

# Constitution and Bylaws

Adopted November 5, 1988

Revised April 24, 1993

Revised April 26, 2003

Revised October 26, 2013

Revised October 31, 2015



**Eastern Ohio Association**  
Ohio Conference

## **CONSTITUTION**

### **THE EASTERN OHIO ASSOCIATION OF THE UNITED CHURCH OF CHRIST**

#### **PREAMBLE**

1. Whereas, the Evangelical and Reformed Church and the General Council of the Congregational Christian Church have joined to form the United Church of Christ; and
2. Whereas, the Ohio Conference of Congregational Christian Churches and the four Ohio Synods of the Evangelical and Reformed Church – the Northeast Ohio Synod, Northwest 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
3. Whereas, the Eastern Ohio Association of the United Church of Christ and the Puritan Association of Congregational Christian Churches and Ministers have merged to form this Association without break in their respective historical continuities and traditions;
4. Now, therefore, the following provisions are adopted as the Constitution of the Eastern Ohio Association of the United Church of Christ.

#### **ARTICLE I – NAME**

5. The name of this Association of the Ohio Conference of the United Church of Christ shall be The Eastern Ohio Association of the United Church of Christ, hereinafter referred to as this Association.

#### **ARTICLE II – PURPOSE**

6. The purposes of this Association are:
  - A. To be an Association of the Ohio Conference composed of members as provided in Article IV.
  - B. To strengthen and undergird the work and witness of the local churches.
  - C. To relate local churches to the life and work of the United Church of Christ through the Ohio Conference.

- D. To counsel with both ministers and local churches relative to pastoral relationships.
- E. To determine, confer, and certify to the respective standings of the local churches and ministers.

### **ARTICLE III – LOCAL CHURCHES**

- 7. 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 actions. 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 and dismissal; to call or dismiss its pastor or pastors by such procedures 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 the United Church of Christ, the Ohio Conference and this Association at any time without forfeiture of ownership or control of any real or personal property owned by it.
- 8. Existing in a covenant relationship with Jesus Christ and with all settings within the United Church of Christ, all actions by, or decisions or advice emanating from the General Synod, the Ohio Conference and this Association should be held in highest regard by each local church.

### **ARTICLE IV – MEMBERSHIP**

- 9. Members of this Association are local churches and those persons granted the right to vote at Annual Meeting by Article VI, section 15 of this constitution. A local church is composed of persons, who, believing in the triune God, accepting Jesus Christ as Lord and Savior, and depending on the guidance of the Holy Spirit, are organized for Christian worship, and for the ongoing work of Christian witness.
- 11. The Members of this Association exercise responsibility for its life directly at Annual Meeting or special meetings and in the interim through and by an Association Council chosen by this Association.
  - A. Local Church Standing

1. All local churches having been granted standing by the Committee on Ministry of this Association shall be considered members of this Association.
2. The standing and membership of a local church in this Association may be voluntarily terminated at any meeting of this Association by a majority vote of the delegates present and voting, provided action to withdraw from the Association has been taken by the local church requesting voluntary termination pursuant to its constitution and provided certification of such action is delivered to the Association General Minister at least ninety (90) days prior to the Association meeting at which such action is to be taken.
3. The standing and membership of a local church in this Association may be involuntarily terminated at any meeting of this Association upon two-thirds vote of those present and voting, provided that notice of such proposed action is specified in the call of the meeting at which the action is taken.

B. Ministerial Standing

1. All ministers having been granted standing by the Committee on Ministry of this Association shall be considered to have standing within this Association.

## **ARTICLE V – ORGANIZATION**

12. This Association shall organize as follows:

A. Elected Officers

The officers of this Association shall be:

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

B. Association General Minister

This Association shall call an ordained minister of the United Church of Christ to be its full-time executive officer.

C. Professional Staff

The Association Council shall call other Professional staff as may be deemed appropriate and prudent for supporting the ministries of this Association and its local churches.

D. Association Council

1. The Association Council shall be composed of the elected officers, the Immediate Past Moderator, and ten members to be elected by this Association at the Annual Meeting. The Association General Minister and the Professional Staff shall be ex-officio members of the Council without vote.
2. The Association Council may employ such personnel as this Association may determine.

E. Committees

The work of the Association shall be done by the following:

1. Committee on Ministry;
2. And such other Committees and/or Working Groups as this Association or Association Council deem necessary.

### **ARTICLE VI – MEETINGS**

13. This Association shall gather in an Annual Meeting.

14. Special meetings shall be called by the Association Council. Special meetings may be called by this Association in meeting or on the initiative of the Association Council, or upon the receipt of petition of not less than fifteen percent (15%) of the local churches or forty percent (40%) of the ordained ministers holding standing in this Association. Only matters specified in the call shall be acted upon at a special meeting.

