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# Bylaws

## Bylaws for Mennonite Church USA

Approved by Nashville Delegates July 2001

*Revised by Atlanta Delegates July 2003*  
*Revised by Charlotte Delegates July 2005*

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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.

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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.

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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**

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**PURPOSE**

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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.

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The role of Mennonite Church USA is to:

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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.

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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.

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

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

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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.

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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.

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56 i. Encourage teamwork and effective partnerships between all parts of the  
57 church.

58 j. Combine resources to do together what we cannot achieve alone.

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60 k. Be antiracist in all areas of church life and program.

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62 **ARTICLE III**

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64 **CONGREGATIONS**

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

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

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

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

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

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

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

110  
111                   d. The congregation shall relate to the Delegate Assembly directly through  
112 delegates, and through the area conference with which it affiliates.

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

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

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

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

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

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

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

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

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

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

149 d. Each congregation is to take seriously the need to be in open dialogue with  
150 members and leaders of Mennonite Church USA, to share concerns with the church and to  
151 receive representatives that come to share the programs and the perspectives of the church.  
152 If there is serious disagreement, either party may initiate discussion to seek a resolution.  
153

154 6. Membership Procedures. Membership procedures, withdrawal procedures, dismissal  
155 provisions, and other matters involving the membership of a congregation in an area conference  
156 shall be governed by requirements of the particular area conference.  
157

## 158 ARTICLE IV

### 159 AREA CONFERENCES

160  
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162  
163 1. Area Conferences. The area conference is the basic membership unit of Mennonite  
164 Church USA, and through which the member congregations of the area conference also are  
165 members of Mennonite Church USA. The area conference is an affiliation of congregations that  
166 join together in common life and mission. In coming together, congregations recognize their  
167 interdependence and their need for mutual exhortation and admonition, and their strength to  
168 fulfill the church's mission in the world. The area conference should function in the following  
169 ways:  
170

171 a. Provide oversight and resources to help create and maintain healthy  
172 congregations.  
173

174 b. Provide for discernment, mutual accountability, and consultation among  
175 congregations on issues of faith and life.  
176

177 c. Provide programs and leadership for lay and pastoral programs, cooperation  
178 for mission and witness, to include church planting, and for the peaceful resolution of conflicts.  
179

180 d. Provide strong ministerial leadership through encouragement,  
181 support, accountability and credentialing by area conferences, including validating, recording, and  
182 transferring ministerial credentials.  
183

184 e. Provide programs, guidelines and services to assist with ministerial placement  
185 which matches the needs of congregations with gifts of pastors.  
186

187 f. Provide regular assemblies for effective involvement of all congregations in  
188 determining priorities and goals for their life and faith, nurture and mission, and to strengthen  
189 relationships between and among congregations, the area conference, and the denomination.  
190

191 g. Appoint delegates to the Delegate Assembly and to the Constituency Leaders  
192 Council to provide a link of communication for matters of mutual concern and for effective  
193 church wide decision making.  
194

