

Bylaws for Mennonite Church USA

Proposed Bylaw Changes 2025

CONTENTS

<u>Article</u>	<u>Page(s)</u>
I. General.....	2
II. Purpose	2-3
III. Congregations	3-5
IV. Area Conferences.....	5-7
V. Delegate Assembly.....	7-11
VI. Executive Board	11-13
VII. Executive Committee	13-14
VIII. Officers and Committees	15-16
IX. Constituency Leaders Council	16-17
X. Churchwide Program Agencies and Other Partnering Entities	17-22
XI. Amendments.....	22

1 **BYLAWS OF**

2
3 **MENNONITE CHURCH USA, INC.**

4
5 **ARTICLE I**

6
7 **GENERAL**

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

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

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

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

23
24 **ARTICLE II**

25
26 **PURPOSE**

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

36
37 The role of Mennonite Church USA is to:

- 38
39 a. Share the good news of Jesus Christ through word and deed, calling people to
40 salvation in Christ, and to form Christian communities of love and service to others.
41
42 b. Establish, teach and promote the core values and beliefs of the church based on
43 scripture as expressed in the Confession of Faith in a Mennonite Perspective, as
44 updated from time to time.
45
46 c. Tell the story of God's faithfulness in our journey as an Anabaptist people.
47
48 d. Encourage and enable congregations to actively engage in God's mission in the
49 world.
50

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

ARTICLE III

CONGREGATIONS

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

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

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

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

- a. Congregations may hold membership in only one area conference of Mennonite Church USA. However, in those situations where a congregation at the time of adoption of these Bylaws is already a member of two or more area conferences,

such multiple area conference membership may be retained as long as agreeable to the area conferences and the congregation.

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

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

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

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

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

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

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

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

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

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

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

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

d. Each congregation is to take seriously the need to be in open dialogue with members and leaders of Mennonite Church USA, to share concerns with the church and to receive representatives that come to share the programs and the perspectives of

the church. If there is serious disagreement, either party may initiate discussion to seek a resolution.

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

ARTICLE IV

AREA CONFERENCES

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

- a. Provide oversight and resources to help create and maintain healthy congregations.
- b. Provide for discernment, mutual accountability, and consultation among congregations on issues of faith and life.
- c. Provide programs and leadership for lay and pastoral programs, cooperation for mission and witness, to include church planting, and for the peaceful resolution of conflicts.
- d. Provide strong ministerial leadership through encouragement, support, accountability and credentialing by area conferences, including validating, recording, and transferring ministerial credentials.
- e. Provide programs, guidelines and services to assist with ministerial placement which matches the needs of congregations with gifts of pastors.
- f. Provide regular assemblies for effective involvement of all congregations in determining priorities and goals for their life and faith, nurture and mission, and to strengthen relationships between and among congregations, the area conference, and the denomination.
- g. Appoint delegates to the Delegate Assembly and to the Constituency Leaders Council to provide a link of communication for matters of mutual concern and for effective church wide decision making.

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

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

- 203 b. Each area conference shall retain the right of final decision to manage its own affairs
204 of its organization, personnel, program and management of property.
205
- 206 c. Each area conference shall retain the privilege of withdrawing from the Mennonite
207 Church USA, and in so doing shall withdraw all of its member congregations from
208 Mennonite Church USA, provided that a withdrawing area conference shall
209 discharge its financial commitments to Mennonite Church USA as part of such
210 withdrawal.
211
- 212 d. Each area conference shall participate in the planning and decision making of the
213 larger body through its representatives (delegates) to the Delegate Assembly.
214
- 215 e. An area conference shall have no rights to any property of Mennonite Church USA
216 by virtue of its membership in Mennonite Church USA.
217
- 218 3. Duties. As a member of the Mennonite Church USA, each area conference shall have a
219 responsibility to be loyal to and support the work of the church. Specifically:
220
- 221 a. Each area conference shall be represented at every session of the Delegate Assembly
222 and shall actively seek to further the interests of the church during and between
223 sessions.
224
- 225 b. Each area conference in its organizational arrangements shall provide for
226 committees or in other ways represent and promote among its membership the
227 various Mennonite Church USA church service areas, such as mission, education,
228 service and finances.
229
- 230 c. Each area conference shall establish provisions and procedures for the credentialing
231 of ministers.
232
- 233 d. Each area conference shall make its own determinations as to membership of
234 congregations, taking into account the common vision, commitments, and
235 membership guidelines of Mennonite Church USA.
236
- 237 e. Each area conference will develop and utilize experienced leadership to help attain
238 continuity in relationships with congregations and the denomination.
239
- 240 f. Each area conference shall assume its share of the responsibility for promotion and
241 support of the Mennonite Church USA resolutions and programs of service.
242 Congregations and area conferences should provide adequate funding and support
243 for the agencies they have founded and sponsored as part of their mission, including
244 those agencies which are jointly founded or sponsored with other church bodies.
245
- 246 g. Area conferences should strive to work in harmony and cooperation with the total
247 denomination, as well as with their member congregations. If there is serious
248 disagreement, either party may initiate discussion to seek a resolution through the
249 denominational office or the Constituency Leaders Council (CLC).
250

