



BY LAWS & ARTICLES

NATIONAL ASSOCIATION OF THE CHURCH OF GOD



MARCH 4, 2020

NATIONAL ASSOCIATION OF THE CHURCH OF GOD
WEST MIDDLESEX, PA

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Bylaws and Articles of the
National Association of the Church of God

PREAMBLE

These bylaws are established- as amended from time to time- to govern the affairs of the National Association of the Church of God (NACOG).

The National Association of the Church of God shall exist as a not-for-profit membership corporation, pursuant to its Articles of Incorporation in the State of Pennsylvania as defined in Membership, Article VII of these bylaws.

Notwithstanding the forgoing, the National Association of the Church of God shall be operated as a 501(c) 3 organization within the meaning of the US Internal Revenue Code as amended from time to time.

Additionally, these bylaws dated _____ replace all previous copies or versions as the accurate, legal and binding authority for governing the business and ministry affairs of the National Association of the Church of God.

ARTICLE I

Name, Purpose, Affiliation and Fiscal Year

Section 1- Name

The legal name of the organization shall be the National Association of the Church of God, hereinafter referred to in these bylaws as the

Assembly with administrative offices in West Middlesex, Pennsylvania, a Pennsylvania corporation incorporated in 1917.

Section 2- Purpose

The purpose of the Assembly is to carry out the mission of the National Association of the Church of God, West Middlesex, PA.

The Assembly has been organized for charitable, religious, and educational purposes to the end that it may mobilize its ministries and resources through national forums, to remind, inspire, renew, equip, and enable persons to live in obedience to Jesus Christ. These ministries will be accomplished through the Assembly's annual convention, other conventions, workshops, institutes, boards, ministries, committees, and other meetings of the Assembly.

The Assembly shall determine general policies and devise measures to conduct the Assembly's business and promote its mission and vision.

Vision Statement: To be a loving, holy, intergenerational community of faith, committed to the pursuit of biblical truth, uniting the Church to transform the world for Christ.

Mission Statement: To nurture and support pastors, identify and mentor leaders, develop healthy connected churches and empower spirit-filled servants to do the work of the Kingdom of God.

Section 3: Affiliation

The Assembly is affiliated with the Church of God, Anderson, Indiana and is an official ministry partner of Church of God Ministries whose offices are headquartered in Anderson, Indiana. We recognize the Word of God (The Holy Bible) as the only Divine Standard of faith and practices, and

as our final authority in all matters of life and conduct. Its doctrine, customs, and practices are expected to harmonize with the standards of God's Word.

Section 4: Fiscal Year

The fiscal year shall be the calendar year.

Article II

Board of Directors and Executive Officers

Section 1: The Board of Directors

The Board of Directors shall be comprised of the Presiding Elder (PE), Vice Presiding Elder (VPE), Chief Financial Officer (CFO), Secretary (SEC), Chief Operating and Development Officer (CODO), Chairperson Home Owners Association (CHOA), one representative from North, South, East, West and Midwest regions, ministry position heads as listed in Article II, Section 3, and Director(s) at large as needed. The Board of Directors shall not exceed twenty-five (25) members.

Section 2: Executive Officers

The executive officers of the General Assembly, shall be comprised of seven (7) members and shall be the executive officers of the Board of Directors (BOD) with the following duties and responsibilities:

- a. Presiding Elder (PE)- The Presiding Elder shall preside at all meetings of the Board of Directors and meetings of its Executive Committee. The Presiding Elder shall perform such other duties and have such other powers as are assigned from time-to-time by the Board of

Directors or its Executive Committee. Additionally, the Presiding Elder, shall be the voice and face of the Assembly, and in that capacity will work with the CODO to provide and to help facilitate the work and ministry of the Association.

