

**The Metropolitan Association of
The New York Conference of
The United Church of Christ, Inc.**

**Mission, Vision
and
By-Laws**

**As Revised April 16, 1987
and Amended on
April 24, 1988
April 28, 1990
April 27, 1991
May 7, 2011
April 21, 2012**

**November 11, 2017
and
April , 2018**

**The Metropolitan Association of
The New York Conference of
The United Church of Christ, Inc.**

Mission and Vision Statement

Mission Statement:

Following Christ, empowering our churches to change the world.

Vision Statement:

Communities of justice and extravagant hospitality transformed by God's love.

We value the Preamble to the Constitution of the United Church of Christ and the Statement of Faith adopted by the General Synod of the United Church of Christ, July 8, 1959, and as subsequently amended, as a summary of the things most surely affirmed among us.

**The By-Laws of
The Metropolitan Association of
The New York Conference of
The United Church of Christ, Inc.**

ARTICLE I - NAME, BOUNDS AND OFFICE

Section 1. Name

The name of the Corporation is the METROPOLITAN ASSOCIATION OF THE NEW YORK CONFERENCE OF THE UNITED CHURCH OF CHRIST, INC.

Section 2. Bounds

The bounds of this Association shall be the territory included in the City of New York and the counties of Nassau, Westchester, and Rockland in the State of New York.

Section 3. Office

The office shall be located in the City of New York.

ARTICLE II - PURPOSES AND OBJECTS

The purposes and objects of this corporation shall be:

A. To continue without break the ecclesiastical and legal identity of the New York City Congregational Church Association, Inc., and its Churches, and those Churches of the New York Synod of the Evangelical and Reformed Church located within the bounds of the Association, and to conduct their work and to have all of the powers, duties, and obligations of the Association and the Synod.

B. To be an Association of the New York Conference of the United Church of Christ composed of local Churches and authorized ministers who are now members of the Association and of all local Churches and ministers who are hereinafter received into and granted standing by this Association. It is recognized that for the administrative purposes and the efficiency of the Conference the Association shall be a part of the Southeast Region of the Conference without any jeopardy to its independence as an Association of the Conference.

C. To promote and support the life and the work of its member churches.

D. To relate the churches to the life and the work of the United Church of Christ, its instrumentalities and agencies.

E. To do each and everything which an Association of the United Church of Christ may do pursuant to the Constitution and By-Laws of the United Church of Christ.

F. To maintain relations with ecumenical communities and communities of other faiths **within its boundaries** to the end that mutual understanding and cooperation may be advanced.

G. To acquire by purchase, gift, devise, bequest or otherwise, and to own, hold, invest, reinvest, or dispose of property both real and personal, for such religious, educational, philanthropic and other related work as the Association may undertake, and to purchase, own, receive, hold, manage, care for, and transfer, rent, lease, mortgage or otherwise encumber, sell, exchange, assign, and convey such property for the general purposes of the Association; to receive and hold both real and personal property for and/or at the request of Churches, and to invest or reinvest the same for the purposes for which the same are received and/or held as endowments or otherwise; to make any contracts for promoting the objects of the Association and to do each and everything necessary or consistent with any or all of the foregoing objectives which are not inconsistent with the laws of the State of New York.

H. In general, to exercise any, all and every power for which a corporation, organized under the **Not-For-Profit and Religious Corporations** Laws of the State of New York, can be authorized to exercise, but no other power. No part of the earnings or assets of this corporation shall inure to the benefit of any individual, member thereof, contributor thereto, or for any private, personal, or selfish purposes. No part of the assets of this corporation or income derived therefrom shall be given to or inure to the benefit of any person, corporation or organization not tax exempt under Sub-Title A or Sub-Title B of the Internal Revenue Code of the United States of America.

ARTICLE III -MEMBERSHIP

A. Regular Membership

The following shall be deemed to be members in good standing in the Association.

1. All Churches which are members of the United Church of Christ and of the Association, either by voluntary affiliation with the United Church of Christ at its founding in 1957, or by subsequent vote of the Association granting standing. **Such** member churches of the Association are also members of the New York Conference and of the United Church of Christ.

