

(6/11/23)

## **CHERRY LOG CHRISTIAN CHURCH**

### **BYLAWS**

These Bylaws shall govern the administration and affairs of Cherry Log Christian Church, of Cherry Log, Georgia.

### **ARTICLE I**

#### **MEMBERSHIP**

Membership of this Congregation, as a part of the whole family of God on earth, will consist of the following:

- A. Those who are now members of the Congregation;
- B. Those who unite with the Congregation by confession of faith in Jesus Christ as Lord and Savior, giving expression of their faith through baptism and commitment to Him;
- C. Those who unite with the Congregation by private conference with the Senior Minister acknowledging: the Congregation's commitment to the example of Jesus Christ; and the Congregation's commitment to its Welcoming Statement (Exhibit "A");
- D. Those who unite with the Congregation by transfer of membership from another congregation;

- E. Those who unite with the Congregation as associate members by any of the above processes while maintaining membership in another congregation;

In the life and leadership of the Congregation, no distinction is made in types of membership. The Church shall maintain a roster of current members in accordance with Article VI.D of the Constitution.

## **ARTICLE II**

### **AUTHORITY**

All authority is in and shall remain in the Congregation, except as delegated by the Congregation in the Constitution and these Bylaws. The Congregation shall elect Elders, Deacons, and the members of the church Board at the Annual May Meeting of the Congregation.

## **ARTICLE III**

### **ELDERS**

An Elder is spiritual leader, an encourager, mentor, shepherd and servant. This ancient office should be filled by those recognized by the congregation as persons of wisdom, prayer, and peacemaking. In undertaking this office, an Elder commits to be faithful in attendance, participation and stewardship.

- A. NUMBER. The number of Elders serving at any one time should be no less than six (6) or no more than twelve (12).
- B. TERM. Elders shall be elected for three (3) year terms, which terms shall be staggered so as to provide continuity of experience.

- C. ELECTION. Upon nomination by the Nominating Committee and approval by the Board, the Board shall, at the May congregational meeting, present candidates to fill Elder positions to the Congregation which shall by majority vote select the Elders. Unless circumstances so require, Elders should not succeed themselves.
- D. CHAIR OF ELDERS. The Chair of the Elders is elected by the Elders in May or June for the next program year. The Chair of the Elders shall: serve on the Board; schedule and conduct Elder meetings; submit appropriate reports to the Board; assist the Minister(s) in organizing and performing pastoral duties; and oversees Elder training.
- E. DUTIES. Elders shall assist the minister(s) and chaplains in the conduct of their pastoral functions; offer leadership for the Lord's Supper; take pastoral responsibility for members in his/her charge; and maintain the providence and confidentiality of those to whom they provide encouragement, advice and counsel.

## **ARTICLE IV**

### **DEACONS**

Deacons are servers, learners, listeners, and leaders who represent the church amid the larger community.

- A. NUMBER. The number of Deacons serving at any one time shall be no less than six (6) or nor more than twelve (12).
- B. TERM. Deacons shall be elected for three (3) year terms, which terms shall be staggered so as to provide continuity of experience.
- C. ELECTION. Upon nomination by the Nominating Committee and approval by the Board, the Board shall, at the May Congregational

meeting, present candidates to fill Deacon positions to the Congregation which shall by majority vote select the Deacons. Unless circumstances so require, Deacons should not succeed themselves.

- D. CHAIR. The Chair of the Deacons is elected by the Deacons in May or June for the next program year. The Chair of the Deacons shall: serve on the Board; schedule and conduct Deacon meetings; submit appropriate reports to the board; schedule Deacon of the month; serves on the Personnel Committee; and oversee Deacon Training.
- E. DUTIES. Deacons shall work with Elders on pastoral care; assist with baptisms; serve communion; collect and count offerings; close the building on Sundays; and perform other duties as assigned.

## **ARTICLE V BOARD**

The Board, acting as a body, is responsible for conducting the business affairs of the church through the Councils and Committees hereafter described.

- A. AUTHORITY. The board shall have only the authority granted in or implied by the Church's Constitution, these bylaws or a vote of the Congregation. The Board's principal concern should be with matters of policy taking into account the nature and mission of the Christian Church (Disciples of Christ) and the needs of the Cherry Log Christian Church (DOC) community.

