

Woodside Village Church
Bylaws
(11/13/09)

Article I – Name and Affiliation

The Woodside Village Church of Woodside, California is registered as an IRS 501C3 corporation in the state of California and described in its Articles of Incorporation, last updated 2-5-1978. In the text below the Woodside Village Church will be referred to as “this church”.

This church recognizes itself as a part of the one, universal church of Christ. As such, we hold to the unity of all Christians and desire to cooperate with them and their churches to fulfill what our Lord desired when he prayed for His disciples that “they all may be one”. As a congregationally governed church, we affirm our inherent autonomy which is modifiable only by its own action. We recognize our freedom in Christ to work with churches of various Christian traditions in matters of common concern and to affiliate with them in specific matters to deepen our common faith and advance the cause of Christ.

Article II – Purpose

The purposes of this church are described in its Articles of Incorporation, its Covenant, and its Mission/Vision statement (attached to these Bylaws as a separate document).

Article III – Membership

Section A. Membership Eligibility. Anyone who has been baptized and has publically affirmed the Covenant of this church, as contained in its Constitution, in a regular service of worship can become a member.

Section B. Categories of Membership. (1) Active Members are those persons who have met the eligibility requirements, attend worship services and support its purposes according to their abilities. Active members may vote and serve in any elective or voluntary capacity as appropriate. (2) Associate Members are those persons who have met the requirements of Active Members, yet for reasons acceptable to the Pastor and/or the Council desire to maintain membership with another church as well as this church. Associate Members have the same responsibilities and privileges as Active Members. (3) Inactive Members are those persons who have chosen to be released from Active or Associate membership or who have been designated as Inactive Members by the Council. Inactive Members do not have the same responsibilities and privileges as Active or Associate Members, although they are welcome to participate and may serve on committees with the approval of the Council.

Section C. Process for Becoming An Active or Associate Member. An eligible person who desires to be a member shall indicate such by one or more of the following: (1) profession of faith in Christ, (2) letter of transfer from a Christian church, or (3) reaffirmation of faith in Christ. Candidates for membership may be required to attend membership orientation sessions.

Section D. Resignation, Termination, or Reinstatement. (1) Resignation may be accomplished by a communication in writing to this church from the resigning member or by transfer of membership to another church or faith. (2) Membership may be terminated by vote of the Council in circumstances that are deemed exceptional by the Council. Inactive members or former members who desire reinstatement may be restored to membership by declaring this desire to the Pastor, Council or congregation and by a reaffirmation of the Covenant of this church.

Do we want a paragraph on Privileges and Records (as we had in former Bylaws, Art. V, Section 3 & Section 7)?

Article IV – Meetings of the Membership

Section A. Frequency and Notice of Meetings. The membership shall meet at least annually and as often as required by (1) call of the Pastor, (2) by call of the Council, or (3) by petition of a required quorum for a membership meeting. Notice of meetings shall be given to the membership at least two weeks prior to the date of the meeting. Only the agenda items of notice may be considered at a given meeting.

Section B. Annual Meeting. The agenda shall include at minimum a consideration of a proposed annual budget, the election of officers, and reports from existing Boards.

Section C. Quorum. A quorum for membership meetings shall be 51% of the Active and Associate Members, who have been members for at thirty days or more prior to the meeting.

Article V – Officers

Section A. Elected Officers. The elected officers are the Moderator, Moderator-Elect, Clerk and Treasurer. Elected officers serve in their capacity for this church and this corporation.

Section B. Eligibility for Elective Office. An officer must be either an Active or an Associate Member prior to being elected or holding office. An elected officer may hold only one elected office at a time.

Section C. Terms of Office. The term of office shall be one year. The Clerk and Treasurer may succeed themselves for up to two additional terms.

Section D. Election of Officers. Officers shall be elected by the membership at an annual meeting. Nominees shall be presented by the Nominating Committee. Additional nominees may be made by persons in attendance. A ballot vote is required unless there is only one nominee, for whom a voice vote is sufficient. A majority vote is required for election. Officers shall take office at the close of the meeting at which they are elected.

Section E. Duties of Officers. See attached Standing Rules.

Section F. Vacancies. Vacancies in offices between annual meetings may be filled by a majority vote of the Council.

Article VI – Church Council

Section A. Composition of the Council. The Council shall be composed of the elected officers of this church, the dean or a representative of each existing Board, and at least one member-at-large (two if needed for an uneven number), each of whom has voice and voting privileges. The Council may invite advisors at its discretion.

Section B. Ex-officio Members. Pastors and invited advisors serve the Council without voting privileges.

Section C. Absence or Disability of Moderator. In the absence or disability of the Moderator, a Moderator Pro-tem shall assume the office in the following order: (1) Moderator-Elect, (2) Dean of the

Administration and Finance Ministries Board, (3) Dean of the Worship Ministries Board, or (4) a present Council member appointed by the Council.

Section D. Responsibilities of the Council.

