

Bylaws for Mennonite Church USA

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1
2 **BYLAWS OF**
3 **MENNONITE CHURCH USA, INC.**

4
5 **ARTICLE I**

6
7 **GENERAL**

8
9 1. Name. The name of this organization is MENNONITE CHURCH USA, Inc. which is
10 commonly known as Mennonite Church USA.

11
12 2. Scope. This organization is established with particular reference to the area conferences
13 of Mennonite Church USA (and their congregations, associate groups, and member organizations)
14 in the United States.

15
16 3. Seal. Mennonite Church USA may have a seal which shall have impressed upon it the
17 name “Mennonite Church USA” and the word “Seal” in the middle thereof; provided, however, that
18 no seal shall be necessary to bind Mennonite Church USA or for any other purpose with respect to
19 documents executed by or on behalf of Mennonite Church USA.

20
21 4. Fiscal Year. The fiscal year of Mennonite Church USA shall begin at the beginning of
22 the first day of August and end at the close of the last day of July next succeeding.

23
24 **ARTICLE II**

25
26 **PURPOSE**

27
28 1. Purpose. The purpose of Mennonite Church USA (sometimes referred to herein as “the
29 church” or “the denomination”) is to participate fully in God’s work of setting things right in a broken
30 world, redeeming and restoring all things in Christ to God’s intended design as we live into God’s
31 new future that has already begun. Joining in God’s activity in the world, we develop and nurture
32 missional Mennonite congregations of many cultures. The mission of Mennonite Church USA is to
33 share with others the gift of God’s love through our worship, witness and life together. To this end,
34 we claim Jesus as the center of our faith, community as the center of our lives and reconciliation as
35 the center of our work.

36
37 The role of Mennonite Church USA is to:

38
39 a. Share the good news of Jesus Christ through word and deed, calling people to
40 salvation in Christ, and to form Christian communities of love and service to others.

41
42 b. Establish, teach and promote the core values and beliefs of the church based on
43 scripture as expressed in the Confession of Faith in a Mennonite Perspective, as updated from time
44 to time.

45
46 c. Tell the story of God’s faithfulness in our journey as an Anabaptist people.

47
48 d. Encourage and enable congregations to actively engage in God’s mission in the
49 world.

- 51 e. Confront forces of the world which work against God’s intent for all creation.
52
53 f. Be a channel for dialogue and witness to other church bodies and to governing
54 authorities.
55
56 g. Provide a sense of larger community, creating a common identity for ourselves
57 and recognized by those with whom we come in contact.
58
59 h. Call and train leaders who know how to apply the Gospel in our time.
60
61 i. Encourage teamwork and effective partnerships between all parts of the church.
62
63 j. Combine resources to do together what we cannot achieve alone.
64
65 k. Be anti-racist in all areas of church life and program.
66

67 **ARTICLE III**

68 **CONGREGATIONS**

69
70
71 1. Basic Unit. The local congregation is the basic organizational unit of area conference
72 members of Mennonite Church USA. The congregation is God’s people with a common confession
73 of Christ uniting in worship, nurture, fellowship, proclamation, service, discernment, reconciliation,
74 and mutual care and discipline. It is a local group of believers whose commitment to Christ and to
75 each other and whose proximity to each other make it possible to experience these activities on a
76 regular and continuing basis.
77

78 2. Common Vision and Commitments. Congregations, and the area conferences to which
79 they belong, shall maintain a membership roster and shall share the following commitments as
80 endorsed by the delegates of Mennonite Church USA:
81

- 82 • Common vision statement for Mennonite Church USA,
- 83 • Common mission statement for Mennonite Church USA,
- 84 • Common Confession of Faith in a Mennonite Perspective, as updated from time to time,
85 as their “statement of faith for teaching and nurture in the life of the Church”,
- 86 • Commitment “to seek to understand and interpret Scripture in harmony with Jesus
87 Christ as we are led by the Holy Spirit in the Church”,
- 88 • Commitment to participate in discerning and living out statements of Christian faith and
89 life made by Mennonite Church USA,
- 90 • Commitment to participate in the denomination’s life and mission through delegate
91 representation and financial support.
92

93 3. Congregational Derived Membership in Mennonite Church USA. Congregations
94 automatically derive and attain membership in Mennonite Church USA through their membership
95 in an area conference member of Mennonite Church USA. Unless expressly stated otherwise in
96 these Bylaws, all references to member congregations of Mennonite Church USA herein mean this
97 derived membership.
98

99 a. Congregations may hold membership in only one area conference of Mennonite
100 Church USA. However, in those situations where a congregation at the time of adoption of these

101 Bylaws is already a member of two or more area conferences, such multiple area conference
102 membership may be retained as long as agreeable to the area conferences and the congregation.
103

104 b. No congregations shall separate or be separated from one area conference and
105 subsequently be accepted by another area conference without prior consultation among the area
106 conferences involved and the congregations concerned.
107

108 c. The congregation shall relate to the Delegate Assembly directly through
109 delegates, and through the area conference with which it affiliates.
110

111 4. Rights and Privileges. The congregation shall retain or be given certain rights and
112 privileges as a member of the Mennonite Church USA.
113

114 a. The congregation shall have the authority to determine the criteria and the
115 responsibility to implement the process for membership of persons joining their congregation, and
116 which shall be done in consultation with their area conference and in consideration of expectations
117 for membership in Mennonite Church USA.
118

119 b. The congregation shall retain the right to manage its own affairs, including but
120 not limited to its organization, personnel, program and management of property.
121

122 c. The congregation shall retain the privilege of withdrawing from an area
123 conference, and in so doing from Mennonite Church USA.
124

125 d. Through its representatives (delegates) to the Delegate Assembly, the
126 congregation shall participate in the planning and decision making of the larger body.
127

128 e. A congregation shall have no rights to any property of an area conference, or
129 Mennonite Church USA, by virtue of its membership in either an area conference or Mennonite
130 Church USA.
131

