

**BY-LAWS  
OF THE  
KANSAS-OKLAHOMA CONFERENCE  
OF THE  
UNITED CHURCH OF CHRIST**

Revised October 29, 1977  
Revised October 20, 1979  
Revised October 25, 1980  
Revised October 24, 1981  
Revised October 15, 1983  
Revised October 20, 1984  
Revised October 17, 1992  
Revised October 14, 1995  
Revised October 8, 1999  
Revised September 28, 2001  
Revised September 30, 2006

**ARTICLE I. MEMBERSHIP**

**Section 1. Voting Membership.** All ordained, licensed and commissioned ministers of the United Church of Christ in good standing in an association of the Conference; ordained ministers holding standing in other denominations and granted dual standing while serving churches of the Conference; members of the Conference Council and all such other persons as the Bylaws shall provide, shall each hold voting membership. Each local church having standing in an Association in the geographical boundaries of the Kansas-Oklahoma Conference shall be entitled to two voting lay delegates and each such church having a membership of more than 200 shall be entitled to an additional voting lay delegate for each additional 200 members or fraction thereof. No delegate or official representative at the meetings of the Conference shall be entitled to more than one vote. The control of the Conference shall reside in its voting members and may be exercised directly at any annual or other meeting of the Conference, or through and by a Conference Council elected by the Conference between meetings of the Conference.

**Section 2. Selection of Delegates.** All delegates from each local church shall be elected or appointed by such church, following its procedures, for a term of one year or until the selection of successors, unless otherwise provided by the church; provided that the term of a delegate shall cease upon removal from the membership of the local church which that delegate represents, or upon removal from the boundaries of the Kansas-Oklahoma Conference, beyond the adjoining states.

Local churches are urged to select delegates, over the course of several years if necessary, who will be representative of that local church's total confirmed membership in terms of age, gender, race and ethnic origin, in order that the Conference Annual Meeting may embody the wholeness of the Church.

## **ARTICLE II. MEETINGS**

**Section 1. Annual Meetings.** The Annual Meeting of the Conference shall convene at a date set by the Conference Council. The regular business of the Conference, the election of its officers, the determination of priorities for its programs and budget and such other business as shall be determined shall take place at the Annual Meeting. At each Annual Meeting the place for the next Annual Meeting shall be selected; provided, however, if circumstances require, the time and place of meeting may be changed by the Conference Council.

**Section 2. Special Meetings.** Special meetings may be called by the Conference Council and shall be called when requested by two or more of the Associations by petition to the Conference Council. Such petition shall have been adopted by a majority of the voting members present at a properly called meeting of the Association.

**Section 3. Notice of Meetings.** Notice of the time, place, proposed agenda and nominations of the Annual Meeting, and notice of the time, place, and business to be transacted of special meetings shall be mailed to each Conference officer, Conference Council member, church Clerk or Secretary, Ministerial member, Association Registrar, and to the Secretary of the United Church of Christ, and to the elected officers and staff of the General Synod of the United Church of Christ, the instrumentalities and agencies and affiliated institutions, who either reside within the boundaries of the Conference or are officially assigned to this Conference as a liaison, at least four weeks in advance of such meetings.

**Section 4. Agenda.** The Conference Council shall act as the business committee for the preparation of the agenda for the Annual Meeting and special meetings of the Conference.

**Section 5. Resolutions.** All resolutions to be considered at any Annual Meeting or special meeting of the Kansas-Oklahoma Conference shall be presented by a voting member of any church or Association of the Conference as sponsor, to the Executive Committee of the Conference Council by July 15 prior to the meeting at which they are to be considered. The Executive Committee may accept or reject any resolutions so presented. If the resolution is rejected, a sponsor may present the resolution from the floor.

Matters arising during the Annual Meeting or any special meeting of the Conference ordinarily shall be presented to the Executive Committee of the Conference for formulation, for discussion, and for action by the voting membership.

