

**Restated Articles of Incorporation
2016 Revision
Northwest Louisiana Baptist Association**

**State of
Louisiana
Caddo Parish**

BE IT KNOWN that on this day before me, the undersigned Notary Public, personally came and appeared NORTHWEST LOUISIANA BAPTIST ASSOCIATION, domiciled in Caddo Parish, Louisiana, represented herein by its President and Moderator and by its Secretary and Clerk, under authorization of the Executive Board and member churches of the corporation, unanimously adopted at the Annual Meeting held on October 10, 2016 in Blanchard, Louisiana, a certified copy of the resolution being attached, and pursuant to Louisiana R.S. 12:241, does adopt the following revised Articles of Incorporation (2016):

ARTICLE 1. NAME

The name of the corporation is Northwest Louisiana Baptist Association.

ARTICLE 2. PURPOSES

The corporation is organized, and it shall be operated, exclusively for religious, educational and benevolent purposes, the primary objective being the proclamation of the Gospel, cooperative Christian service, and mutual edification of the cooperating churches.

ARTICLE 3. DURATION

The duration of the corporation shall be perpetuity unless sooner dissolved in accordance with law.

ARTICLE 4. NATURE

The corporation is a nonprofit corporation and shall have all powers, rights, privileges, capacities and immunities in furtherance of the proposed hereinabove set forth, for which nonprofit corporations are authorized and may hereafter be authorized to possess under the laws of the State of Louisiana, and particularly under Title 12, Chapter 2, Louisiana Revised Statutes of 1950, as revised and modified by Act 105 of 1968, of the Legislature of the State of Louisiana. The corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity which would invalidate its status (1) as a corporation which is exempt from federal income taxation as an organization described in Section 501(c) (3) of the Internal Revenue Code of 1954, or (2) as a corporation, the contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1954.

No part of the net earnings or other assets of the corporation shall inure to the benefit of or be distributable to any to its members, officers or other private persons,

except that the corporation be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes hereinabove set forth. Upon dissolution of the corporation the Executive Board shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute all assets of the corporation exclusively for the purposes of the corporation in such manner or to such organizations organized and operated exclusively for religious, educational or benevolent purposes, as shall at the time qualify as an organization or organizations described in Section 501(c)(3) of the Internal Revenue Code of 1954.

ARTICLE 5. REGISTERED OFFICE

The location and post office address of the registered office of the corporation is 5875 West 70th Street, Shreveport, Louisiana, 71129.

ARTICLE 6. REGISTERED AGENTS

The full names and post office addresses of the registered agents of the corporation are as follows:

Lane Moore
600 Parlange Circle
Shreveport, Louisiana
71115

Eddie Dehondt
7625 Millicent Way
Shreveport, Louisiana
71105

Wayne Dubose
7715 Millicent Way
Shreveport, Louisiana
71105

ARTICLE 7. INCORPORATORS

The full names and post office addresses of the incorporators of the corporation are as follows:

Mr. Kenneth Gibson
Edmondson 3206 Samford Avenue
Mooringsport, Louisiana Shreveport, Louisiana

Mr. Jerry
D. Stogner 2327
Tilman Drive
Bossier City,
Louisiana

ARTICLE 8. EXECUTIVE BOARD

The powers of the corporation shall be vested in the member churches and the business and affairs of the corporation shall be delegated to and managed by an Executive Board, which shall be composed of the Association officers, Development Team Leaders, committee chairmen, pastors of the cooperating Southern Baptist

churches, and one member for each 1,000 resident members or fraction thereof from each cooperating Southern Baptist church, which are duly elected by the church and approved by the members of the corporation. No full time employee of the Association will serve on the Executive Board. The members of the Executive Board shall hold office until their successors are elected and qualified. The officers of the corporation shall serve as officers of the Executive Board in the same capacities and for the same terms. The number, qualifications, terms of office and manner of election of the members and officers of the Executive Board may from time to time be changed, increased or reduced as provided for in the bylaws.

Subject to the approval of the members of the corporation, the Executive Board shall have authority to transact the business of the corporation during the interim between annual meetings of the members of the corporation, to fill any vacancies which may occur on the Executive Board during such interim, and to borrow money, execute evidences of indebtedness, purchase movable and immovable property, and lease, encumber, sell or otherwise alienate any of the movable or immovable property of the operation.

