

CONSTITUTION AND BY-LAWS

OF

STEPHEN TROWEN NAGBE UNITED METHODIST CHURCH

(Amended - 2024)



TABLE OF CONTENTS

	page
I. ARTICLE 1 – PREAMBLE.....	1
II. ARTICLE 2 – DESCRIPTION, PURPOSE, & GOAL	1
Section 1 – Description	1
Section 2 – Purpose	1
Section 3 – Goals.....	2
III. ARTICLE 3 – HEADQUARTERS AND EXISTENCE.....	2
Section 1 – Headquarters.....	3
Section 2 – Operations/Functions.....	3
Section 3 – Existence.....	3
IV. ARTICLE 4 – MEMBERSHIP.....	3
Section 1 – General Membership and Eligibility Criteria.....	3
Section 2 – Qualification for Membership.....	3
Section 3 – Termination and Reinstatement of Membership.....	4
V. ARTICLE 5 – ORGANS, COMPOSITION, AND FUNCTIONS.	4
VI. ARTICLE 6 – OFFICERS AND DUTIES.....	9
Section 1 – Positions	9
Section 2 – Responsibilities/Functions.....	10
VII. ARTICLE 7 – MEETINGS AND QUORUM	13
VIII. ARTICLE 8 – TERMS OF OPERATION.....	15
Section 1 – Scope of Operation.....	15
Section 2 – Revenue Generation.....	15
Section 3 – Compensation, Wages, and Salary	16

	Section 4 – Authority	16
IX.	ARTICLE 9 – FINANCES.....	16
	Section 1 – Sources of Revenue	16
	Section 2 – Guidelines for Revenue Generation.....	17
	Section 3 – Membership Dues and Schedule	18
	Section 4 – Collection and Disbursement of Funds.....	18
	Section 5 – Bank Account.....	19
X.	ARTICLE 10 – ELECTIONS AND TENURE OF OFFICE.....	20
	Section 1 – Eligibility.....	20
	Section 2 -Method/Procedure of Ascendency to Office.....	21
	Section 3 – Election Commission.....	21
	Section 4 – Tenure of Office	21
	Section 5 – Vacancies.....	22
XI.	ARTICLE 11 – CODE OF CONDUCT	22
	Section 1 – Roles and Functions.....	22
	Section 2 – Fellowship Standards.....	22
	Section 3 – Procedure For Disciplinary Actions and Appeal.....	22
XII.	ARTICLE 12 – AMENDMENT.....	24
XIII.	ARTICLE 13 – DISSOLUTION.....	25
XIV.	ARTICLE 14 – MISCELLANEOUS.....	25
XV.	CONSTITUTION REVIEW COMMITTEE/SIGNATURES.....	25

ARTICLE 1 – PREAMBLE

We, the distant members of the Stephen Trowen Nagbe United Methodist Church (also referred to as S.T. Nagbe UMC) of the Liberia Annual Conference, united by our common goals, shared values, and concerned with the growth and development of S.T. Nagbe UMC/LAC establish this constitution to govern our organization known as the Stephen Trowen Nagbe United Methodist Church Distant Members Fellowship, Inc. (hereinafter referred to as the “Fellowship”). As we seek to provide a clear framework for leadership, membership responsibilities, and operational procedures, this document shall serve as the foundation for our endeavors, ensuring transparency, accountability, and pursuit of our common good.

ARTICLE 2- DESCRIPTION, PURPOSE, & GOALS

Section 1– Description

The S.T. Nagbe United Methodist Church Distant Members Fellowship shall be a nonprofit, nonpolitical, religious, and charitable organization of Christian believers and individuals who are interested and desire to join the discipleship of Jesus Christ.

Section 2–Purpose

The purpose of the Fellowship shall be to:

- a) Encourage and strengthen Christ-like behavior and promote unity and solidarity among the various ministries within the Fellowship and the church.

- b) Preserve, protect, and promote the values and principles for which the Stephen Trowen Nagbe United Methodist Church was established as a part of the United Methodist Church family within the Liberia Annual Conference.
- c) Engage in and facilitate programs for the enhancement of the growth and development of members of the Fellowship and the church.
- d) Christian discipleship.
- e) Continuously seek to enhance the welfare of members.

