

**CHRIST UNITED CHURCH OF CHRIST
301 NORTH MAIN STREET
ORRVILLE, OHIO 44667**

*Constitutional provisions appear in **bold** text.
Bylaws follow each Constitutional article in non-bold italicized text.*

CONSTITUTION & BY-LAWS

ARTICLE I. NAME

The name of this church shall be Christ United Church of Christ, Orrville, Ohio.

ARTICLE II. PURPOSE

It shall be the purpose of this Church to provide in its community a Christian congregation for worshipping God, seeking spiritual growth, embodying the Gospel, and rendering loving service toward humankind.

ARTICLE III. POLITY

The Government of this Church is vested in its members, who exercise the right of control over all its affairs. This Church shall be in covenant with the United Church of Christ in all its settings.

Obligation to the United Church of Christ

Church Council will appoint a delegate and alternate from this congregation each year to attend the annual meetings of the Association and of the Conference to which we belong.

The congregation will regularly contribute toward the support of the United Church of Christ, including the Association and Conference to which we belong.

This congregation, either through its pastor(s) or competent officer, will make such reports to the Association, Conference and National Church as may be required.

ARTICLE IV. STATEMENT OF FAITH

The statement of faith of the congregation shall be the Statement of Faith of the United Church of Christ.

ARTICLE V. GOVERNING BODY

The governing body of this church shall be the voting membership assembled in a Congregational Meeting. A quorum shall consist of fifty percent (50%) of the average Sunday worship attendance over the preceding year.

ARTICLE VI. CONGREGATIONAL MEETINGS

The congregation shall have an annual meeting and such other meetings as are provided for in the By-Laws.

Special meetings may be called by Church Council or petition as outlined in the By-Laws.

Congregational Meetings

The budget and governance church years are defined as January 1 to December 31.

One annual meeting should be convened in November to vote on the proposed budget and officers. Church Council will provide two weeks advance notice of the agenda, along with the proposed budget and any reports or other information required.

The proposed budget must be accepted by Church Council before being presented to the congregation.

Special meetings may be called by:

- Church Council;*
- Upon written petition of twenty percent of the congregational quorum; or*
- The executive committee of Church Council may accept any request for a special congregational meeting. This committee may recommend that Church Council vote on a request to convene a special congregational meeting. If there is no consensus in Church Council, they will defer their decision until additional input can be solicited.*

ARTICLE VII. MEMBERSHIP

Membership in this church shall be open to any person who desires to be a part of our fellowship.

Persons of a minimum age of 15 years become voting members by Baptism and either:

- Confirmation; or**
- Profession of faith in God as made known to us in Jesus Christ; or**
- Letter or certificate of transfer from another Christian church.**

COVENANT OF THIS CONGREGATION

Blessings of Belonging

All who belong to this congregation are entitled to a full share in the fellowship and the spiritual blessings of the church, and to the service of its pastor(s), officials, and other workers, as well as to the Christian sympathy and support of all members. All congregants are entitled to be heard.

All voting members of this congregation are entitled to hold office, unless otherwise stated in the policies of the church.

Congregational Calling

It is the calling of all congregants to take an active part in the functions of the church for the glory of God and the uplift of humankind. This includes: regular attendance at worship and study services; partaking of Holy Communion; prayer for the church; daily devotions in the home; careful attention to the spiritual nurture of all ages; faithful support of the finances, governance, infrastructure, and benevolent undertakings of the church; and a spirit of Christian invitation and community toward all in the congregation and our world.

ARTICLE VIII. THE PASTOR(S)

The congregation shall elect as pastors only those holding ministerial standing in the United Church of Christ. The pastor's role, responsibilities and separation are defined in the pastor's call agreement.

Church Council shall nominate one candidate approved by the duly appointed pastoral search committee to be voted upon by the congregation. The congregation shall consider only one candidate at a time and vote by ballot. If the candidate is elected, Church Council shall then render a call according to the form prescribed by the United Church of Christ.

