



federated

live your faith

Church Governance And Policy Book

The Federated Church
Chagrin Falls, Ohio

Revisions

Version #	Date	Revision
1.00	7/2/2013	Approved
1.01	7/2/2013	Deleted C.4.b Coffee Served policy
1.02	8/6/2013	<ul style="list-style-type: none"> • Grammar and punctuation changes as identified by Bill Kenneweg • Revised B.3 “Ministry Teams” to an additional point (b) • Replaced the C.2.f. “Photograph Consent and Release” policy • Revised C.5.d “Fundraising” policy to have an addition point (6) • Removed Appendix 7: The ABC of Safe Snacks
1.03	9/3/2013	<ul style="list-style-type: none"> • Revised A.5.a.1 for Church Council meetings
1.04	11/5/2013	<ul style="list-style-type: none"> • Corrected the mistaken omission in B.2.a of requiring a financial pledging commitment for commissioners • Added the formation of the Membership Standing Committee: A.2 Structure; A.4.d; A.6.c; B.2.c.3 and B.2.c. 5; E.2 • Corrected inconsistencies with the naming of the Nominating and Leadership Committee
1.05	11/2013	<ul style="list-style-type: none"> • Corrected Table of contents • Correct edA.6.a.1 to include Membership Committee • Changed A.6.a.2 to be not less than three and no more than 5 members
1.06	1/21/14	<ul style="list-style-type: none"> • Changed A.6.C.5 points g and i -clarification of N&L responsibilities <p>New B.1.b.1 - “Confirmation Policy”</p> <p>New B.1.b.2&3 – “Officiating Clergy at Weddings & Funerals Policy”</p> <p>Changed B.2.C.5 - TOS Specific Purpose and Objectives:</p> <p>Revised and renamed “Pledge Policy” in C.6.b to be the Pledge and Extraordinary Receipts Policy”</p> <p>New C.2. I “Petition Policy”</p>
1.07	3/9/14	<ul style="list-style-type: none"> • Changed C.2 (a-j) Care for Staff since Employee Handbook was adapted • Incorporated Staffing Organization chart (Appendix item 7) as of Annual Meeting 2/9/14
1.08	2/29/2016	Added references to the Constitution. Deleted language that was now redundant. Made changes to the Constitution language adopted in the Annual Meeting 21 Feb 2016. Updated Appendix 3 to contain the Legacy By-Laws adopted 18 May 2014. Minor formatting changes.
1.09	2/7/2017	Deleted redundant language that was in attached appendices. Changed the alcohol policy to allow at FLC with Council permission. Changed wording in Wedding policy at FLC. Deleted Deaconess delegate reference and added in task forces.
1.10	2/11/18	Constitutional Amendment approved at Annual Meeting to allow 6-9 members on a Commission and updated Appendix 1. Removed Organization Chart, Employee Manual, Wedding Guide, Funeral Guide, Ministry Team Manual from Appendix. Added new tag line to cover page.

1.11	6/5/18	<ul style="list-style-type: none"> Add automated update for Table of Contents Added policies for displaying flags, banners and ONA symbols to D/4 which were approved at the June 5th, 2018 Church Council meeting.
1.12	4/2/19	<ul style="list-style-type: none"> Added the policy for changing the Governance and Policy Manual which was approved at the April 2, 2019 Church Council meeting. Added to section A. Purpose and Introduction.
1.13	6/2/20	<ul style="list-style-type: none"> Incorporation of Conflict of Interest policy and form Section B.6
1.14	1/5/21	<ul style="list-style-type: none"> Incorporate the Communication Sensitivity policy in Section D.2
1.15	5/4/21	<ul style="list-style-type: none"> Incorporate changes to the Constitution for the new Generosity Commission at Annual Meeting, and incorporation of the TNT Fundraising guidelines and Behavior Covenant and update Conflict of Interest agreement and Sr. Dir of People and Operations title.
1.16 Federated2019	10/10/22 11/1/22	<ul style="list-style-type: none"> Recovered May 2019 version 1.14 and applied updates. Applied the temporarily suspended Governance statues approved at the 2/28/22 Annual Meeting. Updated Alcohol Policy for 76 Bell and suspended policies for FLC(Section D.) and reallocation of TNT funds approved by CC 11/1/22
1.17	12/12/22	<ul style="list-style-type: none"> Email vote for 2nd reading and approval of Alcohol policy change for CC to see agreements; 2/2/23 Corrected “GPS” to REALM Skills and Inventory, and paging for Standing Committees
1.18	5/13/23	<ul style="list-style-type: none"> Updated Ministry Team Policy C. Church Ministries; 2 Commission; i) Ministry Team Incorporated Tributaries Policy which was approved by CC in March, 2020 but failed to get into the Manual with CC approval on 5/2/23: In Section C. Church Ministries; 2 Commission; j) Tributaries
1.19	8/19/23	<ul style="list-style-type: none"> Updated D.2. j) Petition Policy
1.20	9/5/23	<ul style="list-style-type: none"> Added Volunteer Gift policy in D.6.3
1.21	12/5/23	<p>CC approved policy changes</p> <ul style="list-style-type: none"> Church Council responsible for Worship Environment (no W&M) Areas of responsibility assigned to Vice Moderator Leadership Retreats and training assigned to Church Council Financial reporting and Control changed Excluding Federated from serving as charter organization Distribution of Approved CC minutes Reflecting current practices
1.22	12/5/23	<ul style="list-style-type: none"> Updated CC role Added Financial Control Policies & Updated Legacy By-laws
1.23	2/25/24	<p>Updated policies to reflect approved Constitutional changes at the February 2024 Annual Meeting:</p> <ul style="list-style-type: none"> Removed Constitution Suspensions approved at 2022 Annual Meeting Changed TOS from Commission to Committee Realigned CC liaison relationships Merged Property Committee with Finance and Properties Committee Merged Nominating and Leadership with Membership and Nomination Update Legacy By-laws
1.24	11/11/2025	<p><i>read Behavior Covenant at the first Church Council Meeting after the</i></p>

		<i>Annual meeting</i> rather than having it signed each year by each member of Church Council
1.25	March 2026	Retire Telling Our Story Committee – approved at Annual Meeting

Table of Contents

- Church Governance 1
- A. Purpose and Introduction..... 10
 - 1. Modifications to the Governance and Policy Manual 11
- B. Governance..... 12
 - 1. Philosophy of Governance..... 12
 - 2. Governance Structure 13
 - a) Commissions..... 14
 - b) Standing Church Council Committees..... 14
 - c) Council –Appointed Committees..... 14
 - d) Ad-Hoc Committees, Task Forces and Delegates..... 14
 - 3. Church Council..... 15
 - a) Church Council Members Covenant 15
 - b) Church Council’s Duties..... 17
 - c) Church Council’s Approvals 20
 - 4. Church Council Roles..... 21
 - a) Terms of Office 21
 - b) Church Council Member’s responsibilities 21
 - c) Moderator..... 22
 - d) Vice-Moderator 23
 - 23
 - e) Past Moderator..... 23
 - e) Clerk 24
 - f) Treasurer 24
 - g) Administrative Councilor..... 25
 - h) Commission Councilors 26
 - 5. Church Council Meetings..... 27
 - a) Management..... 27

b) Church Council Meeting Agendas and Supporting Materials.....	28
6. Conflict of Interest.....	29
7. Discipline and Removal of Church Council Members.....	30
8. Church Council Committees	31
a) Standing Church Council Committees.....	31
b) Responsibilities of all Committee Members	32
c) Legacy Committee	33
d) Finance and Properties Committee	33
e) Human Resources Committee	35
f) Membership and Nominating Committee.....	36
g) Council-Appointed Committees, Delegates and Ad-Hoc Committees.....	37
37	
i) Delegates.....	37
j) Ad-Hoc Committees and Task Forces	38
9. Church Council-Staff Relationship.....	39
C. Church Ministries	40
1. Rites of the Church.....	40
a) Sacraments	40
b) Special Services.....	40
2. Commissions	42
a) Commissions: Roles and Responsibilities	43
b) Church Commissions Terms of Office	44
c) Spiritual Formation Commission - Encouraging being Shaped in the Christian Gospel.....	45
d) Congregational Care Commission - Bonding in Community	45
e) Mission and Service Commission - Encouraging Involvement in Mission and Service	46
f) Generosity Commission – Sharing Our Resources	46
46	
g) Ministry Teams.....	47
h) Tributaries.....	47
D. Management	48

