

Constitution and By-laws
The Congregational Church of West Medford, United Church of Christ
DBA Sanctuary United Church of Christ

I. Name of Church. Affiliation.

The name of this corporation shall be "The Congregational Church of West Medford, United Church of Christ, DBA Sanctuary United Church of Christ" and will be referred to hereafter as "Sanctuary UCC" and/or the "congregation." The Congregational Church of West Medford, DBA Sanctuary United Church of Christ is affiliated with the Massachusetts Conference of the United Church of Christ.

II. Purpose (Mission Statement)

Sanctuary UCC is a diverse community of action-oriented followers of Jesus, who humbly strive through worship, faith formation and the practice of Jesus' teachings to love God and our neighbors as God loves us.

God calls us to care for and meet people where they are; share a life of prayer and joyful service with all; and together--worship, rest in, and serve God. We are seekers of justice and lovers of all of God's creation. Through the community formed by the Holy Spirit, we are consoled, forgiven, refreshed and inspired.

We extravagantly welcome all people; believers, non-believers, doubters, questioners, no matter who they love, their gender identity or expression, their race, culture, ability, or economic circumstance. All are a blessing to our journey of faith and we seek to share God's love and grace with all.

III. Membership / Partnership

- A. Membership in this congregation is open to all people in accordance with the congregation's practices. Members, also known as Covenant Partners or Affiliate Partners, are those who the Leadership Circle affirms for membership and who unite with Sanctuary UCC by a public declaration of faith and commitment.
- B. Membership may be terminated by the Leadership Circle in the following ways: transfer of membership, at the request of the covenant disciple, death, or inactivity. Members to be terminated due to inactivity will be sent a written notice when possible and given an opportunity to request that their membership be preserved.
- C. Membership Options and Privileges:
1. Covenant Partners: Baptized, Voting Members who are eligible to serve in all capacities including as elected members of the LC, Standing Committees and as officers. Covenant Partners are welcome to belong to other faith communities.
 2. Affiliate Partners: Voting Members who have not yet chosen baptism who may serve on Ministry Teams and by exception in other roles with the approval of the congregation.
- D. Membership Responsibilities:

Members are expected to support the mission and purpose, to share in the life and work of the congregation and contribute to its support and benevolences through commitments of time, talent and treasure and to care for its spiritual welfare.

IV. Meetings of the Congregation

- A. The congregation shall meet at least twice a year: once in an Annual Congregational Business Meeting to do the business of the church, another in an Annual Congregational Visioning Meeting to be in retreat to dialog and discern on the goals and vision for the future of the church. Special Congregational Meetings may be called by the Leadership Circle to address situations or opportunities that require congregational vote, and may be called by written petition of any 10 members. The Annual Congregational Business Meeting shall be held no later than the first Sunday of February the purpose of which is to:
- Report on the previous year's ministry and finances;

- Discuss and approve the recommended budget for the upcoming year, brought forth to the congregation by the Leadership Circle, having been drawn up for review by the Stewardship and Finance Committee;
 - Vote on a slate of candidates for the Leadership Circle and the Nominating Committee. A written ballot will be provided to each voting 'member' with space for write-in alternatives.
 - Any additional business to this meeting must be brought forward to the Leadership Circle in advance and must be approved by that body by majority vote as a relevant matter of congregational discussion and/or vote, or by a petition of 10% (or ten, whichever is lesser) Covenant Partners.
- B. The Annual Congregational Visioning Meeting shall be held between June and September, the purpose of which is to:
- Review and assess the congregation's mission, ministries, objectives and goals;
 - Make adjustments as called for from the dialogue and discernment.
- C. Written notice of the any Meeting of the Congregation will be given by email and bulletin announcements not less than 14 days in advance, and will specify the place, day, and hour of the meeting. In an emergency situation, the Leadership Circle may call for a special meeting on at least 10 day's notice.
- D. A quorum of 25% or no less than 10 Covenant Partners, whichever is greater, is required to do the business of Annual Meeting and any special business meeting.
- E. Each Voting Member as defined in Article III will have one vote. Voting is available to those who are present either in person or via electronic means whereby the member is able to listen and participate in discussion.
- F. Decision-making at Sanctuary UCC will be by consensus, where possible, otherwise a simple majority of the voting members present is required; however, any changes to this constitution and by-laws will require a two-thirds affirmative vote. The decision to call or terminate pastoral staff will require a three-quarters affirmative vote.
- G. In addition to the matters defined above, the following must come before the congregation at a duly called congregational meeting:
1. Calling staff to serve as Pastor and Teacher; this would include lead pastor, associate pastor, or any position that requires ordination.
 2. Terminating pastoral staff (as defined in a.) except in cases of misconduct.
 3. The borrowing of money or capital improvements in excess of 10% of the yearly church operating budget.
 4. Any commitment to acquire, lease, or dispose of real property.
 5. Any extra budgetary program or project, excluding repair or replacement, using over \$10,000 of endowed funds or investment income.
 6. Changes to denominational affiliation(s).
 7. Dissolution of the congregation.
- i. Minutes will be taken of every congregational meeting held, transcribed and saved in the church office.