THE PASTOR(S)

Term of Office

The pastor(s) shall be elected for an indefinite period. In order to terminate this relationship, three months' notice shall be given by either pastor or congregation, unless by mutual consent or as otherwise specified by the Call Agreement.

Duties of the Pastor(s)

It shall be the duty of the pastor(s) to set a good example to the congregation and to conduct all services on Sundays, holidays, and such other days as the congregation may desire; to direct the work of religious education; administer the holy sacraments; visit the sick; comfort the distressed; supervise the staff according to personnel policies; and perform all such duties as belong to the pastor's office in the United Church of Christ and the Call Agreement. The pastor(s) are responsible for seeing that a record is kept of all services performed and an annual report made to the congregation.

Rights of the Pastor(s)

Pastor(s) are ex-officio members of Church Council and all other organizations within the church. No other minister shall perform any religious ceremony in Christ United Church of Christ without the consent of the senior pastor. To invite a speaker to address

the congregation, the consent of the senior pastor is necessary. The church will pay the salary of the pastor(s) promptly in semi-monthly installments, subject to the provisions of the Call Agreement between each pastor and the congregation. When a pastor's employment at Christ United Church of Christ commences, the congregation will pay moving expenses in full.

ARTICLE IX. PROPERTY

The congregation may in its corporate name sue and be sued; hold, purchase and receive title by gift, grant or other conveyance of and to any property, real or personal, with power to mortgage, sell or convey the same, providing the state laws permit.

In the case of a division in the membership of the congregation, all parties shall submit, in the question of the right to the property, to the Association or the appropriate body of the United Church of Christ, and the decision of that body shall be binding on all members of the congregation. In the case of a dissolution of the congregation, the title of the property shall vest in the United Church of Christ.

Property

The buying, selling and/or transfer of real property requires a majority vote at a congregational meeting.

ARTICLE X. CHURCH COUNCIL

Church Council will consist of nine voting members and engage in visioning, oversight and policy making to achieve the purposes of the Church as defined in Article II of the Constitution.

The Executive Committee of Church Council shall consist of the Moderator, the Vice-Moderator, the Immediate Past Moderator, the Fiscal Officer, and the Secretary. The Pastor shall serve as a non-voting member of the Executive Committee.

The remaining four voting members of Church Council will consist of representatives of the four ministry functions of the Church: Worship & Faith Formation; Care & Community; Mission & Outreach; and Administration & Resources.

The manner of the elections, terms of office, regular meetings, and rights and duties shall be further defined in the By-Laws.

GOVERNANCE STRUCTURE

Duties of Church Council

General Duties. Church Council is the governing, executive and leadership body of the church who, along with the pastor(s), directs the business and the total ministry of the church according to the church's purpose, vision and mission.

Specific Duties. Church Council:

- *Is the keeper and custodian of the congregation's vision and mission, and its strategic long-range plan and direction.*
- *Is the executive body of the congregation as it implements the congregation's vision and directs its ministry through boards, teams, and committees.*
- *Creates and approves administrative and program policies to ensure clarity and efficiency.*
- *Approves and recommends the Annual Ministry Spending Plan (the proposed budget) to the congregation, ensuring that it reflects the vision and mission of the church.*
- *Monitors the church's resources, ensuring that human resources, finances and facilities are used to fulfill the vision and mission of the church.*
- *Coordinates the four ministry functions of the church.*
- *Appoints committees and boards as needed.*
- *Evaluates the total ministry of the church and its programs on a continuing basis.*
- *Keeps complete and accurate records of its proceedings, and reports to the congregation at its regular and special meetings.*

Church Council has care of the property of the congregation, whether real or personal, including all monies and legacies. Therefore, Church Council holds this property as a sacred trust for the congregation.

Duty of Care. The duty of care requires Church Council members to exercise the care, diligence and skill that an ordinary, prudent person would exhibit under similar circumstances. For Church Council members, this means, at the least:

- *Understanding and paying attention to the substantive matters brought before Church Council;*
- *Attending meetings;*
- *Asking questions;*
- *Challenging assumptions;*
- *Prayerfully considering and weighing all opinions and perspectives;*
- *Following up on issues that may not have been resolved;*
- *Avoiding "abstention" votes unless there is a conflict of interest;*
- *Consulting with experts as needed; and*
- *Reading and understanding materials and reports given to Church Council.*

It is the duty of Church Council to sustain and nurture an environment that encourages frank discussion and exchange of ideas without discouraging participation and the inclination to speak freely and from the heart.

