

THE CONSTITUTION OF THE FIRST CONGREGATIONAL CHURCH OF WESTERN SPRINGS

*(Restatement approved June 2008; amendment to Art. III approved January 2015;
further amendment approved May 23, 2021)*

PREAMBLE

This Church was originally incorporated as an Illinois church corporation under the Illinois Religious Corporation Act effective October 22, 1894, by filing an affidavit of incorporation with the Recorder of Deeds of Cook County, Illinois. In May 2021, the Church reincorporated as an Illinois not-for-profit corporation by electing to accept the Illinois General Not For Profit Corporation Act of 1986 (“NFP Act”) pursuant to §101.75 of the NFP Act. As such, it is subject to the laws of Illinois as to temporal matters but not as to spiritual affairs. This Constitution shall be the bylaws of the Church as defined and required by the NFP Act.

ARTICLE I - NAME

The name of this Church is The First Congregational Church of Western Springs.

ARTICLE II - GOVERNMENT AND FELLOWSHIP

This Church is autonomous and is under the control of no other ecclesiastical body, but it accepts the obligations of mutual council, comity and cooperation involved in the United Church of Christ and with all churches which seek to promote the Kingdom of our Lord Jesus Christ. This Church is a member of the United Church of Christ and the Chicago Metropolitan Association and the Illinois Conference of the United Church of Christ.

The government of this Church is vested in its Members acting as a whole, who, subject to the law with respect to temporal matters, have the ultimate right of control in all of its affairs. Certain powers are delegated by the Members to officers, and committees as hereinafter set forth.

ARTICLE III - MISSION AND VALUES

Section 1. General Statement

We believe in the freedom and responsibility of the individual soul and the right of private judgment.

Section 2. Statement of Mission *(approved January 2015)*

Joined as a congregation through the grace of Jesus Christ, we are called:

To worship God together in wonder and in faith;
To increase our love of God by increasing our love of neighbor;
To connect the stories and truths of Scripture with our daily lives;
To share our stories of faith with one another and our community;
To open our lives to the transforming power of God's love;
To celebrate the liberation received through Christ's forgiveness, and to share that gift by forgiving others;
To follow Christ to the side of all who suffer and despair;
To be Christ's messengers and advocates for social justice;
To be generous and thoughtful stewards of all of God's gifts; and,
To welcome all people as children of God.

We invite any who wish to join us to share in the joys and challenges of this calling.

Section 3. Statement of Values

We, the First Congregational Church of Western Springs, look toward the future with hope and anticipation, valuing these commitments to guide us on the way:

to remember Whose we are, that we might be faithful in worship, study, prayer, care of one another and of the world;

to proclaim in word and deed Jesus as the living Christ, God's love and justice made flesh;

to seek God's way for us by listening for God's Word in Holy Scriptures, in our rich heritage, in faithful witness, in our evolving human experience, and in the fresh winds of the Holy Spirit;

to act in the freedom of conscience and right of individual discernment, while living out the call to covenantal relationship with one another;

to be a welcoming community where all might know they are accepted and belong, sharing Christ's open table with open heart;

to spiritually nourish, inspire and keep safe our children and youth in the unfolding journey of their Christian faith;

to lift up our tradition of theological education, shared learning and the free exchange of ideas;

to respond with energy, intelligence, imagination and love to the spiritual, emotional and physical needs of our congregation in every season and passage of life;

to connect the truth of the Scriptures with our daily lives, highlighting the relevance of faith to all aspects of life and society;

to make real the “priesthood of all believers,” where members of all ages and stages are freed in the Spirit to share their gifts and unique calling in the ministries of Christ;
to partner with others who share a common vision of God’s shalom for this world through ecumenical commitment, witness and ministries;

to risk the reach beyond our own walls in sharing the message of Christ’s love, justice and grace, that lives may be renewed, spirits revived, and the world transformed.

