

## MEMORIAL CHRISTIAN CHURCH (DISCIPLES OF CHRIST) 1/8/06

### Preamble and History

As members of the Christian Church, We confess that Jesus is the Christ, the Son of the living God, and proclaim him Lord and Savior of the world. In Christ's name and by his grace we accept our mission of witness and service to all people. We rejoice in God, maker of heaven and earth, and in the covenant of love which binds us to God and one another. Through baptism into Christ we enter into newness of life and are made one with the whole people of God. In the communion of the Holy Spirit we are joined together in discipleship and in obedience to Christ. At the table of the Lord we celebrate with thanksgiving the saving acts and presence of Christ. Within the universal church we receive the gift of ministry and the light of scripture. In the bonds of Christian faith we yield ourselves to God that we may serve the One whose kingdom has no end. Blessing, glory and honor be to God forever. Amen.

[From the Design for the Christian Church (Disciples of Christ)]

On December 17, 1924, the "Christian Women's Board of Missions, a Corporation organized under the laws of the State of Indiana of the city of Indianapolis" deeded to "The Church of Christ of Ann Arbor, Michigan, a corporation organized under the laws of the State of Michigan," the church property at the corner of Hill Street and Tappan Street in Ann Arbor, upon the following condition: "that if the said, The Church of Christ of Ann Arbor, Michigan should disband or should cease to function as a regular Disciples Church organization, the title to said premises and improvements thereon shall revert to the Grantor herein, its successors and assigns. It is further provided that the grantee herein may lawfully mortgage the fee to said premises and all improvements thereon to The American Christian Missionary Society for the purpose of securing a loan from said Society."

The following Bylaws present the established nomenclature and procedures of the "regular Disciples Church organization" referred to above. As of 1975, the assets of the Christian Women's Board of Missions are held by United Christian Missionary Society of Indianapolis, and provision for mortgaging the fee to said premises and improvements has been extended to the Board of Church Extension of the Disciples of Christ.

### BYLAWS

#### ARTICLE I. NAME

This congregation is known as Memorial Christian Church (Disciples of Christ). The word Memorial is affixed to record the fact that the building was erected at the request of Sarah Hawley Scott, then a resident of Detroit, who had willed her estate to three national Boards of the Disciples of Christ (The Christian Women's Board of Missions, The American Christian Missionary Society, and the Foreign Christian Missionary Society.)

#### ARTICLE II. INCORPORATION AND PURPOSE

On November 8, 1913, the Church of Christ of Ann Arbor, Michigan, now known as Memorial Christian Church (Disciples of Christ), filed with the Secretary of State at Lansing, Michigan, Articles of Association expressing the desire to become incorporated under the provision of Act No. 209 of the Public Acts of Michigan for 1897, as amended and entitled "an act to revise, amend and consolidate the laws for the incorporation of Churches, religious societies, for the purpose of diffusing moral or religious knowledge."

The purpose of the corporation, as amended in 1976, is fourfold:

1. to make effective the ministry of the church in witness and service to people and to social structures;

2. to establish, receive and nurture a Disciples of Christ Congregation in Ann Arbor, providing help, counsel and pastoral care to its members and to ministers and other Disciples of Christ congregations in their mutual relationships;
3. to relate to the three manifestations of the Church--congregational, regional and general--so that each is able to carry out its mission as part of the whole Church;
4. to strive for the unity of the Church by developing ecumenical relationships.

### ARTICLE III. RELATIONSHIPS

Memorial Christian Church shall be affiliated with the District, Regional and General manifestations of the Christian Church (Disciples of Christ) or its successors. It shall maintain cooperative relationships with the Michigan Ecumenical Forum, the National Council of Churches of Christ in the U.S.A., the World Council of Churches, their successors, and other ecumenical bodies.

### ARTICLE IV. CONGREGATIONAL AUTHORITY AND MEETINGS

1. The membership of Memorial Christian Church shall consist of those who by confession of faith in Jesus as Lord, through baptism, or by reaffirmation of their faith, or by transfer of membership from another Christian body shall indicate their desire to be part of this congregation. Annual classification of membership by the Board of Elders shall be as follows:

A. Participating Members, who exercise a continuing interest in the Congregation in one or more of the following ways: attendance, giving, activity, or expressed concern--regardless of place of residence.

