

Amended bylaws proposed by the Governance Task Force, updated 12/23/2017

[In this document, inserted words are underlined, and deleted words are struck through. Explanations and other comments that will not become part of the Bylaws are placed in square brackets and italicized.]

Article I - Name	1
Article II – Covenant	1
Article III – Polity	2
Article IV - Membership	2
Article V - Organization	2
A. The Congregation	2
B. Pastor	3
C. The Governing Board Church Council	4
D. Officers	7
Article VI – Boards and Committees	8
A. The Board of Parish Life	8
B. The Board of Worship	9
C. The Board of Christian Outreach	9
D. The Board of Christian Education	9
E. The Board of Trustees	10
F. Pastor-Parish Relations Committee	10
G. Personnel Committee	11
H. Nominating Committee	11
I. Endowment Fund Committee	11
J. UCC Community Preschool	12
Article VI – Endowment Fund	12
Article VII – Preschool	13
Article VIII Article VII - Meetings	13
Article IX Article VIII – Elections	14
Article X Article IX - Amendments	15

UNITED CHURCH OF CHRIST – CONGREGATIONAL GRINNELL, IOWA

Article I - Name

The name of this Church is ~~shall be:~~ United Church of Christ – Congregational, Grinnell, Iowa.

Article II – Covenant

We covenant together and bind ourselves in the presence of God to walk together in God's ways made known or to be made known to us. Together we seek to discover the Word and Will of God. We subscribe to the Statement of Faith of the United Church of

Christ. We will devote ourselves to the study, the practice, and the extension of the Christian faith. We will be loyal to this fellowship and help one another, support the work and attend the meetings of this Church, and in every way strive to make it a power in the service of God and all persons. (Adapted from the Salem Church Covenant, 1629)

Article III - Polity

This Church is a Local Church of the United Church of Christ, with privileges and responsibilities as described in the Constitution and Bylaws of the United Church of Christ.

~~This Church shall be a part of the United Church of Christ, and it shall sustain the relationship to the United Church of Christ described in those portions of the Constitution and bylaws of the United Church of Christ in its latest edition relating to local churches.~~

[Article V of the UCC Constitution (<http://uccfiles.com/pdf/Constitution.pdf>) defines the term "Local Church." Having said that the church is a member of the UCC, it goes without saying that it will remain so long as this Article is in force.]

Article IV - Membership

Sec 1. Church membership is open to any person who acknowledges Jesus Christ as Lord and Savior, who is growing and maturing in the Christian faith, and who indicates a genuine desire to exercise the privilege and responsibility of membership. Full members may join this church by one of the following methods: Letter of transfer from another church, reaffirmation of faith, confession of faith and baptism, and confirmation of Christian faith.

Sec 2. Persons who have cause to retain membership in churches in other communities may be accepted as associate members for the duration of their residence in Grinnell. Associate members may vote at meetings of the Congregation, serve on the Governing Board, and exercise all other rights and responsibilities of membership, but are not shall not be counted in our annual report to the denomination, but may serve on the church boards or Governing Board Church Council and shall have all other rights and responsibilities of membership.

Sec 3. Both full and associate members will normally make a public commitment to the Church through the Reception of New Members liturgy.

Article V - Organization

A. The Congregation

Members of this ~~Church Congregation~~, desiring divine guidance and working to reconcile differences, together constitute make up the Church in its witness and its mission. The government of the Church is vested in its members, gathered as the Congregation. To

make the life of the Church effective and visible, the Congregation delegates governance authority to the elected Governing Board and management authority to the Pastor. To ensure wide participation in congregational decision-making and ministry work, the Governing Board appoints committees and task forces and the Pastor appoints staff members, volunteer leaders, and ministry teams.