2. All authorized ministers who are members of the United Church of Christ and of the Association, either through voluntary affiliation with the United Church of Christ at its founding in 1957, or through act of ordination or the subsequent granting of standing by the Association. Authorized ministers of the Association are also members of the New York Conference and of the United Church of Christ.

3. All churches and authorized ministers within the geographical bounds of the Association who were previously members of the New York City Congregational Church Association and/or of the New York Congregational Christian Conference, Inc., that have not signified their intention to become a part of the United Church of Christ.

4. All officers and members of its Board of Directors.

B. Voting Membership

The voting membership of the Association is all authorized ministers **with standing** in the Association, ordained, commissioned or licensed; lay delegates selected by and representing the member churches of the Association; and all Officers and members of the Board of Directors. **Churches and authorized ministers not in good standing shall not be entitled to vote unless or until their standing is reinstated.** The control of the Association shall reside in its voting membership. Such control may be exercised directly at any regular or called meeting of the Association, or by the Board of Directors, acting as the Association ad interim except where prohibited **or limited** herein, **or by the laws of the State of New York.**

C. Enlargement of Membership

1. An unaffiliated church or a church from another communion may be admitted into membership in the Association upon the vote of such church to join the United Church of Christ and to accept the Constitution of that body and the Constitution and/or By-Laws of the Association and the New York Conference of the United Church of Christ; and, when the petition of such church for membership and its By-Laws have been accepted by a vote of a duly called meeting of the Association.

2. A Church established by the Association or by the Conference and the Local Church Ministries of the United Church of Christ, shall become a member of the Association when it has incorporated; voted to join the United Church of Christ; voted to accept the Constitution and By-Laws of the Association and the New York Conference; and has had its petition for membership and its By-Laws accepted by a vote of a duly called meeting of the Association.

3. At the discretion of the Board of Directors, the Association may maintain a list of Corresponding Churches which desire to relate to or be informed of the life of the Association. Unless a church so listed acts to become a member of the Association as herein prescribed, such a Corresponding Church shall not be numbered as a member of the Association or of the United Church of Christ, and shall not be entitled to the legal privileges of such membership.

D. Membership Definition

1. All members of this Association are entitled to participate fully in all of the privileges and responsibilities of the Association, provided, however, that those churches of the Association which have not voted to become part of the United Church of Christ shall be subject to the limitations contained in the Constitution and By-Laws of the United Church of Christ as adopted on July 4, 1961, and as **subsequently** amended.

2. No direct or indirect participation by any such church or its delegates in or in support of the work of the United Church of Christ shall be construed as making it a church of the United Church of Christ.

E. Delegate Basis.

Each Church in **good standing in the Association** may be represented at all meetings of the Association by its Pastor or acting Pastor and two lay delegates. Churches of more than 200 members may be represented by an additional lay delegate for each 200 members or major fraction thereof in excess of the initial 200. The membership basis of each church shall be the most recent figure reported to the New York Conference and used in determining the Association Fellowship dues. The delegates of each Church shall be selected in such manner as it may deem proper. Delegates, acting on behalf of their respective churches, **each** shall have **one** vote. All authorized ministers with standing, ordained, commissioned or licensed, **each** shall have **one** vote. A minister of another denomination serving a congregation of the United Church of Christ shall have such standing as defined in the **Manual on the Ministry** of the United Church of Christ. The Officers of the Association and **members of the Standing Committees** **each** shall have **one** vote.

F. Maintaining Authorized Standing:

This Association shall insure the integrity of its membership in the following manner:

1. Congregational Standing: In the case of any Church which fails for three consecutive years to be represented at the Spring or Fall Meeting of the Association, **and** fails to pay its Fellowship Dues, the Registrar shall make inquiry as to the Church's situation and its interests and intentions as regards the Association. If, after one additional year there has been no response, the Church may, by vote in a duly called meeting of the Association, cease to be in **good standing** until reinstatement by similar vote. If, after a second year there has been no response, the church may, by vote of the Association in a duly called meeting, **cease to be a member of** the Association and the United Church of Christ.

