

**THE BYLAWS
OF FIRST CONGREGATIONAL CHURCH
OF BELLINGHAM, WASHINGTON
(est. 1903)
UNITED CHURCH OF CHRIST**



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Bellingham, Washington 98225
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THE BYLAWS OF FIRST CONGREGATIONAL CHURCH OF BELLINGHAM

ARTICLE I – FAITH

ARTICLE II – COVENANT AND MISSION

ARTICLE III – MINISTRY AREAS

Sec. 1: Ministry Areas Organization.

The organizational framework reflects how the church boards align with each of the ministry areas of the church:

- a. Worship: Diaconate, Arts in Worship
- b. Community: Ministry Resources, Membership
- c. Social Justice: Mission and Justice
- d. Spirituality: Faith Formation
- e. Operations: Trustees, Communications

Sec. 2: Ministry Area Purpose. (See Constitution)

Sec. 3: Ministry Area Coordinators.

- a. Prospective ministry area coordinators are identified through an informal collaboration involving current ministry area coordinators, Leadership Team, Church Council and the congregation at large and are voted on by the Church Council. Coordinators may serve two consecutive three-year terms and then must take one year off before becoming eligible to serve again. Ministry area coordinators shall meet at least quarterly.
- b. The ministry area coordinators have broad discretion as how to best fulfill their charge. They shall:
 - 1. Become familiar with each of the boards, committees, and small groups within their ministry area.
 - 2. Encourage coordination of activities by sending a representative to monthly meetings of Leadership Team and each coordinator attending board meetings at least twice a year.

3. Help to facilitate regular communication between small groups, the staff and the congregation.
4. Serve on Church Council in order to provide a voice and connection on behalf of the congregation.
5. Consult with leaders of small groups within the ministry area to help determine which issues might require advice or action from Church Council.
6. Update a list of active small groups available in the church and a current list of key contacts.
7. Help interested volunteers connect with appropriate small groups.
8. Help emerging ministries access appropriate channels of support.
9. Assist the Ministry Resources Board with the Time and Talent Survey.
10. Support Boards in securing new members.

ARTICLE IV – MEMBERSHIP

Sec. 1: Uniting with the Congregation. (See Constitution)

Sec. 2: Membership Responsibilities. (See Constitution)

Sec. 3: Membership Privileges. (See Constitution)

Sec. 4: Membership Status.

- a. Members who have left the community, or who for a period of two years have not communicated with the church or contributed to its support shall, by recommendation of the Membership Board, be transferred to an inactive list. They may be reinstated to full standing upon personal request. At the end of one year on the inactive list, an individual's name shall be removed from the files.
- b. Active members may request a letter of transfer to another Christian Church or may request a certificate of church membership if wishing to join a body not in fellowship with this church.

ARTICLE V — GOVERNMENT

Sec. 1: Governance. (See Constitution)

Sec. 2: Affiliation.

As an affiliate of the national denomination of the United Church of Christ, this church shall:

- a. Support annual offerings such as Our Church's Wider Mission, UCC Christmas Fund, One Great Hour of Sharing, Neighbors in Need, and Strengthen the Church.
- b. Covenant with members in discernment, a step towards ordination.
- c. Send delegates to the regional Conference Annual Meeting.
- d. Send members to serve on conference or national committees.
- e. Hire ordained pastors with standing in the United Church of Christ and support their participation in its various settings.
- f. Pay annual dues.

ARTICLE VI — MEETINGS

ARTICLE VII — CHURCH ORGANIZATION

The following groups in the church represent the structure by which the church carries out its business. The authority is vested and granted by the congregation at an annual meeting. The congregation votes each year to accept the proposed slate of officers, board members, and ministry area coordinators. In the event of a vacancy, Church Council may appoint an officer and a Board may report any new member to Council. Both shall be voted on at the next congregational meeting.

Sec. 1: Church Council.

- a. Meetings of Council.

