

## **PACIFIC NORTHWEST CONFERENCE**

### **UNITED CHURCH OF CHRIST**

#### **CONSTITUTION**

**As Approved April, 1997, and Amended at subsequent meetings of the Conference**

“The Lord has told us what is good. What God requires of us is this: to do what is just, to show constant love, and to live in humble fellowship with our God.” Micah 6:8 (Today’s English Version)

#### **PREAMBLE**

With God’s help we seek to be thoughtful, compassionate Christians, Biblically rooted, and continually guided by the Holy Spirit to love the whole of God’s creation.

We freely covenant to join together as the Pacific Northwest Conference of the United Church of Christ and we commit ourselves to:

- follow the call of God to us today as revealed through the Bible, in the historic Jesus, the risen Christ and the continuous revelation of the Holy Spirit;
- reach out in love and understanding to all of God’s people, committed to partnership and action with the wider United Church of Christ and the ecumenical community;
- dismantling racism and expanding our understanding and awareness of the impact racism has had and continues to have on our churches, our Conference and our world;
- act as communities of nurture and care, gathering as the body of Christ for healing, fellowship, celebration and growth, building neighborhoods of justice and peace;
- share resources and opportunities for spiritual growth, education, mission, evangelism and stewardship;
- support the clergy and lay leadership that strengthens our communities and enhance the collegial relationships of clergy and laity;
- administer our corporate life responsible and ethically.

In joining together it is our prayer that we can more fully express God’s will in the world.

#### **THE LOCAL CHURCH**

As people of God, we celebrate our immediate communities of faith. We affirm the authority and responsibility of each local congregation to shape its life as a unique gathering of God’s people. We also recognize each congregation’s relationship to and responsibility for the greater body of Christ. As unique, autonomous congregations we stand in covenant with each other,

denominationally and ecumenically, seeking to give expression to the fullness of God's presence in our world.

## **MINISTRY**

As people of God, we affirm that the whole church and every member of it are called to extend the ministry of Jesus Christ.

We also recognize that various members of the church are called to function in various forms of ministry both within the Church and in the midst of society at large for which ecclesiastical authorization is required. To this end, we ordain, license, and commission ministers and enter into covenant with them for the extension of our mutual ministry of, and witness to God's compassion, justice and peace.

## **AREAS**

As congregations of God's people, we share our needs and gifts with each other. We recognize the existence of Areas, which emphasize closer ties and a greater sense of community within Conference life. Areas are groups of local churches within geographical sections of the Conference that share common concerns. Areas allow for the focus and expression of those common concerns, and for the celebration of common joys. Fellowship can flourish as these churches come together for common purpose, and ecumenical outreach, and sharing can be strengthened.

## **MINISTRY NETWORKS**

As people of God who seek to follow the leading of the Holy Spirit in new and diverse ways, we gather to address common concerns. Ministry networks afford a way for people to connect and mutually support one another, and may include participation in ecumenical, community and international partnerships. The role of the Conference is to inspire and celebrate the efforts of local congregations to be in ministry with each other and with ecumenical and community partners. The Conference may recognize or form Conference Ministry Networks to help carry out work and meet needs in Conference life.

## **LEADERSHIP COMMITTEES**

As one body of God's people we create Leadership Committees and charge them to act as Conference-wide centers for coordination, resourcing, and fostering ministries to serve individual, church and Conference needs. These committees will link our ministry to one another and the Conference.

## **THE CONFERENCE BOARD AND COUNCIL**

As one body of God's people we recognize the need for a lens in order to help focus and project our vision; therefore, we lift up leaders and establish two leadership boards.

### **Conference Board of Directors**

We create a Conference Board of Directors, as a means to efficiently coordinate and assign resources for the furtherance of our common work, and to act as our corporate agent. This body brings together Representatives from Areas, Officers of the Conference, the chair of the Personnel Committee, the Conference Minister(s) and Associate Conference Minister(s), (if any).

## **Conference Council**

In addition, we call a wider Conference Council to meet in partnership with the Conference Board of Directors. The Council expands the depth and breadth of input from Conference leadership, allows for better communication at all levels of Conference life, and strengthens the covenant between committees and other partners in ministry with the Pacific Northwest Conference. The Conference Council includes representatives from the Leadership Committees, Managing Directors of our camps, representatives elected to national covenantal bodies, and Board of Directors.

