

# **BY-LAWS**

## **The Southern District Conference Of Mennonite Brethren Churches**



**Revised 1997, 2001, 2003, 2007, 2017**

## VISION STATEMENT

Because Jesus has commissioned the church to make disciples, the churches of the Southern District Conference will work together to...

- **Cultivate vital congregations.**

We believe that God has given us the church as the means by which He chooses to carry out his mission in the world. Vital, healthy congregations are important if we want to most effectively carry on the mission of Jesus. The Southern District Conference is committed to helping member congregations become vibrant partners with one another for the sake of their witness and mission in the world.

- **Ignite church planting partnerships.**

Church planting is the most effective way to make new disciples for the kingdom. Southern District churches believe that one of our primary goals is to partner with one another to plant churches that will reach those who are lost. We believe that church planting partnerships will multiply our efforts and create bonds of belonging and passion for planting, even among churches that are located where planting opportunities are minimal or nonexistent. We want to be a spark which will enflame churches' desires to become involved in church planting.

- **Mobilize world-engaging generations.**

We believe that Christ's call to make disciples spans the generations and expects disciples who are actively engaged in changing the world as they know it. The Southern District Conference will provide opportunities for disciples of all ages to engage one another, their culture and the mission of the church in order to become global citizens that make a difference in the world for Christ's kingdom.

Southern District Conference of  
Mennonite Brethren Churches

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**BYLAWS OF  
THE SOUTHERN DISTRICT CONFERENCE  
OF THE  
MENNONITE BRETHREN CHURCHES**

(As Amended August, 2001)

**ARTICLE I. GENERAL**

**SECTION 1. Name.**

The name of this corporation shall be The Southern District Conference of the Mennonite Brethren Churches (hereinafter referred to as "the Southern District Conference" or "the Conference").

**SECTION 2. Confession of Faith.**

The Confession of Faith of **The United States** Conference of the Mennonite Brethren Churches shall be the Confession of Faith of the Southern District Conference. Any doctrinal statement issued by the Southern District Conference shall be in harmony with this Confession of Faith.

**SECTION 3. Policies and Procedures.**

The Conference may, from time to time, establish policies and procedures setting forth, in more detail, guidelines concerning the Conference's operations and structures. Commissions or committees of the Conference may also be authorized by the Conference to establish such policies and procedures. Any such policies and procedures shall be subject to and in harmony with the Confession of Faith, these Bylaws and the Articles of Incorporation of the Conference.

**SECTION 4. Conference Year.**

The conference year shall be concurrent with the calendar year.

**ARTICLE II. CONFERENCE RELATIONSHIPS**

**SECTION 1. Relation to the Larger Mennonite Brethren Conferences.**

- A. In order to work more effectively and successfully, the Mennonite Brethren churches of the Southern District ("member churches") have joined together to become a corporate body. Through the Southern District Conference they remain united with The United States Conference of the Mennonite Brethren Churches.
- B. Each individual church that belongs to the Southern District Conference also belongs to the United States Conference and is governed by the bylaws of the United States Conference.

- C. The Southern District Conference pledges itself to support all the activities of the United States Conference, and to not undertake any work which conflicts with that already done by those conferences through their commissions, boards, committees or agencies. The Executive Council shall be responsible for communicating with the United States Conference. The commissions, boards, committees or agencies of the United States Conference may be invited to report to the Southern District Conference at its regular convention.
- D. In decisions relating to the principles of faith, church discipline and church policy, the Southern District Conference shall be subordinate to, and work in close cooperation with, the United States Conference.

**SECTION 2. Relation to Member Churches.**

- A. Each member church is a self-governing body with regard to its own local affairs. It fills all offices within the church and performs the services to which it has been called of God through Jesus Christ. Member churches shall strive earnestly "to keep the unity of the Spirit in the bond of peace" (Ephesians 4:3) and to walk "by the same rule" (Philippians. 3:16).
- B. Member churches are accountable to each other as interdependent partners. Churches may invite counsel and assistance from the Conference and/or member churches. The Conference, through the Executive Council and/or appropriate commissions or committees, may intervene when problems arise within a member church.
- C. All member churches commit themselves to support the actions of the Conference and to carry them out in the best possible manner.
- D. Member churches receiving Conference subsidy are expected to follow any policies relating to subsidy approved by the Conference or by the commission charged with responsibility for such churches.
- E. In accordance with the bylaws of the General Conference of Mennonite Brethren Churches, should a member church withdraw from the Southern District Conference or be dissolved, its capital assets shall become the property of the Southern District Conference.

