



## **COOPERATIVE BAPTIST FELLOWSHIP OF SOUTH CAROLINA CONSTITUTION AND BYLAWS**

*(voted June 26, 2020, at the General Assembly)*

### **Article I.**

#### **Section 1. Membership.**

The Cooperative Baptist Fellowship of South Carolina is comprised of churches, institutions, and individuals who share a passion for the Great Commandments and the Great Commission of Jesus Christ and a commitment to historic Baptist principles and who give financial support to the organization.

### **Article II.**

#### **Section 1. Officers.**

The officers of the Cooperative Baptist Fellowship of South Carolina shall be the Moderator, the Moderator-Elect, the Secretary, and the Treasurer. (For purposes of incorporation, the Moderator shall be the President, the Moderator-Elect shall be the Vice-President, and the Secretary shall be the Secretary.) These officers shall also serve as officers of the Administrative Council.

## **Section 2. Duties.**

- (A) The moderator shall preside at the annual session of the General Assembly, serve as chair of the Administrative Council and shall be an ex-officio member of all committees except the Nominating Committee.
- (B) The Moderator-Elect shall serve in the absence of the Moderator.
- (C) The secretary shall maintain accurate minutes of the annual session of the General Assembly, and the meetings of the Administrative Council.
- (D) The Treasurer shall be responsible for all monies received, the disbursement of funds, the keeping of records, and reporting appropriately to the Administrative Council and the General Assembly.

## **Section 3. Election.**

The officers shall be elected at the annual session of the General Assembly. The Nominating Committee shall present nominations for the offices, and if additional nominations are made from the Floor, the nominees must have given prior consent to nomination. For the office of Moderator, the Nominating Committee shall strive to alternate between clergy and laity and between male and female in succeeding years. The Moderator-Elect, the Secretary, and the Treasurer shall be elected the same year. The Moderator-Elect shall succeed the following year to the office of Moderator.

## **Section 4. Limitation of Service.**

The Moderator shall serve a one-year term or until a successor is elected and may not serve the succeeding term except that if the Moderator-Elect serves a part of an uncompleted term of the Moderator, the Moderator-Elect may serve the succeeding full term.

## **Section 5. Removal of Officers.**

Any officer may be removed at the annual meeting of the General Assembly or at a special meeting of the Cooperative Baptist Fellowship of South Carolina called by the Administrative Council for such purpose. A two-thirds vote will be required to remove an officer.

## **Article III. Representation**

In the election of officers and in all nominations and appointments to the Administrative Council and all committees and teams, a balance shall be sought which represents the diversity of the individuals and churches that compose the Cooperative Baptist Fellowship of South Carolina, e.g. clergy and laity, men and women, as well as racial/ethnic, geographical and age diversity.

## **Article IV. Meetings**

### **Section 1. Cooperative Baptist Fellowship of South Carolina.**

The Cooperative Baptist Fellowship of South Carolina shall meet annually in a General Assembly session for worship, fellowship, and business and in special meetings called by the Administrative Council. The purpose of any special meeting shall be stated in the call with written or electronic notice at least thirty (30) days prior to the date of the meeting. All members present at the meeting shall be eligible to vote on all matters which arise.

### **Section 2. Administrative Council.**

- (A) The Administrative Council shall meet at least four times per year.
- (B) Members must be in attendance to vote on matters presented at meetings of the Administrative Council.
- (C) Written or electronic notice of meetings of the Administrative Council shall be given at least fifteen (15) days prior to the date of the meeting.
- (D) Meetings of the Administrative Council shall be called by the Moderator or by the Moderator-Elect in the absence of the Moderator.
- (E) A member who has three (3) consecutive unexcused absences will be replaced. Excused absences are at the discretion of the Moderator.

### **Section 3. Open Meetings.**

All meetings of the Cooperative Baptist Fellowship of South Carolina, the Administrative Council, any Committees, with the exception of the Nominating and Personnel Committees, and any Ministry Teams shall be open to any member of the Cooperative Baptist Fellowship of South Carolina.

### **Section 4. Electronic/Virtual Meetings.**

The Administrative Council, any Committees or Ministry Teams may conduct, entirely or in part, their regular or special called meetings electronically when all of the following conditions are met:

- (A) Members of the Administrative Council, Committees, or Ministry Teams are able to communicate in real time by electronic means;
- (B) Documents discussed are available to all participants; (C) Details of participation are provided to participants and the Fellowship in writing or by electronic notice at least seven (7) days in advance of the meeting.

## **Article V. Administrative Council**

### **Section 1. Composition.**

The Administrative Council shall consist of the officers of the Cooperative Baptist Fellowship of South Carolina, the immediate past Moderator, the Chair of each of the Committees, the Chair of each Ministry Team, and two at-large members nominated by the Nominating Committee and elected by the General Assembly.

### **Section 2. Responsibilities.**

(A) The Administrative Council shall have the authority to conduct the business of the Cooperative Baptist Fellowship of South Carolina between annual sessions of the General Assembly and to call special meetings of the Cooperative Baptist Fellowship of South Carolina. They shall not have authority to alter the actions of the General Assembly.