## **PROFESSIONAL STAFF**

As one body of God's people, we recognize our need to employ skilled and caring servants. We affirm the need for Conference Minister(s) prophetic in vision, collegial in style, and skilled in the arts of nurturing, teaching, and facilitating the gifts of others. The Conference Minister(s) will be called to serve as the primary leader(s) of a staff team whose skills will help knit our life together. The Conference Minister(s) will exercise some independence, act as guides, communicating areas of concern and opportunities for ministry, and may represent the Conference in various appropriate denominational and ecumenical settings, all the while embodying the heritage and traditions of the United Church of Christ. Associate Conference Minister(s) (if any) and other Conference Staff (if any) and lay executives will be called to serve in ministries consistent with the Conference goals and mission objectives.

## **MUTUALITY AND COLLEGIALITY**

As people of God, we affirm that the Conference is formed and functions best when all its members regard each other in a collegial sense recognizing that each one's specific ministry is in fact a particular extension of the mutual ministry of all. It is our moral prerogative to acknowledge that mutuality and collegiality are impacted by the presence of racism, and the Conference is committed to dismantling racism while expanding our understanding and awareness of the impact of racism and other intersectional oppressions such as classism, homophobia/homophobia, transphobia, and misogyny. White supremacy and dominant culture are realities in our conference, and as an expression of equity, the conference is committed to seeking forgiveness and cultivating a culture of repentance, forgiveness, and promoting restorative justice.

We freely covenant to work together, recognizing that no one in the Conference is either superior or inferior to anyone else. Those we elect to positions within the life of the Conference are to fulfill the various functions of their office responsive to the goals and mission of the Conference. The Conference is expected to support those who we've elected to fulfill these roles.

## **ETHICAL CONDUCT**

This body, and its individual members, covenant together to maintain the highest standards of ethical conduct among its self, its members, and in all its dealing. Guidelines for procedures to be followed will be established by the Board of Directors, approved by an Annual Meeting of the Conference, and attached to this document.

## **CONFERENCE MEETINGS**

As leaders and representatives we gather to seek God's will. There will be Annual Meetings, and special meetings, of the churches gathered as the Pacific Northwest Conference of the United Church of Christ. Annual meetings will be devoted to the business of the Conference, and, to the

extent possible, programming emphasizing spiritual and educational needs will be included. With trust and patience we will listen for the guidance of the Holy Spirit; with joy and thanksgiving we will share and celebrate with one another our participation in the life and ministry of Christ; with courage and humility we will agree upon common tasks and action, and open ourselves anew to God's presence in the wider world.

### **CONFERENCE NAME, BOUNDARIES, AND MEMBERSHIP**

We are gathered by God from a particular area, and to a particular tradition. Our name will be the Pacific Northwest Conference of the United Church of Christ. Our basic boundaries will be the state of Alaska, the state of Washington (except certain communities that are part of the Central Pacific Conference) and that part of the state of Idaho north of a line extending east from the Washington-Oregon border. Membership will extend to all United Church of Christ congregations in good standing within the boundaries. We accept the full rights and responsibilities of a conference of the United Church of Christ in good standing with the General Synod as provided for in the Constitution and Bylaws of the United Church of Christ.

### **ADOPTION AND AMENDMENT**

As people of God, we come together in a covenant, to build and renew our covenants to the greater glory of God. After consideration, conversation, and prayer this constitution may be adopted or amended by delegates gathered at a Pacific Northwest Conference Meeting by a two-thirds majority vote of the Conference, provided that notice of a proposed amendment or revised constitution be stated in the call of the meeting. Upon adoption this document shall be the basic framework of our life together. It may be amended, adopted or revised at subsequent Meetings of the Conference by a two-thirds majority vote.

### **CONFESSION AND BENEDICTION**

As children of a loving God, we confess that without the blessings of the spirit through the Grace of Jesus Christ we cannot do anything as we ought. We commit ourselves to counsel with one another and to seek the will of God through attentiveness to God's Word and Spirit. We dedicate ourselves to growing into, living, and improving our covenant together. We celebrate one Body and one Spirit, one hope to which we are called. We serve one God of all Creation. We affirm a mutual blessing on our common life. To God be the glory, now and forever. Amen.

"Now to God who by the power at work within us is able to do far more abundantly than all that we ask or think, to God be glory in the church and in Christ Jesus to all generations, forever and ever. Amen" Ephesians 3:20-21 (Revised Standard Version)

## **PACIFIC NORTHWEST CONFERENCE**

### **UNITED CHURCH OF CHRIST**

#### **BYLAWS**

**(Adopted April, 1997, and amended at subsequent meetings)**

#### **PREAMBLE**

We declare the Pacific Northwest Conference of the United Church of Christ to be like a tapestry in which the uniqueness of each church and member adds to the collective richness of the pattern. God works in the midst of us continually providing inspiration and challenge.

