

**THE SHENANDOAH ASSOCIATION  
OF THE CENTRAL ATLANTIC CONFERENCE  
OF THE UNITED CHURCH OF CHRIST  
CONSTITUTION**

**PREAMBLE**

WHEREAS, the Virginia Valley Central Conference of Congregational Christian Churches (Acting Association of the United Church of Christ) voted on October 27, 1964, to change its name to the Shenandoah Valley Association of the Central Atlantic Conference of the United Church of Christ, and

WHEREAS, the Shenandoah Valley Association reorganized on December 6, 1964, and

WHEREAS, the Shenandoah Valley Association voted on May 2, 1965, to receive into its membership the local churches and ordained ministers of the former Potomac Synod of the Evangelical and Reformed Church, located in the Shenandoah Valley area, and

WHEREAS, the Shenandoah Valley Association voted on May 2, 1965, to change its name to the Shenandoah Association of the Central Atlantic Conference of the United Church of Christ,

NOW, THEREFORE, the Shenandoah Association hereby adopts this Constitution, in order to express more fully the oneness in Christ of the churches composing it, to make effective their common witness in Him, and to serve His kingdom.

**ARTICLE I. NAME AND AFFILIATION**

Section 1: Name

The name of this Association shall be the Shenandoah Association of the Central Atlantic Conference of the United Church of Christ.

Section 2: Area

The geographical area of this Association shall be as defined in the By-Laws.

**ARTICLE II. FAITH**

This Association claims as its own the faith of the historic Church expressed in the ancient creeds and reclaimed in the basic insights of the Protestant Reformers, particularly as that faith is expressed in the Preamble of the Constitution of the United Church of Christ and in the doxological Statement of Faith authorized by the Executive Council in 1981.

### **ARTICLE III. PURPOSE**

#### Section 1: Purpose

The purpose of this Association shall be to unite the local churches of the United Church of Christ within its boundaries in Christian fellowship, to admit local churches and ministers to standing in the United Church of Christ, to assist the local churches and ministers in consonance with Article II, the section on Associations, of the By-Laws of the United Church of Christ, and otherwise to further the work of the kingdom of God.

#### Section 2: Autonomy

Nothing in the Constitution or By-Laws of this Association shall destroy or limit the right of each local church to continue to operate in the way customary to it, nor shall be construed as giving to the Association now, or at any future time, the power to abridge or impair the autonomy of any local church in the management of its own affairs.

### **ARTICLE IV. MEMBERSHIP**

The membership of this Association shall consist of all local churches of the United Church of Christ (as defined in the Constitution of the United Church of Christ, Article V) within the bounds of the Association, and all authorized ministers who have standing in the Association.

### **ARTICLE V. STANDING OF CHURCHES AND MINISTERS**

This Association shall determine, confer, and certify local church and ministerial standing in consultation with the Central Atlantic Conference, and in accordance with the Constitution and By-Laws of the United Church of Christ.

### **ARTICLE VI. ORGANIZATION**

#### Section 1: Officers

The Officers of this Association shall be: President, Vice-President, Secretary, Treasurer and such other officers as the Association shall from time to time provide.

#### Section 2: Association Council

The Association Council of this Association shall consist of the officers of the Association and such other persons as are specified in the By-Laws.

## **ARTICLE VII. MEETINGS**

The Association shall meet annually, and at such other times as may be necessary for the discharge of its responsibilities as provided in the By-Laws.

## **ARTICLE VIII. AMENDMENTS**

This Constitution may be amended at a duly called meeting of the Association by a two-thirds vote of those present and voting, provided that such amendment has been:

- a. Submitted to the last regularly called meeting of the Association by no fewer than five of the local member churches, or
- b. Recommended to the Association by the Association Council, and a copy thereof mailed or distributed by electronic means to each local church and authorized minister of the Association, no fewer than sixty days prior to the meeting at which action on the proposed amendment is to be taken.

**THE SHENANDOAH ASSOCIATION  
OF THE CENTRAL ATLANTIC CONFERENCE  
OF THE UNITED CHURCH OF CHRIST  
BY-LAWS**

**PREAMBLE**

These By-Laws, consistent with the Constitution and By-Laws of the Central Atlantic Conference and of the United Church of Christ, further define and regulate the Shenandoah Association, and describe the free and voluntary relationship which the local churches and ministers sustain with the Association and with each other. The pattern of relationships and procedures so described is recommended to local churches and ministers to enable them to accomplish more effectively their tasks and the work of the United Church of Christ.

**ARTICLE I. GEOGRAPHICAL AREA**

The geographical area of the Shenandoah Association shall include that part of Virginia commonly known as the Shenandoah Valley, situated between the Blue Ridge and Allegheny Mountains, extending south from the northern boundary of Frederick County on the north to the southern boundary of the Central Atlantic Conference. It shall also include Albemarle and Greene Counties in Virginia, and Hampshire and Morgan Counties in West Virginia.

