

April 26, 2011

**TO:** All Pastors and Congregations

**FROM:** Ann Feaver, Chairperson Board of Directors and Felix Villanueva,  
Conference Minister

**RE: BY LAW AMENDMENT**

In accordance with the Southern California Nevada Conference By Laws, Article XIII, we are notifying all clergy and congregations of the Conference Board of Directors action of March 12, 2011 to refer the enclosed By Law amendment to the Annual Gathering for consideration.

This revision sets the constitution for ONE Conference Minister.

Changes (in red) are shown underlined with strike-throughs for deletions and bold for additions.

Change in Paragraphs:

- 21 c. (1)
- 25 c. (2)
- 26 c. (1)
- 27 b. (1)
- 28 c. (1)
- Article X heading (1)
- 29 (4)
- 30 (2)
- 31 (2)
- 32 (1)
- 39 (anticipated date of revision)

All changes reflect the change from two Conference Ministers to one, with an addendum to allow two ministers as an option. No other changes were made in this revision.

Addition: Paragrah 29a  
Article X of this constitution notwithstanding, two Conference Ministers may be allowed with responsibilities divided as mutually agreeable.

Thank you.

THE BYLAWS of the  
SOUTHERN CALIFORNIA NEVADA CONFERENCE  
of the UNITED CHURCH OF CHRIST

●ARTICLE I: NAME

1. The name of this Conference is the SOUTHERN CALIFORNIA NEVADA CONFERENCE OF THE UNITED CHURCH OF CHRIST.

●ARTICLE II: DEFINITION

●2. The Southern California Nevada Conference of the United Church of Christ is a corporation composed of all local churches of the United Church of Christ within the area of the State of California south of the north boundaries of San Bernardino, Kern, and San Luis Obispo counties and within the State of Nevada in the County of Clark, and of all licensed, commissioned and ordained ministers who have standing within the Associations of the Conference, or in the Conference itself. It succeeds and continues without break the ecclesiastical and legal identities of the Southern California Conference, Southern California and Southwest Conference, Congregational Conference of Southern California and the Southwest and the California Synod of the Evangelical and Reformed Church.

●ARTICLE III: PURPOSE

3. The purpose of the Southern California Nevada Conference of the United Church of Christ is to be a united and uniting community of the people of God, covenanting together for mutual support and common mission.

We celebrate God as  
Creator and Sustainer,  
the Incarnate Spirit in Jesus the Christ,  
and Eternal Spirit.

We seek to be open to God's will in our individual and  
Corporate lives.

to respond to the call to mission and service,  
to struggle for justice and peace, and  
to minister to the deep yearning of the human  
spirit for fullness of life.

●ARTICLE IV: MEMBERSHIP

4. The membership of the Conference shall consist of those churches fulfilling the definition given in Article II and all licensed, commissioned and ordained ministers who are, or may become, members of an Association of the Conference, or of the Conference itself, acting as or for an Association.

**●ARTICLE V: RESPONSIBILITIES**

5. The Conference shall seek to undergird the mission and ministry of the churches and ministers of which it is composed and of the General Synod of the United Church of Christ. The Conference shall seek to empower local churches to engage in mission as a living reality.
6. The Conference shall seek to nurture the spiritual life, witness and well being of local churches and ministers.
7. The Conference shall participate with local churches and ministers in the moral struggles of our time.
8. The Conference shall be an instrument of Christ's mission by building multicultural relationships, by ministering to communities of special needs and by nurturing new congregations.
9. The Conference shall develop, nurture, maintain and strengthen covenantal relationships and communication among the ministers, churches and associations, and with national instrumentalities and ecumenical and interfaith bodies.
10. The Conference shall identify, secure, care for and utilize resources for mission.
11. The Conference shall afford all individuals an equal opportunity for employment and voluntary service. There shall be no discrimination by the Conference concerning any individual or group because of race, color, religion, gender, age, sexual orientation, national origin or medical condition.
12. The Conference shall exercise the functions of an Association of the United Church of Christ when they are so delegated or where no Association exists.
13. The Conference shall maintain a depository for historical records and for such records as the Associations and individual churches may entrust to it.
14. The Conference shall report annually to the Association in which a local church holds standing regarding the ways in which that local church is fulfilling the responsibilities identified in Article VI.

