

**THE SOUTHERN CONFERENCE
of the
UNITED CHURCH OF CHRIST, INC.**

CONSTITUTION and BYLAWS

June 12, 1998

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The Constitution and Bylaws of the Southern Conference of the United Church of Christ, Inc.

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**THE CONSTITUTION AND BYLAWS
OF THE
SOUTHERN CONFERENCE
OF THE
UNITED CHURCH OF CHRIST**

The Constitution and Bylaws were adopted September 30, 1965 and amended April 26-27, 1966, June 11-13, 1968, June 7-9, 1974, April 8-20, 1975, June 11-13, 1976, June 10-11, 1977, June 6-7, 1980, June 4-5, 1982, June 9-11, 1983, June 13-15, 1985, revised on June 10-11, 1988, amended June 4-6, 1992, revised June 6-8, 1996, amended June 12, 1998.

CONSTITUTION

PREAMBLE

1. The Southern Conference of the United Church of Christ, formed January 1, 1966 by the union of The Southern Convention of Congregational Christian Churches, Inc., The Convention of the South of Congregational Christian Churches, Inc., and the Southern Synod of the Evangelical and Reformed Church, Inc., in order to express more fully the oneness in Christ of the churches composing it, to make more effective their common witness in Him, and to serve His Kingdom in the world, hereby adopts this Constitution.
2. The Southern Conference, along with the whole United Church of Christ, acknowledges as its sole head, Jesus Christ, Son of God and Savior. It acknowledges as kindred in Christ all who share in this confession. It looks to the Word of God in the Scriptures, and to the presence and power of the Holy Spirit, to prosper its creative and redemptive work in the world. It claims as its own the faith of the historic Church expressed in the ancient creeds and reclaimed in the basic insights of the Protestant Reformers. It affirms the responsibility of the Church in each generation to make this faith its own in reality of worship, in honesty of thought and expression, and in purity of heart before God. In accordance with the teaching of our Lord and the practice prevailing among evangelical Christians, it recognizes two sacraments: Baptism and the Lord's Supper or Holy Communion.
3. The provisions here in define and regulate the Southern Conference and those officers, agencies, boards committees, etc., which are recognized, established by or responsible to the Southern Conference and describe the free and voluntary relationship which the local churches, Associations, and ministers sustain with the Southern Conference and with each other. The pattern of relationships and procedures so described is recommended to local churches, Associations, and ministers, to enable them more effectively to accomplish their task in the work of the Southern Conference and the United Church of Christ. The relationships described herein are intended to move beyond the past limitations which have prevented persons from gaining access to positions because of race, age, sex or disability, and to achieve diverse inclusions at all levels of the Conference and in the local churches.

ARTICLE I – NAME

1. The name of this corporation shall be THE SOUTHERN CONFERENCE OF THE UNITED CHURCH OF CHRIST, INC.

ARTICLE II – AREA

1. The area of the SOUTHERN CONFERENCE shall be the territory served by the Constituent Associations comprising the State of North Carolina and part of the State of Virginia along county lines as follows:
2. The Northern boundaries of the counties of Accomack, Mathews, Gloucester, James City, Charles City, Chesterfield, Powhatan, Cumberland, Buckingham, Amherst, Botetourt and Craig, to the West Virginia line, except that each church in Richmond, Virginia, shall be given local option to affiliate with the Conference to the south or north.

ARTICLE III – PLACE OF BUSINESS

1. The principle office or place of business of THE SOUTHERN CONFERENCE shall be at Graham, North Carolina.
2. The registered office of the Corporation shall be at Graham, North Carolina, and the registered agent of the corporation at said address shall be the Conference Minister (Executive Vice-President) who is elected as provided in the bylaws.

ARTICLE IV – PURPOSE

1. To continue without break the ecclesiastical and legal identity of the SOUTHERN CONVENTION OF CONGREGATIONAL CHRISTIAN CHURCHES, INC., the CONVENTION of the SOUTH of CONGREGATIONAL CHRISTIAN CHURCHES, INC., and the SOUTHERN SYNOD of the EVANGELICAL and REFORMED CHURCH, INC., and to conduct their work and to have all their powers, duties and obligations.
2. To be a Conference of the United Church of Christ composed of each of the local churches which are parts of the Southern Convention of the Congregational Christian Churches, Inc., the Convention of the South of the Congregational Christian Churches, Inc., and the Southern Synod of the Evangelical and Reformed Church, Inc. and of all ordained ministers in such Conventions or Synod and of all local churches and ministers that are hereafter received into and granted standing by any Association of the United Church of Christ within the boundaries of this Conference.
3. To promote the interests and general welfare of the churches and ministers of which this Conference is composed and of the General Synod, boards, institutions, agencies and instrumentalities of the United Church of Christ or which are affiliated with such church insofar as their interests are within the boundaries of the Southern Conference.
4. To do each and everything which a Conference of the United Church of Christ may do in the spirit of Christ to extend the Gospel, to advance the Christian religion, to promote education and to encourage Christian charity.
5. To acquire by purchase, gift, devise, bequest or otherwise and to own, hold, invest, reinvest or dispose of property both real and personal for such religious educational, philanthropic and other related work as the Conference may undertake and to purchase, own, receive, hold, manage, care for and transfer, rent, lease, mortgage or otherwise encumber, sell, assign, transfer and convey such property for the general purposes of the Conference; to receive and hold in trust both real and personal property for churches, boards, institutions and instrumentalities of the United Church of Christ or which are affiliated with the United Church of Christ and to invest or re-invest the same; and to make any contracts for promoting the objects and purposes of the Conference which are not inconsistent with the laws of the State of North Carolina.

