

**THE BYLAWS and SPECIAL RULES OF ORDER
of the**

**Regional Synod of Albany
Reformed Church in America, Inc.**

and

**THE BYLAWS
of the
Board of Trustees
Lewis M. Fowler Camp and Retreat Center
Regional Synod of Albany
Reformed Church in America, Inc.**

Revised May, 2011

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BYLAWS
of the
REGIONAL SYNOD OF ALBANY
Reformed Church in America, Inc.

Preamble

The Regional Synod of Albany is an assembly of the Reformed Church in America and embraces the classes of Albany, Columbia-Greene, Montgomery, Rochester, Schenectady, and Schoharie.

The Regional Synod of Albany is subject to the regulations of the *Book of Church Order* of the Reformed Church in America.

The responsibilities of the regional synod are defined in the *Book of Church Order* (Chapter 1, Part III, Article 2) to be:

- Sec. 1. The regional synod shall exercise a general superintendence over the interests and concerns of the classes within its bounds.*
- Sec. 2. The regional synod shall exercise an appellate supervisory power over the acts, proceedings, and decisions of its several classes.*
- Sec. 3. The regional synod shall form, combine, and disband classes, and may transfer churches from one classis to another within its bounds.*
- Sec. 4. The regional synod shall create whatever organization it desires for the furtherance of the work of the gospel within its bounds, provided such organization does not infringe upon the prerogatives of the several classes or churches.*

The Regional Synod of Albany is incorporated as the Regional Synod of Albany, Reformed Church in America, Inc., pursuant to Section 15 of the Religious Corporations Law of the State of New York.

Article 1. Membership

- Sec. 1. The regional synod shall consist of four ministers and four elders designated by each of the classes within the bounds of synod, and also the president and vice president of the synod.
- Sec. 2. Delegates to the regional synod shall be appointed by the classis they represent, and their names shall be submitted annually to the stated clerk of synod by January 15. If a delegate is unable to attend a regional synod meeting, the classis shall appoint a substitute delegate and immediately notify the synod stated clerk.

Sec. 3. Delegates shall be seated from those classes that have paid the entire prior year's assessments and the current year's first quarter assessment to the treasurer by the annual meeting. Only seated delegates may vote.

Article 2. Meetings

Sec. 1. The regional synod shall meet annually in May at such place and time as shall be determined at an annual meeting. The site of the annual meeting shall be based on the alphabetical listing of classes. The designated classis shall determine the procedure it wishes to use in selecting the church in which the synod will meet for that year. The classis clerk shall notify the synod stated clerk of the selected church at the annual meeting, one year prior to the next annual meeting.

Sec. 2. Special meetings of the regional synod shall be called by the president upon written application by four ministers and four elders. Twenty-one days notice shall be given to the delegates of synod for such a meeting and this notice shall state the particular business for which the meeting is called. With consent of synod, a special meeting may transact other business, which would be legal at a regular meeting.

Sec. 3. A majority of the minister delegates and a majority of the elder delegates shall constitute a quorum at any synod meeting.

Sec. 4. The rules of order of the regional synod shall be those set forth in the most recent edition of *Robert's Rules of Order* except as is otherwise specified in the *Special Rules of Order of the Regional Synod of Albany*.

Sec. 5. The time and place of any annual or special meeting may be changed by the Executive Committee if found necessary or desirable. The committee shall notify delegates at least twenty-one days in advance of the meeting.

Sec. 6. Electronic Meetings

a. Introduction

Electronic meetings are held when a committee or board must engage in business (including the processing of motions, and collaborative, creative work) that is time sensitive and must not wait until a traditional meeting, or for which the cost of a traditional meeting is not justified, given the purpose of the meeting, when electronic alternatives are available.

