

Prospect Congregational

United Church of Christ

CONSTITUTION

Adopted by a duly convened meeting of the Congregation
March 6, 2016

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**CONSTITUTION OF
PROSPECT CONGREGATIONAL UNITED CHURCH OF CHRIST**

1st adopted in 1908;

Revised in 1948, 1958, 1961, 1963, 1964, 1976, 1981, 1983, 2003, 2005, 2016

ARTICLE I - NAME

The name of this church shall be "Prospect Congregational United Church of Christ."

ARTICLE II - PURPOSE

The purpose of this open and affirming church is to seek and celebrate the spirit of God and to practice the teachings of Jesus by using our gifts to transform ourselves and our community, by welcoming all with radical hospitality and by fostering our mission for social justice, peace and healing.

ARTICLE III - POLITY

This church shall be a part of the United Church of Christ and it shall sustain that relationship to the United Church of Christ described in those portions of the constitution and by-laws of the United Church of Christ, adopted July 4, 1961 and as subsequently amended, relating to local churches.

The government of this church is vested in its members, who exercise the right of control in all its affairs, subject, however, to Laws of the State of Washington relating to not-for-profit corporations.

ARTICLE IV – IDENTITY AND COVENANT

We are an Open and Affirming Church, welcoming all to join us, regardless of religious, national or ethnic background, sexual orientation, economic status or various abilities. We grant to one another liberty of individual interpretation of the Bible and belief in the many expressions of God's image and presence in the world. We seek to be a community that provides encouragement and support for individuals on their spiritual journey.

Our faith manifests itself in the Working Covenant:

Working Covenant

- We covenant to be a welcoming community of God's people
- Drawn together by our common faith in Jesus the Christ
 - Sustained by God's grace and love
 - Committed to a personal search for God.

- We covenant to be a learning community of faith
- Young and old
 - That seeks to understand the roots of our heritage, the guides from other traditions and the emerging truth from our present experience.

- We covenant to be a supporting church family
- To nourish each other
 - To listen and respond to each other's needs
 - To share our resources, talents and skills
 - To celebrate the richness of our church family and of the gifts of God to us.

- We covenant to be open and affirming
- Of ourselves as God accepts us,
 - Of our sexual orientation, gender identity or gender expression
 - Of our different physical, mental and emotional abilities.
 - Of our race or ethnicity
 - Of our economic status
 - Of our ordinariness and uniqueness, in our personal struggles to find God.
 - Of all people as God accepts us all

- We covenant to be good stewards of God's creation
- Healers and anointers of Christ's body, the earth and all life
 - Caretakers of our body, mind and spirit
 - Tithers of our time, talent and treasure
 - Proclaimers of God's care and love by witnessing in the community

(Adopted November, 1978, Revised 1985, 2005, 2021)

ARTICLE V – WORSHIP SERVICES AND SACRAMENTS

Worship Services shall be held every Sunday except when temporarily suspended by a process approved by a vote of the Church Board. The Pastor, in cooperation with the Worship and Music Team, shall propose hours of worship to the Church Board for approval.

This church recognizes Holy Communion and Baptism as Sacraments.

- a) Communion shall be administered monthly, preferably on the 1st Sunday. The invitation to the communion table shall be such as to include all who wish to participate.
- b) A Baptism may be administered either by sprinkling, pouring, or immersion. Adults may choose the form in which the rite shall be administered.
- c) Other services for worship, inspiration, prayer and study shall be determined by the Worship and Music Team.

Article VI – MEMBERSHIP

Responsibilities of Membership:

Membership in this church shall be open to any person upon acceptance of the Working Covenant (Article IV) at a service of worship. Members shall be encouraged to:

- a) Participate in the spiritual life and ministry of the church;
- b) Join with fellow members in furthering the fellowship of the church community;
- c) Make regular financial contributions to the church and its ministries;
- d) Share in the organized work of the church according to ability.

Any person who has been accepted as a member of the church, but who has ceased to participate in church life as outlined above and has indicated a desire to continue membership, shall be considered an inactive member of the church. Inactive members shall not be counted in the membership totals for Conference reporting.