The Church Council shall meet at least nine times annually and more frequently when business requires it. The moderator, the called pastor(s) or any five members of the Church Council may call a special meeting. The moderator shall call a council meeting upon written request of any ten active members of the congregation. A majority of the members of the Church Council shall constitute a quorum. Meetings of the Church Council shall be open to all members of the church.

(Article VII – Church Organization continued)

b. Responsibilities of Council.

The Church Council shall be the interim governing body of the church between meetings of the congregation. The Church Council shall implement decisions of the congregation by considering its vision, values, and purpose, and may not act contrary to the expressed stipulation of a called church meeting or the provisions of the Constitution. The congregation, at a regular or special meeting, may reverse or modify any action taken by the Church Council.

c. Powers and Duties of Council.

The Church Council shall have the following powers and duties that may be assigned to a board, committee or individual. All decisions by a committee or individual(s) shall be reviewed for approval by the Church Council. Church Council may preauthorize decisions, but final accounting must be brought to the Council for approval.

1. Envision and initiate long term planning for the task of the church
2. Advise the called pastor(s) and Leadership Team of the general direction of the church's activities.
3. Review and evaluate the church program and direct changes if necessary.
4. Appoint an ad hoc pastoral search committee when needed.
5. Review and approve negotiations of job description, salary, and benefits in the Letter(s) of Call for called pastors.
6. Review and update job descriptions and working conditions for called pastors and make salary and benefit recommendations to the Ministry Funding Committee with input from Personnel Committee.
7. Appoint an ad hoc committee to conduct the five-year review of the called pastor(s) ministry. (See Bylaws, Article VII, Section 5)
8. Appoint four at-large active members of the congregation to the Personnel Committee.
9. Appoint three at-large active members of the congregation to the Ministry Funding Committee.
10. Review and adopt a ministry funding plan prior to submission to the congregation at the January meeting.
11. Consider any matter referred by the membership of the church or any board or committee.
12. Set dates and agendas for the two regular meetings of the congregation.
13. Establish committees for special purposes.

14. Receive and evaluate reports from the Personnel Committee and act on their recommendation for hiring or terminating staff employees.
 15. Nominate delegates to attend the annual meeting of the Pacific Northwest Conference of the United Church of Christ.
 16. Provide for a review of the Bylaws to take place every three years.
 17. Allocate extra monies accrued to be disbursed as approved by a vote of the congregation.
 18. Inform the congregation of all policy-making decisions.
 19. Maintain transparency by announcing meetings and publishing minutes.
- d. Standing Committees of Church Council.

Standing committees address ongoing projects or issues and make recommendations to Church Council

1. **The Ministry Funding Committee** shall consist of three members appointed annually by the Church Council. In addition, the church treasurer will attend as a voting member and the church accountant will attend without vote. It shall be the responsibility of the committee to:
 - a) Solicit funding requests from all boards and committees and other interested parties and share the information with the congregation.
 - b) Propose a ministry-funding plan to Church Council for approval.
 - c) Submit the approved funding plan to the congregation at the January meeting for their vote.
2. **The Personnel Committee** shall consist of nine members. These shall be past moderator and designated members from Diaconate, Board of Trustees, Faith Formation, and Arts in Worship. In addition, the Church Council shall appoint four members of the congregation who shall serve for three- year terms and shall be chosen with priority on personnel skills and diverse representation of the congregation. The three-year terms shall be staggered with two members going off each year. As used in this section, the term "staff" does not include called pastor(s). The Personnel Committee, with Church Council approval, shall:
 - a) Maintain and keep current an Employee Policy Handbook.
 - b) Review and update job descriptions and working conditions for staff and called pastors and submit to Church Council for approval.
 - c) Make salary and benefit recommendations for staff and called pastors available to the Church Council.
 - d) Make recommendations to Church Council for the hiring and termination of church program and support staff.
 - e) Develop procedures for annual staff reviews.

(Responsibilities of Personnel Committee continued)

- f) Ensure that all annual staff reviews are completed in a timely manner.
- g) Place reviewed and signed written evaluations in each staff member's personnel file.
- h) Act as liaison between staff members as needed.
- i) Act as liaison between staff and members of the congregation as needed.
- j) Consider requests for new staff positions.

