

# **The Bylaws of Next Generation Churches of Northern California and Nevada**

Revised February 2010

## **ARTICLE I—NAME**

The official name of this organization shall be “The Conservative Baptist Association of Northern California,” a nonprofit corporation, hereinafter referred to as the “Association,” and is currently known as “Next Generation Churches.” The Association may use other names that promote its purpose and goals.

## **ARTICLE II—PURPOSE**

The Purpose of the Association is to empower churches and their leaders to discover and achieve their God-given mission.

- A. This association of churches envisions a network of missional churches transforming lives with the grace and truth of Jesus.
- B. This association of churches values:
  - 1) Healthy Churches
  - 2) Relationally and Strategically Connected Churches
  - 3) Strategic, Cooperative Church-Planting
  - 4) Effective Leadership Development

## **ARTICLE III—DOCTRINE**

Acknowledging the Scripture as the all-sufficient basis of doctrine and practice, we adopt this summary of principles as the Doctrinal Statement as accepted by the Association

### **Doctrinal Statement**

#### **Scripture**

We believe that the Bible is God's divinely inspired Word, revealed through human writers, inerrant in its original form, and infallible in all matters of faith and conduct.

#### **The Trinity**

We believe that there is one true God, infinite, eternal and unchangeable in essence but eternally existing in three persons, Father, Son, and Holy Spirit; each is equal in nature, attributes, and perfections yet each executes distinct but harmonious offices in the work of creation, providence and redemption.

#### **God the Father**

We believe in God the Father, an infinite personal Spirit, perfect in holiness, wisdom, power, and love. He is sovereign in creation, providence, and redemption and orders all things according to His own purposes and grace. He concerns Himself mercifully in the affairs of men, in that He hears and answers prayer, and in that He saves from sin and death all who come to Him through Jesus Christ.

#### **Jesus Christ**

We believe that Jesus Christ is God's eternal Son, and has precisely the same nature, attributes and

perfections as God the Father and God the Holy Spirit. We believe further that He is not only true God, but true man, conceived by the Holy Spirit and born of the virgin Mary. We also believe in His sinless life, his substitutionary atonement, His bodily resurrection from the dead, His ascension into heaven and His priestly intercession on behalf of His people.

### **Holy Spirit**

We believe in the Holy Spirit who proceeds forth from God. His work is to convince the world of sin, righteousness and judgment; furthermore, He implements Christ's redeeming work through regeneration, sanctification, and preservation. He indwells and empowers believers for godly living and service.

### **Man**

We believe God originally created man, male and female, in the image of God, free from sin. By personal choice, man fell into sin, the effect of which transmitted to all men making them spiritually dead. By divine pronouncement man is a sinner by nature and deed and stands under the judgment of God. We also believe that those who repent of sin and trust Jesus Christ as Savior are regenerated by the Holy Spirit.

### **Salvation**

We believe in salvation by grace through faith in Jesus Christ. We further believe this salvation is based upon the sovereign grace of God, was purchased by Christ on the cross, and is received by man through faith, apart from any human merit, works or ritual. We further believe salvation results in righteous living, good works, and proper social concern.

### **The Church**

We believe that the universal church is a living spiritual body composed of all regenerate people of which Christ is the head. This body is called to express itself in local assemblies which practice the ordinances of believers baptism by immersion, the Lord's Supper, and the fulfillment of Jesus' commandment to "make disciples of all nations." The fulfillment of its mission of evangelism, adoration and edification is the responsibility of all believers in the local church. We further believe that every local church and believer, under the authority and direction of Scripture may express their uniqueness in conscience, worship and practice, balancing it with an attitude of mutual submission of believers to each other in love.

### **Separation of Church and State**

We believe that each church is autonomous and must be free from interference by ecclesiastical or political authority; that therefore Church and State must be kept separate as having different functions, each fulfilling its duties free from dictation or patronage of the other. We further believe that autonomous local churches choose by voluntary association to express their mutual interdependency and responsibility.

