

Bylaws for Mennonite Church USA

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

3 **ARTICLE I**

4 **GENERAL**

5
6
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 **ARTICLE II**

23 **PURPOSE**

24
25
26
27 1. Purpose. The purpose of Mennonite Church USA (sometimes referred to herein as “the
28 church” or “the denomination”) is to participate fully in God’s work of setting things right in a broken
29 world, redeeming and restoring all things in Christ to God’s intended design as we live into God’s
30 new future that has already begun. Joining in God’s activity in the world, we develop and nurture
31 missional Mennonite congregations of many cultures. The mission of Mennonite Church USA is to
32 share with others the gift of God’s love through our worship, witness and life together. To this end,
33 we claim Jesus as the center of our faith, community as the center of our lives and reconciliation as
34 the center of our work.

35
36 The role of Mennonite Church USA is to:

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

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

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

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

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

66 ARTICLE III

67 CONGREGATIONS

68
69
70 1. Basic Unit. The local congregation is the basic organizational unit of area conference
71 members of Mennonite Church USA. The congregation is God’s people with a common confession
72 of Christ uniting in worship, nurture, fellowship, proclamation, service, discernment, reconciliation,
73 and mutual care and discipline. It is a local group of believers whose commitment to Christ and to
74 each other and whose proximity to each other make it possible to experience these activities on a
75 regular and continuing basis.
76

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

153
154
155 **ARTICLE IV**

156
157 **AREA CONFERENCES**

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

250

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

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

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

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

275 276 ARTICLE V

277 278 DELEGATE ASSEMBLY

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

284
285 a. Provide opportunity to assemble for worship, fellowship, prophecy, acquaintance,
286 and understanding, and to deepen Christian commitment.

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

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

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

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

299
300 f. Elect the following:
301

- 302 (1) Moderator, if the position is vacant, and a Moderator Elect.
303
304 (2) Four members of the Leadership Discernment Committee as
305 nominated by the Constituency Leaders Council.
306
307 (3) Other members of program agency boards and committees as needed
308 under the organizational structure of the same.
309
310 (4) Executive Board members to fill new terms and vacancies.
311

312 2. The membership of the Delegate Assembly shall be chosen as follows:
313

314 a. Each congregation of the Mennonite Church USA is eligible to send one (1)
315 delegate for each one hundred (100) congregational members, or fraction thereof. Also,
316 congregations may send an additional youth delegate (ages 16-21).
317

318 b. Each area conference of the Mennonite Church USA is eligible to send one (1)
319 delegate for each one thousand (1,000) area conference members, or fraction thereof. Also,
320 conferences may send an additional; two youth delegates (ages 16-21).
321

322 c. Each Racial/Ethnic group which has been officially recognized by the Executive
323 Board, may send three (3) delegates plus one (1) delegate for each one thousand (1,000) members of
324 such recognized Racial/Ethnic group. Also, Racial/Ethnic groups may send an additional; two youth
325 delegates (ages 16-21).
326

327 d. Each member of the Executive Board is automatically a delegate.
328

329 e. ~~Each appointing body may appoint one (1) alternate delegate for each five (5)~~
330 ~~delegates, or fraction thereof. Alternates shall be listed in order of preference, and shall be~~
331 ~~recognized by the Delegate Assembly in the place of official delegates unable to attend. Alternates~~
332 ~~shall receive the same mailings and materials as official delegates.~~
333

334 f. Subject to the limitations contained herein, each appointing body shall itself
335 determine the criteria and term of its delegate(s), by what method its delegates are selected and
336 whether and how it wishes to achieve continuity through its delegates. Each area conference delegate
337 to the Delegate Assembly shall be a member of a congregation in that area conference. All delegates
338 shall be members of congregations which are members (through area conferences) of Mennonite
339 Church USA.
340

341 g. Member area conferences shall be responsible to notify the denominational
342 offices of the identity of area conference delegates.
343

344 3. Officers. The officers of the Delegate Assembly and their duties shall be:
345

346 a. The Moderator shall preside at all sessions of the Delegate Assembly and shall
347 give leadership to the interests and spiritual welfare of the Delegate Assembly and serve as its official
348 representative. The term of office shall be two (2) years.
349

350 b. A Moderator Elect shall be elected every two (2) years and after serving a two-
351 year term shall succeed to the office of Moderator for a two-year term. At the request of the

352 Moderator, or in case of the absence or disability of the Moderator, the Moderator Elect shall exercise
353 all rights and duties of the Moderator.

