

BYLAWS OF
FIRST CONGREGATIONAL UNITED CHURCH OF CHRIST
EUGENE, OREGON

Article I NAME

1. The name of this Church is First Congregational United Church of Christ (FCUCC).

Article II MISSION AND COVENANT

Mission:

Welcoming, seeking, loving, serving in Christian community

Covenant:

1. This Church acknowledges a calling by God to be an open and affirming, progressive Christian church seeking to live Jesus' vision of inclusive community and mission.
2. This Church is committed to providing opportunity for all persons to explore and grow in their unique spiritual gifts through a diverse range of worship, education, music, small groups, and mission experiences.
3. The Church will endeavor to minister to all who suffer, looking for ways to enable peace and justice within the Church and in the world.
4. Church members covenant to listen for God's Word, mindful that religious truth will be revealed in varied, new, and surprising ways. Members will honor this Church in conduct and in life; give diligent attendance upon its services and ordinances; share in the life and work of the Church; contribute to its support and benevolences; labor and pray for its unity, purity, and increase; and walk with its members in love, fellowship, and mutual helpfulness in the spirit of Jesus.

Article III BELIEFS AND SACRAMENTS

1. The Church, in keeping with its Congregational heritage does not have set beliefs which serve as a measure of faith or requirement for membership.

2. The Church does understand itself to be one expression of the Body of Christ in the world, inspired by Scripture and the historic Protestant Church.
3. The United Church of Christ Statement of Faith or other historic creed may be used, not as test of faith, but in testimony to a life of faith shared.
4. The Church acknowledges worship as the heart of Congregational life and will provide opportunity for all persons to receive the sacraments of Baptism and Communion.
5. The Church welcomes into its membership and leadership all persons without discrimination with regard to age, sex, marital status, sexual orientation, race, physical or mental ability, national origin, or scriptural interpretation.

Article IV GOVERNANCE

1. The government of this Church is vested in its members, who exercise the right of control in all its affairs, subject to the laws of the State of Oregon relating to corporations not for profit.
2. All members as their names appear on the Church membership roll are members of the corporation.

Article V UNITED CHURCH OF CHRIST

1. The Church values its covenant with the United Church of Christ and is committed to the support of the Central Pacific Conference of the UCC, Our Church's Wider Mission (OCWM), and the priorities of the UCC as set by the General Synod.

Article VI MEMBERSHIP

1. The membership of the Church shall consist of persons received as members by confession or reaffirmation of faith and acceptance of the membership covenant.
2. All members covenant to participate, insofar as they are able, in worship and governance, to join and care for the fellowship, and support the mission of the Church with pledges of prayer, time, talent, money, and resources. Members are encouraged and expected to participate actively in the dimensions of the membership covenant, beyond financial contribution.
3. Members will ordinarily be received during a worship service. In special circumstances, a member may be received by the Senior Minister acting on behalf of the Church.
4. Baptism is not a requirement for membership.

5. Any member, upon request, will be released from membership or granted a letter of transfer to another church.
6. Members are expected to honor the Church's covenant of community and sanctuary (the Church as safe place). Should a member persist in disrupting the community and sanctuary with conduct violating the Christian values of respect for persons and tolerance of difference, or continue in harassing and abusive behavior, the Church Board, after a faithful and reasonable effort has been made to change the offensive conduct, may privately censure the member involved. If the offensive conduct should continue, or in the event that a member is deemed to be a danger to the safety of other members or the church, or to the general community, the board may suspend that member until the congregation votes on that person's membership. The Board shall report it to the Congregational meeting together with its recommendation that the member be suspended or her/his membership terminated. The Church, as the sole judge of the qualifications of its own members, may then declare that member to be in violation of her/his covenant of membership. By a majority vote at a duly called Congregational meeting, it may censure or suspend that member; or, in extreme cases, it may terminate his/her membership.
7. The "Shalom" is the Church's newsletter and should be considered as an official communication of the Church. It is expected that members will be responsible for responding to the news and announcements it contains.

Article VII CONGREGATIONAL MEETING

1. The vote of a majority of the members present at a duly called meeting shall be the action of the Church, except as otherwise provided in these Bylaws.
2. Voting shall be by a show of hands or voice vote, except for a contested election of Church Board members which shall be by written ballot. A written ballot shall be used on any other matter if requested by at least ten members. Voting by proxy will not be permitted.
3. The Congregation will meet in January or February to approve the annual budget and to act on other matters as may be necessary. The Congregation will also meet in May or June to elect the Church Board and act on other matters as may be necessary.
4. Special meetings may be called by the Senior Minister, the Church Board, the Conference Minister, or at the written request of ten members.
5. A quorum shall be 10% of the First Congregational Church members for whom dues are paid to the Pacific Northwest Conference of the United Church of Christ during the prior calendar year. A meeting quorum count shall include members whose attendance are represented at the Congregational meeting either in person, by email, or by virtual attendance.
6. Notice of all Congregational meetings, specifying the nature of the business to be

transacted, will be given two weeks prior to said meeting. To change Bylaws, or terminate the call of a minister, notice shall be thirty days.