## **ARTICLE III. OFFICERS**

**Section 1. The Ministers of the Conference.** The Minister of the Conference shall be an ordained minister and be responsible to the Conference and shall have general supervision of the work of the Conference under the direction of the Conference Council.

### **ARTICLE III. OFFICERS (CONTINUED)**

The Conference Minister and such Associate Conference Ministers as may be selected shall perform any and all other duties of the office as determined in mutual negotiation with the Conference Council.

The salary of the Minister of the Conference and such Associate Conference Ministers as may be selected shall be determined by the Conference Council and be included in the budget for approval by the Conference.

**Section 2. The President of the Conference.** The President of the Conference shall act as Moderator of the Conference, shall be a member of and chair the Conference Council, a member ex-officio without vote of all committees of the Council, shall attend as an associate delegate any meetings of the General Synod of the United Church of Christ occurring during the current term of office, shall execute all deeds, contracts, and other documents requiring the official signatures of the Conference and shall perform such other duties usually performed by such officers.

**Section 3. The Vice President of the Conference.** The Vice President of the Conference shall be a member of the Conference Council and shall perform the duties of the President when the President is absent, or unable or refuses to act.

**Section 4. The Secretary of the Conference.** The Secretary of the Conference shall be a member of the Conference Council and shall keep a permanent accurate and legible record of all meetings and transactions of the Conference, the Conference Council, and the Executive Committee of the Conference Council. As the custodian of the seal of the Conference, which seal shall be left in the Conference Office, the Secretary shall affix said seal to all written instruments requiring the seal, attesting the same by signature and shall perform such other duties as usually pertain to this office.

**Section 5. The Treasurer of the Conference.** The Treasurer of the Conference shall be a member of the Conference Council, receiving and acting as custodian of all funds, securities, and personal property belonging to or entrusted to or in any way committed to the care or custody of the Conference. The treasurer shall disburse, pay over and deliver such funds, securities and personal property as shall from time to time be ordered by the Conference Council, and shall make an annual report to the Conference. The Treasurer shall give bond for the faithful discharge of the duties of that office in such sum as the Conference Council shall require, the expenses of such bond to be paid by the Conference.

### **ARTICLE IV. CONFERENCE COUNCIL**

**Section 1. Conference Council.** The twenty-one (21) members of Conference Council shall be the Conference President and Vice President, who shall serve for two years; the Secretary and Treasurer of the Conference, who shall serve for two years; the elected Chairperson or Vice Chairperson of each Commission, who shall be elected in accordance with Article V, Section 4

## **ARTICLE IV. CONFERENCE COUNCIL (CONTINUED)**

of these Bylaws; one member elected by each of the Associations according to Article V, Section 3 of these Bylaws; a representative of the Christian Church (Disciples of Christ) for a two-year term with representatives alternating between the Kansas and Oklahoma Regions, who shall be named in accordance with Article V, Section 5 of these Bylaws; the Chair of the Kansas-Oklahoma Conference Foundation; the four persons representing the Kansas-Oklahoma Conference on the four Covenanted Ministries of the United Church of Christ; the President of the Kansas-Oklahoma Women's Fellowship, who shall serve for her elected term of office; and the President of the Conference Youth Organization, who shall serve for his/her term of office. All members of the Conference Council, with the exception of the representative of the Christian Church (Disciples of Christ), shall be members of a local congregation of the Conference.

**Section 2. The Executive Committee of the Council.** The President of the Conference, the Vice President of the Conference, the Secretary of the Conference, the Treasurer of the Conference, and one member of the Conference Council selected by its members shall serve as the Executive Committee of the Council. The Executive Committee shall, between meetings of the Conference Council, direct the affairs of the Conference with such powers and limitations as the Council shall specify.

**Section 3. Committees and Consultants.** The Council shall appoint such committees of the Council or special consultants to the Council as it may from time to time establish, and may select persons who are not members of the council for service as consultants or members of a committee. The Council shall determine the duties and duration of service of such committees or consultants.