~~In order to make the life of the church possible and visible, the congregation organizes in order to delegate its various functions and aims to elected and appointed officers, staff members, boards and committees.~~

B. Pastor

Sec 1. The Pastor serves as the spiritual leader of the Church, as its executive director, and as the primary leader of its spiritual, programmatic, and administrative work. The Pastor is a nonvoting member of the Governing Board and all committees and task forces, and the supervisor of all paid staff. In partnership with the Governing Board, the Pastor formulates goals for the Church and ensures compliance with Governing Board policies.

~~Sec 1. The pastor shall be the spiritual leader of the church and its chief administrator. The Pastor shall be an ex-officio non-voting member of the Church Council, non-voting member of all boards, of all committees, and of all other organized groups within the church.~~

~~Sec 2. (a) At the request of the Pastor, any Associate or Assistant Pastor may represent the Pastor at any meeting of the Church Council, or of the Executive Committee, or of any board or committee. (b) In the event of the Pastor's disability, the Church Council in consultation with the Board of Worship shall arrange for temporary supply of the pulpit and pastoral ministry as is needed.~~

Sec 2. Sec 3. Call of the Pastor.

(a) When a pastoral vacancy occurs, the Governing Board must call a congregational meeting ~~shall be called~~ to elect a Pastoral Search Committee of 7 to 9 members. Nominations for the Pastoral Search Committee ~~may shall~~ be made by the Governing Board Church Council or, with the nominee's consent, from the floor.

~~(b) The Church Council, in consultation with the Board of Worship, shall may arrange for such temporary supply of the pulpit and pastoral ministry as is needed, preferably by means of a trained Interim Pastor. Expenses to be incurred must be approved by the Board of Trustees. [Part (b) is moved to section 5 below.]~~

(b) ~~(c)~~ The Pastor is ~~shall be~~ chosen and called according to the principles set forth in the *Manual on the Ministry—United Church of Christ* in its latest edition. When the Pastoral Search Committee has selected a candidate and reached a decision, it shall

reviewed its decision with the Governing Board-Church Council, -The selected candidate will be invited to preach in the Church and meet its members. There will be a Special Meeting of the Congregation to act upon a call to the Pastorate. The Governing Board-Church Council must approve financial aspects prior to the call.

~~Financial aspects shall be approved by the Church Council Board of Trustees prior to the call. If the call is extended and accepted, the Pastoral Search Committee shall arrange with the Central Association of the Iowa Conference for the Installation of the Pastor, who shall then serve until termination of ministry.~~

Sec 3. Termination of Pastorate. (a) Resignation. When a Pastor resigns, the Congregation will act upon such resignation at an Annual or Special Meeting. (b) Dismissal. A Pastor may only be dismissed by a majority vote at a Special Meeting of the Congregation. Prior to calling such a meeting, the Governing Board must seek counsel from appropriate agencies of the United Church of Christ.

~~Sec 4. Termination of Pastorate. (a) By resignation: If the Pastor resigns, the Church Council shall arrange to call a Special Meeting of the Congregation to act upon such resignation. (b) For cause: In case of proposed dismissal of the Pastor, for cause, the Church Council shall consider the case at a meeting called specifically for that purpose. The Church shall have sought the counsel of the Central Association Committee on Ministry and the Iowa Conference Minister. A pastor may be dismissed only by a majority vote at an officially called meeting of the Congregation.~~

Sec 4. When the Church establishes a new Associate or Assistant Pastor position, or a vacancy occurs in an established position, the Governing Board and Pastor will jointly appoint a search committee to consider applicants and recommend a candidate. Upon nomination by the Pastor and endorsement by the Governing Board, the candidate may be called by the Congregation.

~~Sec 5. This church may call one or more Associate or Assistant Pastors. Should the church decide to establish a staff position or should a vacancy occur in an established position, the Church Council shall appoint a committee for the purpose of recommending a candidate, following a procedure similar to that set forth for calling the Pastor.~~

Sec 5. In the event of a temporary vacancy in the role of Pastor, the Governing Board may arrange for interim ministry, pulpit supply, or pastoral ministry as needed.

