

**Proposed Amendments to Bylaws
to be voted on at
Foothills Congregational Church
Annual Meeting
January 29, 2012**

Key to understanding the format:

1. The purpose of proposed Amendment is set forth at the beginning of each proposed change.
2. Bylaw changes are shown as follows:
 - a. words to be eliminated are struck through
 - b. words to be added are in *italics* and underlined
3. "New" Bylaw is presented in clean copy for ease of reading.
4. Each Bylaw is separated by a page break.

**Article VI
Executive Council**

Section 1 – Executive Council

Purpose of proposed Amendment:

1. Eliminate pastoral staff as ex-officio members of Executive Council as this is not our practice.

2. Clarify that the designation of the church's contribution to the Northern California Nevada Conference (NCNC) is an Executive Council responsibility.
Note: You will find the Outreach Board's responsibility related to the disposition of Undesignated Outreach funds in the proposed Amendment to Article VII, Section 4 on page 7.

**Article VI
Executive Council**

Section 1 - Executive Council

A. Membership

The Executive Council, being composed of the elected representatives of the Church active membership, is the executive body of the Church, and all Officers, Boards and Committees shall be responsible ultimately to the Executive Council. The membership of the Executive Council shall consist of the following persons:

- The Moderator, who shall serve as chairperson
- The Vice Moderator

- The Clerk
- The Chairperson of each Board
- Members-at-large

One member-at-large for each one hundred members or fraction thereof, who are active members of the Church, and shall be elected at the Annual Meeting for a term of three (3) years, and may not be re-elected without a one-year break.

- The Minister(s), as ex-officio member(s)
- ~~The Pastoral staff, as ex-officio member(s)~~

B. Responsibilities of the Executive Council

The Executive Council is the principal governing and policy-making body of the Church and shall act for the membership. The primary duties of the Executive Council include the following:

- to establish key policies and ensure that they are followed.
- to provide leadership and coordination of the work of the Boards and Committees.
- to assign Boards the primary responsibility for support of their respective staff and overseeing their work.
- to exercise oversight and control of finances and assets, including recommending both the annual *operating and outreach* budgets to the congregation.
- to recommend the percentage of the Undesignated Outreach Funds from member contributions that is to go to the Northern California Nevada Conference (NCNC) of the United Church of Christ for the work of both the NCNC and the National Conference of the United Church of Christ
- to approve and execute Church contracts subject to such approval of the membership as provided in these Bylaws. This shall include approval of all staff contracts other than ministers.
- to appoint delegates to represent the Church at meetings of the Northern California Nevada Conference of the United Church of Christ and other bodies of the Church as necessary.
- to develop long range plans.
- to ensure that the Bylaws and Procedures manuals are maintained and current.
- to encourage development of lay leadership
- to establish a Stewardship Committee for the purpose of interpreting the ministry of the church and enlisting financial support of members and friends.
- to appoint other committees and task forces as necessary to carry out specifically designated responsibilities.

Although the Executive Council acts for the membership of the church there are however, certain matters that shall be referred to the Congregation for decision. These shall include:

1. Calling a Minister
2. Executing final action on any major financial program.
3. Referring to the Congregation for final action those matters that the Executive Council decides important enough to require a vote of the Congregation.

Clean copy of new Bylaw:

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- to assign Boards the primary responsibility for support of their respective staff and overseeing their work.
- to exercise oversight and control of finances and assets, including recommending both the annual operating and outreach budgets to the congregation.
- to assign the portion of outreach funds that will be contributed to the Northern California Nevada Conference (NCNC) of the United Church of Christ for the

work of both the NCNC and the National Conference of the United Church of Christ.

- to approve and execute Church contracts subject to such approval of the membership as provided in these Bylaws. This shall include approval of all staff contracts other than ministers.
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Article VII
Boards and Committees

Purpose of proposed Amendment:

1. Define term limits for Boards and Committees
2. Clarify where Boards and Committees are governed by the same set of rules and where there are differences. To accomplish this, we will also make changes to sections of Article VIII.

Article VII
Boards and Committees

Boards and Standing Committees have the responsibilities for carrying out the Church programs. They are established to foster, develop, promote and oversee the work, the worship and the mission of the Church.