B. Associate Members, who wish to identify with the Congregation while in this community but who prefer to maintain membership with a home congregation.

C. Non-participating Members, who, regardless of place of residence, no longer exercise interest in the fellowship. When any person is classified as a non-participating member, that person shall be so informed by the Board of Elders.

The Official Board shall make a biennial review of those listed in these categories. Persons listed as non-participating for a period of five years will no longer be counted on the official membership list reported to the YEARBOOK OF THE CHRISTIAN CHURCH (Disciples of Christ).

2. The Congregation shall consist of those in the above categories of "participating members" and "associate members." Final authority in all matters of Church policy and business shall be vested in the Congregation. Questions concerning the calling or dismissal of pastors, the election of officers, authorization for the sale or purchase of property, erection of new buildings or major remodeling of existing facilities, and borrowing of funds, amending of these Bylaws, and establishment of the annual budget will be put to vote of the Congregation in a meeting called according to the provision of this article. Non-participating members who declare to the Board of Elders their interest in again becoming participating or associate members, can, upon approval of the Board of Elders, be reinstated, with vote, at the next Congregational Meeting.

3. The Annual Meeting of the Congregation will be held in November, or on a later date to be selected by the Official Board, with the date and the agenda set by the Official Board to be announced to the membership by mail at least two weeks prior to said date. At this Annual Meeting the officers provided for in

Article V shall be elected for the next calendar year. Reports shall be given by the pastor, financial secretary, treasurer, Administrative Council and Commissions of Nurture and Mission. The Official Board shall present a recommendation for the next year's annual budget, which shall be acted on by the Congregation. The Moderator(s) shall preside, and the Church Clerk act as secretary for the Annual Meeting. During the month of January a written report shall be made available to the congregation containing those reports named above and any others pertinent to the ministries of the congregation.

4. Special Meetings of the Congregation may be called by the Official Board, the Moderator(s), or at the written request of any 10 members of the Congregation. The date and agenda of such meetings shall be announced to the membership by mail at least one week prior to the date set.

5. A quorum for the Annual or Special Meetings of the Congregation shall consist of no less than 35 members present.

6. Procedural matters, other than those detailed in these Bylaws, shall be handled by Robert's Rules of Order.

7. The Fiscal Year for Memorial Christian Church shall be the calendar year.

#### ARTICLE V. OFFICERS AND ELECTIONS

1. At its Annual Meeting, the Congregation shall elect members of the Congregation to fill the following offices:

A. A Moderator or Co-Moderators, who shall serve as chairperson(s) of the Congregation, the Official Board, and the Administrative Council.

B. A Vice-Moderator, who shall assist the Moderator(s), and in the absence or request of the Moderator(s), serve as chairperson of the Congregation, the Official Board and/or the Administrative Council.

C. A Secretary, who shall keep records of the meetings of the Official Board and the Administrative Council.

D. A Financial Secretary, who shall receive funds and keep records of receipts and gifts, sending regular giving reports to all givers of record. The congregation may also choose to elect an Assistant Financial Secretary.

E. A Treasurer, who shall keep the accounts and make disbursements according to budget allocations and as directed by the Official Board. The congregation may also choose to elect an Assistant Treasurer.

F. A Church Clerk, who shall keep records of the meetings of the Congregation, keep membership records and handle correspondence regarding transfers of membership and perform other designated responsibilities.

G. Nine to twelve Elders, who together shall form the Board of Elders and perform the duties listed under Article X.

H. Twelve to twenty-four Deacons, who shall together form the Board of Deacons and perform the duties listed under Article IX.

I. A Chairperson or Co-Chairpersons of the Commission of Nurture.

J. A Chairperson or Co-Chairpersons of the Commission of Mission.

K. Three Trustees who shall manage the investments and permanent funds of the church.

The above named officers shall serve as members of the Official Board.