Section 3– Goals

The Fellowship desires to coordinate with the S.T. Nagbe United Methodist Church in Liberia and other organizations to achieve the following:

- a) Reconfirm, reaffirm, and renew our covenant to faithfully participate in the ministries of the church by our presence, our prayers, our gifts, our service and our witness.
- b) Promote and encourage Christian values amongst members.
- c) Strengthen the church’s capacity to win souls to Christ.
- d) Engage in activities and programs that will promote growth and development amongst members within the Church; and
- e) Rely on the divine guidance of God through Scripture, Tradition, Reason, and Experience for our existence in the United States and other parts of the world.

ARTICLE 3- HEADQUARTERS AND EXISTENCE

Section I– Headquarters

The administrative headquarters of the Fellowship shall be located in Chicago, IL, USA.

Section II– Operations/Functions

The business activities of the Fellowship shall be legally conducted throughout the United States of America and other parts of the world. All operations/functions of the Fellowship shall conform to the principles and guidelines of section 501 (c) (3) of the Internal Revenue Code of the United States of America and the objectives of the Fellowship as stated in the constitution.

Section III– Existence

The Stephen Trowen Nagbe United Methodist Church Distant Members Fellowship shall have perpetual existence. The existence of the Fellowship shall be guided by the S.T. Nagbe United Methodist Church.

In the event of a decision relating to regionalization of the Annual Conference/Local Church, the STNDMF shall convene an emergency virtual General Assembly to decide the position of the organization. The virtual General Assembly shall be called within one month of the decision by the Annual Conference/Local Church.

ARTICLE 4- MEMBERSHIP

Section I– General Membership and Eligibility Criteria

Membership of the Fellowship shall be opened to all members of S.T. Nagbe United Methodist Church of Liberia who are residing outside of Liberia, and persons from other United Methodist local churches and congregations. Interested persons from other Christian denominations may join as associate or affiliate members provided, they subscribe to the purpose of the Fellowship as prescribed in Article 2.

Section II– Qualification for Membership

- a) Membership shall be granted upon receipt of an application through information from the local church, or through referral from a member of the Fellowship
- b) Associate membership shall be granted to all United Methodists who are interested in becoming members of the Fellowship
- c) Affiliate membership shall be granted to all Christians who are interested in becoming members of the Fellowship.

Section III– Termination and Reinstatement of Membership

The Fellowship reserves the right to terminate the membership of any member for any or all of the following reasons:

- a) Failure to abide by the constitution and norms of the Fellowship
- b) Members life and conduct are not pleasing or in accordance with the statement of the faith in a way that brings the Fellowship into disrepute.
- c) Commission of illegal such as an act of felony and/or immoral behavior that disparages the Fellowship. Despite actions that terminate membership; the Fellowship shall keep such persons in prayer and encourage/support them to overcome personal challenges
- d) A person may be reinstated into membership upon reapplication for membership and satisfaction of reason or reasons for termination, and approval by the membership committee.

ARTICLE 5- ORGANS, COMPOSITION, AND FUNCTIONS

Section 1: Organs

The principal organs of the Fellowship shall be the General Assembly, The Executive Council, The Executive Committee, The Board of Directors, The Council of Elders, Standing Committees, and Regions/Chapters.

- a) **The General Assembly** (Assembly); is the total membership of the Fellowship. It is the highest decision body of the Fellowship.
- b) **The Executive Council** is a collective of all elected officials representing the General Assembly with the various responsibilities:
 - i. The Executive Council shall be responsible for the day-to-day administration and operation of the Fellowship.
 - ii. The Executive Council shall meet regularly.
- c) **The Executive Committee** is the governing body of the Fellowship which is composed of key leaders and executives within the Fellowship. It shall be comprised of the following:
 - 1) Elected Officers,
 - 2) Heads of Regions,
 - 3) Heads of Chapters,
 - 4) Heads of Standing Committees and
 - 5) Heads of Ad Hoc Committees.
- d) **The Executive Committee** shall have the power to:
 - 1) Conduct the day-to-day affairs of the Fellowship.

