

**RESTATED AND AMENDED BYLAWS  
OF  
THE FIRST CHRISTIAN CHURCH (DISCIPLES OF CHRIST)  
OF COLORADO SPRINGS**

**March 2005**

**PREAMBLE**

We the members of the First Christian Church (Disciples of Christ) of Colorado Springs, Colorado, reaffirm ourselves as a duly constituted religious body; called by the Word of God as revealed in His Son, Jesus Christ, our Lord and Savior; united in Christian fellowship and organized for the purpose of carrying on God's ministry under duly approved Bylaws (Revised, 28 October 1990, December 1994, 18 May 1997, 22 May 2005, and 18 May 2008); affiliated with the Christian Church (Disciples of Christ) in the United States and Canada; incorporated as a non-profit corporation under the laws of the state of Colorado for the conduct of its financial and business affairs (Restated and Amended Articles of Incorporation, dated 14 December 1986); and, having assembled at a special meeting of the congregation, duly called for that purpose by the Moderator, two-thirds of the members present and voting, do adopt these Restated and Amended Bylaws, dated May 18, 2008 to become effective July 1, 2008.

**ARTICLE I  
MEMBERSHIP**

1.1 The membership shall consist of those who are now members of the congregation, those who shall unite with it by confession of faith in Jesus Christ as Lord and Savior, who have or will give expression of their faith through baptism and commitment to Him, and those who unite by transfer of membership from another Christian Church or denomination and reaffirm their faith and commitment to Jesus Christ.

1.2 Removal from the membership rolls will be by written request from the member or by request for a Letter of Transfer, death, or following no contact with a member for one year a letter with confirmation of receipt will be sent and if there is no response the member will be removed from the rolls.

1.3 The membership rolls will reflect the status of individual members as either participating or non-participating determined in accordance with appropriate administrative criteria and the wishes of the individual member.

1.4 For administrative purposes, participating members are defined as those persons who during the year have attended, contributed, or otherwise shown continuing interest in the church, regardless of place of residence (including students at school and military personnel on active duty).

1.5 Associate membership may be granted to those persons who are temporarily residing in this area (military, students, temporary job placement, etc.) who will be returning to their home church in the future. Associate members will be granted full privileges and responsibilities accorded to church members.

## ARTICLE II AUTHORITY

All authority is vested in and shall remain with the membership except as specifically delegated. The membership exercises its authority by vote in congregational meetings, by delegation in the Church Bylaws and the Articles of Incorporation, and by the election of church officials with defined duties.

## ARTICLE III CONGREGATIONAL MEETINGS

3.1 Annual meetings of the congregation shall be called in the manner indicated in Article IX, Articles of Incorporation no later than the second Sunday of June, unless otherwise called by the Moderator of the General Board. The Moderator shall preside at all congregational meetings.

3.2 Special meetings of the congregation shall be called in the manner indicated in Article IX, Articles of Incorporation, by the Moderator or by written petition of 25 percent of the membership of the General Board, or by written petition of at least one-twentieth (1/20) of the membership having voting rights as of the first day of January of the current year.

3.3 When it is appropriate to hold a congregational meeting to call a Senior Pastor, a thirty (30) day prior notice may include a series of dates of the meeting to allow for flexibility in the process.

3.4 A quorum shall consist of those members who are present and voting at any meeting of the members, which has been called in the manner provided for in the Articles of Incorporation, provided that notice of said meeting and its purpose has been posted on the church bulletin board, posted on the church web site, announced in the Church Visitor or other publication mailed at least thirty (30) days prior to said meeting and announced on at least two consecutive Sundays from the pulpit within that 30-day period.

## ARTICLE IV MINISTRY AREAS

4.1 Church practices and functions are grouped in major ministry areas for the purpose of developing specific related programs, tailoring church ministries as determined by the General Board, allocating resources, and carrying out established programs. These ministries and auxiliary groups may be increased or decreased, but should include the following areas: Children's Ministry, Youth Ministry, Adult Ministry; Adult Education, Disciples Women, Disciples Men, Senior Ministry, Stewardship Ministry, Worship Ministry, Outreach Ministry, Music Ministry, Hospitality Ministry, Fellowship Ministry, Facility Ministry.

