

**BYLAWS
OF
["MERGED CHURCH"]
_____, 2008**

**Article I
Name and Fiscal Year**

1.1 Church Year. The name of the church shall be ["Merged Church"] (the "Church").

1.2 Church Year. The Church shall operate on a fiscal year beginning on January 1 and ending on December 31 of each year.

**Article II
Meetings**

2.1 Meetings.

2.1.1 The Chair of the Official Board, and if absent, the Vice Chair of the Official Board, shall preside at all regular or called meetings of the Church Members.

2.1.2 The agenda for the annual meeting of the Church Members shall be:

- (a) Annual election of Elders and Diaconate.
- (b) Adoption of the financial budget for the ensuing year.
- (c) Such other matters as shall properly come before it.

2.1.3 Notice of meetings of Church Members shall be mailed by the Church Clerk at least two (2) weeks prior to the meeting. Except for the regular annual meeting, the notice shall include a description of the purpose for such called meeting of the Church Members.

2.1.4 Roberts Rules of Order (Newly Revised) shall govern procedure when not otherwise provided by the Constitution and Bylaws of this Church.

**Article III
Contractual Matters**

3.1 Contracts for less than Eight Thousand and 00/100 Dollars (\$8,000.00) when within and specifically identified budget approval by the Church Members shall be considered routine and two (2) of the following shall sign appropriate documents on behalf of the Church: Official Board Chair, Stewardship and Finance Director, Church Treasurer and Director or Chair of the specific department or committee concerned.

3.2 Contracts for Eight Thousand and 00/100 Dollars (\$8,000.00) or more shall require approval of the Church Members. Any two (2) of the following shall sign appropriate documents on behalf of the Church Members: Official Board Chair, Stewardship and Finance Director and Church Treasurer. If for more than Fifteen Thousand and 00/100 Dollars

(\$15,000.00) or for the purchase/sale of real estate, the signatures of the three (3) Trustees shall also be required on behalf of the Church Members.

Article IV Minister

4.1 Qualifications.

4.1.1 The Minister shall be in sympathy with the historical ideals and purposes of the Christian Church (Disciples of Christ), in fellowship with that brotherhood and shall be a supporter of its reporting agencies. The Minister shall have official standing in the Yearbook and Directory of the Christian Church (Disciples of Christ) and shall meet the guidelines for license/ordination of the above church.

4.1.2 The Minister shall be committed to Jesus Christ as Lord and shall have a zeal for world evangelism beginning with the local community and concerned with ministry to the whole person in the light of the Holy Scriptures.

4.2 Duties.

4.2.1 The Minister is the spiritual leader and administrator of the Church. The Minister's duties shall be those usual pertaining to that office.

4.2.2 The Call of a Minister:

(a) The Official Board shall appoint a Pulpit Committee composed of two Elders, a man and a woman from the Diaconate, two active adult members who are not members of the Official Board, and one active youth member.

(b) The Pulpit Committee shall work closely with the Regional Office in securing and screening ministerial candidates.

(c) The Committee shall report frequently to the Congregation concerning progress.

(d) Salary, benefits, and other terms of the Calling Agreement to be recommended to the Church shall be negotiated by the Pulpit Committee within the approved Budget of the Church.

(e) The Committee shall present only one name at a time to the Official Board. The Board with a three-fourths (3/4) favorable vote shall present the name of the candidate to the Congregation at a called or regular meeting of the Congregation.

(f) The Congregation shall vote on the candidate by secret ballot. A three-fourths (3/4) affirmative vote of members present shall constitute a Call to the Minister under consideration.

4.2.3 Tenure of the Minister.

(a) The Minister shall be called to serve for an indefinite term.

4.2.4 Termination.

(a) The Minister shall give ninety (90) days notice to the Church of his/her intention to resign from the position. The notice must be in writing and mailed or delivered to the Chairperson of the Official Board.

(b) The Church shall give ninety (90) days notice to the Minister to terminate his/her position. Termination of employment must first be considered by the Official Board before being presented at a Congregational meeting, either regular or called. It shall require a third-thirds (2/3) affirmative vote of members present for a Minister's service to be terminated. A written notice of the action shall be presented to the Minister.

Article V Duties of the Elders

5.1 The Elders shall promote the spiritual welfare of the church in every way authorized by and consistent with the teaching and spirit of Christ and the New Testament.

