

BYLAWS OF THE ASSOCIATION OF BAPTISTS FOR SCOUTING

Article II: Membership

Section 1 - GENERAL. Membership in the Association shall consist of those individuals or organizations who support the Objectives of the Association and that have paid their annual dues to the Association. They shall have a voice in matters of the association and a vote at the annual meeting of the membership. All members of the Association shall receive a lapel pin (s), a newsletter, an annual report and such other recognition as may be appropriate.

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Section 2 - DENOMINATIONAL LIAISON. Any Baptist denomination headquartered in the United States of America may appoint a liaison to ABS. The liaison shall hold membership in the Association as well as ex officio membership on the ABS Executive Board as a representative of that Baptist denomination.

Deleted: Section 3 - ASSOCIATE. Associate membership shall consist of those members who maintain their dues in the association but who are not Baptist. They shall not have a vote in matters of the association.

Deleted: Section 4 - LIFE. For a one-time gift of \$500.00, an individual shall qualify for life membership, or \$125.00 per year for five years

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Section 3 - HONORARY. The Executive Board of ABS may, from time to time, award honorary membership to an individual or organization for outstanding service and support in furthering the objectives of ABS. Honorary members shall not be required to pay annual dues.

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Section 4 - REMOVAL. The Executive Board of this association reserves the right to deny or terminate the membership of any individual(s) or organization (s) determined to be acting against the purposes and guidelines of the association.

Section 5 - DUES. Dues shall be paid annually in advance of the individual or organization obtaining the rights of membership. Dues shall be fixed by the Executive Board. Any change in the dues amount shall be announced a minimum of ninety (90) days prior to the date set for annual membership renewal (January 1.) Members in arrears more than thirty (30) days may, at the discretion of the Executive Board, be suspended from all rights and privileges until such dues are paid. Members in arrears one full year shall be removed from the membership rolls.

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Article IV: Executive Board

Section 1 - FUNCTION. The Executive Board shall serve as the association ad interim. All business related to the work of ABS may be conducted by the Executive Board with the exception of amending the bylaws.

Section 2 - MEMBERSHIP. Membership on the Executive Board shall consist of the association's officers (president, vice presidents, regional vice presidents, secretary, treasurer, and chaplain), the immediate past president, Denominational Liaisons and chairpersons of the standing committees, namely Nominating, God and Country, Good Shepherd, Membership, Editorial, Chaplaincy, Fund Development and Investment. The advisor assigned by the Boy Scouts of America to Baptist Relationships shall be an ex officio, non-voting member of the Executive Board. Up to six members-at-large may also serve on the Executive Board, if deemed necessary by the board or the general membership of ABS.

Section 3 - QUORUM. At any meeting of the Executive Board, five (5) shall constitute a quorum to transact business.

Section 4 - MEETINGS. There shall be at least two (2) meeting each year of the Executive Board, which may be telephone conference calls. Other Executive Board meetings may be called by the president or by majority vote of the officers.

Section 5 - REPORTS. The Executive Board shall report annually to the membership.

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Article VI: Duties of Officers and Committees

Section 1 - PRESIDENT. The president of the Association shall preside at all meetings of the membership and shall sign any documents requiring the signature of an officer of the corporation. The president shall appoint the standing committees as well as other special committees deemed necessary by the membership or the Executive Board. Appointment of standing committee chairpersons shall be approved by the Executive Board. The president shall represent ABS on the Religious Relationships Committee of the Boy Scouts of America and at PRAY.

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Section 2 - VICE PRESIDENT(S). The Executive Vice President(s) of the Association shall preside at any business meeting at which the president of the association is absent.

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A. EXECUTIVE VICE PRESIDENT. The executive vice president shall coordinate the work of the regional vice presidents, supervise the Association's new unit growth and retention efforts, keep the membership and general public apprised of progress toward unit growth goals through the Association's newsletter and website, respond to inquires made through the ABS website and perform such other duties as may be assigned to him by the President or Executive Board.

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B. MEMBERSHIP VICE PRESIDENT. The membership vice president shall be responsible for leading the Association's membership growth and retention efforts, including the recommendation and periodic updating of membership categories and appropriate dues structures, development of membership recognition items such as lapel pins and cards, determination of specific benefits afforded to dues-paying members, initiation of timely dues statement distribution, coordination of the work of the membership committee and perform such other duties as may be assigned to him by the President or Executive Board.