C. The Governing Board-Church Council

Sec 1. The Governing Board has responsibility for facilitating congregational discernment about mission and vision, establishing strategic plans and goals, and working in partnership with the Pastor to ensure that Church resources are properly and effectively used for the fulfillment of its mission.

~~Sec 1. The Church Council, between congregational meetings, is the policy-making body of the church with responsibility for overseeing the total program of the church and its business, most of which will be carried out within the framework of the boards as set forth in Article VI of these By-Laws. The Council has responsibility for long-range planning and communication among boards and committees and shall encourage the congregation to make sound plans for the future.~~

Sec 2. Members of the Governing Board are the Moderator as chairperson, Moderator-elect, Past Moderator, Treasurer, Clerk, and two Members at Large. The Pastor serves as a nonvoting, ex-officio member.

~~Sec 2. The Church Council shall include the Moderator as chairperson, Moderator-elect, Past Moderator, Treasurer, Clerk, Historian, chairperson(s) or other designee of each Board, and three members at large (one of which will serve as Secretary to the Council), and the Pastor. All shall be voting members with the exception of the Pastor.~~

~~Sec 3. Three Church Council members-at-large shall each be elected for a two-year term, with at least one new member elected each year. At least one high school age member-at-large is encouraged.~~

Sec 3. The Governing Board Church Council adopts policies to delegate authority, establish guidance and limitations, and provide for oversight of the work of the Church.

Sec 4. The Governing Board must annually present an operating budget for approval by the Congregation. Any deviation of more than 10% above the overall budgeted spending level for the year must be submitted to the Congregation for approval.

Sec 5. The Governing Board must meet at least nine times a year. Meetings may be called by the Moderator, the Pastor, or any three Governing Board members. A majority of Church Council members constitutes a quorum.

~~Sec 4. The Church Council shall meet monthly. Additional meetings may be called by the Moderator, the Pastor, or any three of its members. The Council shall receive reports from officers, boards, and committees as the Moderator or the Council may determine. A majority of Council members shall constitute a quorum at any meeting.~~

Sec 6. The Governing Board may appoint committees or task forces to advise and assist it in goal-setting, policy-making, and oversight, but not to manage or supervise Church staff or ministry teams.

~~Sec 5. The Church Council may appoint whatever ad hoc committees it deems necessary or advisable.~~

~~Sec 6. The Church Council shall appoint a Nominating Committee of three to five members. This Committee shall prepare a slate of nominees to be presented at the Annual~~

Meeting. Effort shall be made to fulfill the commitment of this church to intergenerational representation and participation on each board and committee. }

~~Sec 7. Any vacancies occurring during the year in elected offices other than that of Pastor may be filled by the Church Council until the next Annual Meeting or until their successors are elected.~~

Sec 7. The Governing Board may not buy, sell, mortgage, or transfer real property without prior approval by a two-thirds vote of the Congregation.

~~Sec 8. The Church Council shall have no power to buy, sell, mortgage, or transfer real property.~~

Sec 8. The fiscal year of the Church is the calendar year.

Sec 9. The Governing Board may remove an Officer or Governing Board member for misconduct by a vote of at least four Governing Board members after giving an opportunity for a fair hearing.

~~Sec 9. On behalf of the Church Council the Moderator shall make a written report of its activity to the congregation at each Annual Meeting.~~

~~Sec 10. The Church Council shall have an Executive Committee consisting of the Moderator as chairperson, Moderator-elect, Past Moderator, and the Pastor ex-officio. The Executive Committee shall meet on the call of one of its members and shall take whatever action such committee may deem necessary or appropriate between meetings of the Council, all such action to be reported at the next meeting of the Council, to be reviewed and voted upon.~~

~~Sec 11. The Church may engage other professional staff members and employees. All staff members are subject to the supervision and direction of the Pastor under arrangements negotiated and approved by the Personnel Committee, according to financial arrangements set by the Board of Trustees. The Pastor shall serve on a Review Committee to conduct an annual review of the performance of each staff member.~~