Section 1 – Membership

A. All Boards (which includes the Diaconate) and Standing Committees shall be composed of persons who are active members of the Foothills Congregational Church except where an exception is made by action of the Executive Council.

B. Terms of office for all Board members shall be three (3) years with terms of office so arranged that approximately one third (1/3) of all elected members of each Board shall be elected each year at the Annual Meeting.

C. Board members shall not serve more than two (2) full terms without a break of at least one year. Prior service of a partial term shall not count for this purpose.

D. Terms of office for Standing Committees are defined in Article VIII

E. Boards and Standing Committees will strive for a balanced representation of gender.

F. Salaried personnel may not be members of any Board or Standing Committee in their field of service.

G. The Chairperson of each Board shall automatically serve on the Executive Council. Standing Committee chairpersons do not serve on the Executive Council.

H. Except as noted, each Board and Standing Committee shall decide its number of members but shall have a minimum of three.

Section 2 – Meetings

A. A quorum for a Board or Standing Committee meeting shall be a majority of its members.

B. Boards and Standing Committees shall hold their first organizational meeting within one month of the Annual Meeting, at which time officers shall be elected.

Clean copy of new Bylaw:

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Article VII
Boards and Committees

Section 4 – Outreach Board

Purpose of proposed Amendment:

1. Change the word “benevolence” to “outreach”, reflecting our common usage.
2. Define the funds that this Board recommends for distribution.

Section 4 - Outreach Board

1. This Board shall promote the involvement of the Church in expression of its social concern in local and world communities.
2. It shall educate and inform the church membership about programs of outreach carried on in the name of the church.
3. It shall supervise the ~~benevolence~~ *outreach* plans of the Church, and shall make recommendations at the Annual Meeting for the distribution of *all undesignated outreach funds not recommended by the Executive Council as our Church’s contribution to the Northern California Nevada Conference, as well as the funds from the Endowment for Outreach.*

Clean copy of new Bylaw

Article VII
Boards and Committees

Section 4 - Outreach Board

1. This Board shall promote the involvement of the Church in expression of its social concern in local and world communities.
2. It shall educate and inform the church membership about programs of outreach carried on in the name of the church.
3. It shall supervise the outreach plans of the Church, and shall make recommendations at the Annual Meeting for the distribution of all undesignated outreach funds not recommended by the Executive Council as our Church’s contribution to the Northern California Nevada Conference, as well as the funds from the Endowment for Outreach.

**Article VII
Boards and Committees**

Section 5 - Faith Development Board

Purpose of proposed Amendment:

1. The structure of this Board changes over time to better serve the needs of the Church. Therefore, we need to simplify the Bylaw to provide only a description of the work and responsibilities of this Board.

2. Simplify the Bylaw to provide only a description of the work and responsibilities of this Board.

**ARTICLE VII
Boards and Committees**

Section 5 - Faith Development Board

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~~1. This Board shall direct the activities associated with faith development and be comprised of the Families with Children Ministry Team, the Youth Ministry Team, the Young Adult Ministry Team and the Adult Education Ministry Team. It shall have primary responsibility for supporting and overseeing those staff members assigned to it by the Executive Council, including making recommendations regarding personnel vacancies and annual compensation.~~

~~2. The Families with Children Ministry Team shall direct the activities of the church school, children's music, young family events and other educational ministries to families with Children. This team shall work with the paid staff to ensure affirming inclusion of families with children in the life of the church.~~

~~3. The Youth Ministry Team shall direct the activities of the Middle School Fellowship and the Pilgrim Fellowship, and maintain relationships with each youth who is part of our church family, seeking to connect them to church programs whenever possible.~~

~~4. The Young Adult Ministry Team shall maintain relationships with and shall direct activities to meet the needs of church members who are away at college and local Active "young adult" Members. The Team shall also direct programs to attract young adults who are not currently members of our church.~~

~~5. The Adult Education Ministry Team shall be responsible for planning and implementing an educational program for adults, which may include, but not be limited to, Forums, Retreats and Bible Study.~~

1. The Board directs the activities of the Church associated with faith development

2. It supports the work of the Associate Minister of Christian Education that is related to the work of this Board.
3. It oversees the work of all staff members responsible to this Board and other educational volunteers who support the work of the Board.
4. It shall make recommendations regarding personnel vacancies and participate in the annual review of staff members responsible to this board.

