

**CONSTITUTION OF THE
AMERICAN BAPTIST CHURCHES OF THE ROCHESTER/GENESEE REGION
1979 Amended 1980, 1981, 1988, 1990, 1992, 2000, 2005,2007**

Article I. Name

The name of this association of churches shall be American Baptist Churches of the Rochester/Genesee Region.

Article II. History

This association was founded in 1827 as the Monroe Baptist Association and changed its name in 1921, when it merged with the Rochester Baptist City Mission Society, to the Baptist Union of Rochester and Monroe County. In 1961 the name became Monroe Baptist Association of Rochester and Vicinity. In 1973 the name adopted was The American Baptist Churches of Monroe Association; and in 1985, it became a covenanting organization of American Baptist Churches in the U.S.A. In 1988, the name was changed to American Baptist Churches of the Rochester/Genesee Region.

Article III. Purpose and Objectives

Section 1. The purpose of this Region shall be to promote the unity, growth and outreach of its member churches and to foster whatever else may serve to promote the interest of Christ in the world.

Section 2. The purpose shall be pursued through:

- a. Provision of resources in areas of leadership and program development, social concern, cooperative action and sharing of resources.
- b. Provision of information and promotion of support for concerns of the American Baptist Churches in the U.S.A. in accordance with our covenant relationship.
- c. Representation in the ecumenical community and the support of ecumenical outreach and mission.
- d. Promotion of fellowship, community awareness, information for and action by the churches on issues of concern to the entire Rochester and national communities.

Article IV. Membership

Section 1. Churches are to be received into this Region by submitting a petition to the Executive Board setting forth their desire to be admitted, their faith, practice, and willingness to cooperate fully and effectively with the American Baptist Churches of the Rochester/Genesee Region and the American Baptist Churches in the U.S.A. (ABCUSA) The recommendation of the Executive Board and a three-fourths vote of all Delegates present and voting at a meeting of the Delegates shall be required to receive a church into membership.

Section 2. This Region shall have the right to terminate the membership of any church when such church is out of harmony with established Baptist beliefs and practice or has withdrawn from the American Baptist Churches in the U.S.A. (ABCUSA) or has pursued a course inimical to the good name of the Region. The recommendation of the Executive Board and a three-fourths vote of all Delegates present and voting at a meeting of Delegates shall be required to terminate the membership of any church.

Section 3. No less than thirty (30) days prior written notice must be given to the Delegates prior to any action receiving or terminating the membership of any church.

Article V. Delegates

Section 1. Each member church shall be entitled to three Delegates who shall be members in good standing in that church. These shall be the minister and two additional Delegates of legal age, appointed by such church. Churches shall be authorized to select alternate Delegates to substitute for any regular Delegates who are unable to attend a Delegates' meeting. Delegates from non-geographic churches may vote by mail ballot except for the meeting held in conjunction with the Annual Gathering.

Section 2. In addition to the Delegates, the officers of the Region shall be members with full right to vote at all meetings of the Delegates.

Article VI. Officers

Section 1. The officers of the Region shall consist of the President and President-Elect, Clerk, Treasurer, and the Executive Minister

Section 2. The Executive Minister shall be elected for an indefinite term by three-fourths vote of all Delegates present and voting at a meeting of the Delegates, and he/she shall continue to serve unless removed from office by a majority vote of all Delegates present and voting at a meeting of the Delegates. The Executive Minister shall be regarded as the spiritual leader and director of the Region. It shall be his/her duty to report annually on the affairs of the Region and to be responsible for the supervision of the work of the Region and its staff.

Article VII. Executive Board

Section 1. The Board shall have general charge and management of the affairs, funds, and property of the Region. The members of the Board shall have the power and it shall be their duty to carry out the purposes of the Region according to its constitution and bylaws. The Board shall be responsible for the various programs of the Region and the implementation of the goals adopted by the Delegates. The Delegates shall receive reports from the Executive Board during the year and monitor the implementation of the adopted goals.

Article VIII. Subsidiary Organizations

Section 1. A subsidiary organization shall mean an organization constituted under the auspices of the American Baptist Churches of the Rochester/Genesee Region, Inc., to develop and implement programs within its own structural formation to promote the mission and purpose of the American Baptist Churches of the Rochester/Genesee Region, Inc.

Section 2. A subsidiary organization must be recognized and approved by affirmative vote of the Executive Board and three-fourths (3/4) vote of the delegates at a regularly held meeting of the delegates.

