

**CONSTITUTION
OF THE
SOUTHEAST CONFERENCE
OF THE
UNITED CHURCH OF CHRIST**

PREAMBLE

1. The Southeast Conference of the United Church of Christ, formed January 1, 1966, by the union of The Southeast Convention of Congregational Christian Churches, Inc., The Convention of the South of Congregational Christian Churches, Inc., the Southern Synod of the Evangelical and Reformed Church, Inc., and the South Indiana Synod of the Evangelical And Reformed Church, Inc., to express more fully the oneness in Christ of the churches composing it, to make more effective their common witness in Christ, and to serve Christ's reign in the world, hereby adopts this Constitution.
2. The Southeast Conference, along with the whole United Church of Christ, acknowledges as its sole head, Jesus Christ, Son of God and Savior. It acknowledges as kindred in Christ all who share in this confession. It looks to the Word of God in the Scriptures, and to the presence and power of the Holy Spirit, to prosper its creative and redemptive work in the world. It claims as its own the faith of the historic Church expressed in the ancient creeds and reclaimed in the basic insights of the Protestant Reformers. It affirms the responsibility of the Church in each generation to make this faith its own in reality of worship, in honesty of thought and expression, and in purity of heart before God. In accordance with the teachings of Jesus and the practice prevailing among evangelical Christians, it recognizes two sacraments: Baptism and the Lord's Supper or Holy Communion.
3. The Southeast Conference intends to do all that a conference of the United Church of Christ may do in the spirit of Christ to extend the Gospel, to advance the Christian faith, to encourage Christian justice, to promote education and to encourage Christian charity with and among all persons.
4. The provisions herein define and regulate the Southeast Conference and those officers, agencies, boards, committees, etc., which are recognized, established by, or responsible to the Southeast Conference and describe the free and voluntary relationship which the Local Churches, Associations, and Ministers sustain with the Southeast Conference and with each other. The pattern of relationships and procedures so described is recommended to Local Churches, Associations, and Ministers, to enable them more effectively to accomplish their task in the work of the Southeast Conference and the United Church of Christ. The relationships described herein are intended to move beyond the past limitations which have prevented persons from gaining access to positions (including, but not limited to, race, age, gender, sexual orientation, or disability) and to achieve diverse inclusions at all levels of the Conference and in the Local Churches.

ARTICLE I – NAME

The name of this corporation shall be THE SOUTHEAST CONFERENCE OF THE UNITED CHURCH OF CHRIST, INC. an organization incorporated in the state of Georgia and hereafter referred to as “the Conference”.

ARTICLE II – AREA AND DEFINITIONS

1. The area of the Conference shall be the states of Georgia, South Carolina, Tennessee (excluding the city of Memphis), Alabama, Mississippi (excluding the coastal area surrounding I-10), and the Florida panhandle west of the Apalachicola River.
2. The Local Churches of the Conference shall be all Local Churches that are within the boundaries of the Conference. The basic unit of life and organization of the Conference is the Local Church.
3. The Associations of the Conference are all Associations that are within the boundaries of the Conference. An Association is composed of all Local Churches in a geographical area. The Southeast Conference functions as an Association according to the definition in the UCC Constitution.
4. The Southeast Conference and the Local Churches within its boundaries shall operate in accordance with the provisions of the Constitution and Bylaws of the United Church of Christ.

ARTICLE III - PURPOSE

1. To continue without break the ecclesiastical and legal identity of the predecessor organizations that united to form this Conference (as listed in Section 1 of the Preamble); to conduct their work; and to have all of their powers, duties and obligations.
2. To be a Conference of the United Church of Christ composed of each of the Local Churches which are parts of the Conference and of all Ministers authorized by the Conference.
3. To promote the interests and general welfare of the Churches and Ministers of which this Conference is composed and, insofar as they are within the boundaries of the Conference, the interests and general welfare of the General Synod, the covenanted, associated, and affiliated ministries, and the other bodies recognized in Article VI of the Bylaws of the United Church of Christ.
4. To acquire by purchase, gift, devise, bequest or otherwise and to own, hold, invest, re-invest or dispose of property both real and personal for such religious, educational, philanthropic and other related work as the Conference may undertake and to purchase, own, receive, hold, manage, care for and transfer, rent, lease, mortgage or otherwise encumber, sell, assign, transfer and convey such property for the general purposes of the Conference; to receive and hold in trust both real and personal property for Churches and covenanted, associated, and affiliated ministries of the United Church of Christ and to invest or re-invest the same; and to make any contracts for promoting the objects and

purposes of the Conference which are not inconsistent with the laws of the state of Georgia.