ARTICLE IV - THE SACRAMENTS

The Church recognizes and observes two sacraments:

Section 1. Baptism

Baptism shall be understood as the symbol of the cleansing power of the Holy Spirit and the dawn of a new life in Christ Jesus. The sacrament shall be administered to adults and children at such times as may be appointed by the Diaconate and the clergy.

Section 2. Communion

Communion shall be understood as an ordinance of the Church instituted by Jesus himself, and performed by the Church in all ages because we chose to imitate His example and willingly respond to His command, "This do in remembrance of me." In partaking of the sacrament the Christian declares allegiance to our Lord and his Church. This sacrament shall be observed on such dates as may be appointed by the Diaconate and the clergy.

It is the custom and conviction of this congregation to practice an open communion. All who wish to know the presence of Christ are welcome at the Lord’s table.

ARTICLE V - MEMBERSHIP

Section 1. Qualifications

This Church welcomes into its membership any person who loves the Lord Jesus Christ and who seeks to live according to his law of love. Baptism is required of all individuals not previously baptized who seek to enter into membership of this Church by confession of faith.

Section 2. New Members

New members may be accepted by confession of faith, reaffirmation of faith, confirmation or by letter of transfer from another congregation. Reception into membership and assent to the Church Covenant shall be at a regular worship service except in instances specially authorized by the Diaconate.

Section 3. Governing Member Responsibilities

All existing and new members are Governing Members unless otherwise provided in this Constitution. Governing Members are encouraged to maintain an active role in the life of the Church. Their gifts of prayers, presence, participation, pledges and proclamation are life-giving to the Church. Governing Members covenant, to the best of their abilities to:

- Attend worship service on a regular basis;
- Receive communion and live in a way consistent with the Mission and Values identified in Article III;
- Use their time and talents in support of one or more of the ministries of the Church;
- Maintain caring and open relationships with members and friends of the Church; and
- Contribute as able to the financial support of the Church as guided by the biblical principle of sacrificial giving.

Section 4. Voting Rights

- (a) All Governing Members may vote in congregational meetings described in Article XIV.
- (b) Governing Members who are inactive in the life of the Church for an extended period of time may be placed into Non-Voting status by either (1) individual request or (2) recommendation of the Church Council to the Governing Members and a vote by the Governing Members at the Annual Meeting. Prior to such action by the Church, a letter of concern will be sent to the inactive member and such member shall be given reasonable notice and an opportunity to respond. Non-Voting Members maintain the rights and privileges of membership other than the right to vote in congregational meetings or to serve as an officer of the Church or a member of the Church Council, Diaconate or committees described in Article XI. Unless otherwise provided, reference to “member” or “membership” shall include both Governing Members and Non-Voting Members.

Section 5. Termination

- (a) *By letter of transfer or by withdrawal.* A member included on the membership roll shall, upon his or her request to the Diaconate, (1) be granted a letter of transfer to any specified Christian church or (2) be released from membership.
- (b) *By exclusion.* It is the intent of the Church to be supportive and nurturing but also strong in its responsibility to protect the safety and welfare of its members. Should a member disregard his or her duties to the church or for other just cause, the Governing Members, upon recommendation of the Church Council, may vote to terminate his or her membership, but only after an effort at reconciliation has been made, due notice is provided, and a hearing is conducted by the Church Council. Any person whose membership has been terminated by exclusion may, for good and sufficient reasons, be restored to membership by vote of the Governing Members.

ARTICLE VI – ELECTIONS

Section 1. Elected Positions; Eligibility

The Moderator, Associate Moderator, Treasurer, Delegates to the judicatory bodies of the United Church of Christ, members-at-large of the Executive Committee, members of the Diaconate and members of the committees described in Article XI shall be elected by and from the Governing Members at the Spring Meeting.

Section 2. Terms

The Moderator, Associate Moderator, and Treasurer shall be elected for a one-year term and may serve no more than three consecutive terms in any one office. The three members-at-large of the Executive Committee, the two Delegates to the judicatory bodies of the United Church of Christ, the members of the Diaconate, and the members of the committees described in Article XI shall be elected for a three-year term and may serve no more than two consecutive terms in any such position; all such three-year terms will be staggered and, where possible, one-third of the positions will be elected annually. All terms begin on July 1 following the Spring Meeting election. The Diaconate and the committees shall elect their own chair or officers annually.

