

BLUEGRASS UNITED CHURCH OF CHRIST

PREAMBLE

Called into being by the God of Jesus Christ and guided by the Holy Spirit, this part of the Body of Christ called the BLUEGRASS UNITED CHURCH OF CHRIST shall be an inclusive community of faith created to provide a place for people to worship God, serve God and humanity, and grow in faith.

Section I. NAME

The name of the Church shall be Bluegrass United Church of Christ. (the “Church”).

Section II. PURPOSE

- A. Purpose – The Church shall be an inclusive faith community whose purpose is to provide a place to:
1. Worship – share in the worship of God in the congregational Christian tradition;
 2. Serve – perform outreach, service and charitable work; and
 3. Grow – participate in education in the science and philosophy of theology and kindred subjects for the propagation of the teachings and philosophy of the Christian faith.
- B. Administration – The Church shall do things necessary and compatible with the work and labor of a religious body, including, but not limited to:
1. Receive Assets – donations and contributions of money and other assets.
 2. Hold Title – The Church may:
 - a) hold title to real and personal property of any kind;
 - b) lease, purchase, maintain, mortgage and sell real and personal property of any kind; and
 - c) collect income, as the Church may consider necessary, convenient, expedient or useful for conducting religious and charitable work.

Section III. AFFILIATION

- A. In 2001, the Church became affiliated with the Kentuckiana Association of the United Church of Christ.

B. UNITED CHURCH OF CHRIST STATEMENT OF FAITH

Adapted by Robert V. Moss

We believe in God, the Eternal Spirit, who is made known to us in Jesus our brother, and to whose deeds we testify:

God calls the worlds into being, creates humankind in the divine image, and sets before us the ways of life and death.

God seeks in holy love to save all people from aimlessness and sin.

God judges all humanity and all nations by that will of righteousness declared through prophets and apostles.

In Jesus Christ, the man of Nazareth, our crucified and risen Lord,

God has come to us and shared our common lot, conquering sin and death and reconciling the whole creation to its Creator.

God bestows upon us the Holy Spirit, creating and renewing the church of Jesus Christ, binding in covenant people of all ages, tongues, and races.

God calls us into the church to accept the cost and joy of discipleship, to be servants in the service of the whole human family,

to proclaim the gospel to all the world

and resist the powers of evil,

to share in Christ's baptism and eat at his table,

to join him in his passion and victory.

God promises to all who trust in the gospel

forgiveness of sins and fullness of grace,

courage in the struggle for justice and peace,

the presence of the Holy Spirit in trial and rejoicing,

and eternal life in that kingdom which has no end.

Blessing and honor, glory and power unto God.

Amen.

Section IV. MEMBERS

- A. Membership – Membership in the Church means an individual has come to a point in their faith journey where they are ready to make a commitment to spiritual growth and the Bluegrass United Church of Christ congregation.

1. Criteria – Individuals who wish may become members of the Church by making a covenant with the Church.
 2. Membership List – A membership list shall be maintained by Church council who shall report changes quarterly to the Church Council. The Church council shall review the membership list and make updates as necessary.
 3. Voting – Subject to the provisions of these Bylaws, only Members and Associate members of the Church shall be eligible to vote at a Congregational Meeting.
- B. Associate Membership – Persons wishing to retain membership in another denomination may also join the Bluegrass United Church of Christ as Associate Members. Said persons shall have full privileges of membership.
- C. Resignation – A member of the Church may resign by submitting a resignation in writing to the Church.
- D. Participation – the members of BUCC are expected to support and sustain the mission of the church to the best of their ability. The status of any member of the Church may be suspended, revoked or reinstated at any time by a majority vote of the Church Council.
- E. Inactive members – Members who for a period of 12 months have not communicated with the church, contributed to its support or attended any service may be transferred to an inactive list by the Church Council. From the date of transfer such person shall cease to be reported on the active membership roll and lose voting privileges.