B. RESPONSIBILITY. The Board shall have the following responsibilities:

1. It shall report regularly to the Congregation through an announced and published program of electronic communications, written bulletins, town hall meetings and other available means so that transparency and broad-based participation may be sustained.
2. It shall hold monthly meetings of the Board;
3. Upon recommendation by the Nominating Committee, it shall recommend to the Congregation at the May Congregational meeting persons to serve during the following program year as Board members, Officers, Elders, Deacons, Trustees, Council Chairs and Committee Chairs.
4. Upon recommendation by the Nominating Committee it shall choose persons to fill Board, Officer, Elder, Deacon, Council and Standing Committee Chair positions coming vacant during the program year;
5. It shall, when necessary, pursuant to and in accordance with Bylaw IX. establish a Search Committee for the purpose of securing minister(s) for the Congregation, and upon receiving recommended candidate(s) from the Search Committee, and upon board approval, submit that recommendation to the Congregation for determination;
6. It shall, upon engagement of a minister, facilitate the selection of a Pastoral Relations Committee, the membership of which shall be selected by the minister;
7. It shall provide guidance to the Council and Committee Chairs to ensure performance consistent with Church policy and planning;

8. It shall, upon submission by the Finance Committee of a proposed annual budget, approve, reject, or amend the budget or any item therein, and upon final approval, submit same to the Congregation for consideration;
9. It shall vote upon any non-budgeted spending request exceeding \$1,000 that has been approved by the Finance Committee, provided that the Board's authority to approve a non-budgeted expenditure shall not exceed ten percent (10%) of the total annual operating budget with any request exceeding such ten per cent (10%) requiring approval by the congregation; and
10. It shall perform such other actions as may be necessary to facilitate the smooth functioning of the Church and its personnel, councils, committees and groups.

C. MEMBERS. The Board shall consist of:

1. Moderator
2. Vice Moderator
3. Secretary
4. Treasurer
5. Chair of Elders
6. Chair of Deacons
7. Chair of Trustee Council
8. Chair of Resource Council
9. Chair of Outreach Council
10. Chair of Discipling Counsel
11. Senior Minister

The positions in 1. through 4. above shall be the Officers of the Board.

D. ELECTION AND TERM OF OFFICE.

1. The Nominating Committee shall recommend to the Board candidates for the positions of Moderator, Vice Moderator, Secretary, Treasurer, Trustees and the respective Council Chairs, all of which, upon approval by the Board shall be submitted to the Congregation for final approval at the May Congregational meeting.
2. Board Members approved by the Congregation at the May meeting shall serve for a two-year term commencing July 1; and positions filled by the Board pursuant to Article V.B.4. shall serve the unexpired term they are filling.
3. Officers are elected for two year terms and are eligible to be nominated and elected for one succeeding term. Any officer having served two consecutive terms as an officer will be ineligible for election as an officer until one year has elapsed.

E. DUTIES OF OFFICERS.

1. Moderator—The Moderator schedules and chairs Board meetings; prepares and distributes meeting agenda; recommends any action required to insure smooth functioning of the Church; ensures the Congregation is informed of all matters of import; works with the minister(s) to facilitate mission and ministry; coordinates the work of the Council Chairs; serves with the Personnel Committee Chair on the annual performance review of the Senior Minister; and performs such other duties normally associated with the office of Moderator.
2. Vice Moderator—The Vice Moderator assists the Moderator; acts in the Moderator's stead when the

Moderator in unavailable; serves as parliamentarian; serves as chair of the Nominating Committee; keeps an up-to-date roster of members of all Councils, Committees and task groups; performs such other duties as normally associated with the office of vice moderator and shall succeed to the position of Moderator.

3. Secretary—The Secretary keeps and distributes accurate minutes of the Board meetings and Congregational meetings; posts minutes on the internal CLCC website; coordinates record keeping with the Church Administrator; annually reports to the Board on the status of non-financial records; and supervises the maintenance of an accurate roster of church members.
4. Treasurer—The treasurer authorizes and directs disbursement of church funds in accordance with the operative budget; serves as the chair of the Finance Committee; coordinates the preparation and distribution to members periodic statements of contributions; maintains the confidentiality of contributions; maintains signatory authority on all church accounts; and provides periodic reports to the Board on matters affecting church accounts.

F. BOARD MEETINGS.

1. Monthly meetings of the Board shall be scheduled by the Moderator with notice of the meeting and the proposed agenda being provided to Board members and the Congregation at least ten (10) days prior to the meeting.
2. Special meetings of the Board may be called by the Moderator upon notice to all Board members via telephone, email, text or other means, such notice shall include the



subject matter to be presented. In addition to the Moderator and the Senior Minister, three (3) members of the Board may call such a special meeting.