Privileges of Active Membership:

Members of the church may vote on the business of the church and may be elected to the following church offices: Moderator, Treasurer, Church Board, Trustees, Weter-Roberts Board and Pastoral Search Committee.

Members of the church are welcome to receive pastoral services and use of the church building for weddings, commitment ceremonies, funerals, memorials and other major life transitions as allowed by the building use policies.

Members of the church are encouraged to call upon the Pastor and their fellow congregation members for pastoral care and concern in times of need.

Termination of Membership:

The church makes an ongoing effort to sustain active participation of all members. A member may terminate his or her membership by so indicating. Membership may be considered expired if the member has not participated in church life in any fashion for two years or more and has not maintained contact with the church.

ARTICLE VII – GOVERNING BODY

The governing body of this church shall be the membership assembled in a duly called church meeting. The vote of a majority of members present and voting at the meeting shall be the action of the church, unless otherwise indicated in this Constitution. A quorum shall consist of twenty-five percent of the active members.

ARTICLE VIII – MEETINGS

The Annual Meeting shall be held at a date near the end of the fiscal year, the date to be selected by the Church Board. At this meeting:

- a) The budget for the upcoming year shall be proposed for adoption.
- b) Financial reports for the current fiscal year shall be presented by the Treasurer for approval.
- c) Other business as appropriate and necessary shall be transacted.
- d) Yearly reports of the Pastor, Moderators, Treasurer, Church Board, Trustees, Weter-Roberts Board and Ministries shall be presented to the congregation
- e) Moderators, Treasurer, Church Board, Trustees, Weter-Roberts Board and if necessary Pastoral Search Committee shall be elected.

Other Congregational Meetings shall be called by the Moderator(s) either on request of five active members, on request of the Church Board, or on request of the Pastor. The nature of the business for a meeting shall be announced in the newsletter (if time

provides) and shall be announced in the worship bulletin each of the two Sundays preceding the date of the meeting. The following issues are reserved for Congregational decision:

- a) Authorization to purchase, sell, convey, mortgage, encumber, lease or dispose of church properties.
- b) Authorization to make structural changes, add to present structure, or build new structures.
- c) Final action on any major financial programs including adoption of a final budget.
- d) Election of the Moderators, Treasurer, Church Board, Trustees, Weter-Roberts Board and if needed Pastoral Search Committee
- e) Calling of Pastor
- f) Adoption and amendment of the Constitution.

Following Robert's Rules of Order, meetings of the church shall be run by consensus, with votes taken when necessary. "Robert's Rules of Order Newly Revised," most recent edition, shall govern the conduct of the meetings.

All church meetings are open except for those dealing with personnel issues.

Article IX – CHURCH BOARD

The Church Board shall be the executive body of the church. Members of the Church Board shall be the Moderator, Co-Moderator, Treasurer, in addition to 3 to 6 elected members. Each member shall have one vote. The Pastor is a non-voting member of the Board.

Church Board members shall be active members of Prospect Congregational UCC, nominated and elected for one year terms, at the Annual Meeting. Regular meetings shall be held not less than ten times annually. One-half of the members shall constitute a quorum.

Responsibilities of the Church Board

Planning

- a) Ensure regular organizational review and planning of Church Purpose and Goals.
- b) Ensure the open recruitment of Board Members, orientation of new Board Members, and periodic evaluation of the Board by the congregation.

- c) Ensure recruitment of Board of Trustees and Weter - Roberts Board Members to be nominated and elected at the Annual Meeting.
- d) Provide for periodic review of the Constitution.

Oversight

- a) Monitor for consistency of church programs with Church Purpose and Goals.
- b) Act with transparency and openness. Ensure its own legal and ethical integrity. Keep an accurate summary of board meetings and decisions.
- c) Act as a forum for discussion of related activities among various Church Ministries.
- d) Hire and supervise all staff except the Settled Pastor, or delegate to appropriate Ministry Team or Trustees. Ensure that all employment contracts and employee evaluations are up to date.
- e) Approve all personnel and operations policies, except those assigned to the Pastor, Trustees or other Ministry Teams.
- f) Periodically review membership rolls.

