**Bylaws of First Baptist Church**

 **of Madison, Wisconsin**

Per Wisconsin Statutes, Section 187.01

Adopted June 6, 2010

Revised June 17, 2018

Revised Sept. 20, 2020

With the adoption of these bylaws, all previous versions shall be hereby revoked in their entirety.

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**Article I – Name**

The name of this church is *First Baptist Church of Madison, Wisconsin*.

**Article II – Purpose**

The purpose of these bylaws is to provide the organizational structure that enables and facilitates the mission and ministry to which Jesus Christ is calling this church. These bylaws are designed to promote democracy in the church, to enable disciples to participate in areas where they are gifted and called, and to encourage the church to seek the mind of Christ in all of its decision-making processes.

**Article III – Governance and Affiliation**

**Section 1. Authority and governance**

While recognizing that Jesus Christ is the head of the church, the governing body is the membership at its business meetings.Officers, the ChurchCouncil, boards, and committees are responsible to the membership.

**Section 2. Autonomy**

This church is organized based upon the autonomy of the local congregation.

**Section 3. Denominational affiliation**

This church’s denominational affiliation is with the American Baptist Churches of Wisconsin and the American Baptist Churches USA; we are also committed to ecumenical Christianity.

**Section 4. Legal status**

This church is a corporation formed under the Religious Societies Law of the State of Wisconsin, Chapter 187 of the Statutes.

**Article IV** – **Statement of Doctrine, Beliefs, and Values**

**Section 1. Doctrine**

This church is a community of interdependent people, committed to equality and mutuality of all men and women, and to the ministry of all the people of God. The Bible is held to be our primary source of faith and practice, the Holy Spirit our guide and interpreter, and the local congregation the fundamental community for nurturing our faith and discipleship. We seek to express that faith and discipleship in pursuing our vision of peace, love, and justice in the world.

 **Section 2. Shared beliefs**

1. God loves all people unconditionally and seeks a personal relationship with every person.

2. God offers forgiveness and hope to heal our lives and make us whole.

3. Jesus Christ shows us who God is and who we can become.

4. God is present, speaking to us through prayer, the Bible, other people, and creation.

**Section 3. Core values**

This church’s core values include inclusive community, soul freedom, spiritual growth, and mission.

**Section 4. Diversity**

Notwithstanding these shared values and beliefs, a great diversity of personal faith, beliefs, and values is found and treasured within this church. We expect no conformity to any creed.

*(The above shared beliefs, core values, and diversity statement were adopted by the membership on May 2, 2004.)*

**Article V – Membership**

**Section 1. Eligibility**

This church is a covenanting community which seeks to reflect the welcoming spirit of Jesus Christ. Accordingly, we are open to all who come in confession of their need for God’s saving grace and nurturing love.

**Section 2. Reception of members**

1. Persons desiring membership shall share their Christian experience with a pastor and the Board of Deacons. Persons may be received upon the recommendation of the Board of Deacons, followed by a commitment between the candidateand the membership made during a worship service.

2. Members may be received by any of the following means:

1. By profession of Christian faith and baptism by immersion.
2. By letter of transfer from another Christian church.
3. By profession of Christian faith, from any baptized person who has no regular letter of transfer.
4. By affiliation, from any person who is a member of another Christian church and desires to retain that membership.

**Section 3. Termination of membership**

Membership may be terminated by any of the following means:

1. By death.
2. By letter of transfer to another church upon the request of the member to the Board of Deacons.
3. By request of the member to the Board of Deacons.
4. By removal upon a two thirds vote of the membership at a business meeting, in the case of a member who has become inactive and does not participate in the life of the church.

**Section 4. Responsibilities of membership**

Members shall:

1. Seek to follow Jesus Christ in all ways.
2. Encourage and nurture one another other in the community of faith.
3. Support the church as fully as possible through participation, prayer, sharing of resources, and the exercise of spiritual gifts.

**Section 5**. **Powers reserved for the membership**

The following powers are reserved for the membership at its business meetings and may not be delegated:

1. Elect officers and board members.

2. Elect members of the following committees:

a. Nominating Committee,

b. Pastoral Relations Committee,

c. Pulpit Committee.

