

Proposed Constitution and By Laws

United Missionary Baptist Association

**United Missionary Baptist Association Constitution
and By-Laws Revision Committee**

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Rev. Dr. John L. Scott
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Rev. Wayne Williams
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Rev. Bryan Dundee Holt
Deacon Eleanor Olive
Sister Beverly Robinson
Deacon-In-Training Rachael Smith
Deaconess Tyra Williams
Deacon Wesley Green
Sister Alice Brown
Sister Stacia Williams

**Constitution of the
United Missionary Baptist Association**

PREAMBLE:

We, the United Missionary Baptist Association of New York City and vicinity, a Not-For-Profit Religious Organization, seeking a closer fellowship with each other and understanding of our purpose as the Church militant, do unite to advance the cause of Christ's kingdom in Missions, Christian Education and Evangelism, seeking to uphold and advance the doctrine of the Missionary Baptist Church and the program initiatives of the United Missionary Baptist Association, do ordain, revise and re-establish our Constitution and By-Laws.

ARTICLE 1: NAME

The name of this organization shall be the United Missionary Baptist Association of New York City and Vicinity, Inc.

ARTICLE II: OBJECTIVES

The Objectives of this association shall include but not be limited to:

- To promote the preaching of the Gospel
- To build a strong Christian Fellowship
- To foster co-operative and mutual aid to associate churches
- To promote Missions, both Home and International
- To promote Christian Education
- To promote Christian Evangelism
- To cooperate with the Empire Baptist Missionary Convention of New York State, Inc.
- To provide for an Ordination Council to prepare and examine those candidates for ordination to the Gospel Ministry.

Section 1 The objectives of this Association shall be, as a local arm of the Baptist denomination, to promote the Baptist witness and congregational growth and development locally, the Empire Baptist Missionary Convention and the National Baptist Convention, USA, Inc.

Section 2 In pursuit of these objectives, as listed in Section 1 of Article II, the Association may function through the ministries enumerated in Articles VIII, IX and X, and other agencies and committees that it may deem necessary from time to time.

ARTICLE III: MEMBERSHIP

Membership in the Association shall include:

Section 1 This Association shall be composed of all Missionary Baptist Churches in New York City and vicinity who are in harmony with the stated objectives of this Association.

Section 2 This Association shall also include the following auxiliaries and departments:

- The Women's Auxiliary
- The Lottie B. Heath Youth and Young People's Auxiliary
- The Ushers Auxiliary
- Youth Ushers Department
- The Nurses Auxiliary
- The Rev. Dr. John L. Scott Associate Ministers Auxiliary
- The Ministers' Wives, Spouses & Widows, Widowers Auxiliary
- The Congress of Christian Education
- The Laymen Auxiliary
- Junior Laymen Department

Section 3 This Association shall also include Missionary Baptist Churches in the following counties: New York, The Bronx, Richmond, Rockland, and Westchester.

ARTICLE IV: MEETINGS

Section 1 This Association shall meet annually, the week after the First Sunday in October, as well as quarterly sessions on Wednesday-Friday after the Fourth Sunday in January, April, and July. There will be a Board meeting following each session to include any unfinished business from the previous session.

- Evangelism is the emphasis of the January Session
- Education is the emphasis of the April Session
- Christian Education and training is the emphasis of the Christian Education week in the second week in June. This session will be promoted by the Association's Congress of Christian Education.
- Missions is the emphasis of the July Session
- The Annual Session is held in October
- The Adjourned Session is held one week after the Annual Session. Three Board meetings will be held after each Quarterly Session. Other meetings shall be called as the Moderator deems necessary.

ARTICLE V: OFFICERS OF THE PARENT BODY

Section 1 The Officers of the Parent Body Association shall be:

- Moderator
- First Vice Moderator
- Second Vice Moderator
- Recording Secretary
- Assistant Recording Secretary
- Corresponding Secretary
- Assistant Corresponding Secretary
- Treasurer
- Assistant Treasurer
- Financial Secretary
- Assistant Financial Secretary

Section 2 The Moderator shall appoint the following officers, subject to the ratification of said appointments, by the Parent Body:

- The Historian
- The Statistician
- The Parliamentarian
- The Auditor
- The Dean

