

3/3/2023

## APPENDIX: Draft Plymouth Bylaws Task Force Report 2023

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### **Explainer 1: Governance and the Structure of Council**

The Congregation is, and will remain, the governing authority at Plymouth.

Council's current description in Bylaws: "The Council ... shall be the planning, evaluating and coordinating body of the Church."

The Constitution currently, and will continue to, state that the "governing authority" of the church is the membership. We are proposing adding language in the paragraph that follows governing authority to clarify that Council is the "governing body" subject to the will of the membership.

We are also proposing changing the Bylaws' description to: "Council is the governing, planning, evaluating, and coordinating body of Plymouth."

The difference between governing "authority" and "body" is the difference between the electorate and a city commission. However, at Plymouth, the members (the electorate) also retain the right of control in all affairs when meeting in a Called Congregational Meeting. All actions of Council are subject to the will of the membership. This does not change.

Other changes include the size and membership of Council and the role of the current Boards, particularly Stewardship.

#### **A. The Evolution of Council**

Council was known as the Prudential Board until 1961. It was always a large "coordinating" and "planning" body made up of members of the Deacons, Trustees, Church School, and other organizations. Decisions were made by the smaller boards and then coordinated in the larger body.

The Council was also named the "governing body" in 1961, but it and the boards retained their same functions. The "governing" language was dropped in 1968 revisions but the duties stayed the same.

Council members were named the trustees of the church in 1988. While not named the governing body, the actions of all boards were subject to approval by Council. Council retained the membership of a larger coordinating body. Most members view the Council as our governing body, except when the membership in a Called Congregational Meeting is acting as the governing body.

#### **B. Council Size and Membership**

Council currently has 17 to 18 voting members (the Moderator only votes in a tie). That number consists of the Moderator-Elect, Immediate Past Moderator, Treasurer, Clerk, three at-large members, Senior Pastor, Associate Pastor, seven board chairs, and the chair of Endowment. The chair of Personnel Committee and the Historian serve as Ex Officio members without vote.

We are proposing 10 voting members: the three moderators, six at-large members, and the Treasurer. The Senior Pastor and Associate Pastor would serve as Ex Officio members without vote. The Clerk would attend to record the minutes of the meeting.

Turnover in the members of Council each year is currently at least 50% with many members serving one year. The annual turnover in the proposed Council would be 33% at the most with all members serving at least three years. High turnover makes it difficult to establish the institutional knowledge necessary for a functioning governing body.

### **Explainer 1: Governance and the Structure of Council (cont.)**

The ideal size of a board differs among organizations, but most city and county commissions and school boards are somewhere from three to seven. Legislatures are different creatures that work with an extensive executive branch. Many non-profits have larger boards, but these are often more vehicles for fundraising than governing bodies.

Boards that are too large often end up having a number of members who do not actively participate and who are not prepared for meetings. They know a smaller group will have already decided most things, and they view their role as secondary. This is particularly true when many members serve only one year and did not know they were going to be on Council when they agreed to serve on another board.

We believe having Council made up of people elected knowing they will serve on Council and with each serving at least three years will produce a more engaged and prepared governing body designed to oversee the implementation of church goals.

#### **C. Blending Stewardship and Council**

Our Constitution states “The Church Council functions as the trustees of the Church....” Being the “trustee” of an organization brings fiduciary responsibilities. Until 1988, the trustees were the Board of Trustees.

The Trustees were renamed Stewardship and retained all the functions and duties as when they were called the Trustees. But Council was now named the trustees. This had the effect of splitting the fiduciary responsibilities of the trustees from the functions of the trustees.

We are proposing blending the functions of Stewardship and Council into one true governing body combining the responsibilities and functions of true trustees. To set meaningful goals and oversee progress toward those goals, the governing body needs to have a meaningful understanding of the financial structure and situation of the church.

Council will be assisted in these fiduciary responsibilities by a new Finance Committee under Council chaired by the Treasurer and made up of a few people who are comfortable with financial statements.

#### **D. Senior Pastor and Associate Pastor**

Changing the pastors from voting to non-voting members was a decision based on the differing roles of staff and a governing body. Just as a city or county manager or a school superintendent are not voting members of the various elected bodies, we decided that our staff plays a very important role but not a governing one. Their influence will continue to be significant, but decisions will be made by the elected representatives of the Congregation. Council will establish goals and then oversee the strategies developed by staff to implement those goals.

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## **Explainer 2: Transforming Boards to Standing Ministries**

There are currently seven boards: Christian Education, Deacons, Fellowship, Membership, Mission and Service, Music and Fine Arts, and Stewardship. As explained elsewhere regarding Council, we are proposing blending Stewardship with Council. We are also proposing transforming the six remaining boards into Standing Ministries directed by staff.

These new Standing Ministries would go from nine to six members and the number of meetings they need would be up to each one. Their chairs would no longer serve on Council.

We do not believe this will result in a “staff run church.” To the contrary, we believe that a more focused and engaged Council will result in the church being more directed by the membership.

Council will set the agenda by stating goals each year and overseeing the implementation of staff-created strategies. These strategies will flow through staff into the various Standing Ministries that will still discuss and advise on the best way to implement the strategies in their particular area.

We believe this structure reflects the way we are already operating. However, the change would also clarify our governing structure and reporting relationships, something that was called for a few years ago in the report by our Plymouth Continuity and Operations Planning (or PCOP) Committee. The current structure of semi-independent boards has led to confusion as to who has responsibility in various situations.

While we have made many changes through the years, there remains a structural legacy running through the changing language. This is reflected in the nature of independent boards and a large umbrella council.

The current boards are not creatures of Council the way committees (e.g., Personnel) are. These boards are empowered to make independent decisions:

Each board shall have authority to make decisions to carry out its responsibilities, provided those decisions are not in conflict with the powers and responsibilities of the Council and the Congregation. Such decisions may be modified by the Council or by the Congregation at Annual or Called Meetings. (Article VIII, Section 3.B.)

Yet our practice has largely evolved to where boards make recommendations to Council rather than just allowing Council to “modify” their decisions if it chooses.

For most of its existence, Plymouth had three boards, Deacons, Trustees, and some form of Christian Education. Committees under these boards were formed as issues required more focus, but one of the boards remained in charge of the various issues. It was not until 1976 that Mission was created as a board, followed by Membership, Music and Fine Arts, and Fellowship. Plymouth was familiar with boards, so it created these as boards with responsibility for their area.

In the extended history, we attempt to explain how Plymouth has evolved to where it is less operated by members and more by staff but with members determining priorities, overseeing the work, and still doing much of the work. Our proposal is to change boards from semi-independent entities run by

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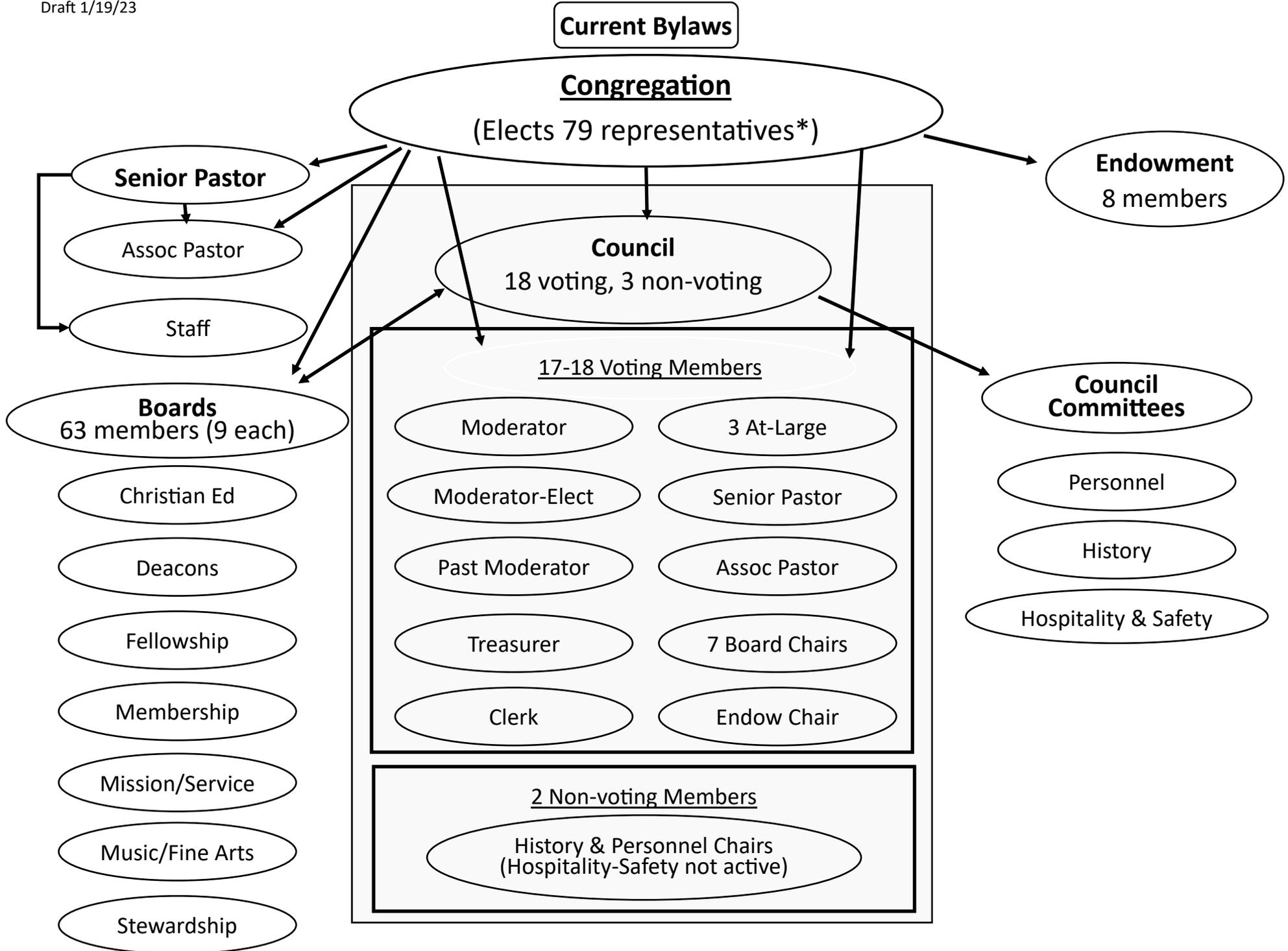
### **Explainer 2: Transforming Boards to Standing Ministries (cont.)**

members to Ministries headed or directed by staff but advised and assisted by members. This is the relationship that now seems to exist for all boards except for Stewardship.