### **Last Things**

We believe in the bodily resurrection of the saved and lost, the eternal communion with God (Heaven) or eternal separation from God (Lake of Fire), in accordance with each person's decision of accepting or rejecting God's grace as provided in Christ's atoning work. We further believe in Christ's personal visible premillennial return from heaven.

## ARTICLE IV - MEMBERSHIP

### **Section 1. Qualification**

- A. Churches and individuals from the Northern California/Northern Nevada region who desire membership in the Association shall make application to the Board of Directors according to procedures established by the Board and declare themselves to be in agreement with the Purpose (Article II) and Doctrinal Statement (Article III) of this Association.
- B. Upon application to and approval by the Board of Directors, such churches and individuals may be recognized as members.
- C. It is expected that member churches and individuals will participate relationally and financially in the Association.

### **Section 2. Removal From Membership**

- A. Any church or individual ceasing to be in agreement with the Purpose and/or Doctrinal Statement of the Association may withdraw from membership by submitting a letter to the Board of Directors.
- B. The Board of Directors may, for due cause, vote to dismiss a church or individual from the Association.

### **Section 3. Associational Relationships**

Next Generation Churches is related to the CBAmerica in a voluntarily covenantal relationship. We value our historic ties with other Conservative Baptist Ministries; therefore the Next Generation Churches will partner with those ministries so as to effectively serve the churches.

### **Section 4. Meetings**

The Association may hold meetings during the year for promoting the general purposes of the Association. Such meetings shall be called by the Board of Directors. A special meeting of the Association may be called upon written request signed by the pastoral leadership of 20% of the member churches. Each church may designate two (2) voting members.

### **Section 5. Quorum**

In all meetings of the Association, 10% of the member churches, shall constitute a quorum.

### **Section 6. Fiscal Year**

The fiscal year of the Association shall be January 1<sup>st</sup> to December 31<sup>st</sup>.

## ARTICLE V—BOARD OF DIRECTORS

### **Section 1. General Authority**

- A. The Board of Directors shall manage the affairs and all legal matters of the Association. No individual officer or member of the Board shall act on behalf of the Board without Board approval and direction.
- B. The responsibility of the Board on behalf of the Association, through the leadership of its Director, is to achieve the fulfillment of the Purpose through Ministry Outcomes and to avoid violation of its Guiding Principles.

C. Acceptance, purchase or receipt of real or personal property shall be by authority of the Board of Directors. The sale or other disposition of any real property shall be subject to the action of the Board. Any two officers shall be authorized to sign such legal documents as have been approved by the Board. The Board shall receive gifts, bequests and legacies; acquire, buy, hold, improve, rent, lease, mortgage, sell and convey, and otherwise deal in real and personal property as may be necessary to conduct business on behalf of the Association.

**Section 2. Qualifications**

Each Director of the Association shall be of majority age and must belong to a member church in the Association and shall be in full agreement with the Association’s Purpose and Doctrinal Statement (Articles II and III).

**Section 3. Number**

The Board of Directors shall be comprised of no less than seven (7) and no more than nine (9) duly elected and qualified directors from member churches in the Association.

**Section 4. Terms of Office**

The elected members of the board of directors shall serve two-year terms. No elected Association officer or director may serve more than six successive years without a year off the Board. These terms will be staggered for sake of continuity.

**Section 5. Selection**

The Board of Directors shall make nominations to the Association annually for approval by the member churches.

**Section 6. Vacancies**

Any vacancy in office occurring during a fiscal year shall be filled by appointment of the Board of Directors for the remainder of that fiscal year.

**Section 7. Meetings**

- A. Regular meetings of the Board of Directors shall be held at such time and place as shall be designated by the Board of Directors. The Board of Directors shall meet a minimum of three times a year.
- B. The Executive Director shall chair all meetings, except as they relate to the monitoring of the Executive Director’s performance. Upon absence or resignation of the Executive Director, the President (or in his absence the Vice President), will chair the meeting of the Board of Directors.
- C. The Board of Directors shall present annually to the member churches, a financial report and a summary of activities. At other times, any member church of the Association, upon request, may receive accounting of finances or information on the work of the Board of Directors.

