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COVENANT
of
Christian Church (Disciples of Christ)
Northeastern Region
and
Western Association of the New York Conference
of the United Church of Christ

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PREAMBLE

The churches of the western area of the Northeastern Region of the Christian Church (DOC) and the churches of the Western Association of the New York Conference of the United Church of Christ have developed a close and enduring relationship. In our life together we have explored and modeled ways in which our denominations can work together in a spirit of Christian unity. We affirm this covenant as our effort to be faithful to the Ecumenical Partnership between our denominations and our respective denominational polities.

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NAME

The name of this organization is Western New York Area Churches in Covenant (usually referred to as the Western Area, abbreviated WNYACIC).

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FAITH STATEMENT

The Western Area acknowledges as its sole Head, Jesus Christ, Savior and Son of God. It acknowledges as kindred in Christ all who share in this confession. It looks to the Word of God in the Scriptures, and to the presence and power of the Holy Spirit, to prosper its creative and redemptive work in the world. It receives the witness of the Holy Spirit as expressed by the faith of the historic Church, by its creeds, and as reclaimed by the Protestant Reformers. It affirms the responsibility of the Church in each generation to make this faith its own in reality of worship, in honesty of thought and expression, in purity of heart before God, and in pursuit of mission.

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PURPOSES

To express oneness in Christ, to make more effective Christian witness and service, to carry the gospel into our communities and beyond;

To help carry on the work of the western area of the Northeastern Region of the Christian Church (DOC) and the Western Association of the New York Conference of the United Church of Christ;

To deepen the relationship and shared commitments of the Christian Church (Disciples of Christ) and the United Church of Christ as an integral part of the growth in unity of the Church Universal;

To gather churches together on stated occasions for inspiration and fellowship;

To promote spiritual growth, communication, and outreach in ways designed to increase an understanding of the Bible and to nurture a vibrant sense of faith, worth, and participation among congregations and clergy.

45 **ORGANIZATION**

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47 The governance of the Area is vested in its Members who exercise the right of control in all its affairs,
48 subject, however, to the Laws of the State of New York, and the Constitution and Bylaws of the New
49 York Conference United Church of Christ, and the Northeastern Region, Christian Church (Disciples of
50 Christ).

51 **MEMBERSHIP**

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54 Membership in the Western Area will include congregations of the Christian Church (Disciples of
55 Christ) located in Western New York and congregations of the Western Association of the New York
56 Conference of the United Church of Christ.

57 Other congregations in Western New York which subscribe to the purposes of the Western Area
58 may also be voted into membership by a two thirds (2/3) vote of the lay voting representatives and
59 delegates at a Western Area meeting.

60 Each congregation is entitled to be represented at business meetings of the Western Area by its
61 minister or ministers and four (4) lay voting representatives. Churches with more than 250 members will
62 be granted one (1) additional voting representative for each 100 members or fraction thereof in excess of
63 250.

64 All Ministers with Standing in the Northeastern Region, Disciples of Christ who reside in
65 Western New York, or who hold Authorized standing in the Western Association of the New York
66 Conference of the United Church of Christ, are voting delegates.

67 All lay members of the Western Area Council (hereafter referred to as Council or Area Council)
68 are voting members of the Western Area.

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70 **ORGANIZATIONAL OPERATION**

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72 **General**

- 73 1. The annual business meeting will be held at a time set by the Council.
74 2. The fiscal year will be the calendar year.
75 3. Financial records shall be open for inspection by any member of the Western Area and shall
76 be audited annually. Regular financial reports will be made to the Council and at the annual
77 business meeting of the Western Area.
78 4. The Council shall act between Area meetings and shall fill vacancies as required. The
79 Western Area, not separate denominations, shall be responsible for the budget and fund
80 raising for any of its projects.
81 5. All meetings shall be conducted in accordance with the latest edition of Robert's Rules of
82 Order, Newly Revised Edition, unless suspended by a majority vote of the body.
83 6. All meetings of the Council, committees, and task forces shall be open unless a vote of the
84 members present is taken to close a particular meeting or portion thereof. The members of
85 these bodies are expected to convey, informally and formally, their work to their
86 congregations and others as appropriate.