~~Sec 12. A representative, normally the chairperson of each board (chosen by members of that board), shall be voting members of the Church Council. If the normal representative cannot attend a particular meeting, a representative from that board shall be designated by the chairperson.~~

~~Sec 13. The Church Council shall review the annual budget prior to its submission to the congregation by the Board of Trustees.~~

D. Officers

Sec 1. Officers of the Church are the Moderator-elect, Moderator, Past Moderator, Clerk, and Treasurer. The Moderator, Clerk, and Treasurer each must present a written report at every Annual Meeting.

~~Sec 1. The officers of the Church shall be the Moderator, Moderator-elect, Past Moderator, Treasurer, Clerk, and Historian. These officers shall be elected at each Annual Meeting to serve until their successors are elected. Their duties shall be those usually associated with such offices, including those specified in these By-Laws. The Moderator, Treasurer, and Clerk shall each present a written report to the Annual Meeting.~~

Sec 2. The Moderator presides at meetings of the Congregation and Governing Board and serves as a delegate to the Iowa Conference of the United Church of Christ.

~~Sec 2. The Moderator shall preside at the Annual Meeting and all other duly called meetings of the Church. The Moderator shall serve as chairperson of the Church Council and as delegate to the Iowa Conference of the United Church of Christ. The Moderator succeeds as Past Moderator at the conclusion of her/his term.~~

Sec 3. The Moderator-elect serves as Moderator when the Moderator is unable to do so, and performs such other duties as the Moderator or Governing Board may assign.

~~Sec 3. The Moderator-elect shall preside at any duly called meetings of the Church when the Moderator is unable to be present. The Moderator-elect serves as a convening member of the Stewardship Committee. She/he shall serve as chairperson of the Church Council and as delegate to the Iowa Conference of the United Church of Christ whenever the Moderator is unable to do so. The Moderator-elect succeeds as Moderator at the conclusion of his/her term.~~

Sec 4. The Past Moderator helps to assure historic continuity and support to the Moderator and Moderator-elect, and performs such other duties as the Moderator or Governing Board may assign.

~~Sec 4. The Past Moderator serves at the conclusion of her/his term as Moderator. The Past Moderator attends all meetings of the Church Council, Annual Meeting, serves as a voting member of the Personnel Committee and any other duly called congregational meetings and/or any special meetings as the Church Council may deem necessary. The Past Moderator acts in an advisory capacity to assure historic continuity and support to the Moderator and Moderator-elect.~~

Sec 5. The Clerk gives notice of all business meetings of the Congregation, keeps an official record of all business conducted at meetings of the Congregation and Governing Board, records the names of all Church members with the times of admission and removal, the names of the baptized of the Church with dates of baptism, presents to the Annual

Meeting a full report including a statistical record of the past year, and performs such other duties as the Moderator or Governing Board may assign.

Sec 5. The Clerk shall keep a record of all transactions of duly called meetings of the congregation, and of the Church Council. The Clerk shall see that public notice is given of the Annual Meeting and of all Special Meetings of the Church. The clerk shall keep a record of the names of members of the Church, with the times of admission and removal, the names of the baptized of the Church with dates of baptism, and shall present to the Annual Meeting a full report including a statistical record of the past year.

Sec 6. The Treasurer supports fulfillment of the Governing Board's financial oversight responsibilities by working with the staff to ensure that appropriate financial reports are made available to Governing Board members on a timely basis, and performs such other duties as the Moderator or Governing Board may assign. The Treasurer is responsible for directing the annual financial audit or review, and therefore plays no direct role in financial management.