7. Congregational Meetings shall be conducted in accordance with Robert's Rules of Order. The Moderator shall appoint a parliamentarian for each Congregational Meeting to advise the Moderator and the Congregation concerning proper parliamentary procedure.
8. In the event that it is not feasible or desirable to hold the congregational meeting at the church, the board may choose to have it held at another facility or on-line electronically.

Article VIII FISCAL AND PROGRAM YEAR

1. The fiscal year of the Church shall begin on the first day of January and end on the thirty-first day of December. The program year shall begin on the first day of June, and all elected and appointed board and committee members shall assume their duties on that day.

Article IX MINISTERS

1. Ministers are called to serve the Church by a two-thirds vote of the membership at a congregational meeting.
2. The term of a minister is indefinite, but a minister's resignation may be requested by a two-thirds vote of the membership at a meeting of the Congregation, to be effective within ninety days. Likewise, a minister shall give ninety days' notice when she/he wishes to leave of her/his own volition. Ministers shall become members of the Church.
3. The Senior Minister shall be the head of the staff and shall exercise general supervision of all staff and other Ministers.

Article X CHURCH BOARD

Section 1. Duties

1. The Church Board (the Board) shall have ultimate responsibility, after the Congregation, for leadership of the Church.
2. The Board shall provide spiritual leadership and visualize the entire mission and program of the Church, doing long-range planning, program evaluation, and recommending to the members and committees such action as may be necessary, or requiring particular action by staff and committees.
3. The Board shall foster intrachurch communication, coordination, and liaison with committees.

4. The Board shall have fiscal responsibility, including but not limited to, preparing an annual budget, controlling disbursement of Church funds, and determining the number of special offerings or fund-raisers.
5. The Board shall be responsible for establishing personnel policies.
6. The Board shall make all appointments to the standing committees and may establish and appoint members to other committees and task forces for specific purposes.
7. The Board shall establish a grievance procedure to receive and investigate complaints by members and the staff against other members or the staff. Complaints may be made to any member of the Board.

Section 2. Membership, Election and Service

1. The Board shall consist of nine voting members, plus the Ministers who will be non-voting members. Each voting member shall serve a three year term. After serving two full three year terms, a Board Member shall not be eligible for re-election until one year has elapsed.
2. Board Members will be elected by the membership at a congregational meeting from a slate of candidates who have volunteered to serve three year terms. The terms of the initially elected Board shall be staggered, with three members serving a one year term, three members serving a two year term, and three members serving a three year term. Thereafter, three members shall be elected in each year. Members serving the initial one or two year terms shall be eligible for re-election to a full three year term.
3. Board Members must be Church members and have had previous Church committee, task force, or leadership experience.
4. Candidates need the endorsement of three other Church members.
5. Nominations will be open six weeks before the date of election. Nominations can also be made from the floor at the Congregational meeting when the election is held with the endorsement of three other Church members.
6. The Board shall fill a Board vacancy by appointment until the next annual election, when the unexpired term for that position, if any, is filled by election. An appointed Board Member is eligible to run for election to the unexpired term or for the full term of the regular vacancy.
7. A Board member may be removed from office by a majority vote of the membership at a congregational meeting.
8. Board members shall not miss more than two consecutive meetings without cause and timely communication with the Moderator. Three consecutive absences

without cause and timely communication with the Moderator will mean automatic removal from office.

Section 3. Officers

1. The Congregation shall elect a Moderator and Vice-Moderator from among the members of the Board. The Board shall provide nominations for Moderator and Vice-Moderator to the Congregation. Members of the Congregation also may nominate members of the Board for Moderator and Vice-Moderator. The Moderator will preside at meetings, represent the Congregation, and execute legal documents on behalf of the Church. The Vice-Moderator shall assume the functions and responsibilities of the Moderator when the Moderator is absent or incapacitated. No Board member may serve as Moderator for more than two years in succession.
2. The Board shall appoint a Treasurer who will make regular financial reports. The Treasurer will not be an elected member of the Board but will attend Board meetings and may participate in discussions therein, but shall not vote.
3. The Board shall appoint a Clerk who will take minutes of Board and Congregational meetings, which minutes will be available to any member upon request. The Clerk will count and record all written ballots in elections of the Congregation. The Clerk will not be an elected member of the Board but will attend Board meetings and may participate in discussions therein, but shall not vote.
4. The immediate past moderator, if not otherwise a member of the Board, shall serve as an ex-officio member of the Board, but may not vote on Board business.

