

BY-LAWS OF THE
AMERICAN BAPTIST CHURCHES
OF
METRO CHICAGO

FIRST: **Associated Churches**

A. Admission

Worshipping Fellowship

A worshipping fellowship shall become an Associated Church under the Family Document as follows:

1. Consultation of ordained and lay leaders of the worshipping fellowship with the Executive Minister.
2. Receipt of letter in intent from its official body to affiliate with the ABC of Metro Chicago.
3. Completion of Application Form stating reasons for affiliation and agreement with the purposes of ABC/USA and the ABC of Metro Chicago, together with the following documentation:
 - (a) Its Constitution and By-Laws
 - (b) Its budget for the last three years
 - (c) Completed ABC/USA Annual Report Form
4. The Family Cabinet shall provide for a committee to meet with the Ordained and lay leadership and the congregation of the applying worshipping fellowship, with instructions to inform the congregation about ABC/USA and the ABC of Metro Chicago, confirm its intention to affiliate with the ABC of Metro Chicago, to evaluate possible admission and report its recommendation to the Family Cabinet. The Family Cabinet will bring that recommendation to the next meeting of the Family Council, which will vote upon the recommendation.
5. In each case in which the Family Council votes to admit a worshipping fellowship, the same will become an Associated Church upon the affirmative vote of the worshipping fellowship to enter into the Covenant of Relationship.

Language Congregation

A language congregation shall become an Associated Church under the Family Document when the following criteria are met.

- 1) It is a congregation within an Associated Church.
 - 2) It holds worship regularly using a language other than that of the Associated Church.
 - 3) It has its own pastoral leadership and its own governing structure as an organization of the Associated Church.
6. A letter is received from the official body of the Associated Church stating that the language congregation requested it to apply for its membership in the ABC of Metro Chicago and that it recommends such membership.
7. The recommendation having been brought to the Family Council, it votes to admit the language congregation, whereupon it will become as Associated Church when it votes to enter into the Covenant of Relationship.

B. Accountability and Evaluation Process

The Family Cabinet shall establish a procedure for the annual evaluation of each Associated Church with respect to its promises under the Covenant of Relationship and also a self-evaluation with respect to the promises of the ABC of Metro Chicago under the Covenant of Relationship to any and all of the Associated Churches. At the September meeting the Executive Minister shall report to the Family Council the evaluation with respect to each Associated Church and the self-evaluation with respect to each Associated Church and the self-evaluation of ABC/MC for the prior calendar year in each case.

Associated Churches

At the November meeting the Family Council shall decide with respect to each Associated Church whether to retain the Church, place the Church in probation or dismiss the Church according to the principles of the Covenant of Relationship. In each case the Family Council shall state the reasons for its decision.

ABC of Metro Chicago

At the November meeting the Family Council shall act to reverse any shortcomings as to its promises, or if the Family Council deems necessary, modify the promises of the ABC of Metro Chicago by proposing an appropriate amendment to the Family Document.

SECOND: Meeting of Members

A. Notice: At least thirty days prior to a meeting of members, the Secretary shall mail notice, stating the date, place and time of meeting and the matters set to come before the meeting, to each of the two Representatives of each Associated Church at the address of each such church, to the members of the Family Cabinet, to the Presidents of each Related Organization and to the Election District Representatives to the ABC/USA.

B. Annual Meeting: The annual meeting shall be at the Family Council on the second Saturday in November.

C. Quorum: Twenty-five percent of the members shall constitute a quorum for the transaction of business at a meeting of members.

D. Passage: A majority of members present and voting shall be required for adoption of any motion or the passage of any business transaction.

E. Recording: The Secretary shall prepare minutes of each meeting of the members.

THIRD: Family Council

A. Notice: At least twenty-one days prior to a Family Council meeting the Secretary shall mail notice, stating the date, place and time of the meeting, and if called by the President or at least twenty Representatives also the matters set to come before the meeting, to each of the two Representatives of each Associated Church at the address of each such church, to the members of the Family Cabinet, to the President of each Related Organization and to the Election District Representatives to ABC/USA.

