

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

**3-25-21 Updates**

Constitutional provisions = black bold.

Unchanged current bylaws follow each article in non-bold black.

Bylaw changes marked by ~~deletions~~ or **additions**.

**CONSTITUTION**

**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

1. A delegate and alternate from this congregation shall be ~~elected~~**appointed** each year by the ~~Consistory~~ **Church Council** to attend the annual meetings of the ~~Eastern Ohio Association (hereinafter, the "Association" means the Eastern Ohio Association) and Conference~~ **to which we belong**.
2. The congregation shall regularly contribute towards the support of ~~all branches of the United Church of Christ, including the Eastern Ohio Association~~ **and Conference to which we belong**, according to the rules and actions of the Association.
3. This congregation, either through its pastor(s) or competent officer, shall make such reports to the Association, ~~and Conference~~ **and National Church** authorities as may be required, ~~and in every way submit to just and lawful discipline~~.
4. ~~The official year of the congregation shall be from July 1 through June 30.~~ **[Moved to Article VI - Congregational Meetings.]**

#### **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**

- 1. The congregation shall have an annual meeting and such other meetings as are provided for in the By-Laws.**
- 2. Special meetings may be called by Church Council or petition as outlined in the By-Laws.**

#### Congregational Meetings

- 1. A unified budget and governance church year shall be established as January 1 to December 31.**
- 2. ~~The annual meeting shall be held in the month of July each year. One annual meeting should be convened in November to vote on the budget and officers. There shall be two weeks advance notice of the agenda with reports, budget and other information.~~**
- 3. The budget shall be accepted by the Church Council before being presented to the Congregation.**
- 4. ~~Special meetings may be called by Consistory. Upon written request of five percent of the membership, the Consistory shall issue a call for such a meeting within two weeks after the request has been received. Proper notice shall be given of the time, place and purpose of a special congregational meeting. Only such business as has been mentioned in the call may be transacted at such meetings.~~**

**Special meetings may be called by:**

- A. Church Council;**
- B. Upon written petition of twenty percent of the congregational quorum; or**
- C. The Executive Committee may accept any request for a special congregational meeting. Executive 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**

1. **Membership in this church shall be open to any person who desires to be a part of our fellowship.**
2. **Persons of a minimum age of 15 years become voting members by Baptism and either:**
  - (a) **Confirmation; or**
  - (b) **Profession of faith in God as made known to us in Jesus Christ; or**
  - (c) **Letter or certificate of transfer from another Christian church.**

## **COVENANT OF THIS CONGREGATION**

### Privileges and Duties **Blessings of Belonging**

1. All members **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 pastors, officials, and other workers, as well as to the Christian sympathy and support of all members. **All congregants are entitled to be heard.**
2. All **voting** members of this congregation are entitled to ~~be heard~~, vote and hold office unless otherwise stated in the ~~Constitution, or By-Laws~~ **Policies of the Church.**

### Duties **Congregational Calling**

It is the ~~duty~~ **calling** of all members **congregants** to take an active part in ~~all~~ **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 the Holy Communion; prayer for the ~~welfare of the church~~; daily devotions in the home; careful attention to the ~~religious training~~ **spiritual nurture** of youth **all ages**; **faithful support of the finances, governance, infrastructure,** ~~financial and moral support toward the maintenance and benevolent undertakings of the Church~~; ~~obedience to her established law and authorities~~; participation in evangelism ; **and** a spirit of Christian **invitation and community** fellowship toward all members **in the congregation and our world.**; ~~and membership in the organizations of the congregation wherever possible.~~

### **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.**

**The Church Council shall nominate one candidate approved by the duly elected 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, the**

**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) shall see that a* A record shall be kept of all services performed and an annual report made to the congregation.