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88 **Meetings**

- 89 1. *Calls to Meetings.*
90 The Moderator:
91 a) shall issue calls for all meetings of the Western Area,
92 b) may call a meeting in consultation with the Council,
93 c) shall call a meeting upon the request of the Council,

- 94 d) shall call a meeting upon the written request of ten per cent (10%) of the churches of
95 the Western Area.
- 96 2. *Meeting notices.* Notices of all meetings shall be issued at least three (3) weeks prior to the
97 dates of such meetings. The Western Area will meet at least once each year. The Council may
98 authorize and call as many additional meetings as it deems advisable. If the governing boards of
99 ten per cent (10%) of member churches request a special meeting, the Council shall call such
100 meeting within thirty (30) days of receiving the request. The meeting agendas will include those
101 matters of common concern. It is recognized that matters pertaining to a specific denomination
102 will be addressed by that denomination, to include ecclesiastical matters such as ministerial and
103 church standing, licensure, ordination, and discipline. Meetings may be called at any time at the
104 discretion of either denomination, and as a matter of courtesy, informing the other denomination
105 of said meeting. They may take place as separate denominational meetings or in the context of a
106 Western Area gathering.
- 107 3. *Quorum.* A quorum shall consist of lay representatives from not less than twenty (20) percent
108 of member churches, together with not less than twenty (20) percent of Authorized Ministers
109 (UCC)/Ministers with Standing (DOC).
- 110

111 Officers

112 The elected officers of the Western Area shall be moderator, assistant moderator, registrar,
113 secretary, and treasurer. These officers shall be elected at the Annual Meeting of the Western Area to
114 serve for a term to begin on January 1st of the year following the meeting at which they are elected
115 through to December 31st per the terms of office.

116 1. *Moderator*

- 117 a) shall have general supervision of the work of the Western Area in cooperation with
118 the Area Council and in consultation with the appropriate judicatory staff.
- 119 b) shall preside at meetings of the Western Area and the Area Council.
- 120 c) may attend all meetings of the committees of the Western Area with voice but no
121 vote.
- 122 d) shall serve as liaison between the Western Area and the denominations involved.
- 123 e) shall appoint special committees as needed or as requested by the Area Council or the
124 Western Area.

125 2. *Assistant Moderator*

- 126 a) shall assist the Moderator and, when requested by the Moderator or in the
127 Moderator's absence, act as Moderator.
- 128 b) shall assume all rights and duties of the Moderator when a vacancy occurs in the
129 office of Moderator. The Assistant Moderator shall remain in this office until it is
130 filled by the Area Council.
- 131 c) may attend all meetings of the committees of the Western Area with voice but no
132 vote.
- 133 d) shall coordinate the program offerings and organization of area meetings along with
134 the representative(s) from the host church and the Area Council.

135 3. *Secretary*

- 136 a) shall cause to be issued notices of meetings of the Western Area and Area Council.
- 137 b) shall keep and preserve accurate minutes of meetings, including registration records,
138 of the Western Area and Area Council.
- 139 c) shall ensure that copies of official minutes and reports of the Western Area and Area
140 Council are filed in and disseminated through the Western Area office.
- 141 d) shall prepare and disseminate the official correspondence of the Western Area.
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4. *Registrar*
 - a) shall maintain accurate rolls of member churches and authorized ministers/ministers with standing.
 - b) shall assure the rolls of member churches and authorized ministers/ministers with standing are filed in the Western Area office.
 - c) shall register attendance at Western Area meetings and provide a copy to the Secretary.
 - d) shall certify quorums at meetings when necessary.
 5. *Treasurer*
 - a) shall receive and administer all funds of the Western Area in accordance with procedures established in consultation with the Finance Committee of the Western Area and approved by the Area Council.
 - b) shall make regular financial reports to the Area Council and a report to the Annual Meeting of the Western Area.
 - c) shall oversee an annual/bi-Annual audit.
 6. *Ecumenical Officer*

An ecumenical officer shall be appointed by the Council and is responsible for ecumenical and interfaith matters. The Ecumenical Officer shall:

 - a) work in partnership with staff persons of the denominations that participate in the covenant.
 - b) represent the Western Area on the Board of Governors of the Network of Religious Communities.
 - c) serve as liaison with ecumenical officers of other denominations.

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Terms of Office

1. All officers, except where noted, shall be elected for terms of two (2) years, and may serve no more than two consecutive terms. The Registrar and the Treasurer shall be elected for two-year terms and may serve no more than four (4), full consecutive terms.
2. The denominational lay members at large to the Council shall be elected for terms of two (2) years and may serve no more than two (2) consecutive elected terms.
3. All officers shall be eligible for re-election after a period of one (1) year has passed.
4. The ecumenical officer shall be appointed for a term of three (3) years and may serve no more than two consecutive terms.
5. The Council may declare a position vacant when an individual has consistently shown a lack of effort to fulfill the responsibilities of that position.

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The Council

- The Council shall function as the executive body of the Western Area. Voting members shall be:
- a) the five (5) elected officers named above,
 - b) three (3) at large lay representatives (two UCC and one DC) who shall reflect the lay perspective of congregations,
 - c) one (1) representative of each of the Area Committees,
 - d) one (1) representative of the Christian Women's Fellowship of Western New York (Disciples of Christ),
 - e) one (1) youth and one (1) adult representative of Western Area Youth (WAY),
 - f) one (1) representative of the Church and Ministry Committee of the Western Association,
 - g) one (1) representative of the Western Region Commission on the Ministry of the Northeast Region, Disciples of Christ.