- b. Vice Presiding Elder (VPE) - The Vice Presiding Elder shall preside at all meetings of the Board of Directors and meeting of its executive committee in the absence of the Presiding Elder. The Vice Presiding Elder shall also assume other duties as assigned by the Presiding Elder (PE). The VPE shall ascend to become the next PE of the Assembly at the end of the current PE term.
- c. Secretary (SEC): The Secretary shall be responsible to record the proceedings of all meetings of the Assembly and its Board of Directors in a book provided for that purpose, or by electronic media to be preserved and remain the property of the Association.
- d. Assistant Secretary (ASEC): The Assistant Secretary shall, if the SEC is unable to function, fulfill those duties of secretary or other assignments as assigned by the secretary and or the Presiding Elder. The ASEC is not a part of the Executive Committee.
- e. Chief Financial Officer (CFO): The Chief Financial Officer shall serve as the chairperson of the Association's Finance and Budget Committee and reports to the BOD. The CFO's term of office shall be five (5) years and may serve successive terms- each term subject to ratification by the Assembly. The BOD shall recommend any additional terms to be served. CFO shall operate as the Chief Financial Officer of the Association and steward over all financial transactions and reporting

for the Association. Each ministry shall provide an accounting to the CFO for all financial transactions. The CFO shall keep financial records, oversee financial practices and have an external audit performed for the Association once every five (5) years.

- f. The Chief Operating and Development Officer (CODO). The CODO is the Association's chief operations officer, whose general duties and administrative responsibilities are delineated in the CODO's job description. As an employee of the Association, the CODO is directly accountable to the Association's Board of Directors Executive Committee for all general duties and administrative responsibilities as delineated in the CODO's job description. The CODO's term of office shall be five (5) years subject to ratification by the Assembly. The CODO may serve additional terms subject to ratification. The Executive Committee is responsible for annual performance review of the CODO and make recommendations for additional term of service. The ratification shall be the fourth or last year of an extended term of service.

- g. Chairperson of the Home Owners Association (CHOA): The CHOA is responsible to carry out the purpose of the Home Owners Association (HOA) which is to help maintain and beautify the Campground and Retreat Center and to keep home, mobile home, and trailer owners informed of their relationship to the NACOG and responsibilities in maintaining their properties.

- h. The Board of Directors Executive Committee (BDEC): The BDEC is comprised of the Executive Officers and meets, as necessary, between the regular board meetings. The BDEC may determine additional

Board positions as necessary. This BDEC is also responsible for annual performance review of the CODO.

Section 3: Ministry Leaders

The following ministry leaders' functions as members of the Board of Directors to help promote and carry out the mission and vision of the Assembly. The limits for other ministry leaders will follow the same term limits and eligibility. These ministry leaders report operationally to the CODO:

President of the National Men's Ministry,

President of the National Association Women of the Church of God,

Chairperson of the Leadership Development Ministry,

President of the National Inspiration Youth Ministry,

President of the National Ushers Ministry,

President of the Seniors Ministry,

Chairperson of the Young Professionals Ministry,

Director of Youth Camp West Middlesex,

Convention Manager, and

Any other ministry that maybe created and approved by the Board of Directors.

Each of these ministry leaders shall present an annual report to the General Assembly during the annual General Assembly in August each year. Further, these ministry leaders may be called upon at other times to present reports.

Section 4: Ratification and Tenure of Executive Officers Appointed by the Board of Directors

Ratification of executive officers appointed by the Board of Directors shall occur at the Assembly's next annual meeting. Their terms of office shall be three (3) years, to run concurrent with the Assembly's fiscal year. The executive officers shall serve only two (2) terms and must be out a term (i.e. three years), for eligibility for re-nomination to the same office. Officers of the Assembly shall serve terms to run concurrently with the Assembly's fiscal year,

Presiding Elder,

Vice Presiding Elder,

Secretary,

Assistant Secretary, and

Chairperson of the Home Owners Association

The CFO's term of office shall be five (5) years, subject to ratification by the Assembly. The CFO may serve additional terms, which are also subject to ratification.

The CODO's term of office shall be five (5) years, subject to ratification by the Assembly. The CODO may serve additional terms, which are also subject to ratification.

Section 5: Duties of the Board of Directors.

The Board of Directors shall be the legal arm of the National Association of the Church of God and is directly accountable to the Assembly to carry out the Assembly's directives. It is empowered to conduct the business affairs of the Association when the Assembly is not in session. It shall

have the power to receive and hold property, receive legacies, request and receive bequests, to sue, to sell, transfer, acquire and mortgage property and defend its actions in any court.

