

Bylaws of the Corporation known as the Western Pennsylvania Ministries of the Church of God

Preamble

We, the congregations of the Church of God in Western Pennsylvania, through our pastors, ministers and congregational representatives, do hereby resolve to form one representative Assembly. It shall be a congregationally based Assembly having its purpose, membership and direction from its member churches. We maintain that our congregations are both interdependent and covenantal.

Article I - Name

Section 1. The name of this body shall be the "Western Pennsylvania Ministries of the Church of God" (W PA Ministries) as incorporated under non-profit laws of the Commonwealth of Pennsylvania.

Section 2. This Assembly shall be affiliated with the General Assembly of the Church of God with general offices in Anderson, Indiana.

Article II - Purpose

Section 1. The purpose of this Assembly shall be to "Build Healthy Churches" by resourcing local congregations in church health, church growth and leadership development.

Section 2. This Assembly shall buy, acquire, sell, erect, exchange, use, hold and mortgage property - real and personal in connection with the work of the Assembly.

Article III - Membership

Section 1. All persons that are members of, and worshipping regularly with a congregation of the Church of God in Western Pennsylvania, are eligible to be members of this Assembly and are eligible to hold office in it.

Section 2. Each local congregation of the Church of God presently recognized by this Assembly's Credentialing Services shall be entitled to one congregational representative as a voting member of the Assembly. Congregational representatives may not be spouses of those who serve on the pastoral staff. This representative shall be a person in good standing in the local congregation, and shall be selected by whatever method is deemed most fitting locally.

Section 3. All voting representatives of this Assembly shall be of legal age.

Section 4. Ordained or licensed ministers of the Church of God shall be voting members of this Assembly upon the following conditions.

- A) They must be approved, in good and regular standing, certified by the Western Pennsylvania Ministries of the Church of God and its Credentialing Services.
- B) They must reside and/or pastor in Western Pennsylvania.
- C) They must be engaged in the active ministry of the Church of God. (Pastor, associate, etc.). This condition does not pertain to retired ministers - they are members of this Assembly by meeting only conditions A and B.

Section 5. Any congregation or pastor in Western Pennsylvania not presently included in the Assembly may apply in writing to the Administrative Team and ask for inclusion in the membership in accordance with accepted Western Pennsylvania Credentialing procedure.

Section 6. The secretary of this Assembly shall maintain a list of the local churches affiliated with its work. Prior to the Annual Meeting or any special called meeting of the Assembly, each participating church shall send to the Secretary of the Assembly the name of its authorized representative.

Section 7. Those with voting privileges in this Assembly's business sessions are the ministers, the congregational representatives from the congregations, and the members of the Ministry Council, Administrative Team and all Ministry Teams, Committees and Agencies who are ratified or appointed through the Assembly.

Article IV- Fiscal Year

The fiscal year of the Assembly shall begin on January first.

Article V - Officers

Section 1. The Assembly shall ratify a Director of Ministries.

- A) Duties of the Director of Ministries shall be as defined in the ministry description approved by the Assembly.
- 8) The Director of Ministries shall be an ex-officio member with voting privileges of all Ministry Teams, Committees and Agencies.
- C) Should a vacancy of this office occur, the Administrative Team shall review applications for the position of Directors of Ministries and choose sufficient candidates for interview. The applicant recommended by the Administrative Team shall be presented to the Ministries Council and, if approved, presented to the Assembly for ratification. The Director of Ministries has the authority to act for WPA Ministries on behalf of the Ministries Council. The Director acts at the pleasure and direction of the Ministries Council.

Section 2. The officers of the Assembly shall be the President, Vice President, Secretary and Parliamentarian each ratified by the Assembly for a term of three (3) years, with terms of service expiring alternate years.

Section 3. The Assembly shall ratify a President. The President shall...

- A) Preside at all meetings of the Assembly.
- 8) Serve as Chairperson of the Ministries Council.
- C) Serve in the absence or incapacity of the Director of Ministries or during a vacancy in that office.

Section 4. The Assembly shall ratify a Vice-President. The Vice-President shall...

- A) Serve in the absence or incapacity of the President of the Assembly or during a vacancy in that office. In such an event, he/she shall have the responsibility and prerogatives belonging to the President.
- 8) Serve as the Chairperson of the Administrative Team.