Section 3. A subsidiary organization shall be accountable to the Executive Board and shall render Annual Reports to the delegates at the annual meeting of the delegates.

Section 4. Each subsidiary organization shall by virtue of office be able to elect a representative to serve as an ex-officio voting member of the Executive Board.

Article IX. Bylaws

Written Bylaws which are not in conflict with this Constitution shall be adopted and/or amended by the Delegates on no less than thirty (30) days prior written notice by majority of vote as may be recommended by the Executive Board from time to time.

Article X. Amendments

This constitution may be amended at any meeting of the Delegates by concurrence of not less than three-fourths of the Delegates present and voting, provided that written notice containing the substance of the proposed amendment has been mailed to all Delegates of record at least thirty days before the date of the meeting at which the amendment is to be acted upon.

**BYLAWS OF THE
AMERICAN BAPTIST CHURCHES
OF THE ROCHESTER/GENESEE REGION
1979 Amended 2000, 2005**

Article I. The Regional Year

The Regional year, including the fiscal year, shall coincide with the calendar year.

Article II. Roster of Delegates

Each member church immediately after its annual meeting shall send to the Clerk written certification of the names and addresses of its Delegates.

Article III. Meetings of the Delegates

Section 1. The Delegates shall meet at least three times a year, at such time and place as shall be fixed by the Executive Board. One meeting each year shall be designated to be the Annual Meeting. The Annual Meeting shall be an open meeting to which all members of the cooperating churches shall be invited without the right to vote. The Executive Board shall call a special meeting of the Delegates whenever so required in writing by Delegates representing at least five churches.

Section 2. One-fourth of the total number of Delegates shall constitute a quorum for the transaction of business at any meeting.

Section 3. The Delegates shall elect at the Annual Meeting the officers of the Region, and the members of the Executive Board.

Section 4. The Delegates shall: (a) adopt the bylaws of the Region and amend the same; (2) adopt an annual budget for the Region; (3) establish and monitor goals of the Region; (4) instruct and advise the Executive Board; (5) promote fellowship within the Region and its member churches and (6) determine the number of professional staff positions of the Region.

Section 5. The Delegates shall have ultimate authority in all Regional matters. Executive Board minutes shall be distributed to delegates.

Article IV. Letters to the Region

Each member church shall send a letter to the Region not later than the first day of June each year, indicating the state of the church, calling attention to the items of outstanding interest for the preceding year.

Article V. Message to the Churches

At least once each year, the Region shall adopt and address a Message to the Churches, dealing with some matter of common concern for their consideration, with the request that the message be read to each church.

Article VI. Agenda Mailings for Meetings

Section 1. Notices of Delegates' meetings with agenda and supportive data pertaining thereto shall be mailed to Delegates at least ten (10) days in advance of the meeting.

Section 2. Notices of Executive Board meetings with agenda and supportive data pertaining thereto shall be mailed to Board members at least five (5) days in advance of the meeting.

Article VII. Officers

Section 1. The officers of the region shall consist of the President and President-Elect, a Clerk, a Treasurer, and the Executive Minister.

Section 2. The Minister of Operations shall be the Clerk and shall be elected for an indefinite term. It shall be the duty of the Clerk to keep a roster of the Delegates elected or appointed by each church and record the minutes of the meetings of the Delegates and the Executive Board.

Section 3. The Treasurer shall be elected for a term of two one year terms and may be reelected for two additional one year terms for a maximum total of four years after which she/he cannot serve on the Executive Board for one full year. It shall be the duty of the Treasurer to provide oversight for all funds of the Region and to see that they be disbursed in accordance with the budget adopted by a meeting of the Delegates or as subsequently amended and revised by a majority vote of the Delegates; to make investments of the funds of the Region at the direction of the Executive Board, to assure that accurate records be maintained and to make such reports as the Executive Board may require.

Section 4. The President shall be elected for a term of one year and shall not be eligible for reelection. It shall be his/her duty to preside at all meetings of the Delegates, to preside at all meetings of the Executive Board, to lead the Board in its work and to report for the Board at each meeting of the Delegates. A succession plan according to the following categories shall be observed. Male Clergy, Lay Woman, Female Clergy, Lay Man in the nomination and election of the President.

