

# CONSTITUTION

## Article I. – Name

The name of this church shall be the “United Church of Christ Congregational”, located at 408 Cedar Street, Wallace, Idaho.

## Article II. – Governance

This church shall be a part of the United Church of Christ, and it shall sustain that relationship as described in those portions of the Constitution and Bylaws of the United Church of Christ relating to local churches. This church shall hold standing in the Pacific Northwest Conference of the United Church of Christ, and through it, any organizations to which it belongs.

The governance of this church is vested in its members, hereinafter called "the congregation," who in accordance with the provisions of this Constitution and its Bylaws exercise the right of control in all its affairs. It is subject to the control of no other ecclesiastical body, but it accepts the obligations of mutual counsel, cooperation and fellowship with the United Church of Christ, the Pacific Northwest Conference of the United Church of Christ and other churches of the denomination.

No body in the church shall have the power to buy, sell, mortgage, lease, or transfer any real property owned by the church without specific authority granted by vote of the congregation.

In keeping with our stated mission to reach out to those who have felt unheard and undervalued by other churches, we will strive for consensus in all our decisions, encouraging the expression of personal truth and diversity, and hearing and affirming each voice.

## Article III. – Faith

This church holds that Christian faith springs from the authority of One God manifested in the life of Jesus Christ. We celebrate two sacraments: Baptism and Holy Communion. We grant to each member the right to her or his individual interpretation of the principles of the Christian faith, and respect each person's honest convictions. Consequently, the following Statement of Faith of the United Church of Christ is set forth, not as a test for membership in this church, but as a testimony to the beliefs generally accepted by the United Church of Christ.

United Church of Christ Statement of Faith (in the form of a Doxology)

We believe in you, O God, Eternal Spirit,  
God of our Savior Jesus Christ and our God,  
and to your deeds we testify:

You call the world into being,  
create persons in your own image,  
and set before each one the ways of life and death.

You seek in holy love to save all people from aimlessness and sin.

You judge people and nations by your righteous will declared through prophets and apostles.

In Jesus Christ, the man of Nazareth, our crucified and risen Savior,  
you have come to us  
and shared our common lot,

conquering sin and death  
and reconciling the world to yourself.

You bestow upon us your Holy Spirit,  
creating and renewing the Church of Jesus Christ,  
binding in covenant faithful people of all ages, tongues and races.

You call us into your Church  
to accept the cost and joy of discipleship,  
to be your servants in the service of others,  
to proclaim the gospel to all the world  
and resist the power of evil,  
to share in Christ's baptism and eat at his table,  
to join him in his passion and victory.

You promise to all who trust you  
forgiveness of sins and fullness of grace,  
courage in the struggle for justice and peace,  
your presence in trial and rejoicing,  
and eternal life in your realm which has no end.

Blessing and honor, glory and power be unto you. Amen.

#### **Article IV. – Purpose**

The purpose of this church is the serving of Christ by witnessing through our Christian actions to all people based on the principles of our faith. This includes: nurturing spiritual growth through worship, Christian Education and fellowship; developing an atmosphere which promotes open communication through teamwork, leadership and stewardship among all members; promoting a church family atmosphere through love and support in times of joy and sorrow; providing outreach in our community, nation and the world.

#### **Article V. – Covenant**

We are called to work together to move beyond mere tolerance to a celebration of our diversity. We see this as an opportunity for better understanding God's unlimited love and following the example of Jesus Christ. We encourage all to participate in the full fellowship of the church. With God's help, we seek to create a church family that affirms the priesthood of all believers, and in which all members can use their gifts to minister to others.

This church is an Open and Affirming congregation of the United Church of Christ. As such we seek to be inclusive and to welcome all persons into the full life and ministry of our church without regard to age, race, gender, sexual orientation, gender identity, ethnicity, religion, marital status, economic status, and personal ability. We recognize the diversity of human nature as a part of God's universal wisdom, and affirm all families and relationships focused on love, respect, responsibility and trust.

#### **Article VI. – Membership**

Membership in this church shall be open to any person who has been baptized, has been confirmed, or has

made public confession of faith in Jesus Christ.

Members shall pledge themselves to attend the regular worship of the church and the celebration of the Lord's Supper; to live the Christian life; to share in the life and work of the church; to contribute to its support and benevolences; and to seek diligently the spiritual welfare of the membership and the community.

