

# Southwest Conference United Church of Christ Bylaws

Approved 4/30/2011

Amended April 21, 2012; March 29, 2014; April 23, 2016; May 6, 2017; April 20, 2018; April 6, 2019  
April 24, 2021

## 6 Definitions

*Local Church/Congregation:* Churches as defined by the UCC Constitution and Bylaws that exist within the geographical boundaries of the Conference and that have active standing held through the Committee on Church and Ministry.

*Authorized Ministers (Ministers):* All persons holding ministerial standing in the Southwest Conference.

*Community:* a network of people organized around the presence of Christ, which embraces a United Church of Christ identity and the values of the Southwest Conference, which exists within the geographical boundaries of the Conference and that has active standing held through the Committee on Church and Ministry.

*Search Committee:* A subcommittee of the Executive Board (EB) created for the sole purpose of recommending a candidate to the EB to fill a vacancy in the office of the Conference Minister.

*Standing Committee:* Permanent committees established by these bylaws (Nominating, Endowment Fund Management, Personnel and Committee on Church and Ministry). The Executive Board has sole authority for creating or discontinuing Standing Committees.

*Task Force:* A group formed by the Executive Board for the purpose of completing a task. They will function until the EB deems that their work is completed. The size, purpose, and composition of any Task Force will be left to the discretion of the EB.

*Temporary Committee:* Any committee established by the EB for the purpose of meeting a present need. These committees will exist only to meet that need, and will dissolve when that need is fully met. The size, purpose, and composition of these committees will be left to the discretion of the EB.

*Conference Delegates:* Persons elected at the Annual Meeting of the Conference to serve on behalf of the Conference to General Synod or any other Special Called Meetings of the United Church of Christ.

*Local Church Delegates:* Persons elected by their local church to represent their church at the Annual Meeting, or any Special Meetings, of the Southwest Conference

32 *Called Staff*: Conference staff who are authorized ministers and are exempt from the wage and  
33 hour provisions of the Fair Labor Standards Act (FLSA).

34 *Employed Staff*: Conference staff who are not authorized ministers and are not exempt from the  
35 wage and hour provisions of FLSA.

36 *Meeting*: either the Annual Meeting of a Special Meeting of the Southwest Conference.

## 37 **Article I Mission/Purpose Statement**

38 A. The Mission Statement of the Southwest Conference reads:

39 We, the Southwest Conference of the United Church of Christ, are extravagantly  
40 welcoming and affirming followers of Christ called to embody God's unconditional  
41 justice and love.

42 B. To live out this mission as covenant partners, we affirm the core tasks of the  
43 Southwest Conference are:

- 44 1. Caring for and overseeing authorized ministers;
- 45 2. Equipping congregations, communities and Ministers to do their best possible  
46 ministry/accomplish their mission;
- 47 3. Building and maintaining relationships with the Conference's missional and  
48 covenantal partners; and
- 49 4. Encouraging local church discernment and participation in shared mission by  
50 engaging all covenant partners in dialogue that engenders relevance, courage  
51 and adaptability.

52 C. In acting upon our mission, we must always be mindful of our shared common  
53 values, which include:

- 54 1. Covenant relationships that are the fundamental basis of our shared mission;
- 55 2. Polity that acknowledges God speaks through each individual, and the voice  
56 of God is always tested in Community under the guidance of the Holy Spirit;
- 57 3. Healthy and vital churches and communities of faith;
- 58 4. Networks and relationships to facilitate our shared mission;
- 59 5. Creative and innovative ministry opportunities for, to, and with youth and  
60 young adults.
- 61 6. Clear commitment to justice and compassion;
- 62 7. Service and mission to communities of need;

- 63 8. Extravagant welcome and radical inclusivity;
- 64 9. Decentering whiteness in our church and society; and
- 65 10. Courage to be a voice of prophetic witness.

66 D. These Bylaws state that the administrative structure of the Southwest Conference of  
67 the United Church of Christ exists to facilitate organization and decisions necessary  
68 to carry out our shared mission. In all things, these Bylaws are intended, under the  
69 guidance of the Holy Spirit, to encourage rather than hinder our shared mission and  
70 values.

## 71 **Article II Covenant Partnerships**

72 A. The Southwest Conference of the United Church of Christ recognizes that covenant is  
73 of the essence of its existence and therefore shall enjoy and celebrate its relationship  
74 with the General Synod of the United Church of Christ as that relationship is  
75 described in the Constitution of the United Church of Christ. The Southwest  
76 Conference shall also enjoy and celebrate its relationships with other organizations as  
77 authorized by the membership of this conference.

78 B. The Southwest Conference further recognizes that it exists to live out its covenantal  
79 relationship with the member congregations and communities that comprise the  
80 conference, and shall do so by supporting those congregations in their missions and  
81 ministries, enabling them as and when possible to accomplish what they could not do  
82 alone; e.g., in planting new congregations, renewing existing congregations, and  
83 making available training for Ministers and laity.

84 C. In addition, the Southwest Conference shall provide services to its members in the  
85 Search and Call process, following the policies and guidelines of the United Church  
86 of Christ.

87 D. The Southwest Conference shall offer its guidance and direction to its members in  
88 areas that affect those congregations' continuing health and future faithfulness to their  
89 calling.

