

# Bylaws for Mennonite Church USA

Approved by Nashville Delegates July 2001

*Revised by Atlanta Delegates July 2003*

*Revised by Charlotte Delegates July 2005*

*Revised by Phoenix Delegates July 2013*

## CONTENTS

<u>Article</u>	<u>Page(s)</u>
I. General .....	2
II. Purpose.....	2-3
III. Congregations .....	3-4
IV. Area Conferences.....	5-7
V. Delegate Assembly .....	7-10
VI. Executive Board.....	10-13
VII. Executive Committee.....	13-14
VIII. Officers and Committees .....	14-15
IX. Constituency Leaders Council .....	15-16
X. Churchwide Program Agencies .....	16-21
XI. Amendments .....	21

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

3  
4 **ARTICLE I**

5  
6 **GENERAL**

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

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

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

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

22  
23 **ARTICLE II**

24  
25 **PURPOSE**

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

34  
35 The role of Mennonite Church USA is to:

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

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

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

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

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

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

### 65 ARTICLE III

### 66 CONGREGATIONS

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

153  
154 **ARTICLE IV**

155  
156 **AREA CONFERENCES**

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

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

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

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

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

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

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

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

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

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

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

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

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

206  
207 e. An area conference shall have no rights to any property of Mennonite Church  
208 USA by virtue of its membership in Mennonite Church USA.

209  
210 3. Duties. As a member of the Mennonite Church USA, each area conference shall have a  
211 responsibility to be loyal to and support the work of the church. Specifically:

212  
213 a. Each area conference shall be represented at every session of the Delegate  
214 Assembly and shall actively seek to further the interests of the church during and between sessions.

215  
216 b. Each area conference in its organizational arrangements shall provide for  
217 committees or in other ways represent and promote among its membership the various Mennonite  
218 Church USA church service areas, such as mission, education, service and finances.

219  
220 c. Each area conference shall establish provisions and procedures for the  
221 credentialing of ministers.

222  
223 d. Each area conference shall make its own determinations as to membership of  
224 congregations, taking into account the common vision, commitments, and membership guidelines of  
225 Mennonite Church USA.

226  
227 e. Each area conference will develop and utilize experienced leadership to help  
228 attain continuity in relationships with congregations and the denomination.

229  
230 f. Each area conference shall assume its share of the responsibility for promotion  
231 and support of the Mennonite Church USA resolutions and programs of service. Congregations and  
232 area conferences should provide adequate funding and support for the agencies they have founded  
233 and sponsored as part of their mission, including those agencies which are jointly founded or  
234 sponsored with other church bodies.

235  
236 g. Each area conference is to take seriously the need to be in open dialogue with  
237 leadership in Mennonite Church USA to share concerns with the church and to receive  
238 representatives that come to share the programs and the perspectives of the church. If there is serious  
239 disagreement, either party may initiate discussion to seek a resolution.

240  
241 h. Area conferences should strive to work in harmony and cooperation with the total  
242 denomination, as well as with their member congregations.

243  
244 (1) The principle of mutual servanthood and accountability in giving and  
245 receiving counsel shall characterize all intercongregational relationships, whether in area  
246 conferences or in the Delegate Assembly.

247  
248 (2) The area conferences, Delegate Assembly, churchwide boards and  
249 agencies, all of which exist to serve the congregations, shall be guided by and accountable to the  
250 congregations which they serve. The congregations in turn shall seek the wisdom, direction, gifts  
251 and resources that come in mutual servanthood and accountability through these relationships.  
252 Channels shall be maintained for consultation and communication of concerns between  
253 congregations, area conferences, and churchwide agencies.

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

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

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

## 273 ARTICLE V

### 274 DELEGATE ASSEMBLY

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

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

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

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

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

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

297 f. Elect the following:

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

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

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

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

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

311 a. Each congregation of the Mennonite Church USA is eligible to send one (1)  
312 delegate for each one hundred (100) congregational members, or fraction thereof.  
313

314 b. Each area conference of the Mennonite Church USA is eligible to send one (1)  
315 delegate for each one thousand (1,000) area conference members, or fraction thereof.  
316

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

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

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

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

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

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

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

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

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

352 4. Meetings.  
353

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

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

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

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

367  
368 5. Decision Making.

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

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

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

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

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

386  
387 a. Leadership Discernment Committee.

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

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

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

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

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

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

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

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

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

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

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

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

429  
430  
431 **ARTICLE VI**

432  
433 **EXECUTIVE BOARD**

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

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

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

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

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

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

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

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

511  
512 3. Meetings.

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

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

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

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

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

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

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

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

- 546 a. The Executive Director.  
547 b. Board members for the various program agencies as identified in Article X.  
548 c. Four members of the Leadership Discernment Committee.  
549 d. Additional appointments as needed from time to time to provide for various  
550 projects, committees, offices, and boards to carry out the work of Mennonite Church USA.  
551 e. Any vacancy in positions elected by the Delegate Assembly for the interim until  
552 the normal expiration of the term so filled. Such interim appointments are then eligible for service  
553 for one additional term at the will of the delegates.

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

559  
560 **ARTICLE VII**

561  
562 **EXECUTIVE COMMITTEE**

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

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

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

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

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

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

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

605  
606 8. Conference Call Meetings. Any or all members of the Executive Committee may  
607 participate in a meeting of the Executive Committee by means of a conference telephone or similar  
608 communications equipment by which all persons participating in the meeting can communicate with  
each other. Such participation in this matter constitutes presence in person at the meeting.

