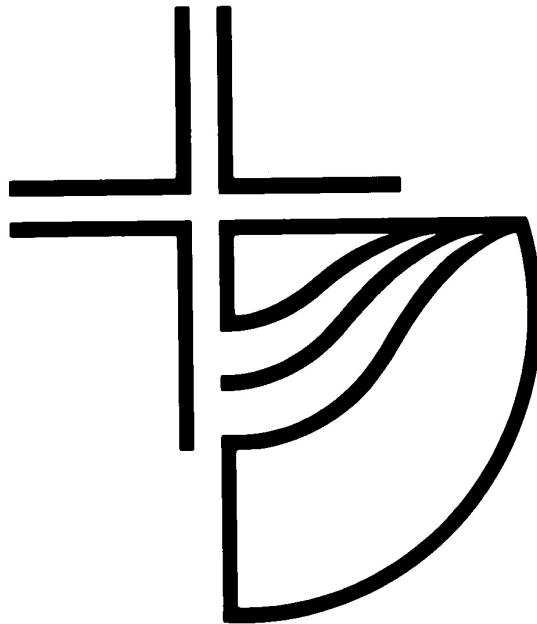


DISTRICT PLAN OF ORGANIZATION

SOUTHERN DISTRICT OF PENNSYLVANIA
CHURCH OF THE BRETHREN



Incorporated May 25, 1958
Revised 1969, 1979, 1988, 9/18/04, 9/17/05 & 9/19/09

DISTRICT OFFICE
6035 York Road
Post Office Box 218
New Oxford, PA 1 7350

DISTRICT PLAN OF ORGANIZATION

Southern Pennsylvania District Church of the Brethren

PREAMBLE

The mission of the church is set forth in the Great Commission of our Lord (**Matthew 28:18-20**). This is understood as having an inner and an outer direction.

The **inner mission** of the church is to nurture its members that they may grow more and more into the stature of maturity in Christ.

The **outer mission** of the church is to make known the salvation of God through His Son Jesus Christ and to be related as God's instrument to the problems and needs of the world. These two major functions of the church are effective to the extent that they are undergirded by stewardship of time, talent, and treasure on the part of the membership.

The District is a group of congregations located in geographic proximity to each other and having common purposes. The District enables the member congregations to do together what they cannot do separately, striving for a common mission, and helping them to carry out their major functions and common mission. The organizational structure of the District shall reflect this mutuality and common mission. Above all, the organization should be a helpful means to the achievement of the District's goals and the fulfillment of its functions.

CHARTER

Excerpts from the District Articles of Incorporation, filed May 25, 1958.

ARTICLE I

The name of the Corporation shall be Southern District of Pennsylvania Church of the Brethren.

ARTICLE II

The current District Office address is 6035 York Road , Box 218, New Oxford, PA 17350, or its successor.

ARTICLE III

The purpose for which said Corporation is to be formed is as follows:

To promote, supervise, and carry out the mission of the Church of the Brethren within the boundaries of Southern PA District which includes: Adams, Clinton, Cumberland, Franklin, Fulton, Juniata, Perry, Snyder, Union, and York counties in Pennsylvania, and such other areas as may become a part of the Southern District of Pennsylvania.

The corporation does not contemplate pecuniary gain or profit incidental or otherwise to its members.

ARTICLE IV

The term for which the Corporation is to exist shall be perpetual.

ARTICLE V

The Corporation shall be organized upon a non-stock basis.

BYLAWS

ARTICLE I. Member Churches

Member churches of the District shall include those organized congregations and fellowships (*In this document, the word, "congregation" means both congregations and fellowships*) of the Church of the Brethren which have been recognized by the District Conference and as defined in Article III of the Charter. A new church development shall be called a "fellowship" until it is recognized as a congregation by the District Conference in accordance with current denominational and District polity.

ARTICLE II. District Conference

A. Purpose of District Conference

District Conference is a mass meeting to which delegates and others, interested from the member congregations and fellowships, convene in business sessions to give implementation to District purpose. District Conference is the final authority of the District on policy, program, and procedure. District Conference officers are encouraged to provide an inspirational setting, but they and members of the Program and Arrangements Committee, are encouraged to regard the following agenda as indicative of its principal business functions:

1. To review achievements
2. To analyze procedures and results
3. To survey continuing opportunities and needs
4. To participate in goal setting
5. To approve policy
6. To organize for action and delegate responsibility through an election
7. To dedicate resources
8. To go forth in service

B. Schedule of District Conference

The District Conference shall convene in its annual session on the third Saturday and preceding Friday in September. Special meetings may be called at the discretion of the conference officers in consultation with the District Board.

C. Conference Delegate Body

All members of the churches and fellowships of the District shall have the privilege of moving and discussing the business of the District Conference. However, only delegates shall have the right to vote.

1. Qualifications and Duties of Delegates

- a. Delegates shall be elected only from among the active, informed, and committed membership of the church. Delegates shall be expected to attend all business sessions of District Conference and all meetings of the delegate body. They shall report and communicate actions and concerns from District to congregation and vice versa. (See Annual Conference Minutes, 1947.)
- b. Congregations shall endeavor to select delegates who are informed and interested in the life of the larger church, and/or show potential for leadership and involvement in the District and national levels of the church.

2. Representation and Election of Delegates

- a. Representation of congregations shall be as follows:

150	members or less	-	3	delegates
151	to 200 members	-	4	delegates
201	to 300 members	-	5	delegates
301	to 400 members	-	6	delegates
401	to 500 members	-	7	delegates
501	to 600 members	-	8	delegates
601	to 700 members	-	9	delegates
701	or more members	-	10	delegates

- b. The Pastor/Moderator/Minister in charge and Church Board/Leadership Team Chair of each member body shall serve as delegates by virtue of their offices. Each congregation shall select the remaining quota of its delegates from its membership at large.
- c. Delegates selected from the membership at large of the congregation shall serve for two or three years, with staggered terms, to assure continuity. Delegates may be called to succeed themselves.
- d. Delegates shall be called at the time of the general elections in the local congregation. The delegates' term of service shall begin with the regular District Conference following their election, and they shall serve on a year-round basis. When elected, delegates' names and addresses shall be reported to the District Office to be included on the mailing list for newsletters, financial reports, and other pertinent information. Delegates shall register at District Conference to indicate presence.
- e. The delegate body shall have the following functions:
 - 1). Serve as the final authority of the District in all matters of polity, procedure, and function.
 - 2). Confirm the officers of the District Conference, the members of special committees/teams authorized by the District, and members of the District Board.
 - 3). Review the work of the District as presented to the District Conference in the reports of the elected boards and committees.
 - 4). Project the program of the District, determining fields of endeavor, plans for advancement, size of budgets, and all other necessary matters.
 - 5). Dispose of queries that come to the District Conference.

