

Fayette Friendship Community Church

Board of Servants By-Laws

SECTION I: INTRODUCTION

To more effectively fulfill our mission of making disciples for Jesus Christ and to better manage the temporal affairs of the church, Fayette Friendship Community Church (FFCC), the result of the merger of North Fayette UMC and Friendship UMC on Jan. 2, 2022, shall be organized into a single governing **Board of Servants**, in accordance with ¶244 and ¶247.2 of the 2016 United Methodist Church (UMC) Book of Discipline.

The functions of the former administrative committees, i.e. Church Council, Finance, Staff Parish Relations, & Trustees, will be combined into a single board, which shall be called the Board of Servants (also referred to herein as the Board). The Board of Servants, in accordance with the UMC Book of Discipline, will carry out all functions of these former committees.

There is no division of role or responsibilities when it comes to decision-making by the Board of Servants. All members of the Board act as:

- the Finance Committee when financial matters are considered;
- the Staff-Parish Relations Committee when staff issues are considered; and
- the Trustees Committee when real assets or property issues are considered.
- The only exception is that the Sr. Pastor shall not vote on matters pertaining to his or her own appointment, employment, or compensation.

The Committee on Nominations and Leadership Development (Committee on Nominations) will remain in place and function as outlined in ¶ 258.1 of the UMC Book of Discipline, as well as other ministry teams the new Board of Servants may deem necessary. (For example: Mission & Ministry, Worship, Accounting, Building & Grounds, etc.).

SECTION II: BOARD OF SERVANTS PURPOSE

The Board is the decision-making body of the church. Its job is not to listen to reports, but to assess the churches health and foster growth in discipleship through mission and ministry. Information from and requests to supporting teams, working groups, and committees allows the Board to work from the best possible information.

The Board's focus is "faith in action." Administrative decisions shall place the highest priorities on opportunities for discipleship making and long-term planning for the sustainability and growth of missions and ministry. These support the primary mission of all local churches. To achieve this consistent communication is very important: internal and external.

As leaders of the church, members of the Board of Servants shall be persons of deep Christian faith who have shown spiritual maturity, and have demonstrated a commitment to the life and ministries of FFCC through regular attendance, participation in ministry and giving to the church. Members of the board shall be professing members of FFCC.

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It is important that there be a balance between managing the resources of the church and stepping out on faith to do ministry with those resources. Therefore, the board membership shall reflect a balance of gifts and abilities for administration with gifts and abilities for mission and ministry.

The membership can be modified as the discipling needs of the church changes, but there shall always be this balance between administrative and mission/ministry members.

SECTION III: BOARD OF SERVANTS ORGANIZATION

The Board of Servants will have a total of thirteen members, to include nine at-large members of the church one of which is elected the Board Chairperson, in addition to the Treasurer, the Lay Leader, the Lay Delegate, and the Senior Pastor with each individual having one vote. A person serving in multiple positions shall have only one vote on the Board.

The Chairperson of the Board of Servants shall be elected by the Board from its members for a one-year term. The Recording Secretary of the Board of Servants shall be elected by the Board from its members for a one-year term.

Only one person from an immediate family shall serve on the Board of Servants at the same time. An immediate family relationship is defined as a respective spouse, parents, siblings, in-laws and children. No relative or in-law of an appointed clergy or staff member may serve as a voting member of the Board.

The Committee on Nominations shall put forth nominations for positions on the Board of Servants, to be elected at the Annual Charge Conference. The term of the Board members shall be three years with three members elected to a class each calendar year.

With the exception of the Lay Delegate, the initial Board of Servants members shall be nominated to serve in three classes, starting January 1, 2020,

- one class of three persons shall be elected for one year,
- one class of three persons shall be elected for two years, and
- one class of three persons shall be elected for three years.

Starting with the class elected for 2021 all successive members shall be elected to full three-year terms. Nothing herein shall be construed to prevent the election of a Board member to self-succession.

In the event that a Board of Servants member is unable to fulfill their term and resigns from the Board, the Board shall elect, by majority vote, an eligible church member to serve as a Replacement Member for the remainder of current calendar year. If the term of the vacated seat is more than one year, then the Committee on Nominations will in the next election cycle nominate a person to complete the ex-member's term. In such cases, the replacement member shall be eligible to serve the full term if nominated and elected by the Charge Conference.

Attendance at the Board of Servants Meetings is required. If a Board member is unable to attend, advance notice shall be submitted to the Chairperson or Senior Pastor, and will be entered into the minutes of the Board of Servants meeting. Continuous absences and/or lack of participation will be

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noted by the Chairperson, and may result in dismissal from the Board. For purposes of this provision, missing more than twenty-five percent (25%) of regular called meetings in a six-month period shall be grounds for a review by the Board of the member's suitability to continue as a member. If appropriate, the Chairperson can recommend actions to remove a Board member by a two-thirds vote of the Board members, excluding the member proposed for removal, at a regular called meeting. After the removal of a member, the Chairperson will immediately initiate the process to fill the vacant seat, in accordance with the provisions above pertaining to the replacement of a member who has resigned.

SECTION IV: BOARD OF SERVANTS MEETINGS

Meetings of the Board of Servants shall be organized so as to begin with a time of prayer and spiritual discernment, and be focused on the realization of the ministry vision of FFCC. Board members are expected to attend spiritual retreats. At least one will be held annually.