Duty of Loyalty. The duty of loyalty requires pursuit of the best interests of Christ United Church of Christ.

The duty of loyalty requires the avoidance of self-dealing and conflicts of interests, as well as disclosure of potential conflicts and obtaining prior Church Council approval of

any transactions or situations that might be considered self-dealing or a conflict. For example, it would be a breach of the duty of loyalty for a Church Council member, or another organization with which Church Council member is affiliated, to profit financially from a transaction with Christ United Church of Christ, unless all the facts surrounding the transaction had been disclosed to Church Council and Church Council approves the transaction as in the best interest of Christ United Church of Christ in advance.

The duty of loyalty includes a duty of confidentiality regarding personal information about individuals and families.

The duty of loyalty includes a duty to protect the privacy of individual opinions when sharing with non-Council members.

Church Council may vote to convene a closed session regarding personnel matters, privileged legal communications, and/or emergency circumstances requiring immediate attention. No official actions will be taken in a closed session. Closed session meetings are included in the duty of confidentiality.

The duty of loyalty also includes the duty of obedience which requires Church Council members to act in accordance with the Christ United Church of Christ Constitution and Bylaws and in furtherance of its mission.

Duties of Executive Officers

It is the duty of the moderator to:

- *Be the legal representative of the congregation.*
- *Be the presiding officer of the congregation and the chair of Church Council and the executive committee.*
- *Prepare for and facilitate productive meetings in consultation with the pastor(s) and the executive committee.*
- *Ensure that Church Council actions are executed properly.*
- *Complete an annual report of Church Council's work.*
- *Be welcome as an ex-officio, nonvoting member of any ministry team, committee, etc. of the church.*
- *Together with the pastor(s), ensure the continuing relationship with the wider church and appropriate bodies of the United Church of Christ.*

*The **vice moderator** will preside at all meetings where the moderator is not present and also when business pertaining to the moderator and the moderator's administration is before the congregation. The vice moderator will be a member of the Executive Committee and be welcome as an ex-officio, nonvoting member of any ministry team, committee, etc. of the church. The vice moderator will undertake to facilitate the moderator's tasks.*

*The **immediate past moderator** will serve as a member of the Executive Committee and will assume such other responsibilities as agreed by Church Council.*

The secretary will: issue a call to meetings of the congregation and of Church Council and keep a record of all actions; be responsible for the records, documents and papers of the church; attend to all Church Council correspondence; publish all approved minutes of Church Council; and, with the moderator, sign contracts, loans and deeds as legally required.

The fiscal officer will be responsible for oversight of the fiscal ministry resources of the congregation and their potential. The fiscal officer will ensure that periodic outside audits of church finances are regularly conducted as detailed in church policies. The fiscal officer is responsible for formulating fiscal policy and overseeing implementation of best practices in church financial matters and duties. The fiscal officer will oversee and implement the bond requirements as detailed in church policies. The fiscal officer will work with the pastor(s) and Church Council to oversee a paid treasurer position.

All checks, drafts, notes or orders drawn against accounts will be signed by any one of the following: moderator, vice-moderator or the staff person hired as treasurer.

Duties of Ministry Team Council Representatives

The four remaining voting members of Church Council will consist of representatives of the four ministry areas of the church. The Ministry Team Representatives will serve as a liaison between Church Council and the vital ministries, missions, and administrators of the church.

Ministry Team Representatives will be nominated for election based on their experience and interest in specific ministry areas.

