



Woodland Christian Church
(Disciples of Christ)
143 Woodland Avenue, Columbus, Ohio 43203
(614) 258-0058

By-Laws

PURPOSE

These By-Laws are adopted to ensure the proper governance and administration of the business of Woodland Christian Church (Disciples of Christ) of Columbus, Ohio, in accordance with the purposes and objectives set forth in the Constitution of Woodland Christian Church (Disciples of Christ).

ARTICLE I – CHURCH YEAR

The fiscal year for the Church shall be January 1 through December 31.

ARTICLE II – DEFINITIONS OF MEMBERSHIPS

- A. Participating members shall be those members who have participated in the activities of the Church by attendance at services, identifiable giving, and by participating and serving through Church-sponsored organizations. In order to vote on (1) the buying or selling of property, (2) the call, termination or resignation of a pastor or (3) the dissolution of the Church, a participating member must be (1) eighteen (18) years of age or older and (2) a participating member for at least a year at the time of the vote.
- B. The title of Emeritus/Emerita shall be an honorary designation of a participating member for life, carrying with it all of the privileges of the underlying position.

ARTICLE III – GUIDELINES FOR ORGANIZATIONS OF THE CHURCH

- A. It is understood that the election of Church officers by the Congregation places upon these individuals, and upon the General Board, the responsibility to act in the best interest of the whole Congregation.
- B. It is further understood that the final authority of this incorporated Congregation, even though it is delegated to the General Board in the form of elected individuals, is always subject to the will of the Congregation in all situations.
- C. Officers for the General Board shall be participating members of the Congregation for a period of at least two (2) years prior to nomination. The two (2) year requirement may be waived by a two-thirds affirmative vote of the General Board.
- D. All Officers shall be active in the Congregation's life and give evidence of seeking to grow in their own understanding and practice of the Christian life.

ARTICLE IV – DUTIES OF GENERAL BOARD OFFICERS

- A. The Moderator shall preside over all regular and specially-called meetings of the Congregation and General Board and perform such other duties normally associated with the office of Moderator. The Moderator may vote on issues before the Congregation and Board when a ballot is used. Additionally, when there is a roll call vote, the Moderator's name will be called last. The Moderator shall present for approval by the General Board, names submitted by the Nominating Team to fill vacant terms of officers of the Board.

- B. The Vice- Moderator shall serve to support the Moderator, preside in the Moderator’s absence at meetings of the Congregation and Board, and perform such other duties normally associated with the office of Vice-Moderator. The Vice-Moderator shall also serve as Church Clerk. As such, s/he shall maintain official records of membership, deaths, baptisms, births, weddings, legal changes of names, changes of names due to marriage, and other Church activities and shall report such to the Board and Congregation.
- C. The Secretary of the Board shall keep accurate minutes of all meetings of the Congregation, Executive Team and General Board, and provide for these minutes to be reviewed and approved by the respective bodies. The Secretary of the Board shall also keep a record of all elections and terms of offices.
- D. The Assistant-Secretary of the Board shall serve to support the Secretary and, in the absence of the Secretary, perform said duties. The Assistant-Secretary shall annually review the membership rolls, in cooperation with the Pastor, and determine whether or not any names should be removed from the Church’s membership roll. All changes shall be reported to the General Board prior to any deletion.
- E. The Treasurer shall be the Chief Financial Officer of the Church. He or she shall receive a weekly report of all income of the Congregation from the Stewardship/Finance Team; pay all accounts of the Congregation as authorized by the budget or special action of the Board when such items are not in the budget; provide accurate records of all expenditures; make regular written reports to the General Board on all actions and accounts; arrange for an audit by an internal audit team upon election of a new Treasurer, or at least every two (2) years, of both income and expenditures of the Congregation, for action by the General Board and the Congregation.

