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<u>POTOMAC BAPTIST ASSOCIATION OF CHURCHES</u>	

Potomac Baptist Association Annual Meeting
Emmanuel Baptist Church
Thursday - October 28, 2021

6:00 PM – Fellowship
7:00 PM – Business Session/Worship

Business Session

Welcome from Host Church/Invocation	Rick Hancock (<i>Emmanuel</i>)
Moderator's Call to Order	Rick Hancock (<i>Emmanuel</i>)
Recognition and Seating of Messengers	Kay Caudle (<i>St. Charles</i>)
Opening Remarks	Keith Corrick, Interim Director of Missions
Greetings from Baptist Convention MD/DE	Mark Dooley, BCMD
Missions Testimony	Mark Stolk (<i>St. Charles</i>)

New Business

Financial Report/Adoption of 2022 Budget	Greg Cockerham (<i>Marbury</i>)
2021-2022 Nominations for Associational Leadership	
On Mission Council Recommendation	Rick Hancock (<i>Emmanuel</i>)
Remarks – Fred Caudle (DOM Candidate)	
Vote on the DOM Candidate	
Motion to Adjourn Business Session	

Worship

Worship Leader

Janet Allen (*Emmanuel*)

Opening Congregational Praise “*Word of Life*”

Prayer

Pastor Glenn Swanson (*Bayside*)

Congregational Praise “*See A Victory/What A Beautiful Name*”

Message in Word

“*One for All & All for Christ*”
Philippians 1:27-30

Pastor Ron Curry
(New Creation Bible)

Closing Congregational Song “*I Speak Jesus*”

Benediction

Pastor Fred Caudle (*St. Charles*)

Thank you to Emmanuel Baptist Church
for hosting this 57th PBA Annual Meeting.

Our keynote speaker for this evening is Ron Curry, Senior Pastor of New Creation Bible Church. Pastor Curry studied Biblical Theology through the EQUIP Program at Washington Bible College in Greenbelt, MD, CEMI School of Theology, Theology through Liberty University online program, Biblical Studies at Washington Bible College. He completed his AA Degree in Theology at Lancaster Bible College, Greenbelt Campus in 2016. Pastor Curry is currently pursuing his BA Degree in Theology.

On Mission Council

3 Pastors

Glenn Swanson, Bayside Baptist

Randy Stacks, First Baptist Church of Waldorf

Chris McCombs, Lexington Park Baptist

4 Priority Team Leaders

Administration: Tim Bean, Marbury Baptist

Church Support: Mark Stolk, The Church @ St. Charles

Church Planting: Robert Kendall, Friendship Community Church

Missions: Courtney Street, Trinity Baptist Church

Moderator: Rick Hancock, Emmanuel Baptist Church

Vice Moderator: Ben Holland, Dunkirk Baptist Church

Clerk: Vacant

Administrator: Kay Caudle

Director of Missions: Fred Caudle (*pending DOM election*)

INTERIM DIRECTOR OF MISSIONS REPORT 2021

The last two years of the pandemic have been challenging times to maneuver for our churches and pastors. God had faithfully provided and continues to see the churches of the PBA through these days.

I would like to especially thank Pastor Derek Yelton who led an initial study team to assess our Association. The findings of that survey were studied and passed on to our PBA On Mission Council. They in turn met in multiple meetings seeking the Lord's guidance for the vision and mission of the PBA. We owe a great debt of gratitude for Pastor Rick Hancock's devotion in leading our PBA On Mission Council and pastor's meetings over the last year. Arriving at a consensus on the future direction of our association has not always been easy to determine. I would also like to thank Pastor Tim Bean and our Personnel Team as they worked along the On Mission Council in making important decisions. Thank you to Kay Caudle for keeping our office and ministry of the PBA running smoothly over these last many months. This has truly been a cooperative effort conducted in a Christ-like spirit by all.

After much prayer and several meetings, our PBA On Mission Council is recommending Pastor Fred Caudle to be elected as the new Director of Missions for the Potomac Baptist Association. I wholeheartedly affirm this decision to recommend Pastor Fred to lead you into your next chapter as an association of churches. Fred is my dear friend and brother in the Lord. He is trusted by our pastors and for many years has invested much of his ministry to the efforts of the PBA. There is no one better qualified to lead you into your promising future.

Congratulations to all the graduates of the Potomac Bible Institute. Thank you to Pastor Mike Spencer for leading the Charles County classes. Pastor Doug White also taught a class. I led the Calvert County group for most of the courses, and then Ed Wilcher from Dunkirk Baptist took over teaching there. The Institute is under the auspices of The Bible Training Centre for Pastors and Church Leaders in Georgia. For over a four-year period eight students persevered with the program and completed all ten courses that are equivalent to a two-year Bible College education. Three students in the Calvert County program are nearing completion of the ten-course curriculum. On October 21 four students completed the BTCP Teacher Training Workshop and can teach classes in their own churches, the mission field or in the PBI.

