**THE GREATER ORLANDO BAPTIST ASSOCIATION**

**BYLAWS**

**ARTICLE I – NAME**

 The name of this Association shall be the GREATER ORLANDO BAPTIST ASSOCIATION, also known as “GOBA.”

**ARTICLE II – PURPOSE**

 This association of autonomous Southern Baptist member churches exists to increase the effectiveness of member churches in fulfilling the Great Commission as described in Matthew 28:18-20. The Association provides a medium through which autonomous member Baptist churches in cooperation with the Florida Baptist Convention, Southern Baptist Convention, the Baptist World Alliance and their agencies and institutions may:

 a. Promote fellowship and cooperation among the member Baptist churches in fulfilling the Great Commission.

 b. Promote the cause of missions generally and specifically, assist in the establishment of churches, Sunday Schools, missions, schools, community ministry centers, camps, assemblies, hospitals, and such other institutions and agencies for education, evangelism, benevolence and charity; and it shall seek to advance the cause of Christ in all of its cooperating churches and missions in the community.

 c. Promote and encourage partnership in the ministries, programs, and work fostered by the Greater Orlando Baptist Association, the Florida Baptist Convention, and the Southern Baptist Convention, particularly in the fields of evangelism, church starting, church growth, religious education, church and community ministries, chaplaincy, state, national, and international missions.

**ARTICLE III – DOCTRINES**

 A commitment to teaching and modeling Biblical doctrines, the desire to cooperate with other Southern Baptist churches in the fulfillment of the Great Commission and the commitment to participate financially and personally with the Association is the basis of fellowship and cooperation.

 The Bible is the sole authority for determining doctrine. The Statement of Faith referred to as *The Baptist Faith and Message,* adopted by the Southern Baptist Convention is the primary guide used by the Association in doctrinal matters.

 The Association has the authority to refuse messengers from the churches that are not in accord with the doctrine, principles, policies and practices of the Association.

**ARTICLE IV – MEMBERSHIP**

**SECTION 1.** The Association is composed of Baptist churches that want to be more effective in: fulfilling the Great Commission as described in Matthew 28:18-20, sharing with and benefiting from a local caring fellowship of churches, developing synergistic cooperative ministries with each other and other Southern Baptist Associations, conventions, agencies and boards. Member churches demonstrate their commitment to the ministry of the Association by their participation and financial contributions.

**SECTION 2.** Each church participates in the administrative and decision making process of the Association through messengers. Each cooperating church shall be entitled to six (6) messengers for the first one hundred (100), or fraction thereof, of its resident members, one of whom may be its pastor, and one (1) messenger for each fifty (50) of its resident members or fraction thereof, above the first one hundred (100) resident members. No member church shall be entitled to more than fifteen (15) messengers.

 Pastors and other church members must be selected by a member church to be recognized as a messenger. Sponsor churches may elect mission pastors and leaders to serve as messengers. The individual church, according to its rules and methods, shall select and certify their messengers to the Association each year, usually by listing them in its annual report to the Association called the “Annual Church Profile.”

**SECTION 3.** Association Membership is attained by submitting a completed church application to the Association. The Membership Credentials Committee is responsible to assist the church in preparing this application, to present their recommendation to the Executive Board. The church shall furnish evidence of its adherence to Biblical doctrine, its commitment to financial and volunteer support of the Association, its intention to participate in Southern Baptist cooperative missions and express its desire to be in fellowship with the churches of the Association.

 Prior to becoming a new member, a church must be under Watchcare for at least one year. Participating new missions and churches shall be considered in Watchcare status prior to making formal application for membership when under sponsorship guidance of a member church of the Association.

**SECTION 4.** The Association has no power to control or interfere with the rights of the churches. Should internal or inter-church conflicts arise, that church shall be encouraged to make every possible effort to resolve the conflict through diligent prayer and the leadership of the Holy Spirit. The Moderator, Executive Director of Missions, or other Association leadership may respond to a request for assistance from the church through its pastor, deacon representative, or another church leader. Upon receiving a request, Association leaders may moderate or participate in meetings with the appropriate principals involved to assist in resolving the difficulties and seeking reconciliation in the Spirit of Christ.

**SECTION 5. REMOVAL OF MEMBERSHIP**

 The Association is authorized to refuse seats to messengers from any church that is found to be unsound in faith or practice as described in this document.

