

# CONSTITUTION OF THE CENTRAL SOUTHEAST OHIO ASSOCIATION OHIO CONFERENCE, UNITED CHURCH OF CHRIST

## PREAMBLE

1. Whereas, the United Church of Christ, formed June 25, 1957, by the union of the Evangelical and Reformed Church and the General Council of the Congregational Christian Churches of the United States, in order to express more fully the oneness in Christ of the churches composing it, to make more effective their common witness in Him and to serve His Kingdom in the world, has adopted a constitution on July 4, 1961; and
2. The United Church of Christ acknowledges as its sole head, Jesus Christ, the Son of God and the Savior; acknowledges as kindred in Christ all who share in this confession; looks to the Word of God in the scriptures, and to the presence and power of the Holy Spirit, to prosper its creative and redemptive work in the world; claims as its own the faith of the historic Church expressed in the ancient creeds and reclaimed in the basic insights of the Protestant Reformers; affirms the responsibility of the Church in each generation to make this faith its own in reality of worship, in honesty of thought and expression, and in purity of heart before God; and in accordance with the teaching of our Lord and the practice prevailing among Evangelical Christians, recognizes two sacraments, Baptism and the Lord's Supper or Holy Communion; and
3. The Ohio Conference of Congregational Christian Churches and the four Ohio Synods of the Evangelical and Reformed Church – the Northwest Ohio Synod, Northeast Ohio Synod, Southeast Ohio Synod, and Southwest Ohio Synod – have consolidated to form the Ohio Conference of the United Church of Christ (hereinafter referred to as the “Ohio Conference”) without break in their respective historical continuities and traditions, and
4. The Evangelical and Reformed Churches within the defined geographical area of this Association which were members of the Southwest Ohio Synod, and the Southeast Ohio Synod and the Northwest Ohio Synod, and the Congregational Christian Churches of the Ohio Central Association and the Southwestern Ohio Association have consolidated to form this Association without break in their respective historical continuities and traditions.
5. Now, therefore, the following provisions are adopted as the Constitution of the Central Southeast Ohio Association.

### **ARTICLE I. NAME**

6. The name of this Association of the Ohio Conference of the United Church of Christ shall be the Central Southeast Ohio Association, hereinafter referred to as this Association.

### **ARTICLE II. PURPOSE**

7. The purposes of this Association of the Ohio Conference are:
  - A. To live the unity and fellowship in Christ of the churches composing this Association.
  - B. To aid the local churches in the development of their spiritual life and stewardship, to help the local churches establish and enhance their ministries and missions, and to challenge the local churches to responsibly support the United Church of Christ spiritually and financially.
  - C. To determine, confer, and certify to the respective standing of the local churches and ministers and to counsel with them relative to pastoral relationship.
  - D. To relate local churches to the life and work of the United Church of Christ through the Ohio Conference and to assist, in cooperation with the Ohio Conference and the instrumentalities of the United Church of Christ in establishing new churches within the Association area.
  - E. To maintain, with Ohio Conference cooperation, relationships with local and state councils of churches and other ecumenical bodies.
  - F. To organize appropriate staff, committees and volunteers in order to provide such programs and resources to interpret, promote and advance the Realm of God through the work of the United Church of Christ.
  - G. To nominate Conference delegates and alternates to the General Synod of the United Church of Christ.
  - H. In general, the Central Southeast Ohio Association may exercise any and every power which a nonprofit corporation organized under Chapter 1702 of the Nonprofit Corporation Law of the State of Ohio, as the same may be amended, can be authorized to exercise.

### **ARTICLE III. LOCAL CHURCHES**

8. The local churches of the United Church of Christ have, in fellowship through their Association and the Ohio Conference, a God-given responsibility for that Church, its labors and its extension, even as the United Church of Christ has, in fellowship, a God-given responsibility for the well-being and needs and aspirations of its local churches. In mutual

concern and in dedication to Jesus Christ, the Head of the Church, the one and the many share in common Christian experience and responsibility.

9. The basic unit of the life and organization of the United Church of Christ is the local church. The autonomy of the local church is inherent and modifiable only by its own action. Nothing in this Constitution and Bylaws shall destroy or limit the right of each local church to continue to operate in the way customary to it; nor shall be construed as giving to this Association, now or at any future time, the power to abridge or impair the autonomy of any local church in the management of its own affairs, which affairs include, but are not limited to, the right to retain or adopt its own methods of organization, worship and education; to retain or secure its own charter and name; to adopt its own constitution and bylaws; to formulate its own covenants and confessions of faith; to admit members in its own way and to provide for their discipline or dismissal; to call or dismiss its pastor or pastors by such procedure as it shall determine; to acquire, own, manage and dispose of property and funds; to control its own benevolences; and to withdraw by its own decision from this Association at any time without forfeiture of ownership or control of any real or personal property owned by it.
10. Actions by, or decisions or advice emanating from the General Synod, the Ohio Conference, or this Association, should be held in the highest regard and considered for response by every local church.