Finance

- a) Propose annual church budget (with input from Trustees and Ministry Teams) for approval by the church membership.
- b) Provide financial oversight and ensure adequate financial controls.
- c) Ensure ongoing stewardship to support the mission of the church.
- d) Manage the Osgood Fund and Weter-Roberts Endowment Fund.
- e) Nominate and supervise the Treasurer and Financial Secretary and ensure they are maintained as separate functions

Financial Secretary will:

- a) Receive and record pledge payments, donations, offerings and special collections.
- b) Keep an accurate record of all moneys received by the church, deposit them into the respective bank accounts and make report to the Treasurer.
- c) Notify the Church Board of all details of memorials and endowment donations received, and acknowledge such gifts.

Pastor

- a) Facilitate selection of the Pastoral Search Committee by members of the congregation. Support the work of this committee as necessary.
- b) Support the Pastor in their efforts to further Church Purpose and Goals.
- c) Assure regular assessments of the Pastor's performance.

Other necessary duties and ministries of the church will be conducted by members and friends under the oversight of the Church Board. Individuals or Ministry Teams doing work supporting the Church Purpose, should keep the Church Board and congregation updated on a regular basis. Examples of this work are (but are not limited to) Worship planning, Education, Social Justice, Stewardship, Membership and Hospitality.

ARTICLE X – OFFICERS

The officers of the church shall include the Moderator, Co Moderator and the Treasurer. They are elected by the membership at the annual meeting, the Moderators having been nominated by the Church Board. Only members of the church may be officers. The Moderators and Treasurer serve one-year terms of office beginning July 1st. If an officer is unwilling or unable to complete the term of office, the Church Board shall appoint an individual to complete the term.

The **Moderator** is the chief lay officer of the church. As such, the Moderator shall:

- a) Chair the Church Board.
- b) Preside at all congregational meetings.
- c) Work with the Pastor to give leadership to the church.
- d) Prepare an agenda for church and Church Board meetings.
- e) Issue official calls for all meetings of Church Board and all meetings of the church.
- f) Execute all deeds, contracts and other documents on behalf of the church, except those delegated to the Trustees.

The **Co-Moderator** shall share the duties of the Moderator.

The Church Treasurer shall be nominated by and be responsible to the Church Board.

The Treasurer shall:

- a) Make payments as budgeted or otherwise directed by Trustees and Church Board
- b) Keep accurate records showing transactions and balances of all accounts.
- c) Report monthly to the Trustees and Church Board.
- d) Present a full financial report at the Annual Meeting.

- e) Be responsible to pass on knowledge and train the next elected Treasurer.

ARTICLE XI - TRUSTEES

The Board of Trustees is the business agent and physical proprietor of the church. The Trustees are responsible to:

- a) Oversee the fiscal affairs of the church specific to operation of the church facilities.
- b) Develop priorities, goals and policies in the use of church properties.
- c) Implement general church policies in respect to the use, operation, protection, maintenance, repair and upkeep and modification of church buildings, equipment and other property.
- d) Recommend candidates for hire for the custodian. Supervise and annually evaluate the custodian, negotiate, sign and monitor their employment contract.
- e) Select and work with the volunteer sexton(s).
- f) Negotiate, sign and monitor all church contracts associated with church building and property, maintenance and construction.
- g) Ensure the submission of required affidavits in January of each year in compliance with state law for exemption from real estate taxes of church properties and shall be sworn if required by law.
- h) Report to the Church Board and the congregation on a regular basis.

ARTICLE XII – PASTOR

Pastor's Role and Responsibility:

By the call and covenant of the congregation, the Pastor is the spiritual leader of the church. The Pastor plays a leadership role in carrying out the covenant and ministry of the church, ministering to the congregation, and engaging the congregation in reflection on spiritual truths and our relationship to one another and to God.