The duties of the Ministry Team Representatives include:

- Serve as an ex-officio member of all committees and teams in their ministry area;*
- Service on one or more of the committees and teams in their ministry area;*
- Communicate regularly with all committee chairs and team leaders in their ministry area;*
- Communicate to Church Council the issues, concerns and requests of the committees and teams in their ministry area;*
- Communicate to the committees and teams in their ministry area the issues, concerns and requests of the Church Council;*
- Regularly report to Church Council regarding their ministry area; and*
- Annually report to Church Council and provide a proposed budget to the stewardship team.*

Ministry “teams” do the ongoing work of the church – the operational tasks essential to a vital and healthy congregation. Committees work on specific tasks with an end point or goal. Standing Committees identified in the “ways of work” document serve at the request of the Church Council. The four ministry areas may include but are not limited to the following areas:

- 1. Worship & Faith Formation*

The foundational concepts of this ministry area involve the regular and special occasion details of worship, music planning, and the role of fine arts

in church ministry. The ministry also involves creation of disciples through education, activities, and childhood introduction to the basic elements of Christian faith. The ministry area involves coordination of activities, vision, and budget management.

2. *Care & Community*

The foundational concepts of this ministry area are intentional care for our faith community through various forms of contact and fellowship in all stages of life. The ministry area involves coordination of activities, vision, and budget management.

3. *Mission & Outreach*

The foundational concepts of this ministry area center in our outward expression of faith through works of service beyond our congregation. The ministry area involves coordination of activities, vision, and budget management.

4. *Administration & Resources*

The foundational concepts of this ministry encompass our human resources (staff and lay leadership), our physical resources (building and physical assets), our consumable resources and our stewardship. The ministry area involves coordination of activities, vision, and budget management.

Terms of Office and Election Cycles

Each officer elected to Church Council shall serve a three-year term. No person shall serve more than two consecutive terms on Church Council in any combination of positions. The officer positions will be filled through a three-year cycle of elections:

Year A: Vice Moderator, Fiscal Officer, Worship & Faith Representative

Year B: Vice Moderator, Secretary, Care & Community Representative

Year C: Vice Moderator, Mission & Outreach Representative, Administration & Resources Representative.

Each year, the prior year's vice moderator becomes the new moderator, and the prior year's moderator becomes the immediate past moderator. This means the congregation votes annually for a vice moderator knowing that, barring unforeseen circumstances, that person will become moderator and then immediate past moderator over their three-year term.

Nominations

Nominations shall be made for Church Council members by the nominating committee which is appointed by the Executive Committee. The pastor(s) are ex-officio members of the nominating committee. The three-member nominating committee will be appointed for staggered three-year terms. Public notice of all nominations will be given to the congregation at least two weeks before an election. Additional nominations may be made by the congregation from the floor during the congregational meeting with the consent of the nominee.

Elections

Church Council members are elected by a majority vote at the annual congregational meeting. To be eligible for office, the candidate shall be a voting member of the congregation as defined in Article VII of the constitution.

Vacancies

When a Church Council member is unable or unwilling to finish their three-year term, the nominating committee will recommend a replacement to the Congregation for a special election vote under the provisions of the election bylaws. The replacement Church Council member will serve the remainder of the three-year term and may then run for a second three-year term.

Church Council Meetings

Church Council will meet at least once every month for the transaction of such business as may properly come before it. Special meetings are subject to the call of the moderator or pastor(s), or upon the request of two or more members of Church Council.

A quorum for a Church Council meeting is seven members.

ARTICLE XI. AMENDMENTS

Additions and alterations to this Constitution may be proposed in any duly called meeting of the congregation. They shall be referred to Church Council, which shall consider them and report at the next duly called meeting of the congregation. Said additions and alterations can be adopted only by a two-thirds majority of a voting quorum as defined in Article V.

This Constitution shall be reviewed in years divisible by five (5) by a committee appointed by Church Council.

Amendments

Additions and alterations to these bylaws may be proposed in any duly called meeting of Church Council. Said additions and alterations can be adopted only by a unanimous vote of the full Church Council. Any amendment to the bylaws requires a new publication of the document. These bylaws will be reviewed in years divisible by five (5) by a committee appointed by Church Council.

ADOPTED AT CONGREGATIONAL MEETING OF _____, 2021

SECRETARY: _____