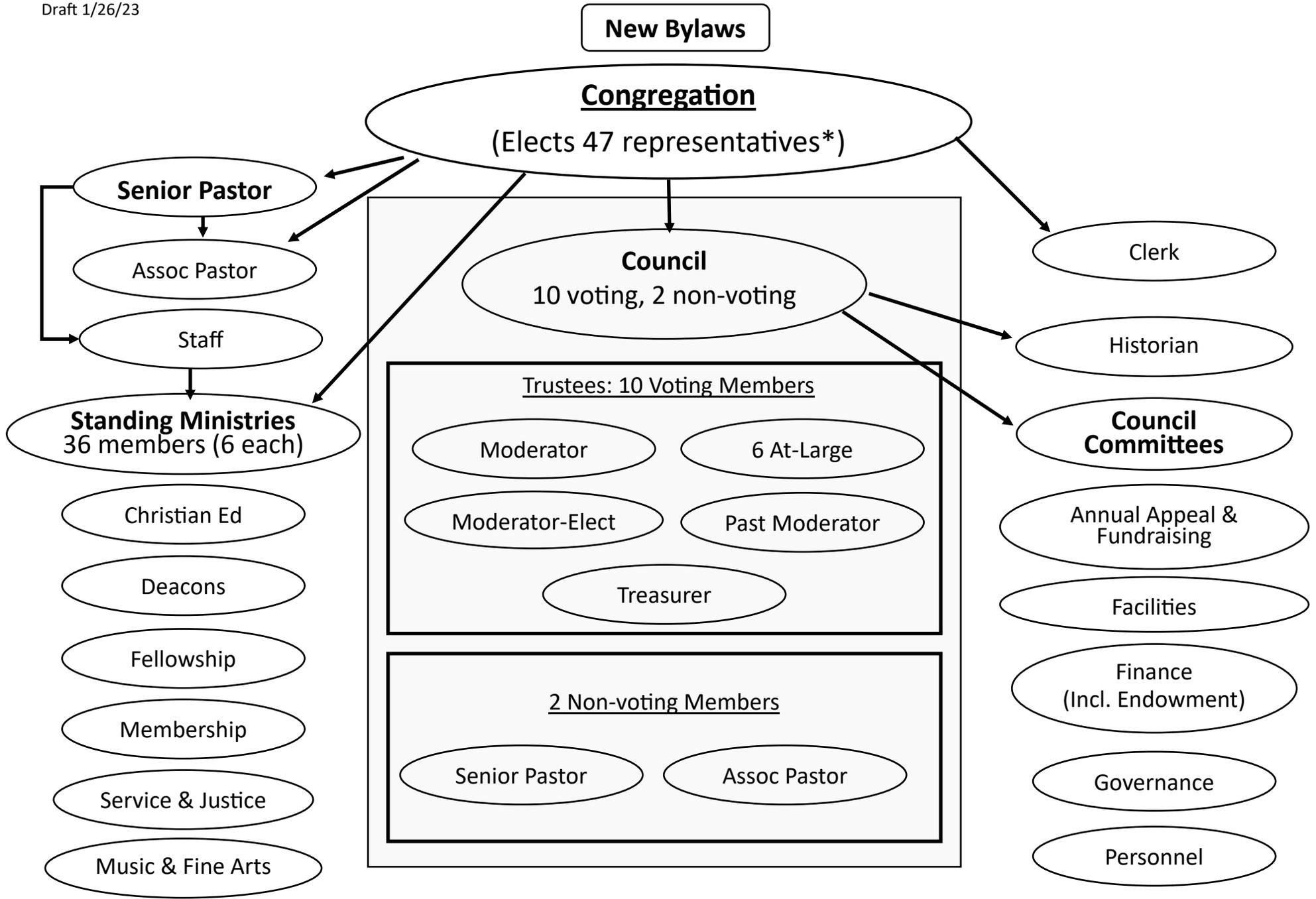
We are proposing two types of Ministries. The first would be Standing Ministries created by Policy that most closely reflect current practice. These would be smaller groups than current boards, and the number of meetings would be set by each. Their purpose would be to work closely with staff to provide advice, feedback, help with planning, work on goals, and whatever else the staff person needs to move forward with that Standing Ministry's purpose. We believe this is close to how current boards operate but providing more flexibility on meetings and operations.

The second type would be Ministry Teams. Ministry Teams would be "doing" groups rather than "meeting" groups. Whether knitting prayer shawls, helping with church repairs, working with the language program, helping with Family Promise, helping organize on justice issues of importance, working in a winter shelter, helping with childcare, making casseroles, reaching out to the elderly, and on and on, these would be either staff- or member-organized efforts of a few or of many members designed to find ways to live our mission.

Many of the Standing Ministries would create Ministry Teams for ongoing efforts or a one-time event. These would be fluid and easy to adapt to new circumstances and energies. One of the exciting possibilities of these Teams is helping members find their strengths and passions without having to worry about attending multiple meetings of administrative planning and discussion. Some (we hope at least) will still want to be involved at the Standing Ministry level, but we need to recognize that in today's world, people need to be met where they are instead of a one-size opportunity for living their faith.



\*3 Moderators, Treasurer, Clerk, 3 At-Large Council Members, 63 (7x9) Board Members, 8 Endowment Members



\*3 Moderators, Treasurer, Clerk, 6 At-Large Council Members, 36 (6x6) Standing Ministries Members

**New Bylaws**

**Congregation**  
**(Governing Authority)**

**Constitution**

**Bylaws**

**Purpose & Mission**

**Ministry**

**Governance**

**Senior Pastor**

**Staff**

**Standing Ministries**

**Ministry Teams**

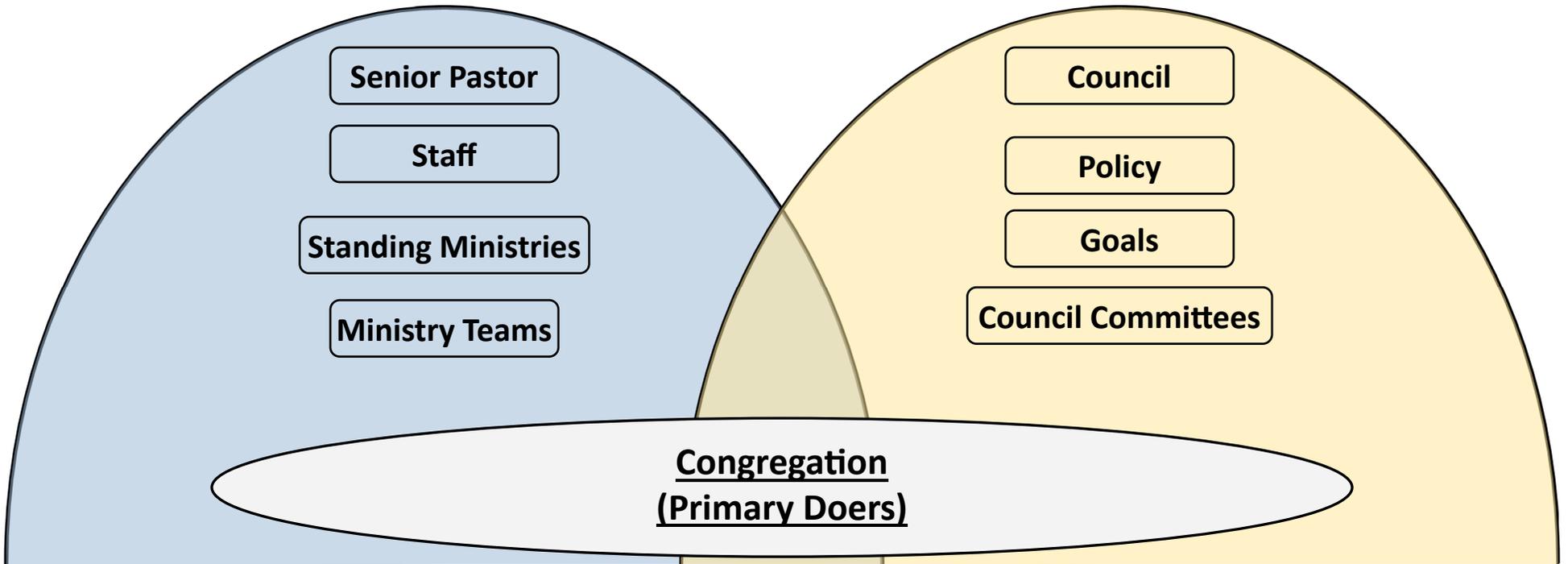
**Council**

**Policy**

**Goals**

**Council Committees**

**Congregation**  
**(Primary Doers)**



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**1988 Bylaws**

**Article I. Name:** Dropped as name is stated in the Constitution.

**Article II. Membership:** Continued with changes in new Article II Membership.

**Article III. Services and Meetings of the Congregation:** Split into new Article III. Worship and Article IV. Meetings of the Congregation

**Article IV. Organizations of the Congregation:** This has been dropped with the four “organizations” moved elsewhere. Nominating Committee is part of Article V. Governance, Senior Pastor Search Committee is part of Article VII. Pastors and Staff, Delegates to KS-OK Conference is part of Article IV. Meetings, and Pastor-Parish is part of Article V. Governance.