**SECTION 3. Relation to Mennonite Brethren Agencies, Institutions and Ministries Operating Within the Southern District Conference.**

Agencies, institutions and ministries operating within the Southern District Conference, but with accountabilities beyond the Conference, shall have a communication link to the Conference through the Executive Council. The Executive Council may delegate the responsibility for communication with such bodies to the District Minister or an appropriate commission or committee. Examples include Tabor College, the Center for Mennonite Brethren Studies and Youth Mission International.

**SECTION 4. Relation to Inter-Mennonite and Inter-Faith Agencies.**

The Executive Council shall represent the Conference with regard to Inter-Mennonite and Inter-Faith agency relationships. The Executive Council has no authority over such agencies but may desire to have a communication link with them. Examples include Mennonite Disaster Service, Mennonite Mutual Aid, Mennonite Health Services, Mennonite Central Committee and the National Association of Evangelicals.

**ARTICLE III. MEMBERSHIP**

**SECTION 1. Geography.**

The Southern District Conference generally encompasses the south central region of the United States and is presently comprised of member churches in Arkansas, Colorado, Kansas, Missouri, Oklahoma and Texas.

**SECTION 2. Acceptance and Withdrawal.**

The Conference shall formulate policies and procedures for the acceptance of new member churches and the withdrawal of existing member churches. No church shall become a member of the Conference unless it is in agreement with the Confession of Faith and has been accepted by a vote of the delegates at a regular or special convention.

**SECTION 3. Disciplinary Action.**

When a member church departs from the Scriptural fundamentals of the faith, is undergoing crisis or conflict, or cannot agree in doctrinal matters with the decisions of the Conference or with the Confession of Faith, the Conference shall have the right to take disciplinary action including probation, suspension or expulsion. The Conference shall formulate policies and procedures for the imposition of such disciplinary action.

**SECTION 4. Fraternal Relations.**

The Conference may establish fraternal relations with non-member church congregations having similar statements of faith and practices in order to provide opportunity for worship, fellowship and ministry of mutual interest. The Conference may establish policies and procedures regarding the formulation and implementation of fraternal relations agreements for this purpose.

**ARTICLE IV. CONVENTIONS**

**SECTION 1. Regular Convention.**

The Conference shall meet biennially in a regular convention for purposes such as worship, fellowship, instruction and to transact the business of the Conference. The location of regular conventions shall be determined by the Executive Council after consideration of any invitations from churches or agencies.

**SECTION 2. Special Conventions.**

When deemed necessary, special conventions may be called by the Executive Council. Before convening a special convention, the Executive Council shall furnish all member churches with a detailed report giving cause for calling a special convention. Except in the event of an emergency, notice as to the place and date of the special convention shall be provided not less than thirty (30) days prior to the proposed convention date.

**SECTION 3. Representation.**

Each member church of the Conference shall be entitled to representation by one delegate for every twenty-five (25) individual members or fraction thereof plus a pastor or, in the absence of a pastor, the leader of the church. No person may serve as a delegate who is not a member in good standing of a member church. If a delegate's qualifications are questioned, the matter shall be referred to the Executive Committee for resolution.

**SECTION 4. Quorum.**

A Quorum shall consist of full or partial representation from two-thirds of the member churches. A non-quorum convention may take action subject to ratification by an interim vote of the member churches as set forth in Section 8 of this Article.

**SECTION 5. Convention Procedure.**

Generally accepted rules of order shall be followed at conventions. Decisions shall be determined by a majority of all votes cast unless otherwise required by these Bylaws. Voting shall be by the individual delegates present and may not be cast by proxy. A delegate may not speak on any point more than three times without special permission.

**SECTION 6. Convention Program.**

The Executive Committee of the Conference and representatives of the host church or agency shall prepare the program for the convention. A representative from an auxiliary ministry of the Conference may be invited to share in the program planning when such auxiliary ministry holds its convention simultaneously with that of the Conference.

**SECTION 7. Interim Meetings.**

In those years in which a regular convention is not held, the Executive Council may arrange for one or more meetings of all or a portion of the Conference membership for purposes such as worship, fellowship, instruction and information.