354
355 c. The term of office of the Moderator and Moderator Elect begin with the close of
356 the biennial meeting of the Delegate Assembly.

357
358 4. Meetings.

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

360
361 b. The time and place of meetings shall be determined by the Executive Board, with
362 consideration given to any invitation of an area conference, congregation, or a group of
363 congregations.

364
365 c. Special sessions of the Delegate Assembly may be called by the Moderator or
366 Moderator Elect with the consent of the Executive Board.

367
368 d. In the case of a special meeting, written notice of the special meeting (which will
369 include the time, date, and place), and the purpose for the meeting, along with the proposed action
370 to be taken, shall be submitted to area conferences and to member congregations at least ninety (90)
371 days in advance of the date of the meeting. Area conferences shall keep the Executive Board notified
372 of congregational members and any changes thereof.

373
374 5. Decision Making.

375
376 a. Normally floor privileges are granted first to all delegates, Delegate Assembly
377 committee members, and members of the program boards and committees. Floor privileges will be
378 extended to others during a discussion at the Moderator's discretion.

379
380 b. Each Assembly delegate shall be eligible to cast one vote. There is no provision
381 for proxy voting.

382
383 c. A majority of votes cast shall determine any matter, except when the Assembly
384 agrees otherwise or when otherwise provided in these Bylaws.

385
386 d. A quorum for conducting official business of the Assembly shall be those
387 delegates to the Assembly who appear for any duly called meeting.

388
389 6. Standing Committees. The following shall be standing committees of the Delegate
390 Assembly. The Assembly may establish additional standing or ad hoc committees as deemed
391 advisable for its work and may appoint the same as is necessary for ongoing work with the church.

392
393 a. Leadership Discernment Committee.

394
395 (1) Duties. It shall be the responsibility of the Leadership Discernment
396 Committee to prepare slates of nominees for the boards of churchwide program agencies, the
397 Executive Board, and the standing committees.

398
399 (2) Membership. The committee shall consist of eight members, subject
400 to the criteria identified in (6.a)(4) below, four of whom are appointed by the Executive Board and
401 four of whom are nominated by the Constituency Leaders Council and elected/affirmed by the
402 Delegate Assembly. Members may serve one four-year term, with possible reappointment or re-

403 election for one additional four-year term. Individuals appointed to complete unexpired terms are
404 eligible for one additional term. The Executive Board shall appoint the Chair of the committee from
405 among the eight members. The Executive Board shall arrange for staff services for the committee.

406
407 (3) Procedure. The committee shall be responsible for the following in
408 carrying out its duties:

409
410 (a) To exercise judgment in choosing nominees whose spiritual
411 qualifications, experience, and competence fit them for the position for which they are being named.

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

414
415 (c) To make available a description of each nominee's experience,
416 background, training, and present involvement so that the Assembly is adequately informed and
417 acquainted with all nominees.

418
419 (d) To secure from each nominee a commitment to take the
420 assignment seriously, if elected.

421
422 (e) To emphasize the finding of new leaders, with careful attention
423 to broadening participation in church leadership.

424
425 (f) To develop appropriate lists of potential nominees by soliciting
426 from each area conference and associate group a full slate of suggestions. Suggestions shall also be
427 sought and welcomed from the churchwide program agencies, committees, and constituency.

428
429 (4) In developing nominees for elected and appointed positions, the
430 committee shall operate on the following assumptions to the extent reasonably attainable and
431 appropriate in their judgment:

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

433
434 (b) 20/80 people of color to Anglo/European.

435
436
437 **ARTICLE VI**

438
439 **EXECUTIVE BOARD**

440
441 1. Executive Board. An Executive Board shall be organized to give leadership and to act
442 on behalf of the denomination when the Delegate Assembly is not in session. Executive Board
443 members, with accountability to their appointing/electing bodies, are not expected to be
444 representatives of specific constituencies, but are to act in the best interests of Mennonite Church
445 USA as a whole. The Executive Board shall function as follows:

446
447 a. Serve as the Board of Directors of Mennonite Church USA, as chartered by the
448 State of Indiana, and exercise full legal responsibility for Mennonite Church USA.

