

Revision January 31, 2012

Countryside Community Church,
United Church of Christ
Bylaws

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These Bylaws shall govern the non-profit corporation known as Countryside Community Church, United Church of Christ.

**ARTICLE I
NAME**

The name of this non-profit corporation and church is Countryside Community Church, United Church of Christ, Omaha, Nebraska.

**ARTICLE II
PURPOSE**

The purpose of this Church shall be to bind together followers of Jesus Christ, to share in the worship of God and to make God's will dominant in the lives of people, individually and collectively, especially as that will is set forth in the life, teachings, death and living presence of Jesus Christ.

**ARTICLE III
POLITY**

The government of this Church is vested exclusively in its members. This Church is in communion with all churches which follow the teachings of Jesus Christ, and it acknowledges special obligation to other congregations which are a part of the United Church of Christ, and pledges itself to share in their common religious and educational work, especially as represented by the Omaha Association, the Nebraska Conference and the General Synod of the United Church of Christ.

ARTICLE IV FAITH AND COVENANT

This Church recognizes the Bible as a meaningful source of faith and practice and holds that living in accordance with the teaching of Jesus Christ is the true test of Christian covenant. Members shall have the undisturbed right to follow the Word of God according to the dictates of their own conscience, under the enlightenment of the Holy Spirit. The following statement of faith, therefore, is not a test but an expression of the spirit in which the Church interprets the Word of God.

United Church of Christ Statement of Faith

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 worlds 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 powers 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.

The Countryside Community Church Covenant

Together we affirm our faith in God, whose character is reflected so clearly in the life and ministry of Jesus Christ. We give ourselves unreservedly to God's service and declare our commitment to this community of faith. Ever mindful of the welfare of our fellow members, we promise to walk with them in faithfulness and Christian love. We promise, so far as we are able, to attend the services of this church, observe its sacraments, share in its work, support its benevolence and endeavor to make it a fruitful body of believers.

The Countryside Community Church Mission Statement

We are an inclusive family of faith, welcoming all to our table of love and acceptance. We are diverse, yet united by Christ's example. We care for one another, support one another, and challenge one another to become all that God creates us to be. We work together to nurture our community and to promote peace and justice in our conflicted world. Amen.

ARTICLE V MEMBERSHIP

Section 1. Members.

The members of this Church shall be persons who make public acceptance of faith in Jesus Christ as Lord and Savior. Persons shall be received as members in the Church on presentation of satisfactory letters of transfer from other churches, by reaffirmation of faith if letters are not available, on confession of faith and baptism, or confirmation on recommendation of the Board of Deacons when external baptism is waived because of conviction.

Section 2. Associate Membership.

Associate members shall be those persons who have Church membership elsewhere and who do not desire to sever the same, but who desire to share in the faith and in the covenant of worship and service of this Church. Persons shall be eligible for associate membership upon approval of the Board of Deacons. They shall have all the rights and responsibilities of membership.

Section 3. Reception of Members.

The Board of Deacons and the ministers shall present new members to be received at a public worship service of this Church in a service of reception authorized by the Board of Deacons. Anyone unable to attend may be received in absentia.

Section 4. Duties.

Members shall pledge themselves to live the Christian life, to regularly attend services of this Church, to contribute to its support and benevolence, to share in the organized work of this Church, and to seek diligently the spiritual welfare of its membership and of the community.

Section 5. Termination of Membership or Change of Status.

- A. Members may on request:
 - 1. Be granted a letter of transfer to any Christian Church; or
 - 2. Be dismissed with a certificate of Church membership if wishing to join a body not in fellowship with this Church.
- B. Requests shall be considered by the Board of Deacons.
- C. If, because of change of faith or for other reasons, members in regular standing request in writing to be released from their covenant obligations, the Board of

Deacons shall endeavor to secure their continuance in its fellowship; failing in such effort, the Board of Deacons shall grant the request and terminate the membership.

D. When any status change is granted, the Clerk shall issue the appropriate letter of transfer or release.

Section 6. Revision of the Roll.

Members who for two years have not communicated with the Church or contributed to its support, may, upon approval of the Board of Deacons, be removed from the active rolls. Persons who have been removed from the active rolls may request reinstatement as members in good standing and be granted such by the Board of Deacons.