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

- 
- 197 a. Each area conference shall have the authority to determine the criteria and  
198 responsibility to implement the process for membership of congregations within their area  
199 conference, including procedures for withdrawal and dismissal.  
200
- 201 b. Each area conference shall retain the right of final decision to manage its own  
202 affairs of its organization, personnel, program and management of property.  
203
- 204 c. Each area conference shall retain the privilege of withdrawing from the  
205 Mennonite Church USA, and in so doing shall withdraw all of its member congregations from  
206 Mennonite Church USA, provided that a withdrawing area conference shall discharge its  
207 financial commitments to Mennonite Church USA as part of such withdrawal.  
208
- 209 d. Each area conference shall participate in the planning and decision making of  
210 the larger body through its representatives (delegates) to the Delegate Assembly.  
211
- 212 e. An area conference shall have no rights to any property of Mennonite Church  
213 USA by virtue of its membership in Mennonite Church USA.  
214
- 215 3. Duties. As a member of the Mennonite Church USA, each area conference shall have  
216 a responsibility to be loyal to and support the work of the church. Specifically:  
217
- 218 a. Each area conference shall be represented at every session of the Delegate  
219 Assembly and shall actively seek to further the interests of the church during and between  
220 sessions.  
221
- 222 b. Each area conference in its organizational arrangements shall provide for  
223 committees or in other ways represent and promote among its membership the various Mennonite  
224 Church USA church service areas, such as mission, education, service and finances.  
225
- 226 c. Each area conference shall establish provisions and procedures for the  
227 credentialing of ministers.  
228
- 229 d. Each area conference shall make its own determinations as to membership of  
230 congregations, taking into account the common vision, commitments, and membership guidelines  
231 of Mennonite Church USA.  
232
- 233 e. Each area conference will develop and utilize experienced leadership to help  
234 attain continuity in relationships with congregations and the denomination.  
235
- 236 f. Each area conference shall assume its share of the responsibility for promotion  
237 and support of the Mennonite Church USA resolutions and programs of service. Congregations  
238 and area conferences should provide adequate funding and support for the agencies they have  
239 founded and sponsored as part of their mission, including those agencies which are jointly  
240 founded or sponsored with other church bodies.  
241
- 242 g. Each area conference is to take seriously the need to be in open dialogue with  
243 leadership in the Mennonite Church USA to share concerns with the church and to receive  
244 representatives that come to share the programs and the perspectives of the church. If there is  
245 serious disagreement, either party may initiate discussion to seek a resolution.

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246 h. Area conferences should strive to work in harmony and cooperation with the  
247 total denomination, as well as with their member congregations.  
248

249 (1) The principle of mutual servanthood and accountability in giving  
250 and receiving counsel shall characterize all intercongregational relationships, whether in area  
251 conferences or in the Delegate Assembly.  
252

253 (2) The area conferences, Delegate Assembly, churchwide boards and  
254 agencies, all of which exist to serve the congregations, shall be guided by and accountable to the  
255 congregations which they serve. The congregations in turn shall seek the wisdom, direction,  
256 gifts and resources that come in mutual servanthood and accountability through these  
257 relationships. Channels shall be maintained for consultation and communication of concerns  
258 between congregations, area conferences, and churchwide agencies.  
259

260 (3) In the event of unresolved conflict between area conferences, the  
261 area conferences involved may work with the Mennonite Church USA Executive Board, which  
262 shall determine procedures to be followed in resolving such dispute.  
263

264 4. Membership List. Area conferences shall maintain a permanent record containing the  
265 names and addresses of all member congregations, promptly supplying written copies of the same  
266 to the Executive Director of Mennonite Church USA along with continuously updating the record  
267 for changes. With respect to any notice given or action taken, Mennonite Church USA may rely  
268 upon the last record supplied to it fourteen (14) days prior to such notice or action.  
269

270 5. Admission/Termination. New area conference members may be admitted, or existing  
271 area conference members terminated, through action of the Delegate Assembly. Prior to such  
272 action, and following counsel by the Constituency Leaders Council to the Executive Board, the  
273 Executive Board must recommend the action of admission or termination to the Delegate  
274 Assembly, and written notice of the recommendation must be given to the members six (6)  
275 months in advance of the meeting of the Delegate Assembly. Any action of admission or  
276 termination must be approved by two-thirds majority vote of those delegates present and eligible  
277 to vote at the Delegate Assembly.  
278

279 6. Provisional Membership.

280  
281 a. A recognized area conference that is not ready for full membership shall have  
282 the option of approving the Plan of Merger and Consolidation and receiving provisional status  
283 prior to February 1, 2003. If such a provisional member does not request full membership from the  
284 Executive Board by January 31, 2007, their membership terminates.  
285

286 b. Provisional members have the same rights as full members of Mennonite  
287 Church USA.  
288

289 7. Merger.

290  
291 a. Area conferences wanting to participate in Mennonite Church USA at its  
292 inception shall indicate their desire to join Mennonite Church USA by their affirmative vote on the  
293 Plan of Merger and Consolidation, or, if later, by their reaffirmation of their commitment to  
294 be part of Mennonite Church USA before February 1, 2002.