Those graduates are as follows: Tim Sayre from Southern Calvert, Pete Bryan from Bayside, Tim Dexter from Dunkirk, Lisa Jackson from FBC Waldorf, Sherry Arch from St. Charles, Anthony Arch from St. Charles, Wayne Matthews from Marbury and Mark Stolk from St. Charles. The program is continuing at present in Calvert County with Ed Wilcher leading a class of eight students. Mark Stolk will begin Course 1 in Charles County soon to be advertised in the association.

May God bless you as you strive side by side for the faith of the gospel!

By His Grace,
Keith Corrick, Interim DOM

ON MISSION COUNCIL REPORT 2021

Fred Caudle, Pastor of The Church @ St. Charles, Waldorf, since 2002, will be nominated for the position of Director of Missions of the Potomac Baptist Association during the PBA Annual Meeting to be held October 28, 2021 at Emmanuel Baptist Church in Huntingtown, Maryland.

The PBA On-Mission Council wholeheartedly endorses the decision to present Pastor Fred Caudle for the position of Intentional Bi-vocational Director of Missions. After three extended listening sessions with our PBA pastors, multiple OMC meetings, intense prayer, and the personnel team's interview process, it became clear that Pastor Fred was the very best candidate. He is a respected pastor in the region, has a burden for the local church, equips local pastors, and is fully supportive of the PBA. The bi-vocational status of this role will empower our association of churches to maximize ministry and mission resources to have a greater impact on Southern Maryland while providing strong leadership. The position effectiveness will be evaluated in two years with the goal of expanding this role to meet the emerging opportunities in our region. Internal controls and safeguards are being created to enable Pastor Fred and Kay Caudle to serve together in this unique role with the full confidence and support of the PBA churches. Our past is strong. Our future is promising. In a season of associational decline across the country, your PBA is embracing this moment.

Pastor Fred will share his vision to the Potomac Baptist Association at our Annual Meeting communicating the associational principles that outline the vision for our churches to work together in Southern Maryland. His vision is bathed in the biblical foundation that "together in Christ we can do more". The more together in Christ is cooperating and collaborating together for evangelism and missions. Pastor Fred believes his foundational role as DOM is to "*cast a vision for the member churches to do something bigger than any one church can do.*" Priority to his role is to assist churches in advancing the gospel and fulfilling the Great Commission.

FINANCE TEAM REPORT 2021

The PBA budget has decreased for the 5th consecutive year and will decrease by \$24,856 or 13.1% as compared to the 2021 budget. Actual expenditures for 2021 Fiscal Year to Date are \$49,506 less than income at September 1, 2020. Expenses were managed to a total of \$62,999 YTD which is \$6,100 less than expenditures in the similar period the prior year 2020. We have added to savings accumulated in prior periods to create reserves to service programs and growth expenses until the PBA gains recovered support.

Expense management will be further emphasized as we continue to experience downward trends in member church financial support for the programs organized and operated by the PBA. Income has reduced for the 6th consecutive year from \$227,000 in 2016, to \$210,000 in 2017, \$208,000 in 2018 and the anticipated \$170,000 for 2021 fiscal year. If this continues, the PBA will have to exercise further expense management and a possible reduction in support programs currently offered. The limited accessible savings accounts built from prior years management will be challenged at the current trends without continued prudent expense management. The other saving accounts are restricted to specific uses for sites and trust management for specific purposes. Expenses have been reduced from \$229,900 in 2016 to our current level anticipated to be \$115,000 for FYE 2021.

The PBA staff and the finance committee propose a 2021 budget of \$164,703 which is \$24,800+ or 13.1% less than the budget presented for 2020. This budget matches and is with in anticipated income for the 2021 fiscal year end.

We have reviewed and documented the Internal Controls of Accounting and Treasury directions and find them appropriate for fiscal prudence and secure management of PBA financial management. They are on file in the PBA office.