192 h) *Quorum*. Five voting members will constitute a quorum for meetings of the Council.
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194 *Ex officio* members without vote shall be:

- 195 a) the ecumenical officer,
- 196 b) one (1) representative each of the United Church Home Inc. dba Plymouth
197 Crossroads, the United Church Home Society, Inc. and the Dunkirk Camp &
198 Conference Center,
- 199 e) Judicatory staff members of participating denominations may attend Council
200 meetings as advisors without vote.
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202 ***Committees***

203 The ministry of the Western Area shall be done through committees, and/or task forces, including, but not
204 restricted, to the following:

- 205 1. Community Ministries Committee
- 206 2. Finance Committee
- 207 3. Nominating Committee
- 208 4. Personnel Committee

209 Quorum for committee meetings shall be fifty (50) percent of committee membership.
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211 **Committee Specifics:**

- 212 1. **Community Ministries Committee** shall consist of four (4) members elected for two-year
213 terms at the Annual Meeting of the Western Area, for a maximum of three (3) consecutive
214 terms. The Committee is responsible for evaluating and funding ministries in WNY.
- 215 2. **Finance Committee** shall consist of six (6) members elected on a two-year rotating basis at
216 the Annual Meeting of the Western Area for a maximum of three (3) consecutive terms. The
217 treasurer is an *ex-officio* member. This committee shall present an annual budget to the
218 Council for recommendation to the Western Area. The Committee shall also be responsible
219 for periodic review of the budget. The Committee shall promote, manage, and administer the
220 Endowment Fund, which holds its legal identity in the Western Association, in accordance
221 with the established Endowment Fund Plan of Operation to enhance the ministries of the
222 Western Area. The Committee shall conduct an audit of all financial funds on an annual/bi-
223 annual basis. It shall appoint a member to be a representative to the Council.
- 224 3. **The Nominating Committee** shall consist of three members elected on a two-year rotating
225 basis at the Annual Meeting of the Western Area for a maximum of three (3) consecutive
226 terms. The Committee shall appoint a representative to the Council. The Nominating
227 Committee shall present to the Annual Meeting of the Western Area a slate of nominees for
228 the officers, at-large lay representatives to the Council (two UCC and one DOC), and the
229 members of the standing committees. The Committee shall make recommendations to the
230 Council for filling vacancies between annual meetings.
- 231 4. **Personnel Committee** shall consist of three members elected on a two-year rotating basis at
232 the Annual Meeting of the Western Area for a maximum of three (3) consecutive terms. The
233 Committee shall complete an annual review of all personnel.
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235 **Periodic Review**

236 The Western Area Council shall authorize a review of this Covenant to determine if it continues
237 to give expression and direction to the life and ministry of the Western Area. This review shall take place
238 at least once every decade.
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240 **Resolutions**

241 Procedures for accepting, distributing, and approving resolutions shall be developed by the
242 Council.

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244 **Electronic Meetings**

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246 Notwithstanding any provision in this Covenant that provides that a meeting is to be held in person, the
247 Council is authorized to determine that meetings of the members of the Council, annual meeting or any of
248 its Committees may be held by means of electronic communication, pursuant to Religious Corporations
249 Law section 28.

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251 **Indemnification Clause**

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253 Pursuant to Section 722 and Section 723 of the New York State not-for-Profit Corporation Law, the
254 corporation is hereby authorized to indemnify and hold harmless any person made, or threatened to be
255 made, a party to an action or proceeding by or in the right of the corporation to procure a judgment in its
256 favor, whether civil or criminal, by reason of the fact that he, his testator or intestate is or was a director
257 or officer of the corporation, or is or was serving at the request of the corporation as a director or officer
258 of any other corporation of any type or kind as more fully set forth in Section 722 of the Not-for-Profit
259 Corporation Law.

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261 **Amendments**

262 Amendments to this Covenant may be proposed by the Area Council or by at least ten percent
263 (10%) of the Western Area churches. Proposed amendments shall be submitted in writing to the Council
264 at least 60 days prior to the Western Area meeting at which they are to be considered. Notice of such
265 amendments shall be transmitted in writing, either electronically or via postal service, to each member
266 church and Authorized/Ministers with Standing of the Western Area at least 30 days prior to the Western
267 Area meeting at which they are to be considered. Amendments to this covenant shall require a two thirds
268 2/3 affirmative vote of those present eligible voters.

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270 This Covenant was originally adopted on November 9, 1986.

271 This Covenant has been amended on the following dates: November 5, 1989
272 February 18, 1990
273 October 19, 1991
274 November 8, 1998
275 February 24, 2007
276 May 3, 2025
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