**ARTICLE VI
SERVICES AND MEETINGS**

Section 1. Worship.

A. Public services of worship shall be held each Sunday, as determined by the Board of Deacons.

B. The sacraments of baptism and the Lord's Supper shall be celebrated, and other services of worship may be held, as determined by the ministers and the Board of Deacons.

Section 2. Business Meetings.

A. Annual Meeting. The Annual Meeting of the Church shall be held at the discretion of the Church Council. The date of the meeting will be determined by the Church Council, to elect officers and new Board members, to receive the annual reports of the officers, organizations, departments, boards and committees, transact business and formulate plans for the new year.

1. Any matter affecting the religious, financial or social welfare of the Church may properly come before the Annual Meeting.
2. All newly elected officers, boards and committee members shall assume their duties immediately following the Annual Meeting and continue in office until their successors are elected.
3. It shall be the duty of all officers, boards, committees and auxiliary organizations to submit written reports of their activities for the Church year for publication in the Annual Report and for presentation at the Annual Meeting. Other than at the annual meeting, the Church Council shall meet and perform its obligations as described in Article VII.

B. Budget Approval. The proposed budget of the Church shall be presented for approval to the congregation at the Annual Meeting.

C. Fiscal Year. The fiscal year of the Church shall be the calendar year, January 1 to December 31.

D. Special Meetings. Special meetings of the Church may be held on call of the Senior Minister, the Church Council, the Moderator, the Pastoral Search Committee, the Board of Trustees, as provided for in Article X, Section 2, Paragraph B.1., or by written request of seventy-five (75) members of the Church, addressed to the Moderator. The purpose or purposes for which the meeting is called shall be provided in the call or meeting request.

E. Notice of Congregational Meetings. Notice stating the place, day and hour of all meetings, and in case of a special meeting, the purpose or purposes for which

the meeting is called, shall be given in the church newsletter not less than fourteen (14) days before the date of the meeting. Notice shall also be given from the pulpit of any such meeting for two consecutive Sundays prior to the date of the meeting. In the case of a recessed or postponed meeting, no formal notice is necessary.

F. Business Procedure.

1. Presiding Officers. The Moderator shall preside at all meetings of the congregation, and the Clerk of the Church, or his or her designee, shall act as Secretary.
2. Quorum. At all meetings of the Church, seventy-five (75) members shall constitute a quorum.
3. Voting. Elections of Church officers and Board members shall be by voice vote, unless a request for paper ballot by five (5) or more members is presented to the Moderator at the meeting. A majority vote of those members present and voting shall be decisive in all matters, except in an action upon any plan or basis of union with, or withdrawal from, any other Church or denomination of Churches thereof, when a two-thirds vote of those members present and voting shall be required. All members shall have the right to act and vote at any meeting of the Church. Proxy and absentee ballots are not permitted.

ARTICLE VII CHURCH COUNCIL

Section 1. Composition.

A. The members of the Church Council shall be the following officers of the Church: the Moderator, the Vice-Moderator, the Vice-Moderator Elect, the Clerk and Treasurer, a representative of each Board (except that the Board of Deacons shall have two representatives), the Chair of the Church's Foundation, a member of the Strategic Planning and Membership Committee, and one (1) member at large, not a member of any Board selected at the annual meeting to serve for a period of one year. The Senior Minister and all ordained staff shall be non-voting members of the Council. The Moderator shall vote on Church Council in the event of a tie.

B. The Church staff may be present, but shall not be voting members of the Council.

Section 2. Duties.

A. It shall be the duty of the Church Council to establish the overall policy of the Church, to advise the professional staff on the general direction of the activities of the Church and to cooperate with them in the formulation of Church programming.

B. Between congregational meetings, the Church Council shall receive and act upon all issues facing the Church.

Section 3. Organization and Structure.

A. The Church Council shall meet no less than bi-monthly, unless otherwise determined by the Council, and at such other times as it deems necessary. A majority of members shall constitute a quorum. Special or emergency meetings may be called by the

Moderator, Senior Minister, or by three (3) members of the Council, upon such notice as is practical.

