

# CONSTITUTION AND BY-LAWS OF THE GENERAL CONFERENCE,

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As Amended at the thirty-fifth session, held at Oakland, Cal.,  
March 27 to April 13, 1903.

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## CONSTITUTION.

### Article I — Name.

This organization shall be known as the General Conference of Seventh-day Adventists.

### Article II — Object.

The object of this conference is to teach all nations the everlasting gospel of our Lord and Saviour Jesus Christ.

### Article III — Membership.

Section 1. The membership of this conference shall consist of —

(a) Such Union Conferences as have been or shall be properly organized and accepted by vote.

(b) Such local conferences as are not embraced in any Union Conference, as have been or shall be properly organized and accepted by vote.

Sec. 2. The voters of this Conference shall be designated as follows: —

(a) Delegates at large.

(b) Regular delegates.

Sec. 3. Delegates at large shall be: —

(a) The General Conference Executive Committee.

(b) The Secretary and the Treasurer of the General Conference.

(c) Such representatives of the departments and missions of the General conference as shall receive credentials from its Executive Committee.

Sec. 4. Regular delegates shall be such persons as are duly accredited by Union Conferences, or local conferences not included in Union Conferences.

Sec. 5. Each Union Conference shall be entitled to one delegate without regard to numbers, an additional delegate for each conference in its territory, and an additional delegate for each one thousand of its membership. Each local conference not included in any Union Conference shall be entitled to one delegate, without regard to numbers, and one additional delegate for each one thousand members.

### Article IV — Executive Committee.

Section 1. At each session the Conference shall elect an Executive Committee for the carrying forward of its work between the sessions.

Sec. 2. The Executive Committee shall consist of the president, two vice-presidents, the presidents of Union Conferences, the superintendents of organized Union Missions, and twelve other persons, among whom there shall be representatives of all the leading departments of Conference work, including the publishing, medical, educational, Sabbath-school, and religious liberty.

#### Article V — Officers and Their Duties.

Section 1. The officers of this Conference shall be a president, two vice-presidents, a secretary, a treasurer, and an auditor, who shall be elected by the Conference.

Sec. 2. President: The duties of the president shall be to act as chairman of the Executive Committee, and to labor in the general interests of the Conference, as the Executive Committee may advise.

Sec. 3. Vice-presidents: The duties of the first vice-president shall be to labor in the European Union Conferences and Missions, as the Executive Committee may advise, and to preside at the councils of the members of the Executive Committee, which may be held in Europe, in the absence of the president.

The duties of the second vice-president shall be to labor in the American Union Conferences and Missions, as the Executive Committee may advise, and, in the absence of the president, to preside at the councils of the members of the Executive Committee which may be held in America.

Sec. 4. The Secretary: It shall be the duty of the secretary to keep the minutes of the proceedings of the Conference sessions and of the committee meetings, and to collect such statistics and other facts from Union and Local Conferences as may be desired by the Conference or the Executive Committee, and to perform such other duties as usually pertain to such office.

Sec. 5. The Treasurer: It shall be the duty of the treasurer to receive all funds and disburse them by order of the president, and to render such financial statements at regular intervals as may be desired by the Conference or the Executive Committee.

Sec. 6. Election of Officers and Executive Committee: All officers of the Conference, except members of the Executive Committee who are presidents of Union Conferences or Superintendents of Union Mission Fields, shall be chosen by the delegates at the regular biennial sessions of the General Conference, and shall hold their offices for the period of two years, or until their successors are elected and appear to enter upon their duties.

#### Article VI — Incorporations, Departments, and Agents.

Section 1. Such incorporations may be authorized and departments created as the development of the work requires.

Sec. 2. At each regular session of this Conference the delegates shall elect the trustees of all corporate bodies connected with this organization, as may be provided in the statutory laws governing each.

Sec. 3. The Conference shall employ such committees, secretaries, agents, ministers, missionaries, and other persons, and make such distribution of its laborers as may be necessary to effectively execute its work. It shall also grant credentials or licenses to its ministers and missionaries.

### Article VII — Sessions.

Section 1. This Conference shall hold biennial sessions at such date and place as the Executive Committee shall designate by a notice published in the Advent Review and Sabbath Herald at least two months before the date for the session.

Sec. 2. The Executive Committee may call special sessions at such time and place as it deems proper, by a like notice, and the transactions of such special sessions shall have the same force as those of the regular sessions.

### Article VIII — By-laws.

The voters of this Conference may enact By-laws and amend or repeal them at any session thereof, and such By-laws may embrace any provision not inconsistent with the Constitution.

