

ROUGH DRAFT #2 DISTRIBUTED 2.19.2017

*****ASTERISKS DENOTE IMPORTANT REVISED WORDING FROM PREVIOUS ROUGH DRAFT**

In this rough draft development stage, grammar improvements and slight clarifications in wording with same meaning will be underlined but will not result in a new draft version.

Church Council Article Proposed for

New Federated Constitution and Bylaws of Huff's Union Church Inc

Sentences in italics are for information only and will not be part of final document.

ARTICLE 12 - CHURCH COUNCIL

1. The membership of the Church Council is composed of the following:

(a) Not more than 16 but no less than 12 active members who are at least 18 years of age. The term of office for these members is for 3 years with only two consecutive 3 year terms. Council members completing two consecutive terms may be elected only if at least one year has expired since the end of their last term.

(b) The pastor(s) of the congregation shall serve on the Church Council with voice, but without vote.

(c) In addition, up to two youth or young adults, age 15 through 25 who are active members may *(not required)* be elected as full voting members of Church Council for a 1 year term renewable for a second year. The title of the position is Youth Council Member if under 18 years old, or Young Adult Council Member if 18 through 25 years old. After serving two consecutive years, there must be a one year gap before the Youth/Young Adult Council Member may be elected to either a one year term or regular 3 year term even if they are 18 years or older.

(1) Only members age 18 and older may serve as an officer of the corporation.

(2) Youth/Young Adult Council Members elected to a one year term are in addition to the Council membership described in **(a)** above and shall not be counted to meet a quorum.

(3) When Youth Council Members under 18 years of age are attending a Church Council event without a parent or guardian, the Executive Committee of the Church Council shall arrange for supervision by adults with clearances on record with the Huff's Church office in compliance with the Pennsylvania Child Protection Laws and Youth Protection Policy of Huff's Union Church.

2. All members of the Church Council except the pastor(s) shall be elected at a legally called meeting of the congregation. Newly elected Council members shall be installed at a worship service.

(a) Newly elected Council members except Youth/Young Adult Council members begin their three-year term of service at the first officially called Church Council meeting in January and serve until the call to order of the January meeting at the end of their term.

(b) Youth/Young Adult Council members begin their one year term of service at the first officially called meeting in June and serve until the call to order of the June meeting at the end of their term. *(Several young members noted that it is difficult in the middle of the school*

year to add the time commitment in January to a student's schedule and it is better to start fresh at the end of the school year to serve on Council.)

(c) In the first year following adoption of this Constitution, terms of Council members shall be staggered so approximately one-third of Council shall be up for election each year. At the end of these first special terms, each may be elected for another three-year term and then must be off the Council for at least one year before being elected to return to the Council.

3. The Church Council by majority vote may declare a Council member's position vacant if the member:

- a) resigns or
- b) ceases to be an active member of this congregation or
- c) is absent from four successive regular meetings of the Church Council without cause or
- d) has judicially been declared unsound of mind, or who has been convicted of an offense punishable by imprisonment for a term of more than 1 year.

Consistent with the laws of Pennsylvania, the congregation may adopt procedures for the removal of a member of the Church Council in other circumstances.

Should a member's place on the Church Council be declared vacant, the Church Council may vote to affirm the appointment of a successor except at no time shall Church Council be less than 12 members. The appointed successor serves until the congregation shall vote to fill the remainder of the unexpired term at either the Annual Meeting or the next regular meeting for Election of Council Members whichever comes first. At the fulfillment of that term the individual may be elected to serve a maximum of two 3 year terms and then must be off Council for at least one year before being elected to return to the Council.

4. Church Council shall normally meet once a month. Special meetings may be called by either the senior pastor, or the president, and must be called at the request of at least one-half of the Council members. Notice of each special meeting shall be given to those entitled to be present. Only business pertaining to the purpose the meeting was called may be considered.

5. Quorum shall consist of 7 members of the Church Council plus the senior pastor or interim pastor, except when the senior pastor or interim pastor requests or consents to be absent and has given prior approval to the agenda for that meeting which shall be the only business considered at that meeting. Youth/Young Adult Council Members elected to a one year term shall not be counted to meet quorum.

Chronic or repeated absence of the senior pastor or interim pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by Church Council, following consultation with the ELCA Synod and UCC Conference.

6. The Church Council and its committees may hold meetings by remote communication, including electronically and by telephone conference, and, to the extent permitted by state law, notice of all meetings may be provided electronically.