#### **Article VII. – Officers**

The officers of this church shall be a Moderator, a Clerk, a Treasurer, Trustees as required by the State of Idaho and such other officers as the congregation may deem necessary. The persons holding these positions must be active church members. The duties of the officers, their method of election, and their terms of office shall be as specified in the Bylaws.

#### **Article VIII. – Meetings**

Regular Meetings: There shall be at least two congregational meetings each year. The Annual Meeting of the congregation shall be for the presentation of annual reports by the leaders of the church, the adoption of the annual budget, the election of officers, members of the Executive Board, and delegates to the Pacific Northwest Conference of the United Church of Christ for the ensuing year, and the transaction of such other business as may be brought before the congregation. It shall be held in the month of January. The second meeting shall be for the purpose of considering a proposed budget in preparation for the Annual Meeting. It shall be held in the month of November.

Other meetings: Special meetings of the congregation shall be called in accordance with the Bylaws.

Quorum: A quorum of the membership, as specified in the bylaws, shall be required to transact business at regular and special meetings of the congregation.

#### **Article IX. – Dissolution**

In the event of dissolution of the congregation, its remaining assets, if any, shall transfer to the Pacific Northwest Conference of the United Church of Christ.

#### **Article X. – Adoption & Amendments**

This Constitution may be adopted or amended by the members of the congregation at any regular or special meeting of the congregation, provided that the proposed document or amendment shall have been presented in the required notice of the meeting as provided by the Bylaws. The proposed document or amendment must be approved by a two-thirds majority vote of the members present and voting at the meeting.

## **BYLAWS**

### **Section 1. – Membership**

Any person desiring to join in the ministry of this church, embracing the purpose as stated in Article IV of the Constitution, may be admitted to the membership of this church by baptism, confirmation, letter of transfer from another church, or reaffirmation of faith.

All members, including Associate Members (see below), are encouraged to take part in the joy and fellowship of congregational life and share in the responsibility of supporting the work and mission of the church. The following principles will govern membership:

1. All members will be classified as “active members” as long as they are present (i.e. regular in their attendance in worship and/or support the church with their time, talents and/or treasure).
2. Members will be classified as “inactive members” when they have not been present in the church's life for a period of two years.
3. Members may be dropped from the rolls when they have been absent from the church's life for a period of four years and have not responded to efforts by the church and/or the Pastor to reach out to them.
4. Associate Members are those who hold their primary church membership elsewhere but wish to affiliate with this church. They will be identified as such on the membership list.
5. Any member may request a transfer to another church.
6. Any member may request that their membership be dropped at any time.

The Executive Board is responsible for overseeing the membership list. The Clerk is responsible for maintaining the membership records.

### **Section 2. – Leadership**

This church recognizes that as a small congregation it has a limited pool of individuals to serve in leadership positions. It also recognizes the importance of the regular rotation of leaders to prevent burn-out and to inject fresh ideas into the life of the church. The church pledges to honor all of these realities and seek healthy balance in its recruitment of leadership.

### **Section 3. – Elected Officers**

Moderator: The Moderator is the primary lay leader in the congregation. They should demonstrate spiritual maturity and organizational leadership. The Moderator's duties include:

1. The Moderator consults with the pastor on matters pertaining to the ministry of the church.
2. The Moderator presides over all Executive Board meetings as well as meetings of the congregation.
3. The Moderator serves ex officio with vote on the Executive Board.

The Moderator must be an active member of the congregation. The Moderator is elected by the congregation for a term of three years.

Clerk: The Clerk is the primary record keeper of the congregation. They should demonstrate good writing abilities and precise organizational skills. The Clerk's duties include:

1. The Clerk takes minutes at all meetings of the Executive Board and the congregation.
2. The Clerk maintains the birth, baptism, confirmation, marriage, membership and death records of

the church.

3. The Clerk serves ex officio with vote on the Executive Board.

The Clerk must be an active member of the congregation. The Clerk is elected by the congregation for a term of three years.

Treasurer: The Treasurer shall keep an accurate and correct record of the receipts and expenditures of the congregation and of the accounts between the congregation, its members and others, which records shall be open for inspection by the Executive Board at all times. The Treasurer must be an active member of the congregation and is elected for a three year term. The Treasurer serves ex officio with vote on the Executive Board.

