



**Bylaws
of
the MidAmerica District
of
The Christian and Missionary Alliance**

Revised
2018 District Conference
April 30–May 2



THEALLIANCE

ARTICLE I NAME

The District shall be known as the MidAmerica District of The Christian and Missionary Alliance.

ARTICLE II ORGANIZATION AND GOVERNMENT

INCORPORATION

The MidAmerica District of The Christian and Missionary Alliance is incorporated as a Not For Profit Corporation under the Laws of the State of Nebraska. The District Superintendent will be recognized as the President of the Corporation, the District Secretary and District Treasurer will be recognized as the Secretary and Treasurer respectively of the Corporation, and these three shall be designated as District Officers. The members of the District Executive Committee (DEXCOM) will be recognized as the Board of Directors of the Corporation.

This Corporation shall have and continuously maintain in the State of Nebraska a registered office and registered agent whose address is identical with the registered office, and may have other offices within or without the State of Nebraska as the District Executive Committee may from time to time determine.

The purpose of this corporation is to:

- *To promote the cause of the Christian Religion.*
- *To promulgate the doctrines and teachings of The Christian and Missionary Alliance, a denomination organized and incorporated under the laws of the State of Colorado, with which denomination this corporation is affiliated and connected.*
- *To receive, hold and disburse gifts, bequests, devises and other funds for said purpose in trust or otherwise.*
- *To own and maintain suitable real estate and building for its purposes and to do all things necessary and incident thereto and as provided in the Nebraska Nonprofit Corporation Act.*

SECTION 1. DISTRICT CONFERENCE

A. Conference Arrangements

District Conference shall convene annually with the dates and location selected by DEXCOM.

DEXCOM shall appoint all conference committee members, except the chairpersons and secretaries.

B. Order Of Business

The proposed agenda for District Conference, reports and any recommendations requiring conference action shall be sent to official workers and lay delegates prior to Conference via electronic media. Hard copies may be distributed as requested.

Elections shall be conducted in accordance with Bylaw requirements.

C. Officers of Conference

1. Chairman – *The District Superintendent or his appointee shall serve as chairman of District Conference.*

2. Secretary – *The District Secretary will be responsible to appoint any needed assistants and keep a proper record of District Conference proceedings.*

D. Conference Attendance

Unless excused by the District Superintendent, all official workers shall attend District Conference in the year General Council is not held. All official workers are strongly encouraged to attend District Conference in the year of General Council.

E. Rules of Order

Where procedures are not outlined or defined in the District Constitution and Bylaws, the business of the District Conference shall be conducted in accord with Robert's Rules of Order.

F. Special Sessions of Conference

A special session of the District Conference can be convened at the call of the District Superintendent upon approval of the DEXCOM by a two-thirds majority vote. The call shall include a statement of those items to be considered at the special session. Such call shall be communicated to all official workers at least two (2) weeks in advance of the date of convening.

G. Committees

1. Committee Members

In the event of absence from District Conference of any committee member, the DEXCOM may appoint an alternate.

2. Committee on Nominations

This committee shall be composed of at least seven (7) and shall be representative of the entire District.

The Committee shall present to Conference nominations for all offices the Constitution and Bylaws may require including, but not limited to: DEXCOM members and all committee chairpersons and secretaries for the next District Conference.

During the year in which a nominee is needed for the office of District Superintendent, the Nominating Committee shall also function as the Search Committee. The Search Committee/Nominating Committee, in consultation with the vice president of Church Ministries, shall interview and evaluate all prospective persons for the office of District Superintendent in preparation for their responsibility of presenting a nominee for the office of District Superintendent to the District Conference.

The Nominating Committee chairperson shall solicit names to be considered for DEXCOM and Committee chairpersons and secretaries from District official workers no later than two months prior to District Conference. Ministry descriptions for these positions will be provided electronically.

- a) *First Reading – The report of the Nominating Committee will be provided electronically to all District official workers no later than two weeks prior to District Conference for review and consideration. This posting will constitute the first reading of this report.*

In preparation for potential nominations from the floor, Nomination forms will be sent electronically along with the Report of the Nominating Committee. If a delegate is planning to make a nomination from the floor for DEXCOM or a Committee Chairperson or Committee Secretary, he or she must submit the form to the Nominating Committee chairperson at least one week prior to District Conference.

- b) *Second Reading – The second reading will be given at the first business session at which time floor nominations will be publicly given. Nominations will then be closed for DEXCOM and Committee chairpersons and secretaries. Nominations from the floor will be marked on the ballot with an asterisk.*
- c) *Elections shall follow at a later business session.*

3. Committee on Finance and Treasurer's Report

This committee shall be composed of at least five (5) members. It shall consider the report of the Treasurer and Auditor and shall consider the entire financial standing of the District. It shall review and prepare their report prior to District Conference and shall prepare and present to District Conference such recommendations as it may deem advisable.

4. Committee on Credentials and Tellers

This Committee shall consist of no fewer than four (4) members. The committee shall present to Conference a complete list of all Official and Corresponding Delegates. The final report of the Committee on Credentials shall be given prior to the election. The Committee shall prepare ballots with the names of candidates for office. The source of the nomination shall be clearly indicated on the ballot. This committee shall be responsible for distribution, collection, and counting of all ballots and shall report election results to the Conference Chairman.

5. Other Committees

DEXCOM shall appoint committees as necessary.

SECTION 2. DISTRICT BYLAWS

A. Committee on Bylaws

This Committee shall be composed of (3) three members. The term of office is four (4) years beginning and ending at the conclusion of District Conference. The three (3) members shall be appointed by DEXCOM, one (1) at biennial District Conference and two (2) at the next biennial District Conference. There shall be no tenure limitation for these positions. In the event a member does not fulfill his term, the DEXCOM may appoint an individual to complete the unexpired term.

This Committee shall also serve as the Committee on Rules during District Conference and shall consider all procedural matters referred to it and shall report to District Conference with such recommendations as it may deem advisable.

B. Amendments

Bylaws may be amended at any District Conference as provided herein:

Proposed amendments may be presented by the DEXCOM through the Secretary's report or, any District Conference committee or, by special privilege, from the floor.

All such amendments shall be referred to the Bylaws Committee for their review and recommendation.

Bylaws shall be deemed amended, repealed or altered when two-thirds of the votes cast are affirmative.

Unless otherwise stated in the amendment or an accompanying resolution, new Bylaws or amendments become effective immediately upon enactment.

The Bylaws Committee is duly authorized to edit these Bylaws from time to time to keep them in conformity with actions of General Council and the Annual District Conference. Said editing may not alter intent, policy or principle of any bylaw so edited. Any editing of the Bylaws shall be reported at District Conference.

SECTION 3. ACCREDITED CHURCH BYLAWS

Any new bylaws or changes to existing accredited church bylaws must be approved by the District Superintendent.

SECTION 4. DISTRICT EXECUTIVE COMMITTEE

A. District Executive Committee

DEXCOM shall consist of nine (9) members: Three (3) officers (District Superintendent, District Secretary, District Treasurer) and six (6) at-large members, a minimum of two (2) shall be laypersons. The District Secretary and the District Treasurer shall serve a term of four (4) years. They may serve two (2) four (4) year terms by general election and may then extend tenure upon a 90% affirmative vote on a first ballot for successive terms. DEXCOM terms begin immediately following the election. Conference shall elect six (6) at-large members for a term of four (4) years with three (3) being elected biannually. At-large members shall not be eligible for re-election after two terms without a two-year (2) lapse. With the approval of DEXCOM, the District Superintendent may appoint district staff members to serve as non-voting members of DEXCOM.

DEXCOM shall annually appoint a vice-chairman from within its membership. The vice chairman shall serve in the absence or at the discretion of the District Superintendent.

DEXCOM shall meet as often as is necessary and prudent.

Four (4) members of DEXCOM and the District Superintendent shall constitute a quorum.