4.2 All ministries shall organize with a leader and with standing rules in conformance with the operating procedures established by the General Board.

4.3 Church staff members may be assigned by the senior pastor as liaisons to Ministry Teams. The liaison role is advisory to the ministry team.

4.4 Special program areas may be designated at times to give improved focus and added emphasis to specific programs and objectives.

## ARTICLE V ELECTED MINISTRIES

5.1 THE ELDERS. The Elders minister to the spiritual growth and development of the members of the congregation. (Titus 1:5-9, I Timothy 3:1-7) They preside at the Lord's Table, assist and share in pastoral duties, and provide supportive counsel for all members of the clergy and administrative staff relative to the spiritual life of the congregation. Elders are encouraged to participate as individuals in the ministries of the church according to their spiritual gifts and talents.

5.1.1 Elders shall be members of the congregation. The Elders shall organize with a chairman, vice-chairman, and secretary and with standing rules in conformance with the operating procedures established by the General Board. A copy of these procedures shall be kept in the congregation's records and available upon request to any member of the congregation.

5.1.2 The Elders Ministry shall be constituted of at least 12 members elected by the congregation for a full three-year term or to fill an un-expired term. A minimum of one-third shall be elected each year at the annual meeting for a full three-year term. Elders shall not succeed themselves upon the completion of a full three-year term in office but may be elected to another term after an absence from that position of at least one year.

5.1.3 The chairman of the Elders or other Elder designated as a substitute shall serve as a voting member of the General Board.

5.1.4 The Elders shall submit nominations to the General Board for Elder Emeritus.

5.1.5 The Elders may recommend Elder candidates for consideration by the Nominating Committee.

5.2 THE DEACONS. The Deacons concern themselves directly with the temporal interests and issues relative to the on-going life of the church. (I Timothy 3:8-13) They assist in the administration and spiritual nurture of the church. They prepare the communion table and elements, serve communion, and receive the offering at worship services. Deacons are encouraged to actively support and participate in the ministries of the church, according to their spiritual gifts and talents.

5.2.1 The Deacons shall organize with a chairman, who is a member of the congregation. The deacons shall organize with standing rules in conformance with the operating procedures established by the General Board. A copy of these procedures shall be kept in the congregation's records and available upon request to any member of the congregation.

5.2.2 The Deacons shall consist of active participants of the church recommended by the Chairman of the Deacons for a one-year term (July 1 to June 30) and approved by the General Board. Candidates to fill vacancies shall be recommended by the current Chairman of the Deacons and approved by the General Board. There shall be no limit on the terms a member accepts to succeed themselves.

5.2.3 The Chairman of the Deacons or other Deacon designated as a substitute shall serve as a voting member of the General Board. To be eligible for The Chairman of the Deacons a candidate shall have served at least one year as a deacon and be a current member of the Deacons. The Chairman of the Deacons shall be elected by the Congregation.

5.3 THE TRUSTEES. The Trustees act as the legal agent for the congregation in all matters relating to the real property of the corporation and have supervision over all endowments and trusts. They act under the mandate of the congregation and subject to the policies and decisions of the General Board, taken in accordance with the provisions of these Bylaws and the Articles of Incorporation.

5.3.1 The Trustees shall be members of the congregation. The Trustees shall organize with a chairman, vice-chairman, and secretary, and with standing rules in conformance with the operating procedures established by the General Board. A copy of these procedures shall be kept in the congregation's records and available upon request to any member of the congregation.

5.3.2 The Trustees consist of five members, elected by the congregation for a three-year term or to fill an un-expired term. A minimum of one shall be elected each year at the annual meeting for a full three-year term. Trustees shall not succeed themselves upon the completion of a full three-year term in office but may be elected to another term after an absence from the position of at least one year.