Rights of the Pastor(s)

Pastors are ex-officio members of the ~~Consistory~~ *Council*, ~~the Christian Education Committee,~~ 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,* ~~whether during a temporary absence of the pastor(s) or for special occasions,~~ the consent of both the senior pastor and the ~~Consistory~~ is necessary. The salary of the pastor(s) shall be paid promptly in semi-monthly installments and shall be sufficient ~~to relieve temporal cares as far as possible and to preserve the dignity of the calling,~~ subject to the provisions of the ~~contract~~ *Call Agreement* between the pastor and congregation. When a pastor's employment at Christ United Church of Christ commences, moving expenses shall be borne in full by the congregation.

PASTORAL RELATIONS COMMITTEE

- ~~1. Pastoral Relations Committee shall consist of 6 members.~~
- ~~2. Two members shall be appointed annually by the Executive Committee in consultation with the pastor(s) for a single 3 year term. When the 3 year term expires that committee member is not eligible for re-appointment for 1 year. The Pastoral Relations Committee will then consistently have 2 members with 2 years experience, 2 members with 1 year experience and 2 new members.~~
- ~~3. Consistory President will designate a committee chairperson from within the committee membership.~~
- ~~4. Four committee members must be present at any meeting to transact business.~~

- ~~5. Pastoral Relations Committee should meet with the pastors a minimum of two times per year.~~

~~(This page added after adoption at the Annual Meeting July 18, 1993)~~

## **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 shall require a majority vote at a congregational meeting.*

~~*Finances of the church*~~      *Amended provision moved to Article VI*

~~*The finances of the congregation shall be administered by the budget system. The budget shall be composed of two parts: church support and benevolences. It shall be prepared in all details by the Stewardship Committee and accepted by the Consistory before being presented to the congregation.*~~

~~*To secure the necessary funds, a stewardship campaign, carefully prepared and directed by the Consistory, shall be conducted annually during the month of November.*~~

## **Article X. Church Council**

**The 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 Team of the 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 Team.**

The remaining four voting members of the 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 the Church Council**

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

*Specific Duties.* The Church Council:

- Is the keeper and custodian of the congregation's vision and mission, and its strategic long-term plan and direction.
- Is the executive body of the congregation as it implements its vision and directs its ministry especially through the ministry of boards, teams, and committees.
- Creates and approves administrative and program policies to ensure clarity and efficiency.
- Approves and recommends the Annual Ministry Spending Plan (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.
- Shall keep complete and accurate records of its proceedings, and report to the congregation at its regular and special meetings.

### Trustees

~~The Consistory is the Board of Trustees.~~

- The property of the congregation, whether real or personal, and all monies and legacies shall be under the care of the **Church Council**. ~~trustees or those designated by the congregational charter. They~~ **Church Council** shall hold the property as a sacred trust for the congregation and keep the church edifice and other buildings belonging to the congregation in proper repair and adapted for the uses it approves. ~~The purchasing or selling of property, the borrowing of money which encumbers the property of the church, and the remodeling and erection of buildings shall conform to the state laws and be undertaken only upon a majority vote of the members assembled at duly convened congregational or corporate meetings and entitled to vote thereon, or as provided elsewhere.~~

***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 the Council;
- Attending meetings;
- Asking questions;
- Challenging assumptions;
- Prayerfully considering and weighing of 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 if needed; and
- Reading and understanding materials and reports given to the Council.

It is the duty of the Church Council to sustain and nurture an environment that encourages frank discussion and exchange of ideas without chilling participation and discouraging 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 the 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 the Church Council and the 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.

The 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.

