

# Memorandum

**TO:** Delegates to the 35<sup>th</sup> Constituency Meeting  
Central California Conference of Seventh-day Adventists

**FROM:** Bylaws Committee

**DATE:** October 16, 2024

**RE:** Proposed Changes to the Conference  
Bylaws, as voted by the Bylaws Committee

At the 35<sup>th</sup> Constituency Meeting on November 24, 2024, your Bylaws Committee will be proposing the following changes:

1. Clarification on Delegates at Large from the Pacific Union Conference.

The proposed revision simply states the officers of the Pacific Union Conference (which currently consists of the President, Executive Secretary, Treasurer, Executive Vice President, Vice President for Asian Pacific Ministries, Vice President for Black Ministries, Vice President for Hispanic Ministries, Vice President of Education, and Vice President for Youth Ministry).

*[see Article 4.4 g. page 3, lines 49-51 through page 4, line 1]*

2. Clarification on Delegate at Large from Pacific Union College.

The proposed revision provides for the president of Pacific Union College, or the president's representative.

*[see Article 4.4 i. page 4, lines 5-6]*

3. Provision for Emergency Reschedule or Change of Venue of the Constituency Meeting.

The proposed revision is like what other local conferences and union conferences have included in their bylaws. If the in-person Constituency meeting is postponed, (a) it shall be scheduled as soon as possible, but no longer than twelve (12) months, (b) the current elected personnel continue to serve until a regular session can be held, and (c) the new elected personnel would then not have a full five-year term – the original five-year term cycle remains. If an in-person Constituency meeting cannot be held within twelve (12) months, the Conference Executive Committee shall call a virtual meeting.

*[see Article 5.3, page 4, line 41 through page 5 line 15]*



4. Clarification of Methods of Notice.

The proposed revision removes the phrase “by telephone facsimile machine” and includes the “by electronic mail or other similarly effective electronic method.”

*[see Article 5.4 b, page 5, lines 31-33*

*Article 5.4 c, page 5, lines 49-51*

*Article 5.6, page 7, lines 1-2*

*Article 6.5, page 9, lines 50-52]*

5. Provision for the Meeting of the Organizing Committee to Take Place Remotely.

The proposed revision provides that at the discretion of the Chairperson, the meeting of the Organizing Committee may be held by videoconference or other electronic means.

*[see Article 5.5, page 6, lines 24-26]*

6. Provision and Encouragement for the Nominating Committee to Value Diversity when Considering Candidates for the Executive Officers.

The proposed revision provides for and encourages the Nominating Committee to value diversity when considering candidates for the Executive Officers.

*[see Article 5.6, page 6, lines 40-41]*

7. Provision for the Meetings of the Nominating Committee to Take Place via Videoconference.

The proposed revision provides that at the discretion of the Chairperson, the meetings of the Nominating Committee may be held by videoconference or other electronic means.

*[see Article 5.6, page 6, lines 44-47]*

8. Removal of Limitations of Executive Committee Members to Serve on Additional Standing Committees of the Conference.

For many years, this provision in our bylaws has not been practiced, and there have been no adverse effects. For example, over the years we had pastors who served as Executive Committee members and also served on standing committees such as the Camp Meeting Committee and/or the Evangelism Committee. We had Executive Committee members not employed by our Conference serve on the Evangelism Committee. We had a member of the Executive Committee not employed by the Conference serve as a member of the Board of Education and/or the Education Endowment Committee.

The proposed revision seeks to reflect the practice of our Conference. The Bylaws Committee is convinced that our committees will be increasingly effective.

*[see current Article 5.4, page 9, lines 26-30]*

9. Discipline, Removal from Office or Termination.

The proposed revisions are submitted by the Bylaws Committee in close encouragement by our legal counsel. They include:

- (a) Clarification that the provision pertains to any person holding an office that is specifically named in section 8.1 of the bylaws, and to any licensed or credentialed minister who is assigned to a local congregation of the Conference.
- (b) If established by the Executive Committee, an ad hoc committee (which shall include the Vice President for Personnel and Human Resources or a representative from the Human Resources Department) may recommend to the Executive Committee such actions as the ad hoc committee deems appropriate.
- (c) Clarification that the decision of the committee shall be made in executive session outside the presence of the subject employee.
- (d) Removal of current 6.9 b v. The item is not necessary because the subject employee may call witnesses and produce evidence and/or documents. Our legal counsel strongly recommends the removal of this item.
- (e) Provision that the Executive Committee may consult with legal counsel during its executive session where a decision is made to obtain advice on whether its decision complies with applicable law and conference policy.

*[see Article 6.8, page 10, line 22 through page 11, line 32]*

10. Clarification on Members of the Board of Education.

The proposed revision reaffirms that the members of the Board of Education are appointed by the Executive Committee and clarifies the *ex officio* members and the remaining eight (8) other persons who are members of the Conference and not regular employees of the Conference.

*[see Article 7.3 b, page 13, line 41 through page 14, line 7]*

The proposed revision also clarifies that the Executive Committee shall replace any non *ex officio* Board of Education member after more than two (2) consecutive unexcused absences.

*[see Article 7.3 g, page 14, line 35]*

11. Clarification on Officers and Department Directors.

The proposed revision clarifies the following:

- (a) When selecting the executive officers, consideration for diversity is to be valued.
- (b) That the Vice President for Personnel and Human Resources is one of the other officers (along with the Vice President for Education and the Associate Executive Secretary).  
Note: For at least twenty (20) years, this ministry position has been titled as Vice President for Personnel and Human Resources. As such, the position has qualified as an officer. However, it had been overlooked to have it specified within the bylaws.

- (c) That the former director of African American ministries now be known as the director of Black ministries.

Note: This change from African American ministries to Black ministries is consistent with our Pacific Union Conference and comes as a recommendation from the current African American Advisory Council and from our Bylaws Committee.

*[see Article 8.1, page 15, line 40 through page 16, line 3]*

#### 12. Clarification on Election/Appointment and Term of Office.

The proposed revision clarifies and reaffirms that the persons elected by the delegates at a regular Constituency meeting serve for a term.

Our bylaws are clear that the Executive Committee has specific powers that include: (a) employing ministers, secretaries, teachers, and such other persons as the Executive Committee deems necessary to fulfill the mission of the Conference (this includes department directors, associate directors, assistant directors, etc.) – see *Article 8.1 b, page 8, lines 5-6*; and (b) removing any officer, department director, associate director, associate superintendent of schools, department staff person, etc. – see *Article 8.1 e, page 8, lines 39-41*.

Therefore, based on the above information, the strong encouragement of legal counsel, and the recommendation of the Bylaws Committee, it is best to delete Article 8.2, page 16, lines 28-31.

*[see Article 8.2, page 16, lines 14 – 31]*