2. Persons having authorized professional standing in the Association shall maintain contact with the Association, and promptly respond to Registrar with respect to requests relating to their standing. In the case of ministers with whom contact has been lost for three years or more, they may become subject to a fitness review. by the Committee on Ministry **and cease to have standing**. If standing is revoked, it may be restored upon proper application to the Committee on Ministry.

I. GOOD STANDING

The following requirements shall be observed to maintain good standing as an authorized minister of the Association:

(1) Active membership in a local church belonging to the Metropolitan Association unless the authorized minister is retired.

(2) Having an **ordainable call approved by the Association** except in the case of retired ministers. In the case of authorized ministers without an approved call, the Committee on Ministry shall determine if continued active standing is appropriate. If standing is revoked, it may be restored upon proper application to the Committee.

(3) Maintaining regular contact with and/or participation in the meetings and activities of the Association. It is the responsibility of authorized ministers to inform the Registrar of changes of status, address or means of contact, **and, if requested, to provide information to the Committee on Ministry supporting continued authorization or standing.**

4) Current certification in the Boundary Awareness training program of the Association, **or another comparable program approved by the Committee on Ministry.** Retired Ministers, no longer serving in active ministerial roles are exempted, and the Committee on Ministry may grant exemption to specific others. Boundary Awareness Training must be renewed every five years in order for a minister to maintain good standing.

(5) Successful completion of **diversity training, including anti-racism training** approved by the Committee on Ministry and completed within three years of the date of the approval of this amendment.

(6) **Completion of 24 hours of continuing education each calendar year as required by the Committee on Ministry.**

J. Reviews of Standing: The New York State Conference Minister, or his or her designee, the Committees on Ministry (**in the case of authorized ministers**) and Congregational Standing and Development (**with regards member churches**) and the Association Registrar shall each year review the lists of the Association membership. The Registrar shall make a report at the Fall Meeting and shall furnish a certified copy of the list to the Secretary of the New York Conference of the United Church of Christ.

K. Ministerial and Lay Responsibility

Ministers and lay persons, both men and women, shall be equitably represented on boards and committees of the Association.

ARTICLE IV - MEETINGS OF THE ASSOCIATION

Section 1. Annual Meeting

The Association shall hold an Annual Meeting in **each calendar year** and such other meetings as may be necessary. The times and places of meetings shall be fixed by the Board of Directors. Notice of each regular and special meeting of the Association shall be sent from the Association Office to each Church entitled to representation and every ministerial member at least two weeks prior to its occurrence. The business transacted at a special meeting shall be limited to that which is stated in the call to the meeting, except that additional items of business introduced by two or more Officers may be considered by unanimous vote of the body.

Section 2. Special Meeting

Special meetings may be called by the Board of Directors or by petition of ten or more Association Churches.

Section 3. Quorum

A quorum for transaction of business at any regular or special meeting of the Association shall consist of representatives of twenty Association Churches. Recessed meetings may be reconvened with the voting members present comprising a quorum.

Section 4. Roll

The names of the voting members present at each meeting of the Association shall be recorded and shall constitute the roll of the Association for such meeting.

Section 5. Vote

Unless otherwise set forth herein, the vote of a majority of those present and entitled to vote shall be required to approve any action or matter at a meeting of the Association.

ARTICLE V - THE MINISTRY

In order to insure the high quality of the ministry in this Association, the Association adopts as its guide the descriptions of the ministry contained in the By-Laws of the United Church of Christ, or as they may be amended. This Association further recognizes those **guidelines** set forth in the **most current** MANUAL ON MINISTRY of the United Church of Christ as helpful descriptions of the several aspects of the ministry.

ARTICLE VI - OFFICERS

Section 1. Officers of the Association

The officers of the Association shall be a President, Secretary and Treasurer who shall also be the officers of the Board of Directors, and a Moderator and Vice Moderator.

Each officer shall be a member of a church in the Association. All officers shall be members of the Board of Directors during their terms of office.

Section 2. Election and Terms

The officers shall be elected at the Annual Meeting for terms of three years, except for the Moderator and Vice Moderator, who shall serve one-year terms. Terms shall begin at the close of the Annual Meeting at which election takes place and shall continue until successors are elected and installed.