V. Leadership Circle (Board)

- A. The five to nine members of the Leadership Circle must be Covenant Partners of Sanctuary UCC.
- B. Called pastoral staff serve as ex-officio, non-voting members of the Leadership Circle.
- C. Members are chosen through the vote of the congregation at the Annual Congregational Business Meeting on a rotating basis—at least two members are elected for staggered three year terms, so that each year, at least 2 members (or 1/3, whichever is lesser) of the Leadership Circle comes up for a vote by the congregation.

Each member of the Leadership Circle serves a three-year term and can be re-elected once and, after a one year hiatus, can be elected again and re-elected once. This process may be repeated. In the event of a vacancy on the Leadership Circle, the Leadership Circle may appoint someone to serve until the next Annual Congregational Business Meeting.

D. The responsibilities of the Leadership Circle are:

1. To provide general oversight of all the activities of the church and plan for the church's future.
2. To provide a forum of communication among the various ministry teams, officers, pastor, and staff of the church and address differences among them.
3. To select and remove officers.
4. To manage the financial health of the church and her assets and investments; implement the church's investment, endowment and generosity policies; borrow money and incur indebtedness for purposes of the church, and to execute and deliver, in the church's name, evidence of such debt.
5. To oversee the church's business agreements and responsibilities.
6. To oversee and provide direction to pastoral staff; choose interim pastor in the case of a vacancy.
7. Designing, facilitating and dissemination a yearly evaluation of the church's ministries
 - a. Including the pastor(s), staff and all ministries,
 - b. Presenting findings to the Pastor(s), Leadership Circle and PPRC,
 - c. Preparing a written report on the summary findings available to all Covenant Partners.
8. In situations involving allegations or proof of misconduct by pastoral staff, to investigate any allegations, and if appropriate, to suspend or terminate the pastor or staff member, and communicate with the congregation and the denominations as appropriate.
9. In collaboration with the Lead Pastor and in support of same as head of staff, to hire, oversee, provide direction to, and terminate any staff that has not been called by the congregation.
10. To preside over congregational meetings, accept for review petitions from the congregation, evaluate and offer recommendations regarding any changes to by-laws that may come up for congregational review.
11. Ensure that an Annual Report on the past year is presented to the congregation at the time of the Annual Meeting.
12. Appoint delegates to represent our congregation at wider UCC functions and meetings.

E. Meetings of Leadership Circle:

1. A simple majority of the total number of the Leadership Circle shall be necessary to constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the members present at a duly held meeting, which may be in person or teleconference, at which a quorum is present, shall be regarded as the act of the Leadership Circle, unless a greater number is required by law or by the Articles of Incorporation.
2. The Leadership Circle will schedule meetings to be held at least ten times per year. These meetings will be published on the church calendar.
3. All Leadership Circle meetings are open to members of the congregation except Executive Sessions which may be closed but which must be posted in the bulletin in advance.

4. Minutes will be taken at all Leadership Circle meetings and will be made available to the public within two weeks, except for minutes from Executive Sessions. Minutes from the preceding meeting will be read and approved at the beginning of a Leadership Circle meeting. A file will be kept in the church office of all Leadership Circle meeting minutes as well as minutes from all congregational meetings.

VI. Officers

- A. From the members of the Leadership circle, the following roles will be elected by the Leadership Circle:
 1. Moderator: The primary duties include coordinating and facilitating meetings of the Leadership Circle and the congregational meetings; sign legal documents as required on behalf of the congregation; enforce the bylaws and perform other duties as assigned by the congregation.
 2. Moderator Alternate: The primary duties include supporting the moderator and coordinating and facilitating meetings of the Leadership Circle and the congregational meetings and other duties in the moderator's absence.
 3. Clerk: Primary duties include recording or delegating the recording of minutes of all Leadership Circle meetings and congregational meetings. Also responsible for making sure minutes other than from Executive Sessions are made available to the congregation.
 4. Treasurer: Primary duties include oversight of financial procedures and collaborating with the staff and Stewardship and Finance Team in the preparation and implementation of a responsible budget; keep and preserve accurate financial records; insure timely payment of financial obligations.
- B. Officers serve one-year terms which come up for review and/or renewal yearly by The Leadership Circle.