Sec 6. The Treasurer shall receive all money which may be paid or contributed to the Church, and deposit the same in the name of the Church in any bank approved by the Church Council. The Treasurer shall keep an account of all money received and disburse it under the direction of the Board of Trustees and the Church Council, and shall make a detailed report at the Annual Meeting. The Treasurer shall have the custody of all papers relating to the property of the Church, and shall give such bond (at least \$10,000) for the faithful discharge of duties as the Church Council shall require.

Sec 7. The Governing Board may require officers, staff, and others who act in behalf of the Church to give such bond as it deems necessary for the faithful discharge of their duties.

Sec 7. The Church Historian shall maintain and perpetuate the historical records of the Church.

ARTICLE VI - BOARDS AND COMMITTEES

A. The Board of Parish Life

Sec 1. The Board of Parish Life shall work with the Pastor in ministry to members and constituents and to the community. This ministry shall encourage the faithful practice of discipleship by members, foster the acquaintance, care, nurture and support of one another, ensure compassion for the sick, needy, or bereaved, and accomplish evangelism to others in the community.

Sec 2. The Board shall consist of four to six persons, as balanced as possible between men and women, with half the membership elected each year, to serve two-year terms. No person may serve more than three consecutive terms on this Board. The Board shall elect a

chairperson annually, and shall meet regularly. Special meetings may be held at the call of the Pastor, the Chairperson, or any two members.

Sec 3. The Board may create committees as needed, such as Membership, Fellowship, and Evangelism. Committees shall be responsible to, and report to, the Board. At least one member of a committee shall be a member of the Board, and serve as liaison with the Board.

B. The Board of Worship

Sec 1. The Board of Worship shall work with the Pastor in the service of worship, in the administration of the sacraments, and in all aspects of the support of worship, both directly and indirectly.

Sec 2. The Board shall consist of four to six persons, as balanced as possible between men and women, with half the members elected each year, to serve two year terms. No person may serve more than three consecutive terms on this Board. The Board shall elect a chairperson annually, and shall meet regularly. Special meetings may be held at the call of the Pastor, the Chairperson, or any three Board members.

Sec 3. The Board may create committees as needed, such as Music, Worship Planning, Communion, Transportation, and Arrangements. Committees shall be responsible to, and report to, the Board. At least one member of a committee shall be a member of the Board and serve as liaison with the Board.

C. The Board of Christian Outreach

Sec 1. Members of the Board shall represent the interests and concerns of each of the following: The United Church Board for World Ministries, The United Church Board for Homeland Ministries, the U.C.C. Office for Church Life and Leadership, Stewardship Council and Our Church's Wider Mission, the Iowa Conference UCC, and the Central Association, and locally related interests of outreach as occasions demand.

Sec 2. The Board shall consist of four to six members, with half the membership elected annually for a two year term. The Board shall elect its own chairperson annually.

Sec 3. No person may serve more than three consecutive terms.

D. The Board of Christian Education

Sec 1. The Board of Christian Education shall, with the leadership of any Christian Education staff person(s) and the Pastor, stimulate and develop an appropriate climate, program, and technique within which persons of all ages may be led into a deeper relationship with Jesus Christ and with the community of those who believe in God.

~~Sec 2. The Board shall consist of four to six members. At least one high-school age member is encouraged. The Board shall elect its own chairperson annually. No person may serve more than three consecutive terms.~~

~~Sec 3. The Board may create committees as needed, such as Adult Education, Pre-School, Library Audio/Visual, Church School, Nursery, Youth Programs, and Vacation Church School. At least one member of the Board shall serve on each of these Committees. These committees shall be responsible to the Board and shall report regularly.~~

E. The Board of Trustees

~~Sec 1. The Board of Trustees shall: a) Care for and provide for maintenance and security of all church property. b) Review budget expenditures and direct the use of church funds. c) Educate the congregation in stewardship and shall organize the Annual Stewardship Campaign to provide for budget and mission support by the congregation. d) Prepare an annual budget for review by the Church Council for recommendation to the congregation and keep the Church informed as to the financial status. e) Determine all salaries for staff and be responsible for employment of custodial services, with advice and recommendations from appropriate boards and committees (i.e. Pastor-Parish Relations, Personnel, Board of Christian Education, etc.)~~

