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**CONSTITUTION
OF THE
IOWA-MISSOURI CONFERENCE OF SEVENTH-DAY ADVENTISTS**

**Adopted at the Conference Session
September 25, 2016**

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ARTICLE I - NAME

This Organization shall be known as the IOWA-MISSOURI CONFERENCE OF SEVENTH-DAY ADVENTISTS.

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ARTICLE II - PURPOSE

The purpose of this Conference is to facilitate the proclamation of the everlasting gospel in the context of The Three Angels' Messages of Revelation 14:6-12 to all peoples within its territory, lovingly persuading them to accept Jesus as personal Savior and to unite with His Church, and nurturing them in preparation for His soon return.

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ARTICLE III - RELATIONSHIPS

The Iowa-Missouri Conference of Seventh-day Adventists is a part of the Mid-America Union Conference of Seventh-day Adventists, which in turn is a part of the North American Division of the General Conference of Seventh-day Adventists, a World Church Organization. This Conference shall pursue the mission of the Church in harmony with the doctrines, programs and initiatives adopted and approved by the General Conference of Seventh-day Adventists in its Quinquennial Sessions.

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ARTICLE IV - TERRITORY

The territory of this Conference shall consist of the states of Iowa and Missouri.

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ARTICLE V - MEMBERSHIP

The membership of this Conference shall consist of such churches as have been or shall be properly organized in any part of the geographic territory under its jurisdiction and formally approved for membership by vote of the delegates at any regular Conference Constituency Meeting.

This Conference may receive or disband, in harmony with the *Church Manual*, a church at any regularly called Conference Session, and it may also disband any church at any specially called Session, providing said church has been given thirty (30) days notice in writing. The notice to the Church will include the reason for the disbanding.

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ARTICLE VI - BYLAWS

The voters of this Conference may enact Bylaws, and/or repeal them, and such Bylaws may embrace any provision not inconsistent with the Constitution.

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ARTICLE VII - DISSOLUTION AND DISPOSITION OF ASSETS

This Conference may be dissolved only by a two-thirds (2/3) majority vote of the delegates present and voting at any constituency meeting.

In the event of the dissolution of this Conference, all assets remaining after all claims have been satisfied shall be transferred to the Mid-America Union Conference of Seventh-day Adventists.

ARTICLE VIII - AMENDMENTS

This Constitution may be amended at any duly called Quinquennial Constituency meeting by a two-thirds (2/3) vote of the delegates present and voting. If it is proposed to amend the Constitution at any specially called constituency meeting, notice of such proposed amendments shall be given specifically in conjunction with the publication of notice of such a meeting.

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ARTICLE I - PRINCIPAL OFFICE

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The principal office for the transaction of the business of the Conference is fixed and located at 1005 Grand Avenue, West Des Moines, Polk County, State of Iowa. The Executive Committee may, in an emergency, temporarily change the location of the principal office from one location to another.

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ARTICLE II - CONSTITUENCY MEETINGS

Section 1 - This Conference shall hold regular Quinquennial Constituency Meetings, at such time and place as the Executive Committee shall designate, for the purpose of electing officers and directors of the various departments and to transact such other business as may come before the Conference.

Section 2 - In an emergency, a regular Quinquennial Constituency Meeting may be postponed, up to one year, if voted by the Conference Executive Committee and approved by the Mid-America Union Committee.

Section 3 - Notice of all constituency meetings, whether quinquennial or special, shall be published at least two weeks prior to such meetings in the *OUTLOOK* or by written notice to each church, mailed at least fifteen (15) days before convening such a meeting. The transactions of special constituency meetings shall be equally valid with that of the regular quinquennial meetings.

Section 4 - Quorum - At least 51 percent of the delegates authorized hereinafter under Section 1 of Article III must be present at any regular or special constituency meeting to constitute a quorum for the transaction of business. Once the meeting is declared open, the delegates present shall constitute a quorum.

Section 5 - Special Meeting

A. The Executive Committee of the Conference shall call a special constituency meeting, at a time and place it deems proper when:

1. It is voted by the Executive Committee, or
2. It is voted by the delegates at any constituency meeting, or
3. It is requested by 51 percent of the churches of the Conference through their church boards, or
4. It is voted by the Mid-America Union Committee, North American Division Committee, or General Conference Committee.

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B. The Mid America Union Committee, North American Division Committee may call a special constituency meeting of the Conference.

C. The agenda for special constituency meetings shall be included in the notice of the meeting.

D. Time and place of special constituency meetings shall be given in the same manner as for regularly scheduled constituency meetings.

