

**WESTERN ASSOCIATION BYLAWS
MISSOURI MID-SOUTH CONFERENCE
Revised 4/18/2009**

Article I: Conformity, Purpose, and Polity

Section 1: Conformity with the Articles of Incorporation:

The Western Association is a not-for-profit corporation organized under the laws of the State of Missouri and registered as a not-for-profit corporation with the Secretary of State. These Bylaws are in conformity with the Articles of Incorporation and nothing herein contained shall be construed as being in contradiction of the Articles of Incorporation or to supersede the Articles of Incorporation in any manner whatsoever.

Section 2: Purpose of the Association

The Western Association shall fulfill the role of an Association of the United Church of Christ (UCC) as defined by the Constitution and Bylaws of the United Church of Christ and the Bylaws of the Missouri Mid-South Conference United Church of Christ. The Western Association shall fulfill the purposes for which the corporation is established as given in the Articles of Incorporation, Article Eight (8).

Section 3: Polity of the Association

Paragraph 1: This Association is and shall remain an Association within the United Church of Christ and the Missouri Mid-South Conference United Church of Christ, shall order its affairs and conduct its business in covenant, fellowship, and concert with the national settings of the United Church of Christ, the Missouri Mid-South Conference United Church of Christ, other Associations of the UCC, and all other ministries, organizations, and settings of the UCC. These Bylaws are intended to be consistent with the Constitution and Bylaws of the United Church of Christ and of the Bylaws of the Missouri Mid-South Conference United Church of Christ.

Paragraph 2: The autonomy of the Local Church is inherent, and modifiable only by its own action. Nothing in these 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 the Association now, or at any future time, the power to abridge or impair the autonomy of any Local Church of the UCC 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 benevolence; and to withdraw by its own decision from the Association at any time without forfeiture of ownership or control of any real or personal property owned by it or any rights therein, belonging to a Local Church of the UCC.

Article II: Membership

Section 1: Classes of Members

The Association shall have three (3) classes of Members: 1) Local Churches holding standing in the Association (herein after "Local Church"); 2) Authorized Ministers of the United Church of Christ holding standing in the Association (herein after "Minister"); and 3) other persons who are granted membership.

Section 2: Admission or Dismissal of Members

Members of the Association shall be admitted to or removed from membership in the Association by Ecclesiastical Council or the Association Committee on Ministry as provided for in these Bylaws.

Section 3: Exclusivity of Membership

Paragraph 1: No Local Church may hold membership in the Association, which holds membership in another Association of the UCC or other connectional body, which exercises the rights and responsibilities of an association.

Paragraph 2: No minister may be a member of the Association who holds ministerial standing in another Association of the UCC or who is a member of another denomination, except in the case of Ministers with Privilege of Call or Dual Standing, Ordained Ministerial Partners with Standing from the Christian Church (Disciples of Christ), or persons serving Federated or Dually Aligned Churches whose standing has been authorized by the Committee on Ministry.

Section 4: Local Church Membership and Participation

Paragraph 1: All Local Churches, who hold standing in the United Church of Christ as determined by the Committee on Ministry, are members of the Association.

Paragraph 2: Local Churches may be represented at Annual Meetings, Special Meetings, and Ecclesiastical Councils by lay representatives appointed by the Local Church. Each Local Church shall be entitled to at least one (1) representative. Local Churches with 101-200 members shall have two (2) representatives. Those with 201-300 members shall have three (3) representatives. Churches with more than 300 members shall have four (4) representatives for a total of no more than four (4). The number of members listed in the most recently published Yearbook of the United Church of Christ shall be the number of members used for determining the number of representatives which the Local Church may have at any meeting of the Association.

Paragraph 3: Local Churches are requested to participate in the work and mission of the Western Association by contributing a per-member amount as voted by the Association at an Annual Meeting. Oversight of the Association Treasury is the responsibility of the duly-elected Treasurer and the Association Council. Treasury funds will be used to support the work of Association committees and programming, the theological training of pastors (including the required psychological testing for "Members in Discernment"), and other needs or new possibilities as identified by the Association Council.

Section 5: Ministers

Paragraph 1: Any person holding standing as an ordained, licensed, or commissioned minister in this Association at the time these bylaws are adopted is a member of the Association with voice and vote at all meetings.