**Section 4. Attorneys.** The Council shall appoint an attorney or attorneys for the Conference and shall determine the compensation for such services.

**Section 5. Annual Audits.** The Council shall engage an independent certified public accountant to conduct an annual audit of the financial records and transactions of the Conference. The annual audit shall be received by the Council and made available upon request to each church's delegation.

**Section 6. Meetings.** The Council shall meet at least three times a year on call of the President, of the Minister of the Conference or of a majority of the members of the Council in writing presented to the President or Secretary of the Council.

**Section 7. Quorum.** A majority of the membership of the Council shall constitute a quorum for the transaction of its business. Decisions shall be by majority of those present and voting.

**Section 8. Vacancies.** Vacancies on Council and in any of the elected offices of the Conference shall be filled by the Council until successors are duly elected and assume the duties of office.

## **ARTICLE IV. CONFERENCE COUNCIL (CONTINUED)**

**Section 9. Assistants.** The Council shall, in consultation with the Minister of the Conference, except for Associate Conference Ministers, employ such assistants as may be required and determine the salaries, fields of activities and terms of service of such assistants.

**Section 10. Duties of the Council.** The duties of the Council shall include, but not be limited to: (a) establishing the total program requirements to achieve a specific goal or goals set by the Conference at its Annual Meeting and setting as objectives that portion of the requirements to be attained during a certain time period, (b) translating the objectives into action programs to be carried out by the Commissions, (c) evaluating the accomplishments of the Commissions, (d) determining the financial resources needed and how they shall be raised and allocated, (e) authorizing the expenditure of resources in order to achieve program objectives, (f) administering of business investments and other financial and property affairs of the Conference, (g) establishing administrative policies guiding the operation and development of White Memorial Camp, and (h) reviewing personnel policies for all personnel.

**Section 11. Rules, Regulations, and Policies.** The Council may adopt such rules, regulations, and administrative policies as deemed necessary for it to fulfill the provisions of the Constitution and Bylaws.

## **ARTICLE V. ELECTIONS**

**Section 1. The Minister of the Conference.**

(a) **The Conference Minister.** After a thorough assessment of the leadership needs of the Conference, the Minister of the Conference shall be nominated by the Conference Council and elected by the Conference at any Annual Meeting or special meeting duly called for such purpose, for a term of six (6) years or such lesser time as shall be determined. Before the end of each term, the Conference Council shall appraise afresh the leadership needs of the Conference, and the results of this assessment shall govern the decision as to whether or not to re-nominate the Conference Minister. The Conference Minister may be dismissed for cause on ninety days written notice by a majority vote of the Conference at any Annual Meeting or special meeting, provided notice of such meeting shall have been given to each officer, Council member, church clerk or secretary, minister member, Association registrar, and chairpersons of all Conference Commissions, at least four weeks in advance of such meetings; or the Conference Minister may voluntarily terminate the position on ninety days written notice to the Conference Council or at such earlier time as may be agreed upon by the individual and the Conference Council.

(b) **Associate Conference Ministers.** Such Associate Conference Ministers as may be selected shall be called by the Conference Council, in consultation with the Conference Minister, for an unspecified time. An Associate Conference Minister may be dismissed for cause on ninety days written notice by a majority of the Conference Council, or an Associate Conference Minister may voluntarily terminate the position on ninety days written notice to the Conference

## **ARTICLE V. ELECTIONS (CONTINUED)**

Council or at such earlier time as may be agreed upon by the individual and the Conference Council.

**Section 2. Officers.** The President and Vice-President shall be elected at the Annual Meeting to serve for a period of two years; the Secretary and Treasurer shall be elected at the Annual Meeting to serve for a period of two years, such elections occurring on the alternate year of the election of the President and Vice-President.