- 6). Receive reports from individuals and/or committees appointed to deal with specific problems in the life of the District.
- 7). Determine what resolutions shall be the voice of the District on the problems of the day.

D. Participation

1. Every congregation is encouraged to participate with a full contingency of delegates.
2. District Conference attendance by all members of the District is encouraged.
3. Announcement of coming Conferences shall be made in each congregation within the 30-day period prior to the scheduled meeting, at least two times; once early in the 30-day period, and again the preceding Sunday.

E. District Officers

The officers of the District shall be the Moderator, Moderator-Elect, Writing Clerk and Treasurer.

1. Election/Calling to Offices

The Moderator shall be elected/called by District Conference one year in advance of the year of service, during which time the position shall be known as Moderator-Elect.

Upon a vacancy in the office of Moderator, the Moderator-Elect shall assume the moderatorship. The next regularly scheduled District Conference shall elect both Moderator and Moderator-Elect for the upcoming year. The Moderator shall not immediately succeed him/herself. The Writing Clerk and Treasurer shall be appointed by the District Board.

2. Responsibilities and Duties

- a. The Moderator shall preside at the District Conference and shall be an ex officio member, without vote, of the District Executive Committee and District Board. The Moderator shall be chairperson of the conference Program and Arrangements Committee and shall serve on the Nominating and Personnel Committee. The Moderator shall study the needs of the District and give interpretation and counsel regarding them to the District Board and District Conference and to any other appropriate District agency. The Moderator shall not chair the Board or serve as a commission member during the term as Moderator.
- b. The Moderator-Elect shall perform the duties of the Moderator in the Moderator's absence or request and shall become familiar with the program of the District in preparation for moderatorship. The Moderator-Elect shall be an ex officio member, without vote, of the District Board. The Moderator-Elect shall be chairperson of the Nominating and Personnel Committee and a member of the District Conference Program and Arrangements Committee. The Moderator-Elect shall not chair the Board or serve as a commission member during the term as Moderator-Elect.
- c. The Writing Clerk shall record the minutes of the District Conference and shall, in cooperation with the District staff, prepare the District Conference minutes for inclusion in the conference booklet. The Writing Clerk shall be an ex officio member, without vote, of the District Board, District Conference Program and Arrangements Committee, and the Nominating and Personnel Committee.
- d. The Treasurer, in cooperation with District Staff, shall be custodian of all current District funds, acknowledge receipt of such, and deposit said funds promptly in a depository designated by the District Board. The Treasurer shall be custodian of all District funds, disbursing them as

authorized by the District Conference and the Board. Arrangements for handling funds for any significant program operation may be made by the District Board. The Treasurer shall prepare at least quarterly a financial report showing the giving from member churches and the various disbursements. The report shall be made available to the Stewards Commission, the Board, and the churches. The Treasurer shall be bonded and shall be an ex officio member, without vote, of the District Executive Committee and the District Board and the Stewards Commission. The accounts shall be submitted for an annual audit.

F. Conference Committees

1. Nominating and Personnel Committee

There shall be a Nominating and Personnel Committee. The committee shall be composed of the Moderator-elect who shall serve as the chairperson; the Moderator; the Writing Clerk (nonvoting); and eight elected members, two from each zone. The elected members shall not be eligible to succeed themselves.

a. Responsibilities and Guidelines

- 1). The Nominating and Personnel Committee shall present a ballot of nominees for vacancies to be filled by District Conference except for those agencies whose by-laws state otherwise (See Article VII. for further delineation.)
- 2). The ballot will include nominees representative of all zones within the District. Board membership shall provide a balance between pastors and lay members, men and women, and differing theological perspectives.
- 3). The term of office for all called or appointed personnel shall be three years, (from District Conference to District

Conference), unless otherwise stated in the bylaws. No one shall be eligible to serve more than two full terms in succession.

- 4). Approximately one-third of the membership of the District Board and continuing committees shall be called in any one year.
- 5). A time shall be scheduled at each District Conference for nominations from the delegate body. A handout with a list of openings to be filled at the next District Conference will be prepared with a brief description of responsibilities of each position and the gifts and talents best suited to the position. The Moderator shall lead the delegate body in a prayer for the Holy Spirit's guidance upon this discernment process. Then time will be allowed for the delegates to consider persons they would like to nominate for each position and write the names on the handout. The handouts will be collected for use by the Nominating and Personnel Committee. Additional nominations from individuals and congregations may be forwarded to the District Nominating and Personnel Committee at any time prior to the forming of the District Conference Ballot.
- 6). The Nominating and Personnel Committee shall make nominations for all openings and secure written approval of the nominees.
- 7). In securing approval for nominations, the Nominating and Personnel Committee will send a listing of qualifications, abilities, responsibilities to the potential nominees.

- 8). The completed ballot will be presented to the District Board for review, affirmation, and recommendation on to District Conference. The Ballot will be distributed to the delegates and congregations prior to conference, with biographical data attached.
- 9). At District Conference (on the first day - Friday), the ballot will be presented by the chairperson of the Nominating and Personnel Committee (Moderator-elect), who will describe the process by which the ballot was developed.
- 10). The chairperson will then move for the adoption of the ballot.
- 11). Before the vote on the motion is taken, the Moderator will give opportunity for nominations from the floor.
- 12). Nominations from the floor shall contain the nominee's name, congregation, and church office held. Any additional statements or speeches will be considered "out of order."
- 13). Any person nominated from the floor shall have given prior written consent for the particular office. The person making the nomination will submit to the Writing Clerk of District Conference, a written consent signed by the nominee plus biographical data.
- 14). The approved ballot, with printed information concerning the persons nominated from the floor, will then be presented on Saturday A.M. for voting by the delegates.

15). A majority vote shall be required for all elections.