3. At the Moderator's discretion, a special Board vote may be conducted via email, telephone, or virtually if a specific matter must be decided before a physical meeting can be held.
4. All members of the congregation are welcome at all board meetings except in those circumstances where, under Roberts Rules of Order, a closed or executive session would be appropriate.
5. A simple majority of the Board members constitutes a quorum.
6. In the event of an emergency requiring immediate action and a full meeting in accordance with 1., 2., or 3. above is impossible, any three among the Moderator, Vice Moderator, Chair of Elders, and Chair of Deacons may take such action as may be necessary to address the emergency. Such action is to be reported to the full board as soon as possible for such action as the full Board may decide.
7. All board meetings will be conducted in accordance with Roberts Rules of Order.

## **ARTICLE VI**

### **COUNCIL CHAIRS**

The Council Chairs will serve as coordinators, facilitators, and evaluators of their respective areas of responsibility and will provide

monthly reports to Board and the congregation regarding the activities and needs of their various committees.

- A. RESOURCE COUNCIL. The Resource Council Chair shall coordinate, facilitate and evaluate the activities of the Personnel Committee, the Nominating Committee, the Pastoral Relations Committee(s), the Stewardship Committee and such other committees as the Board may determine.
- B. TRUSTEE COUNCIL. The Trustee Council Chair shall facilitate, coordinate and evaluate the activities of the Property Committee, the Technology Support Committee, the Trustees, and such other committees as the Board may determine.
- C. OUTREACH COUNCIL. The Outreach Council Chair shall facilitate, coordinate and evaluate all outreach activities of the Outreach Committee and such other committees as the Board may decide.
- D. DISCIPLING COUNCIL. The Discipling Council Chair shall facilitate, coordinate, and evaluate all ministry and discipling activities of the Worship/Music Committee, the Membership Committee, the Legacy Committee, the Fellowship Committee, and such other committees as the Board may decide.
- E. SELECTION AND TERM. Each Council Chair will be elected to the office by the Congregation upon the recommendation of the Nominating Committee and the Board to serve for a period of two years.

## **ARTICLE VII**

## **TRUSTEES**

The Trustees serve as legal representatives of the Congregation for the purposes of acquiring, holding title to, disposing of, and overseeing management and use of the real, personal and intangible assets of the Church.

- A. MEMBERS AND TERMS. There shall be three (3) Trustees serving for staggered terms of three (3) years, provided, however, that no Trustee shall serve for more than six (6) consecutive years.
- B. SPECIAL QUALIFICATIONS. Candidates for the position of Trustee shall have been a member of the Church for at least two years and must have had experience on a Church governing body.
- C. DUTIES. The Trustees shall oversee the operation of the Property Committee; shall ensure that Church property is appropriately insured; follow the decisions of the Board with respect the acquisition or disposition of any Church property; and shall execute such legal documents respecting Church property as the Board may direct.

## **ARTICLE VIII**

### **COMMITTEES**

The routine functions of the Church shall be organized, guided, and carried out by and through standing and ad hoc committees and task groups. Upon request by a Council Chair, the Board may approve the formation or dissolution of ad hoc committees or task groups. Standing

Committees described in these bylaws can be modified or dissolved only by amendment to these bylaws pursuant to Article X.B.

- A. STANDING COMMITTEES. The following committees shall be permanent, Standing Committees: Personnel Committee, Nominating Committee, the Stewardship Committee, the Property Committee, the Technology Support Committee, the Outreach Committee, the Finance Committee, the Worship/Music Committee, the Membership Committee, the Legacy Partners Committee, and the Fellowship Committee.
- B. COMMITTEE MEMBERS. Each Standing Committee (with the exception of the Pastoral Relations Committee), shall have a Chair elected to the office by the Congregation at the May congregational meeting upon the recommendation of the Nominating Committee and the Board to serve for a period of one year, provided, however, that the Vice Moderator shall be the Chair of the Nominating Committee and the Treasurer shall be the Chair of the Finance Committee. The Chairs of the Personnel, Property, Outreach, Worship, Membership, Stewardship, Fellowship and Legacy Partners Committees shall be limited to serving no more than three (3) successive one-year terms in that position. The Moderator, in consultation with the respective Committee Chair and Council Chair shall annually determine the number of additional members of each committee, with the respective Council Chair and Committee Chair and the Moderator to select the additional members of each Standing Committee, with the exception of the Nominating Committee. In addition to the foregoing, the following committee positions will be observed:

1. The minister(s) shall be ex officio member(s), without vote, of all Standing Committees;
2. The Treasurer and the Resource Council Chair shall be members of the Finance Committee;
3. The Chair of Deacons and the Chair of Elders shall be members of the Personnel Committee;
4. The Chair of Trustees shall be a member of the Property Committee;
5. The four Council Chairs and three members at large shall be members of the Nominating Committee; and
6. The Music Director shall be a member of the Worship Committee;

