

Northern Kentucky Wesley Foundation

CONSTITUTION and BY-LAWS

ARTICLE I NAME

- Section 1. The name of this organization shall be Northern Kentucky Wesley Foundation, hereinafter called the "NKWF."

ARTICLE II AUTHORITY

- Section 2. The Discipline of the United Methodist church recognizes the contribution into the life and character of students and to the place the campus ministry has in the preservation and propagation of the Christian faith in our times (1413.1). To provide for the furtherance of this recognition, the Discipline (1413.2) states that the Division of Higher Education shall have authority for the existence of Wesley Foundations as provided within the following paragraph references of the Discipline of the United Methodist Church; 632.4b(1), d(4)-(10), 1415.2, 1416.3b-c.

ARTICLE III PURPOSE

- Section 3. The purpose of the NKWF is to provide students, regardless of age, race, color, sex, sexual orientation, religion, economic condition, disabilities, or national origin, with an opportunity to come together in Christian community and fellowship to witness to the mission, message and life of Jesus Christ; to live out their faith in service and mission; and to enrich and grow in their Christian Faith.

ARTICLE IV OFFICERS, BOARD OF DIRECTORS and EXECUTIVE COMMITTEE

- Section 4. The officers of the Board of Directors shall be Chairperson, Secretary and Finance Chairperson.
- Section 5. The Board of Directors shall be composed of:
- Regular Members:
- (a) There shall be no more than 21 members in total membership.
 - (b) There must be at least two (2) representatives from Asbury United Methodist Church, Highland Heights, Kentucky.
- Ex-Officio Members:

- (c) Campus Minister (without vote on personnel matters)
- (d) District Superintendent of the Covington District of The United Methodist Church
- (e) President of the Student Ministry Council
- (f) One member of the Asbury United Methodist Church (Highland Heights, Kentucky) Board of Trustees, to be nominated by the Asbury Board of Trustees, so long as there is a current lease agreement between Asbury UMC and the NKWF.

Section 6. Selection Process

- (g) Membership
 - i) Elected in classes of three (3) year terms and limited to serving no more than six (6) of nine (9) years.
 - ii) Nominated in late fall in the calendar year ends three and a half (3 1/2) years before the class ends (unless replacing a vacancy left in an unexpired term and nominated by the Nominating Committee of the Board of Directors.)
 - iii) Approved by the Board of Directors
 - iv) Elected by The Kentucky Annual Conference
 - v) Assume office at the July meeting after election in June, likewise terms ending will end at the July meeting.
- (h) Officers
 - i) The Nominating Committee will nominate
 - ii) members from the Board of Directors to serve as Chairperson, secretary and finance chairperson.
 - iii) The nominees for these offices will follow the same approval process as do members of the Board of Directors.
 - iv) The term of office will be one year beginning immediately after Annual Conference.
- (i) Committees
 - i) Committees and their chairperson shall be elected by the Board of Directors upon recommendation of the nominating committee or nomination from the floor at the annual meeting.
 - ii) The standing committees shall be limited to members of the Board of Directors.
 - iii) The special committees shall not be limited to members of the Board of Directors.

Section 7. Responsibilities

- (j) Board of Directors
 - i) Attend meetings
 - ii) Oversee the mission of the NKWF

- iii) Approve budgets and establish audits
 - iv) Approve members nominated
 - v) Oversee administration
 - vi) Approve lease agreements and oversee needs of rental facility
 - vii) Approve and evaluate all personnel
 - viii) Approve Ministry Council By-laws and/or changes and the annual Ministry Council program as well as any programs development throughout the year.
 - ix) Raise money
 - x) Petition the Conference Board of Higher Education, the Kentucky Annual Conference or the appropriate committees of the Kentucky Conference on behalf of the NKWF in the interest of all fiscal matters, policies and all properties.
 - xi) Serve as publicity agents for NKWF's programs and needs.
- (k) Officers
- i) Chairperson
 - (1) Shall preside at all meetings of the Board of Directors and of the Executive Committee.
 - (2) Shall oversee all business of the NKWF.
 - (3) Shall serve as an ex-officio of all committees except the nominating committee when it is in session to nominate the officers of the Board,
 - ii) Secretary
 - (1) Shall keep the minutes of all meetings of the Board of Directors.
 - (2) Shall prepare copies of the minutes for distribution to members.
 - (3) Shall serve as a member of the Executive Committee and report any decisions made to the larger body
 - iii) Finance Chairperson
 - (1) Shall serve as Chairperson of the Finance and Fund Raising Committee
 - (2) Shall see that a Treasurer's report is prepared and distributed at each scheduled Board Meeting.
 - (3) Shall serve as a member of the Executive Committee
- (l) Committees
- i) Executive Committee
 - (1) Shall oversee the business of the Board of Directors
 - (2) Shall oversee the activities of all the
 - (3) committees of the Board of Directors
 - (4) Shall make Board decisions when decisions must be made between scheduled board meetings.
 - (5) Annual review of By-laws
 - ii) Finance and Fund Raising Committee

- (1) Shall be responsible for the preparations of sound operating budgets within the
- (2) limits of available fiscal limitations.
- (3) Shall be actively responsible for the fundraising endeavors of the Board of Directors.
- (4) Shall report to the Board of Directors on a regular basis.
- iii) Nominating Committee
 - (1) Shall be responsible for the timely submission of recommendations for membership on the Board of Directors.
 - (2) Shall be responsible for the timely submission of recommendations for officers of the Board of Directors.

Section 8: Committee Terms

- (2) The following standing committees shall serve for a term of one year ending at the July meeting of the Board and shall be formed from members of the Board of Directors.
 - (a) Executive
 - (b) Finance and Fund Raising
 - (c) Nominating
- (3) Other committees may be formed when deemed necessary by the Executive Committee and shall serve for the period of time needed to complete their responsibilities.

Sections 9: Meetings

- (4) The Board of Directors and will meet at least quarterly and committees whenever deemed necessary by the respective chairpersons.
- (5) At least a ten (10) day notice is required for all meetings. The members present and voting shall constitute a quorum.
- (6) An agenda will accompany notice for a called meeting of the Board.
- (7) The Board of Directors in performance of their duties shall adhere to the appropriate provisions in the current Book of Discipline and the policies of the conference Board of Higher Education and Campus Ministry.

Adopted at the June 26, 2006 Board of Director's Meeting.

Revised August 2013.