

REGIONAL SYNOD OF MID-AMERICA
BYLAWS

Preamble

The Regional Synod of Mid-America, a constituent part of the Reformed Church in America, will be governed by these Bylaws and the Book of Church Order (BCO) of the Reformed Church in America.

Responsibilities of the Regional Synod per the BCO:

1. The regional synod shall exercise a general superintendence over the interests and concerns of the classes within its bounds.
2. The regional synod shall exercise an appellate supervisory power over the acts, proceedings, and decisions of its several classes.
3. The regional synod shall form, combine, and disband classes, and may transfer churches from one classis to another within its bounds.
4. The regional synod shall create whatever organization it desires for the furtherance of the work of the gospel within its bounds, provided such organization does not infringe upon the prerogatives of the several classes or churches.

The Regional Synod is a permanent continuing body which functions between Stated Session through committees. (BOOK OF CHURCH ORDER, Chap. 1, Part III, Art. 1, Sec. 3 and Chap. 1, Part III, Art. 2)

ARTICLE I - MEMBERSHIP

Sec. A - The Regional Synod will consist of the appointed minister and elder delegates, known as the Synod Assembly, from each of the classes within the bounds determined for it by the General Synod.

Sec. B – The delegates of the Synod Assembly:

1. They will be ministers and elders appointed by the classes of the Synod after considering those persons recommended by the Synod.
2. The number of ministers and elders from each classis will be set by the synod's Executive Team in proportion to the size of the classis. Each classis will have at least one minister and one elder delegate. Effort will be made to have a balance of minister and elder delegates.
3. The term of each delegate will be for three years without a limit on the number of terms. The classis may make delegate changes with appropriate notice to the synod.
4. If a delegate is unable to attend a Synod Assembly meeting, the synod may recommend an alternate delegate and request that the classis appoint that person to take the place of the regular delegate for that particular meeting. The classis may appoint the recommended person or another person of the same office as the regular delegate to be its alternate delegate for that particular meeting.
5. The serving president, vice president, and immediate past president will be delegates to the Synod Assembly during their terms of office.

Sec. C - The stated clerk, the treasurer, and the synod executive will serve as ex-officio members of Regional Synod without vote and attend Synod Assembly meetings. The chairperson of the Overtures and Judicial Business (OJB) Committee, the regional synod representative to the General Synod Council, and the Executive Director of Manitoqua Ministries will be ex officio members of the regional synod without vote.

Sec D – Manitoqua Ministries is a partner in ministry with the Synod of Mid-America, both working together in mission to further the kingdom of God.

ARTICLE II - MEETINGS

Sec. A - Annual Sessions of Regional Synod will:

1. Convene annually in the month of March or April at the time and place determined by the Executive Team.

2. Have specific agendas, formats, and timetables that are determined by the Executive Team.
3. Include reports from the Executive Team and from other synod teams or committees if appropriate. The synod has ultimate authority over the actions of its teams and committees.
4. Spend significant time with the following duties of the Synod Assembly:
 - a. Be responsible to see that the Mission of the Synod is carried out, to establish policy to realize the Vision of the Synod, and to continually evaluate the progress towards realizing the Vision of the Synod.
 - b. Be responsible for long-range plans and goals of the Regional Synod.
5. Begin with devotions including prayer and end with prayer.

Sec. B - Special Sessions of Regional Synod will:

1. Be called in accordance with the Book of Church Order, Chapter 1, Part III, Art. 4, Sec. 2.
2. Be held at the time and place determined by the Executive Team.

Sec. C - Quorums will at all sessions consist of a majority of the minister delegates and majority of the elder delegates. (BCO, 1, III, 4. 3.)

Sec. D - All sessions will be conducted in accordance with the Book of Church Order, the Bylaws of Regional Synod and also the Robert's Rules of Order. If there are any conflicts the Book of Church Order takes precedence over the Bylaws of the Regional Synod and Robert's Rules of Order; and the Bylaws of the Regional Synod takes precedence over Robert's Rules of Order.