**Section 3. Association Members of the Conference Council.** Members of the Conference Council chosen by Associations shall be elected at each Association's meeting most immediately preceding the Annual Meeting of the Conference. The Associations shall elect one representative to the Conference Council and one alternate, such alternate to serve when the representative is unable to do so. Upon the adjournment of the Annual Meeting of the Conference, the newly elected members shall assume office. Each Association shall specify the terms of its representative to Conference Council.

**Section 4. Commission Members of the Conference Council.** A Chairperson and Vice Chairperson of each Commission shall be elected by the Conference in Annual Meetings for three-year terms. The Chairperson shall be a member of the Conference Council. If the Chairperson is unable to attend, the Vice Chairperson shall serve as representative to the Conference Council. The Nominating Committee shall nominate for a three-year term approximately one-half of the Commission officers each year. In order to assure continuity, the Chairperson and Vice Chairperson of any Commission shall not be elected in the same year to serve a full term.

**Section 5. Ecumenical Members of the Conference Council.** One member of the Christian Church (Disciples of Christ) shall be invited to serve on the Conference Council for a two-year term with representation alternating between the Kansas/Oklahoma Regions. The representatives and means of his/her selection shall be determined by the appropriate region's Board of Directors.

**Section 6. Limitations.** (a) No person shall serve on the Conference Council in more than one of the following capacities: as an Officer of the Conference, as an Association member of the Conference Council, or as a Commission member of the Conference Council. (b) No more than two members of the same local church may serve on the Conference Council as elected members at the same time. (c) The President of the Conference shall serve no more than two (2) consecutive two-year terms. (d) No Association member and no Commission member of the Conference Council may be elected for more than two (2) consecutive terms. (e) No person in another Denomination while serving a church of the Conference, shall be eligible to serve as an officer of the Conference, Chairperson or Vice Chairperson of a Commission or as a delegate to General Synod.

**Section 7. Nominating Committee.** There shall be a Nominating Committee consisting of six members: the Chairperson, who shall be the immediate past President of the Conference, and

## **ARTICLE V. ELECTIONS (CONTINUED)**

one member selected by each Association. All members of the Committee shall be named at least four (4) months before the Annual Meeting of the Conference.

The Nominating Committee shall nominate at least one person but no more than two persons for each office of the Conference, for Chairperson and Vice Chairperson of each Commission of the Conference, and for delegates and alternate delegates to the General Synod. Positive consent shall be received from each nominee by the Nominating Committee.

**Section 8. General Synod Delegates.** Delegates and alternate delegates to the General Synod shall be elected at the Annual Meeting of the Conference in the year prior to the Synod meeting they shall attend. The qualifications, numbers and roles of delegates and alternates are prescribed by the Constitution and Bylaws of the United Church of Christ. Associations may submit the names of no more than two (2) persons for consideration by the Conference Nominating Committee, provided that the names are submitted no later than May of the year in which the election is to occur. The Conference President shall be an Associate Delegate to the General Synod.

**Section 9. Additional Nominations.** Nominations for all offices, except Conference staff, may be made from the floor, provided that positive consent shall have been received from each nominee.

**Section 10. Voting.** Voting shall be by secret ballot when there are two or more nominees for any office. When there is only one nominee, voting may be by acclamation or by uplifted hand, provided that all voting in relation to Conference staff shall be by secret ballot.

## **ARTICLE VI. ASSOCIATIONS**

All Associations heretofore recognized by the Kansas Congregational and Christian Conference within the State of Kansas, and the Oklahoma Association within the State of Oklahoma, by Resolution duly adopted, have heretofore determined to act as Associations of the United Church of Christ, and their standing as bodies of that church is hereby recognized by this Conference. The Conference itself shall exercise the functions of an Association when they are delegated to it by an Association or where no Association exists, and when so acting shall be included in the definition of that term as used in these Bylaws. Under the Constitution of the United Church of Christ, the boundaries of any new Association, and any adjustment of boundaries between Associations, are to be determined by the Associations concerned with the approval of the Conference, and the future standing of Associations as bodies of the United Church of Christ is to be determined by this Conference. Nothing herein is intended to impair the autonomy of an Association in the management of its own affairs; and all such approvals and determinations of the Conference shall relate only to the standing of such Associations as bodies of the United Church of Christ.