ARTICLE V – TERMS OF OFFICE

- A. All Officers shall serve a term of three (3) years. The maximum number of consecutive terms an Officer may serve is two. Outgoing officers shall provide an orientation regarding the office and be available to the new officers for counsel during the first year of the term of the new officers, as needed/requested.
- B. Re-election to any office after the maximum number of consecutive terms shall not be permissible until the lapse of one (1) year, unless special permission of the General Board is given.
- C. If an Officer is unable or unwilling to complete the duties of the office, the Executive Team and the Pastor shall call the Officer in for consultation.

ARTICLE VI – ELECTION OF OFFICERS AND FILLING OF VACANCIES ON THE GENERAL BOARD

- A. The Moderator of the General Board shall appoint a Nominating Team. The term of the Nominating Team shall run concurrently with that of the appointing Moderator.
- B. The Nominating Team shall be composed of the past Moderator of the General Board, two current members of the General Board and two members of the Congregation who do not currently sit on the General Board. The names of the Nominating Team members shall be presented to the General Board for approval at the second meeting of the General Board in the new calendar year. The Nominating Team shall choose its own chairperson.
- C. The names of the Nominating Team shall be published. Members of the Congregation shall always be afforded the opportunity to suggest names of individuals to be considered for office before the General Board approves the final slate.
- D. Nominations and Elections
 - 1. The Nominating Team shall meet each election year in August and nominate one individual for each of the elective positions to be filled. The positions shall include: Moderator, Vice Moderator, Secretary, Assistant Secretary and Treasurer. The nominees shall be selected on the basis of the Nominating Team’s understanding of the qualifications required and responsibilities expected of those positions, as well as the ability of that individual to fulfill the responsibilities and duties of that position.

2. The Nominating Team shall then secure the consent of the individuals to have their names placed in nomination, and shall report their selections to the General Board for approval at the September General Board meeting.
3. Nominations may be made from the floor by any member at the October Congregational Meeting, provided that the consent of the individual nominated is secured.
4. After the General Board has approved all nominees, the names and proposed positions shall be presented to the Congregation at the Congregational Meeting in December, at which time, the Congregation shall vote to elect the officers.
5. Nominees who receive a simple majority of the votes cast by those members present and voting at the December Congregational Meeting shall be declared elected. If nominations exceed the number of vacancies, those receiving the highest number of votes will be declared elected.

E. Vacancies on the General Board

1. Whenever an elected individual shall permanently move from this Church, resign from the position, or otherwise end their participating membership in this Congregation, that position shall be declared vacant. A vacancy shall also be declared where an Officer fails to attend three (3) consecutive meetings of the General Board without excuse from the Moderator.
2. Where a vacancy occurs in the position of the Moderator of the General Board or President of any organization, the Vice-Moderator or Vice-President shall automatically assume said position. A recommendation for a vacancy in any other officer positions of the General Board shall be made by the Nominating Team, using the same basis of qualifications and procedures stated above for nomination. The recommendation shall be presented to the General Board for approval to complete the unexpired term.
3. In each situation, a report of the action of filling the vacancy by the Nominating Team and the approval of the General Board shall be made to the Congregation in written form.

F. Elders – Upon recommendation of the Elders, the name of a potential Elder-in-Training shall be presented to the Congregation for approval at the December Congregational Meeting. It shall be the responsibility of the Elders to decide when, or if, an Elder-in-Training shall be elevated to full Elder status.

G. Diaconate – Upon recommendation of the Diaconate, the name of a potential Diaconate-in-Training shall be presented to the Congregation for approval at the December Congregational Meeting. It shall be the responsibility of the Diaconate to decide when, or if, a Diaconate-in-Training shall be elevated full Diaconate status.

H. Trustees – There shall be no more than five (5) and no less than three (3) Trustees. The Nominating Team shall present the names of one or two (1 or 2) members each year to serve as Trustees for a term of three (3) years. Members designated as Trustees during 2016 shall not stand election until the 2017 and 2018 cycles. Thereafter, a “class” of Trustees shall be elected annually.