- 1) The principle of mutual servanthood and accountability in giving and receiving counsel shall characterize all intercongregational relationships, whether in area conferences or in the Delegate Assembly.
- 2) The area conferences, Delegate Assembly, churchwide boards and agencies, all of which exist to serve the congregations, shall be guided by and accountable to the congregations which they serve. The congregations in turn shall seek the wisdom, direction, gifts and resources that come in mutual servanthood and accountability through these relationships. Channels shall be maintained for consultation and communication of concerns between congregations, area conferences, and churchwide agencies.
- 3) In the event of unresolved conflict between area conferences, the area conferences involved may work with the Mennonite Church USA Executive Board, which shall determine procedures to be followed in resolving such dispute.

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

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

ARTICLE V

DELEGATE ASSEMBLY

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

- a. Provide opportunity to assemble for worship, fellowship, prophecy, acquaintance, and understanding, and to deepen Christian commitment.
- b. Discuss and decide major issues of policy for the national conference and discern the voice and the Spirit in the midst of the Delegate Assembly.
- c. Provide opportunity to speak to the establishment of general policies and the development of programs to carry out those policies.
- d. Receive reports from the Executive Board, its committees, program boards, and councils. Reports shall be presented in writing and shall include financial accounting.

- 302
- 303 e. Review current programs and act on program priorities as presented by the
- 304 Executive Board.
- 305
- 306 f. Elect the following:
- 307
- 308 1) Moderator, if the position is vacant, and a Moderator Elect.
- 309
- 310 2) Half of the members of the Leadership Discernment Committee as
- 311 nominated by the Constituency Leaders Council.
- 312
- 313 3) Other members of program agency boards and committees as needed
- 314 under the organizational structure of the same.
- 315
- 316 4) Executive Board members to fill new terms and vacancies.
- 317
- 318 2. The membership of the Delegate Assembly shall be chosen as follows:
- 319
- 320 a. Each congregation of the Mennonite Church USA is eligible to send one (1) delegate
- 321 for each one hundred (100) congregational members, or fraction thereof. Also,
- 322 congregations may send an additional youth delegate (ages 16-21).
- 323
- 324 b. Each area conference of the Mennonite Church USA is eligible to send one (1)
- 325 delegate for each one thousand (1,000) area conference members, or fraction
- 326 thereof. Also, conferences may send an additional two youth delegates (ages 16-21).
- 327
- 328 c. Each Racial/Ethnic group which has been officially recognized by the Executive
- 329 Board, may send three (3) delegates plus one (1) delegate for each one thousand
- 330 (1,000) members of such recognized Racial/Ethnic group. Also, Racial/Ethnic groups
- 331 may send an additional two youth delegates (ages 16-21).
- 332
- 333 d. Each member of the Executive Board is automatically a delegate.
- 334
- 335 e. Each Executive Board or Delegate Assembly appointee to a program agency board is
- 336 automatically a delegate.
- 337
- 338 f. Subject to the limitations contained herein, each appointing body shall itself
- 339 determine the criteria and term of its delegate(s), by what method its delegates are
- 340 selected and whether and how it wishes to achieve continuity through its delegates.
- 341 Each area conference delegate to the Delegate Assembly shall be a member of a
- 342 congregation in that area conference. All delegates shall be members of
- 343 congregations which are members (through area conferences) of Mennonite Church
- 344 USA.
- 345
- 346 g. Member area conferences shall be responsible to notify the denominational offices
- 347 of the identity of area conference delegates.
- 348
- 349 3. Officers. The officers of the Delegate Assembly and their duties shall be:
- 350

