

Convention of Atlantic Baptist Churches

Incorporation: Frequently Asked Questions (FAQ's)

1. Why are we going through all the effort and expense of incorporation?

More than one hundred years ago the Regular Baptists and the Free Baptists of the Maritime Provinces united to form the United Baptist Convention of the Maritime Provinces. They united on the basis of a statement of agreed doctrine and church polity called *The Basis of Union*. Since the Union in 1905-06 there have been many changes in the society in which we live and minister. One change is the growing use of lawsuits (litigation). One reason for incorporation is to provide liability protection for our Member Churches and for the volunteers who serve on our Council Boards and Committees.

Another reason for incorporation is the felt need to define who we are as a Convention and how we relate to one another. What are our Objects and Core Values (**1.02** and **1.03**)? What is the procedure for a Church or Association becoming a member of the Convention (**3.02** and **3.03**)? What are the Rights, Responsibilities, and Expectations of the Member Churches and Associations (**3.04**)? Under what circumstances could the membership of a Church or Association be terminated (**3.09**)? What are the responsibilities of the Member Churches meeting in Assembly and of the Council of Convention (**3.10(b)** and **4.06**)? Other important organizational and procedural details are laid out in the General Operating Bylaw. Many of these details are simply putting in writing our traditional practices, while others are new, but all are important in defining who we are and how we work together as a Convention of Churches.

2. Will incorporation reduce the Member Churches' control over the Convention?

No, neither incorporation nor the General Operating Bylaw will reduce the Member Churches' control over the Convention. The control of the Convention rests in the hands of the Registered Delegates meeting in Assembly. It is the responsibility of the Member Churches to appoint delegates who are informed about the work of Convention and the issues to be discussed, and who are prepared to participate in the discussions and the decisions to be made. The only way the Member Churches' control will be reduced will be if they neglect to send delegates or send delegates who do not participate in the discussions and the voting.

Some people may not understand why the Convention is being incorporated federally under the Canadian Corporations Act. We need to be incorporated federally rather than provincially because we operate in the four provinces of Atlantic Canada. Federal incorporation does not mean that we will be operating federally. Our ministries and churches will continue to be confined to Atlantic Canada except for the global and national ministries we share with the other three Canadian Baptist Conventions/Unions through Canadian Baptist Ministries.

3. Does the General Operating Bylaw infringe on our deeply held belief in the autonomy of the local church?

When Churches become members of the Convention, they voluntarily accept the standards and responsibilities of membership, but they always retain the right to resign their membership and the Convention retains the right to remove them from membership. The General Operating Bylaw affirms and clarifies the balance between autonomy and interdependence which Atlantic Baptists have always tried to maintain.

The principle of autonomy is set forth in Section **3.04(a)** of the General Operating Bylaw, “In faithfulness to God and in obedience to his Word, under the Lordship of Jesus Christ, and led by the Holy Spirit, Local Churches may define their own affirmations of faith and covenant, enjoy the freedom of doctrinal statements, organize and govern their church life under autonomous constitutions and bylaws, develop their ministries, mission, and service, call or dismiss their own pastors and other staff, choose their own officers, and own, control, and dispose of their property without the permission or approval of the Convention.”

The principle of interdependence is set forth in Section **3.09(a)** of the General Operating Bylaw, which reaffirms the voluntary principle agreed to in *The Basis of Union*, “The voluntary principle underlies the whole church polity of the New Testament. Each church is independent, but the churches are interdependent. All the power the Convention has over the Associations and the Local Churches is to advise and to enforce advice with the strongest moral motives. In case a Local Church or the Local Churches composing an Association depart from the belief and practice of the Convention, it shall be the right of the Convention to remove them from Membership. Likewise, in case the Local Church or the churches composing an Association no longer approve of the belief and practice of the Convention, they have the right to resign their Membership.”

4. Have the concerns and questions of Atlantic Baptists been taken into consideration?

The process toward incorporation began at the Council meeting in April 2006, when a committee was appointed to explore the feasibility of incorporating the Convention. A draft of the General Operating Bylaw was prepared and circulated to the churches in January 2008. In the spring of 2008 fifteen regional consultations were conducted by Senior Staff members. One of the topics for discussion was the incorporation of Convention.

After carefully considering all the feedback received through these consultations and written submissions, a revised draft of the General Operating Bylaw was prepared and circulated to the churches in January 2009. In the spring of 2009 a second round of ten consultations was conducted by members of the Council and the Incorporation Working Group. In June 2009 the Incorporation Working Group began the process of reading and evaluating all the comments and suggestions received at the consultations and through written submissions. Their revised version of the General Operating Bylaw was presented to the November Council meeting. After careful review and further revisions, the Council circulated it to the Churches in January 2010.

The process to date has taken four years, during which two rounds of consultations have been held and numerous submissions have been received and carefully reviewed. The concerns and questions of Atlantic Baptists have been heard and taken into consideration. We trust that this incredibly valuable process has created a better Bylaw and a deep sense of ownership.

