

BYLAWS OF AMERICAN BAPTIST WOMEN'S MINISTRIES

American Baptist Women's Ministries was constituted on June 11, 1951, at the American Baptist Convention in Buffalo, New York, with the purpose of uniting American Baptist women in their devotion to Jesus Christ. Our mission was expanded in 1992 to include ministry with girls.

American Baptist Women's Ministries (ABWM) is a diverse community of American Baptist women and girls serving in ministry in Christ's name in the US, including Puerto Rico. With local, area, region/state, and national levels of ministry, American Baptist Women's Ministries create and sustain communities of passionately faithful, mission-minded women and girls engaged in worship, service, and friendship.

Article I - Name and Relationship

The legal name of this organization is American Baptist Women's Ministries, Incorporated. It is a non-profit corporation organized under the laws of the Commonwealth of Pennsylvania. It cooperates in ministry with all other organizations within the American Baptist Churches in the USA.

Article II - Mission Statement

American Baptist Women's Ministries is Christ-centered, committed to encourage and empower women and girls in the United States, including Puerto Rico, to serve God.

Article III – Membership

All women are invited to participate in American Baptist Women's Ministries (ABWM). Each woman is encouraged to participate according to her own needs, interests, and gifts, as led by the Spirit of God. Each voting member of this organization shall be a woman who is an active member of an American Baptist church.

All region/states shall maintain good standing within the American Baptist Women's Ministries organization by supporting its missions; participating actively in the missions and goals of the organization; providing no less than ten percent (10%) of region/state annual receipts to ABWM National Support; and refrain from utilizing fundraising campaigns which do not support the stated projects and goals of American Baptist Women's Ministries. ABWM region/states shall alternate designating National Support as the region/state project for fundraising (Midwestern & Western sections in even years; Eastern section in odd years).

Article IV – Officers

Section 1: Officers

The officers of American Baptist Women's Ministries shall be: President, Secretary, Treasurer, and all other nationally-elected members of the Executive Committee as specified in the standing rules. Each officer of this organization shall be a woman who is an active member of an American Baptist church.

Section 2: Election

Except as set forth below, the officers of American Baptist Women's Ministries shall be elected at the annual meeting of American Baptist Women's Ministries upon a nomination for 3-year terms, with one-third of the Executive Committee membership elected each year as delineated in the Standing Rules. Exceptions shall be (a) the Secretary, who shall be ~~the Executive Director,~~ appointed by the President, in the event that a secretary is unable to assume responsibilities immediately, the executive director may serve for six months until a secretary is appointed, and (b) the AB GIRLS Convenor, who shall be elected annually by the AB GIRLS National Leadership Team, such election to be ratified at the annual meeting of American Baptist Women's Ministries.

Section 3: Vacancies

Vacancies that occur between elections shall be filled by the Executive Committee upon recommendation of those assigned to conduct the nominating process. These appointments are subject to ratification by the Board at its next meeting.

If the ~~P~~resident is temporarily unable to fulfill her duties, the Executive Director shall appoint a member of the Executive Committee to assume the duties of the ~~P~~resident for that period.

Section 4: Term of Office

Except where otherwise provided in these Bylaws, the term of office shall be three years, and shall begin on the first day of September in the year of election. No officer (other than the Secretary) shall hold the same office for more than one term. The Executive Director shall ~~also serve as Secretary, and shall hold the office of Secretary for a period of time coterminous with her tenure as Executive Director for a period not to exceed six months or until such time as a successor is appointed.~~ also —Officers cannot be elected or appointed to any other office until at least one year has elapsed, except when elected to the office of president. A woman elected or appointed to fill a vacancy for more than a year of an unexpired term shall be considered to have served a full term. One who fills a vacancy of one year or less of an unexpired term shall be eligible for a full term of office in the same or some other position.

The term of office for the AB GIRLS Convenor shall be one year.

The total period of service on the Executive Committee of American Baptist Women's Ministries shall not exceed an aggregate of seven years, except when elected to the office of president or hired as staff.

Article V - Annual Meeting

There will be an open annual meeting of this organization. Notice of membership and location will be announced at least three (3) months prior to the meeting.

Article VI - Duties of Officers

All Officers should follow *Here's How*, the operating manual for the board.

Section 1: Administrative Officers

A. The President shall:

- plan and preside at meetings of the Executive Committee, Board, and annual meeting.
- serve on the steering committee of the women's caucus of American Baptist Churches in the USA.
- be the recognized representative of American Baptist Women's Ministries to all denominational and inter-denominational organizations, except when otherwise specified in the Standing Rules.
- coordinate the emphases, plans, and policies of this organization with the Executive Committee and the Board.
- assign Board members to teams and appoint team leaders.
- form temporary ad-hoc committee/task groups as needed.
- ~~appoint women to the AB GIRLS National Leadership Team.~~
- make such other appointments as specified in the Standing Rules.
- be an ex officio member of all teams and committee/task groups, with the exception of any work done involving the area of nominations.
- give guidance to her counterparts.
- communicate with all region/states in conjunction with the Executive Director to ensure that all region/state groups of American Baptist Women's Ministries are following the vision, mission, and goals of the organization to maintain the regions/states' good standing within the organization.
- be the recognized "board" representative.

