

Bylaws for Mennonite Church USA

Approved by Nashville Delegates July 2001

Revised by Atlanta Delegates July 2003

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BYLAWS OF
MENNONITE CHURCH USA, INC.

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ARTICLE I

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GENERAL

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

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

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

4. Fiscal Year. The fiscal year of Mennonite Church USA shall begin at the beginning of the first day of February and end at the close of the last day of January next succeeding.

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ARTICLE II

PURPOSE

1. Purpose. The purpose of Mennonite Church USA is to participate fully in God’s work of setting things right in a broken world, redeeming and restoring all things in Christ to God’s intended design as we live into God’s new future that has already begun. The mission of Mennonite Church USA is to share with others the gift of God’s love through our worship, witness and life together.

The role of Mennonite Church USA is to:

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

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

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

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

e. Confront forces of the world which work against God’s intent for all creation.

- 48 f. Be a channel for dialogue and witness to other church bodies and to governing
49 authorities.
50
51 g. Provide a sense of larger community, creating a common identity for ourselves
52 and recognized by those with whom we come in contact.
53
54 h. Call and train leaders who know how to apply the Gospel in our time.
55
56 i. Encourage teamwork and effective partnerships between all parts of the church.
57 j. Combine resources to do together what we cannot achieve alone.
58
59 k. Be antiracist in all areas of church life and program.
60

61 ARTICLE III

62 CONGREGATIONS

63
64
65 1. Basic Unit. The local congregation is the basic organizational unit of area conference
66 members of Mennonite Church USA. The congregation is God’s people with a common confession
67 of Christ uniting in worship, nurture, fellowship, proclamation, service, discernment,
68 reconciliation, and mutual care and discipline. It is a local group of believers whose commitment
69 to Christ and to each other and whose proximity to each other make it possible to experience these
70 activities on a regular and continuing basis.
71

72 2. Common Vision and Commitments. Congregations, and the area conferences to which
73 they belong, shall maintain a membership roster and shall share the following commitments as
74 endorsed by the delegates of Mennonite Church USA:
75

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

87 3. Congregational Derived Membership in Mennonite Church USA. Congregations
88 automatically derive and attain membership in Mennonite Church USA through their membership
89 in an area conference member of Mennonite Church USA. Unless expressly stated otherwise in
90 these Bylaws, all references to member congregations of Mennonite Church USA herein mean this
91 derived membership.
92

93 a. Congregations may hold membership in only one area conference of Mennonite
94 Church USA. However, in those situations where a congregation at the time of adoption of these
95 Bylaws is already a member of two or more area conferences, such multiple area conference
96 membership may be retained as long as agreeable to the area conferences and the congregation.

97 b. No congregations shall separate or be separated from one area conference and
98 subsequently be accepted by another area conference without prior consultation among the area
99 conferences involved and the congregations concerned.

100
101 c. The congregations that are members of The Mennonite Church, the General
102 Conference Mennonite Church and/or of an area conference of one of these bodies are also
103 members of Mennonite Church USA; provided, however, that any congregation that does not join
104 an area conference before February 1, 2004, may not continue as a member of Mennonite Church
105 USA. Also, any congregation that is no longer a member of any area conference member on
106 February 1, 2004 shall cease being a member of Mennonite Church USA at that time.

107
108 d. 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 local 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
136 Delegate Assembly and shall actively seek to further the interests of the church during and between
137 sessions.

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

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

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
149 serious 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
153 shall be governed by requirements of the particular area conference.

154 155 **ARTICLE IV**

156 157 **AREA CONFERENCES**

158
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
162 members of Mennonite Church USA. The area conference is an affiliation of congregations that
163 join together in common life and mission. In coming together, congregations recognize their
164 interdependence and their need for mutual exhortation and admonition, and their strength to fulfill
165 the church's mission 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 a. Each area conference shall have the authority to determine the criteria and
194 responsibility to implement the process for membership of congregations within their area
195 conference, including procedures for withdrawal and dismissal.

196
197 b. Each area conference shall retain the right of final decision to manage its own
198 affairs of its organization, personnel, program and management of property.

199
200 c. Each area conference shall retain the privilege of withdrawing from the
201 Mennonite Church USA, and in so doing shall withdraw all of its member congregations from
202 Mennonite Church USA, provided that a withdrawing area conference shall discharge its financial
203 commitments to Mennonite Church USA as part of such withdrawal.

204
205 d. Each area conference shall participate in the planning and decision making of
206 the larger body through its representatives (delegates) to the Delegate Assembly.

207
208 e. An area conference shall have no rights to any property of Mennonite Church
209 USA by virtue of its membership in Mennonite Church USA.

210
211 3. Duties. As a member of the Mennonite Church USA, each area conference shall have a
212 responsibility to be loyal to and support the work of the church. Specifically:

213
214 a. Each area conference shall be represented at every session of the Delegate
215 Assembly and shall actively seek to further the interests of the church during and between sessions.

216
217 b. Each area conference in its organizational arrangements shall provide for
218 committees or in other ways represent and promote among its membership the various Mennonite
219 Church USA church service areas, such as mission, education, service and finances.