Section 5. The President-Elect shall be elected for a term of one year after which she/he will be eligible to be elected President. (See above succession plan)

Section 6. A moderator pro tem and clerk pro tem may be elected at any meeting at which the President, President-elect or the Clerk is absent.

Article VIII. Executive Board

Section 1. The Executive Board shall consist of eighteen (18) each of whom shall be a member in good standing in a member church in the Region. At least eleven (11) member churches of the Region shall be represented on the Board. Representatives of the American Baptist Women, the American Baptist Men, the Ministers Counsel, as well as Nationally Nominated Representatives to the General Board (if any) shall also be ex-officio voting members of the Executive Board.

Section 2. Membership of Executive Board

a. The Executive Minister, the Clerk, the Treasurer, the President, the President-elect, the General Board Representative, and the members of each of the three standing committees shall by virtue of their office be members.

b. With the exception of the Executive Minister, Clerk, Officers and the General Board Representative, a member of the Board who has served on the Board for four consecutive years shall at the completion of his/her term not be eligible for reelection to the Board during the next year following.

Section 3. The Board shall appoint such committees and task forces as it may deem necessary or advisable.

Section 4. The Board shall assign liaison responsibilities to its members for the purpose of assuring communication with the churches of the Region and their Delegates.

Section 5. Ten members of the Board shall constitute a quorum for the transaction of business.

Section 6. Should any member of the Board absent himself/herself unreasonably from three consecutive meetings of the Board without sending a communication to the president or clerk stating his/her reason for so doing, and if his/her excuse should not be accepted by the members of the Board, his/her seat on the Board may be declared vacant.

Section 8. Whenever a vacancy occurs in the Board by reason of death, resignation or otherwise, it may be filled by a vote of a majority of the members then in office. A person so chosen shall hold office until the next annual meeting of the Delegates.

Article IX. Meetings

All regular meeting dates of the Executive Board and standing committees of the Region shall be publicized open meetings.

Article X. Organizational Structure

Section 1. The Region shall be structured in three committees: Stewardship, Leadership and Ministry which shall plan and carry out their work in their various fields. The committees shall report to the Executive Board.

Section 2. Four persons shall be elected by the Delegates to serve on each committee to serve four year staggered terms. Committee members shall organize their work and develop task groups or subcommittees as necessary. Upon completion of the four year term members shall not serve on any committee or the Executive Board for one full year.

Article XI. Committees of the Region

Section 1. The organization of the committees of the Region shall be structured under the Executive Board as provided for by the constitution. Any public releases or pronouncements or statement issued by any Region committee must first be approved by the Executive Board.

Section 2. There are three (3) standing committees of the region: Stewardship, Leadership and Ministry.

- a. The Stewardship Committee shall consist of four (4) members elected by the Delegates. The committee shall develop and promote resources in stewardship to be used by congregations, set fundraising goals and coordinate all fundraising campaigns and initiatives, supervise the work of the Treasurer and provide for an annual audit of the Treasurer's accounts. Stewardship Committee's Responsibilities include: oversee finance and resource development to assure that their work is highly functioning, receive financial reports and determine financial and development policies. It shall

prepare an annual budget to be presented, with the approval of the Executive Board, after which it shall be brought to the Delegates for adoption.

b. The Leadership Committee shall consist of four (4) members elected by the Delegates. Leadership Committee's responsibilities include: promote leadership training and development for benefit of the congregations, serve as Staff Relations Committee for all employees, recruit and convene the Nominating Committee, coordinate and support the ministerial teams to assure a high level of functioning, and determine policies in the area of leadership.

c. The Ministry Committee shall consist of four (4) members elected by the Delegates. Ministry Committee responsibilities include: strategize with ministry teams for ways to bring region churches together for ministry work with ministry teams to set goals in accordance with region's vision and mission statements, evaluate ministries for effectiveness and responsiveness to congregational needs, provide coordination and support for the ministry teams to assure a high level of functioning in the area of ministry, dialogue with region congregations to determine areas for which they require additional support, and work to establish new ministry teams for emerging ministries.

Article XII. Nominating Committee

The Leadership Committee shall appoint a Nominating Committee consisting of six members representing six congregations. They shall serve for two-year terms on a rotating basis (one-half to be elected each year) and upon completing a full term shall be ineligible to serve again for a period of one year. The Nominating Committee shall mail a list of its proposed nominees for officers, chairpersons, members of elected committees, and other special representatives as recommended by the Executive Board to all Delegates of record at least (10) ten days prior to the meeting in which the election is to take place. The committee should seek to reflect the racial, ethnic, general, and cultural diversity of the Region in its nominations for the Executive Board and committees.