Section 5. The Assembly shall ratify a Secretary. The Secretary shall...

- A) Keep a true and complete record of the proceeding of the Assembly sessions.
- 8) Be responsible for the safekeeping of all the records and minutes pertaining to his/her office and for turning over all such records to his/her successor in office.
- C) Serve as a member of the Administrative Team.

Section 6. The Assembly shall ratify a Parliamentarian. The Parliamentarian shall...

- A) Keep a true and complete record of the Assembly bylaws.
- B) Serve as a member of the Administrative Team.

Section 7. In the event that a vacancy should occur in one of the foregoing ratified offices, the Ministry Council shall appoint a suitable and qualified person to complete the unexpired term.

Section 8. The Assembly shall provide for a treasury for the funds of the General Assembly and all Ministry Teams, Council and Agencies as designated by these bylaws and the bylaws of the various agencies.

Section 9. The presence of fifty (50) members of the Assembly shall constitute a quorum at any Annual or Called meeting of the Assembly.

Article VI - Ministries Council

Section 1. The Ministries Council shall be responsible for the coordination, vision casting and goal setting, nominating and budgeting of Western Pennsylvania Ministries of the Church of God.

Section 2. The Ministries Council shall be composed of seven (7) members: the Director of Ministries, President of the General Assembly and each Ministry Team Leader.

Section 3. The Ministries Council shall operate in conjunction with the Administrative Team to provide the functions concerning nominating and budgeting.

Article VII - Combined Team Functions

A. Nominating

Section 1. The nominating responsibilities will be performed jointly by the Ministries Council and the Administrative Team.

Section 2. Nominees shall be chosen based on interest, spiritual giftedness and passion for ministry.

Section 3. Nominations shall adequately represent congregational life and makeup of the Church of God in Western Pennsylvania.

Section 4. All nominees shall meet the requirements of membership as stated in Article III.

B. Budgeting

The budgeting responsibilities shall be performed jointly by the Ministries Council and Administrative Team.

Article VIII - Ministry Teams

A. Church Growth Team

Section 1. The Church Growth Team shall be responsible for developing, recruiting, equipping and coordinating ministries to resource the local church in areas such as: church planting, mothering congregations, satellite churches, revitalization, regeneration, closing of congregations, team approaches to ministry, as well as other areas pertaining to church growth.

Section 2. The Church Growth Team shall be composed of five (5) members. The Church Growth Team Leader and four (4) other members, all ratified by the Assembly for a term of three (3) years, with the terms of service expiring on alternate years.

8. Leadership Development Team

Section 1. The Leadership Development Team shall be responsible for developing, recruiting, equipping and coordinating ministries to resource the local church in areas such as: lay leadership development, clergy leadership development, undergraduate and post-graduate degrees, scholarships, networking ministries, team mentoring, communications and technologies support as well as other areas pertaining to leadership development.

Section 2. The Leadership Development Team shall be composed of five (5) members. The Leadership Development Team Leader and four (4) other members, all ratified by the Assembly for a term of three (3) years, with the terms of service expiring on alternate years.

C. Administrative Team

Section 1. The Administrative team shall be responsible for the general business affairs of the General Assembly such as: budgeting, finance/fund raising, nominating, bylaws, administration and legal matters of the Assembly.

Section 2. The Administrative Team shall be composed of six (6) members. The Director of Ministries; Vice-President of the General Assembly; Secretary of the General Assembly; Parliamentarian; and At-Large members ratified by the General Assembly for a term of three (3) years, with the-terms of service expiring on alternate years.

D. Clergy Team

Section 1. The Clergy Team shall be responsible to promote clergy fellowship and provide credentials servicing in such areas as: clergy family health, peer coaching, support, encouragement, inspiration, connection, covenant, fellowship accountability, spiritual formation, friendships, as well as other areas pertaining to clergy health. Responsibilities also include the appointment of members to the Congregational Mediation Team.