 While Southern Baptist churches need not adopt any particular statement of faith, any church that intentionally operates in any manner demonstrating opposition or disagreement with the doctrine expressed in the Southern Baptist Convention’s most recently adopted statement of faith is in jeopardy of suspension or termination of membership in the Association.

 The Association, through the Executive Board is authorized through its appropriate officers and committees, to take reconciliatory actions, to suspend membership, and/or to remove Association membership from churches not in compliance with the basis for fellowship and cooperation.

 Any remedial actions will be preceded by accurate gathering of information, interviews with the church leadership, and an honest attempt to reconcile the church.

 Any membership removal action shall require a 30 day notification, two-thirds (2/3) majority vote of those present and voting in a regular or special meeting of the Executive Board, and two-thirds (2/3) vote at the next Annual Celebration of the Association. All membership privileges are to be suspended immediately following the Executive Board action.

 This provision shall not be used to force uniformity in worship styles, require conformity to a specific creed, or to advance a particular political or cultural position.

 Any church that fails to submit an annual report of its ministries and leaders, and/or the information requested in the Annual Church Profile, and/or fails to be represented at the Annual Celebrations may be asked to confirm their desire for continued fellowship and membership in the Association.

**SECTION 6. WITHDRAWAL**

 Any church wishing to withdraw voluntarily from its membership of the Association is requested to submit a written notification to the Association, and the Executive Board will be notified of the withdrawal.

**SECTION 7. AFFILIATED PARTNERS**

Organizations providing significant ministry and/or services in and with GOBA member churches may be extended a non-voting, affiliated partner status. When it is desirable to establish special relationships with organizations that will enhance the ministry of member churches, careful consideration will be given to specify how both the organization and the Association can benefit from such a relationship.

 When beneficial, a relationship will be sought in which there is the involvement of members of Association member churches, committees or ministry leaders as trustees and/or leaders of the affiliated partner.

 All affiliated partner relationships must be clearly specified in writing for consideration and then approved by the Executive Board. No organization other than member churches will have voting privileges.

**ARTICLE V – MEETINGS**

**SECTION 1**. The Association shall meet at least annually. The customary meeting time is the Monday following the third (3rd) Sunday of October at such time and place as it may select. If it should be necessary or desirable to change the time or place, the Executive Board is authorized to make the changes.

**SECTION 2.** In case of extremely important and extenuating circumstances and emergencies, the Moderator, in consultation with the Executive Director of Missions, the Administrative Committee, and with approval of the Executive Board, may call a special meeting of the Association. Thirty (30) days prior notice of the meeting shall be given. A quorum for special meetings of the Association shall be a number equal to fifty percent (50%) of the registered messengers of the previous Annual Celebration.

**ARTICLE VI – OFFICERS**

**SECTION 1. General Information**

 The Officers of the Association are the officers of the corporation listed in the Constitution, those listed in this article, and those elected when deemed necessary by the Association or Executive Board to be added from time to time for limited or indefinite periods.

 **1. Method of Selection:** The officers of the Association are recommended by the Nominating Committee and elected by the Association. The new Moderator is the Vice-Moderator from the previous year. The method of selecting the Executive Director of Missions is excepted and given in Article IX.

 **2. Term of Office:**  Officers shall have terms of one (1) year. All officers except the Moderator and Vice -Moderator may succeed themselves.

 **3. Accountability:** Officers are accountable to the Association and the Executive Board and are to provide at least one report for the Annual Celebration. They are expected to be active and ready to report at all Executive Board meetings.

 **4. Duties:** Specific duties of Officers are detailed in the Administration Manual.

**SECTION 2.** **Moderator**

**Main Function:** To plan and conduct the business sessions of the Association and Executive Board.

**SECTION 3. Vice Moderator**

**Main Function:** To assist the Moderator in the performance of his duties as called upon to do so and to perform the duties of the Moderator when he is absent or unavailable. The Vice-Moderator becomes Moderator upon completion of his term, and/or in the event of a Moderator vacancy.

**SECTION 4. Clerk**

**Main Function:** To be responsible for the recording, accuracy, and safekeeping in permanent form of all important transactions of the Association and to make this information available on request to member churches. This officer may be the Executive Administrator.

**SECTION 5. Assistant Clerk**

**Main Function:** To assist the Clerk and perform the duties of the Clerk when the Clerk is absent or unavailable.

**SECTION 6. Treasurer**

**Main Function:** To be responsible for the appropriate receiving, accounting and disbursing of all the Association's moneys in coordination with the Finance Committee and with the assistance of the Executive Director of Missions and other staff responsible for Association finances.