1. Delegation to Staff.....	48
a) Delegation to Senior Pastor	48
b) Delegation to Others.....	48
2. Care for People.....	48
a) Children/Youth Health and Safety	48
b) Confidentiality Agreement	48
c) Emergency Planning	49
d) Nondiscrimination and equal opportunity	49
e) Open and Affirming Statement	49
f) Information Privacy Policy.....	49
g) Photograph Consent And Release	49
h) Social Media Policy –	49
i) Universal Access	49
j) Petition Policy.....	50
3. Care for Staff.....	50
a) Employment Categories.....	50
b) Compensation and Benefits	50
c) Creating and Filling Staff Positions	50
d) Disciplinary Action and Discharge of Staff	51
e) Whistle-blower protection	51
f) Employee Complaints	51
g) Employee Conflicts.....	51
h) Safety and Health	51
i) Substance Abuse Policy.....	52
j) Employee Handbook.....	52
k) Communication Sensitivity.....	52
4. Care of Resources.....	52
a) Alcohol Policy	52
Alcohol Policy for 76 Bell Street	52
b) Cancellation of Church Programs	53

c) Facility Scheduling.....	53
d) Federated Church Programs.....	53
e) Facility Rental Agreement and Fee Schedule.....	54
f) Member	54
g) Safety Forces and School Groups	54
h) Norling Prayer and Memorial Gardens.....	54
i) Displaying Flags at Bell Street.....	55
j) Displaying Banners at Bell Street.....	56
k) Displaying Open and Affirming (ONA) symbols	56
j) Affiliation with Organizations	56
5. Financial Administration.....	57
a) Financial Control Policy	58
b) Document Security, Privacy and Retention.....	58
c) Designated Individuals.....	58
d) Fundraising	59
e) Real and Personal Property Donations.....	60
f) Designated Gifts	60
g) Real and Personal Property.....	60
h) Insurance	60
i) Tax Exempt Status and Prevention of Private Inurement Policy.....	61
6. Operating Budget Policy	62
a) The Operating Budget.....	62
b) Pledge and Extraordinary Receipts Policy.....	62
c) Financial Approval Policies and Controlling Limits	63
d) Debt transactions	64
e) Budget Deficits	64
f) Budget Surpluses.....	64
7. Monetary Funds Policy.....	65
a) Monetary Funds.....	65
b) Unrestricted Funds	65

c) Designated Funds	65
d) Permanently Restricted Funds	66
E. Oversight.....	67
1. Monitoring.....	67
a) Monitoring and Evaluating	67
b) Written Reports.....	67
2. Evaluation.....	67
a) Program Evaluation.....	67
b) Church Council and Senior Pastor Evaluation	67
c) Staff Evaluation	67
d) Senior Pastor Evaluation.....	67
Appendix 1	62
Leadership and Governance Structure.....	62
Appendix 2	63
Legacy Bylaws	63

A. Purpose and Introduction

The Constitution of The Federated Church, adopted May 18, 2014 and amended February 5, 2016, states:

Excerpts from the Constitution

Article VIII – Governance Structure

Section 1 – Church Council

B. Church Council duties and responsibilities

1. Church Council collective duties and responsibilities

[Church Council] Maintains and keeps current a Church Governance and Policy Book containing approved policies and procedures for governance, finances, operations, human resources, etc. for lay leaders, staff, and members.

- Policies reflect prudent, ethical, and lawful conduct that is consistent with the Church's United Church of Christ principles.
- Policies can be proposed by Church Council, Commissions, Committees, Members and staff and are approved by Church Council.
- This Constitution takes precedence over the Church Governance and Policy Book.

Article XIII – Revisions and Amendments

Section 3 - Policies

Policies to carry out the provisions of the Constitution may be enacted at any duly called business Meeting of the Church Council.

This Church Governance and Policy Book is a collection of the policies that have been defined and enacted by Church Council to carry out the provisions of the Constitution. The Constitution is a separate document, but excerpts from it are included in this document for reference, however, not all of the text of the Constitution is included, so please reference the Constitution for a full understanding of an issue. In any conflict between the Constitution and Church Governance and Policy Book, the Constitution governs.

The Policies in this document are intended to complement the Constitution and provide guidance and clarification for Church leaders and Church staff in carrying out aspects of Church business. The Church Governance and Policy Book is also referenced in the Constitution, including:

Excerpt from the Constitution

Article VIII – Governance Structure

Section 8 – Church Governance and Policy Book

The Church Governance and Policy Book will be made available to all lay leaders and all staff members, who are expected to be familiar with and to follow its content. Any Church Member may request the Church Governance and Policy Book from the Clerk or Senior Director of People and Operations.

1. Modifications to the Governance and Policy Manual

Any initial motion to change the contents of the "Church Governance and Policy Book" may not be approved at the same Church Council meeting where it has been moved, seconded and discussed, but said motion shall be tabled to a subsequent stated meeting of Church Council, where more discussion may take place before being voted upon. (Adopted by Church Council 4/2/19.)

Space Intentionally Left Blank

B. Governance

1. Philosophy of Governance

The Federated Church is a congregational church that operates with the participation of its members in governance according to its constitution. It is our belief that each person who is elected has answered the call to be a servant leader and therefore is also called as a Deacon.

The philosophy of the governance structure, which this document is based on, is to:

- Organize around supporting the “work of the church” instead of “church work,” and focus on ministry instead of maintenance.
- Focus lay leadership on the support of Ministry Teams that do God’s work in the congregation, the community, and the world. Work to help create, support, and sustain ministry teams, and help members and participants find their calling in ministry. Our goal is a church filled with ministers. The structure created five Commissions focused on specific areas to do this work.
- Streamline the number of lay leaders who are focused on operations, management, and maintenance. These functions are critical and must be handled efficiently, but should not be the focus of the entire lay leadership. The structure calls the Church Council and its committees to do this work.
- Facilitate Federated Church in realizing its vision of ministry.

Space Intentionally Left Blank

2. Governance Structure

The governance structure consists of Church Council, Commissions, standing Council Committees, Council-appointed committees, and delegates. Each is described in more detail later in the document, but are introduced here:

Excerpt from the Constitution

Article VIII – Governance Structure

Section 1 – Church Council

Church Council consists of:

- Moderator
- Vice Moderator
 - Liaison to Commission Councilors
- Past Moderator
 - Liaison to active Ad-Hoc Committees and Task Forces
 - Liaison to proposed and existing Ministry Teams
- Treasurer
 - Liaison to Finance and Properties Committee
 - Liaison to Legacy Committee
- Clerk
- Commission Councilors
 - Each is a liaison to one Commission
- Administrative Councilor
 - Liaison to Human Resources Committee
 - Liaison to Membership and Nominating Committee
- Senior Pastor
 - Liaison to all staff as Head of Staff
 - Provide a Strategic and Consultative role with the Generosity Commission
 - Liaison to Legacy Committee
- Senior Director of People and Operations (or equivalent)
 - Liaison to staff for finance and operations
 - Non-voting member

a) **Commissions**

- **Congregational Care** – responsible for programs which address the needs of the congregation and its members
- **Spiritual Formation** - responsible for programs which enhance the spiritual growth of members and participants of all ages, including children's and youth programs
- **Mission and Service** – responsible for Federated's impact on the community, greater Cleveland, and the wider world through monetary gifts and hands-on service
- **Generosity** -- responsible for executing Federated's strategy for financial and non-financial commitments.

b) **Standing Church Council Committees**

- **Federated Legacy** – responsible for promotion and management of endowment fund known as Federated Legacy Fund
- **Finance and Properties** – responsible for annual budget, financial oversight and the prioritization and expenditures of properties related activities
- **Human Resources** – responsible for creating HR procedures and policies
- **Membership and Nominating** – responsible for discerning individuals to serve in leadership and provide orientation and responsible for programs for inquirers and assimilating new members into active membership, monitoring member attendance trends, and keeping membership roll current

c) **Council –Appointed Committees**

- As of February 2021, there are no Church Council Appointed Committees

d) **Ad-Hoc Committees, Task Forces and Delegates**

- Delegates, including those to Ohio Conference, Western Reserve Association
- Ad-Hoc Committees and limited-time Task Forces, which may be established by Church Council for a specific purpose and for a limited time

3. Church Council

As the early church began to grow, pastors couldn't do all that needed to be done. Paul wrote to the church in Corinth about apostles, prophets, teachers, healers, workers of miracles, helpers, administrators, and speakers in tongues (1 Corinthians 12:28). Of those, administrators might be considered early Church Council members.

a) Church Council Members Covenant

We, the Church Council of the Federated Church, covenant to focus upon God, serving the Congregation's mission as well as the members of the congregation. We shall create an atmosphere of compassionate candor and confidentiality by presuming good faith, actively listening, and staying in relationship with one another, even in conflict. We shall respect our time together by honoring our commitments, being prepared for meetings, and handling non-meeting business outside of Church Council meetings. We shall focus on governance. We shall stand by our group decisions and speak with one voice. We shall continually learn as a Council and deepen our faithful response to God.

Space Intentionally Left Blank

Excerpt from the Constitution

Article VIII – Governance Structure

Section 1 – Church Council

A. Church Council Organization

Church Council functions as the Board of Trustees of The Church and is the governing body of Federated Church when the Congregation is not in session/meeting. The Moderator, Vice-Moderator, Past Moderator, Treasurer, and Clerk are officers of Federated Church. All members of Church Council are voting members except the Senior Director of People and Operations. Most members of Church Council are also liaisons or representatives to other Commissions, Committees, or church staff.

Church Council consists of:

- Moderator
- Vice Moderator
 - Liaison to Commission Councilors
- Past Moderator
 - Liaison to active Ad-Hoc Committees and Task Forces
 - Liaison to proposed and existing Ministry Teams
- Treasurer
 - Liaison to Finance and Properties Committee
- Clerk
- Commission Councilors
 - Each is a liaison to one Commission
- Administrative Councilor
 - Liaison to Human Resources Committee
 - Liaison Membership and Nominating Committee
- Senior Pastor
 - Liaison to all staff as Head of Staff
 - Liaison to Legacy Committee
- Senior Director of People and Operations (or equivalent)
 - Liaison to staff for finance and operations
 - Non-voting member

Church Council shall meet at least four times during the year, with the regular meetings at times and places fixed by it or by the Moderator. Special meetings may be called by the Moderator, the Senior Pastor or upon petition of six members of the Church Council.