220
221 c. Each area conference shall establish provisions and procedures for the
222 credentialing of ministers.

223
224 d. Each area conference shall make its own determinations as to membership of
225 congregations, taking into account the common vision, commitments, and membership guidelines
226 of Mennonite Church USA.

227
228 e. Each area conference will develop and utilize experienced leadership to help
229 attain continuity in relationships with congregations and the denomination.

230
231 f. Each area conference shall assume its share of the responsibility for promotion
232 and support of the Mennonite Church USA resolutions and programs of service. Congregations
233 and area conferences should provide adequate funding and support for the agencies they have
234 founded and sponsored as part of their mission, including those agencies which are jointly founded
235 or sponsored with other church bodies.

236
237 g. Each area conference is to take seriously the need to be in open dialogue with
238 leadership in the Mennonite Church USA to share concerns with the church and to receive
239 representatives that come to share the programs and the perspectives of the church. If there is
240 serious disagreement, either party may initiate discussion to seek a resolution.

241 h. Area conferences should strive to work in harmony and cooperation with the
242 total denomination, as well as with their member congregations.
243

244 (1) The principle of mutual servanthood and accountability in giving and
245 receiving counsel shall characterize all intercongregational relationships, whether in area
246 conferences or in the Delegate Assembly.
247

248 (2) The area conferences, Delegate Assembly, churchwide boards and
249 agencies, all of which exist to serve the congregations, shall be guided by and accountable to the
250 congregations which they serve. The congregations in turn shall seek the wisdom, direction, gifts
251 and resources that come in mutual servanthood and accountability through these relationships.
252 Channels shall be maintained for consultation and communication of concerns between
253 congregations, area conferences, and churchwide agencies.
254

255 (3) In the event of unresolved conflict between area conferences, the
256 area conferences involved may work with the Mennonite Church USA Executive Board, which
257 shall determine procedures to be followed in resolving such dispute.
258

259 4. Membership List. Area conferences shall maintain a permanent record containing the
260 names and addresses of all member congregations, promptly supplying written copies of the same
261 to the Executive Director of Mennonite Church USA along with continuously updating the record
262 for changes. With respect to any notice given or action taken, Mennonite Church USA may rely
263 upon the last record supplied to it fourteen (14) days prior to such notice or action.
264

265 5. Admission/Termination. New area conference members may be admitted, or existing
266 area conference members terminated, through action of the Delegate Assembly. Prior to such
267 action, and following counsel by the Constituency Leaders Council to the Executive Board, the
268 Executive Board must recommend the action of admission or termination to the Delegate
269 Assembly, and written notice of the recommendation must be given to the members six (6) months
270 in advance of the meeting of the Delegate Assembly. Any action of admission or termination must
271 be approved by two-thirds majority vote of those delegates present and eligible to vote at the
272 Delegate Assembly.
273

274 6. Provisional Membership.
275

276 a. A recognized area conference that is not ready for full membership shall have
277 the option of approving the Plan of Merger and Consolidation and receiving provisional status prior
278 to February 1, 2003. If such a provisional member does not request full membership from the
279 Executive Board by January 31, 2007, their membership terminates.
280

281 b. Provisional members have the same rights as full members of Mennonite
282 Church USA.
283

284 7. Merger.
285

286 a. Area conferences wanting to participate in Mennonite Church USA at its
287 inception shall indicate their desire to join Mennonite Church USA by their affirmative vote on the
288 Plan of Merger and Consolidation, or, if later, by their reaffirmation of their commitment to be part
289 of Mennonite Church USA before February 1, 2002.

290 b. In the event that the Mennonite Church merges into Mennonite Church USA,
291 those area conferences that have not taken the actions described in the preceding sentence shall
292 automatically become provisional members subject to termination if full membership is not
293 requested by January 31, 2007.

294
295 c. In the event that the General Conference Mennonite Church merges into
296 Mennonite Church USA, its member congregations shall automatically become members of
297 Mennonite Church USA and the regional conferences of the former General Conference Mennonite
298 Church shall be deemed area conferences for purposes of these Bylaws; provided, however, that
299 any congregation that does not join an area conference before February 1, 2004, may not continue
300 as a member of Mennonite Church USA.

301
302
303 **ARTICLE V**

304
305 **DELEGATE ASSEMBLY**

306
307 1. A Delegate Assembly shall be constituted as a denominational body representative of
308 the constituency through area conference and congregational delegations. The Delegate Assembly,
309 as a representative of the church, shall function in the following ways:

310
311 a. Provide opportunity to assemble for worship, fellowship, prophecy,
312 acquaintance, and understanding, and to deepen Christian commitment.

313
314 b. Discuss and decide major issues of policy for the church denomination, and
315 discern the voice and the Spirit in the midst of the Delegate Assembly.

316
317 c. Provide opportunity to speak to the establishment of general policies and the
318 development of programs to carry out those policies.

319
320 d. Receive reports from the Executive Board, its committees, program boards, and
321 councils. Reports shall be presented in writing and shall include financial accounting.

322
323 e. Review current programs and act on program priorities as presented by the
324 Executive Board.

325
326 f. Elect the following:

327
328 (1) Moderator, if the position is vacant, and a Moderator Elect.

