

Bylaws for Mennonite Church USA

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

3
4 **ARTICLE I**

5
6 **GENERAL**

7
8 1. Name. The name of this organization is MENNONITE CHURCH USA, Inc. which is
9 commonly known as Mennonite Church USA.

10
11 2. Scope. This organization is established with particular reference to the area conferences
12 of Mennonite Church USA (and their congregations, associate groups, and member organizations)
13 in the United States.

14
15 3. Seal. Mennonite Church USA may have a seal which shall have impressed upon it the
16 name "Mennonite Church USA" and the word "Seal" in the middle thereof; provided, however, that
17 no seal shall be necessary to bind Mennonite Church USA or for any other purpose with respect to
18 documents executed by or on behalf of Mennonite Church USA.

19
20 4. Fiscal Year. The fiscal year of Mennonite Church USA shall begin at the beginning of
21 the first day of August and end at the close of the last day of July next succeeding.

22
23 **ARTICLE II**

24
25 **PURPOSE**

26
27 1. Purpose. The purpose of Mennonite Church USA is to participate fully in God's work of
28 setting things right in a broken world, redeeming and restoring all things in Christ to God's intended
29 design as we live into God's new future that has already begun. Joining in God's activity in the
30 world, we develop and nurture missional Mennonite congregations of many cultures. The mission of
31 Mennonite Church USA is to share with others the gift of God's love through our worship, witness
32 and life together. To this end, we claim Jesus as the center of our faith, community as the center of
33 our lives and reconciliation as the center of our work.

34
35 The role of Mennonite Church USA is to:

36
37 a. Share the good news of Jesus Christ through word and deed, calling people to
38 salvation in Christ, and to form Christian communities of love and service to others.

39
40 b. Establish, teach and promote the core values and beliefs of the church based on
41 scripture as expressed in the Confession of Faith in a Mennonite Perspective, as updated from time
42 to time.

43
44 c. Tell the story of God's faithfulness in our journey as an Anabaptist people.

45
46 d. Encourage and enable congregations to actively engage in God's mission in the
47 world.

48
49 e. Confront forces of the world which work against God's intent for all creation.

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

65 ARTICLE III

66 CONGREGATIONS

67
68
69 1. Basic Unit. The local congregation is the basic organizational unit of area conference
70 members of Mennonite Church USA. The congregation is God’s people with a common confession
71 of Christ uniting in worship, nurture, fellowship, proclamation, service, discernment, reconciliation,
72 and mutual care and discipline. It is a local group of believers whose commitment to Christ and to
73 each other and whose proximity to each other make it possible to experience these activities on a
74 regular and continuing basis.
75

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

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

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

97 a. Congregations may hold membership in only one area conference of Mennonite
98 Church USA. However, in those situations where a congregation at the time of adoption of these
99 Bylaws is already a member of two or more area conferences, such multiple area conference
100 membership may be retained as long as agreeable to the area conferences and the congregation.
101

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

105
106 c. The congregation shall relate to the Delegate Assembly directly through
107 delegates, and through the area conference with which it affiliates.

108
109 4. Rights and Privileges. The congregation shall retain or be given certain rights and
110 privileges as a member of the Mennonite Church USA.

111
112 a. The congregation shall have the authority to determine the criteria and the
113 responsibility to implement the process for membership of persons joining their congregation, and
114 which shall be done in consultation with their area conference and in consideration of expectations
115 for membership in Mennonite Church USA.

116
117 b. The congregation shall retain the right to manage its own affairs, including but
118 not limited to its organization, personnel, program and management of property.

119
120 c. The congregation shall retain the privilege of withdrawing from an area
121 conference, and in so doing from Mennonite Church USA.

122
123 d. Through its representatives (delegates) to the Delegate Assembly, the
124 congregation shall participate in the planning and decision making of the larger body.

125
126 e. A congregation shall have no rights to any property of an area conference, or
127 Mennonite Church USA, by virtue of its membership in either an area conference or Mennonite
128 Church USA.

129
130 5. Duties. As a member of the Mennonite Church USA, the congregation shall have a
131 responsibility to be loyal to and support the work of the church. Specifically:

132
133 a. Each congregation is expected to send delegate(s) to every session of the Delegate
134 Assembly and shall actively seek to further the interests of the church during and between sessions.

135
136 b. Each congregation shall, insofar as it is possible, call ministers that are certified
137 or registered by a member area conference of Mennonite Church USA under the provisions and
138 procedures defined by its own area conference.