The Board of Servants will determine the frequency of meetings, but must meet at least quarterly. It shall meet additionally at the request of the Bishop, the District Superintendent, the Senior Pastor, or the Chairperson. The Board shall meet only with the knowledge of the Senior Pastor or District Superintendent. The Senior Pastor shall be present at all meetings unless he/she voluntarily excuses him/herself. The Board may meet with the District Superintendent without the Senior Pastor present as long as the Senior Pastor is informed in advance of such meeting and shall be brought into consultation immediately thereafter, under the direction of the District Superintendent.

A quorum shall be considered at least fifty-one percent (51%) of the voting members then on the Board of Servants (seven members, if the Board is fully filled, but fewer if there are vacancies on the Board at any time). No business shall be conducted if a quorum is not present (members may be present in person, or by means of electronic communication, via teleconference or videoconference, provided such participation is sufficient for both hearing and speaking as part of any discussions). There are no voting proxies for Board of Servants members. Voting by email shall be allowed, in which case all voting members must be included and a majority of the entire Board, all of which are in agreement either yea or nay, is required to consider a vote binding. Board of Servants members voting by email must acknowledge the receipt of the email for the vote to be binding.

Called Meetings require a seven-day advance notice and Board of Servants members shall be provided an agenda clearly stating the item(s) to be addressed and voted on. No votes may be taken on matters, other than those stated in the agenda.

If the required seven-day meeting notice is not feasible, emergency meetings concerning the Senior Pastor are permissible, but must have the written approval of the District Superintendent.

Emergency meetings for the purpose of urgent church business that cannot be reasonably delayed for a normally called meeting may be conducted when so determined by the Chairperson and the Senior Pastor. Emergency meetings are treated as regularly called meetings for purposes of the required quorum. The Chairperson will endeavor to give the Board of Servants as much notice as is possible, under the circumstances.

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It shall be a core principle of the Board of Servants to maintain transparency of its actions through open meetings, and through ongoing communications with the congregation of FFCC. All meetings of the Board shall be open to any member of the congregation in accordance with the UMC Book of Discipline ¶1722, provided that appropriate respect for the business being considered and decorum are maintained during the meetings. As appropriate, the Board shall enter into executive or closed session to consider personnel matters, staff salary discussions, potential litigation, contract negotiations and other items as allowed in UMC Book of Discipline ¶1722.

SECTION V: BOARD OF SERVANTS POWERS AND RESPONSIBILITIES

The Board of Servants shall encompass the duties and responsibilities of the former administrative committees listed in Section 1 above, including but not limited to setting the annual church budget, staff salaries, recommending appointed clergy salaries to the Charge Conference for approval, annual evaluation of the Senior Pastor, setting staff and other church policies, ensuring an annual audit and review of the church's finances, attending to the maintenance and repairs of church property, entering into contracts on behalf of the church, and other duties performed by the former administrative committees of Staff/Parish Committee, Finance Committee and Board of Trustees.

The Board of Servants may adopt additional policies and procedures as needed, as long as these policies and procedures do not conflict with this document or the UMC Book of Discipline. These new or modified policies and procedures will be announced to the congregation in a transparent manner agreed by the Board and the Senior Pastor.

The Board of Servants may create other teams, working groups, and committees, from time to time as needed.

The Board of Servants shall create and execute a plan to communicate regularly its activities and decisions with the congregation at large.

The Senior Pastor shall be responsible for the management of appointed clergy and staff, and shall be accountable to the Board of Servants for the hiring, termination and evaluation of the staff. The Board will set specific policies and procedures for the Senior Pastor to follow as needed.

As close to the beginning of each new year as possible, the Board of Servants will schedule a half-day training session in which the rules governing the Board, Senior Pastor, staff, and congregation are reviewed, taught, and integrated into the Board's future goals, expectations and policies. This may be combined with the board's spiritual retreat so long as the retreat is held for a minimum of one day.

The Board of Servants' primary accountability is to God on behalf of people who need the saving grace of Christ. The Board of Servants' primary responsibility, through the leadership of the Senior Pastor and staff, is to ensure that FFCC stays true to its mission and realizes its vision while functioning within its rules and guiding principles.

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SECTION VI: NOMINATIONS TO THE BOARD OF SERVANTS

The Committee on Nominations, as described in the UMC Book of Discipline ¶258.1, shall nominate all candidates to be members of the Board of Servants, the Lay Leader of the Church and the Lay Delegate(s).

The Lay Leader shall be an ex-officio member of the Committee on Nominations, as well as the Board of Servants.

Nominations for the Board of Servants may also be made from the floor of the Charge Conference.

In the event of a vacancy due to the departure of a member, the Board of Servants will select the replacement member to serve out the current calendar year, as per Section III.

Due to the fact that the Board of Servants will be carrying out the responsibilities of the former administrative committees of the church, it is incumbent on the Committee on Nominations to nominate candidates for Board membership who possess spiritual gift and abilities to ensure that the Board has members with the knowledge and skills necessary to allow the Board to carry out the duties and responsibilities of those committees.

Therefore, the Committee on Nominations shall make every effort to nominate members, such that at all times, there are at least two members of the Board gifted or talented in each of these areas: Finance, Trustees, and Staff-Parish Relations.

As indicated above, all members of the Board of Servants are expected to act as Finance, Trustees and Staff-Parish Relations, but the Board may look to those members with skills in each area, to lead sub-committees, task forces, and other groups related to these functions.

SECTION VII: CHARGE CONFERENCE APPROVAL

This document and any revisions to it must be approved by the District Superintendent and by a duly called Charge Conference as outlined in the UMC Book of Discipline.