Section 4. Meetings

1. Board meetings shall generally be held monthly, with notification of date and significant agenda items published in the Church announcements or website.
2. Meetings will be open to members of the Congregation who shall have privilege of voice.
3. The Board shall have the right to hold closed meetings for purposes of dealing with issues related to staff, Church members, or other sensitive matters where confidentiality should be preserved.
4. Significant Board actions will be published in the Church newsletter or website.
5. A quorum will be five members. In general, the Board will operate by consensus agreement. If consensus is not possible, a majority vote of the members present shall constitute the action of the Board. Voting by proxy will not be permitted.
6. If the Moderator, or Vice-Moderator acting on the Moderator's behalf, determines that a vote needs to be taken prior to a regularly scheduled meeting, a special meeting may be called if a quorum is available, or a vote may be taken via e-mail

and/or phone. A record of the vote will be added to the written minutes of the next regular meeting.

7. In the event that it is not feasible or desirable to hold the board meeting at the church, the board may choose to have it held at another facility or on-line electronically.

Article XI STANDING COMMITTEES

1. The Church Board shall appoint the membership and chairpersons of the standing committees giving reasonable consideration to the time and talent surveys. Committee terms will be for one year, and chairpersons shall be eligible for reappointment to subsequent terms. The standing committees will recruit, coordinate, and support task forces and ministry groups to perform specific programs and services as deemed necessary by the committees.
2. The following standing committees shall be created.
 - a. The Facilities Management Committee is responsible for the maintenance and enhancement of the Church building, grounds, furnishings, equipment, and art. The Committee makes recommendations to the Church Board on matters related to facilities use and budget, capital improvements, insurance, technical and aesthetic design.
 - b. The Justice & Witness Committee will be responsible for the Church's covenant with the UCC through the Conference, as well as other ecumenical partnerships. The Committee shall initiate and coordinate activities of social concern which promote Christian compassion and justice. The Committee shall recommend a budget and calendar of special mission offerings to the Board.
 - c. The Stewardship Committee shall educate the Church about the meaning of Christian stewardship, as well as plan and coordinate an annual enlistment of financial pledges.
 - d. The Pastoral Relations Committee supports and maintains an open relationship between the Ministers and members of the Congregation. Acting within an atmosphere of confidentiality, the Committee serves as support group for the Ministers and assists in developing solutions in areas of conflict involving the Ministers.
 - e. The Preschool Committee will be responsible for overseeing the Preschool. The Preschool shall ordinarily be financially self-supporting and will provide a scholarship program. The Preschool shall be open to the community, but children of First Congregational members will be given priority in registration.

The Preschool shall not teach religious doctrine. Preschool Committee members need not be active in the church.

- f. The Personnel Committee will liaison with the Staff, Board and Senior Minister and be made of congregants and staff. develop personnel policies, assist with hiring as requested by the senior pastor, develop a process for evaluations, receive complaints or grievances, and assist with developing the budget concerning compensation and benefits. It will consist of the senior minister, a board member, and at least two other members of the congregation.

- g. The Endowment Committee will promote a program of planned giving and manage an endowment of gifts and bequests for the purpose of supporting the church. It shall consist of the Senior Minister, the Moderator and seven additional members who will be appointed by the Board to serve three-year terms, with a limit of two consecutive terms.

Article XII AMENDMENTS

- 1. These Bylaws may be amended by a two-thirds vote of the members at a congregational meeting, provided that a written text of the amendments to be considered has been provided to the Congregation by mail or by email at least thirty days prior to such meeting. This provision is not to be interpreted to prohibit the amendment of proposed amendments at a duly constituted Congregational Meeting by motion from the floor.

Article XIII EMERGENCY BY-LAW PROVISIONS

- 1. The board of directors may adopt bylaws to be effective in an emergency as defined in subsection (4) of this section. The emergency bylaws, which are subject to amendment or repeal by the congregation, may provide special procedures necessary for managing the church during the emergency, including:
 - a. Meetings of the board of directors (including meeting by electronic means) will require a quorum. The congregation will be notified of board meetings held electronically and may view such meetings.
 - b. Elections normally requiring congregational meetings can be held by a combination of email or postal mailing.
 - 1) Notice of a pending election of officers will be given by the monthly newsletter allowing applicants three weeks to apply

2) A slate of applicants will be sent to the congregation allowing members three weeks to vote.

- c. Establishing the annual budget by a vote of the congregation will also be conducted by email or postal voting
2. All provisions of the regular bylaws consistent with the emergency bylaws remain effective during the emergency. The emergency bylaws are not effective after the emergency ends.
 3. Board action taken in good faith in accordance with the emergency bylaws binds the church. A board member or Treasurer shall not be liable for deviation from normal procedures if the conduct was authorized by emergency bylaws adopted as provided in this section.
 4. An emergency exists for purposes of this section if some present or imminent community health condition or catastrophic event exists.