329
330 (2) Four members of the Leadership Discernment Committee as
331 nominated by the Constituency Leaders Council.

332
333 (3) Other members of program agency boards and committees as needed
334 under the organizational structure of the same.

335
336 (4) Executive Board members to fill new terms and vacancies.

337 2. The membership of the Delegate Assembly shall be chosen as follows:
338

339 a. Each congregation of the Mennonite Church USA is eligible to send one (1)
340 delegate for each one hundred (100) congregational members, or fraction thereof.
341

342 b. Each area conference of the Mennonite Church USA is eligible to send one (1)
343 delegate for each one thousand (1,000) area conference members, or fraction thereof.
344

345 c. Each racial/ethnic group which has been officially recognized by the Executive
346 Board, may send three (3) delegates plus one (1) delegate for each one thousand (1,000) members
347 of such recognized racial/ethnic group.
348

349 d. Each member of the Executive Board is automatically a delegate.
350

351 e. Each appointing body may appoint one (1) alternate delegate for each five (5)
352 delegates, or fraction thereof. Alternates shall be listed in order of preference, and shall be
353 recognized by the Delegate Assembly in the place of official delegates unable to attend. Alternates
354 shall receive the same mailings and materials as official delegates.
355

356 f. Subject to the limitations contained herein, each appointing body shall itself
357 determine the criteria and term of its delegate(s), by what method its delegates are selected and
358 whether and how it wishes to achieve continuity through its delegates. Each area conference
359 delegate to the Delegate Assembly shall be a member of a congregation in that area conference.
360 All delegates shall be members of congregations which are members (through area conferences or
361 directly) of Mennonite Church USA.
362

363 g. Member area conferences shall be responsible to notify the denominational
364 offices of the identity of area conference delegates and delegates for area conference member
365 congregations.
366

367 3. Officers. The officers of the Delegate Assembly and their duties shall be:
368

369 a. The Moderator shall preside at all sessions of the Delegate Assembly and shall
370 give leadership to the interests and spiritual welfare of the Delegate Assembly and serve as its
371 official representative. The term of office shall be two (2) years.
372

373 b. A Moderator Elect shall be elected every two (2) years and after serving a two-
374 year term shall succeed to the office of Moderator for a two-year term. At the request of the
375 Moderator, or in case of the absence or disability of the Moderator, the Moderator Elect shall
376 exercise all rights and duties of the Moderator.
377

378 c. The term of office of the Moderator and Moderator Elect begin with the close of
379 the biennial meeting of the Delegate Assembly.
380

381 4. Meetings.
382

383 a. The Delegate Assembly shall meet every two (2) years in regular session.
384

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

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

390
391 d. In the case of a special meeting, written notice of the special meeting (which
392 will include the time, date, and place), and the purpose for the meeting, along with the proposed
393 action to be taken, shall be submitted to area conferences and to member congregations at least
394 ninety (90) days in advance of the date of the meeting. Area conferences shall keep the Executive
395 Board notified of congregational members and any changes thereof.

396
397 5. Decision Making.

398
399 a. Normally floor privileges are granted first to all delegates, Delegate Assembly
400 committee members, and members of the program boards and committees. Floor privileges will be
401 extended to others during a discussion at the Moderator's discretion.

402
403 b. Each Assembly delegate shall be eligible to cast one vote. There is no provision
404 for proxy voting.

405
406 c. A majority of votes cast shall determine any matter, except when the Assembly
407 agrees otherwise or when otherwise provided in these Bylaws.

408
409 d. A quorum for conducting official business of the Assembly shall be those
410 delegates to the Assembly who appear for any duly called meeting.

411
412 6. Standing Committees. The following shall be standing committees of the Delegate
413 Assembly. The Assembly may establish additional standing or ad hoc committees as deemed
414 advisable for its work and may appoint the same as is necessary for ongoing work with the church.

415
416 a. Leadership Discernment Committee.

417
418 (1) Duties. It shall be the responsibility of the Leadership Discernment
419 Committee to prepare slates of nominees for the boards of churchwide program agencies, the
420 Executive Board, and the standing committees.

421
422 (2) Membership. The committee shall consist of eight members, subject
423 to the criteria identified in (4) below, four of whom are appointed by the Executive Board and four
424 of whom are nominated by the Constituency Leaders Council and elected/affirmed by the Delegate
425 Assembly. Members may serve one four-year term, with possible reappointment or re-election for
426 one additional four-year term. Individuals appointed to complete unexpired terms are eligible for
427 one additional term. The Executive Board shall appoint the Chair of the committee from among
428 the eight members. The Executive Board shall arrange for staff services for the committee.

429
430 (3) Procedure. The committee shall be responsible for the following in
431 carrying out its duties:

432
433 (a) To exercise judgment in choosing nominees whose spiritual
434 qualifications, experience, and competence fit them for the position for which they are being
435 named.

436 (b) To assure that the slates provide broad representation of the
437 life and composition of the Mennonite Church USA.

438
439 (c) To make available a description of each nominee's
440 experience, background, training, and present involvement so that the Assembly is adequately
441 informed and acquainted with all nominees.