2. The tenure of the above named officers shall be one year, or until their successors have been elected at the next Annual Meeting, except in the case of Elders and Deacons, who shall normally serve for three-year terms, with one-third of the Elders, Deacons and trustees elected each year.

3. The nominating committee, consisting of 4 persons, shall be appointed by the Moderator(s) subject to approval of the Official Board. They shall be chosen to include two persons who are members of the Official Board and two who are not, and with concern that the committee membership be representative of the total congregation. The Moderator(s) shall serve as chairperson(s) of the nominating committee and in case of tie will have a vote. The committee shall make nominations for the officers named in this article, and for such other positions as the Official Board may desire nominations to be presented. It shall select nominees to the Official Board with concern that the Official Board be representative of the entire Congregation. All nominees shall be contacted by the committee and be informed of the duties pertaining to the office in question before names are publicized. The report of the committee shall be posted in the narthex of the churchhouse for at least one week immediately preceding the Annual Meeting. Nominations may also be made from the floor of the Annual Meeting, provided the individual nominated has given prior consent for his or her name to be placed in nomination.

4. In the event of a vacancy in the roster of officers, the Official Board shall have the power to elect persons to fill the vacancies. Where persons are named by the Official Board to fill unexpired terms beyond the next Annual Meeting, they shall be presented for confirmation at that Annual Meeting.

#### ARTICLE VI. LEGAL RESPONSIBILITIES

The following regularly elected officers of the Congregation: Moderator(s), Vice-Moderator, Financial Secretary and Treasurer, shall have authority to receive or acquire property, either by gift, or purchase, and to hold and dispose of the same as directed by the Official Board.

#### ARTICLE VII. THE OFFICIAL BOARD

1. Purpose: There shall be an Official Board, established by the Congregation. It shall be the duty of this Official Board

A. To consider and recommend to the Congregation those general policies which will relate the Christian Gospel to our day and people.

B. To administer the program of the Church through the Administrative Council and Commissions designated herein.

C. To manage and control the business of Memorial Christian Church. Final authority in all matters, however, shall be vested in the Congregation as designated in Article IV, Section 2.

2. Membership: The Official Board shall be comprised of the officers elected by the Congregation according to Article V. The pastor(s) and the immediate past Moderator(s) shall be ex-officio members without right of vote.

3. Meetings: Regular meetings of the Official Board shall be held at least once each quarter. Special meetings of the Official Board may be held upon call of the Moderator(s), who shall be obligated to call a special meeting upon written request by the pastor or by any three members of the Board. The Secretary of the Board shall see that notice

of meetings are sent to all members of the Official Board at least four days prior to regular meetings and seven days prior to special meetings. Notice of special meetings shall state the purpose or purposes of such meetings.

4. Quorum: Ten (10) members present at any regular or special meeting of the Official Board shall constitute a quorum.
5. Business: The Official Board shall determine its own order of business.
6. Absentee Members: In the event any member of the Official Board is absent without excuse for four consecutive regular meetings, the Moderator(s) shall request the pastor or designee to call on that person and discuss that person's participation.

#### ARTICLE VIII. COMMISSIONS, COUNCIL, AND COMMITTEES

1. Administrative Council: The Administrative Council shall consist of the Moderator(s) as its chairperson(s), Vice-Moderator, Secretary, Financial Secretary, Assistant Financial Secretary (if one is elected), Treasurer, Assistant Treasurer (if one is elected), Church Clerk, chairperson of the Board of Elders, chairperson of the Board of Deacons, and the Chairpersons of the Commissions of Nurture and Mission, chairpersons of the Trustees and the Personnel and Property committees and others who maybe approved by the Official Board. The pastor and the immediate past Moderator(s) and Commission Chairpersons shall be ex-officio members of the Administrative Council, without vote.

Between meetings of the Official Board, the Administrative Council shall carry on the work of the Church, subject in all matters to the review of the Official Board. Its major responsibilities shall include:

A. Finance and Stewardship--This shall include supervising church finances, seeing that financial reports and budget projections are made, and programming stewardship education.