Respectfully submitted,
Greg Cockerham, PBA Finance Team

2021 Income Received from PBA Churches (10/26/21)

(*only contributing churches listed)

Church	
Bayside	\$5,000.00
Callaway	\$3,867.42
Christian Fellowship	\$3,067.08
Cobb Island	\$1,000.00
Dunkirk	\$11,017.00
Emmanuel	\$2,250.00
FBC La Plata	\$8,333.30
Friendship Community Church	\$2,083.30
Grace	\$9,279.61
Hughesville	\$2,933.34
Iglesia Bautista De Waldorf	\$609.59
Leonardtwn	\$1,655.79
Lexington Park	\$11,455.12
Lighthouse	\$2,000.00
Marbury	\$21,715.34
Nanjemoy	\$5,571.83
New Creation Bible Church	\$1,913.40
Potomac Heights	\$900.00
Redeeming Grace Baptist Church	\$1,000.00
So. Calvert	\$1,570.00
St. Charles	\$6,951.71
Trinity	\$5,532.41
Waldorf	\$25,330.45
White Plains	\$2,913.00
Whitehall	\$2,487.12
Total Church	<hr/> \$140,436.81
Interest earned	\$69.37
Total Income	<hr/> \$140,506.18

2019 PBA Expense/Net Income (10/26/21)

Expense	Jan - Oct 21	Budget	% Budget
Church Planting			
New Creation Bible Church	0.00	0.00	0.0%
Total Church Planting	\$0.00	\$0.00	0.0%
Missions & Evangelism			
Disaster Relief (Budget)	147.00	1,000.00	14.7%
Fair Ministry	0.00	1,500.00	0.0%
Mission Trip Scholarships	600.00	12,000.00	5.0%
Total Missions & Evangelism	\$747.00	\$14,500.00	5.15%
Church Support			
Annual Meeting	388.32	500.00	77.66%
Enrichment Opportunities	250.00	2,500.00	10.0%
Hospitality	0.00	150.00	0.0%
Leadership Training	249.12	5,000.00	4.98%
Men's Retreat	0.00	3,500.00	0.0%
Pastor Support Network	1,980.62	4,000.00	49.52%
Pastor/Wives Annual Dinner	0.00	1,500.00	0.0%
Women's Ministry	123.59	1,500.00	8.24%
Total Church Support	\$2,991.65	\$18,650.00	16.04%
Administrative			
Admin. Asst. Cont. Education	50.74	1,000.00	5.07%
Bank Fees	270.01	400.00	67.5%
Copier Cost	3,101.80	4,800.00	64.62%
DOM Conventions, Conf. & Books	752.40	1,000.00	75.24%
Facilities/Maintenance	964.86	1,800.00	53.6%
Insurance	5,071.25	4,000.00	126.78%
Office Supplies/Equipment	2,029.04	3,000.00	67.64%
Personnel	250.00	250.00	100.0%
Postage	453.90	1,200.00	37.83%
Quickbooks Subs & Support	800.32	1,400.00	57.17%
Telephone/Internet	3,229.15	5,000.00	64.58%
Total Administrative	\$16,973.47	\$23,850.00	71.17%
Personnel			
AA Retirement Annuity	2,726.00	4,089.00	66.67%
AA FICA Taxes 7.65%	2,476.45	3,129.00	79.15%
AA Mileage Reimbursement	68.66	450.00	15.26%
Admin. Asst. Salary	32,372.01	40,891.00	79.17%
DOM Salary	17,968.93	84,000.00	21.39%
Total Personnel	\$55,612.05	\$132,559.00	41.95%
Total Expense	\$76,324.17	\$189,559.00	40.26%

	<u>Jan - Oct 21</u>	<u>Budget</u>	<u>% Budget</u>
Net Ordinary Income	\$64,182.01	\$-189,559.00	-33.86%
Other Income/Expense			
Other Expense			
Non-Budget Expenditures			
Liles Fund - Scholarships	6,175.00		
Non-Budget Expenditures - Other	<u>4,550.00</u>		
Total Non-Budget Expenditures	<u>10,725.00</u>		
Total Other Expense	<u>10,725.00</u>		
Net Other Income	<u>-10,725.00</u>		
Net Income	<u>\$53,457.01</u>	<u>\$-189,559.00</u>	<u>-28.2%</u>

2021 PBA Balance Sheet – (10/26/21)

Current Assets	
Checking/Savings	
Checking Account 503	16,649.26
David D. Liles Fund 9692	39,475.49
DOM Expenses 1584	437.40
PBA Savings Acct. 718	190,192.27
PBA Site Fund 8507	80,911.20
Total Checking/Savings	<u>\$327,665.62</u>
Total Current Assets	\$327,665.62
Other Assets	
FBC St. Charles - Note Receivable	2,000.00
Trinity Baptist - Note Receivable	17,533.40
Total Other Assets	<u>19,533.40</u>
TOTAL ASSETS	<u><u>\$347,199.02</u></u>
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
Designated Funds List	
Potomac Bible Institute	816.36
Total Designated Funds List	<u>816.36</u>
Payroll Liabilities	<u>459.26</u>
Total Other Current Liabilities	<u>1,275.62</u>
Total Current Liabilities	<u>1,275.62</u>
Total Liabilities	\$1,275.62
Equity	
Retained Earnings	\$292,142.93
Net Income	<u>\$53,780.47</u>
Total Equity	<u>\$345,923.40</u>
TOTAL LIABILITIES & EQUITY	<u><u>\$347,199.02</u></u>