VII. Standing Committees

The following are the committees required to be active in the congregational life of Sanctuary UCC. These ministries shall be staffed by members with appropriate gifts and graces, chosen by either the Leadership Circle or the Congregation as specified below, in collaboration with the Pastor(s) and Nominating Committee.

- A. Nominating Committee: will be comprised of three to five covenant partners elected yearly by the Congregation at the annual meeting, and the Leadership Circle moderator as an ex-officio, non-voting member.
 1. The nominating committee develops job descriptions for various volunteer positions as needed, canvasses the congregation in search of volunteers to serve on standing committees and ministry teams, and brings forward names of Covenant Partner candidates to fill positions on the Leadership Circle, Nominating Committee, Stewardship and Finance, and Pastoral Search Committee preceding any elections to these bodies by the congregation.
 2. Nominating Committee members may serve for more than one year, but each year's nominations for the following year's Nominating Committee should include at least two people not currently serving on the Nominating Committee.
- B. Pastoral Search Committee: Upon request of the Leadership Circle, a Search Committee of five to nine members shall be formed to screen, interview, and recommend individuals to serve as called clergy for the congregation.
 1. The Search Committee shall consist of one member each of the Leadership Circle and the Pastor Parish Relations Committee chosen by those respective bodies, and three to seven other Covenant Partners elected by the Congregation to represent the interests and goals of the congregation.
 2. Committees searching for Called Associate Pastors shall seek the advice of the Senior Pastor, who shall serve as an ex officio member of the Search Committee.
 3. The Search Committee will present one candidate to the Leadership Circle, which will then present the candidate to the congregation for approval at a congregational meeting.

- C. Pastor Parish Relations Committee: Will be comprised of three to five members chosen by the Nominating Committee in collaboration with Leadership Circle and the Pastor. At least one member of the Search Committee shall serve on the Pastoral Support Committee for the first year of a pastor's ministry. The deliberations of the Pastoral Support Committee are confidential and meetings are not open to others in the congregation for general participation.

The Pastor Parish Relations Committee shall seek to achieve and maintain an open, effective, and trusting relationship, and two way-communications between the Pastor(s) and the congregation. Duties include:

1. Listening to, collaborating and supporting the pastor(s), and
 2. Responding to any issues and concerns brought by the Pastor, staff and/or congregation.
- D. Stewardship and Finance Team: will be comprised of three to five Covenant Partners, recommended by the Nominating Committee appointed by the Leadership Circle, including the Treasurer. No members of the same family will serve on this Team at the same time, and they will elect their own administrative chair other than the Treasurer. Duties include:
1. Determining the total anticipated revenue each fiscal year and submitting to the Leadership Circle a budget based on anticipated revenues and the priorities of the church as submitted to the Leadership Circle by the various committees, staff, and ministries.
 2. Creates and submits for review regular monthly and year-end financial reports to the Leadership Circle.
 3. Organizing and facilitating ongoing stewardship and generosity faith practices, including an annual stewardship drive and other forms of income.
 4. Develops and oversees sound financial procedures to be used by the church.
5. Ad-Hoc Committees: Can be created by the Leadership Circle as it deems appropriate.

VIII. Ministry Teams:

- A. A ministry is any activity that expresses or spreads faith, builds community and/or allows members to share God's love and grace in the world. Ministry Teams may be developed by the pastor, Leadership Circle, or members of the church and the team shall organized as required to perform its ministry. All are welcome to serve on a ministry team based on interest, passion and gifts.
- B. Ministry Teams will work in consultation with the Pastor(s) on ministries that *further the mission and vision of Sanctuary UCC*. The ministry team is accountable to the mission and vision of the church as defined by the congregation.
- C. Ministry Teams' authority and responsibility includes:
1. Recommending priorities and goals for programming in that ministry and for the spiritual direction of the congregation as it relates to that ministry.
 2. Recommending to the Leadership Circle the budget, staffing and technology needs for that ministry.
 3. Planning, implementing, and evaluating activities and events in the life of the church related to that ministry.
- D. A Ministry Team Leader, will be elected by the Ministry Team and will serve an initial one-year term that may be extended by mutual agreement.
1. The Team Leader will serve as liaison to the Leadership Circle and Lead Pastor/Program Staff responsible for that ministry; receive direction from, provide reports and information to and forwards requests to the Leadership Circle.
 2. The Team Leader may invite team members to join the ministry team.

- E. Ministry Team Leaders will meet as needed with the pastoral staff and/or leadership circle to ensure communication and connection to the church's mission and vision and at least two times a year as a group of Ministry Team Leaders.