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

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

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

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

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

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

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

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

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

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

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

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

4. Meetings.

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

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

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

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

401  
402 5. Decision Making.

403  
404 a. Normally floor privileges are granted first to all delegates, Delegate Assembly  
405 committee members, and members of the program boards and committees. Floor privileges will  
406 be extended to others during a discussion at the Moderator's discretion.

407  
408 b. Each Assembly delegate shall be eligible to cast one vote. There is no  
409 provision for proxy voting.

410  
411 c. A majority of votes cast shall determine any matter, except when the Assembly  
412 agrees otherwise or when otherwise provided in these Bylaws.

413  
414 d. A quorum for conducting official business of the Assembly shall be those  
415 delegates to the Assembly who appear for any duly called meeting.

416  
417 6. Standing Committees. The following shall be standing committees of the Delegate  
418 Assembly. The Assembly may establish additional standing or ad hoc committees as deemed  
419 advisable for its work and may appoint the same as is necessary for ongoing work with the  
420 church.

421  
422 a. Leadership Discernment Committee.

423  
424 (1) Duties. It shall be the responsibility of the Leadership Discernment  
425 Committee to prepare slates of nominees for the boards of churchwide program agencies, the  
426 Executive Board, and the standing committees.

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

436  
437 (3) Procedure. The committee shall be responsible for the following in  
438 carrying out its duties:

439  
440 (a) To exercise judgment in choosing nominees whose spiritual  
441 qualifications, experience, and competence fit them for the position for which they are being  
442 named.

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

445  
446 (c) To make available a description of each nominee's  
447 experience, background, training, and present involvement so that the Assembly is adequately  
448 informed and acquainted with all nominees.

449  
450 (d) To secure from each nominee a commitment to take the  
451 assignment seriously, if elected.

452  
453 (e) To emphasize the finding of new leaders, with careful  
454 attention to broadening participation in church leadership.

455  
456 (f) To develop appropriate lists of potential nominees by  
457 soliciting from each area conference and associate group a full slate of suggestions. Suggestions  
458 shall also be sought and welcomed from the churchwide program agencies, committees, and  
459 constituency.

460  
461 (4) In developing nominees for elected and appointed positions, the committee shall oper-  
462 ate on the following assumptions to the extent reasonably attainable and appropriate in their judg-  
463 ment:

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

465  
466 (b) 40/60 former General Conference to Mennonite Church  
467 background through 2011;

468  
469 (c) 20/80 people of color to Anglo/European.

## 470 471 ARTICLE VI

### 472 473 EXECUTIVE BOARD

474  
475 1. Executive Board. An Executive Board shall be organized to give leadership and to act  
476 on behalf of the denomination when the Delegate Assembly is not in session. Executive Board  
477 members, with accountability to their appointing/electing bodies, are not expected to be  
478 representatives of specific constituencies, but are to act in the best interests of Mennonite Church  
479 USA as a whole. The Executive Board shall function as follows:

480  
481 a. Serve as the Board of Directors of Mennonite Church USA, as chartered by  
482 the State of Indiana, and exercise full legal responsibility for Mennonite Church USA.

483  
484 b. Provide leadership and spiritual oversight in articulating the vision of  
485 Mennonite Church USA.

486  
487 c. Review for coordination purposes the activities of the churchwide program  
488 agencies and committees, including program priorities, annual budgets, fundraising procedures,  
489 and major innovations and modifications of church programs.

490  
491 d. Ensure a safety net for small area conferences and Mennonite Church USA  
492 related entities.