Sec. E – Agenda

The business of Regional Synod will include the following elements when applicable:

1. Devotional service
2. Roll call and seating of guests
3. Receive a report of the approval of minutes of last session
4. State of Religion Report
5. Report of Executive Team and consideration of its actions
6. Staff reports
7. Election of officers
8. Special committee reports and consideration of their actions
9. Overtures and Judicial Business report
10. Other business
11. Roll call and reading of the journal
12. Seating of the new officers
13. Adjournment
14. Closing prayer

Sec. F - Reports

1. All items for consideration by the Regional Synod must be in the office of the Stated Clerk by March 1 of each year.
2. Written reports with recommendations from the Executive Team, synod staff, and the synod's committees including special committees will be sent by the Stated Clerk to each delegate ten days prior to the annual meeting. The Overtures and Judicial Business Committee may delay its report until the annual meeting, if necessary. All reports may be communicated electronically.

Sec. G – Overtures

The Regional Synod may receive overtures from a classis. It shall not receive overtures which deal with matters under adjudication or which make either direct or implied charges against persons. Overtures shall be submitted to the Regional Synod office at least ten days prior to the published date of the annual session to be considered at that session.

Sec. H – Methods to Hold Sessions

Synod Assembly sessions will usually be held in person. Upon the decision of the Executive Team, a Synod Assembly session may meet through the use of a conference telephone or

interactive technology, including but not limited to electronic transmission, Internet usage, or remote communication, by means of which all persons participating in the meeting can communicate with each other. Participation in such meeting shall constitute attendance and presence in person at the meeting of the person or persons so participating.

ARTICLE III - OFFICERS AND PERSONNEL OF REGIONAL SYNOD

Sec. A - Officers of Regional Synod will be president, vice president, immediate past president, stated clerk, and treasurer.

Sec. B – Election

1. An election for president and/or vice president will be held whenever there will be a vacancy in that office at the time of the close of a stated session.
2. The president will be elected as follows:
 - a. The current vice-president shall be the sole nominee on the first electing ballot. If the vote is affirmative, the current vice-president shall be declared elected.
 - b. If the vote is not affirmative, the election for president shall follow the process prescribed for election of vice-president, electing the president from the slate for vice-president as presented by the Nominating Committee.
 - c. If the office of vice-president is vacant, the election for president shall follow the process prescribed for election of vice-president with the exception that the Nominating Committee will form a slate consisting of at least three persons who are delegates to the Synod Assembly. The nominees who remain after the election of president shall constitute the slate for vice-president.
3. The vice president will be elected from the regular delegates to the annual Synod Assembly.
 - a. The Executive Team will act as a Nominating Committee.
 - b. Prior to the annual session the Nominating Committee will form a slate consisting of at least two persons who are delegates to the Synod Assembly.
 - c. The Nominating Committee will endeavor to notify the delegates to the regional synod of the slate prior to the annual session.
 - d. The slate will be presented to the synod for election at the annual session. The synod will be permitted to make additional nominations from the floor.
 - e. A simple majority for a single candidate on the electing ballot will constitute an election. If no nominee receives a majority on the first electing ballot, the regional synod shall proceed to a second electing ballot limited to the two persons receiving the largest number of votes on the first electing ballot. The person receiving the most votes on this ballot shall be elected.
4. The stated clerk will be elected by the Executive Team, meeting in executive session without the stated clerk or treasurer, at its first meeting following the Synod's annual session. Election will occur in odd numbered years, except in case of vacancy where election will occur as soon as possible.
5. The treasurer will be elected by the Executive Team, meeting in executive session without the treasurer or stated clerk, at its first meeting following the Synod's annual session. Election will occur in odd numbered years, except in case of vacancy where election will occur as soon as possible.
6. In case of mid-year vacancy in the office of president, the vice president shall automatically assume the position of president and be eligible for reelection at the next Synod Assembly session to a full term.
7. In case of mid-year vacancy in the office of vice-president, the Executive Team shall endeavor to make an ad interim appointment to fill the office from the delegates of the Synod Assembly.

Sec. C - Terms of Office

1. The president will serve for two years and will assume that office at the close of the Synod Assembly session at which he or she was elected and serve to the close of the second annual Synod Assembly session after he or she was elected.

2. The vice president will serve for two years or until elected to the office of president, whichever occurs first, and will assume that office at the close of the Synod Assembly session at which he or she was elected and serve to the close of the second annual Synod Assembly session after he or she was elected.
3. The stated clerk will serve a two year term and will be eligible for reelection.
4. The treasurer will serve a two year term and will be eligible for reelection.
5. The term of the immediate past president will begin upon the completion of his or her term as president and will continue until there is a new immediate past president.