6. To maintain relations with other Christian fellowships and ecumenical bodies to the end that fellowship, mutual understanding and co-operation may be advanced.
7. To exercise the functions of an Association of the United Church of Christ when they are delegated to it by such Association or where no such Association exists.
8. In general, to exercise any, all and every power for which a non profit corporation organized under Chapter 55-A of the General Statutes of the State of North Carolina relating to religious and charitable associations, can be authorized to exercise, but no other power. No substantial part of the activities of this corporation shall include the carrying on of propaganda or otherwise attempting to influence legislation. No part of the earnings or assets of this corporation shall inure to the benefit of any individual, member there of, contributor thereto, or for any private, personal or selfish purposes. No part of the assets of this corporation or income derived therefrom shall be given to or inure to the benefit of any person, corporation organization not tax exempt under Sub-Title (A) or Sub Title (B) of the Internal Revenue Code of the United States of America. In the event of dissolution of this corporation none of its property shall be distributed to any person, corporation organization not tax exempt under Sub Title (A) or Sub Title (B) of the Internal Revenue Code of the United States of American [sic] and all of its property shall be distributed at such time solely for the purposes set forth in Article IV hereof.

ARTICLE V – STRUCTURE
SECTION A, LOCAL CHURCHES

1. The basic unit of the life and organization of the Southern Conference is the local church.
2. The autonomy of the local church is inherent and modifiable only by its own action. Nothing in this Constitution and the Bylaws of the Southern Conference 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 it be construed as giving to the Conference, any association or to the General Synod, 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 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 benevolence.
3. Actions by, or decisions or advice emanating from the Conference, Association, or the General Synod, should be held in the highest regard by every local church.

SECTION B, ASSOCIATIONS

1. An Association is that body within the Southern Conference of the United Church of Christ, which is composed of all local churches in a geographical area, all ordained ministers who have standing therein, all commissioned ministers of that Association, and those licensed ministers who have voting membership in the Association.
2. An Association affords and facilitates fellowship, mutual encouragement, inspiration and such other functions as may be desired by congregations, local churches and ministers within its boundaries.
3. An Association is that body which determines, confers and certifies to the standing of the local churches of the United Church of Christ within its area.

4. An Association is that body which grants, certifies to, transfers and terminates ordained ministerial standing in the United Church of Christ, as well as standing to commissioned and licensed ministers and students-in-care.
5. Adjustments of existing boundaries between Associations as described in the Bylaws, or of any new Associations, shall be determined by the Association concerned, with the approval of the Conference. The standing of any Association as a body of the United Church of Christ, is determined by the Conference.
6. An Association may secure and retain its own Charter and adopt its own constitution, bylaws and other rules which it deems essential to its own welfare and not inconsistent with the Constitution and Bylaws of the Southern Conference.
7. An Association is related to the General Synod through its Conference.
8. On the occasion of Association meetings, the voting membership includes lay delegates selected by and representing local churches of the Association, all ordained ministers holding standing therein, all commissioned ministers of that Association, and those licensed ministers who have been granted voting membership in the Association.
9. Meetings of an Association are held annually and at such other times as may be necessary for the discharge of its responsibilities.

SECTION C, THE GENERAL SYNOD

1. Through the Southern Conference, the local churches and Associations shall be related to the General Synod of the United Church of Christ.
2. The Southern Conference shall have that relation to the General Synod of the United Church of Christ as is described in those portions of the Constitution and Bylaws of the United Church of Christ, adopted July 4, 1961, and which relate to Conferences of the United Church of Christ.

ARTICLE VI – VOTING MEMBERSHIP

1. The voting membership of the Conference consists of the ordained ministers holding standing in its Associations and of lay delegates selected by and representing the local churches of the Associations and of such other persons as the Bylaws shall provide. The control of the Conference shall reside in its voting members and may be exercised directly at any annual meeting or other meeting of the Conference or through and by a Board of Directors elected by the Conference.