**●ARTICLE VI: RIGHTS AND RESPONSIBILITIES OF THE LOCAL CHURCH**

15. The Conference shall respect and recognize the rights of the local church as set forth in Article IV, paragraph 15, of the Constitution of the United Church of Christ, which reads: "The autonomy of the local church is inherent and modifiable only by its own action. Nothing in this Constitution and the Bylaws of the United Church of Christ shall destroy or limit the right of each local church to continue to operate in the way customary to it; nor shall be construed as giving to the General Synod, or to any Conference or Association now, or at any future time, the power to abridge or impair

the autonomy of any local church in the management of its own affairs, which affairs include, but are not limited to, the right to retain or adopt its own methods of organization, worship and education; to retain or secure its own charter and name; to adopt its own Constitution and Bylaws to formulate its own covenants and confessions of faith; to admit members in its own way and to provide for their own discipline or dismissal; to call or dismiss its pastor or pastors by such procedure as it shall determine; to acquire, own, manage and dispose of property and funds; to control its own benevolences; and to withdraw, by its own decision, from the United Church of Christ at any time without forfeiture of ownership or control of any real or personal property owned by it.”

16. Membership of a church in the Conference involves the following minimum rights and responsibilities:
  - a. Participation through delegates to the Annual Meeting and any special Conference meetings;
  - b. Faithful participation in the common mission of the United Church of Christ through financial support of Our Church’s Wider Mission;
  - c. Support for the work of the Conference through annual per capita dues;
  - d. Supply of information requested by the Conference;
  - e. Recognition of the Conference as an instrumentality of all the churches in their common life and service; and
  - f. Use of the staff and facilities of the Conference in order to strengthen the life and work of the churches and the Conference.
  - g. Recognition that “Action by, or decisions or advice emanating from the General Synod, a Conference or an Association, should be held in the highest regard by every local church”, Article IV, paragraph 16 of the Constitution of the United Church of Christ.

●ARTICLE VII: ANNUAL AND SPECIAL CONFERENCE MEETINGS

17. **Annual Meeting:** For purposes of Conference-wide review and action, the conduct of business, election of officers and Board of Directors and for inspiration and fellowship, the membership of the Conference shall convene in an Annual Meeting in May or June of each year, or at such time as may be determined by the Board of Directors. The time and place of the meeting shall be determined by the Board of Directors at least 180 days before the meeting.
18. **Special Meetings:** A special meeting may be called by the Board of Directors or by petition of two or more Associations or one tenth of the churches. The chairperson of the Board of Directors shall be responsible to issue the call to the special meeting to

convene within 60 days. Notice of any special meeting shall be given at least thirty days in advance, and shall specify the purpose and the place of the meeting.

**19. Quorum:** Seventy-five voting members, including representation from each association, shall constitute a quorum at any meeting. If a quorum is not attained, the Officers and Board of Directors terms shall continue until the next duly constituted meeting of the Conference.

**20. Representation at Annual Meeting or Special Meetings:**

- a. Voting members at meetings of the Conference shall include delegates from member churches, all ordained, commissioned and licensed ministers who are members of the conference, all officers, all members of the Board of Directors, the Moderator of each Association and delegates of General Synod. On those matters which are legally binding, delegates who are under eighteen (18) years of age shall have voice without vote.
- b. Each member church shall be entitled to two (2) delegates, plus one (1) additional delegate for each one hundred members in excess of two hundred, provided that no church shall be entitled to more than five (5) delegates, in addition to any officers and members of the Board of Directors or an Association Moderator who may be members of said church. Each member church may have one additional delegate if that delegate is under twenty five (25) years of age. Delegates of a member church shall serve for a period of one year, beginning with the opening session following the election of the delegates.
- c. Registered non-delegate members of those churches fulfilling the definition given in Article II shall be granted the privilege of the floor, but without vote.
- d. The Conference may, by vote, extend to any guest the status of Honorary Member, with privilege of the floor, but without vote.