Adequate notice of special meetings, including time and location, must be given to each member.

b) Church Council's Duties

Excerpt from the Constitution

Article VIII – Governance Structure

Section 1 – Church Council

B. Church Council duties and responsibilities

1. Church Council collective duties and responsibilities

- a) Discerns God's will for the mission and well-being of the Congregation.
- b) Initiates and formulates long range policy and objectives and conducts periodic strategic planning for growth and change.
- c) Maintains and keeps current a Church Governance and Policy Book containing approved policies and procedures for governance, finances, operations, human resources, etc. for lay leaders, staff, and members.
 - Policies reflect prudent, ethical, and lawful conduct that is consistent with the Church's United Church of Christ principles.
 - Policies can be proposed by Church Council, Commissions, Committees, Members and staff and are approved by Church Council.
 - This Constitution takes precedence over the Church Governance and Policy Book.
- d) Creates, maintains, promotes, and abides by statements of Mission, Vision, Purpose, and Core Values which serve as guidelines for all behaviors, actions, and policies. Statements are maintained in the Church Governance and Policy Book.
- e) Is ultimately responsible for the Senior Pastor, which includes conducting an annual review of performance.
- f) Executes oversight to meet its fiduciary and property management responsibility to the Congregation.
- g) Supports the work of Standing and Appointed Committees, and the work of Commissions and Ministry Teams.
- h) Provides the congregation with an Annual Financial Report, and an Annual Report on church activities.
- i) Communicates its activities to the Congregation, and provides for input from the Congregation.
- j) Collaborates with the Pastors and staff collectively and in individual Church Council roles.
- k) Oversees endowment, fundraising, stewardship and other Generosity activities through collaboration with the Generosity Commission and the other committees and Commissions through which Generosity activities are advanced.
- l) Creates and implements programs for the development of the leadership of Federated Church.
- m) Supports worship by assisting with serving communion and making provisions for ushers and greeters.

The Church Council's focus shall be on God and on the long-term mission and well-being of the Congregation.

- 1) Discerning and articulating Federated's Mission and Vision of Ministry 3-5 year strategic plan encompassing:
 - (a) Program development
 - (b) Membership development
 - (c) A comprehensive financial plan
 - (d) A staffing plan
- 2) Engaging in continuous strategic planning practices by setting goals annually and making strategic choices and monitoring its success in achieving the goals.
- 3) Ensuring that the Mission of the Church, the Vision of the Church , and the Strategic Plan for Federated remain consistent with its Core Values which serve as guidelines for all of Federated's behaviors and actions.
- 4) Ensuring that Federated's Mission, Vision, Core Values are periodically reviewed with the Church leadership, Congregation, and staff and that the vision and the strategic plan for the Church are consistent with the core values, and ensure that the core values remain consistent with what (or who) Federated is.
- 5) Executing oversight to meet its fiduciary and property management responsibility to the Congregation in keeping with Federated's Core Values.
- 6) Directing and inspiring through the careful establishment of broad written polices the Congregation's values, mission, and vision. All policies must be adopted by Church Council and incorporated into the Church Governance and Policy Book.
- 7) Securing, developing and evaluating Federated's leadership.
- 8) Supporting its Congregational Commissions and fostering the development of Ministry Teams.
- 9) Ensuring that Federated Church is a responsible employer by, at least annually, reviewing and discussing the working relationship between Church Council and the Senior Pastor, and ensuring that staff performance is evaluated annually.
- 10) Conversing with the Congregation, the Pastoral Team and staff.
- 11) Developing practices and procedures that specify how the Church Council conducts its own business. Such practices and procedures must be designed to ensure:
 - (a) Prudent, ethical, and lawful conduct that is consistent with the Church's United Church of Christ principles
 - (b) The discipline needed to govern with excellence, including regular discussion to identify opportunities for improvement in its governance progress and performance
 - (c) A Church Council communication process that keeps all Council members informed and does not disadvantage any member.
- 12) Monitoring and protecting the external community based image of the Federated

Church, to ensure its name, image, brand, leaders and congregants are appropriately addressed and respected within the greater community that Federated Church serves. Protecting its reputation and preventing the inappropriate and unauthorized use of its name, image and brand.

- 13) Training and orientation for the newly elected members of commissions and committees which shall occur as soon as possible after their mid-term election or the annual meeting
- 14) Creates a program for the development of the leadership of Federated Church and sponsors an annual Leadership Retreat
- 15) Supports worship by assisting with serving communion and making provisions for ushers and greeters.
- 16) As a liaison, each Council member works with the designated group to ensure that a written report for the Annual Report highlighting the previous year's activities is submitted by the date established by Council.

c) Church Council's Approvals

Excerpt from the Constitution

Article VIII – Governance Structure

Section 1 – Church Council

c) Church Council Approval Authority

The following matters must be approved or affirmed by Church Council, subject to current policies:

- a) Church budget
- b) All pastors' terms of call
- c) All church policies, including those proposed by Commissions, Committees, Members and staff
- d) Inclusion of or modification of policies in the current Church Governance and Policy Book, including the creation and modification of approval authority
- e) Nominations for lay leadership that occur between Annual Meetings of the Congregation
- f) Staffing plans and substantive changes to staff
- g) New staff position descriptions and corresponding compensation ranges and or adjustments
- h) Non-budgeted expenditures
- i) Affiliations with other organizations
- j) All Church-related fundraising events.

The following are areas that must be reviewed and approved or affirmed by Church Council when submitted, or at least annually unless otherwise stated:

- 1) All pastors' terms of call, annually
- 2) Budget, annually
- 3) Fundraisers
- 4) Commission, committee and staff policies and all fees
- 5) Approve mid-term elected commissioners and standing committee members
- 6) Affiliations of Federated Church with other organizations, and related actions such as setting contribution levels, appointing delegates, and voting in elections of affiliated bodies
- 7) New staff position descriptions and corresponding compensation ranges and or adjustments

- 8) Financial or relationship commitments that would unduly commit or burden the Federated Church or position the Federated Church in conflict with its Constitution, Mission, Vision or Values
- 9) Review and amend the Church Council policies at least every three (3) years from dated of last approval.

4. Church Council Roles

The Church Council consists of 10 or 11 elected lay leaders as well as the Senior Pastor and Senior Director of People and Operations. The Moderator, Vice-Moderator, Past Moderator, Treasurer and Clerk are officers of Federated and as such are legal representatives of the Church.

a) Terms of Office

- 1) Nominees for Church Council must be active members of Federated Church
- 2) Lay leaders of the Church Council are proposed by the Membership and Nominating Committee and the Senior Pastor and elected by the congregation at the Annual Congregation Meeting
- 3) Terms of office for all lay Church Council members are 3 years with a maximum of 2 consecutive terms
- 4) Terms will be staggered to ensure continuity of leadership
- 5) In the event that a Church Council member is unable to complete the term of office, the Membership and Nominating Committee shall nominate a replacement to be voted on by Church Council
- 6) The Vice-Moderator shall serve one year in that position, one year in the Moderator position, and one year in the Past Moderator position, to complete a three-year term.

b) Church Council Member's responsibilities

- 1) Being a spiritual leader, by attending and participating in worship, other Church functions, and encouraging other congregants to participate
- 2) Carrying out his or her duties with undivided loyalty to Federated Church and its mission by adhering to the church's Constitution and policies and asking "How faithful and effective are we?"
- 3) Attending all Council meetings, visioning/strategic planning retreats, leadership training events, and annual and special congregational meetings
- 4) Committing adequate time, energy and attention to understanding the Mission of Federated Church and the issues before the Church Council
- 5) Preparing for meetings by reading advance materials and doing assigned tasks
- 6) Carrying out decisions made by the Church Council, and representing such to the congregation

- 7) Evaluating new program proposals and relating them to existing program and budget capabilities
- 8) Maintaining confidentiality
- 9) Pledging financial support to the Federated Church, including, but not limited to, participation in the Church's annual Intention to Give campaign
- 10) Serving as a positive voice to the congregation and community on issues of leadership in regards to Federated Church.
- 11) Upon serving on Church Council, complete a Conflict of Interest and Behavior Covenant. Then, each year affirm via email the Conflict of Interest agreement, and read Behavior Covenant at the first Church Council Meeting after the Annual meeting.

c) Moderator

The job of the Moderator is to assure the integrity of the Church Council process

Excerpt from the Constitution

Article VIII – Governance Structure

Section 1 – Church Council

3. Church Council individual duties and responsibilities

a) Moderator

- The Moderator is the lay leader of Federated Church. The Moderator or her/his designated representative is the only person authorized to speak for Church Council.
- The Moderator or designated representative is empowered to chair Church Council and Congregational meetings.
- The Moderator ensures that the Church Council, Commissions, and Committees behave consistently with the Constitution and Church Governance and Policy Book.
- The Moderator works in collaboration with the Senior Pastor and the Senior Director of People and Operations.

1. Coordinates Leadership Training Event

d) Vice-Moderator

Excerpt from the Constitution

Article VIII – Governance Structure

Section 1 – Church Council

3. Church Council individual duties and responsibilities

b) Vice Moderator

- In the absence of the Moderator the Vice Moderator shall assume all the duties of the Moderator.
- The Vice Moderator serves as liaison to the Commission Councilors when coordination is required.

1. Gains familiarity with Governance documents
2. Helps create Annual Church Vision

e) Past Moderator

Excerpt from the Constitution

Article VIII – Governance Structure

Section 1 – Church Council

3. Church Council individual duties and responsibilities

c) Past Moderator

- The Past Moderator is the contact person for a proposed ministry team and determines the assignment of ministry teams to Commissions.
- The Past Moderator is a liaison between all active Ad-Hoc Committees and Task Forces and Church Council to ensure consistency and two-way communication.

e) Clerk

Excerpt from the Constitution

Article VIII – Governance Structure

Section 1 – Church Council

3. Church Council individual duties and responsibilities

e) Clerk

- The Clerk assures the integrity and distribution of the Church Council’s records, meeting minutes and Congregational meeting minutes.
- In the absence of the Clerk, any voting member of Church Council may serve as the Interim Clerk of Church Council.