## Consistory

- (a) ~~The administration of the congregation is vested in the Consistory. The Consistory is composed of the pastor(s), eight Elders and 12 Deacons.~~
- (b) ~~The Consistory shall transact the business of the church; make provision for the preparation and raising of the budget for the congregation as well as for the suggested share of the Association budget and other benevolent purposes; audit financial accounts; and make complete provision for the adequate support of the staff of workers. It shall keep complete and accurate records of its proceedings, be the custodian of all congregational records, and report to the congregation at its regular and special meetings. It shall submit any or all records to the Association or Conference when occasion requires or the Association or Conference requests.~~
- (c) ~~The Consistory shall direct the pastor(s) to keep a complete record of baptisms, confirmations, communicants, reception of new members, transfers, erasures of names, suspensions, marriages, births and deaths. All records shall be the property of the congregation. Upon dissolution of the congregation its records shall become the property of the Association.~~
- (d) ~~The Consistory shall approve all bills before payment and may instruct the president and secretary to sign vouchers authorizing payment.~~

## **Duties of Executive Officers {{Nayiri}}**

### Duties of Officers

It is the duty of the ~~President~~ **Moderator to:**

- Be the legal representative of the congregation.
- Be the presiding officer of the congregation, and is the chair of the Church Council and the Executive Committee.
- Prepare for and facilitates productive meetings in consultation with the Pastor and the Executive Committee.
- Ensure that 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.
- In concert with the pastor, ensures the continuing relationship with the wider church and appropriate bodies of the United Church of Christ.
- ~~to see that all meetings of the Consistory are regularly called by the secretary, to open and conduct such meetings, and to see the execution of all resolutions. The president shall remind the pastor(s) to announce all regular and special meetings of the congregation on two successive Sundays, or in the alternative, instruct the clerk to send a call to such meetings to every member by mail. The president shall, with the secretary, sign all~~

~~minutes of the meetings of the Consistory and the congregation, and is also empowered, with the secretary, to sign all contracts, loans, vouchers, and deeds in the name of the congregation.~~

The **vice moderator** shall preside at all meetings where the ~~president~~ **moderator** is not present and also when business pertaining to the ~~president~~ **moderator** and the **moderator's** ~~president's~~ administration is before the congregation. The vice ~~president-moderator~~ shall undertake to facilitate the ~~president-moderator's~~ tasks.

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

The **secretary** shall: **Issue a call to** meetings of the congregation and of the **Consistory church council and** keep a record of all ~~transactions~~ **actions**; ~~at the be the custodian of~~ **responsible for** the records, documents and papers of the church; ~~except as provided for herein, issue the call to all regular meetings at the request of the president; attend to all Council correspondence; keep a correct list of all members and their addresses;~~ **publish all approved minutes of Council**; and with the ~~president-moderator~~, sign all contracts, loans and deeds **as legally required**.

The **fiscal officer** shall be responsible for oversight of the physical ministry resources of the congregation and their potential. The fiscal officer shall ensure that periodic outside audits of church finances shall be 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 shall oversee and implement the bond requirements as detailed in church policies. The fiscal officer shall work with the pastor and Church Council to oversee a paid treasurer position.

~~The treasurer shall have charge of all monies for congregational support received from the financial secretary, give a receipt for the same, and make all payments. A monthly report shall be made to the Consistory and to the congregation. The treasurer shall give bond in the amount decided by Consistory and receive an annual salary of at least one dollar. A sinking fund shall be established and maintained which shall be made up of all monies in the current expense fund of the church treasury after June 30 of each year which exceed ten percent of the ensuing year's budget. The sinking fund shall be available for use only in the event of emergency, upon the decision of the Consistory. The treasurer shall be authorized to accept contributions given for a specific purpose, which shall be accounted for in a separate entry on the treasurer's records, and shall be used only for the purpose specified.~~

~~The financial secretary shall receive all dues and monies; give all monies to the treasurer and take receipt for the same; issue receipts for money received; and send statements to members who are in arrears. The financial secretary shall give bond in the amount decided by the Consistory and receive an annual salary of at least one dollar.~~

~~Be it resolved, the First National Bank of Orrville be, and is hereby designated a depository of this corporation and that funds so deposited may be withdrawn upon a check, draft, note, or order of the corporation.~~

~~Be it further resolved, that all checks, drafts, notes or orders drawn against said accounts shall be signed by any one of the following officers: president moderator, vice president moderator or treasurer.~~

The ~~president moderator~~ and the pastor(s) are ex-officio members of all committees of the congregation and ~~Consistory~~ Council.