The Executive Board may designate one or more committees, each committee to consist of two or more of the members of the Executive Board, which, to the extent provided by resolution of the Executive Board, shall have and may exercise the powers of the Executive Board in the management of the business and affairs of the corporation. Each such committee shall hold office during the term of the Executive Board constituting it unless otherwise ordered by the Executive Board.

The names and addresses of the initial Executive Board members, who shall hold office until their successors have been elected and qualified, are as follows:

Mr. Kenneth Gibson 3206 Samford Avenue Shreveport, Louisiana	Louisiana Mr. Jerry Edmondson Mooringsport, Louisiana Rev. W. D. Stogner 2327 Tilman Drive Bossier City, Louisiana
Mr. H. M. Prothro, Jr. Box 36 Haughton,	

ARTICLE 9. MEMBERSHIP

The corporation is organized on a non-stock basis, and there shall be but one class of membership. The group of churches that constitute this common fellowship shall be Southern Baptist churches that are in harmony and cooperating with the purposes of the corporation. The corporation has no authority over any cooperating church, but the members of the corporation shall have authority to promulgate necessary rules to define and determine what constitutes a church in harmony and cooperation with the purposes of the corporation. The organized membership of the corporation shall consist of messengers duly elected by the cooperating churches and reported by letter to the corporation from the churches. Such messengers shall be received as members of the corporation as follows: two messengers for every cooperating church and one additional messenger for every 50 resident members or fractional part thereof, the messengers to be selected from the membership of the respective churches and not to exceed 50 messengers from any one church.

Each member of the corporation shall be entitled to one vote. The incorporators of the corporation shall comprise the initial membership of the corporation.

ARTICLE 10. AMENDMENTS

Recommendations for amendment or revision to these Articles of Incorporation may be made in one of the following ways:

(1)A recommendation in writing at an Executive Board meeting or at the Annual Meeting of the Association. The Moderator shall immediately refer the recommendation to the Administrative Council for study. The Administrative Council shall report to the next Executive Board meeting regarding whether the recommended amendment or revision should be referred to a temporary committee. A two-thirds affirmative vote of the Executive Board members present and voting shall be necessary to refer the proposed amendment or revision to the duly appointed temporary committee.

(2)A recommendation to the Executive Board or the Annual Meeting to select an ad hoc committee to revise or amend the Articles of Incorporation. The Moderator under his authority for appointing ad hoc committees shall recommend to the Executive Board or the Annual Meeting the names of individuals selected to serve. Recommendations for changes to the Articles of Incorporation made by the committee shall be presented to the Annual Meeting after having given 60 days' notice. The notice shall clearly reflect the recommended changes. A two-thirds affirmative vote of the duly elected and seated messengers at an Annual Meeting shall be necessary to adopt the changes to the Articles of Incorporation.

(3)Minor changes in grammar, spelling or punctuation that do not impact the substance of the Articles of Incorporation may be made by recommendation to the Executive Board. A simple majority of members present and voting shall be required to implement such changes

ARTICLE 11. EFFECTIVE DATE

The effective date of organization of the corporation is October 1, 1969.

CERTIFICATION OF ADOPTION

THE REVISION of the ARTICLES OF INCORPORATION have been duly accepted this day of October 10, 2016, by the membership of the Executive Board. IN TESTIMONY WHEREOF, witness the hand of the undersigned duly authorized person on such date.

_____ MODERATOR

_____ CLERK

_____ DIRECTOR OF MISSIONS

STATE OF LOUISIANA

PARISH OF _____

On this _____ day of _____, before me appeared

_____, to me personally known, who, being

by me duly affirmed did say that he is the Moderator, of

_____, and that the instrument was signed in behalf of

the association by authority of its Executive Board and that

_____ acknowledged the instrument to be the free act

and deed of the association.

____ Notary Public

Print Name: _____

My commission expires: _____

**Bylaws
of
Northwest Louisiana Baptist Association**

ARTICLE I - STATEMENT OF FAITH

This statement does not exhaust the extent of our beliefs. However, The Northwest Louisiana Baptist Association does affirm and adopt as its own statement of beliefs, Baptist Faith and Message (2000). No resources of the association shall be used in a matter inconsistent with this article. For the purposes of the Association's practice, policy, and discipline the Executive Board shall be the final interpretive authority on the Statement of Faith.