- 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.
- c. Special sessions of the Delegate Assembly may be called by the Moderator or Moderator Elect with the consent of the Executive Board.
- d. In the case of a special meeting, written notice of the special meeting (which will include the time, date, and place), and the purpose for the meeting, along with the proposed action to be taken, shall be submitted to area conferences and to member congregations at least ninety (90) days in advance of the date of the meeting. Area conferences shall keep the Executive Board notified of congregational members and any changes thereof.
- e. Both regular and special meetings of the Delegate Assembly may be held remotely by electronic means whereby all members participating may simultaneously hear each other during the meeting or as otherwise required by Indiana law.

5. Decision Making.

- a. Normally floor privileges are granted first to all delegates, Delegate Assembly committee members, and members of the program boards and committees. Floor privileges will be extended to others during a discussion at the Moderator's discretion.
- b. Each Assembly delegate shall be eligible to cast one vote. There is no provision for proxy voting.
- c. A majority of votes cast shall determine any matter, except when the Assembly agrees otherwise or when otherwise provided in these Bylaws.
- d. A quorum for conducting official business of the Assembly shall be those delegates to the Assembly who appear for any duly called meeting.

400 6. Standing Committees. The Assembly may establish standing or ad hoc committees as
401 deemed advisable for its work and may appoint the same as is necessary for ongoing work with the
402 church. The following shall be standing committee(s) of the Delegate Assembly:

403
404 a. Leadership Discernment Committee.

- 405
406 1) Duties. It shall be the responsibility of the Leadership Discernment
407 Committee to prepare slates of nominees for the boards of churchwide
408 program agencies and the Executive Board.
409
410 2) Membership. The committee shall consist of up to eight members, subject
411 to the criteria identified in section 4 below, half of whom are appointed by
412 the Executive Board and half of whom are nominated by the Constituency
413 Leaders Council and elected by the Delegate Assembly.
414 a) Executive Board appointees may serve one four-year term, with
415 possible reappointment.
416
417 b) Delegate Assembly electees are eligible for re-election for one
418 additional four-year term.
419
420 c) Individuals appointed by either the Constituency Leaders Council or
421 the Executive Board to complete unexpired terms are eligible for one
422 additional term.
423
424 d) The Executive Board shall appoint the Chair of the committee from
425 among the Leadership Discernment Committee members.
426
427 3) Procedure. The committee shall be responsible for the following in carrying
428 out its duties:
429
430 a) To exercise judgment in choosing nominees whose spiritual
431 qualifications, experience, and competence fit them for the position
432 for which they are being named.
433 b) To assure that the slates provide broad representation of the life and
434 composition of the Mennonite Church USA.
435
436 c) To make available a description of each nominee's experience,
437 background, training, and present involvement so that the Assembly
438 is adequately informed and acquainted with all nominees.
439
440 d) To secure from each nominee a commitment to take the assignment
441 seriously, if elected.
442
443 e) To emphasize the finding of new leaders, with careful attention to
444 broadening participation in church leadership.
445
446 f) To develop appropriate lists of potential nominees by soliciting from
447 each area conference and associate group a full slate of suggestions.
448 Suggestions shall also be sought and welcomed from the churchwide
449 program agencies, committees, and constituency.
450

- 451 4) In developing nominees for elected and appointed positions, the
452 committee shall operate on the following assumptions to the extent
453 reasonably attainable and appropriate in their judgment:
454 a) 50/50 women to men ratio;
455 b) 30/70 BIPOC to White.
456