These guidelines cover two basic forms of electronic meeting, irrespective of the technologies employed: synchronous and asynchronous. The following brief definition will suffice: "Synchronous meetings occur when participants are in different places at the same time. Asynchronous meetings occur with the participants in different places at different time."¹

¹*The Complete Idiot's Guide to Robert's Rules*, Nancy Sylvester, p. 238

Examples of technologies

Synchronous

Asynchronous

| | |
|----------------------------------|---------------------------|
| Conference Call | E-mail |
| Interactive Video Teleconference | Blog with Comment Feature |
| VoIP (e.g., Skype) | Bulletin Board |
| Internet Relay Chat (IRC) | Newsgroup |

b. Procedures and Rules

i. Permitted Circumstances

Electronic meetings are not permitted for meetings of the entire assembly, but only for boards and committees appointed by the assembly or its Executive Committee.

Electronic meetings are permitted only if every member of the board/committee has access to the technology allowing participation in the meeting. For example, if a committee wishes to meet by e-mail, they may do so only if every member of the committee has e-mail access. If even one member lacks e-mail access, then the committee is not permitted to use this method of hosting an electronic meeting.

ii. Call to Meeting

Only the chair of a board or committee may call an electronic meeting. The chair shall call an electronic meeting when requested to do so by two members.

iii. Quorum

A quorum for an electronic meeting shall be a majority of members of the board or committee. In synchronous meetings, the chair shall declare whether there is a quorum at the beginning of the meeting. In asynchronous meetings, the chair cannot declare a quorum until the voting has yielded a quorum.

iv. Notice and Scope

The chair of the board or committee shall issue a call to electronic meeting to all the members within 3 days of a synchronous meeting. For asynchronous meetings, the call to meeting commences the meeting, and shall indicate the date and time when the asynchronous meeting will close.

The chair shall state the purpose of the meeting in the call to meeting. The chair shall rule out of order any original main motions not encompassed in the purpose stated in the call to meeting.

v. Participation

In electronic meetings, the same rules of privilege apply as in traditional meetings: the body may grant the privilege of the floor to a guest, who then must refrain from voting or speaking to an issue once debate closes. As in traditional meetings, a body that meets electronically is not required to grant

the privilege of the floor to a guest, and may choose to go into executive session.

Within the context of electronic meetings, a “guest” is a participant in the electronically delivered conversation who is not a member of the board or committee. For example, in an electronic meeting conducted by e-mail, a committee might permit a non-member to contribute, by e-mail, to the discussion.

The chair shall have the right to call the meeting with an indication whether the meeting is open or closed. A motion to open or close the meeting is in order at any time during the meeting prior to voting.

vi. Collaborative Work and Discussion in Electronic Meetings

It is anticipated that boards and committees will wish to meet electronically, not to process motions or formulate recommendations, but to discuss ideas, draft documents, or engage in other kinds of shared creative labor that arise out of the group’s commission. The results of that work likely will become the object of a motion put before the committee or board, in which case the rules for motions in synchronous or asynchronous meetings (below) must be followed. Prior to that, however, no special rules other than the ones named above need be followed, although it is the right of the body to adopt such rules if needed.

vii. Motions in Synchronous Meetings

The same rules of order for the processing of motions apply in synchronous meetings as in traditional meetings.

However, the chair shall give special attention to the characteristics of the technology in use for the synchronous electronic meeting, particularly those that might have an impact on the full participation of the members of the group. To that end, the chair, in calling the meeting to order, shall ask each attending member in turn to check-in with the chair by means of the technology adopted for that meeting, in order to ascertain that the member may participate and to give opportunity for technical adjustments before business commences. Furthermore, the chair shall determine prior to any vote or call for unanimous consent, whether any members are no longer present due to a disruption in their communication links.

The chair shall make diligent effort to include all participating members in the discussion. To facilitate this, the chair may request all members in a voice conference (as opposed to a text conference, such as one conducted via IRC) to mute their connections when not speaking. This reduces noise in the conference, and allows the chair more effectively to keep the meeting orderly and ascertain that all members have the opportunity to contribute.

viii. Motions in Asynchronous Meetings

Acts of committees and boards in electronic asynchronous meetings must be handled by vote on motions, and not by unanimous consent.

Any member may make a motion, provided that the motion is in order.