**SECTION 7. Assistant Treasurer**

**Main Function:** To assist the Treasurer in the performance of the duties when called upon to do so, or when the Treasurer is absent or unavailable.

**SECTION 8. Historian**

**Main Function:** To gather, preserve and provide awareness of important historical events and keep permanent records of the Association's life and work in coordination with the Association staff.

**SECTION 9. Parliamentarian**

**Main Function:** To advise the Moderator during Association business meetings and Executive Board meetings and respond to requests for assistance from churches.

**SECTION 10: Executive Director of Missions**

**Main Function:** To serve as the Chief Executive Officer of the Association, overseeing the office operations, supervising staff and ministries and serving as an ex-officio member of all committees and organizations except the Administrative Committee where he serves as the chair. He represents the Association in denominational, religious, civic, and social events.

**SECTION 11.** The Executive Board may add other officers as needed for the effective operation of the Association.

**ARTICLE VII – STANDING COMMITTEES**

**General Information**

 **1. Method of Selection:** The Nominating Committee nominates potential members of all committees, except itself, for election by the Association. Nominating Committee members are appointed by the Administrative Committee.

 **2. Membership:** Committees have at least six (6) members, and when advisable can be increased and elected from the membership of participating churches.

 **3. Term of office:** With the exception of the Administrative Committee, members of the committees serve terms of three (3) years with one-third (1/3) of the members' terms expiring each year. In special circumstances, re-election of a committee member to an immediate additional term may be allowed when approved by the Association at the time of election.

 **4. Frequency of meetings:** Committees meet as needed to fulfill their responsibilities.

 **5. Committee Officers:** Committees have at least a chair and a recording secretary. The chair may be nominated by the Committee for consideration by the Nominating Committee. The Nominating Committee, in most cases, chooses the chair to be approved by the Executive Board and the Association Annual Celebration.

 **6. Administration:** Committees work in cooperation and with the assistance of the Executive Director of Missions. Written minutes of actions taken at committee meetings are sent to the Association.

 **7. Duties:** The duties of Committees are described in the Administration Manual.

**SECTION 1.**

**Administrative Committee**

**Main Function:** To ensure the overall effectiveness of the administrative processes of the Association and of each of its standing Committees.

**Membership:** The Administrative Committee members are: Moderator, Vice-Moderator, Clerk, Treasurer, and Executive Director of Missions, the Chair of the Finance and Stewardship Committee, and the Chair of the Personnel Committee. The Executive Director of Missions serves as the Chair.

**Additional Functions:**

 1. Work with staff in selecting time, place, and main speaker for Annual Celebration, and assist in conducting the Annual Celebration.

 2. Consider resolutions when presented to consider at the Annual Celebration.

 3. Make informed decisions concerning property matters.

 4. Serve as Trustees of the Greater Orlando Baptist Association Holding Company.

 5. Recommend to the Executive Board changes to committee structures and responsibilities.

**SECTION 2.**

**Membership Credentials Committee**

**Main function:** To lead the Association in examining and accepting applications for Association membership.

**SECTION 3.**

**Finance and Stewardship Committee**

**Main function:** To secure, administer, and report the Association’s finances, promote giving to the Association, and lead in the preparation of the annual budget.

**SECTION 4. Personnel Committee**

**Main function:** To work with the Executive Director of Missions in personnel administration of paid and volunteer staff.

**SECTION 5. Nominating Committee**

**Main function:** To nominate elected officers and committee members for approval by the Association.

**SECTION 6.** The Executive Board shall add other Committees as needed for the effective operation of the Association.

**ARTICLE VIII – EXECUTIVE BOARD**

**SECTION 1. General information**

 **1. Method of selection:** Messengers elected by participating churches to serve on the Executive Board are presented to the Association during its Annual Celebration. New members may be presented at any Executive Board.

 **2. Membership:** The pastor and ministerial staff are members of the Executive Board. Churches are encouraged to elect one layperson to serve on the Executive Board. No church shall have more than five (5) Executive Board members. Officers, Committee Chairpersons, and the ministerial staff of the Association are ex-officio members unless also elected as members by their churches.

 **3. Term of Office:** Pastors and ministerial staff shall continue as members as long as they remain in their position with the church. Lay persons should be elected annually. For ex-officio members, membership is concurrent with the term of office to which elected or employed.