7. The Church Council shall have general oversight of the life and activities of this congregation, and in particular its worship life, to the end that everything be done in accordance with the Word of God and the faith and practice of the Evangelical Lutheran Church in America and the United Church of Christ. The duties of the Church Council shall include the following:

- (a)** To lead this congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
- (b)** To seek to involve all members of this congregation in worship, learning, witness, service, and support.
- (c)** To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
- (d)** To maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their calling or employment.
- (e)** To be examples individually and corporately of the style of life and ministry expected of all baptized persons.
- (f)** To promote a congregational climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster mutual understanding.
- (g)** To arrange for pastoral service during the sickness or absence of the pastor.
- (h)** To emphasize partnership with the Conference of the United Church of Christ and Synod of Evangelical Lutheran Church in America and their churchwide organizations as well as cooperation with other congregations and denominations subject to established policies the Evangelical Lutheran Church in America and United Church of Christ.
- (i)** To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America and United Church of Christ.
- (j)** To seek out and encourage qualified persons to prepare for the ministry of the Gospel.

8. The Church Council shall be the policy-making body and be responsible for the financial and property matters of this congregation.

(a) The Church Council shall be the board of trustees of this congregation, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Pennsylvania except as otherwise provided herein.

The Church Council at its discretion may appoint a property committee or a property manager to manage the day-to-day property matters.

The Church Council and/or a committee or board of Council may employ one or more fiscal agents to handle the details of its investment program, the purchase, sale and custody of securities and investments, and the keeping of investment accounts and records.

(b) The Church Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of the congregation.

(c) The Church Council shall not have the authority to borrow unless specifically authorized to do so by a meeting of the congregation.

(d) The Church Council shall prepare an annual budget for adoption by this congregation and shall supervise the expenditure of funds in accordance with the approved budget. The budget shall include this congregation's full indicated share in support of the wider ministry being carried on in partnership with United Church of Christ and the Evangelical Lutheran Church in America and churchwide organizations.

(e) The Church Council shall be authorized to spend unbudgeted monies not to exceed 10% of the annual operating budget income *(in 2017 this amount is \$29,000)* This includes entering into any contracts not included in the budget provided the total amount of all unbudgeted expenditures in a budget year is not more than 10%. Spending in excess of the 10% shall require congregational approval.

(f) The Church Council may authorize expenditures to maintain and repair existing corporate property and equipment.

The Church Council is authorized to change, build, make additions or deletions from existing corporate buildings and grounds provided the total amount of such projects in a budget year is not more than 10% of the annual operating budget income *(in 2017 this amount is \$29,000)*. Spending in excess of 10% for such projects shall require congregational approval.

Boards, Committees and Organizations of the Church may not make any refurbishments, alterations, additions or deletions to corporate property and grounds without approval of Church Council.

(g) Church Council may accept on behalf of the corporation any contributions, gifts, bequests or reject same if not consistent with the purposes

(h) The Church Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, including the prompt payment of all obligations and to the regular forwarding of benevolence monies to the Conference and Synod.

(i) The Church Council shall be responsible for this congregation's investments and its total insurance program.

10. The Church Council shall see that the provisions of this constitution, its bylaws and continuing resolutions are carried out.

11. The Church Council shall provide for an annual review of the membership roster.

12. The Church Council shall be responsible for the employment and supervision of the staff of this congregation. Nothing in this provision shall be deemed to affect the congregation's responsibility for the pastoral call, terms of call, or termination of call of any pastor who is on a roster of this church.

13. The Church Council shall oversee the preparation of an Annual Report for congregation review prior to the annual meeting including a summary of activities and financial statement from the Church Council and all sponsored boards, committees, and organizations.

14. The Church Council shall oversee that annual audits are done of all accounts of the corporation, and all sponsored boards, committees, and organizations.

15. In the event of an emergency, powers normally delegated to the corporation shall be delegated to the Council. An emergency shall be defined as any situation that, if not promptly addressed, poses an immediate threat of significant harm to life or property.

Article 19. INDEMNIFICATION – *We will use the latest legal wording that is recommended under current PA law. Below is the wording in 2016 congregation model constitution from ELCA – this likely will need adjustment but is an important section for church leaders.*

Consistent with the provisions of the laws under which this congregation is incorporated, this congregation may adopt provisions providing indemnification for each person who, by reason of the fact that such person is or was a Church Council member, officer, employee, agent, or other member of any committee of this congregation, was or is threatened to be made a party to any threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding.