

ARTICLE VI THE BOARD OF DIRECTORS

- 6.1 The Board of Directors (hereafter "Board") shall be composed of the Moderator who shall also be chair of the Board, a Vice Moderator, and a Treasurer, who shall also serve as the chair of the Finance Committee, all of whom shall be duly elected by the Conference membership at the annual meeting; the Conference Minister who shall be Executive Secretary of the Conference; the chair of the Personnel Committee, who shall be duly elected by the Conference membership at the annual meeting; and one representative from each of the associations as nominated by the association and elected by the Conference membership at the annual meeting. Additional positions may be added to the Board as needed to conduct the business of the Conference. Such positions shall be duly elected by the Conference membership at the Annual Celebration. The number of directors may be increased or decreased by a resolution adopted by the Board or the voting members. The total membership of the Board may not be less than 10 or more than 15.
- a) If a board member misses two consecutive meetings without reason or acts improperly or illegally, the Vice Moderator shall contact the person and may request a resignation. In the absence of a resignation, the board may vote to terminate the membership. Should resignation or termination occur, the vacancy shall be filled in accordance with bylaw provision 6.3 (g).
- 6.2 Meetings. The Board shall meet at least six (6) times a year and on call of the Conference Minister, the Moderator, or three of its members. Notice by any means shall be given at least forty-eight (48) hours in advance. A majority of the directors shall constitute a quorum for the transaction of business. Meetings may be conducted by teleconference, or other means as are allowed under Colorado statutes.
- 6.3 Duties. The Board shall use all reasonable means within its power to maintain the objectives and purpose of the Conference and the United Church of Christ. It shall ascertain by frequent review of services and accounts whether contributions are administered faithfully and responsibly. The Board shall be the executive arm of the Conference, providing correlation and direction for the Conference staff, committees and other groups authorized by the Board to strengthen the witness and mission of the United Church of Christ.
- a) The Directors shall correlate and oversee the work of the Conference committees, ministry teams, and wider ministries established pursuant to Article VII. The committees, ministry teams, and wider ministries shall be accountable to the Board.
- b) The Board shall have the responsibility of regularly evaluating the work of the Conference Minister in cooperation with the Personnel Committee, and generally directing the work of the Conference Minister, and, through him or her, the Conference staff.
- c) The Board, through direction to the Conference Minister, shall consult on a regular basis with the National Office of the United Church of Christ, acting on behalf of the General Synod, to reach mutual agreement upon the percentage, or dollar amount, of the undesignated gifts for

Our Church's Wider Mission to be retained for the support of the Conference.

- d) The Board shall be responsible and accountable for the fiscal management of the Conference, including all properties.
 - e) The Board shall submit an annual budget for the succeeding fiscal year or biennium to the Annual Celebration of the Conference for approval.
 - f) The Board shall have the power to make minor adjustments in the budget as may be needed for the current fiscal year.
 - g) The Board shall have the power to fill vacancies on the Board, committees, and ministry teams by appointment until the next Annual Celebration.
 - h) In case of a vacancy in the office of Conference Minister, the Board shall appoint a Supply, Intentional Interim, or Designated Conference Minister to serve.
 - i) The Board may adjust the organizational structure of the Conference to accomplish its mission. The organizational structure refers to staff, Committees, Ministry Teams, Wider Ministries and Task Forces.
 - j) The Board shall have authority to design, appoint, and subsequently give oversight to such Task Forces as may be necessary to fulfill the responsibilities of the Board. The Board shall dissolve such groups upon completion of their task.
 - k) The Board shall have power to designate persons authorized to sign checks and legal documents on behalf of the Conference and shall arrange for the bonding of those persons.
 - l) The Board may engage the services of an attorney or attorneys, an accountant or accountants and other consultants or agents on behalf of the Conference.
 - m) The Board shall have the power to enter into contractual agreements on behalf of the Conference.
- 6.4 The Executive Committee shall be composed of the following members: Moderator, Vice Moderator, Executive Secretary, and Treasurer. The Executive Committee shall meet as needed to deal with business authorized by the Board, to call special meetings of the Board, or to carry out the duties of the Board if the Board is unable to meet. All actions of the Executive Committee shall be subject to approval or ratification by the entire Board.