B. Personnel -- The Moderator(s), with approval of the Official Board, shall appoint at least three (3) persons to act as a Personnel Committee responsible to the Administrative Council. The Personnel Committee's responsibilities will include the following:

- i. An annual review of all employment contracts, recommendation of staff salaries, and approval of vacation schedules via requests to the pastor.
- ii. Preparing job descriptions, searching for and interviewing candidates, and recommending persons for employment.
- iii. Advising the professional staff concerning staff priorities, strategy, standards and problems and serving, if appointed, on a pastoral search committee (See Article XI).

C. Property Management--It shall be responsible for the maintenance, administration, and care of all church property, studying the needs for and recommending improvements, superintending the work of the custodian, caring for the grounds and keeping properties adequately insured against loss or damage. It shall administer the proceeds and earnings of trusts and bequests, in accordance with directions specified by the donor and the Official Board. It shall develop and review annually a property use policy and administer such policy as it relates to use by outside groups.

D. Coordination of Planning -- It shall serve as the coordinating body to facilitate the total work of the Congregation as planned and carried out by the various commissions and organizations.

E. Emergency Aid Committee--The Moderator(s), with the approval of the Official Board, shall appoint at least three (3) persons to act as an Emergency Aid Committee responsible to the Administrative Council. The Emergency Aid Committee shall be responsible for receiving and responding to requests for help from both members and non-members, and be authorized to make grants and loans from the Emergency Fund. The Administrative Council shall give support and aid to the Emergency Aid Committee.

2. Non-administrative activities of the congregation shall be organized under the following two Commissions, which shall be responsible to the Official Board through the Administrative Council.

A. Commission of Nurture: The Commission of Nurture shall seek to inspire, recruit, organize and enable members of the church to grow in their understanding, commitment and skills as disciples of Christ. The Commission shall organize its work in ways that best fulfill its purpose. It may delegate certain tasks and/or areas of work to individuals, task forces, or committees which shall report regularly to and be responsible to the Commission. The work of the Commission shall be subject to review of the Official Board. The concerns of this Commission shall include, but not be limited to, the following areas of Church life:

|                   |                   |                            |
|-------------------|-------------------|----------------------------|
| Worship           | The Church School | Camp and Conference Events |
| Youth Ministry    | Adult Education   | Mutual Support Ministries  |
| Campus Ministry   | Evangelism        | Leadership Development     |
| Fellowship Groups | Family Life       | Music and other Arts       |

B. Commission of Mission: The Commission of Mission shall bear responsibility for planning, coordinating, giving leadership to and expediting the church's mission within and through the local congregation. "Mission" as used here, will include the sharing of Christian faith by word and deed, at home and abroad, alone and with church bodies and other groups. The work of the Commission shall be subject to the review of the Official Board. Through individuals, task forces or committees, the Commission will seek to call attention to and involve the membership of the Congregation in the work of mission. The concerns of the Commission shall include, but not be limited to, the following specific areas:

|                   |                      |                                |
|-------------------|----------------------|--------------------------------|
| Church in Society | Church Extension     | Benevolence and Social Welfare |
| World Outreach    | Ecumenical Relations | Christian Witness              |

## ARTICLE IX. THE BOARD OF DEACONS

1. The Congregation shall elect as Deacons twelve (12) to twenty-four (24) persons whose interest, faithfulness, and concern for others commend them for the responsibilities stated below. They shall together form the Board of Deacons and be accountable to the Official Board.

2. Responsibilities of the Board of Deacons will include the following:

A. Assistance in the conduct of the services of worship, including preparation of the Lord's Table and serving of the elements, receiving the offerings, and ushering.

B. Maintenance of the communion service, including cleaning after each use.

C. Assistance in the administration of the ordinance of Christian Baptism, and maintenance of the necessary baptismal properties.

D. Manifesting the Church's concern for persons, particularly by attending to those with special needs, whether material, social, or spiritual.

E. Regular participation in the meetings of the Official Board, and elective participation and/or assignment to the work of the Official Board and its Commissions.