5.3.3 The Chairman of the Trustees or other Trustee designated as a substitute shall serve as a voting member of the General Board.

5.3.4 The following are permanent responsibilities of The Trustees:

5.3.4.1 When the General Board authorizes any instrument conveying or creating a lien or encumbrance on the property of the corporation or the borrowing of money, the Chairman of the Trustees and the Moderator of the General Board shall jointly sign, execute and deliver all documents reasonably required to carry out and effect the action of the General Board.

5.3.4.2 In cooperation with the Facility Ministry, maintain the real property comprising the main church building at 16 E. Platte Ave. and attached/supporting structures.

5.3.4.3 Act as The Endowment Committee for managing the church endowment. This includes managing, acceptance, and disposition of wills and bequests.

5.3.4.4 The registered agent of this corporation at 16 East Platte Avenue, Colorado Springs, El Paso County, Colorado 80903 shall be named by the Trustees and approved by the General Board.

5.3.4.5 Maintain and set operating procedures for the Columbarium and the totality of the Irene

and Floyd Armstrong Memorial Garden.

5.3.4.6 Other permanent responsibilities may be added as required and documented by addition to the Trustee Operating Procedures or amendments to these bylaws.

5.3.5 The Trustees may recommend Trustee candidates for consideration by the Nominating Committee.

## ARTICLE VI CHURCH OFFICERS

6.1 A Moderator, Vice Moderator, a Secretary, and a Treasurer serve as officers of the congregation and General Board upon their election by the congregation.

6.2 Each officer shall serve a term of one year or until a successor has been named. No individual officer shall serve more than two consecutive terms in the same office.

6.3 **THE MODERATOR.** The Moderator initiates actions to organize the General Board and the Board's Executive Committee and calls and presides over congregational, General Board, and Executive Committee meetings.

6.3.1 The Moderator represents or provides for representation of the church in the community or elsewhere when official congregational representation is required.

6.3.2 The Moderator is an ex-officio and a non-voting member of all organized Ministry Teams and standing and special committees.

6.4 **THE VICE MODERATOR.** The Vice Moderator shall perform all the duties of the Moderator in the latter's absence. The Vice Moderator serves with the Moderator on the Executive Committee in making appointments and developing programs, and serves as an ex-officio member of the Nominating Committee. The Vice Moderator will present to the General Board for election, a slate of candidates to serve on the Nominating Committee as defined in these Bylaws.

6.5 **THE SECRETARY.** The Secretary shall keep the minutes of the General Board, the Executive Committee, and the Congregational meetings, and coordinate with the appropriate staff members in the development of policies governing the maintenance of church membership rolls and administrative records.

6.6 **THE TREASURER.** The Treasurer is the chief financial officer of the church. The Treasurer shall coordinate with the appropriate staff members in developing procedures for the physical control of all monies received, and for authorizing expenditures, and for accounting for receipts and expenditures. The Treasurer is the first tier reviewer of the Accountant's performance. As a member of the Executive Committee, the Treasurer coordinates Ministry Teams and the Finance Committee in developing the annual church budget for approval by the General Board, and serves as chairman of the Finance Committee.

6.7 SUCCESSION. In the event of a vacancy of both the Moderator and Vice Moderator, the treasurer will become acting Moderator and immediately call a special meeting of the General Board to elect a Moderator-protem. He/She will also call an election by the General Board to fill the vacancy/ies from recommendations from the Nominating Committee.

## ARTICLE VII THE GENERAL BOARD

7.1 The General Board is the governing body of the church and is hereby vested with all the power, and authority, and responsibility normally appertaining to such a body, subject to the provisions of these Bylaws and the Articles of Incorporation. The membership of the General Board is revolving and members may not succeed themselves after serving full three-year terms on the board in the same capacity but may be elected to another term after an absence from that position of at least one year. Any General Board member serving in a multiple capacity shall be restricted to one vote. All voting members of the General Board shall be members of the church as identified in Article 1.1 of the Bylaws.