Section 3. Vacancies

Vacancies in the offices of Moderator, Associate Moderator, Treasurer, Delegates to the judicatory bodies of the United Church of Christ and members-at-large of the Executive Committee shall be filled by election at the Spring Meeting or at a Special Meeting of the membership of this Church. Vacancies in the membership of the Diaconate and committees described in Article XI shall be filled for the unexpired term by the remaining members thereof.

Section 4. Removal

A layperson elected to any position in the Church may be removed from that position by vote of the Governing Members at a duly called meeting. Prior to such a meeting called and conducted in accordance with Article XIV, at least fourteen days' notice of the proposed action must be given to the membership of the Church and to the elected layperson involved.

ARTICLE VII - OFFICERS

Section 1. Officers

The officers of this Church shall be the Moderator, Associate Moderator and Treasurer.

Section 2. Moderator and Associate Moderator

The Moderator shall preside at meetings of the Church Council, the Executive Committee, and all general congregational meetings described in Article XIV. The Moderator shall ensure that minutes and records will be kept of all official Church proceedings. The Associate Moderator shall act in

the absence of the Moderator. In the absence of both at any meeting, a Moderator pro-tem may be elected by those present.

Section 3. Treasurer

- (a) The Treasurer shall ensure that a record of receipts and disbursements is kept and payment is made of funds approved by the Finance and Stewardship Committee.
- (b) The Treasurer shall be a voting member of both the Executive Committee and the Finance and Stewardship Committee.
- (c) As approved by the Finance and Stewardship Committee, the Treasurer is authorized to execute investment securities and banking agreements on behalf of the Church.

ARTICLE VIII - CHURCH COUNCIL

Section 1. Membership

- (a) *Voting Membership.* The nineteen voting members of Church Council must be Governing Members of the Church and shall consist of the following:
 - The seven members of the Executive Committee (*i.e.*, the Moderator, Associate Moderator, Treasurer, Senior Minister, and the three at-large members)
 - The Chair of the Diaconate
 - The eight Chairs of the committees provided for in Article XI
 - The Delegate to the Chicago Metropolitan Association
 - The Delegate to the Illinois Conference of the United Church of Christ, and
 - A representative from Woman's Society.

Each voting member of Church Council shall have a single vote. In the event that one person serves on Church Council in more than one capacity, that person shall nevertheless be limited to a single vote. In the event the Chair of the Diaconate, the Chair of an Article XI committee, or the Woman's Society representative resign or no longer hold those positions, their duly-appointed successor shall fill the resulting vacancy on Church Council. The Moderator shall fill any other vacancy in the voting membership of the Church Council by selecting a person to complete the remaining term for the vacant position.

- (b) *Student Representative.* The Church Council may select a student representative from Plymouth Fellowship to serve as a non-voting member of the Church Council.

Section 2. Chair

The Moderator shall be the chair of the Church Council.

Section 3. Mission and Responsibilities

- (a) *Mission.* The Church Council is an executive body whose mission it shall be to envision the true meaning and task of the Church, to establish goals, to recommend plans and priorities and to encourage the formation and implementation of a vital and expanding Christian program. The Church Council shall also serve as the board of directors of the Church as defined and required by the NFP Act.
- (b) *Responsibilities.* The Church Council shall also be vested with the management of the affairs of the Church, except for the powers retained by the Governing Members or the powers delegated to the officers, Executive Committee, Diaconate or the committees provided for in Article XI of this Constitution. It shall have the power to act for the Church in the event of emergencies requiring decisions which cannot await the calling of and notice for a meeting of the membership.