139
140 c. Each congregation shall make provisions to contribute financially to the work of
141 the church. The congregation retains the right to determine the method of its support and the
142 designation of its contributions.

143
144 d. Each congregation is to take seriously the need to be in open dialogue with
145 members and leaders of Mennonite Church USA, to share concerns with the church and to receive
146 representatives that come to share the programs and the perspectives of the church. If there is serious
147 disagreement, either party may initiate discussion to seek a resolution.

148
149 6. Membership Procedures. Membership procedures, withdrawal procedures, dismissal
150 provisions, and other matters involving the membership of a congregation in an area conference shall
151 be governed by requirements of the particular area conference.

153
154 **ARTICLE IV**

155
156 **AREA CONFERENCES**

157
158 1. Area Conferences. The area conference is the basic membership unit of Mennonite
159 Church USA, and through which the member congregations of the area conference also are members
160 of Mennonite Church USA. The area conference is an affiliation of congregations that join together
161 in common life and mission. In coming together, congregations recognize their interdependence and
162 their need for mutual exhortation and admonition, and their strength to fulfill the church's mission
163 in the world. The area conference should function in the following ways:

164
165 a. Provide oversight and resources to help create and maintain healthy
166 congregations.

167
168 b. Provide for discernment, mutual accountability, and consultation among
169 congregations on issues of faith and life.

170
171 c. Provide programs and leadership for lay and pastoral programs, cooperation for
172 mission and witness, to include church planting, and for the peaceful resolution of conflicts.

173
174 d. Provide strong ministerial leadership through encouragement, support,
175 accountability and credentialing by area conferences, including validating, recording, and
176 transferring ministerial credentials.

177
178 e. Provide programs, guidelines and services to assist with ministerial placement
179 which matches the needs of congregations with gifts of pastors.

180
181 f. Provide regular assemblies for effective involvement of all congregations in
182 determining priorities and goals for their life and faith, nurture and mission, and to strengthen
183 relationships between and among congregations, the area conference, and the denomination.

184
185 g. Appoint delegates to the Delegate Assembly and to the Constituency Leaders
186 Council to provide a link of communication for matters of mutual concern and for effective church
187 wide decision making.

188
189 2. Rights and Privileges. Each area conference shall retain or be given certain rights and
190 privileges as a member of the Mennonite Church USA.

191
192 a. Each area conference shall have the authority to determine the criteria and
193 responsibility to implement the process for membership of congregations within their area
194 conference, including procedures for withdrawal and dismissal.

195
196 b. Each area conference shall retain the right of final decision to manage its own
197 affairs of its organization, personnel, program and management of property.

198
199 c. Each area conference shall retain the privilege of withdrawing from the
200 Mennonite Church USA, and in so doing shall withdraw all of its member congregations from
201 Mennonite Church USA, provided that a withdrawing area conference shall discharge its financial
202 commitments to Mennonite Church USA as part of such withdrawal.
203

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

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

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

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

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

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

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

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

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

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

241 h. Area conferences should strive to work in harmony and cooperation with the total
242 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 area
256 conferences involved may work with the Mennonite Church USA Executive Board, which shall
257 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 to
261 the Executive Director of Mennonite Church USA along with continuously updating the record for
262 changes. With respect to any notice given or action taken, Mennonite Church USA may rely upon
263 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 action,
267 and following counsel by the Constituency Leaders Council to the Executive Board, the Executive
268 Board must recommend the action of admission or termination to the Delegate Assembly and written
269 notice of the recommendation must be given to the members six (6) months in advance of the meeting
270 of the Delegate Assembly. Any action of admission or termination must be approved by two-thirds
271 majority vote of those delegates present and eligible to vote at the Delegate Assembly.
272

273 ARTICLE V

274 DELEGATE ASSEMBLY

275
276
277
278 1. A Delegate Assembly shall be constituted as a denominational body representative of the
279 constituency through area conference and congregational delegations. The Delegate Assembly, as a
280 representative of the church, shall function in the following ways:

281
282 a. Provide opportunity to assemble for worship, fellowship, prophecy, acquaintance,
283 and understanding, and to deepen Christian commitment.
284

285 b. Discuss and decide major issues of policy for the national conference and discern
286 the voice and the Spirit in the midst of the Delegate Assembly.
287

288 c. Provide opportunity to speak to the establishment of general policies and the
289 development of programs to carry out those policies.
290