90 E. The Southwest Conference shall also encourage, empower, exhort, and even at times  
91 admonish its members to enjoy and celebrate their covenantal relationship with each  
92 other, the Southwest Conference, the wider United Church of Christ, the  
93 ecumenical church, and the interfaith community.

## 94 **Article III Responsibilities of the Southwest Conference**

### 95 A. RESPONSIBILITIES

96 The Southwest Conference shall perform all functions identified as those of a  
97 Conference in the Constitution and Bylaws of the United Church of Christ.



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1. The Conference shall seek to undergird the mission and ministry of the local churches, communities and Ministers of which it is composed and of the General Synod and the instrumentalities of the United Church of Christ.
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2. The Conference shall seek to nurture the spiritual life and witness of its members.
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3. The Conference shall participate with local churches, communities, and ministers in the moral struggles of our time.
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4. The Conference shall be an instrument of Christ's mission by helping to establish new communities of faith, and assisting existing congregations in their effort to remain vital and healthy.
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5. The Conference shall provide a communications network among its members and national instrumentalities.
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6. The Conference shall maintain a depository for historical records and for such records as any individual churches may entrust to it.
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7. The Conference shall act as an Association of the United Church of Christ in all ecclesiastical functions.

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#### C. RIGHTS AND RESPONSIBILITIES OF THE LOCAL CHURCHES AND COMMUNITIES

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1. The Conference shall respect and recognize the rights of the local church as set forth in the constitution of the United Church of Christ which reads, "The autonomy of the local church is inherent and modifiable only by its own action. Nothing in the constitution and the Bylaws of the United Church of Christ shall destroy or limit the right of each local church to continue to operate in the way customary to it; nor shall be construed as giving to the General Synod, or to any Conference or association now, or at any future time, the power to abridge or impair the autonomy of any local church in the management of its own affairs which affairs include, but are not limited to, the right to retain or adopt its own methods of organization, worship and education; to retain or secure its own charter and name; to adopt its own constitution and Bylaws; to formulate its own covenants and confessions of faith; to admit members in its own way and to provide for their discipline or dismissal; to call or dismiss its pastor or pastors by such procedure as it shall determine; to own, manage and dispose of property and funds; to control its own benevolences; and to withdraw by its own decision from the United Church of Christ at any time without forfeiture of ownership or control of any real or personal property owned by it."
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2. Membership of a local church or community in the Southwest Conference involves the following minimum rights and responsibilities:

- 135 a. Paying of the Conference per capita dues;
- 136 b. Financially supporting “Our Church’s Wider Mission;”
- 137 c. Participating in the Annual Meeting and any Special Meetings of delegates;
- 138 d. Supplying information requested by the Conference;
- 139 e. Recognizing that “actions by, or decisions or advice emanating from the  
140 General Synod, a Conference or Association, should be held in the highest  
141 regard by every local church,” (Constitution of the United Church of Christ;)
- 142 f. Recognizing the Conference as a ministry with the churches and communities  
143 in our common life and service; and
- 144 g. Using the staff and facilities of the Conference in order to strengthen the life  
145 and work of the local church/community, or to negotiate internal conflict in  
146 the life of the congregation/community.

#### 147 D. MEMBERSHIP

- 148 1. Members of the Southwest Conference are local churches, communities, and  
149 authorized ministers who hold standing in the Conference.  
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- 151 2. Local churches are ones within the geographic boundaries of the Conference  
152 described in the Constitution of the United Church of Christ.
- 153 3. Communities are networks of people organized around the presence of Christ,  
154 which embraces a United Church of Christ identity and the values of the  
155 Southwest Conference, that exist within the geographical boundaries of the  
156 Conference, and that have standing held through the Committee on Church and  
157 Ministry.

#### 158 E. DELEGATES

##### 159 1. Local Churches

160 Local churches shall be represented in the meetings of the Conference by voting  
161 delegates. The number of voting delegates representing each local church will  
162 relate, in general, to the number of members of that church. Churches of five  
163 hundred members or fewer shall be entitled to five delegates. Churches of more  
164 than five hundred members shall be entitled to five delegates for the first five  
165 hundred members, plus one additional delegate for every additional five hundred  
166 members or fraction thereof. No church shall have more than a total of ten  
167 delegates. The official number of members for a given local church will be that  
168 number reported by the church to the Conference as of December 31<sup>st</sup> in the  
169 preceding year. Each member church shall select its own delegates according to

168 its own policy. All delegates must be active members of a United Church of  
169 Christ congregation within the geographical area of the Conference. Insofar as  
170 possible, it is recommended that at least one delegate from each church be under  
171 thirty (30) years of age, that both race and gender be considered in determining  
172 church representation, and that delegates be key leaders in the congregation.  
173 Insofar as possible, delegates shall represent their local church at all Conference  
174 meetings.

175 2. Ministers

176 a. Authorized ministers who hold standing in the Southwest Conference shall be  
177 voting delegates at meetings of the Conference, and they will not count in the  
178 total number of delegates permitted to each church.

179 b. Authorized ministers holding standing in another denomination while serving  
180 as a minister in a local church of the Southwest Conference will be voting  
181 members if they currently hold Dual Standing in the Conference.