The Bylaws shall be a framework for this tapestry helping us to develop and guide our ways of working together, supporting our efforts to creatively share our God-given resources in response to our faith, setting in relief the uniqueness of each part of our fabric and helping us weave the rich patterns to which God calls us.

#### **ARTICLE 1 – MEMBERSHIP**

1. The basic unit of life and organization in the Pacific Northwest Conference of the United Church of Christ is the Local Church.
2. A Local Church will be a member of the Conference in good standing if it:
  - a. Holds current standing in the Conference or in any Association which may come to exist within the Conference.
  - b. Acknowledges Jesus Christ as head of the church and opens its membership to all who also acknowledge this.
  - c. Has a constitution which includes an expression of faith which is in harmony with the United Church of Christ Statement of Faith.
  - d. Supports the work of the United Church of Christ through Our Church's Wider Mission, participates in Conference program, and is represented by delegates at official Conference meetings.
  - e. Pays its per capita dues.
  - f. Calls a minister who has standing in an Association or Conference of the United Church of Christ, or has been granted Privilege of Call.

3. A Clergy member of the Conference is in good standing if they are approved by the Committee on the Ministry and are:
  - a. An active or retired ordained minister of the United Church of Christ; or
  - b. A commissioned or licensed minister who is serving a church or in a ministry affirmed by the Conference; or
  - c. A minister holding dual standing, serving a church or in a ministry affirmed by the Conference, who is registered with the United Church of Christ and holds current standing in the Conference or in an Association within the Conference.
  
4. A Lay member of the Conference is in good standing if they are both a member of a Local Church of the Conference; and
  - a. A currently serving Board Director, Officer of the Conference, Chairperson of a Leadership Committee; or a past Moderator of the Conference, or past Chairperson of the Board of Directors who resides within the Conference; or
  - b. The duly elected Representative of a Ministry Network that has received formal Conference recognition (see Article 8.2).
  - c. A missionary, residing within the Conference, who is or was appointed or commissioned by Wider Church Ministries or its antecedents, the United Church Board for World Ministries, the American Board of Commissioners for Foreign Missions and the Board for International Missions.

## **ARTICLE 2 – MEETINGS OF THE CONFERENCE**

1. There shall be Annual Meetings of the Conference dedicated to providing for the transaction of business and election of officers. The date of each meeting shall be set by the Board of Directors and normally should occur in the spring of each year. Notice of the time and place will be given to all Members of the Conference by the Registrar at least three months prior to the meeting. Program materials will be distributed to delegates and churches at least one month prior to the meeting.
  
2. Special meetings of the Conference may be called at any time by the Board of Directors at its own discretion. The Board shall also call a special meeting when petitioned by 10 Member Churches of the Conference, although such a meeting must be for a specific, stated purpose. A call to the meeting giving the time, place, and purpose must be received in all Local Churches at least one month prior to the meeting.
  
3. 125 voting Members representing at least 25 churches of the Conference shall constitute a quorum. A quorum shall be required to conduct business.
  
4. The Board of Directors and/or any Leadership Committee of the Conference shall sponsor gatherings of the Conference emphasizing spiritual and educational content. Such gathering may or may not be in conjunction with the Annual Meeting of the Conference.

### **ARTICLE 3 – VOTING MEMBERSHIP**

1. Every Local Church which is in good standing in the Conference shall be entitled to voting representation in the Conference by three lay delegates, plus one additional lay delegate for each one hundred members or fraction thereof above the first two hundred members of that church, plus one additional delegate to be under the age of 26. The last available annual year book statistics will be used as the basis for computing the number of delegates.
2. All individuals who are members of the Conference as individuals are voting members of the Conference.
3. Ordained ministers holding standing in other denominations while serving as ministers in a Local Church of the Conference shall be voting members.

### **ARTICLE 4 – ASSOCIATE MEMBERS**

The following may, by vote of the Conference, become an Associate Member of the Conference with privilege of voice but not vote at official meetings of the Conference:

- a. Ministers who have been granted Privilege of Call who are serving churches or in other ministries affirmed by the Conference; or
- b. Ordained ministers of the United Church of Christ holding standing in an Association or Conference other than the Pacific Northwest Conference.

### **ARTICLE 5 – CONFERENCE ACTING AS AN ASSOCIATION**

Where no Association(s) exist, the Pacific Northwest Conference of the United Church of Christ will exercise the functions of an Association in determining standing of Local Churches and Clergy.