**ARTICLE II. MEMBERSHIP**

Section 1: Membership

The membership of this Association shall consist of all local churches of the United Church of Christ within the geographical area of the Association, and of all authorized ministers who have standing in the Association.

Section 2: Other Churches and Members

Other churches and ministers may be admitted to membership in the Association as provided by these By-Laws. Churches and ministers may withdraw or be dismissed from membership as provided in these By-Laws.

Section 3: Voting Membership

The voting membership of this Association shall be composed of the lay delegates selected by and representing the member churches, all authorized ministers who have standing in the Association as provided by these By-Laws, and the members (ex-officio) of the Association Council.

#### Section 4: Ordained Minister of Another Denomination

An ordained minister of another denomination, serving as pastor of a local church in this Association, may, at his/her request, be enrolled as a member of the Association for the duration of the pastorate, with all rights and privileges of such membership, except that he/she shall not be elected an officer of the Association.

#### Section 5: Dual Standing

Ordained ministers of other denominations serving member churches in either full or part-time status, having requested and been granted Dual Standing status, shall have voice and vote at Association meetings for the duration of the relationship with that member church.

#### Section 6: Associate Member Churches

Upon request, this Association, in Annual Meeting, may admit as an "associate member" a church which wishes to participate in its activities, but does not wish to become a member of the United Church of Christ. The names and statistics of such churches shall be kept separately; their members shall not be counted in determining the number of delegates to the Central Atlantic Conference or to the General Synod of the United Church of Christ. A lay member of such a church shall have voice without vote at Association meetings. He/she shall not serve as an officer or member of the Association Council or of a commission or task force.

He/she shall not be a delegate to the Central Atlantic Conference or General Synod. No direct or indirect participation by any such church in the work of this Association shall be considered or construed as making it a part of the United Church of Christ.

### **ARTICLE III. MEMBER CHURCHES**

A local church holding standing and membership in this Association has the responsibilities and privileges as set forth in Article V of the Constitution of the United Church of Christ, and:

- a. Should have a concern for the work and witness of all the local churches in this Association.
- b. Should be faithful in sending officially designated delegates to all meetings of this Association.
- c. Should hold in highest regard all actions, decisions, and advice emanating from this Association, and the Central Atlantic Conference, and the General Synod of the United Church of Christ.
- d. Should submit such congregational information and reports as are requested by this Association.

- e. Shall not be removed from standing and membership in the Association, and subsequently from the United Church of Christ, except by one of the following methods:
  - 1. Recommendation of removal by the Church and Ministry Commission to the Association Council and by a two-thirds vote of the voting members present at a meeting of the Association.
  - 2. A letter from the church addressed to the Church and Ministry Commission requesting removal from the Association rolls and the United Church of Christ. The letter should include the reason for leaving the United Church of Christ, the date the vote was taken, the number of members in favor of removal from the United Church of Christ, and the number of members not in favor of removal from the United Church of Christ.

Due notice of the proposed removal of a local church shall be given at least thirty days in advance to all churches and all pastors of the Association.

#### **ARTICLE IV. MEMBER MINISTERS**

A minister holding ministerial standing and membership in this Association has the responsibilities and privileges as set forth in Article I of the By-Laws of the United Church of Christ. He/she:

- a. Should be faithful in attendance at all meetings of this Association and in participation in its work.
- b. Shall hold his/her church membership in a local church of the Association; if a pastor, in a local church in which he/she serves.
- c. Shall be a member of the pension fund of the United Church of Christ, except under special conditions. Such exceptions shall be determined by the Church and Ministry Commission of the Association.
- d. Shall be required to participate in Boundary Training as set forth by the Church and Ministry Commission and/or the Association Council of the Shenandoah Association. Failure to participate in a timely Boundary Training session may result in removal of standing.

#### **ARTICLE V. OFFICERS**

##### Section 1: Officers

The Officers of the Association shall be a President, a Vice-President, a Secretary and a Treasurer.

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## Section 2: Duties of the Officers

- a. President: The President shall preside at all meetings of the Association Council and of the Association. He/she shall perform all duties assigned by the Association Council. The President shall act on behalf of the Association at Ordinations and Installations. The President shall be an ex-officio member of all Commissions, Committees, and Task Forces.
- b. Vice-President: The Vice-President shall perform the duties of the President at the request of, or in the absence of, the President.
- c. Secretary: The Secretary shall keep an accurate record of the proceedings of all Association and Association Council meetings.
- d. Treasurer: The Treasurer shall have custody of Association funds and shall make such disposition of them as the Association or Association Council authorizes. The Treasurer shall maintain detailed records of all transactions and submit such records to the Association in meeting and the Association council as it requires. The Treasurer shall be bonded. The accounts shall be audited annually by the Audit Committee.

