

Grace Covenant Church

Constitution and Bylaws

Revised 1/31/07

CONSTITUTION

STATEMENT OF FAITH

Believing that we have been called of God to gather this community of grace, we are members of this body of Christ by the bond of covenant—our solemn commitment to God and to one another. We walk together by faith in God, Creator of the universe and Lord of all people. The source of our faith flows from the recorded experience of God in the Hebrew and Christian scriptures, the evidence of God in nature, and the presence of God in human life. Having experienced the wonder of Christian love, our faith in God proceeds from the confession of early Christians, “God is love.”(1 John 4:8) We believe that God was in Christ reconciling the world (2 Cor. 5:19), yet we set no limit on the reach of God’s love or the activity of God beyond the experience and faith of Christians. We are striving to live out the calling of Christ, “‘You shall love the Lord your God with all your heart, and with all your soul, and with all your mind.’ This is the greatest and first commandment. And a second is like it: ‘You shall love your neighbor as yourself’” (Mt 22:37-38).

ARTICLE I. NAME.

The name of this church is Grace Covenant Church of Oak Ridge.

ARTICLE II. PURPOSE

Believing that we have been summoned to life together as one body in Christ, members one of another (Romans 12:5), this Congregation exists

- to worship God;
- to grow in our awareness of God, knowledge of self, and exploration of the horizons of truth; and
- to show God’s love for all people—especially to those living on the margin of despair.

ARTICLE III. AFFILIATION.

Grace Covenant Church is interdenominational in fellowship, partnering in mission and ministry with the International Council of Community of Churches and the Alliance of Baptists and its partnership with the Christian (Disciples of Christ) Church and the United Church of Christ. Maintaining autonomy in matters of theology, polity, and ownership of property, Grace Covenant Church reserves to itself the option of entering new partnerships or withdrawing from existing partnerships as may seem appropriate.

ARTICLE IV. GOVERNANCE.

The government of this church is congregational, vested in the Membership as set forth in the Bylaws adopted hereunder.

ARTICLE V. FINANCIAL SUPPORT AND POWERS.

The church will be financially supported by grants and donations from members, friends, and other financial sources. The church shall have the right to own, lease, encumber, and sell real and personal property as permitted by law. No person or persons has the innate authority to bind the church as guarantor or co-maker of any instrument except as allowed by the Bylaws of the church contained herein.

ARTICLE VI. AMENDMENTS.

The Leadership Council is the custodian of the Constitution, initiating the amendment process or responding to an appeal from a Covenant Member. The Constitution may be amended on recommendation from the Leadership Council by a three-fourths vote of Covenant Members present and voting in a duly called Congregational Meeting, provided that the Council has given a two week advance notice, including documentation of the proposed changes along with the date, time, and place of the meeting.

BYLAWS

ARTICLE I. MEMBERSHIP.

1.1 Covenant Members. Membership in Grace Covenant Church is a covenant relationship initiated by affirmation of the Covenant and maintained annually by reaffirmation of the Covenant.

- Eligibility. Persons presenting themselves for membership may come by profession of faith in Christ, transfer of membership from another Christian church, or personal statement of a prior confession of faith in Christ.
- Baptism. Persons who have not previously identified themselves with Christ through baptism will be encouraged to do so. Upon pastoral consultation, baptism will be administered in accordance with the personal preference/faith tradition of the person being baptized.
- Affirming the Covenant. Candidates shall participate in a membership orientation program based on the Church Covenant. Any exception by the candidate to the full content of the Covenant or question about the preparation for Covenant membership shall be referred to the Leadership Council and pastors for resolution.
- Participation. Covenant Members may act, vote, and participate in all transactions of duly called Congregational Meetings. Covenant Members may attend and, with the consent of the Moderator or Chair, address Leadership Council and Commission meetings except when the Council and the Commissions choose to enter executive session to discuss matters of a sensitive nature.
- Maintenance of membership. The church will make every effort to maintain all members in full covenant relationship. Annually, the Covenant Care Commission will invite members to reaffirm their commitment to the Covenant. Taking into account extenuating circumstances, the Commission will prepare for congregational affirmation an updated membership roll reflecting the names of those who have reaffirmed their commitment. Covenant Members who allow their membership to lapse may be restored to covenant membership by reaffirming their Covenant commitment and re-engaging in the life and ministry of the church.
- Termination. Membership may be terminated by the individual's withdrawal from membership, transfer to another congregation, or death.

