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CONSTITUTION

ARTICLE I

NAME, PURPOSE AND DEFINITION OF ACTIVE MEMBER

A. NAME:

The name of this corporation, hereinafter referred to as congregation, shall be FIRST CHRISTIAN CHURCH (DISCIPLES OF CHRIST) OF CEDAR FALLS, IOWA. This congregation is affiliated with the tradition know as Christian Church (Disciples of Christ). This congregation recognizes a covenant of common mission and mutual support with the Christian Church (Disciples of Christ) in the Upper Midwest and with the General Assembly of the Christian Church (Disciples of Christ) in the United States and Canada.

B. PURPOSE

The purpose of this congregation as revealed in the Holy Scriptures is: 1) to spread the Gospel of Jesus Christ and commit people actively to His church; 2) to help persons grow spiritually, mentally, socially and physically so that increasingly they may know and do God's will; 3) to become involved in the ecumenical ventures of the Church universal; and 4) to engage with all Christians in the common task of building the Kingdom of God.

C. DEFINITION OF ACTIVE MEMBER

The membership of this congregation as a part of the universal Church shall consist of those who are now identified as active members of the congregation and/or those who shall be united with it by confession of faith in Jesus Christ as Lord and Savior and by baptism, or transfer of membership. Persons who make a first confession of faith in Christ are baptized by immersion.

An active member of the congregation shall be defined as a member who attends worship services of the congregation (or are called upon by elders of the congregation on a regular basis), who participates actively in the life of the church and who contributes financially to the congregation within the last fiscal year. Only an active member may hold office in the congregation or serve on the Official Board.

ARTICLE II

THE CONGREGATION

A. OFFICERS OF THE CONGREGATION

1. The President of the Congregation
2. The Vice President of the Congregation
3. The Secretary of the Congregation
4. The Treasurer of the Congregation

These officers are to be elected by the active members of the congregation at the Annual Congregational Meeting.

B. CONGREGATIONAL OFFICERS RESPONSIBILITIES

1. The **President of the Congregation** shall fulfill the usual responsibilities of such an office, call and preside at regular and special meetings of the Congregation and the Official Board, and serve as chairperson of the Official Board of the church.
2. The **Vice President of the Congregation** shall fulfill the usual responsibilities of such an office, call and preside at regular and/or special meetings of the Congregation and the Official Board in the absence of the President. The Vice President shall also serve as Chair of the Cabinet.
3. The **Secretary of the Congregation** shall keep minutes of all regular and special meetings of the Congregation, serve as secretary of the Official Board and keep a record of all its regular and special meetings.
4. The **Treasurer of the Congregation** shall disburse the funds of the Congregation at the direction of the Stewardship and Finance Committee. He/she shall make regular reports to the board and to the congregation as directed by the Official Board or the Stewardship and Finance Committee and shall serve as a member of the Stewardship and Finance Committee and the Official Board.

C. ANNUAL CONGREGATIONAL MEETING

The Congregation shall meet, immediately following the morning worship service, on the first Sunday of June in the church building located at 1302 West 11th Street in Cedar Falls, Iowa. If said meeting cannot be held at that time, the meeting may be changed to a specific date not to exceed fifteen (15) days later. Notice of the meeting of the Congregation shall be given by the President or Vice President or Secretary of the Official Board by oral announcement in the morning worship service of the Congregation on the second Sunday prior to the date of said meeting, and by sending notices of said meeting to the active membership of the Congregation (at their last known address) at least ten (10) days prior to the date of said meeting. Action will be taken only on items appearing on the agenda previously approved by the Official Board. Any other matter brought before the meeting cannot be acted upon except at a special meeting called at a later date.

D. SPECIAL CONGREGATIONAL MEETINGS

Special meetings of the Congregation shall be called by the President, Vice President, Secretary or Treasurer upon a request from the Official Board, or upon a request signed by one-third (1/3) or more of the active members of the congregation. Notice of a special meeting shall be given in the same manner as stated for notice of the congregational meetings. Said notice shall state all business to be considered at said special meeting.

E. QUORUM REQUIRED

At all meetings of the congregation, only active members who are present shall be entitled to vote. An exception would be that any active member unable to attend a congregational meeting may enter his/her vote by absentee ballot. This absentee ballot must be signed and returned to the church office no later than 12:00 noon on the last business day prior to the meeting. A quorum of twenty per cent (20%) of the active members of the congregation (including absentee ballots) is required before any congregational business can be conducted.

F. MAJORITY VOTE

No motion or resolution shall be adopted without concurrence of a majority of the active members present or represented by absentee ballot at any congregational or special meeting of the congregation.

