

**CONSTITUTION
OF THE
ASSOCIATION OF COVENANT SPIRITUAL DIRECTORS**

ARTICLE I. NAME

The name of this organization shall be the “Association of Covenant Spiritual Directors” (hereafter noted as Association).

Article II. PURPOSE

The purpose of the Association is to further the spiritual direction ministry of the Evangelical Covenant Church (hereafter referred to as ECC) through providing visibility for the ministry, advocacy to strengthen and expand the ministry, support for affiliated spiritual directors, and coordination of shared ministries and resourcing with regional spiritual direction networks.

ARTICLE III. RECOGNITION AND APPROVAL BY THE EVANGELICAL COVENANT CHURCH

Pursuant to Sections 15.2(a) of the ECC Constitution, this Association has been recognized by the Executive Board of the ECC as an Association of the ECC. The Executive Board, in its sole discretion, has the power to withdraw such recognition. Pursuant to Section 15 (b) of the ECC Constitution, this Constitution and Bylaws has been approved by the Executive Board of the ECC. The Executive Board retains the authority to ensure that this Constitution remains in general agreement with the principles and policies of the ECC, and with the Constitution and Bylaws of the ECC.

ARTICLE IV. MEMBERSHIP

Membership in the Association is granted to those who support the purposes of the Association as listed in Article II with classes of membership as defined in the Bylaws. Members of the Association shall be committed to living out and practicing the spirit of the Covenant Affirmations in their ministries and working in harmony with the policies, practices and programs of the ECC.

ARTICLE V. BOARD

A Board will be elected as outlined in the Bylaws. The composition of the Board shall be reflective of the constituencies and regions of the ECC, with a balance of clergy and lay representation following the ECC guidelines for gender, age, and ethnicity.

ARTICLE VI. MEETINGS

An annual meeting of the association shall be held during or adjacent to the ECC Midwinter Conference. The purpose of the annual meeting shall be to provide opportunity for fellowship, support, celebration, continuing education and the transaction of business. Election of Board members shall be held. The budget shall be submitted for action.

The Association may hold additional annual gatherings as determined by the Board for purpose of fellowship, support, celebration, and business.

ARTICLE VII. DISSOLUTION

The association shall be dissolved in the event the Executive Board of the ECC withdraws recognition of the Association pursuant to Section 15.2(a) of the ECC Constitution. The Association shall also be dissolved in the event the Board votes unanimously to dissolve the Association.

Upon dissolution of the Association no member shall be entitled to any distribution or division of the Association's remaining money and property, the proceeds thereof, and the Board shall, after paying or making provisions for payment of all debts and obligations of the Association, distribute all remaining money and property to the Ministers' Crisis Fund of the ECC.

ARTICLE VIII. AMENDMENTS

Amendments to this Constitution not in conflict with the Constitution, Bylaws, principles and policies of the ECC may be adopted by a two-thirds vote of those members present and voting in an annual meeting of the Association, provided the proposed amendment has been approved by the Executive Board of the ECC and was presented in written form at the preceding annual meeting of the Association.

BYLAWS

ARTICLE I. RECOGNITION AND APPROVAL BY THE EVANGELICAL COVENANT CHURCH

Pursuant to Section 15(b) of the ECC Constitution, these Bylaws have been approved by the Executive Board of the ECC. The Executive Board retains the authority to ensure that these Bylaws remain in general agreement with the principles and policies of the ECC, and with the Constitution and Bylaws of the ECC.

ARTICLE II. MEMBERSHIP

Section 1. Purpose. The purpose of membership in the Association is to participate in organized and informal advocacy, fellowship, resourcing, and continuing education related to spiritual direction ministry.

Section 2. Classes of Members

- a. Full membership in the Association of Covenant Spiritual Directors is open to any spiritual director who is a member of an Evangelical Covenant Church.
- b. Student membership in the Association is open to Covenant-affiliated students preparing for spiritual direction ministry through enrollment in a spiritual direction certification or degree program recognized by the Association.
- c. Associate membership is available to Covenant-affiliated spiritual directors who are not members of a Covenant church.

Section 3. Standing.