Paragraph 2: Any person who shall be granted standing as an Ordained Minister of the United Church of Christ by the Committee on Ministry shall become a member of the Association and shall have voice and vote at all meetings of the Association. Membership in the Association shall continue until that minister's standing is transferred or terminated.

Paragraph 3: Any person who shall be authorized as a licensed or commissioned minister of the UCC and who shall serve a Local Church or other setting recognized by the Association becomes a member of the Association during the term of that license or commission and shall have voice and vote at all meetings of the Association.

Paragraph 4: Any person who shall be authorized by the Committee on Ministry for ministry in yoked, ecumenical, judicatory, or other recognized ministries within the Association becomes a member of the Association during the term of that ministry and shall have voice and vote at all Association meetings.

Paragraph 5: Any person who shall receive Privilege of Call or Dual Standing according to the provisions of the Manual on Ministry and who shall be serving a Local Church becomes a member of the Association during the term of that ministry and will have voice and vote at all Association meetings.

Paragraph 6: Any person who holds Partner Standing as approved by the Committee on Ministry as an ordained minister in the Christian Church (Disciples of Christ) and who shall have been called and installed to an authorized ministry in a Local Church or to another recognized ministry in this Association shall become a member of the Association during the term of that ministry and shall have voice and vote at all Association Meetings.

Paragraph 7: Any person who has been a minister of the United Church of Christ and/or its predecessor denominations and who shall be granted standing as a retired minister by the Committee on Ministry, and who is a member of a Local Church within the Association becomes a member of the Association and shall have voice and vote at all Association Meetings. Membership shall continue during the time of retirement.

Paragraph 8: Any person called to a Local Church or to any other ministry within the Association and whose installation by the Association to that Local Church or other ministry is pending shall be a member of the Association and shall have voice and vote at all Association Meetings, except at an Ecclesiastical Council called for the purpose of examining that person as a candidate for ordination.

Section 6: Other Members

Paragraph 1: Persons who are Directors of Christian Education in Local Churches and who have been certified by the Worship and Education Ministry of Local Church Ministries of the UCC are members of the Association and shall have voice and vote at all meetings of the Association.

Paragraph 2: The Conference Minister, Associate Conference Ministers, and delegates to the General Synod of the UCC from the Missouri Mid-South Conference UCC and official representatives to the Association from other ministries and settings of the UCC are honorary members of the Association and shall have voice but no vote at any meeting of the Association.

Paragraph 3: Lay Members of the Association Council and the Committee on Ministry who are not named as voting delegates by the Local Churches of which they are members are members of the Association and have voice and vote at all meetings of the Association.

Paragraph 4: Any person having been granted standing as a Member in Discernment of the Association shall be a member of the Association and shall have voice and vote at all Association Meetings, except at an Ecclesiastical Council called for the purpose of examining that person as a candidate for ordination.

Article III: Association Meetings

Section 1: Annual and Special Meetings

Paragraph 1: The Association shall meet annually at a time and place determined by the Association Council to elect members to the Association Council, to elect members to the Committee on Ministry, and to conduct any other business that shall properly come before the Association.

Paragraph 2: At each Annual Meeting, the Chairperson of the Association shall report on the spiritual state of the Association, the Secretary and Treasurer of the Association shall report on the activities and financial condition of the Association since the last annual meeting, and the Chair of the Committee on Ministry shall report the actions it has taken since the last Annual Meeting.

Paragraph 3: At each Annual Meeting the Association shall elect an Association Council, which shall consist of the Officers of the Association (Chairperson, Vice-Chairperson, Secretary, and Treasurer) and ten (10) Directors; two (2) from each of the five (5) Area Clusters of the Association. All Officers and Directors shall serve for one (1) year and shall be eligible for reelection for a maximum of six (6) consecutive years in any or all offices. A committee appointed in advance of the Annual Meeting by the Chairperson of the Association shall have nominated the four (4) Officers. The five (5) Area Clusters shall each have nominated two (2) Directors, who hold membership within local churches of that Cluster, for election to the Association Council.

