

**ROCKY MOUNTAIN CONFERENCE UNITED CHURCH OF CHRIST
CONSTITUTION**

PREAMBLE

The Rocky Mountain Conference of the United Church of Christ acknowledges as its sole Head, Jesus Christ, Lord of the Church and Lord 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 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.

ARTICLE I
NAME

The name of this corporation shall be THE ROCKY MOUNTAIN CONFERENCE OF THE UNITED CHURCH OF CHRIST. It shall so be incorporated under the laws of the State of Colorado as a corporation not for profit.

ARTICLE II
PURPOSES

The purposes of the Conference shall be:

- A. To continue without break the ecclesiastical and legal identity of THE COLORADO CONGREGATIONAL CONFERENCE, THE ROCKY MOUNTAIN SYNOD OF THE EVANGELICAL AND REFORMED CHURCH, THE COLORADO CONFERENCE OF GERMAN CONGREGATIONAL CHURCHES, THE COLORADO CONFERENCE UNITED CHURCH OF CHRIST and THE INTERMOUNTAIN CONFERENCE OF THE UNITED CHURCH OF CHRIST, and to conduct their work and to have all their powers, duties and obligations.
- B. To be a Conference of the United Church of Christ composed of each of the local churches which were a part of THE COLORADO CONGREGATIONAL CONFERENCE, the ROCKY MOUNTAIN SYNOD OF THE EVANGELICAL AND REFORMED CHURCH, the COLORADO CONFERENCE OF GERMAN CONGREGATIONAL CHURCHES, and which were upon merger a member of THE COLORADO CONFERENCE UNITED CHURCH OF CHRIST and THE INTERMOUNTAIN CONFERENCE OF THE UNITED CHURCH OF CHRIST, and of all ministers who composed such Conferences or Synod 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.
- C. 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 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 undertake to assist churches having special needs, establish new churches, and promote the general welfare of churches and ministers through the ministries of its committees, ministry teams, and staff.

- D. 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; to 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 or reinvest 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 Colorado.
- E. To provide leadership to the local churches, associations, and organizations as we seek to share in faith and minister in the world,
- F. To nurture and strengthen the clergy, lay leadership and local churches of the Conference.
- G. To help identify, develop, and use resources that equip disciples for ministry,
- H. To strengthen the covenant among local churches, the Conference and the wider church, both denominationally and ecumenically.
- I. To exercise the functions of an Association of the United Church of Christ when they are delegated to it by such an Association or where no such Association exists.
- J. 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 Colorado applicable to the Conference can be authorized to exercise, but no other power. No part of the assets of this corporation or income derived there from 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 Rocky Mountain Conference of the United Church of Christ is composed of local churches which have membership in the Associations within the Conference boundaries, and of ministers who hold standing in such Associations or in the Conference itself. Voting membership shall be all ministers holding such ministerial standing and lay delegates selected by those local churches, as specified in the by-laws.

ARTICLE IV
AFFILIATIONS

The Rocky Mountain 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 By-Laws 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 Rocky Mountain 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 Moderator, Assistant Moderator, Conference Minister who shall be Secretary of the Conference, and 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 Roberts Rules of Order as amended except as provided otherwise in the Bylaws.
- E. Associations. An Association is that body within the Rocky Mountain 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 to 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 Rocky Mountain Conference of the United Church of Christ.

Each Association may have one representative of the Association serving as a member of the Conference Board of Directors. Association Representatives will be nominated by the respective Associations and elected by a majority vote at a Conference Annual Meeting. Should resignation or termination occur, the vacancy shall be filled in accordance with bylaw provision 6.3 (g).

- F. Work of the Conference. The work of the Conference shall be done through the Board of Directors, committees, ministry teams, and staff as provided for in the Bylaws.
- G. Indemnification of Officials and Agents.
 - (1) 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.
 - (2) 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.
 - (3) It is the intention of this section to provide the maximum protection available under Colorado 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 the Conference is to continue is perpetual.

ARTICLE VII
CORPORATE SEAL

The Conference shall have a corporate seal as described in the By-Laws.

ARTICLE VIII
AMENDMENTS

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

- A. Presented to the Conference at the last previous regularly called meeting of the Conference, signed by not less than ten (10) of the local churches composing the Conference, or
- B. Recommended to the Conference by the Board of Directors and a copy thereof sent to each church and minister of which the Conference is comprised not less than thirty (30) days prior to the meeting at which action on the proposed amendment is to be taken.

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 By-Laws 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 BY-LAWS

The Bylaws of the Conference may be amended as follows: Amendments of the Bylaws may be proposed by the Board of Directors, by an Association, or by five local churches; notice of the proposed amendments, including the full text of the amendments, must be given thirty (30) days prior to any duly called annual or special meeting at which action on the proposed amendment is to be taken. An affirmative vote of two-thirds of the delegates present and voting at the meeting shall be necessary to adopt an amendment of the Bylaws.

(Adopted June 6, 1962. Amendments: May 25, 1973, May 9, 1974 and June 11, 2005)