~~Sec 2. Any unbudgeted expenses in excess of \$200 must be reviewed by the Trustees. Payment will not be made unless approved by the Trustees.~~

~~Sec 3. The Board shall consist of nine members, four or five elected annually. The Board shall elect its own chairperson and vice chairperson annually. No person may serve more than two consecutive terms.~~

~~Sec 4. The board may create other committees, such as Finance, Building and Grounds, as needed. The chairperson of each committee shall be a member of the Board. These committees shall be responsible to the Board and shall report regularly.~~

F. Pastor-Parish Relations Committee

~~Sec 1. The duties of the committee shall be to aid the Pastor's ministry, supporting the Pastor and serving as a bridge with the congregation. The Committee will help the pastor with strategic planning and setting goals. Above all, the Committee should provide a forum for discussion of parish and pastoral issues in an atmosphere of open and frank support. The agenda and discussion of the Committee shall be prepared, pursued and reported with due respect for confidentiality. The chairperson shall submit a written report on the work of the committee at the Annual Meeting and attend the meetings of the Church Council periodically.~~

~~Sec 2. The membership of the Committee shall include the Pastor and three to five others, all of whom will be elected at large. The Nominating Committee will select those to~~

be elected. Each member will serve a two-year term, half the members elected in alternating years. The Committee shall meet monthly or as deemed appropriate by the Committee. A meeting of the Committee may be called by the Pastor, the chairperson or a majority of the Committee.

G. Personnel Committee

Sec 1. The Personnel Committee develops and approves Church personnel policies, provides for uniform standards and formats for annual performance reviews for the staff. In consultation with the Church Council, the Personnel Committee will conduct an annual review of the Pastor(s). The Committee will ensure that records are kept of all personnel evaluations, with due regard for confidentiality. The Personnel Committee shall consist of the Past Moderator, an appointee of the Board of Trustees, and three members of the Church appointed by the Church Council, each serving a three-year, staggered term, providing rotating membership. The chairperson of the Committee shall have served at least one year on the Committee

Sec 2. Annual reviews of the staff shall be conducted by a review committee consisting of the Pastor and one representative of the boards and committees most involved with that staff member. At a meeting during the first quarter of each year, the Council shall designate each review committee for that year.

H. Nominating Committee

Sec 1. The Nominating Committee shall prepare a slate of nominees to be presented at the Annual Meeting. If possible, publication of this slate shall be made two times prior to the Annual Meeting. Other nominations may be made from the floor, provided that prior consent of persons nominated has been secured. A plurality of votes shall constitute election.

Sec 2. The Nominating Committee shall prepare a matrix depicting board and committee membership and terms of office to be made available to the congregation at the Annual Meeting.

[The following section VI.I is replaced by the new Article VI below]

I. Endowment Fund Committee

Sec 1. This committee shall encourage, receive and administer the "Endowment Fund", which consists of all gifts designated for endowment and unrestricted pledges, offerings, and gifts made to the church other than those for the general operating budget or for special drives or those designated for other purposes.

Sec 2. This committee shall consist of five members whose terms are two years. No member shall serve consecutively for more than three full terms. Each year, one of the

members elected shall be a then-current trustee. In addition, the Pastor and Moderator shall be non-voting, ex-officio members.

~~Sec 3. This committee was established by a resolution of the congregation adopted January 25, 1989. Any amendment to the resolution requires approval of two-thirds of the committee, of the Trustees, of the Church Council, and of the congregation.~~

[The following Section VI.] is replaced by the new Article VII below.]

~~J- UCC Community Preschool~~

~~The Grinnell UCC Community Preschool, which is operated by the Church, is another form of the Church's service to the community.~~

Article VI – Endowment Fund

[Proposed language in this article is drawn from the Bylaws Article V.I (above) and the Endowment Resolution. Other provisions related to the Endowment Fund will be incorporated into Governing Board policies.]

