

**CONSTITUTION  
OF THE CONGREGATIONAL CHURCH**

**Article I**  
Name

The name of the corporation shall be : \_\_\_\_\_

**Article II**  
Purpose

The purposes for which this Church is formed are as follows:

1. To reach, teach, and preach God's love through Jesus Christ.
2. To bind together followers of Jesus Christ, for the purpose of sharing in the worship of God and in making God's will dominate in the lives of others, especially as that will is set forth in the life and teachings of Jesus Christ.
3. The government of this Church is vested in its members who exercise the right of full control of its affairs. This Church shall always remain as autonomous and independent and Congregational in character.

**Article III**  
Covenant

To glorify our Lord and Savior Jesus Christ, we humbly submit our efforts to teach and preach God's Word, become a spirit-filled community of faith and to uplift and support one another in God's name.

**Article IV**  
Association

The Church acknowledges and accepts the equally important obligations of mutual counsel, courtesy, and cooperation involved in the flee fellowship of the Congregational Christian Churches, and pledges itself to safeguard and to share their common aims and work. It declares its fellowship further with all churches, which seek to promote the Kingdom of the Lord Jesus Christ.

**Article V**  
Membership

The membership of this Church shall consist of the members of the Congregational Church, as from time to time shown by the records thereof.

**Article VI**  
Governance

The Church shall be governed by its Membership and its duly appointed and acting officers, when in session, which shall occur at least annually. When not in session, the Church shall be governed by the Board

of Ministries. The selection, terms, responsibilities and authority of the Board of Ministries shall be set forth in the Bylaws.

**Article VII**  
Property

The Church shall have the right to own both real and personal property and to hold the same, sell, mortgage, or otherwise deal in both real and personal property, all in accordance with the laws of the State of Wisconsin. All property held by the Church shall be for the sole use and benefit of the Church.

**Article VIII**  
Amendments

No amendment may be made to this Constitution unless the nature of the amendment is stated in writing and approved by a majority vote of *all members* of the Church by written ballots mailed by ordinary mail to the last known address of each voting member not less than ten (10) days nor more than fifty (50) days prior to the date fixed for the vote.

**Article IX**  
Dissolution

Upon the dissolution of the Church the net assets of the Church after payment of all debts shall be distributed to the Corporation of the National Association of Congregational Christian Churches of the United States of America, a Wisconsin Corporation, its successors and assigns.

Adopted: 5/23/99

# BYLAWS OF CONGREGATIONAL CHURCH

## ARTICLE I

### MEETINGS

Section 1. Place of Meetings. Meetings of the members and Board of Ministries of this Church shall be held at such place as may from time to time be determined by the Board of Ministries.

Section 2. Annual Meeting of Members. An annual meeting of the members shall be held the second weekend in February each year at such time and place as may be determined by the Board of Ministries and the purpose of such meeting shall be the election of a Board of Ministries and to conduct any other appropriate business.

Section 3. Notice of Annual Meeting of Members. Not less than ten (10) nor more than fifty (50) (lays prior to the date fixed as in Section 2 of this Article provided for the holding of the annual meeting of the members, written notice of the time, place and purposes of such meeting shall be mailed to each current member.

Section 4. Special Meetings of Members. A special meeting of the members may be called at any time by the Chair or Registrar, by a majority of the Board of Ministries, by the Pastor, or by petition to the Board of Ministries of one-third of the members entitled to vote.

Section 5. Notice of Special Meeting of members. Not less than ten (10) days nor more than fifty (50) days prior to the date fixed for the holding of any special meeting of members, written notice of the time, place and purposes of such meeting shall be. mailed to each current member.

Section 6. Regular Meetings of Board. Regular meetings of the Board of Ministries shall be held at such times and places, as the Board of Ministries shall from time to time determine.

Section 7. Notices and Mailing. All notices required to be given by any provision of these bylaws shall be deemed duly served when the same has been deposited in the United States mail, with postage fully prepaid, plainly addressed to the sendee at his, her or its last address appearing upon the membership record of the Church.

Section 8. Waiver of Notice. Notice of the time and place and purpose of any meeting of the members or the Board of Ministries, may be waived by telegram or other writing, either before or after such meeting has been held. if unanimous.