182 3. Communities

183 Member communities shall be represented in the meetings of the Conference by  
184 voting delegates. Each community shall be entitled to five delegates.

185 4. Official Leaders

186 Officers, Executive Board members, and the Chairperson of the Nominating  
187 Committee of the Southwest Conference, shall be delegates by virtue of office,  
188 and shall not be counted as delegates from the congregation in which they hold  
189 membership.

190 5. Honorary Delegates

191 The Conference may extend to persons who are not members of the Southwest  
192 Conference an Honorary Delegate status by vote of the assembled delegates,  
193 allowing voice but not vote.

194 6. General Synod Delegates

195 a. All delegates to the General Synod of the United Church of Christ shall be  
196 elected by the Conference from among its members at its Annual Meeting with  
197 the widest possible representation of the churches. The Nominating Committee  
198 shall nominate delegates according to the Bylaws of the General Synod.  
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200 b. All General Synod delegates shall be delegates to the Annual and Special  
201 Meetings of the Southwest Conference with voice and vote.  
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203 F. SOUTHWEST CONFERENCE MEETINGS

204 1. Annual Meeting

205 a. The Conference shall meet annually in person or virtually at a time and place to  
206 be determined by  
207 the Executive Board. Such meetings will normally occur at about twelve (12)  
208 month intervals. Official notice of the meeting shall be made not less than  
209 two months in advance. When possible, notice can be made by use of  
electronic media.

210 b. The purposes of the Annual Meeting shall be to:

- 211 i. Provide an opportunity for fellowship among the churches of the  
212 Conference;
- 213 ii. Elect Officers, Executive Board members, and other positions as  
214 provided for in these bylaws;
- 215 iii. Receive the reports of the Officers, staff, committees, member churches  
216 and organizations related to the Conference;
- 217 iv. Approve the budget of the Conference;
- 218 v. Adopt the mission objectives of the Conference when presented by the  
219 Mission and Church Vitality Committee;
- 220 vi. Act on business forwarded to the Meeting by the United Church of  
221 Christ, churches, communities, and the Executive Board of the  
222 Conference  
according to standing rules.
- 223 vii. Transact any other business which may be properly brought before the  
224 Conference.
- 225 viii. Elect, when necessary, a Conference Minister as recommended by the  
226 Executive Board from the Search Committee.

227 2. Special Meetings

- 228 a. Special Meetings of the Conference shall be convened only under the  
229 following rules:
- 230 b. By majority vote of a quorum of the Executive Board, or upon written  
231 petition from at least twenty percent (20%) of the member churches directed  
232 to the Moderator of the Conference.
- 233 c. The Meeting will not be held sooner than forty-five (45) days and not later  
234 than sixty-five (65) days from the vote of the Executive Board, or receipt of

the petition.

- 236 d. Notice of the Special Meeting shall be made not fewer than thirty-one (31)  
237 days in advance. Use of electronic media is permitted when available.
- 238 e. The time and place of the Special Meeting shall be determined by the  
239 Executive Board.
- 240 f. Actions taken at a Special Meeting shall be only on those matters for which  
241 the Meeting was specifically called.

### 242 3. Quorum

243 A quorum at any regular or Special Meeting of the Conference shall consist of  
244 those Ministers, delegates and officers of the Southwest Conference present,  
245 provided fifty percent (50%) of the Conference churches and communities are  
246 represented.

### 247 4. Voting (see: ARTICLE III,E,1, 2, 3, 4, 5, 6b and D,4,e below for persons eligible 248 to vote)

- 249 a. Regular business shall be decided by majority vote of the quorum.
- 250 b. Special or corporate business shall require two-thirds (2/3) majority vote of the  
251 delegates present for passage. (Special or corporate business shall include  
252 amendments to the Bylaws, the call or dismissal  
253 of the Conference Minister, and approval of a special or new capital funds  
budget.)
- 254 c. There shall be no vote by proxy or absentee ballot.
- 255 d. The delegates assembled in Special or Annual Meetings shall be the final  
256 authority for affairs of the Conference.
- 257 e. Members of the called and employed staff of the office of the Southwest  
258 Conference shall have voice but not vote. They may speak to any action that  
259 is before delegates at a Meeting of the Conference, but may not initiate an  
260 action to come before that body.

261 All Ministers with standing, officers of the Southwest Conference, and delegates  
262 of member churches and communities shall have a vote in all Meetings of the  
263 Conference.

### 265 G. COMMITTEES

- 266 1. Permanent standing committees of the Southwest Conference shall be: the  
267 Nominating Committee, the Personnel Committee, the Church and Ministry

268 Committee Sections A and B, and the Endowment Fund Management  
269 Committee.

270 2. The Executive Board shall designate those other committees that shall be called  
271 standing committees.

272 3. All standing committees shall be responsible for filling vacancies on their  
273 committee between Annual Meetings. Such interim appointments must be  
274 confirmed by the Executive Board. Appointments by the committee are valid  
275 only until the next Annual Meeting when such vacancy shall be filled by election.

276 4. Standing committees shall include members who self-identify as Black,  
277 Indigenous, and/or People of Color.