132 5. Duties. As a member of the Mennonite Church USA, the congregation shall have a
133 responsibility to be loyal to and support the work of the church. Specifically:
134

135 a. Each congregation is expected to send delegate(s) to every session of the Delegate
136 Assembly and shall actively seek to further the interests of the church during and between sessions.
137

138 b. Each congregation shall, insofar as it is possible, call ministers that are certified
139 or registered by a member area conference of Mennonite Church USA under the provisions and
140 procedures defined by its own area conference as a credentialing body of MC USA.
141

142 c. Each congregation shall make provisions to contribute financially to the work of
143 the denomination. The congregation retains the right to determine the method of its support and the
144 designation of its contributions.
145

146 d. Each congregation is to take seriously the need to be in open dialogue with
147 members and leaders of Mennonite Church USA, to share concerns with the church and to receive
148 representatives that come to share the programs and the perspectives of the church. If there is serious
149 disagreement, either party may initiate discussion to seek a resolution.
150

151 6. Membership Procedures. Membership procedures, withdrawal procedures, dismissal
152 provisions, and other matters involving the membership of a congregation in an area conference shall
153 be governed by requirements of the particular area conference.

154
155
156 **ARTICLE IV**

157
158 **AREA CONFERENCES**

159
160 1. Area Conferences. The area conference is the basic membership unit of Mennonite
161 Church USA, and through which the member congregations of the area conference also are members
162 of Mennonite Church USA. The area conference is an affiliation of congregations that join together
163 in common life and mission. In coming together, congregations recognize their interdependence and
164 their need for mutual exhortation and admonition, and their strength to fulfill the church's mission
165 in the world. The area conference should function in the following ways:

166
167 a. Provide oversight and resources to help create and maintain healthy
168 congregations.

169
170 b. Provide for discernment, mutual accountability, and consultation among
171 congregations on issues of faith and life.

172
173 c. Provide programs and leadership for lay and pastoral programs, cooperation for
174 mission and witness, to include church planting, and for the peaceful resolution of conflicts.

175
176 d. Provide strong ministerial leadership through encouragement, support,
177 accountability and credentialing by area conferences, including validating, recording, and
178 transferring ministerial credentials.

179
180 e. Provide programs, guidelines and services to assist with ministerial placement
181 which matches the needs of congregations with gifts of pastors.

182
183 f. Provide regular assemblies for effective involvement of all congregations in
184 determining priorities and goals for their life and faith, nurture and mission, and to strengthen
185 relationships between and among congregations, the area conference, and the denomination.

186
187 g. Appoint delegates to the Delegate Assembly and to the Constituency Leaders
188 Council to provide a link of communication for matters of mutual concern and for effective church
189 wide decision making.

190
191 2. Rights and Privileges. Each area conference shall retain or be given certain rights and
192 privileges as a member of the Mennonite Church USA.

193
194 a. Each area conference shall have the authority to determine the criteria and
195 responsibility to implement the process for membership of congregations within their area
196 conference, including procedures for withdrawal and dismissal.

197
198 b. Each area conference shall retain the right of final decision to manage its own
199 affairs of its organization, personnel, program and management of property.

200

201 c. Each area conference shall retain the privilege of withdrawing from the
202 Mennonite Church USA, and in so doing shall withdraw all of its member congregations from
203 Mennonite Church USA, provided that a withdrawing area conference shall discharge its financial
204 commitments to Mennonite Church USA as part of such withdrawal.

205
206 d. Each area conference shall participate in the planning and decision making of the
207 larger body through its representatives (delegates) to the Delegate Assembly.

208
209 e. An area conference shall have no rights to any property of Mennonite Church
210 USA by virtue of its membership in Mennonite Church USA.

211
212 3. Duties. As a member of the Mennonite Church USA, each area conference shall have a
213 responsibility to be loyal to and support the work of the church. Specifically:

214
215 a. Each area conference shall be represented at every session of the Delegate
216 Assembly and shall actively seek to further the interests of the church during and between sessions.

217
218 b. Each area conference in its organizational arrangements shall provide for
219 committees or in other ways represent and promote among its membership the various Mennonite
220 Church USA church service areas, such as mission, education, service and finances.

221
222 c. Each area conference shall establish provisions and procedures for the
223 credentialing of ministers.

224
225 d. Each area conference shall make its own determinations as to membership of
226 congregations, taking into account the common vision, commitments, and membership guidelines of
227 Mennonite Church USA.

228
229 e. Each area conference will develop and utilize experienced leadership to help
230 attain continuity in relationships with congregations and the denomination.

231
232 f. Each area conference shall assume its share of the responsibility for promotion
233 and support of the Mennonite Church USA resolutions and programs of service. Congregations and
234 area conferences should provide adequate funding and support for the agencies they have founded
235 and sponsored as part of their mission, including those agencies which are jointly founded or
236 sponsored with other church bodies.

237
238 g. Area conferences should strive to work in harmony and cooperation with the total
239 denomination, as well as with their member congregations. If there is serious disagreement, either
240 party may initiate discussion to seek a resolution through the denominational office or the
241 Constituency Leaders Council (CLC).

242
243 (1) The principle of mutual servanthood and accountability in giving and
244 receiving counsel shall characterize all intercongregational relationships, whether in area
245 conferences or in the Delegate Assembly.

246
247 (2) The area conferences, Delegate Assembly, churchwide boards and
248 agencies, all of which exist to serve the congregations, shall be guided by and accountable to the
249 congregations which they serve. The congregations in turn shall seek the wisdom, direction, gifts
250 and resources that come in mutual servanthood and accountability through these relationships.

251 Channels shall be maintained for consultation and communication of concerns between
252 congregations, area conferences, and churchwide agencies.

253
254 (3) In the event of unresolved conflict between area conferences, the area
255 conferences involved may work with the Mennonite Church USA Executive Board, which shall
256 determine procedures to be followed in resolving such dispute.