B. The Secretary shall:

- record and circulate the minutes of the Executive Committee, Board meetings, and the annual meeting.
- handle correspondence as directed.

C. The Treasurer shall:

- serve as a member of the Executive Committee and the Board.
- oversee finances under the direction of the Executive Committee and in consultation with the Executive Director, monitoring monthly finance reports.
- provide quarterly reports to the Executive Committee.
- work with the Development Committee on Fundraising Campaigns.
- promote and interpret existing funds of the organization and present the information to the Board.
- ~~be responsible for American Baptist Women's Ministries receipts, banking, and disbursement of monies at the time of the annual meeting and at any other national meeting where monies are received.~~
- lead the Finance Committee, which will oversee the finances of American Baptist Women's Ministries and track receipts from the regions/states.
- give guidance to her counterparts.

Section 2: Other Members

Duties of the other nationally-elected members of the Executive Committee are specified in the Standing Rules.

Article VII - Executive Staff

Section 1: Executive Director

The Executive Director shall be a woman who is an active member of an American Baptist church. She shall be employed by the Board of American Baptist Women's Ministries. She shall be accountable to the Board of American Baptist Women's Ministries. She shall:

- attend meetings of the Administration Team, Finance Team, Executive Committee, and Board without vote.
- hire staff for the organization; such staff positions shall be in accordance with the long-range strategic plan and in consultation with the Board.
- supervise the office and employed or volunteer staff.
- be responsible for all business correspondence, reports, and arrangements for meetings.
- administer the approved annual operating budget.
- promote women's ministries.
- be the recognized staff representative at denominational and interdenominational meetings.
- consult with the recognized representatives of all the boards and agencies working with women in American Baptist churches.
- promote plans for stimulating interest in the entire American Baptist mission.
- provide staff support for officers, teams, and committeestask-groups and personnel as needed.

Section 2: Other Staff

Other staffing for the organization is specified in the Standing Rules.

Article VIII - Good Standing

Section 1: Good Standing

Good Standing for board members is defined as:

1. Make intentional connections with local ABWM groups and churches to nurture and build relationships (via in-person visits, Zoom, phone calls, personal letters, etc.).
2. Give your best gift to American Baptist Women's Ministries and become a Vital Partner.
3. Strategic fundraising training will be provided to the Executive Committee at least twice a year (Fall and Spring) with at least 90% participation of the Executive Committee. All region/state presidents are urged to attend at least one of the trainings.
4. All members of the ABWM Board will participate/engage in ongoing strategic training for alignment with American Baptist Women's Ministries' mission, vision, and purpose.
5. All region/state presidents shall share information and strategies received at orientation, board meetings, annual meetings, and communications within their areas, across the U.S., including Puerto Rico. All region/state presidents (100%) shall participate in the aforementioned sharing practices.
6. All members of the ABWM Board will participate in annual fundraising events for American Baptist Women's Ministries.

7. Abide by the information provided in the Standing Rules and Here's How which is provided to all board members.

Good Standing for region/state is defined as:

1. Provide programming related to American Baptist Women's Ministries mission and Ministry Focus.
2. Give significantly, at a minimum of 10%, with a goal of moving to 15% in year two of region/state receipts to ABWM National Support in proportion to region/state receipts/donations. Those regions/states already at 15% are urged to continue with that level of giving.
3. Make intentional connections with local ABWM groups, area/associations, and churches to nurture and build relationships (via in-person visits, Zoom, phone calls, personal letters, etc.).
4. ABWM regions/states shall alternate designating National Support as the region/state project for fundraising (Midwestern & Western sections in even years; Eastern section in odd years).

Any region/state that fails to maintain its good standing within American Baptist Women's Ministries, shall be notified and given no less than six months (180) days or no more than one year to take the appropriate action in order to restore the region/state to good standing.

Any region/state president or region/state that is not in good standing will be welcome at the annual meeting and board meetings, but will not be eligible to vote.