457
458 **ARTICLE VI**

459
460 **EXECUTIVE BOARD**

461 1. Executive Board. An Executive Board shall be organized to give leadership and to act on
462 behalf of the denomination when the Delegate Assembly is not in session. Executive Board
463 members, with accountability to their appointing/electing bodies, are not expected to be
464 representatives of specific constituencies, but are to act in the best interests of Mennonite Church
465 USA as a whole. The Executive Board shall function as follows:
466

- 467 a. Serve as the Board of Directors of Mennonite Church USA, as chartered by the State
468 of Indiana, and exercise full legal responsibility for Mennonite Church USA.
469
470 b. Provide leadership and spiritual oversight in articulating the vision of Mennonite
471 Church USA.
472
473 c. Review for coordination purposes the activities of the churchwide program agencies,
474 entities, and committees, including program priorities, annual budgets, fundraising
475 procedures, and major innovations and modifications of church programs.
476
477 d. Ensure a safety net for small area conferences.
478
479 e. Maintain and promote communication channels between and with area
480 conferences, congregations, and other denominations.
481
482 f. Ensure that anti-racist and culturally competent principles are practiced throughout
483 church structures and programs.
484
485 g. Give leadership to coordinate the generation and allocation of resources for
486 programs and activities of the church.
487
488 h. Foster partnerships with Mennonite Church Canada, other Mennonites worldwide,
489 and with other denominations.
490
491 i. Receive counsel from the Constituency Leaders Council.
492
493 j. Report biennially to the Delegate Assembly the status of current program priorities
494 and budgets. Present to the Delegate Assembly program projections for counsel,
495 direction, and acceptance.
496
497 k. Provide leadership in carrying out the policies and programs authorized by the
498 Delegate Assembly.
499
500

501 l. Appoint members to the churchwide program agencies and committees as provided
502 by the Bylaws; appoint members to standing and ad hoc committees as needed and
503 as provided in the Bylaws; appoint the Executive Director.

504
505 m. Approve the appointment, reappointment, or dismissal of the chief executive officer
506 of each churchwide agency, program, board and committee.

507
508 2. Membership. The membership of the Executive Board shall be comprised of up to
509 twenty-one (21) people selected as follows:

510
511 a. Two members shall be the Moderator and Moderator Elect. One seat shall be
512 reserved for the immediate past moderator, who may serve for a period of two
513 years, subject to mutual agreement with the Executive Board. The Executive Board
514 appoints up to four (4) additional members. The four recognized Racial/Ethnic
515 groups—African American Mennonite Association (AAMA), Iglesia Menonita
516 Hispana (IMH), Native Mennonite Ministries (NMM), and the network of Asian
517 Mennonite Church USA congregations shall each appoint one member. The
518 remaining members shall be elected/affirmed by the Delegate Assembly from a slate
519 developed by the Leadership Discernment Committee. At least five (5) of the
520 Executive Board seats shall be filled by persons from Racial/Ethnic groups including
521 the four (4) of whom will be appointed by the four recognized Racial/Ethnic groups
522 named above. Specific skills, age, gender and geographic representation should be
523 considered in the Executive Board member nomination and appointment process.
524 The Leadership Discernment Committee shall take responsibility for coordinating
525 these various requirements and sources such that an appropriate slate is presented
526 to the Delegate Assembly for approval for election/affirmation.

527
528 b. Except for the Moderator and Moderator Elect and immediate past Moderator,
529 whose terms are controlled by the terms governing their office, the term of office
530 for other Executive Board members shall be four (4) years, with possible
531 reappointment for one (1) additional term. Individuals appointed to complete
532 unexpired terms are eligible for one additional full term. The Executive Board shall
533 arrange that half of those members elected/affirmed are so selected in each
534 biennium. Members shall serve a maximum of two (2) full consecutive terms. The
535 terms of membership on the Executive Board shall begin with the first meeting
536 following the close of the biennial meeting of the Delegate Assembly.

537
538 c. All Executive Board members shall be members in good standing of a member
539 congregation of the Mennonite Church USA.

540
541 3. Meetings.

542
543 a. Regular meetings of the Board shall be held at least three times a year and/or at
544 such times as determined by the Board.