442
443 (d) To secure from each nominee a commitment to take the
444 assignment seriously, if elected.

445
446 (e) To emphasize the finding of new leaders, with careful
447 attention to broadening participation in church leadership.

448
449 (f) To develop appropriate lists of potential nominees by
450 soliciting from each area conference and associate group a full slate of suggestions. Suggestions
451 shall also be sought and welcomed from the churchwide program agencies, committees, and
452 constituency.

453
454 (4) In developing nominees for elected and appointed positions, the
455 committee shall operate on the following assumptions to the extent reasonably attainable and
456 appropriate in their judgment:

457 (a) 50/50 women to men ratio;

458
459 (b) 40/60 former General Conference to Mennonite Church
460 background through 2011;

461
462 (c) 20/80 people of color to Anglo/European.

463
464 **ARTICLE VI**

465
466 **EXECUTIVE BOARD**

467
468 1. Executive Board. An Executive Board shall be organized to give leadership and to act
469 on behalf of the denomination when the Delegate Assembly is not in session. Executive Board
470 members, with accountability to their appointing/electing bodies, are not expected to be
471 representatives of specific constituencies, but are to act in the best interests of Mennonite Church
472 USA as a whole. The Executive Board shall function as follows:

473
474 a. Serve as the Board of Directors of Mennonite Church USA, as chartered by the
475 State of Indiana, and exercise full legal responsibility for Mennonite Church USA.

476
477 b. Provide leadership and spiritual oversight in articulating the vision of Mennonite
478 Church USA.

479
480 c. Review for coordination purposes the activities of the churchwide program
481 agencies and committees, including program priorities, annual budgets, fundraising procedures,
482 and major innovations and modifications of church programs.

483
484 d. Ensure a safety net for small area conferences and Mennonite Church USA
485 related entities.

486 e. Maintain and promote communication channels between and with area
487 conferences, congregations, and other denominations.

488
489 f. Ensure that anti-racist principles are practiced throughout church structures and
490 programs.

491
492 g. Give leadership to coordinate the generation and allocation of resources for
493 programs and activities of the church.

494
495 h. Foster partnerships with Mennonite Church Canada, other Mennonites
496 worldwide, and with other denominations.

497
498 i. Receive counsel from the Constituency Leaders Council.

499
500 j. Report biennially to the Delegate Assembly the status of current program
501 priorities and budgets. Present to the Delegate Assembly program projections for counsel,
502 direction and acceptance.

503
504 k. Provide leadership in carrying out the policies and programs authorized by the
505 Delegate Assembly.

506
507 l. Appoint members to the churchwide program agencies and committees as
508 provided by the Bylaws; appoint members to standing and ad hoc committees as needed and as
509 provided in the Bylaws; appoint the Executive Director.

510
511 m. Approve the appointment, reappointment or dismissal of the chief executive
512 officer of each churchwide agency, program, board and committee.

513
514 2. Membership. The membership of the Executive Board shall be comprised of twenty
515 (20) or twenty-one (21) people selected as follows:

516
517 a. Two members shall be the Moderator and moderator Elect. One seat shall be
518 reserved for the immediate past moderator, who may serve for a period of two years, subject to
519 mutual agreement with the Executive Board. The Executive Board appoints four (4) additional
520 members. The remaining fourteen (14) members shall be elected/affirmed by the Delegate
521 Assembly from a slate developed by the Leadership Discernment Committee. In selecting the
522 nominees for such positions, the Leadership Discernment Committee shall consult with recognized
523 racial/ethnic groups and shall reasonably attempt to select nominees such that half of the members
524 are women, and half are men. Further, from the inception of the Executive Board and until the six-
525 year review of the structures, five (5) of the Executive Board seats shall be filled by persons of
526 color, four (4) of whom will be appointed by recognized racial/ethnic groups. Specific skills, age,
527 and geographic representation should be considered in the Executive Board member nomination
528 and appointment process. The Leadership Discernment Committee shall take responsibility for
529 coordinating these various requirements and sources such that an appropriate slate is presented to
530 the Delegate Assembly for approval for election/affirmation.

531
532 b. Except for the Moderator and Moderator Elect, whose terms are controlled by
533 the terms governing their office, the term of office for other Executive Board members shall be
534 four (4) years, with possible reappointment for one (1) additional term. Individuals

535 appointed to complete unexpired terms are eligible for an additional full term. The Executive
536 Board shall arrange that half of those members elected/affirmed are so selected in each biennium.
537 Members shall serve a maximum of two (2) full consecutive terms. The terms of membership on
538 the Executive Board shall begin with the first meeting following the close of the biennial meeting
539 of the Delegate Assembly.

540
541 c. All Executive Board members shall be members in good standing of a member
542 congregation of the Mennonite Church USA.

543
544 3. Meetings.

545
546 a. Regular meetings of the Board shall be held three times a year and/or at such
547 times as determined by the Board.

548
549 b. Special meetings of the Board may be called by the Moderator on five (5) days
550 notice to each member, either personally by mail, by telegram, or by E-mail, utilizing in each case
551 the last address of the board member registered with the Executive Board. Special meetings shall
552 be called by the Moderator or Executive Director in like manner and on like notice on the written
553 request of a majority of the members of the Board.

