

NORTHERN CALIFORNIA CONFERENCE
Regular Constituency Session
September 25, 2022

Proposed Changes to the Bylaws

1. The Purpose of the Existence of the Conference

The proposed language reflects the core purpose for the existence of the Northern California Conference. As Seventh-day Adventists, we have been given a special mission from Jesus that includes all believers in Christ to the end of time. We are called to make disciples by connecting them to Christ Jesus and experience joy and fullness of life in Him here and now, and teaching them to make other disciples in preparation for Christ's soon return.

Article II
Purpose

The purposes for which this Conference is formed are:

1. ~~To fulfill the gospel commission of our Lord and Savior, Jesus Christ.~~

Connecting people to an abundant life in Jesus Christ and preparing them for His soon return.

2. To coordinate the pastoral, educational, literature, health, and other ministries of the Seventh-day Adventist denomination throughout the territory of the Conference.
3. To promote and support the world mission program of the General Conference of Seventh-day Adventists.

2. The Conference Territory Is Clarified

This amendment further clarifies the southeastern and eastern boundaries of the Conference and that the principal executive office of the Conference must be in Conference territory.

Southeastern Boundary Clarified

The description of the southeastern boundary line of the Conference in the existing Bylaws, leaves a gap in the boundary between Highway 50 and the El Dorado/Alpine County line. The proposed language closes that gap by the description of the boundary "at the El Dorado/Alpine County line to its junction with

Highway 89." This change is consistent with the boundary description in the Nevada-Utah Conference Bylaws.

The Eastern Boundary Clarified

The existing Article III states, "the territory of this Conference shall comprise the following counties in California," and then continues with a list of counties that are in whole or in part within the conference. It continues with a statement, "with the exception of that *small portion of these counties*," referring to an area with maximum straight-line dimensions of approximately 110 x 52 miles and without identification of the counties affected. The next proposed sentence clarifies the six of the 31 counties within the Conference that are impacted, the approximate location of the impacted area and that the coming list of roadways is a description of the eastern boundary of the Conference. The last sentence clarifies that the entire communities and dwellings on both sides of identified routes are not within the territory of the Conference.

Clarifies that Communities Are Not Split Between Conferences

The area within Northern California that is to the east of these roadways and communities through which these roadways pass is administered by the Nevada-Utah Conference. The proposed modification clarifies this fact which is consistent with actual practice. The reasons for this arrangement are accessibility and the ties that members living in these communities have with entities located in Nevada.

Clarification of the Location of the Conference Office

The current Bylaws allow that the Conference office could be located "at any place within any of the above described counties or areas." Because the area of northeast California that is excluded from Conference territory is described in the article, the existing wording would allow the Conference office to be placed outside Conference territory! The proposed change requires that the principle executive office of the corporation (Conference) be located within Conference territory. The proposed change to the wording on temporarily changing the location of the Conference executive office is for clerical reasons only.

ARTICLE III Territory and Principal Office

The territory of this Conference shall comprise the following counties in California: Alameda, Amador, Butte, Calaveras, Colusa, Contra Costa, Del Norte, El Dorado, Glenn, Humboldt, Lake, Lassen, Marin, Mendocino, Modoc, Napa, Nevada, Placer, Plumas, Sacramento, San Joaquin, Shasta, Sierra, Siskiyou, Solano, Sonoma, Sutter, Tehama, Trinity, Yolo, and Yuba. ~~(with the exception of that small portion of these counties along the east of Highway 89, beginning at its junction with Highway 50,~~
Eastern portions of the counties of El Dorado, Placer, Nevada, Sierra, Plumas and Lassen are outside the territory of the Conference. The eastern boundary of the Conference, along the excluded territory, is described as follows: Beginning at the California/Nevada state line, along the El Dorado/Alpine County line, south of

~~Lake Tahoe to its junction with Highway 89, and northward along Highway 89, to its junction with Highway 36, west of Lake Almanor and along and south of Highway 36 eastward to its junction with Highway 395, following along Highway 395 Northbound, and to Wendel Road, and east along Wendel Road to the California/Nevada line).~~
Those entire communities and places of habitation through which the afore described route passes, including Truckee, Quincy and Susanville are not included within the territory of the Conference.

The Constituency will fix the location of the principal executive office of the corporation at any place within ~~any of the above described counties or areas~~ **the Conference territory**. The Executive Committee may **temporarily** change the location of the principal executive office ~~on a temporary basis~~.

3. Direction and Guidance for Selection of Nominating Committee Members,

The sentence, "The nominating committee shall be chaired by the President of the Pacific Union Conference or the President's designee," in Article V, Section 1, B, would be moved to Article V, Section 1, C to allow matters related to the nominating committee to be addressed together in one subsection.

The proposed subsection C provides direction and guidance for the selection of nominating committee members including the number of members who serve on the nominating committee and who serves as chair of the committee. It requires that the committee members represent the characteristics and backgrounds of church members including factors such as age, ethnicity, location of residence, vocation, and gender and ensures a majority of non-conference employee representation on the nominating committee.