- 1) The Clerk will maintain and update all documents in the central repository of Church Council.
- 2) The Clerk will coordinate the development of the monthly summary reports of all commissions and standing committees.

f) Treasurer

Excerpt from the Constitution

Article VIII – Governance Structure

Section 1 – Church Council

3. Church Council individual duties and responsibilities

d) Treasurer

- The Treasurer assists Church Council in its oversight of the Church’s finances and ensures that the financial operations are in line with prudence, best practices and the Church’s mission.
- The Treasurer collaborates with the Finance & Properties Committee in developing an annual budget ensuring the compliance with that budget on a quarterly and annual basis.
- The Treasurer or designee presents an Annual Financial Report to the congregation
- The Treasurer has responsibility for investing the surplus funds of Federated.

- 1) The Treasurer collaborates with the Finance and Properties Committee and the Senior Director of People and Operations in fulfilling the responsibilities of the office.
- 2) The Treasurer shall provide a quarterly update to Church Council showing the overall financial position and health of the Church. This update will, when applicable, highlight significant financial, operational or risk issues. This update will be available to any Congregation member who requests it.
- 3) The Treasurer oversees a periodic external examination of the books and records of the Church as necessary.
- 4) The Treasurer has responsibility for investing the surplus funds of Federated Church

in order to obtain the highest yield, with appropriate risk as determined by the Finance and Properties Committee.

- 5) The Treasurer is the liaison to the Finance and Properties Committee and to The Federated Legacy Committee and to the Generosity Commission.

g) Administrative Councilor

Excerpt from the Constitution

Article VIII – Governance Structure

Section 1 – Church Council

3. Church Council individual duties and responsibilities

f) Administrative Councilor

- The Administrative Councilor serves as liaison between Membership and Nominating , Human Resources and Church Council to ensure consistency and two-way communication.
- The Administrative Councilor attends the meetings of and collaborates closely with the members of each assigned committee.

- 1) The Administrative Councilor is elected to serve as liaison between Membership and Nominating and Human Resources Committees and Church Council to ensure each committee’s activities are in keeping with Federated’s Mission.
- 2) The Administrative Councilor collaborates closely with the chairperson foreach assigned committee.
- 3) The Administrative Councilor regularly attends the meetings of the assigned committees.
- 4) The Administrative Councilor submits a monthly summary to the Church Council on the work of these standing committees.
- 5) The Treasurer may serve as Administrative Councilor or a lay leader may be elected from the congregation.
- 6) Coordinates Communion, Ushering and Greeting with the Councilors

h) Commission Councilors

Excerpt from the Constitution

Article VIII – Governance Structure

Section 1 – Church Council

3. Church Council individual duties and responsibilities

f) Commission Councilors

- Each Commission Councilor serves as a liaison between their respective Commission and Church Council to ensure consistency and two-way communication.

- 1) Each Commission Councilor is elected to serve as a liaison between his/her respective congregational commission and Church Council to ensure the commission's activities are in keeping with Federated's Mission and Vision of Ministry.
- 2) Each Commission Councilor collaborates closely with the Chairperson and Commission members.
- 3) Each Commission Councilor attends the Commission meetings.
- 4) Each Commission Councilor provides a monthly written summary of Commission work to the Clerk.

5. Church Council Meetings

The goal of Church Council is to reach a common ground that can be supported by all.

Excerpt from the Constitution

Article VIII – Governance Structure

Section 7 – Meetings and Minutes

- A. Church Council, Commissions, and Committee meetings shall be scheduled by the chair. Meetings will follow the normal meeting protocols as described by Robert's Rules of Order. Any decision determined by vote requires a majority of voting members be present. A majority vote of those present is sufficient to render a decision, unless specified otherwise herein.
- B. Church Council, Commission, and Committee meetings shall be open to any Member of the church. Any church Member who wishes to attend must notify the chair in advance of the meeting. Any church Member can attend a meeting when invited by the chair. The Chair may call a recess for the purpose of discussion in a closed executive session consistent with the confidentiality policy in the Church Governance and Policy Book.
- C. Church Council and Commissions shall keep minutes of their meetings. Any Member of the church may have access to the minutes of meetings, subject to the confidentiality policy.

a) Management

- 1) Church Council shall meet at least ten times during the year (the Constitution specifies at least 4 times per year), with the regular meetings at times and places fixed by it or by the Moderator. Special meetings may be called by the Moderator, the Senior Pastor or upon petition of five members of the Church Council. Notice of special meetings, including time and location, must be given to each member of Church Council.
- 2) Voting members of Church Council are: Senior Pastor, Moderator, Vice Moderator, Past Moderator, Treasurer, Clerk, and all Councilors. During the vacancy of an elected Commission Councilor, the corresponding Commission chairperson is expected to attend and vote at Church Council meetings. As staff representative the Senior Director of People and Operations is a non-voting member of Church Council.
- 3) The goal of Church Council is to reach common ground that can be supported through reaching consensus.
- 4) Any decision determined by vote of Church Council shall require the presence of at least six voting members or such vote will be tabled until the following meeting.

- 5) Only the Moderator or designee may initiate a time-sensitive item. Electronic email voting may be done and is considered as an official meeting and will be included in the minutes of the next meeting. Any voting member of Church Council who believes more discussion is required before voting on the motion only needs to state such in an email and the motion is automatically tabled until the next Church Council meeting. Otherwise, a simple majority Yes/No vote prevails providing a quorum of six voting members has responded. If a quorum does not respond by the time requested, the motion is tabled until the next Church Council meeting.
- 6) If a Church Council member must be late or absent from a previously announced Church Council or Congregational meeting, that member is expected to notify the Moderator prior to the meeting.
- 7) All meetings of Church Council shall be open to the Congregation. Council may, however, recess for the purpose of discussion in a closed executive session of any human resources, financial or other matter of a sensitive nature as determined by the Moderator. Formal action or vote of Church Council shall only be taken in an open meeting.
- 8) All minutes of Church Council meetings are considered confidential and will be made available for any member of the congregation, by the clerk after appropriate redactions have taken place
- 9) During the vacancy of an elected Commission Councilor, the corresponding Commission chairperson is expected to attend and vote at Church Council meetings
- 10) Church Council led by Past Moderator, in collaboration with commissions and committees, is responsible for nominating individuals to serve in all elected lay positions, and the reporting on such is a part of the Old Business at every stated Church Council meeting.

b) Church Council Meeting Agendas and Supporting Materials

- 1) Church Council empowers the Moderator, in conjunction with the Senior Pastor, to create an agenda and Church Council packet which shall contain all reports, the Church Council agenda and supporting materials.
- 2) The liaisons to commissions and standing committees shall create a written summary of the work of their respective groups for inclusion in Church Council pre-reading packet. The Treasurer will provide a written financial update quarterly.
- 3) Church Council shall not hear oral reports except when they are related to major items on Council business.

6. Conflict of Interest

A conflict of interest exists whenever a Council member or a close relative has interests or duties that may interfere with the Church Council member's duty of loyalty to Federated Church and its principles. The conflicting interest may be financial, moral, political, theological or otherwise.

- a) Conflicts of interest arise when a Church Council member:
- 1) Stands to have a personal financial gain or loss because of a Council action
 - 2) Has a fiduciary duty or close personal or business relationship to any person or corporation that stands to gain or lose because of a Council action
 - 3) Holds a substantial property interest in a corporation or business, or serves as an officer or board member of another organization that stands to gain or lose because of a Council action
 - 4) Cannot set aside his or her personal preferences as an individual consumer of the congregation's services to vote on behalf of the whole Congregation and its mission
 - 5) Faces any other situation that creates or appears to create divided or conflicting loyalties.
 - 6) The Church Council shall require its members to disclose in writing all existing or foreseeable conflicts of interest. Disclosures shall be kept by the Clerk and made available to any member of the Congregation who requests to see them.
 - 7) If an issue to be decided by Church Council involves potential conflict of interest for a Council member, it is the responsibility of the Council member to do all the following:
 - (a) Identify the potential conflict of interest
 - (b) Not participate in discussion of the issue being considered
 - (c) Not vote on the issue.
 - 8) It is the responsibility of Church Council to record in the Minutes of the Church Council Meeting the potential conflict of interest, and the use of the procedures and criteria of this policy.
 - 9) Church Council reserves the right to re-open a decision, and re-address if it is determined at a later date that a decision was made where a conflict of interest was present and not recused.

7. Discipline and Removal of Church Council Members

Excerpt from the Constitution

Article VIII – Governance Structure

Section 6 – Discipline and Removal of Lay Leaders

Any lay leader may be removed from their elected or appointed position by vote of Church Council. Such action can be initiated by any member of Church Council or the Chair of any Commission or Committee. The following reasons may be considered:

1. Violation of policy as defined in the current Church Governance and Policy Book
2. Commission of an action that jeopardizes the Church's tax-free status
3. Missing three (3) or more meetings annually, for which appropriate prior notice was not given
4. Engaging in conduct or behavior which is detrimental to the functioning of or impedes the progress of the work of the group to which the lay leader belongs

- 1) Any Church Council member may be removed from the Church Council by vote of Church Council for the following reasons:
 - (a) Violates the Church Council's Conflict of Interest policy
 - (b) Violates the Church Council's Behavior Covenant policy
 - (c) Commits an action that jeopardizes the Church's tax-free status
 - (d) Misses three (3) or more meetings annually, for which appropriate prior notice is not given to the Moderator
 - (e) Engages in conduct or behavior which is detrimental to the functioning of the Church Council or impedes the progress of its work.
- 2) The member must be notified by the Moderator and/or Senior Pastor. Should the disciplinary action involve the Moderator, the Vice-Moderator is responsible for acting in the stead of the Moderator for initiating the disciplinary action.