Section 3 - REGIONAL VICE PRESIDENTS. A person from each region coinciding with the regional structure of the Boy Scouts of America shall serve as a coordinator of ABS work in that region.

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The regional vice president shall be responsible for enlisting and maintaining a regional and state structure within their assigned area. The regional vice president shall maintain at least monthly contact with all state ABS chairpersons and shall report on progress within the region toward reaching national and regional ABS goals. This reporting shall be done to the ABS board as well as to the membership via the Association's newsletter and website. Due to the large geographical areas covered by BSA regions, an assistant regional vice president may also be enlisted to facilitate regional operations.

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A. STATE ABS CHAIRMAN. The state ABS chairman is responsible for communicating and coordinating the Association's work within a state and to reporting such activity at least monthly to the regional vice president. This work is best accomplished through at least one ABS representative in each Boy Scout council.

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Section 4 - SECRETARY. The secretary of the Association shall prepare and distribute notices of all regular and called meetings of the Association and the Executive Board and shall have custody of all books, records and papers of the Association, except for financial information maintained by the Treasurer, or some other person authorized to have charge thereof by the Executive Board. The secretary shall also be responsible for supplying current ABS documents to the appropriate office (s) at the national headquarters of the Boy Scouts of America. The Secretary shall keep minutes of all meetings of the Association and the Executive Board, and shall perform such other duties as are assigned to him by the President or Executive Board.

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Section 5 - TREASURER. The treasurer of the Association shall see that that proper financial records are maintained and financial accounting made under policies and procedures adopted and approved by the Executive Board. The treasurer shall be responsible for such commercial financial accounts as are necessary to carry on the business of the association. The treasurer shall report at all meetings of the membership and Executive Board with these reports being submitted for audit and shall perform other such duties as are assigned to him by the President or Executive Board.

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Section 6 - CHAPLAIN. The chaplain shall serve as the spiritual and devotional leader of the association. He shall also coordinate the work of the chaplaincy committee.

Section 7 - NOMINATING COMMITTEE. A nominating committee shall be appointed by the Executive Board no later than six (6) months prior to the annual meeting. The nominating committee shall be responsible for proposing to the general membership a slate of officers, as well as members-at-large, to the Executive Board. The committee may also be called into service to assist in the filling of vacated positions on the executive board.

Section 8 - GOOD SHEPHERD COMMITTEE. This committee shall be responsible for promoting and encouraging use of the Good Shepherd Cross and Staff to recognize individuals who have made exemplary contributions to the ministry of children, youth and families through their local churches and Scout units affiliated with Baptist Churches. The committee shall also be responsible for making recommendations to the ABS executive board regarding Good Shepherds awarded by the board and shall also be responsible for leading efforts to achieve national ABS goals related to the Good Shepherd recognitions, including regular reports in the ABS newsletter and on the website.

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Deleted: In cooperation with the Commission for Church and Youth Agency Relationships, the God and Country/Good Shepherd Committee shall be responsible for supervising the administration and promotion of the God and Country Religious Emblems Program as well as the Good Shepherd Cross and Staff. The committee shall also recommend changes in these programs whenever such changes are deemed necessary or advisable.

SECTION 9 – GOD AND COUNTRY COMMITTEE. In cooperation with the ABS board and PRAY, the God and Country Committee shall be responsible for supervising the administration and promotion of the God and Country Religious Emblems Program.

The committee shall also recommend changes in these programs whenever such changes are deemed necessary or advisable. And, the committee will be primarily responsible for leading and promoting ABS growth efforts to increase utilization of the God and Country Religious Emblems Program, including regular reports in the ABS newsletter and on the website.

Section 10 - MEMBERSHIP COMMITTEE. The membership committee shall be responsible for working with the membership vice president to promote membership in the Association. They shall also make recommendations for honorary membership and shall help make determinations regarding the rescinding of ABS membership. A priority of the membership committee shall be to determine ways to involve and retain younger members.

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Section 11 - EDITORIAL COMMITTEE. The editorial committee shall supervise all communication tools, authorized by the Executive Board. New tools and revisions to existing tools, shall be reviewed by this committee.

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A. NEWSLETTER. The number of issues and the production calendar for said issues shall be proposed annually by the newsletter subcommittee and adopted by the ABS board. In addition to direct distribution to members, the newsletter shall also be made available in a timely manner on the Association's website. The newsletter editor shall make regular reports to the ABS board.