The Board of Directors shall:

- Set the vision, mission and directives that drive, promote and maintain the general welfare, work, and ministries of the Association, in collaboration with the Presiding Elder
- Have a coordinating function in promoting the general welfare, work, and ministries of the Association.
- Through its Budget Committee, be authorized to present an annual budget for adoption by the Assembly.
- Be empowered to employ the Chief Operating and Development Officer (CODO) whose general duties, expectations and administrative responsibilities shall be delineated in a job description developed, reviewed annually and revised as necessary by the Board of Directors. Additionally, the Board of Directors shall propose a base- salary and benefit package for the CODO to be approved by the Assembly. Adjustments to the CODO's compensation will be based upon an annual performance review conducted by the Board of Directors Executive Committee.
- Be empowered to fill vacancies of all elected or appointed officials. Such appointees shall serve until the next session of the Assembly.
- Each Board member shall have one vote and shall be a member in good standing of a local Church of God (Anderson, Indiana and National Association) congregation and elected – as per these bylaws- by the General Assembly of the National Association of the Church of God; and

- i. Approve the selection of the Convention Manger (CM). Convention Manager: (CM) - The Convention Manager is recommended by the CODO with approval of the Board. The CM reports to the CODO and Executive Committee of Board of Directors. The term of this position is for five (5) years and confirmed every five (5) years. The CM ensures that all convention/conference budgets and contracts are approved for each Association ministry. The CM will review and approve the contract before they have been approved and signed by the ministry president, CFO, CODO and CM.

Section 6: Board of Directors Meetings, Quorum, and Parliamentary Procedures.

In addition to its annual meeting, the Board of Directors shall meet as often as necessary to conduct its business in person, by video and or teleconference. The Board of Directors shall establish the annual meeting, dates, time and places. Special meetings may be called at the directive of the Presiding Elder.

To conduct its business affairs, the Board of Directors shall have a minimum of 60% of its voting members (e.g., 15 out of 25) present to constitute a quorum.

The conduct of all meetings shall be guided by the latest revision of *Roberts Rules of Order.*

Section 7: Parliamentarian

The Presiding Elder, upon assuming the office shall appoint a person to serve as Parliamentarian for Assembly meetings. The appointment shall

be for three (3) years. The Parliamentarian is not a member of the Executive Committee.

Section 8: Historical Committee

The Historical Committee of the National Association comprised of three (3) members shall be appointed by the Presiding Elder of the Assembly in consultation with the Executive Committee and shall serve for a term of three (3) years subject to ratification by the General Assembly.

Article III Standing Committees and Their Functions

Section 1

The Board of Directors shall appoint committees consisting of Assembly members in good standing, to address the needs and opportunities of the Association as needed. The Board of Directors will determine the duration of said committees. Standing Committees shall be five (5) in number: Church Relations and Conflict Management, Nomination, Policy and By- Laws, Long Range Planning, and Social Concerns. All Committees shall serve their terms as follows:

- a. Upon the first election two members shall serve for one year, two for two years, and three for three years. Thereafter, their successors shall be elected for three years. Their term in office shall begin at the close of the meeting in which they are elected.

- b. Each committee shall elect its own officers at its first meeting following the close of the Assembly meeting in which they are elected.

Section 2: Church Relations and Conflict Management Committee

This committee shall be comprised of seven (7) members. Its functions shall be:

- a. To provide advice, counsel and make recommendations in the areas of ministerial relations and pastor/people relationships,
- b. To be a consulting party to local, state and regional structures, in which problematic situations arise among ministers and congregations,
- c. To provide helpful counsel when it is deemed appropriate to church organizations,
- d. To serve as a resource to the Church and Ministry Service by suggesting guidance for ordinations, credentialing, and managing conflicts in local Churches, and
- e. To provide educational workshops, conferences and seminars on church relations and conflict management to local congregations, state ministerial-lay gatherings, and regional meetings as measures in helping to prevent church conflicts.

Section 3: Nominating Committee

This committee shall be comprised of seven (7) members. It shall be the function of this committee to choose and clear through the local pastor, interview, and present nominees for election by the Assembly for the following positions:

- a. Standing Committees of the Assembly,
- b. Officers of the Assembly, and
- c. Any other position designated by the Assembly.

The Nominating Committee shall contact each ministry in January of each year for a listing of officers to be ratified in that year's General Assembly.

A slate of nominees shall be submitted to the CODO by May 15 of each voting year.