- 
- 493 e. Maintain and promote communication channels between and with area  
494 conferences, congregations, and other denominations.  
495
- 496 f. Ensure that anti-racist principles are practiced throughout church structures  
497 and programs.  
498
- 499 g. Give leadership to coordinate the generation and allocation of resources for  
500 programs and activities of the church.  
501
- 502 h. Foster partnerships with Mennonite Church Canada, other Mennonites  
503 worldwide, and with other denominations.  
504
- 505 i. Receive counsel from the Constituency Leaders Council.  
506
- 507 j. Report biennially to the Delegate Assembly the status of current program  
508 priorities and budgets. Present to the Delegate Assembly program projections for counsel,  
509 direction and acceptance.  
510
- 511 k. Provide leadership in carrying out the policies and programs authorized by the  
512 Delegate Assembly.  
513
- 514 l. Appoint members to the churchwide program agencies and committees as  
515 provided by the Bylaws; appoint members to standing and ad hoc committees as needed and as  
516 provided in the Bylaws; appoint the Executive Director.  
517
- 518 m. Approve the appointment, reappointment or dismissal of the chief executive  
519 officer of each churchwide agency, program, board and committee.  
520
- 521 2. Membership. The membership of the Executive Board shall be comprised of twenty  
522 (20) or twenty-one (21) people selected as follows:  
523
- 524 a. Two members shall be the Moderator and moderator Elect. One seat shall be  
525 reserved for the immediate past moderator, who may serve for a period of two years, subject to  
526 mutual agreement with the Executive Board. The Executive Board appoints four (4) additional  
527 members. The remaining fourteen (14) members shall be elected/affirmed by the Delegate  
528 Assembly from a slate developed by the Leadership Discernment Committee. In selecting the  
529 nominees for such positions, the Leadership Discernment Committee shall consult with  
530 recognized racial/ethnic groups and shall reasonably attempt to select nominees such that half of  
531 the members are women, and half are men. Further, from the inception of the Executive Board  
532 and until the six-year review of the structures, five (5) of the Executive Board seats shall be filled  
533 by persons of color, four (4) of whom will be appointed by recognized racial/ethnic groups.  
534 Specific skills, age, and geographic representation should be considered in the Executive Board  
535 member nomination and appointment process. The Leadership Discernment Committee shall  
536 take responsibility for coordinating these various requirements and sources such that an  
537 appropriate slate is presented to the Delegate Assembly for approval for election/affirmation.  
538
- 539 b. Except for the Moderator and Moderator Elect, whose terms are controlled by  
540 the terms governing their office, the term of office for other Executive Board members shall be  
541 four (4) years, with possible reappointment for one (1) additional term. Individuals

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542 appointed to complete unexpired terms are eligible for an additional full term. The Executive Board  
543 shall arrange that half of those members elected/affirmed are so selected in each biennium. Mem-  
544 bers shall serve a maximum of two (2) full consecutive terms. The terms of membership on the  
545 Executive Board shall begin with the first meeting following the close of the biennial meeting  
546 of the Delegate Assembly.

547  
548 c. All Executive Board members shall be members in good standing of a member  
549 congregation of the Mennonite Church USA.

550 3. Meetings.

551  
552  
553 a. Regular meetings of the Board shall be held three times a year and/or at such  
554 times as determined by the Board.

555  
556 b. Special meetings of the Board may be called by the Moderator on five (5) days  
557 notice to each member, either personally by mail, by telegram, or by E-mail, utilizing in each  
558 case the last address of the board member registered with the Executive Board. Special meetings  
559 shall be called by the Moderator or Executive Director in like manner and on like notice on the  
560 written request of a majority of the members of the Board.

561  
562 c. A majority of the members of the Board shall be necessary to constitute a  
563 quorum for the transaction of business.

564  
565 d. A majority vote of the members present at a meeting of which a quorum is  
566 present shall be required to transact official business.

567  
568 e. Voting by proxy shall not be permitted.

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

578  
579 5. Conference Call Meetings. Any or all of the Executive Board may participate in a  
580 meeting of the Executive Board by means of a conference telephone or similar communications  
581 equipment by which all persons participating in the meeting can communicate with each other.  
582 Such participation in this matter constitutes presence in person at the meeting.