257
258 4. Membership List. Area conferences shall maintain a permanent record containing the
259 names and addresses of all member congregations, promptly supplying written copies of the same to
260 the Executive Director of Mennonite Church USA along with continuously updating the record for
261 changes. With respect to any notice given or action taken, Mennonite Church USA may rely upon
262 the last record supplied to it fourteen (14) days prior to such notice or action.

263
264 5. Admission/Termination. New area conference members may be admitted, or existing
265 area conference members terminated, through action of the Delegate Assembly. Prior to such action,
266 and following counsel by the Constituency Leaders Council to the Executive Board, the Executive
267 Board must recommend the action of admission or termination to the Delegate Assembly and written
268 notice of the recommendation must be given to the members six (6) months in advance of the meeting
269 of the Delegate Assembly. Any action of admission or termination must be approved by two-thirds
270 majority vote of those delegates present and eligible to vote at the Delegate Assembly.

271 272 273 ARTICLE V

274 275 DELEGATE ASSEMBLY

276
277 1. A Delegate Assembly shall be constituted as a denominational body representative of the
278 constituency through area conference and congregational delegations. The Delegate Assembly, as a
279 representative of the church, shall function in the following ways:

280
281 a. Provide opportunity to assemble for worship, fellowship, prophecy, acquaintance,
282 and understanding, and to deepen Christian commitment.

283
284 b. Discuss and decide major issues of policy for the national conference and discern
285 the voice and the Spirit in the midst of the Delegate Assembly.

286
287 c. Provide opportunity to speak to the establishment of general policies and the
288 development of programs to carry out those policies.

289
290 d. Receive reports from the Executive Board, its committees, program boards, and
291 councils. Reports shall be presented in writing and shall include financial accounting.

292
293 e. Review current programs and act on program priorities as presented by the
294 Executive Board.

295
296 f. Elect the following:

297
298 (1) Moderator, if the position is vacant, and a Moderator Elect.

299
300 (2) Four members of the Leadership Discernment Committee as
301 nominated by the Constituency Leaders Council.

302
303 (3) Other members of program agency boards and committees as needed
304 under the organizational structure of the same.

305
306 (4) Executive Board members to fill new terms and vacancies.
307

308 2. The membership of the Delegate Assembly shall be chosen as follows:
309

310 a. Each congregation of the Mennonite Church USA is eligible to send one (1)
311 delegate for each one hundred (100) congregational members, or fraction thereof. Also,
312 congregations may send an additional youth delegate (ages 16-21).
313

314 b. Each area conference of the Mennonite Church USA is eligible to send one (1)
315 delegate for each one thousand (1,000) area conference members, or fraction thereof. Also,
316 conferences may send an additional two youth delegates (ages 16-21).
317

318 c. Each Racial/Ethnic group which has been officially recognized by the Executive
319 Board, may send three (3) delegates plus one (1) delegate for each one thousand (1,000) members of
320 such recognized Racial/Ethnic group. Also, Racial/Ethnic groups may send an additional two youth
321 delegates (ages 16-21).
322

323 d. Each member of the Executive Board is automatically a delegate.
324

325 e. Subject to the limitations contained herein, each appointing body shall itself
326 determine the criteria and term of its delegate(s), by what method its delegates are selected and
327 whether and how it wishes to achieve continuity through its delegates. Each area conference delegate
328 to the Delegate Assembly shall be a member of a congregation in that area conference. All delegates
329 shall be members of congregations which are members (through area conferences) of Mennonite
330 Church USA.
331

332 f. Member area conferences shall be responsible to notify the denominational
333 offices of the identity of area conference delegates.
334

335 3. Officers. The officers of the Delegate Assembly and their duties shall be:
336

337 a. The Moderator shall preside at all sessions of the Delegate Assembly and shall
338 give leadership to the interests and spiritual welfare of the Delegate Assembly and serve as its official
339 representative. The term of office shall be two (2) years.
340

341 b. A Moderator Elect shall be elected every two (2) years and after serving a two-
342 year term shall succeed to the office of Moderator for a two-year term. At the request of the
343 Moderator, or in case of the absence or disability of the Moderator, the Moderator Elect shall exercise
344 all rights and duties of the Moderator.
345

346 c. The term of office of the Moderator and Moderator Elect begin with the close of
347 the biennial meeting of the Delegate Assembly.
348

349 4. Meetings.
350

351 a. The Delegate Assembly shall meet every two (2) years in regular session.
352

353 b. The time and place of meetings shall be determined by the Executive Board, with
354 consideration given to any invitation of an area conference, congregation, or a group of
355 congregations.

356 c. Special sessions of the Delegate Assembly may be called by the Moderator or
357 Moderator Elect with the consent of the Executive Board.

358
359 d. In the case of a special meeting, written notice of the special meeting (which will
360 include the time, date, and place), and the purpose for the meeting, along with the proposed action
361 to be taken, shall be submitted to area conferences and to member congregations at least ninety (90)
362 days in advance of the date of the meeting. Area conferences shall keep the Executive Board notified
363 of congregational members and any changes thereof.

364
365 5. Decision Making.

366 a. Normally floor privileges are granted first to all delegates, Delegate Assembly
367 committee members, and members of the program boards and committees. Floor privileges will be
368 extended to others during a discussion at the Moderator's discretion.

369
370 b. Each Assembly delegate shall be eligible to cast one vote. There is no provision
371 for proxy voting.

372
373 c. A majority of votes cast shall determine any matter, except when the Assembly
374 agrees otherwise or when otherwise provided in these Bylaws.

375
376 d. A quorum for conducting official business of the Assembly shall be those
377 delegates to the Assembly who appear for any duly called meeting.

378
379 6. Standing Committees. The following shall be standing committees of the Delegate
380 Assembly. The Assembly may establish additional standing or ad hoc committees as deemed
381 advisable for its work and may appoint the same as is necessary for ongoing work with the church.

382
383 a. Leadership Discernment Committee.

384
385 (1) Duties. It shall be the responsibility of the Leadership Discernment
386 Committee to prepare slates of nominees for the boards of churchwide program agencies, the
387 Executive Board, and the standing committees.