**Article V. Officers:** This has become part of an expanded Article V. Governance.

**Article VI. Council:** This has become part of an expanded Article V. Governance with significant changes.

**Article VII. Salaried Staff:** Mostly moved to new policy book with brief language in new Article VII. Pastors and Staff.

**Article VIII. Church Boards:** Significant changes and now in new Article VI Ministries.

**Article IX. Endowment Fund and Planned Giving Committee:** Now part of Article V. Governance and its policies.

**Article X. Amendment of Bylaws:** Now Article VIII.

**Article XI. Adoption:** Dropped. Not considered part of Bylaws, handled now by signature of Clerk and date of adoption. Amendments will be tracked with each section added, deleted, or changed.

**Proposed 2023 Constitution & Bylaws**

(See full report for more on these proposed changes.)

**Constitution:** Clarifies Council as the governing body. Stylistic changes and clarifies Bylaws approval and amendment process.

**Article I. Mission:** This is new and uses the first line of our Covenant as our mission.

**Article II. Membership:** Changes are mostly ones of style but:

- Clarifies the creation of membership rolls as this is used for voting purposes.
- Drops use of “Active” and “Associate” as membership categories. You are either a member or you are not. You can be put on inactive status and then lose your right to vote.
- Clarifies process for inactive status and termination of membership.

**Article III. Worship:** Allows the Senior Pastor to call off worship if found to be “impractical” (e.g., weather). Slightly changed language to have Senior Pastor making decisions “in consultation with” Deacons instead of it being a joint decision.

**Article IV. Meetings of the Congregation:** Primarily stylistic and layout changes. One substantive change is taking language requiring an annual report of the state of the church from the Annual Meeting to a duty of the Moderator later in the Officers section. This is to allow greater flexibility on the compilation and production of what the annual report has become. There will still be the budget and reports from the Moderator and Pastor, just not “The” annual report.

**Article V. Governance:** Significant changes here. Council has been reduced from 17 or 18 voting members to 10. Stewardship and Council have been blended into one functioning governing body. Also, the concept of “Policies” is explained and expanded.

**Article VI. Ministries:** Significant changes here. Boards have been transformed into Ministries more focused on “doing” and less on “meeting.” These will be staff directed to reflect actual current practices. Most language is found in accompanying proposed policies to allow flexibility as Plymouth continues to evolve.

**Article VII. Pastors and Staff:** Language regarding Pastors from various parts of current Bylaws has been brought together in one article. Some substantive changes clarifying the Senior Pastor’s role as Chief Executive Officer.

**Article VIII. Amendment of Bylaws:** Same as before excepting deferring to language in the Constitution to avoid confusion.

### Detailed Article-by-Article Explanation Draft 2023 Bylaws

**Constitution:** The only semi-significant change here is in the language clarifying the Council's role as the governing "body" while the membership remains the governing "authority." The current Constitution already names Council as the trustees, and most members think of the Council as the governing body, always subject to the will of the membership.

We also propose other changes that we believe are more of a stylistic or clarifying nature, particularly regarding adopting Bylaws. The current language states that the church will be governed in accordance with "the Bylaws attached to this Constitution." We are proposing replacing that with clearer language regarding the adoption or amendment of Bylaws.

**Article I. Mission:** Article I had been "Name" and just listed the name of our church. We propose dropping that as it is handled by the Constitution. In place of this, we are proposing a new article to state our mission taken from the first line of our Covenant: "In the love of truth and in the spirit of Jesus, we unite for the worship of God and the service of all." We also reference the "Purpose" that is listed in the existing Constitution.

Different documents have come up with different missions over the years, and we believe this one simple line encapsulates both our searching for God and our pledge to serve others. It also gives more meaning to phrases such as "implementing the mission of Plymouth."

**Article II. Membership:** A quick comparison of the old and new Membership article would give an impression of a lot of changes. However, most are of a stylistic and structural nature. Substantive changes are more limited.

We primarily eliminate various categories of members. You are either a member or you are not. There are non-member categories of "inactive" and "former," but neither of these categories are "members" in that they do not have the rights and responsibilities of a member.

**Associate Member.** We are proposing merging "Active Member" and "Associate Member" into one "member." The only difference between the two in the current Bylaws is that Associate Members are not required to "sever membership in the home church." Rights and responsibilities are otherwise the same. We are proposing merging them by clarifying that a "member" does not need to sever membership in another church to be a member of Plymouth if they meet the listed requirements.

**Nonresident Member.** This is currently a category for people who have moved away but have not transferred to another church. We propose eliminating this category as such people would be handled by the same process as anyone else who has become inactive.

**Inactive Member.** We have retained this but have worked on proposed policies to layout a process for placing members on inactive status. No one would become "inactive" if they request that they don't want to be.

**Termination.** As with Inactive Member, we have proposed policies for a process to terminate membership. This is not a change but rather an attempt to better describe a process.

**Article III. Worship:** The current Bylaws have Article III as “Services and Meetings of the Congregation.” We are proposing splitting this into a newly named Article III “Worship” followed by a new Article IV Congregational Meetings.

Any division of Bylaws into articles is somewhat arbitrary. However, we believe “worship” is more than a “meeting” of the Congregation. There are many ways we worship, and it such a fundamental part of being a church that it seems appropriate to separate it out.

The suggested change of adding “except when determined by the Senior Pastor to be impractical” to holding worship is to reflect the reality that Sunday services have been canceled in the past due to weather. With streaming, those instances may be reduced even further, but people still need to be able to get to a camera, so we believe the addition is appropriate. It also makes it clear that it is the Senior Pastor’s decision but in consultation with the Deacons. The word “impractical” is used in the sense of “not sensible or realistic.”

We propose a minor change in the role of the Deacons. Any decision regarding the sacraments would be “in consultation with” instead of “and” the Deacons. This is to bring clarity to a decision process and reflects current practice.

**Article IV. Congregational Meetings:** Most of the changes here are stylistic and organizational.

There are one mini and two semi-substantive changes. The mini change is expanding the window of the Annual Meeting from February 10<sup>th</sup> to the 15<sup>th</sup>. This is to allow a second Sunday option in February when a February begins on Monday through Thursday.

The first semi-substantive is with regard to the rules of order to be followed. Current Bylaws use the latest edition of Robert’s Rules. We leave the default as Robert’s Rules but would allow Council to change the rules. Most people do not really know Robert’s very well. They are not as arcane as people might think, but they are designed for more deliberative bodies than our church. They work as a backstop, but Council may want to “paraphrase” the rules at some point. We also added “intent” language to keep clear the point of any parliamentary rules.

The second semi-substantive change regards the annual report. The current Bylaws list one of the purposes of the Annual Meeting to include “to receive the annual reports of the officers, pastors, organizations and boards.” We are proposing dropping the word “the” so it would now read “receive annual reports...” We also propose later in Article V to add a responsibility to the Moderator to “oversee” “an annual report” at a time each year chosen by Council in consultation with staff. The purpose of all this weird detail is to separate what has become “The Annual Report” from regular annual report updates at the Annual Meeting. Everyone struggles to finish what the annual report has grown into within the time period required for holding the Annual Meeting. The change allows more flexibility while still getting the information to the Congregation.

**Article V. Governance:** There are a number of changes here. Two are notable: the makeup of Council and the blending the duties of Council and Stewardship into a revamped Council and its committees. Other changes include what qualifies as an officer and the Pastors no longer being voting members of Council. We also suggest adding emergency powers to cover situations such as were presented by the pandemic.

## Section 1. Officers

We have proposed eliminating the Senior Pastor as an Officer. "Officer" is not defined, and it is difficult to do so. Through the years there have been many different approaches. For a long time, all Deacons and all Trustees plus the various heads of the Church School would be included as "officers." There is a corporate need for officers that is covered by the Moderator, Treasurer, and Clerk. We have left the Moderator-Elect and Immediate Past Moderator as officers as they could fill in for that role. The designation of officer brings no additional duties or benefits other than what is detailed elsewhere. This change allows us to take all of the previous language about the Senior Pastor's position and put it into a new article for Pastors and Staff.

We make a slight change in who fills in for a missing moderator, changing from the moderator-elect to the immediate-past moderator. This is to make things consistent with both what seems to be practice and with the current language naming the Immediate Past Moderator as the fill-in if the Moderator position becomes vacant.

## Section 2. Council

The draft we are considering would combine Council and Stewardship into one smaller and more engaged governing body with standing committees to assist it in operating as a true governing body. Membership will be structured so no more than one-third turns over each year.

The key highlights of Section 2 are:

1. Reducing the voting membership of Council from 17 or 18 to 10.
2. Removing Pastors as voting members of the governing body.
3. Reducing the annual turnover rate of Council from more than 50% to 33%.
4. Blending the functions of Stewardship and Council into one governing body.
5. Uniting the oversight of the church program and its secular affairs, allowing for comprehensive setting of goals and their implementation.
6. Developing a set of Council committees that assist Council in its expanded, yet more focused, functions.

Council has been hampered by its makeup. With 17 or 18 voting members, it is large and with many members who signed up to work on boards but found themselves as board chair and required to be a member of Council for one year. These chairs spend most of their one year working to manage their board while also trying to figure out what Council is and what their role is. Many understandably view their job as simply reporting back to their board what happened at Council. Each year more than half of Council turns over and the process starts over.

This turnover hinders Council in developing the institutional knowledge necessary for a true governing body to effectively govern.

Another big change is folding Stewardship's roles into Council. Stewardship is the legacy board of what was known as the Trustees until 1988. This was when the Constitution was changed to identify that the Council "functions as the trustees of the Church...." The 1988 constitution also stated, "The Council members are the functional trustees of the Church...."

While Council members were named the trustees, the renamed Stewardship Board retained all of the duties normally associated with trustees. Whether a financial or facility issue, the secular issues were all within the realm of Stewardship.

At the same time the Deacons, which had at one point overseen all the church program other than secular became further split up, spread among more semi-independent boards.

Splitting budgeting, finances, and facilities away in all but name from the governing body is not tenable. This is why, in many situations, Stewardship has become the de facto governing body. Stewardship knows the numbers and other details and Council is rarely in a position to responsibly do much more than wave at the decisions of Stewardship as they float by.

