

CONSTITUTION
OF THE
RHODE ISLAND CONFERENCE OF THE UNITED CHURCH OF CHRIST

ARTICLE I
Name

The incorporated name of this Conference is Rhode Island Conference of the United Church of Christ. The life of the Rhode Island Congregational Christian Conference continues without break under the above name.

ARTICLE II
Purpose and Relationships

- SECTION 1. The purpose of the Conference is to be that body of the United Church of Christ which is composed of local churches in Rhode Island and contiguous communities in adjacent states, all Ordained and Commissioned Ministers holding standing in the Conference, and all Licensed Ministers who have been granted voting membership.
- SECTION 2. The Conference claims as its own the historic mission of the church, which is:
- to proclaim and teach the Gospel;
 - to live and act in covenant with its member churches and with the United Church of Christ;
 - to be in mutual relationship and mission with other Christian churches, as well as ecumenical and interfaith partners;
 - to be a community of faith which is welcoming and inclusive;
 - to work for health and justice and peace; and
 - to serve the community and the world as an agent of reconciliation by means of the ministry of the Gospel.
- SECTION 3. The Conference may include Congregational Christian Churches which are not part of the United Church of Christ, yet are in voluntary association with and are recognized by the Conference.
- SECTION 4. In addition to its function as a Conference of the United Church of Christ, the Conference may exercise all the prerogatives and functions of an Association, as provided for in the Constitution and Bylaws of the United Church of Christ.
- SECTION 5. The Rhode Island Conference affirms the provisions of the Constitution and Bylaws of the United Church of Christ. No provision in the Constitution and Bylaws of the United Church of Christ shall be construed as abrogating the autonomy and the right to self-determination of any local church or of the Rhode Island Conference.
- SECTION 6. The Rhode Island Conference is a non-profit organization within the meaning of Section 501(c)(3) of the Internal Revenue Code. The term of the Conference's existence shall be perpetual.
- SECTION 7. The Rhode Island Conference may:
- Acquire by purchase, gift, bequest or otherwise, and it may own, invest, reinvest or dispose of property both real and personal for such religious, educational, philanthropic and other related work as the Conference may undertake;
 - 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;
 - receive and hold in trust both real and personal property for churches, boards, institutions and instrumentalities of the United Church of Christ or which are affiliated with the United Church of Christ and to invest and reinvest the same; and
 - make any contracts for promoting the objects and purposes of the Conference which are not inconsistent with the laws of the State of Rhode Island or Section 501(c)(3) of the Internal Revenue Code.

ARTICLE III
Membership

Membership in the Conference shall be comprised of:

SECTION 1. Churches:

- (a) The churches listed in the official records of the Conference.
- (b) Such other churches as accept the purpose(s) of the Conference as stated in Article II may become members of this Conference by a two-thirds vote of delegates present and voting at any meeting of the Conference, following the holding of an Ecclesiastical Council to review the qualifications of such applicants.
- (c) A church requesting to withdraw from membership may be dropped from the roll of the Conference by a two-thirds vote of the delegates present and voting at two successive regular meetings of the Conference. The Conference shall make every effort to precede such action by the holding of an Ecclesiastical Council. A church's membership may be terminated in the absence of its request for such termination.

SECTION 2. Ministers:

The ordained, commissioned, and licensed ministers serving churches which are members of this Conference as Pastors, Associate Pastors, Assistant Pastors or Directors of Religious Education, or as members of the Conference Staff, and other ministers whose ministerial standing is in the Conference.

SECTION 3. Office Holders:

Persons who hold office under Sections 1 and 3 (a) of Article IV of this Constitution.

ARTICLE IV
Leadership

SECTION 1. The officers of this Conference shall be a President, Vice President for Administration, Divisional Vice Presidents, Clerk, Registrar, Treasurer, Assistant Treasurer, and Conference Minister.

- SECTION 2.
- (a) All the officers of this Conference except the Conference Minister shall be elected for a term of two years with a limit of three consecutive terms.
 - (b) The Board of Directors shall nominate a Conference Minister who shall be elected by the Conference. The Conference Minister shall serve for an indefinite period. Either the Conference or the Conference Minister may terminate the relationship by giving three month's notice in writing.

SECTION 3. (a) The Board of Directors shall consist of the President, Immediate Past President, Vice President for Administration, Divisional Vice Presidents, Clerk, Treasurer, Conference Minister, the four Rhode Island representatives serving the National Covenanted Ministries, and eight members at large.

- (b) Members at large of the Board of Directors shall be elected for two year terms and may not serve more than two consecutive terms in the same position.