Section 2: ABWM Brand

All ABWM region/state, area/association, and local associations who wish to use the American Baptist Women's Ministries brand (Organization name, logo, ministry and mission logos, programming taglines, and themes) for ministry purposes must adhere to the following:

- Programming must connect to the ministry and mission focus of ABWM. Mission Focus includes domestic violence education and prevention, mission with women and girls, immigration, cross-cultural relationships, economic empowerment, sex trafficking, U.N. Sustainable Goals, addiction, and the two-year Ministry Focus and annual Mission Focus.
- White Cross is not an ABWM project and should not be advertised as such.
- ABWM receives only 15% of United Missions Love Gift Offerings. ABWM groups should strongly encourage constituents to give directly to ABWM National Support.
- Cannot sell independent ABWM merchandise. All ABWM merchandise can be purchased online at www.abwomensministries.org/store.

Failure to adhere to the aforementioned will lead to a loss of good standing for the region/state. Entities using the ABWM brand without permission may be held legally accountable.

Article IX - Executive Committee

Section 1: Membership

The Executive Committee shall consist of the following:

- A. All officers and nationally-elected members as specified in the Standing Rules, provided that the Secretary shall be without vote.
- B. All executive staff of American Baptist Women's Ministries (without vote).

- C. One staff consultant from each of the American Baptist Churches in the USA/ABC/USA program units (without vote or expenses).
- D. The Executive Director and President shall appoint ex officio members to the Standing Teams of the Executive Committee as necessary. They may be staff members of ABWM or outside consultants as determined to be appropriate by the Executive Director and President.

Section 2: Organization

The Executive Committee shall be organized into teams: Ministry, Development, Public Relations, and Administration. The teams shall make recommendations to the Executive Committee in order to facilitate discussion. Additional meetings of teams and/or committeetask groups may be authorized by the Executive Committee as needed. The responsibilities of the teams are specified in the Standing Rules.

Section 3: Duties

The Executive Committee shall determine the number of meetings and have all the powers of the Board between meetings of the Board, except such powers as shall be reserved by the Board. The actions and/or recommendations of the Executive Committee shall be in accordance with the policies of the Board and shall be subject to ratification by the Board.

Section 4: Personnel Issues

Personnel issues shall be considered at least annually by the Administration Team, which shall serve as a liaison between the Executive Director and the Board. Additional appropriate ex officio staff advisors shall be included, as specified in the Standing Rules. The annual performance appraisal of the Executive Director shall be completed every 12-18 months by the Executive Committee in a 3 to 4 year cycle in the fall by the Administration Team plus the leaders of the Ministry, Public Relations, and Development teams. The President shall chair any meetings related to personnel issues.

Section 5: Search Committee

A Search Committee shall be appointed by the President in the event of a vacancy in the office of the Executive Director. It will consist of no less than five (5) and no more than seven (7) members, three of whom shall be the President, a member of the Executive Committee, and a region/state president. Committee members shall reflect the diversity of age, ethnicity, and geographical distribution of the organization. The Search Committee shall recommend a candidate to the Executive Committee for approval and recommendation to the Board.

Section 6: Nominating Process

The Executive Committee shall elect by majority vote from its membership a chair of the nominating committee for the term of one year. The nominating chair shall appoint in consultation with the Executive Committee four members, one from the Executive Committee a region/state president from each of the three geographic sections, and other American Baptist women. The Nominating Committee shall facilitate a process that generates the names of qualified women for available positions and shall finalize a slate of nominees for office to present for election at the Annual Meeting of American Baptist Women's Ministries. This group shall make recommendations to the Board to fill vacancies that may occur between elections. Only women who are active members of an American Baptist church are to be considered as nominees for any position.

Section 7: Committee Membership

The Executive Director and President shall appoint ex officio members to the Standing Teams of the Executive Committee as necessary. They may be staff members of ABWM or outside consultants as determined to be appropriate by the Executive Director and President.

The Finance committee will consist of the President, Treasurer, Executive Director, one Geographic coordinator, three region/state presidents, and consultant(s) as needed. The Finance Committee shall be responsible for oversight of the receipts and expenditures of American Baptist Women's Ministries.

Article X - Board

Section 1: Membership

The Board shall consist of the following:

- A. Executive Committee (as defined in Article ~~IX~~^{VIII}, Section 1).
- B. Region/State Presidents - The region/state presidents who are active members of an American Baptist Church and is a member of a region/state that is in good standing, shall have voting privileges, and there shall be only one vote per region/state. If it is impossible for a region/state president to attend a Board meeting, she shall designate an alternate from the executive committee of her region/state board to attend. The alternate will have voting power if she is an active member of an American Baptist church.

Section 2: Quorum

A quorum of 51 percent of the voting membership shall be required to transact business of the organization.

Section 3: Organization

The Board shall be organized into Teams: Ministry, Development, Public Relations, and Administration. The teams shall make recommendations to the Board in order to facilitate discussion. Additional meetings of teams and/or ~~committeestask-groups~~ may be authorized by the Executive Committee as needed. The responsibilities of the teams are specified in the Standing Rules.