Splintering the oversight of the rest of the church program adds to the confusion. The church program became more dictated by staff, not because of some strange power play by staff but because staff was the most focused group involved. It was their job after all. Without clear goals from Council, staff fills the vacuum with what they think are the priorities of the membership.

The newly structured Council with oversight of both the church program and its material resources will be able to oversee the implementation of the membership's goals. This includes ensuring that the financial resources flow to those priorities.

Some may wonder if one smaller Council can handle the job currently done by Stewardship and Council. Well, it is clear that one body can handle the role of Stewardship as one body currently handles it. Stewardship has created committees for Facilities and Fundraising as well as appointing an Annual Appeal committee, and Council will incorporate those as well.

We have proposed using Policy to create the following new or existing standing Council Committees (History Committee is moved to History in Section 4. General Governance):

- Annual Appeal and Fundraising Committee (new for Council), taking the Annual Appeal and other fundraising elements;
- Facilities Committee (new for Council), taking the facility planning elements; and
- Finance Committee (new for Council), taking the finance elements and chaired by the Treasurer;
- Governance Committee (new) to help with drafting and maintaining bylaws and policies; and
- Personnel (existing Council).

The following two are moved to Section 4. General Governance:

- Nominating Committee (existing but moved). This is an ad hoc committee that was under Organizations of the Congregation; and
- Pastor-Parish (existing but moved), likewise was under Organizations of the Congregations

The duties currently handled by Council beyond issues flowing in from Stewardship are less defined and tend to emerge from current matters that pop up. The proposal is to have Council focus more on setting goals and overseeing the implementation of goals while staff develops and implements the strategy. Current matters will still pop up, but clearer delineation of the roles of Council and staff will help to minimize the time Council spends on such issues.

Council will make final decisions for all these areas, but much of the detailed work can be handled through the committees. This is currently done in Council with the Personnel Committee and is what has been done for Stewardship.

Council will be a demanding position, but with the smaller number, the reduced turnover, and the clarity in responsibilities, it will not be an overwhelming position.

With these changes, we recognize the importance of not losing the progress that has been made by Stewardship and Treasurers in creating a budget process that has greatly helped our membership's understanding of where our money comes from and where it goes and in helping our staff become more financially functional. Many of the details necessary to ensure that what works with the existing structure is continued in accompanying policies.

### **Section 3. Governing and Operating Documents**

This is new language that authorizes and clarifies the various governing documents:

1. Constitution and Bylaws: approved by the Congregation;
2. Policies: approved by Council and implemented the Constitution and Bylaws;
3. Resolutions: approved by either the Congregation or Council and are statements of beliefs such as Open and Affirming;
4. Memorandums of Understanding: approved by Council and address issues not requiring a permanent policy. An example would be the Winter Shelter Agreement adopted a few years ago.
5. Procedures: approved and managed by staff regarding operation details.

### **Section 4. General Governance**

This is a catchall section intended to hold matters that warrant inclusion in the Bylaws but do not fit in another article or that apply to more than one article. It is also the article that provides authority for general policies, such as Records Retention, that organizations should have.

### **Article VI Ministries**

While we have made many changes through the years, there remains a structural legacy running through the changing language. This is reflected in the nature of independent boards and a large umbrella Council.

The boards are not components of Council the way committees (e.g., Personnel) are. The boards are empowered to make independent decisions:

Each board shall have authority to make decisions to carry out its responsibilities, provided those decisions are not in conflict with the powers and responsibilities of the Council and the Congregation. Such decisions may be modified by the Council or by the Congregation at Annual or Called Meetings. (Article VIII, Section 3.B.)

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For most of its existence, Plymouth had three boards, Deacons, Trustees, and some form of Christian Education. Committees under these boards would be formed as issues required more focus, but one of the boards remained in charge of the various issues. It was not until 1976 that Mission was created as a board, followed by Membership, Music and Fine Arts, and Fellowship. Plymouth was familiar with boards, so it created these as boards with responsibility for their area.

In the extended history, we attempt to explain how Plymouth has evolved to being less operated by members and more by staff but with members overseeing the work and still doing much of the work. Our proposal is to change boards from semi-independent entities run by members to Ministries headed or directed by staff but advised and assisted by members. This is the relationship that now seems to exist for all boards except for Stewardship.

We are proposing two types of Ministries. The first would be Standing Ministries created by Policy that most closely reflect current practice. These would be smaller groups than current boards, and the number of meetings would be set by each. Their purpose would be to work closely with staff to provide advice, feedback, help with planning, work on goals, and whatever else the staff person needs to move forward with that Standing Ministry's purpose. We believe this is close to how current boards operate but providing more flexibility on meetings and operations.

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Many of the Standing Ministries would create Ministry Teams for ongoing efforts or a one-time event. These would be fluid and easy to adapt to new circumstances and energies. One of the exciting possibilities of these Teams is helping members find their strengths and passions without having to worry about attending multiple meetings of administrative planning and discussion. Some (we hope at least) will still want to be involved at the Standing Ministry level, but we need to recognize that in today's world, people need to be met where they are instead of one-sized opportunity for living their faith.

**Article VII. Pastors and Staff:** This is a collection of language that had been spread around the Bylaws. Most of the changes are stylistic and structural. There is proposed language added that clarifies that the Senior Pastor is the Chief Executive Officer of Plymouth. The Senior Pastor is already identified as the "Head of Staff," but adding the CEO language helps clarify the role.

The non-pastor staff language is reduced to leaving in authorization for other staff. The remainder of language dealing with staff is already handled by Policy collected in the Plymouth Personnel Policies and Employee Handbook.

**Article VIII. Amendment of Bylaws:** Simplified language acknowledging that the Constitution allows for amendmending the Bylaws.

This is ONLY the Table of Contents, policy is being drafted

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# The Constitution of Plymouth Congregational Church

## United Church of Christ

### Lawrence, Kansas

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**Approved by Vote of the Membership on November 13, 1988**

#### **Article I. Name**

The name of this Church shall be Plymouth Congregational Church, United Church of Christ, Lawrence, Kansas, commonly known since its organization in 1854 as "Plymouth Church."

#### **Article II. Purpose**

It shall be the purpose of this Church "to support the worship of God and the work of the Gospel." (Charter of Plymouth Congregational Church, December 14, 1882).

#### **Article III. Polity**

The GOVERNING AUTHORITY of the Church is vested in its members, who exercise the right of control in all its affairs, subject in legal matters to such regulations and obligations as may be required by reason of its incorporation under the laws of the State of Kansas. The membership assembled in Congregational Meeting shall elect officers; approve the annual budget, call the Senior Pastor, and authorize acquisition, disposition and mortgaging of real property. These membership responsibilities shall not be delegated.

The Church Council functions as the trustees of the Church, and shall implement the decisions of the membership. The membership may delegate responsibilities other than responsibilities of the membership to the Church Council. All acts of the Council are subject to the will of the membership.

Plymouth Church is part of the United Church of Christ, and its relationship to that denomination shall be sustained in accordance with those portions of the Constitution and Bylaws of the United Church of Christ relating to local churches, originally adopted July 4, 1961, or as later amended.

#### **Article IV. Covenant of Faith**

The members of this Church are united by the acceptance of a mutual covenant, which is as follows:

In the love of truth and in the spirit of Jesus, we unite for the worship of God and the service of all. We seek to know the will of God and to walk in God's ways, made known or to be made known to us; to love one another; to proclaim the Gospel to all the world; to work and pray for the progress of knowledge, the promotion of justice, the reign of peace, and the realization of our shared humanity. And we look with faith for the triumph of righteousness and the gift of life eternal. Amen.

#### **Article V. Members**

The members of the Church are those persons who have subscribed to the polity and covenant, have been received by the Church as prescribed in the Bylaws, and participate actively in the life of the Church.

**Article VI. Bylaws**

The work of the church shall be conducted in accordance with the Bylaws appended to this Constitution.

**Article VII Amendments**

Amendments to the Constitution shall be by two-thirds of the members present and voting at a Congregational Meeting having a quorum of ten percent of the membership as reported at the last Annual Meeting.

**Article VIII. Adoption**

This Constitution is adopted and is effective as of this 13th day of November, 1988.

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# **The Bylaws of Plymouth Congregational Church United Church of Christ Lawrence, Kansas**

Approved by Vote of the Membership on November 13, 1988. and amended as set forth herein.

**Article I. Name.**

The name of this church shall be Plymouth Congregational Church, United Church of Christ, Lawrence, Kansas, commonly known as "Plymouth Church."

**Article II. Membership****Section 1. Members.**

Plymouth Church recognizes all persons as members of the family of God, and all Christians as members of the community of faith. In this faith community we include, in addition to members as defined elsewhere in these Bylaws, children who have not yet owned the covenant and become members as defined below, and all those members who through death have entered into the communion of saints.

**A. Definitions.**

- 1. Active member:** Any baptized person who has made public acceptance of the polity and covenant of Plymouth Church and actively participates in the life of this Church through prayers, presence, gifts, and service.
- 2. Associate Member:** A person residing in the Lawrence area who is a member of another

church, but because of the temporary nature of the residence in the area, or for other sincere reasons, does not wish to sever membership in the home church. Associate members make public acceptance of the polity and covenant of Plymouth Church and incur all the responsibilities and enjoy all the rights of Active Members.

**3. Non-Resident Member:** An Active or Associate Member who no longer resides in the Lawrence area. Such persons shall be encouraged to transfer membership to a church in the vicinity of present residence, but shall not be discontinued from membership except under procedures described below under Inactive Status (Article II, Section 4).

**4. Inactive Member.** A member who no longer identifies actively with Plymouth Church as described in Article II, Section B.4.1, but has not requested termination of membership.

## **B. Procedures.**

**1. Reception of New Members.** Persons may be received into Church membership by the Pastors through:

- a. Profession of Faith (baptism and confirmation)
- b. Presentation of a letter of transfer from another Christian church
- c. Reaffirmation of faith, if a letter of transfer is not available
- d. Associate Membership, as defined above.