IX. Staff:

IV. Pastoral Staff

1. The lead pastor will be called as spiritual leader and head administrator of the community, supported and empowered by the congregation to freely lead the community. Additional pastoral staff may be called as per the search process defined above and would report to the lead pastor, be accountable to the lead pastor and Leadership Circle and carry a portfolio of responsibilities defined in the search process.
2. Pastor(s) should maintain high moral standards, feel commitment to a growing spiritual life, be ordained, hold a Master of Divinity degree, and have sufficient training and experience for the needs of Sanctuary UCC.
3. Dismissal of Called Clergy. If a member of the pastoral staff loses the support or confidence of the congregation or the Leadership Circle, or if other serious problems arise that may ultimately warrant the dismissal of the pastor or a change in the call agreement, the Leadership Circle shall initiate whatever procedures it deems appropriate to solve the problem or restore support or confidence in the pastor. If such procedures are unsuccessful, the Leadership Circle shall make appropriate recommendations or seek guidance from the congregation. The Leadership Circle should seek guidance and/or assistance from the denomination.
4. The pastor shall attend all Leadership Circle meetings as appropriate, keep the congregation informed of his/her activities, bring to the church news and issues relating to the wider Church, participate in discussion and planning and provide spiritual direction.
5. The Leadership Circle will arrive at an adequate compensation package to offer the pastor on a yearly basis that can adequately be met by the church budget; seeking to consider the denomination's recommended guidelines.

V. Program and Administrative Staff

1. Program and Administrative Staff with the requisite skills and experience may be chosen to lead specific ministries via a search process defined by the leadership circle and lead pastor. These staff members would report to the lead pastor, be accountable to the lead pastor and Leadership Circle and carry a portfolio of responsibilities defined in the search process.
2. Contract roles such as sexton, cleaning and other services will be defined and awarded by the Leadership Circle.

X. Finances

- A. Fiscal year is the same as the calendar year – January through December.
- B. Budget process:
 1. The annual budget process starts by committees and ministries proposing financial and staffing needs for the upcoming year to the Stewardship and Finance Team.
 2. The Stewardship and Finance Team, in collaboration with the Lead Pastor defines goals and objectives for income; and implements the annual Stewardship drive.
 3. Accounting for projected income, the Stewardship & Finance Team develops a workable budget and submit it to the Leadership Circle.
 4. The Leadership Circle reviews the draft budget, makes any changes it may deem necessary and submits it to a congregational vote at the Annual Congregational Business meeting.

5. The Congregation defines through their vote, the operating budget and ministry priorities. Any changes between line items must be approved by the Leadership Circle. Any additions to the bottom line of the annual budget must be approved by a special congregational meeting.
6. A minimum of 10% of projected annual income will be tithed to the congregation's mission and outreach budget. It is recommended that the ministry team practice the United Church of Christ's guidelines and distribute the tithe as follows: 50% of that budget to the wider church through the MACUCC United Church Mission, 15% to the wider church through designated gifts and 35% to local mission.

C. Audit & Financial Control:

1. Check signing: At all times, there shall be at least two, but no more than four individuals, who are authorized to sign checks. Those authorized to sign checks shall be designated by the Leadership Circle. For all checks of \$2,000.00 or more, other than salary and/or benefits, the signatures of two individuals shall appear on such checks. Similarly, for all expenditures of greater than \$2,000.00, the pre-approval of two members of Leadership Circle shall be required. The check signers appointed cannot be from the same family, nor can they be spouses.
2. Internal Audit: An internal audit shall be conducted annually. The audit shall consist of a review of all of the financial records of Sanctuary UCC. The moderator shall appoint an individual or a committee to conduct the internal audit, but the conductor of the audit must not be one of the elected Leadership Council members.
3. External Audit: An external audit shall be completed every three years. The external audit shall be completed by a Certified Public Accountant or by an otherwise-qualified accountant. The Leadership Circle shall budget appropriate funds to pay for the services of an accountant to conduct the external audit.
4. Monthly Financial Reports: The treasurer or designated member of Stewardship and Finance shall provide to the Leadership Circle current financial information for all meetings. The Leadership Circle shall make current financial information available to Covenant Partners on request.

XI. **Amending By-laws:**

By-laws may be amended only by a two-thirds vote of the membership eligible to vote at the meeting called to make the bylaw change.

END

This complete revision of the Bylaws was adopted by an annual business meeting of the Congregational Church of West Medford, United Church of Christ, DBA Sanctuary UCC on February 1, 2015.

The organizational structure and policies will take effect on June 1, 2015.