554
555 c. A majority of the members of the Board shall be necessary to constitute a
556 quorum for the transaction of business.

557
558 d. A majority vote of the members present at a meeting of which a quorum is
559 present shall be required to transact official business.

560
561 e. Voting by proxy shall not be permitted.

562
563 4. Action Without Meeting. Any action required or permitted to be taken at any meeting
564 of the Executive Board may be taken without a meeting if prior to such action a written consent to
565 such action is signed by all members of the Executive Board and such written consent is filed with
566 the minutes of the proceedings of the Executive Board. To the extent permitted by law, a written
567 consent shall be deemed to exist when the E-mail address from which the affirmative response is
568 E-mailed corresponds to the address registered for the Board member who is making the response.
569 Written copies of such E-mail responses shall be filed with the minutes of the proceedings of the
570 Executive Board.

571
572 5. Conference Call Meetings. Any or all of the Executive Board may participate in a
573 meeting of the Executive Board by means of a conference telephone or similar communications
574 equipment by which all persons participating in the meeting can communicate with each other.
575 Such participation in this matter constitutes presence in person at the meeting.

576
577 6. Appointments. As of the effective date of these Bylaws, the Executive Board is
578 responsible for the following appointments:

579 a. The Executive Director.

580 b. Board members for the various program agencies as identified in Article X.

581 c. Four members of the Leadership Discernment Committee.

582 d. Additional appointments as needed from time to time to provide for various
583 projects, committees, offices, and boards to carry out the work of Mennonite Church USA.

584 e. Any vacancy in positions elected by the Delegate Assembly for the interim until
585 the normal expiration of the term so filled. Such interim appointments are then eligible for service
586 for one additional term at the will of the delegates.

587
588 In the event it becomes necessary to fill a vacancy in the office of Moderator Elect, the
589 appointment of a replacement shall be by the Executive Board who shall consult with the
590 Constituency Leaders Council.

591
592 **ARTICLE VII**

593 **EXECUTIVE COMMITTEE**

594
595
596
597 1. Executive Committee. The Executive Board shall have an Executive Committee which
598 shall consist of the Moderator, Moderator Elect, Secretary, and two (2) other members selected by
599 the remaining members of the Executive Board to serve in such role. The delegation of authority
600 herein granted shall not operate to relieve the Executive Board, or any member thereof, of any
601 responsibility imposed on it or such member by law. The Executive Board shall have the power at
602 any time to increase or decrease the number of members of the Executive Committee, to fill
603 vacancies thereon, to change any member thereof (other than the Moderator and Moderator Elect),
604 and to change the functions or terminate the existence thereof subject to governing statutes.

605
606 2. Power of the Executive Committee. During the intervals between meetings of the
607 Executive Board, and subject to such limitations as may be required by law, these Bylaws, or by
608 resolution of the Executive Board, from time to time, the Executive Committee shall have and may
609 exercise all authority of the Executive Board in the management of Mennonite Church USA except
610 for those matters described in Article VI 1(l) and (m), Article XI, and hiring and terminating the
611 Executive Director. The Executive Committee may also from time to time formulate and
612 recommend to the Executive Board and/or the Delegate Assembly for approval general policies
613 regarding the management and the affairs of Mennonite Church USA, including the procedures and
614 policies relative to meetings of the Delegate Assembly.

615
616 3. Meetings. Meetings of the Executive Committee may be held at any time, place and
617 upon such notice as may be from time to time determined by the Executive Committee. The
618 Executive committee shall meet at least three (3) times a year except as the Executive Committee
619 may decide any such meeting is unnecessary. The Executive Committee shall also meet upon call
620 by the Moderator, Moderator Elect, or the Executive Director as provided herein.

621
622 4. Waiver of Notice. Notice of any meeting of the Executive Committee may be waived
623 in writing either before or after the meeting or by attendance in person.

624
625 5. Quorum. A majority of the Executive Committee shall be necessary to constitute a
626 quorum for the transaction of business at any properly called meeting of the Executive Committee.

627
628 6. Proxy. Voting by proxy shall not be permitted.

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

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

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

645 ARTICLE VIII

646 OFFICERS AND COMMITTEES

647
648
649
650 1. Officers of Mennonite Church USA. The officers of Mennonite Church USA shall
651 consist of a Moderator, Moderator Elect, Secretary, Treasurer, and the Executive Director, and
652 such other officers as the Executive Board may determine from time to time.

653
654 a. The Moderator shall serve as the Chairperson of the Executive Board and shall
655 preside at all meetings of the Executive Board and of the Delegate Assembly.

656
657 b. The Moderator Elect shall serve as the Vice Chairperson and shall serve in the
658 Moderator's place on request or in the absence or disability of the Moderator and shall also serve
659 as the chair of the Constituency Leaders Council.

