

BYLAWS OF
SHEPHERD OF THE HILLS
CONGREGATIONAL CHURCH

2020

ARTICLE I: AUTHORITY FOR PROMULGATION

These bylaws are promulgated pursuant to Article VII, Section 1 of the Constitution of this Church.

ARTICLE II: PURPOSE OF BYLAWS

These bylaws are intended to provide this Church with an orderly plan for government and administration. The government and administration of this Church shall be in accordance with these bylaws, subject, however, to the reasonable discretion of those in whom authority has been vested by the Church.

ARTICLE III: Council

Section 1: Jurisdiction.

By virtue of Article III, Section 1 of the Constitution of this Church, all authority in this Church is vested in its members. That authority shall be exercised through a Church Council, except as to such matters as the members of this Church may specifically reserve to themselves.

Section 2: Members.

By virtue of their offices, and for as long as they hold their offices, the following shall be members of the Council:

- (a) A Moderator, who shall be the chairperson of the Council.
- (b) A Vice Moderator, who shall be the vice-chairperson of the Council.
- (c) A Treasurer.
- (d) The Leader of the Outreach Team, Education Team, Worship and Music Team, Diaconate Team, Facilities and Operation Team, Stewardship Team, and Membership Team.

One additional member of the Council, shall be elected at large by the members of the Church and have voting rights.

The Pastor or Pastors shall be entitled to a voice but not a vote on the Council.

The Council shall have the power to fill any vacancies which may occur in its membership.

Section 3: Election; Term; Limitations on Service.

The members of the Council shall be elected by the Church members. Elections shall be held annually at the congregational meeting in the first two months of the year.

The term of office of each member so elected shall be two years. Individual shall serve no more than two consecutive two-year terms on the Council in the same capacity nor more than three consecutive two-year terms regardless of the capacity in which the individual has served. An exception is allowed for the treasurer. Because of continuity, the office term of Treasurer may be extended indefinitely based on willingness to service and a plurality vote of the council.

The Council may however, enter a motion to extend term limits for a retiring Member. If the Council determines that the retiring Member's continuation of service would be of substantial benefit to SOH until such time as an eligible and qualified person can serve in a similar capacity.

This exception clause would require unanimous vote of the Council, agreement by the retiring Member, approval at the Congregational Meeting.

Section 4: Duties and Responsibilities; Exceptions.

In cooperation with the Pastor or Pastors and professional staff, the Council shall be responsible for the administration of the mission, program, property and finances of the Church. The Council shall coordinate the functions of the standing committees, plan for the long-range needs of the Church, perform the nominating functions required by these bylaws, deal with personnel matters, and otherwise do what is necessary to ensure appropriate and efficient administration of the affairs of the church. The Council shall also determine how unbudgeted expenditures shall be handled by the standing committees.

The Council may delegate its authority to make decisions to appropriate individuals or committees, while retaining ultimate responsibility for the exercise of that authority.

The Council shall not have the power to mortgage, sell, exchange or transfer any real property or improvements constituting the Church plant, nor to buy or otherwise acquire real property, without specific authorization by a vote of two-thirds of the church members present at a duly called meeting.

Section 5: Standing Committees of the Council.

Each standing committee of the Council shall keep appropriate records of its activities, a copy of which shall be kept in the church office, and shall present an annual report of its activities, which report should include recommendations as to matters requiring the future attention of the standing committee. Each standing committee shall also present a proposed budget for its activities each year to the Council.

The chairpersons of the standing committees shall be elected pursuant to these bylaws. The Council, or a Nominating Sub Committee, shall be responsible for proposing and enlisting the other members of the standing committees. In discharging this responsibility, the Council and any individuals or committees to whom this responsibility may be delegated should try to ensure that there is both adequate continuity and adequate change over time in the membership of the standing committees. On each standing committee, the professional staff of the Church shall be entitled to a voice but not a vote.

The Council shall specify the specific matters and functions for which the respective standing committees shall be responsible and shall clarify those responsibilities as needed or upon request. The specification of functions and responsibilities should be recorded in a written manual, which manual should be kept current and made available to all Church members on request. Each standing committee shall have the power to create and dissolve such subcommittees as it deems necessary or appropriate to discharge its responsibilities, and to specify the responsibilities of such subcommittees.

The following standing committees shall have the responsibility and authority to conduct the business of the Church with regard to the matters designated, subject to such guidelines as the Council may set, and absent a contrary decision by the Council.

