon officially recorded instructions of a majority of the eligible messengers present and voting based on established quorum Article VII, Section 10, at any annual or properly called meeting of the Association. They shall affix their signatures to legal documents involving the sale, mortgage, purchase or rental of property, or other legal documents when required.

## **Article X – Director of Missions**

Section 1. The Director of Missions must be an ordained Southern Baptist minister with ministerial experience. The Director of Missions shall recognize the individuality of each church in the Association and seek to bring them into a harmonious and working relationship with each other.

Section 2. The Director of Missions works under the leadership and supervision of the Executive Team.

Section 3. When the position of Director of Missions is vacant, the Moderator shall name a search team to select a candidate for the position. The candidate shall be presented at an Association meeting. A majority of messengers present and voting based on established quorum Article VII, Section 10 shall constitute the call.

## **Article XI – Board of Directors, Executive Team, and Officers**

Section 1. A Board of Directors shall manage the affairs of the Association. Each director must be a member of an Association church or mission. The Board of Directors shall also be known as the Executive Team and be composed of:

- a. the elected officers of the Association.
- b. the pastor of each member church.
- c. for a church without a pastor, a temporary representative chosen by the member church.
- d. one representative from each member church appointed by that church and reported in the Association Church Profile.
- e. the pastor and one representative of a mission supported by a member church or the Association.
- f. Serving in a coordinating and advisory non-voting members:
  1. the chair of each standing team of the Association.
  2. the WorldWide Missions Unlimited team leader who is elected by the Associational WMU.
  3. the Partnership Missions/Brotherhood team leader.
  4. a member of the Parliamentary Procedures team.

Section 2. The Executive Team shall meet as needed to conduct the business of the Association between Association meetings. Meeting notification shall be made at least seven days in advance. Those in attendance will constitute a quorum.

Section 3. The Executive Team shall approve vacancies occurring between meetings of the Association upon recommendation from the Nominating Team and/or the Moderator.

Section 4. The officers of the association shall be the Moderator, Vice-Moderator, Clerk, Assistant Clerk, Treasurer and Assistant Treasurer. The officers shall function as the Leadership Team.

Section 5. The officers shall be elected by the Association.

Section 6. Vacancies shall be filled by election at an Association meeting after nomination by the Nominating Team.

Section 7. Officers shall normally be nominated by the Nominating Team at the Fall session of the Association and elected at that time. Additional nominations may be made from the floor. In the event more than one person is nominated for an office, the vote shall be by ballot.

## **Article XII – Duties of Officers**

Section 1. The Moderator shall preside during the sessions of the Association. He/She shall serve as chair of the Executive Team and shall appoint all teams not elected by the Association. The Moderator shall, with the Executive Team, be responsible for the transaction of business pertaining to the interests of the Association in the interim between its Fall and Spring meetings. The Moderator serves as an ex-officio member of all teams.

Section 2. The Vice-Moderator shall:

- a. perform all duties of the Moderator in his/her absence,
- b. assist the Moderator upon request.
- c. assume the Moderator's duties should the position of the Moderator become vacant.

Section 3. The Clerk shall:

- a. prepare the Annual Report of the Association which shall contain a record of the proceedings of the all meetings and include all reports submitted for approval at either of these meetings. This report shall be ready for distribution within ninety days after the close of the Fall meeting.

- b. serve as secretary and record the proceedings of each session of the Executive Team. Unapproved copies of these proceedings shall be on file in the associational office no later than seven days following the meeting.
  - c. prepare a roster of pastors and accredited messengers for use at each session of the Association.
  - d. prepare and implement a method to assure that only accredited messengers vote in meetings of the Association.
  - e. file a copy of each church Association Church Profile in the Associational office.
- Section 4. The Assistant Clerk shall:
- a. perform all duties of the Clerk in his/her absence.
  - b. assist the Clerk upon request.
  - c. assume the Clerk's duties should the position of Clerk become vacant.
- Section 5. The Treasurer shall:
- a. keep a record of receipts and expenditures.
  - b. give a financial report at each meeting of the Executive Team.
  - c. prepare a summary financial report for each Spring and Fall meetings.
  - d. send a receipt to each church for contributions to the budget.
  - e. pay all bills and maintain proper documentation.
  - f. serve as a voting member of the Budget Team.
- An annual audit of the Treasurer's records shall made by a team of three persons. The Moderator shall appoint the Audit Team. The audit shall be completed and findings reported at the Annual meeting. The Executive Team shall authorize an outside audit at five-year intervals.
- Section 6. The Assistant Treasurer shall:
- a. perform all duties of the Treasurer in his/her absence.
  - b. assist the Treasurer upon request.
  - c. assume the Treasurer's duties should the position of the Treasurer become vacant.