15. The voting membership of this Association shall consist of:

- A. Authorized Ministers (i.e. – Ordained, Commissioned, or Licensed) holding standing in this Association,
- C. The Certified Partners in Ministry of this Association,
- D. Clergy with Dual Standing in this Association,
- E. Professional Church Educators recognized by this Association,

- F. Elected Association Council members and officers, and
  - G. Lay Delegates elected by and representing the local churches holding standing in this Association.
16. Lay Delegates to this Association
- Every local church shall be represented at the meeting of this Association by one lay delegate except that
- A. Any church composed of two or more yoked churches may be represented by one lay delegate if those churches so desire, and
  - B. A local church with reported membership of more than four hundred (400) may send a lay delegate for every four hundred (400) members or major fraction thereof.
17. A quorum at any meeting of this Association shall consist of one or more representatives (clergy, lay, or other professionals) from twenty five percent (25%) of the local churches with standing in this Association. In no instance will any person be counted more than once in determining the quorum.

## **ARTICLE VII – AMENDMENTS**

18. Amendments to this Constitution and Bylaws may be proposed by the Association Council or by at least five percent (5%) of the local churches of this Association. Proposed Amendments shall be submitted in writing to the Association Council at least two months prior to the Association Meeting at which they are to be considered. Notice of such amendments shall be transmitted in writing to the members of this Association at least one month prior to the Association Meeting at which they are to be considered. Amendments may be adopted at a regular or special meeting.
19. Adoption of amendments to this Constitution shall require a two-thirds affirmative vote of those present and voting in an Association Meeting.
20. Adoption of amendments to these Bylaws shall require a majority affirmative vote of those present and voting in an Association Meeting.

## **BYLAWS**

### **THE EASTERN OHIO ASSOCIATION OF THE UNITED CHURCH OF CHRIST**

1. These Bylaws consistent with the Constitution of the United Church of Christ and the Constitution of this Association, further define and regulate this Association and its Committees, and define the free and voluntary relationship which the local churches and ministers sustain with this Association and with each other. The pattern of relationships and procedures so described is recommended to the local churches and ministers to enable them more effectively to accomplish their work and the work of this Association.

#### **ARTICLE I – THE MINISTRY**

2. This Association, in as much as it is practical, and unless superseded by other language in these bylaws, will follow the policies, procedures and guidelines of the United Church of Christ Manual on Ministry, and the Constitution and Bylaws of the United Church of Christ, in regard to Members in Discernment, Ordained Ministry, Dual Standing and Privilege of Call, Ordained Ministerial Partners, Commissioned Ministry, and Licensed Ministry.

#### **ARTICLE II – MEETINGS**

3. Purpose of the Annual Meeting shall be to elect officers, Council members, Committee members, members of the Ohio Conference Board of Trustees, nominees for General Synod delegates, and nominating committee; and conduct other business of the Association; to hear reports from the Association General Minister, other staff, the Association Council and all committees and to stimulate and enrich the spiritual life of its members.
4. Written notice of any meeting of this Association shall be transmitted to the voting members at least one month prior to the meeting.

#### **ARTICLE III - ELECTIONS**

5. The Nominating Committee shall present one or more candidates for each such elective position.
6. Additional nominations may be made from the floor of this Association.
7. All elections shall be by ballot. A majority of those present and voting shall be necessary to be elected. If one candidate does not receive a majority, another

ballot shall be cast between the two candidates having the highest number of votes.

#### **ARTICLE IV – OFFICERS AND ADMINISTRATION**

8. The Moderator and Vice-Moderator may be ministers or lay persons. If the Moderator is a minister, the Vice-Moderator shall be a lay person. If the Moderator is a lay person, the Vice-Moderator shall be a minister. The Secretary and the Treasurer may be ministers or lay persons.
9. The Moderator and Vice-Moderator shall be elected for terms of two years and shall not be eligible to succeed themselves.
10. The Secretary and the Treasurer shall be elected for terms of three years and after two full terms of office shall not be eligible to succeed themselves.
11. The Association General Minister shall be an ordained minister. The term of service shall be indefinite. The Association Council shall appoint a committee to search for a candidate for this office. The name of one minister shall be submitted to this Association. In an Annual Meeting or a special meeting called for that purpose, this Association shall vote by ballot for or against his/her election.
12. If the candidate is elected, the Association Council shall extend a Call. In the Call the terms of the relationship shall be stated. These shall include provisions for periodic review and the termination of the relationship. The terms shall include the agreement of this Association to participate in the Pension Fund on the Association General Minister's behalf. The Call shall be signed by the Moderator and the Secretary of this Association.
13. The Association Council shall consist of the elected officers, ten members elected by this Association for terms of three years, and the Immediate Past Moderator. No fewer than three of the elected ten members shall be elected at each Annual Meeting of this Association. After serving two full terms, no elected member shall be eligible to succeed himself/herself.

#### **DUTIES OF STAFF, OFFICERS, AND COMMITTEES**

14. The Moderator, Vice-Moderator, Secretary, Treasurer, Association General Minister, and other professional staff in addition to the powers and duties which are expressly granted herein, have those powers and duties which usually pertain to such officers. 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.

#### **A – ASSOCIATION GENERAL MINISTER**

15. The Association General Minister shall be the Executive Officer of this Association. As Executive Officer, the Association General Minister shall fulfill such duties as outlined in the Call Agreement and the Job Description approved by the Association Council.