SECTION 1 - STATEMENT OF BIBLICAL AUTHORITY

This statement does not exhaust the extent of our beliefs. The Bible, as the inspired and infallible Word of God, which is the final authority concerning truth, morality, and the proper conduct of mankind, shall be the sole and final source of all that we believe.

SECTION 2 – STATEMENT ON MARRIAGE AND SEXUALITY

We believe the term "marriage" has only one meaning and that is marriage sanctioned by God which joins one man to one woman in a single, exclusive union, as delineated in Scripture. We believe that God intends sexual intimacy to only occur between a man and a woman who are married to each other. We believe that God has commanded that no intimate sexual activity be engaged in outside of a marriage between a man and a woman.

We believe that any form of sexual immorality, such as adultery, fornication, homosexuality, bisexual conduct, bestiality, incest, pedophilia, pornography or any attempt to change one's sex, or disagree with one's biological sex, is sinful and offensive to God.

We believe that in order to preserve the function and integrity of the association, and to provide a biblical role model to others, it is imperative that all persons employed by the association in any capacity, or who serve as volunteers, should abide by and agree to this Statement on Marriage and Sexuality and conduct themselves accordingly.

Because we believe in the biblical teachings that marriage is between one man and one woman, marriages outside those parameters will not be performed by associational officials.

We believe that God offers redemption and restoration to all who confess and forsake their sin, seeking his mercy and forgiveness through Jesus Christ.

We believe that every person must be afforded compassion, love, kindness, respect, and dignity. Hateful and harassing behavior or attitudes toward any individual are to be repudiated and are not in accord with Scripture nor the doctrines of the

Church.

SECTION 3 - STATEMENT ON SANCTITY OF HUMAN LIFE

We believe that all human life is sacred and created by God in His image. Human life is of inestimable worth in all its dimensions, including pre-born babies, the aged, the physically or mentally challenged, and every other stage or condition from conception through natural death. We are therefore called to defend, protect, and value all human life.

ARTICLE II – AFFILIATIONS

SECTION 1 – COOPERATING CHURCH DEFINED

A “cooperating church” with respect to its desire to affiliate or continue to affiliate with the corporation shall be one that (1) is Southern Baptist Church, or one of like faith and order, (2) affirms the *Baptist Faith and Message* of the Southern Baptist Convention as its doctrinal statement, (3) is sympathetic to the purposes of the corporation, and (4) has applied for and been granted affiliation according to the procedures of Section 2 of this article. Furthermore, a church shall not be considered in cooperation with this corporation if it has taken action affirming, approving or endorsing the practice of homosexuality. Such actions include but are not limited to the licensure or ordination of homosexuals, marriage or blessing of homosexual relationships, and endorsing homosexuality as an acceptable lifestyle. While recognizing the autonomy of the local church, the members of the corporation may determine a church is not a cooperating church within the definition of this section if it has taken a moral or scriptural position contrary those positions generally accepted among the members of the corporation.

SECTION 2 – APPLICATION FOR AFFILIATION

Any church desiring to participate in the fellowship of the corporation shall apply by letter, making a statement of its faith and practices and declaring its purpose to cooperate with the corporation. If the request is approved by the Affiliations Committee and the members of the corporation then vote by two-thirds majority of the members present to receive messengers from such church, the messengers selected by the church shall become members of the corporation. The corporation has no authority over any cooperating church, but the members of the corporation may refuse membership to any messenger from a church by two-thirds majority vote of the members of the corporation present at the annual meeting.

SECTION 3 – DISMISSAL AND EXCLUSION

The Affiliations Committee shall also consider and make recommendation to the members of the corporation at its annual meeting or to the Executive Board any action to declare a church as no longer a cooperating church as defined in Section 1 of this article. A two-thirds majority of the members present and voting shall be required to sustain the recommendation. Notwithstanding the above provision of this section, a member of the corporation, duly elected and registered as a messenger at the annual meeting, may present a motion to exclude messengers from any church from being recognized as such for that meeting. Any such motion must be presented to the moderator of the meeting prior to any motion as provided for in the meeting agenda to

recognize the messengers elected and registered as constituting the quorum for the meeting. A two-thirds vote in the affirmative is required to sustain a motion to exclude a church's messengers.