5.2 The Elders shall elect one of their members as Chairman and shall meet frequently (or regularly) to discuss the spiritual welfare of the church, and organize their duties systematically.

5.3 The Elders shall act as a pastoral relations committee. The Elders, should the need arise, acting as pastoral relations committee, can meet without the Minister being present. However, the Minister should be notified and given the opportunity to respond. A copy of all proceedings should be given to the Minister and Board Chairman.

Article VI Duties of the Diaconate

6.1 The Diaconate shall cooperate with the Elders in promoting the spiritual welfare of the congregation, and perform such other duties as may be assigned by the Board.

6.2 The Diaconate shall choose a chairman and organize their regular duties systematically.

Article VII Duties of the Church Trustees

7.1 It shall be the duty of the Trustees to obtain legal advice for the Church in all legal matters which involve or may involve the Church. After making any such legal advice available to the Church, it shall be the duty of the Trustees in all legal matters to seek the direction and guidance of participating Church Members at any duly called regular or special meeting of the Church Members. Such guidance and direction shall control the Trustees in their actions on behalf of the Church Members.

7.2 It shall be the duty of the Trustees to see that the Church in its operation and its property are adequately insured against all possible claims, loss and damage.

7.3 The Trustees shall manage and supervise the investment of Church funds which are usually referred to as the Church Trust Fund. They shall render at each annual meeting of the Church Members a financial statement of the condition of the Church Trust Fund and shall recommend investments and the proposed use of the accumulated income to the Church Members. It shall be the duty of the Trustees to follow the directions and guidance given by participating Church Members at any duly called annual or special meeting to the Church Members.

7.4 It shall be the duty of the Trustees to see that the specific directions given for the use of any such funds be honored. When specified, principal shall not be expended. Recordkeeping by the Trustees shall be sufficient so that all original principal (including principal not be expended) shall be identified. Accumulated interest for each devise, transfer, donation or gift should be identified as well as disbursements therefrom and, when possible, for what purpose.

7.5 The Trustees shall meet at least once every three (3) months to review investment performance.

7.6 The Trustees shall encourage members to consider naming the Church in their wills for the receipt of a specific gift and devise.

Article VIII Trust Fund/Church Fund Policy

8.1 As set forth in the Church's Constitution, certain funds are legally titled in the Church under the names of the Trustees and are usually called the Church's Trust Fund. These funds are dedicated and pledged to advance the purpose of this Church, as set forth in its Constitution.

8.2 For convenience the Fund is divided into the following categories:

8.2.1 Permanent. Funds received by the Church with the stipulation that the original principal not be expended.

8.2.2 Designated. Funds received by the Church with the direction as to how principal and/or accumulated interest are to be expended.

8.2.3 Undesignated. Funds received by the Church with no direction as to how principal and/or accumulated interest are to be expended.

8.2.4 Derived. Funds received from the sale of Church realty and/or personal assets of the congregation.

8.2.5 Reserved. Funds intended to be used for capital needs of the Church and minor repairs.

8.3 As responsible stewards of the Church Fund and assets, the Church Members and Church Trustees shall be ever mindful of the security of all investments, the anticipated income

to be derived, and the outcome of every investment or expenditure as it may further the witness and mission of Christ.

8.4 Income from designated funds shall be distributed according to the instructions of the donor.

8.5 No less than ten percent (10%) of a year's earnings shall be retained and added to other accumulated interest in the Fund whenever possible. The balance of the year's accumulated interest will be distributed by the Church's Trustees as needed, and at the direction and control of the Church Members. This will include obligations approved by the Church Members in accordance with the Church's Constitution.

Article IX Responsibilities of the Official Board

9.1 The Official Board of the Church is charged with the responsibility of supervising and administering the programs of the Church.

9.2 The Official Board of the Church shall be responsible for seeing that an audit of all Church Funds is conducted at least once each Church Year by an independent accounting firm.

Article X Duties of Officers

10.1 Officers. Any one Church Member may fill more than one office of the Church. If one person serves in more than one capacity authorized to sign checks and/or contracts, an additional authorized signature shall be required. Any officer missing three (3) consecutive meetings without satisfactory explanation is subject to suspension.