### **ARTICLE 6 – AREAS**

1. Because of geographical and cultural diversity, and because there are natural barriers in the Conference, six Areas are recognized by the Conference as geographical Ministry Networks. These Areas are defined as follows:
  - Northeast, (including Pullman and north and Northern Idaho);
  - Heartland (including Eltopia to Ritzville to Peshastin);
  - Southeast (including Yakima east to Dayton);
  - Northwest (including Alaska, Everett and Northwest Washington);

- Central West (ranging from Monroe south to Normandy Park);
- Southwest (including Federal Way, Forks and south)

The precise boundaries of the Areas may be modified by agreement among the Conference Board of Directors, the Areas concerned, and the affected Local Churches.

2. The role of the Areas will be to identify and act upon common interest, and to support each other in their individual missions, encouraging and celebrating the formation and mission of Ministry Networks. No action by any one Area will compel similar action by any other area.
3. The Areas are encouraged but shall not be required to meet at least once each year, prior to the deadline of the Nominating Group of the Conference, at a place designated by their constituent churches to elect one representative to serve on the Conference Board of Directors for a two year term to begin at the first meeting of the Board after that annual meeting. Representatives so elected must be members of a Local Church in the Area from which elected. Area leadership must notify the Ministry Resource Committee prior to the cutoff date for nominations, to give the name of their choice for representative. If an Area fails to notify the Ministry Resource Committee of the results of such an election, the Nominating Group of the Ministry Resource Committee shall nominate a Representative to fill the position at their discretion.
4. Area Representatives facilitate the communication that strengthens relationships between the local churches in their assigned areas. The Representatives also facilitate communication between the local churches and Conference leadership. Each Area Representative will serve a two-year term. Their terms will be staggered, with three representatives elected each year at Annual Meeting. Area Representatives may not serve more than three consecutive terms on the Board of Directors.
5. Areas may maintain separate funds to sustain their operations. If they decide to do so, they must elect a financial officer to maintain the fund and keep a simple but complete record of the source and disbursal. This record must be available for inspection upon request of either; one of the Local Churches of the Area, or Conference Board of Directors, or any official government auditing entity.
6. Areas may choose to enter into the budget process of the Conference.

## **ARTICLE 7 – CONFERENCE MINISTRY NETWORKS**

1. The Conference encourages groups of people to meet, share and/or work together around common interests, passions and commitments. Ministry Networks will be active in many settings; for example, networks of neighboring churches of the United Church of Christ, networks of people spread throughout the Conference, perhaps people in other parts of the world, and networks of ecumenical groups in mission and ministry. There is no limit to the networks of God’s people who can gather together in response to God’s call. These groups of people will be called Ministry Networks in recognition of their contribution the ongoing ministries to which we are called as a Conference.

A Ministry Network may take on whatever roles the group wishes. It is anticipated that many Ministry Networks will function informally, gathering, working and celebrating together

without needing formal connection to the Conference organizational structure. The Ministry Resource Committee will assist churches and individuals in identifying other people and resources that may enhance the building of the networks. Some Ministry Networks may find that their ministry will benefit from a more formal, permanent recognition and connection with the Conference structure.

2. A Ministry Network may seek formal Conference Recognition in order to achieve a formalized tie to the Conference and, if desired, access to the budget process and potential funding:
  - a. A Ministry Network seeking a formalized relationship with the Conference will have membership from at least five Local Churches within the Conference.
  - b. The Justice and Witness Ministries Committee of the Pacific Northwest Conference, United Church of Christ (from this point on referred to as Justice and Witness Ministries Committee) shall be the Leadership Committee responsible for relating to Ministry Networks that are formally recognized by the Conference unless the Conference Board of Directors otherwise designates.
  - c. The Ministry Network shall request approval of its mission statement by the Justice and Witness Ministries Committee. The Ministry Network Mission Statement shall address the way that the network seeks to live out and share the Gospel and how that work relates to the Conference Mission Covenant statement. (See Appendix B)
    1. The Ministry Network, having met the above criteria, and following formal presentation to the Board of Directors of its roles, goals, and expectations, may be granted Recognition by the Board of Directors on behalf of the Conference.
  - d. A Ministry Network that has received formal Conference Recognition may elect a Representative who will have Membership in the Conference (see Article 1, 4b).
  - e. The Ministry Network shall report to the Justice and Witness Ministries Committee or its Board designated Conference Leadership Committee at least annually about the work of the network and shall be reviewed by that Committee at least every four years for renewal of its official connection with the Conference.
  - f. A Ministry Network that has received formal Conference Recognition may work through the Justice and Witness Ministries Committee or its designated Committee in order to submit a resolution for action at an Annual Meeting, obtain funding through the Conference budgeting process, or seek other action by the Conference.