388
389 (2) Membership. The committee shall consist of eight members, subject
390 to the criteria identified in 6.a.(4) below, four of whom are appointed by the Executive Board and
391 four of whom are nominated by the Constituency Leaders Council and elected/affirmed by the
392 Delegate Assembly. Members may serve one four-year term, with possible reappointment or re-
393 election for one additional four-year term. Individuals appointed to complete unexpired terms are
394 eligible for one additional term. The Executive Board shall appoint the Chair of the committee from
395 among the eight members. The Executive Board shall arrange for staff services for the committee.

396
397 (3) Procedure. The committee shall be responsible for the following in
398 carrying out its duties:

399
400 (a) To exercise judgment in choosing nominees whose spiritual
401 qualifications, experience, and competence fit them for the position for which they are being named.
402

- 403 (b) To assure that the slates provide broad representation of the life
404 and composition of the Mennonite Church USA.
405
- 406 (c) To make available a description of each nominee's experience,
407 background, training, and present involvement so that the Assembly is adequately informed and
408 acquainted with all nominees.
409
- 410 (d) To secure from each nominee a commitment to take the
411 assignment seriously, if elected.
412
- 413 (e) To emphasize the finding of new leaders, with careful attention
414 to broadening participation in church leadership.
415
- 416 (f) To develop appropriate lists of potential nominees by soliciting
417 from each area conference and associate group a full slate of suggestions. Suggestions shall also be
418 sought and welcomed from the churchwide program agencies, committees, and constituency.
419
- 420 (4) In developing nominees for elected and appointed positions, the
421 committee shall operate on the following assumptions to the extent reasonably attainable and
422 appropriate in their judgment:
- 423 (a) 50/50 women to men ratio;
424
- 425 (b) 20/80 people of color to Anglo/European.
426

427 ARTICLE VI

428 EXECUTIVE BOARD

- 431
- 432 1. Executive Board. An Executive Board shall be organized to give leadership and to act
433 on behalf of the denomination when the Delegate Assembly is not in session. Executive Board
434 members, with accountability to their appointing/electing bodies, are not expected to be
435 representatives of specific constituencies, but are to act in the best interests of Mennonite Church
436 USA as a whole. The Executive Board shall function as follows:
437
- 438 a. Serve as the Board of Directors of Mennonite Church USA, as chartered by the
439 State of Indiana, and exercise full legal responsibility for Mennonite Church USA.
440
- 441 b. Provide leadership and spiritual oversight in articulating the vision of Mennonite
442 Church USA.
443
- 444 c. Review for coordination purposes the activities of the churchwide program
445 agencies and committees, including program priorities, annual budgets, fundraising procedures, and
446 major innovations and modifications of church programs.
447
- 448 d. Ensure a safety net for small area conferences and Mennonite Church USA related
449 entities.
450
- 451 e. Maintain and promote communication channels between and with area
452 conferences, congregations, and other denominations.
453

- 454 f. Ensure that anti-racist and culturally competent principles are practiced
455 throughout church structures and programs.
456
- 457 g. Give leadership to coordinate the generation and allocation of resources for
458 programs and activities of the church.
459
- 460 h. Foster partnerships with Mennonite Church Canada, other Mennonites
461 worldwide, and with other denominations.
462
- 463 i. Receive counsel from the Constituency Leaders Council.
464
- 465 j. Report biennially to the Delegate Assembly the status of current program
466 priorities and budgets. Present to the Delegate Assembly program projections for counsel, direction
467 and acceptance.
468
- 469 k. Provide leadership in carrying out the policies and programs authorized by the
470 Delegate Assembly.
471
- 472 l. Appoint members to the churchwide program agencies and committees as
473 provided by the Bylaws; appoint members to standing and ad hoc committees as needed and as
474 provided in the Bylaws; appoint the Executive Director.
475
- 476 m. Approve the appointment, reappointment or dismissal of the chief executive
477 officer of each churchwide agency, program, board and committee.
478
- 479 2. Membership. The membership of the Executive Board shall be comprised of up to
480 twenty-one (21) people selected as follows:
481
- 482 a. Two members shall be the Moderator and Moderator Elect. One seat shall be
483 reserved for the immediate past moderator, who may serve for a period of two years, subject to
484 mutual agreement with the Executive Board. The Executive Board appoints up to four (4) additional
485 members. The four recognized Racial/Ethnic groups—African American Mennonite Association
486 (AAMA), Iglesia Menonita Hispana (IMH), Native Mennonite Ministries (NMM), and the network
487 of Asian Mennonite Church USA congregations shall each appoint one member. The remaining
488 members shall be elected/affirmed by the Delegate Assembly from a slate developed by the
489 Leadership Discernment Committee. At least five (5) of the Executive Board seats shall be filled by
490 persons from Racial/Ethnic groups including the four (4) of whom will be appointed by the four
491 recognized Racial/Ethnic groups named above. Specific skills, age, gender and geographic
492 representation should be considered in the Executive Board member nomination and appointment
493 process. The Leadership Discernment Committee shall take responsibility for coordinating these
494 various requirements and sources such that an appropriate slate is presented to the Delegate
495 Assembly for approval for election/affirmation.
496
- 497 b. Except for the Moderator and Moderator Elect and immediate past Moderator,
498 whose terms are controlled by the terms governing their office, the term of office for other Executive
499 Board members shall be four (4) years, with possible reappointment for one (1) additional
500 term. Individuals appointed to complete unexpired terms are eligible for an additional full term.
501 The Executive Board shall arrange that half of those members elected/affirmed are so selected in
502 each biennium. Members shall serve a maximum of two (2) full consecutive terms. The terms of
503 membership on the Executive Board shall begin with the first meeting following the close of the
504 biennial meeting of the Delegate Assembly.

505
506 c. All Executive Board members shall be members in good standing of a member
507 congregation of the Mennonite Church USA.

508
509 3. Meetings.

510
511 a. Regular meetings of the Board shall be held at least three times a year and/or at
512 such times as determined by the Board.