B. The meetings of the Church Council shall be open forums, at which any subject affecting the religious or social welfare of the Church may be discussed. Action by the Church Council is to be conducted in public. All members of the congregation are welcome to attend meetings of the Church Council. The Church Council may hold a closed session by affirmative vote of a majority of its members present, when such action is necessary for the prevention of needless injury to the reputation of an individual.

C. The Church Clerk, or his or her designee, shall serve as the Secretary of the Church Council at all of its meetings and at all meetings of the Congregation. The Church Council may provide for the appointment of such standing or special committees as the work of the Church may require.

D. Church Council meetings shall be held at the Church. Council members may participate by conference telephone call. Such meetings shall be conducted in such a way that all members participating can hear each other at the same time.

ARTICLE VIII OFFICERS

The officers of this Church shall be the following:

Section 1. Moderator, Vice-Moderator and Vice-Moderator Elect.

A Moderator, Vice-Moderator and Vice-Moderator Elect shall be elected at each Annual Meeting for a term of one (1) year. The Vice-Moderator shall perform the duties of the Moderator, in case of absence or disability. The Moderator shall preside over all business meetings of the congregation and all meetings of the Church Council during the term. As presiding officer of the Church, the Moderator shall take all action necessary in

the best interest of the Church and its congregation, subject to decisions of the Church Council and the congregation. The Moderator, Vice-Moderator and Vice-Moderator Elect shall be members of the Church Council. They shall not be members of any Church Board and their spouses shall not chair any Church Board. In the event of a vacancy occurring in any of these positions between elections, the Church Council shall provide for succession. The Moderator shall be the President, the Vice-Moderator the Vice-President, the Clerk the Secretary, and the Treasurer the Treasurer, as officers of the Church's non-profit corporation in its bi-annual filings with the Nebraska Secretary of State.

Section 2. Clerk.

A Clerk shall be elected at each Annual Meeting. The Clerk shall be responsible for recording the minutes of the meetings of the Church Council. The Clerk shall sign letters of membership, dismissal and transfer; and shall oversee the keeping of the following records: a complete roster of the membership of the Church, showing date and manner of admission and date of death or dismissal; a list of all children baptized, with child's date of birth, place of birth, parent(s) name(s), a list of all adults baptized with their names and dates and places of their birth; a record of all marriages performed in the Church or by a minister of the Church; a register of the children of families of members; inurnment records for the Columbarium; a final record of all members removed from the active rolls; and such other records of the religious or social activities of the Church as may be deemed advisable by the Church Council. The Clerk shall make a report at the Annual Meeting, showing all changes in membership and giving the total membership of

the Church at the end of the year. In case of a vacancy in this office, the Church Council shall elect a member of the Church to fill the vacancy for the unexpired term.

Section 3. Treasurer.

The Treasurer shall be elected at the Annual Meeting for a term of one year. The Treasurer shall serve no more than five consecutive terms, unless the Nominating Committee determines otherwise. The Treasurer, or a designee approved in advance by the Board of Trustees, shall have charge of the Church's financial affairs, under the general direction of the Board of Trustees, and shall have knowledge of the contracts, papers and documents relating to the property or operation of the Church. The Treasurer is responsible for the financial operations of the Church and shall advise the Board of Trustees and professional staff regarding all financial matters. In case of a vacancy in this office, the Church Council shall elect a member of the Church to fill the vacancy for the unexpired term.

Section 4. Historian.

The Historian shall be the custodian of the historical records of the Church, shall secure and provide for the safekeeping of old documents, records and pictures of historical interest and value to the Church. The Historian shall make an annual report to the Church at the time of the Annual Meeting, which shall summarize the history of the Church for the past year.

Section 5. Other Officers.

Other officers may be elected by the congregation as needed.

Section 6. Qualifications.

Only persons who are members or associate members of the Church shall be eligible to hold office or serve on a Board of the Church and privileged to act and vote in all transactions of the Church.

ARTICLE IX CLERGY

The clergy of this Church shall be the following:

Section 1. Senior Minister.