10.2 Chair. The Chair of the Official Board shall fulfill the usual duties of such a chief executive officer, presiding at all meetings of the Church Members and the Official Board. The Chair of the Official Board shall be an ex-officio member of all functional departments and committees with vote.

10.3 Vice Chair. The Vice Chair of the Official Board shall fulfill the usual duties of such an officer and shall assume the duties of the Chair in the absence or request of the Chair. The Vice Chair shall also serve as Chairman of the Personnel Committee.

10.4 Secretary. The Secretary of the Official Board shall:

10.4.1 Record minutes of the proceedings of all regular and special meetings of the Official Board.

10.4.2 Maintain a record of attendance of each Official Board Member.

10.4.3 Report to the Official Board all members delinquent in their attendance without satisfactory explanation and subject to suspension. At the direction of the Official Board, the Secretary shall officially notify such members.

10.4.4 Maintain an official copy of the Constitution and Bylaws and have them available at all meetings of the Official Board.

10.4.5 Conduct such correspondence as may be necessary.

10.4.6 Perform other duties as assigned.

10.5 Treasurer. The Treasurer shall function in cooperation with the Director of the Department of Stewardship and Finance. The Treasurer shall:

10.5.1 Maintain proper and sufficient records of such receipts and credit them to the account of the individual member or organization from which received.

10.5.2 Disburse all funds, other than the funds managed and supervised by the Church Trustees, in accordance with the authorized budget or such authority otherwise given by the Church Members, through the medium of a check or voucher signed by two (2) authorized officers.

10.5.3 Report the financial condition of the Church to the Official Board at the bi-monthly meetings and to the Church Members at the annual meeting.

10.6 Financial Secretary. The Financial Secretary shall:

10.6.1 Function under the direction of the Chairman of the Department of Stewardship and Finance.

10.6.2 Receive and deposit all funds, other than funds under the jurisdiction of the Trustees, maintain proper and sufficient record of such receipts and shall credit to the account of the individual member or organization from which received. Issue contribution statements for income tax purposes to the individual Church Members at the end of the Church Year.

10.6.3 Give a written report of receipts at each regular meeting of the Board.

10.6.4 Be a member of the Stewardship and Finance Department.

10.6.5 The Assistant Financial Secretary shall assist in counting the offering following the Sunday morning worship service or any other service where an offering is received.

10.6.6 The Assistant Financial Secretary shall assume the duties of the Financial Secretary in his/her absence.

10.7 Church Clerk. The Church Clerk shall:

10.7.1 Record the proceedings at all business meetings of the Congregation.

10.7.2 Maintain an official copy of the Church's Constitution and Bylaws, and have it available at all meetings of the Congregation.

10.7.3 Keep, maintain and update on a regular basis the roll of the participating Church Members.

10.7.4 Remove from the membership card file and roll of participating members the names of those lost by death, transfer to another church, loss due to requirements of the Constitution or by the retirement to the non-participating roll.

10.7.5 Record vital statistics such as births, deaths, baptisms and weddings.

Article XI Minister's Cabinet

11.1 The Minister, at least semi-annually, shall regularly convene and chair a Minister's Cabinet. Its purpose is to consider and make suggestions on matters that involve all departments of the Church. An example of its work is to review the Minister's suggested calendar of events for the coming year. Its suggestions will normally be implemented by the Pastor or other appropriate departments. It will usually include: the Chairman of the Board, the functional Departments, the Elders, the Diaconate and the Presidents of the Christian Women's Fellowship, the Christian Men's Fellowship and the Christian Youth Fellowship, the Chi Rho sponsor and the Sunday School Superintendent.

Article XII Functional Departments and Committees, Purpose and Responsibilities

12.1 The Official Board shall provide for functional departments of Church work and assign specific purposes and responsibilities to each department. Upon approval of the Official Board and the Church Members at the annual meeting, each department shall proceed to administer its program of work in cooperation with all other departments and the approved budget. Other committee and members thereof may be appointed by the Chair.

12.2 Department chairpersons shall be promptly elected each year after the annual meeting of Church Members by the Official Board upon recommendation of the Nominating Committee.

12.3 Chairpersons shall select the personnel for their departments and may organize them into groups to conduct the work of the church for which their Department is responsible.

12.4 When necessary, one person may serve as one or more officer and/or department chairperson, but shall have only one vote and not cumulative votes. Departments, at the discretion of the Official Board Chair, may be combined for a particular Church year.

