Constitution of the Missouri Mid-South Conference

PREAMBLE

The Missouri Mid-South Conference of the United Church of Christ acknowledges Jesus Christ as its sole Head, Head of the Church and Source of Life. It acknowledges as kindred in Christ all who share 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 Church's responsibility in each generation to make this faith its own in the reality of worship, in the honesty of thought and expression, and in the purity of heart before God.

ARTICLE I: NAME

The name of this corporation shall be MISSOURI MID-SOUTH CONFERENCE OF THE UNITED CHURCH OF CHRIST. It shall so be incorporated under the laws of the State of Missouri as a corporation not for profit.

ARTICLE II: PURPOSES

The purposes of the Conference shall be:

A. To be a Conference of the United Church of Christ composed of each of the local churches which were a part of three (3) Associations (St. Louis, Eastern, or Western) and of all ministers who composed such Associations and of all local churches and ministers that are hereafter received into and granted standing by any Associations of the United Church of Christ within the boundaries of this Conference.
B. To promote the life and strength of the churches, the Associations within its boundaries, and to relate the churches and Associations to the total life and work of the United Church of Christ. It shall seek to promote and interpret the work of the General Synod in the Constitution and Bylaws of the Missouri Mid-South Conference through its Associations, churches, and committees by all reasonable means consistent with the spirit of Christ. It shall seek to develop the spiritual life, Christian education, stewardship, Christian social concern, and support of Our Church’s Wider Mission in the churches and shall be responsible for the relationship of the Conference to ecumenical bodies within the boundaries of the Conference. It shall assist churches with special needs and promote the general welfare of churches and ministers through the ministries of its committees, ministry teams, and staff.

C. To acquire by purchase, gift, devise, bequest or otherwise and to own, hold, invest, reinvest 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 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 Missouri.

D. To provide leadership to the local churches, associations, and organizations as we seek to share in faith and minister in the world.

E. To nurture and strengthen the clergy, lay leadership, and local churches of the Conference.

F. To help identify, develop, and use resources that equip disciples for ministry.

G. To strengthen the covenant among local churches, the Conference and the wider church, both denominationally and ecumenically.

H. To exercise the functions of an Association of the United Church of Christ when they are delegated to it by such an Association.

I. In general, have the authority to exercise any, all, and every power for which a nonprofit corporation organized under the laws of the State of Missouri applicable to the Conference can be authorized to exercise, but no other power. 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, or organization if the gift or inurement would cause the Conference to cease to be tax-exempt under the Internal Revenue Code of the United States of America. In the event of dissolution of this corporation, its property shall be distributed in accordance with the provisions of its Articles of Incorporation.

ARTICLE III: MEMBERSHIP

The Missouri Mid-South Conference of the United Church of Christ is composed of local churches which have membership in the Associations within the Conference boundaries, or in the Conference itself, and of ministers who hold standing in such Associations or in the Conference itself. Voting membership shall be all the ministers holding such ministerial standing and lay delegates selected by those local churches, as specified in the bylaws.

ARTICLE IV: AFFILIATIONS

The Missouri Mid-South Conference of the United Church of Christ shall have that relation to the General Synod of the United Church of Christ as is described in those portions of the Constitution and Bylaws of the United Church of Christ adopted July 4, 1961, and as revised, and which relate to Conferences of the United Church of Christ.

ARTICLE V: ORGANIZATION

A. Meetings. The administration of the Missouri Mid-South Conference of the United Church of Christ shall be the responsibility of its members. It shall hold an annual meeting and such other special meetings as defined in the Bylaws.

B. Officers. The officers of this Conference shall be a President, Vice President, Secretary, Treasurer and Assistant Treasurer, with such other officers as the Conference or the Board of Directors may, from time to time, determine, all of whom shall be members of local churches composing this Conference. The powers and duties of the officers of this Conference shall be set forth in its Bylaws, provided, however, that the Conference Minister shall be the chief executive and administrative officer and spiritual leader of the Conference.

C. Board of Directors. There shall be a Board of Directors who shall administer the affairs of the Conference between its meetings and shall be the trustees of all Conference properties. Members of the Board of Directors shall be appointed or elected as provided in the Bylaws.

D. Meetings of the Conference shall be conducted under Robert's Rules of Order as amended, except as provided otherwise in the Bylaws.

E. Associations. An Association is that body within the Missouri Mid-South Conference of the United Church of Christ which is composed of Local Churches in a geographical area, all Ordained Ministers holding standing or ordained ministerial partner standing therein, all Commissioned Ministers of that Association, and those Licensed Ministers who have been granted voting membership in that Association. An Association is that body which determines, confers, and certifies the standing of the Local Churches of the United Church of Christ within its area. An Association is that body which grants, certifies to, transfers, and terminates ministerial standing or ministerial partner standing in the United Church of Christ. An Association may retain or secure its own charter, and adopt its own constitution, bylaws and other rules, which it deems essential to its own welfare and not inconsistent with this Constitution and the Bylaws of the Missouri Mid-South Conference of the United Church of Christ.

F. Work of the Conference. The Conference shall carry out its work through the Board of Directors, committees, ministry teams, and staff as provided in the Bylaws.

G. Indemnification of Officials and Agents.

a. The Conference shall indemnify any Board of Directors member, Committee member, Ministry Team member, officer, employee, or agent, either current or former, against any and all liability or expenses incurred in connection with any proceeding arising out of their role on behalf of the Conference to the fullest extent permitted by law. Expenses are intended to be broadly interpreted to include attorney's fees, costs, and any other reasonable and necessarily incurred expenses.

b. The Conference shall maintain liability insurance for the benefit of any corporate official, agent, or employee against any liability asserted against or incurred by a corporate official, agent, or employee.

c. This section is intended to provide the maximum protection available under Missouri law. This coverage shall extend to any and all acts or omissions other than willful misconduct. The Conference may advance expenses or undertake the defense of any individual covered in this section, provided, however, that the individual shall reimburse the Conference for these expenses if it should ultimately be determined that the individual is not entitled to indemnification based on willful misconduct.

ARTICLE VI: DURATION

The duration and term of the Conference shall continue in perpetuity.

ARTICLE VII: CORPORATE SEAL

The Conference shall have a corporate seal as described in the Bylaws.

ARTICLE VIII: AMENDMENTS

The Constitution of the Conference may be amended at a duly called meeting. To amend the Constitution requires a Prudential motion as defined by the bylaws.

ARTICLE IX: INTERPRETATION

Except as specifically provided to the contrary in the Articles of Incorporation, this Constitution or any agreement between a local church and the Conference, nothing in the Constitution or Bylaws of the Conference shall destroy or limit the right of each local church to continue to operate in the way customary to it; nor be construed as giving to

the Conference 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.

ARTICLE X: AMENDMENTS TO BYLAWS

The Bylaws of the Conference may be amended as follows: Amendments to the Bylaws may be proposed by a Prudential motion as defined by the bylaws.

Adopted _____