2022 Proposed PBA Budget			
		PBA BUDGET 2021	PBA BUDGET 2022
			Proposed
1 Church Planting			
New Creation Bible Church	\$	-	\$ -
New Work (*additional \$2500 from Liles Fund)	\$	-	\$ 7,500.00
			\$ 7,500.00
2 Missions & Evangelism			
Mission Trip Scholarships (*additional \$6667 from Liles Fund)	\$	12,000.00	\$ 12,000.00
Fair Ministry	\$	1,500.00	\$ 2,500.00
Disaster Relief	\$	1,000.00	\$ 1,000.00
	\$	14,500.00	\$ 15,500.00
3 Church Support			
Leadership Training	\$	5,000.00	\$ 6,000.00
<i>(Such as Sunday School, Discipleship, Music, Youth, Deacons, Senior Adults, Children's Ministry, Potomac Bible Institute, Launch Night, VBS Clinic) *Church Support Team carries discretion of how funds will be allocated.</i>			
Annual Meeting	\$	500.00	\$ 1,250.00
Hospitality	\$	150.00	\$ 150.00
Men's Retreat	\$	3,500.00	\$ 4,000.00
Pastor Support Network	\$	4,000.00	\$ 5,000.00
Women's Ministry	\$	1,500.00	\$ 1,500.00
Pastor/Wives Annual Fellowship Dinner	\$	1,500.00	\$ 2,500.00
Enrichment Opportunities	\$	2,500.00	\$ 2,500.00
	\$	18,650.00	\$ 22,900.00
4 Administrative			
Administrative Assistant Continuing Education	\$	1,000.00	\$ 1,000.00
Bank Fees	\$	400.00	\$ 400.00
Copier Costs	\$	4,800.00	\$ 4,800.00
Insurance	\$	4,000.00	\$ 5,000.00
Office Supplies/Equipment	\$	3,000.00	\$ 3,000.00
Facilities/Maintenance	\$	1,800.00	\$ 1,800.00
Postage	\$	1,200.00	\$ 1,200.00
Quickbooks Subscription & Support	\$	1,400.00	\$ 1,400.00
Telephone & Internet	\$	5,000.00	\$ 5,000.00
Personnel	\$	250.00	\$ 250.00
	\$	22,850.00	\$ 23,850.00
5 Personnel (Salaries & Benefits)	\$	133,559.00	\$ 94,953.00
Total PBA Budget (Current/Proposed)	\$	189,559.00	\$ 164,703.00

Potomac Baptist Association Annual Meeting Minutes
The Church @ St. Charles - October 24, 2019

The Potomac Baptist Association Annual Meeting began with a Ministry Expo and Refreshments at 6 PM. The Expo included Mission Exhibitors, Church Support Exhibitors, Church Planting Exhibitors & Ministry Partner Exhibitors.

The 2019 Annual Business Session of the Potomac Baptist Association was held at The Church at St Charles, Waldorf, MD on October 24, 2019.

Pastor Mike Spencer, PBA Vice Moderator called the meeting to order at 7:08 P.M. Pastor Fred Caudle, The Church at St Charles, welcomed everyone and opened the session with prayer.

Mrs. Kay Caudle, Church @ St. Charles presented a motion to receive the seventy (76) messengers present and all who join later, seconded by Pastor Steve Fehrman, Southern Calvert Baptist Church. Motion passed unanimous.

The minutes prepared by Pat Blanton/Debbie Flynn, Team Council Clerk from the Potomac Baptist Association Annual Business Session were presented and accepted.

Associational Team Reports

Pastor Keith Corrick, Director of Missions/Team Council thanked everyone for their support with special mention of Richard Logdson for all the work he has done. Thanks were also directed to the host, The Church @ St. Charles, (please take note of the renovations!) Pastor Keith encouraged folks to read pages 6 & 7 of the report, and thanked Kay Caudle for all her years of service. Pat Ivey was recognized for her 30-year assistance to Bill Barclay; Pat Blanton, our PBA clerk, went home to be with the Lord, and Indian Head celebrated their 100th anniversary. BCM/D news: June Holland is retiring at the end of January and Mark Dooley will be the new State Director of Evangelism.

New Business

Finance Team Report – Greg Cockerham

A motion to accept the reports and the proposed 2020 Budget was presented and passed unanimously.