1. The Treasurer shall oversee the reception of contributions to the church, keep an accurate record of such contributions and provide annual statements to contributors in keeping with IRS guidelines.
2. The Treasurer shall oversee the payment of all financial obligations on behalf of the congregation in accordance with the budget passed by the congregation and in collaboration with the Executive Board.
3. The Treasurer shall provide a monthly financial statement to the Executive Board. Such statements shall include a summary of contributions, a detailed accounting of all expenditures and an accounting of all special funds.
4. Only the Treasurer and/or other authorized member of the Executive Board may serve as signatories or have access to electronic (on line) banking services for church financial accounts and investments.
5. The Treasurer shall make all electronic (on line) banking records and/or check books available to the Executive Board for review or audit any time requested.
6. The Treasurer shall work with the Executive Board where their responsibilities intersect and see to it that sound accounting practices are utilized.

#### **Section 4. – Executive Board**

The Executive Board under the guidance of the congregation is vested with the responsibility of administering the life of this church and carrying out its programs. Only active church members shall be eligible for election to the Executive Board. It shall be composed of: the three officers, three at-large members and the Pastor, all with full vote.

The Executive Board shall meet at least monthly face to face or remotely. A simple majority shall constitute a quorum.

An important function of the Executive Board is to coordinate activities of the congregation and to keep the congregation informed of those activities. It shall report regularly to the congregation. In addition, the Executive Board:

1. Shall attend to the mission, outreach and educational work of the church.
2. Shall fill any organizational vacancies for the remainder of the current year, and when such is done, it shall inform the congregation of the action. The vacancy shall then be filled at the next Annual Meeting.
3. May appoint such standing committees it deems helpful to further the mission of the church.
4. May appoint a task force when a special project or need arises, such task force to function for as long as necessary to complete that specific project.
5. Shall arrange for representation at Conference meetings.

6. Shall make a comprehensive report of the church's work at the Annual Meeting and may bring such proposals as it deems helpful to further the mission of the church.
7. Shall facilitate the formation of a Pastoral Search Committee in accordance with the guidelines set forth in these Bylaws when the need arises.

The Executive Board shall also have responsibility for the duties of the former Board of Trustees, namely the care, maintenance, custody, and the authority to determine the use of the church facilities, and:

1. Shall oversee the congregation's financial affairs.
2. Shall work with the Treasurer to maintain complete, accurate and transparent records.
3. Shall oversee all electronic (on line) banking and periodically review or audit such records.
4. Shall oversee all check books and periodically review or audit the check registers.
5. Shall submit to the congregation an annual budget for approval or revision.
6. Shall see to it that when designated gifts are received, such funds are used as intended.
7. Shall maintain a calendar for the scheduling of building use.
8. Shall establish a fair and equitable fee structure for building use.
9. Shall conduct an annual stewardship campaign for the financial support of the church.
10. Are entrusted with the responsibility of administering the church Trust Fund. They shall encourage gifts to the Trust Fund and administer all funds or other assets for the benefit of the church. No Trust Funds shall be expended without being authorized by a two-thirds vote of the members of the church present and voting at a properly called meeting of the congregation.

The Executive Board shall also have responsibility for the duties of the former Board of Deacons, namely the spiritual well-being of the church, and:

1. Shall assist in the preparation and administration of the sacraments, in caring for the poor, the sick, the sorrowing, and the stranger and in ministering to the spiritual needs of the church and community.
2. Shall provide for ushers, altar care, wedding coordination, hospitality for the bereaved and coffee hour.
3. Shall cooperate with the Pastor in the enlistment of members of the church and shall encourage deeper participation and regular attendance in church as well as stronger personal and family spiritual life.
4. Shall be responsible for determining the time and place of all services of worship.
5. Shall be responsible for pulpit supply in cases of the minister's temporary absence.
6. Shall work with the Clerk to maintain the church rolls and shall encourage full participation in the church's life.

### **Section 7. – Pastoral Search Committee**

When there is a pastoral resignation, the Moderator shall contact the office of the Pacific Northwest Conference of the United Church of Christ to begin the process of seeking a replacement. When the time is right, the Executive Board shall appoint a Pastoral Search Committee consisting of two Executive Board members and at least three additional members from the congregation. They shall elect their own chairperson.

The Pastoral Search Committee shall present the name of the candidate it recommends to fill the vacancy, together with the terms of the call to the church at a properly called meeting of the congregation. A two-thirds majority of those present and voting at the meeting is required to offer the call. The committee is dissolved when the new pastor assumes his/her duties.