## ARTICLE 8 – CONFERENCE LEADERSHIP COMMITTEES

1. There shall be eight Conference Leadership Committees carrying out the mission of the Conference and United Church of Christ.
  - a. Each Leadership Committee (except the Personnel Committee, the Education Ministries Committee and the Committee on Ministry – see below) will consist of at least 12 and not more than 15 members representing diverse interests and geographical areas. There should be up to two youth positions elected to each Committee, in addition to the maximum numbers set out herein.
  - b. The members of each Committee will be elected at Annual Meetings and shall serve two-year terms, but no member may serve for more than three consecutive terms on the same committee.
  - c. The Chairs of each Leadership Committee will be elected by each Committee before or during its first meeting following the Annual Meeting. The Conference Leadership Committee chair or one representative elected by each committee's members shall serve on the Conference Council.
  - d. Leadership Committees shall connect local churches, existing resources, leaders, and programs. They shall strive to help and encourage the coordination and the creation of ministries. As priorities are established by the Annual Meeting and General Synod, the Council or Board will assign primary responsibilities for each priority to an appropriate Leadership Committee. All other Committees shall be invited to join in implementing each priority as they see fit.
    - a. The Committee on the Ministry has the role of support and accountability for those seeking or holding standing. On a regular basis, the Committee attends to the operative covenantal relationships among those with standing, the Association, the Local Church, and the ministry setting, in order to nurture faithfulness and to ensure ongoing growth in ministry according to the Marks of Faithful and Effective Authorized Ministers and using the current Manual on Ministry for procedures and guidelines.
    - b. The Committee on the Ministry may have up to 24 members, 18 members on the Westside and 6 on the Eastside. It shall assist in the transitions of local congregations in times of call and crisis. It shall help lay the basic foundations of Conference life with Healthy congregations and skilled, well supported clergy and lay pastoral leadership.
    - c. The Education Ministries Committee is charged with coordinating a yearly curriculum and calendar of learning opportunities for youth, adults, laity, clergy, and outdoor ministries. It shall help gather teaching and education leadership teams to plan and carry out ecumenical, Conference-wide, and local training events, youth events and outdoor ministries. The Education Ministries Committee may have up to 20 members.
    - d. The Ministry Resource Committee shall have responsibility for the following functions:

1. Developing, maintaining, and disseminating both a human resource bank (people's interest and skills) and a ministry resource service, including a readily accessible library of resources and support for technical and information systems serving Conference programs.
  2. Overseeing the work of an ongoing Nominating Group which will present to the Annual Meeting for election or approval candidates for Conference Leadership positions, including members of Conference Leadership Committees, representatives to ecumenical agencies and to the Covenantal Bodies of the United Church of Christ in the national setting, and the Conference Board of Directors. The Nominating Group shall consist of six members of the Ministry Resource Committee
- e. Appointing Annual Meeting Planning Committees of at least six members each, such Committees to be in place for a minimum of two years prior to the Annual Meeting for which they are responsible for coordinating and planning. The Moderator shall serve *ex-officio* on the Annual Meeting Planning Committee for the Annual Meeting scheduled during her or his term of office and the Vice Moderator shall serve *ex-officio* on the Annual Meeting Planning Committee responsible for the next following Annual Meeting.
  - f. The Justice and Witness Ministries Committee shall have the role of helping people and congregations connect with each other in practicing their faith. In doing so it shall be a clearing house helping to recognize, organize and coordinate a wide variety of ministry networks where the Gospel is being lived and shared, and assisting to bring ministries to closure when a need is met or a work is done.
  - g. The Stewardship Committee shall have the responsibility for stewardship interpretation (including Our Church's Wider Mission and other periodic stewardship programs or campaigns). It shall gather teams or advisory groups to organize the Conference budgeting, investment, property management, and planned giving functions in compliance with the financial policies established by the Board of Directors. The Vice Chair of the Board and the Conference Treasurer will serve *ex-officio* on this Committee.
  - h. The Personnel Committee shall be comprised of six members. It shall have the responsibility to help organize, support, review and periodically evaluate the work of the Conference Minister(s) and employees of the Conference.
  - i. The Church Development Committee shall seek to initiate and/or support the formation of new church communities and the transformation of existing church communities where renewal is dependent upon resources from beyond that community. The committee shall work collaboratively with the Committee on the Ministry and the Stewardship Committee of the Pacific Northwest Conference, with local organizers and volunteers, and the Office of Church Development and Renewal of Local Church Ministries of the United Church of Christ. The committee's primary duties are to consult, assist, and provide funding in partnership with those involved in church formation or transformation. The Church Development Committee will develop, provide and review guidelines and policies for such development and accountability, and will promote and regularly update a plan of action for church development within the Conference.