Debbie Flynn, PBA Mission Council Clerk presented a motion for the acceptance of the 2019 – 2020 Nominations for Associational Leadership. Motion passed unanimously.

The meeting was closed in prayer and Pastor Joe Blanton was introduced as the Keynote Speaker during the Worship segment immediately following the meeting.

Respectfully Submitted,
Debbie Flynn, PBA Clerk

Potomac Baptist Association
On Mission Council Meeting Minutes
January 21, 2021

The meeting began at approximately 9:02am via Zoom.

Keith Corrick welcomed everyone and opened in prayer.

Nominations:

Moderator – Rick Hancock (replacing Kevin Holder)
Vice Moderator – Ben Holland (replacing Mike Spencer)
Mission Leader – Courtney Street (replacing Steve Fehrman)

Keith made a motion to accept the nominations; unanimously approved.

Rick Hancock gave the financial report

Consensus is to 1) redefine/refine our purpose and 2) refocus our strategy.

Tim Bean and team to draft a six (6) month contract for Keith to continue serving as Interim DOM.

Chris McCombs and Derek Yelton to continue with the committee for suggestions for the direction of the PBA; also to provide analytics.

Subcommittee: form and function of the association

Courtney closed in prayer.

Meeting adjourned at 10:34am.

Respectfully submitted,
Debbie Flynn, PBA Clerk

**Potomac Baptist Association
On Mission Council Meeting Minutes
February 25, 2021**

The meeting began at approximately 9:37am via Zoom.

Rick Hancock welcomed everyone and opened in prayer.

Financial Update – Kay Caudle. The PBA remains in good financial standing.

Subcommittee Report (Derek Yelton and Chris McCombs) – We are to draft proposals (form and function of the association) through three Pastor’s conferences: roundtable discussion. March 11 will be the first meeting. The goal is to define our Mission Statement. The second meeting will be specifically for a Strategy of Priorities.

PBA Update - Keith Corrick. Majority of churches are still doing a combination of in service and online. Expects turnover in the SBC as pastors are weary and experiencing financial hardships within the church.

Priority Team Report – Fred Caudle. Regarding church training – no one signed up for future PBI classes.

Personnel Report – none

Next PBA On Mission Council meeting scheduled for March 25th at 9:30am.

Tim Bean closed in prayer.

Meeting adjourned at 10:16am.

Respectfully submitted,
Debbie Flynn, PBA Clerk

**Potomac Baptist Association
On Mission Council Meeting Minutes
March 25, 2021**

The meeting began at approximately 9:33am via Zoom.

Keith Corrick welcomed everyone and opened in prayer.

Reviewed minutes of February's meeting – no changes.

Financial Update – Kay Caudle. The PBA remains in good financial standing.

PBA Update - Keith Corrick. We are currently in the same pattern and here to help. Potomac Baptist Institute – Three people are to graduate in the Calvert County class and five people are to graduate in the Charles County class. Ben Holland and Glen Swanson were thanked for their support.

Rick Hancock discussed our theme – What is the mission? As of the last pastor's meeting, we do not have a mission statement. A statement needs to be drafted and submitted to all of the PBA churches regarding the current status of the PBA.

The next step in this process will be a Pastor's Meeting scheduled for April 15th from 10:30am – 1:30pm @ Hughesville Baptist Church to discuss who we are and where we are heading.

Courtney Street closed in prayer.

Meeting adjourned at 10:34am

Respectfully submitted,
Debbie Flynn, PBA Clerk

**Potomac Baptist Association
On Mission Council Meeting Minutes
September 9, 2021**

The meeting began at approximately 9:23am in person at Dunkirk Baptist Church.

Glen Swanson opened in prayer.

Financial Update & Status of Finances - Greg Cockerham

Church income has declined and is on pace for \$150,000 this year. This is \$49,000 below budget and \$50,000 less than what we received last year. We have a fair amount of reserves (\$180,000 total) and are okay for a couple of years, however, we need to get churches back to supporting our association.

There was discussion who is going to decide if the new DOM position is bi-vocational? The Personnel Committee would recommend a compensation package and the Finance Committee will determine if it is feasible.

Fred Caudle is the candidate for the bi-vocational DOM and will provide 25-30 hours per week.

Greg Cockerham – We will build a compensation package based on these new parameters. The Personnel Team will take on that responsibility.

Rick Hancock – We need to maximize our leadership expertise and would like to see a full-time DOM in the next five to seven years.

Three items need to be in place if Fred is voted in as the bi-vocational DOM:

- 1) Check writing responsibilities will be reviewed and adjusted as needed
- 2) Payroll verification to be independent from DOM and Assistant
- 3) The Finance Team is to create internal controls of accounting

Fred - A pipeline of pastors is needed to plant churches with emphasis on missions and evangelism. There needs to be a revitalization of the cooperative spirit.