The Church Council shall have the following specific responsibilities:

- (1) To appoint and dismiss such committees, other than the Diaconate and those provided for in Article XI, as are needed for the fulfillment of its responsibilities.
- (2) To delegate to its Executive Committee any matters on which it may act and for which it will be responsible.
- (3) When the position of Senior Minister is to be filled, to propose to the Governing Membership for its approval, a Pastoral Committee and procedures to be followed in presenting a candidate to the Governing Members for election.
- (4) To hire and dismiss the clergy (other than the Senior Minister) and Directors of Ministries upon recommendation of the Executive Committee.
- (5) To consult with the Finance and Stewardship Committee on the budgeting of funds necessary to the implementation of the objectives and priorities of the Church.
- (6) To establish dates for congregational meetings other than those stipulated in this constitution.
- (7) To provide for the indemnification of officers, directors, employees and agents of the Church pursuant to the then-existing terms of the NFP Act.

Section 4. Executive Committee

- (a) *Membership.* The Executive Committee shall consist of the Moderator, Associate Moderator, Treasurer, Senior Minister and three at-large-members. The Moderator shall be the chair of the Executive Committee. The Senior Minister shall be a non-voting member of the Executive Committee.

- (b) *Responsibilities.* The Executive Committee shall serve the following functions:
- (1) It shall serve as the Executive Committee of the Church Council by generally advising and consulting with the Senior Minister and by fulfilling other responsibilities delegated to it by the Church Council;
 - (2) It shall also serve as the human resources committee for the Church. In connection with its human resources function, the Executive Committee shall prepare compensation and benefit plans for the paid staff, counsel with the staff on their tasks and responsibilities, and administer all other matters relating to the paid personnel of the Church. The Executive Committee shall provide recommendations to the Church Council on the hiring and dismissal of the clergy (other than the Senior Minister) and Directors of Ministries; the Executive Committee has the sole authority to hire and terminate all staff members other than the Senior Minister; and
 - (3) It shall be responsible for maintaining the legal status of the Church and may select legal counsel from the membership of the Church. The Committee may employ additional legal counsel if necessary in order to serve the Church in legal matters.

ARTICLE IX - MINISTERS

Section 1. Responsibilities

It shall be the duty of the ordained ministers to preach the Word, care for the services of public worship, administer the sacraments and promote the spiritual welfare of the Church and those whom it serves. They shall be non-voting members of the Diaconate and committees except as otherwise specified.

The Senior Minister shall be the executive head of the paid staff.

Section 2. Call and Dismissal

When a vacancy occurs in the office of Senior Minister, the Church Council shall submit to the Governing Members for their approval the name of nominees to serve on a Pastoral Committee and a plan for the procedure to be followed to secure a candidate for election. The Senior Minister's relationship to the Church may be dissolved upon reasonable notice either by the Governing Members or the Minister. The hiring and dismissal of other professional staff shall be approved by the Church Council.

ARTICLE X - DIACONATE

Section 1. Responsibilities

The Diaconate shall assist the ordained ministers in serving the spiritual needs of the Church and community. In executing this function, the Diaconate shall:

- (a) assist in the administration of Baptism and Communion;

- (b) establish the number of times each year the sacrament of Communion shall be celebrated and set the date of each celebration in consultation with the clergy;
- (c) extend the Christian hospitality of the Church to all worshippers at all public services of worship;
- (d) encourage youth and new member participation in church services and other Diaconate duties;
- (e) assist in calling on those in need;
- (f) supervise the maintenance of membership rolls of the Church and in that connection shall:
 - (1) assist in welcoming new members;
 - (2) announce at the Annual Meeting each year or make available in writing the names of all new members received within the past year, the list thereof to be included in the minutes of the meeting;
 - (3) maintain contact with Governing Members and Non-Voting Members.
 - (4) recommend to Church Council (for action by the Governing Members) the exclusion of members and removal of names from the roll of Governing Members and Non-Voting Members.
- (h) be available to assist the ministers and interested persons and families in connection with the preparation for and conduct of weddings and related events. This may be accomplished through a subcommittee whose members need not be members of the Diaconate; and
- (i) appoint a Governing Member to serve as Head Usher.

Section 2. Membership

The Diaconate shall consist of between 15 and 18 members and the Head Usher, who need not be an elected voting member of the Diaconate.