2. District Conference Program and Arrangements Committee

a. Membership

There shall be a District Conference Program and Arrangements Committee. The committee shall be composed of the Moderator, who shall serve as chairperson; the Moderator-elect; the Writing Clerk; and four members (one from each zone) elected by District Conference for one three-year term.

The local church hosting District Conference shall designate a conference director/coordinator, and that person shall attend meetings of the Program and Arrangements Committee as an ex officio member, without vote.

b. Responsibilities

The District Conference Program and Arrangements Committee shall be responsible for planning the conference program; ie obtaining leadership, determining the place of meeting, securing facilities, providing for exhibits, registering delegates, appointing tellers, and making other necessary arrangements for the conference. The committee shall arrange the schedule and agenda of the conference in such a way as to provide for the most effective handling of business, while also providing an inspirational component.

3. Mission-Agency Review Committee

The District Conference shall call a five-member committee every five (5) years, beginning in 2005, as an Evaluating and Review Committee to review the work and activity of agencies related to the District as described in Article VII. Said committee shall report at the following District Conference.

G. Standing Committee Delegates

Delegates shall be called by District Conference to represent the District on the Annual Conference Standing Committee. The directives of Annual Conference shall be followed in determining eligibility, number allowed, and length of term. Standing Committee delegates shall serve on District Board as ex officio members, without vote, if they are not already elected members of the Board.

ARTICLE III - Legal Officers of the District

The legal officers of the District are: the Moderator, Treasurer, District Board Chair, and District Board Secretary and are authorized to execute all documents on behalf of the District.

ARTICLE IV - Property Holdings, Financial Resources, & Dissolution Statement

- A. All members of the Southern District of Pennsylvania Church of the Brethren acknowledge they are brothers and sisters of the same family through Jesus Christ. Though all of the same family, the District is comprised of individual congregations. Historically, the Church of the Brethren has encouraged individual congregations to control their own future and affairs within the parameters of the teachings of Jesus Christ and the doctrines of the Church of the Brethren. Though each congregation legally owns its own real and personal property, recognition is given that the family of the Church of the Brethren has equitable title. In light of present legal realities, in the absence of formal recognition by each congregation of this balance of legal and equitable title, and in the event of a fragmentation of a congregation, a civil court could award the property to a majority of the congregation. To avoid this potential, congregations are encouraged to acknowledge a trust/fiduciary relationship between the District and the congregation. This can be accomplished, either through

amendment of the congregational by-laws or a formal Trust Agreement, to be effective and binding in the event a majority of the membership of any congregation wishes to disassociate itself from the Church of the Brethren. To that end, the District would avail itself to serve as Trustee for such purposes. For all other issues regarding property holdings and financial resources, the District will defer to the denominational polity as a guide. (*SEE CHURCH OF THE BRETHREN "Manual of Organization and Polity."*)

B. Dissolution Statement

Southern Pennsylvania District, Church of the Brethren, though individually incorporated in the Commonwealth of Pennsylvania, is a part of the Church of the Brethren denomination with general offices located at 1451 Dundee Avenue, Elgin, Illinois 16020-1694. In the event of, or upon dissolution, the net assets of this Corporation shall be distributed to the Church of the Brethren.

ARTICLE V - District Board

A. Purpose and Function

The District Board, hereinafter referred to as the Board, shall manage and administer the work of the District as authorized by District Conference. The Board is the legal agent of the District and shall be empowered to act on behalf of the District Conference ad interim except for those actions specifically reserved for District Conference as set forth in the bylaws.

The Board shall:

1. Fulfill the directives of the District Conference.
2. Provide an annual written report to District Conference.
3. Coordinate and supervise the work of the Commissions.
4. Seek ways to assist member congregations to help them meet their needs and to fulfil their mission.

5. Project long-range planning, set goals, and initiate new programs.
6. Interpret, administer, and supervise the denominational program in the District.
7. Call and direct the work of a District Executive and such other personnel as may be authorized by the District Conference.
8. Make all appointments for which the Board is responsible.
9. Provide nominations of persons to serve on the District Nominating and Personnel Committee.
10. Fill vacancies in elective District offices occurring between District Conferences.
11. Have responsibility for the management of all District assets including the collection, disbursement, and borrowing of funds and the purchase and sale of all property.
12. Prepare the District Budget for presentation to the District Conference.
13. Select and engage the services of a professional auditor.
14. Assign authority for the establishment of bank accounts and the signing of checks.
15. Arrange bonding for all persons having access to District funds.
16. Process concerns brought by person(s) or church group(s).
17. Process business items for District Conference action.
18. Offer guidance in the processing of queries from local churches for District Conference action (See Preparation & Process of Queries in the Church of the Brethren appendage for guidelines.)
19. Act on recommendations presented by Ministry Commission for licensing and ordination to the ministry.
20. Call a Shalom Team in accordance with the decision of Annual Conference.

21. Provide in-service training opportunities for District Board members, employed staff, and other District personnel.

B. Membership

There shall be a District Board consisting of twenty-six members, including ministers and laypersons. Twenty-one of these members shall be called by the District Conference. The additional five shall be called by the District Board. One of the members shall serve as chairperson and the remainder shall be assigned, five to each commission. The District Conference shall call seven members at large and fourteen from the four zones: Eastern- six; Northern- two; Central- two; and Western- four. (See Article VIII for zone descriptions.)

c. Participation

1. Every Board Member is expected to participate in all Board and commission meetings. When, for unforeseen circumstances, a Board Member is unable to attend a meeting, the board member shall so notify the District Office staff.
2. District Conference attendance by all Board Members is expected.
3. Any Board Member who does not fill a position in a responsible way and is absent from meetings for six months may have the office declared vacant by the Board.

D. Conflict of Interest

1. Any Board Member who may have a conflict of interest, in any matter, shall disclose that fact to the Board and it shall be noted in the minutes. The Board Member shall abstain from voting on that or any related matter.

E. Organization and Officers

1. Organization of the Board

The District Moderator-Elect shall convene the Board to organize itself at District Conference, calling a chairperson and vice-chairperson. Immediately following the selection of these two officers, they, in consultation with the District Executive staff, shall assign the members to one of the five commissions, taking into account the preferences expressed by the members. At the first regular session of the Board, the commissions will organize, calling a chairperson, vice-chairperson and secretary.