278  
279 The Nominating Committee shall serve between Annual Meetings to nominate  
280 individuals to fill vacancies in offices. Such appointments are subject to  
confirmation by the Executive Board.

281 6. Committee members shall be elected at the Annual Meeting of the Southwest  
282 Conference.

283 7. Each committee shall review its purpose statement annually with the Executive  
284 Board of the Southwest Conference.

285 Nominating Committee

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287 a. The Nominating Committee shall consist of six (6) members elected by the  
288 delegates at the Annual Meeting. The Committee shall include one member  
289 from each of the five geographical regions of the Conference and shall  
290 represent the diversity of the Conference. There shall be a second person from  
291 the greater Phoenix area on the Committee. The Nominating Committee shall  
292 make all nominations to the Conference for officers and other elected persons,  
293 applying, in so far as possible, affirmative action principles. Following  
294 presentation of the Nominating Committee report to the delegates at the  
Annual Meeting, there shall be an opportunity for nomination from the floor.  
295 After a suitable period of time, an election shall be conducted. Nominees must  
296 have agreed to serve if elected.

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298 b. Terms of office shall be two (2) years. A person may serve no more than two  
(2) terms and then shall not be eligible for re-election for a period of one (1)  
299 year. Terms shall be staggered to allow one half of the committee's terms to  
expire every two years.

300  
301 Personnel Committee

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303 a. The conference shall elect to the Personnel Committee four (4) members.  
These persons shall be elected at-large from the Conference for a term of three

(3) years except that initially one will be elected for one (1) year, one will be elected for two (2) years, and two will be elected for three (3) years. The

304 Moderator-Elect shall serve on the Personnel Committee as an Ex-Officio  
305 Member with vote. The Conference Minister may attend all meetings with  
306 voice but not vote.

307 b. The Personnel Committee shall be responsible for the administration of the  
308 Personnel Policy of the Southwest Conference and for the conduct of a  
309 periodic evaluation of all called staff.

310 c. The Personnel Committee is accountable to the Executive Board and all  
311 reports of its deliberations go to it, except for confidential matters as  
312 determined by the Personnel Committee.

313 d. The Personnel Committee responds to requests from external constituencies  
314 for personnel information/actions only with the consent of the Moderator and  
315 the advice of legal counsel. A person may serve no more than two (2)  
316 successive terms. The Committee shall select its own chairperson annually.

317 9. Committee on Church and Ministry, Section A- Pastoral Authorization

318 a. The Conference shall elect to the Committee on Church and Ministry, Section  
319 A, twelve (12) members. There shall be at least four (4) lay members on the  
320 committee. There shall be at least two (2) members from the Central Arizona  
321 Region, and at least one from the other Regions (Northern Arizona, Southern  
322 Arizona, Northern New Mexico, and Southern New Mexico / El Paso TX). Each  
Region shall be represented by at least one (1) clergy.

323 b. The Committee on Church and Ministry, Section A, shall handle matters of  
324 ministerial authorization according to the policies, practices and  
325 recommendations of the United Church of Christ as well as its own rules, so  
326 long as they are consistent with those of the United Church of Christ. Terms  
327 of office shall be three (3) years. Terms shall be staggered such that members  
328 are elected in three (3) classes, each with four (4) members. One successive  
329 term is permitted. The Committee shall select its own chairperson annually.

330 c. Anyone asked to fill an unexpired term, and who serves less than 1.5 years in  
331 that position, is eligible to serve a full term following that partial term, if  
332 nominated and elected at the Annual Meeting, and to serve one successive full  
333 term, if nominated and elected at the Annual Meeting.

334 d. Oversight actions that result in the change of ministerial authorization by the  
335 Southwest Conference (SWC) Committee on Church and Ministry A (CoCAM  
336 A) are subject to appeal. The appeal will be made to and heard by the  
337 Executive Board (EB). The only grounds upon which an appeal can be made  
338 will be regarding whether CoCAM A materially departed from the process  
339 adopted by the SWC so as to guarantee consistency of policy implementation,  
340 control access to confidential and sensitive material, promote information  
341 sharing, and minimize politicization of an ecclesiastical authorization matter.

342 Only the Minister under review whose authorization status changed as a result  
343 of the Committees deliberations may file the appeal. An appeal must be filed  
344 within 30 days of CoCAM A's decision. The EB must undergo a full  
345 orientation to the process prior to hearing the appeal. Only those members of  
346 the EB who are present for the orientation and for the entirety of the hearing  
347 for the appeal may vote on the outcome of the appeal. Possible outcomes of  
348 the vote include: affirmation that the process used was sufficiently consistent  
349 with the one adopted by the SWC; acknowledgement that the process used  
350 was in a sufficient way not the one adopted for use by the SWC. If the latter,  
351 the EB will direct CoCAM A to reconsider the action, without materially  
352 departing from the adopted process, policies, and procedures of the SWC.

353 10. The Committee on Church and Ministry, Section B

354 a. The Conference shall elect to the Committee on Church and Ministry, Section  
355 B, nine (9) members. There shall be three (3) lay members on the committee.  
356 There shall be at least two (2) members from Central Arizona Region,  
357 and at least one from the other four geographic regions of the Conference  
(Northern Arizona, Southern Arizona, North Central New Mexico, Southern  
New Mexico/El Paso).