Section V. CONGREGATION

- A. Governance – Governance of the Church shall be vested in its congregation, which has the right to control in all respects the Church’s activities, subject to these Bylaws and the Church’s Article of Incorporation.
- B. Annual Congregational Meeting – An Annual Congregational Meeting shall be held. The time and place of the meeting shall be determined by the Church Council.
- C. Special Congregational Meetings – In addition to the Annual Congregational Meeting. Special Congregational Meetings may be called.
1. Calling a Special Meeting – A Special Congregational Meeting may be called either by the Church Council, or by a petition signed by at least 25% of members eligible to vote and submitted to the Secretary of the Council.

2. Purpose – The nature and purpose of a Special Congregational Meeting shall be explained in the meeting announcements and included in the meeting agenda.
- D. Notification – The Church Council shall ensure that members are notified of a Congregational Meeting and provided a preliminary agenda at least 14 calendar days in advance by announcements at worship services, in the Church’s Sunday bulletin and on the home page of the Church’s website, if available.
1. Agenda – The agenda for a Congregational Meeting shall be determined by the Church Council, with input from other governing and advisory bodies and members of the Church. The agenda for the Annual Congregational Meeting shall include election of the Church Council, presentation of financial reports, and other reports from the Church Council.
 2. Quorum – In order to transact business, at least twenty-five percent of members eligible to vote shall be present.
- E. Voting Procedures – Voting by voice shall be the usual voting procedure, unless determined otherwise by the Church Council.
1. Affirmative Vote – Unless otherwise stipulated by the Bylaws, an item shall be approved by a majority of the votes cast by members eligible to vote and present at a Congregational Meeting. This includes votes casts by members through permitted absentee voting.
- F. Petitions – Only signatures of members eligible to vote shall be counted for petition purposes.

Section VI. GOVERNING BODY

- A. Name – The Church Council, comprised of members who are eligible to vote, is the governing body for the Church.
- B. Responsibilities – The Church Council, shall be responsible for providing the Church with Bylaws, which are subject to approval by the congregation. The Church Council shall have charge over matters pertaining to the Bylaws and other documents of legal organization, property, risk management and financial activities. The Church Council shall be responsible for collecting and disbursing funds, maintaining adequate records and making timely reports to the congregation.
- C. Composition – There shall be five to ten members of the Church Council.

- D. Conflict of Interest – If a Church Council member is a family member or in a committed relationship with a church employee, they shall abstain from voting on personnel matters. If not voluntarily, the Church Council Moderator will determine these conflicts of interest and inform the voting members.
- E. Meetings – The Church Council shall meet at least quarterly and no fewer than four times a year. Except for executive sessions, which may be called by any member of the Church Council, meetings shall be open to members of the Church and others to attend as observers without voice or vote. The Church Council may recognize individuals to participate.
- F. Meeting Minutes and Reports – Meeting minutes and reports shall be available to Church members, upon request, after they are approved by the Church Council at the subsequent meeting. Minutes shall include a record of those present and decisions made. A copy of the minutes and reports shall become part of the permanent Church records. This provision does not apply to meetings in Executive Session.
- G. Quorum – A majority of the Church Council must be present in order to transact business. A member participating by tele- or video-conferencing is deemed present for the purpose of establishing a quorum.
- H. Executive Committee – The Executive Committee of the Church Council oversees matters between regular meetings of the Church Council sets the agenda for meetings, manages the Pastor’s human resource needs and other such duties as deemed appropriate. The Executive Committee shall consist of:
1. Moderator – The Moderator shall preside over Church Council meetings and shall discharge other duties appropriate to the office as may be determined by the Church Council.
 2. Vice Moderator – The Vice Moderator shall serve as Chair in the absence, or upon the request, of the Chair and shall discharge other such duties appropriate to the office as may be determined by the Church Council.
 3. Secretary – The Secretary shall ensure the maintenance of official correspondence and corporate records, ensure that accurate records are kept of meetings of the Church Council and of the Congregation, receive petitions submitted to Church Council, and discharge other such duties appropriate to the office as may be determined by the Church Council.
 4. Treasurer – The Treasurer shall ensure the preparation and maintenance of financial records, ensure compliance with debt covenants and discharge other duties appropriate to the office as may be determined by the Church Council.
 - a) These duties shall include providing financial reports to each every regular council meeting and an annual financial report to the congregation. The financial

reports shall include, at a minimum, a Balance Sheet and a Summary of Income and Expense Statement. The financial reports shall be available for review by members of the Church.