545
546 b. Special meetings of the Board may be called by the Moderator on five (5) days notice
547 to each member, either personally by mail, or by E-mail, utilizing in each case the
548 last address of the board member registered with the Executive Board. Special
549 meetings shall be called by the Moderator or Executive Director in like manner and
550 on like notice on the written request of a majority of the members of the Executive
551 Board.

- 552
553 c. A majority of the members of the Board shall be necessary to constitute a quorum
554 for the transaction of business.
555
556 d. A majority vote or a declared consensus of the members present at a meeting of
557 which a quorum is present shall be required to transact official business.
558
559 e. Voting by proxy shall not be permitted.
560

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

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

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

- 576 a. The Executive Director.
577
578 b. Board members for the various program agencies as identified in Article X.
579
580 c. Half of the Leadership Discernment Committee.
581
582 d. Additional appointments as needed from time to time to provide for various
583 projects, committees, offices, and boards to carry out the work of Mennonite Church
584 USA.
585
586 e. Any vacancy in positions elected by the Delegate Assembly for the interim until the
587 normal expiration of the term so filled. Such interim appointments are then eligible
588 for service for one additional term at the will of the delegates.
589

590 In the event it becomes necessary to fill a vacancy in the office of Moderator Elect, the appointment
591 of a replacement shall be by the Executive Board who shall consult with the Constituency Leaders
592 Council.
593

594 **ARTICLE VII**

595 **EXECUTIVE COMMITTEE**

596
597
598 1. Executive Committee. The Executive Board shall have an Executive Committee which
599 shall consist of the Moderator, Moderator Elect, Secretary, and such other members as determined
600 by the Executive Board from time to time. The delegation of authority herein granted shall not
601

operate to relieve the Executive Board, or any member thereof, of any responsibility imposed on it or such member by law. The Executive Board shall have the power at any time to increase or decrease the number of members of the Executive Committee, to fill vacancies thereon, to change any member thereof (other than the Moderator and Moderator Elect), and to change the functions or terminate the existence thereof subject to governing statutes.

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

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

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

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

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

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

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

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

651 **ARTICLE VIII**

652 **OFFICERS AND COMMITTEES**

653 1. Officers of Mennonite Church USA. The officers of Mennonite Church USA shall consist
654 of a Moderator, Moderator Elect, Secretary, Treasurer, and the Executive Director, and such other
655 officers as the Executive Board may designate.

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

675 2. Executive Director.

- 676 a. The Executive Board shall select and employ an Executive Director as a primary
677 administrative officer who shall be its principal agent in the management of
678 Mennonite Church USA. The Executive Director shall have such qualifications and
679 such general and specific duties as the Executive Board shall assign to the Executive
680 Director from time to time.
- 681 b. The Executive Director shall conduct the administrative affairs of the Executive
682 Board, serve as an officer, and supervise employees of Mennonite Church USA. The
683 Executive Director shall provide oversight for the various offices of the Executive
684 Board which may be established from time to time to carry out the work of
685 Mennonite Church USA.
- 686 c. The Executive Director may give notice of any meeting, either of the Delegate
687 Assembly or the Board, when called in accordance with the provisions of these
688 Bylaws and shall also perform such duties as are customary incident to the office of
689 chief administrative officer and such other duties as shall be directed by the
690 Executive Board.

3. Associate Executive Directors. The Executive Director may appoint Associate Executive Directors. Such 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 Mennonite Church USA.

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

ARTICLE IX

CONSTITUENCY LEADERS COUNCIL

1. Constituency Leaders Council. 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.
- c. Voice collective aspirations and concerns to denominational leadership.
- d. Provide opportunity for communication between and among program leaders.
- e. Provide counsel to the Executive Board on the admission to or termination of an area conference member of Mennonite Church USA.

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

- a. Up to three (3) representatives appointed by each area conference. Where possible one of these representatives should be an area conference minister. Representatives should be selected to encourage gender/age/Racial/Ethnic balance.
- b. Two (2) representatives appointed by each of the recognized constituency groups of Mennonite Church USA, as determined by the Executive Board from time to time.