3. The Board of Deacons will be convened by the Moderator(s), as soon as possible, but no longer than one (1) month after the Annual Congregational Meeting, in order to organize its work and elect its own chairperson for the year. It shall meet at such other times as are deemed necessary in order to fulfill the responsibilities listed. The chairperson shall serve as a member of the Administrative Council.

## ARTICLE X. THE BOARD OF ELDERS

1. The Congregation shall elect as Elders, nine (9) to twelve (12) persons whose maturity in understanding and expression of our faith commends Christian discipleship to others and inspires their confidence. Together with the pastor(s), they shall constitute the Board of Elders to be accountable to the Official Board. Its function shall be to facilitate the pastoral ministries and offer spiritual leadership to the congregation.

2. Responsibilities of the Board of Elders will include the following:

A. Helping the Congregation and its members to understand and implement our faith in our time.

B. Sharing with the pastor in the ministries of shepherding,

C. Offering counsel to the pastor.

D. The Congregation's celebration of the sacraments, particularly the Lord's Supper, at which an Elder will normally preside.

E. Facilitating a ministry of reconciliation where division, misunderstanding or other problems threaten the well being of the Congregation or its members.

F. Regular participation in the meetings of the Official Board, and elective participation in and/or assignment to the work of the Official Board and its Commissions.

G. The Church's concern for its ministry, including recruitment and nurture of those preparing for professional ministries and church vocations.

3. The Board of Elders will be convened by the Moderator(s) as soon as possible, but no later than, one month after the Annual Congregational Meeting, in order to elect its own chairperson, who shall also serve as a member of the Administrative Council. Other meetings will be called as deemed necessary for the Board of Elders to fulfill its responsibilities.

## ARTICLE XI. THE TRUSTEES

1. The Congregation shall elect as Trustees, three (3) persons who have an interest in financial matters and whose function is to manage the investments and permanent funds of the church.

2. Responsibilities of the Trustees include the following:

- A. Meet with dates and times to be set by the Trustees.
- B. Elect their own officers (Chair, Vice-Chair and Secretary) from their own number each year as needed.
- C. Promote contributions to the funds of the church.
- D. Provide written reports to the Official Board at least annually which shall include a list of new gifts received, income received and the total value of each fund.
- E. Provide income annually from The Permanent Fund to the Administrative Council.
- F. Invest the corpus of The Permanent Fund subject to the confirmation of the Official Board.

## ARTICLE XII. PROFESSIONAL STAFF

The work and program of the Church shall be coordinated and administered by the senior pastor, as designated by the congregation, and such additional staff members as may be warranted and authorized by Congregational and/or Official Board action. The senior pastor shall be the chief administrative officer, with executive responsibility for the total program. The senior pastor shall serve as ex-officio member, without vote, on the Official Board and all Commissions and committees. The pastor(s) shall represent the Congregation in Disciples of Christ and ecumenical interests, in accordance with basic policies, goals and objectives adopted by the Official Board, unless another representative is designated.

1. When directed by the Official Board and subject to its approval, the Moderator(s) shall appoint a Pastoral Search Committee, which will include at least one member of the Personnel Committee.
2. In seeking new pastoral staff members, the Congregation will make use of the counsel of the Christian Church Michigan Region, and observe the personnel guidelines of that body. Further personnel guidelines may be drafted and approved by the Official Board or Congregation.
3. A job description will be prepared as part of the process of seeking new staff members, and the Congregation and staff person concerned will agree upon a written contract that states the terms of employment.
4. In the event of disagreement between staff members and the Congregation, the counsel of the Regional Minister of the Christian Church Michigan Region will be employed and the personnel guidelines of that body observed.

## ARTICLES XIII. AMENDMENTS

These By-laws may be amended by a two-thirds vote of those members voting at a regular business session of the Annual Congregational Meeting provided that any proposed change has been approved by a two-thirds vote of the members of the Official Board voting at a regular meeting; and that a copy of the proposed change has been communicated to the Congregation verbatim, by mail and in the Church newsletter, at least four (4) weeks preceding the date of the Annual Congregational Meeting. Amendments may also be made at a special Congregational Meeting called by the Official Board, with the same provisions.