ARTICLE VII – DIRECTORS

1. There shall be a Board of Directors who shall administer the affairs of the Conference between its meetings. Membership of the Board of Directors, except for those who serve ex-officio, shall be elected at the annual meeting of the Conference. The Board of Directors shall have such powers and duties as are usual and customary to a Board of Directors under the laws of the State of North Carolina and as provided in the Bylaws of this Conference.
2. The number of directors shall not be less than 28; each voting member shall be in ecclesiastical relation with one of the local churches of which this Conference is composed except as provided in the Bylaws.

3. The Bylaws shall specify the exact number of directors and shall provide for a method of the election, term of office, meetings, powers and duties of the Board of Directors, its Executive Committee and other committees appointed by it.
4. The Executive Committee elected by the Board of Directors, shall be made up of: the Conference President, the Vice President, the Secretary of the Conference, the Treasurer of the Conference, and three persons, one from each Association, who are directors, together with the Conference Minister, ex-officio with voice but without vote. Said Executive Committee shall possess and exercise such powers and functions of the Board of Directors as the Board shall, from time to time, delegate to it.

ARTICLE VIII – OFFICERS

1. The officers of the Conference shall be a President, A [sic] Vice President, a Conference Minister (Executive Vice-President) a Secretary and a Treasurer, with such other officers as the Conference may, from time to time, determine. The powers and duties of the officers of this Conference shall be set forth in its Bylaws.

ARTICLE IX – MEETINGS

1. The Conference shall hold one annual meeting (and other meetings as may be necessary) at such time and place and upon such notice as may be provided in the Bylaws.
2. One fourth (1/4) of those entitled to vote shall constitute a quorum at any meeting.
3. At any meeting of the Conference a majority vote of those present and voting shall be necessary for the transaction of any business except as otherwise provided in the Bylaws. Procedures shall follow Robert's Rules of Order Revised.

ARTICLE X – DURATION

1. The duration and number of years of the Conference is to continue is perpetual.

ARTICLE XI – CORPORATE SEAL

1. The Conference shall have a corporate seal as described in the Bylaws.

ARTICLE XII – AMENDMENTS

1. The Constitution of the Conference may be amended at an annual or called meeting by a two thirds vote of those present and voting provided that such amendment shall have been:
 - (a) Presented to the Conference at the last annual or called meeting of the Conference, officially endorsed by not less than ten of the local churches composing the Conference, or
 - (b) Recommended to the Conference by the Board of Directors and a copy thereof mailed to each church and minister of which the Conference is composed not less than sixty days (60) prior to the meeting at which action on the proposed amendment is to be taken.

BYLAWS

ARTICLE I – MEMBERSHIP

SECTION A – COMPOSITION

1. The membership of the Conference shall consist of:
All Churches and ministers composing the Southern Convention of Congregational Christian Churches, Inc., the Convention of the South of Congregational Christian Churches, Inc., and the Southern Synod of the Evangelical and Reformed Church, Inc., at the time of the consolidation of such bodies; and any churches and ministers thereafter received into and granted standing by any Association of the United Church of Christ within the boundaries of the Conference.

SECTION B – VOTING MEMBERSHIP

1. The voting membership of the Conference consists of the ordained ministers holding standing in its Associations or in the Conference itself, of lay delegates selected by and representing the local churches of the Association and of such other persons as shall be provided for elsewhere in these Bylaws. The control of the Conference shall reside in its voting members and may be exercised directly at any annual or other meeting of the Conference or through and by a Board of Directors elected by the Conference (See Constitution), [sic] ARTICLE VI, I)
2. Members of the Board of Directors shall be voting members of the Conference.
3. The voting delegates of the Conference shall consist of:
 - (a) the ordained ministers holding standing in the Associations of the Conference;
 - (b) licensed ministers who are licensed by the Associations of the Conference and are regularly called pastors of churches of the Conference;
 - (c) directors of Christian Education who are members of the United Church of Christ and have been certified by the Division of Christian Education of the United Church of Christ;
 - (d) lay delegates for the local churches as follows:
 - 1-300 members: 1 delegate
 - 301-600 members: 2 delegates
 - 601-900 members: 3 delegates
 - 901 and above members: 4 delegates
4. Visitors may, by vote of the Conference, be admitted to the privilege of the floor as honorary members, but shall not have the right to vote.

ARTICLE II – MEETINGS

SECTION A. ANNUAL METING [sic]

The annual meeting of the Conference shall be held during the second quarter of each year for transaction of business, election of officers, and selection of place for the next annual meeting provided that the time and place of holding the meting [sic] may be changed by vote of the Conference or by the Board of Directors.

SECTION B. SPECIAL MEETINGS

Special meetings may be called by the Board of Directors, or by the Executive Committee, or by petition of one-third (1/3) of the member churches.