#### **ARTICLE IV. MEMBERSHIP**

11. Members of this Association are local churches and authorized ministers holding standing in this Association.

##### A. Local Church Standing

A local church is composed of persons who, believing in God the eternal Creator, and accepting Jesus Christ as Lord and Savior, and depending on the guidance of the Holy Spirit, are organized for Christian worship, for the furtherance of Christian fellowship and for the ongoing work of Christian witness.

1. The following local churches have standing in this Association:
  - a. All local churches within the defined geographical area of this Association having standing in Southwest Ohio, Southeast Ohio and Northwest Ohio Synods at the time the formation of this Association becomes effective.

- b. All local churches within the defined geographical area of this Association having standing in the Ohio Central and Southeastern Ohio Associations at the time the formation of this Association becomes effective.
  - c. All local churches that are hereafter received into and granted standing in this Association.
2. A local church initially secures and maintains its standing by sharing with other member churches and ministers in common experience and responsibility, including:
  - a. Participation in and providing leadership for United Church of Christ activities through the Central Southeast Ohio Association, the Ohio Conference and the General Synod, and Responsible financial support of the United Church of Christ benevolence programs
3. The standing and membership of a local church in this Association may be terminated at any meeting of this Association, upon two-thirds (2/3) vote of the present and voting membership of this Association, provided that notice of such proposed action is specified in the advance written notice of the meeting at which the action is to be taken.
4. Any local church within the defined geographical area of this Association which has not chosen to be part of the United Church of Christ may be admitted or continued in fellowship with this Association. The names and statistics of such churches shall be kept separately; their members shall not be counted in determining the number of delegates which the conference is entitled to send to the General Synod; nor shall any member of such a church be a delegate to the General Synod. No direct or indirect participation by any such local church in or support of the work of the United Church of Christ, or of any of its instrumentalities or of the Ohio Conference or this Association shall be construed as making it a local church of the United Church of Christ.

B. Ministerial Standing

1. The following ministers have standing within this Association at the time the formation of this Association becomes effective:
  - a. All ministers having standing in the Southeast Ohio, the Southwest Ohio and the Northwest Ohio Synods at the time the formation of this Association becomes effective and who:

- i) reside within the defined geographical area of this Association, or
  - ii) have retired from active service by reason of age or disability, or
  - iii) are engaged in a ministry requiring prolonged absence from the United States, or one that does not permit him/her a fixed residence, or
  - iv) qualified for standing in one of the said Southeast Ohio, Southwest Ohio and the Northwest Ohio Synods by having chosen to maintain standing in such Synod.
- b. All ministers having standing in the Ohio Central and Southeastern associations at the time the formation of this Association becomes effective.
- 2. All ministers who relocate into this Association at any time after the formation of this Association becomes effective may be granted standing.

C. Geographical Boundaries of this Association

The geographical boundaries of this Association shall be that area defined by the following counties of the State of Ohio: Adams, Athens, Delaware, Fairfield, Fayette, Franklin, Gallia, Guernsey, Highland (eastern half), Hocking, Jackson, Knox, Lawrence, Licking, Madison, Morgan, Muskingum, Meigs, Noble, Perry, Pickaway, Pike, Ross, Scioto, Union, Vinton, Washington, and in the western and central area of West Virginia as deemed appropriate and in consultation with the United Church of Christ General Synod.

Changes in the geographical area of this Association, if desired, shall be made by negotiations between this Association and another Association or Associations affected within the Ohio Conference, in consultation with the local churches involved and upon approval of the Ohio Conference.

**ARTICLE V. ORGANIZATION**

- 12. The members of this Association are responsible for the administration of its affairs. This Association shall hold an annual meeting and such other meetings as it may determine, and shall organize as follows:

A. Elected Officers

The elected officers of this Association shall be:

1. Moderator
2. Vice-Moderator
3. Secretary
4. Treasurer

B. Association Ministers

1. This Association shall call one or more authorized ministers (part time or full time) to lead this Association. Hereinafter referred to as Association Minister or Association Ministers. At least one of these ministers shall be ordained. One of these ministers shall be designated the chief executive officer by their Call Agreement or by the Association Council.