Paragraph 4: At each Annual Meeting the Association shall elect four (4) members of the Committee on Ministry to serve three (3) year terms, shall provide that at least four (4) of the five (5) areas of the Association shall be represented on the Committee on Ministry at any given time, and shall provide that no individual person shall serve more than six (6) consecutive years on the Committee on Ministry. An exception would be any person filling an unexpired term will be eligible for two (2) full terms if the duration of the unexpired term does not exceed one-half (1/2) of a full term.

Paragraph 5: The Association shall nominate persons to the Missouri Mid-South Conference of the United Church of Christ for election as General Synod delegates.

Paragraph 6: The Association shall elect or nominate such other persons as may be required or requested by the Missouri Mid-South Conference of the United Church of Christ.

Paragraph 7: The terms of the Officers, Directors and members of the Committee on Ministry shall begin immediately after the Annual Meeting at which they are elected.

Paragraph 8: Any Officer, Director, or member of the Committee on Ministry shall vacate his/her respective office when she/he is no longer a member in good standing of a Local Church, upon his/her voluntary resignation, or when removed from office by an Annual or Special Meeting of the Association for inability or failure to faithfully execute the duties of said office.

Section 2: Ecclesiastical Councils

Paragraph 1: An Ecclesiastical Council shall be convened at the Call of the Chairperson of the Association upon the request of the Committee on Ministry or by written request of the Board or Council of five (5) Local Churches of the Association and/or five (5) ministers holding standing in the Association.

Paragraph 2: An Ecclesiastical Council will consist of representatives as defined in Article II, Section 4, Paragraph 2.

Paragraph 3: The Chairperson of the Association shall preside at all Ecclesiastical Councils.

Paragraph 4: An Ecclesiastical Council shall be convened to examine a candidate for ordination who has been recommended by the Committee on Ministry and to authorize ordination of a candidate following such examination.

Paragraph 5: An Ecclesiastical Council shall be convened to admit or dismiss a Local Church from membership in the Association when the Committee on Ministry has recommended such action, except at the request of the Local Church for disaffiliation.

Paragraph 6: An Ecclesiastical Council shall be convened to hear an appeal on a matter previously decided by the Committee on Ministry when such appeal alleges that the Committee on Ministry willfully and egregiously violated the proper procedure(s) as laid out by the Manual on Ministry of the United Church of Christ for conducting the business of a Committee on Ministry.

Paragraph 7: Action of an Ecclesiastical Council convened to hear an appeal from a decision of the Committee on Ministry shall be limited to instructing the Committee on Ministry to re-examine the matter appealed with instruction to follow the proper procedure as laid out by the Manual on Ministry of the United Church of Christ and interpreted by the Ecclesiastical Council.

Paragraph 8: No matter may be appealed from the Committee on Ministry to Ecclesiastical Council more than once.

Paragraph 9: The principles, practices and procedures as outlined in the United Church of Christ "Manual on Ministry" will be the policy of the Association. Any changes to Manual on Ministry will be communicated to the Association and, where appropriate, voted by the Association at the Annual Meeting or an Ecclesiastical Council.

Section 3: Special Meetings

The Association may meet at other times and places at the call of the Association Council to conduct business. Special Meetings shall be limited to the items of business for which the meeting was called.

Section 4: Quorum

A quorum for the Annual Meeting, any Special meeting, and Ecclesiastical Councils shall consist of lay delegates from at least fifteen (15) Local Church Members, and at least fifteen (15) Ministers authorized by the Association, including at least one (1) person from at least three (3) of the five (5) Area Clusters.

Section 5: Notice of Meetings Required

Written notice of Annual Meetings, Special Meetings, and Ecclesiastical Councils shall be given by the Association Council to the Members of the Association at least ten (10) days, or if notice is mailed by other than first class or registered mail, thirty (30) days, but not more than sixty (60) days before the date of the meeting. The Notice of Meeting shall include the time, date, and location at which the meeting is to be held. Notices for Special Meetings and Ecclesiastical Councils shall include a specific and detailed description of the matter or matters for which the Special Meeting or Ecclesiastical Council is called. No item not described in the Notice shall be discussed or determined at any Special Meeting or Ecclesiastical Council except the time, date, and location for the reconvening of the Special Business Meeting or Ecclesiastical Council if such shall be recessed before the completion of the matter or matters for which the meeting was called.