ADMINISTRATION

ARTICLE III

OFFICIAL BOARD

A. OFFICIAL BOARD MAKEUP

The members of the Official Board shall be elected by the active members of the congregation at the annual meeting. The board shall consist of the following: the four officers of the congregation, Chair of the Elders, Chair of the Diaconal Board, Chair of the Trustees, Chair of Stewardship & Finance, Administrative Committee Chair, and six (6) individuals elected at large from among the active members. (If the Chairperson of said board/committee is unable to attend an Official Board meeting, it shall be his/her responsibility to appoint a representative from his/her respective board/committee to attend in his/her place as a voting member.)

B. TERMS OF OFFICE

1. The officers of the board shall serve for a term of one (1) year and shall not serve in such position for more than three (3) consecutive years. The treasurer may serve an indefinite term of office, subject to the recommendation of the Official Board and election by the active members of the congregation.
2. The term for Board officers and Board Committee chairs shall be July 1 through June 30.
3. At large Official Board members shall serve two (2) year terms with three (3) of said members elected each year.

C. QUORUM

A quorum of eleven (11) members of the Official Board is required to conduct Official Board business.

D. OFFICIAL BOARD FUNCTIONS

The Official Board shall conduct the affairs of the congregation subject to the will of the active members of the congregation. All contracts and other legal instruments authorized by the active members of the congregation shall be executed in the name of the congregation by the President or Vice President, and by the Secretary of the Official Board.

E. OFFICIAL BOARD MEETINGS

The Official Board meetings shall be held in July, September, November, January, March, May with dates and times agreed to by the acting members of the Official Board.

F. REMOVAL OF OFFICIAL BOARD MEMBER

Official Board members shall serve subject to the will of the active members of the congregation and may be removed at any time for just cause, by 60% affirmative vote of the total Official Board.

G. VACANCIES

Any vacancies occurring in the personnel of the Official Board may be filled at any Official Board meeting upon the nomination of the Administrative Committee.

H. COMMITTEES OF THE BOARD

The Official Board shall function through committees with specific and assigned responsibilities. Such committees shall regularly report and make recommendations to the board. The Board Chairperson is an ex-officio member of all board committees. The Pastor(s) is an ex-officio member of all board committees except the Administrative Committee.

1. EXECUTIVE COMMITTEE

The Executive Committee shall be comprised of the Board president, Vice President, Secretary, Treasurer, and Pastor(s). They shall meet during the months of July, September, November, January, March, and May with dates and times as agreed upon by the members of the executive committee. The Executive Committee function is to receive reports, propose Official Board agenda, prepare background on business items, and make recommendations to the Official Board.

2. STEWARDSHIP AND FINANCE COMMITTEE

The Stewardship and Finance Committee shall assemble and present the annual budget for approval to the Official Board at the May meeting. The Stewardship and Finance Committee shall meet as needed for the purpose of developing and implementing the financial stewardship campaign, reviewing church financial commitments, and reviewing requests from committees concerning program materials and other needed items. Said committee shall report to the Official Board at regular board meetings and to the active members of the congregation prior to the Annual Congregational Meeting and when requested by the board. The Stewardship and Finance Committee shall consist of the elected Chair of Stewardship and Finance, the Treasurer/Finance Secretary (ex-officio), and three at-large members who are nominated by the administrative committee and elected by the congregation.

3. TRUSTEES

The Trustees shall be six (6) in number elected by the active members of the congregation for a term of three (3) years, two (2) being elected each year. The Trustees shall not be eligible to succeed themselves for at least one (1) year. Trustees are commissioned to supervise the equipment and property of the congregation; are responsible for the maintenance, the appearance and effective use of the congregation's building(s) and equipment; are responsible for informing the Official Board concerning needed repairs, insurance coverage and financial needs affecting the property and equipment of the congregation. The Trustees shall also be in charge of all projects relating to the congregation's property in cooperation with the Official Board. The trustees shall convene following the Annual Congregational Meeting to elect a Chair for the coming year. Any time a vacancy occurs in the Chair of the Trustees, they shall immediately convene to elect a new Chair.

4. MEMORIAL & ENDOWMENT COMMITTEE

The Memorial & Endowment Committee shall be six (6) in number elected by the active members of the congregation for a term of three (3) years, two (2) being elected each year. They serve to receive and administer funds entrusted to the congregation as memorials and endowments. This committee is responsible to the Official Board and shall report regularly.

H. COMMITTEES OF THE BOARD (Continued)**5. ADMINISTRATIVE COMMITTEE**

The Administrative Committee will serve three specific functions: personnel, nominating and financial review. The committee shall consist of 6 at-large members elected by the congregation for three (3) year terms with the chair elected from within this committee.