C. Association Council

1. The Association Council shall be composed of the Elected Officers; the immediate past moderator; the chairperson (or the duly appointed representative) of each Association Department; and one or both of this Association's representatives serving on the Ohio Conference Board of Trustees as selected by the Moderator. The Association Ministers shall serve as non-voting members of the Council.
2. The Association Council shall govern the affairs of this Association between Association meetings.

D. Departments and Committees

1. The Executive Committee shall consist of the elected officers, the immediate past moderator, and the Association Ministers. Executive Committee shall lead the affairs of this Association between Association Council meetings.
2. Elected Departments
  - a. Congregational Vitality
  - b. Preparation for Authorized Ministry
  - c. Church and Authorized Ministry
3. This Association, the Association Council, the Executive Committee, or the Departments may appoint committees, teams, groups, and task forces to carry out specific administrative and program work on their behalf.

## **ARTICLE VI. MEETINGS**

13. The annual meeting of this Association shall be held prior to the annual meeting of the Ohio Conference. Reports from the Association Minister, other staff, the Association Council, and all elected departments shall be presented at the annual meeting.
14. Special meetings may be called by the Association Council, and shall be called by the Council on petition of not less than fifteen percent (15%) of the local churches holding standing in this Association. Only matters specified in the call shall be acted upon at a special meeting.
15. Written notice of any meeting of this Association shall be transmitted to the voting members at least forty-five days prior to the meeting.
16. The voting membership of this Association shall consist of the Ordained Ministers, Licensed Ministers, and Commissioned Ministers who hold standing in this Association, of lay members of the Association Council, and of local churches of this Association acting through the delegates selected by and representing them.
17. Local Church Voting Delegates to This Association

Every local church may send up to three voting delegates to the meetings of this Association except that a local church with reported membership of more than four hundred (400) may send four (4) voting delegates; a church with more than one thousand (1,000) members may send five (5) voting delegates.

However, any member in good standing in a local church of this Association shall have the privilege of the floor in all meetings of this Association, with voice but no vote.

18. A quorum at any meeting of this Association shall consist of voting delegates (as defined in items 16 and 17 above) representing at least one-half (1/2) plus one (1) of the current number of Association member churches.

## **ARTICLE VII. AMENDMENTS**

19. Amendments to this Constitution may be proposed by the Association Council or by the local churches of this Association. Amendments proposed by local churches shall be submitted to the Association Council for its recommendation to the Association at least three (3) months prior to the Association meeting at which they are to be considered. Amendments proposed by the local church not receiving Association.

20. Council recommendation may be presented to the Association with the endorsement of at least fifteen percent (15%) of the local churches of this Association. Notice of all proposed amendments shall be transmitted in writing to the members of this Association at least forty-five (45) days prior to the meeting at which they are to be considered. Amendments may be adopted at a regular or special meeting.
21. Adoption of an amendment to this Constitution shall require a two-thirds affirmative vote by those present and voting in the Association meeting. A specific section or sections of this Constitution may be suspended for a specified period of time (not to exceed 24 months) upon a two-thirds affirmative vote by those present and voting in the Association meeting.

### **ARTICLE VIII. IDEMNIFICATION**

#### 22. Indemnification of Directors and Officers

Except as otherwise provided by applicable state statutes, not the Directors, nor any member, nor any officer of this Corporation shall be liable personally for any error or judgment or for any act of commission or omission in connection herewith except in the case of bad faith, willful misconduct or fraud, nor shall they be liable personally for any debt or obligation of the Corporation of any member thereof, and the members shall jointly indemnify each other, the Director and the Officers against any liability, loss or damage, except in the case of bad faith, willful misconduct or fraud, attributable to their respective services hereunder.

**BYLAWS OF THE CENTRAL SOUTHEAST OHIO ASSOCIATION  
OHIO CONFERENCE, UNITED CHURCH OF CHRIST**

**ARTICLE I. AUTHORIZED MINISTRY**

**Persons Preparing for Authorized Ministry**

1. The United Church of Christ recognizes three forms of authorized ministry: ordained, commissioned and licensed. Commissioned and licensed ministers retain their status as lay persons. Licensed ministry authorizes a person to engage in pastoral ministry serving a specific church. Commissioned ministry recognizes a specific set of skills and experience in a particular area, i.e. Christian Education or Music.

An individual desiring to prepare for authorized ministry applies to be received as a Person In-Care of the Central Southeast Ohio Association. Application is made to this Association through the pastor and the local church of which the applicant is a member.