1.2 Covenant Friends. Covenant Friends is an associate level of membership for persons who desire to be a part of the life and ministry of the church but who for various reasons are unable to enter into full covenant membership. Friends enter through "Affirming the Covenant" described for Covenant Members above. Friends may be present and speak at Congregational Meetings. They may not make motions, vote, serve as an officer of the church, or chair a commission or committee. Friends' status may be terminated at the request of the Friend or upon recommendation of the Leadership Council. Friends may become Covenant Members by following the procedures for membership noted above.

1.3 Covenant Children. Children in the Congregation shall be considered to be in covenant. The birth of each child may be marked with a parent dedication, christening, or baptismal service in keeping with the family's faith tradition. The church will nurture its children, introducing them to the resources of the Christian faith and providing them with an extended family of support. Children may begin receiving Communion at the discretion of their parent(s) or guardian(s) and may be baptized upon profession of faith. The church will provide preparatory classes for children at the age of twelve when they will be given the option of signing the Covenant and entering into full Covenant membership. Upon becoming full Covenant Members, children may vote in Congregational Meetings.

ARTICLE II. CHURCH POLITY.

Church government is vested in the Membership (Covenant Members) and the Leadership Council elected by the Membership.

2.1 The Congregation.

Covenant Members by a two-thirds vote of those present and voting in Congregational Meetings shall have exclusive and final authority for the church to:

- Call or dismiss Pastors or staff ministers.
- Erect or substantially change any building.
- Buy or sell real estate or other substantial property.
- Borrow money.
- Affiliate or terminate affiliation with other ecclesiastical bodies.
- Establish rules of membership.
- Amend, repeal or replace the Bylaws.
- Approve merger or dissolution and disposition of substantial church property.

2.1.1 Congregational Meetings. The Congregation shall meet at least quarterly in regular session at such time and place as shall be fixed by the Leadership Council to discuss and adopt budgets, elect officers, chairpersons and members of Commissions, and transact other business coming before the meeting.

2.1.2 Called Meetings. The Leadership Council or the Moderator may call Congregational Meetings between regularly scheduled quarterly meetings to deal with matters that cannot be delayed.

2.1.3 Notice of Congregational Meeting. Notice of Congregational Meetings shall be made in church publications for at least two weeks preceding the meeting, except when life or property are endangered. Notice shall include the date, time, place, and general purpose of the meeting.

2.1.4 Quorum. A quorum for a Congregational Meeting, whether a regular or called meeting, shall be fifty-one percent (51%) of the membership.

2.1.5 Consensus. In Congregational meetings decisions shall be made by consensus--a collaborative process that values diversity of opinion while avoiding win-lose contests. In all matters, Covenant Members shall place priority on seeking Divine guidance and speaking to and hearing one another in a spirit of openness and mutual support. While not required, consensus will be the goal for decisions that shape and guide the church. The process will work as follows:

- The Leadership Council and church Commissions will make every effort to hear and respond to suggestions and concerns of Covenant Members as they frame motions for presentation to the Congregation.
- The Council will schedule open forums on matters it judges to be of critical importance to the life of the church so that the Congregation may benefit from full and open discussion without the pressure of an impending vote.
- Following presentation and discussion of a matter in Congregational Meeting, if the Moderator judges that broad agreement is present in the room, the Moderator may call the Congregation to a simple hand or voice vote.
- If the Moderator or a majority of those present and voting judge that consensus is not present, the Moderator shall refer the matter to the Leadership Council to work with concerned parties toward consensus.
- The Council shall report back to the Congregation in a regular or called meeting, submitting a consensus among the concerned parties for congregational approval. In instances where consensus has not been reached, the Congregation may agree to postpone the matter until such time as consensus is reached.
- By rule of the Moderator or majority vote of the Congregation, the Congregation may be called into business session to be guided by formal parliamentary procedure to determine the majority will of the Congregation. At the discretion of the Moderator or Leadership Council, major decisions, such as those requiring a two-thirds vote of the Congregation (Article 2.1), may be voted by signed ballot distributed to the entire membership for return within a designated period of time.

- Once a matter has been resolved, members of the Congregation shall join together to make the decision work for the good of the church and the kingdom of God. Consensus, the unity of the Congregation, shall be the final objective.