12.5 Functional Departments, Purposes and Responsibilities are:

12.5.1 Department of Worship.

(a) Purpose. It shall be the purpose of this Department to lead the membership in a genuine experience of worship in the public services of the Church and to enrich the personal and family devotional life.

(b) Responsibility. It shall be the responsibility of this Department for the public worship of the church, its pulpit supply, administration of baptism, the administration of the Lord's Supper, the administration of the nursery, music, ushering and the encouragement of the devotional life among the individual Church Members and the homes of the Church. It shall be responsible for naming an Event Coordinator to represent the Church and coordinate rental of the facility for weddings or similar uses. This rental policy will be established by the Property Department and will be approved by the Official Board.

12.5.2 Department of Christian Education.

(a) Purpose. It shall be the purpose of this Department to develop an effective program of religious education for the entire constituency of the Church in keeping with the general objectives of Christian Education.

(b) Responsibility. It shall be the responsibility of this Department to plan and administer the total education program of the Church, including Church School, youth activities, mid-week educational projects, leadership education, distribution of literature and fostering Christian home life.

12.5.3 Department of Membership and Evangelism.

(a) Purpose. It shall be the purpose of this Department to conserve and keep vital the membership of this Church; to develop a spirit of fellowship and love within the congregation, founded on our common love of Christ and to cultivate an evangelistic spirit within the Church and to plan and administer the evangelistic program.

(b) Responsibility. It shall be responsible to institute visitation programs, including calling on the active and prospective members, the sick and those with special needs; to stimulate the social life of the Church and especially to make every effort to embrace new members into the full life and fellowship of the Church. To report to the Board new members and to suggest changes and deletions to the membership rolls of the Church and to develop an evangelistic church, sponsor a year-round program of evangelism; compile a list of prospective members, and, with the Minister, plan and direct special evangelistic efforts. To oversee the publication and mailing of the Newsletter and the Church Directory.

12.5.4 Department of Stewardship and Finance.

(a) Purpose. It shall be the purpose of this Department to develop within the membership an understanding of Christian stewardship in the use of time, talents and possessions; to oversee the financial program of the Church and to encourage contributions to the Church.

(b) Responsibility. It shall be the responsibility to keep alive in the Church Members the realization of stewardship obligations; promote stewardship education; encourage contributions of time, talents and possessions; supervise special stewardship offerings; encourage endowments for future development in the Church and Christian Outreach; preparation of the financial budget for presentation to the Church Members upon approval of the Official Board; arrange for, and supervise the annual canvass for pledges toward such budget. All monies given by individuals, groups or organizations shall be applied against the budget unless such funds are specifically dedicated for a particular purpose or cause, in which case such dedication shall be honored. It shall be responsible for sending a regular statement to each person making a pledge to the Church's financial budget, to encourage payment of amounts pledged. It shall ensure that a proper audit be made each Church Year. It shall encourage the Church Members and all organizations within the Church to make contributions and disbursements through the Church Treasurer in order that a full accounting may be had and the complete financial operation of the Church reflected in the year book reporting.

(c) Christian Outreach. No less than ten percent (10%) of the annual budget shall be used for Christian Outreach.

12.5.5 Department of Christian Outreach.

(a) Purpose. It shall be the purpose of this Department to stimulate a world vision within the Church and to ascertain and meet human needs within the community of our concerns.

(b) Responsibilities. It shall be the responsibility of this Department:

(i) To promote a program of missionary education in the church; to enlist support for missions and denominational causes, and interdenominational Christian outreach activities.

(ii) To be attentive to the emergency needs of people in this congregation and in the community, and to help on a temporary basis with food and clothing. Financial help may also be provided, but in limited ways and with careful forethought.

(iii) To provide holiday food baskets and Christmas gifts and toys for deserving and needy families/persons. To plan and implement collections of food, clothing and toys and occasionally money, to meet the above human needs.

(iv) To cooperate with local social services in helping community people within the guidelines above.

(v) In meeting human needs, the department is to try with Christian grace to let the people we are helping know that our motivation is the love of Christ. Christian literature shall accompany such gifts when appropriate (i.e., Bibles, Sunday bulletins, etc.)

(vi) To encourage Christian citizenship at all levels of government.