Section 6 - Conference Constituency meetings will be conducted in accordance with the generally accepted parliamentary procedures of the Seventh-day Adventist Church. A parliamentarian shall be recommended by the Conference Executive Committee or the Mid-America Union Vice President for Administration, and approved by the delegates attending the Constituency meeting.

Section 7 - All delegates must be present in person at any constituency meeting in order to be eligible to vote. There shall be no voting by proxy.

Section 8 - Each delegate appointed to act on behalf of the members of this Conference shall be entitled to one vote. The voting rights of the individual delegates representing the members as hereinafter provided shall be limited to the particular constituency meeting of the Conference in which they have been designated to represent a local church, the Mid-America Union Conference, the North American Division or the General Conference of Seventh-day Adventists.

Section 9 - All officers, departmental directors and members of the Executive Committee who are not ex-officio members shall be elected by the delegates at the regular meeting of the Conference Constituency and shall hold their offices until the next regular meeting of the constituency, unless they resign or are removed from office, for cause, by the Executive Committee or a special constituency meeting.

Section 10 - Voting: The election of officers shall be by secret ballot. Voting on all other matters of business shall be *viva voce* unless otherwise determined by a majority vote of the delegates present.

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ARTICLE III - VOTING REPRESENTATION

The voters of the Conference at regular and special constituency meetings shall be:

Section 1 - Regular Delegates

Such delegates as shall be duly elected by the organized churches of the Conference. Each church shall be entitled to one delegate for the organization and one additional delegate for each twenty-five (25) members or major fraction thereof and who hold membership in the local church which accredits them.

Section 2 – Delegates-at-Large

A. All members of the Executive Committee of the Conference.

B. Officers and departmental directors of the Mid-America Union Conference.

C. All employees holding credentials/licenses issued by this Conference who are invited to serve as delegates-at-large by the Executive Committee of the Conference.

D. Members of the North America Division/General Conference Committee, who may be present at any constituency meeting of the Conference. The number of such delegates representing the North American Division/General Conference of Seventh-day Adventists shall not exceed 10 percent (10%) of the total number of regular delegates in attendance at the Session.

ARTICLE IV - SESSION COMMITTEES

The Committees for the Conference Constituency meeting shall consist of:

Section 1 - The Organizing Committee

A. Makeup of the Organizing Committee

An Organizing Committee, chaired by the Mid-America Union President or his designee(s), shall select the Nominating Committee. The Organizing Committee shall be constituted as follows: each church shall choose one delegate to serve on this Committee. One additional delegate shall be chosen by each church of three hundred (300) or more members. The delegate must be a regular delegate or delegate-at-large who holds membership in the local church accrediting them, with the exception of a pastor of a multi-church district. This pastor is allowed to represent any church in the district he is assigned, as long as he only represents one church in his district.

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5 B. Timing and Function of the Organizing Committee
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7 The Conference shall be divided into five geographical regions by the Constitution
8 and Bylaws Committee. These regions shall be divided so that the number of members in
9 each region is as near the same as possible.
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11 The Organizing Committee shall meet up to 30 days prior to the Conference Session
12 to select the Nominating Committee. The members of the Organizing Committee can meet
13 as a whole in one central location of the Conference.
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15 Four individuals from each of the five geographical regions shall be selected to serve
16 as members of the Nominating Committee. These four individuals shall be two lay persons
17 and two denominational employees and be chosen from the delegates that will already have
18 been selected to attend the Conference Session.
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20 Section 2 - The Nominating Committee

21 The Nominating Committee shall consist of twenty-two (22) members, with the
22 President of the Union, or his representative, serving as chairman. The Organizing
23 Committee shall select twenty (20) individuals and the Conference Executive Committee
24 shall select one individual, a lay person, and with the chairman, make up the twenty-two
25 (22) members of the Nominating Committee. No church shall have more than one (1)
26 representative on the Nominating Committee. The membership of the Committee shall
27 represent, as far as possible, the various segments of the work and the territory of the
28 Conference. The Nominating Committee may meet up to two weeks in advance of the
29 Session and on the day of the Session, and shall nominate for approval by the full delegation
30 to the Constituency Meeting, the Conference officers, departmental directors, the
31 Conference Executive Committee, a Constitution and Bylaws Committee, and the
32 Conference Association Board. Eighty percent (80%) of the members of the Nominating
33 Committee must be present at any meeting for the Nominating Committee to function.
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35 Section 3 - Each regularly scheduled Constituency Meeting of this Conference shall
36 elect a Constitution and Bylaws Committee. The Constitution and Bylaws Committee shall
37 include an officer of the Mid-America Union, and shall be chaired by the Vice President for
38 Administration of the Iowa-Missouri Conference, or his designee.