The clerk, on behalf of the committee, may place a motion before the body. The motion is moved when the first “yes” vote for that motion is received by chair.

For motions offered by a member or placed before the body by the clerk, receipt of a subsequent “yes” vote is needed for support.

When a motion is placed before the body, the chair or the clerk on behalf of the chair, shall state the motion and its term (the date and time when voting on this motion shall conclude).

Voting continues until all the members have voted, or until the motion’s term, whichever comes first.

The chair shall announce the result of the vote at the conclusion of the motion’s term.

ix. Following the Meeting

After the meeting has concluded, the chair shall insure that a report of the meeting is sent to the clerk of the Regional Synod of Albany. The report shall contain all motions and their disposition.

Article 3. Officers

Sec. 1. The officers of the regional synod shall be the president, vice president, and stated clerk.

Sec. 2. The terms of office for the president and vice president shall be from the close of an annual meeting to the close of the next. The term of office for the stated clerk shall be for two years from the close of the annual meeting in the odd numbered years.

Sec. 3. Election of president and vice president

a. Procedures for Election

The president and vice president shall be elected by ballot at the annual meeting. Seated delegates may vote. Tellers shall distribute, collect, and count the ballots.

b. Election of President

The first ballot cast shall be an electing ballot. The vice president shall be the sole nominee. An affirmative vote of a majority of seated delegates

(hereinafter “majority”) shall be required for election on an electing ballot. If the vote is not affirmative or the vice president declines the nomination, the election for president shall follow the process prescribed below for the election of the vice president.

c. Election of Vice President

The nominees recommended by the synod’s nominations committee shall be on the first electing ballot. Other nominees may be nominated, seconded and voted by a majority of the synod delegates and placed on the electing ballot. Only seated delegates may be added to the electing ballot.

If no nominee receives a majority on the first electing ballot, a second electing ballot will be taken. Voting will be limited to the two persons receiving the largest number of votes on the first electing ballot. In case of a tie vote on the second electing ballot, balloting will continue until there is an election.

- d. Should the president vacate the office, the vice president shall be named president. In the event the vice president should vacate the office, a new vice president shall be appointed by the executive committee from the current regional synod delegates, giving full consideration to those who had the highest number of votes on the electing ballot in the previous session.

Sec. 4. Stated Clerk

- a. The stated clerk shall be elected at the annual meeting in the odd numbered years. The stated clerk must be an elder or minister of Word and Sacrament. The stated clerk shall be eligible for re-election. Nominations shall be submitted by the Nominations Committee and election shall be by ballot.
- b. The stated clerk may receive fees for his/her services as determined by the regional synod, together with reimbursement for such expenses as may be incurred in the performance of his/her duties.

Article 4. Duties of Officers

Sec. 1. The president shall:

- a. Preside over all meetings of the regional synod and of the Executive Committee.
- b. State and explain the business to be transacted, enforce the *Special Rules of Order*, and maintain a decorum and dignity becoming an assembly of the church of Christ.
- c. Present the president’s report at the annual meeting.
- d. Appoint all standing committees subject to the approval of regional synod.
- e. Serve as the regional synod’s delegate to General Synod during the presidential term.
- f. Appoint delegates to serve as tellers at the annual meeting.