ARTICLE XI - COMMITTEES

Section 1. The Finance and Stewardship Committee

The Finance and Stewardship Committee is responsible for the financial affairs of the Church not otherwise provided for herein. In executing these responsibilities, the Committee shall, among other things:

- (a) secure, review and, where appropriate, revise recommended budgets from the Diaconate and each committee, including the Executive Committee;

- (b) prepare each year and, after consultation with the Church Council, submit to the Governing Members
 - (1) a preliminary budget (at the Budget Meeting typically held in October) of estimated income and expenses of the Church for the ensuing year,
 - (2) the proposed final budget for the year (at the Annual Meeting held in January) of estimated income and expenses for the ensuing year;
 - (3) a record of actual income and expenses for the most recent concluded year (at the Annual Meeting);
- (c) foster in the membership knowledge of the principles of Christian stewardship and secure through means such as the pledge drive the funds necessary to meet the current expense and benevolence budget;
- (d) promote the principles of stewardship through gifts, bequests or establishment of trusts as memorials or otherwise. The Committee shall be responsible for the acceptance or rejection of all gifts donated to the Church other than those managed by the Endowment Fund Committee. The Committee shall also be responsible for the investment and use of all monetary and financial gifts and shall ensure that the wishes and intent of the donors are followed;
- (e) designate those persons authorized to receive, record and deposit funds received and designate the securities in which funds shall be invested;
- (f) authorize the Treasurer or other designated agent to pay out Church funds;
- (g) ensure that an adequate system of internal accounting control, including proper segregation of duties, is maintained within the finance and accounting functions of the Church;
- (h) review periodically, but not less than every three years, whether there is a need for either a systems audit or an account audit for the Church. If an audit is deemed prudent, the Committee is authorized to either appoint an auditor or auditors from the Governing Membership or retain an outside auditor; and
- (i) review all audit reports, recommend improvements to our existing systems and, after consultation with Church Council, implement such changes.

The Committee shall consist of the Treasurer and between 6 and 9 additional members.

Section 2. The Properties Committee

The care, custody, insurance and control of the real estate and tangible personal property of the Church is vested in the Properties Committee. The Committee is authorized and empowered to:

- (a) take such steps as are necessary or proper to protect the property of the Church or its interest therein;

- (b) make such repairs and improvements to and alterations of the properties of the Church, and to provide for such maintenance work on said properties as shall be necessary or proper to keep them in good, safe and serviceable condition;
- (c) insure the Church properties and procure insurance coverage on not only such properties and the loss of use thereof in case of damage, but also against liability arising out of the use thereof or the actions of its officers, agents or employees; and
- (d) regulate and control the use of the properties of the Church;
- (e) to spend up to \$100,000 on a particular project, purchase, repair or improvement.
- (f) to buy or sell any particular personal property or securities (excluding any assets of the Endowment Fund) valued at less than \$25,000;
- (g) upon obtaining prior approval of the Governing Members, (1) to spend over \$100,000 on a particular project, purchase, repair or improvement; (2) to buy or sell any particular personal property or securities (excluding any assets of the Endowment Fund) valued at \$25,000 or more; (3) to buy, sell, mortgage, pledge, lease or transfer real property; and (4) to erect, construct, enlarge or materially alter any building owned by the Church.

The Committee shall consist of between 7 and 10 members.

Section 3. The Christian Education Committee

The Christian Education Committee shall be responsible for establishing the programs of Christian education of the Church. In cooperation with the professional staff, it shall aid in the implementation of these programs through the church school, confirmation classes, seminars, the library (including audio visual media), and teacher recruitment and training. The Committee shall also be responsible for the administration of the church school, the youth fellowship and service ministries, adult educational programs and the weekday preschool program.

The Committee shall consist of between 8 and 10 members. The Director of Christian Education and the Youth Minister (or Director) shall also be a non-voting member of the Committee.

Section 4. The Outreach Ministries Committee

The Outreach Ministries Committee shall be responsible for disbursing the Church's yearly mission budget on behalf of the Church and engaging the Church and its members in hands-on mission work outside our own walls.

