

State of Rhode Island and Providence Plantations  
NON-PROFIT CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation under Chapter 7-6 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Southeastern New England Baptist Association

SECOND: The period of its duration (if perpetual, so state) PERPETUAL

THIRD: The purpose or purposes for which the corporation is organized are:  
1) to encourage fellowship and cooperation between and among the affiliated churches;  
(2) to promote mission work within its boundaries with the view to establish new churches where needed and to strengthen those already established; (3) to uphold the Biblical doctrines and principles and to encourage the affiliated churches to be loyal to these and practice the same; (4) to facilitate the training of the leadership of cooperating churches in Evangelism, Music, Stewardship and Mission Education; (5) to gather statistical information; and (6) to cooperate with the Baptist Convention of New England.

FOURTH: Provisions (if any) for the regulation of the internal affairs of the corporation, including provisions for the distribution of assets on dissolution or final liquidation, are:

(Note 1)

This association is an autonomous body. The membership retains unto itself the right of exclusion and self-government in all phases of it's life. This association does not have, nor will it have, any authority over affiliated churches. This association shall recognize the underlying principle that the matter of cooperation with affiliated churches and other Baptist organizations belongs exclusively to the voluntary sphere.

The officers of this association shall be: Moderator, Assistant Moderator, Clerk, Assistant Clerk, Treasurer, Trustees as needed, Director of Missions, and other elected officers as needed.

Membership in this association shall be comprised of affiliated churches represented by messengers elected to serve at the associational meetings.

Provision for distribution of assets: Should this association be dissolved, any assets shall become the property of the Baptist Convention of New England, incorporated under the laws of the Commonwealth of Massachusetts with offices in Northboro, Mass.

FIFTH: The address of the initial registered office of the corporation is.....  
 .....266 Devil's Foot Road, North Kingstown, Rhode Island 02852-2099 (add Zip Code),  
 and the name of its initial registered agent at such address is: Rev. Floyd Collins

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is.....6.....,  
 and the names and addresses of the persons who are to serve as the initial directors are:

Name	Address
Rev. Floyd Collins	266 Devil's Foot Road, N. Kingstown, RI 02852-2099
Rev. David Waugh	119 Wentworth Ave., Cranston, RI 02905
Alan L. Sweet	1361 Pawtucket Ave., Rumford, RI 02916
Rev. Wako Cotney	P.O. Box 84, Oakdale, CT 06370
Rev. Richard Wright	1309 West Shore Rd., Warwick, RI 02889
Rev. Tom Daigle	151 Redwood Road, Portsmouth, RI 02871

SEVENTH: The name and address of each incorporator is:

Name	Address
Rev. Floyd Collins	266 Devil's Foot Rd., N. Kingstown, RI 02852-2099
Rev. David Waugh	119 Wentworth Ave., Cranston, RI 02905
Rev. Richard Wright	1309 West Shore Rd., Warwick, RI 02889

Filed & Filed  
JAN 27 1988

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CP35 35.00  
 CHEK 35.00  
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EIGHTH: Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation):.....  
 October of 1977 - Constituted / <sup>January 27, 1988 (Rev)</sup> ~~October of 1987~~ decided to  
 Incorporate in State of R.I.

Dated January 22, 1988

*Floyd A. Collins*  
*David Waugh*  
*Richard W. Wright*  
 Incorporator(s)

NOTE: I. If no provision for the regulation of the internal affairs of the corporation or for the distribution of assets on dissolution or final liquidation are to be set forth, insert "None." In an appropriate case provisions relating to members, their qualifications and rights (Section 7-6-15) may be inserted here.

## CONSTITUTION

### SOUTHEASTERN NEW ENGLAND BAPTIST ASSOCIATION

#### ARTICLE I - NAME

The name of this Association shall be the Southeastern New England Baptist Association (hereafter referred to as the Association).

#### ARTICLE II - PURPOSE

The purpose of this Association shall be: (1) to encourage fellowship and cooperation between and among the affiliated churches, (2) to promote mission work within its boundaries with the view to establish new churches where needed and to strengthen those already established; (3) to uphold the Biblical doctrines and principles and to encourage the affiliated churches to be loyal to these and practice the same; (4) to facilitate the training of the leadership of cooperating churches in Evangelism, Christian Education, Music, Stewardship and Mission Education; (5) to gather statistical information and (6) to cooperate with the Baptist Convention of New England.

#### ARTICLE III - MEMBERSHIP

Section I. This Association shall be composed of affiliated churches represented by messengers to the Association. Each affiliated church shall be entitled to at least three (3) messengers. One additional messenger will be entitled to vote for every fifty members after the first fifty members of the affiliated church. Each affiliated church shall be entitled to no more than ten (10) messengers. Each mission (church-type chapel) will be entitled to two (2) messengers in addition to those of the sponsoring church.

Section II. Any church desiring to affiliate with this Association shall present a petitionary letter to the Moderator. Included in this letter will be a history of the church, constitution and by-laws, and the vote of the church to voluntarily cooperate with the Association. This letter should be presented at least thirty (30) days prior to the Annual Meeting.

1. This letter shall be referred to the credentials committee whose recommendation for acceptance as an affiliated church must take a unanimous vote by the Association.

2. Should there be a dissenting vote, the objection (written) would be given to the Clerk. The credentials committee would investigate the objection and bring a report to the Association. Upon hearing the report the Association shall accept the petitioning church on a two-thirds (2/3) majority vote.