## **ARTICLE VI. ASSOCIATIONS (CONTINUED)**

Pursuant to the action taken by each Association and hereby confirmed and approved by the Conference, the Associations shall be named and shall have the following boundaries:

EASTERN ASSOCIATION: In Kansas, the entire counties of Anderson, Atchison, Brown, Coffey, Doniphan, Douglas, Franklin, Jackson, Jefferson, Johnson, Leavenworth, Linn, Lyon, Miami, Osage, Shawnee and Wyandotte.

NORTH CENTRAL ASSOCIATION: In Kansas, the entire counties of Clay, Dickinson, Geary, Marshall, Morris, Nemaha, Pottawatomie, Riley and Wabaunsee; in addition to portions of Cloud, Ottawa, Republic and Saline Counties lying east of Highway U.S. 81.

CENTRAL ASSOCIATION: In Kansas, the entire counties of Barber, Harper, Sumner, Cowley, Chautauqua, Montgomery, Labette, Cherokee, Crawford, Neosho, Wilson, Elk, Butler, Sedgwick, Kingman, Reno, Harvey, Greenwood, Woodson, Allen, Bourbon, Chase, Marion, McPherson and Rice.

WESTERN ASSOCIATION: In Kansas, those portions of Republic, Cloud, Ottawa, and Saline Counties lying west of U. S. Highway 81; the entire counties of Ellsworth, Barton, Stafford, Pratt, Kiowa, Comanche and all other counties in Kansas west of these.

OKLAHOMA ASSOCIATION: Within the boundary lines of the State of Oklahoma.

## **ARTICLE VII. COMMISSIONS OF THE CONFERENCE**

**Section 1. The Commissions.** The Conference shall carry out its mission and covenant with God, the associations and congregations through commissions, committees, and task forces. The Commissions are:

- The Administrative Commission
- The Justice and Witness Commission
- The Local Church Commission
- The Wider Church Commission

(a) The function of each Commission shall be to devise policies and set goals according to priorities set at the Annual Meeting of the Conference; to design and implement programs accordingly, to coordinate and correlate programs to meet goals and to evaluate programs in order to determine new directions and goals and carry out such other responsibilities as directed by the Conference Council. Each Commission shall organize and structure itself so as to accomplish its mission most effectively, including coordination with other Commissions, committees, and task forces, as well as with the work of Associations in the same area of concern.

## ARTICLE VII. COMMISSIONS OF THE CONFERENCE (CONTINUED)

(b) Each Commission will consist of a chairperson, a vice-chairperson, and the chairpersons of the committees of the Commission. The Chairpersons and members of the committees shall be selected by the Commission according to their talents and abilities, rather than to any strict geographical distribution. Whenever reasonably possible, a broad representation of the Conference should be attained.

(c) Each Commission and its committees, with consent of the Conference Council, are encouraged to establish and appoint task forces to accomplish the substantive work of the Commission. Duties of task forces shall be related to the priorities set by the Conference, and policies and goals established by the Conference Council. The Commission will outline in writing the specific program, the available financial resources and a time schedule. When the specific goal is accomplished, the task force may be discharged unless assigned a new task. Task forces shall periodically submit in writing a report on accomplishments to the Commission for subsequent review and comment of the Conference Council.

(d) Each Commission Chairperson in consultation with the Conference staff shall be responsible to make appointments to fill vacancies on committees and task forces.