2. The Department of Preparation for Authorized Ministry of this Association examines the applicant as to his/her fitness, aptitudes, Christian experience, and commitment. If found to be qualified, the person is recommended to this Association to be received as a Person In-Care of the Association. This Association, or the Association Council acting for the Association, may receive the person into the care of this Association, notification being given to proper individuals and agencies of the United Church of Christ.
3. This Association extends fellowship, counsel and assistance to the Person in Care during the time of academic preparation and discernment for authorized ministry. The person is responsible to this Association.
4. A person preparing for the ordained ministry is expected to pursue a course of study leading to a bachelor's degree, or its equivalent, and a Master of Divinity degree, or its equivalent, from a theological seminary approved by the Parish Life and Leadership Ministry, or its successors, United Church of Christ if not already having done so.
5. The standing of a Person In-Care of the Association shall be reviewed each year by the Department of Preparation for Authorized Ministry.

**Ordained Ministry**

6. Not more than six months prior to the completion of theological training, a person preparing for the ordained ministry applies through his or her local church to this

Association for approval as a candidate for ordination. If the service of ordination is to be performed within an Association other than that of the person, the procedure, including that described in the following paragraph, is initiated by the Association and its Conference after consultation with the Association which holds the person in care.

7. The Department of Preparation for Authorized Ministry of this Association examines the candidate to determine ability; reasons for seeking the office of the ordained Christian ministry; educational and theological attainments; knowledge of the history polity and practice of the United Church of Christ; and growth in Christian faith and experience. If the candidate is found to be qualified, the Department of Preparation for Authorized Ministry, acting on behalf of the Association shall authorize ordination subject to a call recognized by the Association. Notice of said action will be reported out at the next meeting of the Association Council.
8. This Association, or the Association Council acting for this Association, authorizes ordination.
9. Ordination grants standing as a minister of this Association.
10. After the ordination or in anticipation of it, a certificate is issued bearing the appropriate signatures and notification given to proper individuals and agencies of the United Church of Christ.
11. If the candidate's service of ordination is to be performed in another Association, the procedure generally is initiated by that Association and its Conference after consultation with this Association which holds the candidate in care.

### **Ordained Ministerial Standing**

12. An Ordained Minister moving from the bounds of this Association to another shall be encouraged to request a transfer of ministerial standing to the Association of new residence.
13. An Ordained Minister moving into the geographical bounds of this Association shall be encouraged to request transfer of standing to this Association and, upon approval of the Association Council, shall be accepted.
14. An Ordained Minister who resides in this Association and is engaged in other than the parish ministry shall be encouraged to request transfer of standing to this Association.

15. An Ordained Minister engaged in a ministry requiring prolonged absence from the United States, or one which does not permit a fixed residence, may request and may be granted standing in this Association.
16. An Ordained Minister who withdraws from active service in the ordained ministry prior to retirement applies to this Association for leave of absence. The Association may grant such leave of absence for one year at a time. Except in special cases such leave of absence is not granted for more than five years in succession.
17. An Ordained Minister retiring from active service by reason of age or disability may retain ministerial standing in this Association.
18.
  - A. An Ordained Minister holding standing in this Association choosing to serve a local church which is in the geographical area of this Association but which is not affiliated with the United Church of Christ may, with the approval of this Association, retain ministerial standing in this Association.
  - B. An Ordained Minister holding standing in the United Church Christ through another Association and choosing to serve a local church which is in the geographical area of this Association but which is not affiliated with the United Church of Christ shall be encouraged to request transfer of standing to this Association and upon approval of the Association Council shall be accepted.
19. A pastor's church membership is in the local church which he or she serves, but such membership shall not affect his or her standing in the United Church of Christ or disqualify that pastor from serving as a delegate to the General Synod or holding elective office in that body.
20. This Association is responsible for the oversight and discipline of Ordained Ministers who hold standing in this Association.

### **Calling, Installing and Terminating a Pastorate**

21. In the calling of a pastor the accepted procedure shall be:
  - A. The local church appoints a committee to seek candidates for such office.
  - B. The committee consults with the Association Minister for counsel in filling the vacancy and help in securing a supply minister.
  - C. The committee of the local church presents to the church the name of a candidate it recommends to fill the vacancy. The local church determines whether or not it wishes to call the person recommended.