Section III. When it appears that an affiliated church is out of harmony with the Association as to Biblical principles and

practices, is more than twelve months with no contribution (financial or otherwise) to the work of the Association, or desires to unaffiliate herself from the Association, the Association may withdraw fellowship by two-thirds (2/3) vote of the Association.

#### ARTICLE IV - ARTICLES OF FAITH

The Articles of Faith as set forth in the Baptist Faith and Message adopted by the Southern Baptist Convention in May, 1963, shall be the doctrines adopted by the Association.

#### ARTICLE V - AUTHORITY

The Association is an autonomous body. The membership retains unto itself the right of exclusion and self-government in all phases of its life. The Association does not have, nor will it have any authority, over affiliated or non-affiliated churches. The Association shall recognize the underlying principle that the matter of cooperation with affiliated churches and other Baptist organizations belongs exclusively to the voluntary sphere.

#### ARTICLE VI - OFFICERS

The officers of the Association shall be the following: Moderator, 2. Assistant Moderator, 3. Clerk, 4. Assistant Clerk, 5. Treasurer, 6. Trustees as needed, 7. other officers as may become necessary. They shall serve until the close of the following annual session. The office of Moderator and Assistant Moderator shall be limited to not more than two (2) successive terms of service. The Director of Missions shall be considered an officer of this Association and ex-officio member of all associational committees.

#### ARTICLE VII - EXECUTIVE BOARD

An Executive Board shall attend to all matters of the Association between sessions. It shall meet regularly (at least quarterly) for the purpose of coordinating the Association's activities. It may fill vacancies among the officers.

The officers of the Association shall be the officers of the Executive Board. Membership of the Executive Board shall consist of all the pastors of affiliated churches and chapels and one other member from each affiliated church elected by the church and recognized by the Association or by the Executive Board.

A quorum shall be constituted by twenty-five percent of the membership of the Executive Board.

#### ARTICLE IX - COMMITTEE

The Association shall have the following standing committees:

1. Council
2. Credential
3. Nominating
4. Budget
5. Associational Missions Development Program (AMDP)
6. Annual Program
7. Fellowship

A special committee may be appointed by the Moderator or elected by the Association. The special committee will be terminated upon the completion of its tasks.

#### ARTICLE X - AMENDMENTS

This constitution may be amended at any annual meeting by three-fourths majority provided that the proposed change (s) is (are) submitted in writing to the affiliated churches one month prior to the annual meeting. Such amendment (s) will become valid upon approval by the Association.

#### BY-LAWS

##### Section 1. Parliamentary Authority

In Parliamentary procedure, the Association shall be governed by the current edition of ROBERTS RULES OF ORDER. A Parliamentarian may be appointed by the Moderator prior to and announced at the first session of its annual meeting.

##### Section 2. Financial Policy

The fiscal year of the Association shall be October 1 to September 30. The Association shall be financed by contributions from affiliated churches and other interested parties in order to accomplish the Association's stated purpose.

##### Section 3. Annual Meeting

The annual meeting shall be conducted in October. Each session shall begin with scripture reading and prayer. The meeting will include (not necessarily in this order) reports from the Executive Board, from Standing and Special Committees, seating of duly elected messengers, recognition of visitors and fraternal messengers, report from the Director of Missions, reports from Associational organizations, two sermons (one doctrinal and the other on missions and/or evangelism) and miscellaneous business.

Additional agenda which may be included are inspirational music, digest of letters, memorial service, resolutions and any other items the program committee deems necessary.

##### Section 4. Association Programs

The Association may have the following Association Organizations:

1. Sunday School
2. Church Training
3. Women's  
Missionary Union
4. Baptist Men
5. Music
6. Library

The purpose of these leaders would be to be available to affiliated churches for assistance, for training and for encouragement. They would be nominated and elected at the annual meeting.

#### Section 5. Term of Office

The term of each office of the Association shall be for one year. The term of service shall begin at the close of the annual meeting and continue through the close of the following annual meeting.

#### Section 6. Duties of Committees

a. Budget: This committee consisting of the Treasurer and at least three other members, shall be responsible for the development and promotion of the Association Budget. The Treasurer shall not be the Chairman of the Committee.

b. Council: This committee shall consist of the leaders, working in close coordination with the Director of Missions to develop and promote an Associational Calendar of Activities.

c. Credential: This committee consisting of at least three members shall be responsible for interviewing the petitioning church. (See Article III, Sec. 2).

d. Evangelism: This committee shall consist of at least three members and shall be responsible for planning and conducting evangelism clinics, workshops and other evangelistic activities in the Association.

e. Mission: This committee shall consist of at least three members and shall work closely with the Associational Director of Missions. They shall coordinate and consider request for C.P.A. (Associational and H.M.B.) from affiliated churches. They shall survey for new mission activity.

f. Nominating: This committee consisting of at least three members shall be responsible for the interviewing and nominating pastors and laypersons to fill all the volunteer leadership positions in the Associational Organizational structure.

g. Program: This committee shall consist of the Moderator, Clerk, Director of Missions, and host pastor and shall plan the program for the annual meeting.

h. Fellowship: This committee shall promote fellowship within the Association.

#### Section 7. Duties of Officers

A guide concerning the duties of the officers can be found in the Association Guidebook (published by H.M.B.).

#### Section 8. Amendments

These by-laws may be amended at any annual meeting by a simple majority, provided that the proposed change (s) is (are) presented in writing at the 1st session and voted on before the close of the last session. Such amendment (s) will become valid upon approval by the Association.

Adopted October 1977.