### **Duties of Ministry Team Council Representatives**

The four remaining voting members of the Church Council will consist of representatives of the four ministry functions of the Church. The Ministry Team Representatives will serve as a liaison between the 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 the stewardship team and budget issues.

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 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 financial resources. The ministry area involves coordination of activities, vision, and budget management.

### Board of Deaconesses

- (a) ~~This board is to be composed of eight members, half to be elected each year.~~
- (b) ~~Meetings shall be held monthly with a pastor as chair. The meetings shall include a period of devotions, report of activities, assignment of names and plans for future work.~~
- (c) ~~A vice chair and a secretary shall be elected annually at the July meeting for a term of one year.~~

### The Spiritual Council

- (a) ~~The senior pastor shall be the president of the Spiritual Council. If the congregation is without a pastor, one of the elders shall be chosen to preside. A majority of the members shall constitute a quorum.~~
- (b) ~~Meetings shall be held to consider and act upon applications for membership and requests for letters of applications for membership and requests for letters of transfer, and to discuss and to devise plans for the quickening of the spiritual life of the congregation. A letter of transfer shall specify the congregation to which the person is dismissed and shall be valid for only one year. Meetings shall be held at the call of the president or at the request of two elders.~~
- ~~(c) The Spiritual Council shall exercise discipline in the congregation.~~
- ~~(d) If a member's conduct is deemed un-Christian (including, but not limited to neglecting to partake of the Holy Communion, or refusing to contribute to the support of the church, or~~

~~continuous absence from the public worship for one year) such conduct shall be deemed worthy of counsel. The member shall be admonished by the pastor(s) or elders by personal visitation.~~

~~If after personal counsel it is decided by the pastor(s) and elders that the member's position is without just cause, the member shall be notified and placed on probationary membership for one year.~~

~~During that second year the pastor(s) or elders shall make no less than two personal visits to encourage change of heart.~~

~~If after that second year there has been no reconciliation, notification shall be sent to the member that membership with Christ Church is terminated.~~

### **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 staggered elections:

Year A: The Vice Moderator, Fiscal Officer and Worship and Faith Representative.

The prior year's Vice Moderator would become the new Moderator.

The prior year's Moderator would become the Immediate Past Moderator.

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

The prior year's Vice Moderator would become the new Moderator.

The prior year's Moderator would become the Immediate Past Moderator.

Year C: Vice Moderator, Mission & Outreach Rep., Admin & Resources Rep.

The prior year's Vice Moderator would become the new Moderator.

The prior year's Moderator would become the Immediate Past Moderator.

The congregation would vote annually for a Vice Moderator knowing that person would become the Moderator and then Immediate Past Moderator over their three-year term.

### Nominations

Nominations shall be made for the church council offices of Elder and Deacon by the Nominating Committee ~~Consistory~~ who are appointed by the Executive Committee. The Pastor is an ex-officio member of the Nominating Committee. The three-member Nominating

~~Committee will be appointed for staggered three-year terms. Nominations for Deaconess shall be made by the Board of Deaconesses. Public notice of such nomination shall be given to the congregation at least one two weeks before the election. Additional nominations may be made by the congregation from the floor during the congregational meeting with the consent of the nominee. for each office.~~

## Elections

~~Elders, Deacons and Deaconesses~~ **Church Council members** shall be elected by a majority vote cast at a ~~the annual~~ congregational meeting for a term of office of two years. No member shall hold office on the Consistory or on the board of deaconesses for more than four consecutive years, in order to enlist more active workers. To be eligible for the office of Elder or Deaconess, the candidate shall ~~have been~~ be a voting member of the congregation (as defined in Article VII of the constitution). for at least two years; a candidate for Deacon shall have been a member of the congregation for at least one year.