513
514 b. Special meetings of the Board may be called by the Moderator on five (5) days
515 notice to each member, either personally by mail, or by E-mail, utilizing in each case the last address
516 of the board member registered with the Executive Board. Special meetings shall be called by the
517 Moderator or Executive Director in like manner and on like notice on the written request of a majority
518 of the members of the Executive Board.

519
520 c. A majority of the members of the Board shall be necessary to constitute a quorum
521 for the transaction of business.

522
523 d. A majority vote or a declared consensus of the members present at a meeting of
524 which a quorum is present shall be required to transact official business.

525
526 e. Voting by proxy shall not be permitted.

527
528 4. Action Without Meeting. Any action required or permitted to be taken at any meeting of
529 the Executive Board may be taken without a meeting if prior to such action a written consent (which
530 may be by electronic means) to such action is agreed upon by all members of the Executive Board
531 and such written consent is filed with the minutes of the proceedings of the Executive Board. To the
532 extent permitted by law, a written consent shall be deemed to exist when the E-mail address from
533 which the affirmative response is E-mailed corresponds to the address registered for the Board
534 member who is making the response. Written copies of such E-mail responses shall be filed with
535 the minutes of the proceedings of the Executive Board.

536
537 5. Conference Call Meetings. Any or all of the members of the Executive Board may
538 participate in a meeting of the Executive Board by means of a conference telephone or similar
539 communications equipment by which all persons participating in the meeting can communicate with
540 each other. Such participation in this matter constitutes presence in person at the meeting.

541
542 6. Appointments. The Executive Board is responsible for the following appointments:

- 543 a. The Executive Director.
544 b. Board members for the various program agencies as identified in Article X.
545 c. Four members of the Leadership Discernment Committee.
546 d. Additional appointments as needed from time to time to provide for various
547 projects, committees, offices, and boards to carry out the work of Mennonite Church USA.
548 e. Any vacancy in positions elected by the Delegate Assembly for the interim until
549 the normal expiration of the term so filled. Such interim appointments are then eligible for service
550 for one additional term at the will of the delegates.

551
552 In the event it becomes necessary to fill a vacancy in the office of Moderator Elect, the appointment
553 of a replacement shall be by the Executive Board who shall consult with the Constituency Leaders
554 Council.

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ARTICLE VII

EXECUTIVE COMMITTEE

1. Executive Committee. The Executive Board shall have an Executive Committee which shall consist of the Moderator, Moderator Elect, Secretary, and such other members as determined by the Executive Board from time to time. The delegation of authority herein granted shall not operate to relieve the Executive Board, or any member thereof, of any responsibility imposed on it or such member by law. The Executive Board shall have the power at any time to increase or decrease the number of members of the Executive Committee, to fill vacancies thereon, to change any member thereof (other than the Moderator and Moderator Elect), and to change the functions or terminate the existence thereof subject to governing statutes.

2. Power of the Executive Committee. During the intervals between meetings of the Executive Board, and subject to such limitations as may be required by law, these Bylaws, or by resolution of the Executive Board, from time to time, the Executive Committee shall have and may exercise all authority of the Executive Board in the management of Mennonite Church USA except for those matters described in Article VI 1(l) and (m), Article XI, and hiring and terminating the Executive Director. The Executive Committee may also from time to time formulate and recommend to the Executive Board and/or the Delegate Assembly for approval general policies regarding the management and the affairs of Mennonite Church USA, including the procedures and policies relative to meetings of the Delegate Assembly.

3. Meetings. Meetings of the Executive Committee may be held at any time, place and upon such notice as may be from time to time determined by the Executive Committee. The Executive Committee shall meet at least three (3) times a year except as the Executive Committee may decide any such meeting is unnecessary. The Executive Committee shall also meet upon call by the Moderator, Moderator Elect, or the Executive Director as provided herein.

4. Waiver of Notice. Notice of any meeting of the Executive Committee may be waived in writing either before or after the meeting or by attendance in person.

5. Quorum. A majority of the Executive Committee shall be necessary to constitute a quorum for the transaction of business at any properly called meeting of the Executive Committee.

6. Proxy. Voting by proxy shall not be permitted.

7. Action Without Meeting. Any action required or permitted to be taken at any meeting of the Executive Committee may be taken without a meeting if prior to such action a written consent (which may be by electronic means) to such action is agreed upon by all members of the Executive Committee and such written consent is filed with the minutes of the proceedings of the Executive Committee. To the extent permitted by law, a written consent shall be deemed to exist when the E-mail address from which the affirmative response is E-mailed corresponds to the address registered for the Board member who is making the response. Written copies of such E-mail responses shall be filed with the minutes of the proceedings of the Executive Committee.

8. Conference Call Meetings. Any or all members of the Executive Committee may participate in a meeting of the Executive Committee by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can communicate with each other. Such participation in this matter constitutes presence in person at the meeting.

606 9. Joint Executive Committee. The Executive Committee shall join with the Executive
607 Committee of Mennonite Church Canada General Board to form a joint executive committee,
608 meeting at least annually to foster relationships between Mennonite Church USA and Mennonite
609 Church Canada and to oversee binational partnership programs.

611 ARTICLE VIII

613 OFFICERS AND COMMITTEES

614 1. Officers of Mennonite Church USA. The officers of Mennonite Church USA shall
615 consist of a Moderator, Moderator Elect, Secretary, Treasurer, and the Executive Director, and such
616 other officers as the Executive Board may determine from time to time.

617 a. The Moderator shall serve as the Chairperson of the Executive Board and shall
618 preside at all meetings of the Executive Board and of the Delegate Assembly.

619 b. The Moderator Elect shall serve as the Vice Chairperson and shall serve in the
620 Moderator's place on request or in the absence or disability of the Moderator and shall also serve as
621 the chair of the Constituency Leaders Council.