3. **The Pastoral Relations Committee** shall assist the Church Council. The committee works in a context of confidentiality, support, care, and honesty in order to enhance the effectiveness of the church's ministry while promoting a healthy communication among pastors, staff and the congregation. All conversation and activities of the committee are confidential. Notes of the meeting need not be taken. If recorded, notes should identify only issues raised and remain, at all times, confidential. If action is required, the committee will advise the Church Council, appropriate board/and or committee only of issues requiring action. The advice should not include any of the discussions, dialogues, or conversations internal to the Pastoral Relations Committee related to any issue referred out for action.

Each called pastor shall have a Pastoral Relations Committee composed of three members that is consistent with the recommended practices of the most current UCC publication, *A Sure Foundation*. Church Council shall appoint one "at-large" member with the consent of the pastor. The pastor shall select two additional members with Church Council approval. Members of the congregation's governing body shall not serve on the Pastoral Relations Committee. Committee members will serve staggered three-year terms up to two consecutive terms and their names shall be available to the congregation. The committee meets at least quarterly, and the pastor must be present for all meetings. The committee(s) serves as an advisory and support group to:

- a) Nurture, support and assist the called pastor(s) with the daily challenges and stresses that may arise.
- b) Address and resolve concerns and conflicts that may impact the called pastor(s) ability to carry out their mission.
- c) Share ideas and concerns of the congregation with the pastor(s).
- d) Interpret roles, functions, boundaries, and opportunities of the pastor(s) to the congregation.
- e) Follow the designated mediation process in the most current UCC publication entitled *A Sure Foundation* to address concerns.

4. **The Ground Floor Advisory Committee** is a committee of two members appointed by the Church Council plus the Pastor for Youth, Young Adults & Mission as well as designated representatives from the non-profit to act as liaison between the church and the non-profit organization that occupies the Ground Floor.
5. **The Nominating Committee** is a committee of five members appointed by the Church Council. The Nominating Committee shall:
 - a) Work with the boards to determine the number of new members needed and skills the boards are looking for
 - b) Work with the staff to generate a list of names of potential board members.
 - c) Contact and invite members to join boards.
 - d) Present the list of board members for the following year to the council and then to the congregation for approval at the semi-annual meeting.
- e. Ad Hoc Committees of Council

Ad Hoc committees are appointed to accomplish a single task or project and have no decision or budget allocations authority unless explicitly authorized by Church Council.

1. **The Pastoral Search Committee** shall be appointed by the Church Council to seek a candidate to fill the office of Pastor. The committee shall:
 - a) Inform the Conference Minister of a pastoral vacancy.
 - b) Seek the counsel of the conference in filling a vacancy.
 - c) Request the Conference Minister(s) to secure relevant information about any pastor who wishes to be considered as a candidate.
 - d) Utilize appropriate resources for information, negotiate with a chosen candidate the job description and possible salary and benefits.
 - e) Prepare the Letter of Call and submit to the Church Council for review and approval.
 - f) Present to the congregation, at a meeting called for that purpose, the name of the recommended candidate to be voted on. A favorable majority vote by active members constitutes a call.
 - g) Require a called pastor to seek standing in the Pacific Northwest Conference of the United Church of Christ.
 - h) Instruct the Diaconate and the pastor to request the conference Committee on Ministry to arrange for a service of installation. A report of this service shall be signed by the Conference Minister and copies sent to the Secretary of the United Church of Christ and the Church and Ministry Commission.

Sec. 2: Church Boards.

a. Board Membership.

In order to promote efficient decision-making and continuity, it is recommended that boards have no fewer than six and no more than nine voting members except for the Board of Trustees who, according to the Articles of Incorporation, must have a minimum of five members. Prospective board members are identified through an ongoing informal collaboration involving the current board members, Leadership Team, Church Council, ministry area coordinators, and the congregation with the help of the church interest surveys.

b. Board Terms of Office.