Section 4: Policy and By-laws Committee

This committee shall be comprised of seven (7) members. It shall be the duty of this committee to study and recommend bylaws and policy changes to the Assembly, as may be deemed necessary and appropriate. It shall assist the CODO in the establishment of the operations manual and policy manual for all employees of the National Association.

Section 5: Long- Range Planning Committee

This committee shall be comprised of nine (9) members elected because of their expertise in business administration, finance, strategic planning, law, and or church administration. At the first election three (3) members

shall serve for three (3) years, three (3) for two (2) years, and three (3) for one (1) year. Thereafter, their successors shall be elected for three - year terms. Their terms of office shall begin at the close of the sessions at which they are elected.

It shall be the task of this committee to:

- a. Provide leadership and input to the Assembly regarding Long Range planning,
- b. Be alerted to change in significant trends and suggest new areas of need to be acted upon, and
- c. Oversee organizational progress to avoid duplication of efforts in attaining the long-range goals of the National Association.

Section 6: Social Concerns Committee

This committee shall be comprised of seven (7) members and shall promote and advocate in the following issues and concerns:

- a. Social Issues, such issues may be, but are not limited to the following; Hunger, poverty, crime, unemployment, political involvement, family structure, disease, ill health, mental health, adoption, divorce, remarriage, immigration, racism, reconciliation, lesbian, gay, bisexual, transgender and queer (LGBTQ) concerns, and drug abuse,
- b. Identify and mobilize resources to be used to address specific social issues, i.e., resource persons, grants, programs, agencies, and training materials,

- c. Develop specific information to assist individuals and groups through seminars, workshops, clinics, written materials, and preventative and corrective measures,
- d. Design, develop, and administer an evaluation process to determine program effectiveness, and
- e. Help promote the campground into a social and economic model for the Christian community.

The Assembly shall determine the general policies for conducting the business of the National Association and devise measures and maintain legally incorporated boards, ministries, committees or councils for the conduct and promotion of its mission.

Article IV Limitations

This Assembly shall be regarded as a voluntary association, meeting for counsel pertaining to general administration. It shall not exercise ecclesiastical jurisdiction or authority over the church in general, or individual congregation (s).

It shall, however, reserve the right of a voluntary assembly to define its membership and declare on occasion when individual members or congregations are not recognized by the Assembly as adhering to the general principles by which the Assembly is governed.

Article V Ministries

Section 1: The Following Ministries are created by, and under the jurisdiction of the Assembly:

- a. Purpose: To facilitate and operate the general work of the Assembly
- b. Definition: For the purpose of these By-laws, “General Work” is defined as that type of service and operation which naturally and purposely belong to the assembly as distinguished from those interests which belong primarily to states, regions, and national organizations.
- c. Succession: All ministries will have a documented procedure for succession. All candidates for Chairman or president, or director shall have a formal interview with the Executive Committee prior to being presented to the constituency of the ministry to be voted in or ratified as the next leader.
- d. All contractual obligation shall be pre-approved by the Convention Manager and Executive Committee prior to their signing.

Section 2: The Boards and their purposes are as follows:

a. National Ushers Ministry

The purpose of the National Ushers is to unite all ushers of the Church of God in promoting Christian hospitality and servanthood, keeping order during worship services and promoting Christian fellowship within the worship environment.

The Board of National Ushers' responsibility is to encourage and coordinate excellence in the work of ushering in the Association.

b. National Men's Ministry

This ministry whose members shall consist of Church of God males, sixteen or over, has as its purpose to unite men who are committed to building successful Christian personal lives, marriages, families, businesses, and ministries based on basic principles, standards and scriptural concepts leading to eternal life as identified in the Word of God. This purpose will be performed by the following means:

1. Promote the work of the National Association by means of fund raising, organizing workdays and sponsoring work on the National Campgrounds,
2. Develop and implement evangelism programs,
3. Provide training programs to assist members in developing Christian skills for improving family relationship, and
4. Aid members in developing in-depth knowledge and skills in learning and applying Scripture in their daily lives.

c. National Association Women of the Church of God Ministry

Objectives:

1. To foster Christian Sisterhood,
2. To encourage Spiritual Life Development and Renewal,
3. To promote the practice of Christian Stewardship,
4. To actively participate in Outreach Ministries,
5. To inform women of Worldwide Issues and Mission Concerns, and

6. To Encourage, Equip and Empower Women to live out the Great Commission. (Matthew 28:18-20)

d. National Inspirational Youth Ministry

The purpose is to evangelize, equip, and empower young people to recognize and experience the will of God for their lives through worship, instruction and fellowship.