8. Church Council Committees

Even the early Church found a need for committees. In Acts 6, when people were muttering against the Hebrews for not taking care of their widows, a committee of seven was appointed to do this work, so that the disciples could get on with preaching. This division of labor worked, for we are told “The word of God continued to spread; the number of the disciples increased greatly in Jerusalem...” (Acts 6:7)

There are two general types of committees reporting to Church Council: Standing Committees and Council-Appointed Committees

a) Standing Church Council Committees

Excerpt from the Constitution

Article VIII – Governance Structure

Section 2 – Standing Church Council Committees

Each of the Standing Church Council Committees is responsible for a crucial aspect of the church’s business or operation. Each Committee consists of no less than three and no more than five members. Each Committee has at least one liaison who serves on Church Council, and at least one staff representative. The liaison is non-voting except for ties, and the staff representative is non-voting. The Committees are:

- Legacy Committee
- Finance and Properties Committee
- Human Resources Committee
- Membership and Nominating Committee

Committees serve Church Council, and provide recommendations to Church Council in their areas of responsibility. Council may grant Committees specific responsibilities and powers, as defined in the Church Governance and Policy Book.

Committee members collaborate with liaisons from Church Council, staff representatives, and other staff members and lay leaders as required.

Each Standing Committee shall meet monthly or at the discretion of the chairperson.

Standing committee positions are elected. The terms shall be for three (3) years with a maximum of two (2) terms of continuous service. The terms should be staggered to ensure continuity of leadership.

Committee Chairpersons shall be selected annually by the members of the committees.

- 1) There shall be at least three members but not more than five members, proposed by Membership and Nominating Committee and elected by the congregation. In the event that a committee member is unable to complete their term of office, the Membership and Nominating Committee shall nominate a replacement to be voted on by Church Council.
- 2) Each committee shall keep minutes of the meetings. The minutes of the meeting

shall be shared with Church Council, upon request.

- 3) Any decision determined by vote of the committee shall require the presence of at least two voting members or such vote will be tabled until the following meeting. In the event of a tie vote, the council liaison may vote.
- 4) Only the Chairperson or designee may initiate a time-sensitive item. Electronic email voting may be done and is considered as an official meeting and will be included in the minutes of that month. Any voting member of the committee who believes more discussion is required before voting on the motion only need to state such in an email and the motion is automatically tabled until the next committee meeting. Otherwise, a simple majority Yes/No vote prevails providing a quorum of two voting members has responded. If a quorum does not respond by the time requested, the motion is tabled until the next committee meeting.

b) Responsibilities of all Committee Members

- 1) Be an active member of Federated Church
- 2) Express commitment to the Church's Mission and ministry
- 3) Understand the purpose of the group
- 4) Regularly attend meetings
- 5) Prepare for meetings by reading advance materials and doing assigned tasks
- 6) Listen to suggestions from all members of the Church
- 7) Maintain confidentiality
- 8) Attend worship services and participate in Church activities
- 9) Pledge financial support to the Federated Church including but not limited to participation in the Church's annual Intention to Give campaign
- 10) Attend all committee meetings, visioning/strategic planning retreats, leadership training events, and annual and special congregational meetings
- 11) Commit adequate time, energy and attention to understanding the Mission of Federated Church.

c) Legacy Committee

Excerpt from the Constitution

Article VIII – Governance Structure

Section 2 – Standing Church Council Committees

A. Legacy Committee

1. Manages The Federated Legacy Fund, which is a permanently restricted fund established to support Federated Church by being a receptacle for gifts, devises and bequests to be held in trust in perpetuity, and to be invested and distributed according to The Federated Legacy By-Laws.
2. Operates according to The Federated Legacy By-Laws, which are included in the Church Governance and Policy Book.
3. Presents a report on the Fund to the congregation at the Annual Meeting.

- 1) The Federated Legacy Fund is a permanent autonomous fund, established to support the ministries and charitable activities of the Federated Church by being a receptacle for gifts, devises and bequests to be held in trust in perpetuity, and to be invested and distributed according to The Federated Legacy by-laws.
- 2) The Legacy Committee shall operate according to the By-laws included in Appendix 2 of this document.
- 3) On a monthly basis, the Federated Legacy Committee shall submit financial reports to the Treasurer.
- 4) The Senior Pastor and the Treasurer are the liaisons to the Federated Legacy Committee.

d) Finance and Properties Committee

Excerpt from the Constitution

Article VIII – Governance Structure

Section 2 – Standing Church Council Committees

B. Finance & Properties Committee

1. Prepares an annual budget for Federated Church, and submits it to Church Council for approval. The budget must be approved by the Congregation at the Annual Meeting.
2. Develops and maintains financial operating policies and procedures to ensure the smooth financial operations of the Church.
3. Is responsible for the long-term care and maintenance of Church buildings, grounds, and vehicles.
4. Manages a maintenance and improvement schedule, prioritized project list, and budget, consistent with current policies.

- 1) Annually seeks input from staff, clergy, Church Council and commissions and standing committees and prepares and submits to the Church Council for approval a budget for the forthcoming year. The budget shall then be presented to the congregation for final approval at the Annual Meeting.
- 2) Reviews the budget monthly and alert the Church Council to special concerns.
- 3) In collaboration with the Generosity Commission, develops a program of continuous financial support including acquainting the whole Church constituency with stewardship needs to finance the operation of Federated Church.
- 4) Arranges for an independent examination of the Annual Report of the Treasurer, conducted in accordance with procedures approved each year in advance by the Church Council and presented to Church Council by the end of the program year.
- 5) Coordinates with the Treasurer and collaborates with the Senior Director of People and Operations.
- 6) Develops and revises financial operating policies to be approved by Church Council.
- 7) Develops and revises financial procedures to be followed by ministry, staff, Church Council, Commissions and Committees for the purpose of ensuring the smooth financial operations of the church.
- 8) Creates a vision for the care and usage of all facilities.\
- 9) Develops a schedule for maintenance and improvements in collaboration with the Lead Custodian (or similar position) to ensure all properties are safe, secure and well maintained.
- 10) Works with the Lead Custodian (or similar position) to ensure the overall maintenance of buildings, grounds, and vehicles, while operating within the constraints of the Budget.
- 11) Works with staff to ensure that scheduling and priorities for usage of facilities and vehicles support the Church's mission.
- 12) Sets and monitors rental rates and guidelines for all properties

e) **Human Resources Committee**

Excerpt from the Constitution

Article VIII – Governance Structure

Section 2 – Standing Church Council Committees

C. Human Resources Committee

1. Ensures that Federated Church is a responsible employer.
2. Reviews staffing levels, staff compensation and benefits annually and recommends changes as needed.
3. Consults on job descriptions and salary ranges for new or changed positions.
4. Reviews and affirms staff hires, reorganizations and terminations.
5. Ensures that an up-to-date Employee Manual of human resource policies and practices is provided to every Church employee and is adhered to by all the staff.
6. Ensures members are available for confidential contact by an employee or a Church member in accordance with the procedure established in the Employee Manual.
7. Reviews the terms of call for the Senior Pastor and the Associate Pastors annually and recommends any changes to Church Council.

- 1) Reviews staffing plan annually with the Senior Director of People and Operations to ensure staffing costs are within budget and staff positions support the overall vision and mission of the Church.
- 2) Oversees the evaluation process for staff by ensuring evaluation tools are in place and performance is measured at least annually.
- 3) Reviews and affirms staff hires and terminations.
- 4) Reviews compensation annually and approves compensation changes assuring that they are within budget.
- 5) Reviews and affirms any staff changes to ensure that costs are within budget and changes support the overall mission and vision of the Church.
- 6) Coordinates with the Administrative Councilor and the Senior Director of People and Operations.

f) Membership and Nominating Committee

Excerpt from the Constitution

Article VIII – Governance Structure

Section 2 – Standing Church Council Committees

D. Membership & Nominating Committee

1. Provides classes for prospective new members in collaboration with the Pastoral staff.
2. Develops programs for assimilating new members into the life of the church.
3. Studies and provides leaders with information on attendance, activity, retention and attrition of members and makes recommendations in light of this information.
4. Keeps the membership rolls of the church current with regard to active vs. inactive members.
5. Prepares a slate of all nominees for Church Council, Commissions, and Standing Council Committees to present at the Annual Meeting for congregational approval.
6. If a lay leadership vacancy occurs, identifies and nominates candidates to fill the vacancy. All mid-year vacancy candidates shall be confirmed by the Church Council by majority vote.

- 1) To develop special programs for assimilating new members into the life of the church during their first year of membership.
- 2) To coordinate efforts with the Congregational Care Commission on membership growth and retention.
- 3) Membership and Nominating Committee members shall make themselves aware, throughout the year, of individual congregational members' talents and capabilities and sense of call to serve; one way is to tap in to the Church's REALM Skills and Inventory data to determine the gifts of members.
- 4) Nominees shall be contacted personally to determine if their gifts, passions and skills are in keeping with responsibilities and talents that are required for the office. Membership and Nominating Committee members are to regard the discussion and nomination process as confidential information.
- 5) The nominee will be invited to answer the call to serve and be placed in nomination after they agree to serve in this capacity.
- 6) If a vacancy occurs during the year, the Membership and Nominating Committee shall identify and nominate candidates. All mid-year candidates must be confirmed by Church Council vote by majority vote. If the mid-year replacement is to serve six (6) months or less of the uncompleted term, then the mid-year replacement may be proposed for a full, three- year term to be elected by the Congregation at the Annual Meeting.

g) **Council-Appointed Committees, Delegates and Ad-Hoc Committees**

Excerpt from the Constitution

Article VIII – Governance Structure

Section 3 – Council-Appointed Committees and Delegates

Council-appointed committees and delegates are appointed by Church Council. The numbers of members/delegates is subject to change and there are no specific terms or term limits.