Section 3 The Association shall elect, at the designated Annual Meeting, all officers who have reached the end of their tenure. The Nominating Committee shall present a list of recommendations to the Parent Body of the Association. Should additional nominations for any of the offices be offered from the floor, election of that office shall be by separate vote. All nominees must first be asked if he/she would like to be considered for the office, be willing to serve and capable of carrying out the duties of the office before being nominated by the nominating committee or submitted from the floor. The names submitted from the floor should submit a letter of Intent and a letter from their pastors before being considered for an office. The elected officers shall assume office, after being installed, following the Annual when the elections are held. If a vacancy should occur in any of these elected offices, the Executive Committee shall elect the nominee to fill the vacant position. This person shall complete the term of the person vacating the position. The elected officers of UMBA shall not hold position for more than two (2) consecutive two (2) year terms.

ARTICLE VI: DUTIES OF THE ASSOCIATION'S OFFICERS

Section 1 The Moderator shall preside at all sessions of the Association, and at all Board of Directors meeting and shall decide all questions of order and procedure subject to the right of appeal of the body. And, as the visible witness to God's justice and righteousness in the world, the Association also abides by a biblically-informed, socially and culturally aware code of ethics. This code will be written and reviewed by a diverse group of UMBA leaders, appointed by the Moderator, and maybe updated with each new Administration. The Moderator, shall prepare, in consultation with the Executive Committee of the Board of Directors (See Article VII) the agenda for all meetings of the Association. Additionally, the Moderator shall appoint all members of Standing Committees as authorized and shall encourage all churches to demonstrate a commitment to the work of the Association so that the Association may fulfill her mission. The Moderator is the ex-officio leader of all committees, auxiliaries, and ministries.

Section 2 The Vice-Moderators shall preside at meetings at the direction of and/or in the absence of the Moderator. The Vice-Moderators shall assist the Moderator in planning for and presiding over the annual and quarterly meetings of the Association. The Vice-Moderators shall assist in developing fellowship and mutual care among the churches of the Association. In addition to performing other duties as requested by the Moderator, each Vice-Moderator will serve as the Moderator's designated Administrative Liaison to a subset of the Association's bodies and shall be accountable to the Moderator for the performance of such duties. The First Vice Moderator heads the Finance Committee.

Section 3 The Recording Secretary of the Association shall record the minutes of all meetings of the Association, the Board of Directors, and the Executive Committee. The Recording Secretary is the custodian of all of the Association's records and shall provide for the security of all official records of the Association. At the end of the Recording Secretary's tenure, all official records and minutes of all meetings of the Association, the Board of Directors and the Executive Committee shall be turned over to the newly elected Recording Secretary. Additionally, copies of all official records of the Association shall be kept in a separate secure location and in other forms of media,

electronic or in the cloud as designated by the Moderator, in case the records held by the Recording Secretary are lost in a fire or misplaced or otherwise destroyed.

Section 4 The Assistant Recording Secretary of the Association shall perform the duties of the Recording Secretary in his/her absence or illness or other incapacities preventing the Recording Secretary from fulfilling the responsibilities required and shall turn over all recording of minutes of meeting to the Recording Secretary. The Assistant Recording Secretary shall assist the Recording Secretary, when necessary, in the performance of his/her duties.

Section 5 The Corresponding Secretary shall prepare and be responsible for all the official correspondences of the Association. The Corresponding Secretary shall notify all of the churches and pastors of the meetings of the Association. The Corresponding Secretary shall also be responsible for notifying the members of the Board of Directors and the Executive Committee of their respective meetings. The Corresponding Secretary is authorized to attach the signature of the Moderator of the Association on the correspondences so designated by the Moderator. The Corresponding Secretary shall maintain, at all times, an updated listing of the contact information for all churches and pastors in the Association and overseeing communications through all media.

Section 6 The Assistant Corresponding Secretary shall assist the Corresponding Secretary and shall perform the duties of the Corresponding Secretary in his/her absence or at such times when the Corresponding Secretary is unable to perform the duties of the office due to illness or other incapacities.

Section 7 The Treasurer of the Association shall be the custodian of the liquid assets of the Association, shall sign all checks issued by the Association. All checks and other important documents or contracts financially obligating and binding the Association needing authorization must be signed by two of the following three persons: Treasurer, Moderator, and/or First Vice Moderator. All signers of the checks of the Association shall be bonded.