- c. Each designee by an area conference or associate group shall continue in such role at the pleasure of the appointing body.
- d. All designees to the Constituency Leaders Council shall be members in good standing of a member congregation of Mennonite Church USA.
- e. The Executive Board may, in its discretion, identify new constituency groups and determine the number of representatives therefrom to the Constituency Leaders Council.

3. Staff and Leadership.

- a. The Moderator Elect of the Mennonite Church USA shall preside at all meetings of the Constituency Leaders Council; provided, that if the Moderator Elect is unavailable then the leadership shall be provided by such other person as the Constituency Leaders Council may determine from time to time.
- b. The Chief Administrative Officer shall be the Executive Director, or designee of the same. The Executive Director shall further see that such additional staff as is required by the Constituency Leaders Council is made available to it. Other persons or entities may be invited in accordance with guidelines established by the leadership of the Constituency Leaders Council.

4. Meetings.

- a. Regular meetings of the Constituency Leaders Council shall be held at least once a year and/or at such other times as determined by the Constituency Leaders Council.
- b. Constituency Leaders Council meetings may take place in any physical location or remotely via telephone or other remote communications equipment. The official meeting location will be designated by the Executive Director, or designee of the same.
- c. The Constituency Leaders Council may be called for regular meetings by the Moderator Elect on thirty (30) days notice to each member, either personally by U.S. mail or electronic mail. Addresses for notice shall be those last on file with the Executive Director. Special meetings may be called by the Moderator Elect or Executive Director in a like manner on like notice, and also by written request of a majority of the members of the Constituency Leaders Council.

ARTICLE X

CHURCHWIDE PROGRAM AGENCIES AND OTHER PARTNERING ENTITIES

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 of Mennonite Church USA are as identified in this article.

1. Role. The task of the churchwide program agencies and other designated partnering 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.

2. Governance. Churchwide program agencies and other designated churchwide programs may establish separate governing boards, and such governing boards shall be accountable to the Executive Board of Mennonite Church USA.

a. Accountability. 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.

b. Collaboration and Coordination. To facilitate communication and collaboration, 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.

3. Churchwide Agencies and Programming.

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 Joint Council of Mennonite Church Canada through the combined Executive Committees of those two bodies. Its purpose is to publish resources for living the faith from an Anabaptist perspective.

b. Mennonite Education Agency. There shall be a Mennonite Education Agency responsible to the Executive Board, its purpose is to:

1) ~~develop and maintain the vision and mission for the short-term and the long-term interests of Anabaptist-Mennonite education.~~

2) ~~Advocate for the vision and mission of Anabaptist-Mennonite education in church and school.~~

3) ~~Dismantle systems of racism and oppression in Mennonite Education Agency and the schools.~~

4) ~~Encourage and enable schools to collaborate in ways that ensure that the common good of Mennonite education.~~

5) ~~Facilitate cooperation, collaboration, and coordination among Mennonite Church USA, its affiliated education institutions and between these institutions and other MC USA programs.~~

6) ~~Provide services in support of the missions of the education institutions and Mennonite Church USA.~~

7) ~~Provide for the establishment and maintenance of accountability and support relationships between the schools and Mennonite Church USA.~~

Commented [GG1]: Question: Should keep this section under Article X. Churchwide Program Agencies and Other Partnering Entities (which may subtly imply that this is still "separate" from EB functions) or if we should move it to Article VIII and begin thinking of Mennonite & Anabaptist Education as more in terms of a "Committee"

Commented [GG2]: The MC USA Executive Board wants to preserve the mandate for Mennonite Education. MEA will no longer be the agency leading that programming.