- a. Initial membership whether full, student, or associate is granted upon the applicant meeting the standards and criteria established by the Association.
- b. Annual renewal of membership for any class of members will be granted upon meeting criteria for continued participation as determined by the Association and upon payment of the membership dues. Membership is from the Association's annual meeting to annual meeting.

Section 4. Dues. The amount of the annual membership dues shall be set by the members of the Association at its annual meeting. Dues are paid in advance and due at the time of the Association's annual meeting.

Section 5. Voting. Only full members shall have the right to vote at business meetings for one year following their most recent payment of dues.

ARTICLE III. BOARD

Section 1. Purpose. The Board shall be responsible for advancing the purposes of the Association through planned events and personal interactions.

Section 2. Composition. The Board shall consist of 7 to 9 elected members: a president, vice president, a secretary, financial officer, and a liaison from each of at least 3 regional conference spiritual directors' networks. Board members must be full members of the Association. The President of the ECC and a

representative of the C. John Weborg Center for Spiritual Direction designated by the Center shall be ex-officio members. Advisors may include a staff person from Make and Deepen Disciples and from Develop Leaders. The Board may appoint non-voting advisors, and may remove the same.

a. Officers' Duties

1. President. The president shall preside at all Association business meetings and meetings of the Board. The president shall prepare the agenda for such meetings in coordination with other officers. The president shall annually convene a committee to prepare a budget for recommendation by the Board to members of the Association for approval.
2. Vice President. The vice president shall assist the president, presiding at or attending meetings as needed. The vice president shall also oversee communication with and care for the liaisons.
3. Secretary. The secretary shall keep and preserve the minutes of all business meetings of the Association and of the Board, conduct and preserve all official correspondence as shall be delegated, maintain membership records, and be responsible for the documents of the Association. The secretary shall notify the Board of upcoming meetings, and the members of upcoming association meetings. Electronic notification is acceptable.
4. Financial Officer. The financial officer shall ensure proper policies, processes, reporting, and reviewing of all matters related to the finances of the Association including the submission of an annual financial report to the Association annual meeting. The financial officer may perform the duties of either treasurer or financial secretary as noted below, but not both.

b. Financial Duties. The Board will assign the following duties to specific Board members. The financial officer may fill one but not both of these functions.

1. Treasurer – to disburse funds for the Association in accordance with standard accounting procedures for non-profit organizations.
2. Financial Secretary – to receive and record monies on behalf of the Association.

Section 3. Qualification. Any full member of the Association may be nominated and elected to the Board.

Section 4. Election. Board members shall be nominated by the Nominating Committee and elected by a majority of members voting at the Association annual meeting.

Section 5. Term of Office. Board members shall be elected for a term of up to three years and shall not be elected for more than two consecutive terms. After at least one year off, a person may be eligible for subsequent service.

Section 6. Staggering of Elections. The terms of the officers shall be staggered to provide for continuity in leadership. The terms of liaisons shall be staggered to provide for continuity.

Section 7. Vacancies and Removal. A Board member may resign. A Board member may be removed from office by a majority vote at the Association annual meeting. Vacancies created by resignation or removal may be filled by appointment through a majority vote of the Board. A Board member appointed to serve

an unexpired term of less than half the remaining term shall not be precluded from being elected thereafter to two full consecutive terms.

Section 8. Notification of Meetings. All Board members shall receive a minimum three-day advance notification of any conference call or meeting, including how to participate in the meeting.

Section 9. Quorum. A majority of Board members shall constitute a quorum.

Section 10. Decisions. The Board shall strive for unanimity. Matters shall be determined by a majority vote of Board quorum.