In executing these functions, the Committee shall, among other things:

- (a) recommend to the Finance and Stewardship Committee the amount of money to be budgeted for mission and outreach purposes;

- (b) determine to whom the mission budget will be disbursed in a given year. This includes the charge to:
 - (1) solicit and evaluate information from mission and ministry organizations to determine the fiscal health, effectiveness of mission, and compatibility of mission statements with the overall mission and values of the Church;
 - (2) decide what amount of the overall Outreach budget shall be given to ministries within the United Church of Christ and direct accordingly; and
 - (3) maintain active cooperation with the missionary agencies of the denomination;
- (c) communicate effectively with mission organizations about what financial and/or volunteer support we plan to provide in a given year;
- (d) keep the membership of the Church informed of developments in the area of mission and outreach. Inform and educate the membership about the ministry being accomplished through the organizations we support, including theological rationale for our decision-making; and
- (e) engage all ages of the membership in hands-on outreach volunteer opportunities within the Church and outside our walls.

The Committee shall consist of between 18 and 20 members.

Section 5. The Nominating Committee

The Nominating Committee shall prepare and submit a list of nominees selected from the Governing Members to serve as officers, members at large of the Executive Committee, delegates, and members of the Diaconate and the committees. The nominees will be voted on by the Governing Members at the Spring Meeting. Governing Members have the right to make nominations from the floor.

Before making its nominations, the Committee shall consult with the existing committees in order to determine both the number of new members needed and the skill sets, expertise and background that would be most beneficial in achieving the goals of each committee.

The Committee shall consist of between 5 and 7 members.

Section 6. The Music Committee

The Music Committee shall have the responsibility for the following:

- (a) supervision of the music of the Church;
- (b) promotion and conduct of special musical events; and

- (c) acquisition, maintenance and improvement of musical equipment and literature for the Church.

The Committee shall consist of between 5 and 7 members. The Director of Music shall be a non-voting member of this Committee.

Section 7. The Endowment Fund Committee

- (a) *Purpose.* This Church's permanent endowment fund was established in 1979 by a resolution adopted by the Governing Members to "assure the future of our Church by providing a source of regular, predictable income while preserving the principal". The Endowment Fund Committee is to provide faithful management of gifts given through means such as wills, charitable remainder trusts, assignment of life insurance, and transfers of property to further the work of the Church.
- (b) *Committee Membership and Officers.* The Endowment Fund Committee shall consist of between 5 and 9 members. The Chair of the Finance and Stewardship Committee and the Senior Minister shall be ex-officio, non-voting members of the Endowment Fund Committee.
- (c) *Duties.* The Committee is responsible for the acceptance and investment of all gifts donated to the First Congregational Church Endowment Fund (previously known as the "Second Century Fund"); such gifts shall include all estate plan gifts and undesignated memorials received by the Church. The Committee is also responsible for making all efforts necessary to preserve the tax-exempt status of the Endowment Fund.
- (d) In fulfilling these duties, the Endowment Fund Committee members are authorized and empowered to:
 - (1) manage the investments of the Church's Endowment Fund;
 - (2) accept designated gifts with the concurrence of the Finance and Stewardship Committee; and
 - (3) provide an accounting to the Finance and Stewardship Committee and, if requested, Church Council, of the investments and returns of the Endowment Fund.
- (e) *Use of Fund.* The principal of the Fund shall not be utilized except by recommendation of a 2/3 majority vote of the Endowment Fund Committee members and approval by a 2/3 majority vote of the Governing Members at a meeting convened pursuant to the provisions of this Constitution. For the purpose of applying this limitation on Fund spending, "principal" is defined as the cumulative gifts received by the Fund since its inception.