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

ARTICLE IV – COVENANTAL RELATIONSHIPS

1. Within the United Church of Christ, the various expressions of the church relate to each other in a covenantal manner. Each expression of the church has responsibilities and rights in relation to the others, to the end that the whole church will seek God's will and be faithful to God's mission. Decisions are made in consultation and collaboration among the various parts of the structure. As members of the Body of Christ, each expression of the church is called to honor and respect the work and ministry of each other part. Each expression of the church listens, hears, and carefully considers the advice, counsel, and requests of others. In this covenant, the various expressions of the United Church of Christ seek to walk together in all God's ways.
2. Through the Conference, the Local Churches shall be related to the General Synod of the United Church of Christ.
3. The Conference shall have that relation to the General Synod of the United Church of Christ as is described in those portions of the most recent revision of the Constitution and Bylaws of the United Church of Christ, originally adopted July 4, 1961, and which relate to Conferences of the United Church of Christ.

ARTICLE V – MEMBERSHIP

1. The membership of the Conference shall consist of all Local Churches and authorized Ministers granted standing by the Conference.
2. The voting membership of the Conference shall consist of the authorized Ministers holding standing in the Conference and of lay delegates selected by and representing the Local Churches within the boundaries of the Conference and of such other persons as the Bylaws shall provide.
3. The control of the Conference shall reside in its voting members and may be exercised directly at any annual meeting or other meeting of the Conference or through and by a Board of Directors elected by the Conference.

ARTICLE VI – OFFICERS

1. The Officers of the Conference shall be a Moderator, a Vice-Moderator, a Conference Minister, a Secretary, and a Treasurer, with such other officers as the Conference may, from time to time, determine. The Conference Minister shall also be the Executive Secretary of the Corporation.
2. These officers shall have the powers and duties prescribed by this Constitution and Bylaws and by the parliamentary authority.

ARTICLE VII – MEETINGS

1. The Conference shall hold one Annual Meeting (and other meetings as may be necessary) at such time and place and upon such notice as may be provided in the Bylaws.
2. At any meeting of the Conference a majority vote of those present and voting shall be necessary for the transaction of any business except as otherwise provided in the Bylaws.

ARTICLE VIII – BOARD OF DIRECTORS

1. There shall be a Board of Directors who shall administer the affairs of the Conference between its meetings. Membership of the Board of Directors, except for those who serve ex-officio, shall be elected at the Annual Meeting of the Conference. The Board of Directors shall be responsible for strategic planning and policymaking and shall have such powers and duties as are usual and customary to a Board of Directors under the laws of the State of Georgia and as provided in the Bylaws of this Conference.
2. The Bylaws shall specify the exact number of directors and shall provide for a method of election, term of office, meetings, powers and duties of the Board of Directors, its Executive Committee and other committees appointed by it.
3. Each voting member of the Board of Directors shall be a member of a Local Church of this Conference except as provided in the Bylaws.

ARTICLE IX – DISSOLUTION OF THE CONFERENCE

In the event that it becomes necessary and desirable, the Conference may vote to disband and to turn all of its functions and funds over to the United Church of Christ. Notice of the proposed action shall be included in the call for a Conference meeting, and the request must be favored by two-thirds of those present and voting. When the United Church of Christ has accepted such responsibility, the officers of the Conference shall arrange and execute the transfer.

ARTICLE X – AMENDMENTS

The Constitution of the Conference may be amended at an annual or called meeting by a two-thirds vote of those present and voting provided that such amendment shall have been:

- a. proposed by either the Board of Directors or by not less than five of the Local Churches composing the Conference, and
- b. reviewed by the Board of Directors and presented to the Conference with or without recommendation, and
- c. mailed or distributed to all the Local Churches and authorized Ministers of the Conference no less than sixty (60) days before the meeting at which the vote will be taken.

(Adopted on June 9, 2007, by the Annual Meeting of the Southeast Conference held at Central Congregational United Church of Christ, Atlanta, Georgia)

(Amended on June 15, 2013, by the Annual Meeting of the Southeast Conference held at First Congregational United Church of Christ, Atlanta, Georgia)

(Amended on June---, 2018 by the Annual Meeting of the Southeast Conference held at Piedmont College, Demorest, GA.