- 2) Implement decisions and policies of the Assembly, the Board of Directors, and the Council of Elders.
- 3) Prepare the Fellowship's budget with the advice and consent of the Board of Directors for the approval by the Assembly.
- 4) Call emergency meetings.
- 5) Perform all other duties that may be assigned to it by the Assembly and Board of Directors.

e) Board of Directors

The Board of Directors shall constitute five (5) members but not more than 9. In the case of nine (9) members, 6 shall be full members of the S.T. Nagbe UMCDMF. The remaining 3 members shall come from the General Christian community.

The Board of Directors shall have the following functions.

- 1) Advance the purpose, mission, and objectives of the Fellowship.
- 2) Formulate policies for its operation.
- 3) Oversee and evaluate performance of the Executive Council and the Executive Committee.
- 4) Undertake major fundraising activities.

f) Council of Elders

The Council of Elders shall serve as the arbiter of conflicts and corrections. They shall ensure equality, justice, and fairness within the Fellowship.

- 1) The Council of Elders shall consist of three (3) and not more than five (5) members in good standing, faithful, available, willing, and able to provide guidance to the fellowship.

- 2) The Council of Elders shall report the chairperson of any committee to the Board of Directors whenever he/she is inactive within a quarter. A repeat offender shall be replaced.
- 3) Whenever the chairperson of the Board or any Board member is inactive within a quarter, the Secretary of the Board shall refer the matter to the Council of Elders for intervention; if unable to find a resolution, they shall refer the matter to the General Assembly. A repeat offender shall be replaced.
- 4) When the chairperson or any member of the Council of Elders is inactive, the matter shall be referred to General Assembly for a resolution.
- 5) Members of the Council shall be elected by the Fellowship upon nomination by the Membership and Outreach Committee.
- 6) The Council of Elders shall investigate all matters pertaining to the violation of the constitution and submit recommendations to the Fellowship for immediate action.

g) Standing committees

The Standing Committees shall comprise of the following committees:

- 1) Membership and Outreach Committee
- 2) Spiritual Growth Committee
- 3) Communications and Public Affairs Committee
- 4) Program Committee
- 5) Finance Committee.

h) . The Membership and Outreach Committee shall have the following functions:

- 1) Recruit and maintain contact with members.

- 2) Initiate programs geared to promoting and enhancing the welfare of members.
 - 3) Collaborate with the Spiritual Growth Committee.
 - 4) Give status update to the Fellowship on members welfare, job status among others.
- i) . **The Spiritual Growth Committee** shall have the following functions:
- 1) Encourage and promote viable spiritual programs.
 - 2) Implement programs aimed at the growth and development of the Fellowship and its members.
 - 3) Foster healthy interaction among leaders and members of the Fellowship.
- j) . **Communication and Public Affairs Committee** shall have the following functions:
- 1) Promote the image of the Fellowship.
 - 2) Create and implement publicity for all programs.
 - 3) Manage the Fellowship's website.
 - 4) Gather and analyze information concerning the church and report same to the Fellowship.
- k) . **Program Committee** shall have the following functions:
- 1) Plan, develop, facilitate, and implement programs and events of the Fellowship
 - 2) Identify program content, program participants including but not limited to program presiders, awards, presenters, dignitaries, and special guests
 - 3) Prepare program budget for approval.
 - 4) Submit program suggestions and recommendations to the General Assembly or Executive Committee for discussion and approval.
- l) **Finance Committee** shall have the following functions:

- 1) Prepare and Implement budget after approval by the General Assembly/Executive Committee.
- 2) Recommend and maintain appropriate fiscal policies for the fellowship.
- 3) Prepare a quarterly financial report of all receipts and disbursements for business meetings.
- 4) Provide an annual report of all financial activities (receipts, disbursements and investments) to the fellowship.
- 5) Assist the Ad Hoc Audit Committee as requested.
- 6) Provide input on non-budgeted items, advise on budget revisions or adjustments, consider special offerings, and make recommendations concerning these issues to the General Assembly/Executive Committee.
- 7) Advise the Fellowship on financial transactions as to soundness and effect on the financial structure and standing of the Fellowship.
- 8) Advise the fellowship on financial matters.