Sec. D - Duties

1. The president will:
 - a. Begin each session at the appointed time and place with prayer.
 - b. Clearly state and explain, if necessary, the business to be transacted.
 - c. Enforce the Bylaws of Regional Synod.
 - d. Maintain the decorum and dignity becoming a judicatory of the church of Christ.
 - e. Present at the annual Synod Assembly session the State of Religion Report.
 - f. Appoint subsequent to consultation with the stated clerk, temporary clerks and tellers for each annual Synod Assembly session.
 - g. Be a member of and preside at all meetings of the Executive Team.
 - h. Personally meet not less than twice with the synod executive and other staff as appropriate to inquire about his or her work in the terms of joys, frustrations, needs, and progress toward the achievement of goals. These meetings will take place seasonally, and are in addition to the official annual review of his or her work by the Personnel Committee of Regional Synod.
 - i. Meet with other synod staff as necessary or when requested.
 - j. Be a member of the personnel committee who will review the work and progress of Regional Synod staff.
 - k. Have a desire to fulfill this office to the best of his/her ability and will provide leadership to the Regional Synod.
2. The vice president will:
 - a. Be a member of the Executive Team.
 - b. Assume the duties of the presiding officer at the request of, or in the absence of, the president.
 - c. Assume the responsibilities of the president upon the leaving of the incumbent president.
 - d. Be a member of the Personnel Committee and will meet with the synod executive and other synod staff as appropriate or when requested.
 - e. Have a desire to fulfill this office to the best of his/her ability and will provide leadership to the Regional Synod.
3. The immediate past president will:
 - a. Be a member of the Executive Team.
 - b. Remain a member of the Personnel Committee.
 - c. Meet with the synod executive and other synod staff as appropriate or when requested.
4. The stated clerk will:
 - a. Be a member of the Executive Team.
 - b. Notify each classis of place and date of the meeting for the Synod Assembly session.
 - c. Notify all Synod Assembly delegates, 21 days prior to Regional Synod meeting, of the time, place and purpose of each Stated Session and Special Session.
 - d. Maintain an accurate record of all acts and proceedings of Synod.
 - 1) In the order of the prescribed Order of Business.
 - 2) Signed by the officers of Regional Synod.
 - d. Preserve, together with original papers.
 - 1) All Minutes of Regional Synod.
 - 2) All Actions of the Executive Team.

- e. Prepare and distribute copies of the Minutes of Regional Synod as directed by the Executive Team.
 - f. Forward one copy of the Minutes of Regional Synod to:
 - 1) The General Secretary of the General Synod.
 - 2) Other persons or organizations when requested.
 - g. Notify all members of the Executive Team, at least ten days prior to the meeting, of the time, place and purpose of the meeting.
 - h. Forward to the respective committees of Regional Synod all pertinent documents and such materials which may pertain to their respective duties.
 - i. Have available at all sessions on the president's table ample copies of the Bylaws and one copy of the Roberts Rules of Order.
5. The treasurer, either personally or through a designated person, will:
- a. Be a member of the Executive Team.
 - b. Receive and disburse all moneys from the several funds of Regional Synod.
 - c. Pay salaries and all proper claims for expenses incurred in the performance of Regional Synod business.
 - d. Be authorized, in consultation with the Executive Team, to manage and invest Synodical funds.
 - e. Arrange for accurate record keeping of all accounts and their transactions.
 - f. Prepare a monthly financial report and distribute this monthly report to the Executive Team.
 - g. Prepare an annual report of all accounts of Regional Synod and present this report to the annual Synod Assembly session.

Sec. E - Additional Personnel (non-officers of Regional Synod)

- 1. Temporary clerks will:
 - a. Serve under the direction of the officers of Regional Synod.
 - b. Maintain an accurate journal of all Regional Synod acts and proceedings.
- 2. Tellers, will:
 - a. Serve the officers and delegates of Regional Synod in the distribution of materials.
 - b. Be responsible for all tabulation of votes and ballots.