## Section 3: Election and Terms of Office

Association officers shall be elected for three-year terms. After serving two consecutive terms, officers shall be ineligible for re-election for a period of one year. In the event of a vacancy in an Association office, the Association Council shall appoint a person to fill the unexpired term.

## **ARTICLE VI. ASSOCIATION COUNCIL**

### Section 1: Composition

The Association Council shall be composed of the elected officers of the Association, the Chairperson of the Church and Ministry Commission, the Associate Conference Minister, Shenandoah Association members of the Board of Directors of the Central Atlantic Conference, the Shenandoah Association delegates to the General Synod, and chairpersons of the authorized task forces of the Association

### Section 2: Duties

The Association Council shall:

- a. Act for the Association in all matters whenever the Association is not in meeting. Such action shall be reported to the Association at its stated meetings.
- b. Plan and administer the operations of all meetings of the Association and publish an accurate account of these meetings for distribution to Association members.

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- c. Coordinate the implementation of Association-wide programs.
- d. Be responsible for the over-all planning, budgeting and evaluation of the use of Association resources.
- e. Be responsible for the evaluation of Conference resources and programs which occur within the Association.
- f. Be responsible for carrying out the Constitutional and legal requirements of this Constitution and By-Laws.
- g. Establish commissions, task forces, and ad-hoc committees, and make appointments as deemed necessary. When appropriate, such action shall be subjected to confirmation by the Association in meeting.
- h. Relate to and aid local churches in relating to the advice and decisions of the Annual Meeting of the Central Atlantic Conference and the General Synods of the United Church of Christ.
- i. Hear appeals regarding Church & Ministry Commission decisions, and call Ecclesiastical Councils if necessary.

### Section 3: Meetings

The Association Council shall meet at least six times a year. Each member of the Council shall be notified at least ten (10) days prior to each meeting.

### Section 4: Quorum

A quorum shall be fifty percent of the Association Council members.

### Section 5: Audit Committee

The Audit Committee is responsible for the annual audit of the Association financial records. The Audit Committee shall be composed of three (3) individuals with financial backgrounds. The Association Council shall set the service limits of the Audit Committee members on a staggered-terms basis, so that some new members shall be elected each year by the Association. The Audit Committee shall provide a written audit report to the Association Council each year, and shall assist in other Association financial matters throughout the year as may be appropriate.

## **ARTICLE VII. COMMISSIONS AND TASK FORCES**

### Section 1: Definitions

- a. Commissions are permanent program units charged with coordinating responsibilities within their stated area.
- b. Task Forces are program units of varying duration, authorized annually by the Council, and charged with responding to stated needs, interests, and abilities of the churches and members of the Association.

### Section 2: The Church and Ministry Commission

- a. Church and Ministry is charged with:
  - 1) reporting to the Association Council any actions taken regarding the standing and certification of local churches and ministers;
  - 2) receiving and acting upon requests from pastors and churches on behalf of persons who desire status as "students in care of Association," "Licensed Minister," or "Commissioned Worker," and present the same to the Association with recommendation;
  - 3) receiving and acting upon applications of a local church for the ordination of a member to the ministry;
  - 4) providing for the installation of a duly-called minister as pastor and teacher of a church or related ministry;
  - 5) acting in cases of need for counsel or discipline of churches or ministers, especially in cases of alleged clergy misconduct, according to established Association policy;
  - 6) cooperating in the placement of, and supporting the work of ministers in the Association. The suggested procedures outlined in the Manual for the Ministry of the United Church of Christ shall be followed, except that any voted policy of the Shenandoah Association shall take precedence;
  - 7) Additional duties from time to time may include, but not be limited by, any of the following:
    - a.) promoting use of time and funds for continuing pastoral education;
    - b.) carrying out a process of periodic review for all ministers of any status within the Association;
    - c.) intervening in any problems associated with ordination, licensure, or other pastoral standing;

- d.) assisting church and clergy undergoing crisis situations;
  - e.) contributing to a peaceful and constructive resolution to conflict between pastors and their churches;
  - f.) promoting professional behavior and standards among clergy and adequate compensation and support for clergy in the Association.
- b. The Commission shall be composed of eleven persons, a majority of which shall be clergy. The Commission shall set the service limits of its members on a staggered-terms basis, so that some new members shall be elected each year by the Association. All members of the Commission are charged with maintaining confidentiality in personal and congregational matters.
  - c. The Associate Conference Minister shall serve as a non-voting advisor to the Church and Ministry Commission.