1. Personnel:

The Administrative Committee will recommend, for action by the Official Board, the hiring and discharge of staff members. The committee will meet with staff including the pastor(s) at least once each year to review compensation, work performance, and staff needs. The committee will also keep up-to-date individual staff contract agreements and job descriptions. The committee shall provide for appropriate staff recognition(s).

2. Nominating: The Administrative Committee shall

- a. Meet as a committee at least sixty (60) days prior to the Official Board Meeting immediately before the Annual Congregational Meeting to obtain nominees for vacancies on the Official Board and in the offices of Financial Secretary, Elder, Diaconal Board, Trustees, Administrative Committee, Memorial and Endowment Committee, Stewardship & Finance Committee and Boy Scout representative.
- b. Provide written job descriptions for those asked to serve.
- c. Approve each nominee by a majority vote of the entire committee.
- d. Present to the Official Board, at the meeting described above, the nominees' names for approval.
- e. After Official Board approval, present the list of nominees to the active members at the Annual Congregational Meeting for election.
- f. Nominate to the board, for approval, personnel to fill any vacancy that occurs during the year.
- g. Recruit delegates to the Regional Assembly of the Christian Church (Disciples of Christ) in the Upper Midwest and the General Assembly of the Christian Church (Disciples of Christ).

3. Financial Review:

The Administrative Committee shall secure qualified persons to conduct a review of the congregation's financial condition, making recommendations to maintain fiscal integrity. This shall be done by the November meeting of the Official Board.

Article IV**AMENDMENTS**

The Constitution and By-Laws may be amended at any congregational meeting, provided proposed amendments have been submitted in writing to the Official Board at least thirty (30) days previously.

Article V**CHURCH YEAR**

The church year, including program and fiscal year, of the congregation shall be July 1 through June 30.

By-Laws

PROGRAM

Article I

PROGRAM MINISTRY CABINET, PROGRAM MINISTRIES AND ORGANIZATIONS

A. PROGRAM MINISTRY CABINET

The Program Ministry Cabinet shall consist of the Chair of each program ministry (as defined below.) The Vice President shall be the Chair of the Program Ministry Cabinet. It shall be the responsibility of the Program Ministry Cabinet to review and coordinate the various program ministries, and report to the Official Board for the benefit of the congregation. The program year shall be July 1 through June 30.

B. PROGRAM MINISTRIES

In order to fulfill the total mission of the church, program ministries may be created to include, but not limited to, the following ministries:

- | | |
|------------------------|------------------|
| 1. WORSHIP | 6. FELLOWSHIP |
| 2. EVANGELISM | 7. MEMBERSHIP |
| 3. CHRISTIAN EDUCATION | 8. COMMUNICATION |
| 4. WORLD OUTREACH | 9. LIBRARY |
| 5. COMMUNITY SERVICE | |

The President of the Official Board at the direction and approval of the Official Board, shall establish Ministries as needed.

1. PURPOSE OF PROGRAM MINISTRIES

The program ministries serve as:

- a. A voice for the active members in the church's mission.
- b. A catalyst for Christian concern and action.
- c. Task groups involving the active members in Christian nurture, service and witness.
- d. Shepherds, leading the active members to a more effective mission on behalf of Jesus Christ.

2. PROGRAM MINISTRIES CHAIRS

The Chairperson of the Official Board in consultation with the Pastor(s) and Vice President shall appoint the Chair of each of the program ministries subject to the ratification of the Official Board.

3. PROGRAM MINISTRY MAKEUP

Each program ministry shall have adequate representation of the active membership to carry out the function of the ministry. In the selection of individuals to serve on each of the above ministries, an effort shall be made to rotate participation every two (2) or three (3) years, to maintain continuity and variety in leadership. The Chairperson of the Official Board and the Pastor(s) will serve as ex-officio members of all program ministries.

C. AUXILIARY ORGANIZATIONS

Auxiliary organizations (such as Disciples Women, 39'ers, LOGOS Youth Ministry) recognized by the Official Board shall have a representative on the Program Cabinet.

FAITH DEVELOPMENT

Article II

SPIRITUAL FUNCTIONS

A. LEADERSHIP

In addition to the Pastor(s), the spiritual functions of the congregation shall be the responsibility of the Elders and Diaconal Board, each of whom shall be elected by the active members of the congregation for a term of three (3) years or, in the event of a resignation, until a successor is elected or appointed; one-third (1/3) of said offices being elected each year. No holder of such an office is eligible to succeed in the same office for at least one (1) year after expiration of a full term of office unless fulfilling an un-expired term. The number of Elders and Diaconal Board members shall remain the same unless changed by the Board. The term of office of the Elders and Diaconal Board shall begin July 1.

