

Central Church

118 W. Ashley Street

Jefferson City, MO 65101

Constitution and Bylaws

Adopted December 5, 2021

THE CONSTITUTION

ARTICLE I

NAME AND LOCATION

The name of this church, whose place of worship is located in Jefferson City, Missouri, shall be Central Church.

ARTICLE II

PURPOSE

The purpose of this church shall be to worship God, to preach and teach the gospel of Jesus Christ and to celebrate the sacraments, to promote and practice Christian fellowship and unity within this congregation and the church universal; to serve humanity and to strive for justice and peace.

ARTICLE III

POLITY

- A. This church shall be an independent church not affiliated with any denomination.
- B. The government of this church is vested in its members who exercise the right of control in all its affairs as set forth in the Bylaws. This congregation is not subject to the authority of any ecclesiastical body.
- C. This church is incorporated under the laws of the state of Missouri, as a not-for-profit corporation within the State, and is, therefore, subject to its laws.

ARTICLE IV

FAITH AND COVENANT

- A. This church acknowledges as its sole head, Jesus Christ, the Son of God and Savior of the world. It acknowledges as sisters and brothers all who share in this confession. It looks to the Word of God in the scriptures and to the presence and power of the Holy Spirit to prosper its creative and redemptive work in the world. It affirms the responsibility of the church in each generation to make this faith its own. In accordance with the teaching of our Lord and the practice prevailing among Christians, it recognizes two sacraments: Baptism and the Lord's Supper, or Holy Communion.

B. This church affirms the following expressions of our faith, not as tests, but as testimonies to those beliefs commonly held and cherished:

We believe the Bible to be the inspired and authoritative Word of God.

We believe in the Nicene and the Apostles' Creeds.

We believe in the deity of our Lord Jesus Christ, in His virgin birth, in His sinless life, in His miracles, in His vicarious and atoning death through His shed blood, in His bodily resurrection, in His ascension to the right hand of the Father, and in His personal return in power and glory.

We believe that for the salvation of lost and sinful people, regeneration by the Holy Spirit is absolutely essential.

ARTICLE V

AMENDMENTS

Amendments to this Constitution may be made at any duly called congregational meeting by a two-thirds affirmative vote of the members present. Written notice of any proposed amendment(s) shall have been made two weeks prior to the meeting.

BYLAWS OF CENTRAL CHURCH

CHAPTER I

RESPONSIBILITIES OF THE CONGREGATION

Section 1: The administrative and legislative authority of Central Church is vested in the congregation duly called and assembled in accordance with these Bylaws. It is the prerogative of the members attending congregational meetings to decide such questions as: the buying and selling of property; the call and termination of a pastor and/or associate pastor(s); and the questions of the polity of the congregation, as well as changes in the Constitution. The congregation must also approve all expenditures in excess of \$10,000 and any changes to the \$3,500 limit for securing bids.

Section 2: The congregation shall elect a church council to oversee the administrative and spiritual activities of the church. The Church Council shall be vested with powers and duties as provided in these Bylaws.

CHAPTER II

CONGREGATIONAL MEETINGS

Section 1: The official year of the congregation shall be from January 1 through December 31.

The congregation shall have an annual meeting held in January and such other meetings as are provided in these Bylaws. The date, time, and place of the annual meeting shall be determined by the Church Council.

Section 2: A congregational meeting for the election of the Church Council and the approval of the annual budget shall be held during a worship service in November. The date and time of the meeting shall be announced with the distribution of the proposed budget and the slate of nominees. The meeting shall be scheduled at least 14 days following the distribution of the information.

Section 3: Special meetings of the congregation may be called by the Church Council or by a petition to the Church Council signed by not less than five percent (5%) of the voting members. The call for such a meeting shall be issued not more than 14 days after the request has been received. Only such business as has been mentioned in the call may be transacted at any special meeting of the congregation.

Section 4: Proper notice of the annual meeting, or any special meeting of the congregation, shall be deemed to have been given if the date, time, place, and purpose of the meeting have been announced at least 14 days preceding the date on which the meeting is to be held.