### Article IX — Amendments.

This Constitution or its By-laws may be amended by a two-thirds vote of the voters present at any session, provided that, if it is proposed to amend the Constitution at a special session, notice of such purpose shall be given in the call for such special session.

## BY-LAWS.

### Article I — Regular Sessions.

Section 1. At each session of the Conference, the Executive Committee shall nominate for election the presiding officers for the session.

Sec. 2. Previous to each session of the Conference, the Executive Committee shall provide such temporary committees as may be necessary to conduct the preliminary work of the Conference.

### Article II — Executive Committee.

Section 1. During the intervals between sessions of the conference, the Executive Committee shall have full administrative power, and shall fill for the current term any vacancies that may occur in its offices, boards, committees, or agents, by death, resignation, or otherwise, except in cases where other provisions for filling such vacancies shall be made by vote of the General Conference.

Sec. 2. Any five members of the Executive Committee, including the president or vice-president, shall be empowered to transact such executive business as is in harmony with the general plans outlined by the Committee, but the concurrence of four members shall be necessary to pass any measure.

Sec. 3. Meetings of the Executive Committee may be called at any time or place, by the president or vice-president, or by the secretary, upon the written request of any five members of the committee.

### Article III — Departments.

Section 1. The work of the departments of this organization shall be in charge of committees selected by the Executive Committee, when not otherwise provided for by the Conference.

**Article IV — Finance.**

Section 1. This Conference shall receive a tithe from all of its Union and Local Conferences, and the tithe of its Union and Local Mission Fields.

Sec. 2. The Executive Committee shall be authorized to call for such special donations as may be necessary to properly prosecute its work.

Sec. 3. The Conference shall receive offerings devoted to missions.

**Article V — Audits.**

Section 1. The Executive Committee shall have the accounts of the Conference and of its several departments audited at least once each calendar year, and shall report upon the same to the General Conference at its regular sessions.

Sec. 2. The Executive Committee shall appoint annually eight persons not in its employ, who, with the president, vice-presidents, and presidents of Union Conferences, shall constitute a committee for auditing and settling all accounts against the General Conference.

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## Review and Herald Publishing Association.

**ARTICLES OF INCORPORATION.**

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, being of full age, citizens of the United States, and residents of the District of Columbia, to wit: William W. Prescott, 222 North Capitol Street; Spencer N. Curtiss, 222 North Capitol Street; John H. Neall, 823 Twenty-second Street, Northwest; and William M. Lewis, 1430 V Street, Northwest, desiring to associate ourselves together to form a corporation for the purposes and objects hereinafter set out, in pursuance of and in conformity with sections 599 to 604 inclusive, sub-chapter 3 of the code of the District of Columbia, as approved March 3, 1901, and amended by subsequent Acts of Congress, do therefore, for ourselves, our associates and successors, make, sign, and acknowledge this certificate in writing which, when recorded, shall constitute the articles of Incorporation of the hereinafter-named Association.

**Article I — Name.**

The name of the corporation hereby created shall be "Review and Herald Publishing Association."

**Article II — Duration.**

The term for which said Corporation is organized and the duration of its existence is to be perpetual.

**Article III — Business and Objects.**

The general purpose and object for which this corporation is formed is to further, by all proper and legitimate agencies and means, the dissemination of religious and moral instruction; more particularly its purposes and objects are to secure and hold copyrights and

plates of tracts, pamphlets, books, and periodicals; to publish, print, and circulate literature in all languages and countries; to receive gifts, legacies, and donations from any source whatever; to make gifts and appropriations from any or all of its resources from time to time; and to exercise all such power and authority as may be necessary to carry out the objects and purposes above specified. But the purpose and essence of this corporation, being purely benevolent, charitable, and philanthropic, it is hereby expressly declared that this is a corporation not for gain, that no dividends shall ever be declared or paid to any of its members, and that none of its property, real or personal, shall ever be used or expended except in carrying into effect the legitimate ends and aims of its being.

#### Article IV — Trustees.

The affairs and funds of the corporation shall be under the control and management of a Board of Trustees, which, for the first year of the existence of the corporation shall be composed of eight members. Their successors shall be chosen at such time and place and in such manner as shall be provided in the By-laws of the Association, and a majority of the Board shall constitute a quorum for the transaction of business. Whenever a vacancy shall happen in such Board of Trustees, it shall be filled in the manner prescribed by the By-laws.

#### Article V — Powers and Privileges.

This corporation shall enjoy all the rights, privileges, and immunities, and exercise all the powers and authorities now conferred or which may hereafter be conferred, by the laws of the United States upon corporations of a similar kind or nature.