3. Adopt the annual budget.

4. Call or dismiss a pastor.

5. Make public statements in the name of this church.

6. Authorize the purchase, sale, or mortgage of any major capital assets.

7. Amend these bylaws.

**Article VI** – **Officers**

**Section 1. Officers**

The following shall be the officers of this church:

1. Pastor(s)

2. Moderator

3. Vice-Moderator

4. Clerk

5. Treasurer

**Section 2. Election of officers**

1. Officers other than pastor(s) shall be elected for one year terms, except that the vice-moderator shall be elected for two years, the first year to be vice-moderator and the second year to be moderator.

2. Elections for officers other than the pastor(s) shall be held at the spring business meeting of the membership. In the event of vacancies, officers may be elected at any other business meeting for which notice of the meeting has been provided as described in Article XI Section 4.

3. Every elected officer shall be a member of the church at the time of election.

**Section 3. Duties of officers**

1. The responsibility of the pastor(s) is described in Article X.

2. The moderator is the presiding officer of the church, providing advice and leadership to the congregation and the other officers. The moderator shall call, set the agenda, and preside at meetings of the ChurchCouncil and business meetings of the membership. The moderator shall inform the membership of major actions taken by the Church Council, and annually make a written report to the membership.

3. The vice-moderator shall assist and advise the moderator. In the absence of the moderator, the vice-moderator shall assume the duties of the moderator. The vice-moderator shall serve on the Nominating Committee and as liaison between the Church Council and the Pastoral Relations Committee.

4. The clerk shall keep the minutes of business meetings of the membership and Church Council meetings. The clerk shall oversee the membership roll of the church and shall see that letters of transfer and notices of termination are issued as described in Article V.

5. Thetreasurer shall record and deposit all church funds and oversee disbursements for the church. The treasurer shall be an ex officio member of the finance subcommittee of the Board of Trustees.

**Article VII** – **The Church Council**

**Section 1. Composition**

1. The Church Council consists of the moderator, vice-moderator, clerk, the pastor(s), and a representative of each board described in Article VIII Section 2.

2. Pastors are ex officio members of the Church Council without vote.

**Section 2. Duties**

Subject to actions taken by the membership, and except as otherwise restricted in these bylaws, the Church Council has the responsibility to:

1. Engage in long-term planning consistent with its understanding of Christ’s purposes, and recommend policies and direction to the membership.

2. Encourage and support service and discipleship throughout the church.

3. Recommend to the membership at the January business meeting the number of members for each board and the Pastoral Relations Committee, except that the number may not be changed so that it would terminate the position of any board or committee member before the normal expiration of that member’s term.

4. Annually develop and propose to the membership a budget based upon requests from all boards and committees.

5. Act on behalf of the membership between business meetings, when necessary for the operation of the church.

6. Provide a church-wide perspective relating to activities within the church, assisting with coordination among boards and committees.

**Section 3. Meetings**

1. The moderator shall schedule periodic meetings of the Church Council.

2. Special meetings of the Church Council may be called at the moderator’s discretion, and shall be called at the request of any two council members.

3. Except in the case of an emergency, all members of the Church Council shall be notified of meetings at least one week in advance.

**Article VIII** – **Boards and Board Committees**

**Section 1. Boards**

The church shall have the following boards:

1. Deacons

2. Christian Education

3. Christian Outreach

4. Trustees

**Section 2. Specific duties**

Subject to actions taken by the membership, and except as otherwise restricted in these bylaws, the boards have specific areas of responsibility as follows:

1. The **Board of Deacons**, with the pastor(s), oversees the church’s spiritual and community life, including but not limited to worship, visitation, discernment of spiritual gifts, communication, fellowship, and instruction and reception of new members.

2. The **Board of Christian Education** oversees the total program of Christian education for all ages, including but not limited to curriculum, teacher enlistment and support, nursery care, special events, and the library.

3. The **Board of Christian Outreach** oversees the mission of the church in the wider community, including but not limited to missionary work, collaboration with other organizations on matters of service or social justice, and coordination of the church’s mission giving.

4. The **Board of Trustees** oversees the resources of the church, including but not limited to financial concerns, maintenance of the building and grounds, and employment policies. At its discretion, it has the authority to engage professional services to perform these tasks. The board shall have primary responsibility for gathering, evaluating, and maintaining records, and distributing information to the congregation on all matters it oversees. The board shall maintain written policies for real property, special funds and investments, other financial affairs, and personnel practices for non-pastoral staff. Copies of these policies shall be made available to any church member upon request to the chair of the board. The board shall serve as the board of trustees for all purposes under Chapter 187 of the Wisconsin Statutes.