622 c. The Secretary and Treasurer shall be selected biennially by the Executive Board.
623 Their duties shall include those duties provided in these Bylaws, those duties which usually pertain
624 to said respective officers, and those duties which are specifically assigned by the Executive Board
625 from time to time. Any duties specifically assigned by the Executive Board are subject to limitations
626 imposed by the Executive Board. Unless otherwise determined by the Executive Board, the
627 Secretary's duties shall include recording the minutes of the Delegate Assembly, the Executive
628 Board, and the Executive Committee. The Secretary and Treasurer may be removed by the Executive
629 Board at any time, with or without cause. Unless otherwise provided herein, the Secretary and
630 Treasurer will serve for a term of two (2) years and until their successors are elected and shall qualify,
631 unless removed earlier by the Executive Board. In the case of any vacancy in the office of Secretary
632 or Treasurer, the vacancy shall be filled by the Executive Board unless otherwise provided in these
633 Bylaws. No two offices shall be held by the same person at the same time.

634 2. Executive Director.

635 a. The Executive Board shall select and employ an Executive Director as a primary
636 administrative officer who shall be its principal agent in the management of Mennonite Church USA.
637 The Executive Director shall have such qualifications and such general and specific duties as the
638 Executive Board shall assign to the Executive Director from time to time.

639 b. The Executive Director shall conduct the administrative affairs of the Executive
640 Board, serve as an officer, and supervise employees of Mennonite Church USA. The Executive
641 Director shall provide oversight for the various offices of the Executive Board which may be
642 established from time to time to carry out the work of Mennonite Church USA.

643 c. The Executive Director may give notice of any meeting, either of the Delegate
644 Assembly or the Board, when called in accordance with the provisions of these Bylaws, and shall
645 also perform such duties as are customary incident to the office of chief administrative officer and
646 such other duties as shall be directed by the Executive Board.

657 3. Associate Executive Directors. The Executive Director may appoint Associate
658 Executive Directors. Such Associate Executive Directors, if any, shall perform in the order
659 established by the Executive Board, the duties of the Executive Director in the case of death, absence,
660 or inability of the Executive Director to act for any cause. The Associate Executive Directors shall
661 further carry out those duties and responsibilities specifically assigned to them by the Executive
662 Board and/or the Executive Director.

663
664 4. Administrative Assistance. Administrative duties consistent with responsibilities of the
665 office may be delegated by the Secretary and the Treasurer to the Executive Director or to various
666 personnel hired by Mennonite Church USA.

667
668 5. Committees. In addition to the Executive Committee, and the Leadership Discernment
669 Committee, the Executive Board may from time to time appoint such standing and special
670 committees as may be necessary and advisable to carry out the work of Mennonite Church USA.

671
672 6. Signature of Documents. For legal purposes, either the Moderator or the Executive
673 Director of Mennonite Church USA, or any other officer or person so authorized by the Executive
674 Board, may sign documents requiring an official signature on behalf of Mennonite Church USA.

675
676
677 **ARTICLE IX**

678
679 **CONSTITUENCY LEADERS COUNCIL**

680
681 1. Constituency Leaders Council. A Constituency Leaders Council shall be organized to
682 serve the Mennonite Church USA as follows:

683
684 a. Serve as a council of denominational “elders,” discerning and advising the
685 Executive Board, the Delegate Assembly, and the Mennonite Church USA on issues confronting
686 each of them relative to faith and life.

687
688 b. Engage and promote dialogue between area conferences, recognized constituency
689 groups, and program agencies.

690
691 c. Voice collective aspirations and concerns to denominational leadership.

692
693 d. Provide opportunity for communication between and among program leaders.

694
695 e. Provide counsel to the Executive Board on the admission to or termination of an
696 area conference member of Mennonite Church USA.

697
698 2. Membership. The membership of the Constituency Leaders Council shall be comprised
699 as follows:

700
701 a. Up to three (3) representatives appointed by each area conference. Where
702 possible one of these representatives should be an area conference minister. Representatives should
703 be selected to encourage gender/age/Racial/Ethnic balance.

704
705 b. Two (2) representatives appointed by each of the recognized constituency groups
706 of Mennonite Church USA, as determined by the Executive Board from time to time.

707

708 c. Each designee by an area conference or associate group shall continue in such role
709 at the pleasure of the appointing body.

710
711 d. All designees to the Constituency Leaders Council shall be members in good
712 standing of a member congregation of Mennonite Church USA.

713
714 e. The Executive Board may, in its discretion, identify new constituency groups and
715 determine the number of representatives therefrom to the Constituency Leaders Council.

716
717 3. Staff and Leadership.

718
719 a. The Moderator Elect of the Mennonite Church USA shall preside at all meetings
720 of the Constituency Leaders Council; provided, that if the Moderator Elect is unavailable then the
721 leadership shall be provided by such other person as the Constituency Leaders Council may
722 determine from time to time.

723
724 b. The Chief Administrative Officer shall be the Executive Director, or designee of
725 the same. The Executive Director shall further see that such additional staff as is required by the
726 Constituency Leaders Council is made available to it. Representatives from churchwide program
727 agencies are normally invited as guests to participate in the meetings of the Constituency Leaders
728 Council.

729
730 4. Meetings.

731
732 a. Regular meetings of the Constituency Leaders Council shall be held at least once
733 a year and/or at such other times as determined by the Constituency Leaders Council.

734
735 b. The Constituency Leaders Council may be called for regular meetings by the
736 Moderator Elect on thirty (30) days notice to each member, either personally by U.S. mail or E-mail.
737 Addresses for notice shall be those last on file with the Executive Director. Special meetings may
738 be called by the Moderator Elect or Executive Director in a like manner on like notice, and also by
739 written request of a majority of the members of the Constituency Leaders Council.

740
741 **ARTICLE X**

742
743 **CHURCHWIDE PROGRAM AGENCIES AND OTHER ENTITIES**

744
745 Various churchwide program agencies and other designated entities shall assist the Executive
746 Board in providing leadership and resources for carrying out the purposes of Mennonite Church
747 USA. As of the effective date of these Bylaws, the churchwide program agencies and other
748 churchwide program entities of Mennonite Church USA are as identified in this article.