(Amended on June 19, 2021, by the Annual Meeting of the Southeast Conference held virtually)

**BYLAWS
OF THE
SOUTHEAST CONFERENCE
OF THE
UNITED CHURCH OF CHRIST**

ARTICLE I – DELEGATES

1. In addition to the voting members specified in Article V of the Constitution, all members of the Board of Directors shall be voting delegates of the Conference.
2. Member churches are entitled to voting delegates as follows:
 - a. Each church is entitled to three voting delegates.
 - b. Churches with over one hundred members are entitled to one additional delegate for each additional one hundred members or fraction thereof. For example: 101 members = 4 delegates, 201 members = 5 delegates, 301 delegates = 6 delegates, etc.
 - c. No church shall be entitled to more than ten delegates.
3. Professional staff of the Conference other than the Conference Minister shall have voice without vote at all Conference meetings.
4. The Conference may grant the privilege of voice without vote to representatives from all denominations with whom we have full communion and to other visitors.
5. Only lay members from member churches within the Conference or Ministers with standing in the Conference may be delegates from the Conference to the General Synod of the United Church of Christ or serve as representatives of the Conference for official entities of the United Church of Christ.

ARTICLE II – ELECTIONS

1. **Qualifications:** Anyone nominated for office by either the Nominating Committee or from the floor of the annual meeting must give permission and agree to serve if elected. All Officers and members of the Board of Directors must be lay members of a member Church within the Conference or Ministers with standing within the Conference and shall reside within the geographical bounds of the Conference.
2. **Elections:** The Officers (other than the Conference Minister), other members of the Board of Directors, and delegates to General Synod shall be elected at the Annual Meeting of the Conference. The Nominating Committee shall nominate a candidate for each office to be filled, and these nominations shall be sent to Churches and Ministers at least thirty (30) days in advance of the meeting. Additional nominations may be made from the floor at the Annual Meeting.
3. **Terms**
 - a. The Officers (other than the Conference Minister) and the Board Members-at-Large shall serve terms of two years. Terms of the Moderator, Vice-Moderator and three Member-at-Large Board Positions shall expire in the even numbered years while the terms of the Secretary, Treasurer, and the other three Member-at-Large Board positions shall expire in odd numbered years. Other Board members shall serve terms as specified in these Bylaws.

- b. Delegates to General Synod shall be elected in even-numbered years. Newly elected delegates shall be Delegates-Elect until their terms as Delegate start at the next General Synod. Delegates shall serve terms of four years which shall include participation in two General Synods.
 - c. All elected terms shall begin at the close of the meeting during which the election was held and shall continue until a successor assumes office.
4. **Succession:** Elected members of the Board may succeed themselves in office for one additional two-year term. Thereafter they may not be re-elected until one year has elapsed. A person elected to fill a vacancy may serve no more than five consecutive years in that position.
 5. **Vacancies:** In the event of a vacancy in any elected office, the Board of Directors, on recommendation of the Nominating Committee, shall elect a successor to serve until the next Annual Meeting. If necessary, the delegates at that meeting will elect a person to serve the remainder of the unexpired term.
 6. **Representation:** The Nominating Committee shall seek to include balanced representation on the Board of Directors, including consideration of lay or ordained status, race, age, gender, sexual orientation, geographic location, disability, or other diversity considerations.

ARTICLE III – MEETINGS

1. **Annual Meeting:** The Conference shall hold an Annual Meeting at such time and place as may be determined by the Board of Directors. Members of the Conference shall be notified of the time and place of the Annual Meeting at least sixty (60) days in advance.
2. **Special Meetings:** Special Meetings may be called at any time by vote of the Board of Directors or by petition of one-third (1/3) of the member churches, provided that at least thirty (30) days' notice as to the time, place, and purpose of the meeting is sent to the members of the Conference. No business other than that specified in the notice may be transacted at a special meeting.
3. **Remote Meetings:** At the discretion of the Board of Directors, annual and special meetings of the Conference may be held remotely by any means of communication by which all delegates participating may simultaneously hear each other during the meeting. A delegate participating in a meeting by this means is deemed to be present in person at the meeting. The notice of the meeting shall indicate that it will be a remote meeting.
4. **Quorum:** Seventy-five (75) voting delegates representing at least one-third of the Local Churches within the Conference shall constitute a quorum.