## ARTICLE II

### QUORUM

Section 1. Quorum of Members. The presence of at least twenty-five (25) percent current members holding voting rights in the Church shall constitute a quorum at any meeting of the members. Unless otherwise specified in the Church Constitution or Bylaws, a majority of the votes entitled to be cast by the members present at a meeting at which a quorum is present, shall be necessary for the adoption of any matter voted upon by the members.

If any voting is done by ballot and mailed to all current members, a quorum does not have to be met.

Section 2. Quorum of Board of Ministries. A majority of the number of the voting Board of Ministries Members fixed by Article IV of these by-laws shall constitute a quorum for the transaction of business at any meeting of the Board of Ministries and the act of the majority of the Ministries present at a meeting at which a quorum is present shall be the act of the Board of Ministries.

A Board of Ministries' member may choose a member of any committee that he/she currently chairs to attend the Board meeting in his/her absence and that substitute person is entitled to the same voting privilege as the absent Ministries' member; however, a Board of Ministries' member may not choose this voting option for more than two consecutive Board meetings, unless warranted by circumstances and the majority of the Board agrees to more than two consecutive meetings.

### **ARTICLE III**

#### **VOTING**

Section 1. Voting by Members. Except as the Articles or amendment(s) thereto otherwise provide, each adult or confirmed minor member who is present at the meeting of the members, shall be entitled to one (1) vote. A group of member votes may be cast by the Chair or presiding officer, group or Church or by any officer appointed by the Chair or presiding officer.

Section 2. Voting by Ballot. The Board of Ministries may elect to do Ballot-by-Mail or in person for the annual congregational meeting to elect Board members. With either choice, the Board of Ministries shall set forth the details of the voting system to all current members in the Notice of Annual Meeting as set forth in Article I, Section 3.

#### **BOARD OF MINISTRIES**

Section 1. Number of Board of Ministries' Members. The business, property and affairs of this Church shall be managed by the Board of Ministries which shall have four (4) Officers, nine (9) members including: the Christian Education Coordinator, the Worship Coordinator, the Membership Coordinator, the Finance Coordinator, the Wellness Coordinator, the Music Coordinator, the Missions Coordinator, the Future Visions Coordinator, and the Registrar/Records Coordinator; and the current Pastor(s). All members of the Board of Ministries shall be natural persons and active members.

Section 2. Term of Officers. The members shall elect a Chair, a Vice Chair, a Financial Secretary and a Treasurer at its Annual Meetings. Except as provided in Section 7, each officer shall hold office for one (1) year. There shall be no limitation on the number of consecutive terms that any officer may serve. Their term begins the first of March following the Annual Meeting.

Section 3. Term of Coordinators. The members shall elect three (3) Coordinators at its Annual Meetings. Except as provided in Section 7, each Coordinator shall hold office for three (3) years. A Board of Ministries' Coordinator may not hold a position as a Ministries' Member for more than two consecutive terms, with the exception if there is no candidate to fill a vacancy. Their term begins the first of March following the Annual Meeting.

Section 4. Non-voting Board Members. The Board shall also consist of the current Pastor(s) whose position(s) are non-voting at the Board meetings and are not counted toward a quorum.

Section 5. Vacancies. Vacancies in the Board of Ministries shall be filled on an interim basis by the Board of Ministries until the next regularly scheduled Annual Meeting of Members, at which time the members shall vote to fill the vacancy. The individual so elected will fill the remaining term of the Board Member vacancy,

Section 6. Action by Unanimous Written Consent. If and when the Board of Ministries shall severally or collectively consent in writing to any action, as permitted by the authority of the Church Constitution and/or Bylaws, and such vote is unanimous, such action shall be as valid Church action as though it had been authorized at a meeting of the Board of Ministries.

Section 7. Removal of Officers and Agents. Any Board Member may be removed by a two-thirds (2/3) vote of the Board of Ministries whenever, in their judgment, the interests of the Church will be served thereby.

Section 8. Delegation of Powers. For any reason deemed sufficient by the Board of Ministries, whether occasioned by absence or otherwise, the Board may delegate all or any of the powers and duties of any Member of the Board of Ministries to any other Member. but no Member shall execute, acknowledge or verify an,, instrument in more than one capacity.

