
CONSTITUTION OF THE ILLINOIS CONFERENCE OF THE UNITED CHURCH OF CHRIST

PREAMBLE

1. Whereas, the United Church of Christ, formed June 25, 1957, by the union of the Evangelical and Reformed Church, the General Council of the Congregational and Christian Churches of the United States, and the Afro-Christian Convention among other faith streams in order 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 God's Realm in the world, has adopted a Constitution on July 4, 1961; and
2. Whereas, the United Church of Christ acknowledges as its sole head, Jesus Christ, the Son of God and the Savior of humankind; acknowledges as one in Christ all who share in this confession; 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; 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; affirms the responsibility of the church in each generation to make this faith its own in reality of worship, in honesty of thought and expressions, and in purity of heart before God; and in accordance with the teaching of our Lord and the practice prevailing among evangelical Christians, recognizes two sacraments, Baptism and the Lord's Supper or Holy Communion; and
3. Whereas, the Illinois Conference of the United Church of Christ has been formed by a consolidation of the Congregational and Christian Conference of Illinois and the North Illinois Synod, Evangelical and Reformed Church; and
4. Whereas, the Illinois Conference of the United Church of Christ, by said consolidation, unites the Congregational and Christian Conference of Illinois and the North Illinois Synod, Evangelical and Reformed Church to conduct all their work and to have all their powers, duties, and obligations;
5. Now, therefore, the following provisions are adopted as the Constitution of the Illinois Conference of the United Church of Christ.

ARTICLE I – NAME

The Name of this Conference shall be the Illinois Conference of the United Church of Christ.

ARTICLE II – PURPOSE

1. To be a Conference of the United Church of Christ composed of all local churches and authorized ministers that are now a part of and will be hereafter received into and granted standing by an Association of the United Church of Christ within the boundaries of this Conference.

2. To promote the interests and welfare of the churches and authorized ministers of which this Conference is composed and of the General Synod, Covenanted Ministries, Affiliated Ministries and Associated Ministries of the United Church of Christ, or which are affiliated with said Church insofar as their interests are within the boundaries of this Conference.
3. To maintain relations with other ecumenical and interfaith bodies and covenanted partners within its boundaries to promote community, mutual understanding, and advance cooperation.

ARTICLE III – POWERS

The Illinois Conference of the United Church of Christ shall have the following powers:

1. 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; to purchase, own, receive, hold, manage, care for and transfer, rent, lease, or 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 the churches, board, institutions and instrumentalities of the United Church of Christ or those 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 Illinois.
2. In general, to exercise any and every power as enumerated under the General Not For Profit Corporation Act of the State of Illinois, and as the same may be amended;
3. To exercise the functions of an Association when such functions are delegated to it by an Association; or where no such Association exists.

ARTICLE IV – AFFILIATION

This Conference 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 which relate to the Conferences of the United Church of Christ.

ARTICLE V – MEMBERSHIP

1. The membership of the Conference shall be composed of all local churches holding standing in an Association of the Conference and all authorized ministers holding standing in an Association of the Conference.
2. The Delegates of the Conference shall consist of all authorized ministers and lay delegates selected by and representing local churches of the Conference, and of such other persons as provided for in the Bylaws.

ARTICLE VI – MEETINGS

The Conference shall hold an Annual Meeting and such other meetings as may be necessary at a time and place determined by the Board of Directors and upon such notice as may be provided for in the Bylaws.

ARTICLE VII – ASSOCIATIONS

The Associations of the Conference shall be formed within the geographical limits of the Conference as is described in those portions of the Constitution and Bylaws of the United Church of Christ which relate to the Associations of the United Church of Christ.

ARTICLE VIII – LOCAL CHURCHES

1. The foundational and primary unit of the life and organization of the United Church of Christ is the local church. The autonomy of the local church is inherent and modifiable only by its own action.
2. Nothing in this Constitution, Bylaws, or the policies of the Illinois Conference of the United Church of Christ, shall 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 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 IX – OFFICERS

1. The Officers of the Conference shall be the President, Vice President, Treasurer, and Secretary, all of whom shall be a member of a local church which has standing in an Association of the Illinois Conference.
2. The method of election, responsibilities, and duties of the Officers of this Conference and the manner of their election shall be set forth in the Bylaws.