358 b. The Committee on Church and Ministry, Section B, shall handle matters of  
359 church standing and covenant relations according to the policies, practices and  
360 recommendations of the United Church of Christ as well as its own rules, so  
361 long as they are consistent with those of the United Church of Christ. Terms  
362 of office shall be three (3) years. Terms shall be staggered such that members  
363 are elected in three (3) classes, each with two (2) members. One successive  
364 term is permitted. The Committee shall select its own chairperson annually.

365 c. Anyone asked to fill an unexpired term, and who serves less than 1.5 years in  
366 that position, is eligible to serve a full term following that partial term, if  
367 nominated and elected at the Annual Meeting, and to serve one successive full  
368 term, if nominated and elected at the Annual Meeting.

369 d. CoCAM B is empowered to conduct ministerial oversight proceedings when  
370 CoCAM A is unable to do so.

371 11. Endowment Fund Management Committee (EFMC)

372 a. The conference shall elect 4 members to the Endowment Fund Management  
373 Committee. These persons shall be elected at-large from the Conference for a  
374 term of three (3) years except that initially one will be elected for one (1) year  
375 and one for two (2) years, and two will be elected for three (3) years. The  
376 Treasurer shall serve on the EFMC as an Ex-Officio Member with vote. A  
377 person may serve no more than two (2) successive terms.

378 b. The purpose of the Committee is to manage the Conference endowment funds,  
379 both undesignated and designated funds, to ensure the greatest return while  
380 ensuring the funds are invested with the values of the Conference in mind.

381 c. The Endowment Fund Management Committee is accountable to the  
382 Executive Board and all reports of its deliberations shall be provided to the  
383 Executive Board.

## 384 **Article IV Mission and Church Vitality Committee (MCVC)**

### 385 **A. PURPOSE/MISSION**

386 The MCVC bears the responsibility for celebrating what's working in our  
387 congregations; encouraging one another to go beyond our comfort zones; supporting  
388 one another in our advocacy; listening to and appreciating our differing  
389 perspectives; discovering new ways to address our common and differing  
390 challenges; and advising the Executive Board regarding the mission of the  
391 Conference. It shall undertake an annual evaluation to discern both whether or not  
392 that mission is in keeping with the call of the Holy Spirit in our time, and whether  
393 or not that mission maintains our relevance as an agent of transformation.

### 394 **B. RESOURCES**

395 The MCVC bears the responsibility for ensuring that every available resource, all  
396 covenant partnerships, and all entities created by the Conference are being utilized to  
397 enhance, ensure, and enable the mission of the Conference.

### 398 **C. COMPOSITION/MEMBERSHIP**

399 1. The MCVC shall be composed of one (1) delegate from every church with  
400 standing in the Conference. The MCVC will also include the elected officers of  
401 the Conference, and will be chaired by the Conference Moderator. Anyone  
402 serving as a Conference representative to any of the National Bodies of the United  
403 Church of Christ shall also be a member of the MCVC. Called staff of the  
404 Conference will be granted voice without vote at all meetings of the MCVC. Each  
405 local church bears responsibility for any expense incurred by its elected delegate  
406 to attend the meetings of the MCVC; travel pool assistance may be made available  
407 to congregations more than 150 miles from the meeting site.

408 2. Any person elected to serve on the MCVC as the representative of his/her local  
409 church is responsible to attend all meetings of the MCVC. Absences shall be  
410 reported to the Secretary of the Conference. Any elected representative to the  
411 MCVC who is unable to attend can, with permission of her/his church governing  
412 Board, send a proxy. If said proxy reports his/her attendance at the meeting to the  
413 Secretary one full week in advance of the meeting, he/she will be granted voice  
414 and vote.

415 3. In addition to attending faithfully all scheduled meetings of the MCVC, each  
416 representative will covenant with the Conference to serve as interpreter of the  
417 Conference Mission in and to his/her local church. At the very least, this should  
418 include an oral report to the church following each MCVC meeting of the  
419 important and relevant actions being undertaken by the Conference.  
420 Representatives should also consider printed reports to their church governing  
421 boards and other publications utilized by their local church for communication to  
422 their active members (worship bulletins, newsletters, webpages, etc.).

423 4. Any member community operating within the boundaries of the Southwest  
424 Conference may elect one representative from their organization to serve on the  
425 Mission and Church Vitality Committee.

#### 426 D. ELECTION

427 Representatives of the MCVC will be chosen by the respective local churches or  
428 community to which they belong.

#### 429 E. TERMS

430 MCVC members, whether lay or clergy, are eligible to serve for two consecutive  
431 three (3) year terms. A local church or community has the option, if it so chooses, to  
432 name a new delegate to represent it every year, but no one will be allowed to serve  
433 more than two consecutive terms. Local churches and communities are responsible to  
434 manage vacancies in terms. Terms will begin at the first MCVC meeting the delegate  
435 attends. Churches or communities in the process of affiliating with the United Church  
436 of Christ or the Southwest Conference, but without standing, may ask a member to  
437 attend any meeting of the SWC Mission and Church Vitality Committee with voice  
438 but not vote.