The Treasurer shall deposit daily all funds received when the Association is in session. He/she shall provide for the security of the Association's funds and shall deposit them in a bank designated by the

Association. The Treasurer shall secure night depository for all of the Association's accounts.

The Treasurer shall not issue funds or checks or make electronic transfers of any funds without a properly signed voucher by the Chairperson of the Financial Committee, which must indicate the reason for the requested funds.

Section 8 The Assistant Treasurer of the Association shall assist the Treasurer and shall perform the duties of Treasurer in his/her absence or at such times when the Treasurer is unable to perform the duties of the office due to illness or incapacitation.

Section 9 The Financial Secretary of the Association shall be responsible, in cooperation with the Treasurer of the Association, for maintaining a record of all receipts and disbursements of the Association's funds, and shall prepare and present a written Annual and Quarterly Financial Report for the Association, according to proper accounting procedures and shall distribute said report at the Annual and each Quarterly session. All financial records and reports will be subject to an audit by a Certified Public Accountant as designated by the Association and the results shall be made known to the Association in her annual session.

Section 10 The Assistant Financial Secretary of the Association shall assist the Financial Secretary and shall perform the duties of the Financial Secretary in his/her absence or at such times when the Financial Secretary is unable to carry out the duties of the office due to illness or other incapacities.

Section 11 The Parliamentarian of the Association shall be the arbiter in all matters of parliamentary procedures, and shall, when required to do so, settle debatable matters pertaining to parliamentary rules and procedures.

Section 12 The Dean shall be responsible for providing a period of study during the Annual and Quarterly sessions. He/she shall also be responsible for working with the Association's Congress of Christian Education in setting the curriculum, recruiting and supervising the Instructors. He/she shall be responsible to reporting to the Association at the quarterly meeting following the Congress of Christian Education an evaluation of the learning process during the week of study.

Section 13 The Statistician shall record the attendance at the Annual and Quarterly sessions, as well as the Board meetings and issue a report at each session when called upon by the Moderator.

Section 14 The Historian shall be responsible for maintaining the historical narrative of the Association, with periodic updates and be prepared to present the Association's history at times when called upon by the Moderator.

Section 15 The Auditor shall perform a general review of the Association financial records each quarter and present a report of his/her findings to the Moderator.

ARTICLE VII The Board of Directors and the Executive Committee

Section 1 The Board of Directors of the Association shall be empowered to make decisions, purchase or sell assets on behalf of the Association when the Association is not in session. It shall convene at least one day prior to the Annual and Quarterly session for the purpose of receiving, reviewing and ratifying all reports and commissions to be presented to the Association. All such constitutional matters, and such other matters voted upon by the Board of Directors, and affecting the well-being of the Association, must be reported for ratification by the Association when it reconvenes.

Section 2 The Board of Directors shall meet at the discretion of the Moderator of the Association.

Section 3 The Board of Directors shall consist of all the elected officers of the Association, the retiring Moderator for one year, and the Presidents of all of the Association's Auxiliaries.

Section 4 The Executive Committee shall consist of all the elected officers of the parent body of the Association and two (2) representatives from all Auxiliaries, as well as two (2) members-at-large. It shall have the power to fill all vacancies during the interim periods when the Association is not in session. The Executive Committee of the Board of Directors shall be responsible for monitoring and ensuring compliance of the Constitution by all auxiliaries, departments, and committees within the Association.

ARTICLE VIII COMMISSIONS

There shall be seven (7) Commissions; each consisting of five(5) persons. The Moderator shall appoint all the members of each Commission.

Section 1 The Christian Education Commission shall be responsible for encouraging and promoting member churches to support the Educational thrust of the Association through the Congress of Christian Education and the office of the Dean. The commission will encourage the development of Leadership Schools in each of the Association's districts.

Section 2 The Church Extension Commission shall work with member churches and find resources to assist those member churches experiencing financial challenges. The Commission will make recommendations to the Moderator to advance efforts to assist struggling churches.

Section 3 The Foreign Missions Commission shall encourage member churches to participate and support the Association's thrust to carry the Gospel to the spiritually lost people of world, according to mandate of the Great Commission of Matthew 28:19-20. The Commission shall conduct an Annual Foreign Mission Drive for the Association and give a report of its efforts at the Annual session.