Candidates for officer positions shall be nominated by the Nominating Committee, except for the Treasurer, who shall be nominated by the Board of Directors. Additional nominations may be made from the floor. The Moderator and Vice Moderator shall alternately be a lay person and a minister.

The President, Secretary, and Treasurer shall be eligible for re-election for a second three-year term, but may not again be re-elected to that office until the elapse of two years after the end of the second term. The Moderator and Vice Moderator may not serve more than a one-year term in each office and may not again be re-elected to that office until the lapse of three years.

Section 3. Duties of the Officers of the Association

PRESIDENT: The President shall preside at all meetings of the Board of Directors and at business sessions of Association meetings and shall chair the Board's Executive Committee. The President shall present a written report of the actions of the Board at each Annual Meeting of the Association. The President shall execute all deeds, contracts, and other documents that require the official signature of the Association and shall perform such other duties as are appropriate to the office. The President or his/her designee shall serve on the Conference Board of the New York State Conference, as the representative of the Metropolitan Association.

MODERATOR: The Moderator shall preside at meetings of the Association, except during business sessions, and at Ecclesiastical Councils and Ordinations, and, when invited to do so, shall represent the Association in United Church of Christ and ecumenical meetings and affairs.

VICE MODERATOR: The Vice Moderator shall perform the duties of Moderator in the absence or incapacity of the Moderator.

SECRETARY: The Secretary shall be the custodian of the records of the Association and shall keep and circulate minutes of Association and Board of Directors meetings. All minutes of the Association and Board of Directors meetings shall be maintained in the offices of the Association and accessed upon request by Association members in the Association offices, **provided that upon the request of the President or chair of the related committee, confidential material may be redacted to maintain such confidentiality.** Minutes will be maintained in hard copy and electronically.

TREASURER: The Treasurer shall receive and be the custodian of all the funds, securities, and personal property belonging to, entrusted to, or in any way committed to the care or custody of the Association. The Treasurer shall disburse, pay over, and deliver same as ordered by the Association or the Board of Directors and shall exercise any and all other duties incident to such office. The Treasurer shall have power to execute legal papers on behalf of the Association when so ordered and directed **by the Board of Directors** and shall give bond for the faithful discharge of these duties as the Board of Directors may require. The Treasurer shall make an annual report to the Association, which report shall be subject to audit.

ARTICLE VII - THE BOARD OF DIRECTORS

Section 1. Membership, Duties and Powers

a. The Board of Directors is the administrative arm of the Association shall have such powers and duties as are customary to a Board of Directors under the laws of State of New York, and as provided in these By-Laws. **The Board shall have custody and control of all the temporalities and property, real and personal, belonging to the Association and of the revenues therefrom and shall administer the same, in consultation with the New York Conference Minister (or his or her designee), in accordance with the discipline, rules and usages of the Association as set forth herein and in the Constitution and By-Laws of the United Church of Christ and the New York Conference. In exercising and discharging its powers and duties, the Board shall oversee the Association as provided above and review and approve the policies and procedures of the Association and its Standing Committees in order to achieve the objectives of the Association and its Standing Committees as set forth herein. The Board shall implement internal controls to manage the orderly working of the Association in accordance with these By-Laws. The Board shall consist of:**

- (i) The five officers of the Association.
- (ii) Eighteen (18) elected members, one-half of whom shall be lay persons, and one-half ministers who have standing in the Association.

At the Annual Meeting, the Association will elect six directors for terms of three (3) years to replace the directors whose terms have expired plus the number of additional directors required to fill any unexpired terms of directors who have resigned. In making nominations for members of the Board of Directors, the Nominating Committee shall give due consideration to the provision, insofar as **practical**, of equitable representation by geographic area, age, sex, race and sexual orientation and **gender identity** to reflect the diversity of the Metropolitan Association. New York State law provides that members of boards of directors must be at least eighteen (18) years of age.

The Board shall have the power to fill vacancies in the **Officers** and in its own membership between Annual Meetings of the Association, subject to the approval of the Association at the next Annual Meeting. A special meeting of the Association must be called by the Board to fill a vacancy in the office of President.