The objectives:

1. To develop and correlate programming for the Annual National Inspirational Youth Convention (NIYC),
2. To develop and coordinate programming for youth and young adults for West Middlesex,
3. To contribute to programmatic and financial development of the Youth Camp,
4. To design curriculum for those associated with the Assembly, and
5. To identify and implement programs designed to enhance the leadership; local, state and regional youth ministries in cooperation with the Leadership Development Ministry.

e. Leadership Development Ministry

The responsibility of the Leadership Development Ministry is to coordinate and conduct the In-Service Training Institute. It shall endeavor to plan, coordinate and promote leadership training in the areas of Christian education, evangelism, stewardship, worship, knowledge of the Bible, in conjunction with other ministries.

f. Home Owners Association (HOA)

The purpose of the HOA board is to help maintain and beautify the Campground and Retreat Center and to keep home, mobile home, and trailer owners informed of their relationship to the Assembly and their responsibilities in maintaining their properties.

The HOA Board consists of fifteen (15) persons. Upon the first election five (5) members shall be elected for one (1) year, five (5) for two (2) years, and five (5) for three (3) years. Thereafter, their successors shall be elected for three-year terms.

Seniors Ministry

The purpose of the Seniors Ministry is to engage elder saints to serious action through inspiration, information, gatherings, and events from local to national involvement.

The aim is to support the Assembly through the giving of time, monies, experience, and wisdom by way of fervent prayer, fasting, and obedience to God's Word.

Our mission is "Even when I am old and gray, do NOT forsake me, my God, till I declare your POWER to the next generation, your MIGHTY acts to all who are to come, " Psalms 71:18

Empowerment Generation Development Corporation (EGDC)

The purpose of the EGDC is to preserve the legacy of our elders in the Assembly by updating and improving the campgrounds at West Middlesex through an organized and strategic effort led by passionate stakeholders.

Youth Camp West Middlesex

Youth Camp West Middlesex functions for the sole purpose to win souls for Christ, by showing His love to both the church and unchurched youth, from local, national, and worldwide communities.

Convention Manger (CM)

The CM's purpose is to ensure that all convention/conference budgets contracts are approved for each Assembly ministry. The CM will review and approve contracts before they have been approved and signed by the ministry president, CFO, CODO, and CM.

Article VI Standing Committees of The Assembly

Section 1: Finance Advisory Committee

This committee shall be composed of five (5) members. At the first election two (2) members shall serve for three (3) years, two (2) for two (2) years, and one (1) for one (1) year. Thereafter, their successors shall be elected for two (2) year terms. Their terms of office shall begin at the close of the session at which they are elected. The CFO by virtue of office shall be Chairman of this Committee. The CODO shall be an Ex-officio member.

Section 2: Convention Manager: (CM) - The Convention Manager is recommended by the CODO with approval of the Board. The CM reports to the CODO and Executive Committee of Board of Directors. The term of this position is for five (5) years and confirmed every five (5) years. The CM ensures that all convention/conference budgets and contracts are approved for each Association ministry. The CM will review and

approve the contract before they have been approved and signed by the ministry president, CFO, CODO and CM.

Article VII Membership

The members of this assembly shall consist of:

1. Any ordained minister, unordained or licensed minister registered with the Assembly who meets one or more of the following requirements:
 - a. Is registered in the Annual Yearbook of the Church of God (Anderson, Indiana).
 - b. Is a member in good standing in his/ her local congregation and state Ministerial Assembly/District.
 - c. Is currently pastoring a recognized congregation of the Church of God (Anderson, Indiana).
 - d. Is recognized by a State Assembly of the Church of God, Anderson, Indiana.

2. Two (2) laypersons per congregation, in good standing, shall be appointed by the local pastor. These persons shall meet one or more of the following requirements:
 - a. Is a layperson of the Church of God (Anderson, Indiana).

 - b. Is a lay representative appointed or elected by one of the boards, committees, commissions, the General Assembly and Board of Directors

regarding the term of office: No one appointed as a lay person can serve more than three (3) two (2) year terms. Each lay appointee shall register with the National Association of the Church of God (West Middlesex, Pennsylvania).