583  
584 6. Appointments. As of the effective date of these Bylaws, the Executive Board is  
585 responsible for the following appointments:

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

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591 e. Any vacancy in positions elected by the Delegate Assembly for the interim  
592 until the normal expiration of the term so filled. Such interim appointments are then eligible for  
593 service for one additional term at the will of the delegates.  
594

595 In the event it becomes necessary to fill a vacancy in the office of Moderator Elect, the  
596 appointment of a replacement shall be by the Executive Board who shall consult with the  
597 Constituency Leaders Council.  
598

## 600 ARTICLE VII

### 601 EXECUTIVE COMMITTEE

602  
603  
604 1. Executive Committee. The Executive Board shall have an Executive Committee  
605 which shall consist of the Moderator, Moderator Elect, Secretary, and two (2) other members  
606 selected by the remaining members of the Executive Board to serve in such role. The delegation  
607 of authority herein granted shall not operate to relieve the Executive Board, or any member  
608 thereof, of any responsibility imposed on it or such member by law. The Executive Board shall  
609 have the power at any time to increase or decrease the number of members of the Executive  
610 Committee, to fill vacancies thereon, to change any member thereof (other than the Moderator  
611 and Moderator Elect), and to change the functions or terminate the existence thereof subject to  
612 governing statutes.  
613

614 2. Power of the Executive Committee. During the intervals between meetings of the  
615 Executive Board, and subject to such limitations as may be required by law, these Bylaws, or by  
616 resolution of the Executive Board, from time to time, the Executive Committee shall have and  
617 may exercise all authority of the Executive Board in the management of Mennonite Church USA  
618 except for those matters described in Article VI 1(l) and (m), Article XI, and hiring and  
619 terminating the Executive Director. The Executive Committee may also from time to time  
620 formulate and recommend to the Executive Board and/or the Delegate Assembly for approval  
621 general policies regarding the management and the affairs of Mennonite Church USA, including  
622 the procedures and policies relative to meetings of the Delegate Assembly.  
623

624 3. Meetings. Meetings of the Executive Committee may be held at any time, place and  
625 upon such notice as may be from time to time determined by the Executive Committee. The  
626 Executive committee shall meet at least three (3) times a year except as the Executive Committee  
627 may decide any such meeting is unnecessary. The Executive Committee shall also meet upon  
628 call by the Moderator, Moderator Elect, or the Executive Director as provided herein.  
629

630 4. Waiver of Notice. Notice of any meeting of the Executive Committee may be waived  
631 in writing either before or after the meeting or by attendance in person.  
632

633 5. Quorum. A majority of the Executive Committee shall be necessary to constitute a  
634 quorum for the transaction of business at any properly called meeting of the Executive  
635 Committee.  
636

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

638 7. Action Without Meeting. Any action required or permitted to be taken at any meeting of  
639 the Executive Committee may be taken without a meeting if prior to such action a written  
640 consent to such action is signed by all members of the Executive Committee and such written  
641 consent is filed with the minutes of the proceedings of the Executive Committee. To the extent per-  
642 mitted by law, a written consent shall be deemed to exist when the E-mail address from which the  
643 affirmative response is E-mailed corresponds to the address registered for the Board member who is  
644 making the response. Written copies of such E-mail responses shall be filed with the  
645 minutes of the proceedings of the Executive Committee.

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

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

## 655 ARTICLE VIII

### 656 OFFICERS AND COMMITTEES

657  
658  
659 1. Officers of Mennonite Church USA. The officers of Mennonite Church USA shall  
660 consist of a Moderator, Moderator Elect, Secretary, Treasurer, and the Executive Director, and  
661 such other officers as the Executive Board may determine from time to time.

662  
663  
664 a. The Moderator shall serve as the Chairperson of the Executive Board and shall  
665 preside at all meetings of the Executive Board and of the Delegate Assembly.

666  
667 b. The Moderator Elect shall serve as the Vice Chairperson and shall serve in the  
668 Moderator's place on request or in the absence or disability of the Moderator and shall also  
669 serve as the chair of the Constituency Leaders Council.

