

**OAHU ASSOCIATION OF THE UNITED CHURCH OF CHRIST BYLAWS
REVISED AND ADOPTED MAY 7, 2016**

ARTICLE I: MEMBERSHIP AND STANDING

The members of the Oahu Association of the United Church of Christ shall include the following:

1. Churches
 - a. All United Church of Christ churches and Congregational Christian churches who have standing and are located within its geographical boundaries.
 - b. Any local church whose articles or statement of faith are in essential agreement with those of this Association, having covenanted with the Association to assume and fulfill faithfully the obligations of a member church as hereinafter set forth; having been recommended by the Association Church and Ministry Committee, approved by the Association Board of Directors and received into membership upon a two-thirds vote of those present and voting at a duly called meeting of the Association.
 - c. United Church of Christ churches who hold standing in the Association of Hawaiian Evangelical Churches on the island of Oahu who elect to become Associate Members of the Oahu Association.

2. Ministers
 - a. Ordained, Licensed, or Commissioned Ministers who have standing in the Oahu Association.
 - b. Ordained, Licensed or Commissioned Ministers who serve a church and hold standing in the Association of the Hawaiian Evangelical Churches that are Associate Members of the Oahu Association.

3. Lay officers/directors of the Association, Chairs of the Church and Ministry Committee, Nominating Committee and Scholarship Committee.

4. Recognized Affiliate Organizations of the Hawaii Conference, United Church of Christ, who have been granted standing in the manner provided for in Article XIII.

5. Associate Members of the Association are members who are Oahu delegates to the General Synod of the UCC. Staff members of the Hawaii Conference of the UCC, representatives of the National Boards, Agencies and/or covenanted ministries of the UCC and other persons as the Association may determine, who are in attendance at any Association meeting, may be elected to be Associate members with voice but without vote.

ARTICLE II: PRIVILEGES AND RESPONSIBILITIES OF MEMBER CHURCHES

1. A church holding membership in the Association has, in covenant, accepted responsibility for the Association, its ministries and witness. In living in mutually covenantal ways, all member

churches declare that we, together, make up the Oahu Association, dedicated to serving Jesus Christ, the head of the Church.

2. The privilege and responsibility of witnessing to the Gospel also belong to every member of each local church. The Association diligently seeks, therefore, in covenant with the Hawaii Conference of the United Church of Christ, to provide opportunities for churches to be in mutual support of one another.
3. Each church in good standing shall have delegates as delineated in Article V, number 2 at the Annual Meeting of the Association and all other duly called meetings.
4. Each church shall pay an annual assessment as determined by the Association. The rate of assessment shall be established at a duly called meeting of the Association. Such action shall be ratified by a two-thirds vote of those present and voting to become effective.
5. Failure to meet the obligations set forth in numbers 3 and 4 for two consecutive years shall be deemed sufficient cause to initiate an inquiry by the Association as to continued membership. A church may be dropped from membership upon recommendation of the Church and Ministry Committee to the Board of Directors.

ARTICLE III: PRIVILEGES AND RESPONSIBILITIES OF MINISTERS

1. The Association recognizes that God calls certain persons to various forms of ministry in the church. This calling is recognized by ordaining, licensing and commissioning. The privileges and responsibilities of ministers are to proclaim the gospel through preaching, teaching and service and to equip the church to be instruments of the Good News.
2. Ministers are expected to enter fully into the life and work of the Association, to be faithful and regular in attendance at its meetings, and serve to the best of their abilities when requested by the Association. Ministers, regardless of positions they hold in the Association, shall have one vote.
3. An ordained minister retired from active ministry retains ordained ministerial standing in the Association of choice.
4. The standing of an ordained, licensed or commissioned minister may be terminated at their request or upon action of the Church and Ministry Committee. The *Manual on Ministry* shall be the guide for standing issues related to misconduct.
 - a. The standing of licensed and commissioned ministers shall terminate upon their termination of service in the church or calling body in which they were authorized to serve.
 - b. The standing of an ordained or licensed minister who fails to keep active membership in a church of the Association and to participate in the annual meetings of the Association for two consecutive years may be terminated upon action of the Church and Ministry Committee.