Section 6: Other Meetings

The Association, or members of the Association, may gather at any other time or place for fellowship, worship, education, or other matters which shall further the purposes of the Association. Such gatherings may not take actions or make statements in the name of the Association.

Article IV: Board of Directors (herein after called the “Association Council”)

Section 1: Governing Body

Paragraph 1: The Association Council shall be the governing body of the Association subject to the provisions of the Articles of Incorporation, these Bylaws, and the actions or instructions of the Association Annual Meetings.

Paragraph 2: The Association Council shall meet at least annually at a time and place of its choosing and at other times and places as it shall deem necessary for the carrying out of the business of the Association.

Paragraph 3: The Officers of the Association become the officers of the Association Council and shall be a Chairperson, Vice-Chairperson, Secretary, and Treasurer who shall have been elected by the Annual Meeting and who shall serve in the normal capacity and with the usual prerogatives and responsibilities associated with those offices.

Paragraph 4: A quorum for meetings of the Association Council shall consist of at least two (2) of the Officers and three (3) of the elected Directors then in office from at least three (3) of the Area Clusters.

Paragraph 5: The Association Council may fill any vacancy in Officers or Directors of the Association, or members of the Committee on Ministry that occurs between Annual Meetings.

Paragraph 6: The Association Council may appoint any persons integral to the work of the Association Council as temporary members of the Association Council with full voice but no vote at all meetings of the Association Council.

Paragraph 7: The Association Council may appoint other ex-officio members, as it deems proper and may give voice but no vote to those members at its discretion.

Paragraph 8: The Association Council may form and organize such committees or task forces as seem necessary and expedient for the carrying out of the business of the Association.

Article V: Committee on Ministry

Section 1: Purpose of the Committee on Ministry

The Committee on Ministry is that body within the Association which is responsible for maintaining, within the Association, the sacred covenant by which the United Church of Christ is held together in essential unity as the Body of Christ.

Section 2: Guidance of the Committee

The Committee on Ministry is to be guided in its work by all policies adopted by an Ecclesiastical Council of the Association relating to Committee on Ministry matters, by requirements placed upon members by an Ecclesiastical Council, and by the most recent edition of the Manual on Ministry of the United Church of Christ which in its entirety is made a part of these bylaws. The Manual on Ministry is to be followed unless an Ecclesiastical Council explicitly states an exception.

Section 3: Organization of the Committee

At the first meeting of the Committee on Ministry following each Annual Meeting of the Association, the Committee shall elect a Chairperson, Vice-Chairperson, and Secretary/Registrar. Members of the Committee may serve successive terms as Chairperson, Vice-Chairperson or Secretary/Registrar during their term on the Committee. The Chairperson and Vice-Chairperson shall perform the usual and customary duties associated with such offices. The Secretary/Registrar shall keep full and accurate minutes of all meetings and shall complete and submit official records of ordinations, transfers, and all other matters carried out by the Committee to the proper offices and settings within the Conference and the national UCC.

Section 4: The Committee on Ministry and Local Churches

Paragraph 1: The Committee on Ministry is charged with the maintenance of the covenant bonds between Local Churches and between Local Churches and the Association and, through the Association, to other settings of the United Church of Christ. To do so, the Committee on Ministry shall provide opportunity for Local Churches to share with one another and the Committee the life and ministry of that Local Church and to seek the covenantal perspective of other Local Churches and the Committee on that church's life and ministry.

Paragraph 2: Recognizing that conflict sometimes arises within any human endeavor and that the church is not exempt from conflict, the Committee on Ministry is to be open to receiving and shall respond to any invitation to assist Local Churches in resolving internal conflict, resolving conflict between churches, resolving conflict between a Local Church and its pastor or pastors, and resolving issues of disagreement which may arise over actions taken by other Local Churches or other settings of the United Church of Christ.

Paragraph 3: Mindful that the Committee on Ministry may not in any way compromise the local autonomy of any Local Church in any matter, the Committee is never-the-less enjoined to seek every opportunity and avenue to open lines of communication that each Local Church may have the benefit of the perspective of other Local Churches and the Committee upon its life and ministry.

Paragraph 4: The Committee on Ministry may release a Local Church from Membership in the Association when that church requests such a release or when a Local Church has affiliated with some other denomination or covenantal body, which exercises the powers and responsibilities of an Association of the United Church of Christ.