**21. Committees**

- a. **Nominating Committee:** The Nominating Committee shall consist of nine members elected by the Conference Annual Meeting. Each member shall serve for three years, one third of the members elected each year. No member may serve two consecutive terms. At least four shall be laity. In addition, there shall be a member who shall be under the age of 18 and not yet graduated from High School and shall serve one year. The composition of the committee shall reflect careful concern for diversity of race, ethnicity, gender, sexual orientation, age, geography, physical ability and medical condition. The chairperson shall be elected by the Committee. The Committee shall nominate persons for various offices in the Conference and assist in appointments to committees. The Committee shall present a slate, in writing, to the delegates at the time of registration at the Annual Meeting. Such slate shall include nominations for Officers of the Conference, members of the Board of Directors, the Annual Meeting Planning Committee, Nominating Committee,

General Synod delegates and all Conference representatives. The Committee shall give careful concern in the nominating process to diversity of race, ethnicity, gender, sexual orientation, age, geography, physical ability and medical condition. Names of potential candidates shall be submitted to the Nominating Committee 150 days prior to the Annual Meeting.

- b. Annual Meeting Planning Committee:** The Committee shall prepare and publish the program and agenda in advance of the Annual Meeting. It shall consist of the Moderator and Vice Moderator of the Conference and nine persons elected by the Conference for a term of three years, with three members elected each year. No member may serve two consecutive terms. The Moderator shall act as chairperson.
- c. Resolutions Committee:** A Resolutions Committee may be appointed by the Board of Directors to receive and process any resolution or motion proposed to express the will the Conference on a particular matter. This committee will operate according to provisions for its work contained in the Rules of Procedure for Conference Meetings then in effect. Any resolution that comes before the Annual Meeting with financial implications which are not included in the budget may be adopted with the provision that such resolution will be referred to the Board of Directors which will implement the resolution if the monies for implementation are available. The Board will work with the Conference Ministers for the identification of needed financial resources.

**Other Committees:** Other Committees may be elected by the Conference or appointed by the Moderator.

#### ●ARTICLE: VIII: OFFICERS AND DUTIES

- 22. Officers of the Conference:** The elected officers for the Conference shall consist of a Moderator, Vice-Moderator, Secretary, Treasurer, Chairperson for the Board of Directors, Registrar and such other officers as the Conference shall deem necessary.
- 23. Election of Officers:**
  - a. Election of officers shall take place at the Annual Meeting of the Conference, but in no instance shall the election be held less than twelve (12) hours after the receipt of the report of the Nominating Committee, unless there are no nominations from the floor of the meeting.
  - b. Other officers may be elected by the Board of Directors to serve in special capacities, but without membership or vote on the Board of Directors.
- 24. Term of Office:** The term of office for elected officers of the Conference, other than the Treasurer, shall be one (1) year. The Moderator and Vice-Moderator may not serve two consecutive terms. The Chairperson of the Board of Directors may not serve more than two (2) consecutive terms. The term of office for the Treasurer shall be two (2) years, with a maximum of three (3) consecutive terms. The terms of office shall begin at the close of the Annual Meeting at which the election has taken place.

**25. Duties of Officers:**

- a. The Moderator shall preside over the Annual Meeting and any special meetings of the Conference during his or her term of office and shall be chairperson of the Annual Meeting Planning Committee. The Moderator, together with the Conference Ministers and the Chairperson of the Board of Directors, shall represent the Conference in its relations with congregations and other religious bodies.
- b. The Vice-Moderator shall exercise the functions of the Moderator when requested to do so by the Moderator, or in the absence of the Moderator.
- c. ~~A~~ **The** Conference Minister shall serve as Secretary and shall be the Secretary of Conference meetings. ~~A~~ **The** Conference Minister shall serve as Registrar.
- d. The Chairperson of the Board of Directors shall preside at meetings of the Board of Directors, shall be the President of the Corporation, and shall be an advisory member of all Conference structures.
- e. The Treasurer shall receive and disburse all monies of the Conference as authorized by the Board of Directors. The Treasurer shall be the custodian of all funds of the Conference and shall report to each Annual Meeting. The Treasurer shall arrange for an annual audit. All persons handling funds shall be bonded.

