

CONSTITUTION OF
FRIEDENS UNITED CHURCH OF CHRIST

ARTICLE I. NAME

The name of this congregation shall be known as Friedens United Church of Christ, located at 8300 South Meridian Street in Indianapolis, State of Indiana, County of Marion.

ARTICLE II. PURPOSE

The avowed purpose of this church shall be to worship God, to share the love of Jesus Christ, celebrate the Sacraments, realize Christian fellowship and unity within this church and the Church Universal, render loving service toward humankind, and to strive for justice and peace.

ARTICLE III. GOVERNING BODY AND MEMBERSHIP

The government of this church is vested in its members, who exercise the right of control in all its affairs, subject, however, to the laws of the State of Indiana relating to non-profit corporations.

Membership in this church shall be open to any person who has been welcomed into the fellowship during a service of worship and who has made a public commitment to follow the way of Jesus Christ. Members in good standing shall have the right to vote, and after eighteen (18) years of age, shall be permitted to represent the congregation on the Council.

The Council shall make appropriate Bylaws to define the term “a member in good standing” and may amend said definition by amendment of the Bylaws.

The Governing Body of this church shall be the membership assembled in a church meeting. Once quorum is met, the vote of a majority present at the meeting shall be the action of the church. A quorum shall consist of ten percent (10%) of the members in good standing.

ARTICLE IV. COUNCIL

The Council shall be the executive body and board of directors of this church. It shall be composed of the Pastor or Pastors and the Council Members. One half of its members shall constitute a quorum.

The Council shall organize itself each year according to the will of the Governing Body as reflected in all elections. The Council shall have as Officers a President, a Vice-President, a Secretary, and a Financial Ministry Chairperson acting as Treasurer, and shall form such ministries, committees, boards, etc. as will serve to further the purpose of the church. The Council Officers and Pastors shall comprise the Executive Committee as further defined in Article IX.

At least twelve (12) church members shall be elected Council Members by a majority vote cast at a congregational meeting prior to the end of the calendar year. The President, Vice-President, Secretary, and Financial Ministry Chairperson acting as Treasurer shall be elected for a term of office of two years. All other Council Members shall be elected for a term of office of one year. All non-Executive Committee council members may be re-elected one time for a total of two consecutive years of service after which they must retire for at least one year before serving again. No Council Member shall serve

more than two consecutive years on the Council, but this restriction does not apply to serving in another capacity on any ministry team. Each Council Member shall chair one of the ministries formed by the Council, or serve as an Officer. The Council shall have the authority to appoint vice-ministry chairs, Vice-Council Members, proxies, and other positions of authority and responsibility as it may enact through the church's Bylaws.

Nominations shall be made for the offices of Council Member each year through procedures enacted by the Council in the church's Bylaws. The enacted Bylaws must allow for write-in candidates at the election of Officers and Council Members.

When elected, the Council Members shall be publicly installed.

Vacancies on the Council shall be filled by appointment by the Council for the unexpired terms.

The Council shall be the policy-making body and shall transact the business of the church, make provision for raising monies and determining the budget, and provide for the auditing of financial accounts, and for the adequate support of the staff. It shall keep a complete and accurate record of its proceedings, be the custodian of all church records, and report to the church at its regular and special meetings. All acts and deliberations of the Council are subject to the will of and revision by the Governing Body.

The Council shall enact and publish Bylaws for fiscal, operational, employment, and other necessary policies and procedures, with the exception that: the Council shall have no authority to loan or advance any church monies in excess of one percent (1%) of the gross congregational budget for the current fiscal year, without prior approval of the Governing Body; the Council shall have no authority to spend more than ten percent (10%) of the gross congregational budget for the current fiscal year per annum for non-budgeted expenditures, without prior approval of the Governing Body; and the Council shall have no authority to borrow in excess of two percent (2%) of the gross congregational budget for the current fiscal year, without prior approval of the Governing Body. This restriction shall apply to the opening of revolving lines of credit or any other form of credit account.

The President and Financial Ministry Chairperson acting as Treasurer are empowered to sign checks singly, designate a depository, and to deposit funds.

Duties of Officers and Council Members:

It is the duty of the President to see that all meetings of the Council are called by the Secretary pursuant to Bylaws enacted by the Council fixing the frequency of Council meetings, to open and conduct such meetings, and to see to the execution of all resolutions. The President shall, with the Secretary, sign all minutes of the meetings of the Council and the congregation upon proper approval of the Council. The President is also empowered, with the Secretary, to sign all contracts, loans, and deeds in the name of the congregation.

The Vice-President shall preside at all meetings where the President is not present and also when business pertaining to the President or the administration of the church is before the congregation. The Vice-President shall make all efforts to help the President and make the administration of the church easier. The Vice-President shall succeed the President, for the unexpired portion of the President's term, in the event of a vacancy in that office. The office of Vice-President shall then be filled by the Council.