660
661 c. The Secretary and Treasurer shall be selected biennially by the Executive Board.
662 Their duties shall include those duties provided in these Bylaws, those duties which usually pertain
663 to said respective officers, and those duties which are specifically assigned by the Executive Board
664 from time to time. Any duties specifically assigned by the Executive Board are subject to
665 limitations imposed by the Executive Board. Unless otherwise determined by the Executive Board,
666 the Secretary's duties shall include recording the minutes of the Delegate Assembly, the Executive
667 Board, and the Executive Committee. The Secretary and Treasurer may be removed by the
668 Executive Board at any time, with or without cause. Unless otherwise provided herein, the
669 Secretary and Treasurer will serve for a term of two (2) years and until their successors are elected
670 and shall qualify, unless removed earlier by the Executive Board. In the case of any vacancy in the
671 office of Secretary or Treasurer, the vacancy shall be filled by the Executive Board unless
672 otherwise provided in these Bylaws. No two offices shall be held by the same person at the same
673 time.
674

675 2. Executive Director.

676
677 a. The Executive Board shall select and employ an Executive Director as a primary
678 administrative officer who shall be its principal agent in the management of Mennonite Church
679 USA. The Executive Director shall have such qualifications and such general and specific duties
680 as the Executive Board shall assign to the Executive Director from time to time.

681
682 b. The Executive Director shall conduct the administrative affairs of the Executive
683 Board, serve as an officer, and supervise employees of Mennonite Church USA. The Executive
684 Director shall provide oversight for the various offices of the Executive Board which may be
685 established from time to time to carry out the work of Mennonite Church USA.

686
687 c. The Executive Director may give notice of any meeting, either of the Delegate
688 Assembly or the Board, when called in accordance with the provisions of these Bylaws, and shall
689 also perform such duties as are customary incident to the office of chief administrative officer and
690 such other duties as shall be directed by the Executive Board.

691
692 3. Associate Executive Directors. The Executive Board appointed Associate Executive
693 Directors, if any, shall perform in the order established by the Executive Board, the duties of the
694 Executive Director in the case of death, absence, or inability of the Executive Director to act for
695 any cause. The Associate Executive Directors shall further carry out those duties and
696 responsibilities specifically assigned to them by the Executive Board and/or the Executive
697 Director.

698
699 4. Administrative Assistance. Administrative duties consistent with responsibilities of the
700 office may be delegated by the Secretary and the Treasurer to the Executive Director or to various
701 personnel hired by Mennonite Church USA.

702
703 5. Committees. In addition to the Executive Committee, and the Leadership Discernment
704 Committee, the Executive Board may from time to time appoint such standing and special
705 committees as may be necessary and advisable to carry out the work of the administration of
706 Mennonite Church USA.

707
708 6. Signature of Documents. For legal purposes, either the Moderator or the Executive
709 Director of Mennonite Church USA may sign documents requiring an official signature on behalf
710 of Mennonite Church USA, unless otherwise directed by the Executive Board.

711
712
713 **ARTICLE IX**

714
715 **CONSTITUENCY LEADERS COUNCIL**

716
717 1. Constituency Leaders Council. A Constituency Leaders Council shall be organized to
718 serve the Mennonite Church USA as follows:

719
720 a. Serve as a council of denominational “elders”, discerning and advising the
721 Executive Board, the Delegate Assembly, and the Mennonite Church USA on issues confronting
722 each of them relative to faith and life.

723
724 b. Engage and promote dialogue between area conferences, recognized
725 constituency groups, and program agencies.

- 726
727 c. Voice collective aspirations and concerns to denominational leadership.
728
729 d. Provide opportunity for communication between and among program leaders.
730
731 e. Provide counsel to the Executive Board on the admission to or termination of an
732 area conference member of Mennonite Church USA.
733

734 2. Membership. The membership of the Constituency Leaders Council shall be comprised
735 as follows:
736

737 a. Up to three (3) representatives appointed by each area conference. Where
738 possible one of these representatives should be an area conference minister. Representatives
739 should be selected to encourage gender/age/racial/ethnic balance.
740

741 b. Two (2) representatives appointed by each of the recognized constituency
742 groups of Mennonite Church USA, as determined by the Executive Board from time to time.
743

744 c. Each designee by an area conference or associate group shall continue in such
745 role at the pleasure of the appointing body.
746

747 d. All designees to the Constituency Leaders Council shall be members in good
748 standing of a member congregation of Mennonite Church USA.
749

750 e. The Executive Board may, in its discretion, identify new constituency groups
751 and determine the number of representatives therefrom to the Constituency Leaders Council.
752

753 3. Staff and Leadership.
754

755 a. The Moderator Elect of the Mennonite Church USA shall preside at all meetings
756 of the Constituency Leaders Council; provided, that if the Moderator Elect is unavailable then the
757 leadership shall be provided by such other person as the Constituency Leaders Council may
758 determine from time to time.
759

760 b. The Chief Administrative Officer shall be the Executive Director, or designee of
761 the same. The Executive Director shall further see that such additional staff as is required by the
762 Constituency Leaders Council is made available to it. Representatives from churchwide program
763 agencies are normally invited as guests to participate in the meetings of the Constituency Leaders
764 Council.
765

766 4. Meetings.
767

768 a. Regular meetings of the Constituency Leaders Council shall be held at least
769 once a year and/or at such other times as determined by the Constituency Leaders Council.
770