## **Vacancies**

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

## **Meetings**

### Consistory Organization

~~The organization of Consistory shall be accomplished at an organizational meeting in June. The following items of business shall be on the agenda of this meeting:~~

- ~~(a) Selection of the president and the vice president, who shall be Elders. A secretary shall also be elected.~~
- ~~(b) Adoption of a calendar of regular meeting dates for Consistory for the ensuing entire calendar year.~~
- ~~(c) Presentation of the outgoing president's report, prepared for the annual congregational meeting in July reviewing the preceding year's work; a financial statement; and suggestions of the objectives which the new Consistory shall try to accomplish.~~

## **Church Council Meetings (Congregational meetings addressed in Article VI bylaws, p.2)**

### Consistory Meetings

The **Council** Consistory shall meet within a month after the annual meeting of the congregation for the purpose of organization, and thereafter 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

~~president~~ **moderator** or pastor(s), or upon the request of **two** ~~four~~ or more members of **Council Consistory**.

**A quorum for a Council meeting shall be seven members.**

~~At the regular July Consistory meeting the following items of business shall be on the agenda:~~

- ~~(a) The president shall assign Consistory committees after determining the interests of each member.~~
- ~~(b) The clerk shall prepare a list of all committee members, and their addresses and telephone numbers, to be distributed at the next meeting.~~
- ~~(c) The Consistory shall appoint a treasurer and a financial secretary for a one year term running from July to July. Consistory may appoint them from its own membership or appoint a qualified person from the congregation.~~

#### **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 the 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 the Church Council.**

#### **Amendments**

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

**ADOPTED \_\_\_\_\_**

Endowment Fund

~~———Name — There shall be maintained on the records of the church a separate fund to be known as Christ United Church of Christ Endowment Fund (hereinafter called the “Fund”) of Christ United Church of Christ, Orrville, Ohio.~~

~~———Purpose — The purpose of this Fund is to enhance the mission outreach of Christ United Church of Christ apart from the general operation of the congregation. No portion of the income generated by Fund shall be used for the annual operating budget of the congregation, and except where authorized otherwise in the terms of the gift, all principal amounts will be retained and only the income expended.~~

~~———Custodian — The custodian of the Fund shall be the Endowment Fund Committee (hereinafter called the Committee).~~

~~———Plan of Operation — The following Plan of Operation shall set forth the administration and management of the Fund:~~

~~1. The Committee~~

- ~~a. The Committee shall consist of five members all of whom shall be voting members of Christ United Church of Christ. The Pastors and President of Consistory are ex-officio members of the Committee.~~

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- ~~b. Except as herein limited, the term of each member shall be three years. The five initial members of the Committee are elected as follows: two for a term of three years; two for a term of two years; and one for a term of one year. Thereafter, at each annual election of Consistory members, the congregation shall elect the necessary number for a term of three years.~~
- ~~c. No member shall serve more than two consecutive three-year terms. After a lapse of one year, former Committee members may be re-elected.~~
- ~~d. The Consistory shall nominate for the Committee and report at the annual election to be conducted in the same manner as for Consistory.~~
- ~~e. In the event of a vacancy on the Committee, the Consistory shall appoint a member to fill the unexpired term.~~
- ~~f. The Committee shall elect from its membership a chairperson, a committee treasurer~~