- b) The Treasurer, upon approval by the Church Council, shall maintain appropriate insurance coverages.
 - c) The Treasurer, upon approval by the Church Council, may open, close and otherwise maintain banking accounts of the Church.
5. There are three at-large Church Council members who will have full voting

privileges. At-large members will chair either education, church life or outreach committees.

- I. Participation – Church Council members are expected to attend regular meetings. Failure to do so may result in members being asked to resign from council.
- J. Resignation – A member of the Church Council wishing to relinquish his/her position shall submit a resignation, in writing, to the Executive Committee stating any appropriate information. The resignation is effective immediately upon acceptance by the Church Council or as otherwise specified by the Church Council in its acceptance. The presence of the resigning member is not required at the meeting at which the resignation is received.
- K. Vacancies – In the event of a vacancy on the Church Council, the Church Council shall appoint a member to fill the vacancy for the remainder of the unexpired term. An appointed member to the Church Council is deemed an “elected member” as a matter of policy.
- L. The Church Council is empowered to enact policy and procedures, which are not contrary to or prohibited by the provisions of the Bylaws.
- M. Elections will be held every year for the executive committee and at-large members.

Section VII. COMMITTEES

- A. The Church Council may designate one or more committees or other governing or advisory bodies as are necessary, and the duties of any such entity shall be prescribed by the Church Council. The Church Council may dissolve any such entity at any time. Governing and advisory bodies may be formed for the purposes of, but not limited to,

financial review, nominations, governance, stewardship, facilities, and affiliation.

- B. The Church Council shall adopt policy and procedures regarding membership requirements and governance of any designated committee or other governing or advisory body.
- C. Reporting – Reports shall be made by any designated committee or other governing or advisory body to the Church Council as requested, and at least annually.

Section VIII. SENIOR PASTOR

- A. Responsibilities – The Senior Pastor is a clergy person ordained by the Church and is accountable to the Church Council. The Sr. Pastor shall be responsible:
 - 1. as keeper of the vision;
 - 2. as public spokesperson for the Church, ministries and community relationships;
 - 3. for determining the duties of other clergy, preachers, teachers and spiritual leaders;
 - 4. for ordering and content of worship services and for determining when those services shall be held;
 - 5. for hiring, appointing and maintaining Church staff, subject to the funding and approval (official vote) of positions by the Church Council; and
 - 6. for other such duties typically appropriate for the position.
 - 7. as the spiritual leader of the congregation, the Sr. Pastor accepts the role of prophetic witness to the community, which includes challenging the congregation in faithful living, spiritual disciplines, and social justice advocacy.
- B. Contract – The Church Council shall contract with the Sr. Pastor on behalf of the congregation.
- C. Vacancy – In the event of a vacancy in the position of Sr. Pastor, the Church Council will develop a process for selecting a Pastor candidate.
 - 1. Election – To be elected, the candidate presented shall receive two-thirds majority votes cast by members eligible to vote at a Congregational Meeting.

2. Interim Pastoral Leader – The Church Council may appoint an Interim Pastoral Leader.
- D. Conflict Resolution – The Sr. Pastor shall be removed for disloyalty, unbecoming conduct, dereliction of duty, or breach of confidentiality, and may be removed when irreconcilable differences arise that cannot be resolved through mutual agreement. The St. Pastor may be removed by:
1. A vote of the Congregation, pursuant to the following procedures:
 - a) Petition – Any petition to call a Congregational Meeting for the purpose of removing the Pastor from office must be submitted to the Secretary of the Council and be signed by at least one-fifth of members eligible to vote.
 - b) Church Council Vote – The Church Council may, by an affirmative vote by six of the elected members, call a Congregational Meeting for the purpose of removing the Sr. Pastor from office.
 - c) Removal – Removal of the Sr. Pastor requires a two-thirds majority of votes cast by members eligible to vote at a Congregational Meeting called for the purpose of removal.
 2. A vote of six of the Church Council members is required to temporarily suspend the Sr. Pastor, pending the outcome of an investigation into allegations of serious conflict issues, as outlined in Section IX (D), which could result in subsequent vote by the Council to call a Congregational Meeting for the purpose of removing the Pastor from office.