- g. Appoint temporary clerks as needed.
- Sec. 2. The vice president shall:
Perform the duties of the president at the request of or in the absence of the president.
- Sec. 3. The stated clerk shall:
- a. Record the acts and proceedings of the regional synod. The minutes, having been examined and approved by the officers of synod, shall be printed and the official copy shall be signed by the president and stated clerk.
 - b. Distribute regional synod minutes to ministers and consistories in the synod, to synod delegates, to members of the Executive Committee, Classis Ministries Board and mission staff.
 - c. Notify the Executive Committee and the Regional Synod of Albany Board of Trustees of the times and places of their meetings, record the acts and proceedings of the committee and board, and distribute the minutes to their members.
 - d. Preserve documents and records of permanent value.
 - e. Distribute the *Bylaws and Special Rules of Order of the Regional Synod of Albany*.
 - f. Send meeting materials to all delegates at least fourteen days prior to annual or special synod meetings.
 - g. Notify the stated clerk of each classis at least fourteen days prior to the annual meeting that the classis clerk shall present the minutes of classis for examination and shall submit an annual report on ministerial changes within the classis.
 - h. Make all arrangements with the host church for the annual meeting.
 - i. Prepare a digest of actions of the Executive Committee since the last synod and present it at the annual meeting.
 - j. Have present at the annual meeting the minutes of the previous annual meeting, the *Book of Church Order, RCA*, the minutes of the last meeting of General Synod, and sufficient copies of the *Bylaws and Special Rules of Order* for the use of delegates present.
 - k. Notify all persons elected or appointed by the regional synod within ten days of their election or appointment.
 - l. Forward overtures to General Synod no later than ten days after the annual meeting.
 - m. Forward nominations to General Synod committees, to ecumenical organizations, and other agencies no later than ten days after the annual meeting.
 - n. Forward copies of the minutes of annual and special regional synod meetings to the denomination as prescribed by the *Book of Church Order*, Chapter 1, Part III, Article 5, Section 4.

- o. Submit to the president of General Synod, the annual Report of the President of the Regional Synod of Albany.
- p. Serve as the chairperson of the Nominations Committee.
- q. Meet with the Overtures and Judicial Business Committee.

Article 5. Executive Committee

Sec. 1. Membership and Meetings

- a. The Executive Committee shall have the following voting members: RSA president, RSA vice president, RSA past president, the liaison of the Classis Ministries Board, the liaison from the Fowler Ministries Board, the chairpersons of the permanent committees, and three elders and three ministers to be drawn from among the six classes.
- b. The three elders and three ministers serving as voting members of the Executive Committee shall be nominated by their classes. The stated clerk shall request these nominations according to an equitable rotation schedule. A term for these members is three years.
- c. The Executive Committee shall have the following non-voting members: the RSA Executive and the RSA Stated Clerk.
- d. If a Board liaison or a chairperson of a permanent committee is neither an elder nor a minister, then that chairperson shall serve on the Executive Committee as a non-voting member.
- e. If the current past president is unable to serve on the Executive Committee, the president shall appoint the previous past president to serve the unexpired term.
- f. The RSA Stated Clerk shall serve as clerk of the Executive Committee.
- g. A quorum shall consist of a majority of the voting members serving on the Executive Committee.
- h. The Regional Synod shall elect the members of the Executive Committee.
- i. The Executive Committee shall meet three times per year, and additionally at the call of the president.

Sec. 2. Responsibilities

The Executive Committee shall:

- a. Act for the regional synod between sessions, as instructed by it, and carry out any matters referred to it by the synod.
- b. Define responsibilities of, employ and supervise such staff as may be required to carry out the administration and ministry of the regional synod.
- c. Appoint a financial manager to administer funds, disburse monies, maintain complete records of such transactions, prepare monthly and annual financial reports and present these records for audit.
- d. Review and submit for approval the annual budget of the regional synod.

- e. Provide for the interpretation, promotion, and funding of the regional synod budget.
- f. Fill vacancies on permanent committees.
- g. Appoint ad hoc committees and agents as necessary to carry out the administration and ministry of the regional synod.
- h. Appoint alternate members to the Overtures and Judicial Business Committee to replace members recusing themselves by conflict of interest.
- i. Receive, review and report on items referred from the Fowler Ministries Board in matters of:
 - i. Purchase, disposal and or mortgage of real property.
 - ii. Adherence to the stated investment guidelines.
 - iii. Incurring of any indebtedness.
 - iv. Approval of changes to their By Laws.