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

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

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

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

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

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

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

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

**ARTICLE IX**

**CONSTITUENCY LEADERS COUNCIL**

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

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

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

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- 736  
737 c. Voice collective aspirations and concerns to denominational leadership.  
738  
739 d. Provide opportunity for communication between and among program leaders.  
740  
741 e. Provide counsel to the Executive Board on the admission to or termination of  
742 an area conference member of Mennonite Church USA.  
743

744 2. Membership. The membership of the Constituency Leaders Council shall be  
745 comprised as follows:  
746

747 a. Up to three (3) representatives appointed by each area conference. Where  
748 possible one of these representatives should be an area conference minister. Representatives  
749 should be selected to encourage gender/age/racial/ethnic balance.  
750

751 b. Two (2) representatives appointed by each of the recognized constituency  
752 groups of Mennonite Church USA, as determined by the Executive Board from time to time.  
753

754 c. Each designee by an area conference or associate group shall continue in such  
755 role at the pleasure of the appointing body.  
756

757 d. All designees to the Constituency Leaders Council shall be members in good  
758 standing of a member congregation of Mennonite Church USA.  
759

760 e. The Executive Board may, in its discretion, identify new constituency groups  
761 and determine the number of representatives therefrom to the Constituency Leaders Council.  
762

763 3. Staff and Leadership.  
764

765 a. The Moderator Elect of the Mennonite Church USA shall preside at all  
766 meetings of the Constituency Leaders Council; provided, that if the Moderator Elect is  
767 unavailable then the leadership shall be provided by such other person as the Constituency  
768 Leaders Council may determine from time to time.  
769

770 b. The Chief Administrative Officer shall be the Executive Director, or designee  
771 of the same. The Executive Director shall further see that such additional staff as is required by  
772 the Constituency Leaders Council is made available to it. Representatives from churchwide  
773 program agencies are normally invited as guests to participate in the meetings of the  
774 Constituency Leaders Council.  
775

776 4. Meetings.  
777

778 a. Regular meetings of the Constituency Leaders Council shall be held at least  
779 once a year and/or at such other times as determined by the Constituency Leaders Council.  
780

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

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787 **ARTICLE X**

788 **CHURCHWIDE PROGRAM AGENCIES**

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790  
791 Various churchwide program agencies and other designated entities shall assist the  
792 Executive Board in providing leadership and resources for carrying out the purposes of  
793 Mennonite Church USA. As of the effective date of these Bylaws, the churchwide program  
794 agencies and other churchwide program entities of Mennonite Church USA are as identified in  
795 this article.

796  
797 1. Role. The task of the churchwide program agencies and other designated entities is to  
798 arrange for the delivery of programs and services that carry out specific churchwide goals. They  
799 cooperate and network with other parts of the church around common goals. To facilitate this,  
800 the agency chairpersons and the agency executive directors meet as necessary in a Governance  
801 Council, chaired by the Moderator, with the Executive Director of Mennonite Church USA, to  
802 coordinate their work under the leadership of the Executive Board.

803  
804 2. Governance. A board of directors governs each churchwide program agency and each  
805 other designated entity. Board members, with accountability to their appointing/electing bodies, are  
806 not expected to be representatives of specific constituencies, but are to act in the best interests  
807 of Mennonite Church USA as a whole.

808  
809 3. Churchwide Program Agencies.

810  
811 a. Mennonite Publishing Agency. There shall be a Mennonite Publishing  
812 Agency, known as Mennonite Publishing Network, responsible to both the Executive Board of  
813 Mennonite Church USA and the General Board of Mennonite Church Canada through the  
814 combined Executive Committees of those two bodies. Its purpose is to publish and distribute  
815 Christian literature through the operation of publishing enterprises, bookstores, or otherwise in  
816 the United States, Canada and abroad.

817  
818 b. Mennonite Education Agency. There shall be a Mennonite Education Agency  
819 responsible to the Executive Board. Its purpose is to strengthen the life, witness, and identity of  
820 Mennonite Church USA through education. It carries out this purpose by:

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

823  
824 (2) discerning the educational needs of the church and developing  
825 schools and programs which best meet these needs;

826  
827 (3) facilitating cooperation, collaboration, and coordination among  
828 Mennonite Church USA educational institutions and between these institutions and other church  
829 programs; and

830  
831 (4) providing services in support of the missions of the educational  
832 institutions, and providing for the establishment and maintenance of accountability and support  
833 relationships between the schools and the church.