ARTICLE IV: PRIVILEGES AND RESPONSIBILITIES OF RECOGNIZED AFFILIATE ORGANIZATIONS

1. Affiliate Organizations which have elected membership in the Association will promote the purposes and programs of the Association, cooperate in its endeavors, and have delegates at meetings of the Association with voice but no vote.
2. The standing of the recognized Affiliate Organizations shall be terminated upon failure of Affiliate Organizations to carry out responsibilities as outlined in Article IV, number 1, for two consecutive years, upon recommendation of the Board of Directors and by two-thirds vote of those present and voting at a duly called meeting of the Association.

ARTICLE V: MEETINGS

1. The Association shall hold its Annual Meeting (Aha Moku-puni) in April or May of each year as may be determined at the preceding meeting or by the Board of Directors. Other meetings of the Association may be held at any time during the year when called by the Board of Directors. An Ecclesiastical Council is a meeting of the Association. Notice of meetings shall be sent to the membership at least thirty days in advance of the meeting. The Board of Directors shall call a special meeting of the Association at the request of five or more churches for the Association.
2. Churches shall be entitled to two voting delegates. Churches having more than 200 members shall be entitled to an additional delegate for each additional 100 members or major fraction thereof up to a total of five delegates.
3. Members, as defined in Article I, are entitled to vote.
4. Members of the Board of Directors, representatives of Recognized Affiliate organizations, and chairpersons of standing committees shall be entitled to vote.
5. A quorum for the transaction of business shall be declared when at least one-fourth of the churches in the Association is represented.
6. The Association may elect associate members at any duly called meeting, who will have the privilege of voice but not vote.

ARTICLE VI: OFFICERS

1. The officers of the Association shall be a President, a Vice-President, a Secretary, a Treasurer, and such other officers as the Association may deem necessary. Officers shall be elected at the Annual Meeting of the Association to serve a term of two years and shall hold office until their successors are elected. The President and Vice President may hold office for

no more than two consecutive terms. The Treasurer and Secretary may hold office for no more than four consecutive terms.

- a. The President shall preside at meetings of the Association, the Board of Directors, and the Executive Committee; make an annual report to the Association; perform such other duties as the Board may prescribe; be an ex-officio member of all committees except the Nominating Committee and except where provisions to the contrary are stated.
- b. The Vice-President shall perform the duties of the President in case of the President's absence or inability to act, and such other duties as may be assigned by the Board of Directors or Executive Committee.
- c. The Secretary shall keep a permanent record of all meetings of the Association, the Board of Directors, and the Executive Committee; and perform such other duties as may be required.
- d. The Treasurer shall receive all assessment and contributions made for the work and interest of the Association; make such payment of funds as may be ordered by the Association or the Board of Directors or Executive Committee; keep an accurate record of all transactions of monies entrusted to that office; provide a monthly statement of the financial transactions and condition of the Association to the Board of Directors or Executive Committee; and make a full report at the Annual Meeting of the Association.

ARTICLE VII: ASSOCIATE CONFERENCE MINISTER

1. The Associate Conference Minister, as called and assigned to the Oahu Association, shall be the spiritual leader of the Association, having general supervision over the work of the Association in collaboration with the Board of Directors. The Associate Conference Minister shall be an ex-officio member of the Board of Directors, the Executive Council, the Church and Ministry Committee, and all other committees of the Association unless there are specific provisions to the contrary. The Associate Conference Minister shall serve as an ex-officio member of the Nominating Committee, without vote.

ARTICLE VIII: BOARD OF DIRECTORS

1. There shall be Board of Directors consisting of the following:
 - a. The officers of the Association;
 - b. Nine Directors, three of whom shall be elected at large for three year terms at the annual meeting each year; at least one of three shall be an ordained, licensed or commissioned minister.
 - c. The chairpersons of standing committees

2. The Board of Directors shall use every means within its power to fulfill the purposes of the Association. The Board shall act for the Association between meetings of the Association. It shall issue calls for the Annual and special meetings; shall recommend a budget for adoption at the Annual Meeting; and shall make appointments to fill such vacancies as may occur within the Association, such appointments to be for the remainder of the term of the vacated office.
3. The Board of Directors shall meet at least four times a year or on call of the President or six or more of its members. A majority of its membership shall constitute a quorum for the transaction of business. Notice of all meetings shall be sent to the membership at least thirty days in advance. Meetings of the Board of Directors shall be open to any member (Article I) or associate member (Article V, number 6) of the Association.

ARTICLE IX: REPRESENTATIVES ON THE HAWAII CONFERENCE UNITED CHURCH OF CHRIST CONFERENCE COUNCIL

The Association President or his/her designated appointee shall represent the Association on the Hawaii Conference United Church of Christ's Conference Council.