Article 6. Permanent Committees

Sec. 1. Committee on Overtures and Judicial Business

a. Membership and Meetings

The committee shall:

- i. Consist of five members; three of whom shall be ministers and two of whom shall be elders. One member shall be an attorney. Members are eligible for one five-year term with one member elected each year at the annual meeting. In case of the need for recusal, alternate members will be appointed by the Executive Committee from a list of alternates provided by the Nominations Committee. The stated clerk shall attend committee meetings.
- ii. Nominate its chairperson annually prior to the March Executive Committee meeting from those committee members who have served at least one year. The Executive Committee shall appoint the chairperson. The chairperson shall be a member of the Executive Committee.
- iii. Meet at least once a year and additionally as needed to accomplish its responsibilities.

b. Responsibilities

The committee shall:

- i. Report to the regional synod at its annual meeting.
- ii. Receive complaints and appeals from classes and carry out responsibilities as defined in the *Disciplinary and Judicial Procedures*, BCO, Chapter 2, Part II.
- iii. Receive and review overtures from classes and make recommendations regarding those overtures to regional synod. Classis overtures must be received sixty days prior to the annual meeting.

- iv. Submit for regional synod approval all proposed overtures to the General Synod.
- v. Review the *Bylaws and Special Rules of Order of the Regional Synod of Albany, Reformed Church in America, Inc.* and the *Bylaws of the Board of Trustees, Lewis M. Fowler Camp and Retreat Center, Regional Synod of Albany, Reformed Church in America, Inc.*, and recommend revisions to the regional synod.

Sec. 2. Classis Ministries Board

a. Mission

The mission of the Classis Ministries Board is to coordinate and exercise oversight of resources and program support of the Regional Synod of Albany in areas such as:

- *Discipleship ministries
- *Mission opportunities
- *Congregational revitalization

The Board's coordination efforts shall be primarily with the Classes comprising the Regional Synod of Albany.

b. Membership and Meetings

- i. The Classis Ministries Board shall have the following voting members: RSA president, RSA vice president, RSA past president, and a deacon, a minister and an elder from each of the six classes (by appointment).
- ii. The six elders, six deacons, and six ministers serving by appointment as voting members of the Classis Ministries Board shall be nominated by their classes. The stated clerk shall request these nominations according to an equitable rotation schedule. A term for these members is three years. A member may serve an additional term, subject to nomination by her or his classis and electing vote by the Synod.
- iii. The Classis Ministries Board shall have the following non-voting members: the RSA Executive, the Synod mission staff, the Fowler Executive Director, and the Fowler Ministries Board liaison.
- iv. The Classis Ministries Board shall nominate its moderator from among its elders and minister members.
- v. The Classis Ministries Board shall elect its clerk from among its members, and its liaison to the Synod Executive Committee.
- vi. A list of Board members shall be published to the regional synod annually.
- vii. The Classis Ministries Board shall meet three times a year and additionally at the call of its moderator.
- viii. Regular meetings of the Board shall take place, if possible, prior to the corresponding meeting of the Synod Executive Committee.

c. Accountability

The Classis Ministries Board shall be accountable to the regional synod through the Synod Executive Committee. The Board shall annually report its overall mission activity and its use of funds and staff to the Synod at its annual meeting through the General Review Committee.

Sec. 3. Fowler Ministries Board

- a. Mission: The mission of the Fowler Ministries Board is to exercise oversight of the programs and property of the Lewis M. Fowler Camp and Retreat Center. The Fowler Ministries Board acts as the Fowler Executive Committee and the Fowler Board of Trustees.
- b. Membership and Meetings
 - i. The Fowler Ministries Board shall have fourteen (14) voting members, consisting of two (2) Reformed Church members in good standing from each of the six (6) classes in the Regional Synod of Albany, the vice-chairperson of the Personnel Committee, and the vice-chairperson of the Finance Committee.
 - ii. The voting members of the Fowler Ministries Board (except for the vice-chairpersons of the Personnel and Finance Committees) shall be nominated by their classes. The stated clerk shall request these nominations according to an equitable rotation schedule. A term for these members is three years. A member may serve an additional term subject to nomination by her or his classis and electing vote by the Synod.
 - iii. The Board shall have two (2) non-voting members: the Fowler Executive Director and the Synod Executive.
 - iv. The Board may nominate additional non-voting members to serve on the board. Such nominations are submitted to the Synod, or to the Synod's Executive Committee between stated sessions, for a vote.
 - v. The Board shall elect one of its voting members as moderator, and one of its members as clerk. The Board shall also nominate one of its voting members as liaison to the Albany Synod Executive Committee, and one of its members as liaison to the Classis Ministries Board.
 - vi. A list of Board members shall be published to the regional synod annually.
 - vii. The Fowler Ministries Board shall meet as outlined in its By Laws.