**SECTION 8. Interim Action.**

During the interim period between regular conventions, the Executive Council shall serve as the convention in the interim and shall be empowered to take such action as is necessary to conduct the affairs of the Conference. In the event the Executive Council determines that a matter is of such significance that it should be acted on by the entire Conference, the Executive Council shall submit the matter to each of the member churches for their consideration and shall establish a deadline by which the churches shall respond. The matter shall be determined



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by a majority vote of the member churches responding by the prescribed time unless a two-thirds majority is required by these Bylaws.

## **ARTICLE V. ORGANIZATION**

### **SECTION 1. Executive Officers.**

The elected officers of the Conference shall be the chair, vice-chair and secretary.

- A. The Chair. The Chair shall preside at all convention sessions and at all meetings of the Executive Committee and Executive Council and shall perform the usual functions of a presiding officer according to accepted parliamentary procedure. The Chair is a non-voting member of all commissions and committees established by the Conference.
- B. The Vice-Chair. The Vice-Chair shall serve in the capacity of the Chair in the Chair's absence, or during the Chair's inability to serve for any reason, or as requested by the Chair.
- C. The Secretary. The Secretary shall keep a permanent record of all proceedings of the convention, Executive Council and Executive Committee. The Secretary shall prepare minutes of conventions for publication and shall collect the minutes of all commissions and committees of the Conference and place them in the designated Conference archives. The Executive Committee shall appoint any necessary assistant secretaries for conventions.

### **SECTION 2. Executive Committee.**

- A. Membership. The Executive Committee is comprised of the Executive Officers (Chair, Vice-Chair and Secretary), one Member-at-Large and the District Minister who serves as an ex officio, non-voting member.
- B. Duties. The Executive Committee functions as the executive arm of the Conference and acts on behalf of the Conference and the Executive Council when necessary. It prepares the agenda for the Executive Council and brings such recommendations as may be advisable. It takes primary responsibility for the Office of the District Minister including the administration of salary and benefits and shall consult with the Executive Council regarding performance reviews of the District Minister. It provides leadership for Conference vision, direction, and oversight.

### **SECTION 3. Executive Council.**

- A. Membership. The Executive Council is comprised of all elected members of the Executive Committee and all commission chairs. The District Minister, any other ministerial staff members, and the individual designated by the Stewardship Commission as the Conference Treasurer shall serve on the Executive Council as ex officio, non-voting members.

- B. Duties. The Executive Council serves as the convention in the interim. The Council also provides the forum for communication, coordination and accountability among commissions.
- C. Meetings. Meetings of the Executive Council may be called as necessary by the Chair in consultation with the Executive Committee. All meetings shall be open to the Conference membership, *except that* the Council, at the discretion of the Chair, may meet in closed session without prior notice.

#### **SECTION 4. Commissions.**

- A. Stewardship Commission. The Stewardship Commission shall serve as the legal governing body of the Conference and function as the "Board of Trustees" described in the Articles of Incorporation. When necessary, the Commission may conduct the legal and business affairs of the Conference using the title "Board of Trustees".
  - 1. Duties. The Stewardship Commission shall manage the finances, property and legal affairs of the Conference and shall undertake all duties related thereto as well as such other duties as designated by the Conference.
  - 2. Treasurer. The Stewardship Commission shall designate an individual, who may or may not be an elected member of the Commission, to serve as the Conference Treasurer. If the Treasurer is not an elected member of the Stewardship Commission, he or she shall be an ex officio, non-voting member. The Treasurer shall be responsible for maintenance of the Conference financial records, receipt of funds, payment of expenses and such other responsibilities as designated by the Stewardship Commission.
- B. Other Commissions. The Conference may create such other commissions as it deems necessary to carry out the work of the Conference. Commissions shall take initiatives in planning, leading, organizing and monitoring activities in their respective areas of ministry as outlined in their charters. At the present time, such commissions include the Faith and Life Commission, Church Extension and Evangelism Commission, Christian Education Commission and Youth Commission.
- C. Membership. Commissions shall consist of not more than seven (7) members, the precise size to be determined by the Conference. Each commission has the authority to enlist the aid of additional persons beyond its membership to aid in the implementation of its responsibilities. A salaried employee may not be an elected member of the commission that has employed him or her.