**2. Reinstatement of membership.** Any former member of Plymouth Church who has been issued a letter of transfer, or withdrawn from membership may be received again into membership by letter of transfer or reaffirmation.

## **Section 2. Responsibilities and Rights.**

### **A. Responsibilities.**

All members, to the extent to which they are able, are expected to:

1. Attend public worship and share in the sacraments, fellowship, and programs of the Church
2. Contribute to the financial support of the Church
3. Participate in the affairs of the Church by contributing time and talent; and
4. Attend the Annual Meeting and Called Meetings of the Congregation

### **B. Rights.**

1. Only Active Members and Associate Members are eligible to hold elective offices of the Church, to serve on elective boards, and to vote in Annual and Called Meetings.
2. All members have access to meetings and minutes of the Church Council, organizations of the

Congregation, boards, and all of their committees, except as follows:

- a. The Council and Personnel Committee may meet in Executive Session for discussion of personnel and other sensitive matters, and such sessions shall not be open to the membership.
- b. In order to permit frank and open discussion of all applicants, and to preserve the privacy of the applicant, meetings of the Senior and Associate Pastor Search Committees shall not be open to the membership unless the Committee decides by majority vote that a specific meeting shall be open to the membership.

### **Section 3. Termination of Membership.**

Any member who desires to withdraw membership from the Church may do so in either of the following ways:

- A. Letter of Transfer.** A letter of transfer to another church shall be prepared for any member upon written request to the Board of Membership. Upon such notice, the Board of Membership shall promptly issue such letter of transfer and remove the person's name from the membership roll and place it in the archival roll.
- B. Withdrawal.** Any member who desires to withdraw membership from Plymouth Church may do so by written request to the Board of Membership. Upon such notice, the Board of Membership shall remove the person's name from the active membership roll and place it on the archival roll. That person shall then have no privileges of transfer, unless the person requests reinstatement.

### **Section 4: Inactive Membership.**

Recognizing that there are times of transition in the lives of all persons and that during those times such persons may not wish to sever all church ties, Plymouth Church has established a procedure for inactive membership.

- A. Inactive Status.** When a member has moved away from the Lawrence area or has ceased to identify with Plymouth Church for any other reason, and has not requested a termination of membership, the Board of Membership may remove that person's name from the active membership roll.
  1. A member who has not attended Sunday worship, contributed to the church, activities, or communicated with the church for a period of twelve consecutive months, may be transferred to the inactive roll by the Board of Membership.
  2. The member shall remain on the inactive roll indefinitely, or until the member requests a termination of membership by letter of transfer, or withdrawal.
- B. Removal from Inactive Status.** A member's name shall be removed from the inactive roll and returned to the active roll at any time such member resumes activity as defined in Subsection A.1.

## **Article III. Services and Meetings of the Congregation**

### **Section 1: Worship.**

Public services of worship shall be held each Sunday. The sacraments of Baptism and Communion shall be celebrated, and other services of worship may be held, as determined by the Pastors and the Board of Deacons.

## **Section 2. Congregational Meetings**

**A. Annual Meeting.** The Annual Meeting of the Church shall be held during the month of January or within the first 10 days of February.

1. The Annual Meeting of the Church shall be held to fill vacancies in elective offices; to elect board members, Council members-at-large, and delegates to the Kansas-Oklahoma Conference; to adopt a Mission Spending Plan for the ensuing year; to receive the annual reports of the officers, pastors, organizations and boards; and to transact such other business as may come before it. Any matter affecting the religious, financial, or social welfare of the church may be placed on the agenda for the Annual Meeting using the following process. The agenda shall be determined by the Moderator with the advice of the Church Council, except that an agenda subject shall be introduced upon receipt of a written petition to the Council signed by at least five percent of the Church membership reported at the previous Annual Meeting. Such petition shall be presented to the Council at the last meeting of the Council prior to the Annual Meeting.
2. The organizational year of the Church shall begin following the Annual Meeting and all newly elected officers, board members, and committee members shall assume their duties at that time and continue in office until the following Annual Meeting.

**B. Called Meetings.** Called Meetings of the Church shall be held on call of the Moderator, the Church Council, or five percent of the Church members by written request addressed to the Moderator.

**C. Notice of Congregational Meetings.** Notice of each Annual Meeting and of any Called Meeting shall state the subjects and objectives thereof and shall be given by 1) publishing such notice in the official Plymouth newsletter for distribution to all members at least ten days prior to the day set for the meeting, and 2) announcement from the pulpit at least two Sundays prior to such meeting. A notice of proposal to amend the Constitution and Bylaws must include the specific words to be deleted and adopted, and a brief explanation.

### **D. Congregational Meeting Procedures.**

1. **Officers.** The Moderator shall preside at all meetings of the Congregation, and the Clerk shall act as Secretary.
2. **Quorum.** Ten percent of the Church voting membership as reported at the last Annual Meeting shall constitute a quorum. If a quorum is not present at the meeting, the members may adjourn such meeting to the same day and hour of the following week, at which time the members present shall constitute a quorum for any purposes stated in the original call, except for amendment of the Constitution.
3. **Voting.** All Active and Associate members have the right to act and vote at any meeting of the Congregation. A majority vote of those present and voting shall be decisive, except that a three-fourths vote by written ballot shall be required to call or dismiss a Senior Pastor, a three-

fourths vote by written ballot shall be required to call an Associate Pastor, and a two-thirds vote shall be required to amend the Constitution.

**4. Elections.** If no more than one person is nominated for an elective office, election may be by acclamation. A written ballot is required if more than one person is nominated for an office.

**5. Rules.** The rules of parliamentary procedure compiled in the most recent edition of Robert's Rules of Order shall govern all Congregational Meetings, unless otherwise provided in the Constitution or Bylaws. A Parliamentarian shall be appointed and announced at each Congregational Meeting.

**E. The fiscal year of the Church shall be the calendar year.** However, the Treasurer may close the books at such time as directed by the Board of Stewardship.

## Article IV. Organizations of the Congregation

### Section 1. Nominating Committee

**A. Purpose.** The Nominating Committee shall nominate at least one eligible member of Plymouth Church as a candidate for each elective position in the Church, and shall publish the list of nominees in a Church publication at least ten days prior to the Annual Meeting

**B. Membership.** Annually, the Church Council shall activate a Nominating Committee. The Moderator-Elect shall construct the Nominating Committee from the Council Representatives from the Boards in consultation with the Pastors and Membership Associate. The Nominating Committee shall consult with members of the Congregation, especially with retiring members of boards, concerning candidates for nomination.

### Section 2. Senior Pastor Search Committee

**A. Purpose.** A Senior Pastor Search Committee shall be established whenever a vacancy occurs in the Office of Senior Pastor.

**B. Membership.** The Search Committee shall comprise at least nine and no more than twelve voting members of Plymouth Church. The Moderator shall nominate at least nine members of Plymouth Church to the Search Committee. Care must be taken to assure that members of this Committee are representative of the whole membership. The names of the nominees shall be published to the congregation and presented to the Church Council for consideration. Additional nominations may be made by members of the Congregation at that time. The membership of the Search Committee must be approved by a majority vote of the Church Council. The Moderator, Immediate Past Moderator, and Moderator-Elect are ex officio, non-voting members of the Committee.

**C. Responsibilities.** The Search Committee shall consult with the Kansas-Oklahoma Conference concerning United Church of Christ recommendations for conducting a search. When the search is completed, the Committee shall report its recommendation to the Church Council. Approval by at least a three-quarters vote of the Council is required before submitting the name of the candidate to the Congregation. The Senior Pastor shall be called by written ballot vote of three-quarters of the membership present and voting at a Congregational Meeting.

**D. Organization and Operation.** At the first meeting of the Committee, the Committee shall elect a

chair, vice-chair, and secretary. The Committee shall propose a budget for Council approval. The Committee shall meet with sufficient frequency to accomplish its responsibilities expeditiously. Minutes of all meetings shall be submitted by the Secretary and approved by the Committee. Meetings of the Committee shall be closed and confidential, unless the Committee by majority vote opens a meeting to the Congregation. Persons may be invited to attend for advice and consultation. Minutes of the meetings may be disposed of as decided by the Committee once a Senior Pastor is called by the Congregation.

### **Section 3. Delegates to the Kansas-Oklahoma Conference or other UCC instrumentalities.**

Lay delegates to the Annual Meeting of the Kansas-Oklahoma Conference of the United Church of Christ shall be elected at the Annual Meeting for three-year overlapping terms. The number of delegates is determined annually by quotas for local congregations, established by the Constitution and Bylaws of the Kansas-Oklahoma Conference. In addition to those delegates, the Moderator and Moderator-Elect shall be counted among the quota of lay delegates. The pastors of the Congregation holding ministerial standing in the Kansas Oklahoma Conference shall be clergy delegates.

### **Section 4. Pastor-Parish Committee.**

This Committee shall consist of the Moderator, Immediate Past Moderator, Moderator-Elect, Senior Pastor, and Associate Pastor(s). The purpose of this Committee shall be to facilitate informal communications between the lay leadership and the Pastors with respect to:

- A. programs and meeting agenda
- B. concerns of the Congregation
- C. promotion of mutual ministry
- D. nurture of the pastors
- E. prevention and resolution of conflict and misunderstanding
- F. and such other matters as may come before the Committee. A meeting may be called by any of its members.

## **Article V. Officers**

### **Section 1. Definitions.**

The corporate officers of the Church are the Moderator, Moderator-Elect, Clerk, Treasurer, and Senior Pastor.

### **Section 2. Terms and Limitations.**

The Moderator-Elect shall be elected for a term of one year, followed by a one-year term as Moderator, and then a one-year term as Immediate Past Moderator. If the Moderator-Elect is unable to assume the office of Moderator, a Moderator shall be elected at the Annual Meeting for a term of one year, followed by a one-year term as Immediate Past Moderator. The Clerk and the Treasurer shall be elected to one-year terms with a limitation of six consecutive terms. The Senior Pastor holds office

without stated limitation of time.