2.1.6 Amendments. The Leadership Council shall be the custodian of the Bylaws, initiating the amendment process or responding to an appeal registered by a Covenant Member. The Bylaws may be amended on recommendation from the Leadership Council by a two thirds (2/3's) vote of Covenant Members present and voting in a duly called Congregational Meeting, provided that the Council has given a two week advance notice, including documentation of the proposed changes along with the date, time, and place of the meeting.

2.2 The Leadership Council.

2.2.1 Membership. The Leadership Council consists of the Moderator, Secretary, Treasurer, Recording Treasurer, and the chairperson of each of the Commissions. The Pastors are ex officio, nonvoting members.

2.2.2 Responsibilities. The Leadership Council shall transact the business of the church between Congregational Meetings, implement congregational decisions, and provide leadership, coordination and direction for the church. Seeking in all matters to promote understanding and unity of spirit, the Leadership Council shall

- a) Provide leadership, recommend policy and advise the various Commissions of the church.
- b) Receive reports, proposals and recommendations from the Commissions.
- c) Report to the Congregation matters coming before the Council and decisions of the Council.
- d) Keep a complete and accurate record of its proceedings.
- e) Collaborate with the Stewardship Commission in the preparation of an annual church budget and give final approval before the budget is presented to the Congregation.
- f) Approve special offerings, special gifts and any special fund raising activities.
- g) Approve the establishment and monitor the conduct of organizations using the church's name, verifying that the organization's goals and conduct are in keeping with the faith and mission of the church as set forth in the Covenant.
- h) Make final decisions on employment or termination of non-ministerial staff based on the recommendation of the Staff Support Commission.
- i) Appoint and decommission task forces created for specific, short term purposes.
- j) Recommend to the Congregation the establishment or termination of standing Commissions
- k) Serve as trustees, fulfilling responsibilities assigned by state law for signing documents, transferring securities and buying or selling property at the will of the church.
- l) Assure that the financial records of the church be open to the membership through the agency of the Stewardship Commission or Leadership Council.
- m) Administer bequests, trusts or endowments.
- n) Oversee building use, including establishing guidelines for use of church facilities by community groups.
- o) Act on matters concerning church property and staff in the absence of a Property Care and/or Staff Support Commission.
- p) Address any arising problems of communication.

2.2.3 Moderator. The Moderator or the Moderator's designee shall preside over all Leadership Council and Congregational Meetings. In the absence of the Moderator or Moderator's designee, Church Officers shall appoint a Moderator pro tem.

2.2.4 Meetings. Leadership Council meetings shall be held monthly at a time and place determined by the Council. Special meetings may be called by the Moderator or upon request of a majority of the Council.

2.2.5 Quorum. A quorum for conducting Council business shall be sixty percent (60%) of the members of the Council. Although the goal shall be consensus, a two-thirds (2/3's) vote of members present and voting shall be required for official actions.

2.2.6 Executive Session. Meetings of the Leadership Council will be open to the church membership. Covenant Members may attend Council meetings and with the consent of the Moderator, speak. By rule of the Moderator or majority decision of the Council, the Council may meet in executive session to discuss matters of a sensitive nature. Executive sessions are subject to the same quorum requirements as regular meetings.

2.3 Church Officers and Elections.

2.3.1 Officers. The officers of the church shall be the Moderator, Secretary and Treasurer.

2.3.2 Elections. The Nominating Committee will prepare a slate of nominees to serve as church officers and chairs and members of Commissions and Committees to be voted upon in a Congregational Meeting.

2.3.3 Term of Office. Officers shall be elected to serve a one year term of office beginning on January 1. Officers may serve successive terms but may not be reelected after serving three years except after a lapse of one year.

2.3.4 Moderator. The Moderator shall preside at all meetings of the Leadership Council and Congregation, preparing meeting agendas in collaboration with the ministerial staff and commission chairs. The Moderator shall be authorized to sign checks in the absence of the Treasurer.

2.3.5 Corporate Secretary. The Secretary shall perform or delegate to a church staff employee the following duties:

- a) Give appropriate notice and take record of congregational and Council meetings.
- b) Conduct official correspondence for the Congregation and Council.
- c) Oversee the maintenance of church records and legal documents.
- d) Sign checks in the absence of the Treasurer.
- e) Sign legal documents as needed.
- f) Have custody of all records relating to the real and personal property of the church.