Together with the appropriate Boards and Ministry Teams the Pastor sets the direction for the program of weekly worship for the church's Outreach Ministries and ecumenical and interfaith activities. The Pastor is an ex-officio member (non-voting) of all Boards and Ministry Teams.

Together with the Church Board and the appropriate Boards and Ministry Teams, the Pastor acts as the administrative head of the employees of the church and maintains collegial and effective working relationships with them. In this capacity, the Pastor calls and chairs meetings with the staff when necessary, participates in decisions on staff member employment, termination and job responsibilities and participates in staff performance reviews. The Pastor attends meetings of the Church Board and works closely with Ministry Teams to be informed of the ongoing activities of the church.

Selection of Pastor and Call:

When a vacancy occurs in the pastorate, the Church Board shall prepare a slate of candidates for a Pastoral Search Committee, which shall be elected at a Congregational meeting. The Search Committee shall consist of a sufficient number of church members to broadly represent the interest groups and demographics of the church. Church membership is required for service on the Search Committee.

The Pastoral Search Committee shall develop and carry out a search process that, at a minimum, shall:

- a) Seek input of and involve the Congregation in reaching an understanding of the nature of the ministry desired by the Congregation.
- b) Develop a church profile describing Prospect Church and accurately reflecting the Congregation's wishes in a Pastor.
- c) With the cooperation of the UCC Conference representative and others, receive and review profiles of available candidates.
- d) Develop a fair and comprehensive process to screen the candidates and settle upon one who, in the Committee's judgment, should be called to the pastorate.
- e) Prepare a draft covenant for Church Board approval describing the role and responsibilities of the Pastor as mutually agreed upon by the candidate and the Search Committee.
- f) Present the candidate to the Congregation through a service of worship and other appropriate functions of the proposed ministry.
- g) Call for a Congregational meeting to vote on the candidate and the proposed covenant.

The Pastor shall be called by a two-thirds vote of the church members present and voting. The Pastor shall become a member of the church at the first opportunity presented.

Regular Review of the Covenant:

After one year, the Pastor and Congregation shall review the covenant and mutually agree upon any changes. Such a covenant review shall be repeated on a regular basis, but at least once every three years, thereafter. The Pastor and any member of the Church Board may request such a review at lesser intervals. Revisions to the covenant are subject to confirmation by the Congregation. A covenant review shall consist of:

- a) An evaluation of the church by the Pastor and the Congregation or its representatives;
- b) An evaluation of the Pastor by the Pastor and the Congregation or its representatives;
- c) A discussion of the evaluations and of any differences therein and agreement to any changes in the covenant.

The specific review process and the breadth of involvement by the Congregation shall be determined jointly by the Pastor and the Church Board based on the current needs and the amount of time that has elapsed since the last review.

As the called leader of the church, the Pastor shall be afforded the counsel of the Church Board. The Church Board will be available to meet with the Pastor as needed to discuss any matters relating to the performance of the covenant or the relationship between the Pastor and the members of the church.

Termination of Covenant:

While the term of office of the Pastor shall be indefinite, the church may at any time, by a two-thirds vote of the members present and voting, at a Congregational meeting called for the purpose, request the Pastor's resignation. This shall not be done without a due and deliberate process of covenant review having taken place first. Any such termination of the covenant shall be given with sixty days' notice. In case of the Pastor's intent to resign, there shall likewise be sixty days' notice.

In case of the Pastor's loss of ministerial standing, the covenant shall be considered terminated at once.

ARTICLE XIII – ENDOWMENT FUNDS

Endowment Funds of Prospect Church are funds whose primary objective is to provide resources to further the mission of the church now and in the future and whose principal is intended to be preserved indefinitely. The general use of the Endowment Funds is reserved to the Congregation for decision; the safeguarding and management of the Endowment Funds is delegated to the Church Board; the annual distribution of monies from the Funds shall be according to the procedure specified for each Fund below.