### **Section 3. Moderator.**

The Moderator is the lay leader of the Church, and principal spokesperson for the Congregation on matters of Church policy. The Moderator shall preside over all meetings of the Congregation and meetings of the Council. If the Moderator position becomes vacant, the post will be filled with the Immediate Past Moderator. If this is not possible the Council will first seek to fill the position with a former Moderator.

### **Section 4. Moderator-Elect.**

The Moderator-Elect shall fulfill the duties of the Moderator in the absence of the Moderator, and serve in such other capacities as the Moderator may request.

### **Section 5. Clerk.**

The Clerk shall serve as secretary of meetings of the Congregation and meetings of the Council. When a signature is needed as Secretary on corporate documents, the Clerk shall sign as Secretary of the Corporation.

### **Section 6. Treasurer.**

The Treasurer shall:

- A.** Supervise the receiving of moneys and the making of payments per the Mission Spending Plan and as otherwise authorized by the Board of Stewardship.
- B.** Deposit all monies and other valuables in the name and to the credit of the Church with such depositories as may be designated by the Church Council. The Treasurer shall disburse the funds of the Church as may be ordered by the Church Council and shall render to the Moderator and/or the Church Council whenever they request an account of the all the transactions as Treasurer and of the financial condition of the Church; and shall have such other powers and perform such other duties as may be prescribed by the Church Council or these bylaws.
- C.** Be responsible for development and overview of financial accounting and reporting systems
- D.** Be bonded for such amount as required by the Board of Stewardship
- E.** Be an ex officio member without vote of the Board of Stewardship and its Committees
- F.** Perform other duties as prescribed by the Board of Stewardship; and
- G.** Receive Disbursement, as directed by the Congregation or Church Council according to these by laws, of principal and income from the Plymouth Congregational Church Endowment Fund.

### **Section 7. The Senior Pastor**

- A.** The Senior Pastor is the spiritual leader of the Congregation and the administrative officer of the church.

1. The Senior Pastor shall be an ordained minister in full standing in the United Church of Christ, and shall serve with professional freedom and responsibility as the spiritual leader of the Congregation. The Senior Pastor shall seek to enlist persons as followers of Christ, preach the gospel, administer the sacraments, have care of all services of public worship in consultation with the Board of Deacons, and oversee and perform parish visitation.
  2. The Senior Pastor shall administer the activities of the Church in cooperation with the Church Council, boards, and committees. All staff personnel, including other pastors employed by the Church, are responsible to the Senior Pastor in the execution of their duties. Working within fiscal and policy guidelines established by the Council through its Personnel Committee, the Senior Pastor shall:
    - a. employ and dismiss salaried staff, with the exception of the Associate Pastor(s), as defined in Article VII, Section 1A
    - b. ensure there is a written and up to date position description for each staff position, which shall be available to the Church Council
    - c. ensure that personnel files are maintained
    - d. develop and implement procedures for periodic performance review
    - e. recommend to the Council, through the Personnel Committee, adjustments in salary and benefits.
- B. Call of Senior Pastor.** The Senior Pastor shall be called or terminated by a vote of three-fourths of the membership present and voting at a Congregational Meeting. Votes shall be taken by written ballot. Resignation of services shall become effective not earlier than sixty days after written notice has been given by either party, unless a different period was agreed upon in writing at the time of call. Termination of services shall become effective immediately after a vote for termination by the Congregation, unless a different period was agreed upon in writing at the time of the call or termination.

## **Article VI. Church Council**

### **Section 1. Composition**

**A.** The voting members of the Church Council shall be the Senior Pastor, Associate Pastor(s), Moderator-Elect, Immediate Past Moderator, Clerk, Treasurer, the chair of each board, the Chair of the Endowment and Planned Giving Committee, and three members of the Congregation at large. Each board may elect one of its members to be the voting member of the Council if the chair is unable to serve. The three members of the Congregation at large will serve overlapping three-year terms. The Moderator may vote to affect the outcome.

### **Section 2. Duties**

**A.** The Council members are the functional trustees of the Church, and shall be the planning, evaluating and coordinating body of the Church.

**The Council shall:**

1. implement the decisions of the membership,
  2. exercise general powers authorized by the laws of the State of Kansas and by the Annual and Called Meetings of the Congregation
  3. conduct, manage, and control the business and affairs of the Church consistent with the Charter of Incorporation, Constitution, Bylaws, and the actions of Congregational meetings.
  4. assure that the ministry and program of the Church are accomplished through the development of appropriate policies and long-range plans,
  5. hold hearings concerning review and revision of the Mission Spending Plan prepared by the Board of Stewardship, approve and present the proposed budget to the Annual meeting for adoption.
- B.** The Church Council may adjust the Mission Spending Plan approved by the congregation at the Annual Meeting under the following conditions:
1. The Council may not increase or decrease the Mission Spending Plan more than three (3) percent without approval of a Called Congregational Meeting.
  2. The Council may not increase or decrease the Mission Spending Plan without a two-thirds vote of the Council membership.
  3. The Council shall notify the congregation at least three (3) weeks in advance of a Council meeting at which the Council shall vote on a motion to increase or decrease the annual Mission Spending Plan approved by the congregation at the Annual Meeting.
  4. The Council shall consult with the Stewardship Board on proposed increases or decreases to the Mission Spending Plan before the Council votes on such a motion.
- C.** The Council shall be responsible for establishing all staff positions, funding all paid positions, and through the Personnel Committee, ensuring that employment policies and contractual obligations with employees are properly administered. With regard to the position of Associate Pastor, the Council is authorized to conduct a search, recommend a call to the Congregation, terminate that pastoral relationship, and, upon the recommendation of the Senior Pastor, assign duties.

**Section 3. Organization and Structure**

- A. Meetings.** The Council shall meet at least nine times per year. Special meetings may be called by the Moderator, the Senior Pastor, or by three members of the Church Council upon two days written notice to all members of the Council. Meetings shall be open to the entire membership of the church, and the agenda for regular meetings shall provide opportunity for any board, committee, church organization, or individual member to present reports and recommendations on matters of Church programs, plans, and policy. When, in the judgment of the Moderator or Senior Pastor, the sensitive nature of the matter under consideration requires that a portion of the meeting be closed, the Council shall on such occasions go into executive session restricted to voting members only. All decisions shall be made in open meeting and recorded in the minutes. When the performance of any staff is under consideration, he or she may be excused from that portion of

the closed meeting.

- B. Attendance.** If any member of the Council fails to attend three consecutive meetings of the Council without reason acceptable to a majority of the remaining members, then that person's place shall be declared vacant.
- C. Vacancies.** Vacancies in elected positions on the Council, and boards and committees that report to the Council may be filled by Council appointment for the unexpired term, subject to confirmation at the Annual Meeting if the unexpired term exceeds one year. See Art. V. Sec 3 to fill a vacancy in the post of Moderator.
- D. Quorum.** A simple majority of the voting members of the Council shall constitute a quorum. When a quorum is present in person at any meeting of the Council, the vote of a majority of those members present shall decide any question brought before any such meeting. The act of a majority of Council members present in person at any meeting at which there is a quorum shall constitute the act of the entire Church Council.

#### **Section 4. Committees of the Church Council.**

Standing and ad hoc committees of the Council shall include, but are not limited to Personnel, History, and Hospitality and Safety Committees. The chairs of Council Committees shall be ex officio, non-voting members of the Council. Additional ad hoc committees, such as the Program Assessment Committee or Bylaws Committee, may be called into existence by the Council as needed.

- A. Personnel Committee.** This committee shall comprise seven voting members made up of three at-large members, one member from the Board of Stewardship, the Past-Moderator, the Moderator, and the Moderator-Elect. The three at-large members and the one member from the Board of Stewardship, shall be appointed by the Council before the annual meeting. The three at-large members of the Committee shall serve three-year overlapping terms, with one new at-large member being appointed each year. The member from the Board of Stewardship will serve a one-year term. The Senior Pastor shall be an ex officio member without vote.

**Responsibilities.** The Personnel Committee shall;

1. have the responsibility and authority to adopt and revise personnel policies addressing search and termination procedures, vacation, sick leave, health insurance, retirement fund, compensatory time, maternity/paternity leave, leave of absence without pay, official holidays, grievance procedures, and any other issues relating to personnel policy for all salaried staff with the exception of search and termination procedures for called ordained pastors. Search and termination policies for the Senior Pastor are established in Article IV, Section 2, and Article V. Section 7.B; for the Associate Pastor[s] in Article VII, Section A, 1 and 2, and Article VI. Section 2.B. All such policies shall be subject to the approval of the Council.
2. assure that appropriate boards participate in the search and review of applicants for salaried positions,
3. ensure that the Senior Pastor or designated staff person maintains adequate personnel files, including current position descriptions,
4. ensure that background checks are conducted on all applicants for church employment before

employment begins,

5. shall review all salary and benefit proposals in consultation with the Senior Pastor and Stewardship Board, which in turn shall be submitted to the Council for its approval;
6. drawing upon broad congregational comment, it shall conduct an annual performance review of the Senior Pastor, recommending to the Council any adjustments in salary and benefits. The Personnel Committee may go into executive session whenever necessary.

**B. History Committee.** The Church Council shall annually appoint (or reappoint) with no limitation on the number of terms a History Committee, comprising a Church Historian and four or more additional members. The Historian shall chair the Committee.

**Responsibilities.** The History Committee shall promote the preservation, appreciation, understanding, and utilization of the heritage of Plymouth Church and the United Church of Christ. This responsibility shall include but is not limited to the following:

1. provide proper procedures for conservation, arrangement, and storage for Church records and artifacts of historical value. This includes the placement of records in office files and in the History Committee files as well as the timely deposit of records in the archives at Spencer Research Library,
2. help to create or retain records of important current events in the life of the Church,
3. compile information needed to gain a knowledge and understanding of the history of Plymouth Church (including the lives of its members) and of the United Church of Christ,
4. present information and interpretations of the history of Plymouth Church and the United Church of Christ, and
5. assist persons in the study of Church records.