- (a) Outreach Committee. There shall be an Outreach Committee which shall be responsible for missions, benevolent giving, and support of community service, welfare or action. It shall also coordinate the church's involvement in ecumenical activities.
- (b) Education Committee. There shall be an Education Committee which shall be responsible for the education program of the Church.
- (c) Worship and Music Committee. There shall be a Worship and Music Committee which shall be responsible for worship services and for the music program of the Church.
- (d) Diaconate. The Diaconate shall consist of the deacons of the Church and shall assist and support the Pastor or Pastors in the spiritual affairs of the Church. It shall be responsible for matters, calls and visitation.
- (e) Stewardship Committee. There shall be a Stewardship Committee which shall be responsible for budgets, pledging and other financial matters not entrusted to the Treasurer, and for publicity.
- (f) Facilities and Operations. There shall be a Facilities and Operations Committee which shall be responsible for maintaining the buildings and grounds of the Church in good condition and repair.
- (g) Membership Committee- The membership committee will be responsible for the recruitment and instruction of new members, and advertising and publicity.
- (h) Member at large -The member at large serves as a council member unaffiliated with any committee. They have full voice and may serve as a liaison to other committees. They are granted and have full voting rights.

Section 6: Additional Committees of the Council

The Council may designate additional committees from time to time, which committees shall exist at the pleasure of the Council and shall report to the Council. When designating any such additional committees, the Council should specify both the responsibilities of the committee and the duration of the committee's existence.

Section 7: Meetings; Quorum; Plurality.

- (a) Meetings. Regular meetings of the Council shall be held at such times and places as may be determined by the Council. Regular meetings shall be held on at least quarterly basis. The Council shall endeavor to give reasonable notice of its meetings to the congregation so that interested members of the Church may attend.

Special meetings of the Council may be called by the Moderator or the Pastor. Special meetings of the Council shall be called by the Moderator upon the concurrence of any two Council members that such a meeting should be called. Reasonable notice of any special meetings shall be given to the members of the Council. Although notice of special meetings should ordinarily be written, notice which is not in writing shall be sufficient if reasonable.

- (b) Quorum. A quorum for the transaction of any business at a meeting of the Council or any committee thereof shall consist of a majority of the members of such board or committee. A quorum will be defined as one half of the existing members.
- (c) Plurality. Provided that the quorum requirements have been met, a majority of the members present at any meeting of the Council shall be sufficient to reach any decision within the jurisdiction of the Council. Should a tie ensue, the moderator vote will be the tie breaker.
- (d) Open Meetings. Meetings of the Council shall be open to members of the Church, subject to the right of the Council to meet in executive session when necessary. Minutes of the meetings of the Council shall be made reasonably available to members of the Church.

ARTICLE IV: OFFICERS

Section 1: The Pastor.

- (a) Call. The Pastor (and Associate Pastor, if one is called) shall be called for an indefinite term by a majority vote of those members of the Church who are present and voting at a duly called meeting. When a vacancy occurs in the senior pastorate, the Council or a search committee appointed by them for the purpose shall make a canvass of the available ministers, decide upon one who in its judgment should be called, introduce the individual to the Church members, and propose the individual's election at a duly called meeting of the congregation.

The Pastor or Associate Pastor shall become a member of the Church and of the conference of which the Church is a member at the first opportunity or once called.

- (b) Duties. The Pastor or Pastors shall be in charge of the spiritual welfare of the church, in cooperation with the Diaconate. The Pastor or Pastors shall seek to enlist men and women as followers of Christ, preach the gospel, administer the sacraments, oversee all services of public worship, and cooperate with the Council and its committees in administering the affairs of the Church.
- (c) Termination. By a two-thirds vote of the members present at a meeting of the congregation called for that purpose, the Church may request the resignation of the Pastor or Associate Pastor, who shall then submit such resignation within sixty days. The Pastor or Associate Pastor shall give sixty days' notice if he or she decides to leave voluntarily. In the case of a loss of ministerial standing, the Pastor or Associate Pastor shall cease to hold office immediately.

Section 2: The Moderator.

The Moderator shall be the chief executive officer of the Church. Except as may be provided herein, the Moderator shall preside at all meetings of the congregation and at all meetings of the Council.

Section 3: The Vice Moderator.

The Vice Moderator shall assist the Moderator and preside at meetings of the congregation and Council in the Moderator's absence. The Vice Moderator shall become Moderator for the duration of the Moderator's term should the Moderator become unable or unwilling to complete that term.

Section 4: Treasurer.

The Treasurer shall be elected biannually for a term of two years, but may be extended per the exception cited in Article 3 Section 3. The Treasurer shall be responsible for receiving all funds of the Church and for depositing such funds. The Treasurer shall be responsible for paying the bills of the Church and for keeping accurate account of all receipts and disbursements. Except as otherwise provided by the Council, all documents relating to the property of the Church shall be within the custody and control of the Treasurer.

The Treasurer shall preside over meetings of the congregation and the Council in the absence of the Moderator and Vice-Moderator.