 **4. Frequency of meetings:** Regular meetings will be held quarterly, usually on the third Tuesday of January, April, July & September, but dates may be changed and additional meetings may be called as needed.

 **5. Officers:** Officers and committee members of the Association are also officers and committees serving the Executive Board.

**SECTION 2. Main Function:** To serve as the Association ad interim, assisting in the overall administration of the work of the Association with such guidance as may be given by the Constitution and the Bylaws including the confirmation/approval of new Association memberships.

**SECTION 3. A quorum:** At all regular meetings, members in attendance shall constitute a quorum.

**SECTION 4.** Any member of the Executive Board may introduce business at any meeting. The member shall make the motion and give a written copy of the motion to the Moderator. Written previous notice of any pending motion requiring Executive Board action shall be given in its entirety at least seven (7) days prior to the meeting. If the Executive Board determines that an emergency exists which requires action, then new business may be acted upon at the time it is introduced.

**ARTICLE IX – ASSOCIATIONAL STAFF**

 The Association shall employ an Executive Director of Missions to function as the Chief Executive Officer. In the event of a vacancy in this position, the Administrative Committee shall recommend to the Executive Board a special committee representative of the various constituencies of the member churches who shall prayerfully seek out, interview, and act with due diligence in recommending to the Executive Board, for their approval, the appropriately qualified individual they feel the Lord is calling to lead the Association.

 The Association shall employ additional staff as it deems wise and appropriate. Professional ministerial, office support staff and other workers, including volunteer personnel functioning as staff, shall be employed in keeping with the Association budget and supervised by the Executive Director of Missions or whom he designates. All Personnel will abide by general personnel policies as approved by the Personnel Committee and any actions of the Executive Board and Association. The Personnel Policy Manual provides the policies and guidelines for personnel administration.

**ARTICLE X – PARLIAMENTARY AUTHORITY**

**SECTION 1.** The latest revised edition of Robert's Rules of Order shall be the parliamentary authority for the Association and for the Executive Board.

**SECTION 2.** The Association may adopt special rules, if desired, not in conflict with these Bylaws and/or the Constitution or generally accepted parliamentary procedure, and in keeping with Christian values and principles.

**ARTICLE XI – FORMAL DOCUMENTS and AMENDMENTS**

**SECTION 1. CONSTITUTION**

 The Constitution is the foundational document of the Association. It determines the purpose and membership of the organization. As such, it is the most authoritative document for the Association’s organization. Amendments to the Constitution will require three-fourths (¾) vote of the messengers at an Annual Celebration.

**SECTION 2. BYLAWS**

The Bylaws indicate how the Association will operate as an organization. The Bylaws give further details and specify matters not mentioned in the Constitution. Amendments to the Bylaws will require two-thirds (2/3) vote of the members in regular or called meeting of the Executive Board.

**SECTION 3. ARTICLES OF INCORPORATION**

 The purpose of the Articles of Incorporation is to serve as a legal document for the State of Florida. Amendments to the Articles of Incorporation require a two-thirds 2/3 vote of the members in a regular or called meeting of the Executive Board. A reading of the changes must me made no later than the September Executive Board Meeting.

**SECTION 4. ADMINISTRATION MANUAL**

 The Administrative Committee shall initially develop and then update an Administration Manual to include policies and procedures for items referred to in the Constitution and the Bylaws, as well as any other matters it deems appropriate in the overall administration of the committees and formal structure of the Association, but excluding personnel and Association office administration. The Manual’s approval and amendments require a majority vote of the Administrative Committee, however in some cases approval by the Executive Board may be sought by the Administrative Committee or the Executive Director of Missions.

**SECTION 5. PERSONNEL MANUAL**

 The Personnel Committee collaborating with the Executive Director of Missions will update a Personnel Manual to include policies and procedures for paid and volunteer staff administration. Its approval and any changes will require a majority vote of the Personnel Committee; however for some items approval by the Executive Board may be sought.

**SECTION 6. POLICIES AND PROCEDURES DOCUMENTS**

 Committee Chairs, and others with administrative responsibility may produce manuals and documents within the parameters of their authority and for the purpose of greater effectiveness and communication. A copy of all manuals will be filed with the Association office.

 Additional policies and/or procedures documents will not contradict the letter or spirit of the Constitution or the Bylaws and be subject to the review and revision of the Executive Director of Missions, who will make a determination if additional approvals are necessary.