



CORPORATE BYLAWS

Corporate Bylaws

of the
Heartland Church Network

ARTICLE I: NAME

The name of this corporate body is Heartland Church Network (a not-for-profit, religious corporation formerly known as Eastern Nebraska Baptist Association). References herein to “HCN” will be to this corporate body.

ARTICLE II: PURPOSE

The purpose of the HCN is to extend the Kingdom of our Lord Jesus Christ by connecting, supporting, and starting churches passionate about changing the world.

- Sec. 1 Connecting churches for the purpose of cooperation and collaboration to make disciples of all people and to transform their communities and cultures.
- Sec. 2 Supporting churches as they make maturing, reproducing, obedient disciples of Jesus Christ.
- Sec. 3 Starting churches and assist in the starting of churches that make maturing, reproducing, obedient disciples of Jesus Christ.

ARTICLE III: SUBSIDIARY BOARDS

The HCN may establish from time to time such subsidiary boards as it deems appropriate. Directors of such subsidiary boards are elected by HCN and are dismissed by HCN. The Director of Missions (DoM) shall serve such subsidiary boards as secretary-treasurer.

ARTICLE IV: MEETINGS

- Sec. 1 The HCN will meet annually in the fall. This will be the Annual Meeting of the corporation and serves as final authority of the HCN.
- Sec. 2 The Administrative Work Group may call a meeting of the HCN at any time. All Churches in the HCN must be notified at least one week in advance.
- Sec. 3 At the Annual Meeting and all called meetings of the HCN each church is entitled to three (3) messengers for the first 50 resident members, and one (1) messenger for each additional 50 resident members. No church will have more than twelve (12) messengers. Additionally, each church-type mission is entitled to one (1) messenger in addition to any messengers authorized for the sponsoring church.
- Sec. 4 Quorum - Those messengers present for these meetings constitute a quorum.

ARTICLE V: MEMBERSHIP

- Sec. 1 This HCN is composed of such churches that subscribe to these bylaws and the Baptist Faith and Message adopted by the Southern Baptist Convention.
- Sec. 2 Any church desiring membership in the HCN will be at least one year old as a mission or a church, and give soundness of faith and practice. Application for membership will be made in the form of a petitionary letter and presented to the Administrative Work Group at least one month prior to the annual meeting of the HCN. The church shall be admitted upon recommendation of the Administrative Work Group and three-fourths majority vote of the messengers present and voting at the annual meeting.
- Sec. 3 Every church and the HCN are autonomous bodies. Any church desiring to terminate its membership with the HCN will notify the HCN in writing and provide the HCN a copy of the minutes of the church's business meeting in which such action was taken.

The HCN may vote to withdraw fellowship from any church it deems scripturally unsound in faith and practice. This would be done only after the DoM and Administrative Work Group have met with the church's leadership and identified specific areas where faith and practice are not in alignment. Membership would be withdrawn upon recommendation from the Administrative Work Group and three-fourths vote of the messengers present and voting at the annual meeting.

- Sec. 4 Participation is the basis for membership in the HCN. Participation includes but is not limited to the submission of annual church growth data and attendance of messengers at meetings. Participating churches are encouraged to give a percentage of their general offering for the support of the HCN and are expected to give a minimum of \$300 annually in support of the HCN's budget. Mission churches will be considered with their sponsoring church.

If a church ceases to participate in HCN, the DoM and Administrative Work Group are charged with seeking to reactivate such a church through a dialogue with its leadership. Continuing nonparticipation may be grounds for withdrawal of membership upon recommendation of the Administrative Work Group and three-fourths vote of the messengers present and voting at the annual meeting.

- Sec. 5 In situations where messengers from a church are contested, the matter will be referred to the Administrative Work Group for immediate determination or reconciliation of the contested issue.

ARTICLE VI: OFFICERS

Sec. 1 The officers of this HCN will be: Moderator, Moderator-elect, Clerk, Assistant Clerk, Treasurer, and Director of Missions.

The corporate officers of this Association will be:

Chief Executive Officer: Director of Missions

President: Moderator

Vice-President: Moderator-elect

Secretary: Clerk

Assistant Clerk: Administrative Assistant

Treasurer: Treasurer

Sec. 2 All officers, except the DoM and the Assistant Clerk, will be nominated by the Administrative Work Group and elected by the HCN or the Executive Board. The Administrative Assistant of the Director of Missions will serve as Assistant Clerk of the HCN. The Moderator, Moderator-elect, Clerk, and Treasurer will be presented for confirmation during the annual meeting for a one-year term effective at the close of the Annual Meeting. No person will serve more than two successive terms as Moderator or Moderator-elect. If the office of Moderator is vacated, the Moderator-elect will immediately become Moderator and the Executive Board will elect a new Moderator-elect. The Executive Board will elect replacements for all other vacancies of officers.

Sec. 3 The duties of the officers are as follows:

Moderator	Preside at all meetings of the HCN and of the Executive Board; chair the work of the Administrative Work Group. The Moderator or his designee will serve on all subsidiary boards of the Network.
Moderator-elect	Act in Moderator's absence or at his request; and serve on the Administrative Work Group
Clerk	Take minutes; keep official records, and serve on the Administrative Work Group.
Assistant Clerk	Assist Clerk as needed.
Treasurer	Review financial records; in cooperation with the bookkeeper, make financial reports to the Administrative Work Group, Executive Board, and HCN; serve on Administrative Work Group.