ARTICLE 6 – OFFICERS AND DUTIES

Section I – Positions

The Fellowship shall have the following positions:

- a) President
- b) Vice President
- c) General Secretary
- d) Financial Secretary
- e) Treasurer

f) Chaplain

Only persons who have paid their dues and assembly fees are eligible to vote at the assembly.

Section II – Responsibilities/Functions

a) President

- 1) The President shall be elected by a simple majority vote of registered members of the fellowship in person at the General Assembly or through a virtual voting process, as determined by the fellowship's election commission.
- 2) The President shall be a member in good standing demonstrating good moral character with an even temperament and a strong financial commitment to the fellowship, having paid all membership dues, and maintaining a reputation consistent with the values and principles of the organization.
- 3) The President shall serve as the principal representative and official spokesperson of the fellowship, and Secretary to the Board of Directors.
- 4) The President shall convene and preside over all meetings with authority to designate a proxy in his/her absence.
- 5) The President shall submit a comprehensive annual report to the fellowship and the Board of Directors, summarizing the organization's accomplishments, challenges, and financial performance.
- 6) The President shall serve as ex-officio of all committees.

b) . Vice President

- 1) The Vice President shall be elected by a simple majority vote of registered members of in persons at the General Assembly or through a virtual voting process,

as determined by the fellowship's electoral procedures or policy.

- 2) The Vice President shall serve as the principal deputy to the President, assuming the duties and responsibilities of the President in his/her absence and provide support to the President in the execution of his/her duties, and other duties assigned by the President and Board of Directors.
- 3) In the event of a vacancy in the office of the President due to death, incapacitation, resignation, or impeachment, the Vice President shall assume the office of the President and serve out the remaining term, until new elections are held. Such assumption of office shall not constitute a full term, and the Vice President shall hold the office of the President until a successor is duly elected and installed.
- 4) The Vice President shall be a Category B authorized signatory to the Fellowship's bank accounts.

c) . Secretary

- 1) The Secretary shall be elected by a simple majority of registered voters.
- 2) In the event of a vacancy in the office of the President and the Vice President due to death, incapacitation, resignation, or impeachment, the Secretary shall assume the duties and responsibilities of the office, serving as Acting President, as the case may be. In such circumstances, the Board of Directors shall convene a special election within a period of one month to fill the vacancies.
- 3) The Secretary shall be the chief custodian of the Fellowship's records.
- 4) The Secretary shall prepare, read minutes, and send out citations for all meetings in consultation with the President.
- 5) The Secretary shall serve as a member of the Communication Team.

d) . The Financial Secretary

The Financial secretary shall have the following functions:

- 1) Submit a quarterly (3 months) financial report to the Fellowship, and the Board of Directors.
- 2) The Financial Secretary shall prepare and submit a comprehensive annual report at the end of the fiscal year,
- 3) The Financial secretary is responsible for ensuring the implementation and maintenance of financial management systems in all regions and chapters, promoting financial transparency, accountability, and discipline.
- 4) The Financial Secretary shall serve as a member of the Finance Committee and be authorized as a signatory to the fellowship's bank accounts.

e) . The Treasurer

The Treasurer shall have the following functions:

- 1) Overseer of the Fellowship funds.
- 2) Make deposits of funds collected in support of the budget and disburse funds for authorized expenditures.
- 3) Submit an annual Treasurer's report to the Fellowship, a bi-annual report to the Board of Directors and brief the Executive Committee on the financial status of the Fellowship.
- 4) Serve as a member of the Finance Committee.

f) . The Chaplain

The Chaplain shall have the following functions:

- 1) Lead and coordinate all spiritual activities and programs of the fellowship, including but not limited to worship services, prayer meetings, Bible studies, and pastoral care, providing spiritual guidance and support to members, and fostering a strong spiritual foundation for the fellowship.
- 2) Serve as chairperson of the Spiritual Growth Committee.