Nominations for these positions will originate from Church Council. As of February 2021, there are no Church Council Appointed Committees

i) **Delegates**

Excerpt from the Constitution

Article VIII – Governance Structure

Section 3 – Council-Appointed Committees and Delegates

B. Delegates

Church Council may call upon individuals to serve as its representative; for example:

1. Western Reserve Association Delegates
2. Ohio Conference Delegates

j) Ad-Hoc Committees and Task Forces

Excerpt from the Constitution

Article VIII – Governance Structure

Section 3 – Council-Appointed Committees and Delegates

C. Ad-Hoc Committees and Task Forces

Church Council may establish an Ad-Hoc Committee or a Task Force for a specific purpose and for a limited time. The make-up of each Committee will be determined by Church Council, and may include hired consultants. Such Committees will submit their work and recommendations to Church Council for consideration.

- 1) An Ad-Hoc Committee or time-limited Task Force may be a special project team or a hired outside consultant to help carry out Church Council's responsibilities, or inquire into specific questions of policy compliance, organizational concerns, or other issues.
- 2) The Past Moderator shall be the liaison to Ad-Hoc Committees and Task Forces.

9. Church Council-Staff Relationship

Excerpt from the Constitution

Article IX – Ministry

Section 2 – Staff

D. The relationship between the Church Council, which sets policy, and the Staff, which determines means and manages the Church's operation is defined here.

1. The official connection to the staff is through the Senior Pastor (Head of Staff).
2. All Church Council authority delegated to the staff is delegated through the Senior Pastor so all the authority and accountability of the Staff, as far as the Church Council is concerned, is considered to be the authority and accountability of the Senior Pastor.
3. Church Council is responsible for ensuring that the policies implemented in the Employee Manual are implemented consistently.

- a) Church Council is responsible for ensuring that staff performance is evaluated annually. Performance will be monitored to determine the extent to which:
 - 1) The Church's mission and Annual Vision of Ministry goals are being met.
 - 2) The Staff operates within the boundaries set by Church Council policies.

C. Church Ministries

Martin Luther called for the “priesthood of all believers.” It wasn’t enough for clergy to minister, he said. Ministry is the work of all the people.

1. Rites of the Church

a) Sacraments

1) Baptism

Reapproved at Church Council 2/28/2013

Baptism at Federated Church is a sacrament (or sacred celebration) signifying God’s gift of love and grace to everyone. It is the sign and seal of God’s never-ending care for the ones being baptized. As such, it is open to all people.

Because baptism is also our human response to that divine grace, it is expected that those being baptized, or their parent(s), will display a commitment to Federated Church. Faith is developed through practice in Christian community. Thus it is vital that those requesting baptism here be active in the life of the church and regularly present in worship at Federated.

2) Communion

Approved by Church Council 2/28/2013

In communion at Federated Church, we celebrate the love of God in the life, death, and resurrection of Jesus Christ, a love known as we join together in the sacrament (or sacred celebration). At the communion table, we give thanks for God’s grace, remember the blessings of Christ, confess our sin, and receive the assurance of God’s never-ending love. Both solemn and joyful, communion conveys the mysterious grace that we can never earn and nourishes us with the love of God.

Communion at Federated is open to all who seek to walk the way of our Savior, Jesus Christ. You need not be a member to share. You need not be successful or accomplished or happy or perfect. Simply know that you are welcome. It is a meal, a sacrament, of pure grace. Freely receive at the communion table a gift from God. And may that meal strengthen you for ministry in Christ’s name.

Children are welcome to share communion, and while we don’t require prior education about the sacrament, we do offer communion classes for fifth graders and older to enhance their experience of the meal.

In order to remove any obstacles to receiving communion, we use grape juice, and we have gluten-free bread available.

b) Special Services

1) Confirmation

Confirmation is the process of acknowledgement by which a young person at Federated becomes prepared for church membership. It is open to any youth interested in learning more about Federated and the UCC. If what the youth learned and experienced is

suitable to where s/he currently is in life, s/he would have the opportunity to join the church. Confirmation is open to all high school youth beginning in their freshman year and others who desire this experience.

2) Officiating Clergy at Weddings and Funerals

Weddings and funerals at Federated Church, conducted at the Bell Street facility, should have a Federated Clergy person involved. These services may be co-officiated with visiting clergy when appropriate and approved by the Federated clergy person conducting the service. Example—inviting a Catholic Priest or a Jewish Rabbi to participate when the occasion warrants.

Exceptions on a case-by-case examination may be considered by the Federated clergy involved when a family member or someone with a close relationship to the family is UCC clergy or clergy of another Mainline Protestant denomination.

Space Intentionally Left Blank

2. Commissions

Excerpt from the Constitution

Article VIII – Governance Structure

Section 4 – Commissions

Each of the Commissions is responsible for a crucial facet of church life, and for the Programs and Ministry Teams that serve that facet. Each Commission consists of not less than six (6) and not more than nine (9) members, one Councilor who serves on Church Council, and at least one staff representative. The Councilor is non-voting except for ties, and the staff representative(s) is non-voting. The Commissions are:

1. Congregational Care Commission
2. Spiritual Formation Commission
3. Mission and Service Commission
4. Generosity Commission

The Commissions are focused on the support of Ministry Teams that do God's work in the Congregation, the community, and the world. They work to help create, support, and sustain Ministry Teams in their particular areas, and help church members and participants find their calling in ministry. The goal is a church filled with active ministers. Staff-led programs are also considered Ministry Teams.

Commissions will collaborate and coordinate with staff, through the staff representative, and with staff whose duties are aligned with the Commission's area of responsibility.

Each Commission has the authority to approve new actions and programs that occur within its area of responsibility, including the use of budgeted funds assigned to the Commission. Major changes or actions, which impact the whole Church or the community at large, must be submitted to Church Council for approval. The Church Governance and Policy Book provides additional guidance on the matters that require such approval.

Commissioner positions are elected, except for staff positions. Terms of office for all lay Commissioners are three (3)- years with a maximum of two (2) consecutive terms.

The terms should be staggered to ensure continuity of leadership.

In collaboration with the current Chairperson, the Commission Chairperson will be proposed by the Membership and Nominating Committee and the Senior Pastor and voted on by the Congregation at the Annual Meeting. Vice chairs and secretaries shall be selected annually by the members of the Commissions as needed.

a) Commissions: Roles and Responsibilities

- 1) Each commission member must be an active member of Federated Church.
- 2) Each commission shall meet monthly or at the discretion of the chairperson.
- 3) Each commission member is expected to attend Annual and Special Congregational Meetings, and the Leadership Training Retreat(s).
- 4) Each commission shall define goals with annual action plans and initiatives within its area of ministry to enable the congregation to achieve Federated's overall Annual Vision of Ministry.
- 5) Commission members are responsible for maintaining confidentiality.
- 6) Each commission shall facilitate the creation and/or development of ministry teams and support existing ministry teams in order to achieve the Commission's goals.
- 7) Each commission member shall serve as a liaison to one or more ministry teams assigned to the commission.
- 8) Each commission shall provide input into the creation of the Church's budget. It shall also set priorities for the use of its portion of the final budget.
- 9) Each commission shall appoint a secretary to keep minutes of its meetings that will be shared with Church Council upon request.
- 10) Each commission shall have a Staff member assigned to it.
- 11) Any decision determined by vote of commission members shall require the presence of at least five voting members or such vote will be tabled until the following meeting.
- 12) Only the chairperson or designee may initiate a time-sensitive item. Electronic email voting may be done and is considered as an official meeting and will be included in the minutes of that month. Any voting member of the commission who believes more discussion is required before voting on the motion only needs to state such in an email and the motion is automatically tabled until the next commission meeting. Otherwise, a simple majority Yes/No vote prevails providing a quorum of five voting members has responded. If a quorum does not respond by the time requested, the motion is tabled until the next the commission meeting.
- 13) Each commission member shall pledge financial support to the Federated Church, including, but not limited to, participation in the Church's annual Intention to Give campaign.

b) Church Commissions Terms of Office

- 1) Members of Commissions (up to 9 per Commission) are proposed by the Membership and Nominating Committee and elected by the congregation at its Annual Meeting. In the event that a commission member is unable to complete the term of office, the Membership and Nominating Committee shall nominate a replacement to be voted on by Church Council.
- 2) The Commission Councilor and staff representative are non-voting members of the commission. However, in the case of a tie vote, the Councilor may vote.
- 3) Members are expected to notify the Chairperson of the Commission if they cannot attend a meeting.
- 4) Commission members who miss three (3) or more meetings annually, for which prior notice has not been given to the chairperson, can be asked to resign by the Chairperson and be replaced by the Membership and Nominating Committee.
- 5) A Commission member who engages in conduct or behavior which is detrimental to the functioning of the Commission or impedes the progress of its work may be asked by the Commission Chairperson to resign.

c) **Spiritual Formation Commission - Encouraging being Shaped in the Christian Gospel**

Excerpt from the Constitution

Article VIII – Governance Structure

Section 4 – Commissions

A. Spiritual Formation Commission

1. Assists members of the Congregation to grow in their Christian development, to enlarge and strengthen their Christian witness and to help them understand and participate in the whole work of the Church.
2. Initiates and support programs and activities that foster the Church’s ministry of spiritual growth and fellowship for adults, children, youth and families.

- 1) Has overall responsibility for adult education in the Church and initiates special programs, classes, discussion groups and other activities that will foster the Church’s ministry of spiritual growth and fellowship
- 2) Promotes development of spiritual formation and fellowship programs of children, youth (through college or age 22) and families including setting policy, approving programs and making periodic evaluations of long-range goals for Church School
- 3) Involves young people of junior and senior high school age in the life of Federated Church in such ways that they may serve and be served.

d) **Congregational Care Commission - Bonding in Community**

Excerpt from the Constitution

Article VIII – Governance Structure

Section 4 – Commissions

B. Congregational Care Commission

1. Fosters attendance at Church services and fellowship opportunities for the Congregation.
2. Provides compassion, personal visitation, and service in response to needs of the Congregation.