39 This Committee shall function between regularly scheduled sessions of the
40 Constituency and shall submit its reports and detailed recommendations to the Executive
41 Committee of the Conference and to the next regular Constituency Meeting.
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ARTICLE V - EXECUTIVE COMMITTEE

Section 1 - An Executive Committee shall be elected by the delegates at each Quinquennial Constituency Meeting of the Conference and shall consist of twenty-five (25) members, of which the President shall be chairman and the Vice President for Administration shall be secretary. Additional members shall consist of the Conference Vice President for Finance, the Conference educational director, one departmental director, (appointed by the President on a rotating basis), thirteen (13) lay persons, and seven (7) district pastors. In addition, any Mid-America Union officer attending a Conference Executive Committee Meeting shall be a non-voting ex officio member. Any member failing to attend three (3) regularly scheduled consecutive meetings shall be replaced by the Executive Committee unless absences are reasonably explained.

Section 2 - The Executive Committee of the Conference is delegated the authority to act on behalf of the constituents between regular constituency meetings, including the power to elect/terminate officers, directors of departments/services and committee members. The Executive Committee shall appoint such committees including educational committees or boards and shall employ such ministers, teachers, secretaries, treasurers and other persons and shall bring about such distribution of its workers as may be necessary to execute its work effectively.

Section 3 - The Executive Committee shall have full administrative power to:

A: Fill for the current term any vacancies that may occur by death, resignation, or otherwise, in its Boards, Committees, Departments, or in offices which have been filled by Conference election. If a new president is to be elected, the President of the Mid-America Union Conference, or his designee, shall serve as chairperson of the Executive Committee.

B: To grant and withdraw credentials and licenses. The withdrawal of credentials or the removal of those named under Article V, Section I of these Bylaws shall require the consent of two-thirds (2/3) of the members of the Executive Committee.

Section 4 - The Executive Committee may schedule regular meetings at such times and places as it may select.

Section 5 - Special meetings of the Executive Committee may be called at any time or place by the President or, in his absence, by the Vice President for Administration. A special meeting shall also be called by the Vice President for Administration in response to the written request of a majority of the members of the Executive Committee.

Section 6 - Fifty-one percent (51%) of the Executive Committee membership shall constitute a quorum.

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ARTICLE VI - OFFICERS

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Section 1 - Executive Officers: The executive officers of this Conference shall be a President, a Vice President for Administration who also functions as the Conference Secretary, and a Vice President for Finance, who also functions as the Conference Treasurer. The Vice President for Administration and Vice President for Finance may be one individual. It is the duty of these officers, in consultation with one another, to carry forward the work according to plans, policies and programs voted by the Constituency and/or the Conference Executive Committee. These plans, policies and programs shall be in harmony with the doctrines and actions adopted and approved by the General Conference of Seventh-day Adventists in its Quinquennial Sessions.

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A. President: The President, who shall be an ordained minister of experience, is the first officer and shall report to the Executive Committee of the Conference in consultation with the Vice President for Administration and the Vice President for Finance. He shall act as chairman of the constituency meetings and the Executive Committee, and serve in the general interests of the Iowa-Missouri Conference as the Constituency and the Executive Committee shall determine. In his leadership he shall work in harmony with the Mid-America Union Conference Committee, and in close counsel with the Union officers.

B. Vice President for Administration: The Vice President for Administration, associated with the President as an executive officer, shall serve under the direction of the Executive Committee and shall act as vice-chairperson of the Executive Committee. The Vice President for Administration shall report to the Executive Committee of the Conference after consultation with the President. It shall be the duty of the Vice President for Administration to keep the minutes of the Conference constituency meetings and of the Executive Committee meetings, to furnish copies of these minutes to all members of the Executive Committee and to the officers of the Mid-America Union Conference. The Vice President for Administration shall also be responsible for providing information as may be requested by the President or by the Executive Committee, and shall perform such other duties as usually pertains to the office.

C: Vice President for Finance: The Vice President for Finance, associated with the President as an executive officer, shall serve under the direction of the Executive Committee. The Vice President for Finance shall report to the Executive Committee of the Conference after consultation with the President. The Vice President for Finance shall be responsible for providing financial leadership to the organization which will include, but shall not be limited to, receiving, safeguarding and disbursing all funds in harmony with the actions of the Executive Committee, for remitting all required funds to the Union/Division/General Conference in harmony with the North American Division policy, and for providing financial information to the President and to the Executive Committee. The Vice President for Finance shall also be responsible for furnishing copies of the financial statements to the Mid-America Union officers.