2.3.6 Treasurer.

- a) Be accountable to the church through the Stewardship Commission in implementing the financial policy of the church with generally accepted accounting principles.
- b) In cooperation with the Recording Treasurer, disburse funds and provide financial records and reports to the church.
- c) Sign checks on church accounts. The Corporate Secretary and the Moderator shall be authorized to sign checks in the absence of the Treasurer. The person signing checks shall be separate from the person producing checks for signature. In the absence of the Recording Treasurer and in a situation agreed by both the Treasurer and Stewardship Commission Chair as a justifiable emergency, the Treasurer may bypass the normal procedure to make an emergency payment.

2.3.7 Recording Treasurer

- a) Be accountable directly to the Stewardship Commission and Treasurer in the maintenance of a bookkeeping system compliant with generally accepted accounting principles. On request, provide appropriate corporate financial information to church members and complete access to bookkeeping information to the Stewardship Commission and Leadership Council.
- b) Cooperate with the Treasurer in monitoring authorized expenses and available funds. Prepare checks for timely payment of authorized expenses to be signed by the Treasurer or other authorized officer.
- c) Prepare monthly financial reports for Leadership Council review and subsequent release to the membership. Provide a full financial report for the membership prior to each quarterly Congregational meeting or as requested by the Leadership Council.
- d) Provide for the preparation and filing of tax statements and financial reports as required by law.
- e) With caution to protect the confidentiality of all contributors, maintain personal giving records according to IRS requirements and provide timely individual giving reports to contributors.

ARTICLE III. COMMISSIONS.

Based on our belief that every Christian is a minister of the church, standing commissions shall collaborate with the pastors in bearing responsibility for the church's work and mission.

3.1 Composition. Standing Commissions, including those listed in these Bylaws, may be established or decommissioned by vote of the Congregation upon recommendation of the Leadership Council. The Leadership Council shall determine the number of persons appropriate to each Commission, based on the nature of the assigned task and the size of the Congregation.

3.2 Election. Members of Commissions and chairs shall be Nominated by the Nominating Committee and voted upon by the Congregation to serve the term specified. While Commission members may be Covenant Members or Covenant Friends, chairs shall be Covenant Members.

3.3 Term of Office. Commission members are nominated for three-year rotating terms, becoming eligible to serve successive terms after a lapse of one year. Persons chosen to serve an unexpired term are eligible for election to a full term. Chairs are nominated annually but may serve up to three years successively.

3.4 General responsibilities and procedures.

Commissions shall

- a) Meet at the beginning of the new program year to select a vice-chair, establish a regular meeting time and begin planning for the new year.
- b) Post meeting dates on the church calendar.
- c) Hold open meetings. (Commissions may enter executive session to discuss matters of a sensitive nature).
- d) Ensure the presence of the chair, vice-chair, or a specially designated Commission member at all Leadership Council meetings.
- e) Report Commission plans and activities to the Leadership Council and, except in cases of emergency, seek Council's support for recommendations coming to the Congregation.
- f) In collaboration with the Stewardship Commission, be responsible for the expenditure of funds budgeted for the Commission's work.
- g) Assist annual budget preparation by submitting to the Stewardship Commission estimated Commission related expenses for the coming year.
- h) Work in full partnership with others to fulfill the church's mission.

3.5 Stewardship Commission. Consisting of the chair, Treasurer, Recording Treasurer, and at least two other Covenant Members, the Stewardship Commission shall supervise the financial affairs of the church and promote in the Congregation a spirit of responsible stewardship consistent with the church's faith and mission in the Church Covenant.

- a) Plan and implement an annual stewardship campaign and other emphases designed to encourage the spirit of giving.
- b) Work with Commissions and church leadership to develop an annual budget for approval by the Leadership Council and final affirmation by the Congregation.
 - c) Schedule weekly counting teams of no less than two persons to receive, count, and deposit weekly contributions and to provide contributions information to the Recording Treasurer for data entry.
 - d) Select depositories for church funds.
- e) Develop and maintain a financial policy statement to guide the church in receipt, deposit, requisition, disbursement, and recording of all funds.
- f) Bookkeeping records shall be available to any church member for good cause through the Stewardship Commission or Leadership Council.
 - g) Assure the maintenance of adequate property insurance including the bonding of appropriate financial managers.
- h) In cooperation with Treasurers conduct an annual review of financial records and provide a timely report of findings to the Congregation.
- I) With the exception of recurring expenses such as salaries and rent, checks in excess of \$1000 shall have Stewardship Commission authorization signed by the chair.