291 d. Receive reports from the Executive Board, its committees, program boards, and
292 councils. Reports shall be presented in writing and shall include financial accounting.
293

294 e. Review current programs and act on program priorities as presented by the
295 Executive Board.
296

297 f. Elect the following:

298
299 (1) Moderator, if the position is vacant, and a Moderator Elect.
300

301 (2) Four members of the Leadership Discernment Committee as
302 nominated by the Constituency Leaders Council.
303

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

306
307 (4) Executive Board members to fill new terms and vacancies.
308

309 2. The membership of the Delegate Assembly shall be chosen as follows:
310

311 a. Each congregation of the Mennonite Church USA is eligible to send one (1)
312 delegate for each one hundred (100) congregational members, or fraction thereof.
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.
316

317 c. Each Racial/Ethnic group which has been officially recognized by the Executive
318 Board, may send three (3) delegates plus one (1) delegate for each one thousand (1,000) members of
319 such recognized Racial/Ethnic group.
320

321 d. Each member of the Executive Board is automatically a delegate.
322

323 e. Each appointing body may appoint one (1) alternate delegate for each five (5)
324 delegates, or fraction thereof. Alternates shall be listed in order of preference, and shall be
325 recognized by the Delegate Assembly in the place of official delegates unable to attend. Alternates
326 shall receive the same mailings and materials as official delegates.
327

328 f. Subject to the limitations contained herein, each appointing body shall itself
329 determine the criteria and term of its delegate(s), by what method its delegates are selected and
330 whether and how it wishes to achieve continuity through its delegates. Each area conference delegate
331 to the Delegate Assembly shall be a member of a congregation in that area conference. All delegates
332 shall be members of congregations which are members (through area conferences) of Mennonite
333 Church USA.
334

335 g. Member area conferences shall be responsible to notify the denominational
336 offices of the identity of area conference delegates.
337

338 3. Officers. The officers of the Delegate Assembly and their duties shall be:
339

340 a. The Moderator shall preside at all sessions of the Delegate Assembly and shall
341 give leadership to the interests and spiritual welfare of the Delegate Assembly and serve as its official
342 representative. The term of office shall be two (2) years.
343

344 b. A Moderator Elect shall be elected every two (2) years and after serving a two-
345 year term shall succeed to the office of Moderator for a two-year term. At the request of the
346 Moderator, or in case of the absence or disability of the Moderator, the Moderator Elect shall exercise
347 all rights and duties of the Moderator.
348

349 c. The term of office of the Moderator and Moderator Elect begin with the close of
350 the biennial meeting of the Delegate Assembly.
351

352 4. Meetings.
353

354 a. The Delegate Assembly shall meet every two (2) years in regular session.
355

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

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

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

367
368 5. Decision Making.

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

372
373 b. Each Assembly delegate shall be eligible to cast one vote. There is no provision
374 for proxy voting.

375
376 c. A majority of votes cast shall determine any matter, except when the Assembly
377 agrees otherwise or when otherwise provided in these Bylaws.

378
379 d. A quorum for conducting official business of the Assembly shall be those
380 delegates to the Assembly who appear for any duly called meeting.

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

385
386 a. Leadership Discernment Committee.

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

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

399
400 (3) Procedure. The committee shall be responsible for the following in
401 carrying out its duties:

402
403 (a) To exercise judgment in choosing nominees whose spiritual
404 qualifications, experience, and competence fit them for the position for which they are being named.
405

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

408
409 (c) To make available a description of each nominee's experience,
410 background, training, and present involvement so that the Assembly is adequately informed and
411 acquainted with all nominees.

412
413 (d) To secure from each nominee a commitment to take the
414 assignment seriously, if elected.

415
416 (e) To emphasize the finding of new leaders, with careful attention
417 to broadening participation in church leadership.

418
419 (f) To develop appropriate lists of potential nominees by soliciting
420 from each area conference and associate group a full slate of suggestions. Suggestions shall also be
421 sought and welcomed from the churchwide program agencies, committees, and constituency.

422
423 (4) In developing nominees for elected and appointed positions, the
424 committee shall operate on the following assumptions to the extent reasonably attainable and
425 appropriate in their judgment:

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

427
428 (b) 20/80 people of color to Anglo/European.