Any five (5) members of DEXCOM may call for a special meeting in writing to the chair.

DEXCOM is authorized to fill, by appointment until the next election, any vacancy which may occur on DEXCOM. A system of rotation shall be followed whereby at least one-half of the DEXCOM remains from the previous year. A DEXCOM member can be elected for a term of less than four (4) years if needed in order to maintain proper rotation. Such cases must be identified during the election process. Partial terms do not count toward the term limits.

DEXCOM may conduct meetings via conference call, or by other electronic means. Voting shall not be done by proxy, but can be done through electronic interactions and electronic mail.

B. Finance

The financial policy of the District will be established by action of DEXCOM.

An annual budget shall be developed and submitted by the District Treasurer and District Superintendent to DEXCOM for review and recommendation to District Conference.

The support of the District budget shall be provided through a contribution based on a percentage of the local church's general fund. This percentage would only pertain to the operational fund of the church and would not include payments on buildings or to building funds or any missionary funds, both home and foreign, or any other designated funds. The percentage rate shall be six percent (6%).

District Administration shall operate within the budget unless exempted by DEXCOM. Where the budget is overspent, the District Treasurer shall include in his report an explanation to District Conference.

District Administration shall follow guidelines established by National Office for an audit/review of all financial records annually.

C. Administrative Personnel

DEXCOM shall have the authority to appoint persons to all District Office ministry positions it deems necessary upon the recommendation of the District Superintendent. Support staff shall be employed at the discretion of the District Superintendent for positions approved by DEXCOM.

SECTION 5. ELECTIONS

All elections shall be by majority vote of the delegates present and voting except in the election of the District Superintendent, in which case a two-thirds majority vote of the delegates present is required for election.

SECTION 6. LICENSE, ORDINATION AND CONSECRATION COUNCIL

This Council shall be composed of nine (9) ordained members plus the District Superintendent who is a member ex officio. The term of office is four (4) years beginning on January 1 of each year.

The nine (9) members other than the Superintendent shall be appointed by DEXCOM, with four (4) being appointed at biennial District Conference and five (5) at the next biennial District Conference. In the event a member does not fulfill his term, the DEXCOM may appoint an official worker to complete the unexpired term. To qualify for the Council one must have served a minimum of five (5) years as an ordained official worker in The Christian and Missionary Alliance.

The District Superintendent or his appointee shall serve as the Chairman of this Council.

SECTION 7. PROPERTY

The District, with the approval of DEXCOM, may acquire, own, dispose of, improve, encumber and convey property, real and personal on behalf of the District Conference. DEXCOM shall report any of these transactions at the following District Conference.

Any local church/auxiliary ministry/corporation that plans to build a new building, or sell/transfer/acquire property must receive DEXCOM approval through the District Superintendent prior to a final congregational vote (the board of directors of an auxiliary ministry/corporation). A church must also receive DEXCOM approval through the District Superintendent, prior to a final congregational vote, when seeking to alter existing facilities in a manner that encumbers the congregation with debt. An auxiliary ministry/corporation must also receive DEXCOM approval through the District Superintendent prior to its board of directors' final vote when seeking to alter existing facilities in a manner that encumbers the auxiliary ministry/corporation with debt.

SECTION 8. AUXILIARY CORPORATIONS/MINISTRIES

DEXCOM may establish and operate auxiliary corporations/ministries to enhance its ministries in accordance with the Constitution. All such entities shall be subordinate to DEXCOM and shall report to District Conference. Bylaws of such corporations/ministries shall be established and maintained by DEXCOM.

SECTION 9. INDEMNIFICATION

Any person made or threatened to be made a party to any action or proceeding, whether civil or criminal by reason of the fact that he, his testator or intestate, is or was a Director or officer, employee or agent of the Corporation, may be indemnified by the Corporation, and the Corporation may advance his related expenses, to the full extent permitted by law.

The Corporation may purchase and maintain insurance to indemnify: (a) itself for any obligation which it incurs as a result of the indemnification specified above; and (b) its Directors and officers.