Article VIII Meetings

Section 1: Annual Campmeeting

The Annual West Middlesex Campmeeting shall begin on the First Sunday in August and continue through the second Sunday in August of each calendar year.

Section 2: Annual Business Session of the Assembly

The Executive Committee and the duly appointed representatives of the Assembly shall arrange with the program committee to provide enough business sessions to complete all necessary business no later than Friday during the West Middlesex Campmeeting.

Section 3: General Assembly Mid-Year Leadership Conference

The Annual General Assembly Mid-Year meeting shall be held for a period of three (3) days beginning the first Tuesday in March of each calendar year or at some other appropriate time as may be determined by the Executive Committee.

Section 4: Special Meetings of the Assembly

- a. Upon recommendation of the Board of Directors and the recommendation of the Executive Committee of the Assembly in

agreement, the Presiding Elder shall call a special meeting of the Assembly. Notice of said meetings shall be by electronic mail or by first-class mail sent or postmarked not less than fourteen (14) days prior to the starting date of the meeting. The announcement shall state the purpose of the meeting and only such matters of business as are stated in the notice or are related thereto shall be acted upon.

Article IX Amendments

The Assembly may amend its constitution and By-laws at any regular meeting by a two-thirds vote of the members present and voting. No new amendments shall be enacted, nor shall any articles be altered or repealed on the day that the change is proposed. Further, all proposed amendments or changes must be submitted to the Assembly in writing and signed by no less than ten (10) members.

Article X Quorum

Presiding Elder or Vice Presiding Elder and Secretary or Assistant Secretary shall constitute a quorum for the legal transaction of business.

Article XI Dissolution

In the event the National Association of the Church of God decides to dissolve, the properties and their distribution will be decided by the Assembly of the Association, homeowners and those recognized congregations and state assemblies/districts of the NACOG. The property should always be used for the advancement of the gospel and retreat center.

Policy Manual West Middlesex Campmeeting:

CONVENTION MANAGER (CM)

The CM shall ensure that all ministries have provided lodging accommodations for the Presiding Elder, Vice –Presiding Elder, CODO, Secretary and the CFO at their conventions/conference when feasible. The CM shall ensure that the Association provides lodging accommodations for the Presiding Elder, Vice Presiding Elder, CODO, CFO and Secretary at Associations Joint Conventions.

The Spiritual Life Committee shall be comprised of seven persons elected by this assembly. It shall be the function of the Spiritual Life Committee to enhance the spiritual emphasis of the organization through the following:

- a. Recruiting and training appropriate persons for the altar work.
- b. Recognize and support those gifted by the Holy Spirit in prayer and ministering.
- c. Conduct seminars about prayer, counseling, listening, etc. to reinforce the qualifications of persons utilized for these vital services.
- d. It shall keep records of decisions and spiritual and physical needs for the edification of the body and forward the same to the appropriate pastors.
- e. It shall be responsible also for the special services for spiritual and physical healing during the annual camp meeting.

Section 2: Program Committee

This committee shall be comprised of seven (7) members. With the Vice Presiding Elder serving as Chair, and the Secretary is elected from among its members. The Chairs of the Leadership Development Board and of the Music and Worship Committee by the virtue of their offices shall be two of the seven (7) members. The remaining five (5) elected members at large. At the first election three (3) members shall serve three years, two for two years, and two for one year. Thereafter their successors shall be elected for three-year terms. Their terms of office shall begin at the close of the sessions at which they are elected. It shall plan and be responsible for the program of the Annual Camp meeting at West Middlesex, the Mid-Year sessions of the Assembly, and any other functions as assigned by the Assembly.

Section 3: Music and Worship Committee

This committee shall be comprised of seven (7) members, including representatives from the National Men's Ministry, National Women of the Church of God, National Inspirational Youth Ministries (NIYC), National Ushers Ministries, and three members-at-large.

This committee shall oversee music for the annual camp meeting and shall:

- a. Schedule the singing of various choirs and groups at the meeting.
- b. Select pre-service music.
- c. Select and utilize new talent.

- d. Consult with other groups of the National Association when requested to do so.
- e. Consult with the program committee prior to annual camp meeting.