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- D. Organization. Commissions shall organize among themselves following the convention and shall elect their officers from their elected members. At a minimum, each commission shall elect a Chair, Vice-Chair and Secretary. A commission may reorganize itself when there has been a change in membership. The Executive Committee shall be promptly informed as to any change in the organization of a commission.
- E. Accountability. Commissions are responsible to the Conference and shall submit reports of their activities together with recommendations for approval at the convention. Commission chairs are accountable to the Executive Committee for the work of their commissions and shall keep the Executive Committee advised of their activities so that the Executive Committee can provide appropriate input and coordination.
- F. Minutes. Commissions shall keep minutes of all meetings held and distribute copies to each member of the Executive Council. All minutes shall be forwarded to the Conference Secretary for ultimate filing in the archives.
- G. Finances. Treasuries for commissions may be established by the Stewardship Commission. All such treasuries shall be accountable to the Stewardship Commission, shall be maintained according to approved methods of accounting and shall be included in any audit of Conference finances. In the event a treasury is established for a commission, the commission shall appoint or elect one of its members to serve as the commission's treasurer.

#### **SECTION 5. Special Committees.**

- A. Creation and Duties. The Conference, Executive Committee, Executive Council, or any commission of the Conference, may appoint ad hoc committees for special purposes.
- B. Membership. Committee size and membership shall be determined by the body which creates it.
- C. Organization. The body which creates a special committee shall have the right to organize the committee if it so desires. If no such organizational guidance is provided, committees may organize themselves following their appointment.
- D. Accountability. Committees are directly responsible to the body which has created them and ultimately responsible to the Conference.
- E. Minutes. Committees shall keep minutes of all meetings held and distribute copies to the chair of the body which has created it. All minutes shall be forwarded to the Conference Secretary for ultimate filing in the archives.

#### **SECTION 6. Auxiliary Ministries.**

- A. Formation. When deemed advisable for effective ministry, the Conference may conduct certain ministries through auxiliary groups composed of individual members of member churches. A current example of such an auxiliary ministry is Women's Ministries (also known as Women's Missionary Service).
- B. Organization. Auxiliary ministries may organize themselves and develop their own structure as they see fit. They may hold their own conventions separately or in conjunction with that of the Conference.
- C. Accountability. Auxiliary ministries may operate independently but function as an arm of the Conference and have no legal existence apart from the Conference. Auxiliary ministries are ultimately accountable to the Conference for their activities and all activities undertaken by auxiliary ministries shall be consistent with the purposes and activities of the Conference.
- D. Finances. Treasuries of auxiliary ministries shall be accountable to the Stewardship Commission, shall be maintained according to approved methods of accounting and shall be included in any audit of Conference finances.

## ARTICLE VI. ELECTIONS

### SECTION 1. Nominating Committee.

- A. Membership. The Nominating Committee shall be the Executive Committee.
- B. Term of Office. See Term of Office for the Executive Committee.
- C. Duties. The Nominating Committee shall present a ballot of nominees for all elected positions within the Conference. The Committee's work shall be done in consultation with the Executive Committee and/or the District Minister. The Committee may seek the suggestions of member churches and commissions for nominees. A list of suggested nominees may also be provided to the Nominating Committee by the Executive Council.
- D. Additional Nominations. Delegates to a convention may submit the names of additional candidates to the Nominating Committee which shall then determine the candidate's eligibility as set forth in Section 2 of this Article. Nominations from the floor which have not been submitted to the Nominating Committee in advance shall not be allowed.

**SECTION 2. Eligibility.**

Nominees for any position within the Conference must be members in good standing of a member church for at least one year. Prior to nominating an individual, the Nominating Committee shall obtain the consent of the nominee and shall also consult with the nominee's pastor or, in the absence of a pastor, their church leader.

**SECTION 3. Executive Committee.**

- A. Chair. The office of the Chair shall be filled for a two-year term by the person who has been serving as Vice-Chair for the previous two years. If that individual is not available, the procedure for filling a vacancy shall be followed.
- B. Vice-Chair. The office of the Vice-Chair shall be elected at every convention. The Vice-Chair shall serve for a four-year term, serving two years in the Vice-Chair position, then automatically and subsequently serving as the Chair for the following two years.
- C. Secretary. The Secretary shall serve for a two-year term and shall be eligible for two complete consecutive terms.
- D. Member-at-Large. The Member-at-Large shall serve for a two-year term and shall be eligible for two complete consecutive terms.