- (1) Govern this church as its legal agent in all its activities and responsibilities between the duly called meetings of the membership.
- (2) Recommend to the membership an annual budget, election slate, changes to the Constitution, Bylaws, personnel policies, endowment policies, etc.
- (3) Appoint persons to fill vacancies on Boards and/or committees in addition to elective offices.
- (4) Approve policies and procedures for this church's Endowment and reserved funds.
- (5) Approve the chair-person of all Boards and committees.
- (6) Approve official delegates to meetings of other Christian bodies with whom this church chooses to affiliate.
- (7) Manage the process of selecting Pastors.
- (8) Provide oversight in the following areas: Personnel, Nominations, Long Range Planning, Christian Education, Pastoral Relations, Membership, Administration and Finance, Worship, Stewardship, Campus Maintenance and other areas of church life.
- (9) Advise and consent with Pastor(s) regarding policies, activities, and programs of this church.
- (10) Review for approval the recommendations of the Personnel Committee and Pastor(s) regarding employment or termination of hired personnel.

Section E. Meetings of the Church Council. The Council shall meet at least quarterly. Meetings are open to all church members, except during executive sessions. A quorum is a majority of the Council members. Conduct of the meeting shall be the responsibility of the Moderator or Moderator Pro-tem.

Article VII – The Pastor(s)

Section A. Qualification and Selection. A candidate for Pastor, except when unavailable, shall have completed a baccalaureate degree, be a seminary graduate, and be ordained as a Christian minister by a recognized Christian body or denomination. A candidate shall affirm the Covenant of this church as contained in the "Constitution of the Woodside Village Church".

Section B. The Call. A candidate for Pastor shall be called by at least a two-thirds vote of the membership of this church at a duly called meeting at which a quorum is present. A contract shall be developed by the Council and submitted for a membership vote at the same meeting.

Section C. Duties of the Pastor. The Pastor, as spiritual leader of this church, shall perform the duties agreed to by contract and as outlined in this church's current "Standing Rules".

Section D. Termination of Call. Service as Pastor of this church may be terminated by the Pastor, by a two-thirds vote of the membership at a duly called meeting at which a quorum is present, or by conditions in the provisions of the Call.

Article VIII – Boards and Committees

Section A. Number of Boards. There shall be four boards, namely: Worship Ministries, Growth Ministries, Service Ministries, and Administration and Finance Ministries.

Section B. Leadership of Boards. Each board shall select a Dean for the approval of the church Council.

Section C. Areas of Responsibility. The areas of responsibility for each board are outlined in the current “Standing Rules”. Boards report to and are accountable to the Council.

Section D. Standing Committees. The standing committees are Endowment, Nominating, Stewardship, Personnel and Pastoral Relations. Standing committees may be assigned to report to a Board or to the Council, although ultimately all committees are responsible to the Council.

Article IX – Order of Deacons

Section A. Qualifications and Ordination. As “one who serves”, a deacon is ordained for perpetual service in the body of Christ by taking vows, the laying on of hands, and declaration of this ministry by the Pastor. Ordination shall be celebrated at a regularly scheduled worship service. Prerequisite to be called to the Order of Deacons a member must (i) serve a minimum of two years on the Board of Worship Ministries or some equivalent service as determined by the Pastor, (ii) complete prescribed studies; (iii) give evidence of faithful service, and (iv) feel called and desire to serve in this continuing ministry.

Section B. Responsibilities. As “one who serves” a deacon assists the Pastor at all services of public worship in the exercise of the sacraments and other assignments. Deacons support members of this church with prayer, home and hospital visitation, counsel, instruction, and interpretation of worship practices. Deacons accept the discipline of continuing study of the Christian faith.

Article X – Financial Matters

Section A. Fiscal Year. The fiscal year is January 1 through December 31.

Section B. Budget. A proposed budget, prepared and presented by the Board of Administration and Finance Ministries, after reviewed and approved by the Council is submitted to this church for its review and adoption. Once a budget is adopted, the Board of Administration and Finance Ministries monitors the church finances, reports its findings, and makes recommendations to the Council. Revisions to an adopted budget require a two-thirds vote of those present and voting at a duly called and constituted meeting of the membership.

Section C. Audit. The Council may have a financial audit conducted at any time. The findings of any audit shall be presented to the membership at a duly called and constituted meeting.

Section D. Bonding. The Council may obtain a individual or blanket bond for officers and/or employees for faithful performance of their duties and the return of all church property and records in their possession or under their control. Such bonding shall be provided solely at the expense of this church.

Section E. Insurance. The church shall be insured in areas of liability such as: property and casualty, liability for persons and/or groups using the property/facilities, errors and omissions, etc.

Section F. Dissolution. Upon the dissolution of the Woodside Village Church, its assets shall be distributed to one or more exempt Christian purposes and/or exempt Christian organizations within the meaning of Section 501 (c)(3) of the Internal Revenue Code.

Section G. Signing Officers. The corporate officers are the signing officers for the church for financial instruments, contracts, and other legal instruments. With Council approval, the Board of Administration and Finance Ministries may appoint individuals to act as check signers.

Article XI – Parliamentary Authority

All meetings shall be conducted according to the current edition of Roberts Rules of Order, Newly Revised.

Article XII – Amendments to These Bylaws

These Bylaws may be amended by a two-thirds vote at any duly called and constituted meeting of the membership of this church, provided all members were sent written notice of the proposed amendment at least ten days prior to the meeting.

Adopted _____