~~c.~~b. 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;
- 3) call, train, and mobilize leadership for mission;
- 4) offer motivation, inspiration, information, theological reflection, and formation for mission; and
- 5) generate and distribute financial resources for mission.

c. Mennonite & Anabaptist Education Programming. The Executive Board or its designated ministry partners shall develop programming to:

- 1) Develop and maintain the vision and mission for the short-term and the long-term interests of Anabaptist-Mennonite education.
- 2) Advocate for the vision and mission of Anabaptist-Mennonite education in church and school.
- 3) Encourage schools to collaborate in ways that ensure the common good of Mennonite education.
- 4) Facilitate cooperation, collaboration, and coordination among Mennonite Church USA, its affiliated education institutions, and between these institutions and other MC USA programs.
- 5) Establish and maintain accountability and support relationships between the schools and Mennonite Church USA.

d. Mennonite Church USA Stewardship Programming. The Executive Board or its designated ministry partners shall develop programming to lead members of Mennonite Church USA toward greater practice of biblical principles of holistic stewardship. The Executive Board or its designated ministry partners carry out this responsibility by providing programs to assist members in the stewardship of money, health, time, and talents. These will include various educational services, insurance, financial, and charitable programs, and additional stewardship and mutual aid programs and services to be developed in the future.

e. Health and Human Services Programming. The Executive Board or its designated ministry partners shall develop programming:

- 1) to promote the potential of a Christian community for healing, within Mennonite Church USA and the communities it serves;

Commented [GG3]: Moved this section to the programming section of the bylaws.

Commented [GG4]: The MC USA Executive Board wants to preserve the mandate for Mennonite Education. MEA will no longer be the agency leading that programming.

- 903
- 904 2) to carry out the biblical injunction to enable people toward health,
- 905 wholeness, and hope; and
- 906
- 907 3) to foster new opportunities of service in the arena of Anabaptist health
- 908 care and human service institutions and programs.
- 909
- 910 4. Establishment or termination of Churchwide Program Agencies. Churchwide program
- 911 agencies may be established or terminated as the Executive Board determines from time
- 912 to time and on such terms and conditions as the Executive Board determines, with the
- 913 counsel and advice of the Delegate Assembly.
- 914
- 915 5. Requirements for Board Membership.
- 916
- 917 a. Common requirements for the board of directors of each churchwide program
- 918 agency or appointments to other designated entity include:
- 919 1) Issues of balance (gender, Racial/Ethnic, expertise) will be respected to the
- 920 extent feasible in the composition of each board.
- 921
- 922 2) Each board member shall be elected or appointed for a term of four years
- 923 and may serve a maximum of three full consecutive terms. Approximately
- 924 half of the elected members and half of the appointed members shall be
- 925 chosen every two years.
- 926
- 927 3) All board members shall be members in good standing of a member
- 928 congregation of Mennonite Church USA except in cases where board
- 929 members represent other participating denominations named in bylaws.
- 930
- 931 b. The size and selection of the board of the Mennonite Publishing Agency
- 932 (MennoMedia) shall be as follows:
- 933 1) The size of the board shall be between six and eleven members. Expansion
- 934 in the number of members subsequently will be by action of the board of
- 935 the Agency.
- 936
- 937 2) Two or three members shall be elected by the Mennonite Church USA
- 938 Delegate Assembly.
- 939
- 940 3) Two members shall be appointed by the Executive Board of Mennonite
- 941 Church USA or its designee.
- 942
- 943 4) Two or three members shall be appointed by the Joint Council of
- 944 Mennonite Church Canada, or its designee.
- 945
- 946 5) All of the above appointments shall be made after consultation with the
- 947 board of directors and the executive officer of the Mennonite Publishing
- 948 Agency.
- 949
- 950 6) Up to three additional members may be selected by the members of the
- 951 board of the Mennonite Publishing Agency, subject to confirmation by the
- 952 Executive Board of Mennonite Church USA, or its designee (for persons
- 953 from MC USA) or by the Joint Council of Mennonite Church Canada, or its
- 954 designee (for persons from MC Canada).

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

- ~~1) The size of the board shall be not less than five and not more than seven directors.~~
- ~~2) One member shall be appointed by the Executive Board after consultation with the Mennonite Education Agency Board of Directors and Executive Director.~~
- ~~3) One member shall be elected by the Mennonite Church USA Delegate Assembly of Mennonite Church USA.~~
- ~~4) Additional appointments shall be made in accordance with the bylaws of Mennonite Education Agency.~~