- D. Any minister may confer with the Association Minister concerning a pastoral vacancy. At the minister's request, his or her name shall be submitted by the Association Minister for consideration by the committee of any local church where there is a pastoral vacancy.
  - E. In the call the terms of the pastoral relationship are stated, including the agreement of the local church to participate in the Pension Fund and such other benefits as may be provided on the pastor's behalf. The candidate, the local church and the Association Minister shall each receive a copy of the call.
  - F. When a candidate accepts a call to the local church, the minister and the local church joins in requesting this Association to arrange for a service of installation or recognition.
  - G. Report of the service of installation or recognition is signed by the Association Minister and notification given to proper individuals and agencies of the United Church of Christ.
  - H. When a church or members thereof need counsel and guidance in relationship with the minister, it is advisable and proper that the Association Minister be consulted at an early date.
22. When a pastor or a local church decides to terminate the pastoral relationship, ninety (90) days' notice shall be given by either the pastor or the local church, unless by mutual consent a different period of time is agreed upon. A notice of the decision is sent to the Association Minister. This Association takes action appropriate to the dissolution of the pastoral relationship. The Association Minister shall promptly inform the proper individuals and agencies of the United Church of Christ.

#### **Ordained Ministers from Other Denominations**

23. An Ordained Minister of another denomination who lives within the geographical bounds of this Association and who desires to enter the ministry of the United Church of Christ applies for Privilege of Call to this Association.
24. The Department of Church and Authorized Ministry of this Association examines the applicant as to ability, reasons for desiring to enter the ministry of the United Church of Christ, educational and theological attainment, knowledge of the faith, history, polity, and practices of the United Church of Christ, and Christian faith and experience. The minister must state to the Department he/she shall uphold the faith and order of the United Church of Christ. If found to be qualified, the minister shall be recommended to this Association for Privilege of Call. The Association Council, acting for this Association, may grant the person Privilege of Call for a period of one year.

25. A certificate granting Privilege of Call shall be given and notice sent to proper individuals and agencies of the United Church of Christ.
26. Any minister granted Privilege of Call by this Association or by another Association of the United Church of Christ and accepting a Call to a local church or to another ministry within this Association may apply to this Association for ministerial standing. Upon recommendation of the Department of Church and Authorized Ministry, this Association, or the Association Council acting for this Association, may grant this standing. At the time of installation, the minister will publicly declare that he/she will uphold the faith and order of the United Church of Christ.
27. An Ordained Minister of another denomination who wishes to retain ordained ministerial standing in that denomination and who has become a pastor of a local church of the United Church of Christ, or has become pastor of a yoked charge of a federated church, one part of which is affiliated with the United Church of Christ, or has been called to an ecumenical ministry, one constituent of which is the United Church of Christ, may apply to the Association for ordained ministerial standing for the duration of that pastorate or that responsibility, and during that period may have all the rights and privileges of such membership.

### **Commissioned Ministers**

28. A person seeking initial recognition and authorization as a Commissioned Minister applies through his or her local church to the Association.
29. The Department of Preparation for Authorized Ministry of this Association examines the applicant with respect to Christian faith, character, ability to do the work expected, and as to education and training to meet the responsibilities of the office to be filled, and make their recommendation of fitness to the Association. If upon acceptance of the recommendation or upon further examination and decision by the Association itself, the applicant is found to be qualified, commissioning there by is authorized.
30. A certificate designating the applicant as Commissioned Minister is issued bearing the signatures of proper officers of the Association and the President of the United Church of Christ.
31. A Commissioned Minister is listed separately from Ordained Ministers and from Licensed Ministers on the rolls of the Association which has commissioned him or her. A Commissioned Minister is eligible for service only in the category of lay persons for all positions referred to in the Bylaws.

32. A Commissioned Minister moving from the bounds of this Association to another and who continues in the same specific church-related ministry, requests transfer of the commission to the new Association.
33. A Commissioned Minister seeking to be commissioned for a new or different church-related ministry applies to the Association for commissioning for the new ministry.
34. A Commissioned Minister who ceases to function in the specific church-related ministry to which he or she was commissioned resigns the commission or applies to the Association for leave of absence. Leave of absence is granted for one year at a time, but not more than three consecutive years.

### **Licensed Ministers**

35. A person seeking recognition and authorization as a Licensed Minister applies through his or her local church to the Association.
36. The Department of Preparation for Authorized Ministry of the Association examines the applicant with respect to Christian faith, character, ability to do the work expected, and knowledge of the history, polity and practices of the United Church of Christ. If the applicant is found to be qualified, a license is granted by the Association for not more than one year at a time to serve in a designated local church of the United Church of Christ within the Association. Following a review by the Department of Preparation for Authorized Ministry, the license may be renewed.
37. In special cases and at the request of the local church which the person serves, the Association may grant the Licensed Minister the right to administer the sacraments and rites of the church for this local church.
38. A Licensed Minister is listed separately from Ordained Ministers and from Commissioned Ministers on the rolls of the Association which has licensed him or her. A Licensed Minister is eligible for service in the category of laypersons for all positions referred to in the Bylaws.