**C. Hospitality and Safety Committee.** This Committee shall consist of at least six members, appointed by the Council, who shall serve three-year staggered terms. One member of the church staff shall serve as liaison to this committee. This committee shall designate one member to serve on the Church Council in an ex-officio capacity. This committee shall designate its own chair.

**Responsibilities:** The Hospitality and Safety Committee shall:

1. Participate in the search and screening of applicants for a Hospitality and Safety Associate position.
2. Recruit and educate ongoing volunteers for their duties Sunday morning during the 9:30 a.m. service.
3. Ensure that the church has the appropriate number of volunteers and a Hospitality and Safety Associate every Sunday.
4. Assume the duties of the Hospitality and Safety Associate in his or her absence.

5. Review the policy and the procedure of welcoming all guests.
6. Ensure hospitality while also ensuring the compliance with the Safe Church Guidelines.
7. Serve as a voice defining the intersection between hospitality and Safe Church Guidelines on the Church Council.
8. Meet at least once each quarter and at other times with a meeting called by the chair at the request of any member.

## Article VII. Salaried Staff

### Section 1. Definitions.

The salaried staff comprises one or more duly called ordained pastors, any non-called ordained pastors in the employ of the church, and other salaried employees of the church. Specifically excluded from this definition of salaried staff are those persons who serve on a volunteer basis, are appointed by an appropriate board or committee (e.g. head usher), or who are employed to perform limited services on a part-time, hourly basis (e.g. paid soloists, temporary secretarial help, custodial assistance). The Senior Pastor position is described in Article V. Section 7. All salaried staff positions are authorized and funded by the Council, subject to the policies of the Personnel Committee, and are responsible to the Senior Pastor in the execution of their duties.

**A. Associate Pastor(s).** An Associate Pastor is a called minister who is in full standing in the United Church of Christ, and serves with professional freedom to supplement and complement the spiritual leadership of the Senior Pastor.

**1. Associate Pastor Search Committee.** When the Council authorizes a search for an Associate Pastor, it shall appoint an Associate Pastor Search Committee consisting of at least nine but no more than twelve members of Plymouth Church. Care must be taken to ensure that members of this committee are representative of the whole membership as well as of the specific program areas served by this position. The Senior Pastor and Moderator shall be two of the voting members. The Search Committee shall report its recommendations to the Council.

**2. Call of the Associate Pastor.** The call to the Associate Pastor shall be made by three-fourths vote of the Congregation upon recommendation of the Council. A three-fourths vote of the Council shall be required to terminate the pastoral relationship. The Associate Pastor shall be called for an indefinite term. Resignation of services shall become effective not earlier than sixty days after written notice has been given, unless a different period was agreed upon in writing at the time of call. Termination of services shall become effective immediately after a vote for termination by the Council, unless a different period was agreed upon in writing at the time of the call or termination. The Associate Pastor shall carry out duties assigned by the Church Council upon recommendation of the Senior Pastor, including the duties of the Senior Pastor in his or her absence.

**B. Other Salaried Staff.** Other salaried staff members may be employed as needed to carry out the activities of the Church in the manner provided by these Bylaws, and after consultation with the Council and appropriate boards and committees. Other salaried staff members include:

**1. Support staff:** such as music, education, administrative.

**2. Assistant Pastor(s):** holding ministerial standing in a church (not necessarily the United Church of Christ).

**3. Interim staff:** pastoral and lay.

## **Article VIII. Church Boards.**

### **Section 1.**

The Boards of Plymouth Church shall include Deacons, Membership, Fellowship, Music and Fine Arts, Christian Education, Stewardship, and Mission and Service.

### **Section 2. Composition and Procedures**

- A.** Each board shall comprise nine voting members with the exception of the Board of Deacons which shall have twelve voting members.
- B.** Board members shall be elected at the Annual meeting for three-year overlapping terms. No board member shall be elected to consecutive terms on the same board unless serving a partial term. Vacancies shall be filled by appointment of the Council for the unexpired part of the term, subject to confirmation at the Annual Meeting if the unexpired term exceeds one year.
- C.** A vacancy on a board shall be declared for three unexcused absences in a year.
- D.** At the first meeting of a board following the Annual Meeting, each board shall elect a chair/Council member, vice-chair, and secretary from among the board membership. If the chair is unable to serve on the Church Council, another board member may be elected as Council member. Committee chairs and members shall be appointed as soon thereafter as possible.
- E.** Each board shall hold at least nine regular meetings a year. Special meetings may be called by the Chair or by written request of at least four members of the board.
- F.** Each board shall keep appropriate records and documents, such as attendance and minutes, which shall be transmitted to the Church Office in a continuing and timely manner for distribution to officers, Council, boards and committees.
- G.** All meetings of each board are open to the members of Plymouth Church.
- H.** Each board shall be provided with appropriate staff support by the Senior Pastor.

### **Section 3. Responsibilities.**

- A.** Each board has responsibility for the general functions designated in the Bylaws and shall create such standing or ad hoc committees and task forces as are needed to carry out these functions. Each committee shall be chaired by a board member. Committee membership shall comprise other members of the board, and may include volunteers appointed from the general membership. Each board also shall have authority to appoint persons to other volunteer positions in its area of responsibility (e.g. church school superintendent or head usher).

- B.** Each board shall have authority to make decisions to carry out its responsibilities, provided those decisions are not in conflict with the powers and responsibilities of the Council and the Congregation. Such decisions may be modified by the Council or by the Congregation at Annual or Called Meetings. Boards should seek counsel from the Senior Pastor, the Moderator, and other boards having a relevant interest in major decisions, and shall file promptly a copy of decisions with the Senior Pastor, Moderator, and Clerk.
- C.** Each board shall prepare annual financial estimates for all budgetary line items related to its responsibility, and shall submit such estimates and requests to the Board of Stewardship.
- D.** A quorum of a board shall be one more than half the number of members currently serving on the board. Action of a board shall be taken by a simple majority of those members attending a meeting at which a quorum is present.

#### **Section 4. Board of Deacons.**

The Board of Deacons shall nurture the spiritual growth of the Congregation. Specific duties include, but are not limited to:

- A.** Evaluate the regular and special worship service of the Church in consultation with the Pastors.
- B.** Provide liturgical resources, in consultation with appropriate Boards,
- C.** Provide pulpit supply in the absence of Pastors,
- D.** Provide for and coordinate worship support services,
- E.** Prepare elements for Communion,
- F.** Serve Communion in worship, and to those unable to attend worship, designating persons from outside the Board, if necessary, in order to provide enough servers;
- G.** Work with other Boards and the Pastors to create environments which support members' spiritual needs, such as special worship services, prayer groups, retreats, and individual meditation,
- H.** Establish programs to help persons prepare for and meaningfully celebrate transitional events in life, such as birth, confirmation, graduation, marriage, retirement, and death,
- I.** In conjunction with the Pastors, provide a ministry to members unable to attend public services of the church, such as those unable to attend worship, nursing home residents, and the hospitalized.
- J.** Sponsor lay ministry programs designed to care for persons in personal crisis, such as Stephen Ministry.
- K.** Support members in discernment who are pursuing paths to ordination in the UCC.

#### **Section 5. Board of Membership.**

The Board of Membership shall oversee the ministry for new members and shall consider the experience of both new and current members through attention to membership concerns, membership records, and

media ministry. Specific duties include, but are not limited to:

- A. Organize and implement an on-going program to recruit, orient, and assimilate new members,
- B. Create and maintain an information system concerning members and make this information available to relevant boards and committees,
- C. Review membership rolls on an annual basis, recommend transfer of members to inactive or non-member status,
- D. Assist in developing printed and other media materials to introduce Plymouth and its programs to members and non-members,
- E. Provide a forum whereby current members may express areas of both satisfaction and concern with the Church,
- F. Oversee all advertising outside the Church, and
- G. Evaluate the media ministry.

#### **Section 6. Board of Fellowship.**

The Board of Fellowship shall oversee the fellowship ministry of Plymouth Church. Specific duties include, but are not limited to:

- A. Coordinate all traditional holiday celebrations and Sunday fellowship hour.
- B. Coordinate and supervise adult fellowship groups of the Church and any special events.
- C. Initiate and provide for new fellowship groups as needed.

#### **Section 7. Board of Music and Fine Arts.**

The Board of Music and Fine Arts shall oversee music and other art for the worship services, and nurture spiritual growth and enrichment of the Plymouth membership through the arts in additional ways. Specific duties include, but are not limited to:

- A. Assist and advise the Director of Music and Fine Arts Ministries in:
  - Development of a long-range music program as well as working with the other boards, committees and individuals as appropriate,
  - Supervision of the use of all musical supplies, vestments, and recommendation of purchases, repair and replacement as necessary
- B. Advise the Senior Pastor and Personnel Committee regarding employment and performance of the professional music staff members
- C. Promote visual arts through displays, religious drama, etc.

- D.** Evaluate periodically the decor of the Sanctuary and other church spaces to advise the Board of Stewardship or other bodies as appropriate about the aesthetics of church space

### **Section 8. Board of Christian Education.**

The Board of Christian Education shall establish and administer the church school and other educational programs designed for persons of all ages. Specific duties include, but are not limited to:

- A.** Provide nursery care for infants and pre-school children,
- B.** Supervise the use and maintenance of the nursery area and the purchase of nursery equipment,
- C.** Oversee the church school, review and approve curricula, and provide assistance in recruiting and training teachers and volunteers,
- D.** Supervise the Confirmation program,
- E.** Provide fellowship programming for junior and senior high school youth,
- F.** Coordinate a variety of educational opportunities for adults such as classes, forums, workshops, study groups, Bible studies, retreats,
- G.** Coordinate special all-Church educational programs such as Vacation Church School,
- H.** Oversee a church library,
- I.** Provide additional and special supplies and resources for the educational program,
- J.** Report annually to the Board of Stewardship on status of all educational equipment and materials and recommend replacement and additions, and
- K.** Advise the Senior Pastor regarding the employment and evaluation of professional education staff members.