ARTICLE IV – CONFERENCE MINISTER AND OTHER STAFF

1. **Selection:** The Conference Minister shall be an ordained minister of the United Church of Christ, nominated by the Board of Directors, and elected by a two-thirds vote of the Conference delegates gathered at a duly constituted meeting of the Conference.
2. **Duties:** The Conference Minister is called:
 - a. to serve as the executive, administrative, and spiritual leader of the Conference under the terms of its Constitution and Bylaws.

- b. to develop and articulate in covenant with the Board and Committees of the Conference the vision for, and implementation of, the mission and ministry of the Conference.
 - c. to oversee the work of the congregations, Conference, and Conference staff in consultation with the appropriate Boards and Committees of the Conference.
 - d. to provide oversight and supervision of all staff.
 - e. to serve as the Executive Secretary of the Conference and Registrar for the Conference.
3. **Evaluation:** The Personnel Committee of the Board of Directors shall review the job description and performance of the Conference Minister annually in accordance with the policies of the Board of Directors. (See also Article VI, Section 3, Subsection c, Personnel Committee.)
 4. **Termination:**
 - a. At any time the relationship between the Conference Minister and the Conference may be terminated by the Conference Minister upon a ninety (90) day written notice. This period may be reduced by mutual consent between the Conference Minister and the Board of Directors.
 - b. The Conference Minister can be removed from office at an Annual or Special Meeting after the Board of Directors has presented grounds for such action to the members of the Conference at least thirty (30) days prior to the meeting. A Special Meeting to consider possible termination of the Conference Minister may be called by petition from the member churches following the procedures specified in Article III of these Bylaws. Removal of the Conference Minister from office at an Annual or Special Meeting requires a two-thirds vote. If the services of the Conference Minister are terminated by a vote of the Conference, salary and full benefits will continue for sixty (60) days.
 5. **Vacancy:** Should a vacancy occur in the office of the Conference Minister, the Board of Directors shall be responsible for appointing such leadership as may be required to sustain the operations of the Conference during the vacancy.
 6. **Other Professional Staff:** The Board of Directors, in consultation with the Conference Minister, may call such additional professional staff as needed to carry out the work of the Conference.
 7. **Support Staff:** The Conference Minister may employ support staff as needed to carry out the work of the Conference. Support staff positions shall be authorized by the Board of Directors.
 8. **Equal Employment Policy:** The Board of Directors shall function with an affirmative action commitment which assures equal and fair employment practices in accordance with, but not limited to, federal laws and regulations.

ARTICLE V – BOARD OF DIRECTORS

1. **Membership:** The Board of Directors (hereafter referred to as “the Board”) shall be composed of the following voting members:
 - a. The Officers of the Conference
 - b. Chairs of the Standing Committees
 - c. Six Members at Large

2. **Staff:** The Conference professional staff other than the Conference Minister shall be members of the Board with voice but not vote.
3. **Duties:** In addition to the duties specified elsewhere in this Constitution and Bylaws, the Board shall:
 - a. Plan for and encourage cooperation among the Local Churches, Conferences, Regions, and the National Expressions of the United Church of Christ in order to contribute to and embody God's mission in Jesus Christ.
 - b. Be responsible for strategic planning and developing policy for the Conference between Conference meetings and seek in every proper way to increase the interest of the Local Churches in the work of the Conference and the work of the other expressions of the United Church of Christ.
 - c. Budget, receive, manage, and disburse all funds of the Conference under the direction of the Conference.
 - d. Be the governing body of the corporation.
4. **Meetings:**
 - a. The Board shall meet at least three times each year. Special meetings of the Board and its committees may be called by the Moderator, Conference Minister, or upon the written request of five voting members of the Board.
 - b. Members of the Board shall be notified of the time and place of any Board meeting at least twenty (20) days in advance.
 - c. One-third of the voting members shall constitute a quorum for any meeting of the Board or any of its committees.
 - d. Meetings of the Board may be conducted so that any or all Board members are able to simultaneously hear each other during the meeting. A director participating in a meeting by this means is deemed to be present in person at the meeting.
5. **Attendance:** Any member of the Board who fails to attend at least two Board meeting for a period of one year without reasonable excuse shall be relieved of the office and the Board will elect a successor.
6. **Executive Committee of the Board:** An Executive Committee shall be responsible for the administration of policies and coordination of Conference life between meetings of the Board. It shall be composed of the Officers and the Chairs of the Standing Committees.