IN TESTIMONY WHEREOF, we, the said subscribers, have hereto set our hands at the City of Washington in the District of Columbia, this, the 11th day of August, A. D. 1903.

(Signed) WILLIAM W. PRESCOTT,  
SPENCER N. CURTISS,  
JOHN H. NEALL,  
WILLIAM M. LEWIS.

District of Columbia, ss:

I, J. William Reilly, a Notary Public in and for the said District of Columbia, do hereby certify that William W. Prescott, Spencer N. Curtiss, John H. Neall, and William M. Lewis, parties to a certain certificate of incorporation bearing date on the 11th day of August, A. D. 1903, and hereto annexed, personally appeared before me in said District, the said William W. Prescott, Spencer N. Curtiss, John H. Neall, and William M. Lewis, being personally well known to me as the persons who executed the said certificate of incorporation, and acknowledged the same to be their act and deed.

Given under my hand and seal this 11th day of August, A. D. 1903.

(Signed) J. WM. REILLY,  
Notary Public, D. C.

#### BY-LAWS.

##### Article I — Name.

The name of this corporation is "Review and Herald Publishing Association."

The religious body with which this corporation is connected is:—

- (a) Denomination—Seventh-day Adventist.
- (b) Religious Body—The General Conference of Seventh-day Adventists, an unincorporated body.

#### Article II — Location.

The principal office of this corporation is located at Washington, District of Columbia.

#### Article III — Object.

The particular objects for which this corporation is formed\* are as follows; viz., to print, publish, and circulate literature in all languages deemed advisable by the Board of Trustees.

To secure and hold copyrights of periodicals, tracts, pamphlets, and books.

To disseminate by all legitimate agencies whatsoever religious knowledge and instruction.

To receive gifts, legacies, and donations from every source whatsoever.

To make gifts and appropriations from any and all of its resources from time to time to carry out the objects above described.

#### Article IV — Membership.

Section 1. The members of this corporation shall consist of the trustees of this corporation, the Executive Committee of the General Conference of Seventh-day Adventists, the Executive Committee of the Atlantic Union Conference of Seventh-day Adventists, the Executive Committee of the Canadian Union Conference of Seventh-day Adventists, the Executive Committee of the Lake Union Conference of Seventh-day Adventists, the Executive Committee of the Northern Union Conference of Seventh-day Adventists, the Executive Committee of each local conference of Seventh-day Adventists within the territory of the above-named union conferences of Seventh-day Adventists, and such stockholders of the Seventh-day Adventist Publishing Association of Battle Creek, Mich., as shall donate their stock in said association to the General Conference of the Seventh-day Adventists, and shall make written application to the Secretary of said conference for such membership, previously to Jan. 1, 1905.

Section 2. A quorum for the transaction of business shall consist of not less than twenty-five members.

#### Article V — Trustees.

Section 1. The members of this corporation shall elect eight persons to act as trustees for this corporation, who shall hold their offices until their successors are duly elected and appear to enter upon their duties.

Section 2. At the first election four persons shall be chosen for a term of two years, and four persons for one year. Thereafter the members of the corporation shall elect annually four persons to fill the places of those whose terms of office expire.

Section 3. The newly elected trustees shall enter upon their duties immediately after their election.

Section 4. The trustees shall have the management of all the

affairs of this corporation, and the disposal of all its property as hereinafter specified, and the execution of all trusts confided to it.

Section 5. A quorum to do business shall consist of not less than five trustees.

Section 6. The trustees shall elect annually a President, a Vice-President, a Secretary, and a Treasurer. The President and Vice-President shall be members of the Board of Trustees. The Secretary and Treasurer may or may not be members of the Board of Trustees.

Section 7. The Board of Trustees shall elect a competent auditor, who shall audit the books of this corporation, and submit an itemized report to the members of the corporation annually or at such times as may be required by the Board.

Section 8. The trustees shall have power to fill any vacancy occurring in their membership.

#### Article VI — Funds.

All assets and earnings of this corporation shall be used for furthering the objects of this corporation, and any part or all of its earnings and profits from every source whatsoever may be appropriated to the work of the General Conference of Seventh-day Adventists by a three-fourths vote of the members present at any regularly called meeting.

#### Article VII — Duties of Officers.

The duties of the officers of this corporation shall be such as usually pertain to their respective offices.

#### Article VIII — Seal.

The Board of Trustees shall provide a seal of the ordinary size and inscribed as follows: "Review and Herald Publishing Association," the same to describe an outer circle enclosing the word "seal" and the word "incorporated."