### **Discipline of Ministers**

39. The discipline of Ordained Ministers, Commissioned Ministers, and Licensed Ministers is the responsibility of the Association in which their current ecclesiastical authorization is held.

40. All authorization for ordained ministerial standing, and for commissioned and licensed ministry, granted by an Association is subject to periodic review by that Association.

### **Confidentiality of Communication Between Clergy and Confessant**

41. Pastoral communications by an Ordained Minister, Commissioned Minister, or Licensed Minister who holds standing in this Association and who is acting as a minister in his or her professional character are confidential and privileged.

## **ARTICLE II. ELECTIONS**

42. The election of Association officers, department members, Association representatives to the Ohio Conference Board of Trustees, and any other elected positions shall be held at an annual meeting of this Association.
43. Additional nominations may be made from the floor of the Association Meeting with the prior consent of the nominee.
44. At an annual meeting of this Association, this Association shall nominate Conference delegates and alternates to General Synod, one year prior to the meeting of General Synod. (The Conference at a meeting shall elect as Conference delegates and alternates those persons nominated by the Associations.)
45. A list of nominees for elective positions shall be mailed to all ministers and churches at least two weeks in advance of the annual meeting at which they are to be elected.
46. All elections shall be by ballot. Absentee ballots are not admissible. A majority vote of those present and voting shall be necessary to elect. If one candidate does not receive a majority, another ballot shall be cast between the two candidates having the highest number of votes.

## **ARTICLE III. OFFICERS AND ADMINISTRATION**

47. The officers of this Association may be ministers or lay persons. However, if the Moderator is a minister, the Vice-Moderator shall be a lay person, and if the Moderator is a lay person, the Vice-Moderator shall be a minister.
48. The Moderator and the Vice-Moderator shall be elected for terms of one year and shall not be eligible to succeed themselves.

49. The Secretary and the Treasurer shall be elected for terms of three years. After two full terms of office they shall not be eligible to succeed themselves.
50. At least one of the Association Ministers shall be an ordained minister. When a vacancy in an Association Minister position occurs, the Association Council has authority to select and appoint for an interim period an authorized minister who is in good standing with the United Church of Christ. For placement of an Association Minister for an indefinite period, the Association Council shall appoint a committee to search for a candidate. The name of one minister shall be submitted to this Association by the Council. This Association shall consider only one candidate at a time and shall vote by ballot for or against election. If the candidate is elected, the Association Council shall extend a Call. The terms of the relationship shall be stated in the Call. These shall include provisions for annual review and for the terms of the relationship. Normally they shall include the agreement of this Association to participate in the Pension Fund and such other benefits as may be provided on the minister's behalf. The Call shall be signed by the Moderator and the Ohio Conference Minister.
51. Department chairpersons shall be elected by the respective departments and will be nominated from within the Department membership. Persons elected to a Department may not serve on that Department for more than six consecutive years.

#### **Duties of Staff, Officers, and Committees**

52. The Moderator, Vice-Moderator, Secretary, Treasurer and Association Ministers shall, in addition to the power and duties which are expressly granted herein, have those powers and duties which usually pertain to such offices. Without in any way limiting their other general powers, the Moderator and Secretary are authorized to sign all deeds, mortgages, contracts and such other written instruments as shall become necessary or appropriate in protecting and carrying on the business and property interests of this Association.
53. One of the Association Ministers shall be designated the chief executive officer by their Call Agreement or by the Association Council. This chief executive officer shall be ultimately responsible for coordination, delegation, and collegiality among all Association staff.

#### **A. The Association Ministers shall jointly:**

54. Be the official representatives of this Association and members of both the Administrative Team and All-Ohio Staff of the Ohio Conference.
55. Be a pastor to ministers and a counselor to local churches.
56. Be responsible for the official correspondence of the Association.