Sec. F - Synod Staff

- 1. The Executive Team will determine the duties of, retain, and supervise a synod executive. Executive Team business involving the synod executive will be done in executive session without the presence of any synod staff who may also be members of the Executive Team. The synod executive may carry a title that is more descriptive of his/her function.
- 2. The Executive Team has sole authority to add or reduce staff. The Executive Team shall do the following for each staff person who is added:
 - a. create or approve a position description;
 - b. assign a person or team responsible for his or her hiring and firing;
 - c. assign a person or team responsible for his or her supervision.
- 3. The synod executive and other synod staff will have authority in their respective areas of responsibilities as defined by their position descriptions. In undefined areas the synod executive will have responsibility and authority with the final authority resting in the Executive Team.
- 4. The Executive Director(s) of Manitoqua Ministries will be selected by the Manitoqua Ministries Board. One voting member of the search committee for an Executive Director will be appointed by the Regional Synod Executive Team.

ARTICLE IV - EXECUTIVE TEAM

Sec. A - Membership will consist of-

- 1. The president, vice president, stated clerk, treasurer, immediate past president, and synod executive.

2. The chairperson of the Overtures and Judicial Business Committee, the regional synod representative to the General Synod Council, and the Executive Director of Manitoqua Ministries will not be members but periodically will be invited to attend and participate in specific meetings of the Executive Team as determined by the team.

Sec. B - Terms of office

1. Terms of office will be determined by the term of the respective office or position.

Sec. C - Meetings

1. Will be held at least monthly.
2. The method, time, and place of the meetings will be determined by the president, or in the absence of the president, the vice president. Provided there is full communication and no objection by any member of the Executive Team, meetings may be adjourned without meeting by the president, or in the absence of the president, the vice president.
3. Upon the decision of the president, or in the absence of the president, the vice president, meetings may be held utilizing conference telephone or interactive technology, including but not limited to electronic transmission, Internet usage, or remote communication, by means of which all persons participating in the meeting can communicate with each other. Participation in such meeting shall constitute attendance and presence in person at the meeting of the person or persons so participating.
4. Discussion and decision on specific issues may be held by utilizing technology, including but not limited to email, provided that no objection is made by any member of the Executive Team. Upon such objection, regular methods of meeting shall be employed.
5. Any two or more members may request a special meeting upon written request to the president allowing five days for the call of any special meeting.
6. A quorum is defined as at least three members.

Sec. D - Duties

1. The Executive Team will:
 - a. Be responsible to carry out the will of the Synod Assembly.
 - b. Act for Regional Synod between sessions, and on all matters referred to it by Regional Synod.
 - c. Report annually to Regional Synod Assembly concerning its actions and deliberations.
 - d. Make recommendations to Regional Synod Assembly on all matters that are not provided for elsewhere.
 - e. Act as trustee of synod funds, with authority to manage all synod finances including acceptance, investment, transfer, mortgaging, and disbursement of money, real estate, personal property, both tangible and intangible, and devises and bequests. It may borrow money, make loans, and hold title to real estate.
 - f. Make interim appointments for vacancies in synod positions.
 - g. Serve as program committee for each session of Regional Synod Assembly as appropriate.
 - h. Approve the president's appointments for special committees.
 - i. Appoint a temporary chairperson of Regional Synod Assembly meeting in case of vacancies in offices of Regional Synod.
 - j. Retain adequate staff, including contract positions, to carry out the mission and vision of the Synod and the will of the Synod Assembly.
 - k. Establish and maintain a relationship with Manitoqua Ministries.
 - l. Receive and review annually recommendations from the personnel committee regarding the synod staff.
 - m. Appoint annually the Regional Synod delegate to General Synod. The delegate will be from the membership of the Synod Assembly. The team should maintain a balance between appointing ministers and elders.
 - n. Approve and appoint all nominees for committee member replacements, with an effort to receive input from the classes and to maintain a balance of classes representatives on all permanent committees of Regional Synod.
 - o. Administer budgeted funds for congregational aid, e.g., Urban Ministries.

- p. Make official Regional Synod nominations to General Synod commissions and agencies as necessary.
- q. Receive and study the treasurer's monthly report.
- r. Review and approve personally or through its representative all travel and expense vouchers relating to Regional Synod and her committees.
- s. Review and approve the Ministers Salary Committee report and make recommendations of it to the classes of the Regional Synod.
- t. Review personally or through its representative the minutes of classes within Regional Synod bounds and take action as might be necessary.
- u. Review all requests for leaves of absence from Regional Synod Assembly meetings and take action as might be necessary.
- v. Be responsible for the Synod's annual budgets. It will present the full annual budget to the Regional Synod.
- w. Arrange for an annual review of the synod's prior year financial records to be completed by May 1. The results of the review will be reported to the Executive Team and made available upon request.
- x. Will act as a Nominating Committee for the purpose of presenting nominees to the synod for the office of vice-president and for president when necessary.
- y. Will have the authority to approve the minutes of the annual and special sessions of the Synod of Mid-America.