### **Section 9. Board of Stewardship.**

The Board of Stewardship shall manage the financial affairs, and maintain and improve the properties of the Church. Specific duties include, but are not limited to:

- A.** Formulate strategies for development of the Mission Spending Plan; coordinate Mission Spending Plan requests of the various boards with the annual fund drive; and prepare annually a Mission Spending Plan for review and approval by the Council. All moneys received by Plymouth Church shall be entered as receipts in the Mission Spending Plan and allocated for disbursement according to the budgetary line items adopted by the Congregation in Annual Meeting, unless otherwise stipulated in these Bylaws and the Constitution. (See Sec. 9 L)
- B.** Conduct and coordinate an ongoing program of stewardship education, and select an Annual Appeal Chair and committee members who shall develop and lead the Annual Appeal for pledges for the following year,

- C. Review and evaluate the pledge system, communicate with members regarding the status of the pledges, and report regularly to Council on the status of pledge receipts,
- D. Maintain records from past years for use in making seasonal projection and comparisons,
- E. Develop a long-range maintenance plan; maintain and improve buildings and properties of the Church, its capital assets, and equipment and supplies necessary to operate the Church; and assure that a written inventory of Church property is maintained, based on a physical inventory taken at least once every three years;
- F. Recommend to the Council policy on use of facilities and properties,
- G. Review all potential and existing contracts, except for budgeted operational items of one thousand dollars or less, to ensure that all contracts are in proper form, and to recommend appropriate action to the Council when action may result in a financial commitment of the Church,
- H. Monitor the Church budget and the performance of existing contracts on a monthly basis. Internal adjustments as may be required to maintain a balanced budget are the responsibility of the Board of Stewardship, with the approval of the Council. Expenditures within a given year shall reflect the priorities established by the Congregation at the Annual Meeting. The Board of Stewardship, with the approval of the Council, is authorized to borrow funds in order to maintain an adequate cash flow, and for emergency purposes in an amount not to exceed twenty percent of the annual budget.
- I. Review all proposed capital expenditures not specifically included in the current budget,
- J. Arrange for an annual internal review of all financial records of the Church, arrange for an external review of all financial records of the Church every 3 years, and arrange for a certified audit, as necessary,
- K. Review the adequacy, costs, and performance of the insurance program on an annual basis, and
- L. Oversee and establish procedures for receipt and expenditures of Memorial Gift Funds and all other designated Special Funds (other than the Endowment Fund); seek approval from the Council for all such expenditures exceeding one thousand dollars; and maintain a current Memorial Gifts List. Expenditures shall be made in accordance with current tax law and shall be consistent with the directives of the Council and the donors, and current tax law. Other Special Funds may be established for accounting purposes or for the express purpose of meeting needs not already funded by the Mission Spending Plan.

## **Section 10. Board of Mission and Service.**

The Board of Mission and Service shall initiate, enable, and coordinate the mission and service priorities of Plymouth Church and the United Church of Christ in the world. Specific duties include, but are not limited to:

- A. Interpret, coordinate, and promote support of Our Church's Wider Mission (OCWM) and other mission programs of the United Church of Christ;

- B.** Establish a calendar for all special mission offerings in coordination with the Stewardship Board and promote and interpret the same,
- C.** Conduct an ongoing program of mission education within the Congregation,
- D.** Provide a liaison with campus ministry and nurture support for this program,
- E.** Review requests for funds from local agencies and allocate such funds within budgeting guidelines established by the Council,
- F.** Initiate programs that respond to needs of persons in the Lawrence community,
- G.** Encourage and coordinate ecumenical endeavors in the Lawrence area and provide representatives to ecumenical organizations and functions when Plymouth Church is requested to do so, and coordinate the actions of other organizations that share with Plymouth Church a wider mission of the church in the world,
- H.** Provide forums for the discussion of social justice issues; and
- I.** Draft position statements on social justice issues on behalf of Plymouth Church, subject to the approval of the Council.

## **Article IX. Endowment Fund and Planned Giving Committee**

### **Section 1. Plymouth Congregational Church Endowment Fund.**

- A. Purpose.** The Plymouth Congregational Church Endowment Fund (hereinafter the “Endowment Fund”) shall exist to enable individuals to be faithful stewards of God’s gifts during and beyond their lifetimes and to enhance and expand the ministry and mission of Plymouth Church as expressed in the vision and hope of the Plymouth Covenant.
- B. Description.** The assets of the Endowment Fund shall be segregated from other assets of Plymouth Church, but be under the control and direction of the Church Council and Treasurer with disbursement of funds by the Treasurer or otherwise as directed by the Church Council. Records of the assets shall be maintained in accordance with generally accepted methods of fund accounting. Separate accounts shall be kept for separate funds within the Endowment Fund. Funds may, however, be commingled for investment purposes. Funds within the Endowment Fund shall be classified as either “endowed” (only the income may be disbursed) or “expendable” (both the principal and income may be disbursed) and either “restricted” or “unrestricted” as to the purpose for which they may be used. The terms of each gift and of each fund shall be faithfully observed in their classification and in their management and disbursement. Disbursement of expendable principal and expenditure thereof shall be as directed and authorized by the donor, and shall require a majority vote at a Congregational Meeting. Disbursements of income and expenditure thereof shall require a majority vote of the Church Council.

### **Section 2. Endowment Fund and Planned Giving Committee**

- A. Duties.** The Endowment Fund and Planned Giving Committee (hereinafter the “Committee”), on behalf of the members of Plymouth Church, shall oversee investment of assets of the Endowment Fund by the United Church Funds (or other designated fund management entity as approved by the Church Council). The Committee shall make recommendations to Church Council regarding

disbursement of the assets that are managed by United Church Funds. The Committee shall coordinate and conduct an ongoing program for planned giving.

**B. Membership.** The Committee shall comprise eight voting members elected at the Annual Meeting for four-year overlapping terms. No member shall be elected to consecutive terms unless serving a partial term. The Moderator, Treasurer, and Senior Pastor shall be ex-officio non-voting members. One member of the Board of Stewardship shall be selected by the Board of Stewardship to serve as a non-voting member of the Committee. Vacancies shall be filled in the manner provided in Article VIII, Section 2.B. of these Bylaws. A member may be removed by a two-thirds vote of the Church Council.

**C. Organization and Meetings.** At the first meeting following the Annual Meeting, the Committee shall elect a chair, a vice chair and a secretary from among the members of the Committee, and may at any time appoint a financial secretary who need not be a member of the Committee. Meetings of the Committee shall be held at least quarterly and as often as is necessary. Absent objection by a member, special meetings may be held by telephone. A majority of the Committee shall constitute a quorum.

**D. Operations.** The Committee shall:

1. have custody directly or through the United Church Funds (or other designated fund management entity as approved by the Church Council) and control of the assets in the Endowment Fund and, subject only to authorized direction by the Congregation or the Church Council as provided in Section 1, shall hold, manage, invest and reinvest, purchase and sell, loan, rent, lease, transfer, and convert the assets of the Endowment Fund as they, in their judgment, shall deem necessary to the growth, security, and income of the assets. All assets of the Endowment Fund shall be held in the name of the Fund and voted, conveyed, transferred, disbursed, or otherwise dealt with by resolution of the Committee and the signature of the chair or a duly authorized delegate of the Committee. Disbursement of the principal or income shall be in accordance with Article IX, Section 1, Subsection B, and shall be only to the Church or, by the express direction of the Church Council, for the account of the Church. The Committee may employ such professional services, including legal, accounting, investment, and custodial services, as it deems advisable; such services may be compensated from unrestricted income. Any Committee member or delegate of the Committee having signature authority in respect to Endowment Fund assets shall be bonded under a fidelity bond acquired by the Church. The costs for such fidelity bond will be paid from unrestricted income of the Fund. Each Committee member shall serve without compensation, but shall not be liable for any loss or damage suffered by the Endowment Fund on account of any action taken or omitted to be taken, except due to a breach of a duty of loyalty, due to acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or any transaction from which such Committee member derived an improper personal benefit.
2. Develop and conduct an ongoing planned giving program to include coordination with the planned giving programs of the United Church of Christ and the Kansas-Oklahoma Conference; providing information in the form of seminars, publications, and mailings on various options for making planned gifts; informing the Congregation of the endowment, memorial, and special gifts resources of Plymouth Church and arranging for the celebration of these gifts on an annual basis; and serving as a program resource for any stewardship effort of the church.

**E. Policies and Reports.** Semi-annually, the Committee shall provide to the Church Council a re-

port of the managed assets in the form of financial statements fairly reflecting the status of the fund. An annual report, which shall be an audited report if so directed by the Church Council, shall be provided to the Annual Meeting.

**F. Existing Wills and Trusts.** The Committee shall have full power and authority to act as the responsible organization of Plymouth Congregational Church for the management of any moneys or property given for the benefit of Plymouth Congregational Church. Gifts to the Church providing for administration by the Plymouth Congregational Church Endowment Trust, Endowment Counselors, or other such names, shall be administered by the Endowment Fund and Planned Giving Committee.

#### **Article X. Amendment of Bylaws.**

These Bylaws may be amended by majority vote at a Congregational Meeting as set forth in Article III, Section 2, of the Bylaws.

#### **Article XI. Adoption**

These Bylaws were adopted the 13<sup>th</sup> day of November, 1988, revised on the 26<sup>th</sup> day of January, 1992, revised on the 30<sup>th</sup> day of January, 1994, and revised on the 2<sup>nd</sup> day of February 2014. These Bylaws were further amended on the 26th day of January, 1997; the 31st day of January, 1999; the 28th day of January 2001; the 26th day of January, 2002; the 4th day of January, 2004; the 29th day of January, 2006; and the 4th day of February, 2007; and the 3<sup>rd</sup> day of February 2013.