834  
835 c. Mennonite Mission Agency. There shall be a Mennonite Mission Agency,  
836 known as Mennonite Mission Network, responsible to the Executive Board. It shall seek to lead,  
837 mobilize, and resource Mennonite Church USA to participate in holistic witness to Jesus Christ,  
838 so that every congregation and all parts of the church will be fully engaged in God's mission,

839 reaching from across the street to around the world. In order to accomplish this purpose, the  
840 mission agency will:

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

843  
844 (2) provide vision, skills, and resources for cultivating and starting  
845 missional congregations;

846  
847 (3) call, train, and mobilize leadership for mission;

848  
849 (4) offer motivation, inspiration, information, theological reflection,  
850 and formation for mission; and

851  
852 (5) generate and distribute financial resources for mission.

853  
854 d. Mennonite Stewardship Agency. There shall be a Mennonite Stewardship  
855 Agency, known as Mennonite Mutual Aid (MMA), responsible to the Executive Board to carry out  
856 the core value of stewardship on behalf of Mennonite Church USA. MMA is accountable to the  
857 Executive Board to lead members of Mennonite Church USA toward greater practice of  
858 biblical principles of holistic stewardship. It carries out this responsibility by providing  
859 programs to assist members in the stewardship of money, health, time, and talents. These will in-  
860 clude various educational services, insurance, financial, and charitable programs, and  
861 additional stewardship and mutual aid programs and services to be developed in the future.

862  
863 e. Additional Churchwide Program Agencies. Additional churchwide program  
864 agencies shall be established as the Executive Board determines from time to time and on such  
865 terms and conditions as the Executive Board determines.

866  
867 4. Other Churchwide Program Entities.

868  
869 a. The Mennonite. There shall be a self-supporting entity that produces a  
870 denominational magazine (dba The Mennonite, Inc.). Its board of directors shall be responsible  
871 to the Executive Board. Its mission is to help readers glorify God, grow in faith and become  
872 agents of healing and hope in our world. Its goals are to provide a forum for the voices within  
873 the denomination, to promote the ministries of, and to support identity-building for Mennonite  
874 Church USA, and to offer an editorial voice distinctive from but collaborative with other  
875 leadership voices within Mennonite Church USA.

876  
877 b. Additional Churchwide Program Entities. Additional churchwide program  
878 entities shall be established as the Executive Board determines from time to time and on such  
879 terms and conditions as the Executive Board determines.

880  
881 5. Requirements for Board Membership.

882  
883 a. Common requirements for the board of directors of each churchwide program  
884 agency or other designated entity include:

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

887  
888 (2) Each board member shall be elected or appointed for a term of four  
889 years, except where two years is needed to establish an initial stagger, and may serve a

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890 maximum of three full consecutive terms. Approximately half of the elected members and half  
891 of the appointed members shall be chosen every two years.

892  
893 (3) All board members shall be members in good standing of a member  
894 congregation of Mennonite Church USA except in cases where board members represent other  
895 participating denominations named in bylaws.

896  
897 b. The size and selection of the board of the Mennonite Publishing Agency  
898 (Mennonite Publishing Network) shall be as follows:

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

902  
903 (2) Three members shall be elected by the Mennonite Church USA  
904 Delegate Assembly.

905  
906 (3) Two members shall be appointed by the Executive Board of  
907 Mennonite Church USA or its designee.

908  
909 (4) Three members shall be appointed by the General Board of  
910 Mennonite Church Canada, or its designee.

911  
912 (5) All of the above appointments shall be made after consultation with  
913 the board of directors and the executive officer of the Mennonite Publishing Agency.

914  
915 (6) Up to three additional members may be selected by the members of  
916 the board of the Mennonite Publishing Agency, subject to confirmation by the Executive Board.

917  
918 c. The size and selection of the board of the Mennonite Education Agency shall  
919 be as follows:

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

923  
924 (2) Six members shall be elected by the Delegate Assembly.

925  
926 (3) Five members shall be appointed by the Executive Board after  
927 consultation with the board of directors and the executive officer of the Education Agency.