- 1) Provides fellowship opportunities for a variety of groups.

e) **Mission and Service Commission - Encouraging Involvement in Mission and Service**

Excerpt from the Constitution

Article VIII – Governance Structure

Section 4 – Commissions

C. Mission and Service Commission

1. Fosters and oversees a mission and benevolence program and budget, giving special consideration to the programs of the United Church of Christ.
2. Assesses opportunities for mission, partnership and service at local, national, and international levels and proposes action for giving and/or service.
3. Provides opportunities for individuals and Ministry Teams to serve the larger community.
4. Educates the Congregation concerning social and political issues morally relevant to Christians.

- 1) Assesses missions and opportunities from local to international levels and propose action regarding mission projects and social issues
- 2) Educates the congregation concerning social and political issues morally relevant to Christians and acts as an information clearing-house regarding them.
- 3) Educates and provides opportunities for people to serve the larger community.

f) **Generosity Commission – Sharing Our Resources**

Article VIII – Governance Structure

Section 4 – Commissions

D. Generosity Commission

1. Creates and executes the Church's strategy for obtaining, maintaining and celebrating the financial commitments of Members, non-Members and the community at large; and
2. Promotes, cherishes and celebrates the impact of non-financial gifts of time and talents to the Church by Members, non-Members, Church Staff and the community at large; and
3. Coordinates with the Legacy Committee such that fundraising activities are connectible and consistent; and
4. Coordinates with the Spiritual Formation Commission and the Membership and Nominating Committee to assure that the spiritual teachings and practices of generosity and sacrificial giving are deeply woven into both the spiritual life of the community and into the internal and external messaging of the Church as a whole across a program year; and
5. Presents stewardship as a year-round practice, while coordinating with the Treasurer and the Finance and Properties Committee to assure that the practical funding needs of the Church are reasonably met."

g) Ministry Teams

Excerpt from the Constitution

Article IX – Ministry

SECTION 4 - MINISTRY TEAMS

A. Purpose

The “work of the Church” is accomplished by groups of people working together as Christians who feel called to serve as their gifts and passions lead them. Federated Church strives to enable everyone to serve and/or grow in ways that are fulfilling and in which each person may feel supported in his or her efforts.

B. Process

The Federated Church Ministry Team Manual describes how Ministry Teams are created, how they connect to Commissions and how they are supported.

The formation of a Ministry Team requires 2 individuals, one of whom must be a member of Federated Church and the submission of a completed New Ministry Team Application Form to the Past Moderator. A Ministry team is tied to a governing body. Forms can be found in Dropbox folder: “FED General Information\FED Forms Templates” or contacting the Clerk.

For more information, please see the document Ministry Team Manual which describes this concept in great detail and can be found in Dropbox Folder: “ FED General Information\FED Ministry Teams.”

h) Tributaries

The Tributaries program is an opportunity for outsiders as well as church members to provide spiritually based programs for a fee.

- The Chair of Spiritual Formation serve as the initial contact for a Tributaries presenter, who will then pass it on to the Past Moderator for Church Council for approval.
- Tributaries Programs are connected to the Spiritual Formation Commission.
- The instructor returns to Federated 30% of the fees they collect in appreciation for the use of the facility.
- Facility use percentage be paid: semi-annually, i.e. December and June for on-going classes or at the completion of the course for a one-time offering.

D. Management

1. Delegation to Staff

a) Delegation to Senior Pastor

The Senior Pastor of the Federated Church serves as pastor and teacher, pastoral care leader, program leader, and Head of Staff. Reference the current Terms of Call and job description for more detailed explanation of duties.

b) Delegation to Others

1) Associate Pastors

Reference the current Terms of Call and job description for more detailed explanation of duties of each Associate Pastor.

2) The Senior Director of People and Operations

The Senior Director of People and Operations will have primary responsibility for the administrative, financial, physical, and organizational health of the Federated Church. This position will be a strategic ministry partner with the Senior Pastor and other clergy by providing counsel and support in the areas of finance, properties, office support, IT, communications and human resources. See job description for duties.

2. Care for People

Church Council and its designees shall be responsible for taking care to prevent harm to the members and guests who take part in congregational activities or use the property and shall have the power to take all necessary steps to deal with situations where such persons are at risk.

a) Children/Youth Health and Safety

1) Child Protection Purpose and Policy

Because of our special responsibility for children and youth in the congregation's care, the Senior Pastor in conjunction with Senior Director of People and Operations shall ensure the development and maintenance of clear, written procedures for the selection training and supervision of all paid and unpaid staff who work with persons eighteen (18) and younger.

2) Two Youth Worker Policy (those working with persons under 18)

Where reasonable, and absent unusual circumstances, at least two Youth Workers must be present at each Federated function, activity, event, class or program involving minors. In cases where a Youth Worker is a minor, an adult Youth Worker shall also be present.

3) Health and Safety Purpose and Policy

Because of our special responsibility for children and youth in the congregation's care, the Senior Pastor in conjunction with Senior Director of People and Operations shall ensure the development and maintenance of clear, written procedures for protecting the health and safety for persons 18 and younger.

b) Confidentiality Agreement

As a condition of employment or lay leadership with Federated Church, staff and lay leaders are obligated to protect and not disclose confidential information. Confidential information may only be used for the benefit of the church. Confidential information includes any information designated as confidential or which relates to church, church member/friend, or employee information, including personal, financial, salary, or benefit

information. Confidential information includes all forms of information including verbal, written, or electronic.

c) Emergency Planning

Emergency Plan and Drills

1. The Lead Custodian (or similar position) shall maintain a written plan for responding to medical emergencies, fire and toxic conditions, weather problems, threatening communications, power outages, natural disasters and other circumstances that create or threaten dangerous conditions.
2. A staff member shall be designated as the emergency planning officer responsible for preparing emergency response procedures and conducting drills and training as required.

d) Nondiscrimination and equal opportunity

See Employee Manual

e) Open and Affirming Statement

We, the members of The Federated Church of Chagrin Falls, Ohio believe that God is still speaking and we seek prayerfully to discern God's plan for us today. Acknowledging God's acceptance of us and Jesus' commandment to love our neighbors as ourselves, we affirm our belief that we are one body in Christ.

We welcome people of all races and ages, mental and physical abilities, marital status, gender or sexual orientation. We invite those from different backgrounds of economic class, ethnicity, and varieties of thought, expression and religious tradition to join us in our worship and to participate in the full life and ministry of our church.

We celebrate the diversity of God's creation and believe that every person is uniquely made in God's image. We embrace the joy of being accepted and affirmed by God and by one another.

We strive for justice and inclusiveness following Jesus' example of love.

f) Information Privacy Policy

Federated Church does not share contact information or mailing lists with any organization outside of the church and asks that its congregation honor that intention as well. (Adopted by Church Council 4/10/2013)

g) Photograph Consent And Release

Families and others in attendance at a Federated Church functions acknowledge that they may be photographed and their image used in church publications and/or promotional materials.

h) Social Media Policy –

to be developed by staff

i) Universal Access

Amended 3/2013

The congregation intends to make its premises and activities accessible to persons with the widest possible variety of disabilities. To this end it will meet and attempt to exceed all legal requirements, and engage in continual examination of its properties, practices and attitudes.

j) Petition Policy

Anyone seeking to solicit signatures for a petition to place an issue on a national, state or local ballot at a Federated-sponsored function on Federated property, or to publicize the effort in a Federated publication, must obtain prior approval. Rental functions are exempt, provided the petition activity is sanctioned by the renter. The Mission and Service Commission shall be the approving body, in consultation with the Senior Pastor as needed, and may approve, reject, or restrict the activity. A factor in the decision will be the alignment of the issue with the values of the United Church of Christ and Federated Church. In no case will election laws be knowingly violated.

1. All requests to host petition signings at church shall be made to the Mission and Service Commission for their review and approval.
2. Once approved, the Mission and Service Chairperson will inform the SDPO or their designee who will set up a designated area for the petitions to be signed. The petitioning and petition signings must be done at the designated site.
3. The petitioners must provide educational materials at the table to inform people of the purpose and reason for supporting the petition.
4. A member of the Mission and Service Commission must be present to ensure that these guidelines are followed.
5. Only signage pre-approved by the Mission and Service Commission may be used to display the petition signing.
6. Petition signings will be limited to two consecutive weeks.

3. Care for Staff

The Senior Pastor shall ultimately be responsible for maintaining a productive and effective staff team, for ensuring that its efforts are directed toward fulfilling the congregation's mission and vision of ministry, and for compliance by the staff with all Council policies.

a) Employment Categories

Definitions are contained in the Employee Handbook in Appendix 7

- 1) Clergy
- 2) Full-time lay employees
- 3) Part-time lay employees
- 4) Temporary

b) Compensation and Benefits

- 1) Compensation for staff shall be competitive with comparable positions in local or denominational markets, and will comply with guidelines for fair compensations as approved by the United Church of Christ.
- 2) All staff members employed for thirty (30) hours or more per week shall be eligible to receive, after completing a probation period, a benefits package as outlined in the Employee Handbook. Other benefits for those working less than thirty (30) hours a week are set forth in the Employee Handbook.

c) Creating and Filling Staff Positions

The hiring process shall be conducted in the manner approved by the Human Resources Committee, consistent with the Federated Church Constitution and Employee Handbook.

d) Disciplinary Action and Discharge of Staff

- 1) In general, Federated Church endorses a policy of progressive discipline by providing employees with notice of deficiencies and an opportunity to improve. See Employee Handbook for details.
- 2) Discipline and separation of Clergy will be handled as provided in the Church Constitution.

e) Whistle-blower protection

The Senior Pastor and Senior Director of People and Operations shall enforce the Ohio Whistle-blower Statute by ensuring Federated Church takes no retaliatory action against employees for reporting a suspected "criminal offense that is likely to cause an imminent risk of physical harm to person or a hazard to public health or safety, a felony, or an improper solicitation for a contribution."

f) Employee Complaints

Federated Church provides a reasonable procedure to ensure that fair and prompt consideration is given to the handling of misunderstandings and employee concerns.