Clean copy of new Bylaw:

Article VII
Boards and Committees

Section 5 - Faith Development Board

1. The Board directs the activities of the Church associated with faith development.
2. It supports the work of the Associate Minister of Christian Education that is related to the work of this Board.
3. It oversees the work of all staff members responsible to this Board and other educational volunteers who support the work of the Board.
4. It shall make recommendations regarding personnel vacancies and participate in the annual review of staff members responsible to this board.

Article VIII Standing Committees

Section 2 – Pastoral Relations Committees

Purpose of proposed Amendment:

1. To reflect our actual practice and institute a more up-to-date approach.
2. To set membership restrictions and terms of service.
3. To redefine responsibilities of the Committee. For example, our PRCs do not participate in performance reviews of the Ministers, nor do they make salary recommendations. This responsibility lies with Human Resources.
4. To clarify that PRCs exist only for ordained ministers employed by the church.

Article VIII Standing Committees

Section 2 - Pastoral Relations Committees

A separate Pastoral Relations Committee shall exist for each ordained Minister ~~of the~~ employed by the Church. *The committees shall meet at least four times a year, on a quarterly basis. The committee members and the Minister may choose to meet more often.*

A. Membership

1. Each Committee should consist of no more than ~~seven (7)~~ five (5) and no fewer than three (3) active members and the Minister. *No members of this Committee shall serve on the Human Resources Board concurrent with their service on the Pastoral Relations Committee.*

2. The Committee members shall be chosen by mutual agreement of the Moderator, ~~and the Minister~~ and Nominating Committee and shall serve for terms of not more than three (3) years.

3. Approximately one third (1/3) of the members of each Committee shall retire each year and may not serve again until after a break of at least one year.

B. Responsibilities

The responsibilities and functions of each Committee shall include:

1. ~~To act as a communication channel~~ *To improve communication and understanding* between the Minister and the Congregation.

2. ~~To act as an ombudsman to resolve any potential conflicts involving the Minister.~~

~~3. To be a support group for the Minister and family and to insure that their personal needs are met.~~

2. To provide support to the Minister and his or her family.

~~4. To provide a comfortable forum for the minister to discuss any matter in complete confidence.~~

~~5. To establish a regular performance review function and to recommend salary and other compensation changes to the Human Resources Committee.~~

3. To always hold the work of this committee in confidence.

Clean copy of new Bylaw:

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A separate Pastoral Relations Committee shall exist for each ordained Minister employed by the Church. The committees shall meet at least four times a year, on a quarterly basis. The committee members and the Minister may choose to meet more often.

A. Membership

1. Each Committee should consist of no more than five (5) and no fewer than three (3) active members and the Minister. No members of this Committee shall serve on the Human Resources Board concurrent with their service on the Pastoral Relations Committee.

2. The Committee members shall be chosen by mutual agreement of the Moderator, Minister and Nominating Committee and shall serve for terms of not more than three (3) years.

3. Approximately one third (1/3) of the members of each Committee shall retire each year and may not serve again until after a break of at least one year.

B. Responsibilities

The responsibilities and functions of each Committee shall include:

1. To improve communication and understanding between the Minister and the Congregation.

2. To provide support to the Minister and his or her family.

3. To always hold the work of this committee in confidence.

**Article VIII
Standing Committees**

Section 3 – Memorial Gifts Committee

Purpose of proposed Amendment:

1. To clarify membership term limits and standardize format of Bylaw.

Section 3 - Memorial Gifts Committee

Members of this committee shall be elected at the Annual Meeting.

A. Membership

Membership is governed by the same guidelines set forth for Boards in In Article VII, Section 1.

B. Responsibilities

The purpose of the committee is to accept memorial gifts on behalf of the Church as well as to guide donors in the selection of suitable gifts whenever necessary. A summary of committee actions shall be included in the Church Annual Report.

Clean copy of new Bylaw:

**Article VIII
Standing Committees**

Section 3 - Memorial Gifts Committee

Members of this committee shall be elected at the Annual Meeting.

A. Membership

Membership on this committee is governed by the same guidelines set forth for Boards in Article VII, Section 1.

B. Responsibilities

The purpose of the committee is to accept memorial gifts on behalf of the Church as well as to guide donors in the selection of suitable gifts whenever necessary. A summary of committee actions shall be included in the Church Annual report.