- ~~and a recording secretary. The chairperson, or a designated member shall preside at all Committee meetings. The committee treasurer shall maintain complete and accurate books of accounts for the Fund. The recording secretary shall maintain complete and accurate minutes of all meetings of the Committee and supply a copy thereof to each member of the Committee, the President of Consistory and the church Secretary. Each member shall keep these complete minutes to be delivered to the next person who succeeds to the office.~~
- ~~g. The Committee shall meet at least quarterly, or more frequently if deemed by it in the best interest of the Fund.~~
  - ~~h. A quorum shall consist of three members. Three members in agreement shall carry any motion or resolution.~~
  - ~~i. Any two of the following three signatures are required on all financial documents of the Fund, including checks and withdrawals: Chairperson of the Committee, Treasurer of the church, and/or President of Consistory~~
  - ~~j. The Committee shall have its books audited annually by a qualified person who is not a member of the Committee for presentation with its annual report to the congregational meeting.~~
  - ~~k. The Committee may request other members of the congregation to serve as advisory members.~~
  - ~~m. Members of the Committee shall not be liable for any losses which may be incurred upon the investments of the assets of the Fund, except to the extent that such losses shall have been caused by bad faith or gross negligence. No member who acts in good faith and with ordinary prudence shall be held personally liable. Each member will be liable for personal misconduct or omissions, but shall not be liable for the acts or omission of any other member. No member shall engage in any self-dealing or transactions with the Fund in which the member has direct or indirect financial interest and shall at all times refrain from any conduct in which personal interests would conflict with the interests of the Fund.~~

- n. All assets are to held in the name of the Christ United Church of Christ Endowment Fund.
- o. The Committee shall be empowered to hold, sell, exchange, rent, lease, transfer, convey, invest, reinvest, and in all other respects to manage and control the assets of the Fund, including stocks, bonds, debentures, mortgages, notes of other securities or real property as in their judgment and discretion they deem wise and prudent.

~~Accumulation and Distribution of Income and Principal - The Committee shall determine what is principal and what is income according to accepted accounting procedures.~~

- a. Principal shall be invested and held in perpetuity.
- b. Ninety percent (90%) of net income is available and may be legally used for the purposes and uses hereinbefore and hereinafter set forth. Unspent available income may be retained and/or accumulated for use in future years.
- c. The balance of net income (10%) shall be invested and retained in perpetuity and become part of the Christ United Church of Christ Endowment Fund.
- d. Legal gifts and bequests which contain restrictions regarding use of income and principal, if accepted, shall be managed in strict compliance with those restrictions and directives.
- e. Available income from the Fund shall be distributed annually and/or at such other times as deemed necessary and/or feasible to accomplish the following purposes:
  - 1) One third (1/3) for outreach into the local community; including but not limited to the following examples: Boys & Girls Clubs, Salvation Army, Habitat for Humanity, etc.
  - 2) One third (1/3) for the wider mission of the denomination; including but not limited to the following examples: United Church Homes, UCC colleges and seminaries, new church developments, Crossroads (Ft. Wayne, IN), etc.
  - 3) One third (1/3) for use within the local church; including but not limited to the following examples: capital improvements, unexpected emergencies such as roof or furnace repair. Available funds shall not be used for current expenses of Christ United Church of Christ.
- f. The Committee shall evaluate all requests for program support. Those programs which are deemed to be in the best interest of this congregation, and the level of

~~financial support available shall be recommended by the Committee to the Consistory. Funding is subject to determination and approval by Consistory.~~

~~Amendments — Any amendment to the By-Laws which will change, alter or amend the purpose of the Fund shall be adopted by a two-thirds (2/3) vote of the members present at a congregational meeting called specifically for the purpose of amending this portion of the By-Laws.~~

~~Disposition or Transfer of Fund — In the event that Christ United Church of Christ ceases to exist either through merger or dissolution, disposition or transfer of the Fund shall be at the discretion of the governing body in conformity with the approved congregational Constitution and in consultation with the staff of the denomination to which this congregation belongs at such time. Consultation with the denomination may be desirable for continuation of the Endowment Fund obligations. No disposition will be made to individuals or organizations which do not qualify as charities under state or federal law.~~

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I, \_\_\_\_\_, certify that (1) I am the duly constituted secretary of Christ United Church of Christ, and as such officer, am the official custodian of its records, and that (2) the foregoing By-Laws are the By-Laws of said church, and all of them are now lawfully in full force and effect.

\_\_\_\_\_ In testimony whereof, I have hereunto affixed my signature in the City of \_\_\_\_\_, on this \_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

(This is the April 1992 revision and incorporates all amendments up to that time.)