**Section 3. Duties of all boards**

1. Each year no later than June 15, each board shall select:

a. a chair, who shall call, set the agenda, and preside at board meetings,

b. a secretary, who shall prepare a written record of the actions taken at board meetings, and

c. a representative to the Church Council.

2. Each year no later than January 1, each board shall select a representative to the Nominating Committee.

3. Understanding that all church members and friends have spiritual gifts and callings, each board shall identify and nurture members with callings that relate to its area of responsibility.

4. Boards shall inform the membership of major actions, and annually make a written report to the membership.

**Section 4. Board committees**

1. Boards are encouraged to use committees to accomplish their work. Committee members may be drawn from the membership and friends of the church.

2. Boards shall provide counsel and oversight to committees working in their areas of responsibility.

3. When a board establishes a committee, or learns of a self-formed committee working in that board’s area of responsibility, the board shall appoint at least one of its members to serve as a liaison to the committee.

4. For purposes of this section, the term “committee” encompasses teams, task forces, and similar groups.

**Section 5. Election of board members**

1. Elections for board members shall be held at the spring business meeting of the membership. In the event of vacancies, board members may be elected at any other business meeting for which notice of the meeting has been provided as described in Article XI Section 4.

2. Board members shall be elected for three-year terms. Where possible, the terms of office shall be staggered.

3. A board member may not serve more than six consecutive years on the same board. A period of at least one year shall elapse before serving again on the same board.

1. Every board member of the Board of Deacons and the Board of Trustees shall be a member of the church at the time of election. Nonmembers can serve on the Board of Christian Education and the Board of Christian Outreach.
2. The position of any board member who has three (3) unexcused absences from regular meetings of his or her board within a twelve (12) month period shall be deemed vacant, and the vacancy filled in the manner provided in item 1 above.

**IX. Freestanding and Self-formed Groups**

**Section 1. Freestanding Committees**

The church shall have the following freestanding elected committees:

1. Nominating Committee

2. Pastoral Relations Committee

3. Pulpit Committee

**Section 2. Duties of freestanding elected committees:**

1. The **Nominating Committee** prepares a slate of nominees (for election at the spring business meeting) for all positions about to become vacant among the officers, board members, and the Pastoral Relations Committee. For vacancies that develop midterm, it prepares nominations for election at a subsequent business meeting of the church membership. It seeks for and nurtures members with a calling to serve in elected positions.

2. The **Pastoral Relations Committee** has two functions: (1) fostering communication between the membership and the pastoral staff, and (2) serving as the personnel committee for the pastoral staff. In its role of fostering communication, the committee shall actively seek input from the membership using a variety of means, and shall interpret the role and ministry of the pastoral staff to the membership. The committee shall maintain written personnel policies for the pastoral staff. Copies of these policies shall be made available to any church member upon request to the chair of the committee. Significant changes to personnel policies shall be brought to the membership for approval. The vice-moderator shall serve as the liaison between the Pastoral Relations Committee and the Church Council.

3. The **Pulpit Committee** exists only when there is a vacancy in the pastoral staff. It finds and presents to the membership a candidate for the position.

**Section 3. Election of freestanding elected committees**

1. The **Nominating Committee** shall consist of no more than seven members. Each of the boards of Deacons, Christian Education, Christian Outreach, and Trustees, and the Pastoral Relations Committee shall designate a representative to the Nominating Committee. The vice-moderator shall also be a member of the Nominating Committee. The committee members selected by the boards shall be reported at the January business meeting and, if desired, the membership may elect one additional member. Committee members shall serve one year terms, with the terms starting and ending at the January business meeting.

2. The **Pastoral Relations Committee** members shall each be elected for three year terms, and, where possible, the terms of office shall be staggered.

3. The **Pulpit Committee** shall consist of seven members. Each of the boards of Deacons, Christian Education, Christian Outreach, and Trustees shall designate a representative to the committee. The remaining three members shall be elected at a business meeting of the membership.

4. In the event of vacancies, committee members may be elected at any other business meeting for which notice of the meeting has been provided as described in Article XI Section 4.

**Section 4. Self-formed groups**

1. In the event that a self-formed group’s activity is within the areas of board responsibility described in Article VIII Section 2, the group shall appoint a liaison to that board. If it is not clear which board, if any, has responsibility for the group’s activity, the group shall consult the moderator or pastor(s) to determine the appropriate board.

2. Groups with at least seven members, who wish to bring matters of concern to the attention of the membership or the Church Council, shall be recognized by the moderator.