Will the On Mission Council be willing to amend the 2022 budget? The Finance Team will put a new budget together and the new budget along with the proposal of Fred Caudle to be the bi-vocational DOM will be voted on in the PBA Annual meeting on October 28th.

Rick Hancock closed in prayer.

Meeting adjourned at 11:20am

Respectfully submitted,
Debbie Flynn, PBA Clerk

CONSTITUTION
Potomac Baptist Association
of Southern Maryland
Adopted October 20, 2016

PREAMBLE

The New Testament records the cooperative efforts of individual Christians and churches who sought to express their unity in Christ and to bear witness to His Lordship. We believe that the voluntary association of contemporary New Testament churches is one way the people of God can advance the work of Christ, exemplify to the world His Lordship, and show forth to all mankind our willingness to follow the leadership of the Holy Spirit as we seek to do His bidding to disciple all nations.

To this end we covenant together as an association of churches to nurture the spiritual welfare of all our churches; to give due consideration to the doctrines of our Christian faith which affect our lives together; to preserve our Baptist heritage to encourage and assist our churches in any way possible; and to work together to carry out the Great Commission of our Lord both within and beyond the bounds of our Association.

ARTICLE I – NAME

This body shall be known as the Potomac Baptist Association of Southern Maryland, hereinafter referred to as the (“PBA”).

ARTICLE II- PURPOSE

The PBA is established to give opportunity to the member churches to be on mission for Christ in their unique setting in a cooperative way. The Association exists to work together and encourage one another toward the mission of effectively engaging the world with the gospel of Jesus Christ.

The PBA shall have no authority over the member churches, nor shall it interfere with the autonomy of the member churches.

The PBA shall cooperate with the Baptist Convention of Maryland/Delaware and the Southern Baptist Convention.

ARTICLE III - MEMBERSHIP

Section 1: The membership of the PBA shall be those churches cooperating with this Association. The voting body in the sessions of the PBA shall be those messengers duly elected by the cooperating churches, and the elected officers of the PBA provided that every such member and officer shall be a member of a church cooperating with the PBA.

Section 2: Any church approving the design and object of the PBA, holding the principles, doctrines, and ordinances of Christ as held by the PBA, and having been duly constituted as a church, may upon written application and approval of its credentials, be granted status in the PBA by the On Mission Council (Ref. Article V) and reported at the next Annual Meeting of the PBA.

Section 3: Each church shall be entitled to two messengers for the first twenty-five (25) members or fraction thereof, and one additional messenger for each twenty-five (25) members or fraction thereof above the first twenty-five (25) provided that no church shall be entitled to more than ten (10) messengers. On demand, a messenger shall exhibit satisfactory evidence of their election by the church they represent.

Section 4: A member church may withdraw fellowship at any time. A written notice of withdrawal shall be sent to the PBA by a duly authorized representative of the church.

Section 5: Any church whose practices or doctrines become contrary to those of the PBA may disqualify itself from membership. The On Mission Council will appoint representatives to reconcile the church in a redemptive manner. When reasonable and biblical attempts fail, a recommendation for dismissal by the On Mission Council will be made at an annual meeting or special called meeting.

Section 6: The doctrines (Articles of Faith) of the PBA shall be those set forth in the current published issue of the "The Baptist Faith and Message," adopted by the Southern Baptist Convention.

ARTICLE IV - OFFICERS

Section 1: The officers of the PBA shall be the Moderator, Vice-Moderator, Clerk, and Treasurer, all of whom shall be elected at an Annual Meeting as outlined in the bylaws.

Section 2: Other officers as required to carry out the purpose of the PBA shall be elected. Their manner of election and duties shall be those outlined in the by-laws.

Section 3: All officers of the PBA shall subscribe to the Articles of Faith of the PBA.

ARTICLE V – ON MISSION COUNCIL

The On Mission Council serves to coordinate the directives of the PBA through the work of its Ministry Priority Teams. The On Mission Council shall conduct the work of the PBA between annual meetings. It shall meet as deemed necessary by the Director of Missions or the Moderator. It shall give a full report of its work to the PBA in the annual meeting.

ARTICLE VI – REQUIREMENTS FOR ASSOCIATIONAL LEADERSHIP

In order to be appointed to, and remain, in a position of organizational leadership within the PBA, one must be a member in good standing of a member church and adhere to the criteria for his or her church's membership in the PBA.

ARTICLE VII - CHANGES IN THE CONSTITUTION

The On Mission Council will present any amendments of the constitution at an annual meeting or special called business meeting. The amendments will be approved by two-thirds majority vote of messengers present at the Annual Meeting or special called meeting.

