

IMEC Bylaws

By-laws of Interim Ministries in the Episcopal Church (IMEC)

For adoption June 2014

Preamble

IMEC (Interim Ministries in the Episcopal Church) is a professional association of clergy (bishops, priests and deacons), diocesan transitions officers and consultants (transition companions) in the Episcopal Church whose specific and primary purposes are to:

- a) acknowledge that the three key characteristics of Interim Ministry relate to specific tasks, specialized training and a duration of the ministry to be time limited,
- b) affirm the importance of the time of transition in a congregation's life and ministry,
- c) provide the mutual support that brings strength and growth,
- d) enable those engaged in working with congregations in transition to use creatively their own gifts of mission and ministry.
- e) promote increased professional excellence.”
- f) educate and inform the structures and the people of TEC (The Episcopal Church) about the nature of Interim Ministry

IMEC, its officers and directors, are subject to the Constitution and Canons of The Episcopal Church, which together with these bylaws, shall govern the affairs of the organization.

Article I: Members

1. Membership shall be open to all ordained clergy, transitional officers and transition consultants and others who have been trained in the fundamentals of transitional ministry and who have completed training from the Interim Ministry Network, the Clergy Leadership Institute or other programs recognized by IMEC as providing sufficient preparation for this ministry.
2. Local associations of members are encouraged to provide support and counseling to each other where there is a sufficient number of members to meet together.
3. The membership year shall be the calendar year.
4. Membership dues and payable annually. The amount of dues for the following year shall be recommended by the Board of Directors prior to the Annual Meeting. At the Annual Meeting the recommendation shall be submitted to the membership and may be accepted, amended or rejected.

ARTICLE II: The Board and Officers

1. The Board shall consist of the President, Vice-president (*President-Elect*), Secretary, Treasurer and no more than seven (7) additional Directors.
2. The officers of the organization shall be the President, the Vice-president (*President-Elect*), the Secretary, and the Treasurer.
3. The President shall be appointed by the members of the Board during the Annual Meeting and shall serve a one year term.
4. The Secretary and Treasurer shall be appointed annually by the Board. If the Secretary and/or Treasurer are appointed from among the Board, no vacancy shall be considered to exist on the Board. Directors thus appointed to serve as Secretary or Treasurer will still be entitled to only one vote, and will continue to serve on the Board as long as the term of Director to which they were originally elected.
5. Persons chosen to be Vice President (President-Elect) or President do not serve simultaneously as elected Board members. Once the positions are filled, the unexpired terms may be filled at the Annual Meeting or by the Board, which is authorized to appoint persons for only a one year term.
6. Each Annual Meeting shall elect three (3) Directors to serve three (3) year terms.
7. In the case of a vacancy in the office of the President, the Vice-president (*President-Elect*) shall assume the office until the vacancy is filled for the rest of the unexpired term by the next Annual Meeting.
8. In the case of a vacancy on the Board of any Director or officer other than the President, the Board shall have the power to fill that vacancy with an appointee, who shall serve until the vacancy is filled for the rest of any unexpired term until the next Annual Meeting of the association.
9. Any officer or Director may be removed for misconduct or neglect of duty by a majority vote of the Annual Meeting, or a three-fourths vote of the remaining Board members. Additionally, any officer or director may be removed at any time for any reason by the Presiding Bishop of The Episcopal Church.
10. New officers and Directors begin their terms at the end of the Annual Meeting at which they are elected and serve through the Annual Meeting at which their successors are elected.

11. No individual Board members shall hold more than one office at a time. No Director completing a full three-year term shall be eligible for immediate re-election as a Director.

ARTICLE III: Duties of Officers and Directors

1. The President shall convene and preside at all meetings of the Board and the Annual Meeting, implement and administer the goals set forth by the Association, and act as chief spokesperson of the Association.
2. The Vice-president (*President-Elect*) shall assist the President in the performance of his/her duties and shall preside in the absence of the President.
3. The Secretary shall keep and distribute minutes of all meetings of the Board and the Annual Meeting, receive and issue correspondence, and sign legal documents when required.
4. The Treasurer shall maintain an up-to-date list of all members for whom dues have been received, keep an account for all funds of the Association, and at every regular meeting of the Board and the Annual Meeting, shall make a report of the receipts and distribution of all funds.
5. The other Directors will, from time to time, be assigned responsibilities by the President.

ARTICLE IV: The Advisory Council

1. The Board shall select persons to serve as members of the Advisory Council.
2. Members of the Advisory Council will provide guidance and direction to the Officers and Board of Directors of the organization and serve as advocates for Transitional Ministries.
3. Members of the Advisory Council may resign upon written notice to the President.

ARTICLE V: The Annual Meeting

1. In each calendar year, there shall be an Annual Meeting to be held during the time of the National Conference of the Interim Ministry Network.
2. All members of IMEC are entitled to vote at the Annual or Special Meeting.

ARTICLE VI: The Board

1. The Board shall have general supervision of the affairs of the Association between its Meetings, fix the time and place of its own meetings, make recommendations to the Association, employ or discharge any authorized staff, and shall perform such other duties as are specified in these by-laws.
2. Unless otherwise ordered by the Board, its regular meetings shall be held monthly. Special Board meetings can be called by the President or upon the written request of four members of the Board.

ARTICLE VII: COMMITTEES

Such committees shall be appointed by the President as the President and the Board shall from time to time deem necessary to carry on the work of the Association.

ARTICLE VIII: Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order: Newly Revised* shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these by-laws and any special rules of order the Association may adopt.

ARTICLE IX: Amendment of By-laws

These by-laws, or any standing rules of order adopted by the Meeting, can be amended at any Annual or Special Meeting of the Association by a two-thirds vote, provided that the proposed amendment is submitted to that Meeting in writing.

Unless otherwise specified within such amendments, all amendments shall take effect immediately upon the adjournment of the Annual or Special Meeting at which they are adopted.