

Overview: Major Changes to Governing Structure and Constitution

As a North American Baptist Conference we are considering significant changes to our Constitution. These changes are being presented as a result of various decisions of the NAB General Council in the last six to ten years and the decisions made at the Triennial in 2015. These decisions have moved us step by step to our present place. The direction of these decisions have been incorporated in these changes to the Constitution.

Background

Over the last nine years there has been a growing desire to make the governing structure of the NAB Conference more effective. Over much deliberation and discussion a Taskforce was struck six years ago that brought specific proposals to the General Council of the NAB and to the Triennial in 2015.

These proposals included identifying local NAB ministries as the primary parties in determining the ultimate purposes of the NAB Conference. The NAB Conference structure exists to serve churches and to assist them to work cooperatively and collaboratively to achieve more together than any one church or smaller group of churches can achieve alone.

Another proposal was that the General Council be reconfigured into a smaller board that was responsible for the governing oversight of the NAB Conference. In this reconfiguration, the Executive Committee would no longer be required. This restructured Governing Board would be made up of the Officers of the Conference as well as “members at large”, all elected by the delegates at each Triennial Conference and would represent the Conference as a whole.

A third proposal was to have the Executive Director develop and engage a Strategy Group that would operate under his leadership. The purpose of this broad based group would be to provide input to the Executive Director in developing the strategic priorities of the NAB Conference.

Specifically, as it relates to the structural aspects of these proposals, at the last Triennial there were some minor changes made to the NAB Constitution in order that we could implement the piloting of a single Governing Board. To minimize the amount of change needed to the constitution for this trial period, the Executive Committee was expanded. Prior to the minor changes approved in 2015, the existing Constitution directs the Executive Committee to function with the authority of the General Council between General Council meetings (except in a few instances that cannot be delegated). As a result, since the last Triennial in 2015, the Executive Committee has been acting as the primary governing group. General Council has still been meeting via Conference Call twice a year to keep informed and to act on items that were not delegated to the Executive Committee under the constitution. Since it's implementation in July of 2015, the piloting of the one governing board structure has functioned effectively and efficiently.

The expectation at the last Triennial was that a major revision to the NAB Constitution would be brought to the 2018 Triennial. To prepare for that, another Taskforce {Taskforce II} was struck to work on the required changes to the Constitution. These taskforce members were: Harry Kelm {chair}, Gary Asbach, Dan Heringer and Bernie Kamutzki. The possible changes to the Constitution were presented in draft form to the Constitutional Change Committee of the NAB Conference. The members of the

Constitutional Change Committee were: Ron Norman {chair}, Dennis Dewey, Norman Piel, Bob Mills and Harry Kelm. The Committee worked on the flow and the wording of the document.

Major Changes made to the Constitution--

Associations:

- Focused on the Association of Churches as our primary organizing principle. A Region is a cooperative arrangement of Associations. Where Associations have merged into regions the document still recognizes this as an association of churches.
- Asked: What is an Association? Asked: How is an Association recognized?
- Determined Criteria and Responsibilities of Associations
- Added duly legally organized entity to recognition of an Association

Cooperating Organizations:

- Asked: What is a Cooperating Organization and how is it recognized?
- Determined Criteria and Responsibilities of Cooperating Organizations
- Cooperating Organization Directors are recommended by the Cooperating Organizations.

General:

- Added Mission and Values.
- Added an Appendix for important documents – i.e. Statement of Faith.

Governing Board:

- Governing Board has been moved to a “representative of the whole” – “member at large” governing body.
- Went from two governing boards {General Council and Executive Committee} to one Governing Board.
- Diminished the size of the Governing Board to eleven – including members at large and officers.
- The members at large are voted in by the Triennial and not appointed. Officers are still voted in at the Triennial.
- Maximum term on the Governing Board changes from two to three consecutive terms.
- The Treasurer is now limited to three consecutive three year terms.
- Executive Director serves on the Governing Board as a member without vote.
- Quorum for the Governing Board is 66%

Executive Director:

- Executive Director does not need to be reaffirmed every three years.

Triennial Conference:

- Purpose of the Triennial Conference is connected to the Conference Mission, Values and Purposes.
- Clarified who should be a delegate to the Triennial.
- Delegates to the Triennial must be members of NAB churches.
- Created mechanism to change Statement of Faith.
- Clarified resolution paragraph into multiple points.
- Hiring of an Executive Director must happen with a two thirds vote

- Termination of the Executive Director can happen at a Governing Board meeting or at a Triennial with a two thirds vote.

Appendix