The New York Conference Minister **and his or her designee** shall be members of the Board *ex officio* without vote.

b. The Board of Directors shall meet at least six times each year, with no more than four months intervening between the meetings. The meeting for organization shall occur as soon as practicable but no more than 45 days after the Annual Meeting. Other meetings may be called by the President, or by **ten members** of the Board of Directors in writing. The Board of Directors shall act for the Association when the Association is not in session; but it is at all times answerable to the Association and shall render a complete report of its activities at the Annual Meeting of the Association.

c. Ten members of the Board shall constitute a quorum.

Section 2. Duties of the Board of Directors

The Board perform all acts necessary to promote the interests and enhance the welfare of the Association, not inconsistent with special instructions of the Association, these By-Laws and the laws of the State of New York.

a. The Board shall annually elect from its membership a Vice President who shall preside at Board meetings in the absence of the President.

b. The Board **may** appoint a board member to serve on each **Standing Committee of the Association** except the Nominating Committee. Unless elected by the Association membership, such appointed person shall have voice but not vote.

Section 3. Committees of the Board

The Committees of the Board of Directors shall include an Executive Committee, a Finance Committee, a Personnel Committee, an Association Meetings Planning Committee, and such other committees as the Board may deem necessary. The Board shall elect from among its members the Chair and membership of each **Committee of the Board**.

At the request of the Chair and with the approval of the Board, the size of any of these Committees, other than the Executive Committee, may be increased from time to time to include persons who are not Board members, but who have a particular expertise necessary for the proper functioning of the Association Board. **Such *ad hoc* committee members shall have voice but not vote on the Committee.**

The Board shall require written procedures for the effective operation of all of the Committees of the **Board and the Association**. Minutes of all meetings documenting all matters considered and actions taken by the Board and the Committees of the Association and of the Board shall be submitted and shall thereafter be maintained at the Association offices.

a. **Executive Committee:** The Executive Committee shall consist of seven (7) members, including the President, the Vice President, the Association Moderator and four members of the board determined by the Board, two of whom must be lay persons. The Conference Minister and or his/her designees shall be a member ex officio without vote. The Executive Committee shall exercise such powers as the Board may delegate to it. The responsibility of the Executive Committee of the Board is to set the agenda for the Board meetings, determine conflicts of interest of Board members, and consider any time sensitive matters or action that must be taken in between board meetings. A record of all actions shall be reported at the next subsequent meeting of the Board of Directors. **Notwithstanding the foregoing, the Executive Committee shall not take any action relating to (i) the standing of any church or clergy, (ii) the filling of any vacancies on the Board, any Committee or any office, (iii) any action reserved to a Standing Committee, (iv) adoption, rescission or modification of any policy or procedure of the Association, (v) the hiring or removal of any paid staff members, or (vi) any matter requiring more than \$2,000.00 expenditures not provided in the annual budget.**

b. Finance Committee: The Finance Committee shall consist of five (5) members. The Committee shall serve as Finance Committee of the Association. It shall be responsible to the Board for the financial affairs of the Association. It shall engage in budget planning and oversight for the Association. The Committee shall, at the Fall Meeting of the Association, present a budget for the program and administration of the Association and this budget shall become effective on January 1 of the following year.

c. Personnel Committee: The Personnel Committee shall consist of **five (5)** members. It shall regularly consult with both elected and non-elected staff members about their duties and performance. It shall annually assess the performance of the paid staff members and report its findings to the Board of Directors. It shall recommend personnel policies, compensation and practices to the Board for adoption.

d. Association Meetings Planning Committee: There shall be an Association Meetings Planning Committee of four (4) Association members, chaired by the Vice Moderator [in cooperation and coordination with the Executive Administrator]. The Committee shall schedule and plan the Fall and Spring Meetings of the Association and such special meetings as the Board may approve. Should a meeting be called by a petition of churches as provided in Article IV, section 2 of this document, the Committee will consult with the petitioning churches to facilitate the meeting. In scheduling meetings, the Committee will give care to rotate the place of meeting to reflect the geographic distribution of the churches and access to transportation.