#### Article IX — Meetings.

Section 1. Every regular or special meeting of the members of this corporation shall be called by a notice published three times successively previous to the time of the meeting, in the "Advent Review and Sabbath Herald," a weekly paper published at Washington, D. C.

Section 2. The trustees shall always be in session, no adjournment ever taking place, and may hold meetings at any time when a quorum is present.

Section 3. The election of trustees and the voting on all matters of business shall be by viva voce vote, unless otherwise demanded by three members present, when the same shall be by ballot.

Section 4. Only members present shall be entitled to vote, and each member, whether he be trustee or not, shall have but one vote on any question.

#### Article X — Amendments.

These By-laws may be amended by a two-thirds vote of the members of the corporation present at any regular meeting of said members, when the proposed amendment does not conflict with the

articles of incorporation of this association. When it is proposed to change the By-laws at any special meeting of the members of the corporation, notice shall be given to this effect in the call for the meeting, and the nature of the proposed amendment shall be stated.

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## General Conference Corporation of Seventh-day Adventists.

### ARTICLES OF INCORPORATION.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, namely, James R. Scott, of Washington, D. C.; Harvey Edson Rogers, of Washington, D. C.; Daniel K. Nicola, of Washington, D. C.; Arthur G. Daniells, of Takoma Park, Md.; and Amos P. Needham, of Takoma Park, Md.; being of full age, and citizens of the United States, and a majority of whom are residents of the District of Columbia, desiring to associate ourselves together to form a corporation for the purposes and objects hereinafter set out, in pursuance of and in conformity with sections 599 to 604 inclusive, of subchapter three of the code of the District of Columbia, approved March 3, 1901, and amended by subsequent acts of Congress, for ourselves, our associates, and successors, do make, sign, and acknowledge this certificate in writing, which, when recorded, shall constitute the Articles of Incorporation of the hereinafter-named corporation.

#### Article I—Name.

The name of the corporation hereby created shall be "General Conference Corporation of Seventh-day Adventists."

#### Article II—Duration.

The term for which said corporation is organized and the duration of its existence is to be perpetual.

#### Article III—Business and Objects.

The particular business and objects for which this corporation is formed are for the purpose of diffusing moral and religious knowledge throughout the entire world by means of churches, organizations, publishing houses, medical or health institutions, educational institutions, publications, missionary agencies, and all other instrumentalities and methods appropriate and available for and tending to the advancement of such ends and aims, and to that end to receive loans, gifts, and deposits of money; to issue notes; to grant annuities; to make loans; to acquire, possess, and hold title to real, personal, and mixed estates in this or foreign countries, either in trust or otherwise, by gift, bequest, devise, or purchase, and to have power to pledge, encumber, sell, and convey the same by such mortgages or other instrument of security or conveyance as may be suitable; it being, however, expressly declared that this corporation is not for personal profit or gain to any one, but that all its property and effects must be used and expended in carrying into effect the aims, ends, and objects of its existence.

**Article IV — Trustees.**

The business, affairs, and funds of this corporation shall be under the control and management of a Board of Trustees, which for the first year of its existence shall be composed of seven persons to be elected by the aforesaid persons, who do hereby associate themselves together by this instrument of writing for the purposes of this incorporation. Their successors shall be chosen at such time and place and in such manner as shall be provided in the By-laws of this corporation, and a majority of the Board shall constitute a quorum for the transaction of business. Whenever a vacancy shall occur in such Board of Trustees, it shall be filled in the manner prescribed in the By-laws.

**Article V.**

This corporation shall enjoy all the rights, privileges, and immunities, and exercise all the powers and authorities now conferred, or which may hereafter be conferred, by the laws of the United States upon corporations of a similar kind or nature.

IN TESTIMONY WHEREOF, We, the said subscribers, have hereunto set our hands at the City of Washington, in the District of Columbia, this fifteenth day of April, A. D. 1904.

(Signed) JAMES R. SCOTT,  
HARVEY EDSON ROGERS,  
DANIEL K. NICOLA,  
ARTHUR G. DANIELLS,  
AMOS P. NEEDHAM.

**BY-LAWS.****Article I — Name.**

The name of this corporation is "General Conference Corporation of Seventh-day Adventists."

**Article II — Location.**

The principal office of this corporation is located at Washington, District of Columbia.

**Article III — Object.**

The particular objects for which this corporation is formed are such as are set forth in the Articles of Incorporation.