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

- 1) The size of the board shall be between thirteen and fifteen members. Expansion in the number of members subsequently will be by action of the board of the Agency.
- 2) Seven members shall be elected by the Delegate Assembly.
- 3) Six members shall be appointed by the Executive Board after consultation with the board of directors and the executive officer of the Mission Agency.
- 4) Up to two additional members may be selected by the elected and appointed members of the Mennonite Mission Agency, subject to confirmation by the Executive Board.

d. ~~The size and selection of the board of MEA (formerly the Mennonite Education Agency) shall be as follows:~~

- ~~1) The size of the board shall be not less than five directors.~~
- ~~2) Two members shall be appointed by the Executive Board.~~
- ~~3) Additional appointments shall be made in accordance with the bylaws of MEA.~~

Commented [GG5]: MEA will continue to exist to provide specific financial and benefit oversight. This change is to align with the changes to the MEA bylaws.

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

6. Procedures.

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

Commented [GG6]: Relocated this section and updated the name change. The MEA board will continue to manage an endowment fund for partner institutions.

- 1004 b. Each board shall meet regularly as a committee of the whole.
1005
1006 c. Each board shall employ an executive officer subject to policies approved by the
1007 Executive Board. Further, any such executive officer shall be approved by the
1008 Executive Board before being so appointed and may be removed by the board at any
1009 time, with or without cause, upon the ~~recommendation or~~ approval of the Executive
1010 Board.
1011
1012 d. Each board shall elect in addition to the executive officer appropriate officers in line
1013 with its bylaws, where the same exist. Any such additional officers are subject to
1014 removal, with or without cause, by the board. However, the Chairperson may be
1015 removed, with or without cause, by the Executive Board.
1016
1017 e. Any board member appointed or elected by the Executive Board or the Delegate
1018 Assembly may be removed, with or without cause, by the Executive Board. Any
1019 board member selected by the elected and appointed members of the board and
1020 confirmed by the Executive Board, may be removed, with or without cause, by the
1021 board, upon the approval of the Executive Board.
1022
1023 f. Each board shall establish and supervise such committees, commissions, task forces,
1024 and departmental subdivisions as deemed necessary for the effective and efficient
1025 administration of its functions and programs.
1026
1027 g. Unincorporated boards shall operate in accordance with directives and charters as
1028 approved by the Executive Board and which may be amended from time to time by
1029 the unincorporated program agency, subject to approval by the Executive Board.
1030
1031 7. Establishment or termination of Churchwide Program Entities.
1032
1033 a. Churchwide program entities may be established or terminated as the Executive
1034 Board determines from time to time and on such terms and conditions as the
1035 Executive Board determines, and as agreed to in signed agreements between
1036 Mennonite Church USA and the program entity to respond to the immediate needs
1037 of the members of Mennonite Church USA.
1038
1039 b. A list of partnering entities shall be determined biennially by the Executive Board,
1040 and a list of those entities shall be made available via Mennonite Church USA official
1041 channels such as websites, electronic mailing lists, or Executive Board reports to the
1042 Delegate Assembly.
1043

1044 ARTICLE XI

1045 AMENDMENTS

- 1046
1047
1048 1. These Bylaws may be amended by a two-thirds majority vote of delegates voting at any
1049 regular or special session of the Delegate Assembly, upon prior recommendation by a two-thirds
1050 vote of the Executive Board, provided a notice setting forth the substance of such amendment has
1051 been given in writing to all delegates two months in advance.
1052
1053 2. These Bylaws may be amended at any regular session of the Delegate Assembly without
1054 prior notice by unanimous vote of delegates present.
1055

Commented [GG7]: Added to give clarity to the role and authority of the MC USA EB.

1056 3. The Secretary may correct the Bylaws for non-substantive errors in the Bylaws, such as
1057 errors in spelling, grammar, name changes, or numbering without amendment. These changes are
1058 subject to approval of the Executive Board of Mennonite Church USA. Changes that do not
1059 materially affect how the Bylaws operate will be considered as non-substantive.
1060

Approved by Nashville Delegates July 2001
Revised by Atlanta Delegates July 2003
Revised by Charlotte Delegates July 2005
Revised by Phoenix Delegates July 2013
Revised by Kansas City Delegates July 2019
Revised by Virtual Delegate Assembly July 10, 2021