ARTICLE VIII - ASSOCIATION STAFF

- a. The Association shall employ professional staff members from time to time upon recommendation and approval by the Board of Directors.
- b. The Board shall employ or designate a Registrar who shall maintain the lists of member churches of the Association and of ministers with standing in the Association.**
- c. The Association is an equal opportunity employer and shall not discriminate on the basis of race, class, national origin, sexual orientation, gender expression, or ethnicity

ARTICLE IX - STANDING COMMITTEES OF THE ASSOCIATION

Section 1. Membership and Election

The work of the Association shall be done through such Committees and Task Forces as are needed to plan for and administer the concerns of the churches. Any authorized ministerial member or any member in good standing of a church of this Association, and who is at least sixteen (16) years of age, is eligible for election to any committee of the Association. Members of these bodies shall take office at the close of the meeting at which they are elected (or in the case of Task Forces, appointed).

The "Church and Ministry Committee" function of the Metropolitan Association is delegated to three Standing Committees: the Committee on Ministry, on Spiritual Life and Professional Development, and on Congregational Standing and Development.

a. **One-third of the membership of each Standing Committee** shall be elected each year at the Annual Meeting. So far as practical, the several geographical areas of the Association shall be represented on all standing committees. Care shall be taken that, as far as practicable, membership shall consist of laypersons and ministers, but competence and ability in any field shall also be of primary concern. Vacancies on Standing Committees shall be filled by the Board of Directors.

b. The Standing Committees shall be:

i. Nominating Committee (six members),

iii. Committee on Ministry (**eighteen members**),

iv. Committee on Spiritual Life and Professional Development (**seven members**),

v. Committee on Congregational Standing and Development (**nine members**),

vi. Social Justice Committee **(six members.)**

c. Members of Standing Committees shall serve for three years, and shall be eligible for a second three year term at the conclusion of the first term. No member of a Standing Committee shall be eligible for re-election after having served two full consecutive terms. Members may be elected again after having been out of office for one year.

d. Standing Committees [have the privilege of utilizing] **may enlist** advisory members by recorded action of the committee. Advisory members shall be without vote.

e. The Board shall fill vacancies in all Standing Committees, except the Nominating Committee whose members shall be elected at an Association meeting.

f. The Standing Committees shall meet as often as necessary, but at least four times a year, shall submit an annual report to the Association, and shall report regularly to the Board of Directors. In accordance with and subject to Article VII, Section 1 a., the Board of Directors is responsible for review of the work of the Association as performed by and through the Standing Committees to insure compliance with the Constitution and By Laws of the United Church of Christ and the by-laws of this Association.

Section 2. Duties of the Standing Committees.

a. **NOMINATING COMMITTEE:** The members of the Nominating Committee shall be elected at the Annual Meeting of the Association **and vacancies on the Committee filled at any duly called meeting of the Association.** The Nominating Committee shall present to the Annual Meeting of the Association the nominations for President, Moderator, Vice Moderator, Secretary, the Directors, and all Standing Committees, except the members of the Nominating Committee.

c. **Committee on Ministry:** The Committee on Ministry shall be responsible for the Ministerial Standing of persons in this Association, **and for the granting, monitoring and termination of such standing.** It shall **have authority on behalf of the Association to grant or to terminate the status of "Member in Discernment" to persons who, endorsed by their local church, seek such status.** The Committee shall give spiritual and vocational guidance to candidates preparing for their call to authorized **ministry.** The committee shall examine candidates for ordination, commissioning or licensure on the basis of their academic and ecclesiastical credentials and their Christian experience, their call to ordained, commissioned or licensed ministry, and their understanding of and commitment to the Christian faith and the polity and covenantal basis of the United Church of Christ and meeting all of the requirements as set forth by the Committee on Ministry. The committee may license ministers on behalf of the Association. **Licensure must be renewed annually by the Association.** The Committee will recommend candidates for ordination or commissioning and shall petition the registrar of the Association to call the churches and ministerial members of the association to meet in ecclesiastical council. The Association, meeting in

ecclesiastical council, shall examine the candidate, and if it sees fit, adjourn and reconvene to ordain or commission the candidate.