2. Duties of Officers

a. Chairperson

The chairperson shall preside at all meetings of the Board and its Executive Committee. The chairperson may sign, with the secretary or any other proper officer of the corporation authorized by the Board, [See Article III -Legal Officers of the District] any deeds, mortgages, bonds, contracts, or other instruments which the Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressed delegated by the Board or by these bylaws, or by statute to some other officer or agent of the corporation, and in general, shall perform all duties as may be prescribed by the Board from time to time. The chairperson shall be an ex officio member, without vote, of all commissions and committees of the Board.

b. Vice-Chairperson

In the absence, inability, or refusal of the chairperson to act, the vice-chairperson shall perform the duties of the chairperson and when so acting shall have all the powers of, and be subject to, all the restrictions upon

the chairperson. The vice-chairperson shall perform such other duties as from time to time may be assigned by the chairperson or by the Board. The vice-chairperson shall also serve in that position on the Executive Committee and shall serve on a commission.

c. Secretary

The District Executive shall serve as secretary of the Board and shall be custodian of all official records of the District. The executive shall keep the minutes of the meetings of the Board; see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with the provisions of these bylaws; and in general perform all duties incident to the office of secretary and such other duties as from time to time may be assigned by the District Board.

F. Commissions

1. The work of the Board shall be implemented by five commissions as delineated below. Each commission shall:
 - a. Call its own chairperson, vice chairperson, and secretary at the time of Board reorganization. The Commission shall be responsible to the District Board.

- b. Prepare a commission budget, on or before June 1, for presentation to the District Executive Committee,
- c. Make necessary contacts for commission committee appointments by October 1 of each year.
- d. Submit an annual written commission report (on or before the July District Board Meeting) for inclusion in the District Conference Booklet.
- e. Provide for any short or long-term committees and/or task teams to assist in the work of the commission.

Listed below is the work of the five (5) commissions:

1). Nurture Commission

The Nurture Commission shall be responsible for directing and undergirding the following programs within District congregations:

- a). Christian Education Support
 - aa). Promote and uplift the importance and need for Christian Education within congregations.
 - bb). Provide leadership training opportunities, curriculum development for congregational Sunday School/Bible Study/Vacation Bible School programs.
 - cc). Offer curriculum samples for examination by congregational leadership.
- b). Jr. and Sr. High Youth and Young Adult Ministries
 - aa). Offer training opportunities for congregational leadership.

- bb). Offer District-wide activities.
- cc). Encourage attendance at denominational events.
- c). District-wide Men and Women's Ministries Support.
 - aa). Offer District-wide programs.
- d). Deacon Ministries Support.
 - aa). Provide resources and training opportunities for congregational deacon bodies.
- e). Home and Family Ministries Support.
 - aa). Provide resources and training opportunities.
- f). Health and Wholeness (Parish Nurse) Ministries Support.
 - aa). Provide resources and training opportunities.
- g). Campus Ministries Support.
 - aa). Endorse and participate in opportunities for Campus Ministries.
- h). Leisure Ministries (State Parks)
 - aa). Work with the Pennsylvania Council of Churches and appropriate local committees in securing, supporting, and assisting Chaplains in Codorus and Pinchot State Parks.
- i). Music/Worship Support
 - aa). Provide resourcing and training to congregations as they make decisions

about music and worship styles and content.

2). Witness Commission

The Witness Commission shall be responsible for directing and undergirding District congregations as they reach out in service to the local community and world in the following areas of witness, evangelism, and global ministries:

- a). Encourage the work of evangelism by providing training and resources for local church leaders.
- b). Emphasize necessary outreach of the Church of the Brethren through denominational, District, and local support, both financially and physically.
- c). Inform persons of all ages of service opportunities and actively recruit both youth and adults for Brethren Volunteer Service.
- d). Participate in efforts to feed the hungry, assist the homeless, and provide spiritual, social, and material aid for persons with special needs.
 - aa). Direct and supervise the work of the District Meat Canning Committee in cooperation with the Mid-Atlantic District Witness Commission. Provide a Commission liaison to the Meat Canning Committee.
- e). Promote the peace and service beliefs of the Church of the Brethren and enable congregations and members to make an appropriate response to denominational peace and service beliefs.
- f). Encourage and give assistance to congregations in the area of Refugee resettlement.
- g). Work with the Pennsylvania Council of Churches in the areas of Council on Alcohol Problems, Truck Stop Ministry,

and Fruitbelt Farm Workers Ministry, providing lay and staff representation to these areas of ministry.

- h). Undergird the Emergency Response and Services Ministries in partnership with the denominational Emergency Response and Services Ministries offices. This shall be accomplished by providing interpretation to the local District congregations and appropriate response communications with the local congregations.
- i). Undergird the Brethren Disaster Relief Auction of the Atlantic Northeast and Southern PA Districts. This shall be accomplished by working in partnership with the Disaster Relief Auction Board of Directors and by providing a liaison from the Witness Commission to the Auction Board of Directors to serve ex-officio without vote.
- j). Undergird the work of the TURF Committee (The United Relief Fund), a sub-committee of the Disaster Relief Auction, by providing a liaison from the Witness Commission to serve ex-officio with vote.
- k). Direct and undergird the work of the Missions Task Team whose purpose is to promote awareness and encourage individuals and congregations to become involved in missions and mission vocations.
- l). Uplift and promote Heifer International (formerly Heifer Project) in appropriate ways.

3). **MINISTRY COMMISSION:**

The Ministry Commission shall be responsible for providing guidance and supervision of the work of the set-apart credentialed ministry in the District. The Commission shall be made up of both lay and ordained persons; however, the majority shall be ordained. The Commission will be responsible to:

- a). Counsel candidates prior to licensing, conducting subsequent pre-licensing interviews, and recommendation to the calling congregation for final approval and subsequent notification to District Board of that approval.
- b). Promote educational opportunities for ordination through the graduate-level Master of Divinity (MDiv), Training in Ministry (TRIM), Education For Shared Ministry (EFSM), and Academy-level training Systems utilizing Bethany Theological Seminary, Susquehanna Valley Ministry Center, and other accredited approved training opportunities.
- c). Administer the student loan fund for the District.
- d). Review and provide clearance to all licensed ministers' requests to perform weddings.
- e). Counsel candidates prior to ordination, conducting subsequent pre-ordination interviews, and presentation of the candidate to the District Board for approval.
- f). Promote growth and continuing education opportunities for all ordained persons.
- g). Notify District Board when a license or ordination is terminated.
- h). Provide guidance and training for the local church entity responsible for maintaining good ministerial relationships.
- i). Encourage and assist congregations in calling persons to Christian ministry through ministry discernment.
- j). Provide support groups for ministers.
- k). Promote healthy family and marriage relationships among ministers.
- l). Provide for Ethics in Ministry Relations Training for all licensed and ordained ministers within the District.