ARTICLE X: ELECTIONS

1. No later than January 15 of each year the Nominating Committee shall inform the member churches of the offices to be filled, inviting suggestions for candidates and indicating qualifications for office.
2. The Nominating Committee shall nominate one or more candidates each for the Offices of President, Vice-President, Secretary, Treasurer, vacancies in the Board of Directors of the Association, Scholarship Committee and delegates to the General Synod. The nomination of the President and Vice-President shall alternate between a lay person and minister.

The names of the nominees, with information on personal qualifications, shall be submitted to member churches no less than one month before the annual meeting at which the election is to be held.

3. Nominations may be made from the floor, with consent of the nominee having been obtained in advance.
4. Voting shall be by secret ballot, a majority of votes cast being sufficient to elect. When there is one nominee for an office, the election may be by voice vote.

ARTICLE XI: STANDING COMMITTEES

1. **Executive Committee.** There shall be an Executive Committee of five members composed of the officers and one member of the Board of Directors, elected at the first meeting of the Board following the Annual meeting.

- a. The Executive Committee will meet monthly, except in June and July and in those months when the Board of Directors meets. Special meetings may be held on call of the President or any three members of the Executive Committee.
 - b. The Executive Committee shall be the executive instrument of the Board of Directors, empowered to carry out the duties of the Board in accordance with such policies and limitations as the Board and Association may establish.
2. **Church and Ministry Committee.** There shall be a Church and Ministry Committee composed of at least seven persons, to include at least three ordained ministers and three lay persons serving staggered terms of four years. The Committee members shall be appointed by the Board. The President shall appoint the chairperson subject to ratification by the Board of Directors.

The Church and Ministry Committee shall meet at least quarterly. It shall be responsible for matters relating to ministers; members in discernment; ordination; granting, maintenance, transfer, and termination of ministerial standing; privilege of call; installation; commissioning; and granting, maintenance, and termination of local church standing; and shall, within the guidelines set forth in the *Manual on Ministry* make appropriate recommendations to the Board of Directors.

3. **Nominating Committee.** There shall be a Nominating Committee composed of five persons, appointed by the Board of Directors at its first meeting following the Annual Meeting. Membership shall consist of three members of the Board of Directors and two members at large. The Committee shall elect its own chair with the previous chair serving until the new chair is elected.
4. **Scholarship Committee.** There shall be a Scholarship Committee composed of five persons, to include at least one ordained minister, nominated by the Nominating Committee and elected by the Association to serve staggered terms of three years.

The Committee shall meet quarterly to determine scholarship information dissemination strategies, review and make decisions about received applications, and plan for future endeavors to raise monies and awareness for the fund.

ARTICLE XII: SPECIAL COMMITTEES

The Board of Directors or the Executive Committee may create Special Committees as they deem needed for the fulfilling of the Association's purposes.

ARTICLE XIII: RECOGNIZED AFFILIATE ORGANIZATIONS

1. A Recognized Affiliate Organization of the Association is any Recognized Affiliate Organization of the Hawaii Conference of the United Church of Christ which by its own

action elects membership in the Association and on recommendation of the Board of Directors is granted membership by the Association at an Annual Meeting.

ARTICLE XIV: EXECUTION OF INSTRUMENTS

Except as otherwise provided in these By Laws or by resolution of the Board of Directors or By Law, the persons authorized to make and execute all written instruments of the Association, including checks, drafts, notes, bonds, acceptances, deeds, leases and contracts, shall be the President or Vice-President and the Secretary or Treasurer.

ARTICLE XV: FISCAL YEAR AND AUDIT

1. The fiscal year of the Association shall be the calendar year.
2. There shall be an annual internal audit of the Association's financial records by a person appointed by the Board of Directors.

ARTICLE XVI: SEAL

The Association shall have the corporate seal as may be determined by the Board of Directors.

ARTICLE XVII: PARLIAMENTARY AUTHORITY

The current edition of Robert's Rules of Order Newly Revised shall be followed in the conduct of Official business unless otherwise provided for in these By Laws.

ARTICLE XVIII: AMENDMENTS

1. These By Laws may be amended by the two-thirds vote at a meeting of the Association, provided that notice of proposed amendments is sent to each church and other members at least one month prior to the meeting at which the amendment is to be voted upon.
2. A certified copy of the By Laws and all amendments or changes therein shall be filed with the Director of the Department of Regulatory Agencies of the State of Hawaii within thirty days after adoption.