I. Officers of other Organizations within the Church

1. All other organizations shall elect their own officers.
2. In the event of a vacancy in the position of chairperson or president, the vice-chairperson or vice-president shall automatically complete the unexpired term.
3. All other vacancies shall be filled by nomination and election within the organization.
4. All changes shall be promptly reported to the Secretary of the Congregation/General Board.

J. Removal of Elected Individuals

1. If an elected individual fails to fulfill the duties of the position to which he/she has been elected, the General Board may declare the position vacant and instruct the Nominating Team to bring a recommendation to fill the vacancy.
2. The General Board shall approve the nomination and inform the Congregation of the individual now serving.

ARTICLE VII – THE GENERAL BOARD

- A. The General Board shall perform its duties according to authority granted in the Constitution, the By-Laws or otherwise delegated to it by the Congregation. All business meetings of the Congregation and the General Board shall be conducted in the Spirit of Jesus Christ. A simple majority of current members of the General Board shall constitute a quorum.
- B. The General Board shall be comprised of:
- The Officers,
 - The Elders,
 - The Diaconate,
 - The Trustees,
 - The Director of Christian Education/Faith Formation,
 - Chairpersons of Standing Teams,
 - The President or a Representative of:
 - The Disciples Men’s Fellowship,
 - The Disciples Women’s Fellowship,
 - The Disciples Youth Fellowship,
 - The Music Ministry and
 - Each Auxiliary.
- C. The Pastor and the Chairperson of any ad hoc teams shall be non-voting, ex-officio members of the Board.
- D. The Director of Christian Education/Faith Formation, the presidents of any fellowships, music ministry, auxiliary, and team may send a representative to a General Board meeting to act in his/her place.
- E. The Moderator is encouraged to publish an agenda prior to the Board meeting and may, if the Moderator wishes, use the following order of business:
1. Meeting Called to Order by Presiding Officer
 2. Devotions and/or Opening Prayer
 3. Roll Call/Quorum
 4. Approval of Minutes of Previous Meeting
 5. Report of the Finance/Stewardship Team
 6. Reports of Church Organizations
 7. Pastor’s Report
 8. Unfinished Business
 9. New Business
 10. Adjournment
 11. Benediction and/or Prayer.

ARTICLE VIII – THE EXECUTIVE TEAM OF THE GENERAL BOARD

- A. The Executive Team shall be comprised of:
- ♦ The officers;
 - ♦ One representative each from the Elders, the Diaconate and the Trustees; and
 - ♦ One other member of the General Board who shall serve for a one-year term.
- B. The Elders shall be responsible for the annual evaluation of the Pastor. Said evaluation shall include, but not be limited to, responsibilities contained in the job description, as well as the duties and expectations enumerated in The Ministerial Code of Ethics and Article XII, Sections A and B of these By-Laws. The Elders shall make a full report to the Executive Team.
- C. A Personnel Team shall be appointed by the Executive Team to handle all personnel matters. It shall be comprised of no more than five (5) and no less than three (3) individuals selected from the members of the General Board. The Personnel Team shall choose one member to function as chairperson. No member of the Personnel Team shall participate in matters concerning his/her spouse, relative or significant other. When a motion by the Personnel Team is made to the Board or Congregation, a two-thirds (2/3) majority vote shall be required to approve.

ARTICLE IX – PERSONNEL TEAM

(Excluding Ministers)

- A. General
1. Individuals on the Personnel Team are to serve on a rotating basis for a three- (3) year term. If an individual has been selected to serve a partial three- (3) year term, then he or she is eligible to be reappointed for a full three- (3) year term.
 2. The Personnel Team, with the approval of the General Board, has the authority to hire support and salaried staff. Support staff is defined as hourly workers such as custodial staff and child care attendants. Salaried staff includes such positions as the Administrative Assistant, Organist, Choir Director and/or Piano/ Keyboard Accompanist.
- B. Hiring
- The process of interviewing, selection, and recommendation of paid staff shall be made through the Personnel Team. The Personnel Team shall recommend an individual for the vacant staff position to the General Board. The General Board shall act upon the recommendation. If this is a positive action to hire, the recommended and approved staff person will be hired.
- C. Termination
- Termination of paid staff members shall be upon the recommendation of the Personnel Team. This recommendation and a recommendation from the Pastor will come to the General Board in the form of a motion. Any discussion shall take place within a closed session. The General Board, acting upon the recommendation, shall need a two-thirds (2/3) majority vote of the members of the General Board present and voting, for approval of the recommendation. The Moderator of the General Board shall carry out the direction of the General Board.