SECTION 4. The duties of the officers shall be those usually performed in the respective offices and those further outlined in the Bylaws.

SECTION 5. (a) There shall be the following Divisions of the Conference: Church Life and Leadership, Christian Education, Outdoor Ministries, Stewardship Development, Mission Interpretation, and Justice and Witness.

- (b) There shall be the following Committees of the Conference: Executive, Church and Ministry, Nominating, Personnel, Finance and Budget, Investment and others as created by the Board of Directors.

SECTION 6. The powers and duties of the Board of Directors shall be outlined in the Bylaws.

ARTICLE V
Meetings

SECTION 1. Regular meetings: There shall be an Annual Meeting of the Conference on such date in the Spring, and a Semi-annual Meeting on such date in the Autumn, and at such hours and places, as may be determined by the Board of Directors. Public notice shall be given at least thirty days in advance.

SECTION 2. Special Meetings:

- (a) Special meetings of the Conference may be called by the Board of Directors upon thirty days notice sent by the Clerk to each member of the Conference, setting forth the time and place of such meeting and the business to be transacted.
- (b) Special meetings shall be called at the request of ten delegates representing at least six churches of the Conference, or at the request of the Board of Directors thirty days notice thereof being sent by the Clerk to each member of the Conference, setting forth the time and place of such meeting and the business to be transacted.

SECTION 3. Representation:

- (a) Each church in the Conference shall be represented by five delegates, plus one additional delegate for every one hundred members or major fraction thereof. Each church delegation shall include at least one youth delegate.
- (b) The Conference may by a two-thirds vote refuse to seat delegates whom it deems unqualified.

ARTICLE VI
Ministerial Standing and Councils

SECTION 1. The process used by the Church and Ministry Committee in making decisions which affect the standing of a minister may be appealed within (90 days) of the decision. The sole basis of the appeal will be the committee's adherence to its process. The appeal must be filed in writing with the Board of Directors of the Conference and will include a description of the process that is alleged not to have been followed and any related documentation. Appeals may be made only by the minister whose standing has been adversely affected by the decision. The Board of Directors will review appeals and will determine whether the process was followed appropriately. If it determines that there was a significant failure to adhere to stated process, it will direct the committee to revisit its decision in light of the appropriate processes and to retain a qualified process observer and consultant from outside the Conference.

SECTION 2. The Conference may act as an Ecclesiastical Council for Ordination, Commissioning, Licensure, or Dismissal if a church requests and the Committee on Church and Ministry concurs. The Church and Ministry Committee may call an Ecclesiastical Council upon thirty days notice sent by the Registrar to each member of the Conference, setting forth the time and place of such meeting and the business to be transacted. Ecclesiastical Councils are optional but not required for installation of clergy. A verification of credentials and a letter of endorsement by the Church and Ministry Committee is required. The ministers and delegates shall be entitled to vote at such Councils.

SECTION 3. The Conference may on its own initiative, in cooperation with individual churches, act as a Council in other matters in keeping with the historic procedures and purposes served by Congregational ecclesiastical councils.

ARTICLE VII
Reports

SECTION 1. Each church in the Conference shall furnish the Conference Office such reports as are requested for the preceding year for publication in the Yearbook of The United Church of Christ and in the Conference Yearbook.

SECTION 2. The Minutes of the Autumnal and Annual Meetings of the Conference, statistics of the churches, and such other matters as the Conference may determine shall be printed annually.

ARTICLE VIII
Amendments

The Constitution of the Conference may be amended by a two-thirds vote at any regular or special meeting of the Conference, provided that a notice containing the substance of the proposed amendment is sent to all members of the Conference at least thirty days prior to the meeting at which it is to be considered.

ADOPTED MAY 4, 1996

AMENDED
October 30, 1999
May 3, 2003
May 1, 2004

RHODE ISLAND CONFERENCE OF THE UNITED CHURCH OF CHRIST
BYLAWS

A. MEETINGS OF THE CONFERENCE:

1. At the hour appointed for the opening of the meeting, the President shall call the meeting to order and shall call upon the Registrar to make a report of the number of delegates and visitors registered and the number of churches represented. At this time an opportunity shall be given to correct and complete the roll. The President shall declare if there be a quorum present.
2. All officers shall be elected at the Annual Meeting of the Conference, and their terms shall commence upon adjournment of the meeting.
3. Delegates and alternates to the General Synod of the United Church of Christ shall be elected at the Annual Meeting of the Conference in accordance with the procedures established by General Synod. One half of the delegates shall be elected in each even year to serve for four years.
4. A quorum of the Conference shall consist of representatives from a majority of the churches, except that when the Conference is called to sit as an Ecclesiastical Council those present can determine whether the churches represented and the members ex-officio present constitute a sufficiently representative body to declare a quorum present for the conduct of the business for which the Council is called.
5. Parliamentary procedure shall be governed by Robert's Rules of Order.