**Article X – Pastoral Relationships**

**Section 1. Responsibility**

1. The pastor(s) shall lead the congregation in all its ministries, mission, and spiritual life. Through preaching, worship, administration, counseling, and teaching, the pastors shall function in such a way as to enable the members of this church to fulfill their calling as ministers of the Gospel.

2. The senior pastor has authority to entrust specific areas of responsibility to other pastoral staff upon consultation with them, where consistent with the terms of call or employment. The senior pastor shall be the executive officer of the church staff.

3. A pastor shall be an ex officio member of each board and committee.

**Section 2. Freedom**

The pastors shall be free to express their understanding of God’s will in the performance of their duties.

**Section 3. Termination**

 In terminating a pastoral relationship, a three-month notice shall be given by either the pastor or by the membership.

**Article XI – Meetings**

**Section 1. Worship**

Public worship shall be held regularly.

**Section 2. Annual business meetings**

1. January meeting - The moderator shall call a business meeting during the month of January, at which reports shall be receivedfrom the Pastor(s) and Minister of Music, the year financial report, an annual budget adopted, and other proper business transacted.

2. Spring meeting - The moderator shall call a spring business meeting before June 15 of each year, at which reports shall be received from all Boards, Teams and AB Women’s Ministries**,** elections shall be held and other proper business transacted. Terms of office shall run from June 15 to the following June 15.

**Section 3. Special business meetings**

1. Special meetings may be called by the moderator or the chair of the Board of Trustees.

2. Upon receiving a written petition signed by fifteen members, the moderator shall call a special business meeting.

**Section 4. Notice of business meetings**

1. Except in an emergency, notice of any annual or special meeting shall be given either:

1. by mail, postmarked at least five days in advance of the meeting, or
2. by inclusion in the church newsletter, distributed at least five days in advance of the meeting, or
3. by announcement and inclusion in the bulletin at the worship service(s) the preceding weekend.

2. The notice shall specify the date, hour, place, and a reasonable summary of each item of business to be presented for action.

3. The notice of a meeting where an amendment to the bylaws is to be offered shall contain a statement of the proposed amendment.

4. In case of an emergency, the moderator or pastor may give notice of a special meeting by announcement at a worship service. The term emergency is defined as a situation calling for immediate church action under circumstances where there is not time to give the notice described in subsection 1 above.

**Section 5. Conduct of business meetings**

1. A quorum for the transaction of business at an annual or special meeting shall consist of thirty members.

2. Every member has the right to vote at a meeting. Voting may be done "virtually" - (e.g. electronically using email, Zoom, Google Forms, etc. or via phone) as long as every voter is voting for themselves.

3. Robert’s Rules of Order shall govern the conduct of meetings when not in conflict with these bylaws. However, at the beginning of any business meeting, the membership may adopt, by a two-thirds vote of those present, special rules for the conduct of that specific meeting.

**Article XII – Fiscal Year**

The fiscal year shall begin January 1 and end December 31.

**Article XIII – Amendments**

**Section 1. Revocation of prior bylaws**

All prior bylaws, whether entitled “bylaws”, “constitution”, or otherwise entitled, previously adopted by this church are herewith revoked.

**Section 2. Legal authority**

These bylaws are adopted under Section 187.01 Wisconsin Statutes. The church’s articles of organization were filed in the office of the Register of Deeds for Dane County, Wisconsin on January 9, 1913, at 2:15 p.m. under the then existing form of the statute. These articles of organization are herewith reaffirmed.

**Section 3. Process for amendment**

These bylaws may be amended or revoked at any business meeting of the church by a two thirds vote of the members present, provided that:

1. a quorum is present, and

2. notice of the meeting, containing a statement of the proposed amendment, was provided as described in Article XI Section 4.

**Section 4. Bylaws review committee**

At least every ten years, the moderator shall appoint a committee to review and update these bylaws. The committee will present its proposed revisions to the membership for approval within eighteen months of its election.

**Revision History**

**June 6, 2010**

1. Changed name of Board of Resource Management to Board of Trustees.

2. Changed the meeting at which the membership shall receive reports from boards, teams, and AB Women’s Ministries from the January meeting to the Spring meeting.

**June 17, 2018**

1. Provided that non-members may serve on Boards of Christian Outreach and Christian Education.
2. Changed the requirement of the quorum from forty to thirty.

**Sept 20, 2020**

1. Changed Article XI, Section 5.2 to allow online voting.