Section 2. The Clergy Team shall be composed of six (6) ordained clergy members. The Clergy Team Leader, four (4) other members, and the Congregational Mediation Team Leader (who is appointed by the Clergy Team). All, except the Congregational Mediation Team Leader, shall be ratified by the General Assembly for a term of three (3) years, with the terms of service expiring on alternate years

Section 3. Credentialing Services Team

A) The Credentialing Services Team shall be responsible for recognizing, commissioning, licensing, and ordaining clergy in the Church of God. This Team shall also provide leadership in pastor/congregation conflict resolution, revoking and/or restoring ministers' credentials, assisting congregations in securing pastoral leadership, assisting ministers in securing pastoral assignments, facilitating the recognition of congregations, counseling and disciplining congregations. This Team will expedite the administrative reporting of its actions to the office of Congregational Ministries, Credentialing Services in Anderson, In.

B) The Credentialing Services Team shall be composed of nine (9) ordained clergy. All members are to be ratified by the Assembly. Members shall be ratified for a term of three (3) years, with terms of service expiring on alternate years.

C) The Credentialing Services Team shall appoint a Chairperson from among its members for a term of one year.

D) The Credentialing Services Team shall be guided by the current Credentials Manual of the Church of God with General Offices in Anderson, Indiana.

E) The Credentialing Services Team shall be directly accountable to the Clergy Team and shall operate in coordination with the mission and vision of the W PA Ministries.

F) Concerning involuntary congregational discipline the Credentialing Services Team shall present actions imposing temporary or final probation, or revoking congregational certification to the Clergy Team. The Clergy Team shall then appoint an independent Appeals Team of five (5) ordained clergy and five (5) lay representatives not associated with the congregation to consider the action. If the matter is not resolved a final appeal will be made to the body of ordained clergy and the action sustained by at least a 75% vote.

G) Concerning involuntary pastoral discipline the Credentialing Services Team shall present actions imposing suspension of standing or revocation of credentials to the Clergy Team. The Clergy Team shall then appoint an independent Appeals Team of five (5) ordained ministers to consider the action. If the matter is not resolved a final appeal will be made to the body of ordained clergy and the action sustained by at least a 75% vote.

H) All other appeals concerning the actions of the Credentialing Services Team shall be directed to the Clergy Team, who will follow procedures as laid forth in the current Credentials Manual of the Church of God with General Offices in Anderson, Indiana.

Section 4. Congregational Mediation Team

A) The Congregational Mediation Team (CMT) shall be responsible for developing, recruiting, equipping and coordinating ministries to be a resource in the following areas: mediation during conflict or crisis within a congregation, peer coaching, clergy family health, covenant relationships, competency center, as well as other areas pertaining to church health. The CMT will report directly to the Clergy Team.

B) The Congregational Mediation Team (CMT) shall be composed of three (3) members: a CMT leader and two (2) other members, all appointed by the Clergy Team for a term of three (3) years with the terms of service expiring on alternate years. Appointees will be considered based on giftedness and education in the areas of counseling, mediation, and conflict resolution. At the discretion of the team leader and when opportunity and scheduling allows, continuing education will be encouraged during appointed time on the team.

E. Whitehall Camp and Conference Center Team

Section 1. The Whitehall Camp and Conference Center Team shall function as an endorsed agency of W PA Ministries (see Article IX) and be responsible for developing, recruiting, equipping, and coordinating camping facilities ministries to resource the local church in areas such as: children's camping, youth camping, conferences, seminars, retreats, recreational facilities, lease and rental facilities, and family camp (W PA Church of God Camp Meeting).

Section 2. The Whitehall Camp and Conference Center Team shall be composed of eleven (11) members: The Whitehall Camp and Conference Center Director, Team Leader, The WPA Ministries Director and eight (8) other members, all ratified by the General Assembly for a term of three (3) years, with the terms of service expiring on alternate years.

Section 3. All property of Whitehall Camp and Conference Center is owned by the W PA Ministries of the Church of God General Assembly, but managed by the Whitehall Camp and Conference Center Team.

- A) Upon recommendation of the Ministries Council on October 19, 2019, the General Assembly approved the Feasibility Study Resolution dated July 24, 2019 which outlines property ownership and parameters of any transfer of said property between WPA Ministries and Whitehall Camp & Conference Center, Inc. The Resolution is attached to these Bylaws as Exhibit A.

Section 4. Whitehall Camp and conference Center Board President shall serve as the representative to the WPA Ministries Council on behalf of Whitehall Camp and Conference Center.

Section 5. The WPA Ministries Council shall approve any new hire for the Camp Director Position.