The primary objective in management of the funds is to provide a satisfactory return on the investment for the support of the church, while minimizing risk to principal. The Congregation shall adopt an Investment and Spending Policy Document (VII Spending Policy from the Prospect Congregational UCC Endowment and Investment Policy), to guide the overall management of the funds and the Church Board shall adhere to the policy. If changes in the policy become necessary from time to time, the Church Board shall recommend changes for adoption by the Congregation.

The funds and properties constituting the principal of the Endowment Funds shall be faithfully segregated from all other funds and properties of the church in the books of account and the records of the church shall be clearly and separately stated and identified. Annually the Treasurer shall provide a financial report of the income and expenses of the Funds.

In the event Prospect Congregational United Church of Christ should become inactive for two years and wholly cease to function, and it then appearing that there is no hope of a revival of the church, the then last surviving members of the Church Board shall cause any remaining Endowment Funds to be vested in a corporate trustee, such that the subsequent income thereof shall be solely for the use and benefit of the Pacific Northwest Conference of the United Church of Christ or its successor for the work of the Church in the Greater Seattle Area. Notwithstanding this provision, such alternate beneficiary shall not have any vested interest in or right to said Funds whatsoever prior to such vesting nor in anything save such residue as might exist in said Funds when the church shall cease to function as aforesaid and not unless and until such time.

Osgood Endowment Fund

Prospect Church hereby irrevocably covenants and agrees to maintain a permanent endowment fund named after the Reverend Robert Storrs Osgood who served as our first minister from 1908 to 1915. The fund shall be known as the Osgood Endowment Fund.

The Osgood Endowment Fund shall be managed by the Church Board. And the Church Board shall have the authority and be responsible for the development and coordination of plans for the growth and safeguarding of endowments, trusts, and gifts. The Church Board shall pass upon the acceptance or rejection of all gifts, bequests, devises, contributions, and other transfers to the fund. Each year the Church Board shall determine the amount to be distributed from the Fund in accordance with the Investment and Spending Policy.

The Church Board shall have the authority to allocate funds from the Osgood Endowment Fund, except as funds are transferred to the operating account as part of the annual church budget, such allocation shall be reserved to the Congregation.

Osgood funds may be expended for the following broad purposes:

- a) Maintenance and improvement of church-owned facilities.
- b) Support of the church operating budget.
- c) Other purposes as determined by the Church Board and approved by a two-thirds vote of the members of the Congregation.

Weter –Roberts Endowment Fund

Prospect Church hereby irrevocably covenants and agrees to maintain a permanent endowment fund to be known as the Weter-Roberts Endowment Fund.

The Church Board shall have the authority and be responsible for the development and coordination of plans for the growth and safeguarding of the Fund, further to enhance and insure the work of the church through education and mission. The Church Board shall pass upon the acceptance or rejection of all gifts, bequests, devises, contributions, and other transfers to the Fund. All funds and properties accepted by the Church Board shall constitute the principal of the Fund. Each year the Church Board shall determine the amount to be distributed from the Fund in accordance with the Investment and Spending Policy.

A Weter-Roberts Advisory Board shall be elected each year by the Congregation to allocate funds from the endowment. The Advisory Board shall develop and publish each year guidelines for grant awards. The guidelines will outline the nature, focus and size of grant requests the Advisory Board will consider and who is eligible to receive awards.

Weter-Roberts funds may be expended for the following broad purposes:

- a) Scholarships for persons whose educational personal potential would be unfulfilled without availability of such funds. Scholarships shall be grants, non-interest bearing loans, or interest bearing loans at the discretion of the Advisory Board.
- b) Educational programs provided in church and community which are in keeping with the values of Prospect Church, as determined by the Advisory Board.
- c) Mission services provided in the local and world communities consistent with the values of Prospect Church, as determined by the Advisory Board.

Parker Cook Endowment Fund

Prospect Church hereby irrevocably covenants and agrees to maintain a permanent endowment fund named after former Prospect Music Director and Garfield Music Teacher Parker Cook.