Section 8. The Christian Ventures Committee

The mission of the Christian Ventures Committee is to offer a variety of programs and worship services which offer opportunities for personal spiritual growth. With support from the professional staff, the Committee is responsible for researching, developing, planning and supporting special events. This Committee will explore and introduce various methods of worship, which may open new ways of thinking about spirituality. Such community building events and programs might include Advent, Lenten and healing services, Taize worship, and Labyrinth walks. It is the responsibility of the Committee to inform the Church and community of these events and services through promotional articles/notices in church and local media, announcements at church services, and lawn signage. The Committee shall review and evaluate the success of such events and program. The Committee shall also appoint a Governing Member to serve as a liaison with the guides coordinating Labyrinth walks.

The Committee shall consist of between 6 to 9 members and a Labyrinth liaison, who need not be an elected voting member of the Committee.

Section 9. Ad Hoc and Non-Voting Members of Diaconate and Committees

The Diaconate and Article XI committees shall not be limited in number of ad hoc non-voting members they may be add to their Committee and are encouraged to do so as needed.

The Diaconate and all committees may appoint up to two individuals to serve a one-year term as a Youth Representatives. Youth Representatives shall not be required to be elected, and shall be non-voting members of the Diaconate or applicable committee

The Diaconate and all committees are encouraged to prepare and keep current (a) commissions, to be reviewed by the Church Council, which consist of detailed statements of the purposes and functions of the committee, (b) procedural manuals for carrying out the responsibilities and functions of the committee, and (c) written statements of goals to be set annually and used as a means of measuring the degree of accomplishment of the committee.

ARTICLE XII – DELEGATES

Two lay Delegates shall be elected by the Governing Members, one to represent the Church in the Chicago Metropolitan Association and another to represent the Church in the Illinois Conference of the United Church of Christ. Other delegates to meetings where the Church should be officially represented shall be appointed by the Moderator. The Church has the right to instruct the delegates, but absent such direction the delegates are to act uninstructed.

ARTICLE XIII - FELLOWSHIP AND SERVICE ORGANIZATIONS

The Church recognizes the right of groups such as, but not limited to, Woman's Society and Plymouth Fellowship, to organize for the purpose of promoting Christian fellowship, service and enterprise among the members of the Church and community. The Church authorizes such groups, under the principles of the Church and rules adopted by the Church Council, to form such organizations, hold meetings, elect officers, raise and expend monies, and engage in

any activity in harmony with the purpose, policies and constitution of this Church and the covenants made by them with the Church.

A report regarding the assets and liabilities of all such organizations established after January 1, 2008 shall be provided to the Finance and Stewardship Committee at the close of each calendar quarter. All organizations within the Church shall make an annual report at the time of the Annual Meeting which shall include a statement of income and expenditures and shall be made a part of the Annual Report of the Church.

ARTICLE XIV - MEETINGS

Section 1. Congregational Meeting Procedures

- (a) *Notice.* Notice of the Annual, Spring, Budget and Special Meetings of the Governing Members shall be given at the Sunday Church service next preceding the meeting. Notice of all meetings shall be printed in the church bulletin for two Sundays preceding the meeting. Notice of a Special Meeting shall state the purpose of that meeting and be limited to that stated purpose. The notice shall provide directions as to the logistical details of any virtual or hybrid meeting (as described in Section 1(b) below), including how Governing Members can remotely access, participate in, and vote at such meeting. In addition to the notice required in the preceding provisions of this Section 1(a) (or alternatively in the event such notice is not practicable), notice may be provided through electronic means (i) reasonably calculated to result in actual receipt of the information no less than 14 days prior to the applicable meeting; and (ii) which communicates the nature and purpose of the meeting to the intended recipient.
- (c) *Meetings and Quorum.* A meeting may be held in-person, virtually (through the internet or other electronic or telephonic means) or a hybrid (an in-person meeting that also permits Governing Member participation through electronic or telephonic means). One hundred Governing Members, whether participating in-person or remotely, shall constitute a quorum for all business meetings of the membership; *provided, however*, 150 Governing Members, whether participating in-person or remotely, shall constitute a quorum for the following actions:
- Amendments to the Constitution.
 - Approval of proposals to buy, sell, mortgage, lease or transfer church property, real or personal, pursuant to Article XI, section (f).
 - Approval of proposals to erect, construct, enlarge, or materially alter any building owned by the Church, pursuant to Article XI, section (f).
 - Approval of proposals for the calling or changed tenure of the Senior Minister.
- (c) *Vote.* Any action permitted or required to be taken by the Governing Members under this Constitution shall be taken at a meeting duly convened and conducted pursuant to the provisions of this Article XIV. Unless otherwise provided in this Constitution, all questions and issues submitted to the membership for decision, shall be resolved by a majority of Governing Members participating and voting either in-person or remotely.

