

Saint Andrew Christian Church Covenant (Bylaws)

Article 1: Name and Affiliation

The name of this corporation shall be "St. Andrew Christian Church" and will be referred to in these bylaws as the "congregation." The congregation is a nonprofit corporation organized under the laws of Kansas and is affiliated with the Christian Church (Disciples of Christ) in the United States and Canada.

Article 2: Membership

Membership in this congregation is open to all people. Membership will consist of those who are now members of the community and those who unite with the Saint Andrew community by confession of faith in Jesus Christ as Lord and Savior (giving expression to their faith through baptism, personal commitment to Christ, or transfer of membership).

Article 3: Authority and Responsibility

First: Congregational Community. All authority of the church is vested in the congregation, except as delegated in these bylaws.

Second: Leadership Circle, Board of Directors, and Leadership Core.

a. Leadership Circle. The Leadership Circle will consist of the Moderator, the Vice Moderator, the Pastor(s), the Leadership Secretary, the Pastoral Partners Chair, the Deacon Chair and the leaders of Education, Church Growth, Church Life, Worship, Mission, and Sister Community committees, the Treasurer, the immediate past moderator, and the leaders of the Pastoral Relations, Personnel, Building and Grounds, Saint Andrew Group for Ecology (SAGE), and Stewardship Committees.

The Leadership Circle's authority and responsibility includes:

- (1) Recommending priorities and goals for programming and for the spiritual direction of the congregation.
- (2) Planning and implementing activities and events in the life of the church.
- (3) Subject to decision by the Board of Directors, raising funds, budgeting, and managing finances (including checking and borrowing accounts, authorizations, managing assets and liabilities, determining salaries).
- (4) Coordinating the organization of the community, including establishing lines of authority and supervision of groups and committees within the church.

Most members of the Leadership Circle will serve at least a one-year term. Upon recommendation by the nominating committee and approval by the congregation, members may be asked to serve for a second year in the same position. The treasurer shall be asked to serve a three-year period because of the technical skills required and the need to allow adequate time for training and learning the new responsibilities of this position. Upon occasion, an individual will remain as a member of the Leadership Circle for three or more years. This generally will occur when an individual moves from one position to another.

The Leadership Circle will meet monthly or as otherwise designated by the Leadership Core or Leadership Circle.

b. Board of Directors. Subject to the limitations of the Articles of Incorporation, of the bylaws, and of the Kansas Corporation Code as to action which shall be authorized or approved by the members, and subject to the duties of Directors as prescribed by the bylaws, all corporate power shall be exercised by or under the authority of, and the business and affairs of the corporation shall be controlled by, the Board of Directors. Those powers shall include but are not limited to: 1) to select and remove corporate officers, namely, a president, secretary, and treasurer; 2) to borrow money and incur indebtedness for purposes of the corporation and to execute and deliver, in the corporate name, evidence of such debt; and 3) to alter, amend, or repeal the bylaws of the corporation.

The Directors must be members of the congregation. The membership of the Board of Directors is the same as that of the Leadership Core.

The directors shall be elected at the annual meeting of the congregation, but if any such annual meeting is not held, or the directors are not elected at the meeting, the directors may be elected at a special meeting of the congregation held for that purpose as soon thereafter as may be convenient. All directors shall hold office until their respective successors are elected.

Vacancies on the Board of Directors may be filled as otherwise set forth in these bylaws.

After each annual meeting of congregation, the Board of Directors shall hold a regular meeting for the purpose of organization, election of officers, and the transaction of other business as necessary. Other meetings of the Board of Directors shall be held without call at such times as the President of the Board of Directors may from time-to-time designate in advance of such meetings.

A majority of the total number of directors shall be necessary to constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board of Directors, unless a greater number is required by law or by the Articles of Incorporation.

c. Leadership Core. The Leadership Core will comprise: 1) the senior pastor; 2) the moderator; 3) the vice-moderator; 4) the treasurer; and 5) the past-moderator. The role of the Leadership Core is to provide leadership and guidance to the Pastor as necessary when the full Leadership Circle is not available to make a decision about a matter or when the issue is not of a magnitude that involvement of the entire Leadership Circle is required.

Third: Meetings. The Leadership Circle will schedule worship and other meetings of the congregation. The Leadership Circle, in coordination with the Board of Directors, will call an annual meeting as required by law, to be on a Sunday in November or December on a date and at a time to be determined by the Leadership Circle, for a fiscal year from January to December. A single meeting may be held at multiple times on the same day. Written notice of each annual meeting will be given to each member by mailing such notice to each member's household address as shown by the records of the church. Notice will be sent not less than 5 or more than 60 days prior to each annual meeting, and will specify the place, day, and hour of the meeting. Each member will have one vote. The election of directors will be without written ballot, unless requested by any member, in which case the election shall be by written ballot.

The community expects the Leadership Circle to be responsive to requests for special meetings by the pastor, board officers, leaders, and small groups within the community.

Meetings of individuals and groups within the Saint Andrew community can be called by the appropriate pastor, leader, board officer, or group within the church. The community expects a judicious use of business meetings, time limits for discussion topics, and clearly publicized advance notice to the congregation about meetings.

Fourth: Decision-Making by Consensus. We prefer consensus decision-making at meetings of the congregation and the Leadership Circle, but if that is not possible, we require a vote of a majority of the voting-age members present. Only members who are ages 12 or older may vote in congregational meetings.