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

777 **ARTICLE X**

778 **CHURCHWIDE PROGRAM AGENCIES AND OTHER ENTITIES**

779
780
781 Various churchwide program agencies and other designated entities shall assist the
782 Executive Board in providing leadership and resources for carrying out the purposes of Mennonite
783 Church USA. As of the effective date of these Bylaws, the churchwide program agencies and other
784 churchwide program entities of Mennonite Church USA are as identified in this article.
785

786 1. Role. The task of the churchwide program agencies and other designated entities is to
787 arrange for the delivery of programs and services that carry out specific churchwide goals. They
788 cooperate and network with other parts of the church around common goals. To facilitate this, the
789 agency chairpersons and the agency executive directors meet as necessary in a Governance
790 Council, chaired by the Moderator, with the Executive Director of Mennonite Church USA, to
791 coordinate their work under the leadership of the Executive Board.
792

793 2. Governance. A board of directors governs each churchwide program agency and each
794 other designated entity. Board members, with accountability to their appointing/electing bodies,
795 are not expected to be representatives of specific constituencies, but are to act in the best interests
796 of Mennonite Church USA as a whole.
797

798 3. Churchwide Program Agencies.

799
800 a. Mennonite Publishing Agency. There shall be a Mennonite Publishing Agency,
801 known as Mennonite Publishing Network, responsible to both the Executive Board of Mennonite
802 Church USA and the General Board of Mennonite Church Canada through the combined Executive
803 Committees of those two bodies. Its purpose is to publish and distribute Christian literature
804 through the operation of publishing enterprises, bookstores, or otherwise in the United States,
805 Canada and abroad.
806

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

810 (1) developing and maintaining the vision for Anabaptist-Mennonite
811 education and advocating for this vision in church and school;
812

813 (2) discerning the educational needs of the church and developing
814 schools and programs which best meet these needs;
815

816 (3) facilitating cooperation, collaboration, and coordination among
817 Mennonite Church USA educational institutions and between these institutions and other church
818 programs; and
819

820 (4) providing services in support of the missions of the educational
821 institutions, and providing for the establishment and maintenance of accountability and support
822 relationships between the schools and the church.
823

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

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

- 832
833 (2) provide vision, skills, and resources for cultivating and starting
834 missional congregations;
835
836 (3) call, train, and mobilize leadership for mission;
837
838 (4) offer motivation, inspiration, information, theological reflection, and
839 formation for mission; and
840
841 (5) generate and distribute financial resources for mission.
842

843 d. Mennonite Stewardship Agency. There shall be a Mennonite Stewardship
844 Agency, known as Mennonite Mutual Aid (MMA), responsible to the Executive Board to carry out
845 the core value of stewardship on behalf of Mennonite Church USA. MMA is accountable to the
846 Executive Board to lead members of Mennonite Church USA toward greater practice of biblical
847 principles of holistic stewardship. It carries out this responsibility by providing programs to assist
848 members in the stewardship of money, health, time, and talents. These will include various
849 educational services, insurance, financial, and charitable programs, and additional stewardship and
850 mutual aid programs and services to be developed in the future.
851

852 e. Additional Churchwide Program Agencies. Additional churchwide program
853 agencies shall be established as the Executive Board determines from time to time and on such
854 terms and conditions as the Executive Board determines.
855

856 4. Other Churchwide Program Entities.

857

858 a. The Mennonite. There shall be a self-supporting entity that produces a
859 denominational magazine (dba The Mennonite, Inc.). Its board of directors shall be responsible to
860 the Executive Board. Its mission is to help readers glorify God, grow in faith and become agents of
861 healing and hope in our world. Its goals are to provide a forum for the voices within the
862 denomination, to promote the ministries of, and to support identity-building for Mennonite Church
863 USA, and to offer an editorial voice distinctive from but collaborative with other leadership voices
864 within Mennonite Church USA.
865

866 b. Additional Churchwide Program Entities. Additional churchwide program
867 entities shall be established as the Executive Board determines from time to time and on such terms
868 and conditions as the Executive Board determines.
869

870 5. Requirements for Board Membership.

871

872 a. Common requirements for the board of directors of each churchwide program
873 agency or other designated entity include:

874 (1) Issues of balance (gender, racial/ethnic, expertise) will be respected
875 to the extent feasible in the composition of each board.
876

877 (2) Each board member shall be elected or appointed for a term of four
878 years, except where two years is needed to establish an initial stagger, and may serve a maximum
879 of three full consecutive terms. Approximately half of the elected members and half of the
880 appointed members shall be chosen every two years.
881

882 (3) All board members shall be members in good standing of a member
883 congregation of Mennonite Church USA except in cases where board members represent other
884 participating denominations named in bylaws.
885

886 b. The size and selection of the board of the Mennonite Publishing Agency
887 (Mennonite Publishing Network) shall be as follows:

888 (1) The size of the board shall be between eight and eleven members,
889 with the initial number of members being eight. Expansion in the number of members
890 subsequently will be by action of the board of the Agency.

891
892 (2) Three members shall be elected by the Mennonite Church USA
893 Delegate Assembly.