- j. The Global Ministries Committee shall nurture global partnerships and sister church relationships, shall support the work of Global Ministries in the national setting including its missionaries from the Pacific Northwest Conference, shall help itinerate visits by mission personnel, shall encourage churches of the Conference to become Global Mission Churches, shall facilitate connections with mission personnel and projects when church members and friends travel globally, and shall promote mission trips by local churches and Conference groups.
2. Conference Leadership Committees will normally meet quarterly. All Leadership Committee members are expected to fully participate in the ministry of their respective Committees. Full participation includes missing no more than two Committee meetings per year. Members unable to fulfill this expectation may be asked to resign, or be removed from the Committee. All Leadership Committees and the Board of Directors will meet together within two months of the Annual Meeting to plan and coordinate Conference work and ministry. The Moderator of the Conference shall have joint responsibility in planning the event and in conducting the plenary sessions. Leadership committees are encouraged to continue communication with each other between these planning meetings.
3. It is critical that clear and direct communication be maintained between the Ministry Resource Committee and the Justice and Witness Ministries Committee. The first nurtures the human resource bank of people and ministries within the Conference and the latter nurtures the networks in their ministries. Therefore, each of these Committees shall appoint one member to act as liaison to the other.

## **ARTICLE 9 – CONFERENCE OFFICERS AND CORPORATION OFFICERS**

1. Officers of the Conference shall be Moderator, Vice-Moderator, Scribe, and Treasurer. Terms for the Moderator, and Vice-Moderator are for one year with the option of renewal for a second year after consultation and discernment with the Conference Minister, Moderator, Past-Moderator, and the Ministry Resources Committee. The term for Past Moderator will remain one year. The Scribe's term is two years, with an option to serve another two-year term. The Treasurer's term is for four years, with the option to serve another four-year term. Officers shall be elected at the annual meeting.
  - a. The Moderator shall conduct Board, Council, and the Annual Meeting, keep in contact with Area Representatives and board chairs or representatives serving on the wider council, serve *ex-officio* on the Annual Meeting Planning Committee for the Annual Meeting scheduled during her or his term of office, facilitate conversations between Conference Leadership Committees, and act as a point of contact between the formal structure of the Conference and local congregations, facilitating communication between Annual Meetings.
  - b. The Vice Moderator shall serve *ex-officio* on the Annual Meeting Planning Committee for the Annual Meeting scheduled in the year following her or his term of office. The Vice Moderator shall serve *ex-officio* on the Stewardship Committee with particular emphasis on budget development and financial issues in the Conference and shall assist the Moderator in maintaining contact with local congregations and generally facilitating communications throughout the Conference.

- c. The Past Moderator shall serve as member-at-large on the Board of Directors and at Council meetings. The Past Moderator shall also serve *ex-officio* on the Ministry Resources Committee and as a liaison from the Board of Directors to other committees or organizations at the request of the Moderator.
  - d. The Treasurer shall exercise the powers and perform duties usually incident to the office of Treasurer, including interpreting periodic financial reports to the Stewardship Committee and the Board of Directors and providing financial statements to the Conference membership, such as annual Statements of Activities and Financial Position of all Conference Funds.
  - e. The Treasurer shall also work closely with the Conference Minister or his/her designee and serve *ex-officio* on the Stewardship Committee to provide oversight of the financial policies and affairs of the Conference, including:
    - Efficient and effective stewardship of financial assets and obligations;
    - Development and periodic review of fiscal and accounting policies;
    - Development and presentation of annual budgets;
    - Monitoring of actual financial activities;
    - Support for hiring and evaluation of accounting staff;
    - Determining the frequency and contractual arrangements for periodic independent financial reviews, audits and/or evaluations;
  - f. The Scribe shall act as secretary for the Board of Directors meetings, Conference Council meetings and the Annual Meeting.
2. The Moderator, the Vice Moderator, a Conference Minister, and the Treasurer of the Conference shall, during the term for which they serve be President, Vice President, Secretary and Treasurer, respectively, of the Corporation.
  3. An Assistant Treasurer may be appointed by the Board of Directors to serve for a term of one year. Responsibilities shall be those designated by the Board of Directors in cooperation with the Treasurer.
  4. A Conference Minister shall be the Secretary of the Corporation who will be responsible to maintain the official records of the Conference and the roll of ministers and churches; collect and publish the annual reports and statistics concerning ministers and churches; issue appropriate notices to the churches of the time and place of each Annual and special meeting; notify officers and committee members of their election or appointment; and fulfill such other functions as the Board of Directors may direct.