**ARTICLE IX: BOARD OF DIRECTORS**

**26. Membership, Election and Appointment:**

- a. The Board of Directors shall consist of up to twenty eight (28) members, twelve (12) of whom shall be elected members, six ex officio and one person appointed by the Pacific Southwest Region of the Christian Church (Disciples of Christ). Of the entire Board, there shall be at least six men and at least six women, and at least one member shall be between the ages of eighteen and twenty-five at the time of election. Every Association shall be represented. The Nominating Committee in nominating members of the Board is to give careful concern for diversity of race, ethnicity, gender, sexual orientation, age, geography, physical ability and medical condition. Eight of the elected twelve members shall be laypersons and four shall be clergy. In addition, any group recognized as a national group with a seat on the Executive Council of the United Church of Christ with an active chapter in the Southern California Nevada Conference (active includes but not limited to an annual meeting) and any conference recognized ministry shall be granted one seat with a three year term on the Southern California Nevada Conference Board of Directors. Two nominees shall be submitted to the Conference Nominating Committee from each group upon notice by the Nominating Committee. The Nominating Committee will select one person to represent the group in order to ensure the total diversity of the Board of Directors.

- b. The Chairperson of the Board of Directors shall be a layperson nominated by the Nominating Committee prior to the Annual Meeting and shall be elected by the Conference for a term of one (1) year. Completion of a three year term as a member of the Board of Directors will not make the person ineligible. The Board of Directors shall elect its own Vice-Chairperson from its membership.
- c. The Conference Ministers, the Moderator, the Vice-Moderator, the Chairperson of the Board of Directors and the Treasurer of the Conference shall be ex-officio members.
- d. Four Directors at large shall be elected at each Annual Meeting to serve for a three-year term.
- e. Any person who shall have served three consecutive years on the Board of Directors, shall be ineligible for re-election for a period of two years, except that a person elected to complete a term may serve not more than four consecutive years.
- f. Any Director who shall reside outside the geographical limits of the Conference, or who ceases to be a member of the United Church of Christ, or who shall have three consecutive unexcused absences from Board meetings, shall be deemed to terminate, thereby, membership on the Board.
- g. An Officer or Director may be removed for malfeasance, misfeasance or nonfeasance by a two-thirds (2/3) vote of the Board of Directors.

**27. Responsibilities of the Board of Directors:**

The Board of Directors shall have policy-making responsibility for the work of the Conference between meetings of the Conference. This shall include: fiduciary and legal matters; property oversight; personnel matters; strategic planning and evaluation; participation in the Conference Annual Meeting and establishing new churches.

- a. The Board shall oversee development of the budget, and submit the budget to the Annual Meeting for approval.
- b. The Board shall hold the Conference Ministers accountable for the responsibilities described in Article XI, Section 34.
- c. The Board of Directors shall control and order the receipt, investment and expenditure of all funds of the Conference and disposition of all undesignated benevolences. It may accept gifts on behalf of the Conference and authorize the borrowing of money by the Conference. The Board shall designate officers or other persons who shall have power to sign receipts and checks or orders for withdrawals of funds from banks and savings institutions.

- d. The Directors shall control and manage all the property of the Conference, and whenever they shall deem it for the best interests of the Conference may assign, buy, mortgage, lease, sell or convey any real or personal property. The deeds, conveyances, notes, mortgages, pledge agreements; trust deeds, and any instruments required in such transactions shall be signed by the Chairperson or Vice-Chairperson of the Board of Directors and by the Secretary, Registrar or Treasurer. Whenever the Board of Directors shall authorize the execution and delivery of a conveyance of real property to \_\_\_\_\_ a local church of the United Church of Christ, it shall be the policy to include in such conveyance a “reversionary clause” providing in substance for a reversion of the title to the Conference in the event the grantee shall cease to be and function as a local church of the United Church of Christ or shall fail and neglect to conform to any other conditions that may be prescribed by the grantor in said conveyance.
- e. The Board of Directors shall make an annual report to the Conference.
- f. Vacancies occurring on the Board of Directors will be filled by election by the Board. Vacancies on elected committees will be filled by appointees of said bodies, subject to the approval of the Board of Directors. Persons so selected shall serve the unexpired term for which they were appointed.
- g. The Board of Directors shall appoint a Historian to keep a permanent written history of the Conference. This person shall collect and safely deposit records of the significant events and actions in the life and work of the Conference, Associations and member churches.