Sec. E – Personnel Committee

- 1. Members are the president, vice president, and immediate past president.
- 2. The purpose of the Personnel Committee of the Executive Team is to:
 - a. Facilitate communication between the synod staff and the Executive Team.
 - b. Review synod staff unless other provision or agreement is made.
 - c. Receive personnel reports on contract staff and support staff from the appropriate staff person and make appropriate recommendations.
 - d. Review overall synod direction as it relates to staff, making appropriate recommendations.
- 3. The Personnel Committee will:
 - a. Meet individually and/or as a committee with the synod staff.
 - b. Give an annual review of the work of the synod staff to the Executive Team at its last regular meeting of the calendar year.
 - c. Make recommendations to the Executive Team concerning the synod staff's compensation, benefits, job description, performance, goals and direction of synod, etc.
 - d. Consult with the appropriate staff person about contract staff and support staff concerning their performance, compensation, job description, etc.
 - e. Meet with contract and/or support staff at the discretion of the Personnel Committee or at the request of the contract/support staff person or other staff as appropriate and annually give recommendations to the Executive Team when appropriate.

ARTICLE V - PERMANENT COMMITTEES

Sec. A – Permanent Regular Committees of Regional Synod will be:

- 1. Overtures and Judicial Business
- 2. Minister's Salary

Sec. B - Membership

- 1. The Overtures and Judicial Business Committee will consist of three ministers and two elders. Skills, especially in law, and interest will be considered.
- 2. The Minister's Salary Committee will consist of two laypersons from each classis.
- 3. Members will be appointed by the Executive Team

Sec. C - Terms of Office

- 1. Terms of office will be three years.

2. Overtures and Judicial Business committee members are eligible for reappointment without limit of terms. Minister's Salary Committee members are eligible for reappointment to a second three-year term.
3. Initially terms will be staggered by lot.
4. Terms will begin when the member is appointed and will end after the last day of the Synod Assembly session of the Regional Synod in the last year of the member's term.

Sec. E - Specific Duties

1. The Overtures and Judicial Business Committee will:
 - a. Have a chairperson as well as other officers if necessary that are appointed by the Executive Team.
 - b. Be present at each annual Regional Synod Stated Session as determined by the committee or if requested by the Executive Team.
 - c. Receive, consider and make recommendations on all referrals, appeals, complaints and overtures as referred by the stated clerk.
 - d. May initiate overtures for Regional Synod's consideration.
 - e. Upon recommendation of the Executive Team, formulate overtures for Regional Synod's consideration.
 - f. Consider all proposed amendments in the Regional Synod's Bylaws and make recommendations to Regional Synod.
2. The Minister Salary Committee will:
 - a. Study the salaries and perquisites of the ministers serving in Regional Synod.
 - b. Report annually by way of the Executive Team such recommendations it considers necessary.
 - c. Assist each classis in its responsibility for implementing Regional Synod's action on the recommendations in accordance with the BOOK OF CHURCH ORDER, Chapter 1, Part II, Art. 7, Sec. 1g.

ARTICLE VI - AMENDMENTS AND SUSPENSIONS

Sec. A - These Bylaws may be amended as follows:

1. When the proposed amendment originates with and is recommended by the Executive Team,
 - a. The proposed amendment must be included in the notice of meeting to all delegates,
 - b. The Overtures and Judicial Business Committee will give its recommendation to the synod, and
 - c. Adoption must be ratified by a two-thirds vote of Regional Synod.
2. When the proposed amendment originates from the floor of an annual Stated Session,
 - a. The proposed amendment must first be approved in principle by a majority vote of Regional Synod and then be referred to the Executive Team for the specific incorporation into the Bylaws.
 - b. The Overtures and Judicial Business Committee will give its recommendation to the synod, and
 - c. At the next annual Stated Session the proposed amendment is presented for adoption by a two-thirds vote of Regional Synod.

Sec. B – These Bylaws may be suspended in whole or in part, for a whole session, part of a session or for another period of time not to exceed until the next annual session, by two-thirds vote of Regional Synod.