449
450 b. Provide leadership and spiritual oversight in articulating the vision of Mennonite
451 Church USA.

452

453 c. Review for coordination purposes the activities of the churchwide program
454 agencies and committees, including program priorities, annual budgets, fundraising procedures, and
455 major innovations and modifications of church programs.
456
457 d. Ensure a safety net for small area conferences and Mennonite Church USA related
458 entities.
459
460 e. Maintain and promote communication channels between and with area
461 conferences, congregations, and other denominations.
462
463 f. Ensure that anti-racist and culturally competent principles are practiced
464 throughout church structures and programs.
465
466 g. Give leadership to coordinate the generation and allocation of resources for
467 programs and activities of the church.
468
469 h. Foster partnerships with Mennonite Church Canada, other Mennonites
470 worldwide, and with other denominations.
471
472 i. Receive counsel from the Constituency Leaders Council.
473
474 j. Report biennially to the Delegate Assembly the status of current program
475 priorities and budgets. Present to the Delegate Assembly program projections for counsel, direction
476 and acceptance.
477
478 k. Provide leadership in carrying out the policies and programs authorized by the
479 Delegate Assembly.
480
481 l. Appoint members to the churchwide program agencies and committees as
482 provided by the Bylaws; appoint members to standing and ad hoc committees as needed and as
483 provided in the Bylaws; appoint the Executive Director.
484
485 m. Approve the appointment, reappointment or dismissal of the chief executive
486 officer of each churchwide agency, program, board and committee.
487
488 2. Membership. The membership of the Executive Board shall be comprised of up to
489 twenty-one (21) people selected as follows:
490
491 a. Two members shall be the Moderator and Moderator Elect. One seat shall be
492 reserved for the immediate past moderator, who may serve for a period of two years, subject to
493 mutual agreement with the Executive Board. The Executive Board appoints up to four (4) additional
494 members. The four recognized Racial/Ethnic groups—African American Mennonite Association
495 (AAMA), Iglesia Menonita Hispana (IMH), Native Mennonite Ministries (NMM), and the network
496 of Asian Mennonite Church USA congregations shall each appoint one member. The remaining ~~ten~~
497 ~~(10)~~ members shall be elected/affirmed by the Delegate Assembly from a slate developed by the
498 Leadership Discernment Committee. At least five (5) of the Executive Board seats shall be filled by
499 persons from Racial/Ethnic groups including the four (4) of whom will be appointed by the four
500 recognized Racial/Ethnic groups named above. Specific skills, age, gender and geographic
501 representation should be considered in the Executive Board member nomination and appointment
502 process. The Leadership Discernment Committee shall take responsibility for coordinating these

503 various requirements and sources such that an appropriate slate is presented to the Delegate
504 Assembly for approval for election/affirmation.

505
506 b. Except for the Moderator and Moderator Elect and immediate past Moderator,
507 whose terms are controlled by the terms governing their office, the term of office for other Executive
508 Board members shall be four (4) years, with possible reappointment for one (1) additional
509 term. Individuals appointed to complete unexpired terms are eligible for an additional full term.
510 The Executive Board shall arrange that half of those members elected/affirmed are so selected in
511 each biennium. Members shall serve a maximum of two (2) full consecutive terms. The terms of
512 membership on the Executive Board shall begin with the first meeting following the close of the
513 biennial meeting of the Delegate Assembly.

514
515 c. All Executive Board members shall be members in good standing of a member
516 congregation of the Mennonite Church USA.

517
518 3. Meetings.

519
520 a. Regular meetings of the Board shall be held at least three times a year and/or at
521 such times as determined by the Board.

522
523 b. Special meetings of the Board may be called by the Moderator on five (5) days
524 notice to each member, either personally by mail, by telegram, or by E-mail, utilizing in each case
525 the last address of the board member registered with the Executive Board. Special meetings shall be
526 called by the Moderator or Executive Director in like manner and on like notice on the written request
527 of a majority of the members of the Executive Board.

528
529 c. A majority of the members of the Board shall be necessary to constitute a quorum
530 for the transaction of business.

