

BY-LAWS OF
ST. JOHNS UNITED CHURCH OF CHRIST OF INDIANAPOLIS

ARTICLE I - Obligation to the United Church of Christ

SECTION 1

A delegate or delegates will be selected each year by the Council to represent this Congregation to the Association and Conference Meetings. The delegate's expenses will be paid by the Congregation.

SECTION 2

The Congregation will contribute towards the basic support and special mission offerings of the denomination, conference, and association and other benevolent items as directed by the annual budget.

SECTION 3

This Congregation, either through its pastor or designated officer, will make reports to the denomination, conference, and association as may be requested.

SECTION 4

The official year of the Church will be from January 1 to December 31.

ARTICLE II - Membership

SECTION 1 - Privileges

All members are entitled to a full share in the fellowship and the spiritual blessings of the church and to the services of its pastor, officials, and other workers, as well as to the Christian sympathy and support of all members.

SECTION 2 - Duties

It is the duty of all members to take an active part in functions of the church for the glory of God and the uplift of mankind. This includes: Regular attendance at divine worship and study services; fervent prayer for the welfare of the church; a family altar and daily devotions in the home; careful attention to the religious training of youth; liberal financial and moral support towards the maintenance and benevolent undertakings of the church; obedience to Her established law and authorities; untiring zeal in bringing the unchurched under Her influence; a spirit of Christian Fellowship toward all members, and membership in the organizations of the congregation whenever possible.

SECTION 3 - Termination

A person's membership in this church may be terminated in these ways:

1. Any member, upon request, may be granted a letter of transfer to another church. If a member desires to unite with another church that does not accept a letter of transfer, his/her name will be removed from the membership roll.
2. A member who
 - a. has had an unknown addressor
 - a. not attended church worship services,

- b. not contributed to the support of this church, and
 - c. not communicated intent to remain a member
- for one year may be removed from the membership roll and placed on an inactive list.
3. Any member who has been reported for Christian Discipline to the Executive Committee of the Council and the Minister may have their membership inactivated or revoked upon recommendation by the Council.

If after a year on the inactive list, the relationship to this church remains unchanged, the member may be removed from the inactive list and the membership roll upon recommendation of the Council.

ARTICLE III - Congregational Meetings

SECTION 1 - Annual Meetings

The Annual Meeting will be held in the month of January each year, at which time all Church organizations will submit their annual reports in writing.

SECTION 2 - Special Meetings

Special meetings may be called by the Council or by a petition signed by 20% of communicant members stating the purpose of the meeting. Any communicant member may approach the Council with a request for a Congregational meeting. Proper notice will be given of the time, place, and purpose of a special Congregational meeting. Only such business as has been mentioned in the call may be transacted at such special meetings.

ARTICLE IV - The Church Council

SECTION 1 - Responsibilities of the Church Council

The administration of the Congregation is vested in the Council. The Council will transact the business of the Church and make provisions for the preparation and raising of the budget. The Council will also provide for auditing financial accounts and make provision for the adequate support of employees. It will keep a complete and accurate record of its proceedings, be the custodian of all Congregational records and report to the Congregation at its regular and special meetings. It will provide an appropriate forum for the airing, discussion, and resolution of concerns and issues in the life of the Congregation.

SECTION 2 - Nominations of Council Members

A nominating committee consisting of outgoing Council members will be formed in October of each year. This committee will prepare a list of potential candidates and present it to the Council at the November meeting for approval. Nominating Committee members will then contact and ask each candidate to fulfill a three-year term. A list of slated candidates will be presented to the Council at the December meeting, prior to the Annual meeting. All positions will be filled. The nominations may then be prepared for a Congregational vote at the annual meeting. Additional nominations may be made from the floor at the annual meeting.

SECTION 3 - Elections of Council Members

Council members will be elected by a majority vote cast at a Congregational meeting and will consist of communicant members. The Council shall consist of nine members elected to three

terms with three replaced each year. Additional members may be elected to the Council for a term of one, two, or three years, as determined by the candidate, without replacement. After members have completed a full three-year term of office, they will not be eligible for office until one year has expired. The Council may appoint a member for an unexpired term.

SECTION 4 - Council Organization

The Council will organize itself. A president, vice president, and recording secretary will each be elected for a one-year term. A Council member may serve two years as an officer. The treasurer will be appointed by the Council and serve in an ex-officio capacity for one year with unlimited annual reappointment.