A. The Senior Minister shall have charge of the spiritual welfare of the Church and those whom it serves. The Senior Minister shall seek to enlist persons as followers of Christ, preach the gospel, administer the sacraments and have care of all services of public worship. The Senior Minister shall be responsible for the programs and activities of the Church, with consultation and guidance from the Church Council. The Senior Minister shall also work in cooperation with the Church's boards, committees and staff, with the exception of the Pastoral Search Committee. The Senior Minister is accountable to the congregation and the Church Council as the representative of the congregation under Article VII, Section 2, Paragraph B. The Senior Minister shall make a report of the year's work at the Annual Meeting.

B. The Senior Minister shall be "called" by a vote of the congregation for an indefinite term. When it is determined that a vacancy will occur, a committee known as the Pastoral Search Committee shall be organized by the Chair of the Board of Deacons, composed of the following:

1. One (1) member of each board of the Church, to be chosen by their respective boards.

2. The Church Council shall choose three (3) members from the Church at large. The Committee shall choose a Chair, a Vice-Chair and a Secretary. Its recommendations shall be made directly to a meeting of the Church, called by the Committee for that purpose.

C. When a Senior Minister has been called by a vote of the congregation and has accepted the call, according to the procedure of the United Church of Christ, the Minister shall become a member of the Church, a member of the Omaha Association and shall be installed as Senior Minister.

D. Should the Senior Minister desire to dissolve the pastoral relationship, the Moderator shall be notified in writing. The Moderator shall promptly notify the Church Council of the resignation. The resignation shall become effective at the end of sixty (60) days, unless otherwise agreed upon by both the Minister and the Personnel Committee.

E. Should there be a desire to terminate the pastoral relationship between the Church and the Senior Minister, a petition signed by at least 75 members of the Church shall be presented to the Moderator, who shall then call a special meeting of the Church Council. Written notice of the meeting place, date, and time, along with a copy of the petition, shall be given to the Council at least ten (10) days in advance of such meeting. A quorum for such a meeting shall be two-thirds of the members of the Church Council. The Moderator will be allowed to vote on the petition. A majority vote of the Council members present shall be required for approval of the petition, and if the petition is approved, the Council shall then call a meeting of the congregation for the purpose of voting on the petition. The petition shall be read by the Moderator and presented to the

congregation at the meeting. If the Church membership at such a duly called meeting approves the petition by a majority vote of the members present and voting, the Clerk shall at once notify the Senior Minister in writing, and the pastoral relationship shall terminate immediately. The Senior Minister shall receive full salary for the sixty (60) days following the Church meeting.

Section 2. Associate or Assistant Ministers and Other Professional Staff.

Full-time ordained staff (other than interim pastors) shall be called by the congregation. The Church Council and Senior Minister shall appoint a search committee. The search committee shall obtain the Senior Minister's concurrence in the selection of ordained staff. The provisions of Section 1.E. above shall apply to the termination of associate or assistant ministers.

**ARTICLE X
BOARDS**

Section 1. General.

A. The present Boards of this Church are the Boards of Trustees, Deacons, Christian Outreach, Christian Education, Music and Arts, Youth and Pastoral Care. All Boards shall report to the Church Council.

B. Any member can serve on only one board at a time. At least one (1) full year must intervene before a member having completed a full term on a board is eligible for re-election to the same board, except a member appointed to fill an unexpired term to a board is eligible for election to that board without one (1) year intervening.

C. Board members are elected at the Annual Meeting and take office immediately following the Annual Meeting.

D. Should any board member resign, refuse to serve or fail in the performance of the assigned duties, the Chair or Vice-Chair shall bring the matter to the attention of the board for action. In the case of a vacancy, the remaining members shall elect a member of the Church to fill the vacancy for the unexpired term.

E. Following the Annual Meeting, each board shall select officers: a Chair(s), a Vice-Chair(s) and a Secretary. The Chair, or his or her designee from the Board, shall serve as the Board's representative on the Church Council. The officers constitute the Executive Committee of the board and may act in the event of an emergency. All such action shall be ratified by the Board at its next meeting. A Board may appoint such other members to the Executive Committee as may be desired. Each Board may appoint standing or special committees.

F. The Board of Trustees shall meet monthly. Other boards shall meet monthly, except as otherwise determined by that board. Special meetings shall be held at any time on call of the Chair or of three (3) members, upon such notice as is practical under the circumstances. At any meeting of a Board, a majority of the Board members shall constitute a quorum.