531
532 d. A majority vote or a declared consensus of the members present at a meeting of
533 which a quorum is present shall be required to transact official business.

534
535 e. Voting by proxy shall not be permitted.

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

545
546 5. Conference Call Meetings. Any or all of the members of the Executive Board may
547 participate in a meeting of the Executive Board by means of a conference telephone or similar
548 communications equipment by which all persons participating in the meeting can communicate with
549 each other. Such participation in this matter constitutes presence in person at the meeting.

550
551 6. Appointments. The Executive Board is responsible for the following appointments:

552 a. The Executive Director.

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

- 554 c. Four members of the Leadership Discernment Committee.
- 555 d. Additional appointments as needed from time to time to provide for various
- 556 projects, committees, offices, and boards to carry out the work of Mennonite Church USA.
- 557 e. Any vacancy in positions elected by the Delegate Assembly for the interim until
- 558 the normal expiration of the term so filled. Such interim appointments are then eligible for service
- 559 for one additional term at the will of the delegates.

560
561 In the event it becomes necessary to fill a vacancy in the office of Moderator Elect, the appointment
562 of a replacement shall be by the Executive Board who shall consult with the Constituency Leaders
563 Council.

564
565
566 **ARTICLE VII**

567
568 **EXECUTIVE COMMITTEE**

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

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

588
589 3. Meetings. Meetings of the Executive Committee may be held at any time, place and upon
590 such notice as may be from time to time determined by the Executive Committee. The Executive
591 Committee shall meet at least three (3) times a year except as the Executive Committee may decide
592 any such meeting is unnecessary. The Executive Committee shall also meet upon call by the
593 Moderator, Moderator Elect, or the Executive Director as provided herein.

594
595 4. Waiver of Notice. Notice of any meeting of the Executive Committee may be waived in
596 writing either before or after the meeting or by attendance in person.

597
598 5. Quorum. A majority of the Executive Committee shall be necessary to constitute a
599 quorum for the transaction of business at any properly called meeting of the Executive Committee.

600
601 6. Proxy. Voting by proxy shall not be permitted.

602
603 7. Action Without Meeting. Any action required or permitted to be taken at any meeting of
604 the Executive Committee may be taken without a meeting if prior to such action a written consent ~~to~~

605 ~~such action is indicated via~~ (which may be by electronic means) to such action is agreed upon by all
606 members of the Executive Committee and such written consent is filed with the minutes of the
607 proceedings of the Executive Committee. To the extent permitted by law, a written consent shall be
608 deemed to exist when the E-mail address from which the affirmative response is E-mailed
609 corresponds to the address registered for the Board member who is making the response. Written
610 copies of such E-mail responses shall be filed with the minutes of the proceedings of the Executive
611 Committee.

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

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

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621

622 **ARTICLE VIII**

623 **OFFICERS AND COMMITTEES**

624
625

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

629
630 a. The Moderator shall serve as the Chairperson of the Executive Board and shall
631 preside at all meetings of the Executive Board and of the Delegate Assembly.

632
633 b. The Moderator Elect shall serve as the Vice Chairperson and shall serve in the
634 Moderator's place on request or in the absence or disability of the Moderator and shall also serve as
635 the chair of the Constituency Leaders Council.

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

649
650 2. Executive Director.

651
652 a. The Executive Board shall select and employ an Executive Director as a primary
653 administrative officer who shall be its principal agent in the management of Mennonite Church USA.

654 The Executive Director shall have such qualifications and such general and specific duties as the
655 Executive Board shall assign to the Executive Director from time to time.

656
657 b. The Executive Director shall conduct the administrative affairs of the Executive
658 Board, serve as an officer, and supervise employees of Mennonite Church USA. The Executive
659 Director shall provide oversight for the various offices of the Executive Board which may be
660 established from time to time to carry out the work of Mennonite Church USA.

661
662 c. The Executive Director may give notice of any meeting, either of the Delegate
663 Assembly or the Board, when called in accordance with the provisions of these Bylaws, and shall
664 also perform such duties as are customary incident to the office of chief administrative officer and
665 such other duties as shall be directed by the Executive Board.