ARTICLE X – BOARD OF DIRECTORS

1. The Board of Directors shall administer the affairs of the Conference between business meetings of the Conference and have such powers and duties as are usual and customary to a Board of Directors under the laws of the State of Illinois.
2. The composition, method of election, responsibilities, and duties of the Board of Directors shall be set forth in the Bylaws.

ARTICLE XI – MINISTRY COUNCIL

1. The Ministry Council shall facilitate and coordinate communication, information, and collaboration among the Ministry Teams.
2. The composition, method of election, responsibilities, and duties of the Ministry Council shall be set forth in the Bylaws.

ARTICLE XII – DISSOLUTION OF LIQUIDATION OF CORPORATION

Upon dissolution or final liquidation of the corporation, the assets of the corporation remaining after payment of its obligations are made or provided for, and which are held upon condition requiring return, transfer or conveyance, which condition occurs by reason of such dissolution or final liquidation, shall be transferred to such religious organization in Illinois, having purposes substantially similar to those for which this corporation is organized, as the Board of Directors of the corporation may by majority vote designate.

ARTICLE XIII – AMENDMENTS

The Constitution of the Conference may be amended at an annual meeting of the Conference by a two-thirds affirmative vote of those Delegates present and voting, in this manner:

1. Amendments proposed to the Conference by official action of at least ten congregations, or of any Association, or of the Board of Directors must be submitted in writing to the Secretary of the Conference at least 90 days prior to the annual meeting in which action upon them is to be taken.
2. Amendments proposed to the Conference during its annual meeting shall be acted upon at the next annual meeting of the Conference following the same period of notice.

A copy of any amendment shall be distributed to members of the Conference by the Secretary or their designee at least 60 days prior to the annual meeting at which the action on the proposed amendment is to be taken.

BYLAWS OF THE ILLINOIS CONFERENCE

PREAMBLE –

These Bylaws, consistent with the Constitution of the Illinois Conference of the United Church of Christ and with the United Church of Christ Constitution and Bylaws, further define and regulate the Illinois Conference and those agencies established by or responsible to it and describe the free and covenantal relationships which the local churches, Associations, and authorized ministers sustain with the Conference and with each other.

ARTICLE I – ASSOCIATIONS

The Conference recognizes the following Associations:

1. The Chicago Metropolitan Association
2. The Eastern Association
3. The Fox Valley Association
4. The Prairie Association
5. The Western Association

ARTICLE II – MEETINGS

1. The Conference shall hold an annual meeting, also referred to as the Conference Annual Celebration, at a time and place determined by the Board of Directors.
2. Special meetings may be called by the Board of Directors, or on written request of two Associations, or by one-third of the churches of the Conference. Only such business as is directly related to the purpose of the meeting as stated in the call may be transacted in a special meeting.
3. Written notice of any meeting of the Conference shall be transmitted to the Associations, local churches, and authorized ministers by the Secretary of the Conference, or their designee, at least 30 days in advance of the date of the meeting.
4. Meetings of the Conference may be held in-person, by electronic means, or in a hybrid in-person/electronic format. Meetings may be conducted by electronic meeting services (Internet, telephone, and electronic balloting) as deemed appropriate by the Board of Directors. Such meetings will follow the provisions within the Conference Constitution and Bylaws (including notification and quorum for conducting business). All actions taken at these meetings will be understood as binding.
5. A quorum for any meeting of the Conference shall consist of delegates from one-quarter (25 per cent) of the local churches, with at least one delegate from each Association.

ARTICLE III – DELEGATES

The Delegates of the Conference with voice and vote shall consist of the following:

1. All authorized ministers holding standing in an Association of the Conference.
2. The elected members of the Board of Directors, Standing Committees, and Ministry Teams, and other persons as provided for in these Bylaws;
3. One Lay Delegate from each Member Church. A Lay Delegate is defined as a member in good standing, and officially authorized by their Local Church; and
4. One Youth/Young Adult Delegate from each Member Church. A Youth/Young Adult Delegate is defined as a person between the ages of fourteen (14) and thirty (30) years of age and officially authorized by their Local Church.