- viii. Regular meeting of the Board shall take place, if possible, prior to the corresponding meeting of the Synod Executive Committee.
- c. Accountability
 - The Fowler Ministries Board shall be accountable to the regional synod through the Synod Executive Committee in matters of:
 - i. Purchase, disposal and or mortgage of real property.
 - ii. Adherence to the stated investment guidelines.
 - iii. Incurring of any indebtedness.
 - iv. Approval of changes to their By Laws.
- d. Employment and supervision of the Fowler Executive Director shall be the responsibility of the Regional Synod of Albany.

Sec. 4. Nominations Committee

a. Membership and Meetings

The committee shall:

- i. Consist of the classis stated clerk from each classis or its designated representative and the synod stated clerk, ex officio, who shall be the chairperson.
- ii. Meet at least once a year and additionally as needed to accomplish its responsibilities.

b. Responsibilities

The committee shall:

- i. Nominate members for the permanent committees of the regional synod.
- ii. Nominate the synod stated clerk.
- iii. Nominate people to serve as requested by the Reformed Church in America, its agencies, and institutions.
- iv. Nominate at least two willing candidates for the office of vice president. The list of nominees may be drawn from two sources: 1) from the list of delegates to the next regional synod meeting; 2) from any proposed nominees put forward by the classes. Such proposed nominees need not be delegates to the next regional synod meeting, but must be eligible to be a delegate (namely, an elder or a minister within the bounds of that classis). A classis may put forward up to two proposed nominees who must be approved by a vote of that classis. The nominations committee must receive these proposed nominees no later than March 21.
- v. Nominate a list of Minister and Elder alternates to serve on the Overtures and Judicial Business Committee in case of the need for recusal of current Overtures and Judicial Business Committee members.

- vi. Carefully examine the minutes of the classes for the past year, calling the attention of the regional synod to any act of omission or violation of the *Book of Church Order, RCA*.

Sec. 5. Personnel Committee

a. Membership and Meetings

The committee shall:

- i. Consist of seven members whose terms continue for three years, a part of the whole number to be elected annually, with membership limited to two consecutive terms.
- ii. Nominate its chairperson annually prior to the March Executive Committee meeting. The Executive Committee shall appoint the chairperson. The chairperson shall be a member of the Executive Committee.
- iii. Nominate its vice-chairperson annually prior to the March Executive Committee meeting. The Executive Committee shall appoint the vice-chairperson. The vice-chairperson shall be a member of the Fowler Ministries Board.
- iv. Meet at least once a year and additionally as needed to accomplish its responsibilities.

b. Responsibilities

i. Advisory

The committee shall:

- a. Assess staff needs of the regional synod and recommend staff positions to the Executive Committee.
- b. Develop and revise position guides for all staff.
- c. Recommend candidates for staff positions.
- d. Develop and maintain a system of staff accountability.
- e. Recommend employee compensation and benefits.
- f. Revise and update employee handbook.

ii. Operational

The committee shall:

- a. Select candidates for staff positions.
- b. Approve staff performance reviews.
- c. Resolve staff concerns.
- d. Provide information to the Executive Committee in the event of a staff appeal of a Personnel Committee decision.

Sec. 6. Finance Committee

a. Membership and Meetings

The committee shall:

- i. Consist of five members whose terms continue for three years, a part of the whole number to be elected annually, with membership limited to two consecutive terms.