C. DUTIES OF STANDING COMMITTEES. Each Standing Committee shall perform its duties consistent with the vision, mission and goals of the Church and always in the best interests of the Congregation. Each Standing Committee shall prepare a written record of significant actions taken which shall be provided to the applicable Council Chair and maintained in Church records. Committee specific duties are:

- 1. Finance Committee (Treasurer).** The Finance Committee shall: working with the Council Chairs, develop the calendar year budget; monitor budgetary performance; approve or disapprove all requests for over budget expenditures (approval authority limited to \$1000 with greater requests submitted to the Board); maintain property and liability insurance and required surety bonds; establish and maintain financial procedures and controls; provide for an annual audit of financial

practices, policies and records; provide regular reports of financial matters to the the Board and the Congregation

- 2. Nominating Committee (Resource Council).** The Nominating Committee shall: nominate to the Board persons to occupy the offices of Elders, Deacons, Board Officers, Board members, Council Chairs, Trustees, Standing Committee Chairs, Delegates to the Regional and General assemblies and such other positions as may be called for in these bylaws; and shall identify members with specific leadership qualifications and encourage them to serve.
- 3. Pastoral Relations Committee (Resource Council).** The Pastoral Relations Committee shall: provide support for the minister(s); be a channel of support between the minister(s) and the Congregation and leadership; maintain the privacy and confidentiality of the minister(s); and establish a separate support group for each minister.
- 4. Personnel Committee (Resource Council).** The Personnel Committee shall: in coordination with the Resource Chair and the Senior Minister, develop and maintain personnel and employment policies, procedures and job descriptions; conducts an annual performance review of each employee (provided that the annual performance review of the Senior Minister shall be conducted by the Chair of the Personnel Committee and the Moderator) with the goal of candidly working toward improving performance; make appropriate compensation budgetary recommendations to the Finance Committee;

recommend to the Board additional personnel needs; make recommendations to the Board on the hiring or termination of any employee; ensure the confidentiality of personnel evaluations; and ensure appropriate record keeping of all personnel matters.

- 5. Technology Committee (Trustee Council).** The Technology Committee shall: provide technology support, advice and counsel to the Church as a whole on the best use of technology to accomplish the mission and ministry of the Church; manage and keep up to date the Church website; and assist in implementing technological means of furthering the Church mission.
- 6. Legacy Partners Committee (Discipling Council).** The Legacy Fund Committee shall oversee and administer the Legacy Fund Program with the national Christian Church (Disciples of Christ) and will periodically inform the Congregation of the purpose, benefits and status of the Fund with a view towards the long term financial stability of the Church.
- 7. Property Committee (Trustee Council).** The Property Committee shall: oversee, maintain, and inventory all buildings and all real and personal property and equipment belonging to or in the custody of the Church; prepare and publish guidelines for the use and care of Church Property; and handle insurance and other claims arising through damage to Church Property.
- 8. Outreach Committee (Outreach Council).** The Outreach Committee shall: coordinate the Church's efforts to provide food, clothing, support, healthcare, and other

necessities to the community at large; support fundraising activities for specific projects; and report periodically on such activities to the Council Chair.

- 9. Worship/Music Committee (Discipling Council).** The Worship/Music Committee shall: working with the minister(s) and the Music Director to plan, coordinate and implement meaningful worship and music programs for Church services and liturgical events; prepare the table for Communion; select decorations reflecting the liturgical or holiday season; and arrange for special musical presentations by members or nonmembers of the Congregation.
- 10. Membership Committee (Discipling Council).** The Membership Committee shall: assist the Secretary with the maintenance of an up to date roster and directory of the members of the Congregation; welcome and provide introductory information to new attendees; develop programs designed to attract new members; and maintain a contact program with former members and supporters of the Church.
- 11. The Stewardship Committee (Resource Council).** The Stewardship Committee shall: plan and implement a comprehensive program emphasizing the stewardship obligations and opportunities of the Congregation; conduct an annual commitment campaign; and inform the Congregation of stewardship opportunities through service.
- 12. The Fellowship Committee (Discipling Council).** The Fellowship Committee shall: plan and implement



opportunities for fellowship among the congregation; coordinate after-worship fellowship gatherings, potluck meals, receptions and similar gatherings; and maintain and manage the Church kitchen.