12.5.6 Department of Fellowship.

(a) Purpose. It shall be the purpose of this Department to nurture the membership through social programs, maintain consistent contact with the entire congregation for all social events in the life of the Church, foster a spirit of Christian fellowship compatible with the purpose of this Church as stated in the Constitution.

(b) Responsibility. It shall be responsibility of this Department to coordinate all social programs in the life of the Church. It shall contact Members, arrange for dinners and shall maintain the social calendar of the Church. Working in cooperation with the Departments of Membership and Evangelism, Worship and Property, it shall foster an increased sense of belonging to the body of Christ through social events.

12.5.7 Department of Property.

(a) Purpose. It shall be the purpose of this Department to supervise the physical properties of the Church.

(b) Responsibility. It shall be the responsibility of this Department:

(i) To oversee and be responsible for the Church building and equipment, keeping them in repair, attractive and safe. An annual inventory shall be taken of the tangible property. One copy of the inventory shall be kept in the Safety Deposit Box; one copy in the Church files; and another copy shall be submitted to the Board at the beginning of each Church Year.

(ii) To maintain and keep attractive the church grounds and appurtenances.

(iii) To superintend the custodial work of the Church.

(iv) To suggest to the Board proposed purchases, major repairs and improvements, and to carry out the Board's directions.

(v) To handle requests to borrow Church property.

(vi) Establish a policy for rental of the facility for weddings and similar uses. This rental policy shall be approved by the Official Board.

12.5.8 Personnel Committee.

(a) Purpose. It shall be the purpose of this Committee to act on behalf of the Church congregation through the Board in all matters pertaining to the management of salaried employees of the Church, except as specified for the Minister in Article VI of the Constitution.

(b) Responsibility. It shall be the responsibility of this Committee:

- (i) To set job descriptions.
 - (ii) To hire, establish conditions of employment to include salary and hours of work. Any current member of the Church congregation shall not be considered for a compensated staff position of the Church.
 - (iii) To terminate services when necessary.
- (c) Jurisdiction. The Personnel Committee shall not have jurisdiction over the calling or termination of the Minister.
- (d) Composition of the Personnel Committee. The Composition of the Personnel Committee shall be the Chairman of the Board, the Vice Chairman of the Board, the Chairman of the Trustees, The Chairman of the Department of Stewardship and Finance, the Chairman of any department to which a salaried employee is directly related, and the Minister.

Article XIII Official Board Meetings

13.1 Meetings. Regular meetings of the Official Board shall be held bi-monthly, at a time to be determined by the Official Board at its first meeting of the Church Year.

13.2 Order of Meetings. The following is a suggested order of business for a regular meeting of the Official Board:

- Prayer
- Roll Call and Report on Absentees
- Minutes of the Previous Meeting
- Report and Recommendations of the Minister
- Report of the Treasurer
- Report of the Church Trustee
- Reports of Departments and Committees
- Unfinished Business
- New Business
- Benediction

13.3 Reports. Reports should be reduced to writing and distributed before the meeting so that they might be duly read and considered. Reports should not be read at the meeting, but questions about the report should be entertained and discussed, if necessary.

13.4 Quorum. Half of the Official Board members shall constitute a quorum.

13.5 Notice. Notice of special meetings may be published in the Church bulletin the Sunday before the meeting is to be held or in the case of special circumstances, may be by telephone at least two (2) days before the meeting.

13.6 Order. Roberts Rules of Order (Newly Revised) shall govern when not otherwise provided.

Article XIV
Assembly Representatives

14.1 Delegates. The Minister and Chair of the Official Board shall appoint delegates to represent this Church at District, Regional and General assemblies of the Christian Church (Disciples of Christ).

14.2 Expenses. At the same time, the Minister and Chair of the Official Board may designate budgeted assembly expense money to the delegates.

Article XV
Amendments

15.1 These Bylaws may be amended by a two thirds vote of the members present and voting or abstaining at any business meeting of the Church congregation, provided notice of the proposed amendment has been filed with the Church clerk, and reproduced in any Church publications directed to the membership at least two weeks prior to said meeting.

Article XVI
Adoption and Effective Date

16.1 These Bylaws were officially adopted by the members of the Church at a meeting held on the _____ day of _____, to be effective as of _____.

"Merged Church"

By _____
Chairman of the Board

By _____
Vice Chairman of the Board

Attest:

Secretary of the Board