The board members shall serve a three-year term. A member may serve two consecutive three-year terms, and then must take a year off before becoming eligible to serve on the same board again.

c. General Board Responsibilities.

1. Prepare and oversee a budget for their interest area which has been submitted to the Ministry Resources Board for inclusion in the annual budget.
2. Elect a chair and secretary from its members.
3. Choose the chair or a designated church member who belongs to the board as a consistent representative to Church Council each year.
4. Use opportunities to enhance their mission by collaborating with other boards on common projects.
5. Recruit individual members and friends of the church to help with special tasks.
6. Require a quorum of church members in order to conduct business.

d. Individual Boards.

1. **Arts in Worship.**

- a) Ensure an effective ministry of various arts in worship throughout the liturgical year.
- b) Promote and support the music staff and programs of the church.
- c) Promote youth involvement in the arts.
- d) Sponsor and support artistic endeavors through different venues such as guest artists, retreats, workshops, instrumental and vocal concerts.
- e) Provide oversight of the Amy Wolsdorf Fund that augments the music programs of the church.
- f) Collaborate with Trustees Board regarding musical instruments and Personnel Committee regarding music staff.

g) Appoint a representative to the Personnel Committee.

2. Communications.

- a) Plan, oversee, advise, and create external and internal communications.
- b) Manage visual/verbal identity through the use of style guides, templates and other systems for creating content.
- c) Utilize appropriate communication instruments including, but not limited to, print, website, and social media.
- d) Collaborate with ministry area coordinators, other boards, and staff to ensure that information about activities is conveyed in a timely manner and to church standards.

3. Diaconate.

- a) Cooperate with the pastor(s) in ministering to the worship life of the church and community.
- b) Assist in preparing and administering the sacraments of the church.
- c) Provide for temporary supply of the pulpit in case of a vacancy or in the absence of a pastor.
- d) Minister to the needs of the congregation in times of bereavement and/or family crisis through the Called to Care Ministry.
- e) Appoint a representative as a liaison to attend the monthly Called to Care meeting that includes the Parish Nurses Health Ministry, Stephen Ministers, Parish Visitors, and the Pastoral Care Team.
- f) Recruit, train and schedule ushers, greeters, communion servers and liturgists.
- g) Offer one laity Sunday service when UCC delegates attend the yearly annual conference.
- h) Appoint a representative to the Personnel Committee.

4. Faith Formation.

Board Description: Rooted in the UCC's progressive Christian tradition, the Faith Formation Board (FFB) recognizes Christian Education as a lifelong process of growing in relationship with God, self, and others. We support people of all ages, wherever they are on life's journey, with resources and opportunities for developing a deeper understanding of the Bible, a lifelong transforming relationship with God, and a multi-generational community that inspires action towards peace and justice for ALL of creation.

Activities of the Faith Formation Board include:

- a) Supporting and overseeing faith formation programs for children, youth and adults.

- b) Working closely with the Minister for Christian Formation and Pastor for Youth, Young Adults and Mission.
- c) Creating and supporting additional educational and community building/serving opportunities.
 - i. For children and youth these could include leading worship service, confirmation, mission trips, Journey Together, Our Whole Lives and milestone celebrations.
 - ii. For adults these could include adult forums, Bible Study, Jesus Seminar, covenant groups, all church reads, and breaking bread dinners.
 - iii. For all these could include seasonal programs such as Trunk or Treat and Christmas Presence and service projects.
- d) Appoints a representative to the Personnel Committee.

5. Membership.

- a) Help the pastors plan and conduct classes for prospective members, participate in the covenanting service and share new member profiles with the congregation.
- b) Introduce new members into the life of the church and encourage the participation of all members in worship and the educational, social and action groups of the church.
- c) Recruit, train, and schedule volunteers to staff the Welcome Table.
- d) Identify and reach out to less active members.
- e) Make an annual review of the church membership and inform by letter those individuals whose names are being moved to an inactive status.
- f) Oversee the budget of the Fellowship Ministry.
- g) Facilitate updates to the church directory, an essential tool for church welcome and connection. The directory is to be updated several times a year, and a new photo directory published at least once a year or within one month of new members joining."