5. Is it correct that churches will have to apply to be Members of the incorporated Convention?

Early in the process of incorporation, the Council and the Incorporation Working Group assumed that all the existing churches could automatically become members of the incorporated Convention, but discovered that this is not legally possible. When an organization incorporates, its members must be given the opportunity to opt in or out of the newly incorporated organization. Accordingly Section **3.01 (a)** of the General Operating Bylaw states, “Local

Churches or Associations, which were recorded as Members of the unincorporated Convention of Atlantic Baptist Churches as of the date of passing this General Operating Bylaw and which express in writing their desire to become a Member of the incorporated Convention of Atlantic Baptist Churches, within two (2) years of the adoption of this General Operating Bylaw by the Registered Delegates at a Meeting of Members, will be accepted as Members, with all the Rights, Responsibilities, and Expectations of Members outlined in Article **3.04**.”

After the General Operating Bylaw is adopted at Assembly 2010, all the Member Churches will be contacted about the details of this process. This will include passing a motion at a duly called business meeting of the church expressing the desire of the church to become a member of the Incorporated Convention. This is reminiscent of the process followed in 1905 and 1906, when the churches of the uniting bodies individually voted on whether they wanted to become members of the United Baptist Convention of the Maritime Provinces.

6. Can a Church become a Member of the Convention without being a member of an Association?

A church cannot become a member of the Convention without first becoming a member of an Association. Section **3.02(a)** clearly states that a church may apply for membership in the Convention only if it “has already been granted membership in an Association that is also a member of the Convention.” In applying for membership in the Convention a church must include a letter from the Association indicating that the church has been granted membership in that Association.

7. Why have some Assembly Resolutions been omitted from the list of Resolutions in Appendix 3 of the General Operating Bylaw?

In Section **2.01** of the General Operating Bylaw an Assembly Resolution is defined as “any Resolution passed by the Registered Delegates at a Meeting of Members which is intended to articulate the Convention’s position on an issue of social concern.” Section **11.03** further states that the purpose of an Assembly Resolution is to provide guidance and direction to the Churches, Council, Officers, Boards, Committees, employees, and volunteers of the Convention in pursuing its Objects and Core Values. In evaluating the thirty-three Resolutions listed on the Convention website, the Council decided that seven of the Resolutions did not meet these two criteria. The seven were either not passed to provide guidance to the Convention and its Churches or did not deal with a social issue. They were resolutions directing the Executive Minister to write or speak to the provincial or federal government on an issue.

8. Does the Incorporation of Convention provide protection for our churches? Or do local churches also need to incorporate?

Currently Member Churches are liable for the debts of the Convention. This means that if a large judgment was awarded against the Convention, Member Churches could be called upon to satisfy the judgment. Incorporation of the Convention will protect Member Churches from being individually responsible for the debts of the Convention. However, if someone or some group were to sue a Church directly, the incorporation of the Convention would not protect that church from liability. If a judgment was awarded against a Church, the members of the Church could be liable for that judgment if the Church is unincorporated. Therefore, to provide liability protection for their own members and for the persons who serve on their Boards and Committees, each

Church should be incorporated. The incorporation of the Convention will provide liability protection for its members, which are its Member Churches. Churches need to incorporate to provide liability protection for their members.

9. Will incorporation give more power to the Convention Council than it has at present?

The ultimate authority in the Convention has always rested in the Registered Delegates meeting in Assembly, and the Council has always acted as the agent of the Convention between Assemblies. The General Operating Bylaw does not change this. Section **4.06(a)** states that the general duties of the Council are as follows: “The Council shall administer, manage, and give oversight to the spiritual, temporal, and administrative affairs, activities, business, and property of the Convention between Membership Meetings.”

Nearly thirty specific duties of the Council are set forth in Section **4.06(b)**. The sheer number of these specific duties may give the impression that the proposed General Operating Bylaw gives more power to the Council than it has at present. However, most of these duties are ones which the Council already performs. One possible exception is “**(vii)** To establish and realign the Regions and Associations of the Convention as required by identified needs and resources, in consultation with, and with the consent of the applicable Associations and Local Churches.”

10. Will incorporation change the relationship between the Convention and its incorporated Organizations?

Let us begin by reviewing what these relationships are now. At present there are six Convention Organizations, which are incorporated in their own right: Atlantic Baptist Mission Board, Pension and Insurance Board, Crandall University, Acadia Divinity College, Atlantic Baptist Foundation, and Atlantic Baptist Senior Citizens Homes Inc. The Registered Delegates at the Convention Assembly elect the members of the Boards, Board of Trustees, Board of Governors, or Board of Directors of these Organizations from the slate of nominations presented by the Nominating Committee and any additional nominations by Delegates in accordance with Section **8.04(e)**, with the exception of ex officio members (See Section **3.10(c) (ix)** and **(x)**).

The Boards of these Organizations report annually to the Convention Council on (1) how they are contributing to the Global Purpose of the Convention as defined in the Ends Policies, (2) how they are operating within the ethical and prudence boundaries established in the Executive Limitations Policies, and (3) how they are fulfilling the mandate given to them when their Organization was established and as amended from time to time. These Organizations are also required to present an annual written report to the Convention for inclusion in the Year Book..

As outlined above, at present the Convention has three levels of relationship within its incorporated Organizations:

- (1) The election of the members of their Boards, except for ex officio members;
- (2) The annual monitoring process carried out by the Convention Council; and
- (3) The annual written report to Convention that is published in the Year Book.

All three of these levels of relationships remain the same. The General Operating Bylaw does not change any of them.