**Article IV — Membership.**

The members of this corporation shall be the Executive Committee of the General Conference of Seventh-day Adventists, and all other accredited delegates to the General Conference of Seventh-day Adventists. For the purpose of this corporation these delegates shall continue in office until other delegates are chosen to succeed them.

**Article V — Trustees.**

Section 1. The members of this corporation shall elect biennially seven persons to act as trustees for this corporation, who shall hold

their offices until their successors are duly elected and appear to enter upon their duties.

Sec. 2. The trustees shall have the ordering of all affairs of this corporation, the management and disposal of all its property, and the execution of all trusts confided to it.

Sec. 3. A quorum to do business shall consist of not less than four trustees, one of whom shall be an officer of the Board.

Sec. 4. The trustees shall elect annually a President, a Secretary, and a Treasurer. The President and Treasurer shall be members of the Board of Trustees; the Secretary may or may not be a member of the Board of Trustees.

Sec. 5. The trustees shall employ a competent Auditor, who shall audit the books of this corporation, and submit an itemized report to the members of the corporation annually, or at such times as may be required by the Board.

Sec. 6. The trustees shall have power to fill any vacancy occurring in their membership.

#### Article VI — Duties of Officers.

The duties of the officers of this corporation shall be such as usually pertain to such offices respectively, and such other duties as the Board of Trustees may prescribe. The President and the Secretary, or in the absence of either, the other and the Treasurer, shall, in behalf of the corporation, sign all deeds, mortgages, powers of attorney, annuity agreements, or other instruments of writing of similar character and import.

#### Article VII — Seal.

The seal of this corporation shall consist of an ordinary-sized circular impression with the words, "General Conference Corporation of Seventh-day Adventists," in an outer circle inclosing the word "seal" and the word "incorporated."

#### Article VIII — Meetings.

Section 1. Every regular and special meeting of the members of this corporation shall be called by the Board of Trustees. Notice of any such meeting shall be published in three successive issues preceding the time of the meeting, in "The Advent Review and Sabbath Herald," a weekly paper published at Washington, D. C.

Sec. 2. The trustees are always in session, no adjournment ever taking place, and may transact business whenever a quorum is present.

Sec. 3. When not otherwise especially provided, all votes of the members of this corporation for the election of trustees or for the deciding of other questions shall be taken viva voce.

Sec. 4. Each voter, whether member or trustee, shall have one vote, and only one, on any question.

#### Article IX — Amendments.

These By-laws may be amended by two-thirds vote of the members of the corporation present and voting at any regular meeting of said members, when the proposed amendment does not conflict with the Articles of Incorporation of this corporation. When it is proposed to change the By-laws at any special meeting of the members of the cor-

poration, notice shall be given to this effect in the call for the meeting, and the nature of the proposed amendment or amendments shall be stated.

## Washington Training College.

### ARTICLES OF INCORPORATION.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned; namely, Amos P. Needham, William T. Bland, George B. Thompson, Judson S. Washburn, and Arthur G. Daniells, being of full age, and citizens of the United States, and the majority of whom are residents of the District of Columbia, desiring to associate ourselves together to form a corporation for the purposes and objects hereinafter set forth, in pursuance of and in conformity with Sections 574 to 586, inclusive, of Sub-chapter One of the Code of the District of Columbia, enacted March 3, 1901, and amended by subsequent acts of Congress, for ourselves, our associates, and successors, do make, sign, and acknowledge this certificate in writing, which, when recorded, shall constitute the Articles of Incorporation of the hereinafter named corporation.

#### Article I — Name.

The legal name of the corporation hereby created shall be "Washington Training College."

#### Article II — Duration.

The term for which said corporation is organized and the duration of its existence is to be perpetual.

#### Article III — Trustees.

The number of trustees shall be nine, who shall constitute the Board of Directors or Managers. For the first year of the existence of this corporation the Board of Trustees shall be composed of the following-named persons: James W. Lawhead, William T. Bland, William W. Prescott, Arthur G. Daniells, William C. White, George A. Hare, Amos P. Needham, James R. Scott, Alfred S. Baird. Their successors shall be chosen at such time and place and in such manner as shall be provided in the By-laws of this corporation, and a majority of the Board shall constitute a quorum for the transaction of business. Whenever a vacancy shall occur in such Board of Trustees, it shall be filled in the manner prescribed in the By-laws.

#### Article IV — Branches of Learning To Be Taught.

The particular branches of learning to be taught are as follows: Philosophy, language, literature, history, theology, mathematics, science, agriculture, mechanics, and any other branches which may be appropriately taught in an institution of this character.