G. No board shall obligate the Church for any expenditures from the general operating fund except as provided in that board's budget, without prior approval of the Board of Trustees.

H. Each board shall develop and implement internal operating policies in writing, keep accurate records, record their actions in the annual report and provide for the institutional memory of their activities.

I. Actions by boards or committees and the business of the Church in general are to be conducted in public. All members of the congregation are welcome to attend meetings of any board of the Church. A board may hold a closed session by affirmative vote of a majority of its members for such reasons as strategic sessions regarding real estate purchases, pending litigation or litigation which is imminent as evidenced by a communication of a threat of litigation, the evaluation of job performance of a person when necessary to prevent needless injury to the reputation of a person where such person has requested a closed session, and matters involving sensitive individualized pastoral care issues.

J. Board meetings shall be held at the Church. Board members may participate by conference telephone call. Such meetings shall be conducted in such a way that all members participating can hear each other at the same time.

Section 2. Board of Trustees.

A. The Board of Trustees shall consist of not less than twelve (12) adult members, of whom four (4) shall be elected annually and serve for a term of three (3) years, plus one (1) youth member from grades 9-12 shall be elected annually for a one (1) year term.

B. It shall be the duty of the Board of Trustees:

1. To have charge of the property of the Church, to enter into contracts and to handle its financial affairs. The Board of Trustees shall not make any expenditure in excess of 5% of the total annual Church budget. The Trustees shall not sell, transfer, or convey any personal property in excess of 5% of the total annual Church

budget, except that transfers to the Countryside Community Church Foundation are excluded from this requirement. The Board of Trustees shall not sell or mortgage any real property without the approval of a majority of the members of the Church present and voting at a meeting duly called for that purpose.

2. To prepare in conjunction with the Budget Committee, and submit to the Church at its Annual Meeting, for approval or amendment, an annual budget of the Church.
3. To solicit funds for the support of the Church.
4. To provide for an annual review of the Church's financial records.

C. The Board of Trustees shall have the right to transfer to the Countryside Community Church Foundation any assets received by the Church by gift or bequest, and in making the transfer any provisions or restrictions imposed by the donor shall remain applicable to such gift or bequest.

D. There shall be a standing committee of the Board of Trustees known as the Budget Committee. Its members shall be the Chair and Vice-Chair of the Board of Trustees, the Moderator, Vice-Moderator and Vice-Moderator Elect, the Senior Minister and Treasurer. The Church Administrator shall be a non-voting member. It shall be the duty of the Budget Committee to recommend an annual budget to the Board of Trustees and oversee the Church's operations through the year in conformance with the budget.

Section 3. Board of Deacons.

A. The Board of Deacons shall consist of not less than twenty-four (24) adult members, nine (9) of whom shall be elected annually to serve a term of three (3) years;

plus two (2) youth members from grades 9-12, to be elected annually for a one (1) year term.

B. It shall be the duty of the Board of Deacons to assist the ministers in ministering to the spiritual interests of the Church and community. They shall, with the ministers, have charge of the religious activities of the Church, except as otherwise expressly provided in these Bylaws, assist in the preparation and administration of the Sacraments; and in the pastoral needs of the congregation. They shall provide for the Church services in the absence of the ministers, and shall provide for the temporary supply of the pulpit, the compensation to be determined by the Board of Trustees. They shall appoint the ushers and perform such other duties as provided in these Bylaws.

Section 4. Board of Christian Outreach.

A. The Board of Christian Outreach shall consist of not less than twelve (12) adult members, four (4) of whom shall be elected annually and serve for a term of three (3) years; plus one (1) youth member from grades 9-12, to be elected annually for a one (1) year term.

B. The purpose of the Board shall be to carry forward the Christian concern and ministries of this Church in the name of Christ toward meeting human need in every part of the world. It shall be the duty of this Board to challenge the general membership with the Christian gospel's demands and to supervise and correlate all plans for serving human needs beyond the bounds of our own membership, including the preparation of an annual budget for benevolence to be proposed to the Board of Trustees.

C. It shall authorize all special offerings and select recipients of such special offerings throughout the year.

D. It shall keep the members of the congregation informed of the missionary work of the United Church of Christ and such other groups to which the Church may belong or give support.