Article XIII. Permanent Council on Ordination

Section 1. The Permanent Council on Ordination shall consist of the ordained ministers in good standing with the Region and one lay representative from each church appointed by that church, all members of the Ordination Review Committee, and the Executive Minister. The Chairperson, Vice-chairperson and Clerk of the council shall be elected by the Delegates at the annual meeting of the Region. The term of office for each position shall be two years. Persons having served as officers two full terms shall not be eligible for reelection to the same office for the following year.

Section 2. The Permanent Council shall be convened at the request of the local church and on approval of the Ordination Review Committee or the Executive Board of the Region. Representatives from one-quarter of the churches shall constitute a quorum. No more than two (2) candidates shall be examined at any one meeting.

Section 3. The Chairperson of the Ordination Review Committee shall nominate committee members who shall be approved by the Executive Board. Membership shall be composed of the officers of the Permanent Council, six ordained ministers, two lay representatives, and an American Baptist faculty person from The Divinity School.

Section 4. The duties of the Ordination Review Committee shall be to meet with and counsel all candidates recommended for ordination by member churches, to advise seminary students and candidates in steps to be taken toward ordination, to determine their readiness to be examined by the Permanent Council, and to recommend them to the Permanent Council for examination.

Section 5. The duties of the Permanent Council shall be to hear the extemporaneous account of each candidate for ordination concerning his/her Christian experience and call to ministry. Each candidate shall also prepare and circulate his/her ordination paper prior to the examination. The Permanent Council, following examination, shall recommend the candidate's church proceed with ordination, decline to make a recommendation, or refer the candidate back to the Ordination Review Committee for further advisement.

Section 6. At the request of a member church, the Permanent Council shall have power to recognize the ordination of a person ordained outside the American Baptist Churches, provided the recognition is recommended by the Ordination Review Committee and is in harmony with the Region's ordination standards.

Article XIV. Delegates to Ecumenical Bodies

The Region shall designate (2) Delegates to serve as members of the Greater Rochester Community of Churches. They will serve for two-year terms.

The Region shall designate two (2) representatives on the Board of Directors for the Genesee Area Campus Ministry Program. These representatives will serve for two year terms.

Article XV. Recommendations to Member Churches

The Region recommends that the Constitution of each of its member churches include the provisions:

1. This church shall adhere to and be a member of the American Baptist Churches of the Rochester/Genesee Region and the American Baptist Churches in the U.S.A., and shall not resign or withdraw from any of these bodies except by a duly adopted amendment to the constitution of this church following a petition for such resignation or withdrawal signed by three-fourths of all the members of this church and following by at least thirty days a consultation thereto by the Board of Deacons and Trustees of this church with the Executive Minister of American Baptist Churches of the Rochester/Genesee Region;

2. The pulpit committee of this church shall confer with the Executive Minister of the American Baptist Churches of the Rochester/Genesee Region on the qualifications and record of all candidates being considered for the pulpit of this church.

3. This church shall notify the Executive Minister of American Baptist Churches of the Rochester/Genesee Region of any proposed amendment or amendments to its constitution thirty (30) days prior to such action.

Article XVI. Amendments

These bylaws may be amended at any meeting of the Region by a majority of the Delegates present and voting, provided the amendment is recommended by the Executive Board and provided, however, that not less than thirty (30) days written notice of such proposed amendment shall be given to the Delegates.

This constitution and its bylaws, adopted in 2007, shall be considered to supersede and render invalid all previous constitutions and bylaws adopted by this organization.

Rules of Order of the AMERICAN BAPTIST CHURCHES OF THE ROCHESTER/GENESEE REGION

1. The President, at the appointed hour for a meeting of the Region, shall call the Delegates to order. In the absence of the President, the President-elect shall preside. In the absence of both the President and the President -elect, the first order of business shall be to elect a moderator pro tem. In the absence of the Clerk, a clerk pro tem shall be elected.

2. The Clerk shall proceed to call the roll of Delegates.

3. The minutes of the last meeting shall be approved.

4. All meetings shall be opened and closed with prayer.

5. Roberts' Rules of Order shall be recognized as authoritative in the conduct of the meetings.

6. Unanimity shall be sought in all decisions.