SECTION 4 – REINSTATEMENT

Any church dismissed or excluded as a cooperating church may make application for reinstatement upon evidence the church is in conformity with the definition of a cooperating church as presented in Section 1 of this article. The process defined in Section 2 of this article shall apply to a church desiring reinstatement as a cooperating church.

ARTICLE III- MEETINGS

SECTION 1 - PLACE OF HOLDING MEETINGS

All meetings of the members shall be held at a designated place recommended by the Administrative Council.

SECTION 2 - ANNUAL ELECTION OF OFFICERS

The Annual Meeting of members for the election of the association officers and the transaction of business shall be traditionally in October as recommended by Administrative Council beginning with the year 1997.

SECTION 3 - VOTING

- (1) On demand of any messenger, the vote for association officers or on any question before a meeting, shall be by ballot, and all questions shall be decided by a majority of the votes cast, except as otherwise provided by the Articles or bylaws.
- (2) Voting by proxy shall be prohibited.

SECTION 4 - QUORUM

The duly elected, registered, and present messengers constitute a quorum for the annual meeting.

SECTION 5 - SPECIAL MEETINGS

Special meetings of the association or Executive Board for any purpose or purposes may be called by the moderator or in his absence, any association officer in the following order: vice moderator, clerk, parliamentarian, and treasurer, stating the purpose or purposes thereof, with notice of the meeting delivered to the clerk and all members. Messengers for special meetings shall be qualified in the same manner as they are qualified for the annual meeting.

SECTION 6 - NOTICE OF MEETINGS

Written, electronic, and oral notice stating the place and time of the annual meeting and, if a special meeting, the general nature of the business to be considered, shall be given to each member church entitled to vote, at least sixty (60) days before the meeting in case of an annual meeting, and ten (10) days before the meeting in the case of a special meeting. Any irregularity in the notice of an annual meeting held at a member church at the time prescribed in Section 2 of Article II shall not affect the

validity of the meeting or any action taken at the meeting.

SECTION 7 - RULES OF THE MEETING

Notwithstanding other provisions of these bylaws, Robert's Rules of Order (latest edition) shall constitute the rules of the meeting.

ARTICLE IV - EXECUTIVE BOARD

SECTION 1 - EXECUTIVE BOARD MEMBERS

The number of Executive Board members shall be governed by Article 8 of the Articles of Incorporation.

SECTION 2 - MEETINGS

Regular meetings may be held with notice at such time and place as determined by the Executive Board. Special meetings may be called at any time by the Executive Board, or by the moderator in consultation with the Director of Missions and/or one or more officers. The meetings may be held at such time and place as determined by the Executive Board or officers. Agenda of all meetings and any motions to be presented on new business shall be written and distributed to the Moderator and board members before the meeting is called to order. New business introduced without prior notice shall be automatically postponed for debate to the next meeting, unless two-thirds of the members present at the meeting vote to receive the business.

SECTION 3 – QUORUM

At all meetings of the Executive Board, those present and qualified to act shall constitute a quorum for the transaction of business, and the action of a majority of the Executive Board members present is the action of the Executive Board, unless the concurrence of a greater proportion is required for such action by law, the Articles of Incorporation, or these bylaws.

SECTION 4 - POWERS OF EXECUTIVE BOARD

The Executive Board is charged by the member churches with the responsibility for the management of the business of the association, and subject to any restrictions imposed by law, the Articles of Incorporation, or these bylaws, may exercise all of the powers of the association. Without prejudice to such general powers, the Executive Board has the following specific powers:

- (1) From time to time, to confer the powers and duties of any officer upon any other persons for the time being; and
- (2) To delegate any of the powers of the Executive Board to any standing or ad hoc committee or to any officer or agent (with power to sub-delegate) upon such terms as they deem proper.