ARTICLE X – TRUSTEES

Trustees:

1. Shall handle all legal matters according to the Constitution, these By-Laws and the Articles of Incorporation, as related to Woodland Christian Church (Disciples of Christ) as a nonprofit organization.
2. Shall borrow money, execute notes, including mortgages, at the direction of the General Board, with the approval of the Congregation.

3. Shall examine all bids and contracts having to do with large expenditures of money for building, remodeling, and improvement of building and grounds, and shall negotiate and sign these contracts with the approval of the General Board.
4. Shall see that proper insurance coverage is maintained to cover liability and the property of the Church.
5. Shall handle all stock transactions, with the authority to sell stock which has been given to the Church.
6. Shall provide proper management for funds to be invested on behalf of the Congregation.
7. Shall investigate, propose, and jointly recommend to the General Board regarding the borrowing of funds and the securing of loans.
8. Shall supervise the placement of all significant bequests and gifts and recommend such action to the General Board for approval, after discussion with and approval by, the family.
9. Shall be entrusted with the maintenance of all property owned by the Congregation. The Trustees shall be responsible for maintaining an inventory of all material goods.
10. Shall be entrusted with all financial assets and legal documents of the Congregation, including certificates of deposit and endowments. The Trustees shall also be in possession of any keys to bank lockboxes.

ARTICLE XI – FINANCE/STEWARDSHIP TEAM

- A. The Finance/Stewardship Team shall consist of no more than five (5) members and no less than three (3). The responsibilities of this Team are to receive all money and to make deposits no later than the next business day following receipt of money.
- B. Money shall be counted after each Worship service in a designated area of the Church.
- C. The Congregation shall have at least two persons authorized to sign checks. No signatory shall be required to be a member of the Finance/Stewardship Team, but must be a member of the General Board. All checks shall contain at least two signatures in order to be valid. The Treasurer shall not be a signatory.
- D. The Pastor shall not be a member of the Finance/Stewardship Team.

ARTICLE XII – THE PASTOR

- A. Responsibilities
 1. The Pastor shall be the spiritual leader of the Church. The Pastor and the Moderator of the General Board shall supervise the administration of the programs of the Church. The Pastor shall work closely with the Church organizations in coordinating and developing programs.
 2. The Pastor shall deliver sermons at regular and special worship services; visit the sick and bereaved, and those in need of spiritual help and guidance; make evangelism calls; and visit with members.
 3. The Pastor shall guide the Church Staff in carrying out their duties and responsibilities.
 4. The Pastor shall perform all duties contained in the job description, as well as such other duties as the Congregation, the General Board and the Elders may direct.
 5. The Pastor shall be an ex-officio, non-voting member of all organized groups within the Church, including auxiliaries and ministries, except where specifically excluded.

B. The Pastor's Relationship to the Church should include:

- nurturing and offering his/her gifts for ministry to the Church
- calling forth and nurturing the gifts of others in the Church, and joining their gifts with his/hers for the sake of the mission of Jesus Christ and the health of the Church
- preaching and teaching the Gospel without fear or favor and speaking the truth in love
- administering the sacraments and services of the Church with integrity and not for financial gain
- working cooperatively and collegially with those whom s/he serves in the particular ministry to which s/he has been called
- protecting confidences, with the exception of reporting known or suspected cases of physical or sexual abuse & neglect
- encouraging and participating in the regular evaluation of his/her ministry and cooperating with the Region in the annual review of his/her ministerial standing
- seeking the counsel of the Regional Minister should divisive tensions threaten his/her relationship with those s/he serves.