Section 11. Responsibilities of the Board. In being responsible to the Association for building, maintaining and overseeing all ministries the Board shall provide leadership in the following:

- a. Collegiality
 1. The Board shall be responsible to the Association for building, maintaining and overseeing its spiritual welfare and for directing and overseeing all its ministries.
 2. The Board shall seek to develop ways to provide avenues and resources for support and collegiality among the members.
 3. The Board shall work cooperatively with the ECC's ministries of Make and Deepen Disciples, Develop Leaders, and the C. John Weborg Center for Spiritual Direction.
- b. Meetings
 1. The Board shall present annual mission objectives to the Association for approval at its annual meeting.
 2. The Board may offer other gatherings at Covenant meetings.
 3. The Board shall approve Association policies.
- c. Budget
 1. The Board shall be responsible for overseeing the preparation and submission of a proposed budget for each fiscal year to the membership for approval.
 2. Upon approval of the budget by the membership, the Board shall be responsible for seeing that the budget is carried out as approved.
 3. The Board shall have the authority to appropriately adjust budget items and amounts where ministry objectives necessitate but in no event shall total expenditures exceed the total authorized budget without prior notification of the membership.
 4. The Board shall appoint a member of the Board as financial secretary who shall be authorized to receive monies on behalf of the Association and shall appoint a treasurer to disburse funds for Association purposes in accordance with standard accounting procedures for non-profit organizations.
 5. The Board shall annually appoint an independent review of the financial records of the Association and report such findings to the membership.
- d. Establish and Oversee Association Membership
 1. The Board shall propose the criteria and standards for initial and annual renewal of Association membership for approval by the Association at its annual meeting.
 2. The Board shall receive applications and take action for membership as outlined in Article II of these bylaws, and report annually a roster of members to the Association.

3. The Board shall be responsible for the removal of members who fail to meet the criteria of Article II, Section 3 of these bylaws. Removal shall be by majority vote and reported to the Association.
 4. The Board shall hear and respond appropriately to concerns of members.
- e. Task Group Appointments
1. The Board may determine task groups needed to carry out the Association's mission and appoint appropriate leadership for the task groups.

ARTICLE IV. COMMITTEES

Section 1. Nominating Committee.

- a. Composition. The nominating committee shall be chaired by a Board member designated by the Board. In consultation with the Board, the chair shall recruit at least two committee members who are full members of the Association.
- b. Responsibilities. The nominating committee shall be responsible for nominations to fill the expiring Board officers and liaison positions.
- c. Nominating procedure. Any full member of appropriate character, giftedness, and call may be considered for any position. The nominating committee shall present to the annual meeting of the Association a ballot in printed form with at least one candidate for each position to be filled. Additional nominations for any of the positions specified may be made from the floor, provided that consent has been given by the potential candidate(s). When there are more than two nominees for any position, and no candidate receives a majority vote on the first ballot, the two candidates receiving the highest number of votes shall stand as candidates on the subsequent ballot.

ARTICLE V. MEETINGS

Section 1. Annual Meeting. An annual meeting shall be held during or adjacent to the ECC Midwinter Conference. At the annual meeting, a report shall be submitted by the Board, including a financial report. Election for Board positions shall be held. The budget shall be submitted for action.

Section 2. Other meetings. The Association may gather at other denominational meetings. Meetings of the Association may be called by the president, the Board, or by not less than 20% of the members.

Section 3. Notification of meeting. All meetings shall be announced by written communication to the members at least two weeks prior to the meeting date. Electronic notification is acceptable.

Section 4. Conduct of meeting. The president or vice president of the Board shall serve as chair of any meeting of the members.

Section 5. Voting. Each member, and only members, shall be entitled to cast one vote on any matter at hand at any association meeting of the members. Such votes must be cast in person. Vote by proxy shall not be allowed. All votes shall be by written ballot, unless no objection is raised to taking a voice vote.

Section 6. Quorum. Twenty percent of the membership shall constitute a quorum for the annual

meeting, with a minimum of 20 members. Unless otherwise noted in these Bylaws, ten percent of the membership shall constitute a quorum for any other meeting, with a minimum of 20 members.

Section 7. Rules of Order. Business meetings shall be conducted according to the current edition of Robert's Rules of Order.

ARTICLE VI. AMENDMENTS

Amendments not in conflict with the Association Constitution or the Constitution, Bylaws, principles and policies of the ECC may be adopted by a majority vote of those present and voting in an annual meeting of the Association providing the proposed amendment has been approved by the Executive Board of the ECC and was made available in writing to the members for perusal at least 30 days prior to the Association meeting.