SECTION C. NOTICE OF MEETINGS

Written notice of all meetings of the Southern Conference stating the time, place, and purpose of such meetings, shall be transmitted to the Associations, local churches, and ministers at least thirty (30) days prior to the meeting.

SECTION D. QUORUM

A quorum at any meeting of the Conference shall consist of one-fourth (1/4) of those entitled to vote.

At any meeting of the Conference a majority vote of those present and voting shall be necessary for the transaction of any business except as otherwise provided in the Bylaws. Procedures shall follow Robert's Rules of Order Revised.

SECTION E. AGENDA

The Executive Committee of the Board of Directors shall act as the Business Committee for preparing the agenda and appointing committees for the meetings of the Conference.

ARTICLE III – OFFICERS

SECTION A. OFFICERS

The officers of this Conference shall be a President, a Vice-President, a Conference Minister (Executive Vice-President,) [sic] a Secretary, and a Treasurer with such other officers as the Conference, from time to time, determines. All officers shall reside within the geographical bounds of the Conference. (See Constitution, ARTICLE VIII.)

SECTION B. ELECTION OF OFFICERS

1. The Committee on Nominations shall be elected by the Annual Meeting of the Southern Conference. There shall be nine members, three from each Association. Each member shall serve a term of three years, and the terms shall be staggered so that one member is elected from each Association each year. A member may not succeed him/herself.
2. The Conference Minister and the Associate Conference Minister of each Association shall provide staff support to the Nominating Committee, and shall have voice but not vote.

3. A. The Board of Directors shall allocate to each Association of the Conference the number of General Synod Delegates to which it is entitled on the basis of the membership of its churches having membership in the United Church of Christ except that not less than three nor more than six delegates shall be at-large from the Conference itself. Each Association shall determine the procedure for the election of the delegates to which it is entitled.
- B. The Board of Directors shall determine the number of lay delegates and the number of ministerial delegates, as well as the number of delegates in any other category specified by the Bylaws of the United Church of Christ, to be elected by each Association and the Conference. There shall be black and white representation among the delegates elected by each of the Associations and by the Conference. The Delegates to the General Synod to be elected by the Conference shall be nominated by the Committee on Nominations. The Committee shall present at least a double slate of nominees.
4. The President of the Conference, the Vice-President, the Secretary and the Treasurer, any of whom may be either a minister or lay person, shall be nominated by the Nominating Committee and be elected at the Annual Meeting of the Conference to serve for a term of two years, beginning at the adjournment of the meeting at which they are elected, and to continue until their successors are elected and installed.
5. The Conference Minister (Executive Vice-President) shall be an ordained minister and shall be nominated by the Board of Directors. The Conference Minister shall be elected by the Conference at the Annual Meeting or a special meeting for a term of four years or to fill an unexpired term of office, and shall be eligible for re-election. In no case shall the Conference Minister serve past the Annual Meeting following his/her 65th birthday.
6. Nominations of the Nominating Committee for all positions to be filled shall be sent to churches and ministers at least 60 days in advance of the Annual Meeting.

ARTICLE IV – DIRECTORS
SECTION A. COMPOSITION

The Board of Directors shall be composed of the following voting members:

1. Ex-Officio;
 - President of the Southern Conference
 - Vice President of the Southern Conference
 - Secretary of the Southern Conference
 - Treasurer of the Southern Conference
 - The President of the Eastern North Carolina Association
 - The President of the Western North Carolina Association
 - The President of the Eastern Virginia Association
 - The Commission Coordinators
 - The President of the Southern Conference Women
 - The Representative of the Christian Churches (Disciples of Christ)
2. Nine persons from each Association
 - Three Laymen
 - Three Laywomen
 - Three Ordained or Licensed Ministers
3. The members of the Conference professional staff shall be members of the Board of Directors ex-officio with voice, but not vote.

SECTION B. MEETINGS

1. The Board of Directors shall meet at least three times each year at a time and place determined by the Board of Directors. One meeting may be in connection with the Annual Meeting.
2. Attendance by Board Members at its meetings is expected. When A [sic] Board Member misses three meetings without excuse he/she may be replaced by the Board of Directors.
3. The Executive Committee shall meet quarterly. Two of these meetings may be in connection with the regular meetings of the Board of Directors.

SECTION C. ELECTION

1. The Conference Minister, the Conference President, the Vice President, the Secretary, and the Treasurer shall be elected as prescribed elsewhere in these Bylaws, (See ARTICLE III, Section B.)
2. The eighteen lay members and nine ordained or licensed ministers from the Associations shall be nominated by the Committee on Nominations, one nominee for each vacancy. Three laymen, three laywomen, and three ordained or licensed ministers from each Association shall serve. They shall be elected by the Conference.
3. The members shall be divided into three classes with terms of three years. Having served a full term, a member is not eligible for re-election for one conference year.
4. At least two of the lay members from each Association shall be black. At least one of the lay members from each Association shall be under 30 years of age at the time of election. At least one of the lay members from each Association shall be over 60 years of age at the time of election.