3.6 Other Standing Commissions. Other Standing Commissions may include but shall not be limited to those stated in these Bylaws. Specific duties shall be listed in an Organizational Manual, approved by the Congregation. Other Commissions may include the following:

- The **Christian Education Commission** will coordinate education programs for children, youth and adults through the church year and enlist, support, and train program leaders.
- The **Covenant Shepherds Commission** will minister to the emotional and spiritual life of the Congregation, focusing on individual ministry needs and nurturing caring, supportive relationships.
- The **Faith in Action Commission** will plan and coordinate opportunities for congregational involvement in hands-on ministry, make recommendations for the allocation of mission funds, and lead the church in bearing witness on issues such as peace, justice, separation of church and state, and stewardship of creation.
- The **Covenant Care Commission** will lead in the annual reaffirmation of the Covenant, orient new members to the meaning of the Covenant, and assist them in finding places of fellowship and service.
- The **Fellowship Commission** will work to create and sustain a strong sense of community in the church by providing opportunities for church-wide fellowship
- The **Staff Support Commission** will work to empower the church's employees to do their best work.
- The **Property Care Commission** will oversee the care, maintenance and improvement of church facilities.

ARTICLE IV. RESOURCE OFFICES AND COMMITTEES

Resource Offices and/or Committees, including but not limited to those listed in these Bylaws, may be established or decommissioned by vote of the Congregation upon recommendation of the Leadership Council. The Leadership Council shall determine the number of persons appropriate to each, based on the assigned task and the size of the Congregation.

- 4.1 Librarian. The Nominating Committee shall nominate a Librarian to the Congregation to serve a term of three years. The Librarian may serve unlimited successive terms, enlisting assistants as needed and overseeing purchasing, organization and maintenance for the church library.
- 4.2 Historian. The Nominating Committee shall nominate a Historian to the Congregation to serve a term of three years. The Historian may serve unlimited successive terms, enlisting assistants as needed and maintaining archives relevant to the history of the church.
- 4.3 Nominating Committee. The Nominating Committee shall consist of at least four persons. The chair and members shall be nominated to the Congregation by the Leadership Council to serve two year terms. Members shall not serve successive terms, but may be elected again after the lapse of one year.
The Nominating Committee shall:
- a) Prepare a slate of candidates, representative of the Congregation, for expiring and temporarily filled elected positions, including Officers, Committee and Commission chairs and members (except for chair and members of the Nominating Committee), Librarian, and Historian for election by the Congregation.
 - b) Seek names from the ministerial staff and Congregation in the process of identifying persons best qualified to serve.
 - c) Ensure that each candidate to be nominated has reviewed a full description of the responsibilities of the position and has accepted the nomination.
 - d) Present for congregational approval names of persons to fill vacated unexpired terms.
- 4.4. Worship Support Committee. The Worship Support Committee will meet as needed to facilitate communication and coordination among those involved in planning, leading and assisting in worship. It may consist of the chair, the Pastor(s) and persons coordinating or representing ushers, music, audio-visuals and decoration, altar and communion coordinators and others.

ARTICLE V. CHURCH STAFF

5.1 Pastors. Pastors are called by the Congregation to equip the church for the work of ministry in building up the body of Christ (Eph 4:12). Pastors shall be examples in faith and practice, giving evidence of the calling of God and spiritual gifts for ministry. Pastors shall fully embrace the church's Covenant and model a commitment to the spirit of consensus, seeking in all matters to lead the church toward discerning the will and purposes of God. Pastors shall plan and lead worship, provide pastoral care, enable members on the path toward spiritual maturity and responsible discipleship, administer Baptism and Communion, direct the employed staff, and work with the Leadership Council, Commissions and others to strengthen the covenant community and pursue the mission of the church.

