

Bylaws of the Baptist History & Heritage Society

ARTICLE I PURPOSE

The purpose of the Baptist History and Heritage Society is to help Baptists discover, conserve, assess, and share their history.

ARTICLE II MEMBERS

Section 1. *Membership Composition*—The Baptist History and Heritage Society shall be composed of individuals, churches, associations, conventions, fellowships, colleges, universities, divinity schools/seminaries, history programs, libraries/archives, and other organizations and institutions that elect to join the Society upon the terms and conditions set forth in its Bylaws.

Section 2. *Categories of Membership*—The Society shall offer the following categories of membership which require the payment of an annual fee (except for a one-time Life Membership fee) as set by the Society's Board of Directors for each category:

- (1) *Regular*—Any person, church, or other organization or institution with an address in the U.S.
- (2) *Foreign*—Any person, church, or other organization or institution with an address outside the U.S.
- (3) *Senior Citizen*—Any person 65 years of age or older
- (4) *Student*—Any person enrolled as a full-time student in an academic institution
- (5) *Sustaining*—Any person who maintains membership via one of the four approaches above and in addition agrees to contribute annually a designated amount of money to the Society's Endowment Fund.*
- (6) *Life*—Any person willing to pay a one-time fee, which will be placed in the Endowment Fund.*

*The Society Endowment Fund is comprised of sustaining membership gifts, life membership fees, and other gifts. The purposes of this Fund are to build earnings to provide annual benefits for life members and to provide funds for Society programs and projects. The Society will retain total control over this Fund and its earnings and over all other Society endowment funds and their earnings.

Section 3. *Benefits*—Members shall receive subscriptions to the periodicals of the Society, and they are invited to participate in the Society's annual conference.

ARTICLE III BOARD OF DIRECTORS/OFFICERS

Section 1. *Composition*—The Board of Directors shall consist of three voting members (president, vice president, and secretary) and two non-voting, ex officio staff members (executive director and associate executive director) elected for their expertise, experience, and/or interest in Baptist history. The officers and their duties include:

- (1) *President*—The president shall preside at the conferences of the Society, serve as a member of and preside at conferences of its Board of Directors, appoint a nominating committee to nominate new officers, and perform other duties as are ordinarily pertinent to the office of the presidency.
- (2) *Vice-President*—The vice-president shall act for the president in his/her absence or incapacity, serve as a member of the Board of Directors, assist in planning the program for the annual conference over which he/she will preside, and in case of the death or resignation of the president shall assume the duties of that office. Following a term as vice-president, he/she may be nominated

as president.

- (3) *Secretary*—The secretary shall keep full and accurate minutes of each conference of the Society and its Board of Directors, both of which he/she shall serve as a member and authenticate records of the corporation. The secretary will also keep minutes of annual Council of Advisors meetings.
- (4) *Associate Executive Director-Treasurer*—The associate executive director-treasurer shall keep the financial records and administer the budget. Checks over \$5,000 not included in the budget require the signatures of both the Executive Director and the Treasurer.
- (5) *Executive Director*—The executive director shall supervise Society staff, coordinate Society programs, publications, planning, membership enlistment, and fundraising, shall propose the annual budget and any revisions, and shall maintain all permanent funds of the Society.

Section 2. *Duties of the Board*—All Society corporate powers shall be exercised by or under the authority of the Board of Directors, and the affairs of the Society shall be managed under the direction of the board. Directors shall also:

- (1) Meet annually to deliberate regarding the affairs of the Society, discuss concerns related to the history interests of Baptists, develop recommendations, and/or handle other matters needing their attention,
- (2) Promote Society membership enlistment,
- (3) Help locate materials needed for the American Baptist Historical Collection, Southern Baptist Historical Library and Archives, and other Baptist libraries,
- (4) Appoint committees, as needed, to advance any and all aspects of Society work,
- (5) Assist in promoting and enlarging the Society's Endowment Fund and other invested funds,
- (6) Contribute in other ways to the history interests of Baptists, and
- (7) Encourage cooperation with other Baptist history organizations on selected projects and programs.

Section 3. *Election*—The nominating committee appointed by the president shall nominate a president, vice-president, and secretary for election by the Society at its regular annual conference for a term of one year. The president, vice-president, and secretary shall be eligible to serve up to two consecutive one-year terms. Upon completion of the president's term, the vice-president from the previous year may be nominated president. The committee shall nominate an executive director to a two-year term. The committee, with the advice of the executive director, shall nominate an associate executive director-treasurer to a two-year term. These officers shall be eligible for reelection. The committee shall attempt to nominate persons representing the diversity of its membership.

Section 4. *Expenses*—The expenses of the directors/officers in attending conferences of the Board and Society may be paid by the Society.

ARTICLE IV
CONFERENCES

Section 1. Annual Conferences—The Society shall meet annually for a program and business meeting. The Board of Directors shall convene during that conference prior to the Society's annual business session.

Section 2. Special Meetings—Special meetings may be called upon the request of the officers of the Society or upon the request of at least ten percent (10%) of the members. The executive director shall give members at least 15 days written notice of the time and place.

Section 3. Quorum—A quorum of the Society shall consist of twenty-five members, and all matters properly coming before the members shall be determined by a majority vote of those present.

Section 4. Voting—Each member shall be entitled to one vote. A church, organizational, or institutional member shall designate the person who shall vote on its behalf. Membership shall be fixed quarterly for the purposes of entitlement to notice of meetings, right to vote, and all other membership rights.

ARTICLE V
COUNCIL OF ADVISORS

Section 1. Composition—The Council of Advisors shall consist of twelve members, elected to three-year terms for their interest in and support of the purpose and goals of the Baptist History and Heritage Society. A rotation policy shall be established so that one-third of the members complete terms of service every year. Members will be eligible for reelection to a second three-year term.

Section 2. Election—The nominating committee appointed by the president shall annually nominate for election by the Society four members to serve three-year terms except when an unexpired term needs to be filled. Society members elected shall broadly represent individuals, local churches, associations, state conventions, state history programs, colleges/universities, libraries/archives, and other organizations. The president, vice-president, and executive director shall serve *ex officio*.

Section 3. Officers and Committees—The president of the Society shall be the presiding officer of the Council. The Council shall elect a secretary and other officers as deemed necessary. It may appoint committees from its membership to expedite its work.

Section 4. Duties—The Council shall consider the general welfare of the Society in respect to its membership, finances, goals, and effectiveness. It may bring recommendations to the Board of Directors and to the members of the Society in annual session. It shall also serve as a liaison to other organizations which have an interest in Baptist history. The Advisory Council shall have the responsibility of reviewing with the Board of Directors (at annual conferences or via e-mail if necessary) and advising on all major changes such as transfer of all or a substantial part of the Society's assets, a move of location, and unusually large expenditures of funds, such as \$25,000 in 2008 or its equivalent in later years.

Section 5. Meetings—The Council shall meet at the time of the annual conference of the Society and at other meetings called as necessary by the president of the Society.

Section 6. Expenses—Members of the Council of Advisors are expected to pay their own expenses to the meetings of the Council.

ARTICLE VI
AMENDMENTS

The Bylaws may be amended at any regular or called meeting after 15 days written notice has been given to all Society members stating the purpose of amending the Bylaws, by a majority vote of the Society members present, providing there is a quorum. Approved by the Southern Baptist Historical Society® April 25, 1988. Revised by the Southern Baptist Historical Society® April 27, 1994; May 10, 1995; April 24, 1996; May 26, 2000. Revised by the Baptist History and Heritage Society June 21, 2002; May 23, 2008.