C. Selection

1. The Pastor shall be chosen by the Congregation as hereinafter described:
 - a. A Pulpit Team shall be appointed by the General Board. It shall be composed of the chairpersons of the Elders, the Diaconate, Trustees, the president from any fellowship and a member of the Congregation who is not a member of the General Board.
 - b. The Pulpit Team shall utilize the services of the Regional Office of the Christian Church (Disciples of Christ) in Ohio for information and counsel concerning prospective candidates.
 - c. The Pulpit Team shall consult only one prospective minister at a time; however, information may be secured on several persons in a given period.
 - d. The Pulpit Team shall recommend a prospective minister to the General Board.
 - e. The General Board, at a scheduled or called meeting, may approve the recommendation of the Pulpit Team by at least a two-thirds (2/3) majority vote of those present and voting. Upon approval, the General Board shall recommend employment of the minister to the Congregation.
 - f. The Congregation, at a scheduled or called meeting, may approve the recommendations of the General Board by at least a two-thirds (2/3) majority of those present and voting.
 - g. Upon approval of the Congregation, a call shall be extended to the minister by the General Board, on behalf of the Congregation.

D. Terms of the Call

1. An agreement of call setting forth the salary to be paid and other conditions of the call shall be provided to the Minister, with a copy filed in the Church office and with the Regional Office.

2. The term of ministry shall be for an indefinite period and may be terminated upon ninety-day (90) notice by either party.

E. Resignation/Termination

1. Voluntary resignation of the Pastor shall be submitted to the General Board in writing after informing the Moderator of the General Board and the Elders.
2. Involuntary resignation of the Pastor shall be dealt with confidentially between the minister, the Moderator of the General Board and the Elders.
3. The General Board shall approve the resignation, voluntary or involuntary, or termination of the Pastor, by at least a two-thirds (2/3) majority of members present and voting, and recommend approval to the Congregation.
4. The Congregation, in a scheduled or called meeting, shall take final action in approving the resignation or termination of the Pastor.

ARTICLE XIII – CONFLICT RESOLUTION

1. If conflicts arise among members of the Congregation, those conflicts should be resolved according to Scripture under the leadership of the Pastor and/or the Elders.
2. If conflicts among members cannot be resolved within the Congregation, the Pastor and/or Elders will seek counsel from the Executive Regional Minister.
3. If conflicts arise between Pastor and members, the Elders shall lead in resolving the conflicts according to Scripture.
4. If a conflict cannot be resolved within the Congregation, the Elders will seek counsel from the Executive Regional Minister.
5. If a conflict arises between the Pastor and the Elders and they cannot resolve the conflict among themselves, either party may call the Executive Regional Minister for counsel.
6. Utilization of such avenues does not foreclose other means of redress.

ARTICLE XIV – PARLIAMENTARY PROCEDURE

Robert's Rules of Order, Newly Revised, shall govern the conduct of all meetings of the General Board, the Executive Team, all organizations and the Congregation, unless in conflict with these By-Laws or the Constitution.

ARTICLE XV – AMENDMENTS

These By-Laws may be amended upon a two-thirds (2/3) majority vote of those present and voting at a meeting of the General Board. The General Board shall recommend amendment(s) to the Congregation. The Congregation shall approve or disapprove the recommended amendment(s) by a two-thirds (2/3) majority vote of the members present and voting. The proposed amendment(s) shall be circulated to the Congregation by email or read before the Congregation at a regular worship service two weeks prior to the meeting of the Congregation at which the amendment(s) is to be considered.

Any member in good standing may offer an amendment to the By-Laws to the General Board.

These By-Laws, adopted by the Congregation of Woodland Christian Church (Disciples of Christ) on January 8, 2017, shall become effective immediately. These By-Laws shall supersede any previously adopted By-Laws or rules of procedure, except that all persons currently holding elected positions shall continue to hold and to function in their respective positions until their term under the previous Constitution and By-Laws expires.