#### 439 F. DUTIES AND RESPONSIBILITIES

440 1. The MCVC shall receive and review all written reports submitted by all other  
441 entities of the Conference and discern the extent to which the mission of the  
442 Conference is being either enhanced or compromised by their efforts.

443 2. The Conference Office and Staff bear the responsibility for providing all  
444 representatives to the MCVC information sufficient to allow them to function with  
445 full awareness of and preparation for the meetings at least one week in advance of  
446 the next scheduled meeting of the MCVC.

447 3. The MCVC shall annually provide a list to the Nominating Committee identifying  
448 which skills and/or passions it feels should be represented on the Executive Board,  
449 and the main challenges the MCVC believes the Board should address. The

450 MCVC shall seek to compile that list as a means of ensuring the greatest possible  
451 outcomes relative to the undertaking of our stated mission.

452 **G. MEETINGS**

- 453 1. The MCVC shall schedule at least one meeting each year  
454 The dates for the upcoming year's meetings shall be set and announced at the last  
meeting of the current year's  
455 meeting of the MCVC. Those dates shall be communicated to all  
456 churches. The MCVC shall make use of all  
457 current, affordable, and available technologies to reduce time and travel expenses  
458 incurred by its members.
- 459 2. Meetings of the MCVC shall operate according to consensus. It shall not be the  
460 practice of the MCVC to resolve dispute or conflict among the representatives by  
461 vote.

462 **Article V Executive Board (EB)**

463 **A. MEMBERSHIP AND ELECTION**

- 464 1. The Executive Board shall be comprised of nine (9) members. All members of the  
465 Executive Board shall be active members in a local church or community with  
466 standing in the Southwest Conference. The Executive board shall include members who  
self-identify as Black, Indigenous, and/or People of Color. The nine members shall include  
467 the four officers  
468 of the Conference, and five at-large members. At-large members will serve two  
year terms and will be eligible for renewal at the end of their first term.
- 469 2. The Nominating Committee will present a slate of nominees to fill any vacancies  
470 on the EB to the Annual Meeting delegates, who will vote up or down the entire  
471 slate.
- 472 3. The Nominating Committee is asked to give strong consideration to representing  
473 the full diversity and geography of the Conference in assembling the EB, but more  
weight is to  
474 be given to ensuring that the skills and talents called for are present if at all  
475 possible.
- 476 4. Any vacant unexpired term will be filled by consent of the Nominating  
477 Committee. Anyone asked to fill an unexpired term, and who serves less than one  
478 year in that position, is eligible to serve two full terms following that if nominated  
479 and if elected at the Annual Meeting. For purposes of Arizona law concerning the  
480 governance of 501(c) 3 corporations, the Executive Board serves as the de facto  
481 Board of Directors of the Southwest Conference.

482 **B. RESPONSIBILITIES OF THE EXECUTIVE BOARD**

- 483 1. The EB shall have the policy-making responsibilities of SWC between the

meetings of the Conference. This shall include coordinating current programs and

485 projects, establishing new churches, developing priorities consistent with the  
486 mission of the SWC, and long range plans and strategies. The EB shall make  
487 decisions with respect to staff and take action on financial matters as may be  
488 necessary or required.

489 2. The EB shall control and manage all property of the Conference, and whenever  
490 they shall deem it for the best interest of the Conference may assign, buy,  
491 mortgage, lease, sell, or convey any real or personal property. The deeds,  
492 conveyances, notes, mortgages, pledge agreements, trust deeds, and any  
493 instruments required in such authorized transactions shall be signed by any two  
494 (2) of the following: the Moderator of the Conference, the Moderator-Elect, the  
495 Secretary, or the Treasurer, who shall affix the Conference Seal to such  
496 instruments. The EB shall designate the officers or persons who shall have the  
497 power to sign receipts, endorse checks, deposit funds, and draw checks or other  
498 orders for withdrawal of funds belonging to the Corporation.

499 3. Whenever the EB shall authorize the execution of delivery of a conveyance or real  
500 property to a United Church of Christ, it shall be the policy to include in such  
501 conveyance a "Reversionary Clause" providing in substance for the reversion of  
502 the title to the Conference in the event the grantee shall cease to be or function as  
503 a United Church of Christ, or shall fail and neglect to conform to any other  
504 condition that may be prescribed by the grantor in said conveyance. There will be  
505 a recommendation that such "Reversionary Clause" be included in the Bylaws of  
506 the Church.

507 4. The EB shall make an Annual Report to the Conference.

508 5. The EB shall have the power to interpret these Bylaws.

509 6. The EB shall have the authority to create task forces or temporary committees in  
510 order to facilitate the work and mission of the Conference.

511 7. Meetings of the EB are open to members of the Conference, except that Executive  
512 Sessions may be called to discuss sensitive personnel matters and certain legal  
513 issues.

514 8. Upon notice of a vacancy in the office of the Conference Minister, the EB will  
515 recommend and appoint a Conference Minister Search Committee composed of  
516 nine (9) to eleven (11) members. In addition, the Moderator or Moderator-Elect  
517 may serve Ex-Officio with voice but not vote. Search Committee members will  
518 represent a cross-section of the membership of the churches and communities. The  
519 EB will appoint a chairperson from among the members of the Search Committee.