Article IX - Endorsed Agencies

Section 1. Endorsed Agencies of Western Pennsylvania Ministries of the Church of God covenant to follow the mission and priorities of the General Assembly. Endorsed Agencies are commissioned to serve the Church in a capacity that is not being addressed by Western Pennsylvania Ministries of the Church of God. The mission of Endorsed Agencies reflects the need for independence in polity yet are viewed by the General Assembly as critical ministries in the Church. Endorsed Agencies shall be accountable to the General Assembly through the Ministries Council. Endorsed Agencies shall covenant to strengthen the well-being of the Church and will not make decisions that will adversely affect Western Pennsylvania Ministries of the Church of God.

Section 2. Agencies or organizations may apply to the General Assembly through the Administrative Team for endorsement. With recommendation from the Administrative Team, the General Assembly will vote to endorse an agency or organization. Endorsement is for an indefinite term unless rescinded by the General Assembly.

Section 3. The conditions of endorsement shall be as follows...

- A) A written covenant, formulated by designated representatives of the Endorsed Agency and Administrative Team, will outline the guidelines of the partnership between each Endorsed Agency and the General Assembly. This covenant will be reviewed every three (3) years.
- B) The members of the general boards of Endorsed Agencies shall be ratified by the General Assembly.
- C) Western Pennsylvania Ministries of the Church of God bears no financial liability for the annual budgetary financial responsibilities of the Endorsed Agencies.
- D) Upon dissolution of an Endorsed Agency all assets will revert to Western Pennsylvania Ministries of the Church of God.
- E) An audit or financial review will be conducted once every three years and presented to the Administrative Team of Western Pennsylvania Ministries of the Church of God.

Section 4: Endorsed Agencies currently include...

- A) Whitehall Agency (i.e., Whitehall Camp & Conference Center)

Article X- Term of Office

Section 1 All terms of office shall begin immediately following the General Assembly meeting in which ratification takes place.

Section 2. No member shall be eligible to serve more than two full consecutive terms in any one office.

Section 3. No member shall serve in more than one ratified position of this Assembly at any one time.

Article XI - Recall

Section 1. Any member of a Council or Team may be recalled and the office declared vacant if that member has been absent without just cause for three consecutive meetings of that Council or Team. This action will be taken only at the request of the Council or Team of which he/she is a member.

Section 2. Expulsion may be for conduct deemed unbecoming to a member of the Church of God or detrimental to the purpose of the church, for failure of duty, or for other reasons the Assembly may deem sufficient grounds of expulsion.

Article XII - General Assembly Meeting

Section 1. The General Assembly shall meet at least once a year for its Annual Meeting.

- A) This Annual Meeting shall be held during the months of September or October.
- B) In the event of unusual circumstances, the Administrative Team is authorized to establish a different date and place for that particular meeting.

Section 2. The Annual Meeting shall include all programs, ballots, and business of the General Assembly.

Section 3. A special meeting of the General Assembly may be called by the Director of Ministries, President of the General Assembly or at the request of the Administrative Team. The Administrative Team shall, upon written request, signed by ten or more members of the Assembly, call for a special meeting, notifying the members of the General Assembly of the place, time and purpose of the meeting.

Section 4. The rules contained in Robert's Rules of Order, Newly Revised shall be referred to in times when clarification is needed for expediency during all business deliberations in General Assembly meetings.

Section 5. Except where such expenditures have been previously provided for in the officially adopted budget of the Assembly, the Ministries Council and Administrative Team shall have no power to spend the monies in the treasury for any reason in excess of 3% of the combined budgets of the General Assembly in any fiscal year without prior expressed approval of the Assembly.

No individual, agency, or committee of the Assembly shall have the authority to obligate the Assembly financially for any reason for any amount not previously provided for in the fiscal budget without prior expressed approval of the Ministries Council and Administrative Team.

Article XIII-Amendments to Bylaws

These bylaws may be amended by a two-thirds vote at a General Assembly meeting, provided that the amendment is submitted to the Administrative team 30 days prior to the General Assembly meeting before any action may be taken by the Assembly.

October 9, 2000

Revised, October 4, 2005

Revised, October 3, 2006

Revised, October 4, 2010

Revised, October 4, 2014

Revised, October 3, 2015

Revised October 14, 2017

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