SECTION D. DUTIES

1. The Board of Directors shall administer the affairs of the Conference between its meetings and shall be responsible to the Conference. The Board shall have such duties authorities, and responsibilities as are customary to a Board of Directors under the laws of the State of North Carolina.
2. The Board of Directors shall fill vacancies among the offices, on the Board of Directors and on the Commissions, Committees and Task forces of the Conference between the Annual Meetings of the Conference.
3. Prior to the first meeting of the Board of Directors following the Annual Meeting of the Conference, a nominating committee composed of the Presidents of the Associations will select nominees for the three at large positions on the Executive Committee with attention to the racial and gender balance of the committee. These at-large members will be elected by the Board of Directors.

SECTION E. EXECUTIVE COMMITTEE

1. The Executive Committee will meet at least one time between meetings of the Board of Directors, and shall plan the agenda for the Board of Directors meetings. The President, in consultation with the Conference Minister, may call special meetings as necessary.
2. The Executive Committee shall appoint a Planning Committee for each Annual Meeting and join that Committee in recommending to the Board of Directors plans for the location, program and agenda for the Annual Meeting.

3. The Executive Committee will have responsibility for long range planning for the total life and mission of the Southern Conference, and engaging the Board of Directors in such planning.
4. The Executive Committee will receive reports from the Stewardship, Budget and Finance Committee, the Personnel Committee, the New Church Development Committee, and the Property and Historical Preservation Committee, and all Commissions and make appropriate recommendations to the Board of Directors.
5. Applications for the privilege of conducting capital fund campaigns involving the churches of the Conference and/or Associations shall be submitted to the Executive Committee by the agencies or institutions wishing to conduct such campaigns. The Executive Committee shall study such applications, taking into account the timing, the amount sought, and other activities within the Conference, and make its recommendations to the Board of Directors. No campaign should be launched until approval has been given by the Board of Directors.

SECTION F. PERSONNEL COMMITTEE

1. The Personnel Committee shall be composed of six (6) elected members of the Board of Directors, two from each Association, and chaired by the Vice President of the Conference.
2. The Personnel Committee shall be responsible for supporting and encouraging the professional staff and assisting them in a caring way to improve their service to the Conference.
3. The Personnel Committee shall maintain current written job descriptions for each staff position, listing and defining areas of responsibility and lines of accountability as established by the Board of Directors. It shall review and update personnel policies and make recommendations to the Board of Directors as appropriate.
4. The Personnel Committee will meet each year with each member of the professional staff to discuss work loads, working conditions, staff relationships and other matters which pertain to the overall well being of the Conference.
5. The Personnel Committee will conduct a biennial evaluation of each member of the professional staff in accordance with evaluation policies established by the Board of Directors.
6. The Personnel Committee, through its chairperson, will be available to all staff regarding any concerns that cannot be resolved administratively.

SECTION G. STEWARDSHIP, BUDGET AND FINANCE COMMITTEE

1. The Stewardship, Budget and Finance Committee shall be composed of six (6) elected members of the Board of Directors, two from each Association, and chaired by the Conference Treasurer.
2. The Stewardship, Budget and Finance Committee will work in close cooperation with the Treasurer and the Conference Minister in the preparation of annual budgets, the review of current and projected financial status, and long range financial planning. It will make regular reports to the Executive Committee, and recommendations to the Board of Directors as appropriate.
3. The Stewardship, Budget and Finance Committee will prepare the annual budget of the Southern Conference for submission to the Executive Committee, the Board of Directors, and the Annual Meeting. It will prepare and present to the Executive Committee and the Board of Directors proposed revisions to the budget as necessary.
4. The Stewardship, Budget and Finance Committee will work cooperatively with the Association Stewardship and Mission Commissions in their effort to secure full support of the Conference budget from the congregations.

5. The Stewardship, Budget and Finance Committee shall oversee the annual audit of all the financial records of the Southern Conference by a certified public account [sic]. It will review the Conference's financial policies and assure that all operations are carried out in accordance with them.

SECTION H. NEW CHURCH DEVELOPMENT COMMITTEE

1. The New Church Development Committee will be composed of six (6) members of the Board of Directors, two from each association, and one member of the Executive Committee, who will serve as chairperson.
2. The New Church Development Committee will recommend to the Board of Directors, each year, a budget for the mission projects to be supported through the proceeds of the Mission Board endowment funds.
3. The New Church Development Committee will consult with the Associations in the exploration and implementation of new church development projects.
4. In pursuance of its task the New Church Development Committee will regularly survey the Southern Conference to discover opportunities for new church starts and special projects.
5. The New Church Development Committee will prepare new church start proposals for approval by the Conference Board of Directors, will oversee the selection of new start pastors and the general progress of these efforts. It will seek to pursue these projects in cooperation with the United Church Board for Homeland Ministries.
6. The New Church Development Committee will review applications from church and ecumenical mission projects within the Southern Conference for program subsidies and make recommendations as a part of the budget of the Conference.
7. The New Church Development Committee will report to the Executive Committee regarding its work and recommendations which need the approval of the Board of Directors.