**Section 2. The Administrative Commission.** The purpose of the Administrative Commission is to provide sufficient coordination and resources for the work of the Conference, the Conference staff, and the other Commissions of the Conference. The Administrative Commission shall comprise the following:

- (a) *The Kansas-Oklahoma Conference Foundation.* The Foundation shall secure and manage funds received by the Foundation for the support of the mission and ministries of the Conference, its local churches, and affiliated ministries; and specifically to work with congregations and individuals to enable gifts to be received for the mission and ministries of the local churches, the Associations, the Conference and the agencies and instrumentalities of the United Church of Christ.
- (b) *The Stewardship Committee.* The Stewardship Committee shall interpret to the local churches the mission and ministries of the Conference and the wider United Church of Christ and shall promote the learning, development and practice of faithful stewardship throughout the Conference, in the Conference Council, Commissions, committees and task forces, and in local congregations.
- (c) *The Finance and Asset Committee.* The Finance and Asset Committee shall consult with and advise the Conference Minister on the financial condition of the Conference based on monthly financial statements and shall cause and review an annual audit of the Conference financial position in a timely manner. The Finance and Asset Committee shall also plan, prepare, and implement the annual budget of the Kansas-Oklahoma Conference.
- (d) *The Personnel Committee.* The Personnel Committee shall implement and enforce the personnel administration provisions of the Kansas-Oklahoma Conference and to insure that the employment, supervision, development, recognition, and separation of all Kansas-Oklahoma Conference employees are fair, uniform, and within the

## ARTICLE VII. COMMISSIONS OF THE CONFERENCE (CONTINUED)

policies and guidelines of the Conference Council of the Kansas-Oklahoma Conference.

- (e) *The Annual Meeting Planning Committee.* The Annual Meeting Planning Committee shall plan the Annual Meeting of the Conference, select a theme and appropriate scripture, secure workshop leaders and featured speakers, prepare the agenda, and oversee all arrangements for the Annual Meeting of the Conference.
- (f) *The Nominating Committee.* The Nominating Committee shall identify qualified and gifted leaders to serve in the key leadership positions of the Conference, and shall present to the Annual Meeting their names as candidates for the positions.

**Section 3. The Justice and Witness Commission.** The purpose of the Justice and Witness Commission is to encourage the Conference and member congregations to engage the compelling questions of our time in the spirit of the good news of Jesus Christ for the sake of social change and transformation. The Justice and Witness Commission shall comprise the following:

- (a) *The Peace Committee.* The Peace Committee shall witness and work for peace with justice and shall encourage and support the ministries of congregations, associations, and individuals within the Conference that serve this end.
- (b) *The Planet Earth Committee.* The Planet Earth Committee shall recognize the call of all members of the Conference to faithful stewardship of the earth and its resources and shall promote such stewardship, and shall work with others in response to natural and technological disasters.
- (c) *The Accessibility Committee.* The Accessibility Committee shall promote awareness of the needs of persons who are differently abled, and shall assist congregations and the Conference in their efforts to become accessible to all.

**Section 4. The Local Church Commission.** The purpose of the Local Church Commission is to provide resources and opportunities to member congregations and others to build and advance the ministry and mission of vital congregational life. The Local Church Commission shall comprise the following:

- (a) *The Education Committee.* The Education Committee shall promote life-long Christian education, spiritual formation and growth, and faith development in partnership with the local churches of the Conference by identifying resources, offering opportunities for training, and assisting in the planning, promotion, and coordination of programs to strengthen and encourage a vibrant spiritual life throughout the Conference.
- (b) *The Outdoor Ministries Committee.* The Outdoor Ministries Committee shall operate, maintain, and promote the faithful stewardship and use of White Memorial Camp and Conference Center for the benefit of the churches of the Kansas-Oklahoma Conference and, when appropriate and consistent with the mission of the Camp and the Conference, the use by non-Conference persons and groups.