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ARTICLE VII - DEPARTMENTS AND SERVICES

Section 1 - To foster different interests of the Conference, the following departments and services may be maintained with a director in charge who shall be elected at the regular Quinquennial Constituency Meeting of the Conference: Ministerial, Adult Ministries, Youth Ministries, Hispanic Ministries, Refugee Ministries, Education, Sabbath School, Religious Liberty, Stewardship, Trust Services, Health, Adventist Book Center, Communication, ACS/Disaster Relief, and such other departments as deemed necessary.

Section 2 - Other departments and services may be created by vote of the Conference Session or at the discretion of the Conference Executive Committee.

Section 3 - The directors of the department/services of this Conference shall work under the direction of the Executive Committee and the President and shall serve in an advisory relationship to the field.

ARTICLE VIII - FINANCE

Section 1 - It shall be the duty of the churches of this Conference to adopt the tithing system of the Bible.

Section 2 - The funds of this Conference shall consist of such tithe as it shall receive from the churches and individuals within its territory, and such gifts, legacies, bequests, devises and other donations as may be made to it.

Section 3 - The tithe and all other funds shall be used in harmony with the financial policies of the Mid-America Union Conference, the North American Division and the General Conference of Seventh-day Adventists. Donations shall be used in harmony with the specifications of the donor and in compliance with government regulations.

Section 4 - The funds of the Conference shall be safeguarded in harmony with the financial policies of the General Conference of Seventh-day Adventists. Monies shall be deposited in the name of the Iowa-Missouri Conference of Seventh-day Adventists in regular or special accounts in such banks or other financial institutions as the Executive Committee shall designate, and shall be withdrawn only by persons authorized by resolutions of the Executive Committee.

Section 5 - Financial Statements:

The Iowa-Missouri Conference shall prepare timely appropriate statements of income and fund balances and shall be responsible for the filing of any financial information directly with the Mid-America Union and the North American Division of the General Conference of Seventh-day Adventists, and, to the extent required by law, with any branch of local or national government.

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Section 6 - It shall be the duty of each church treasurer to submit all church financial records for audit to the Conference auditor and to submit a written monthly report of church finances to the Conference Vice President for Finance. This report shall include the following:

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A. An accurate accounting for all receipts of tithe and offerings.

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B. The remittance of all Conference funds to the office of the Conference Vice President for Finance.

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Section 7- The Executive Committee is authorized to call for such donations as the needs of the denomination may demand.

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ARTICLE IX - BUDGET, SALARY REVIEW AND AUDIT

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Section 1 - The Iowa-Missouri Conference Vice President for Finance shall prepare an annual budget for approval by the Conference Executive Committee in harmony with the policies of the North American Division of the General Conference of Seventh-day Adventists.

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Section 2 - The Executive Committee shall constitute an Employee Remuneration Committee to review annually the salary and expense of all the employees and set salary rates for the subsequent year.

Section 3 - All accounting records of this Conference shall be audited at least annually by an auditor designated by the General Conference Auditing Service; and the records of this Conference or any of its subsidiaries, agencies or institutions shall at all times be open to said auditor.

Section 4 -

ARTICLE X - CONFERENCE CHURCH

Section 1 - The Conference Church shall be composed of believers in good and regular standing, who are not members elsewhere.

Section 2 - The President of the Conference shall be elder of the Conference Church, and the Vice President for Administration of the Conference shall be clerk of the Conference Church, and the Vice President for Finance of the Conference shall be Treasurer of the Conference Church. The Executive Committee of the Conference shall be authorized to transact the business of the Conference Church.

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ARTICLE XI - AMENDMENTS

The Bylaws of this Conference may be amended, revised and repealed at any duly called Quinquennial Constituency Meeting by two-thirds (2/3) vote of the delegates present and voting. If it is proposed to amend the Articles or Bylaws at any specially called Constituency meeting, notice of such proposed amendments shall be given specifically in conjunction with the publication of notice for such a meeting.

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ARTICLE XII - INDEMNIFICATION

Section 1 - To the extent permitted by law, this Conference shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, because he/she is or was a member of the Conference Executive Committee or an officer, employee, or agent of the Conference against expenses (including legal fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit, or proceeding if he/she acted in good faith and in a manner he/she reasonably believed to be in or not opposed to the best interest of the Conference, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful.

Section 2 - This right of indemnification shall be in addition to, and not exclusive of, all other rights to which such member of the Executive Committee, or an officer or department director may be entitled.