The Church Board shall have the authority and be responsible for the development and coordination of plans for the growth and safeguarding of the Fund. The Church Board shall pass upon the acceptance or rejection of all gifts, bequest, devises, contributions, and other transfers to the Fund. All funds and properties accepted by the Church Board shall constitute the principal of the Fund. Each year the Church Board shall determine the amount to be distributed from the Fund in accordance with the Investment and Spending Policy.

Distributions from the Parker Cook Fund are authorized to the Music Director, with approval of the Worship and Music Team. The purposes of the Parker Cook Fund, as intended by the original donor Parker Cook and as expanded by subsequent donors, are as follows:

- a) To support student musicians who play at Prospect Church.
- b) To augment the Prospect music program through professional musicians, buying music and instruments, renting equipment, and other purposes as may be determined.

ARTICLE XIV – AFFILIATED GROUPS

An affiliated group is a formal or informal organization initiated by church members and officially approved by the Church Board to use the church facilities for a purpose consistent with the mission of the church.

Affiliated groups shall adhere to the following requirements:

- a) Groups may engage in fund-raising activities as they deem appropriate in financing their needs.
- b) Groups may not raise funds from the Congregation or outside sources for personal or commercial gain.
- c) Funds raised from appeal to the Congregation at large shall be disbursed only for such purposes as the group may determine.
- d) All funds and their disbursement shall be subject to the accounting and audit procedures fixed by the Church Treasurer. The Treasurer may at any time inspect the books of these groups and may request an accounting of funds that have been collected from the Congregation and expended for any purpose.
- e) Affiliated groups shall provide a statement to the Congregation of all funds collected and disbursed.

ARTICLE XV – OUTREACH MINISTRIES

Outreach ministries of Prospect Church shall meet the requirements specified in Article XIV for affiliated groups.

ARTICLE XVI – PARLIAMENTARY AUTHORITY

Robert’s Rules of Order Newly Revised, most recent edition, shall be the parliamentary authority for all matters of procedures not specifically covered by this Constitution.

ARTICLE XVII – AMENDMENTS

This Constitution and the Working Covenant may be amended by a two-thirds vote of members present at a Congregational meeting of which due notice shall have been publicly given at least two weeks in advance, with a statement of the proposed alterations to be posted on line and in the church during the entire period.

ARTICLE XVIII – ECUMENICAL RELATIONS

This church seeks opportunities with other churches or para-church groups seeking to advance the Christian mission. To that end, the Church Board shall appoint appropriate representation to such groups whenever required.

The church commits itself to and accepts responsibility in cooperation with the following:

- a) The United Church of Christ, its national boards and programs
- b) The Pacific Northwest Conference of the United Church of Christ
- c) The National Council of Churches
- d) The World Council of Churches
- e) The Church Council of Greater Seattle; and
- f) Other groups and organizations as the Congregation may direct

ARTICLE XIX – INDEMNIFICATION OF COUNCIL MEMBERS, OFFICERS AND MINISTERS

Pursuant to RCW 24.03.025.24.03.035(14) and 23B.08.500 et seq. as those sections now exist or may hereafter be amended, the church shall indemnify to the full extent permitted by law any person who is made or threatened to be made, a party to any action, suit or proceeding (whether civil, criminal, administrative, or investigative) by reason of serving or having served as a Council member, officer, or minister of the church, or by reason of any action alleged to have been taken, omitted or neglected by him, or her, as such council member, officer, or minister of the church and the church

shall reimburse each person for all legal expenses reasonable incurred by him or her in connection with any such claim or liability, provided however, that no such person shall be indemnified against, or be reimbursed for any expense incurred in connection with any claim of liability arising out of his or her own willful misconduct or gross negligence.

The right of indemnification herein above provided for shall not be exclusive of any rights to which any Church Board member, officer or minister of the Church may otherwise be entitled to by law.

The church shall have the power to purchase insurance on behalf of any person who is or was a Church Board member, officer or minister of the church or is or was serving at the request of the Church Board, officer, or minister against any liability asserted against him or her in any such capacity or arising out of his or her status as such, whether or not the church would have the power to indemnify him or her against such liability under the provisions of the previous section.