- m). Seek to comply with denominational guidelines contained in the *Ministerial Leadership Paper* passed by Annual Conference, 1999 or its successor.

4). STEWARDS COMMISSION

The Stewards Commission shall be responsible for the following areas of ministry:

- a). Encourage the churches and District agencies to be faithful stewards of God's resources.
- b). Encourage and promote "Tithing Emphasis" with all churches in the District.
- c). Promote a program of stewardship education and enlistment in the churches; working in cooperation with the Nurture Commission in the area of stewardship education and curriculum.
- d). Provide training for churches in areas such as: "Risk Management," "Tax Requirements," "Building Safety," "Insurance Coverage," and "Property Management," on an on-going basis.
- e). Supervise the financial interests of the District.
- f). Assume responsibility of all properties of the District, including properties such as cemeteries and church buildings returned to the District.
- g). Report quarterly to churches on fair share giving and provide other appropriate giving reports.
- h). Encourage congregations to support the work of the church through the District and denomination.
- l). Initiate communication with agencies regarding fund raising plans and budgeting needs; facilitate approval process as per Article VII.B.2. and 7.

- j). Facilitate a yearly meeting with District Development Officers of the various District Mission Agencies of the District, or other persons charged with development for the agency, for the purpose of reviewing the ministry, financial needs, and fund raising plans of the agencies to District congregations and constituency.

5). Church Development and Revitalization Commission

The Church Development and Revitalization Commission shall be responsible for directing and undergirding the evangelistic outreach of the church through new church development and church revitalization via the following efforts:

- a). Researching (conducting appropriate surveys to discover areas for new church growth and development) and planning new church development projects.
- b). Providing oversight and work in cooperation with the District Staff and Ministry Commission in selection of leadership for new church development projects.
- c). Appoint needed steering committees and moderators to provide support and leadership to new church projects.
- d). Provide leadership assistance and oversee the revitalization of existing churches within the District.
- e). Supervise the planting, merging, or dissolution of churches in accord with Annual Conference polity.

G. Committees

1. Executive Committee

- a. There shall be an Executive Committee of the District Board including the Chairperson, Vice-Chairperson, the five commission Chairpersons, the District Treasurer, Board Secretary,

Moderator, and Associate District Executive.
*(The District Treasurer, Board Secretary,
Moderator and Associate District Executive shall
serve ex officio, without vote.)*

- b. The Executive Committee shall:
 - 1). Serve ad-interim when the work of the District Board can be expedited without infringing upon the Board's responsibilities and authority.
 - 2). Implement development of the District budget and be responsible for recommending and interpreting the proposed District Budget to District Board and District Conference.
 - 3). Recommend Program staff for employment by the District Board.
 - 4). Counsel with the staff regarding their work and record of agreement.

(See Article VI, D, 3)

2. Other Committees

The District Conference and/or the District Board may constitute or authorize such other continuing or short-term committees as necessary to assist with the ongoing work of the District. When the specific assignment of a committee is achieved, the committee shall be dismissed.

H. Meetings

1. The District Board shall establish its own meeting schedule rotating among the four

zones. Special meetings of the Board may be called by the Executive Committee.

2. The commissions and committees shall establish their own meeting schedules or meet as the District Board may direct.
3. A minimum of five days reminder notice of all regularly scheduled meetings shall be given to the membership involved. A minimum of ten days advance notice of all specially called meetings shall be given to the membership involved. No minimum advance notice shall be required for an emergency meeting.

I. Quorum

For meetings of the Board and Commissions, a majority of the elected members shall constitute a quorum.

J. Indemnification

SECTION 1.

- A. Subject to the limitations hereinafter set forth the Corporation may indemnify at the sole discretion of the District Board, any each director, officer, employee or agent of the Corporation or of any organization that is being served as a director, officer, employee or agent at the request of the Corporation, and the heirs, executors or administrators, to the full extent permitted by law, against all judgments, fines, liabilities and reasonable expenses (including, but not limited to, court costs attorneys' fees and any amount paid in any settlement which judgments, fines, and liabilities and expenses were incurred or expended in connection with any claim, suit, action, or proceeding, whether civil, criminal, administrative, or investigative, and whether or not the

indemnified liability arises or arose from any action by or in the right of the Corporation or of any organization that may have been served by a director, officer, employee, or agent at the request of the Corporation, but such indemnification can be made only if a determination is made as hereinafter provided that such indemnification should be made. Such indemnification shall not impair any other right any such person may have.

- B. Said indemnification can be made only if a determination has been made, with the advice of Counsel for the Corporation, by members of the Board of Directors, not involved in the claim or proceeding, or by a disinterested person or persons named by said members of the Board of Directors not involved in the claim or proceeding, or by the members, or by independent legal counsel in a written opinion: (1) that the director, officer, employee or agent acted or failed to act in good faith and in a reasonably believed to be in, or not opposed to, the best interests of the Corporation, and with respect to any criminal action or proceeding, had not reasonable cause to believe the conduct was unlawful, and (2) that the amount of the proposed indemnification is reasonable, and (3) that the proposed indemnification is just and proper and can be legally made by the Corporation under then existing laws, and (4) that the indemnification shall be made by the Corporation in an amount stated in the determination. The indemnification provided for herein shall be available so long as the act or failure to act giving rise to the claim for indemnification is not determined by a court to have constituted willful misconduct or recklessness.

SECTION 2.

- A. Advance Payment of Expenses. Expenses incurred by an officer, director, employee or agent in defending a civil or criminal action, suit or proceeding may be advanced by the Corporation, provided repayment arrangements are

made, if it shall ultimately be determined that the person is not entitled to be indemnified by the Corporation.

SECTION 3.