Section 4 The Home Missions Commission shall encourage member churches to participate and support the Association's thrust to carry the Gospel to communities in need of the Gospel and other support to assist in helping to develop and train their people.

Section 5 The Leadership Education Commission shall be responsible for establishing relationships between area colleges, seminaries and the Association. This Commission shall foster cooperative programs to assist pastors, associate ministers and others to pursue their education or to continue the learning process through the college or seminary's Continuing Education programs.

Section 6 The Social Action Commission shall be responsible for establishing a working relationship between the Association and the political entities of the cities where there are member churches.

Section 7 The Ordination Commission of the Association, for the purpose of examining all applicants aspiring to be ordained to the

Gospel Ministry. Each person must be recommended by the local church for ordination. Once they have gone through catechizing and passing the examination of the Ordination Commission, the Chairperson of the Commission shall recommend the ordination of the candidate to the pastor and church. The Moderator or his/her designate shall call and preside over the Ordination Sessions.

Section 8 The Commissions shall have power to fill any vacancies that occur within its membership, with the consent of the Moderator and Executive Committee and they shall serve until the Annual Session of the Association.

ARTICLE IX COMMITTEES

The following Committees shall be appointed to function at each Annual session in the performance of duties common to their purpose. The size of each committee shall be decided by the Moderator.

Section 1 New Bodies Committee – The New Bodies Committee shall examine and review and make recommendations to the Association for all applications submitted by new church bodies wishing to join the Association.

Section 2 Finance Committee – The First-Vice Moderator is the head of the Finance Committee. The Finance Committee shall be responsible for collecting all funds taken up during the Annual and Quarterly session and report the same to the Treasurer and Financial Secretary.

Section 3 Time and Place Committee – This Committee shall be responsible for recommending to the Moderator and Association locations where the Association can hold the Annual and Quarterly Sessions and any other meetings so authorized by the Association.

Section 4 Program Committee – The Program Committee shall be responsible for convening an annual meeting of Presidents, in advance of the first quarterly meeting, to receive requests for preachers for the year's sessions; selecting, in cooperation with and upon the approval of the Moderator, preachers for each session; confirming them, and preparing a printed program for each session.

Section 5 Nominating Committee – The nominating Committee shall recommend persons to fill all slates of officers at the time when

the Association votes to choose new officers of the Parent Body, as well as the leaders of all auxiliaries.

Section 6 Theme Committee - The Theme Committee shall be responsible for setting the theme for the Association's calendar year and shall present at each quarterly session an exegesis of the theme.

ARTICLE X AUXILIARIES AND DEPARTMENTS

Section 1 The recognized Auxiliaries and Departments of the United Missionary Baptist Association shall be:

- Women Auxiliary
- Senior Laymen Auxiliary
- Jr. Laymen Department
- Lottie B. Heath Youth and Young People Auxiliary
- Nurse Auxiliaries
- Ushers Auxiliaries
- Youth Ushers Department
- Dr. John L. Scott Associate Ministers Auxiliary
- Ministers Spouses and Widows/Widowers Auxiliary
- Congress of Christian Education Auxiliary

Section 2 The Auxiliaries may have their own governing rules and regulations, their own annual operating budgets; but their rules and regulations shall in no wise conflict with this Constitution.

Section 3 All Auxiliaries shall turn over to the Treasurer of the Parent Body of the Association all excess funds, not needed for operating the Auxiliary. No Auxiliary is permitted to pay any bills, for any type of service rendered in cash or personal monies. All payments must be made by the Association's official check.

ARTICLE XI ECCLESIASTICAL JURISDICTION

This Association shall have no ecclesiastical jurisdiction over member churches or representative bodies holding membership in said Association, nor shall the Association interfere with the internal affairs of any member church or representative body.

Section 1 As a benefit of membership in the Association, member churches or representative bodies may invite the Moderator or his/her representative to meet with church leaders to mediate issues of Church Polity and/or internal difficulties.

ARTICLE XII THE ASSOCIATION'S REPRESENTATION

Section 1 It shall be the policy of this Association to represent in the Empire Baptist Missionary Convention of New York State, Inc. and the National Baptist Convention, USA, Inc. It shall be the policy of this Association to represent in any state, national or international body with the vote of the Association.