SECTION 5 - Committees

The Council will, through its president, appoint such committees as it may find necessary to accomplish its work. The president is an ex-officio member of all committees. Standing committees will be as follows: Finance and Stewardship, Spiritual Life and Evangelism, and Property Care. Committees may add Congregational members to assist in planning and executing programs.

SECTION 6 - The Personnel Committee

A subcommittee of St. John's membership, reporting to the Council, will be established as a Personnel Committee.

1. The Personnel Committee will consist of three members appointed by the Council.
2. Members will serve a term of three years with one member being renewed each year. A person may be reelected to the committee after one year off the committee. The Senior Pastor will be an ex-officio member.
3. Additional members can be appointed for a term of one, two, or three years.
4. The Personnel Committee will be responsible for matters relating to the employees of the Church, including the Senior Pastor, including but not limited to job descriptions, annual review, and salary compensation.
5. A member of the Personnel Committee will serve ex-officio on all search committees relating to employees.

SECTION 7 - Meetings

The Council will meet within a week after the annual meeting of the Congregation for the purpose of organization and thereafter at least once every month at a place and time convenient to the members for the transaction of such business as may properly come before it. Special meetings are subject to the call of the president.

SECTION 8 - Absences

After two consecutive unexcused absences at meetings, a letter will be sent by the recording secretary. After three consecutive unexcused absences, their name will be removed from the Council roster. An unexcused absence is defined as a member's absence without notifying a Council member in advance.

SECTION 9 - Records

The Council will direct the Pastor to keep a complete record of baptisms, confirmations, communicants, reception of new members, transfers, erasure of names, suspensions, marriages, and deaths. All records will become the property of the Congregation. Upon dissolution of the Congregation, its records will become the property of the Indiana- Kentucky Conference.

SECTION 10 - Church Membership

A Council representative will act upon applicants for membership after due explanation to the applicants of their spiritual and financial obligations as communicant members have been given. The Council will also act on requests for letters of transfer.

SECTION 11 - Payments

At least two Stewardship and Finance Committee representatives will approve all bills for payment.

SECTION 12 - Finances of the Church

The finances of the Congregation will be administered by the budget system. The budget will be prepared in all details by the Stewardship and Finance Committee and accepted by the Council before being presented to the Congregation. The total amount of the budget should not be exceeded by the Council.

SECTION 13 - Repairs

The Council may authorize any emergency repairs. Any expenditure in excess of \$10,000 must have two written bids presented for approval of the Congregation.

SECTION 14 - Standard Operating Procedures

The Council will maintain a document consisting of Standard Operating Procedures. This document will contain any details necessary for the regular business operations of the Church. Details included in this document may consist of but are not limited to building use regulations and costs, financial practices, job descriptions, and records of technological assets.

ARTICLE V - Duties of Council Officers

SECTION 1 - The President

It is the duty of the president to see that all meetings of the Council are regularly called by the recording secretary, to open and conduct such meetings, and to see to the execution of all resolutions. The president will remind the pastor to announce all regular and special meetings of the Congregation and instruct the recording secretary to send a notice of special meetings to every member at least ten days before the date of the meeting. The president is empowered, with the recording secretary, to sign all contracts, loans, mortgages, and deeds in the name of the Congregation after such papers have been approved by the Council.

SECTION 2 - The Vice President

The vice president will preside at all meetings where the president is not present. In the absence of the president, the vice president will have the power to perform the duties of that office.

SECTION 3 - The Recording Secretary

The recording secretary will keep a record of all transactions at the meetings of the Congregation and of the Council and issue the call to all regular and special meetings at the request of the president. The recording secretary will, with the president or vice president, sign all contracts, loans, mortgages, and deeds after such papers have been approved by the Council.

SECTION 4 - The Treasurer

The treasurer will have responsibility for all monies and financial legal responsibilities for the Congregation. The treasurer will render a monthly report to the Council and an annual report to the Congregation.

SECTION 5 - The Executive Committee

The Executive Committee will consist of the elected officers of the Council and will act in accordance with the instructions of the Council. The treasurer, if appointed, should serve ex-officio on the Executive Committee

ARTICLE VI - The Pastor

SECTION 1 - Term of Office

The Pastor will serve for an indefinite period in accordance with the provisions of the call agreement. In order to terminate the relationship, three months' notice will be given by either the Pastor or the Congregation, unless terminated by mutual consent.