749
750 1. Role. The task of the churchwide program agencies and other designated entities is to
751 arrange for the delivery of programs and services that carry out specific churchwide goals. They
752 cooperate and network with other parts of the church around common goals. To facilitate this, the
753 agency chairpersons and the agency executive directors meet as necessary in a Governance Council,
754 chaired by the Moderator, with the Executive Director of Mennonite Church USA, to coordinate
755 their work under the leadership of the Executive Board.

756
757 2. Governance. A board of directors governs each churchwide program agency and each
758 other designated entity. Board members, with accountability to their appointing/electing bodies, are

759 not expected to be representatives of specific constituencies, but are to act in the best interests of
760 Mennonite Church USA as a whole.

761

762 3. Churchwide Program Agencies.

763

764 a. Mennonite Publishing Agency. There shall be a Mennonite Publishing Agency,
765 known as MennoMedia, responsible to both the Executive Board of Mennonite Church USA and the
766 Joint Council of Mennonite Church Canada through the combined Executive Committees of those
767 two bodies. Its purpose is to publish resources for living the faith from an Anabaptist perspective.

768

769 b. Mennonite Education Agency. There shall be a Mennonite Education Agency
770 responsible to the Executive Board. Its purpose is to strengthen the life, witness, and identity of
771 Mennonite Church USA through education. It carries out this purpose by:

772 (1) developing and maintaining the vision for Anabaptist-Mennonite
773 education and advocating for this vision in church and school;

774

775 (2) discerning the educational needs of the church and developing schools
776 and programs which best meet these needs;

777

778 (3) facilitating cooperation, collaboration, and coordination among
779 Mennonite Church USA educational institutions and between these institutions and other church
780 programs; and

781

782 (4) providing services in support of the missions of the educational
783 institutions, and providing for the establishment and maintenance of accountability and support
784 relationships between the schools and the church.

785

786 c. Mennonite Mission Agency. There shall be a Mennonite Mission Agency, known
787 as Mennonite Mission Network, responsible to the Executive Board. It shall seek to lead, mobilize,
788 and resource Mennonite Church USA to participate in holistic witness to Jesus Christ, so that every
789 congregation and all parts of the church will be fully engaged in God's mission, reaching from across
790 the street to around the world. In order to accomplish this purpose, the mission agency will:

791 (1) engage in U.S. and international ministries that show a holistic,
792 Anabaptist approach to mission;

793

794 (2) provide vision, skills, and resources for cultivating and starting
795 missional congregations;

796

797 (3) call, train, and mobilize leadership for mission;

798

799 (4) offer motivation, inspiration, information, theological reflection, and
800 formation for mission; and

801

802 (5) generate and distribute financial resources for mission.

803

804 d. Mennonite Stewardship Agency. There shall be a Mennonite Stewardship
805 Agency, known as Everence, responsible to the Executive Board to carry out the core value of
806 stewardship on behalf of Mennonite Church USA. Everence is accountable to the Executive Board
807 to lead members of Mennonite Church USA toward greater practice of biblical principles of holistic
808 stewardship. It carries out this responsibility by providing programs to assist members in the
809 stewardship of money, health, time, and talents. These will include various educational services,
810 insurance, financial, and charitable programs, and additional stewardship and mutual aid programs
811 and services to be developed in the future.

812

813 e. Mennonite Health and Human Services Agency. There shall be a Mennonite
814 Health and Human Services Agency, known as Mennonite Health Services Alliance (MHS Alliance),
815 responsible to the Executive Board:

816
817 (1) to create shared Anabaptist values for, promote a common vision for,
818 develop leaders for, and provide services including sponsorship to, Anabaptist health care and human
819 service institutions and programs;

820 (2) to serve as a membership organization for such Anabaptist health care
821 and human service institutions and programs;

822 (3) to promote the potential of a Christian community for healing, within
823 and beyond the Anabaptist community of faith;

824 (4) to carry out the biblical injunction to enable people toward health,
825 wholeness, and hope; and

826 (5) to foster new opportunities of service in the arena of Anabaptist health
827 care and human service institutions and programs.

828
829 f. Establishment or termination of Churchwide Program Agencies. Churchwide
830 program agencies may be established or terminated as the Executive Board determines from time to
831 time and on such terms and conditions as the Executive Board determines, with the counsel and
832 advice of the Delegate Assembly.

833
834 4. Other Churchwide Program Entities.

835
836 a. The Mennonite. There shall be a self-supporting entity that produces a
837 denominational magazine (dba The Mennonite, Inc.). Its board of directors shall be responsible to
838 the Executive Board. Its mission is to help readers glorify God, grow in faith and become agents of
839 healing and hope in our world. Its goals are to provide a forum for the voices within the
840 denomination, to promote the ministries of, and to support identity-building for Mennonite Church
841 USA, and to offer an editorial voice distinctive from but collaborative with other leadership voices
842 within Mennonite Church USA.

843
844 b. Establishment or termination of Churchwide Program Entities. Churchwide
845 program entities may be established or terminated as the Executive Board determines from time to
846 time and on such terms and conditions as the Executive Board determines, with the counsel and
847 advice of the Delegate Assembly.

848
849 5. Requirements for Board Membership.

850
851 a. Common requirements for the board of directors of each churchwide program
852 agency or other designated entity include:

853 (1) Issues of balance (gender, Racial/Ethnic, expertise) will be respected
854 to the extent feasible in the composition of each board.

855
856 (2) Each board member shall be elected or appointed for a term of four
857 years, and may serve a maximum of three full consecutive terms. Approximately half of the elected
858 members and half of the appointed members shall be chosen every two years.

859
860 (3) All board members shall be members in good standing of a member
861 congregation of Mennonite Church USA except in cases where board members represent other
862 participating denominations named in bylaws.

863
864 b. The size and selection of the board of the Mennonite Publishing Agency
865 (MennoMedia) shall be as follows:

866 (1) The size of the board shall be between six and eleven members, as
867 determined by the MennoMedia board. Expansion in the number of members subsequently will be
868 by action of the board of the Agency.