Section 9. Budget Committee. The Budget Committee shall formulate an itemized budget of estimated church operating fund expenses for the ensuing calendar year. The committee shall consist of the Finance Coordinator, Treasurer, Financial Secretary, a representative of the Mutual Ministries Committee and a member-at-large. The committee shall elect its own chair. The committee will solicit the individual ministry boards in September of each year to determine their financial needs for the following year.

The proposed budget will be presented to the members of the congregation for review and comment at the November monthly Informal Congregational Meeting. Based on member

Board of Ministries will revise the budget as needed and present in again at the December monthly Informal Congregational Meeting. Subject to any additional congregational feedback at the December informal meeting, the Board will vote to adopt the Annual Operating Budget at its December meeting.

Section 10. Lay Leader Development Committee. The Lay Leader Development Committee will formulate policies and procedures that seek to train and equip members for future roles as lay leaders of the church. The committee will prayerfully select and recommend to the members for election at the Annual Meeting spiritual lay leaders to fill vacant Board of Ministries positions. The committee shall consist of the Vice Chair of the Board of Ministries, (who shall chair the committee), the Financial Secretary, two (2) current Board members, a former Board member, two (2) members-at-large and the Pastor(s).

Section 11. Mutual Ministries Committee. The Mutual Ministries Committee will work to foster an ongoing nurturing relationship between the pastor(s), other staff members, lay leaders and the congregation; enabling each to work together as a team to advance the ministry of the church. The committee shall consist of an Officer, one other current Board member, three (3) members-at-large (no more than one of which can be a current Board member) and the Pastor(s). "File committee shall elect its own chair.

Section 12. Stewardship Committee. The Stewardship Committee will administer the annual Stewardship Program. The program will encourage spiritual growth focusing on educating *all* church members in the principles of Christian stewardship. As followers of Jesus Christ, members will witness to each other the joy of unselfish giving as an act of discipleship. The committee shall consist of the Finance Coordinator, (who shall chair the committee), the Treasurer, the Financial Secretary, a former Board member, a member-at-large and the Pastor(s).

Section 13. Other Committees. The Chair may appoint members to serve on any other regular or special purpose committee created by vote of the Board of Ministries.

Section 14. Job Descriptions of Board of Ministries. The purpose, powers and job Descriptions of all Officers and Members of the Board and its Committees will be the responsibility of the Board and kept

current as a separate document.

## **ARTICLE V**

### **PASTOR(S)**

Section 1. Call and Responsibilities. The Pastor(s) shall be called for an indefinite period by a two-thirds (2/3) vote of the members present at a church meeting, properly called, for this purpose. The pastoral relationship may be dissolved by either the pastor or the Church upon three months written notice of such intention. Pastor(s) shall have been ordained and have responsibility for the spiritual welfare of the Church, shall seek to enlist followers of Christ, teach and preach the Gospel, administer the Sacraments, and have under their care all services of worship. As appropriate to their individual responsibilities, they shall be non-voting members of the Board of Ministries, and advisory members of all other Boards and Committees.

Section 2. Pastoral Vacancy. When a pastoral position becomes vacant the Board of Ministries shall at its next meeting, create a Pastoral Search Committee to act on behalf of the Church in matters pertaining to seeking, finding, selection and calling of a Pastor as authorized by the Church.

## **ARTICLE VI**

### **EXECUTION OF INSTRUMENTS**

Section 1. Checks, Etc. All checks, drafts and orders for payment for money shall be signed in the name of the Church by the Treasurer or Finance Coordinator in the absence of the Treasurer.

Section 2. Contracts, Conveyances, Etc. All conveyances to the Church of real or personal property shall be to the Church in the Church name. Property so conveyed shall be managed by the Board of Ministries and shall be kept, used, and disposed of for the benefit of the members of the Church.

Any and all transfers or conveyances or other instruments affecting either real estate or personal property shall be executed by any two (2) officers of the Church or other agents as designated by the Board of Ministries on behalf of the Church. No transfer, sale, Conveyance or other disposition of either real or personal property may be made unless authorized and directed by a two thirds majority of the members of the church assembled at the meeting held at which the subject of such sale, transfer or disposition is considered, provided further that not less than twenty-five (25) percent of the members of the Church holding voting rights shall be present at such meeting. Such action may be taken at any annual meeting or special meeting properly called for that purpose as herein provided.