These officers will be responsible for all official and legal transactions of the Network. This may include, but is not limited to signing legal documents, entering into contracts, and acting for the HCN in lawsuits.

Sec. 4 The DoM, Bookkeeper, Treasurer, and one other individual approved by the Administrative Work Group are authorized to sign checks. Two signatures are required on each check.

ARTICLE VII: EXECUTIVE BOARD

Sec. 1 **Function.** The Executive Board will function for the HCN between annual meetings.

Sec. 2 **Composition.** The Executive Board is composed of two members from each church and church type mission. The members are nominated by the participating churches and elected by the HCN. The Moderator, Moderator-elect, and the Treasurer are ex-officio members of the Executive Board.

Sec. 3 **Process.** Executive Board Members are nominated as follows: In July each year the DoM shall contact the churches and invite them to nominate persons (maximum of 2) who are willing to serve to represent their church. The Administrative Work Group will present all nominations received to the HCN's Annual Meeting.

Sec. 4 **Meetings.** The full Executive Board will have at least one regular meeting annually, as scheduled in the HCN's calendar, and approved at the Annual Meeting.

Sec. 5 **Rapid Response.** The moderator or two (2) of the officers can poll the Executive Board by mail and/or e-communication to ascertain the will of the group on any action requiring a response prior to a regularly scheduled HCN meeting. The officer conducting the poll must prepare a written log of the poll. Such action will then be entered into the minutes of the subsequent Executive Board or Annual Meeting to give permanent record of the decision.

Sec. 6 **Quorum.** Those Executive Board members present will constitute a quorum at any meetings or poll.

ARTICLE VIII: WORK GROUPS

Sec. 1 There shall be an Administrative Work Group chaired by the Moderator and other Work Groups as authorized by the HCN. Any active member of a cooperating church is eligible to serve on these work groups as well as other ad hoc teams that may be established for specific purposes. The Moderator, in consultation with the DoM and the Administrative Work Group, will recommend, for approval by the HCN, membership of each work group. The responsibilities of the Administrative Work Group are defined below. The purpose and responsibilities of all other work groups will be outlined in the Policies and Procedures Manual.

Sec. 2 Work Groups have authority to act on behalf of the HCN within their areas of responsibility as assigned and under budgetary limitations. Prior to the Annual Meeting and each meeting of the full Executive Board, work groups will provide a written report of their actions to the Administrative Assistant for presentation at the meeting.

Sec. 3 **Meetings.** Each work group shall determine their own meeting dates. All meetings of each Work Group shall be open to any member of a cooperating church, unless there is a need to call an Executive Session to discuss a sensitive issue (such as a personnel issue). However, decision making authority resides in the hands of Work Group Members only.

Sec. 4 **Agenda.** Any church desiring to place an item on the agenda of any Work Group meeting shall present that item in writing to the HCN's office for consideration at the next meeting of the appropriate work group.

Sec. 5 **Administrative Work Group.** The primary function of this work group will be to provide for the ongoing administration of the HCN. Specifically, the Administrative Work Group will:

1. Serve as the personnel committee for the HCN.
2. Prepare an annual budget for the HCN after consultation with other work groups and present it for approval at the Annual Meeting. After adoption of the budget, ensure that it is expended appropriately and in good order.
3. As necessary, recommend changes in the Bylaws of the HCN to the Annual Meeting.
4. Be responsible for maintaining the Policy and Procedures Manual which will include, but not be limited to, the following:
 - a. A detailed description of the function, duties and membership of any work group or standing committees of the HCN.
 - b. Personnel policies including duties and benefits.As needed, recommend changes in the Policy and Procedures Manual for approval at a regularly scheduled HCN or Executive Board meeting.
5. Be responsible for certifying messengers to the Annual Meeting.
6. Receive petitionary letters and make recommendations to the Annual Meeting about the same.
7. Deal with any problems related to the relationship of a particular church with HCN.
8. Work with the DoM to provide strategic planning for the future of HCN.
9. Nominate the members of the Executive Board, Moderator, Moderator-elect, Treasurer, Clerk, and Work Group Members.
10. Establish necessary ad hoc teams to accomplish special projects.
11. Plan the program for the Annual Meeting.

ARTICLE IX: FINANCIAL DUTIES

- Sec. 1 The DoM will work with the Bookkeeper to provide a monthly financial statement for all Administrative Work Group members and a current financial report to any member church upon request. Current financial reports will be provided at HCN meetings as defined in Article IV and at all called Executive Board Meetings.
- Sec. 2 The DoM will work with the Administrative Work Group to maintain a solid financial standing for HCN.
- Sec. 3 Designated gifts shall be assigned to the appropriate account and distributed as directed by the Administrative Work Group.

ARTICLE X: AMENDMENTS

- Sec. 1 Upon recommendation by the Administrative Work Group, these bylaws may be amended in the Annual Meeting or a special called meeting of the HCN called by the Administrative Work Group for that purpose. A two-thirds majority vote of the messengers present and voting will be required. The amendment will become effective immediately.
- Sec. 2 The proposed amendment must:
1. Be made available to all churches and Executive Board members at least 30 days prior to the Annual Meeting.
 2. Be sent by letter and/or via e-communications to each Executive Board member, at least 30 days prior to the Annual Meeting.
 3. Be available in print for each messenger present at the Annual Meeting prior to its public reading and vote.
- Sec. 3 The HCN will be governed by the current edition of *Robert's Rules of Order* in all matters of parliamentary procedure.