**Section 8. Quorum**

A simple majority of the Board will constitute a quorum.

**ARTICLE VI - OFFICERS**

**Section 1. Officers**

The officers of the Association shall be President, Vice-President, Secretary and Treasurer.

**Section 2. Selection**

The officers of the Board of Directors shall be elected annually from among and by the members of the Board of Directors.

### **Section 3. The President & Vice President**

The President (or in the president's absence, the Vice-President) enforces the integrity and fulfillment of the Association's Purpose and the Board of Directors' process, including review of the Executive Director's performance, as determined by the Board of Directors in the Guiding Principles. He shall be a Member ex-officio of all committees and task forces.

### **Section 4. The Secretary**

The secretary shall give, or cause to be given, due notification of all meetings of the Board of Directors. The secretary shall keep, or cause to be kept, complete and accurate minutes and records of all proceedings of the meetings of the Board of Directors.

### **Section 5. Treasurer**

The treasurer shall keep, or cause to be kept, accurate books of accounts in which all the financial transactions of the association shall be fully set forth. The treasurer shall be responsible for rendering reports of the financial condition of the Association and shall perform other such duties as shall, from time to time, be assigned by the Board of Directors.

## **Article VII—EXECUTIVE DIRECTOR**

### **Section 1. The Executive Director shall be the Chief Executive Officer of the Association.**

- A. It is the responsibility of the Board of Directors to hire an Executive Director to lead and steward the work of the Association.
- B. The Executive Director has the responsibility, authority, and accountability to serve as the primary leader of the Association at every level: Association, Board of Directors, and staff. With respect to the Board, the Executive Director will provide leadership for the board on all actions except for reviewing the Executive Director's performance. If a question of process arises with regard to the bylaws or Guiding Principles of the association, the Director will defer to the judgment of the Board of Directors.
- C. The Board of Directors shall determine the compensation for the Executive Director. The Board of Directors may terminate the services of the Executive Director upon thirty (30) days notice. In the case of the resignation of the Executive Director, the Board requests thirty (30) days notice.
- D. The Executive Director shall sign, execute, and acknowledge, in the name of the Association, deeds, mortgages, bonds, contracts or other instruments authorized by the Board of Directors except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of the Association.
- E. The Executive Director is subject to the Board of Directors and the Guiding Principles determined in conjunction with the Board. He shall serve on the Board of Directors with voting privilege. He shall also be a Member ex-officio of all committees, and task forces that may be created by the Board, in accordance with these Bylaws and represents the Association to CBAmerica.
- F. It shall be the responsibility of the Executive Director, in cooperation with the Board of Directors, to develop Ministry Outcomes.

## **Section 2. Other Staff**

The Executive Director shall be responsible for the hiring and firing of needed personnel and for developing job descriptions and personnel policies as deemed necessary for good operational procedures.

## **ARTICLE VIII - AMENDMENTS**

These Bylaws may be amended by an affirmative vote of not less than two-thirds of the members participating in the meeting called for that purpose. The Doctrinal Statement can be amended only by changes that will not alter or subtract from the present meaning. The Secretary will provide written notice to all member churches thirty (30) days prior to a vote on any proposed amendment.

## **ARTICLE IX—PARLIMENTARY PROCEDURES AND RULES OF ORDER**

Robert's Rules of Order, newly revised, shall govern the parliamentary conduct of all meetings of this Association, unless otherwise provided for in these Bylaws.

## **ARTICLE X—DISSOLUTION**

The assets of the Corporation are irrevocably dedicated to religious or charitable purposes. No part of the net income or assets of this Corporation shall ever inure to the benefit of any Director, Officer, or Member thereof or to the benefit of any private persons. Upon the dissolution of the Corporation, its assets remaining after payment of, or provision of payment of, all debts and liabilities of this Corporation shall be distributed to CBAmerica, a nonprofit religious Corporation which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code. In the event that this organization is unwilling or unable to accept the assets of this Corporation, they shall be distributed to tax-exempt religious or charitable organizations whose purposes are compatible with this document and are within those specified in Section 501(c)(3) of the Internal Revenue Code.