A Pastor's specific areas of responsibility shall be defined in a Ministry Description prepared and presented at the time of calling and/or at a time of reassignment of responsibilities by the Staff Support Commission (in the absence of a Commission, the Leadership Council) and affirmed by vote of the Congregation. One pastor shall be identified at the time of calling (or reassigned by recommendation of the Leadership Council and congregational vote) with leadership responsibility for staff coordination

5.1.1 Calling a Pastor. When a vacancy in the pastoral staff occurs, the Leadership Council shall nominate a search committee. The committee shall be a representative group of not fewer than five and not more than nine members of the Congregation and shall be approved and commissioned by the Congregation during a duly called meeting.

A pastor shall be an ex officio member of the search committee. The replacement of any pastor shall involve consultation and information from the other pastors. In collaboration with the pastors, the Staff Support Commission (and in the absence of a Staff Support Commission, the Leadership Council) may reassess and, with Congregational approval, redistribute pastoral responsibilities noted in Ministry Descriptions.

When the committee agrees on a suitable candidate, the candidate shall be brought to meet and dialogue with the other pastors and church leadership before the name is presented to the Congregation. The candidate may then be presented to the Congregation, including a forum providing the Congregation with an opportunity for meaningful dialogue. The name of the candidate and a Ministry Description agreed upon by the candidate and the Staff Support Commission (or, in the absence of a Staff Support Commission, the Leadership Council) and a Letter of Call agreed upon by the candidate and the search committee may then be presented to the Congregation. The candidate shall be called by the Congregation at a called meeting, duly assembled for the purpose, by an affirmative vote of at least two thirds of those voting.

5.1.2 Selecting an Interim Minister. In the event of a vacancy in the pastoral staff, the Leadership Council shall have the duty of nominating an Interim Minister. The Interim Minister may not be a candidate for the permanent position. The Interim candidate shall be called by the Congregation in a regular or called Congregational Meeting by an affirmative vote of at least two thirds of members present and voting.

5.1.3 Resignation. When a Pastor wishes to resign, written notice shall be given at least thirty days in advance.

5.1.4 Termination. In accordance with the Church Covenant, grievances against a Pastor shall be addressed by following Matthew's order of discipline for conflict resolution (18:15-20) through the process of direct and open communication rather than gossip and condemnation. Forced termination of a pastor for cause must be by recommendation of the Leadership Council to the Congregation with a two week advance notice of the meeting and a two thirds vote of those present and voting.

5.2 Support staff. The Staff Support Commission (or in absence of a Staff Support Commission, the Leadership Council) shall act on behalf of the church in the employment of all non-ministerial staff. Although the selection process may be delegated to other appropriate persons or bodies within the church, the Staff Support Commission (or Leadership Council) shall finalize the process as it draws up a job description and establishes benefits and salary within parameters set by the church budget.

5.2.1 Creation of new staff positions. New staff positions shall be recommended by the Staff Support Commission (or Leadership Council) to the Congregation with salary approved by the Stewardship Commission.

5.2.2 Termination of staff employees. Issues with a staff employee's job performance should be taken to the staff member's immediate supervisor. Termination shall be pursued as a final resort and only upon recommendation of the Staff Support Commission and approval by the Leadership Council or, in the absence of a Staff Support Commission, upon vote of the Leadership Council.

ARTICLE VI. DISSOLUTION.

Dissolution of the church shall proceed only upon recommendation of the Leadership Council and a two thirds vote of Covenant Members present and voting in a duly called meeting. The recommendation shall include a distribution plan for the church's remaining assets after all outstanding debts have been paid. Recipients of said funds shall be not for profit organizations engaged in affairs substantially similar to those of the church which qualify under the provisions of §501(c)(3) of the Internal Revenue code and its regulations.

ARTICLE VII. GENERAL PROVISIONS.

7.1 Fiscal Year. The calendar year shall be the fiscal and the program year unless otherwise fixed by the Leadership Council.

7.2 Clerical errors. The Leadership Council will have administrative responsibility for the organizational format of these Bylaws, and for correction of typographical errors and oversights in grammar, punctuation and spelling wherever they appear in these Bylaws or any amendment thereof. Such corrections, which shall not affect meaning, shall be reported to the Congregation.

7.3 Revision. Beginning 2010 and every five years thereafter, the Leadership Council shall initiate an evaluation of the Constitution and Bylaws for needed revisions to be effected by the process of amendment in Constitution Article VI, and Bylaws Article II, 2.7