A local church with a membership of eight hundred (800) or more individuals shall have one additional Lay Delegate and one additional Youth Delegate.

Lay Delegates and Youth Delegates shall be selected by and represent their local church, according to their methods of governance and ministry.

ARTICLE IV – ELECTIONS

1. Election to the Board of Directors, Standing Committees, and Ministry Teams shall take place at the Conference Annual Celebration.
 - a. All persons elected to a leadership position shall hold a term of office for two years, eligible for re-election for one additional term unless otherwise specified in the Bylaws. Following four consecutive years of service, a person shall not be eligible for election to any position until one year has elapsed.
 - b. All persons elected to a leadership position are expected to fully participate in the ministry of their respective roles. A person with two unexcused absences from their Board, Committee, or Ministry Team per year may be asked to resign or be removed from their position by vote of their Board, Committee, or Ministry Team. Such removals shall be reported to the Nominating Committee.
 - c. The Board of Directors shall have the power to fill vacancies on the Board, Committees, and Ministry Teams by the appointment of a person recommended by the Nominating Committee. This person will hold their position until affirmed at the next Conference Annual Celebration. If their term of service is less than one year, the tenure will not count as a complete term and the person shall be considered eligible for election for their first term in office.
2. The Nominating Committee shall assemble the slate of nominees for the governance and ministry of the Conference, in accordance with the roles as described in these Bylaws and present this slate at the annual meeting of the Conference.

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3. The Nominating Committee shall encourage a wide sharing of representation and giftedness with a continued commitment to an inclusive and widely representative conference leadership.
 - a. The Committee will ensure that a person exclusively holds one elected office within the Conference for any elected period.
 - b. The Committee will empower representation of the historically under-represented groups; and respond to the expanding makeup of diversity within the Body of Christ that exists within the Conference.
 - c. The Committee shall monitor and uphold our Conference's Diversity, Equity, Access, Inclusion, and Justice (DEAIJ) standard of representation on the Board and Ministry Teams.

ARTICLE V – CONFERENCE MINISTRY LEADERSHIP

1. The Conference Minister shall be the spiritual and administrative head of the Conference, oversee the work of the Conference, manage the staff, and have primary responsibility for administration, denominational, and ecumenical and interfaith relations.
 - a. The Conference Minister shall be called in the following manner:
 - i. The Board of Directors shall appoint a Search Committee consistent with the Conference's DEAIJ standards to secure a candidate for this office.
 - ii. The candidate shall be an authorized minister in the United Church of Christ. The name of only one candidate shall be submitted to the Conference for consideration at a time.
 - iii. The Delegates shall vote for their election and the terms of call at an Annual Meeting or special meeting.
 - b. The Conference Minister shall be a member of the Board of Directors and Executive Committee with voice but without vote.
 - c. The Conference Minister shall be accountable to the Board of Directors in a manner consistent with the Conference's human resources policies.
 - d. The Conference Minister shall serve as head of all staff and shall be responsible for the regular evaluation of all staff according to guidelines set by the Human Resources Committee.
 - e. The Conference Minister shall be called for an indefinite period of time, and subject to termination in accordance with the terms of call, which shall be consistent with the Conference's human resources policies.
2. Associate Conference Ministers shall be spiritual leaders, supporting the programmatic and pastoral ministries of the Conference.
 - a. Associate Conference Ministers shall be called by the Board of Directors with the agreement of the Conference Minister. The description of ministry for each position shall be determined by the Conference Minister and approved by the Board of Directors.

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- b. Associate Conference Ministers shall be accountable to the Conference Minister.
 - c. Associate Conference Ministers are subject to termination in accordance with the provisions of the call or hire, which shall be consistent with the Conference's human resources policies.
 3. Temporary ministerial staff shall be hired as need is determined by the Conference Minister in partnership with the Board of Directors in a means consistent with the Conference's human resources policies.