Section 5: Ten percent (10%) of the voting members of Central Church, as of January 1 each year, shall constitute a quorum for that year. Voting at any meeting of the congregation may be by voice, show of hands, or secret ballot at the discretion of the President. Only those members in good standing and present at the meeting when the vote is taken are eligible to vote.

Section 6: Robert's Rules of Order shall be used to conduct all congregational meetings.

CHAPTER III

MEMBERSHIP

Section 1: Members of the congregation shall be those persons on the roll of the congregation at the time these Bylaws are adopted and those who are admitted thereafter.

Section 2: It shall be the privilege and duty of members to participate in the spiritual life of the church and to support the work of this congregation and its benevolences through contributions of their time, abilities, and financial resources.

Section 3: Membership in Central Church shall be initiated through the Senior Pastor.

Section 4: Membership Classifications

4.1 Members are baptized persons who have been duly received as communicant members of the congregation by confirmation, letter of transfer, or by affirmation of faith. Communicant members in good standing are entitled to voice and vote, and are eligible to hold congregational office subject to Chapter IV, Section 7 of these Bylaws.

4.2 Associate members are persons holding membership in other Christian congregations who wish to have a relationship with this congregation. They have the privileges and duties of membership except for voting or eligibility to hold a congregational office.

CHAPTER IV

THE CHURCH COUNCIL

Section 1: The Church Council serves as the elected representatives of the congregation to provide leadership and to support the clergy and staff in the administrative and spiritual activities of the church.

Section 2: The Church Council shall consist of the President, President-Elect, Past President, Secretary, Treasurer (who chairs the Finance Ministry), and chair of each of the other ministries (Communications, Human Resources, Property Management, Congregational Life, Faith Formation, Mission & Outreach, and Worship & Music). All clergy shall serve as ex-officio members of the Church Council with voice but no vote.

Section 3: The Church Council shall transact the business of the congregation. Responsibilities include the following:

- 3.1 meet regularly and maintain accurate records of its proceedings and actions
- 3.2 annually establish a quorum for congregational meetings based on an updated membership roster
- 3.3 recommend an annual budget for adoption by the congregation and supervise the expenditures of all funds following adoption
- 3.4 obtain congregational approval for non-budgeted expenditures exceeding \$10,000
- 3.5 seek three bids for expenditures exceeding \$3,500
- 3.6 appoint an internal auditor or audit committee and/or secure an external audit as necessary
- 3.7 create and oversee special and ad hoc committees
- 3.8 ensure that the church has an overall sense of its purpose and mission
- 3.9 engage in strategic planning that accomplishes the purpose and mission of the church
- 3.10 review and evaluate church activities to ensure consistency with the mission and purpose of the church
- 3.11 formulate, adopt, and implement policies and procedures necessary to carry out the mission and operation of Central Church consistent with its Constitution and Bylaws
- 3.12 establish a Search and Call Committee for the purpose of identifying candidates to fill a pastoral vacancy
- 3.13 recommend to the congregation a final candidate for a pastoral vacancy
- 3.14 recommend to the congregation the termination of a pastoral relationship
- 3.15 approve the hiring of all non-clergy staff
- 3.16 other duties as outlined in the Policies and Procedures

Section 4: Special meetings of the Church Council may be called by the President, Senior Pastor, or a majority of the Council members. Any special meeting held by the Church Council shall be limited to the purpose(s) for which it was called.

Section 5: Decisions of the Church Council shall be made by consensus of all members present at a meeting. If, however, a consensus cannot be reached, the President shall so declare and action shall be taken by majority vote of the Council members present.

Section 6: Meetings of the Church Council may be held face to face or via electronic communication in which all members participating may simultaneously hear each other. Action item(s) may also be presented for email vote by the President. However if any member of the Church Council objects to an email vote, the item will be considered at the next meeting of the Church Council. Only Council members present, either face to face or electronically, may participate in decision making.

Section 7: Not more than two members of an immediate family (the same household) can serve on the Church Council at the same time. Immediate and/or extended members of the clergy's family may not serve on the Church Council. Members of the church who are employees of the church may not serve on the Church Council until two years after their employment ends.

CHAPTER V

OFFICERS OF THE CONGREGATION

Section 1: The officers of the Church Council shall consist of the President, President-Elect, Past President, Secretary, and Treasurer.