ARTICLE 7-MEETINGS AND QUORUM

Section I– Meetings

a) . General Assembly

- 1) The General Assembly shall convene every two years.
- 2) The date and venue of the General Assembly shall be determined by a two-thirds majority vote of the General Assembly.
- 3) The Assembly shall meet virtually in a general meeting to address pertinent issues.
- 4) In cases of emergency, the Executive Council shall convene/call a virtual Assembly meeting to find an amicable solution to the emergency.

b) . Executive Council

- 1) The Executive Council shall meet regularly as agreed upon by its members.
- 2) The Council shall convene emergency meetings, when necessary.
- 3) All members of the Executive Council are required to attend all regular and called/emergency meetings.
- 4) Two-thirds of all members of the Executive Council present at a duly announced meeting shall constitute a quorum. All decisions made at a duly announced meeting shall be binding.

c). Executive Committee

- 1) The Executive Committee shall meet regularly as agreed upon by its members.
- 2) The Committee shall convene emergency/called meetings.
- 3) The president or his/her designee shall preside over all meetings.
- 4) All members of the Executive Committee are required to attend all regular and called/emergency meetings.
- 5) Two-thirds of all members of the Executive Committee present at a duly announced meeting shall constitute a quorum. All decisions made at a duly announced meeting shall be binding.

d) . Board of Directors

- 1) The Board of Directors shall physically meet annually and hold teleconferences as often as necessary to carry out the business of its functions.
- 2) The Board shall convene emergency meetings, when necessary, for the purpose of resolving situations that may have the potential of adversely affecting the smooth operation of the Fellowship.
- 3) The Chairperson of the Board or his/her designee shall preside over regular and emergency meetings. In case of dereliction of duty or impeachment proceedings, the most senior member of the Board shall preside.
- 4) Two-thirds of all members of the Board of Directors present at a duly announced meeting shall constitute a quorum. All decisions made at a duly announced meeting shall be binding.

e). The Council of Elders

- 1) The Council of Elders shall meet monthly or as often as necessary to carry out the business of its functions.
- 2) The Council shall convene emergency meetings, when necessary, for the purpose of resolving conflicts and ensuring correctness.
- 3) Two-thirds of all members of the Council of Elders present at a duly announced meeting shall constitute a quorum. All decisions made at a duly announced meeting shall be binding.

f) . Regions/Chapters

- 1) Each Region/Chapter shall meet in a manner or at an interval convenient to its members and officials, provided that such shall not contravene the Constitution and By-laws of the Fellowship.
- 2) Representation from two-third of the Region or Chapter shall constitute a quorum to carry on the business of the region. All decisions, except impeachment proceedings for elected officer(s) and expulsion of member(s), shall be made by a simple majority vote present.

ARTICLE 8- TERMS OF OPERATION

Section I – Scope of Operation

The Fellowship’s activities and functions shall be carried out where the Fellowship is duly registered.

Section II– Revenue Generation

The Fellowship, through its functionaries, is empowered to solicit and/or carry out activities through, and within public entities, the general public, private groups and individuals

for the primary purpose of raising needed revenue to fund its programs.

Section III– Compensation, Wages, and Salary:

The Fellowship is a charitable organization that exists for the purpose of promoting the efforts of the Christian community. Services rendered to the Fellowship by its officers, members, and auxiliary functionaries shall be on a voluntary basis without compensation or pay.

Section IV– Authority

The Fellowship shall have the right to enter contracts, acquire and own assets either by purchase, donation, and gift or in any lawful form in the best interest of the Fellowship. The Fellowship may sell, transfer, encumber, assign and dispose of assets so acquired in any form and manner that may be deemed suitable and in the best interest of the Fellowship’s existence, provided the Constitution and by-laws of the Fellowship or the laws of the place where the asset is located do not prohibit such action and such does not affect the perpetual existence of the Fellowship.

ARTICLE 9- FINANCES

Section I– Sources of Revenue

- a) The Fellowship relies on various sources of revenue to support its existence and activities. Those sources include gifts, donations, membership dues, grants, and collections from special programs, special taxations, and all other legitimate sources.
- b) The Fellowship is committed to faithful stewardship. It shall use its resources wisely and responsibly and shall promote transparency and accountability.