The Secretary shall keep a record of all transactions at the meetings of the congregation and the Council, issue the call to all regular meetings at the request of the President, attend to all correspondence, have

access to a correct list of all members and their addresses showing also the dates of their admission and of their withdrawal.

The Financial Ministry Chairperson acting as Treasurer shall have charge of all monies for congregational support, and shall supervise those persons that make all payments by order of the Council. The Financial Ministry Chairperson shall render a monthly report to the Council and an annual report to the congregation. The Financial Ministry Chairperson shall make benevolent remittances. The Financial Ministry Chairperson shall compile records of all receipts and all assets, provide monthly statements of receipts to the Council, and provide semi-annual statements to church members.

The Council shall have the right to add to the duties of any Officer, Council Member, or other position of responsibility or authority through the enactment of Bylaws.

The President and the Pastor(s) are ex-officio members, without vote, of all committees and ministries of the congregation.

It is the duty of all Council Members to effectively represent the congregation at all meetings of the Council. Council Members may be removed from office by a majority vote of all other remaining Council Members pursuant to the Bylaws enacted for that purpose, or by a majority vote of the Governing Body sitting in quorum. The Council shall have the authority to enact Bylaws regarding the behavior, decorum, and attendance required of Council Members. Failure by Council Members to meet these obligations as enacted through the church's Bylaws is grounds for removal. The Council and the Governing Body reserve the right to remove any Council Member at any time regardless of cause.

ARTICLE V. SELECTION OF PASTOR AND EMPLOYMENT OF STAFF

The Council shall have the authority and responsibility of enacting appropriate Bylaws for the selection, payment of benefits and salary, and the definition of the duties and privileges of the church's pastoral team. Notwithstanding any enacted Bylaws, any selection of a pastor must be ratified by a majority of the Governing Body sitting in quorum.

The Council shall have the authority and responsibility of enacting appropriate Bylaws for the hiring, compensation, and termination of church staff employees, including the enactment of all appropriate employment policies within the bounds of state and federal law.

ARTICLE VI. PROPERTY

The Church may, in its corporate name, sue or be sued, acquire by purchase, gift, devise, bequest or otherwise and own, hold, invest, reinvest or dispose of property both real and personal for such work as the church may undertake and may purchase, own, receive, hold, manage, care for and transfer, rent, lease, mortgage or otherwise encumber, sell, assign, transfer and convey such property for the general purposes of the church; it may receive and hold in trust both real and personal property and invest and reinvest the same and make any contracts for promoting the objects and purposes of the church, all in accordance with the laws of the State of Indiana.

ARTICLE VII. CHURCH MEETINGS

The Annual Meeting of the church Governing Body shall be held within the first 45 days of the new calendar year at a time set by the Council. At this meeting, the Council, the officers of the church, the Pastor(s), and all church organizations shall submit their annual reports in writing. In addition, there

shall be a general meeting of the church Governing Body to be held prior to the beginning of each calendar year to discuss and approve a congregational budget.

Special meetings may be called by the Council. Upon the written request of five percent (5%) of the members in good standing, the Council shall issue a call for such a meeting within two weeks after the request has been received. Proper notice shall be given of the time, place, and purpose of a special congregational meeting. Only such business as has been mentioned in the call may be transacted at such special meeting.

The announcement for an annual or special meeting of the Governing Body shall be made in accordance with Bylaws enacted by the Council.

ARTICLE VIII. AUTHORITY TO ENACT BYLAWS

The Council shall have the authority, by majority vote of all Council Members sitting in quorum, to enact any and all Bylaws necessary for the implementation of this Constitution, and said authority shall not be limited except as expressly forbidden by this Constitution, or by the laws of the State of Indiana, or of the laws of the United States Government. The Governing Body reserves the right, by majority vote sitting in quorum, to enact, amend, supersede, or otherwise revise the church's Bylaws subject to applicable state or federal law.

ARTICLE IX. EXECUTIVE COMMITTEE

The President, Vice-President, Secretary, Financial Ministry Chairperson acting as Treasurer, and Pastors shall comprise the Executive Committee of the Church to manage the business of the Church during the interim between meetings of the Council. Subject to law and to the resolution of the Council, the Executive Committee shall have and may exercise all of the powers of the Council in the business affairs of the Church. A majority of the Executive Committee, duly noticed, shall constitute a quorum for the transaction of business. The Executive Committee shall report any action taken by said committee to the next succeeding meeting of the Council. The Council shall have the authority to enact Bylaws concerning the duties, responsibilities, and procedures of the Executive Committee, including any limitations of the authority of the Executive Committee.

ARTICLE X. AMENDMENTS

Amendments of this Constitution may be proposed in any general congregational meeting, or special meeting called for that purpose. They shall be referred to the Council, which shall consider same and report to the next duly called meeting of the Governing Body sitting in quorum. A quorum of ten percent (10%) of the members in good standing shall be required for the Governing Body to hear and vote upon any amendments to this Constitution. Said amendments can be adopted only upon a two-thirds (2/3) majority of all voting members of the Governing Body that are present.