520 9. Meetings of the EB may be conducted with the use of available technology to  
521 reduce time and travel costs. All votes taken during and recorded at meetings held  
522 by use of this technology are binding.

523 10. Meetings of the EB will function according to Robert's Rules of Order.

## 524 C. OFFICERS

525 1. Officers of the Conference shall be the Moderator, who is also the Chairperson of  
526 the MCVC and the EB; The Moderator-Elect; the Secretary; and the Treasurer.  
527 All officers serve with voice and vote on both the MCVC and the EB.

### 528 2. Election and Terms

- 529 1. All Officers shall be elected by the Conference at the Annual Meeting.
- 530 2. Terms of office shall be two (2) years. The Moderator Elect shall serve one (1)  
531 year as Moderator-Elect and succeed to the office of Moderator without  
532 subsequent election. The Secretary and Treasurer may serve two (2)  
533 consecutive terms, but then are ineligible for re-election to the EB for a full  
534 two years following their time of service.

### 535 3. Duties

#### 536 a. Moderator

537 The Moderator shall preside at all meetings of the Conference, its MCVC  
538 and EB; make a report to the Annual Meeting of the Conference; and do  
539 such other duties as requested by the EB or the MCVC. The Moderator  
540 shall consult with the Conference Minister.

#### 541 b. Moderator-Elect

542 The Moderator-Elect shall assume the duties of the Moderator in his/her  
543 absence, or when requested by the Moderator to do so, and others duties as  
544 prescribed by the MCVC or the EB.

#### 545 c. Secretary

546 The Secretary shall record the minutes of all meetings, issue the call to the  
547 meetings of the Conference, and conduct such correspondence as  
548 requested by the MCVC or the EB.

#### 549 d. Treasurer

550 The Treasurer shall maintain the financial records of the SWC and shall be  
551 responsible for income, expenditures, investments, and other financial  
552 business. The Treasurer shall report annually to the Conference. An audit  
553 or special review shall be conducted annually.

554 The Treasurer shall report to the MCVC, the EB, and the Annual Meeting  
555 of the Conference.

556 In the event of the absence of both the Moderator and the Moderator-  
557 Elect, the Treasurer shall preside at the meetings of the EB and the MCVC.

## 558 **Article VI. Ministries of the Southwest Conference**

### 559 A. PURPOSE

560 Designated Ministries of the Southwest Conference will be formed to facilitate the  
561 mission of the Conference, to build a network of allies from within and outside the  
562 Conference to support that mission, to identify any resources that would help our  
563 covenant partners fulfill that mission, and to find effective ways to communicate  
564 relevant information to those engaged in that mission.

### 565 B. COMPOSITION

566 All Ministries of the SWC will remain open to those who feel called to, qualified for,  
567 and passionate about the undertaking of the specific purpose for which the Ministry is  
568 formed. Each year the Mission and Church Vitality Committee will guide each  
569 Ministry and affiliated group to reflect the spirit of inclusion; mutuality; awareness  
570 of, solidarity with, and advocacy for the needs of diverse communities.

### 571 C. MEETINGS

572 1. Each Ministry will bear responsibility for organizing itself, and for scheduling  
573 meeting times and locations that enable its participants to be fully engaged in the  
574 work of the Ministry. The use of appropriate and available technology to support  
575 time and cost efficiency is strongly encouraged.

576 2. All meetings of the Ministries of the SWC will operate with consensus.

577 3. Each year that a Ministry continues to operate, it will appoint a Chair and a  
578 Recording Secretary. It will inform the Conference Office who it has appointed to  
579 fill these roles. The Chair will work with Conference Staff to arrange and organize  
580 its meetings. The Recording Secretary will document the content of the meeting  
581 discussions, and record any actions agreed to by the Ministry. Copies of the  
582 minutes of Ministry meetings are to be filed with the Conference Office.

### 583 D. BUDGET

584 The Budget of the SWC will include line items for each Ministry called for by the  
585 Executive Board. Those budgeted funds are to be used to cover the meeting  
586 expenses of the Ministry. If any Ministry anticipates budgetary expenses in  
587 addition to meeting costs, that request must be to the Executive Board no later  
588 than sixty days prior to the fiscal year for which the funds are being requested.

## 589 **Article VII Conference Minister and Staff - Personnel**

### 590 A. DUTIES

- 591 1. The Conference Minister shall be an ordained minister in full standing with the  
592 United Church of Christ and shall be the Chief Executive Officer of the  
593 Conference in accordance with the policies established by the EB.
- 594 2. It shall be the Conference Minister's duty to be informed in regard to every phase  
595 of the work undertaken by the Conference.
- 596 3. It shall be the Conference Minister's special duty to organize, direct, and  
597 coordinate all the work of the conference so that each phase of the work may be  
598 done with the greatest efficiency, economy, and Christian concern.
- 599 4. The Conference Minister shall represent the Conference before the churches and  
600 in all ecumenical and interfaith gatherings, unless the Conference specifically  
provides otherwise.
- 602 5. The Conference Minister shall be a Pastor to all the ministers and churches, and  
603 shall be available to assist in pastoral placement.
- 604 6. The Conference Minister shall be an advisory and ex-officio member of all  
605 Boards, Committees, and Ministries of the Conference with voice but not vote.  
606 The Conference Minister shall make a report to each meeting of the Executive  
607 Board and be accountable to the Executive Board.