ARTICLE VI – ORGANIZATION

1. **Officers:** In addition to the duties specified in the parliamentary authority, the elected Officers shall be responsible for the following:
 - a. The Moderator shall serve as the Chair of the Board of Directors, as the President of the Corporation, and as an ex-officio member of each Conference organization with the exception of the Nominating Committee.
 - b. The Vice-Moderator shall preside at all meetings in the absence of the Moderator and assume the office of Moderator in the event of the Moderator's incapacity to serve.
 - c. The Secretary shall keep all the records and minutes of the Conference and the Board of Directors.
 - d. The Treasurer shall fulfill those responsibilities assigned by the Board, including but not limited to providing guidance on matters of financial planning and management

and serving on the Finance and Stewardship Committee. The Treasurer shall be bonded.

2. Standing Committees

- a. The Commission on Ministry shall oversee, in consultation with the Conference Minister, the processes of preparation, authorization, review, and discipline of authorized ministers. The Commission shall also oversee matters of church standing, including the processes of new and established churches seeking affiliation with the Southeast Conference, UCC. Final acceptance of churches into membership will be determined by an official vote of the Conference via an Ecclesiastical Council. The Commission may establish such organization as necessary to accomplish this mission.
 - 1) The Chair of the Commission on Ministry shall be elected for a term of two years at the Annual Meeting in odd numbered years.
 - 2) The Moderator, with the approval of the Board, shall appoint additional members to the Committee.
- b. The Stewardship and Finance Committee shall promote the support of the mission and ministry of the United Church of Christ in all of its settings, oversee and review the financial affairs of the Conference, and prepare a proposed Annual Budget.
 - 1) The Chair of the Stewardship and Finance Committee shall be elected for a term of two years at the Annual Meeting in odd numbered years.
 - 2) The Treasurer of the Conference shall be a member of this committee, and the Moderator, with the approval of the Board of Directors, shall appoint additional members to the committee.
- c. The Personnel Committee shall recommend personnel policy, counsel with the Conference Minister on personnel matters, and oversee the review and evaluation of the work of the Conference Minister, other professional staff, and the support staff.
 - 1) The Chair of the Personnel Committee shall be elected for a term of two years at the Annual Meeting in even numbered years.
 - 2) The Moderator, with the approval of the Board of Directors, shall appoint additional members to the committee.
- d. The Nominating Committee shall prepare a slate of candidates for each position to be elected at the Annual Meeting and shall assist the Board by recommending persons for vacancies and for other positions selected by the Board.
 - 1) The Chair of the Nominating Committee shall be elected for a term of two years at the Annual Meeting in even numbered years.
 - 2) Four Members-at-Large will be elected by the Conference. Two shall be elected in even numbered years, and two shall be elected in odd numbered years.
- e. The Chairs of all Standing Committees shall be voting members of the Board of Directors.
- f. Each Standing Committee shall be composed of at least three and not more than nine voting members. The Moderator shall seek to include balanced representation on each Standing Committee, including consideration of lay or ordained status, race, age, gender, sexual orientation, geographic location, disability, or other diversity considerations.

- g. Elected members of Standing Committees shall serve until their successors take office.
 - h. When, in the opinion of a Standing Committee, it is advisable to have other persons with special interests or skills to assist in the work assigned, the Committee may co-opt non-voting members for that purpose.
3. The Board of Directors may appoint special Committees to carry out the work of the Conference, seeking to have a diverse representation serving on such Committees. These will be appointed for a designated amount of time up to two years (renewable).

ARTICLE VII – FISCAL YEAR

The fiscal year of the Conference shall be October 1st to September 30th.

ARTICLE VIII – PARLIAMENTARY AUTHORITY

The current edition of Robert’s Rules of Order Revised shall be the parliamentary authority except where it is in conflict with this Constitution and Bylaws.

ARTICLE IX – AMENDMENTS

The Bylaws of the Conference may be amended at an annual or called meeting by a majority vote of those present and voting provided such amendment shall have been:

- a. proposed by either the Board of Directors or by not less than five of the Local Churches composing the Conference, and
- b. reviewed by the Board of Directors and presented to the Conference with or without recommendation, and
- c. mailed or distributed to all the Local Churches and authorized Ministers of the Conference no less than sixty (60) days before the meeting at which the vote will be taken.

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(Amended on June 9th, 2018 by the Annual Meeting of the Southeast Conference held at First Congregational UCC, Atlanta GA)

(Amended on September 26, 2020 by the Annual Meeting of the Southeast Conference held virtually)

(Amended on June 19, 2021 by the Annual Meeting of the Southeast Conference held virtually)