## **ARTICLE 10 – THE CONFERENCE BOARD OF DIRECTORS**

1. The Conference Board of Directors shall be composed of the following:
  - a. Officers of the Board of Directors: Moderator, Vice Moderator, Past Moderator, Scribe and Treasurer;

- b. The Conference Minister(s) and/or Associate Conference Minister(s);
- c. Six Area Representatives;
- d. The chairperson of the Personnel Committee;
- e. One youth member (age 16 to 18) and one young adult member (age 18-30). These members shall be elected at Annual Meeting to serve as regular members of the Board of Directors. The term of the Youth representative is one year. The term of the Young Adult representative is two years. The Youth and Young Adult representatives may serve two consecutive terms on the Board of Directors;
- f. A representative from the Northwest Region of the Christian Church (Disciples of Christ), appointed through the regional Christian Church (Disciples of Christ).

2. Responsibilities of the Board of Directors:

- a. The Board shall have policy making responsibility for the work of the Conference between meetings of the Conference. These policies shall include:
  - 1. evaluating and coordinating current programs and projects,
  - 2. establishing priorities, long range plans and strategies for the Conference, Leadership Committees and Staff, and
  - 3. employment of staff.
- b. The Board of Directors is responsible for representing and delegating representation of the Conference in local church, denominational and ecumenical settings, unless otherwise provided for.
- c. The Board of Directors will oversee the administration of the Conference as performed by the various Committees of the Conference, the Conference Minister(s) and work of the staff.
- d. The Board of Directors will recommend an annual budget to the Annual Meeting assisted by the Stewardship Committee. The Board shall periodically review the Conference budget performance.
- e. The Board of Directors shall control and order the expenditures of all funds of the Conference and the disposition of all undesignated benevolences. They shall oversee the work of the Stewardship Committee in managing and controlling all the property of the Conference. Whenever they deem it in the interests of the Conference, they may assign, buy, mortgage, lease, sell or convey any real or personal property. The title of all property of the Corporation shall vest in the Pacific Northwest Conference of the United Church of Christ. A two thirds

majority vote shall be required to authorize the sale or other disposal of such property. The deeds, conveyances, notes, mortgages, pledge agreements, trust deeds, and any instruments required in such transactions shall be signed by either the President, the Vice President and by either the Secretary-Registrar or the Treasurer, of the Corporation. The Board of Directors shall designate the officers or other persons who will have power to sign receipts and checks or orders for withdrawal of funds from banks or saving institutions.

- f. Whenever the Board of Directors authorizes 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 a 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 such conveyance.
  - g. The Board of Directors shall make an annual report to the Conference. The Board shall provide for a periodic review of the Conference finances.
  - h. The Board of Directors may make such minor adjustments to the Annual Budget of the Conference to meet exigencies of operations, as shall be determined by them.
  - i. Vacancies occurring on the Board of Directors and Leadership Committees shall be filled by appointees of the Nominating Group of the Ministries Resource Committee subject to the approval of the Board of Directors. Persons so elected shall serve until the next Conference elections.
  - j. The Board of Directors may, by two-thirds majority vote, remove any person from its own membership or from the membership of a Leadership Committee or other committee or group elected or appointed by the Conference, the Board, or any Leadership Committee. Such action may only be taken based on non-participation of the person or at the request of a committee or group as a result of divisiveness or unresolved conflict of interest.
3. Committees of the Board shall include:
    - a. Any other working group/task force designated by the Board as deemed necessary for the completion of a specific task.
  4. The Board in consultation with a Conference Minister shall be encouraged to appoint a Conference Minister/Conference Relationship Committee which shall have the primary role of providing intentional support and counsel to a Conference Minister.
  5. The Board may appoint other working groups/task forces as deemed necessary for the completion of specific tasks.

## **ARTICLE 11 – CONFERENCE COUNCIL**

1. The Conference Council shall be composed of the following:

- a. The Conference Board of Directors as defined in Article 10.
- b. One representative from each of the Leadership Committees (Ministry; Education Ministries; Ministry Resource; Justice and Witness Ministries; Stewardship; Church Development; and Global Ministries) from its membership.
- c. The Managing Director of N-Sid-Sen Camp and Conference Center and the Managing Director of Pilgrim Firs Camp and Conference Center.
- d. Those persons representing the Conference on the Covenantal Bodies of the United Church of Christ in the national setting.