7.2 The voting membership of the General Board shall consist of the four church officers; the chairman or designee of the Elders, Deacons, Trustees, and a minimum of 6 members-at-large from the congregation. The Pastors of the congregation and the Personnel Committee Chair serve without a vote.

7.3 At least one-third of the Members-at-Large from the congregation shall be elected annually for a three-year term. Members-at-large may not succeed themselves after serving a full three-year term but may be elected to another term after an absence from that position of at least one year.

7.4 As part of organizing itself for the new church year, the General Board shall appoint the following committees in accordance with Article X: Nominating Committee, Finance Committee, Personnel Committee, and Senior Pastor Review Committee.

7.5 In the event the status of the Senior Pastor is brought into question, the Executive Committee shall immediately consult with the chairman of the Elders and the Personnel Committee, which will submit recommendations directly to the Elders Ministry for resolution with the Senior Pastor. If the Elders Ministry is unable to resolve the question, the issue shall be brought before the General Board for resolution, and if necessary, before the congregation at a special meeting duly called for that purpose. A simple majority vote will be necessary to remove the Senior Pastor.

7.6 The General Board shall organize under the direction of the Moderator, establish an Executive Committee as its executive agent, and establish policies and adopt operating procedures to coordinate the activities of the various ministries and agencies of the church. In all sections of these by-laws, action by the full General Board fulfills the requirement for action by the Executive Committee

7.7 The Executive Committee shall consist of the Moderator, the three other church officers, and such other members as determined by the General Board. The Executive Committee implements General Board policies and decisions; it shall not determine policies.

7.8 The General Board and the Executive Committee meet at the call of the Moderator; normally the General Board meets monthly and the Executive Committee meets monthly. A simple majority of voting members shall constitute a quorum.

7.9 The General Board shall fill all vacancies in congregationally elected positions to serve for a term to expire at the next annual meeting.

7.10 General Board meetings will be open to all members of the church with the exception that Executive Committee and General Board meetings may be closed and include only the members of said committee or board during discussion and action on personnel matters, legal matters, or discussion of sensitive matters.

#### ARTICLE VIII MINISTRY TEAMS

8.1 Ministry Teams corresponding to the ministry areas named in Article IV above are herewith authorized. The leader of each ministry team shall be named by a process determined by the Executive Committee in consultation with the Elders.

8.2 The leader of each Ministry Team shall serve a two-year term: one as chairman, and the second to assist as transitional leadership.

8.3 The membership of each Ministry Team shall be determined by the Ministry Team Leader and approved by the Executive Committee.

8.4 Each Ministry Team shall organize itself, adopt standing rules, and manage its internal affairs in conformance with the operating procedures established by the General Board. Teams may coordinate program implementation by electronic means including telephone and email, and shall include all members of the team, the staff liaison serving in an advisory role, Moderator and Vice Moderator in said communication.

8.5 Each Ministry Team shall develop specific program goals in accordance with policy guidance from the Executive Committee. Implementation of programs shall be in coordination with the Church staff.

8.6 A budget plan for each Ministry Team shall be submitted to the Treasurer each year and be subject to approval by the General Board.

8.7 Church staff members may be assigned by the Senior Pastor to serve as liaisons to Ministry Teams. The liaison role is advisory to the ministry team.

ARTICLE IX  
AUXILIARY GROUPS

As Auxiliary Groups are a vital element in the life of the church, their representatives may serve as members of the appropriate Ministry Teams. This will assure coordination and support of their activities.

ARTICLE X  
STANDING AND SPECIAL COMMITTEES

10.1 Standing Committees established to serve on a continuing basis will include, but not be limited to, the following:

10.2 THE NOMINATING COMMITTEE. The Nominating Committee shall propose a slate of nominees for the election of church officers, Elders, Chairman of the Deacons, Trustees, and General Board Members-at-Large for submission through the General Board to the congregation at the annual meeting.