SECTION J. PROPERTY AND HISTORICAL PRESERVATION COMMITTEE

1. The Property and Historical Preservation Committee shall be composed of six (6) elected members of the Board of Directors, two from each Association, and one member of the Executive Committee who shall serve as chairperson.
2. The Committee will gather and preserve materials related to the history of the Southern Conference and forerunner judicatories.
3. It will develop and operate a regular program of care and maintenance for properties under the care of the Southern Conference, e.g., Mt. Bethel, O'Kelly Chapel, etc.
4. It will maintain regular periodic contact with those persons or groups which oversee other Conference owned properties, e.g., Johns River Valley Camp, Black Lake Lodge, etc.
5. It will encourage and assist local churches in the gathering and preservation of their records, *et al*, relating to their histories.
6. It will work with archival personnel and related institutions in whatever ways are appropriate to the achievement of the above goals.
7. It will provide programs and information related to any of the above goals focusing on history, identity, etc.
8. It may seek funding in whatever appropriate ways are available to carry out the above goals.

ARTICLE V – DUTIES OF OFFICERS

SECTION A. PRESIDENT

1. The President of the Conference shall preside at all meetings of the Conference and shall be the chairperson of the Conference Board of Directors, and of the Executive Committee.
2. The President shall perform all other duties and responsibilities normally assumed by the President of an organization; which duties shall include, but shall not be limited to appointing special committees, calling special meetings, etc.

SECTION B. VICE-PRESIDENT

1. The Vice-President shall perform all the duties and have all the authority of the President in the absence of the President and shall succeed him/her in office in case of a vacancy. In the event of grave illness on the part of the President, the Board of Directors shall determine when and if the Vice-President shall become Acting President to complete that term of office.

SECTION C. CONFERENCE MINISTER (EXECUTIVE VICE-PRESIDENT)

1. The Conference Minister shall be first and foremost a minister to the ministers and churches of the Conference. The Conference Minister shall have general supervision over the work of the Conference under the direction of the Board of Directors; the Conference Minister shall aid the Board of Directors in the selection and employment of staff and supervise the services of all staff members; the Conference Minister shall recommend to the Board of Directors a job analysis and salary scale for the staff; the Conference Minister shall report to the Board of Directors and the Executive Committee, and shall make an annual report to the Conference.
2. The Conference Minister shall attend the meetings of the Conference, the Board of Directors and the Executive Committee, and shall be a member ex-officio of all standing and special committees of the Conference. He/she shall be the liaison officer between the Conference and the national boards and agencies and those ecumenical bodies with which the Conference is affiliated.
3. The Conference Minister shall have printed the minutes of the Conference and such other data connected with his/her office as the Conference may order.
4. The Conference Minister shall furnish the churches with proper forms for the annual reports and he/she shall distribute the minutes of the Conference and all schedules of statistics.
5. The Conference Minister shall furnish the Conference, Board of Directors, Executive Committee, Associations, Churches, and Committees any information required by them relating to his/her office.
6. The Conference Minister shall maintain a close contact with the Personnel Records Office of the United Church of Christ Office for Church Life and Leadership, and send to local churches data regarding ministers applying or available for pulpits. He/she shall report all pulpit vacancies promptly to the Secretary of the United Church of Christ.
7. When a vacancy in the office of Conference Minister occurs the Board of Directors shall appoint a Search Committee composed of twelve members, four from each Association with attention to gender and racial balance to recommend a candidate to the Board of Directors. The Board of Directors will make the proposed nomination to a regular or special called meeting of the Conference.
8. The Conference Minister may resign from office by giving a ninety (90) day notice to the Board of Directors. This period may be reduced by mutual consent.
9. The Conference Minister may be removed from office by vote of the Conference at an Annual Meeting or at a special called meeting after the Board of Directors has presented grounds for such action a [sic] least thirty (30) days prior to the meeting. If the services of he [sic] Conference Minister are terminated, salary and full benefits will continue for ninety (90) days.

10. Should a vacancy occur in the office of Conference Minister the Board of Directors shall be responsible for appointing such leadership as may be required to sustain the operations of the Conference during the vacancy.
11. The performance of the Conference Minister shall be reviewed biennially by the Personnel Committee of the Board of Directors in accordance with its policies.