Section II–Guidelines for Revenue Generation

- a) Gifts and donations- The Fellowship may accept gifts and donations from individuals, groups, or institutions who share its vision and mission. These gifts and donations can be in the form of cash, goods, services, or property. The Fellowship shall acknowledge and appreciate the generosity of its donors and shall use the funds in accordance with its principles, aims, and objectives.
- b) Membership dues- The Fellowship shall impose membership dues on its members. Members shall pay a yearly fee to help cover operational costs of the Fellowship. Due paying members shall enjoy certain benefits and privileges.
- c) Grants- The Fellowship may apply for grants from various foundations, agencies, or institutions that offer funding for projects or programs that align with the Fellowship's goals and values. The Fellowship shall follow the guidelines and requirements of the grantors and shall report on the outcomes and impacts of the funded projects or programs.
- d) Collections from special programs- The Fellowship may organize special programs, such as workshops, seminars, conferences, retreats, or festivals, that aim to educate, inspire, or engage its members and the public. The Fellowship may charge a reasonable fee or collect a voluntary contribution from the participants or attendees of these programs to cover the expenses and generate some income.
- e) Special taxations -The Fellowship may impose a special taxation on its members or affiliates to raise funds for a specific purpose or cause that is approved by the Fellowship's governing body. The special taxation is voluntary, transparent and subject to the consent and accountability of the members or affiliates.

- f) The special taxation fund shall be used exclusively for the purposes stated in this article and shall not be commingled with any other funds of the Fellowship.
- g) The fund shall be audited by an independent auditor at the end of each fiscal year and the audit report shall be presented to the General Assembly or the Board of Directors, as the case may be.
- h) All assembly fees shall be paid prior to the General Assembly. Members who do not pay their assembly fees voting rights shall be suspended until all financial obligations are met except for special cases.
- i) All other legitimate sources- The Fellowship may explore and utilize any other legitimate sources of revenue that are consistent with its vision, mission, and values and shall not violate any laws or regulations. The Fellowship shall maintain high standards of ethics and professionalism in its fundraising and financial management.

Section III– Membership Dues and Schedule

- a) Membership due shall be \$60 per annum (that is \$5.00 per month).

Membership dues shall be paid monthly, quarterly, simi-annually, or annually

Section IV– Collection and Disbursement of Funds:

- a) The Financial Secretary and the Treasurer shall maintain accurate and complete records of the Fellowship Financial transactions and prepare periodic reports. The Financial Secretary shall collect all monies. The Treasurer shall deposit monies collected by the Financial Secretary into the Fellowship’s account.

- b) The Treasurer shall disburse funds in accordance with the Fellowship's constitution and By-laws.
- c) An annual audit of all accounts shall be conducted by an independent Auditor and reports presented to the Fellowship's members and Affiliates.
- d) The Fellowship shall comply with all the tax obligations and reporting requirements applicable to its legal status and operations.

Section V– Bank Account

- a) The Fellowship shall establish a bank account with a reputable financial institution. The account shall be in the name of the Fellowship and shall have the Fellowship's legal address and contact details.
- b) The Fellowship shall ensure that its bank account is operated in a secure and efficient manner and all transactions are properly authorized and documented. The Fellowship shall adopt the following procedures for managing its bank account.
- c) **Signatories-** There shall be two categories of signatories (A and B).
 - i. The A category shall comprise of the President and the Vice President, and the B category shall comprise of the Treasurer and the Financial Secretary.
 - ii. The signatories shall be appointed by the Executive Committee and their names and signatures shall be registered with the bank. Any change in the signatories shall be communicated to the bank in writing and with the approval of the Executive Committee.
- d) **Withdrawal-**The Fellowship shall withdraw funds in the following manner:

All withdrawals from the Fellowship's account shall be done by the President or Vice President and Treasurer or Financial Secretary.