## **ARTICLE IX**

### **MINISTER(S)**

The Church shall engage a Senior Settled Minister and may also engage such Minister of Pastoral Care or Associate Minister as the Board and the Congregation may determine utilizing the processes set forth below:

- A. SENIOR SETTLED MINISTER VACANCY. Upon a vacancy in the position of Senior Settled Minister the Board may seek the services of an Intentional Interim Minister or other professional who has special training and who in the judgment of the Board is qualified to lead the transitional process until a Senior Settled Minister has been selected. Such position may be full or part time, at the discretion of the Board.
- B. TRANSITION COMMITTEE. In the event of such vacancy, the Board shall appoint a five (5) member transition committee for the purpose of developing the congregational profile to be used by the Search Committee in soliciting and evaluating candidates. The Transition Committee will periodically report to the Board and the Congregation.
- C. SEARCH COMMITTEE SELECTION. The Board will appoint a Search Committee composed of one Elder, one Deacon and

three (3) members at large from the Congregation (who have been members of the Church for at least one year). To the extent possible the membership of the Search Committee shall reflect the diversity of the Congregation.

D. SEARCH COMMITTEE DUTIES. The Search Committee shall: seek input, advice and counsel from the Congregation and the Regional Minister and the General Office of the Christian Church (Disciples of Christ); utilize appropriate means to publicize the position; solicit, review and investigate the search and call papers of prospective candidates; interview the candidate(s) that the Committee deems acceptable; perform due diligence on the candidate or candidates to be submitted to the Board, including, but not limited to, a background check; submit to the Board a written report containing the candidate(s)' information, the findings of the Committee's investigation and due diligence, and the recommendation of the Committee with respect to compensation and any nonstandard terms of employment; and at all times respect the confidentiality requested by the candidate(s).

E. SELECTION PROCESS. In order to contract with a Senior Settled Minister, the following process must be completed:

1. In a meeting called and noticed for that purpose, the Board shall meet in Closed Session, with only Board and Search Committee members present, whereupon the Search Committee shall present to the Board its findings, recommendations and such supplemental information as appropriate. The Board shall undertake such further enquiries, investigations or due diligence as may be

appropriate and shall also determine the terms of employment in accordance with F. below. In order to recommend a candidate to the Congregation at least a two-thirds majority of the Board members voting must vote in favor.

2. Upon an affirmative vote of the Board, the candidate shall be referred to the Congregation at a properly called and noticed Congregational meeting, at which the candidate's name and all relevant information concerning the candidate shall be presented. Congregational approval to hire a Senior Settled Minister shall require an affirmative vote by at least two-thirds of members voting.

F. TERMS OF EMPLOYMENT. The engagement of a Senior Settled Minister shall be memorialized in a written contract signed by the Moderator and the Chair of the Personnel Committee and the minister which shall specify the compensation and terms approved by the Personnel Committee and the Board and which shall include the following:

1. A description of the minister's duties including, but not limited to: acting as the spiritual leader of the Church; supervising the Chaplain Corps and the Stephen Ministers; supervising a Pastoral Care Minister or Associate Minister, if any; managing and directing all employees of the Church; submitting staff evaluations to the Personnel Committee; and submitting periodic reports to the Board.
2. The duration of the employment.
3. The termination procedures and rights of both parties.

4. A mechanism for dispute resolution.
5. Such other provisions as may be mutually agreed.

G. DIRECTOR OF PASTORAL CARE. The Board, by a majority vote of those Board members voting shall have the authority to approve the employment of one or more Directors of Pastoral Care, provided that:

1. The Board ensures there has been compliance with the procedures of the Personnel Committee and that investigation and due diligence generally as described in Article IX.D above has been completed and reported to the Board.
2. The Board, the Personnel Committee and the candidate have agreed to the terms of a written contract specifying compensation, duties, duration, termination rights and such other provisions as the board may require.

## **ARTICLE X**

### **GENERAL TERMS**

These general terms shall apply to these bylaws:

A. DEFINITIONS.

- a) Program year—shall be from July 1 to June 30 each year.
- b) Budget year—shall be the calendar year.
- c) Closed or Executive Session---shall refer to any meeting of the Board, or portion thereof, at which non board members are excluded. Closed or Executive sessions are only permitted when subjects requiring confidentiality, such personnel or legal issues, or other

matters of which a majority the Board, in good faith, votes to discuss in confidence.

- B. AMENDMENT. Article V and this Article XI.B. can only be amended upon a majority vote of the Congregation at a properly called and noticed Congregational meeting. The remainder of these bylaws may be amended by a two-thirds vote of the Board members present and voting, PROVIDED, however, that the proposed amendment must have been circulated to the Congregation by electronic and/or regular mail at least ten (10) days prior to the Board vote and the Congregation has been given the opportunity to comment upon the amendment.

ADOPTED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_ 202\_\_

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Moderator

Secretary