B. Set Meetings: Set meetings of the Family Council shall be on the First Saturday of February, the Second Saturday of May, the Fourth Saturday of August and the Second Saturday of November.

C. Quorum: Twenty-five members shall constitute a quorum for the transaction of business at a Family Council meeting.

D. Passage: A majority of members present and voting shall be required for the adoption of any motion or the passage of any business

transaction, except for amendment of the Family Document where two-thirds vote is required.

FOURTH: **Family Cabinet**

A. Notice: At least seven days prior to a Family Cabinet meeting the Secretary shall mail notice, stating the date, place and time of the meeting and the matters set to come before the meeting, to each member of the Family Cabinet.

B. Set Meetings: The Family Cabinet shall meet at least six times each year and additional times at the call of the President.

C. Quorum: Fifty percent of the then members of the Family Cabinet shall constitute a quorum for the transaction of business at a Family Cabinet meeting.

D. Passage: A majority of members present and voting shall be required for adoption of any motion or the passage of any business transaction.

FIFTH: **Terms of Office**

Elected

A. Officer, chairpersons of Standing Committees and members of the Family Cabinet elected at the annual meeting shall serve a one-year term, except that a given individual shall not serve more than three consecutive terms in the same elected position.

B. The term for each individual elected at the November annual meeting shall be the next following calendar year.

Appointed

A. Members of Standing Committees, and chairpersons and members of other Committees appointed by the Family Cabinet shall have such terms as the Family Cabinet shall have such terms as the Family Cabinet may provide in the appointment.

B. Despite the above provisions, on a consecutive basis, no individual appointed a chairperson or a member shall serve more than three full terms in the same position.

SIXTH:

Indemnification

A. Indemnity and Condition of Indemnity

The ABC of Metro Chicago shall indemnify and hold harmless any person, in the past, present or future, who serves as a member of the Family Council or as an officer.

1. Against expenses, including, but not limited to, reasonable attorneys fees, judgments, fines and amounts paid in settlement, actually and reasonably incurred by such person in any proceeding, whether civil, criminal, administrative or investigative, in which such person is made a party by reason of Family Council membership or by being an officer of the ABC of Metro Chicago.
2. Provided, however, that there shall not be no such indemnity in relation to matters as to which such person shall be adjudged in such action, suit or proceeding to be liable for willful misconduct in the performance of such person's duty as to such matters as shall be settled by an agreement predicated upon the existence of such liability.

B. Determination and Awarding of Indemnity

Upon a determination that the indemnification of a given person is proper because such person meets the conditions of the preceding paragraph, an indemnification for such person may:

1. Be ordered by the Court, or
2. Be made by the ABC of Metro Chicago in either of the following upon a determination that the indemnification of a given person was:
 - (a) By the Family Council with majority vote of a Quorum of disinterested members, or
 - (b) If such quorum is not present, the by the regular legal counsel for the ABC of Metro Chicago in a written opinion, or, even if such a quorum is present, a majority of the disinterested members of the Family Council may designate the regular counsel for the ABC of Metro Chicago or other independent legal counsel to make such determination in a written opinion. [For the purpose of this paragraph, the word "disinterested" shall mean any person who is not a party to such action, suit or proceeding.]

C. **Insurance**

The ABC of Metro Chicago may purchase and maintain insurance on behalf of any person, in the past, present or future, who serves as a member of the Family Council or as an officer, whenever the Family Council by appropriate action deems it to be in the best interest of the ABC/MC to purchase and maintain such insurance.

SEVENTH: Amendment

The By-Laws may be amended at a meeting of the Family Council, provided that the notice of the meeting includes the proposed amendment. Such amendments may be proposed by the Family Cabinet or in writing by at least twenty-five Representatives.