Section 5. Board of Christian Education.

A. The Board of Christian Education shall consist of not less than twelve (12) adult members: of whom four (4) shall be elected annually and serve for a term of three (3) years; plus one (1) youth member from grades 9-12, to be elected annually for a one (1) year term.

B. The Board of Christian Education, in conjunction with the program staff, shall have responsibility for all Christian Education work conducted by the Church:

1. To recruit, train and place the volunteer Christian Education staff;
2. To establish Christian curriculum and procure course of study, books, material and equipment pertinent to and required for the same;
3. To allocate and arrange assigned space for all Christian Education and related activities;
4. To establish and execute programs of activities and education for various groups of young people and adults;
5. To have general oversight of any auxiliary education programs which serve the community and are sponsored by the Church, such as Scouts, Kindernook Preschool, etc.

Section 6. Board of Music and Arts.

A. The Board of Music and Arts shall consist of not less than six (6) adult members, two (2) of whom shall be elected annually and serve a term of three (3) years, plus one (1) youth member from grades 9-12, to be elected annually for a one (1) year term.

B. The Board of Music and Arts, in conjunction with the program staff, shall have responsibility for the ministry of music at the Church:

1. To give guidance and support to the Minister of Music and his or her staff.
2. To help establish, recruit and sustain choirs, ensembles, other musical groups and performance arts that enrich spiritual and community life at Countryside.
3. To help facilitate good communication between choir members and the music program staff.
4. To provide guidance in the selection of program staff.

Section 7. Board of Youth.

A. The Board of Youth shall consist of not less than nine (9) adult members, three (3) of whom shall be elected annually and serve for a term of three (3) years, plus two (2) youth member from grades 9-12, one (1) rep from the CoYo Senior High Sunday Night Youth Group and one (1) CoYo Faith Singers rep to be elected annually for a one (1) year term.

B. The Board shall create the vision of the CoYo program within the whole of the Countryside Church's community of faith to carry forward the Youth ministries

program. Through regular and active participation in an integrated system of opportunities, Countryside youth are encouraged to grow spiritually, socially and emotionally in a safe and secure environment:

1. To establish and manage the mission, strategies and goals of the youth department that gives guidance and support to the youth ministries for grades 7-12.
2. To give guidance and support to the youth ministries program staff and help facilitate good communication among parents, youth members and the Countryside Youth (CoYo) program staff.
3. To ensure that the youth involvement is considered in all aspects of the church and other board activities for inclusion as part of the whole Countryside church family of faith.

Section 8. Board of Pastoral Care

A. The Board of Pastoral Care shall consist of at least 6 adult members: two drawn from the Care Team, two from Stephen Ministry Team and another two from the congregation at large. Each shall be elected for a three-year term. In addition, there shall be at least one youth member from grades 9-12 elected to serve a one-year term.

B. It shall be the duty of the board of Pastoral Care to:

1. Form policy and procedure around pastoral care.
2. Plan strategic directions for pastoral care across the congregation.
3. Present and oversee budget issues.

Section 9. Board of Life Ministries and Volunteers

A. The Board of Life Ministries and Volunteers shall consist of not fewer than six (6) adult members, two (2) of whom shall be elected annually to serve a term of three (3)

years; plus one (1) youth member from grades 9-12, to be elected annually for a one (1) year term.

B. It shall be the duty of the board of Life Ministries and Volunteers to:

1. Development of small groups, their management and training.
2. Library Management on behalf of the congregation.
3. Manage and maintain volunteers and volunteer opportunities.
4. Communication of all programs and events for this board to the congregation.

ARTICLE XI COMMITTEES

Section 1. General.

At least one (1) full year must intervene before a member having completed a full term on a committee is eligible for re-election to the same committee, except as otherwise provided herein. A member appointed to fill an unexpired term to a committee is eligible for election to that committee without one (1) year intervening. Generally, committee meetings should be held at the Church. Committee members may participate by conference telephone call. Such meetings shall be conducted in a way that all members participating can hear each other at the same time.

Section 2. Nominating Committee.