Paragraph 5: If, in the opinion of the Committee on Ministry, a Local Church of the Association is continually and willfully engaging in actions that are injurious to the well-being of the United Church of Christ, and after repeated and earnest effort by the Committee on Ministry to bring that Local Church within the bonds of our covenant, it seems that reconciliation to covenant is impossible, the Committee on Ministry may request that the Chairperson of the Association convene an Ecclesiastical Council to address the matter.

Section 5: The Committee on Ministry and Authorized Ministers

Paragraph 1: The Committee on Ministry is entrusted with primary responsibility for maintaining the sacred covenant between authorized ministers who hold, who may come to hold, and who shall seek to hold standing in this Association and the whole United Church of Christ.

Paragraph 2: The Committee on Ministry shall act in all matters relating to the granting or the transfer of standing of ordained ministers, the granting of Privilege of Call or Dual Standing, the granting of full Ordained Ministerial Partner Standing to ministers of the Christian Church (Disciples of Christ), the granting of standing as a Member in Discernment of the Association, the preparation and approval of

candidates for examination by an Ecclesiastical Council for ordination, the installation of ministers, the granting of standing as licensed or commissioned ministers, ecclesiastical endorsement and approval of persons for certification by professional organizations, government chaplaincies, and chaplaincy programs, the periodic review of ministers, the granting or continuation of leaves of absence, the discipline of ministers, and the termination of standing as a minister, except that an Ecclesiastical Council shall be convened to hear, examine, and authorize the ordination of a candidate who has been prepared and approved by the Committee on Ministry.

Paragraph 3: The Committee on Ministry shall establish the procedures by which Ecclesiastical Council shall examine a candidate for ordination.

Section 6: Quorum

A quorum for meetings of the Committee on Ministry shall consist of one-third (1/3) of the members then in office.

Section 7: Action of the Committee Final

The action of the Committee on Ministry in all matters before it is final and is the action of the Association until and unless such matter is appealed to an Ecclesiastical Council, returned to the Committee on Ministry by an Ecclesiastical Council, re-examined by the Committee, and the original determination of the Committee is reaffirmed or a new determination is made.

Article VI: Area Clusters

Section 1: Purposes

Area Clusters are groups of Local Churches and/or ministers and/or other persons which exist to foster fellowship and cooperative efforts among Association members within their respective areas, to provide a forum for discussion and dissemination of information from other settings of the United Church of Christ, and to encourage mutual care and concern among and between the churches and ministers within their areas.

Section 2: Structure

The five (5) clusters are organized by geographical areas: Central Area, Lafayette Area, Kansas City Area, Ozark Area, and St. Joseph Area. A church-by-church listing of each cluster is maintained by the Association Committee on Ministry and reported to the Annual Meeting. Any adjustment of the Area Cluster boundaries or transfer of membership of churches between Area Clusters will be done by the Association Council with the agreement of the Local Churches concerned.

Section 3: Authority

Area Clusters may not take actions or make statements in the name of the Association. Area Clusters may gather, convene, discuss, worship, plan and carry out program and activities for their own members, and are encouraged to become an active and integral part of the mission and ministry of the Association and of United Church of Christ to and with its members.

Section 4: Quorum

No quorum is necessary for Area Cluster meetings.

Article VII: Amendments

Any member may recommend an amendment to these Bylaws in writing to any Annual Meeting of the Association. The Bylaws are amended when any recommended Bylaw change receives a two-thirds (2/3) majority vote of the members present at the Annual Meeting to which the recommended Bylaw change is presented. Amendments shall take effect at the conclusion of the meeting of the Association Council at which the minutes of the said Annual Meeting are approved.

Article VIII: Declaration

These Bylaws shall become the Bylaws of the Association and shall be in force upon their adoption and shall remain in force until and unless amended, superseded, or set aside by the Association according to Article VII of these Bylaws.

ATTEST:

The undersigned attest that these Bylaws were duly adopted at a meeting of the Association on April 18, 2009 CE and are, therefore, in full force and effect from this date.

Jerry Cundiff, Chairperson

Linda Stenger, Vice-Chairperson

Robert Atkinson, Secretary

Joyce Meyer, Treasurer

Dale Parson, Associate Conference Minister.