57. Work under the direction of the Association Council, report to the Annual Meeting of the Association and transmit to this Association information regarding church affairs as requested by the officers and instrumentalities of the United Church of Christ.
58. Appoint necessary committees whose appointment is not otherwise provided for.
59. Have the power to draw warrants upon the Treasury of this Association for all approved budgeted expenses of this Association, and for any person or committee acting under his or her order or under order of this Association. The Association Minister shall furnish corporate security bond as required by this Association, the premium thereon to be paid by this Association.
60. Be responsible for the ordination of all properly approved candidates for ordination and, together with representatives of local churches, shall provide suitable services of ordination.
61. Be responsible for the commissioning of all properly approved candidates for Commissioned Ministers and Licensed Ministers and, together with representatives of local churches, shall provide suitable services of commissioning or recognition.
62. Arrange with local churches for the installation or recognition of pastors called by them.
63. Issue, with the approval of the Association Council, a certificate of transfer to any minister leaving this Association.
64. Be responsible for keeping a complete record of the ministers of this Association, their ordination, reception, transfer, and other related items, and shall submit such information to the President of the Ohio Conference and to the Secretary of the United Church of Christ.
65. Sign all certificates of: Ordination, Installation, Privilege of Call, Commissioned Ministers, Licensed Ministers, and all other certificates provided for in this Constitution and Bylaws.
66. Be responsible for securing the signature of such other officers as are designated on the certificates, for the delivery or forwarding of these certificates and for forwarding records of these to proper individuals and agencies of the United Church of Christ.
67. Be responsible for keeping a complete record of the local churches in this Association showing the names and addresses of the ministers and officers of the local churches and shall upon request submit such information to the proper individuals and agencies of the United Church of Christ.
68. Receive the records of ministers of other Associations and shall deliver the records of ministers of local churches in this Association to other Association executives and to his/her successor in office.
69. Have the right to send communications to ministers and local churches of this Association.
70. Be ex-officio members of all the Association Departments without vote.
71. Be ex-officio members of the Association Council without vote.

72. Be the Registrar of the Association.

**B. The Moderator shall:**

73. Preside at all meetings of this Association and of the Association Council.

74. Have the privilege of attending meetings of Association Departments with no vote.

75. Sign certificates and communications as provided for in this Constitution and Bylaws.

76. Appoint special committees as requested by the Association Council or this Association.

77. Be a member of the Association Council and the Executive Committee for one year after the completion of the term of office.

**C. The Vice-Moderator shall:**

78. Assist the Moderator and when requested by the Moderator or in the Moderator's absence shall act as Moderator.

79. When a vacancy occurs in the office of Moderator, the Vice-Moderator shall assume the rights and duties of the Moderator until the next regular meeting of the Association.

**D. The Secretary shall:**

80. Keep accurate and permanent minutes of the meetings of the Association and of the Association Council.

**E. The Treasurer shall:**

81. Receive contributions for Our Church's Wider Mission from the local churches, maintain complete and accurate records of such contributions, forward monthly the agreed upon percentage or dollar amounts to the Ohio Conference for its budget and that of the General Synod and submit a quarterly report to each local church.

82. Receive all other funds for the Treasury of this Association, designated contributions for other instrumentalities of the United Church of Christ, and give an official receipt for all funds received.

83. Administer all funds of this Association and pay all bills against warrants properly issued and signed by the Minister or other designated officials of this Association.

84. Furnish corporate security bond as required by the Association Council, the premium thereon to be paid by this Association.

**F. The Association Council shall:**

- 85. Call or employ Association personnel other than the Association Minister. All personnel shall work under the direction of the Association Minister.
- 86. Be responsible for planning the program of the Association meetings and establishing its agenda.
- 87. Have the power, with the advice of the Nominating Committee to fill vacancies in any office or committee for unexpired terms.
- 88. At any meeting of the Association Council or the Executive Committee, there may be an executive session.

**G. Departments and Appointed Committees**

- 89. The terms of members of these elected Departments shall be three years and shall be so arranged that approximately one-third of each Department is elected at each annual meeting of this Association. Department members may be elected for a second term.
- 90. A Department member who does not attend three consecutive meetings of the Department shall be considered an inactive member unless there are sufficient reasons for these absences. A Department chairperson may request the Association Council to replace such inactive members.

91. **Departments**

**a) Congregational Vitality**

- 1) Consists of nine elected members. The membership shall include ministers and lay persons. The Department may co-opt additional members for one year terms. Co-opted members may have voice but not vote. This department will be staffed by one of the Association Ministers or his/her representative.
- 2) Shall be responsible for helping congregations develop effective programs to enhance their congregational life, such as Stewardship; Mission Education; Church Growth and Evangelism, deepen their spiritual growth; and strengthen their relationship to and support of the United Church of Christ.

**b) Preparation for Authorized Ministry**

- 1) Consists of twelve elected members. The membership shall include ministers and lay persons. The Department may co-opt additional members for one year terms. Co-opted members may have voice but not vote. This department will be staffed by one of the Association Ministers.
- 2) Following the guidelines of the Manual on the Ministry of the United Church of Christ, is responsible for encouraging local church members to consider becoming licensed, commissioned, or ordained ministers; to counsel persons preparing for ministry and guiding them as they matriculate and proceed through the required education for their ministry; to counsel and participate in appropriate authorization of ministry procedures and services; to promote the regional CUE United Church of Christ seminaries.
- 3) In cooperation with the Department of Church and Authorized Ministry, it will relate to the Church and Ministry groups of the Ohio Conference and the United Church of Christ.