The Committee shall interview and review the applications of clergy from other Associations of the United Church of Christ who are seeking transfer into the Metropolitan Association.

The committee shall also examine ministers of other denominations who seek through the Metropolitan Association Dual Standing or Privilege of Call in the United Church of Christ. The Committee shall consider the nature of the call which requires the granting of standing, and the candidate's professional history and familiarity with the polity and covenantal basis of the United Church of Christ. If the Committee finds the candidate **qualified**, it may grant the status sought. The Association **Registrar** shall report the Committee's actions and recommendations concerning licensing, commissioning, ordination, transfer, privilege of call, and dual standing to the Association at its annual meeting.

The Committee shall regularly conduct informational reviews of ministers with authorized standing in the Association to assure the integrity of authorized ministry in this Association: determining the appropriateness of the current need for a person's ministerial standing, as well as confirming current contact information.

In all its considerations, the Committee shall use criteria consistent with the Constitution and By-Laws of the United Church of Christ. It shall consider standards for candidate care, ordination, installation, and ministerial standing, using materials made available by the **Local Church Ministries and the Ministerial Excellence, Support and Authorization Ministry Team of the United Church of Christ**, and shall, when appropriate, propose adoption by the Association of specific standards and policies in these matters. The Committee shall recommend to the Board of Directors of the Association appropriate response to **the findings of any fitness review examining any breach of standards of ordination or ministerial standing**, using criteria consistent with the Constitution and By-Laws of the United Church of Christ.

In the case of alleged **professional misconduct, ethical breach, or violation of vows** of ordination, the Committee shall choose a sub-committee from within its own membership to examine such charges. The Conference Minister or his assigns shall be an ex officio member of this sub-committee with vote. This sub-committee may retain legal counsel with the approval of the Board of Directors. **Any decision of the Committee affecting the minister's standing shall be final, unless an appeal is taken as defined below.**

A Review Committee selected by the President of the Board, composed of five persons, two of whom shall be lay persons and three authorized ministers of the Association, all of whom serve on the Board of Directors, and the President of the Association Board of Directors, shall serve as the body to hear an appeal of a Disciplinary Action taken by the Committee on Ministry. Such a review will be

limited to disciplinary actions resulting in a change of ministerial authorization and limited to an assessment of whether or not policies and procedures followed by the Committee on Ministry conformed to those outlined in the United Church of Christ Manual on Ministry and the policies and procedures of the Committee on Ministry. The decision of the Review Committee shall be final and there shall be no further appeal beyond that decision. The Board of Directors shall be informed of the findings of the Review Committee.

The Committee on Ministry is responsible for determining the policies and procedures for the Association regarding members in discernment and, in so doing, shall consider the Constitution and By-Laws of the United Church of Christ, the UCC Manual on Ministry and materials made available by the Ministerial Excellence, Support & Authorization Ministry Team. If during the MID process, the MID believes that the procedures are not being properly followed by the Committee On Ministry or that there is a breach of the covenant between the MID, the local church and the Association, the MID and/or the Local church may provide the Executive Committee of the Board a written request for review of the Member in Discernment process. This request shall specify in reasonable detail the reason for such request. The Executive Committee shall review the request and, after consultation with the Committee on Ministry make a recommendation to the Committee on Ministry as to whether it views the Committee on Ministry's process consistent with the Committee on Ministry's MID policies and procedures. The Committee on Ministry, after consideration of the Executive Committee's recommendation, shall make a final determination with regard to the MID and/or his or her Local Church's request for a review of the covenant agreement and may make such adjustments as necessary.

d. SPIRITUAL LIFE AND PROFESSIONAL DEVELOPMENT: The Committee on Spiritual Life and Professional Development shall provide opportunities for spiritual and professional development by the ordained, commissioned, and other persons authorized to conduct ministry, and shall encourage networks of support for persons in ministry. The Committee shall plan, publicize and conduct at least one major program per year, which program shall address issues of spirituality and/or professional development. The Committee shall identify, and/or initiate networks of education, support and collegiality among authorized ministers and members in discernment in the Metro Association. The Committee shall also monitor and report to the Committee on Ministry on the observance of the Continuing Education requirement including diversity and boundary awareness trainings of authorized ministers. The percentage of clergy membership of this Committee shall not be limited.