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B. WEBSITE. The Association's website shall serve as a resource to members and visitors, containing both dated material as well as undated resources. The webmaster shall make regular reports to the ABS board.

Section 12 - CHAPLAINCY COMMITTEE. The chaplaincy committee shall foster the concept of local unit chaplains and chaplain aides. They shall work with local Scout councils to assure the presence of chaplains at district and council events, including summer camp. They shall also recommend to the ABS executive board appropriate standards for Baptist Chaplains who serve at National BSA venues, such as the National Scout Jamboree and high adventure bases. And, the committee shall be involved in recommending qualified candidates for such national service.

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Section 13 - FUND DEVELOPMENT COMMITTEE. The Fund Development Committee shall develop new programs for raising funds for the Association, and review the existing fund-raising activities of the Association. New programs for raising funds will be reported to the Executive Board for their approval prior to being used by the Association. The results of the reviews of existing fund-raising activities will be reported to the Executive Board. In concert with the Membership Committee, they shall recommend the annual membership dues to the Executive Board.

SECTION 14 - INVESTMENT COMMITTEE. The Investment Committee shall recommend the agents, managers or trustees to handle the Association's investments for approval by the Executive Board. They will monitor and evaluate the investment

manager in their management of assets of the Association, reporting that evaluation to the Executive Board along with any recommendations they may have. The Committee will recommend policies for investment of the investable assets of the Association to the Executive Board for their approval.

SECTION 15 – ADVISORY COUNCIL. The Association appreciates the service of former presidents and seeks their collective wisdom in planning for a successful future. Therefore, the ABS Advisory Council shall be composed of past presidents of the Association who provide counsel and support to the current president and board.

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SECTION 16 – MINUTES. All committees shall keep minutes of their meetings and report the same to the Executive Board. Copies of these minutes will be maintained by the Secretary of the Association.

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SECTION 17 – CONFLICT OF INTEREST. No committee assignments shall be made which may create a conflict of interest, or the appearance of a conflict of interest.

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Article __: Fund Administration

Section 1 – RESTRICTED FUNDS. All Funds and other assets received and accepted under grants and gifts restricting their use to specific purposes within the limitations of this Association shall be designated by special accounts separate from other general and special funds, and such funds and other assets, and all income from these accounts, less expenses incurred in connection with these accounts, shall be held, administered, invested and disbursed solely for the specific purposes for which they were donated.

Section 2 – UNRESTRICTED FUNDS. All funds and other assets received and accepted which are for the benefits of the general Association use are considered unrestricted gifts. These funds will be deposited in a special unrestricted account or in one of the Association's unrestricted endowment accounts. Unrestricted funds may be used to help support Association operations, or any special projects, programs or needs authorized by the Association's Executive Board.

Section 3 – TRUSTS. The Association may, in its sole discretion, accept funds in trust for a specified purpose or purposes and shall receive, administer, use, account for, and distribute such funds as trustee, in accordance with the agreement under which they were accepted.

Section 4 – LIFE MEMBERSHIPS. Funds received for Life Memberships under a former membership plan are to be placed in an unrestricted endowment account along with other unrestricted funds given for the purpose of endowing the Association's operations, projects or programs as authorized by the Executive Board.

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Article __: Fund Development

Section 1 – JOE C. CARRINGTON SOCIETY. The Association shall establish the Joe C. Carrington Society to honor the legacies of our founders. Membership in the Society is based on the donors lifetime giving. It shall consist of four levels beginning with a minimum donation of \$500. Donors are to be recognized at their highest membership level.

Members of the Society are not required to pay annual dues, but are considered to be members of the Association. Life Members under a former membership plan are to be considered members of the Society at their highest membership level.

Funds received from Society members are considered to be given for the purpose of endowing the Association and would be placed in the appropriate endowment account or accounts. Earnings from that account or accounts would fund the Association's operations, projects or programs as authorized by the Executive Board unless specifically designated otherwise by the donor.

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Article __: Conflict of Interest

Section 1 - GENERAL It is the policy of the Association that all executive board members or members of any committee thereof or officers or employees of the Association have a duty to be free from the influence of any conflicting interest when they act on behalf of the Association or represent it in negotiations or advise others in the Association with respect to dealing with third parties. They are expected to deal with suppliers, customers, contractors and others having dealings with the Association on the sole basis of what is in the best interest of the Association without favor or preference to third parties based on personal consideration.