666
667 3. Associate Executive Directors. The Executive Director may appoint Associate
668 Executive Directors. Such Associate Executive Directors, if any, shall perform in the order
669 established by the Executive Board, the duties of the Executive Director in the case of death, absence,
670 or inability of the Executive Director to act for any cause. The Associate Executive Directors shall
671 further carry out those duties and responsibilities specifically assigned to them by the Executive
672 Board and/or the Executive Director.

673
674 4. Administrative Assistance. Administrative duties consistent with responsibilities of the
675 office may be delegated by the Secretary and the Treasurer to the Executive Director or to various
676 personnel hired by Mennonite Church USA.

677
678 5. Committees. In addition to the Executive Committee, and the Leadership Discernment
679 Committee, the Executive Board may from time to time appoint such standing and special
680 committees as may be necessary and advisable to carry out the work of Mennonite Church USA.

681
682 6. Signature of Documents. For legal purposes, either the Moderator or the Executive
683 Director of Mennonite Church USA, or any other officer or person so authorized by the Executive
684 Board, may sign documents requiring an official signature on behalf of Mennonite Church USA. ~~5~~
685 ~~unless otherwise directed by the Executive Board.~~

687 ARTICLE IX

688 CONSTITUENCY LEADERS COUNCIL

691
692 1. Constituency Leaders Council. A Constituency Leaders Council shall be organized to
693 serve the Mennonite Church USA as follows:

694
695 a. Serve as a council of denominational “elders,” discerning and advising the
696 Executive Board, the Delegate Assembly, and the Mennonite Church USA on issues confronting
697 each of them relative to faith and life.

698
699 b. Engage and promote dialogue between area conferences, recognized constituency
700 groups, and program agencies.

701
702 c. Voice collective aspirations and concerns to denominational leadership.

703
704 d. Provide opportunity for communication between and among program leaders.

705
706 e. Provide counsel to the Executive Board on the admission to or termination of an
707 area conference member of Mennonite Church USA.

708
709 2. Membership. The membership of the Constituency Leaders Council shall be comprised
710 as follows:

711
712 a. Up to three (3) representatives appointed by each area conference. Where
713 possible one of these representatives should be an area conference minister. Representatives should
714 be selected to encourage gender/age/Racial/Ethnic balance.

715
716 b. Two (2) representatives appointed by each of the recognized constituency groups
717 of Mennonite Church USA, as determined by the Executive Board from time to time.

718
719 c. Each designee by an area conference or associate group shall continue in such role
720 at the pleasure of the appointing body.

721
722 d. All designees to the Constituency Leaders Council shall be members in good
723 standing of a member congregation of Mennonite Church USA.

724
725 e. The Executive Board may, in its discretion, identify new constituency groups and
726 determine the number of representatives therefrom to the Constituency Leaders Council.

727
728 3. Staff and Leadership.

729
730 a. The Moderator Elect of the Mennonite Church USA shall preside at all meetings
731 of the Constituency Leaders Council; provided, that if the Moderator Elect is unavailable then the
732 leadership shall be provided by such other person as the Constituency Leaders Council may
733 determine from time to time.

734
735 b. The Chief Administrative Officer shall be the Executive Director, or designee of
736 the same. The Executive Director shall further see that such additional staff as is required by the
737 Constituency Leaders Council is made available to it. Representatives from churchwide program
738 agencies are normally invited as guests to participate in the meetings of the Constituency Leaders
739 Council.

740
741 4. Meetings.

742
743 a. Regular meetings of the Constituency Leaders Council shall be held at least once
744 a year and/or at such other times as determined by the Constituency Leaders Council.

745
746 b. The Constituency Leaders Council may be called for regular meetings by the
747 Moderator Elect on thirty (30) days notice to each member, either personally by U.S. mail, or E-
748 mail, or by telegram. Addresses for notice shall be those last on file with the Executive Director.
749 Special meetings may be called by the Moderator Elect or Executive Director in a like manner on
750 like notice, and also by written request of a majority of the members of the Constituency Leaders
751 Council.