ARTICLE V – OFFICERS

SECTION 1 – ELECTION AND TERMS OF SERVICE

The officers of the association shall be a President, who shall serve as Moderator; a Vice President, who shall also serve as Vice Moderator; a Secretary who

shall serve as Clerk; a Parliamentarian; a Treasurer and such other officers as the members of the association may consider necessary or appropriate. The officers shall be elected by the members of the association at the annual meeting, and begin serving at the conclusion of the annual meeting, and shall hold their respective offices until their successors are elected. The Moderator, shall not be eligible to serve more than two full terms in succession. The moderator shall be elected annually and eligible to serve two full terms after serving as Moderator in an unexpired term. The Vice Moderator, Clerk, Parliamentarian, and Treasurer shall be elected annually and shall not be eligible to serve more than three terms in succession. The Vice Moderator, Clerk, Parliamentarian, and Treasurer shall be eligible to serve three full terms after serving in those positions in an unexpired term. Should any vacancy occur, the Nominating Committee shall recommend to the Executive Board an individual to fulfill the unexpired term.

SECTION 2 – MODERATOR

The Moderator is the executive leader and presiding officer of the Northwest Louisiana Baptist Association. The quality and effectiveness of the association depends on leadership; therefore, the role of Moderator deserves serious attention, and the person who serves in this position should be an accepted leader in the area.

Duties:

- (1) To serve on the Administrative Council.
- (2) To call appropriate meetings of the association.
- (3) To work with the Director of Missions in planning for meetings, programs and projects.
- (4) To appoint temporary committees as needed.

SECTION 3 - VICE MODERATOR

The Vice Moderator should assist the Moderator in his duties and be ready to assume the Moderator's responsibilities in his absence. The qualities expected of the Moderator should be expected equally of the Vice Moderator.

Duties:

- (1) To serve on the Administrative Council
- (2) To expedite specific assignments by the Moderator.
- (3) To give encouragement and guidance to all association officers and committees, in consultation and cooperation with the Moderator, in commission of all of the duties of the officers and committees, with a view toward expediting committee functions.

SECTION 4 - CLERK

The clerk is filling an important place in the association by producing and preserving primary historical source materials. In the absence of the Moderator and the Vice Moderator, the Clerk will call the Executive Board meeting to order and preside over the election of the Moderator Pro-tem who shall serve as Moderator Pro-tem for that particular Executive Board Meeting.

Duties:

- (1) To serve on the Administrative Council.
- (2) To keep an accurate record of all business transacted by the Executive Board.

- (2) To provide the Executive Board minutes to the associational office for publication and distribution.
- (3) To record, in cooperation with the Association Office, all transactions of the association and preserve reports and resolutions presented to the body.

SECTION 5 - PARLIAMENTARIAN

Duties:

- (1) To act as an advisor to the Administrative Council and presiding officer on matters of procedure.

SECTION 6 - TREASURER

Duties:

- (1) To serve on the Administrative Council.
- (2) To supervise the receiving, crediting and depositing of all monies of the association, and the keeping of accurate records of such transactions.
- (3) To serve as an ex-officio member of the Finance Committee.
- (4) To serve as a resource for helping church treasurers with good business form and procedure.

ARTICLE VI – DIRECTOR OF MISSIONS

SECTION 1 – DIRECTOR OF MISSIONS

The Association shall employ a Director of Missions (“DOM”) whose duties shall include, but are not limited to:

- (1) Provide executive leadership for the administration of the Association’s day-to-day work.
- (2) Supervise the paid and volunteer office staff and recommend to the Personnel Committee such policies as necessary for effective personnel management.
- (3) Assist and advise the officers, team members and committee members in the performance of their duties.
- (4) Provide support, encouragement and counsel to associational pastors, churches and missions.
- (5) Provide visionary leadership and strategic direction for the Association’s work and the advancement of Southern Baptist churches in the area.
- (6) Maintain denominational and external relationships in furtherance of Southern Baptist work.
- (7) Work to strengthen relationship among the churches and missions of the Association
- (8) Assist in planning the Annual Meeting and Executive Board Meetings.
- (9) Other duties as assigned by the Administrative Council, Executive Board or the Association in its Annual Meeting.

SECTION 2 – QUALIFICATIONS

The qualifications of the DOM shall include, but are not limited to:

- (1) Calling. The DOM shall have a sense of being called of God into the Gospel ministry and associational leadership.

(2) Character: The DOM shall possess the character and scriptural qualifications as outlined in 1 Timothy 3:1-7. He shall be able to exhibit mature judgment, a cooperative spirit and Christian statesmanship.

(3) Education. The DOM shall possess the educational qualifications such that he will be able to carry out the duties of the position. While a seminary degree is not required, his breadth of education and experience shall rise to that level.