In order to provide members and friends of the Church with opportunities to extend indefinitely their lifetime stewardship; and in order to offer annual reminders to the Church family that they may support Christian ministries through planned giving; and in order to enlarge the ability of the Church to underwrite the extension of its stated goals, objectives, and purposes, the Church has established the Endowment Fund of United Church of Christ – Congregational, Grinnell, Iowa.

Sec 1. Purpose. The Endowment Fund consists of all funds held by the Church to produce long-term investment income, including all gifts restricted by the donor to the use of income only and funds designated as endowment by the Governing Board.

Sec 2. Gift acceptance. When the Church receives a major gift that may be appropriate for the Endowment, the Pastor will bring it to the attention of the Governing Board, which will decide whether to place it into the Endowment. Both donor-restricted and unrestricted gifts may be accepted into the Endowment Fund.

Sec 3. The Endowment is managed by an Endowment Fund Committee of five members of the Congregation, elected by the Congregation to two-year terms. In addition, the Pastor and Moderator serve as non-voting, ex-officio members. At its first meeting after each Annual Meeting, the Endowment Fund Committee elects a chair from among its members. The Endowment Fund Committee must meet at least quarterly.

Sec 4. The Endowment Fund Committee works under the oversight and direction of the Governing Board, and must present a complete report of the Fund's status and activity to the Congregation at each Annual Meeting.

Sec 5. It is the sense of the Congregation, but not a limitation, that the principal amount of the Fund should be allowed to grow so it will not be diminished by inflation or consumption.

Sec 6. Notwithstanding any other provision of these Bylaws, or of instruments of transfer adding to the Fund, a three-quarters vote of, in order, the Endowment Fund Committee, the Governing Board, and the Congregation are required in order to modify any restriction or condition placed by a donor on the distribution of Funds; said vote of the above entities must find that such restriction or condition has become unnecessary, results in uses contrary to the expressed intent of the transferor, is incapable of fulfillment, is inconsistent with good stewardship, or is contrary to the mission of the Church.

Sec 7. Principal from the Fund may not be distributed unless extraordinary circumstances exist as determined by a two-thirds vote of, in order, the Endowment Fund Committee, the Governing Board, and the Congregation.

Article VII – Preschool

[Proposed language in this article is drawn from the Bylaws Article V.J (above) and from Procedures for UCC Community Preschool. Other provisions related to the Preschool will be incorporated into Governing Board policies.]

The Grinnell UCC Community Preschool is a wholly-owned subsidiary ministry of the Church. Its purpose is to provide a warm, welcoming, nondenominational environment for young children to learn.

Sec 1. The Preschool is managed by a Preschool Board of seven to nine members, with two members elected by the Congregation.

Sec 2. The Preschool Board works under the oversight and direction of the Governing Board, and must present a complete report to the Congregation at each Annual Meeting.

Article VIII Article VII - Meetings

Sec 1. Annual Meeting. ~~There shall be an~~ The Annual Meeting of the Congregation must take place within the first six weeks of ~~the year~~ each year. At this meeting, while reports on past activities will be received and recorded, the emphasis ~~will shall be~~ on planning for the future.

Sec 2. Special Meetings. A Special Meeting of the Congregation may be called by the Pastor, by the ~~Governing Board Church Council~~, or by written request of ten members of the Congregation. The call to a Special Meeting must state the nature of the business to be considered, and no other business may be acted upon at the meeting.

~~All Special Meetings of the Congregation shall be called by the Clerk at the request of the Pastor, the Church Council, or on request in writing of ten members of the Congregation. The call shall state the nature of the business to be considered. No other topics of business shall be acted upon at such Special Meetings. Notice shall be published two times prior to the meeting. An appropriate appointed Parliamentarian shall be present.~~

Sec 3. Notice of Meetings. Notice of Annual and Special Meetings must be published by the Clerk at least two weeks in advance.