ARTICLE V, Constituency Sessions

Section 1, B and C

- B. Every fifth year, beginning in 2022, the regular delegates from each church shall elect one representative for an organizing committee at least sixty (60) days before the session. For each full five hundred (500) church members of their church the delegates shall select one (1) additional representative. The organizing committee will meet and appoint a nominating committee and other ad hoc committee(s) as needed for the session at least twenty-eight (28) days before the session. The ad hoc committee(s) shall begin their work at least fourteen (14) days prior to the session and shall report to the session. ~~The nominating committee shall be chaired by the President of the Pacific Union Conference or the President's designee.~~

- C. **The Nominating Committee shall consist of twenty-three (23)**

members who shall be regular delegates or ex officio delegates, including the President of the Union or the President's designee who shall serve as the chair. There shall be representation on the Committee from varied backgrounds, considering such factors as age, ethnic origin, locale, vocation, gender, or any other category deemed appropriate. At least fifty-one (51) percent of the Nominating Committee shall not be Conference employees. Not more than five (5) shall have served on the previous Nominating Committee. No immediate family members (i.e., spouses, parents, children, or siblings), may serve on the Nominating Committee at the same time.

4. Notice Requirement After Receipt of Request for a Special Session

The clause, "shall give notice of the special session" is proposed to replace the phrase "shall announce this session." What constitutes "Notice" of Special Sessions is specified in Article V, Section 3, B and C of the Bylaws while the word "announce" has no specified requirements. "Notice" of a Special Session requires publication in the Pacific Union Recorder and written notice to delegates. This proposed modification clarifies that when the Executive Committee receives a proper request for a Special Session, it must give notice of a Special Session to the delegates within 90 days of receipt of the request.

ARTICLE V Constituency Sessions Section 2

Special Session: The Executive Committee may call a special session at such time and place as deemed proper by the Executive Committee. In addition, if a request for a special session is received from thirty (30) percent of the churches, the Executive Committee shall ~~announce~~ **give notice of the special** this session within ninety (90) days of receipt of the request.

5. Emergency Constituency Sessions

Disasters and disease have increased in frequency, and we have already been forced, due to Covid-19, to postpone a Constituency Session. This change in the Bylaws gives authority to the Executive Committee to postpone a Constituency meeting up to 12 months in the case of an emergency. Should that occur, the Executive Committee would continue, as it routinely does, to make decisions for the Conference between Constituency Sessions and be empowered to extend terms of the existing officers up to 12 months beyond their usual term. If the emergency circumstances persist, causing a

delay of greater than 12 months, the Executive Committee would be required to call a virtual Constituency Session to be conducted by remote electronic means, enabling the constituents to exercise their role in conducting the business of the Conference without further delay.

ARTICLE V

Constituency Sessions

Section 3

Emergency Reschedule or Change of Venue of Session:
In cases where the Conference Executive Committee determines emergency circumstances make a regular or special Constituency Session, described in Article V, impossible or highly impractical (e.g., war, disease, disaster, pandemic, civil disorder, government regulation, threats or acts of terrorism or similar events), the Conference Executive Committee may change the venue and/or postpone the Constituency Session until the circumstances above allow. Any such postponement of a Regular session for which election of officers is due per Article V, Section 1, subsection A, may extend the five-year term of the current officers and other elected personnel until such time as a Regular Constituency Session can be held.

In the event the Conference Executive Committee postpones an in-person Constituency Session for more than 12 months because of any of the circumstances described in Article V, Section 3, the Conference Executive Committee shall call a virtual Constituency Session to be conducted by electronic or other remote access. The Conference shall take reasonable measures to allow participation by delegates. Any action that could be taken at an in-person Session may also be taken at a virtual Constituency Session.

6. Clarifying Types of Notices for Constituency Sessions

This is a minor change that would clarify that the notice published in the *Pacific Union Recorder*, does not satisfy the requirement for any other notice for Regular or Special Constituency sessions. This change is needed because notices published in the *Pacific Union Record* are written notices to delegates as are the notices that are sent to the delegates.

- C. **In addition to the A Notice** required to be published in the *Pacific Union Recorder*, a written notice of a regular or special session of

this Conference, giving the time and place, shall be sent by electronic or regular mail to each delegate at least twenty (20) days before the date of the session.

7. Rescheduling or Changing the Venue of Emergency Constituency Sessions

In a case when the Executive Committee determines that a reschedule or change of venue of a Constituency Session is required due to an emergency defined in Article V, Section 3, this subsection would apply the same notice requirements as in normal circumstances except that when there is insufficient time between the arising of the emergency and the Session to give the required notice. In that case, this measure would allow notice to be given solely in the Pacific Union Recorder.