(4) Experience: The DOM shall be well equipped through his experience in church and denominational ministry. Such experience does not necessarily need to be as a pastor, but he should have demonstrated a high degree of competence in leading Christian ministry either in the local church, missions or denominational ministry.

(5) Accountability: The DOM shall be a member in good standing with a Southern Baptist Church when called and shall unite with a local associational church during his term of service.

SECTION 3 – CONDITIONS OF EMPLOYMENT AND TERMINATION

When a vacancy for the DOM position exists, the Nominating Committee shall recommend to the Executive Board a DOM search committee. The search committee shall seek candidates for the position according to the criteria in this article. A candidate recommended to the Executive Board by the search committee shall require an affirmative vote of three-fourths of the members present and voting in order to be employed.

The DOM shall be employed for an indefinite period. The DOM may be dismissed from employment according to the provisions of these bylaws or such policies as may be determined by the Executive Board. The work of the DOM shall be supervised by the moderator and Administrative Council.

SECTION 4 - REPLACEMENT OF THE DIRECTOR OF MISSIONS

The Office of the Director of Missions is vacated upon his death, retirement, resignation or action of the Association.

ARTICLE VII – TEAMS

SECTION 1 - ACCOUNTABILITY

(1) Ministry Accountability: Ministry aspects of the Association are designed to be delivered by Teams and Directors of Teams in coordination with the DOM.

(2) Financial Accountability: The Administrative Council will receive a proposed budget from the Finance Committee before their July meeting. The budget will be based on input from Development Teams and their respective Directors along with the DOM. After Administrative Council approval, the proposed budget is recommended for presentation at the August Executive Board Meeting. After Executive Board approval the proposed budget will be presented for vote at the Annual meeting in October.

All Development Team leaders will disburse funds according to the amounts contained in the budget. The Administrative Council in conjunction with the finance committee will have responsibility for seeing that funds are disbursed appropriately by all teams. The Administrative Council is authorized to spend up to one thousand

dollars for unexpected, non-budgeted expenses in the ministry of the association. They may spend up to five thousand dollars with the approval of the finance committee. Any non-budgeted expenditures will be reported at the next subsequent Executive Board meeting. The finance committee will have the responsibility of overseeing the bookkeeping aspects of income and expenditures and ensuring that expenditures are in line with the budget.

SECTION 2 - ADMINISTRATIVE COUNCIL

Members: DOM (Team Leader); Moderator; Vice-Moderator; Treasurer; Clerk; Parliamentarian; 5 Team Leaders of Development Teams.

The Administrative Council will serve as the primary decision-making group between Executive Board meetings. This team is responsible for all ministries carried out through, or under the sponsorship, of the association. This team shall have the responsibility and authority to:

- a. Form specific task forces or ad hoc committees to perform specific tasks such as Louisiana College Scholarships.
- b. Nominate members of the nominating committee.
- c. Plan and conduct the annual meeting.
- d. Oversee the work of the development and support teams.
- e. Serve as Counsel for the DOM.

SECTION 3 - DEVELOPMENT TEAMS

Listed below are the five main development teams of the Association along with a summary of their duties. Each of these teams will have a Director that will serve on the Administrative Council. These statements are for general information and are subject to implementation and change at the discretion of the Administrative Council and the DOM.

(1) Church Development Team: To assist in developing healthy growing churches.

The Director who oversees this team will work in conjunction with the DOM and the Compassion Ministry Strategist to support churches in the following areas of ministry: training and equipping in all facets of church life for full time and bi-vocational pastors and staff; spiritual renewal and strategic planning; support in the area of Sunday School and small groups; outreach and evangelism planning; Music and Worship ministries along with computer support and IT assistance.

(2) Ethnic Church Development Team: To strengthen ethnic churches with healthy spiritual growth.

The Director who oversees this team will work in conjunction with the DOM to encourage our ethnic pastors and churches in the following areas: Discipleship, evangelism, fellowship *both within their respective churches as well as greater fellowship within the Association*, ministry and worship.

(3) Leader Development Team: To strengthen the leadership within our churches.

The Director who oversees this team will work in conjunction with the DOM to provide opportunities throughout the year to enhance leadership skills of the pastors

and staff. Times of equipping can be unitized during quarterly Executive Boards. The hour before the business meeting can be utilized for leadership training. Additional forums can be peer groups for prayer, discussion on pastoral decision-making, mentoring of new pastors, and equipping pastors and staff as they lead change within their church.