- i. No withdrawal shall be made without a written request signed by **two signatories, one from each category**. The request shall specify the amount, the purpose, and the beneficiary of the withdrawal.
- ii. Withdrawal request shall be accompanied by supporting documents, such as invoices, receipts, contracts, or vouchers, as applicable. The request shall be approved by the Executive Committee, or a sub-committee delegated by the Executive Committee for this purpose. The withdrawal shall be recorded in the Fellowship's cash book and ledger and reconciled with the bank statement on a monthly basis.

ARTICLE 10- ELECTIONS AND TENURE OF OFFICE

Section I– Eligibility

- a) As stipulated in the Constitution and By-Laws, the election of officers for the fellowship shall be conducted in a fair and transparent manner.
- b) Associate and Affiliate members shall not be eligible for elected position. They are eligible to serve on committees.
- c) To participate in this process, members must be in good standing, having met their financial obligations by paying their meeting dues in full. Members who have fulfilled these requirements shall be eligible to:
 - i. Cast their votes in the election
 - ii. Seek election to any office in the fellowship

Section II– Method/Procedure of Ascendency to Office

All elections for officials of the Fellowship shall be conducted through secret ballots, ensuring the privacy and confidentiality of members' votes. The winner of each election shall be determined by a simple majority, where the candidate with the most votes shall be declared the winner.

The elections for officers of all Regions/Chapters shall be conducted in accordance with the rules and regulation established by each region/chapter, provided that such rules and regulations are in conformity with the provisions of the Constitution and By-laws of the Fellowship. The officers of the branch shall be referred to as Chairperson, Vice Chairperson, Secretary, Assistant Secretary, Financial Secretary, Assistant Financial Secretary (if necessary that such office exists.), Treasurer and Chaplain.

Section III– Election Commission

The President, in consultation with the Board of Directors and the Council of Elders, shall appoint members to the Election Commission. The Election Commission shall be responsible for:

- a) Formulating election guidelines to govern the election process
- b) Oversee elections
- c) The Commission shall be dissolved by the President within 30 days after the election, through a formal communication to its members.

Section IV– Tenure of Office

The tenure of office for any elected position in the Fellowship shall be two (2) years. No

elected officer shall succeed himself/herself for more than two consecutive terms.

Section V– Vacancies

In the event of a vacancy in any elected position, the Fellowship shall fill the vacancy on a provisional basis until the next regular meeting, at which point elections shall be held to fill the position and complete the term of office.

For appointed positions, vacancies shall be filled by the President, in consultation with the Board of Directors and Council of Elders.

ARTICLE 11- CODE OF CONDUCT

Section I– Roles and Functions

The Code of Conduct is a set of guidelines and principles that define the expected behaviors and ethical standards for all members, officials, affiliates, and associates of the S. T. Nagbe Distant Members Fellowship.

- a) The **Council of Elders** shall be responsible for resolving conflicts and shall uphold the code of conduct by presiding over special sessions to ensure policies and resolutions are implemented.
- b) The officers, regional branches, and members of the organization shall adhere to the principles of professionalism, integrity, cooperation, and respect in carrying out their duties and responsibilities. They shall also uphold the vision, mission, goals, and objectives of the organization and promote its interests and welfare.

- c) Any violation of the code of conduct or the constitutional provisions of the organization shall be subject to disciplinary action, as prescribed by the **Council of Elders** and recommended to the Fellowship depending on the nature and severity of the offense.

Section II – Fellowship Standards

As a Christian organization, the DMF shall conform to the principles and values of Jesus Christ as espoused in the Bible. These principles and values include, but are not limited to, respect for one another, love, peaceful coexistence, justice, faithful stewardship of all resources, community building and living, responsible leadership, accountability, among others.