10.2.1 The Committee shall meet throughout the year as necessary to identify potential candidates to fill projected as well as actual vacancies in the church elected ministries and among church officers.

10.2.2 The Committee shall seek fully qualified members for the positions under consideration and will secure consent of the nominee before presenting recommendations to the General Board.

10.2.3 The Nominating Committee shall be appointed by the General Board. It shall be the responsibility of the Vice Moderator to present to the General Board a slate of candidates to serve on the Nominating Committee. The Nominating Committee shall consist of the chairman, at least one past or current Elder, at least one past or current Deacon, at least one current General Board member, at least two members not on the current General Board, and the Vice Moderator as an ex-officio member, to serve for two years with one-half of the members elected annually to provide continuity. Members may not succeed themselves after completion of a two-year term but may be elected again after an absence from the Nominating Committee for at least two years.

10.3 THE FINANCE COMMITTEE. The Finance Committee serves for one year and is chaired by the Treasurer. The committee consists of at least three members, including the Treasurer, and is appointed by the Moderator in consultation with the Executive Committee. The Finance Committee shall organize itself, adopt standing rules, and manage its internal affairs in conformance with the operating procedures established by the General Board. Its duties shall include:

10.3.1 Approval of procedures developed by the Treasurer and staff for control of monies.

10.3.2 Working with staff, ministries and committees affected, compile the budget for presentation to the General Board.

10.3.3 Monitor the budget and funds.

#### 10.3.4 Support the Stewardship Campaign.

10.4 THE PERSONNEL COMMITTEE. The Personnel Committee consists of five members and is appointed by the Moderator in consultation with the Executive Committee. The Personnel Committee Chair serves for a two-year term, with a maximum of two consecutive terms, and may be appointed to additional terms after an absence from that position of at least one year. The four committee members serve staggered renewable two-year terms but may be appointed to additional terms after an absence from that position of at least one year. The Personnel Committee shall organize itself, adopt standing rules, and manage its internal affairs in conformance with the operating procedures established by the General Board. The duties of the committee include:

10.4.1 Develop, and submit for Executive Committee approval, personnel policies in compliance with not-for-profit corporation statutes and policies of the church.

10.4.2 Establish standards and a process for review of all staff based on program performance goals and objectives approved by the General Board, except for the Senior Pastor review specified below, reviews will be conducted on a tiered review basis.

10.4.2.1 The first tier reviewer will be the Senior Pastor, with the exception of the Accountant. The Accountant's first tier reviewer will be the Treasurer. The Senior Pastor may submit comments on the Accountant's performance along with the Treasurer's review for Personnel Committee consideration.

10.4.2.2 The second (final) tier reviewer will be the Personnel Committee.

10.4.3 Propose to and consult with the Senior Pastor and Executive Committee on staff compensation, hiring and dismissal actions. The Executive Committee, with advice from the Personnel Committee, shall recommend appropriate action to the General Board for decision.

10.4.4 Advise and train the Senior Pastor Review Committee.

10.5 THE SENIOR PASTOR REVIEW COMMITTEE. The Senior Pastor Review Committee serves for one year. The committee is appointed by the Moderator and approved by the General Board. The committee shall consist of two Elders, two Executive Committee members, and a member of the Personnel Committee. The Senior Pastor Review Committee shall organize itself, adopt standing rules, and manage its internal affairs in conformance with the operating procedures established by the General Board. The committee shall conduct an annual performance review in accordance with its procedures and standards established by the Personnel Committee. The annual performance review shall be submitted to the General Board.

## ARTICLE XI THE PASTORS

11.1 The Senior Pastor is the spiritual leader of the congregation. The Senior Pastor will be an ex-officio member of all organized groups of the church and will be a resource and an advisor in all congregational activities. The Senior Pastor shall perform those duties consistent with the profession of an ordained pastor of the Christian Church (Disciples of Christ).