**28. Meetings:**

- a. The Board shall meet at least quarterly.
- b. A majority of the Board shall constitute a quorum.
- c. Special meetings of the Board may be called by the Chairperson of the Board or must be ordered by this person upon written request of the Conference Ministers, Moderator, or any three Directors. At least five (5) days written notice must be given for any special meeting.
- d. Except when matters of personnel are under discussion, meetings of the Board shall be open.

**ARTICLE X: THE CONFERENCE MINISTERS AND STAFF**

- 29. ~~There shall be two~~ Conference Ministers ~~who~~ shall be the spiritual leaders and chief executives of the Conference, administering all the work of the Conference in accordance with the policies established by the Conference Annual Meeting or the Board of Directors. The Conference Ministers shall: serve as Secretary and as Registrar of the Conference; organize, direct and coordinate the ministries and work of the

Associate Conference Ministers and the administrative staff of the Conference; represent the Conference in denominational, ecumenical and interfaith gatherings unless otherwise specifically provided; counsel with ministers and churches; assist in pastoral placement; and, make a report to each meeting of the Board of Directors.

30. The Conference Ministers shall be elected by the Conference upon nomination by the Board of Directors and shall be accountable to the Board of Directors on behalf of the Conference. ~~These persons~~ Conference Minister shall serve for an indefinite period which shall be terminated only by ninety (90) days notice, either by two-thirds (2/3) vote of the Board of Directors or by letter from the Conference Minister to the Chairperson of the Board of Directors. Notice of termination may be by less than 90 days if mutually agreeable to the Board of Directors and to the Conference Minister. In case of a vacancy in the office of Conference Minister, the Board of Directors shall have power to appoint an Interim Conference Minister.
- 31 The Board of Directors, in consultation with the Conference Ministers, may employ or dismiss such Associate Conference Minister(s) as it may deem advisable to fulfill the mission of the Conference. Their responsibilities shall be enumerated in job descriptions at the time of their employment, subject to revision, and their employment and compensation shall be subject to provisions of personnel policies adopted by the Board of Directors. They shall be supervised by and accountable to the Conference Ministers.
32. All other staff members shall be employed and dismissed by the Conference Ministers, subject to the provisions of personnel policies adopted by the Board of Directors.

#### ARTICLE XI: CONFERENCE-RECOGNIZED MINISTRIES

33. In consultation with specialized ministries or constituencies in the conference, the Board of Directors may establish conference-recognized ministries. In such instances, the mission statement and definition of participation will be adopted by the Board of Directors. Changes in mission and participation will also be approved by the Board of Directors.
34. Conference-recognized ministries will participate fully in ecclesiastical and organizational structures of the United Church of Christ at the congregational, association, conference, and national levels.
35. Conference-recognized ministries will have a seat on the Board of Directors

#### ARTICLE XII: DELEGATES TO THE GENERAL SYNOD AND REPRESENTATIVES TO DENOMINATIONAL, ECUMENICAL AND INTERFAITH BODIES

36. All delegates of this Conference to the General Synod of the United Church of Christ shall be elected by the Conference at its Annual meeting according to the Bylaws of the General Synod. Delegates shall serve a term of four (4) years and may not be re-elected for a period of two (2) years.

37. The Conference shall elect delegates to ecumenical and interfaith bodies.

#### ARTICLE XIII: RULES OF ORDER

38. The latest revised edition of Robert's Rules of Order is the standard for all parliamentary procedures not otherwise stated in these Bylaws or in the Rules of Procedures developed for specific Conference bodies.

#### ARTICLE XIV: AMENDMENTS

39. The Bylaws may be amended at any Annual Meeting or Special Meeting by a two-thirds (2/3) vote of the members present and voting, but all amendments must either have been presented at a previous Annual or Special meeting of the Conference, or have been mailed to each authorized minister in the Southern California Nevada Conference and Moderator of each local congregation at least thirty (30) days prior to the meeting at which the vote is to be taken.

Amended: June 1, 2007