### **Article XIII – Permanent Teams**

- Section 1. The permanent teams of the Association shall be:
- a. Budget
  - b. Constitution
  - c. Missions
  - d. Missions Development
  - e. Nominating
  - f. Personnel
  - g. Strengthening Churches.
- Section 2. The Moderator shall appoint a Nominating Team. The Team shall consist of five members with no more than one member from one church or mission. The Team will choose nominees for Moderator, Vice-Moderator, Clerk, Assistant Clerk, Treasurer, Assistant Treasurer, Partnership Missions/Brotherhood Team Leaders, Trustees (when needed), coordinators for special ministry positions, and other special teams.
- Section 3. The Missions Development Team shall serve in an advisory capacity to the Director of Missions. The Team shall consist of seven members, three pastors and four laypersons.
- Section 4. The Missions Team shall plan and implement Association activities. The team will assist member churches (at their request) in developing and implementing mission activities. The team shall consist of Director of Missions, Partnership Missions/Brotherhood coordinator, WMU leader, Brumley Cove team representative, Appalachian Regional Working team representative, Mission Development Team chairperson, Clinch Valley Kingdom Builders Representative, Clinch Valley Baptist Association Disaster Relief Coordinator, and one representative selected by each member church.
- Section 5. The Budget Team shall be responsible for preparing the annual budget for approval and shall monitor ongoing expenditures throughout the year. The Team shall consist of five persons with no more than one from any given church or mission. The Treasurer will serve as a voting member of this Team.
- Section 6. The Constitution Team shall propose revisions and/or additions to the Constitution. The Team shall consist of three persons and will hear and review questions concerning interpretation of the Constitution that may be referred to the team.

Section 7. The Personnel Team shall consist of three members and will:

- a. keep an up-to-date personnel procedures manual,
- b. interview and recommend prospective employees,
- c. make employee salary and fringe benefit package recommendations to the Budget Team.

Section 8. The Strengthening Churches Team shall consist of one representative selected by each member church. This team exists to strengthen and equip our churches to carry out the Great Commission by:

- a. strengthening leadership within our churches
- b. improving overall communication between our sister churches within the association
- c. strengthening fellowship among our churches
- d. maintaining kingdom focused outreach.

Section 9. The Associational officers and the leaders of each permanent team shall submit a written report for the Spring and Fall Meetings.

Section 10. Officers and leaders of permanent team shall attend all Executive Team meetings.

#### **Article XIV – Other Teams**

Section 1. Other teams nominated by the Nominating Team shall be:

- a. The Brumley Cove Team shall serve on the Board of Directors of Brumley Cove Baptist Camp, Inc. This Team shall have three members (a pastor and two laypersons). The Director of Missions shall serve as an ex-officio member.
- b. The Ordination Team shall provide ordination assistance as requested. The Team shall have no more than five ordained ministers. Each member must have three years of pastoral experience. The Director of Missions shall serve as an ex-officio member.
- c. The Parliamentary Procedures Team shall answer any questions pertaining to rules of order. The Team shall have two members, one of whom will attend each business and executive team meeting.

Section 2. Other teams appointed by the Moderator shall be:

- a. The Resolutions Team shall prepare and present recognitions and achievements for outstanding service. The Team shall have three members.
- b. The Time, Place, and Preacher Team shall set meeting places, meeting times, and secure speakers for Spring and Annual Meetings. The Team shall have three members.
- c. The Auditing Team shall audit the Associational Treasurer's records prior to Annual Meeting. This Team shall have three members.

Section 3. Other teams shall be recommended by the Nominating Team or appointed by the Moderator as directed by the Association or Executive Team.

#### **Article XV – Ministries**

Section 1. Special ministries are a vital part of the Association. Each ministry area shall be under the leadership of a coordinator responsible for coordination of ministry outreach of the Association. The coordinator shall be available to work with individual churches.

Section 2. Each coordinator shall submit a written report for the Spring and Fall Annual Meeting. Coordinators shall attend Executive Team meetings as needed.

Section 3. The Nominating Team shall nominate coordinators for the following ministry positions:

- a. Music (choirs, ensembles, orchestras, praise bands, etc.)
- b. Evangelism (special celebration events, revivals, special ministries such as marketplace)
- c. Stewardship (offerings, tithes, special gifts, training, investments)
- d. Media Library (training, building individual church and associational libraries).=
- e. Youth Evangelism (school ministries, FCA camps, rallies, conferences)
- f. Historian (historical records, preservation, training)
- g. Virginia Baptist Mission Board Representative
- h. Appalachian Regional Working Team [two members (communicate, Appalachian ministry and missions opportunities)]
- i. Partnership Mission/Brotherhood.

### **Article XVI - Financial**

The Association shall operate on an annual budget plan. The annual budget shall be prepared by the Budget Team and be approved during the Annual meeting. Churches and missions shall share in the financial support of the Association in order to meet the annual budget. The Treasurer and Budget Team will communicate financial needs and provide information needed for financial planning to each church or mission.

### **Article XVII – Fiscal Year**

The fiscal year of the Association shall begin October 1 and end with September 30.

### **Article XVIII – Rules of Order**

Any response relating to a question about meeting protocol not mentioned herein, shall be based on the rules of parliamentary usage as laid down in *Robert's Rules of Order* (Revised). The Parliamentary Procedures Team shall respond to the question.

### **Article XIX – Constitutional Amendments**

This Constitution may be amended at a meeting of the Association. A written meeting notice and a copy of the proposed amendment(s) must be given to members at least thirty days prior to the meeting. A two-thirds vote of the messengers present and voting shall be required to approve amendments.