- A. Insurance or Indemnification Fund. The Corporation shall have the power to buy and maintain insurance and to establish and fund a self-insurance indemnification reserve fund on behalf of the directors, officers, employees, and agents of the Corporation and a person serving at the request of the Corporation as a director, officer, employee, or agent of another organization, against liability incurred in any such capacity, or arising out of the person's status as such.

SECTION 4.

- A. Validity. The invalidity of any portion of this Article V. J. shall not affect the validity of the remainder hereof.

K. Personal Liability of Directors

A Director of this Corporation shall not be personally liable for monetary damages as such for any action taken, or any failure to take any action, unless: (1) the Director has breached or failed to perform the duties of the office in good faith, in a manner reasonably believed to be in the best interests of the Corporation, and with such care, including reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances; and (2) the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness. The provisions of this Article V.K. shall not apply to the responsibility or liability of a Director pursuant to any criminal statute or for the payment of taxes pursuant to local, state, or federal law and shall not apply to any actions filed or any breach of performance of duty or any failure of performance of duty prior to January 27, 1987.

Article VI. Employed Staff

A. District Executive

1. The District Board shall call a District Executive. The District Executive shall be a person qualified by training, experience, and personal dedication to Christ and the church to guide, counsel, and encourage District and local church workers in the development of vital and well-balanced church programs.
2. The District Executive shall be the executive officer of the board, shall give general oversight to the implementation of District work, and shall be coordinator and consultant with all employed professional staff. The District Executive shall serve as secretary of the District Board, arranging for someone to record the minutes, and shall be custodian of all current official papers of the District. The District Executive shall be an ex officio member, without vote, of the District Board, the Executive Committee, and commissions as assigned by the District Executive Committee and committees of the District.
3. The District Executive shall give guidance and assistance to congregations in the calling of pastors and other ministerial staff.

B. Additional Professional Staff

1. Associate Executive
 - a. The District Board may call an Associate District Executive qualified for assigned program responsibilities and possessing training, experience and personal dedication to Christ and the church to guide, counsel, and encourage District and local church workers in the development of vital and well-balanced church programs.
 - b. The Associate Executive shall serve as a staff team member under the direction of the District

Executive, the District Executive Committee, and the assigned commission(s).

2. Additional qualified Professional staff, in such areas as Parish Nurse, Christian Education, Christian Stewardship, and or Youth shall be considered as the work and size of the District warrants.

C. Support Staff

Support staff may be provided in such areas as: clerical, receptionist, bookkeeping, computer field, resource researcher/coordinator, as required for the functioning of the District.

D. Staff Employment Procedures

1. The selection and employment of a District Executive and other Program staff persons, as well as the termination of such service, shall be the responsibility of the District Board in keeping with approved Denominational staff placement procedures.
2. District Office support staff shall be employed by the District Executive following consultation and affirmation of the Executive Committee.
3. The terms of employment for all employed personnel shall be carefully stipulated and reviewed annually. Such terms shall be set forth in writing and shall be considered an agreement between the contracting parties.
4. With a multiple staff, the division of responsibility and the lines of authority shall be clearly defined and periodically reviewed.
5. There shall be a written job description for each employee.

ARTICLE VII. RELATED MISSION AGENCIES AND INTEREST GROUPS

- A. The District recognizes separately organized and/or incorporated mission agencies related to the Church of the Brethren.
- B. Cooperation between such mission agencies and the District shall exist with an openness to oversight and direction of the District Board or its respective commissions in respect to the following:
 - 1. The need to maintain communication between the Mission Agency boards and the District Board, between the Agency boards and the total District constituency, and the Agencies within their own boards.
 - 2. The continued need for coordination of agency fund raising activities.
 - 3. The continued need for greater coordination and correlation in the setting of goals and the establishment of priorities.
 - 4. The need of a continuing sense of relationship by individual agencies to each other and of their individual accountability, even though separate boards and charters exist.
 - 5. The need to maintain the mutual trust/partnership between the District Board and the related mission Agencies and between the Agencies as they relate to each other.
 - 6. Agencies related to the District have a responsibility to report periodically to the District Board and District

Conference. Agency representatives will be invited to attend such meetings with adequate time on the agenda for reporting.

7. Capital fund raising within the District shall be approved by the District Conference.
8. The use of tenure for Agency Board level positions is encouraged.
9. The Agencies shall submit to the District Office, their meeting dates and copies of their board meeting minutes. The District Staff or designated appointee shall be invited to attend all Agency meetings.
10. The constitution and by-laws of each Agency shall reflect the strong inter-relationship between the Agency and the District.
11. The District Office shall receive copies of all Agency documents at such times as they are updated or revised.

C. MISSION AGENCIES:

1. Brook Lane Health Services

Brook Lane was created in 1946 by the Mennonite Central Committee (MCC) and opened its doors in 1949. It was the first psychiatric hospital established by MCC. The vision for Brook Lane grew out of young conscientious objectors that served during World War II in state hospitals, combined with the history of Russian Mennonites that created a church hospital called Bethania. The concepts for providing mental health services were: 1). In the name of Christ; 2). In a

nonjudgmental way; and 3). In a compassionate way. In 1958, MCC gave Brook Lane and its operations to a local board of directors stating that at least fifty percent of the membership must be representatives of the constituent churches of the Anabaptist faith. These were listed as Mennonite, Church of the Brethren, and Brethren in Christ. By the 1980's Brook Lane was seeking ways to strengthen its connection to the church community. In 1984, the Southern Pennsylvania District Church of the Brethren approved an affiliate relationship with Brook Lane. This includes having representation on Brook Lane's Board of Directors, and increased influence and communication with each organization's ministry.

The Southern Pennsylvania District Church of the Brethren representative(s) to Brook Lane Board shall be appointed by the Southern PA District Board. Term of office is three years, the term commencing July 1. Members may serve three consecutive three-year terms.

These board members have a dual responsibility.

- a. To be aware of the events and values of the Southern Pennsylvania District Church of the Brethren and to communicate those to Brook Lane Health Services Board of Directors so that that value structure may be incorporated into Brook Lane's operations.
- b. To share, with appropriate elements of the Southern Pennsylvania District Church of the Brethren, Brook Lane's value structure and operational intent.

