

PROPOSED BYLAWS OF THE NORTHERN CALIFORNIA NEVADA CONFERENCE UNITED CHURCH OF CHRIST

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account any recommendation of the requestors. The Conference Minister will send notification of the Special Meeting (including the date, location, and purpose of the meeting) to all members within fifteen days of receipt of the request. In the event the Conference Minister fails to make arrangements and send notice of the meeting within fifteen days, the requestor(s) of the Special Meeting may set the time and location of the meeting and must give notice to all members.

A Special Meeting may address only the matters specified in the notice of the meeting.

Section 3. Delegates

The voting body at meetings of the Corporation consists of the following delegates:

- Delegates representing Local Churches;
- Authorized Ministers;
- Association Moderators who are not

Authorized Ministers or delegates representing their Local Church; and

- Members of the Conference Council who are not Authorized Ministers, Association Moderators, or delegates representing their Local Church.

Section 4. Local Church Representation

Each Local Church is entitled to select delegates from among its membership and to send its delegates to meetings of the Corporation. The number of delegates from each Local Church is determined by the number of church members as reported to the Conference Office as of the January first prior to the meeting. Each Local Church is entitled to two delegates for the first two hundred fifty active church members or fraction thereof. Each Local Church is entitled to an additional delegate who must be twenty five years of age or younger when selected. Each Local Church is entitled to one additional delegate for each one hundred active church members or fraction thereof above the original two hundred fifty except that no church will be entitled to more than six delegates.

Section 5. Transaction of Business

Business may only be transacted at meetings when more than fifty percent of Local Churches are represented. A Local Church is considered to be represented if it has sent a delegate who is present or if one of its members who is an Authorized Minister, an Association Moderator, or a member of the Conference Council is present.

Section 6. Procedures

QUORUM: The quorum for any business session is sixty percent of the delegates registered for the meeting.

DISCUSSION & DELIBERATION: As a manifestation of the Church of Jesus Christ, meetings of the members of the Northern California Nevada Conference will be conducted so as to build community, foster discussion, promote serious deliberation, respect varying points of view, and come to accord on matters requiring witness, decision, or action by the body. Standing rules for meetings of the members of the Conference will be proposed by the Conference Moderator, recommended by the Conference Council, and adopted by the delegates.

Article VI. Officers

Section 1. Officers of the Corporation

The Officers of the Corporation are:

1. The President and Vice-President, who are elected by the Conference Council from its membership for a term of one year and may not serve more than two consecutive terms in the same office. They also serve as the chair and vice-chair of the Conference Council. They are signing officers for the Corporation.

2. The Treasurer, who is appointed by the Conference Council, and also serves as Treasurer for the Conference Council. The term of the Treasurer's service is indefinite.

3. The Secretary of the Corporation, who is the Conference Minister. The Secretary is a signing officer for the Corporation.

Section 2. Officers of the Conference

The Moderator and Vice-Moderator of the Annual Meeting are the officers of the Conference, elected by the Annual Meeting, and begin their terms at the close of the Annual Gathering at which they are elected. If there is a vacancy in either position, it will be filled by the Conference Council. The Moderator and Vice-Moderator serve until the close of the Annual Gathering following their election and may not serve consecutive terms in the same office. The officers must be active members of Local Churches and/or Authorized Ministers.

Article VII. Conference Council

Section 1. Purpose

The Conference Council serves as the Board of Directors of the Corporation and manages the affairs of the Conference and the Corporation between meetings of the members and carries out the directives and directions of the meetings of the members. The Conference Council is accountable to the members of the Conference, to these bylaws, and to the Constitution and Bylaws of the United Church of Christ.

Section 2. Responsibilities

The Conference Council has the following responsibilities:

- elect the President and Vice-President and to appoint the Treasurer of the Corporation;
- coordinate the ongoing ministries of the Conference;
- develop and maintain relationships with all bodies related to the Conference and educate and communicate regarding the nature, mission and ministry of the many settings of the church;
- lead the Conference periodically in developing a vision for future ministry directions;
- strategize, plan, and set goals for the Conference to achieve its vision;
- create structure to implement plans and achieve goals;
- prepare and submit to the Annual Meeting a Goal Budget that includes financial support of the national setting of the UCC;
- raise funds for the ministries of the Conference;
- assume fiscal and administrative

responsibility for the Conference;

- order an annual audit of the Corporation's financial records to be conducted by independent accountants;

- call/hire program staff for the Conference;
- provide for and maintain the Conference office and the property of the Conference;

- hold the ministerial standing of Authorized Ministers in the Conference; and

- organize itself in such a way as to efficiently and covenantally fulfill its responsibilities.

Section 3. Composition

The Conference Council is composed of twenty voting members:

- The Conference Moderator
- The Conference Vice-Moderator
- Six Members at Large
- Twelve Association Representatives (two appointed by each Association)

The following are Associate Members with voice but no vote:

- The Conference Minister
- The Treasurer
- Chairs or conveners of Conference committees

- Members of Local Churches and/or Authorized Ministers who are members of the UCC Executive Council or the directorates of the Covenanted Ministries of the UCC

- Others as appointed by the Conference Council

Section 4. Terms of Office

MEMBERS AT LARGE: Members at Large serve a term of four years with one term beginning each year at the conclusion of the Annual Gathering. A member at large may serve two complete consecutive terms; one who has served more than two years of a term is considered to have served a complete term.

ASSOCIATION REPRESENTATIVES: Association Representatives serve a term of four years beginning at the conclusion of the Annual Gathering. The terms of three Association Representatives commence each year with the terms for the two representatives from a single Association staggered to begin two years apart. An Association Representative may serve two complete terms; one who has served more than two years of a term is considered to have served a complete term.

TERM LIMITS: After a Member at Large or Association Representative has served the maximum term, at least one year must elapse before that individual may serve again on the Conference Council.

Section 5. Eligibility

To be eligible to serve as a Member at Large, an individual must be an Authorized Minister and/or an active member of a Local Church.

To be eligible to serve as an Association Representative, an individual must be an Authorized Minister within the geographical boundaries of the respective Association and/or an active member of a Local Church within