Article V, Constituency Session, Section 4, D

- D. A notice of change of venue or postponement issued pursuant to Article V, Section 3, shall be given in the same timeframe and manner as required in subsections A, B, and C, of this section, as applicable, and where time permits. In the event a change of venue or postponement is deemed necessary when there is insufficient time to provide notice in the timeframe and manner as required by subsections A, B, and/or C, then written notice shall be provided as soon as practicable to each delegate and, where time allows, by publishing notice in the *Pacific Union Recorder* immediately prior to the session that is the subject of the change of venue or postponement.**

8. Delegates for Special Sessions.

The purpose of this proposed measure is to expedite the selection of delegates for Special Sessions to assure that churches have representation. The thirty (30) day limitation for election of replacement delegates allows the Conference time to provide the written notices and get materials to delegates in preparation for the Special Session.

ARTICLE V, Constituency Sessions, Section 5

Section 4.5. The voters of each Conference Constituency Session shall be the following:

- A. Regular delegates shall be chosen by each church as follows:
 - (1) One (1) for the church.
 - (2) One (1) for each one hundred (100) members or major fraction thereof.

- (3) The delegates shall be elected by each church not later than ninety (90) days prior to each regular session.
- (4) The delegates shall serve at any special session **that may arise before the next regular session unless a church elects to replace a delegate.** ~~until their successors are elected.~~ **Any replacement delegates shall be elected not later than thirty (30) days prior to the special session.**

9. Procedures for Placement of Items on Constituency Session Agendas

The proposed measure would replace the existing methods for placement of items on Constituency Session agendas that would apply to Conference Officials, local churches, and the Executive Committee. Constituency Sessions occur during very limited time frames, lasting only a few hours during which delegates must make important and sometimes monumental decisions. These require sufficient information to be communicated to delegates in order for them to consider and make informed decisions. Time is precious and issues that are irrelevant, have in the past exhaustively discussed, decided and there isn't any new information or development on the issue, don't impact the conference as a whole, are inconsequential, inappropriate, require unlawful actions, create liability, etc. take precious time away from the issues that must be decided. This amendment would help to assure that only pertinent issues are placed on the agenda by empowering the Executive Committee to review, approve or not approve agenda items by applying the criteria provided in this section.

This measure would provide procedures to place matters on the Constituency Session agenda either by Executive Committee decision or by request of at least 10 churches in business session that voted to recommend a proposed item be placed on the agenda. (Please see Subsection D.)

There is a 60-day time limit, before a Constituency Session, for the submission of agenda items because of the (1) notice requirements that apply to Constituency Sessions in Article V, Section 3 and (2) to give sufficient opportunity for the Executive Committee to meet, consider and act on proposed agenda items.

~~Section 6. An agenda for each regular session shall be prepared by the Chair and submitted to the delegates at least twenty (20) days prior to the session.~~

- ~~A. Delegates shall have the right to place items on the agenda, as recommended by their respective church in business session. Agenda items should relate to issues impacting the Conference as a whole. All such agenda items must be submitted in writing to the Chair at least sixty (60) days prior to the session.~~

- B. ~~The agenda shall include a discussion-only period at the end of the meeting for open discussion from the floor.~~

ARTICLE V
Constituency Sessions
Section 6

Agenda:

A. Method of Placement of Items on the Agenda

- (1) The Officers of the Conference shall recommend a general agenda to the Executive Committee for approval.
- (2) A Church in business session shall have the right to offer items for placement on the agenda pursuant to the procedure set forth in this section.
- (3) The Executive Committee may add items to the agenda.

- B. Each proposed agenda item shall be submitted to the Executive Committee at least sixty (60) days prior to the session and shall be accompanied by a separate written statement that clearly states the relevant facts and reasons for the request.**

- C. The Executive Committee shall consider each agenda item request that complies with Subsections A and B above to determine if it will be placed on the agenda. Criteria the Executive Committee may consider in determining if an item shall be placed on the agenda include, but are not limited to, the following:**

- (1) The requested agenda item is relevant to a function of the Churches or the Conference.
- (2) The requested agenda item pertains to a substantial portion of the Churches or to the Conference as a whole.
- (3) The requested agenda item does not pertain to confidential Conference employee personnel matters.
- (4) Where the requested agenda item has been on the agenda of a prior constituency session, the request states a compelling reason why the issue should be reconsidered.

(5) The requested agenda item does not require action that is unbiblical, illegal, immoral, unethical or unfeasible.

D. To be placed on the agenda, a requested agenda item must be approved by the Executive Committee or alternatively, an item shall be placed on the agenda if at least ten Churches in business session recommend that the proposed item be placed on the agenda.

E. The agenda shall be submitted to the constituency for approval at the beginning of the constituency session. Approval shall be by majority vote.

F. The agenda shall include a discussion-only period at the end of the meeting for open discussion from the floor. The delegates reserve the right to limit the length of time reserved open discussion and otherwise place limits on debate, such as limits on the length of a delegate's time to speak or limits on the number of times a delegate may speak.