2. Camp Eder

In 1955 a query came to the Southern District of Pennsylvania Conference asking that a study be made

regarding the possibility of establishing a camp within our District. The conference gave a directive to the District Board of Christian Education to make plans for a new camp. A committee composed of Robert Knechel, Joseph M. Long and George I. Detweiler was appointed to attempt to find a suitable camp site. After investigating various possible sites Brother Knechel reported that a friend, the Rev. A. W. Geigley, had graciously offered to present as a gift to the Southern District of Pennsylvania approximately 150 acres of woodland adjoining his residence near Fairfield, Pennsylvania, to be used for a church camp. A special District Conference was called on April 6, 1957 when the delegates voted to accept with great appreciation this generous gift of the Rev. & Mrs. A. W. Geigley. Camp trustees were appointed to begin plans for the developing of a camp. A larger camp committee was later formulated which included the trustees. This committee has been functioning, seeking the counsel of camp experts, and carefully laying plans for our future camping program. Camp activities began in the summer of 1960. It was named Camp Eder after the Eder River in Schwarzenau, Germany. Schwarzenau was the town where the first Brethren baptized each other in the Eder River.

The mission of Camp Eder is to plan, organize, and institute a program that will foster and enhance the spiritual lives of the campers, retreaters, and camp personnel. The camp is recognized as an integral part of the local congregations, the District, and the Brotherhood through their support, interest, time, talent, and money. Camp Eder strives to present an innovative and exciting program while preserving the traditional aspects that are valued by the congregations within the Church of the Brethren. Camp provides a place of natural beauty where persons can experience God's creation in a loving and caring environment, extending the love of Jesus Christ to all people, providing to each the opportunity to discover

His Spirit at work in the world and in one's own life. In 2003, Camp Eder purchased an additional 250 acres of the original Geigley farm.

There are 13 members on the Camp Eder Board of Directors.

- a. Camp Eder Board Members are selected and contacted by their Board of Directors, presented to the District Nominating Committee for inclusion in the District Conference Ballot, and an affirmation vote of the District Conference body.

3. Children's Aid Society

The Children's Aid Society had its beginnings in 1913 at the home of Sudie May Wingert. Because of her strong feelings about ensuring that basic needs of all children be met, she promoted child rescue committees within congregations throughout Southern PA District. Early placements of children in congregational foster families began in 1915 and continued well after the formation of The Children's Home which opened in 1923. The agency purchased a larger home in Carlisle which continued serving children until 1959. By 1975, the agency moved towards providing substantial funding to agencies on behalf of children.

The decision to become a service agency again occurred in the late seventies, and by 1982 the New Oxford Child/Family Counseling Center opened to provide child-centered play therapy and family counseling. In 1986, the Frances Leiter Center opened in Franklin County offering child/family counseling. Finally, The Lehman Center opened in 1987 as a child abuse prevention program with an emphasis on ameliorating crises. Through short-term crisis nursery care for children, birth to 6 years of age, children at risk for abuse and/or neglect have a safe haven in which to stay.

The Board of Directors of CAS consists of twelve Board Members. Twelve Directors shall be comprised of eight members selected and elected by the voting membership with due regard for the various zones of the District and centers for service of CAS, provided, however, these considerations will only be a guide and not mandatory. There shall be four Directors at large elected by the Board. The Executive Director of CAS shall be an ex-officio member of that Board of Directors, without vote.

Directors shall be natural persons of legal age. Directors shall be members of the Southern Pennsylvania District Church of the Brethren, except that a maximum of three (3) of the directors elected by the CAS Board may be persons of another Christian denomination. Non-Brethren directors have all the rights and responsibilities of Brethren directors except that they may not serve as Board officers.

There shall be not less than five (5) directors who are male and not less than five (5) directors who are female.

4. Elizabethtown College

Elizabethtown College was founded in 1899 by members of the German Baptist Brethren Church. (Named Church of the Brethren in 1908.) The college was intended for the education of their own children and the school was to be open to all who desire to avail themselves of its privileges. The founding brethren were members of churches within the Eastern District of Pennsylvania.

The Ephrata Church of the Brethren asked the District Meeting of 1913 of the Eastern District of Pennsylvania to consider the advisability of taking over Elizabethtown College as the

property of the church and to appoint a committee to consult with the present owners or their representatives. Said committee to report to the District Meeting of 1914. This query was unanimously passed and a committee elected by ballot to represent the District in its conference with representatives from the College.

The ownership of the College was transferred from the donors to the Eastern District of Pennsylvania on April 25, 1917. At the April 24, 1918 District Meeting, church delegates from the Southern Pennsylvania District voted in favor of joining in the ownership and control of the college. The Eastern District of Pennsylvania elected eight trustees and the Southern District of Pennsylvania elected four trustees.

The College maintains a covenantal relationship with the Atlantic Northeast District and Southern PA District Church of the Brethren by honoring and giving witness to the tradition, spirit, and values of the Church of the Brethren.

The affairs of the corporation shall be managed by a self-perpetuating Board of Trustees consisting of as many as forty (40) voting members but not less than thirty (30). At least eight (8) members of the Board shall be members of the Church of the Brethren, and at least eight (8) members shall be graduates of Elizabethtown College. The eight (8) members from the Church of the Brethren shall include at least two (2) from the Atlantic Northeast District of Pennsylvania, Church of the Brethren, and at least two (2) from the Southern District of Pennsylvania, Church of the Brethren. The President of Elizabethtown College, the General Secretary of the Church of the Brethren, and the District Executives of the Atlantic Northeast and Southern District of Pennsylvania, Church of the Brethren, shall be ex-officio members of the board of Trustees with voice, but no vote. The term of Trustee shall be three (3) years.

The Board of Trustee members coming from the Southern PA District are appointed by the College Board of Trustees, after consultation with the Southern PA District Board. There is no

limit on term of office and the term runs concurrently with the College's fiscal year (July 1 - June 30).

5. Pennsylvania Council of Churches

Pennsylvania Council of Churches is a partnership of 43 Christian bodies in Pennsylvania. The Council unites the churches in a wide range of ministries across the state, including The West Shore Trucker & Traveler Ministry, State Park Chaplains, Prison Ministry, Migrant Worker Ministry, and advocacy work at the State Capitol.

A representative Governing Board governs the organization. The District Executive, plus one person from the laity, (based on the numerical size of District membership), represents the Southern PA District. The laity board member is nominated by the District Nominating and Personnel Committee and elected by District Conference for a two-year term. In addition, Southern PA District has, historically, had District Board appointed representatives on numerous Pennsylvania Council of Churches committees, action teams, and task forces, including Summer Chaplains for the campgrounds at Pinchot and Codorus State Parks.