### **Section 8. – Pastor**

The Pastor is the spiritual leader of the congregation. The congregation calls the Pastor to be responsible in partnership with the Executive Board and the congregation for the spiritual welfare of the church: to preach the gospel, administer the sacraments, and conduct or oversee all services of congregational worship; to supervise the pastoral affairs of the church, serving as a teacher of the congregation and pastoral counselor to individuals and families who seek such help; and to serve as an ex officio member of the Executive Board with vote.

The Pastor shall be elected for an indefinite term of service, unless a limited term of service is agreed upon at the time the call is made. Their election shall be by a two-thirds affirmative vote of church members present and voting at a congregational meeting called for that purpose. The terms and conditions of the call shall be stated in writing and shall be reviewed annually with the pastor by the Executive Board. Termination of a pastoral call may occur at the request of either the pastor or the congregation, provided that at least sixty days' notice shall be given by one party to the other.

### **Section 9. – Meetings**

The congregation affirms the following principles for healthy meetings in every setting of the congregation's life:

1. Every issue will be approached with full, open, prayerful discussion to discern the path forward.
2. There will be an attempt to reach consensus before every vote whenever possible.
3. Only members who have been part of the discussion may vote (no absentee votes).

Roberts Rules of Order shall govern all meetings of this church.

Special meetings of the congregation may be called by the Executive Board or by petition of ten (10) percent of the membership. Such petitioned meeting will be held within thirty days of the receipt of the petition.

Announcement of all meetings of the congregation must be sent to the membership and made in worship at least two weeks prior to the meeting.

A quorum for all congregational meetings is twenty-five (25) percent of the active membership. For all other meetings within the congregation, a quorum is fifty percent unless otherwise stated in these bylaws.

The Clerk takes/maintains minutes for all congregational meetings.

### **Section 10. – Auxiliary Organizations**

Any organizations established under the auspices of the church shall be regarded as subsidiary to the church and shall be under the general oversight of the Executive Board, to which they shall make annual reports of their activities.

The church recognizes Corinthian Circle as one of the Auxiliary Organizations of the church. As such, its activities, policies and practices are to be consistent with the mission of the church. It may manage its own finances, but is subject to the same guidelines and limitations as the church.

### **Section 11. – Amendments**

The Executive Board, the Pastor, or any group consisting of ten (10) percent or more members may propose amendments to the Constitution or Bylaws at any yearly congregational meeting or special meeting, provided that the proposed amendment shall be included in the notice of the meetings.

Any new proposed amendments coming out of a congregational meeting must be re-posted and considered at a subsequent meeting of the congregation.

Any changes to the Constitution or Bylaws requires a two-thirds positive vote of those members present and voting at the meeting.

## Change Log

Adopted April 19, 2015

Adopted at a duly called special meeting of the congregation.

Correction October 25, 2015

Editorial correction made by the Council to clarify that the Nominating Committee is to be elected by the congregation. This correction was necessary because a sentence from an early draft of the Bylaws was inadvertently left in the document.

Revised January 24, 2016

Changes made to the descriptions of both the Treasurer and the Trustees. Recommended by the Council and ratified at the Annual Meeting.

Revised January 28, 2018

Changes made to Bylaws Section 1. – Membership to clarify membership categories and Clerk/Council responsibilities.

Changes made to Bylaws Section 4. – Council to clarify the constituency of the Council and to reduce the number of required meetings from 12 to 10 per year.

Revised January 30, 2022

Defines officers as Moderator, Clerk, Treasurer. Eliminates Vice-moderator.

Creates Executive Board as Officers plus 3 at-large members.

Eliminates Council, Board of Trustees, Diaconate, Nominating Committee. Subsumes duties of Council, Trustees, Diaconate, Nominating Committee under the Executive Board. Assigns the Executive Board to serve as “trustees” to satisfy State of Idaho requirements.

Delineates membership as “active” or “inactive”. Clarifies that Associate Members are full members of the church. Makes Executive Board responsible for oversight of the Membership List.

Establishes a quorum for congregational meetings at twenty-five (25) percent (was thirty-three (33) percent).

**STATEMENT OF RATIFICATION**

We, the undersigned, certify that we are the elected Moderator, Clerk and Treasurer of the United Church of Christ Congregational, 408 Cedar Street, Wallace, Idaho and that this document consisting of ten (10) pages (including this page) is the legal Constitution and Bylaws of this church. They revoke and replace any previous versions.

Adopted at Wallace, Idaho this 30<sup>th</sup> day of January, 2022

\_\_\_\_\_, Moderator

\_\_\_\_\_, Clerk

\_\_\_\_\_, Treasurer