429
430
431 **ARTICLE VI**

432
433 **EXECUTIVE BOARD**

434
435 1. Executive Board. An Executive Board shall be organized to give leadership and to act
436 on behalf of the denomination when the Delegate Assembly is not in session. Executive Board
437 members, with accountability to their appointing/electing bodies, are not expected to be
438 representatives of specific constituencies, but are to act in the best interests of Mennonite Church
439 USA as a whole. The Executive Board shall function as follows:

440
441 a. Serve as the Board of Directors of Mennonite Church USA, as chartered by the
442 State of Indiana, and exercise full legal responsibility for Mennonite Church USA.

443
444 b. Provide leadership and spiritual oversight in articulating the vision of Mennonite
445 Church USA.

446
447 c. Review for coordination purposes the activities of the churchwide program
448 agencies and committees, including program priorities, annual budgets, fundraising procedures, and
449 major innovations and modifications of church programs.

450
451 d. Ensure a safety net for small area conferences and Mennonite Church USA related
452 entities.

453
454 e. Maintain and promote communication channels between and with area
455 conferences, congregations, and other denominations.

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

508
509 c. All Executive Board members shall be members in good standing of a member
510 congregation of the Mennonite Church USA.

511
512 3. Meetings.

513
514 a. Regular meetings of the Board shall be held at least three times a year and/or at
515 such times as determined by the Board.

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

522
523 c. A majority of the members of the Board shall be necessary to constitute a quorum
524 for the transaction of business.

525
526 d. A majority vote or a declared consensus of the members present at a meeting of
527 which a quorum is present shall be required to transact official business.

528
529 e. Voting by proxy shall not be permitted.

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

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

544
545 6. Appointments. The Executive Board is responsible for the following appointments:

546 a. The Executive Director.
547 b. Board members for the various program agencies as identified in Article X.
548 c. Four members of the Leadership Discernment Committee.
549 d. Additional appointments as needed from time to time to provide for various
550 projects, committees, offices, and boards to carry out the work of Mennonite Church USA.

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

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

559
560 **ARTICLE VII**

561
562 **EXECUTIVE COMMITTEE**

563
564 1. Executive Committee. The Executive Board shall have an Executive Committee which
565 shall consist of the Moderator, Moderator Elect, Secretary, and such other members as determined
566 by the Executive Board from time to time. The delegation of authority herein granted shall not
567 operate to relieve the Executive Board, or any member thereof, of any responsibility imposed on it
568 or such member by law. The Executive Board shall have the power at any time to increase or
569 decrease the number of members of the Executive Committee, to fill vacancies thereon, to change
570 any member thereof (other than the Moderator and Moderator Elect), and to change the functions or
571 terminate the existence thereof subject to governing statutes.

572
573 2. Power of the Executive Committee. During the intervals between meetings of the
574 Executive Board, and subject to such limitations as may be required by law, these Bylaws, or by
575 resolution of the Executive Board, from time to time, the Executive Committee shall have and may
576 exercise all authority of the Executive Board in the management of Mennonite Church USA except
577 for those matters described in Article VI 1(l) and (m), Article XI, and hiring and terminating the
578 Executive Director. The Executive Committee may also from time to time formulate and recommend
579 to the Executive Board and/or the Delegate Assembly for approval general policies regarding the
580 management and the affairs of Mennonite Church USA, including the procedures and policies
581 relative to meetings of the Delegate Assembly.

582
583 3. Meetings. Meetings of the Executive Committee may be held at any time, place and upon
584 such notice as may be from time to time determined by the Executive Committee. The Executive
585 Committee shall meet at least three (3) times a year except as the Executive Committee may decide
586 any such meeting is unnecessary. The Executive Committee shall also meet upon call by the
587 Moderator, Moderator Elect, or the Executive Director as provided herein.

588
589 4. Waiver of Notice. Notice of any meeting of the Executive Committee may be waived in
590 writing either before or after the meeting or by attendance in person.

591
592 5. Quorum. A majority of the Executive Committee shall be necessary to constitute a
593 quorum for the transaction of business at any properly called meeting of the Executive Committee.

594
595 6. Proxy. Voting by proxy shall not be permitted.

596
597 7. Action Without Meeting. Any action required or permitted to be taken at any meeting of
598 the Executive Committee may be taken without a meeting if prior to such action a written consent to
599 such action is indicated via electronic means by all members of the Executive Committee and such
600 written consent is filed with the minutes of the proceedings of the Executive Committee. To the
601 extent permitted by law, a written consent shall be deemed to exist when the E-mail address from
602 which the affirmative response is E-mailed corresponds to the address registered for the Board
603 member who is making the response. Written copies of such E-mail responses shall be filed with
604 the minutes of the proceedings of the Executive Committee.