### 608 B. ELECTION

- 609 1. The Conference Minister shall be elected and called by the Conference upon  
610 nomination by the Executive Board and shall serve for an indefinite period.
- 611 2. The Conference Minister's call agreement can be ended with two (2) months  
612 notice only by either the Conference Minister submitting a letter of resignation to  
613 the EB, or by a 2/3 majority vote of the delegates at an Annual or Special  
Meeting 614 of the Conference, provided notice has been mailed to all members 31 days in  
615 advance of the meeting. The dismissal may be in less than two (2) months if  
616 mutually agreed to by the EB and the Conference Minister.

617 3. In case of a vacancy in the office of Conference Minister, the EB shall have  
618 power to appoint a Conference Minister ad interim.

619 **C. PROFESSIONAL ASSOCIATES AND OTHER STAFF**

620 1. The staff shall be employed or dismissed as follows:

621 a. Professional Associates of the Conference Minister shall be called and elected  
622 by the Executive Board upon nomination by a subcommittee in consultation  
623 with the Conference Minister. Such Associates serving under specific job  
624 descriptions will be supervised by the Conference Minister and accountable to  
625 the Conference Minister and the EB.

626 b. Professional Associates shall serve for an indefinite period of time which shall  
627 end with two months notice only by either the Professional Associate  
628 submitting a letter of resignation to the Executive Board, or by the  
629 recommendation and approval of the Conference Minister and the Executive  
630 Board.

631 c. Clerical staff and other office support staff shall be selected, employed, and  
632 dismissed by the Conference Minister, in accordance with the Personnel  
633 Policies and Procedures of the SWC.

634 d. Rates of compensation and other benefits pertaining to Called Staff shall be  
635 decided by the Executive Board and set forth in their Call Agreement.

636 **Article VIII Rules of Order**

637 A. The rules contained in the current edition of *Robert's Rules of Order Newly Revised*  
638 shall govern the Southwest Conference of the United Church of Christ in all cases to  
639 which they are applicable and in which they are not inconsistent with these Bylaws  
and any special rules of order the Southwest Conference of the United Church of 641  
Christ may adopt.

642 B. The SWC permits the use of available technology to conduct Annual and Special  
Meetings, all meetings of boards 643 and committees. Any decisions reached while using  
technology designed to enhance 644 communication and reduce cost shall be deemed  
binding and effective. Such  
645 decisions shall be reflected in the minutes of that board or committee.

646 **Article IX Dissolution Clause**

647 A. Upon Dissolution of the Conference, no part of its property, not any of its proceeds  
648 thereof, not any of its net assets shall be distributed to or inure to the benefit of any  
649 members of the Conference that are not registered 501(c)3 corporations.

650 B. Upon said dissolution, after paying or adequately providing for the Conference's  
651 debts and obligations, the Directors of persons in charge of liquidation shall distribute

652 all of the Conference's said remaining property, proceeds and net earnings, as  
653 directed by the members of the Conference, to a fund, foundation or church organized  
654 and operated exclusively for religious or charitable purposes that is a subsidiary of or  
655 affiliated with the United Church of Christ or any successor thereto.

## 656 **Article X Endowment Fund**

657 The Southwest Conference is authorized to establish a segregated Endowment Fund  
658 to receive and administer all legacies, conditional gifts, and trust funds which are to  
659 be employed and disbursed only for the uses and purposes for which they have been  
660 received and held, and for the uses and purposes that are in keeping with the mission/  
661 program of the Southwest Conference. The endowed funds are to be invested and  
662 reinvested in accordance with the policy guidelines and under the general direction  
663 established by the Endowment Fund Management Committee and approved by the  
664 Executive Board, and in keeping with the provisions of the Arizona statutes.

## 665 **Article XI Amendments**

666 A. The Bylaws may be temporarily amended by a 2/3 vote of the Executive Board, but  
667 such vote is only binding until the next scheduled Meeting of the Conference.  
668 Proposed amendments to the Bylaws must be in writing to the Executive Board one  
669 full week before any meeting at which the temporary amendment will be considered.

670 B. Any Bylaws amendments enacted by 2/3 vote of the Executive Board must be  
671 submitted for vote at the next schedule Meeting of the Conference, and will be  
672 permanently ratified only after a 2/3 vote of the delegates at the meeting. Such  
673 amendment proposals must be sent to all churches and clergy of the Conference one  
674 month prior to the scheduled meeting.

675 C. The Bylaws may be amended by a 2/3 vote of any scheduled and duly called Meeting  
676 of the Conference. Amendments must be sent to all members of the Conference one  
677 month prior to the scheduled meeting.

### 678 **CERTIFICATION**

679  
680 I hereby certify that the foregoing bylaws were duly adopted by the Annual  
681 Meeting of the Corporation as of the 21<sup>st</sup> of April, 2018.

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Karen Richter, Secretary