- ii. Nominate its chairperson annually prior to the March Executive Committee meeting. The Executive Committee shall appoint the chairperson. The chairperson shall be a member of the Executive Committee. The synod financial manager, Fowler bookkeeper, and synod executive shall serve as staff to the Finance Committee.
 - iii. Nominate its vice-chairperson annually prior to the March Executive Committee meeting. The Executive Committee shall appoint the vice-chairperson. The vice-chairperson shall be a member of the Fowler Ministries Board.
 - iv. Meet at least once a year and additionally as needed to accomplish its responsibilities.
- b. Responsibilities
- i. Advisory
 - The committee shall:
 - a. Develop and recommend the budget.
 - b. Recommend stipends for the stated clerk and financial manager.
 - c. Recommend insurance coverage for the Regional Synod.
 - d. Recommend changes in the regional synod investment policies.
 - ii. Operational
 - The committee shall:
 - a. Review reports of the synod financial manager and the Fowler bookkeeper.
 - b. Arrange for and review the annual audits of the financial records of the synod.
 - c. Oversee the implementation of the Executive Committee and Fowler Board of Trustees financial decisions.
 - d. Provide guidance and direction for regional synod fund-raising.
 - e. Invest monies consistent with the policies established by the Executive Committee.

Article 7. Standing Committees

Standing Committees of the Regional Synod of Albany (except the Synod Agenda Committee) shall be appointed by the president from among the delegates at least sixty days prior to the annual meeting and subject to the approval of the regional synod.

Sec. 1. Committee on Accounts

The Committee on Accounts shall be comprised of five delegates; two shall be ministers and three shall be elders. Prior to the annual meeting, the committee shall examine all financial records and reports, the auditors' statements, the budget and the per member assessment proposed by the Executive Committee. The committee shall make recommendations at the annual meeting regarding the budget and the per member assessment.

Sec. 2. General Review Committee

The General Review Committee shall be comprised of six delegates; three shall be ministers and three shall be elders. The committee shall review the president's report, the synod executive's report, the Classis Ministries Board report and the Fowler Ministries Board report and advise the annual meeting regarding recommendations in the report.

Sec. 3. Committee on Resolutions

The committee shall formulate and present appropriate resolutions to the regional synod, and propose the place where its next annual meeting will convene.

Sec. 4. Synod Agenda Committee

The Synod Agenda Committee shall consist of the president, vice president, and stated clerk. The vice president shall act as chairperson. The committee shall plan the agendas of the annual meeting and any special meeting.

Article 8. Regional Synod of Albany Board of Trustees

Sec. 1. The Board of Trustees shall be comprised of the members of the Executive Committee. The synod executive will serve ex-officio. The president shall serve as chairperson of the Board of Trustees.

Sec. 2. The board shall report annually to the regional synod.

Sec. 3. The board shall be the holding body of all assets of the regional synod with power to acquire or dispose.

Sec. 4. The board shall have power to borrow in the name of the regional synod to provide adequate care and upkeep of synod property.

Article 9. Amendments

Sec. 1. Amendments to the bylaws shall be submitted to the annual meeting by the Overtures and Judicial Business Committee in its written report. Amendments shall be adopted by a two-thirds vote of the seated delegates at an annual meeting, provided such changes were submitted to the delegates in writing at least fourteen days prior to the annual meeting.

Sec. 2. These bylaws may be suspended by a three-fourths vote of the seated delegates.

Sec. 3. A particular bylaw relating to a specific item of business may be suspended by a $\frac{3}{4}$ vote of the seated delegates.

SPECIAL RULES OF ORDER
of the
REGIONAL SYNOD OF ALBANY
Reformed Church in America, Inc.