ARTICLE XIII GOVERNING AUTHORITY

Section 1 The United Missionary Baptist Association shall be governed by the faith and practices of the Holy Bible, established Baptist Polity, and this Constitution and By-Laws.

Section 2 Robert's Rules of Order, as revised, shall be the authority in all matters of parliamentary procedures.

ARTICLE XIV AMENDMENTS TO THE CONSTITUTION AND BY-LAWS

Section 1 The Constitution of the United Missionary Baptist Association may be amended at any Annual Session of the Association. All such proposed amendments must be disseminated to the Association's churches at least one month prior to the first reading. The proposed amendment or amendments shall be presented in writing to the Association for three readings prior to a vote being taken to amend the Constitution. Once the proposed amendment or amendments are read three times and approved, then it or they shall be presented to the Association Body in any of its annual sessions, and the two thirds (2/3) of the delegates and/or messengers present and qualified to vote shall be required to approve the amendment. (See Article I, Section 5 of the By-Laws) Once said amendment or amendments are approved, they go into effect by the next Quarterly meeting of the Association.

Section 2 Any previous Constitutions shall be rendered null and void upon the Association's adoption of the voted upon amendment or amendments to the Constitution.

Section 3 The Association shall prepare and mail out to each member church an updated Constitution, once said amendments have been added.

Section 4 The By-Laws of the United Missionary Baptist Association may be amended at any Annual Session of the Association,

provided that the proposed amendments to the By-Laws shall have been presented in writing to the Association at least ninety (90) days prior to the meeting of the Association's Annual Session, and that a majority of the delegates and/or messengers present and qualified to vote, be required to approve the amendment or amendments.

Section 5 All amendments to the By-Laws shall be included in an updated Constitution and By-Laws document and mailed promptly to the member churches.

BY-LAWS OF THE

UNITED MISSIONARY BAPTIST ASSOCIATION, INC.

ARTICLE I THE ELECTION PROCEDURES OF THE UNITED MISSIONARY BAPTIST ASSOCIATION SHALL BE AS FOLLOWS:

Section 1 The Moderator shall appoint a Nominating Committee at least one (1) year prior to the scheduled General Election. The Nominating Committee shall operate according to the procedures outlined in Article of the By-Laws.

Section 2 The Nominating Committee shall consist of fifteen (15) persons; one from each Auxiliary and the remainder from the Parent Body. The Nominating Committee shall not include any individual eligible for re-election and/or seeking to be elected to an office.

Section 3 The Nominating Committee shall interview all potential candidates to make sure that those who have declared their candidacy meet the qualifications as outlined in Article II of the By-Laws. (See Article II)

Section 4 The Moderator shall call for the report of the Nominating Committee on Friday morning during the Annual Session of the Association. Voting shall take place after the Nominating Committee has made its report to the Association.

Section 5 Only delegates and/or messengers elected by the local church are eligible to vote on all officers and all actions taken by the Association. Each church is allowed seven (7) delegates or messengers. The Pastor should be one (1) of the delegates and/or messengers. To be eligible to vote in the election the member church is required to have met the financial obligations to this Association for at least the previous seven quarters. Additionally, the church must register with the required amount at the Annual Session.

Section 6 All elections shall be by ballot vote: either manual or electronic.

ARTICLE II: ELIGIBILITY REQUIREMENTS FOR ELECTION TO OFFICE IN THE UNITED MISSIONARY BAPTIST ASSOCIATION, INC.

Section 1 To be eligible for the office of Moderator, First Vice Moderator and Second Vice Moderator, the candidate:

- Must have a minimum of five years managerial experience within the Association.
- Must have served in a leadership capacity within the Association and/or Auxiliaries and/or Commissions and/or Committees and have demonstrated a proven knowledge of the operational structure of the Association.
- Must be financially supportive and an active participant in the life of the Association.

Section 2 Candidates for any office within the United Missionary Baptist Association and her Auxiliaries and Departments must be a member in good standing of one of the churches actively supporting the Association financial for a minimum of eight (8) quarterly sessions prior to the election.

Section 3 Additionally, candidates must submit a written recommendation from their pastor, or a sanctioned church officer in the case of a pastoral vacancy to the auxiliary nominating committee and the Association's nominating committee.

All candidates for the office of Moderator, First Vice Moderator, and Second Vice Moderator of the Association must present a letter of intent to the Nominating Committee by the third quarterly session during the year of the scheduled General Election.