Sec 4. Quorums. At meetings of the Congregation, ~~twenty ten~~ percent of the members of the Congregation shall constitute a quorum. At all other meetings of the ~~Governing Board Church Council~~ and its ~~, boards,~~ committees, a majority of each group's the voting membership shall constitutes a quorum. All meetings are open to participation by interested persons except when the body declares itself to be in executive session to consider confidential matters.

Sec 5. Voting. A majority vote is defined as approval by more than half of the members present and voting at a duly called meeting. A two-thirds vote is defined as approval by two-thirds or more of the members present and voting at a duly called meeting.

~~Persons interested enough to attend any meeting may participate, but only members of that specific group shall have a vote for constituting a quorum. Church Council, boards, and committees may meet in executive session.~~

Sec 6. Parliamentary Procedure. All meetings will be conducted according to *Robert's Rules of Order* in its latest revised edition. An appropriate Parliamentarian, appointed by the Moderator, must be present at all meetings of the Congregation.

Article IX ~~Article VIII~~ - Elections

[Some material in this Article has been moved and modified from the previous Article V.C. The Church Council.]

Sec 1. Each year, a Nominating Committee of three to five members appointed by the Governing Board prepares a slate of nominees that reflects the Church's commitment to intergenerational representation and participation. ~~At least one high school age Member at Large is encouraged.~~

Sec 2. The following positions are elected by majority vote at the Annual Meeting:

- The Moderator is elected for a three-year progression: one year as Moderator-elect, one year as Moderator, and one year as Past Moderator.
- The Treasurer is elected to a two-year term.
- The Clerk is elected to a two-year term.

- Governing Board members at large are elected to two-year terms on a schedule to be determined by the Governing Board.
- Members of the Endowment Fund Committee are elected to two-year terms on a schedule to be determined by the Governing Board.
- Church members on the Preschool Board are elected to three-year terms on a schedule to be determined by the Governing Board.

Sec 3. The Governing Board may fill vacant positions in any congregationally-elected position until the next Annual Meeting when an election can be held to fill the position for the unexpired portion of the term.

Sec 4. Any person who has held three successive terms in any office becomes ineligible to be re-elected to the same office for one year.

~~The election of church officers and board members shall be by majority vote cast at the Annual Meeting. Any person who has held three successive terms on any board, the Endowment Committee, or the Pastor Parish Relations Committee shall be ineligible for one year for re-election to the same office. The Moderator-elect is normally elected each year to a three year progressive position of Moderator-elect, Moderator, and Past Moderator. The Treasurer, Clerk and Historian shall be elected for a one-year term and may continue in office indefinitely with annual election.~~

Article X ~~Article IX~~ - Amendments

These Bylaws may be amended on the recommendation of the Governing Board ~~Church Council~~ by publishing the text of the proposed amendment(s) ~~in Our Church Greeting and the Sunday bulletin~~ with a call to the Annual or a Special Meeting of the Congregation. Passage of such amendment(s) ~~shall require~~ a two-thirds majority vote of ~~those the members present and voting~~.

At a duly called meeting of the Congregation on _____, 2018, the following motion was adopted by a two-thirds vote of those present:

MOTION: To amend the Bylaws of the United Church of Christ – Congregational, Grinnell, Iowa, by replacing the last approved and published edition dated June 27, 2014 with the language set forth above.

The Endowment Fund was established in 1989 by a Resolution of the congregation, which provides special rules for its own amendment. Those rules were followed prior to this Meeting by the approval of a two-thirds vote, in order, of the Endowment Fund Committee, the Church Council (acting in its own capacity and as the Board of Trustees), and now a meeting of the Congregation. Once approved, Article VI of the Bylaws supersedes the Resolution and may be amended by the process set forth in Article X.

_____th day of _____ in the Year _____.

_____ Moderator

_____ Clerk