BY-LAWS

ARTICLE I - MEETINGS OF THE POTOMAC BAPTIST ASSOCIATION Hereinafter referred to as the (“PBA”)

Annual Meeting - An Annual Meeting of the PBA shall be held each calendar year. The On Mission Council shall establish the time, date, and location of the Annual Meeting. Notice of the Annual Meeting shall be provided to all members at least thirty (30) days in advance. Any business of the PBA may be conducted at the Annual Meeting.

Special Meetings - A Special Meeting of the PBA may be called by a majority of the On Mission Council. The On Mission Council shall establish the time, date, and location of any Special Meeting. Notice of the Special Meeting shall be provided to all members with as much notice as is practicable, which shall not be less than thirty (30) days in advance. Only the topic(s) designated in written notice of a Special Meeting may be addressed or acted upon at such meeting.

Quorum – All actions of the PBA shall be by a majority vote of the messengers present and voting at a duly called meeting unless otherwise stated herein. Messengers may not vote by proxy. Each messenger shall have one vote.

ARTICLE II - PUBLICATION OF THE CONSTITUTION AND BY-LAWS

The Constitution and By-laws shall be published each year in the PBA Annual.

ARTICLE III - COOPERATIVE AGREEMENT

The PBA may enter into agreements with other Southern Baptist ministry entities.

ARTICLE IV - FINANCIAL SUPPORT

The financial support of the PBA shall be by voluntary contributions of the member churches. It is recommended that each member church establish a systematic pattern of giving based upon a percentage of their annual budget.

ARTICLE V - FISCAL YEAR

The Fiscal Year for the PBA shall be January 1 - December 31.

ARTICLE VI - PARLIAMENTARY PROCEDURE

The parliamentary procedures of the PBA shall be governed by Robert's Rules of Order, latest edition.

ARTICLE VII - PROCEDURE FOR AFFILIATION

Churches desiring to become affiliated with the PBA shall present their written request for membership to the PBA, and shall provide any information requested, in order to evaluate its application. Upon receipt of an application, the On Mission Council shall review the application and make a recommendation regarding membership. The On Mission Council may accept the applicant as a member, subject to ratification at the next annual meeting of the PBA.

ARTICLE VIII - ASSOCIATIONAL OFFICERS

Section 1: All officers shall be elected at the Annual Meeting.

Section 2: The officers elected above shall be elected to a term of one year. The term of office shall begin upon the adjournment of the Annual Meeting.

Section 3: The Moderator and Vice-Moderator shall be elected to serve not more than two (2) consecutive terms in their respective offices.

Section 4: The Moderator shall preside over the meetings of the PBA and see that order and decorum are observed.

Section 5: The Vice-Moderator shall preside in the absence of the Moderator. In the event that the Office of Moderator becomes vacant during the year, the Vice-Moderator shall serve as Moderator for the unexpired term and a new Vice-Moderator shall be elected.

Section 6: The PBA Clerk will be a member of the On Mission Council and keep accurate records of all proceedings of the On Mission Council and the Annual Meeting.

Section 7: The Director of Missions shall serve as the PBA's Chief Administrative Officer, and shall oversee the PBA's daily operations and affairs, subject to any

limitations established by the PBA, as well as serving as a missionary within the PBA. The Director of Missions will serve as ex-officio member of all teams.

If the office of Director of Missions becomes vacant, the Director of Missions shall be selected in accordance with the procedure outlined in the Operations Manual. His term of office shall be indefinite and shall continue so long as mutually agreeable to both the Director of Missions and the PBA.

Section 8: Should any officer of the PBA become a member of a church not in fellowship with the PBA, their office automatically becomes vacant.

Section 9: The Moderator, Vice-Moderator, and Clerk will serve as the Nominating Committee for the PBA, for seeking, recruiting, and recommending appropriate leaders for the various positions of service in the PBA for approval by the messengers in session. As the Nominating Committee, they will seek to be as geographically representative as possible when recommending persons to serve in the PBA. The On Mission Council will nominate the Moderator, Vice Moderator and Clerk.

ARTICLE IX – ORGANIZATION

On Mission Council:

Duties – The On Mission Council shall serve as the PBA’s Executive Board, and shall have all duties related to the PBA’s operations, except as expressly withheld by the PBA. The On Mission Council shall exercise general control and supervision over all of the PBA’s activities. The On Mission Council may delegate all or some of its duties to other individuals or entities, subject to any terms and conditions established by the PBA. Full descriptions, function, and strategy of the On Mission Council will be developed and maintained in the Operations Manual.

Composition – The On Mission Council shall consist of the Moderator, Vice-Moderator, Clerk, three pastors, Ministry Priority Team Leaders, one (1) Leader from an Administrative Team, Director of Missions, and Administrative Assistant.