B. RESPONSIBILITIES

1. PASTOR(S)

We call a Pastor to serve as the shepherd of our church and to lead us in the spirit of Jesus Christ. The Pastor(s) of the congregation, in cooperation with the Official Board shall encourage orderly procedures in the life and work of the congregation in compliance with the congregation's Constitution and Bylaws, and the policies and procedures of the Official Board. The Pastor(s) shall give special attention to the training of the congregation's leaders. The Pastor(s) shall be an ex-officio member of all boards, committees and task groups, with the exception of the Search Committee and Administrative Committee, but shall act as an advisor upon request.

2. ELDERS

The Elders are commissioned to oversee the general spiritual welfare of members of the congregation. As mature leaders in the congregation, said Elders are to be concerned and involved with the total ministry of the church through regular attendance and stewardship. The Elders preside at the Lord's Table each Lord's Day serving the symbols of our Lord Jesus Christ. The Elders are to serve communion to sick and homebound members. The Elders shall assist the Pastor(s) in providing pastoral care and nurture for persons and families in the congregation and the community. The Elders shall meet regularly for the purpose of spiritual nurture and guidance in carrying out their responsibilities.

3. DIACONAL BOARD

The Diaconal Board shall consist of three (3) members. Each member of the Diaconal Board will serve a term of three (3) years with one (1) person being elected each year. Responsibilities of the Diaconal Board shall be divided among members of the Diaconal Board and will include, but not be limited to:

- a. Securing persons to serve communion in worship;
- b. Securing ushers to distribute bulletins;
- c. Securing communion elements (bread, juice);
- d. Securing persons to prepare communion elements;
- e. Securing persons to light candles (acolytes);
- f. Securing funeral meal coordinator
- g. Securing persons to prepare and maintain children's worship bags;
- h. Change and care for paraments.

ARTICLE III**PASTORAL RELATIONS COMMITTEE**

The Pastoral Relations Committee shall be comprised of three (3) members of the congregation appointed by the Chairperson of the Official Board. They shall serve as support for the Pastor(s) and as a liaison between the Pastor(s) and congregation as need arises. The conversations with and within the committee shall be confidential.

ARTICLE IV**PASTOR(S)****A. CALL OF A PASTOR(S)**

A Search committee shall be formed when necessary and shall function according to the following guidelines:

1. Within thirty (30) days after the resignation or discharge of the Pastor(s), the President of the Official Board, in cooperation with the Chair of the Elders and Chair of the Diaconal Board, shall appoint a representative Search Committee of seven (7) persons to be approved by the Official Board. The Elders and Diaconal Board shall each appoint a representative from their group and the President of the Official Board is to appoint the remaining five (5) persons, representing a balance of age, gender, and congregational life on the committee.
2. Before the search for a Pastor(s) begins, the congregation shall contact the Christian Church (Disciples of Christ) in the Upper Midwest for assistance. Pastor(s) serving this congregation shall have standing in the Christian Church (Disciples of Christ.)
3. The Official Board shall consider the recommendation of the Search committee and, if approved, recommend the prospective Pastor(s) to the active members of the congregation. It shall be the policy of the congregation to interview and act upon only one (1) prospective Pastor at a time.
4. Any recommendation of the Official Board must be accepted by at least ninety percent (90%) majority vote of the active members of the congregation voting in a regular or special congregational meeting before a call may be extended.
5. The terms of the pastorate shall be an indefinite period and may be terminated by either the Pastor(s) or the congregation as specified by the contract on file in the church office.

B. VOLUNTARY RESIGNATION

Voluntary resignation of the Pastor(s) shall be submitted in writing to the Official Board. A consultation of the Pastor(s) and the Elders prior to bringing this matter to the Official Board is encouraged but not mandatory. The resignation shall be within the terms of the contract with the congregation. Following action on the resignation by the Official Board, the President of the Board shall announce the action to the congregation.

C. DISCHARGE

The Pastor(s) may be discharged, with cause, by the action of a 60% vote (including absentee ballots) of the total active members of the congregation. This vote must take place at a regular or special meeting of the congregation. Notice of termination shall be in writing and within the terms of the contract with the Pastor(s) but not to exceed ninety (90) days.

ARTICLE V**OTHER CHURCH PERSONNEL**

All church staff shall be directly responsible to the Pastor. No salaried employee shall be a member of the Official Board. If a person is a member of the Official Board at the time of employment, the person shall resign from the Board.

Dated this 1st day of May 2005

Gary Chambers

(President of the Congregation)

Marlene Rasmussen

(Secretary of the Congregation)

Constitution and Bylaws
First Christian Church
1302 W. 11th Street
Cedar Falls, IA 50613

(This constitution and by-laws shall commence upon approval of the congregation at the May 1, 2005 Congregational meeting. Additions of members to the committees to take effect upon approval of the congregation at the Annual meeting scheduled in June 2005.)