ARTICLE VI –BOARD OF DIRECTORS

The Board of Directors shall be the board of the corporation of the Conference.

1. The Board of Directors shall consist of
 - a. the Officers of the Conference;
 - b. two representatives nominated by each association with a church membership under 50 churches, and four representatives nominated by each association with a church membership over 50 churches;
 - c. the Chairs of the Finance Committee, Human Resources Committee, and Nominating Committee, all of whom have voice and vote, and
 - d. the Conference Minister with voice but without vote.
2. The Board of Directors shall meet at least quarterly at such time and place and manner as it shall determine.
3. Special meetings may be called by the President, or Vice President acting on the President's behalf, or upon petition of one-third of the members of the Board.
4. A quorum of the Board of Directors shall consist of over 50 per cent of those positions who are in office at the time of meeting.
5. A member of the Board of Directors who has served two full terms, regardless of office, shall not be eligible for re-election to the Board until one year has elapsed after the expiration of their term.
6. Powers: The Board of Directors shall administer the affairs of the Conference between business meetings of the Conference and have such powers and duties as are usual and customary to a Board of Directors under the laws of the State of Illinois unless restricted or prohibited by these Bylaws.
 - a. All corporate and business powers shall be exercised by or under the authority of and the affairs of the Conference shall be managed under the direction of the Conference's Board of Directors.
 - b. The Board of Directors may establish rules, consistent with these Bylaws, for the regulation of its own proceedings and those of the officers, agents, employees, and committees, sub-committees, work groups, task forces, etc., of the Conference.
 - c. The Board of Directors may appoint such officers and agents and shall have the power to form committees, subcommittees, task forces, to forward the work of the Conference, as it shall from time to time deem advisable.

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- d. The Board of Directors shall also have the power to appoint persons to serve on these entities.
 - e. It is understood that the Ministry Teams of the Illinois Conference are empowered to select their own officers from among their members and to form their own committees, subcommittees, and task forces, as the Ministry Teams shall from time to time deem advisable in order to carry out the objectives and responsibilities of the Ministry Teams as set forth in the Constitution, Bylaws, and policies of the Illinois Conference.
 - f. The Board of Directors may, except as otherwise provided in these Bylaws, determine the duties of the officers and committees of the Conference and, by resolution, may further empower, restrict or clarify the powers of the officers and committees.
 - g. The Board of Directors shall have authority to make adjustments to the Conference approved budget.
7. The Board of Directors shall have an Executive Committee.
- a. The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer, and the Board representatives from each of Standing Committees. The Conference Minister shall be a member of the Executive Committee with voice but without vote.
 - b. The Executive Committee shall meet as needed between meetings of the Board of Directors.
 - c. The Executive Committee shall have and may exercise all the authority of the Board of Directors ad interim, except that no such committee shall have the authority to:
 - (i) Fill vacancies on the Board of Directors or any committee thereof, or
 - (ii) Adopt, amend or repeal the Articles of Incorporation or the Bylaws. The Executive Committee will meet at the call of either the Board of Directors, or the Conference Minister, or the President. Any meeting shall result in a report to the Board of Directors at its next scheduled meeting.

ARTICLE VII – OFFICERS

The Officers of the Conference shall be responsible for the general oversight of the organizational life of the Conference. The Officers shall be:

1. The President, who shall serve as chairperson of the Board of Directors and shall preside at all regular and special meetings of the Conference. The President is not eligible for election to any position until one year has elapsed.
2. The Vice President, who shall perform the duties of the President in cases of the President's absence, or by request of the President. The Vice President, when elected, is exempt from the limit of four years of service stated in Bylaws, Article VI.5, and shall be, at the end of their term, the first nominee considered to the office of President.

3. The Secretary, who shall serve as Registrar of the Conference and Recording Secretary of the Board of Directors and its Executive Committee, and shall be responsible for keeping a permanent and accurate record of all meetings. The Secretary shall perform such other duties as the Board of Directors may from time to time direct.
4. The Treasurer, who shall perform the functions of a treasurer of a corporation and assure the integrity of the normal financial functions of the Conference.