## **ARTICLE VII. COMMISSIONS OF THE CONFERENCE (CONTINUED)**

- (c) *The Parish Life and Leadership Committee.* The Parish Life and Leadership Committee shall support the health, morale and effectiveness of clergy in the Conference, and shall develop strategies and resources for congregational leadership.
- (d) *The School of Theology Board.* The School of Theology Board shall provide educational programs for laity and clergy of the Conference, and shall work cooperatively with Committees on Ministry to prepare individuals for licensure.

**Section 5.** The Wider Church Commission. The purpose of the Wider Church Commission is to build bridges of ministry with ecumenical partners in Kansas and Oklahoma and global partners in all parts of the world and to support congregations in their ecumenical and global ministries. The Wider Church Commission shall comprise the following:

- (a) *The Ecumenical Committee.* The Ecumenical Committee shall, in order to strengthen our unity in Christ, support and promote the ecumenical relationships and partnerships of the Conference in Kansas and Oklahoma.
- (b) *The Global Partnership Committee.* The Global Partnership Committee shall recognize the call to members of the Conference to be members of the body of Christ universally, and shall nurture and support global partnerships in all settings of the church.

## **ARTICLE VIII. ORDER OF BUSINESS**

Unless otherwise provided for herein or by two-thirds vote of the delegates present and voting at an Annual Meeting or special meeting of the Conference, the rules of parliamentary practice compiled in Robert's Rules of Order, Newly Revised, shall govern all meetings of the Conference.

## **ARTICLE IX. CONFLICT OF INTEREST**

No person shall be ineligible to serve the Conference as a member of the Conference Council, any Commission or Committee of the Conference, or as an officer, agent or in some other representative capacity on behalf of the Conference solely by reason of also serving in a representative capacity with some organization or entity with which the Conference does business or has some other significant relationship.

Any contract or transaction engaged by the Conference shall be valid notwithstanding any such potential conflict of interest if (1) the material facts of the dual relationship are disclosed or known by the Conference Council or other body acting on behalf of the Conference and the action is authorized in good faith by a majority of the disinterested members of the Council or body even though less than a quorum; or (2) the material facts of the dual relationship are

**ARTICLE IX. CONFLICT OF INTEREST (CONTINUED)**

disclosed or known to the membership and are approved in good faith by them; or (3) the contract or transaction is fair as of the time authorized, approved or ratified by the Council or other acting body thereof or by the membership.

**ARTICLE X. INDEMNIFICATION**

The Kansas-Oklahoma Conference United Church of Christ shall indemnify any Council member, officer, employee or agent of the Kansas-Oklahoma Conference of the United Church of Christ who was or is threatened to be made a party in any legal proceedings whether civil, criminal, administrative or investigative if successful on the merits or otherwise in defense, or even if unsuccessful in defense, if such person or persons, as determined by the members of the Conference Council whose acts are not in question or by the legal opinion of independent legal counsel, acted in good faith and in the reasonable belief that the actions were in or not opposed to the best interests of the Kansas-Oklahoma Conference United Church of Christ.

**ARTICLE XI. FISCAL YEAR**

The Fiscal Year of the Conference shall be the calendar year.

**ARTICLE XII. CORPORATE SEAL**

The Conference shall have a corporate seal bearing the words “Kansas-Oklahoma Conference of the United Church of Christ,” and such other words or emblems as may be determined by the Conference Council.

**ARTICLE XIII. AMENDMENTS**

These Bylaws may be amended by an affirmative vote of two-thirds of those present and voting at any Annual Meeting or special meeting, provided that notice of proposed amendments is mailed to each officer, council member, church clerk or secretary, minister-member, Association registrar, and chairpersons of all Conference Commissions at least four weeks in advance of such meeting.

\*\*\*\*\*

These By-Laws adopted, as amended, at the annual Kansas-Oklahoma Conference meeting on October 17, 1992, at Tulsa, Oklahoma.

Most recently revised as proposed at the annual Kansas-Oklahoma Conference meeting on September 30, 2006, at Manhattan, Kansas.