B. BOARD OF DIRECTORS:

1. The Board of Directors shall have charge of the work of the Conference, subject to its direction, in the interim between Conference meetings. The Board shall direct the Divisions and Committees in their work to accomplish the goals and priorities of the Conference.
2. The Board of Directors shall meet within six weeks of the date of the Annual Meeting of the Conference at a time and place designated by the Clerk, and at least five times thereafter during the year.
3. The Board of Directors at the Autumnal Meeting of the Conference each year shall propose a Conference Budget, which budget shall go into effect at the beginning of the next fiscal year. However, the Board of Directors shall have the authority to amend the budget, and shall report any such action at the next regular Conference Meeting.
4. The Board of Directors shall have charge of all property and estates and finances of the Conference, and shall transact all business pertaining thereto. It shall have authority to receive, hold, control, sell, transfer, mortgage, lease, invest and re-invest all monies and proceeds and income of property of the Conference from gifts, devises, or bequests. It shall expend and apply all such monies and income derived from all funds and property belonging to the Conference to the purposes and work of the Conference, pursuant to the Constitution

and votes of the Conference and the terms and condition of any trusts upon which such gifts and devises and bequests be made.

5. The Board of Directors shall have authority to fill vacancies in the Board and in the Conference Officers and committees, and the persons so appointed shall serve for the remainder of the term.
6. The Board of Directors shall make a report to the Conference at its Annual Meeting of the Board's activities during the past year. It shall make such recommendations as it may deem necessary and proper for the promotion of the work of the Conference.
7. A quorum of the Board of Directors shall consist of a majority of members but not less than seven members.
8. The Board of Directors shall appoint an auditor who shall audit the accounts of the Treasurer and report the state of the same to the Conference at its Annual Meeting or as soon as possible thereafter.
9. The Board of Directors at each Annual Meeting shall nominate three members of the Nominating Committee for two-year terms. Each odd year, one of the three nominees shall be designated Chairperson. None of the members shall be a member of the Board of Directors.
10. The Board of Directors shall create such additional committees as it deems necessary to carry on the work of the Conference. It shall establish a statement of purpose for these committees. It shall appoint committee members and designate committee chairpersons for all committees with the exception of the Nominating Committee. All committees shall represent fairly the constituencies of the Conference. The Board will designate the Divisional Vice President through which a committee will report to the Board if the committee is not to report to the Board directly.

C. OFFICERS:

1. THE PRESIDENT, except as otherwise provided, shall preside at all meetings of the Conference, the Board of Directors, and the Executive Committee, and shall perform such other duties as may be authorized and prescribed by the Conference.
2. THE VICE PRESIDENT FOR ADMINISTRATION shall preside at meetings at the request of, or in the absence of, the President and shall undertake other duties as delegated.
3. THE CONFERENCE MINISTER shall have general oversight and direction of the work of the Conference and shall be accountable to the Conference through the Board of Directors. The Conference Minister shall be a member of all committees.
4. THE CLERK shall keep a roll of the members of the Conference in a book, which shall contain a copy of the certificate of corporation, the Constitution, and Bylaws, and all amendments to said Constitution and Bylaws.
5. THE REGISTRAR shall serve as the statistician of the Conference and shall make such statistical reports as are required. The Registrar shall serve as an assistant to the Clerk of the Conference.
6. THE TREASURER shall have custody of all funds of the Conference, and of all papers and documents relating thereto. The Treasurer shall sign on behalf of the Conference, under the direction of the Board of Directors, and shall keep true and accurate records of all business transacted. Following the close of business on December 31 of each year, the Treasurer shall render a properly audited Treasurer's Report to the Board of Directors, and this report shall be carried in the printed minutes of the Conference. The Treasurer shall make such additional reports from time to time as may be requested by the Conference and report to the Board of Directors regularly or whenever requested the condition of the finances and property of the Conference.
7. THE ASSISTANT TREASURER shall assist the Treasurer and shall be a member of the Investment Committee.