e. CONGREGATIONAL STANDING AND DEVELOPMENT: The Committee on Congregational Standing and Development shall seek to strengthen and support the presence of the United Church of Christ in the Southeast Metropolitan New York region. To this end, the Committee shall seek to identify new churches, to strengthen existing Association

churches and their ministries, and to discover churches outside the Association which are looking for a larger church connection and would respond to the spirit of the United Church of Christ.

It shall counsel with any church which makes application for membership in the Association and standing as a congregation of the United Church of Christ and, when appropriate, shall present such a church to the Board of Directors for action on its application for membership. The Committee shall annually review the attendance and involvement of member churches in the life of the Association, and seek to counsel with churches which have fallen from active fellowship or which are becoming separated from the fellowship of the Association. At the request of the Board of Directors, the Committee may maintain a list of Corresponding Churches, not members of the Association, but wishing to relate to or be informed of the work of the Association. The Committee shall recommend to the Board of Directors or the Association appropriate response to any breach of the standards of affiliation, using criteria consistent with the Constitution and By-Laws of the United Church of Christ.

f. **THE SOCIAL JUSTICE COMMITTEE:** The Social Justice Committee shall have responsibility for defining the mission priorities of the Association. It shall identify for member Churches mission opportunities in the Association, the New York Conference, and the national United Church of Christ. The Committee shall seek specific support of mission projects sponsored and/or supported by the Association, Conference or national United Church of Christ, and as necessary and appropriate, the Committee shall work with organizations of the New York Conference and instrumentalities of the United Church of Christ which can assist it in defining or achieving its goals.

The Committee shall also be responsible for identifying social and community issues for consideration by the Association, providing educational opportunities for clergy and laity on those issues, making the Association membership aware of opportunities for involvement with them, and presenting visible witness to them. It shall also review resolutions brought to the Association meetings, provide supplemental materials to those which Churches are already receiving on social issues, and help interpret the activities and priorities of the United Church of Christ in the areas of social concerns.

Section 3. Task Forces

The Association, or the Board of Directors, may establish Task Forces from time to time to deal with specific issues, needs and opportunities, including special observances, workshops and activities. The President or the Standing Committees may request the establishment of a Task Force upon the showing of specific need to the Board of Directors; provided that no such delegation shall relieve the committee from its obligations to fulfill such responsibilities. These Task Forces may utilize special advisors who are not committee or board members to advise them.

Task Forces shall report, as directed, to the Association or the Board of Directors. They shall dissolve when their tasks are completed. If the activity continues more than one year, they must be re-authorized by the authority that created them.

ARTICLE X - DURATION

The duration of the life of the Association shall be endless.

ARTICLE XI - CORPORATE SEAL

The Corporate Seal of the Association shall be kept in the Association's principal office in the custody of the **Registrar**.

ARTICLE XII - ORDER OF BUSINESS

Robert's Rules of Order (most recent revision) shall be followed in the conduct of official business.

ARTICLE XIII - AMENDMENTS

These By-Laws may be amended at any Annual or Special Meeting by two-thirds (2/3) vote of the members present and voting. All proposed amendments must have been posted on the Association website and mailed to the members without internet access at least thirty (30) days prior to the meeting at which the vote is to be taken.

Before five (5) years have elapsed since the last revision or review of these By-Laws, a By-Laws Review Committee shall be appointed to Report to the next scheduled Metropolitan Association Spring or Fall Meeting. It shall be a required Agenda item to act on the Report of the By-Laws Review Committee at the next scheduled Metropolitan Association Spring or Fall Meeting. If the Committee proposes changes to the By-Laws, notice shall be given according to the requirements in Part (1) of this Section, adoption of any changes subject to the same standard. If the Committee proposes no changes to the By-Laws, the Secretary shall record such finding in the Minutes as the official Report of the Committee.