A. The Nominating Committee shall consist of the past Moderator, the past Chair of each Board of the Church and nine members of the Church at large, not members of any Board, to be elected at the Annual Meeting or any special meeting of the Church called for that purpose, to serve for a period of one (1) year, or three (3) years in

the case of at large members, following their election at the Annual Meeting. The Nominating Committee shall nominate annually at least three at large candidates who shall serve for three (3) years on the Nominating Committee. The Committee shall select its chair, vice-chair and secretary. The Nominating Committee shall receive input from staff at the Chair's discretion.

B. It shall be the duty of the Nominating Committee to have charge of the annual election of officers and Board members and all matters connected therewith. It shall prepare a list of one (1) nominee for each vacancy to be filled at the annual meeting at least three (3) weeks prior to said Meeting.

C. In addition to Board members, the Nominating Committee shall also nominate the Moderator, the Vice-Moderator, the Vice-Moderator Elect, the Treasurer, the Historian, the Clerk and the At-Large Church Council member for a term of one (1) year, and delegates from the Church to Association, State and National Conferences of the denomination and of the interdenominational agencies of which the Church is a member.

D. Any member of the Church or staff may present to the Nominating Committee, prior to its convening for the purpose of selecting nominees, the name or names of proposed nominees for any of the elected offices or boards of the Church. Church members and staff may attend Nominating Committee meetings upon invitation of the committee. All proposed nominees submitted by any member or staff shall be considered by the Committee.

E. The Nominating Committee shall publish the list of nominees in the weekly Church bulletin at least three (3) weeks prior to the Annual Meeting. Nominees,

in addition to the list, may be made by written request of a member of the Church, with the nominee's consent. Such nomination shall be presented to the Nominating Committee prior to the date of the Annual Meeting and shall be provided along with the list for the election, if possible. Nominations may be made from the floor, subject to the nominee's consent.

F. Election shall be by voice vote, except as provided in Article VI, Section 2, Paragraph E.3., or Paragraph G. below.

G. If the Moderator at the request of five (5) or more members deems an election by paper ballot necessary, the Moderator shall appoint tellers to count the ballots and report the results of the election.

Section 3. Personnel Committee.

The Personnel Committee shall consist of the Vice-Moderator, who shall chair the committee, the Moderator, the Vice-Moderator-Elect, the Chair of the Board of Trustees, the Treasurer and the Senior Minister. The Personnel Committee shall employ and terminate non-ordained staff of the Church as may be necessary, determine their compensation (subject to budget allowance), contract with pastoral and ministerial staff and conduct a performance review of the ministers and staff. The Personnel Committee shall routinely report to the Church Council and to the Board of Trustees concerning financial matters. The Church Council shall have the authority to review and ratify decisions of the Personnel Committee.

Section 4. The Strategic Planning and Membership Committee.

The Strategic Planning and Membership Committee shall facilitate, provide leadership and have oversight for the implementation of the Long Range Plan of the

Church. It shall ensure that the Long Range Plan is periodically reviewed and updated, and presented to the congregation for approval at the Annual Meeting. The committee shall include in its responsibilities the development and implementation of a program to maintain and increase the Church membership as described in the Long Range Plan. The committee will be appointed by the Moderator and Senior Minister. The committee shall provide a written report, no less than quarterly, to the Church Council.

**ARTICLE XII
RULES OF ORDER**

Robert's Rules of Order, Newly Revised, shall be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws.

**ARTICLE XIII
AMENDMENTS**

These Bylaws may be amended by a two-thirds vote of the members present and voting at the Annual Meeting of the Church, or at any special meeting duly called, provided notice of the proposed amendment and its rationale be given from the pulpit or published in the weekly Church bulletin for the two (2) Sundays immediately preceding such meeting.

The above Bylaws were adopted by a vote of the Congregation at a duly called meeting for that purpose held on the 28th day of February, 2010.

Moderator

Clerk

Adopted May 15, 1949
Revised March 17, 1963
Revised May 8, 1969
Amended May, 1974
Amended January 27, 1975
Amended January 23, 1978
Amended January 21, 1985
Amended January 25, 1993
Amended April 2, 2000
Amended April 28, 2002
Revised November 19, 2006
Revised February 28, 2010
Revised January 30, 2011