6. The Brethren Home Foundation

Since the Church of the Brethren's German beginnings in 1708, the Church has sought to live out the values of community and service. Seeing the church in terms of a family, the Brethren concerned themselves with caring for one another and for the wider family of God. The Brethren who settled in Southern Pennsylvania, saw a need to provide care and a home for aging persons. In 1908, the Southern PA Brethren purchased a property in Huntsdale, Pennsylvania and The Brethren Home was born. Care at this home in Huntsdale was provided for the elderly and the infirmed for forty-three years until the home was destroyed in 1951 by a fire. The Cross Keys property in Adams

County was purchased and a new Brethren Home was fashioned out of a one-time farmhouse and hotel. The property has increased in size and levels of care provided as health care needs have changed over the years.

The Brethren Home Foundation is a Corporation organized on a non-stock basis with its members being all the members of the Church of the Brethren in good standing residing in the Southern District of Pennsylvania, Church of the Brethren. The voting members of the Corporation are the duly elected delegates of the congregations of the Southern District of Pennsylvania of the Church of the Brethren. The Annual Corporation Meeting is held at the time of the District Conference

The Corporation is managed by a Board of Directors Composed of thirteen members. Seven members are elected by the Corporation delegates from nominations submitted by the Board of Directors. Four members are elected directly by the Board of Directors. The election process takes place during the Annual Corporation Meeting of the Foundation Board via a ballot prepared by The Brethren Home Foundation. The President of the Corporation and the President of The Brethren Home Auxiliary are ex-officio members, with vote.

The Brethren Home Foundation is the parent corporation, whose subsidiary corporations are The Brethren Home Community (Health Care and Retirement Facilities) including the Program and Services Advisory Board, and The Brethren Management Services Corporation. The corporations are not-for-profit except The Brethren Management Services Corporation, which is a for-profit corporation.

The primary subsidiary of The Brethren Home Foundation is The Brethren Home Community, an Accredited Continuing Care Retirement Community offering subacute nursing care, long term care, Assisted living, Residential Housing, Dementia Care, and Adult Day Care services.

7. Susquehanna Valley Ministry Center (formerly Susquehanna Valley Satellite)

Susquehanna Valley Ministry Center began in 1993 as a joint venture of Bethany Theological Seminary, Atlantic Northeast District, and Southern PA District, to provide Church of the Brethren based graduate, certificate, and continuing education training for ministry. In 1997, Bethany Theological Seminary turned control of the ministry over to the sponsoring Districts, though Bethany remains a partner which accredits the Master of Divinity Degree courses offered. Currently there are five (5) partnering Districts. They include: Southern PA, Western PA, Middle PA, Atlantic Northeast, and Mid-Atlantic.

A representative Governing Board of the partners governs the organization. Two members on the Governing Board, who are appointed by the District Board, represent Southern Pennsylvania District. These appointments are for a three-year term, with the opportunity for a second term. The District Executive serves as an ex-officio member of the Governing Board, with vote.

8. Disaster Relief Auction

The Church of the Brethren Disaster Relief Auction, Inc. was organized to plan and conduct an annual auction sale and related activities to raise funds to support the disaster relief program of the Church of the Brethren including the relief activities of the Atlantic Northeast and Southern Pennsylvania Districts of the Church of the Brethren, and to raise awareness of disaster relief needs.

A Board of Directors governs the organization. One-half of the directors shall be from Southern PA District. These representatives will be proposed by the Church of the Brethren Disaster Relief Auction Inc. Board of Directors presented to Southern PA District Witness Commission and Nominating and Personnel Committee for confirmation at District Conference.

A liaison from the District Witness Commission, and the District Executive (or Associate District Executive) shall serve as ex-

officio members of the Church of the Brethren Disaster Relief Auction, Inc. Board of Directors, without vote.

- B. As requested or need arises, the District Board shall give direction to the formation of new mission agencies within the District. All such organizations shall exist to aid in fulfilling the mission of the church at large in the District and shall be subject to the oversight and direction of the District Board or its respective commissions.

ARTICLE VIII. ZONES

The District shall be divided into zones to facilitate program and for the administration of District affairs. The zones shall be used to determine representation on the District Board and the District Nominating and Personnel Committee.

1. EASTERN ZONE

Bermudian, Black Rock, Codorus, Faith Community of The Brethren Home, Hanover, Lake View, New Fairview, New Freedom, Pleasant Hill, Pleasant View, Upper Conewago, West York, York-First, York-Madison, York-Second, and Yorkana.

2. WESTERN ZONE

Brandts, Chambersburg, Dry Run, Falling Spring, Gettysburg, Greencastle, Knobsville, Rouzerville, Shanks, Trinity, Upton, Waynesboro.

3. CENTRAL ZONE

Carlisle, Huntsdale, Mechanicsburg, Newville, Ridge, Shippensburg, West Shore, Wolgamuth.

4. NORTHERN

Buffalo Valley, Bunkertown, Farmer's Grove, Free Spring, Mt. Olivet, Sugar Valley, Three Springs, Tuscarora.

ARTICLE IX. FISCAL YEAR AND DISTRICT CONFERENCE YEAR

- A. The fiscal year of the District shall be the calendar year January 1 - December 31.
- B. The conference year shall be from the end of one annual District Conference to the end of the next annual District Conference.
- C. All District Board Commission, Committees, and Liaison Representatives terms will end and begin with District Conference.

ARTICLE X. RULES OF ORDER

When appropriate, a form of consensus decision making process in addition to a more worshipful form of conducting business may be utilized; otherwise Robert's Rules of Order shall be the official rules of order for the District Conference and the District Board meetings.

ARTICLE XI. AMENDMENTS

The bylaws of the District may be amended by a two-thirds vote of the delegates present and voting at any regular session of the District Conference. Written notice of the proposed amendment shall be given with the call of the meeting issued at least thirty days prior to the meeting.

7/14/88; 9/16/95; 9/18/2004; 9/17/2005; 9/19/09

Revised from 1988

Sections (Article II, F. #. And Article VII.A.) inserted and/or revised from 1972 Institutional Relationships Policy