If two or more persons contest a position, then the Nominating Committee shall present all names of candidates on a prepared ballot to the Parent Body when presenting its recommendations of officers, when called upon by the Moderator.

All decisions concerning eligibility of churches to vote in the scheduled General Election must be made by the Finance Committee and presented to the Association at the Third Quarterly Session. The names of those churches that are eligible to vote and the reasons why they are not eligible must be forwarded to the respective church thirty days (30) prior to the Second Quarterly Session.

No church joining the Association during the year of the election is eligible to vote in that year's General Election.

ARTICLE III: POSITIONS HELD WITHIN THE UNITED MISSIONARY BAPTIST ASSOCIATION

Section 1 Except for members of the Board of Directors and the Executive Committee, no member of the Association and her auxiliaries and Departments may hold office in more than one Auxiliary or Department of the Association concurrently.

ARTICLE IV: TENURE OF OFFICE

Section 1 All Officers of the Association and her Auxiliaries and Departments shall be elected to a two-year term of office and shall be eligible to be re-elected to an additional term of two (2) years, for a total of no more than four (4) consecutive years.

Section 2 Installation of elected officers shall take place within two months of the election. All transfer of fiduciary responsibility must be executed prior to the closing of the Annual Session.

ARTICLE V: THE BUDGETARY PROCEDURES OF THE ASSOCIATION

Section 1 The Moderator shall appoint a Commission on Budgets and Finances at the Annual Session. The Commission on Budgets and Finances shall be comprised of representatives from the Parent Body and all of her Auxiliaries and Departments as well as the Chairperson of the Board of Directors.

Section 2 The purpose of this Commission shall be to prepare an Annual Budget for the ensuing fiscal year of the Association, highlighting anticipated income and expenditures necessary for the proper operation of the work of the Association, i.e. home missions, foreign missions, local missions, operational expenses, special mission projects, and support of the State and National Convention's work.

Section 3 All auxiliaries as well as the Parent Body will submit their anticipated income and expenditures for carrying out the objectives of the said auxiliary and Parent Body, i.e. Honoria, travel, Association operational expenses, postage, stationary, entertainment of speakers, and travel to State, National, and Global Ministries.

Section 4 The representatives of each auxiliary that sits on the Commission on Budgets and Finances shall bring all financial reports, information and documentation from its auxiliary for the previous fiscal year to justify any and all budgetary submissions for the ensuing fiscal year. (The fiscal year is from December 1 to November 31).

Section 5 The Commission on Budgets and Finances will meet at the call of the chairperson. This Commission will meet regularly during each Quarterly Session or any time after and will have a proposed budget prepared and presented to Moderator and the Association at the Third Quarterly Session of the Association. Once the proposed budget is presented and ratified, it will serve as the operational guide of the Association for the ensuing fiscal year.

ARTICLE VI: ASSOCIATION DISCIPLINE

Section 1 The United Missionary Baptist Association firmly believes that the Bible is its only authentic source of spiritual discipline. Therefore, unless it can't be avoided, no church, group of churches, individuals, auxiliaries, departments or officers of the Association or any of her constituent bodies shall seek redress in civil courts of any and all grievous matter pertaining to membership rights, association's procedure, or any other internal affairs of the Association. In all these matters, the Association itself is its own binding arbiter and its adjudication of any grievances relating to the Association is final, and from which there is no further appeal. The Association shall prepare a manual addressing how these grievances may be resolved.

Section 2 The majority vote of the delegates and/or messengers of the United Missionary Baptist Association at either of her quarterly or Annual sessions is, therefore, binding on the corporation itself and its membership. Failure to comply with the wishes of the majority will result in the aggrieved party or parties to be automatically dismissed or removed from office. If they are not removed, no party or parties creating disruption within the Association shall be eligible to run for or hold any office unless they demonstrate their willingness to cooperate and operate within the Association's structure.

ARTICLE VII: OTHER LEGAL ENTITIES

Section 1 The Association shall establish and maintain other legal entities, as it seems necessary to advance the development of and

program of the Association. All such entities, whether for-profit or not-for-profit shall remain the sole ownership of the Association.

There can be no severing of any and all relationships to these legal entities without the vote of the Board of Directors and the constituents of the Association.

UNITED MISSIONARY BAPTIST ASSOCIATION