2. Purpose and responsibilities of the Conference Council:

- a. The purpose of the Council is to expand the depth and breadth of input from Conference leadership between Annual Meetings, to enact business of the Conference, as needed, in partnership with the Board of Directors; and to strengthen the covenant and communication between various committees of the Conference and other agencies partnering in ministry with the Pacific Northwest Conference
- b. The Moderator of the Conference will be the convener and chairperson of the Conference Council.
- c. The Conference Council will meet at least twice each year; once in the spring prior to the Conference Annual Meeting and once in the fall.

**ARTICLE 12 – GENERAL SYNOD DELEGATES**

Delegates to the General Synod of the United Church of Christ and alternates shall be elected at a Conference Meeting. The delegation shall meet the demographic balance prescribed by General Synod.

**ARTICLE 13 – PROFESSIONAL STAFF**

1. The Conference shall have one or more Conference Ministers. The Conference Minister(s) shall be pastor(s)-at-large to the churches of the Conference, and serve as executives of the Conference.

The Conference Minister(s) shall be supportive of clergy and provide them counsel, being listener(s) as well as communicator(s). As pastor(s)-at-large, the Conference Minister(s) will teach, preach, and communicate the faith, proclaim the Gospel of Jesus Christ, stimulating thought among the people of our churches, will be a witness in the Conference and

community, speaking to issues of justice and peace, and shall assist churches and ministers in placement as they may require.

As executive(s) of the Conference, the Conference Minister(s) shall encourage the elected leaders of the Conference in the fulfillment of their responsibilities and communicate to them relevant areas of concern and opportunities for ministry, encourage connection among the Local Churches, Leadership Committees and Ministry Networks, supervise and coordinate the work of the staff, and oversee the business and financial affairs of the Conference. At the direction of the Board of Directors, the Conference Minister(s) may represent the Conference in denominational and ecumenical settings.

If more than one Conference Minister is called to serve the Conference, they shall conduct themselves, with particular respect to each other, in a collegial manner, striving to work equally and together in their common ministry to the Conference and to the world at-large, neither one being subordinated or superordinated to the other(s). One Conference Minister shall serve as Registrar and permanent Secretary of the Conference.

The Conference Minister(s) shall be ordained minister(s) with current standing in the United Church of Christ or with eligibility for receiving standing in the United Church of Christ and shall be nominated by the Board of Directors and called at the will of the Conference for an indefinite term by majority vote of the Conference at a duly called meeting of the Conference. A Conference Minister may resign by submitting a written letter to the Board of Directors. Similarly, the Conference may end the call of a Conference Minister after due consideration by the Board of Directors and a two thirds majority vote of the Conference for any reason not prohibited by law, with or without cause, with notice given to the Conference Minister following the vote. There shall be no mandatory age for retirement. Duties shall begin at the discretion of and as defined by the Board of Directors.

A Conference Minister, in consultation with the Board of Directors, is encouraged to have appointed a Conference Minister/Conference Relationship Committee, which will have the primary role of providing intentional support and counsel to the Conference Minister.

2. Associate Conference Ministers and lay executives when determined to be advisable may be elected, employed or contracted by the Board of Directors to assist with the work of the Conference on such terms, conditions and for such periods as determined by the Board of Directors. They shall be installed by the Conference at the Annual Meeting following their election, employment or contracting. An Associate Conference Minister or lay executive may resign from her or his duties upon written notice. Whether elected, employed or contracted, an Associate Conference Minister or lay executive will be at will employees that maybe removed during the term of this period by a two thirds majority vote of the Board of Directors.

Other program staff may be employed by the Board of Directors in consultation with the Conference Minister(s). They will work at will under the direction of the Conference Ministers and in cooperation with the other professional staff. All employees of the Conference will be "At Will" employees.

## **ARTICLE 14 – BOUNDARIES**

The basic boundaries of the Conference will be the state of Alaska, the state of Washington (excepting certain communities that are part of the Central Pacific Conference), and that part of the state of Idaho north of a line extending east from the Washington-Oregon border. The boundaries may from time to time be changed in cooperation with our neighbor conferences and with the approval of General Synod in accordance with the Constitution and Bylaws of the United Church of Christ.

## **ARTICLE 15 – INTERPRETATION AND AMENDMENTS**

1. Any problems concerning the interpretation of the Bylaws shall be submitted to and decided by the Board of Directors and reported to the following Conference Meeting.
2. These Bylaws may be amended at any Annual Meeting or special meeting of the Conference by a two-thirds majority of the voting membership present and voting, providing that a notice of the proposed amendment be stated in the call to the meeting.