- (d) *Parliamentary Procedure.* All meetings of the Governing Members, Church Council, Executive Committee, Diaconate and other committees shall be conducted and business transacted according to the current edition of Robert's Rules of Order.

Section 2. The Annual Meeting

The Annual Meeting of the Church shall be held in January of each year, provided, however, that the Church Council may, at its option, fix another date for the Annual Meeting. The business of this meeting shall include:

- (a) review of significant activities and work undertaken by the congregation during the preceding year;
- (b) the Chair of the Diaconate reading or otherwise making available in writing a complete list of new Governing Members, Non-Voting Members, and removed, deceased or transferred Members since the last Annual Meeting. This list shall be set forth in the minutes of the meeting;
- (c) presentation by the Finance and Stewardship Committee of the proposed final budget for the ensuing year and approval or modification thereof.

Section 3. The Spring Meeting

The Spring Meeting shall be held in May or June of each year, provided, however, that the Church Council, may, at its option, fix another date for the Spring Meeting. The business of this meeting shall include:

- (a) election of officers and other persons holding elective positions as herein provided;
- (b) financial reports on behalf of the Treasurer, the Finance and Stewardship Committee, the Endowment Fund Committee and the Properties Committee.

Section 4. The Budget Meeting

The Budget Meeting shall be held in October, provided, however, that the Church Council may, at its option, fix another date for the Budget Meeting. The business of this meeting shall include presentation by the Finance and Stewardship Committee on the preliminary budget for the ensuing fiscal year and approval or modification thereof.

Section 5. Other Business Meetings

Special Meetings shall be convened at the call of the Senior Minister, the Moderator, any three (3) officers or any fifteen (15) members of the Church.

Section 6. Committee Meeting Procedures

- (a) *Open Meetings.* All meetings of the Church Council, Diaconate and the committees provided for in Article XI shall be open for attendance by all members. Church Council

may, however, meet in closed session in order to address human resources or legal matters. Meetings may be held in-person, virtually (through the internet or other electronic or telephonic means) or a hybrid (an in-person meeting that also permits committee member participation through electronic or telephonic means).

- (b) *Quorum.* A quorum for meetings of the Church Council, Executive Committee, Diaconate, and the committees provided for in Article XI shall be a simple majority of its members.

ARTICLE XV - PROGRAM YEAR AND FISCAL YEAR

The program year of the Church shall begin on July 1 and end June 30 of each year. All references in this Constitution to annual elections, terms of office or other matters shall conform in timing to this program year.

The fiscal year of the Church shall be the same as the calendar year. All financial matters including budgets, pledges, and financial reports, shall conform in timing to this fiscal year.

ARTICLE XVI - AMENDMENTS

The Church Council shall adopt a resolution setting forth any proposed amendment to the Articles of Incorporation or this Constitution and directing that such proposed amendment be submitted to a vote at a meeting of the Governing Members. Amendment of the Articles of Incorporation or the Constitution must be approved by a two-thirds vote of the Governing Members present and voting at any Annual, Spring, or Budget Meeting or at a Special Meeting called for that purpose, assuming a quorum is present pursuant to Article XIV, section 1(b). The notice of any such meeting shall set forth the proposed amendment or include a summary of the changes to be effected thereby and the complete text of any such amendment shall be made available prior to the meeting.

Notice of meetings which will include the consideration of proposed amendments as required by this Article XVI may be provided through electronic means as set forth in Article XIV, Section 1(a).