(4) New Work & Church Planting Team: To assist churches in planting new mission churches to reach the unchurched.

The Director who oversees this team will work in conjunction with the DOM and LBC to secure funding for sponsoring churches to start new works in the Association. This team will evaluate where locations are needed and review demographic studies for new church plants. They will also seek to find new pastors and work through the assessment process with those pastoral candidates. A goal will be to start two new works every year.

(5) Ministry Development & Compassion Ministry Team: To assist churches to work cooperatively and reach out into their respective communities to meet physical and spiritual needs.

The Director who oversees this team will work closely with the Association Compassion Ministry Strategist in formulating plans and ideas for churches to better reach their communities. Areas of support they will be involved will include: Chaplaincy support, Crisis Pregnancy Centers, Prison ministry, ESL, Food Bank and Thrift Store ministry plus Moral and Social concerns.

ARTICLE VIII – COMMITTEES

SECTION 1 - COMMITTEE GUIDELINES

(1) The Director of Missions and the Moderator are ex-officio members of every committee.

(2) The chairman, Director of Missions, or the Moderator may convene any committee when the need arises.

(3) A committee seeking Executive Board action on a matter should present the matter with a definite recommendation in writing.

(4) It should be remembered that the power of the committee is advisory and suggestive only, except where the Executive Board has definitely delegated authority in specific areas.

(5) The committees will be organized into one-, two- and three-year tenure of offices with a third rotating off each year. No one should be elected to succeed himself until he has remained off a given committee for one year. At least one of the members of the Executive Board will be on each committee. Every effort should be made to maintain balance on committees including pastors, staff personnel, and laymen.

(6) No person should serve on more than one standing committee in any given year.

(7) Any committee member shall be a member of a Southern Baptist

Church cooperating with the Northwest Louisiana Baptist Association .
(8) Standing committees shall rotate on a calendar basis.

(9) All committees shall make a written report to the association convened in its annual meeting.

(10) Committee members shall be eligible to serve a full three-year term on a committee following an unexpired term.

(11) Committee Chairman shall be elected to serve a one year term.

SECTION 2 –

AFFILIATIONS Principal

Function:

To receive, review and recommend action on letters from churches which petition the association for membership.

Duties:

(1) This committee will use a Petitionary Process approved by the Executive Board.

(2) To notify churches of the October 31 deadline for submitting the Annual Church Profile to the Associational Office for inclusion in the Annual Associational Minutes. Churches failing to submit Annual Church profile two successive years shall be subject to review by this committee for appropriate action.

SECTION 3 - CAMP BETHANY

Principal Function: To work with the Camp Manager in guiding the operation, maintaining of facilities, and maximizing the use of the encampment. Duties:

(1) To recommend development and maintenance of facilities and equipment for the camp.

(2) To recommend policies consistent with the purpose of the camp relative to fees, operation, personnel, scheduling and programming.

(3) To recommend the annual budget for the camp to the Administrative Council.

(4) To support the financial development of the camp.

SECTION 4 –

FINANCE Principal

Function:

To assist the association in securing, administering and reporting its finances.

Duties:

(1) To seek ways and methods of developing income streams into the association.

(2) To review and recommend the budget from Administrative Council to the Executive Board.

(3) To oversee and recommend improvements regarding the bookkeeping accounting practices and provisions for annual financial reviews.

(4) To act on all non-budgeted items between \$1,001 and \$5,000 submitted by the Administrative Council. Any non-budget item over \$5,001 shall be

presented to the Executive Board for approval.

(5) To review insurance coverage every three years; request bids from at least two additional companies with a rating of A-VIII or higher. Preference shall be given to members of cooperating churches.

SECTION 5 – NOMINATING

Principal Function: To nominate and present to the Executive Board for approval, officers, committee members and leaders of the five Development Teams; to be ratified at the

association annual

meeting. Duties:

(1) To nominate the association's officers and leaders of the five Development Teams by the August Executive Board meeting.

(2) To nominate association committee members by the August Board meeting.

(3) This committee shall recommend individuals to fill unexpired terms.