Section IX. FINANCES

- A. Operations – The Church shall operate in accordance with the Church’s “Accounting Procedures Manual.”
- B. Annual Budget – A budget for the Church’s next fiscal year shall be presented to the Church Council for approval prior to the end of each fiscal year. The Church budget may be amended as needed by a two-thirds majority vote of the Church Council.
- C. Annual Review – An annual review, or other agreed-upon procedures, or accounts and financial transactions of the Church, including segregated funds, may be prepared by an independent certified public accountant, or by such Committee as may be authorized for

this purpose by the Executive Committee or the Church Council.

- D. Bonding – The Church may procure fidelity bonds for Officers and Directors, insurance for appropriate staff, Church Council and other individuals who have signature authority or fiduciary responsibility over the Church’s bank accounts or other funds.
- E. Indemnification – Present and former employees, or members of the Church Council may be, or may be threatened to be, made a defendant or respondent to suits, actions or proceedings as a result of their employment relationship with the Church, or their holding office as a Director or their office on the respective Executive Committee.
1. To the extent permitted by law, the Church shall indemnify these persons against the liabilities and expenses actually and necessarily incurred in connection with any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, arbitratative or investigative, any appeal in such an action, suit or proceeding and any inquiry or investigation that could lead to such an action, suit or proceeding if, upon a majority vote of the Council members not involved in the proceedings is determined that the present or former employee or Director:
 - a) conducted himself/herself in good faith;
 - b) reasonably believed, in the case of conduct in his/her official capacity, that his/her conduct was in the Church’s best interest;
 - c) reasonably believed, in all other cases, that his/her conduct was at least not opposed to the Church’s best interest; and
 - d) in the case of any criminal proceeding, had no reasonable cause to believe his/her conduct was unlawful; provided, however, that indemnification may not be with respect to matters in which any such individual shall be adjudged to be liable to the Church, or on the basis that personal benefit was improperly received by him/her, whether or not the benefit resulted from action taken in his/her official capacity.
 2. It shall be a rebuttable presumption that any such individual did not conduct himself/herself in good faith if the majority of Directors determine that such liabilities or expenses have arisen from, or are related to, such individual’s willful neglect or misconduct, or fraudulent or knowing criminal actions. The Church shall reimburse to any such official named a defendant or respondent in any proceeding by reason of his/her holding office, reasonable expenses of such suit or proceeding if he/she/ has been wholly successful, on the merits or otherwise, in defense of such proceeding.

Section X. POLICIES, PROCEDURES AND PARLIAMENTARY AUTHORITY

- A. Policies and Procedures – The Church Council shall ensure that special rules, policies and procedures for administration and operation remain consistent with these Bylaws.
- B. Parliamentary Authority – The rules contained in the current edition of “Robert’s Rules of Order Newly Revised” shall govern the Church in cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules, policies or procedures.
- C. Majority Vote – The requirement for approval of an action or choice is made by simple majority of votes cast by members eligible to vote, unless stipulated otherwise in these Bylaws.

Section XI. ADOPTION AND AMENDMENTS

- A. Adoption – These Bylaws shall become effective upon submission by the Church Council to the congregation and approval by the congregation at a Congregational Meeting.
- B. Amendments or Repeals –
 - 1. Bylaws may be amended or repealed at a Congregational Meeting by members eligible to vote; a two-thirds majority of votes cast is required.
 - 2. A proposed Bylaw amendment shall be submitted for vote at a Congregational meeting if either:
 - a) The proposed amendment is approved by a majority of the Church Council; or
 - b) The proposed amendment is accompanied by a petition signed by at least one-tenth of members eligible to vote. The petition is subject to verification by the Secretary of the Council.
 - 3. The proposed Bylaw amendment shall be scheduled for vote at the next Annual or Special Congregational Meeting, but no earlier than 30 calendar days after the proposed Bylaw amendment is received by the Church Council.
- C. The Church Council may authorize a committee or other governing body to correct article and section designations, punctuation, and cross-references and to make such other technical and conforming changes as may be necessary to reflect the intent of the membership in connection with the Bylaws.