**SECTION 4. Commissions.**

- A. Membership. The members of any commission created by the Conference shall be elected by the delegates at a convention, *except that* the Conference may establish policies and procedures whereby a minority number of members of a commission may be otherwise elected or appointed.
- B. Number of Offices Held. No person may serve concurrently on more than one commission as an elected member.
- C. Term and Tenure of Office. Commission members shall serve four-year terms and shall be eligible for two complete consecutive terms. Persons appointed to fill an unexpired vacated position may thereafter serve two complete terms.
- D. Staggered Terms. To the greatest extent possible, terms of commission members shall be staggered to allow for continuity and balance of membership. The Executive Council may make adjustments in terms to accomplish this objective.

**SECTION 5. Commencement of Term.**

Terms of all elected Conference positions shall commence on January 1 following the convention at which they are elected and conclude on December 31 of the year of expiration. The interim period following the convention and prior to the beginning of the conference year shall be used for orientation and transition, with newly elected persons participating in the meetings of their respective commissions/committees. Newly elected commissions/committees shall also organize themselves during this interim period.

**SECTION 6. Removal.**

For just cause, the Executive Council may remove any person occupying an elected or appointed Conference position and discharge or request the resignation of persons employed by the Conference or by any commission/committee.

**SECTION 7. Vacancies.**

If a person occupying an appointed or elected Conference position moves out of the Conference or a vacancy is created by reason of resignation, death, removal or otherwise, the vacancy shall be reviewed by the Executive Council which may make the necessary appointment to fill the position in consultation with the applicable commission or committee. Such appointment shall be for the completion of the term.

**SECTION 8. Positions Outside the Conference.**

In the event the Conference is requested or required to elect or appoint representatives to organizations or agencies related to but outside the Conference structure, such as the Board of Directors of Tabor College, the Conference shall establish procedures for the election or appointment of such representatives, notwithstanding the foregoing provisions of this Article.

**ARTICLE VII. STAFF**

**SECTION 1. District Minister.**

- A. Purpose. The District Minister is employed as the conference pastor and staff executive of the Conference.
- B. Duties. The District Minister shall:
1. Serve as a pastor to pastors;
  2. Counsel lay leadership in member churches and assist member churches in their ministries;
  3. Shape vision and promote involvement in Conference activities;

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4. Supervise any other staff of the District Minister's office;
  5. Assume a communication and coordination role between the Executive Council and the Commissions;
  6. Serve as a consultant to all Commissions;
  7. Serve as a non-voting member of the Executive Committee, Executive Council and Nominating Committee;
  8. Fulfill such other duties as may be designated by the Conference.
- C. Accountability and Direction. The District Minister is accountable to the Conference through the Executive Council and works most directly with the Executive Committee. The Executive Committee shall establish priorities and financial guidelines for the administrative responsibilities for the District Minister.

**SECTION 2. Other Ministerial Staff.**

- A. Employment and Classification. The Conference may employ additional ministerial staff in order to carry out the work of the Conference. The Executive Council shall determine which staff members shall be classified as ministerial staff.
- B. Duties. The duties of ministerial staff members other than the District Minister shall be determined by the Executive Council and approved by the Conference. Such ministerial staff members may be assigned to one or more Commissions to provide pastoral leadership.
- C. Accountability. Ministerial staff members shall be accountable to the Conference through the District Minister and the Executive Council, relating most directly with the Commission(s) to which they are assigned.

**SECTION 3. Support Staff.**

The Conference may employ support staff as it deems necessary. The Executive Council shall determine the lines of accountability for such support staff.

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## **ARTICLE VIII. AMENDMENT OF THE ARTICLES AND BYLAWS**

### **SECTION 1. Procedure.**

The Bylaws and Articles of Incorporation of the Corporation may be revised or amended by a two-thirds vote of the delegates present and voting at a regular or special convention. Notice of a proposed revision or amendment shall be given to member churches at least ninety (90) days prior to the convention at which the matter will be presented for action. This notice provision may be waived by a two-thirds vote of the delegates at a convention.

### **SECTION 2. Content.**

No revisions or amendments to the Bylaws or Articles of Incorporation may in any way be in conflict with any part of the Confession of Faith of the United States Conference of Mennonite Brethren Churches.

## **ARTICLE IX. SUSPENSION OR WAIVER OF BYLAWS PROVISIONS**

Any provision of these Bylaws may be suspended or waived by a two-thirds vote of the delegates present and voting at a regular or special convention.