## **ARTICLE VII**

### **POWER OF BOARD TO BORROW MONEY**

The Board of Ministries shall have full power and authority to borrow an amount of money not greater than twenty percent (20%) of the Church's annual Operating Budget, whenever in the discretion of the Board the exercise of said power is required in the general interests of the Church, and in such case the Board of Ministries may authorize the proper officers of the Church to make, execute and deliver in the name and behalf of the Church such notes, bonds and other evidence of indebtedness as said Board shall deem proper, and said Board shall have full power to mortgage or pledge the property of the Church, or any part thereof, as security for such indebtedness, and no action on the part of the membership of the Church shall be requisite to the validity of any such note, bond, evidence of indebtedness or mortgage, except as may be provided by law. Borrowing in excess of twenty percent (20%) of the annual Operating Budget shall require a majority vote of the members present at any meeting of the Church, annual or special, properly called to consider such action.

## **ARTICLE VIII**

### **MEMBERSHIP**

Section 1. Qualifications. Any person, by transfer of church membership, or affirmation of his/her belief in God the Creator, Jesus Christ as the Savior, and the Holy Spirit, may become a member. Baptism is required. Each new member shall be presented with a copy of the Constitution and Bylaws.

Section 2. Active Members. Members who have not communicated with the church or contributed to its support for one year or more may be transferred to an inactive list. If, after the expiration of another year, there still is no communication or contribution, their names may be dropped from the membership roster.

Section 3. Associate Members. Persons who are desirous of being related to a Congregational Christian Church, but who for personal reasons do not desire to become a full member, and who accept the Covenant of this Church, may become an Associate Member upon recommendation of the Pastor(s) and vote of the Membership Committee. Associate Members shall have the right of voice, but not to vote in Church Meetings.

### **ACCESS TO RECORDS OF THE CHURCH**

Any current member is entitled to have access to records of Articles of Incorporation, Constitution, Bylaws, Policies and Secretary of State filings. Inspection and copying will be allowed after reasonable notice, at a reasonable time and at the location of the principal offices of the Church.

## **ARTICLE X**

### **SEAL**

The Church shall have a seal.

## **ARTICLE XI**

### **BYLAWS**

The Church may adopt a set of bylaws such as it may deem necessary for the conduct of the business of the Church consistent with the Constitution. No amendment to the bylaws may be made unless approved by a two-thirds vote of a quorum of members, after written notice mailed by ordinary mail to the last known address of each voting member, not less than ten (10) days nor more than fifty (50) days prior to the vote.

## **ARTICLE XII**

### **ACTIVITIES, ASSETS AND DISSOLUTION**

Section I. Activities of the Church. The Church is organized exclusively for charitable, educational, scientific, or religious purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

Section 2. Operational Limitations. Notwithstanding any other provisions of these bylaws, the Church shall not carry on any other activities not permitted to be carried on (1) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), or (2) by a an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, as

amended (or the corresponding provision of any future United State Internal Revenue Law).

Section 3. Benefit of Assets. No part of the assets of \_\_\_\_\_ shall inure to the benefit of any Board Member, with the exception of fair and reasonable compensation as voted on by the Board.

Section 4. Dissolution. Upon the dissolution of the corporation, the Board of Ministries shall, after paying or making provisions for the payment of all of the corporation's liabilities, dispose of all of the corporation's assets exclusively for the purposes of the corporation in a manner as directed by the Constitution of t' to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

### **ARTICLE XIII**

#### **MISCELLANEOUS**

Section 1. Gifts~ Contributions and Bequests. Before becoming the property of the Church, each gift, bequest, device, grant or contribution must be accepted by the Board of Ministries.

Section 2. Investments. The Funds and property of the Church, unless specifically otherwise provided by a deed, gift, bequest, device, grant or contribution, may be invested in real estate, both improved and unimproved, in tangible or intangible personal property and/or in securities of one or more types as may be authorized by the Board of Ministries from time to time, without regard to the restrictions of the statutes regulating the investment of funds by trustees, fiduciaries or insurance companies.

Initially Drafted April 16, 1998 by \_\_\_\_\_  
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Board of Ministries, February 12, 2001 Adopted (as revised) by Church, March 11, 2001