6. Ministry Resources.

- a) Conduct a continuing program of time, talent, and financial resource education.
- b) Conduct an annual pledge campaign for ministry funding.
- c) Oversee the Time and Talent surveys of the congregation with the Ministry Area Coordinators.

7. Mission and Justice.

- a) Address social justice issues and evaluate their relevance to the church.

- b) Involve the congregation in social issues by planning and coordinating programs that educate and inform.
- c) Promote within the church membership continuing interest in the national UCC Our Church's Wider Mission.
- d) Plan special offerings such as One Great Hour of Sharing, Neighbors in Need, the UCC Christmas Fund and Strengthen the Church.
- e) Perform service and mission work by sponsoring and hosting social justice events.
- f) Administer mission funds allotted in the annual budget and manage church relationships with local and regional nonprofits.

8. Trustees.

- a) Supervise the finances of the church.
- b) Take responsibility for the care and custody of the property and funds of the church.
- c) Maintain and improve the church buildings and grounds and provide an adequate insurance program.
- d) Report the church's current financial condition to the congregation.
- e) Buy, sell, lease, or transfer real property subject to the vote of the church members and in accordance with the church articles of incorporation filed with the State of WA.
- f) Oversee tellers who receive and deposit pledges, offerings, and other incoming funds.
- g) Set and supervise gift acceptance policies.
- h) Appoint a representative to the Personnel Committee.

e. Standing Committees of Trustees:

Standing Committees of Trustees address ongoing tasks and projects and make recommendations to Church Council.

1. Auditing Committee.

The Auditing Committee shall be appointed by the Board of Trustees to examine the policies, procedures and financial accounts of the church and report thereon to the Board of Trustees at least every three years.

2. Investments, Endowments and Memorials Committee.

The Investment, Endowments and Memorials Committee shall consist of three qualified church members appointed by the Board of Trustees. The Board of

Trustees shall periodically review the activities of the committee. One member of the committee shall come from the Board of Trustees if possible.

The Investment, Endowments and Memorials Committee shall:

- a) Recommend to the Board of Trustees a qualified institution to manage endowment funds.
- b) Recommend to the Board of Trustees investment philosophies and follow those approved philosophies in the investment of endowment funds.
- c) Assist the Board of Trustees with providing education and encouragement to the congregation regarding the Planned Giving Programs and counsel prospective donors.
- d) Track the performance of all endowment fund accounts and provide recommendations to the Board of Trustees.
- e) Review annually the directives for each endowment to assure compliance.
- f) Oversee the office maintenance of memorial records and recognition of donors.
- g) Recommend to the Board of Trustees acceptance of undesignated memorial gifts and funds and assure that the funds are not added to a budget line.

3. The Facilities Maintenance Team

The Facility Maintenance Team (FMT) assists as volunteers to provide building maintenance within each member's skill set. The FMT, in addition to church building maintenance, shall field recommendations from the congregation and staff and help recruit volunteers for suggested projects such as the annual grounds cleanup. The church custodian, along with one member from the Board of Trustees, shall serve on the FMT that will meet only as needed.

The Facility Maintenance Team shall:

- a) Serve as a contact for the security monitoring and maintenance company.
- b) Maintain an electronic handbook of building related information such as electrical and plumbing systems, alarm systems, emergency contact numbers and equipment locations with floor plans.
- c) Assist the church custodian to coordinate scheduled maintenance as needed.
- d) Report monthly, in writing, to the Board of Trustees about maintenance projects.

Sec. 3: Church Committees.

Committee members are not commissioned by the congregation. They do not have authority to make any decisions or budget allocations unless explicitly authorized by Council vote. At times, the governing body may designate a specific number of members for a committee as necessary.

Sec. 4: Church Officers.

a. Moderator.

The moderator shall be the lay leader of the church and shall be elected from the membership of the church for a term of one year at the January congregational meeting. The moderator shall serve no more than two consecutive terms. The moderator shall chair all church business meetings and meetings of the Council and be an official representative of the church when required. The moderator may be an ex-officio member of all boards and committees and a member of the Leadership Team. After serving the term(s), the moderator becomes the past moderator and shall be an ex officio member of the Personnel Committee and on the Leadership Team.

b. Vice-Moderator.

The vice-moderator shall be elected from the membership at the January meeting with the intention that the vice-moderator shall immediately thereafter be nominated for and serve, if elected, as the moderator. The vice-moderator shall act as moderator in the moderator's absence. The vice moderator shall be a member of the Leadership Team and may be an ex-officio member of all boards and committees.

c. Past-Moderator

The Past-Moderator shall be a member of the Leadership Team and shall serve as a member of the Personnel Committee.

d. Church Clerk.

The clerk of the church shall be elected from the membership at the January meeting for a term no longer than five consecutive years. The clerk shall keep a faithful record of all official meetings of the church and the Church Council. The clerk shall be a member of the Leadership Team.

e. Treasurer.

The treasurer of the church shall be elected from the membership at the January meeting for a term no longer than five consecutive years. The treasurer is the chief financial officer of the church and a member of the Church Council. The treasurer shall oversee the financial affairs of the church, working with the church accountant. The treasurer shall be a member of the Leadership Team and a non-voting member of the Board of Trustees.

f. Historian.

The historian of the church shall be elected from the membership for a three-year term at the January meeting and shall keep a journal of all occurrences of interest to the church.

g. Leadership Team.

The Leadership Team provides faithful support, guidance and shared wisdom for key laity leaders and staff. It does not make independent budget, program, or policy decisions. The Leadership Team includes the moderator, past moderator, vice-moderator, clerk, and treasurer along with called pastors. The Leadership Team shall:

1. Meet regularly to consider issues that affect the life of the church.
2. Identify and prioritize issues and bring them to Church Council.
3. . Create agendas to facilitate productive discussions at council meetings and congregational meetings.
4. Serve in an advisory role to boards, committees and other small groups as requested.
5. Collaborate with the ministry area coordinators.
6. Oversee training and support for new officers, board members and ministry area coordinators by facilitating the review of their constitutional duties at the first meeting of the year.

Sec. 5: Church Staff and Employees.

a. Clergy.

The Lead Pastor shall be designated as Head of Staff. The following sections of this article apply to any person called to the church as pastor(s). The pastoral responsibilities shall be defined by the Church Council. The specific responsibilities are found in the job descriptions and the Letters of Call for each called pastor.

1. General duties of each pastor
 - a. Preach the Gospel.
 - b. Administer the sacraments.
 - c. Provide for pastoral care.
2. Pastoral Review

In the fifth year following the Call, and every five years thereafter, the Church Council shall conduct a review of the pastor's ministry. Any year, except the year of the five-year review, the pastor or ten members of the congregation may request that the Church Council do a review of the pastor's ministry. Extra reviews shall be conducted using methods approved by the Church Council.

A Council appointed Five-Year Review Committee shall:

- a. Consult with the congregation, boards, committees, and the church staff regarding the pastor's ministry.
- b. Prepare a written draft of the review of the pastor's performance to be shared with the pastor who will have an opportunity to make a written response.
- c. Present a final written draft to the Church Council for approval.
- d. Place the signed draft in the pastor's Personnel file.

3. Tenure and Termination.

A pastor shall serve at the will of the congregation. A pastor who wishes to resign shall give sixty days notice. The relationship of a pastor to the church may be terminated by a majority of the members present at a special meeting called for that purpose. The relationship shall cease after the vote, unless for good cause the members set a shorter or longer period. If the pastor loses ministerial standing, relations shall cease immediately.

b. Other Church Employees.

Refer to terms and conditions in individual Letters of Agreement and/or the Employee Policy Handbook for hiring and termination procedures.

ARTICLE VIII
CHURCH PROPERTY

ARTICLE IX
AMENDING THE CONSTITUTION AND BYLAWS