Section III– Procedure for Disciplinary Actions and Appeals:

- a) Any member who wishes to file a complaint against an official, group of officials, or another member for breach of constitutional provision must submit a written and signed statement about the alleged violation of the grounds and evidence of the complaint to the **Council of Elders**.
- b) The **Council of Elders** shall review the complaint and decide whether to proceed with an investigation or dismiss the complaint. As the Council of Elders investigates, it shall invite the accused official or group of officials to appear before it and present their defense concerning such complaint.
- c) The **Council of Elders** shall conduct an investigation, make a decision, and notify the complainant and the accused of its decision in writing.
- d) Any official, group of officials, or members who fail to submit to the **Council of Elders** upon invitation for breach of constitutional responsibilities shall be deemed to have waived their right to defend themselves and shall be subject to disciplinary action as the

Council may deem fit. The **Council** shall notify the **Executive Committee** of the outcome of the investigation and the action taken.

- e) If the **Executive Committee** finds the complaint to be valid and not resolved, it shall refer the matter to the **Fellowship** for further action.
- f) The **Fellowship** shall notify the accused member in writing of the charge/charges and the evidence against him or her and give him or her an opportunity to respond within 15 days of receipt of the notice.
- g) If the **Fellowship** does not receive a response within 15 days, it shall vote by secret ballot on whether to uphold or overturn the decision of the **Council of Elders**. A two-thirds majority of the votes cast shall be required to overturn the decision. The decision of the **Fellowship** shall be communicated to the accused member and the complainant within 10 days of the meeting. The **Fellowship's** decision then becomes **FINAL**.
- h) **Code of Conduct/Bylaws**

ARTICLE 12 – AMENDMENT

- a) The Constitution may be amended whenever a petition is filed by 2/3 of the Regions/Chapters through the Board of directors or 50% of the registered voting members. An ad hoc Election Commission shall be commissioned to supervise the amendment proceedings.
- b) Proposed constitutional amendment shall be accompanied by a statement clearly giving justifiable reasons necessitating such amendment. Each proposed amendment shall be voted for separately.

ARTICLE 13 – DISSOLUTION

In the event of a dissolution, the assets of the Fellowship shall be made available to settle all of the Fellowship’s liabilities. Once all liabilities of the Fellowship have been settled, the residues shall be transferred to S.T. Nagbe United Methodist Church in Monrovia, Liberia, provided any procedure and/or method adopted for the disposition of the residue does not contravene existing laws

ARTICLE 14 – MISCELLANEOUS

The Constitution and By-laws shall come into effect after ratification by 2/3 majority of the membership present at the general meeting or general assembly.

The Fellowship shall maintain its identity with the S. Trowen Nagbe UMC in Monrovia, Liberia.

Adopted on the ____ day of month, 2024 in the United States of America by the General Assembly meeting in the city of Philadelphia, Pennsylvania, the United States of America.

THE CONSTITUTION REVIEW COMMITTEE:

Rev. Dr. Levi C, Williams II – (Chairperson) _____

Dr. Lolita Tuopay-Jones – (Co-chairperson) _____

Sis. Musu Kennedy – (Member) _____

Bro. Samuel Wuo – (Member) _____

Bro. Hamilton Zinnah (Member) _____

Bro Eddie Harris (Member) _____

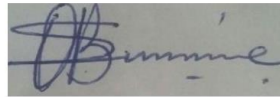
Bro. I. Ezax Smith (Member) _____

Rev. Henry S. Dolopei (Secretary) _____

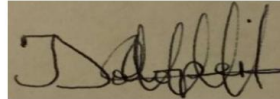
Bro. Dartor Bolo (Ex Officio) _____

ORIGINAL SIGNERS: THE CONSTITUTION COMMITTEE:

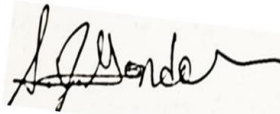
Sis. Ophelia Browne (Co-Chair) _____



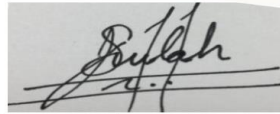
Bro. Teewon Dolopei (Member) _____



Bro. S. Julius Gondoun (Member) _____



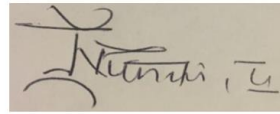
Bro. Joshua S. Kulah (Secretary) _____



Sis. Tessa Monyou Paye Zulu (Member) _____



Rev. John N. Punni, II (Chair) _____



Sis. Veronica Tuazama (Member) _____