Section 2: The President-Elect, Secretary, and Treasurer shall be elected by the congregation. The Secretary and Treasurer shall serve a term of two years. The Secretary and Treasurer will be eligible to serve a second consecutive term but will not be eligible to be elected again to the Church Council for a period of two years after having served a second full term. The President-Elect will serve as President-Elect, President, and then Past President for a total of a three year term. The Past President will not be eligible to be elected to the Church Council for a period of two years after having served a full three year term as President-Elect, President, and Past President.

Section 3: The President works in partnership with the Senior Pastor to achieve the mission and programs of Central Church and to enhance the relationship between the Church Council and staff. Responsibilities include the following:

3.1 calls all meetings of the Church Council

3.2 presides at all meetings of the Church Council and the congregation

- 3.3 serves as an ex-officio member of all ministries and committees of the Church Council and congregation
- 3.4 along with the Secretary signs all contracts, loans, and deeds in the name of the congregation
- 3.5 with approval of the Church Council may declare a vacancy in any Council position and appoint a replacement to fill the unexpired term
- 3.6 other duties as outlined in the Policies and Procedures

Section 4: The President-Elect assists and supports the President in the duties of that office. Responsibilities include the following:

- 4.1 presides at meetings of the Church Council and congregation when the President is not present or when a conflict of interest pertaining to the President arises
- 4.2 serves as an ex-officio member of all ministries and committees of the Church Council and congregation
- 4.3 other duties as outlined in the Policies and Procedures

Section 5: The Past President provides advice and support to the President and assists in the transition of the incoming Church Council. Responsibilities include the following:

- 5.1 chairs the Nominating Committee
- 5.2 other duties as outlined in the Policies and Procedures

Section 6: The Secretary keeps a record of all actions of the Church Council and the congregational meetings. Responsibilities include the following:

- 6.1 manages all official correspondence of the Church Council and congregation
- 6.2 along with the President signs all contracts, loans, and deeds in the name of the congregation
- 6.3 keeps a record of all current minutes, reports, correspondence, etc.
- 6.4 oversees the official roster of church membership
- 6.5 other duties as outlined in the Policies and Procedures

Section 7: The Treasurer oversees the management and reporting of the church finances. Responsibilities include the following:

- 7.1 serves as Chair of the Finance Ministry

- 7.2 oversees the development of financial policies that support the mission and goals of the church
- 7.3 works closely with the Senior Pastor on the development of the annual budget
- 7.4 ensures that the annual budget is presented to the congregation
- 7.5 signs all checks and ensures that all payments approved by the Church Council are made
- 7.6 keeps the Church Council informed of financial matters
- 7.7 oversees all monies received by the church
- 7.8 other duties as outlined in the Policies and Procedures

CHAPTER VI

CHURCH MINISTRIES

Section 1: The church ministries shall consist of Communications, Finance, Human Resources, Property Management, Congregational Life, Faith Formation, Mission & Outreach, and Worship & Music. The Communications, Finance, Human Resources, and Property Management ministries will primarily serve an administrative function and the Congregational Life, Faith Formation, Mission & Outreach, and Worship & Music will primarily serve a spiritual function.

Section 2: The chair of each ministry shall serve on the Church Council for a term of two years and shall be approved by the congregation as part of the annual elections process. Each chair will be eligible to serve a second consecutive term. The chair shall not be eligible to be elected again as that ministry chair for a period of two years after having served a second full term.

Section 3: Responsibilities of the ministries include the following:

- 3.1 recommend a ministry chair that will be confirmed by the congregation as part of the elections process
- 3.2 meet regularly to oversee and conduct the work of the ministry
- 3.3 prepare a ministry budget to present to the Finance Ministry and the Church Council
- 3.4 prepare reports for the Church Council and congregation regarding the work of the ministry
- 3.5 recommend the creation and/or revision of policies and procedures appropriate to the work of the ministry
- 3.6 other duties as outlined in the Policies and Procedures