**c) Church and Authorized Ministry**

- 1) Consists of nine elected members. The membership shall include ministers and laypersons. There shall be one member appointed by the Christian Church in Ohio (Disciples of Christ). The Department may co-opt additional members for one year terms. Co-opted members may have voice but not vote. This department will be staffed by one of the Association Ministers.
- 2) Following the guidelines of the Manual on the Ministry of the United Church of Christ, is responsible for administering ecclesiastical standing within the Association; carrying out oversight and disciplinary functions; clergy leadership development and continuing education; nurturing the relationship between clergy and congregations; and nurturing the relationship of clergy and congregations with the United Church of Christ.
- 3) In cooperation with the Department of Preparation for Authorized Ministry, it will relate to the Church and Ministry groups of the Ohio Conference and the United Church of Christ.

92. **Association Committees, Teams, Groups, and Task Forces**

A. **Standing Committees**

If any of the following standing committees are not formed or not functioning, the Executive Committee shall assume the functions and duties of the respective committee until such time as that committee is formed and functioning.

- 1) **Personnel**, to be composed of the Elected Officers and a chairperson appointed by the Association Council.
- 2) **Budget and Finance**, to be chaired by the Treasurer, with other members to be appointed by the Association Council.
- 3) **Nominating**, to be appointed by the Association Council.

B. **Other Committees, Teams, Groups, and Task Forces**

This Association, the Association Council, the Executive Committee, or the Departments may appoint committees, teams, groups, and task forces to carry out specific administrative and program work on their behalf. The Association Council, the Executive Committee, the Departments, and any appointed committees, teams, groups, or task forces working within the Association may determine their own procedure for conducting business electronically provided such procedure is adopted by a majority vote of the body in question at a meeting of that body. Any such procedure for conducting business electronically shall be transmitted to the Association office and shall be available for viewing upon request by any member of the Association.<sup>1</sup>

**ARTICLE IV. FINANCE**

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<sup>1</sup> The Ohio voting statute provides that action can be taken without a meeting if all the members who are entitled to vote do so affirmatively and unanimously: “any action that may be authorized or taken at a meeting of the incorporators, the members, or the directors, as the case may be, may be authorized or taken without a meeting with the affirmative vote or approval of, and in a writing or writings signed by, all of the incorporators, all of the members, or all of the directors, as the case may be, who would be entitled to notice of a meeting for that purpose.” This means that any action you take by email, outside of a regularly scheduled and noticed meeting, must be unanimous. You may also hold meetings by phone or videoconference, provided all directors have the ability to participate and hear the other participants.

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93. This Association shall be financed primarily from contributions from local churches, but may also be financed through income from endowment funds, investments or other sources of income. It is recognized that the Ohio Conference and the General Synod are to receive annual support for their respective budgets from agreed upon percentages or dollar amounts from contributions from local churches for Our Church's Wider Mission. The agreed upon percentages or dollar amounts referred to shall be determined annually for the next fiscal year by the Association Budget and Finance Committee and the Budget and Finance Committee of the Ohio Conference. All local churches which are members of this Association shall send all of their contributions for Our Church's Wider Mission to the Treasurer of this Association. The Treasurer will receive, disburse and account for all such contributions as provided for in Article III, Section 88.

#### **ARTICLE V. RULES OF ORDER**

94. Robert's Rules of Order (Revised) shall be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws.

#### **ARTICLE VI. SCHEDULE**

95. These Bylaws shall take effect at the same time as does the Constitution to which they are appended.

#### **ARTICLE VII. AMENDMENTS**

96. Amendments to these Bylaws may be proposed by the Association Council or by the local churches of this Association. Amendments proposed by local churches shall be submitted to the Association Council for its recommendation to the Association meeting at which they are to be considered. Amendments proposed by the local church not receiving Association Council recommendation may be presented to the Association with the endorsement of at least fifteen percent (15%) of the local churches of this Association.

Notice of all proposed amendments shall be transmitted in writing to the members of this Association at least forty-five (45) days prior to the meeting at which they are considered. Amendments may be adopted at a regular or special meeting.

97. Adoption of an amendment to these Bylaws shall require a two-thirds (2/3) affirmative vote of those present and voting in the Association meeting. A specific section or sections of these Bylaws may be suspended for a specified period of time (not to exceed 24 months) upon a two-thirds affirmative vote by those present and voting in the Association meeting.