Section 4: Duties

The Board shall develop the goals and policies of the organization, consistent with the mission statement and purpose of American Baptist Women's Ministries and alignment with the purpose ~~of~~ American Baptist Churches in the USA.

- A. The Board shall transact all official business between annual meetings of American Baptist Women's Ministries and shall have charge of plans for financing the organization.
- B. The Board shall be responsible for an open annual meeting of this organization. It may, at its discretion and within the limits of the budget, hold other meetings.
- C. The Board shall approve the appointment of all teams and temporary task groups.

Article XI – AB GIRLS and the AB GIRLS National Leadership Team

AB GIRLS is a ministry of American Baptist Women's Ministries. The AB GIRLS National Leadership Team (NLT) shall be responsible for planning and carrying out this ministry to, with, and for girls. The NLT shall be chaired by the Coordinator of AB GIRLS and the Convenor, who

shall also be nationally-elected members of the American Baptist Women's Ministries Executive Committee. Adult Team members shall be appointed by the American Baptist Women's Ministries President, with the advice of the Coordinator of AB GIRLS. The Coordinator of Mission with Women and Girls will serve on the National Leadership Team. The NLT shall select youth members through an application process and assign portfolios for all members. In consultation with the Board, appropriate staff shall be assigned to the NLT by the Executive Director, to serve without vote. Each member of the NLT shall be an active member of an American Baptist church.

Article XII - Region/State Organizations

The national American Baptist Women's Ministries considers the American Baptist Women's Ministries of each region/state cooperating with the American Baptist Churches in the USA to be a vital part of the organization, but each state will not necessarily be given representation on the Board.

In American Baptist Women's Ministries region/states are defined as those recognized at the time of the June 18, 1991, restructure of this organization and that are currently in covenant with the American Baptist Churches in the USA. In the event, American Baptist Churches in the USA recognizes a newly formed region, the American Baptist Women's Ministries of the newly formed region may apply to the Executive Committee for representation on the National Board.

Article XIII - Rules of Order

The rules contained in the latest edition of *Robert's Rules of Order, Revised* shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with the Bylaws or the special rules of order of the organization.

XIV - Diversity, Equity, and Inclusion

American Baptist Women's Ministries is a diverse, inclusive, and equitable organization, where all employees, members, and volunteers, whatever their gender, race, ethnicity, national origin, age, sexual orientation or identity, education or ability, feel valued and respected. We are committed to a nondiscriminatory approach and provide equal opportunity for participation in all of our departments, programs, and worksites. We respect and value diverse life experiences and heritages and ensure that all voices are valued and heard. American Baptist Women's Ministries is committed to modeling diversity and inclusion for the nonprofit sector, specifically ministry-related organizations, and to maintaining an inclusive environment with equitable treatment for all.

To provide informed, authentic leadership for ministry-related nonprofits, American Baptist Women's Ministries strives to:

- See diversity, inclusion, and equity as connected to our mission and critical to ensure the well-being of our staff, volunteers, and the communities we serve.
- Practice and encourage transparent communication in all interactions.
- Commit time and resources to expand more diverse leadership within our board, staff, committees, and advisory boards.

- Lead with respect and tolerance. We expect all employees and volunteers to embrace this notion and to express it in workplace interactions and through everyday practices.

Article XV - Amendments

The Bylaws may be amended at any annual meeting of American Baptist Women's Ministries by a two-thirds vote of the members present and voting, either . . .

- upon recommendation by the Board **AND/OR**
- after publication in the denominational press at least thirty (30) days prior to the meeting at which it is to be presented for action OR
- after written notice of such proposed amendment signed by at least ten (10) members from not fewer than five regions/states shall have been given at a preceding annual meeting.

Whenever written notice is required by the Bylaws, Standing Rules, or law, notice may be provided via U.S. First Class Mail to an address for each member provided to the Secretary/Executive Director. Notice may also be provided via e-mail in place of First Class US Mail to a valid email address previously provided by each member to the Secretary/Executive Director. Notice via email shall be sufficient for all required notices and shall be considered as received on the date sent by the Secretary/Executive Director. Any member who does not utilize email must notify the Secretary in writing, providing a valid US Postal Address, and agree to accept notices by US Mail.

Email shall be sufficient for all members of ABWM, including Executive Committee Members.

Adopted 6/18/91	Charleston, WV
Revised 6/22/93	San Jose, CA
Revised 7/26/98	Green Lake, WI
Revised 6/22/99	Des Moines, IA
Revised 7/21/00	Green Lake, WI
Revised 7/27/03	Green Lake, WI
Revised 7/22/07	Green Lake, WI
Revised 7/30/09	Carlinville, IL
Revised 7/12/10	Columbus, OH
Revised 7/17/11	Green Lake, WI
Revised 7/26/14	Green Lake, WI
Revised 6/30/17	Portland, OR
Revised 7/18/20	Virtual