Article 1. Order of Business for Worshipful Work

Sec. 1. The order of business at the annual meeting shall be developed by the Synod Agenda Committee and include:

1. Opening of Synod
2. Worship
3. Roll call and seating of delegates
4. Appointment of temporary clerks and tellers
5. Recognition of Executive Committee members, synod staff, and invited guests in order to grant privilege of the floor
6. Approval of agenda
7. Reading of the minutes of the previous synod meeting by title
8. Approval of standing committee appointments
9. Communications
10. President's Report
11. Synod Executive Committee and Board of Trustees' Reports
12. Fowler Board of Trustees' Report
13. Election of officers
14. Permanent committee reports
 - a. Overtures and Judicial Business
 - b. Nominations
 - c. Finance
 - d. Classis Ministries Board
 - e. Fowler Ministries Board
15. Standing committee reports
 - a. Accounts
 - b. Resolutions
 - c. General Review Committee
16. Special committee reports
17. Miscellaneous business
18. Succession of officers
19. Adjournment

Sec. 2. Special Meetings

The order of business for special meetings of the regional synod shall be developed by the Synod Agenda Committee.

Article 2. Amendments

The *Special Rules of Order* may be amended by the Synod Executive Committee by a two-thirds vote of its members at any Executive Committee meeting. The *Special Rules of Order* may be amended or suspended by majority vote of the seated delegates.

BYLAWS
of the
BOARD OF TRUSTEES
Lewis M. Fowler Camp and Retreat Center
Regional Synod of Albany
Reformed Church in America, Inc.

Preamble

The Lewis M. Fowler Camp and Retreat Center, Regional Synod of Albany, Reformed Church in America, Inc., was established by the Regional Synod of Albany, Reformed Church in America, and incorporated on December 7, 1987 pursuant to Section 402 of the Religious Corporations Law in the State of New York.

The purpose of the Lewis M. Fowler Camp and Retreat Center is to glorify God, to foster growth in Jesus Christ as Lord, to experience life in a Christian community and to encourage people to live as disciples of Christ. This is to be lived out by extending Christ-like hospitality to all guests and giving special emphasis to the values of community, simplicity, and caring for the world.

Article 1. Membership

The Board of Trustees shall be comprised of the members of the Fowler Ministries Board as outlined in the Albany Synod By Laws. The synod executive will serve ex-officio. The moderator shall serve as chairperson of the Board of Trustees.

Article 2. Responsibilities

The board shall:

- a. Hold title to properties of the Lewis M. Fowler Camp and Retreat Center.
- b. Have power necessary to receive, accumulate, manage, invest, encumber, and dispose of the funds and property entrusted to it consistent with the laws under which the camp has been incorporated and with any policy and the By Laws of the Regional Synod of Albany.
- c. Establish policy for use of facilities, equipment, and for camp and retreat center staff. Make the necessary revisions in the Fowler Manual.
- d. Approve and authorize capital improvements.
- e. Appoint a bookkeeper to administer funds, disburse monies, maintain complete records of such transactions, prepare monthly and annual financial reports, and present these records for audit.
- f. Review financial reports and audits submitted by the Fowler bookkeeper.
- g. Submit a report to the annual meeting of the regional synod.
- h. Define duties and conditions of employment, employ and supervise such staff as may be necessary to carry out the ministry of the camp and retreat center. The board may delegate this responsibility from time to time as they determine necessary and appropriate.

Article 3. Officers

The officers of the Board of Trustees shall be the moderator, vice moderator, and clerk of the Fowler Ministries Board.

Article 4. Duties of Officers

a. Moderator

The moderator shall preside over all meetings of the Board of Trustees

b. Vice Moderator

The vice moderator shall perform the responsibilities of the moderator at the request of or in the absence of the moderator.

c. Clerk

The clerk shall:

- i. Notify all trustees of the times and places of all trustee meetings.
- ii. Record the acts and proceedings of the Board of Trustees and distribute the minutes to its members.
- iii. Distribute copies of the *Bylaws of the Board of Trustees*.

Article 5. Meetings

The Board of Trustees shall meet three times per year and at the call of the moderator.

Article 6. Amendments

These bylaws may be amended by a two-thirds vote of the Regional Synod of Albany at its annual meeting, provided such changes were submitted in writing by the Overtures and Judicial Business Committee to the delegates at least fourteen days prior to the meeting.