928  
929 (4) Up to two additional members may be selected by the elected and  
930 appointed members of the Mennonite Education Agency, subject to confirmation by the  
931 Executive Board.

932  
933 d. The size and selection of the board of the Mennonite Mission Agency shall be as  
934 follows:

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

938  
939 (2) Seven members shall be elected by the Delegate Assembly.

940

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

943  
944 (4) Up to two additional members may be selected by the elected and  
945 appointed members of the Mennonite Mission Agency, subject to confirmation by the Executive  
946 Board.

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

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

951  
952 (2) Four members shall be elected by the Delegate Assembly.

953  
954 (3) Three members shall be elected or appointed by other  
955 Mennonite/Anabaptist denominations participating in the Mennonite Mutual Aid programs.

956  
957 (4) Five additional members shall be appointed by the seven elected  
958 members, subject to confirmation by the Executive Board. The selection process shall assure  
959 that members of Mennonite Church USA constitute a majority of the full board.

960  
961 (5) Up to three additional members may be selected by the elected and  
962 appointed members of the board subject to confirmation by the Executive Board.

963  
964 f. The size and the selection of the board of The Mennonite, Inc., shall be as  
965 follows:

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

967  
968 (2) Three members shall be elected by the Delegate Assembly.

969  
970 (3) Three members shall be appointed by the Executive Board after  
971 consultation with the board of directors and the executive officer of the denominational  
972 magazine.

973  
974 (4) One or two additional members may be selected by the elected and  
975 appointed members of the board of The Mennonite, Inc., subject to confirmation by the  
976 Executive Board.

977  
978 g. The memberships of the boards of such other churchwide program agencies or  
979 other entities as the Executive Board may authorize or create shall be determined by the  
980 Executive Board from time to time.

981  
982 6. Procedures.

983  
984 a. The boards of churchwide program agencies or other entities may be  
985 incorporated, unless otherwise approved by the Executive Board. Incorporated boards shall  
986 operate under their own articles and bylaws, subject to the qualifications set forth in this article.  
987 All articles and bylaws, including amendments, are subject to approval by the Executive Board.

988  
989 b. Each board shall meet regularly as a committee of the whole.

990  
991 c. Each board shall employ an executive officer subject to policies approved by  
992 the Executive Board. Further, any such executive officer shall be approved by the Executive

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993 Board before being so appointed and may be removed by the board at any time, with or without  
994 cause, upon the approval of the Executive Board.

995  
996 d. Each board shall elect in addition to the executive officer appropriate officers  
997 in line with its bylaws, where the same exist. Any such additional officers are subject to  
998 removal, with or without cause, by the board. However, the Chairperson may be removed, with  
999 or without cause, by the Executive Board.

1000  
1001 e. Any board member appointed or elected by the Executive Board or the  
1002 Delegate Assembly may be removed, with or without cause, by the Executive Board. Any board  
1003 member selected by the elected and appointed members of the board and confirmed by the  
1004 Executive Board, may be removed, with or without cause, by the board, upon the approval of the  
1005 Executive Board.

1006  
1007 f. Each board shall establish and supervise such committees, commissions, task  
1008 forces, and departmental subdivisions as deemed necessary for the effective and efficient  
1009 administration of its functions and programs.

1010  
1011 g. Unincorporated boards shall operate in accordance with directives and charters  
1012 as approved by the Executive Board and which may be amended from time to time by the  
1013 unincorporated program agency or other entity board, subject to approval by the Executive  
1014 Board.

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**ARTICLE XI**

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1020

**AMENDMENTS**

1021

1022 1. These Bylaws may be amended by a two-thirds majority vote of delegates voting at  
1023 any regular or special session of the Delegate Assembly, upon prior recommendation by a two-  
1024 thirds vote of the Executive Board, provided a notice setting forth the substance of such  
1025 amendment has been given in writing to all delegates two months in advance.

1026

1027 2. These Bylaws may be amended at any regular session of the Delegate Assembly  
1028 without prior notice by unanimous vote of delegates present.