-The council will appoint for an indefinite term, a Financial Secretary and an Assistant Financial Secretary, who shall not have membership of the Council or be officers of the Church, but who shall assist the Treasurer, and receive all payments on current

expense and benevolence subscriptions, take charge of all offerings and special collections, keep an accurate account for each subscriber, pay all monies received to the proper treasurer and obtain receipts for such payments, and furnish subscribers with quarterly statements of their accounts.

It is recommended that the Council creates an Ad Hoc committee to annually review the financial records.

Section 5: Clerk.

The Council shall designate one of its members to serve as Clerk. The clerk shall keep or cause to be kept minutes and records of all meetings of the Council and of the congregation.

Section 6: Other Officers.

The members of the Church may elect such other officers as may be needed for the conduct of the affairs of the Church.

ARTICLE V: CONGREGATIONAL MEETINGS AND ELECTIONS

Section 1: Stated Congregational Meetings.

Stated meeting shall be held in the first two months of the calendar year. These dates and the agenda for these meetings may be changed by decision of the Council, but in no event shall such change result in a meeting being held more than thirty days after the date specified in these bylaws.

At the annual meeting, the congregation shall receive and be asked for approval of a report from the Treasurer and shall approve a budget. The Council shall give a report on the membership of the Church.

Such elections as are necessitated, by virtue of Article III, Section 3 of these bylaws or otherwise shall also be held at the stated congregational meetings. Any other appropriate business may be transacted at these meetings.

Section 2: Special Congregational Meetings.

Special meetings of the congregation may be called by the Pastor or Moderator. The Moderator shall call a special meeting of the congregation if requested to do so by the Council or in writing by ten members of the Church. Special meetings of the congregation shall be announced from the pulpit one week in advance or by mail to the Church Members five days in advance of the meeting. The announcement or mailed notice shall specify the nature of the business to be brought before the congregation. The regular Sunday service shall be considered appropriate, in case of necessity, for the transaction of business, except as otherwise required by law or by the constitution and bylaws of this Church.

Section 3: Nominations.

Any member of the Church may offer a nomination or nominations for any position to be filled by election.

The Council shall be responsible for any position to be filled by election and may create a nominating committee to assist in this task. Should the Council designate a nominating committee, it should attempt to ensure that the members of the committee reflect the diversity of the Church and that the membership of the committee is changed with sufficient frequency to ensure the presence of various points of view.

Section 4: Quorum.

A quorum of the Church membership for purposes of any business meetings shall consist of ten percent of the enrolled members of the Church, calculated on the basis of the most recent report on membership.

Section 5: Plurality.

Provided that the quorum requirements have been satisfied, a majority vote of the persons present who are entitled to vote at any meeting of the Church membership shall be sufficient to transact business.

Approval of not less than two-thirds of those present and entitled to vote shall be required (a) to request the resignation of the Pastor or Associate Pastor pursuant to Article IV, Section 1 of these bylaws, (b) to approve a capital funds budget or special capital funds expenditure, (c) to alter or amend these bylaws, or (d) as may be otherwise provided in these bylaws.

ARTICLE VI: MISCELLANEOUS PROVISIONS

- (a) Official Year. The official fiscal year of the Church shall begin on January 1 and end on December 31 of each year.

The official program year of the Church shall begin on July 1 and end on June 30 of the following year.

- (b) Sacraments. The Sacrament of the Lord's Supper shall be celebrated at least six times each year.
- (c) Church Historian. A Church Historian may be designated by the Council. The Church historian shall keep a journal of all occurrences of interest to the church and its members and present the journal at stated meetings of the congregation.

(d) Parliamentary Procedures. In meetings of the congregation, the procedures set forth in the most current version of Roberts Rules of Order shall be followed to the extent possible. The congregation may suspend this requirement by vote.

(e) Reversion of Assets and Property of the Church.

No assets or property, real or personal, shall revert to any Church member or individual in the event of the dissolution of this Church. Upon dissolution, all such assets and property of this Church shall revert to, and title thereto immediately vested in, the Southwest conference of the United Church of Christ or its successor or successors.

A. Membership definitions-

Member- A person with sole affiliation to SOH by baptism or transfer from another church,

Associate Member- A congregant whose primary membership is with another church, but who wishes to be an active participant in the life of SOH. This person is granted all rights given to a member. These members would not be counted in the census to the UCC conference.

ARTICLE VII: AMENDMENT OF BY-LAWS

Section 1: Amendment.

These bylaws may be altered or amended by a two-thirds vote of those present and entitled to vote at any duly called congregational meeting; provided, however, that no proposed amendment or amendments shall be considered unless previously announced from the pulpit on at least two occasions, and made available in writing to the members with reasonable opportunity for discussion prior to any vote.