The President and Vice President shall be elected by means of a rotation:

1. First by the Association to which the officer belongs, in the order of Fox Valley, Prairie, Eastern, Western and Chicago Metropolitan;
2. Second by alternating clergy and lay members;
3. Finally, whenever possible, be inclusive of all gender expressions.
4. In the case that an Association chooses to forego the nomination of a candidate for Vice President, the nomination shall be sought from within the next Association in the above order.
5. In the case of a vacancy occurring in the office of the President, the Vice President shall assume the role of President, fulfilling the remainder of the vacated term and their elected term as President. The Board of Directors shall appoint an Interim Vice President for the remainder of the term. The Nominating Committee shall fill the vacancy of the Vice President at the next election, in continuance of the rotation of Associations.

The positions will be elected in this way:

1. The President and Vice President shall be elected and begin their terms in the even-numbered years; and
2. The Secretary and Treasurer shall be elected begin their terms in the odd-numbered years.

ARTICLE VIII-INDEMNIFICATION

The Conference will indemnify and hold harmless to the fullest extent permitted by the Illinois General Not for Profit Corporation Act of 1986, as it presently exists or may hereafter be amended, any Director or officer of the Conference who was or is made or is threatened to be made a part or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (a "Proceeding") by reason of the fact that he or she or a person for whom he or she is the legal representative is or was a Director, officer, employee or agent of the Conference or is or was serving at the request of the Conference as a director, officer employee or agent of another corporation, partnership, joint venture, trust, or other enterprise including service with respect to employee benefit plans, against all expenses (including attorneys' fees) judgments, fines and amounts paid in settlement and actually and reasonably incurred by such person in connection with any such Proceeding if such person acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Conference, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.

The Conference will pay the expenses incurred by any officer or Director of the Conference and in advance of a final disposition of a Proceeding provided that the payment of expenses incurred by a person in advance will be made only upon receipt of an undertaking by such person to repay all amounts advanced if it should be ultimately determined that such person is not entitled to be indemnified under this Article or otherwise.

The rights conferred on any person by this Article will not be exclusive of any other rights that such person may have or hereafter acquire under any statute, Certificate of Incorporation, these Bylaws, agreement, vote of Delegates of the Conference or otherwise. This Article will be deemed to be a contract between the Conference and each Director or officer of the Conference, or other persons conferred with rights by this Article.

The Conference shall report any indemnification or advancement of expenses pursuant to this Article in writing to the Delegates of the Conference entitled to vote with or before the notice of the next meeting of the Delegates of the Conference entitled to vote following such indemnification or advancement.

ARTICLE IX – STANDING COMMITTEES

The Standing Committees of the Conference shall coordinate the administration of the Conference, and shall be accountable to the Board of Directors.

Each Committee shall be composed of two representatives from each Association. A quorum of at least five members from at least three associations is required in order to conduct business. Each Committee shall elect from its members a Chair and Vice-Chair for a one-year term. A member is eligible to these positions after one year of service on the committee. The Conference Minister, or their designee, shall be an ex-officio member of all Standing Committees with voice but without vote.

The Standing Committees shall be:

1. The Finance Committee, who promotes and preserves the financial integrity of the Conference and oversees such committees and teams that manage and promote financial development and stewardship of the fiscal or real properties of the Conference. The Treasurer shall be an ex-officio member with voice but without vote.
2. Human Resources Committee, who promotes the fair and just labor practices for all persons employed by the Conference and oversees such committees and teams that assist in this administration. They shall recommend employment policies, job descriptions, evaluation guidelines, and salary structure.
3. Nominating Committee, who gathers the members of the Conference to be considered for election by the Conference at its annual meeting except for those whose nominations are provided by the Associations. The Vice President shall be an ex-officio member with voice but without vote.

ARTICLE X – MINISTRY COUNCIL

The Ministry Council shall be the organizing body for communication, information, and collaboration between the Ministry Teams and the Board of Directors of the Conference.