752
753 **ARTICLE X**

754
755 **CHURCHWIDE PROGRAM AGENCIES AND OTHER ENTITIES**

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

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

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

3. Churchwide Program Agencies.

a. Mennonite Publishing Agency. There shall be a Mennonite Publishing Agency, known as MennoMedia, responsible to both the Executive Board of Mennonite Church USA and the ~~General Board~~Joint Council of Mennonite Church Canada through the combined Executive Committees of those two bodies. Its purpose is to ~~produce~~publish resources for living the faith from an Anabaptist perspective. ~~faith-based print, video, radio and web materials in the United States, Canada, and abroad.~~

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

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

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

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

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

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

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

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

- 811 (3) call, train, and mobilize leadership for mission;
812
813 (4) offer motivation, inspiration, information, theological reflection, and
814 formation for mission; and
815
816 (5) generate and distribute financial resources for mission.
817

818 d. Mennonite Stewardship Agency. There shall be a Mennonite Stewardship
819 Agency, known as Everence, responsible to the Executive Board to carry out the core value of
820 stewardship on behalf of Mennonite Church USA. Everence is accountable to the Executive Board
821 to lead members of Mennonite Church USA toward greater practice of biblical principles of holistic
822 stewardship. It carries out this responsibility by providing programs to assist members in the
823 stewardship of money, health, time, and talents. These will include various educational services,
824 insurance, financial, and charitable programs, and additional stewardship and mutual aid programs
825 and services to be developed in the future.
826

827 e. Mennonite Health and Human Services Agency. There shall be a Mennonite
828 Health and Human Services Agency, known as Mennonite Health Services Alliance (MHS Alliance),
829 responsible to the Executive Board:
830

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

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

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

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

840 (5) to foster new opportunities of service in the arena of Anabaptist health
841 care and human service institutions and programs.
842

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

848 4. Other Churchwide Program Entities.

849

850 a. The Mennonite. There shall be a self-supporting entity that produces a
851 denominational magazine (dba The Mennonite, Inc.). Its board of directors shall be responsible to
852 the Executive Board. Its mission is to help readers glorify God, grow in faith and become agents of
853 healing and hope in our world. Its goals are to provide a forum for the voices within the
854 denomination, to promote the ministries of, and to support identity-building for Mennonite Church
855 USA, and to offer an editorial voice distinctive from but collaborative with other leadership voices
856 within Mennonite Church USA.
857

858 b. Establishment or termination of Churchwide Program Entities. Churchwide
859 program entities may be established or terminated as the Executive Board determines from time to
860 time and on such terms and conditions as the Executive Board determines, with the counsel and
861 advice of the Delegate Assembly.
862

863 5. Requirements for Board Membership.

864

865 a. Common requirements for the board of directors of each churchwide program
866 agency or other designated entity include:
867 (1) Issues of balance (gender, Racial/Ethnic, expertise) will be respected
868 to the extent feasible in the composition of each board.
869
870 (2) Each board member shall be elected or appointed for a term of four
871 years, and may serve a maximum of three full consecutive terms. Approximately half of the elected
872 members and half of the appointed members shall be chosen every two years.
873
874 (3) All board members shall be members in good standing of a member
875 congregation of Mennonite Church USA except in cases where board members represent other
876 participating denominations named in bylaws.
877
878 b. The size and selection of the board of the Mennonite Publishing Agency
879 (MennoMedia) shall be as follows:
880 (1) The size of the board shall be between ~~eight~~six and eleven members,
881 ~~as determined by the MennoMedia board with the initial number of members being eight.~~ Expansion
882 in the number of members subsequently will be by action of the board of the Agency.
883
884 (2) ~~Two or three~~Three members shall be elected by the Mennonite Church
885 USA Delegate Assembly.
886
887 (3) Two members shall be appointed by the Executive Board of
888 Mennonite Church USA or its designee.
889
890 (4) ~~Two or three~~Three members shall be appointed by the ~~General~~
891 ~~Board~~Joint Council of Mennonite Church Canada, or its designee.
892
893 (5) All of the above appointments shall be made after consultation with
894 the board of directors and the executive officer of the Mennonite Publishing Agency.
895
896 (6) Up to three additional members may be selected by the members of
897 the board of the Mennonite Publishing Agency, subject to confirmation by the Executive Board of
898 Mennonite Church USA, or its designee (for persons from MC USA) or by the Joint Council of
899 Mennonite Church Canada, or its designee (for persons from MC Canada). ~~subject to confirmation~~
900 ~~by the Joint Executive Committee of Mennonite Church USA and Mennonite Church Canada.~~
901
902 c. The size and selection of the board of the Mennonite Education Agency shall be
903 as follows:
904 (1) The size of the board shall be between eleven and thirteen members.
905 Expansion in the number of members subsequently will be by action of the board of the Agency.
906
907 (2) Six members shall be elected by the Delegate Assembly.
908
909 (3) Five members shall be appointed by the Executive Board after
910 consultation with the board of directors and the executive officer of the Education Agency.
911
912 (4) Up to two additional members may be selected by the elected and
913 appointed members of the Mennonite Education Agency, subject to confirmation by the Executive
914 Board.
915
916 d. The size and selection of the board of the Mennonite Mission Agency (Mennonite
917 Mission Network) shall be as follows:

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

920
921 (2) Seven members shall be elected by the Delegate Assembly.
922

923 (3) Six members shall be appointed by the Executive Board after
924 consultation with the board of directors and the executive officer of the Mission Agency.
925

926 (4) Up to two additional members may be selected by the elected and
927 appointed members of the Mennonite Mission Agency, subject to confirmation by the Executive
928 Board.

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

931 (1) The size of the board shall be between twelve and fifteen members.
932

933 (2) Four members shall be elected by the Delegate Assembly.
934

935 (3) Three members shall be elected or appointed by other
936 Mennonite/Anabaptist denominations participating in the Everence programs.
937

938 (4) Five additional members shall be appointed by the seven elected
939 members, subject to confirmation by the Executive Board. The selection process shall assure that
940 members of Mennonite Church USA constitute a majority of the full board.
941

942 (5) Up to three additional members may be selected by the elected and
943 appointed members of the board subject to confirmation by the Executive Board.
944

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

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

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

951 (3) Six additional members should be elected by vote of the Membership
952 and must be a chief executive officer or trustee of a Member organization.
953

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

956 (1) The size of the board shall be seven or eight members.
957

958 (2) Three members shall be elected by the Delegate Assembly.
959

960 (3) Three members shall be appointed by the Executive Board after
961 consultation with the board of directors and the executive officer of the denominational magazine.
962

963 (4) One or two additional members may be selected by the elected and
964 appointed members of the board of The Mennonite, Inc., subject to confirmation by the Executive
965 Board.
966

967 The memberships of the boards of such other churchwide program agencies or other entities as the
968 Executive Board may authorize or create shall be determined by the Executive Board from time to
969 time.

970 6. Procedures.
971

972 a. The boards of churchwide program agencies or other entities may be incorporated,
973 unless otherwise approved by the Executive Board. Incorporated boards shall operate under their
974 own articles and bylaws, subject to the qualifications set forth in this article. All articles and bylaws,
975 including amendments, are subject to approval by the Executive Board.
976

977 b. Each board shall meet regularly as a committee of the whole.
978

979 c. Each board shall employ an executive officer subject to policies approved by the
980 Executive Board. Further, any such executive officer shall be approved by the Executive Board
981 before being so appointed and may be removed by the board at any time, with or without cause, upon
982 the approval of the Executive Board.
983

984 d. Each board shall elect in addition to the executive officer appropriate officers in
985 line with its bylaws, where the same exist. Any such additional officers are subject to removal, with
986 or without cause, by the board. However, the Chairperson may be removed, with or without cause,
987 by the Executive Board.
988

989 e. Any board member appointed or elected by the Executive Board or the Delegate
990 Assembly may be removed, with or without cause, by the Executive Board. Any board member
991 selected by the elected and appointed members of the board and confirmed by the Executive Board,
992 may be removed, with or without cause, by the board, upon the approval of the Executive Board.
993

994 f. Each board shall establish and supervise such committees, commissions, task
995 forces, and departmental subdivisions as deemed necessary for the effective and efficient
996 administration of its functions and programs.
997

998 g. Unincorporated boards shall operate in accordance with directives and charters as
999 approved by the Executive Board and which may be amended from time to time by the
1000 unincorporated program agency or other entity board, subject to approval by the Executive Board.
1001

1002 ARTICLE XI

1003 AMENDMENTS

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

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

1015
1016 Last edit: May 13, 2019 srb