869
870 (2) Two or three members shall be elected by the Mennonite Church USA
871 Delegate Assembly.

872
873 (3) Two members shall be appointed by the Executive Board of
874 Mennonite Church USA or its designee.

875
876 (4) Two or three members shall be appointed by the Joint Council of
877 Mennonite Church Canada, or its designee.

878
879 (5) All of the above appointments shall be made after consultation with
880 the board of directors and the executive officer of the Mennonite Publishing Agency.

881
882 (6) Up to three additional members may be selected by the members of
883 the board of the Mennonite Publishing Agency, subject to confirmation by the Executive Board of
884 Mennonite Church USA, or its designee (for persons from MC USA) or by the Joint Council of
885 Mennonite Church Canada, or its designee (for persons from MC Canada).

886
887 c. The size and selection of the board of the Mennonite Education Agency shall be
888 as follows:

889 (1) The size of the board shall be between eleven and thirteen members.
890 Expansion in the number of members subsequently will be by action of the board of the Agency.

891
892 (2) Six members shall be elected by the Delegate Assembly.

893
894 (3) Five members shall be appointed by the Executive Board after
895 consultation with the board of directors and the executive officer of the Education Agency.

896
897 (4) Up to two additional members may be selected by the elected and
898 appointed members of the Mennonite Education Agency, subject to confirmation by the Executive
899 Board.

900
901 d. The size and selection of the board of the Mennonite Mission Agency (Mennonite
902 Mission Network) shall be as follows:

903 (1) The size of the board shall be between thirteen and fifteen members.
904 Expansion in the number of members subsequently will be by action of the board of the Agency.

905
906 (2) Seven members shall be elected by the Delegate Assembly.

907
908 (3) Six members shall be appointed by the Executive Board after
909 consultation with the board of directors and the executive officer of the Mission Agency.

910
911 (4) Up to two additional members may be selected by the elected and
912 appointed members of the Mennonite Mission Agency, subject to confirmation by the Executive
913 Board.

914 e. The size and selection of the board of the Mennonite Stewardship Agency
915 (Everence) shall be as follows:

916 (1) The size of the board shall be between twelve and fifteen members.

917
918 (2) Four members shall be elected by the Delegate Assembly.

919

920 (3) Three members shall be elected or appointed by other
921 Mennonite/Anabaptist denominations participating in the Everence programs.

922
923 (4) Five additional members shall be appointed by the seven elected
924 members, subject to confirmation by the Executive Board. The selection process shall assure that
925 members of Mennonite Church USA constitute a majority of the full board.

926
927 (5) Up to three additional members may be selected by the elected and
928 appointed members of the board subject to confirmation by the Executive Board.

929
930 f. The size and selection of the board of the Mennonite Health and Human Services
931 Agency (MHS Alliance) will be as follows:

932 (1) The size of the board shall be between nine and fourteen members.

933 (2) Six members shall be appointed by the Relating Denominations and of
934 these six, four shall be appointed by the Mennonite Church USA Delegate Assembly, and two shall
935 be appointed by the other Relating Denominations.

936 (3) Six additional members should be elected by vote of the Membership
937 and must be a chief executive officer or trustee of a Member organization.

938
939 g. The size and the selection of the board of The Mennonite, Inc., shall be as
940 follows:

941 (1) The size of the board shall be seven or eight members.

942 (2) Three members shall be elected by the Delegate Assembly.

943 (3) Three members shall be appointed by the Executive Board after
944
945 consultation with the board of directors and the executive officer of the denominational magazine.

946
947 (4) One or two additional members may be selected by the elected and
948 appointed members of the board of The Mennonite, Inc., subject to confirmation by the Executive
949 Board.

950
951
952 The memberships of the boards of such other churchwide program agencies or other entities as the
953 Executive Board may authorize or create shall be determined by the Executive Board from time to
954 time.

955 6. Procedures.

956
957 a. The boards of churchwide program agencies or other entities may be incorporated,
958 unless otherwise approved by the Executive Board. Incorporated boards shall operate under their
959 own articles and bylaws, subject to the qualifications set forth in this article. All articles and bylaws,
960 including amendments, are subject to approval by the Executive Board.

961
962 b. Each board shall meet regularly as a committee of the whole.

963
964 c. Each board shall employ an executive officer subject to policies approved by the
965 Executive Board. Further, any such executive officer shall be approved by the Executive Board
966 before being so appointed and may be removed by the board at any time, with or without cause, upon
967 the approval of the Executive Board.

968
969 d. Each board shall elect in addition to the executive officer appropriate officers in
970 line with its bylaws, where the same exist. Any such additional officers are subject to removal, with
971 or without cause, by the board. However, the Chairperson may be removed, with or without cause,
972 by the Executive Board.

973

974 e. Any board member appointed or elected by the Executive Board or the Delegate
975 Assembly may be removed, with or without cause, by the Executive Board. Any board member
976 selected by the elected and appointed members of the board and confirmed by the Executive Board,
977 may be removed, with or without cause, by the board, upon the approval of the Executive Board.
978

979 f. Each board shall establish and supervise such committees, commissions, task
980 forces, and departmental subdivisions as deemed necessary for the effective and efficient
981 administration of its functions and programs.
982

983 g. Unincorporated boards shall operate in accordance with directives and charters as
984 approved by the Executive Board and which may be amended from time to time by the
985 unincorporated program agency or other entity board, subject to approval by the Executive Board.
986

987
988 **ARTICLE XI**

989
990 **AMENDMENTS**

991
992 1. These Bylaws may be amended by a two-thirds majority vote of delegates voting at any
993 regular or special session of the Delegate Assembly, upon prior recommendation by a two-thirds
994 vote of the Executive Board, provided a notice setting forth the substance of such amendment has
995 been given in writing to all delegates two months in advance.
996

997 2. These Bylaws may be amended at any regular session of the Delegate Assembly without
998 prior notice by unanimous vote of delegates present.
999

1000

1001 Updated July 5, 2019