11.2 In the event there is more than one pastor on the staff, the Senior Pastor shall supervise the work of the other pastor(s). The Senior Pastor shall also exercise general supervision over the other members of the church staff with the exception of the Accountant. Supervision of the Accountant shall be shared by the Treasurer and the Senior Pastor. In the event the status of the Senior Pastor is brought into question the resolution process is delineated in Section 7.5 of these bylaws.

11.4 PULPIT COMMITTEE. When a search for a Senior Pastor is appropriate, a Pulpit Committee shall be established by the Executive Committee, subject to the approval of the General Board. The Board of Elders may recommend candidates for consideration to the Executive Committee. A consultation will be arranged with the Regional Office for counsel, guidance, and support. The Personnel Committee will train the Pulpit Committee in interview and call procedures. The Personnel Committee will designate one Personnel Committee member other than the chairman of the Personnel Committee to serve as an advisor to the Pulpit Committee. The Pulpit Committee with the advisory support of the Personnel Committee will submit its findings and recommendations to the Executive Committee for review and comment prior to its presentation to the General Board. The Moderator, Treasurer, and Chair of Personnel Committee will authorize the terms of call before it is communicated to the selected nominee. The General Board's nominee for Senior Pastor shall be presented for a congregational vote in a duly called meeting as is required by these Bylaws in Article III. A series of dates may be stated in the call of the meeting to allow flexibility in the process. A two-thirds vote of those voting is necessary to call a Senior Pastor.

11.5 PASTORAL INTERVIEW TEAM. When it is necessary to recruit and call an associate pastor(s), the Moderator shall appoint a Pastoral Interview Team of at least five members. The interview team will include the Senior Pastor and one member of the Personnel Committee. The Personnel Committee shall designate one of its members other than the chairman to serve on the interview team. The Pastoral Interview Team will be trained by the Personnel Committee in interview and call procedures per the guidelines in the Church Personnel Policy Handbook. Job description(s) shall be developed by the Senior Pastor in consultation with the Personnel Committee and the Executive Committee. The team will present its top candidate(s) to the Senior Pastor for the Pastor's approval, to the Executive Committee for information, and then to the General Board for final hiring decision.

## ARTICLE XII ADMINISTRATIVE SUPPORT

Coordination and continuity in administrative support are essential elements in the effective conduct of church affairs. Provisions for the administrative support of all church operating agencies shall be determined by the General Board.

## ARTICLE XIII PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the church in all cases in which they are applicable and in which they are not inconsistent with these Bylaws and the Articles of Incorporation, and any special rules of order the congregation may adopt.

ARTICLE XIV  
BYLAWS AMENDMENT AND REVIEW

14.1 AMENDMENT. These Bylaws may be amended by a two-thirds vote of the members present and voting at a regular or special meeting of the congregation, provided, however, that such meeting cannot consider and approve any amendment(s) to these Bylaws until thirty (30) days after notice of the full text of the proposed amendments has been posted on the church bulletin board. Additionally, summary notice will be announced in the Church Visitor or other publication and on the church web site mailed or posted at least 30 days prior to said meeting. Notice of said meeting will be announced from the pulpit on at least two consecutive Sundays within that 30-day period. Electronic or printed copies of the full text of current Articles and/or Bylaws or proposed amendments will be made available to members upon reasonable request at the church office.

14.2 REVIEW. An ad hoc committee will be appointed by the Moderator to review or recommend revision of these Bylaws at least every three years. This committee will complete its review and submit its recommendations to the Executive Committee for appropriate follow-up action.

The above and foregoing Bylaws were duly approved at a meeting of the congregation of First Christian Church (Disciples of Christ) on May 18, 2008.

## Glossary

- Ad hoc
- Auxiliary Group
- Chairman – gender neutral
- Church Staff
- Committee
- Elder emeritus
- Ex-officio
- Executive Board
- General Board
- Member-at-Large
- Ministry
- Moderator
- Non-participating member
- Participating member
- Tier Review
- Vice Moderator