605
606 8. Conference Call Meetings. Any or all members of the Executive Committee may
607 participate in a meeting of the Executive Committee by means of a conference telephone or similar
608 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.

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

613
614
615 **ARTICLE VIII**

616
617 **OFFICERS AND COMMITTEES**

618
619 1. Officers of Mennonite Church USA. The officers of Mennonite Church USA shall
620 consist of a Moderator, Moderator Elect, Secretary, Treasurer, and the Executive Director, and such
621 other officers as the Executive Board may determine from time to time.

622
623 a. The Moderator shall serve as the Chairperson of the Executive Board and shall
624 preside at all meetings of the Executive Board and of the Delegate Assembly.

625
626 b. The Moderator Elect shall serve as the Vice Chairperson and shall serve in the
627 Moderator's place on request or in the absence or disability of the Moderator and shall also serve as
628 the chair of the Constituency Leaders Council.

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

642
643 2. Executive Director.

644
645 a. The Executive Board shall select and employ an Executive Director as a primary
646 administrative officer who shall be its principal agent in the management of Mennonite Church USA.
647 The Executive Director shall have such qualifications and such general and specific duties as the
648 Executive Board shall assign to the Executive Director from time to time.

649
650 b. The Executive Director shall conduct the administrative affairs of the Executive
651 Board, serve as an officer, and supervise employees of Mennonite Church USA. The Executive
652 Director shall provide oversight for the various offices of the Executive Board which may be
653 established from time to time to carry out the work of Mennonite Church USA.

654
655 c. The Executive Director may give notice of any meeting, either of the Delegate
656 Assembly or the Board, when called in accordance with the provisions of these Bylaws, and shall
657 also perform such duties as are customary incident to the office of chief administrative officer and
658 such other duties as shall be directed by the Executive Board.

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

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

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

674
675 6. Signature of Documents. For legal purposes, either the Moderator or the Executive
676 Director of Mennonite Church USA may sign documents requiring an official signature on behalf of
677 Mennonite Church USA, unless otherwise directed by the Executive Board.

678 679 680 **ARTICLE IX**

681 682 **CONSTITUENCY LEADERS COUNCIL**

683
684 1. Constituency Leaders Council. A Constituency Leaders Council shall be organized to
685 serve the Mennonite Church USA as follows:

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

690
691 b. Engage and promote dialogue between area conferences, recognized constituency
692 groups, and program agencies.

693
694 c. Voice collective aspirations and concerns to denominational leadership.

695
696 d. Provide opportunity for communication between and among program leaders.

697
698 e. Provide counsel to the Executive Board on the admission to or termination of an
699 area conference member of Mennonite Church USA.

700
701 2. Membership. The membership of the Constituency Leaders Council shall be comprised
702 as follows:

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

707
708 b. Two (2) representatives appointed by each of the recognized constituency groups
709 of Mennonite Church USA, as determined by the Executive Board from time to time.

710

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

713
714 d. All designees to the Constituency Leaders Council shall be members in good
715 standing of a member congregation of Mennonite Church USA.

716
717 e. The Executive Board may, in its discretion, identify new constituency groups and
718 determine the number of representatives therefrom to the Constituency Leaders Council.

719
720 3. Staff and Leadership.

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

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

732
733 4. Meetings.

734
735 a. Regular meetings of the Constituency Leaders Council shall be held at least once
736 a year and/or at such other times as determined by the Constituency Leaders Council.

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

743
744 **ARTICLE X**

745
746 **CHURCHWIDE PROGRAM AGENCIES AND OTHER ENTITIES**

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

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

759
760 2. Governance. A board of directors governs each churchwide program agency and each
761 other designated entity. Board members, with accountability to their appointing/electing bodies, are

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

764

765 3. Churchwide Program Agencies.

766

767 a. Mennonite Publishing Agency. There shall be a Mennonite Publishing Agency,
768 known as MennoMedia, responsible to both the Executive Board of Mennonite Church USA and the
769 General Board of Mennonite Church Canada through the combined Executive Committees of those
770 two bodies. Its purpose is to produce faith-based print, video, radio and web materials in the United
771 States, Canada, and abroad.

772

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

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

778

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

781

782 (3) facilitating cooperation, collaboration, and coordination among
783 Mennonite Church USA educational institutions and between these institutions and other church
784 programs; and

785

786 (4) providing services in support of the missions of the educational
787 institutions, and providing for the establishment and maintenance of accountability and support
788 relationships between the schools and the church.