### Section 3: Election and Terms of Office

- a. At the time of election, the nominated Chairpersons, commission members, and task force members are to be so designated on the ballot. In the event of a vacancy in a Chairpersonship, or a position vacancy in any Commission or Task Force, the Association Council shall select a person to serve the unexpired term.
- b. The terms shall be three years, staggered. Members may be elected to a second three-year term, after which they will be ineligible for re-election to the same Commission or Task Force for a period of one year.

(Note: Persons appointed to fill a partial term may be elected for two subsequent full terms.)

## **ARTICLE VIII. THE ASSOCIATE CONFERENCE MINISTER**

### Section 1: Election and Function

The call, separation and function of the Associate Conference Minister shall be as specified by the By-Laws of the Central Atlantic Conference (Article VI, Section 2).

### Section 2: Relation to the Association Council

- a. The Associate Conference Minister shall relate to and be a voting member of the Association Council.
- b. The Associate Conference Minister, in consultation with the President of the Association, may call special meetings of the Association Council.

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### Section 3: Relation to Association Program Units

- a. The Associate Conference Minister, in consultation with the appropriate Chairperson, may convene Commissions, Committees, and Task Forces.
- b. The Associate Conference Minister shall serve as a non-voting advisor to the Church and Ministry Commission.

### Section 4: Other Professional Staff

The Association Council, empowered by the Association in a meeting, may hire personnel on a contract basis for special ministries or specific projects.

## **ARTICLE IX. MEETINGS**

### Section 1: Spring Meeting

The Annual Business Meeting of this Association shall be held in the Spring, prior to the Annual Meeting of the Central Atlantic Conference. It shall be held at such time and place as the Association may designate, or lacking such designation, as may be determined by the Association Council. Notice of each meeting shall be given to each local church and to each ministerial member at least six weeks prior to the date of the meeting.

### Section 2: Fall Meeting

A Fall Meeting for inspiration, information, promotion, and the adoption of a budget for the ensuing calendar year, shall be held each year at such time and place as determined by the Association or the Association Council.

### Section 3: Special Meetings

Special meetings may be called by the Association Council, or upon the request of five local churches or of ten voting members of this Association. The particular business to be transacted must be specified. The Secretary shall notify all local churches and ministerial members of the time, place and purpose of the meeting, at least thirty days prior to the time of the meeting.

### Section 4: Delegates

Each local church shall be entitled to two lay delegates 30 years of age and under, and two lay delegates age 31 or over, plus one delegate for each 300 members or major fraction thereof in excess of an initial 300. Each church shall be entitled to the same number of alternate delegates. The alternate delegate shall be entitled to vote in the absence of the delegate.

Non-delegated members of local churches may attend with voice but not vote.

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## Section 5: Quorum

A quorum at each meeting shall consist of delegates or authorized ministers representing at least one-third of the local churches.

## Section 6: Procedure

In matters of parliamentary procedure, ROBERT'S RULES OF ORDER REVISED shall be observed in all official business not covered in these By-Laws, unless otherwise determined by the Association.

## **ARTICLE X. FINANCES**

### Section 1: Responsibility

The Association Council shall be responsible for budget and finance.

### Section 2: Procedures

At each Fall Meeting, the Association shall adopt a budget for the ensuing calendar year. After adoption, Council may make such adjustments to the budget as may be deemed advisable to meet changing conditions. Such changes shall be reported at the next called Association meeting.

### Section 3: Records

The financial records of the Association shall be kept on the basis of the fiscal year.

### Section 4: Support

This Association shall be supported by the contributions of the member churches, and of individuals. Each year the Association Council shall suggest an appropriate amount for each local church to contribute.

### Section 5: Appeals for funds

The Association Council shall conduct or permit additional appeals for funds.

## **ARTICLE XI. AMENDMENTS**

These By-Laws may be amended at a duly called meeting of the Association by a two-thirds vote of those present and voting, providing that such amendment has been:

- a. Submitted to the Association at the last regularly called meeting of the Association by no fewer than five of the local member churches, or

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- b. Recommended to the Association by the Association Council, and a copy thereof mailed or distributed by electronic means to each local church and authorized minister of the Association, no fewer than sixty days prior to the meeting at which action on the proposed amendment is to be taken.
- c. As amended April 29, 2001.
- d. As amended May 16, 2004.
- e. As amended October 26, 2008.
- f. As amended April 26, 2009.

#### **ADDENDUM TO THE 2001 CONSTITUTION AND BY-LAWS**

The creation of Task Forces should be encouraged by the Association Council, in areas such as Christian Education, Evangelism, Outreach (including ecumenical endeavors, social action, relationships with UCC educational and service agencies, etc.), Stewardship, Leadership Development, and cooperative efforts for Men's and Women's Fellowships, as well as Youth and Spiritual Life. A Task Force needs to be re-authorized annually as part of the budget-making process.