#### **B – Professional Staff**

16. The Professional Staff shall perform such duties as assigned by the Association Council and/or the Association General Minister.

#### **C – THE MODERATOR**

17. The Moderator shall preside at all meetings of this Association and of the Association Council.
18. He/she shall have the privilege of attending meetings of the Association and Committees with voice but not vote.
19. He/she shall sign certificates and communications as provided for in this Constitution and Bylaws.
20. He/she shall appoint special committees as requested by the Association Council or the Association and, with the approval of Council, shall appoint representatives to Conference committees for which the Association has no counterparts. Such committees shall operate within a budget provided at the time of the request.

#### **D – THE VICE-MODERATOR**

21. The Vice-Moderator shall assist the Moderator in his/her duties and when requested by the Moderator or in the Moderator's absence shall act for him/her.
22. When a vacancy occurs in the office of Moderator, the Vice-Moderator shall assume all rights and duties of the Moderator until the next regular meeting of the Association.

#### **E – SECRETARY**

23. The Secretary shall keep accurate and permanent minutes of the meetings of this Association and the Association Council.

## **F – TREASURER**

24. The Treasurer shall maintain Association financial records, submit a written report monthly to the Association Council and submit a written report to the Association Annual Meeting.

## **G – THE ASSOCIATION COUNCIL**

25. The Association Council shall employ such personnel as this Association may determine.
26. The Association Council shall be responsible for the program at Association meetings.
27. The Association Council shall have the power to fill vacancies in any office or committee for unexpired terms.
28. The Association Council may meet in executive session as needed.
29. The Association Council shall receive the minutes of the Annual Meeting and take appropriate action on them.

## **H – COMMITTEES APPOINTED ANNUALLY BY THE ASSOCIATION COUNCIL**

30. The Budget and Finance Committee shall be responsible for the total financial concerns of this Association. It shall concur with the Budget and Finance Committee of the Ohio Conference. It shall study the finances of this Association and shall submit a detailed budget for the following year to the Council and Association for approval. It shall provide for the expenses of the Annual Meeting. It shall be directly responsible to the Association Council, and make provisions for corporate security bonding for all persons handling Association funds.
31. The Personnel Committee shall consist of no fewer than six members. Given that all staff is now shared with the Western Reserve Association, membership on this committee will be divided equally from the two Associations. It shall be responsible for the total personnel and staff concerns of this Association, including recommendations regarding salaries. It shall concur with and participate in the work of the Personnel Committee of the Ohio Conference. It shall prepare job descriptions and seek qualified candidates for vacancies. It shall be directly responsible to the Association Council. The Association General Minister or designated staff person shall be a staff consultant to this committee.

## **I – COMMITTEES ELECTED AT THE ANNUAL MEETING**

32. The terms of the members of these committees shall be three years each and shall be so arranged that approximately one-third of each committee is elected at each Annual Meeting of the Association. After serving two full terms, no elected member shall be eligible to succeed himself/herself. If without sufficient cause a member fails to assume the responsibilities to which elected, the Moderator shall seek to activate the individual, and failing to do so, shall request his/her resignation.
33. The Nominating Committee shall consist of nine persons, of whom not more than five shall be clergy and not more than five shall be lay persons. They shall be elected for a term of three years and not eligible to serve two consecutive full terms. The committee shall nominate all candidates for elective positions unless otherwise provided in these Bylaws. Insofar as practical to do so, the Nominating Committee shall endeavor to achieve a balanced representation of members on the Association Council and all Committees of the Association, with particular attention being given to such factors as age, sex, geographical location, and size of home church, etc.
34. The Committee on Ministry shall consist of eighteen (18) members, 1/3 lay and 2/3 clergy. They shall coordinate and evaluate all areas related to Preparation for Ordination, Commissioned, Licensed, Partners in Ministry, Ordination, and standing of clergy and churches; clergy leadership development, continuing education and regional seminary support (CUE).
35. There shall be an allocation for Committees in the Association budget, expenditure of funds not budgeted shall first be reviewed by the Budget and Finance Committee. Persons may be co-opted, by a majority vote of its members, to serve with any Committee for one year's work. Co-opted members shall have a voice and may have a vote with the Committee's approval, but shall not be counted in the determination of a quorum.

## **ARTICLE V – FINANCE**

36. This Association shall be financed primarily by local churches, but may also receive support 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 percentage referred to shall be determined annually for the next fiscal year by the Association Council, in consultation with the Budget and Finance Committee of the Ohio Conference. All member churches of this Association shall be encouraged to remit Our Church's Wider Mission money to the Treasurer of this Association. The Treasurer will maintain financial records, etc. as provided in Article IV, section 24.

## **ARTICLE VI – SCHEDULE**

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

## **ARTICLE VII – MISSION/VISION**

38. THE MISSION OF THE EASTERN OHIO ASSOCIATION

Working together to provide services and opportunities, as congregations of the Eastern Ohio Association of the United Church of Christ, seeking faithfully to be the church in our communities and to join with others in extending the mission of Jesus Christ to the world.

39. THE VISION OF THE EASTERN OHIO ASSOCIATION

Churches, individually and together, fulfilling the mission of Jesus Christ in the world.