Article 4: Organization

First: Clergy. The pastor(s) will be called as spiritual leader(s) and head administrator(s) of the community, empowered by the congregation to freely lead the community. Pastor(s) should maintain high moral standards, feel commitment to a growing spiritual life, be ordained, hold a Master of Divinity degree, and have sufficient training and experience for the needs of the Saint Andrew community.

- a. Extending Calls. Upon request of the Leadership Circle, the Nominating Committee shall form a Search Committee of six to eight persons to screen, interview, and recommend individuals to serve as clergy for the congregation. The Search Committee shall include the Moderator or Vice Moderator, at least one member of the Personnel Committee, and other members of the congregation who represent the interest and goals of the congregation. Committees searching for Associate Pastors shall seek the advice of the Senior Pastor, who shall serve as an *ex officio* member of the Search Committee. The Search Committee will present one candidate to the Leadership Circle, which will then present the candidate to the congregation for approval at a congregational meeting.
- b. Dismissal of Clergy. If a Senior Pastor or Associate Pastor loses the support or confidence of the congregation or the Leadership Circle, or if other serious problems arise that may ultimately warrant the dismissal of the pastor, the Leadership Circle shall initiate whatever procedures it deems appropriate to solve the problem or restore support or confidence in the pastor. If such procedures are unsuccessful, or if the Leadership Circle does not deem such procedures to be appropriate, the Leadership Circle may then request the pastor's resignation. If the pastor does not then resign, the Leadership Circle may dismiss the pastor. The Leadership Circle may take these actions by consensus or by simple majority vote. The Leadership Circle may, if appropriate, seek guidance or assistance from the Kansas City Regional Office.

Second: Leadership Circle. The Leadership Circle is the chief administrative and programming body of the congregation, as described above.

Third: Committees. Standing committees may include the Personnel, Worship, Mission, Building and Grounds, Church Life, Christian Education, Stewardship and Finance, and other committees. Committees may periodically disband and reformulate as necessary. Ad hoc committees may include the Pastoral Search Committee or other committees.

Fourth: Nominating Committee. The Nominating Committee will be appointed by the Leadership Core. The Nominating Committee will comprise three members, with one drawn from each of the following three categories: 1) moderator, vice-moderator or past-moderator; 2) member of the Leadership Circle; 3) member of the congregation. Members of the Nominating

Committee will serve for a one-year period and, in consultation with the senior minister, will endeavor to nominate members for all positions on the Leadership Circle as they become open and also to nominate other individuals for other positions of volunteer responsibility throughout the church, as requested by the Leadership Core. The Nominating Committee will assess the leadership needs for the upcoming year, develop job descriptions for various positions as needed, canvass the congregation in search of volunteers, and nominate individuals to serve on the Leadership Circle and Pastoral Partners. The Nominating Committee will also nominate individuals to serve on clergy search committees, as appropriate. Leadership Circle members and Pastoral Partners should be persons who have been a member of the congregation for at least one year, attend worship regularly, are involved in the life of the church, and contribute financially to the church. The Nominating Committee should (a) seek leaders who represent diversity; (b) rotate offices among various people who show promise for such responsibility; (c) ensure appropriate supervision of effective leaders; (d) recruit new members to infuse the community with new ideas, including leaders who have not served the previous year.

Fifth: Pastoral Partners. Pastoral Partners is a team of people chosen to be spiritual partners and caregivers for the congregation. They are nominated by the Nominating Committee, confirmed by the Leadership Circle, and approved by the congregation at the annual meeting. This group assists the pastor(s) with the pastoral care of the congregation by offering encouragement and support to individuals in the congregation and by encouraging the spiritual life of the congregation.

Sixth: Finance Team. The Finance Team will consist of 1) Treasurer; 2) Stewardship Chair; 3) Church Administrator; 4) Moderator, Vice-Moderator or Past Moderator; 5) one or more others appointed by the Leadership Core. The Finance Team will determine the total anticipated revenue each fiscal year and submit to the Leadership Circle a budget based on anticipated revenues and the priorities of the church. The Finance Team will monitor giving and spending patterns throughout the year and keep the Leadership Circle informed. The Finance Team will develop sound financial policies and procedures to be used by the church.

Article 5: Audit and Financial Controls

First: Check signing. At all times, there shall be at least two, but no more than four individuals, who are authorized to sign checks. Those authorized to sign checks shall be designated by the Leadership Core. For all checks of \$2,500.00 or more, the signatures of two individuals shall appear on such checks. Similarly, for all withdrawals of \$2,500.00 or more from the savings account, the signatures of two members shall be required. In no case may the two signatures required on either a check or withdrawal of \$2,500.00 or more be the signatures of two individuals from the same family or residing in the same household, unless such an arrangement is specifically approved by the Leadership Circle. The approval of an arrangement permitting two individuals from the same household to sign checks or make withdrawals of \$2,500.00 or more may be continuing in nature, but is specific to those individuals and is not transferable to new individuals who have not been granted the approval of the Leadership Circle.

Second: Internal Audit. An internal audit shall be conducted annually. The audit shall consist of a review of all of the financial records of Saint Andrew. The moderator shall appoint an individual or a committee to conduct the internal audit.

Third: External Audit. An external audit shall be completed every three years. The external audit shall be completed by a Certified Public Accountant or by an otherwise-qualified accountant. The Leadership Circle shall budget appropriate funds to pay for the services of an accountant to conduct the external audit.

Article 6: Amendments

Only the Board of Directors, as advised by the Leadership Circle, may alter, amend, or repeal the bylaws.

Article 7: Effective date

These bylaws shall be effective January 1, 2006.