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

613  
614  
615 **ARTICLE VIII**

616  
617 **OFFICERS AND COMMITTEES**

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

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

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

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

642  
643 2. Executive Director.

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

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

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

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

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

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

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

## 678 679 680 **ARTICLE IX**

### 681 682 **CONSTITUENCY LEADERS COUNCIL**

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

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

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

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

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

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

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

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

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

710

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

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

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

719 3. Staff and Leadership.

720  
721 a. The Moderator Elect of the Mennonite Church USA shall preside at all meetings  
722 of the Constituency Leaders Council; provided, that if the Moderator Elect is unavailable then the  
723 leadership shall be provided by such other person as the Constituency Leaders Council may  
724 determine from time to time.

725  
726 b. The Chief Administrative Officer shall be the Executive Director, or designee of  
727 the same. The Executive Director shall further see that such additional staff as is required by the  
728 Constituency Leaders Council is made available to it. Representatives from churchwide program  
729 agencies are normally invited as guests to participate in the meetings of the Constituency Leaders  
730 Council.

731  
732 4. Meetings.

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

735  
736 b. The Constituency Leaders Council may be called for regular meetings by the  
737 Moderator Elect on thirty (30) days notice to each member, either personally by U.S. mail, E-mail,  
738 or by telegram. Addresses for notice shall be those last on file with the Executive Director. Special  
739 meetings may be called by the Moderator Elect or Executive Director in a like manner on like notice,  
740 and also by written request of a majority of the members of the Constituency Leaders Council.

741  
742  
743 **ARTICLE X**

744  
745 **CHURCHWIDE PROGRAM AGENCIES AND OTHER ENTITIES**

746  
747 Various churchwide program agencies and other designated entities shall assist the Executive  
748 Board in providing leadership and resources for carrying out the purposes of Mennonite Church  
749 USA. As of the effective date of these Bylaws, the churchwide program agencies and other  
750 churchwide program entities of Mennonite Church USA are as identified in this article.

751  
752 1. Role. The task of the churchwide program agencies and other designated entities is to  
753 arrange for the delivery of programs and services that carry out specific churchwide goals. They  
754 cooperate and network with other parts of the church around common goals. To facilitate this, the  
755 agency chairpersons and the agency executive directors meet as necessary in a Governance Council,  
756 chaired by the Moderator, with the Executive Director of Mennonite Church USA, to coordinate  
757 their work under the leadership of the Executive Board.

758  
759 2. Governance. A board of directors governs each churchwide program agency and each  
760 other designated entity. Board members, with accountability to their appointing/electing bodies, are  
761

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

764  
765 3. Churchwide Program Agencies.  
766

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

772  
773 b. Mennonite Education Agency. There shall be a Mennonite Education Agency  
774 responsible to the Executive Board. Its purpose is to strengthen the life, witness, and identity of  
775 Mennonite Church USA through education. It carries out this purpose by:

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

778  
779 (2) discerning the educational needs of the church and developing schools  
780 and programs which best meet these needs;

781  
782 (3) facilitating cooperation, collaboration, and coordination among  
783 Mennonite Church USA educational institutions and between these institutions and other church  
784 programs; and

785  
786 (4) providing services in support of the missions of the educational  
787 institutions, and providing for the establishment and maintenance of accountability and support  
788 relationships between the schools and the church.

789  
790 c. Mennonite Mission Agency. There shall be a Mennonite Mission Agency, known  
791 as Mennonite Mission Network, responsible to the Executive Board. It shall seek to lead, mobilize,  
792 and resource Mennonite Church USA to participate in holistic witness to Jesus Christ, so that every  
793 congregation and all parts of the church will be fully engaged in God's mission, reaching from across  
794 the street to around the world. In order to accomplish this purpose, the mission agency will:

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

797  
798 (2) provide vision, skills, and resources for cultivating and starting  
799 missional congregations;

800  
801 (3) call, train, and mobilize leadership for mission;

802  
803 (4) offer motivation, inspiration, information, theological reflection, and  
804 formation for mission; and

805  
806 (5) generate and distribute financial resources for mission.

807  
808 d. Mennonite Stewardship Agency. There shall be a Mennonite Stewardship  
809 Agency, known as Everence, responsible to the Executive Board to carry out the core value of  
810 stewardship on behalf of Mennonite Church USA. Everence is accountable to the Executive Board  
811 to lead members of Mennonite Church USA toward greater practice of biblical principles of holistic  
812 stewardship. It carries out this responsibility by providing programs to assist members in the  
813 stewardship of money, health, time, and talents. These will include various educational services,  
814 insurance, financial, and charitable programs, and additional stewardship and mutual aid programs  
815 and services to be developed in the future.

816

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

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

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

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

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

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

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

837  
838 4. Other Churchwide Program Entities.

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

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

852  
853 5. Requirements for Board Membership.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

## 959 6. Procedures.

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

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

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

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

977  
978  
979  
980  
981  
982  
983  
984  
985  
986  
987  
988  
989  
990  
991  
992  
993  
994  
995  
996  
997  
998  
999  
1000  
1001  
1002

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

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

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

**ARTICLE XI**

**AMENDMENTS**

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

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