SECTION D. ASSOCIATE CONFERENCE MINISTERS

1. The Associate Conference Ministers for Eastern North Carolina, Western North Carolina and Eastern Virginia shall be elected by the Conference Board of Directors. The term of office shall be indefinite. The procedures in the Bylaws of the United Church of Christ Constitution for "Calling Pastor" shall be followed in the selection of the person (ARTICLE 1, paragraph 122ff.)
2. When a vacancy or potential vacancy occurs in one of the Associations for the position of Associate Conference Minister the Conference Minister shall instruct the Board of Directors of that Association to appoint a search committee from within the Association to seek a candidate for the position. The Association Board of Directors shall approve the candidate of the search committee and recommend the same to the Conference Board of Directors for election.
3. If an Associate Conference Minister desires to resign from office at least a ninety (90) day notice shall be given in writing to the Conference Board of Directors.
4. An Associate Conference Minister can be removed from office by a vote of the Conference Board of Directors in consultation with the Association Board of Directors, upon a recommendation of the Executive Committee. Such notice must be in the hands of he [sic] Board of Directors thirty (30) days before the meeting. If the services of an Associate Conference Minister are terminated, the salary and full benefits shall continue for (90) days.
5. Should a vacancy occur in the position of Associate Conference Minister through resignation, removal, or other cause, the Conference Minister, in consultation with the Association Board of Directors, shall be responsible for appointing such leadership as may be required to sustain the operation of the Association during the vacancy.
6. The Associate Conference Ministers shall abide by the job descriptions approved by the Conference Board of Directors.
7. The performance of the Associate Conference Ministers shall be reviewed biennially by the personnel committee of the Board of Directors.
8. Other Associate Conference Ministers and or professional staff may be elected by the Board of Directors upon the recommendation of the Conference Minister to provide leadership in such specialized areas as Christian Education, Church Development, Evangelism, Stewardship, etc, and shall serve under the above provisions for Associate Conference Ministers.

SECTION E. SECRETARY

1. The Secretary shall keep a permanent, accurate, and legible record of all meetings and transactions of the Conference, the Board of Directors, the Executive Committee, and other meetings in which he/she has official function.
2. The Secretary shall be the custodian of the seal of the Conference and shall affix the same to all written documents requiring the seal, and attest same by his/her signature.
3. The Secretary shall perform such other duties as usually pertain to the office.

SECTION F. TREASURER

1. The Treasurer shall receive and be the custodian of all funds, securities and personal property belonging to or entrusted to or in any way committed to the care or custody of the Conference. The Treasurer shall disburse, pay over and deliver same as he/she shall, from time to time, be ordered by the Board of Directors of the Conference.
2. The Treasurer shall make an annual report to the Conference, accompanied by an auditors certificate of the correctness of the accounts.
3. Bond shall be posted for the faithful discharge of said duties in such sum as the Board may require, the expenses of such bond to be paid by the Conference.

ARTICLE VI – COMMISSIONS

SECTION A. GENERAL PROVISIONS

1. The Southern Conference shall elect Commissions to carry out its mission. Each shall report its activities to the Board of Directors and to the Annual Meeting.
2. Each Commission described in this article shall have a Chairperson who will be nominated by the Nominating Committee and elected at the Annual Meeting to serve a term of two years. No Commission Chairperson shall serve more than two successive full terms. Unless otherwise provided for in these bylaws the members of each Commission shall be nominated by the Nominating Committee and elected at the Annual Meeting to serve a term of one year, and shall be eligible for reelection for two successive terms. The commissions shall be composed of twelve lay and ministerial members, an equal member from each Association [sic], and shall reflect the racial and gender make up of the Conference, with a special effort to involve youth and young adults.
3. The Board of Directors may appoint Task Forces to fulfill particular responsibilities over a specified period of time, and may stipulate that they function in relation to a Commission of the Conference.
4. It is recommended to the Associations that each should have Commissions or other working groups whose purpose it will be to serve the local churches in program areas such as Christian education, church and, leadership development, ministerial authorization, evangelism, and stewardship.

SECTION B. CHRISTIAN UNITY COMMISSION

1. The Christian Unity Commission shall stay abreast of ecumenical conversations in the whole church and facilitate the participation of the Conference and its churches in those dialogues as appropriate.
2. It shall maintain contact with the North Carolina Council of Churches and the Virginia Council of Churches and facilitate the participation of the Conference and its churches in their programs and services.
3. It shall explore dialogue with individuals or groups of other faiths, as well as those of other churches, while maintaining a clear witness to Jesus Christ as “the way the truth and the life.”
4. It shall review the annual contributions of the Conference to the ecumenical agencies with which it is associated, and maintain liaison with the Stewardship, Budget, and Finance Committee of the Board of Directors regarding that support.
5. It shall provide planning and oversight for any overseas ecumenical partnerships and facilitate all aspects of these relationships.
6. It shall provide coordination for mission visitors and overseas personnel.