D. DIVISIONS:

1. THE DIVISION OF CHURCH LIFE AND LEADERSHIP: addresses the needs within the Conference and its local churches for health, growth, inspiration, community, authorization and support. It develops and coordinates programs and activities which will deepen and strengthen Christian witness to understand and participate in the whole task of the church.
2. THE DIVISION OF CHRISTIAN EDUCATION: addresses the needs within the Conference and its local churches for leadership development through educational and faith-enriching experiences.
3. THE DIVISION OF OUTDOOR MINISTRIES: addresses the needs within the Conference and its local churches for programming, staffing and maintenance of Irons Homestead and other Conference outdoor ministries.
4. THE DIVISION OF STEWARDSHIP DEVELOPMENT: addresses the needs within the Conference and its local churches for facilitating and implementing stewardship education and participation in God's mission.
5. THE DIVISION OF MISSION INTERPRETATION: be entrusted to create strategies for stimulating enthusiasm about and participation in God's mission in local, state, national and world settings. The Division shall be structured as to provide representation from mission programs which are supported by individuals, and churches of the Rhode Island Conference and assist in coordinating the work of these programs.
6. THE DIVISION OF JUSTICE AND WITNESS: addresses the needs within the Conference and its local churches for identifying and responding through education and action to varied health and justice issues that confront our churches in carrying out ministries in the world.

E. COMMITTEES:

1. EXECUTIVE – This committee shall be composed of seven (7) persons: the President, the Vice President for Administration, the Clerk, the Treasurer, the Chairperson of the Finance and Budget Committee, one Divisional Vice President selected by the Board of Directors, and the Conference Minister. The Executive Committee shall have and exercise the authority of the Board of Directors between meetings of the Board. The actions of the Executive Committee are always subject to review and ratification by the full Board of Directors. The Executive Committee shall assist the President and the Conference Minister in the performance of their duties.
2. CHURCH AND MINISTRY – This committee shall have the responsibility of establishing and maintaining the standing of member churches in accordance with Article III of the Constitution. It shall be responsible for recognizing, authorizing and maintaining ordained, commissioned, and licensed ministry in and on behalf of the United Church of Christ guided by the Manual on the Ministry of the United Church of Christ and Article VI of the Constitution. Furthermore, it shall be concerned with the quality of the relationship between a member church and its minister(s). The Committee shall consist of a chairperson, four (4) ministers with standing, four (4) lay persons and the Registrar. Members of the Committee shall be elected for three-year terms and may not serve more than two consecutive terms.
3. NOMINATING – It shall be the duty of the Nominating Committee to place in nomination at each Annual Meeting, and at any meeting of the Conference held for the election of officers, suitable candidates for vacancies in all offices of the Conference and United Church of Christ representatives to the Rhode Island State Council of Churches, and to make further nominations for the filling of vacancies as described in Bylaw B.5. The committee shall make nominations for committee positions as requested by the Board of Directors. The committee shall consist of a Chairperson and at least five additional members. Members shall serve terms of two years and shall not serve more than two consecutive terms. Nominations for the committee will be made by the Board of Directors.
4. PERSONNEL – This committee shall be composed of at least three members elected from the Board of Directors (one of whom shall be designated the Chairperson), Conference Minister and the President of the Conference. This committee shall develop and recommend personnel policy, conduct all staff evaluations, make recommendations to the Board of

Directors regarding salary and benefits for paid staff members and recommend nominees to professional staff positions to the Board of Directors.

5. FINANCE AND BUDGET – This committee shall be composed of at least three members elected from the Board of Directors (one of whom shall be designated the Chairperson), Conference Minister, President of the Conference, Treasurer, Assistant Treasurer, and the Chairperson of the Investment Committee. This committee must propose and recommend ideas and actions that coordinate the financial affairs of the Conference while assisting the financial officers, Conference Minister and the Conference President in the execution of their duties. In addition, this committee must monitor the financial status of the Conference, provide a forum for the Investment Committee to interface with the other financial areas of the Conference and investigate any and all matters referred by the Board of Directors.
 6. INVESTMENT – This committee shall counsel and advise the Board of Directors and any other fund holding agencies of the Conference in the investment of their funds, and shall, subject to review of the Board of Directors, manage the investment of all funds held by the Conference arising from gifts, devises and bequests. The Investment Committee shall consist of nine members, two of whom shall be the Treasurer and Assistant Treasurer. Seven additional members shall be appointed by the Board of Directors.
- F. TERMS OF OFFICE:
All members committees, unless otherwise provided, shall serve two-year terms and shall be eligible for reelection. When the first election is held under this provision, one half of the members will be elected for one-year terms and one half for two-year terms.
- G. AMENDMENTS:
The Bylaws may be amended by majority vote at any regular or special meeting of the Conference, provided that a notice containing the substance of the proposed amendment be sent to all members of the Conference at least thirty days prior to the meeting at which action will be taken.

ADOPTED MAY 4, 1996

AMENDED
May 3, 2003
May 1, 2004
November 15, 2008