SECTION 6 – PERSONNEL

Principal Function: To write and implement the personnel policies of the Association and recommend to the Executive Board needed major changes. Duties:

(1) To assist the Director of Missions in all matters pertaining to staff.

(2) To study, evaluate and make recommendations relating to staff structure, job description, salary, benefits and other policies pertaining to employees of the association.

(3) To work with Director of Missions in seeking and recommending qualified persons for staff vacancies, with input from Administrative Council.

SECTION 7 - STUDENT MINISTRY

Principal Function: To work with the Baptist Collegiate Ministry Director in relating to the Board and local churches. Duties:

(1) To be the liaison between the Association, the LBC Student Ministries Department, the BCM Director and the churches.

(2) To work with the Director in developing the budget. The chairman will present the budget to the Finance Committee.

(3) To periodically review the ministries and expenditures of the Directors.

(4) To encourage local churches to support BCM work.

ARTICLE IX – WHISTLEBLOWER

The Northwest Louisiana Baptist Association requires its officers, team members, committee members, and staff to observe the highest standards of ethical behavior in the conduct of their duties and responsibilities. All such persons must practice honesty and integrity in fulfilling their responsibilities, and they must comply with all applicable laws and regulations in keeping with the highest standards of biblical stewardship.

Officers, team members, committee members and staff are expected to report material violations or suspected violations of misconduct or malfeasance in accordance with this article. The Association prohibits harassment, retaliation and adverse consequences against anyone who reports a violation in good faith.

Allegations of impropriety against any elected officer, team member or committee

member may be submitted to any other officer of the Association. The allegation will then be referred to the Administrative Council for investigation. Allegations of impropriety against any employed or volunteer staff member may be submitted to the Personnel Committee for investigation. The results and recommendation regarding any allegation of misconduct or malfeasance shall be made to the Executive Board.

If there is an allegation of criminal activity, the chair of the committee charged with investigating the allegation shall notify the authorities. Any investigation conducted under this article shall not interfere with any law enforcement investigation. Officers, team members, committee members and staff shall fully cooperate with law enforcement.

Nothing in this article shall prohibit the Executive Board upon the advice of the moderator or Director of Missions from forming an ad hoc committee to investigate an allegation of misconduct or malfeasance and to receive from that committee any results and recommendation.

ARTICLE X – AMENDMENT TO THE BYLAWS

Recommendations for amendment or changes to these bylaws may be made in one of the following ways:

SECTION 1. A recommendation in writing at an Executive Board meeting or at the Annual Meeting of the Association. The Moderator shall immediately refer the recommendation to the Administrative Council for study. The Administrative Council shall report to the next Executive Board meeting regarding whether the recommended change to the bylaw should be adopted. A two-thirds affirmative vote of the Executive Board members present and voting shall be necessary to adopt the bylaw change.

SECTION 2. A recommendation to the Executive Board or the Annual Meeting to select an ad hoc committee to revise or amend the bylaws. The Moderator under his authority for appointing ad hoc committees shall recommend to the Executive Board or the Annual Meeting the names of individuals selected to serve. Recommendations for changes to the bylaws made by the committee shall be presented to the Executive Board or the Annual Meeting after having given 60 days' notice. The notice shall clearly reflect the recommended changes. A two-thirds affirmative vote of the Executive Board members, or messengers if presented at an Annual Meeting, shall be necessary to adopt the bylaw changes.

SECTION 3. Minor changes in grammar, spelling or punctuation that do not impact the substance of the bylaws may be made by recommendation to the Executive Board. A simple majority of members present and voting shall be required to implement such changes.

CERTIFICATION OF ADOPTION

THE FORGOING BYLAWS have been duly accepted this day of October 10, 2016, by the membership of the Executive Board.

IN TESTIMONY WHEREOF, witness the hand of the undersigned duly authorized person on such date.

_____ MODERATOR

_____ CLERK

_____ DIRECTOR OF MISSIONS

STATE OF LOUISIANA

PARISH OF _____

On this _____ day of _____, before me appeared

_____, to me personally known, who, being

by me duly affirmed did say that he is the Moderator, of

_____, and that the instrument was signed in behalf of

the association by authority of its Executive Board and that

_____ acknowledged the instrument to be the free act

and deed of the association.

Notary Public

NWLBA Articles of Incorporation and Bylaws

Print Name: _____

My commission expires: _____