894
895 (3) Two members shall be appointed by the Executive Board of
896 Mennonite Church USA or its designee.

897
898 (4) Three members shall be appointed by the General Board of
899 Mennonite Church Canada, or its designee.

900
901 (5) All of the above appointments shall be made after consultation with
902 the board of directors and the executive officer of the Mennonite Publishing Agency.

903
904 (6) Up to three additional members may be selected by the members of
905 the board of the Mennonite Publishing Agency, subject to confirmation by the Executive Board.

906
907 c. The size and selection of the board of the Mennonite Education Agency shall be
908 as follows:

909 (1) The size of the board shall be between eleven and thirteen members,
910 with the initial number of members being eleven. Expansion in the number of members
911 subsequently will be by action of the board of the Agency.

912
913 (2) Six members shall be elected by the Delegate Assembly.

914
915 (3) Five members shall be appointed by the Executive Board after
916 consultation with the board of directors and the executive officer of the Education Agency.

917
918 (4) Up to two additional members may be selected by the elected and
919 appointed members of the Mennonite Education Agency, subject to confirmation by the Executive
920 Board.

921
922 d. The size and selection of the board of the Mennonite Mission Agency shall be as
923 follows:

924 (1) The size of the board shall be between thirteen and fifteen members,
925 with the initial number of members being thirteen. Expansion in the number of members
926 subsequently will be by action of the board of the Agency.

927
928 (2) Seven members shall be elected by the Delegate Assembly.

929
930 (3) Six members shall be appointed by the Executive Board after
931 consultation with the board of directors and the executive officer of the Mission Agency.

932
933 (4) Up to two additional members may be selected by the elected and
934 appointed members of the Mennonite Mission Agency, subject to confirmation by the Executive
935 Board.

936
937 e. The size and selection of the board of the Mennonite Stewardship Agency
(Mennonite Mutual Aid) shall be as follows:

938 (1) The size of the board shall be between twelve and fifteen members,
939 with the initial number of members being fifteen.

940
941 (2) Four members shall be elected by the Delegate Assembly.
942
943 (3) Three members shall be elected or appointed by other
944 Mennonite/Anabaptist denominations participating in the Mennonite Mutual Aid programs.
945
946 (4) Five additional members shall be appointed by the seven elected
947 members, subject to confirmation by the Executive Board. The selection process shall assure that
948 members of Mennonite Church USA constitute a majority of the full board.
949
950 (5) Up to three additional members may be selected by the elected and
951 appointed members of the board subject to confirmation by the Executive Board.
952
953 f. The size and the selection of the board of The Mennonite, Inc., shall be as
954 follows:
955 (1) The size of the board shall be seven or eight members.
956
957 (2) Three members shall be elected by the Delegate Assembly.
958
959 (3) Three members shall be appointed by the Executive Board after
960 consultation with the board of directors and the executive officer of the denominational magazine.
961
962 (4) One or two additional members may be selected by the elected and
963 appointed members of the board of The Mennonite, Inc., subject to confirmation by the Executive
964 Board.
965
966 g. The memberships of the boards of such other churchwide program agencies or
967 other entities as the Executive Board may authorize or create shall be determined by the Executive
968 Board from time to time.
969
970 6. Procedures.
971
972 a. The boards of churchwide program agencies or other entities may be
973 incorporated, unless otherwise approved by the Executive Board. Incorporated boards shall
974 operate under their own articles and bylaws, subject to the qualifications set forth in this article.
975 All articles and bylaws, including amendments, are subject to approval by the Executive Board.
976
977 b. Each board shall meet regularly as a committee of the whole.
978
979 c. Each board shall employ an executive officer subject to policies approved by the
980 Executive Board. Further, any such executive officer shall be approved by the Executive Board
981 before being so appointed and may be removed by the board at any time, with or without cause,
982 upon the approval of the Executive Board.
983
984 d. Each board shall elect in addition to the executive officer appropriate officers in
985 line with its bylaws, where the same exist. Any such additional officers are subject to removal,
986 with or without cause, by the board. However, the Chairperson may be removed, with or without
987 cause, by the Executive Board.
988
989 e. Any board member appointed or elected by the Executive Board or the Delegate
990 Assembly may be removed, with or without cause, by the Executive Board. Any board member
991 selected by the elected and appointed members of the board and confirmed by the Executive Board,
992 may be removed, with or without cause, by the board, upon the approval of the Executive Board.
993

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

997
998 g. Unincorporated boards shall operate in accordance with directives and charters
999 as approved by the Executive Board and which may be amended from time to time by the
1000 unincorporated program agency or other entity board, subject to approval by the Executive Board.

1001
1002
1003
1004 **ARTICLE XI**

1005
1006 **AMENDMENTS**

1007
1008 1. These Bylaws may be amended by a two-thirds majority vote of delegates voting at any
1009 regular or special session of the Delegate Assembly, upon prior recommendation by a two-thirds
1010 vote of the Executive Board, provided a notice setting forth the substance of such amendment has
1011 been given in writing to all delegates two months in advance.

1012
1013 2. These Bylaws may be amended at any regular session of the Delegate Assembly without
1014 prior notice by unanimous vote of delegates present.