(B) The Administrative Council shall have the authority to elect persons nominated by the Nominating Committee to serve the unexpired terms of members who leave the Council between the annual sessions of the General Assembly.

(C) The Administrative Council shall have the authority to employ and to terminate the employment of personnel.

(D) The Administrative Council shall establish financial policies and shall administer the finances of the Cooperative Baptist Fellowship of South Carolina.

(E) The Administrative Council shall establish a policy for the operation of the staff and ministries of the Cooperative Baptist Fellowship of South Carolina.

(F) The Administrative Council shall be responsible for planning and running the annual sessions of the General Assembly.

(G) The Administrative Council shall report its decisions to and be responsible to the Cooperative Baptist Fellowship of South Carolina at the annual sessions of the General Assembly.

## **Article VI. Committees**

### **Section 1. Selection**

Committee members shall be elected to serve on specific committees by the General Assembly. The Nominating Committee shall submit each year a slate of nominees for all open positions (except for its own members.) Upon approval by the General Assembly these persons will serve a term not to exceed three (3) years. Provision should be made to stagger the terms of those elected so that not all the positions are vacated on any Committee at one time. Representation on the committees which reflects the diversity of the membership of the Cooperative Baptist Fellowship of South Carolina shall be sought in making nominations.

### **Section 2. Nominating Committee (7 Members)**

(A) The Nominating Committee (6 members) shall be nominated by the Administrative Council of the Cooperative Baptist Fellowship of South Carolina and shall be comprised of representatives from the various geographic regions of the state: the Upstate, the Midlands, and the Coastal Region.

(B) The immediate Past Moderator shall be a member of the Nominating Committee, but not its Chair.

(C) The Nominating Committee shall nominate officers of the Fellowship, members of all Committees, except itself, and all Ministry Team members for the year following the year in which the Nominating Committee serves. Nominees for unexpired terms shall also be presented to the Administrative Council by the Nominating Committee as the vacancies occur.

(D) Terms of service shall be arranged so that not all of the terms expire each year.

### **Section 3. Finance Committee (6 Members)**

(A) The Finance Committee shall receive all requests for funding for inclusion in the budget. The budget shall be presented to the Administrative Council with appropriate recommendations.

(B) The Finance Committee shall be responsible for the orderly dispensing of funds and the accounting for them.

(C) The Finance Committee shall receive any request for funds not in that year's budget to be presented to the Administrative Council with its recommendation.

#### **Section 4. Personnel Committee (6 Members)**

- (A) The Personnel Committee will deal with all matters relating to personnel administration and management.
- (B) The Personnel Committee will accept and assess recommendations for new staff.
- (C) The Personnel Committee will develop personnel policies, define the duties of staff, and oversee regular performance evaluations.
- (D) The Personnel Committee will recommend to the Finance Committee salary and benefits for employees of the Fellowship.

### **Article VII. Ministry Teams**

#### **Section 1. Selection**

The Chair for each Ministry Team shall be elected by the General Assembly at an annual meeting. A slate of proposed members of all teams shall be submitted by the Nominating Committee and voted on by the Assembly. Persons who have indicated an interest in and willingness to serve on the teams should make their preferences known to the Nominating Committee at least four months prior to the General Assembly. Terms shall be for 3 years and should be staggered in groups so that not all positions are vacant in any year. Members who rotate off may be re-elected after one year off the team. The number of active ministry teams may vary as need and interest of the Fellowship dictate. Representation on the teams which reflects the diversity of the membership of the Cooperative Baptist Fellowship of South Carolina shall be sought in making nominations.

#### **Section 2. Responsibilities**

Ministry Teams shall be named and organized around specific tasks and functions important to the work and ministry of the Fellowship. Members of the Fellowship may petition the Administrative Council to form or disband Teams as the need arises, and action can be taken by the Assembly at its next annual meeting. Final decision for the instituting and gathering of Teams shall rest with the General Assembly.

## **Article VIII. Quorum**

A majority of members registered at an annual session of the General Assembly shall constitute a quorum. A majority of the Administrative Council members shall constitute a quorum and a majority of committee members shall constitute a quorum.

## **Article IX. Parliamentary Authority**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Cooperative Baptist Fellowship of South Carolina in all cases to which they are applicable and in which they are not inconsistent with this Constitution and Bylaws and any special rules of order the Cooperative Baptist Fellowship of South Carolina may adopt.

## **Article X. Amendments**

This Constitution and Bylaws may be amended at any annual session of the General Assembly of the Cooperative Baptist Fellowship of South Carolina by a two-thirds majority of members present and voting, provided that the proposed amendments shall have been submitted in writing to the Administrative Council thirty (30) days prior to the Council meeting next preceding the annual session of the General Assembly.

## **Article XI. Review**

The Constitution and Bylaws shall be reviewed by the Administrative Council at least every five (5) years for the purpose of reconciling the Constitution and Bylaws to changes in and growth of the Cooperative Baptist Fellowship of South Carolina.