7. It shall provide support and advice to the Conference Minister in his/her role as chief ecumenical officer and representative of the Conference.

SECTION C. JUSTICE AND RACIAL RECONCILIATION COMMISSION

1. The Justice and Racial Reconciliation Commission shall inform the Conference and its churches regarding issues of Christian concern, including but not limited to the areas of racial justice, equity for women, the needs of the poor and persons with disabilities.
2. It shall develop programs and provide opportunities for the Conference, its churches and members to participate across racial, cultural and geographical lines in experiences of mutual service and reconciliation.
3. It shall consult with Associations and local churches in their efforts to serve their communities and be effective agents of reconciliation when strife occurs.
4. It shall work cooperatively with other religious and non-religious organizations which share common goals and perspectives in the effort to influence public policy in relation to the concerns of the Conference and this Commission.
5. The chairperson of the Southern Conference Ministers for Racial and Social Justice, and of United Black Christians shall be members ex officio, voice without vote.

SECTION D. INSTITUTIONAL RELATIONS COMMISSION

1. The Institutional Relations Commission will maintain close liaison to the institutions related to the Conference and its churches.
2. It shall assist institutions in their efforts to inform the churches of the services, programs and progress of our institutions and encourage their support and participation as an extension of the ministries of the local churches and of the Conference.
3. It shall inform the institutions of the needs and ministry plans of the churches and bring the resources and special expertise of the institutions to bear on them in order to engage in mutual ministries.
4. It shall give particular attention to the joint planning, development, and promotion of outdoor ministries programs so that there will be maximum utilization by the churches and maximum effectiveness of the programs.
5. It shall help coordinate the institutions' special financial campaigns within the conference.
6. The President or executive director of each related institution or that person's designee shall be a member ex officio voice without vote.

SECTION E. COMMUNICATIONS COMMISSION

1. The Communications Commission shall be available to assist in the production of all official communications of the Southern Conference, assuring that they convey the mission, ministries, policies and program of the Conference and the United Church of Christ to its local churches, and linking the churches to the conference and to each other.
2. It shall advise and assist in the publication of the Conference News the Year Book, and any periodic publications of the Conference.

3. It shall use the public media to interpret the character, mission and ministries of the United Church of Christ and the Southern Conference to the public at Large.
4. It shall advise and assist local churches in designing their communications efforts, and in the use of the public media for advertising and communications.
5. The Conference Minister and staff may consult with the Commission regarding the design and preparation of the various publications sent to churches.
6. The editor of the Southern Conference News shall be appointed by the Communications Commission in consultation with the Conference Minister and shall be a member ex-officio, voice without vote.

ARTICLE VII ASSOCIATIONS

SECTION A. EASTERN VIRGINIA ASSOCIATION

1. The Eastern Virginia Association shall include all the churches in Eastern Virginia south of a line following the northern boundary lines of the counties of Accomack, Matthews, Gloucester, James City, Charles City, Chesterfield, Powhatan, Cumberland, Buckingham, Amherst, Botetourt, and Craig to the West Virginia line (excepting that all churches in the city of Richmond shall be given the option to affiliate with either the Southern Conference or the Central Atlantic Conference.) The Western boundary of the Association shall be U.S. Route 15, or its equivalent.

SECTION B. WESTERN NORTH CAROLINA ASSOCIATION

1. The Western North Carolina Association shall include all of the churches in North Carolina west of a line following the county lines between Rockingham and Caswell, Guilford and Alamance, Randolph and Chatham, Montgomery, Moore, Richmond, and Scotland.

SECTION C. EASTERN NORTH CAROLINA ASSOCIATION

1. The Eastern North Carolina Association shall be made up of all the churches in North Carolina east of this same boundary line.
2. Those churches in Virginia west of U.S. Highway 15, shall be part of the nearest Association.

ARTICLE VIII – AFFILIATIONS

The Southern Conference of the United Church of Christ shall relate itself to those ecumenical bodies which are recognized and supported by the United Church of Christ.

ARTICLE IX – AUDIT

There shall be an annual audit of the Conference books and records by an accountant having no official connection with the Conference. Said auditor shall be appointed by the Board of Directors.

ARTICLE X – ORDER OF BUSINESS

Robert's Rules of Order Newly Revised shall be followed unless otherwise ordered by the Conference.

ARTICLE XI – SEAL

The Conference shall have a cooperate [sic] seal, consisting of circle circumscribed around a cross and containing the words "Southern Conference of the United Church of Christ, Inc." and such other words or emblems as my [sic] be determined by the Board of Directors.

ARTICLE XII – AMENDMENTS

These bylaws may be amended at any annual or special meeting of the Conference by a two-thirds (2/3) vote of the members present and voting, providing however, all proposed amendments must have been mailed to the churches and ministers at least sixty (60) days prior to the meeting at which the vote is to be taken.