1. The Ministry Council shall consist of:

a. The Chairs of the Ministry Teams, as outlined and enumerated below. Two persons from this group shall be named by its members as the Presiding Chair and Recording Secretary of the Ministry Council for a period not to exceed their term on their Ministry Team.

b. the President and Vice President of the Conference with voice but without vote; and

c. the Conference Minister with voice but without vote

2. The Ministry Council shall meet at least quarterly at such time and place as it shall determine.

3. Special meetings may be called by the Presiding Chair of the Ministry Council.

4. A quorum of the Ministry Council shall consist of one-half (50 per cent) of those positions who are in office at the time of meeting.

ARTICLE XI – MINISTRY TEAMS

The Ministry Teams shall coordinate the mission implementation of the Conference and shall be accountable to the Ministry Council.

Each Ministry Team is composed of at least five members and a maximum of ten members elected from at least three associations by the Conference at the Annual Celebration. Each Ministry Team shall elect from its members a Chair and Vice-Chair for a two-year term. The Conference Minister, and members of the Ministerial Staff whose areas of ministry are represented in a Team, shall be ex-officio members with voice but without vote.

The following teams have been established:

1. Community and Vitality Team; who discerns and drives the ministry that creates leadership development, Pastoral Excellence, and deep relationships in and among the local churches and Associations;
2. Justice and Witness Team; who discerns and drives the ministry of advocacy and action to bring the world into a more just, equitable, and inclusive image of God's realm;
3. Church Connections Team; who discerns and drives the ministry that supports the care and connections between the local churches, the pastoral leaders, and the structures that support the interconnected ministries of the Conference; and
4. Wider Engagement Team, who discerns and drives the ministry of connections within the United Church of Christ and across our ecumenical partners.

Ministry Teams shall have authority to design, appoint, and give oversight to such ministry-related task force groups as may be necessary to fulfill the Ministry Teams' responsibilities and objectives as they are set forth in the Constitution and Bylaws of the Illinois Conference. A Task Force shall be a small group that brings together a specific set of skills to accomplish a defined task. Task Forces shall be outcome-focused groups that are convened to support the Ministry Teams mission, strategic objectives, or program activities.

ARTICLE XII – GENERAL SYNOD DELEGATES

The Delegates to the General Synod of the United Church of Christ representing the Conference shall exercise the rights and privileges enumerated in the United Church of Christ Constitution and Bylaws.

1. The nomination of delegates and alternates shall follow the United Church of Christ Constitution and Bylaws, regarding age, gender, racial, and ethnic diversity, ordination, and length of term. Attention shall be given to balanced representation across the Associations of the Conference. Alternates from each association must be elected to fill specific vacancies.
2. In the event that elected delegates and alternates who meet specific General Synod guidelines are unable to attend General Synod, the Conference Minister is authorized to secure members of the Conference who will achieve that balance as delegates, in order to assure seating of the delegation.

ARTICLE XIII – PARLIAMENTARY AUTHORITY

All proceedings of the Conference and the Board of Directors, unless otherwise provided for, are governed by the current edition of Robert's Rules of Order Newly Revised.

ARTICLE XIV – AMENDMENTS

The Bylaws of the Conference may be amended at an annual or special meeting of the Conference by a simple majority affirmative vote of those Delegates present and voting, in this manner:

1. Amendments to these Bylaws may be proposed to the Conference by official action of at least ten congregations, or of any Association, or of the Board of Directors must be submitted in writing to the Secretary of the Conference at least 45 days prior to the meeting in which action upon them is to be taken.
2. Amendments proposed to the Conference by a written petition signed by at least twenty-five Delegates of the Conference from the floor during its annual meeting shall be acted upon at the next annual meeting or a special meeting of the Conference following the same period of notice.

1 A copy of any amendment shall be distributed to members of the Conference at least 30 days prior
2 to the meeting at which the action on the proposed amendment is to be taken.

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8 Originally Approved by the Conference: February, 1964
9 Presented for Revision to the Conference: November, 2024
Voted and Accepted November 2, 2024 at the Annual
Celebration