SECTION 2 - Duties

It will be the duty of the Pastor to set a good example to the Congregation and to conduct all services on Sundays, holidays, and such other days as the Congregation may desire; to direct the work of religious education, administer the Holy Sacraments, visit the sick, comfort the distressed, and to perform all such duties as belong to the pastor's office in the United Church of Christ. The Pastor will keep a record of all services performed and make an annual report to the Congregation. (See Article VI Section 3)

SECTION 3 - Rights of the Pastor

The Pastor is an ex-officio member of the Council and all organizations and committees within the Church. No other minister will perform any religious ceremony in the church without the Pastor's consent. To invite a speaker either during a temporary absence of the Pastor or for special occasions, the consent of both the Pastor and the Council is necessary. The Pastor's salary will be paid promptly and will be sufficient to relieve temporal cares as much as possible to preserve the dignity of the calling; subject, however, to the provisions of the contract between the pastor and the Congregation. Moving expenses, when the Pastor assumes charge, will be

borne in full by the Congregation. The Pastor's performance is to be reviewed annually by the Personnel Committee.

SECTION 4 - Pastoral Relations Committee

The Pastor, with the approval of the Council, may form a Pastoral Relations Committee. As an advisory group, the committee will share ideas, dreams, hopes, expectations, and concerns of the Congregation with the pastor(s), staff, and Congregation.

ARTICLE VII - Board of Christian Education

SECTION 1 - Purpose and Responsibility

The purpose of this board is to: Provide a Christian education program for the entire Congregation, including the Sunday Church School; to assist other groups in the Church in Christian education endeavors; to develop and direct a ministry and program for the youth; and to serve in other allied areas as directed by the Council.

SECTION 2 - Elections and Appointments

This board will be formed of four members elected to serve a two-year term, with two replaced each year. Additional members may be elected to one or two year terms, as decided by the candidate, without replacement. When a vacancy occurs before the term expires, the vacancy will be filled by the BCE or Council.

SECTION 3 - Organization

The Board will organize itself with the necessary officers, committees, appointments, etc. in order to effectively carry out its responsibilities.

SECTION 4 - Representation

The Board will submit a report of their efforts and activities to each of the Council's regular meetings.

ARTICLE VIII - Indemnification

SECTION 1 - Coverage for Officers and Members of Councils, Boards, and Committees

To the extent legally permissible, the Church shall indemnify each present or former officer or member of a board or committee of the Church against all liabilities, costs, and expenses, including but not limited to amounts paid in satisfaction of judgment, in settlement or as fines and penalties, and counsel fees and disbursements, reasonably incurred by him or her in connection with the defense or disposition of or otherwise in connection with or resulting from any action, suit or other proceedings, whether civil, criminal, administrative or investigative, before any court or administrative, legislative or investigative body, in which such person may be or may have been involved as a party or otherwise or with which such person may be or may have been threatened, while in office or thereafter, by reason of any action taken or not taken in any such capacity, except with respect to any matter as to which such person shall have been finally adjudicated by a court of competent jurisdiction not to have acted in good faith in the reasonable belief that his or her action was in the best interests of the Church. Expenses including, but not limited to, counsel fees and disbursements so incurred by any such

person in defending any such action, suit, or proceeding, may be paid from time to time by the Church in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of the person indemnified to repay the amounts so paid if it shall ultimately be determined that indemnification of such expense is not authorized hereunder which undertaking shall be accepted without reference to the financial ability of such person to make payment.

SECTION 2 - Settlements

As to any matter disposed of by settlement by any such person, pursuant to a consent decree or otherwise, no such indemnification, either for the amount of such settlement or for any other expenses, shall be provided unless such settlement shall be approved as in the best interests of the Church, after notice that it involves such indemnification, (a) by a vote of a disinterested majority of the whole Council then in office, or (b) by a vote of a majority of the whole Council in office, but only if the Council shall have been furnished with an opinion of independent legal counsel to the effect that such settlement is in the best interests of the Church and that such person appears to have acted in good faith in the reasonable belief that his or her action was in the best interests of the Church. No such approval shall prevent the recovery from any such officer or member of a board or committee of any amounts paid to such person, or on his or her behalf, as indemnification in accordance with the preceding sentence if such person is subsequently adjudicated by a court of competent jurisdiction not to have acted in good faith in the reasonable belief that his or her action was in the best interests of the Church.

SECTION 3 - Insurance

By action of the Church Council, notwithstanding any interest of the Church Council in such action, the Church may purchase and maintain insurance, in such amounts as the Board may from to time deem appropriate, on behalf of any person who is or was an officer or member of a board or committee of the Church, against any liability incurred by such person in any such capacity, or arising out of his or her status as such, whether or not the Church would have the power to indemnify such person against such liability.