Meetings - Meetings of the On Mission Council may be scheduled by the Director of Missions, or by a majority of the On Mission Council’s members. Notice of meetings of the On Mission Council shall be provided to all On Mission Council members at least seven (7) days in advance.

Administrative Teams:

Duties: The Administrative Teams shall serve in an advisory capacity to the Director of Missions, the On Mission Council, and the PBA as a whole, in matters of administration for the day-to-day operations of the PBA. Full descriptions,

function, and strategy of the Administrative Teams will be developed and maintained in the Operations Manual.

Composition: Members of the Administrative Teams shall be elected annually by the PBA at its Annual Meeting. They shall be composed of the following:

- **Trustees:** There shall be three (3) trustees, all of whom are elected at the Annual Meeting of the PBA. Those trustees shall be the corporate officers of this corporation. They shall have no authority except by direction of the PBA at its Annual Meeting, or by the On Mission Council. They are not personally bound by their signatures but are the legal signers for the PBA. In case of necessity, any two (2) of the three (3) trustees may sign legal papers.

The Trustees shall represent the PBA in all legal matters. They shall act on behalf of the PBA in acquisition and disposition of property. They shall sign all deeds of conveyance; execute notes, bonds, and mortgages, intervene in all suits, by the authority of the PBA. They shall make an annual report to the PBA in its Annual Meeting.

- **Finance Team:** The Finance Team shall be composed of two (2) members elected by the PBA plus the Associational Treasurer. It shall be the responsibility of the Finance Team to request proposed itemized expenditures from the Ministry Priority Teams and to arrange an annual budget to be presented to the On Mission Council prior to the Annual PBA Meeting, and to the PBA in its Annual Meeting. They shall be responsible for all matters relating to the annual budget, proper accounting, methods of financial controls, and all related reports. They shall make an annual report to the PBA in its Annual Meeting.
- **Auditing Team:** The Auditing Team shall be composed of two (2) members who shall audit the Treasurer's records and make a report to the On Mission Council and to the Annual Meeting of the Association.
- **Personnel Team:** There shall be three (3) members elected by the PBA to deal with all personnel matters relating to the Associational Staff. It shall assist the PBA in selecting, supporting and terminating PBA staff personnel. It shall prepare and annually review job descriptions, salaries and benefits for the Director of Missions and other staff positions of the PBA as required. The On Mission Council shall approve all job descriptions. The Finance Team shall approve all salaries and benefits.

Meetings: Meetings of all Administrative Teams may be called by the team leader or a majority of Administrative Team's members. Notice of any meeting shall be provided to all members at least seven (7) days in advance.

Ministry Priority Teams:

Creation and Purpose: The Director of Missions, in consultation with the On Mission Council, may establish Ministry Priority Teams to help meet the needs and strategic ministry priorities of the PBA, and shall designate an individual to serve as a leader of each Ministry Priority Team. Full descriptions, function, and strategy of Ministry Priority Teams will be developed and maintained in the Operations Manual.

Members: The Director of Missions in consultation with the On Mission Council will designate an individual to serve and lead the team. The team leader in consultation with the Director of Missions will recruit members of the team. In the absence of a team leader, existing team members may nominate one of their members to serve as team leader with the concurrence of the Director of Missions and the On Mission Council.

Functions: A Ministry Priority Team shall function according to its assigned strategic priority. Such responsibility shall include identifying ministry opportunities within its assigned area, seeking resources, and coordinating the efforts of local churches to fulfill its ministry goals.

Ad Hoc Groups: Other teams may be established when the Director of Missions and the On Mission Council deem it necessary to help meet the needs and strategic ministry priorities of the PBA, to include an Ad Hoc team for short-term actions. A Ministry Team may establish ad hoc groups to help it achieve its goals.

Team Voting: All actions of the On Mission Council, Administrative Teams or any Ministry Priority Team, shall be by a majority vote of members present at a duly called meeting, unless otherwise provided for in the Operations Manual.

Conduct of Meetings: Procedures for the conduct of meetings of the On Mission Council, Administrative Teams, or any Ministry Priority Team, shall be conducted using standard meeting procedures as outlined in Robert's Rules of Order. The Director of Missions shall serve as the meeting chair for the On Mission Council. The Administrative Teams shall elect their own chairs. Ministry Priority Team Leaders shall chair the meetings of their respective ministry teams.

ARTICLE X - CHANGES IN THE BY-LAWS

The On Mission Council will present any amendments of the By-Laws at an annual meeting or special called business meeting. The amendments will be approved by two-thirds majority vote of messengers present at the Annual Meeting or special called meeting.