Section 4: Administrative Ministries

- 4.1 The Communications Ministry oversees the formal and informal communications within the church and between the church and the broader community.
- 4.2 The Finance Ministry oversees the finances and investments of the church. This includes responsibility for the annual budget, expenditures, investments, inventory, and stewardship including planned giving. Responsibilities include the following:
 - 4.2.1 review and recommend an annual budget to the Church Council
 - 4.2.2 oversee receipts and expenditures during the budget year
 - 4.2.3 recommend contractual accounting services and investment advisory firms
 - 4.2.4 procure adequate bonding coverage
 - 4.2.5 procure insurance on church property and contents and monitor adequacy of coverage
 - 4.2.6 other duties as outlined in the Policies and Procedures
- 4.3 The Human Resources Ministry ensures that policies, procedures, and processes are in place to support staff and lay leaders and to encourage a strong partnership between them. Responsibilities include the following:
 - 4.3.1 Develop, recommend, and monitor policies, rules, and practices that comply with Federal and State labor laws
 - 4.3.2 With Senior Pastor involvement, oversee the hiring process for open positions and present hiring recommendations, including salary and benefit recommendations, to the Church Council for all staff except ordained clergy
 - 4.3.3 Oversee the performance evaluation process and annually conduct the performance review of the Senior Pastor
 - 4.3.4 Periodically review current staffing patterns and make recommendations to the Finance Ministry/Church Council regarding changes needed
 - 4.3.5 Other duties as outlined in the Policies and Procedures

4.4 The Property Management Ministry oversees the maintenance, repair, and enhancement of the physical property of the congregation including, but not limited to, the main church building(s) and Sanders Farm. Responsibilities include the following:

4.4.1 solicit bids and recommend selection of bidders to the Church Council for any projects requiring bids

4.4.2 oversee project progress and completion

4.4.3 other duties as outlined in the Policies and Procedures

Section 5: Spiritual Ministries

5.1 The Congregational Life Ministry builds a sense of community within the congregation and provides opportunities for meaningful interaction and fellowship among members. This includes hospitality initiatives, welcoming visitors, and integrating new members into the life of the church as well as promoting special events and providing regular fellowship activities.

5.2 The Faith Formation Ministry works with the clergy to build and promote an effective program of Christian Education and spiritual growth for all members, coordinate Christian Education programs, and explore programs and strategies to strengthen the spiritual life of members.

5.3 The Mission & Outreach Ministry identifies and coordinates the outreach/community activities of the church that are compatible with the church's mission and demonstrate the church's efforts to live out faith.

5.4 The Worship & Music Ministry works with the clergy and Director of Music to plan, implement, and coordinate the worship activities of the church.

5.5 Other duties of each spiritual ministry are outlined in the Policies and Procedures.

CHAPTER VII

CLERGY

Section 1: The Senior Pastor and any Associate Pastor(s) shall constitute the clergy of Central Church. The Associate Pastor(s) shall work under the counsel of the Senior Pastor. A pastor shall be a minister with ordained ministerial standing as approved by Central Church.

Section 2: A pastor shall be called by the congregation for an indefinite period of time.

Section 3: In order to terminate the pastoral relationship, three months' notice shall be given by either pastor or congregation unless another arrangement can be made by mutual consent.

Termination of pastoral relationships shall be in accordance with the procedures stated in the Call Agreement for that Pastor, if they exist.

Section 4: General duties of all clergy shall include the following:

- 4.1 keep records of all services performed
- 4.2 make an annual report to the congregation
- 4.3 serve as an ex-officio member of all ministries and committees of the congregation
- 4.4 other duties as outlined in the Policies and Procedures and job description(s)

Section 5: Duties of the Senior Pastor include the following:

- 5.1 administer the day-to-day business affairs of Central Church
- 5.2 work closely with the Finance Ministry on the creation and oversight of the budget
- 5.3 serve as the administrator responsible for general supervision of all staff, other clergy, and ministry programs in accordance with Church Council policies and procedures
- 5.4 provide leadership to the Church Council and the congregation in the development and implementation of a mission-focused strategic plan
- 5.5 serve as Central Church's representative in ecumenical and community affairs
- 5.6 approve the performance of any religious ceremony by clergy from outside Central Church

CHAPTER VIII

ADMENDMENTS

Amendments to these Bylaws may be made at any duly called congregational meeting by a two-thirds affirmative vote of the members present. Written notice of any proposed amendment(s) shall have been made two weeks prior to the meeting.