789

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

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

797

798 (2) provide vision, skills, and resources for cultivating and starting
799 missional congregations;

800

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

802

803 (4) offer motivation, inspiration, information, theological reflection, and
804 formation for mission; and

805

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

807

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

816

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

820
821 (1) to create shared Anabaptist values for, promote a common vision for,
822 develop leaders for, and provide services including sponsorship to, Anabaptist health care and human
823 service institutions and programs;

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

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

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

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

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

837
838 4. Other Churchwide Program Entities.

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

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

852
853 5. Requirements for Board Membership.

854
855 a. Common requirements for the board of directors of each churchwide program
856 agency or other designated entity include:

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

859
860 (2) Each board member shall be elected or appointed for a term of four
861 years, and may serve a maximum of three full consecutive terms. Approximately half of the elected
862 members and half of the appointed members shall be chosen every two years.

863
864 (3) All board members shall be members in good standing of a member
865 congregation of Mennonite Church USA except in cases where board members represent other
866 participating denominations named in bylaws.

867
868 b. The size and selection of the board of the Mennonite Publishing Agency
869 (MennoMedia) shall be as follows:

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

873
874 (2) Three members shall be elected by the Mennonite Church USA
875 Delegate Assembly.

876
877 (3) Two members shall be appointed by the Executive Board of
878 Mennonite Church USA or its designee.

879
880 (4) Three members shall be appointed by the General Board of Mennonite
881 Church Canada, or its designee.

882
883 (5) All of the above appointments shall be made after consultation with
884 the board of directors and the executive officer of the Mennonite Publishing Agency.

885
886 (6) Up to three additional members may be selected by the members of
887 the board of the Mennonite Publishing Agency, subject to confirmation by the Joint Executive
888 Committee of Mennonite Church USA and Mennonite Church Canada.

889
890 c. The size and selection of the board of the Mennonite Education Agency shall be
891 as follows:

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

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

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

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

902
903
904 d. The size and selection of the board of the Mennonite Mission Agency (Mennonite
905 Mission Network) shall be as follows:

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

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

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

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

916
917 e. The size and selection of the board of the Mennonite Stewardship Agency
918 (Everence) shall be as follows:

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

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

923 (3) Three members shall be elected or appointed by other
924 Mennonite/Anabaptist denominations participating in the Everence programs.
925

926 (4) Five additional members shall be appointed by the seven elected
927 members, subject to confirmation by the Executive Board. The selection process shall assure that
928 members of Mennonite Church USA constitute a majority of the full board.
929

930 (5) Up to three additional members may be selected by the elected and
931 appointed members of the board subject to confirmation by the Executive Board.
932

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

935 (1) The size of the board shall be between nine and fourteen members.
936 (2) Six members shall be appointed by the Relating Denominations and of
937 these six, four shall be appointed by the Mennonite Church USA Delegate Assembly, and two shall
938 be appointed by the other Relating Denominations.

939 (3) Six additional members should be elected by vote of the Membership,
940 and must be a chief executive officer or trustee of a Member organization.
941

942 g. The size and the selection of the board of The Mennonite, Inc., shall be as
943 follows:

944 (1) The size of the board shall be seven or eight members.
945

946 (2) Three members shall be elected by the Delegate Assembly.
947

948 (3) Three members shall be appointed by the Executive Board after
949 consultation with the board of directors and the executive officer of the denominational magazine.
950

951 (4) One or two additional members may be selected by the elected and
952 appointed members of the board of The Mennonite, Inc., subject to confirmation by the Executive
953 Board.
954

955 h. The memberships of the boards of such other churchwide program agencies or
956 other entities as the Executive Board may authorize or create shall be determined by the Executive
957 Board from time to time.
958

959 6. Procedures. 960

961 a. The boards of churchwide program agencies or other entities may be incorporated,
962 unless otherwise approved by the Executive Board. Incorporated boards shall operate under their
963 own articles and bylaws, subject to the qualifications set forth in this article. All articles and bylaws,
964 including amendments, are subject to approval by the Executive Board.
965

966 b. Each board shall meet regularly as a committee of the whole.
967

968 c. Each board shall employ an executive officer subject to policies approved by the
969 Executive Board. Further, any such executive officer shall be approved by the Executive Board
970 before being so appointed and may be removed by the board at any time, with or without cause, upon
971 the approval of the Executive Board.
972

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

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

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

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

ARTICLE XI

AMENDMENTS

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

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