- 1) A complaint can include a specific concern brought by an employee about discipline received or alleged discriminatory treatment.
- 2) Employees are assured freedom from reprisal in any form for using or participating in the employee complaint procedure.

g) Employee Conflicts

- 1) Employees in conflict are encouraged to resolve disagreements directly and informally.
- 2) If unsuccessful, employees should bring to the attention of their supervisor any dissatisfaction they may have concerning conditions of employment or treatment by management, supervisors or other employees.
- 3) There may be times, however, when an employee is not satisfied with the supervisor's response or when an employee does not feel that they can discuss the problem with their supervisor. In such cases, employees are free to contact any level of management or a member of the Human Resource Committee for assistance in resolving the complaint.

h) Safety and Health

It is the Federated Church's policy to conduct all of its activities in a manner that ensures a healthy and safe work environment for all employees. We will comply with the requirements of all applicable laws and regulations, conforming to the highest ethical standards and good management practices. All employees and representatives of Federated Church will be aware of this policy and responsible to carry out its principles.

We will hold supervisors accountable for the health and safety of employees under their supervision. We will provide supervisors with the training, assistance and support needed for them to fulfill this responsibility.

Employees must protect their own health and safety and that of others by following safety rules, and by using our safe work practices and procedures.

We are committed to returning injured workers to productive work as soon as possible by providing a transitional work program.

i) Substance Abuse Policy

The Federated Church is committed to providing a safe work and church environment free from substance abuse. This Policy is intended to deter and detect the use and abuse of drugs and alcohol in the workplace, and to take aggressive steps to rid the workplace of the effects of substance abuse. This includes educating our staff and assisting staff members who feel they have a substance abuse problem.

j) Employee Handbook

The Human Resources Committee in collaboration with the Senior Director of People and Operations shall be responsible for maintaining an up-to-date employee handbook covering employment related practices and procedures not fully detailed in Federated Church Governance and Policy Book. If there is any inconsistency between this Church Governance and Policy Book and the Employee Handbook, the Employee Handbook shall govern.

k) Communication Sensitivity

The communication avenues of the Federated Church (including, but not limited to email, social media, website links, video channels, official publications and mailing lists) shall not be utilized by Members, Commissions, Committees, Lay Leaders, Staff or Clergy to distribute or forward material that is of a partisan political nature or that contradicts the stated Core Values of Federated Church.

4. Care of Resources

a) Alcohol Policy

Alcohol Policy for 76 Bell Street

Beer and wine may be served at programs or functions taking place at the Bell Street facility on a case-by-case basis after being approved by Church Council by a simple majority. Church Council must see the rental agreement before approving having alcohol served at 76 Bell Street. No Federated Church funds may be used to purchase alcoholic beverages at 76 Bell Street. No sales of alcoholic beverages shall be permitted at events at 76 Bell Street.

Alcohol Policy for Family Life Center (FLC)

The following policy is suspended while the FLC is being rented to and managed by the CLC.

Alcoholic beverages, including beer, wine and liquor may be served at events at the Family Life Center, provided, however, that any Federated Church event at the Family Life Center which will include alcoholic beverages must have the prior written approval of Church Council. No Federated Church funds may be used to purchase alcoholic beverages.

No sales of alcoholic beverages shall be permitted at events held at the Family Life Center

unless the host of the event has obtained authority from the Ohio Liquor Control Commission to allow any such sales, has provided evidence of insurance coverage for the service of alcoholic beverages at the event and has provided evidence of that authorization and coverage at the time of entering into the host's FLC Event Rental Agreement, or such later date as the Senior Director of People and Operations may otherwise permit.

b) Cancellation of Church Programs

When it is necessary to close any Church facilities and cancel the programs due to weather conditions, the closing of either facility will be listed on appropriate communication media.

c) Facility Scheduling

The policy related to the Family Life Center is suspended while the FLC being rented to and managed by the CLC.

All programs requesting space at the Federated Church Family Life Center and the Federated Church Bell Street facility will be considered on a case by case basis depending upon which facility is most appropriate for the program and the costs related to it, as determined by the Senior Director of People and Operations, in consultation with staff.

d) Federated Church Programs

The policy related to the Family Life Center is suspended while the FLC being rented to and managed by the CLC.

Programs of the Federated Church must first come under the review and approval of an elected Commission of the Federated Church. It is recommended that the event coordinator submit a request to the Commission Chairperson as well as to the Senior Director of People and Operations.

Once the program has been approved by an elected Commission, that program comes under the direct supervision of that commission. Commission programs must conform to FLC guidelines for safe and appropriate use. These guidelines are as follows:

- 1) A *designee* of the commission must be present during the program event. These persons have direct responsibility for the safety of the participants and of the security of the property.
- 2) A reasonable ratio of adults to youth must be observed, with a minimum of 2 adults per 10 youth participants. The ratio of adults to youth may be modified at the discretion of the originating commission based upon the type of activity and the age of youth involved in the activity.
- 3) Our facilities are non-smoking and drug-free and places of peace. No weapons of any kind are permitted.
- 4) It is the responsibility of the program's commission to assure appropriate set-up and clean-up of the facility. This is to be coordinated with the Lead Custodian (or similar position) at least 2 weeks before the scheduled event. Rooms must be returned to the state in which they were found.
- 5) Equipment, including pianos, microphones, kitchen appliances, media players, temperature and fireplace controls may only be used with the direct approval of the Lead Custodian (or similar position) or a representative thereof.

e) **Facility Rental Agreement and Fee Schedule**

The Finance and Properties Committee in collaboration with the Senior Director of People and Operations is responsible for maintaining rental agreements and fee schedules for the use of any Federated facility. These agreements and schedules will be reviewed annually. Changes will be prepared by the Finance and Properties Committee and approved by Church Council.

f) **Member**

If a member is renting room for a personal event (birthday party, baby shower, etc.) a 20% discount will be given off the published room rental rate.

If the member is using the room for a profit-making event (music lessons, etc.), there is no discount.

g) **Safety Forces and School Groups**

The Federated facilities will be available for use by groups that promote the safety of the larger community at no charge to these groups. These groups include police departments, fire departments and other community groups charged with the task of emergency services in the event of calamity.

Scout Troops and school groups requesting the limited use of the Federated facilities will be considered as a no-fee rental, with oversight by appropriate staff.

Exceptions to this policy include recreational events or any event for which an admission fee is charged.

h) **Norling Prayer and Memorial Gardens.**

1) **MEMORIAL SCATTERING OF THE ASHES**

Ashes of Federated members and friends and their immediate families may be scattered in the Prayer and Memorial Gardens. A gift equivalent to the price of a paver would be welcomed prior to the scattering of ashes. This gift can be made at any time during the life of the family member or just prior to the service for scattering of ashes. Scattering of human ashes is permitted in the garden area only; not on the water or the labyrinth. Ashes may not be stored in urns, special vessels or any container either above or below ground. Pet ashes are not permitted in the Gardens, but may be scattered on the Nature Trail.

2) **WEDDINGS**

Wedding Ceremonies are encouraged in the Prayer and Memorial Gardens and will be subject to the guidelines currently set forth in the Wedding Guide:

- No food or drink is allowed in the Prayer and Memorial Gardens
- Rubber tipped chairs only may be set up on the labyrinth
- Absolutely no rice, bird seed, rose petals or other materials may be thrown in the Gardens; however, bubbles will be permitted.

3) **PHOTO SESSIONS**

Photo sessions are permitted in the Prayer and Memorial Gardens but must be scheduled through the Church Office. Use of the Gardens for this purpose will be free

to members and available to non-members for a donation (suggested \$50 minimum).

4) **INSTALLATION OF MEMORIAL STONES**

Stones will be installed after the frost annually.

5) **PERMISSION AND SCHEDULING OF SERVICES**

Permission and scheduling of Weddings and Memorial Services must be made through the Church office and Federated Church clergy in adequate time to allow for all necessary arrangements to be made for the service. Any special equipment or special services requested beyond what is normally provided will be subject to additional charges in accordance with church use fees as set forth in the Wedding Guide and the Memorial Guide.

6) **CHURCH RECORDS**

The Federated Church office will keep a record of all members who contribute to the Prayer and Memorial Garden Fund including records detailing the name of the deceased whose ashes were spread and date.

7) **WHEELED VEHICLES**

While wheelchairs and maintenance vehicles are permitted in the Prayer and Memorial Gardens, all other wheeled vehicles are prohibited. (The vehicles prohibited include, but are not limited to rollerblades, skateboards, wagons, go- carts, bicycles, tricycles, motorcycles, etc.)

8) **SPECIAL REQUESTS**

Senior Pastor, the Senior Director of People and Operations and the Moderator of Church Council may consider situations or requests not covered by these rules and guidelines or minor variations from these rules. Their unanimous agreement will govern what action is taken or denied. No one for lack of funds will ever be denied the opportunity to scatter ashes.

9) **LAW COMPLIANCE**

Local, State or Federal laws, which may be enacted to regulate the scattering of human ashes, will take precedence over these rules and guidelines.

i) Displaying Flags at Bell Street

1) **UCC Flag**

Federated Church flies the UCC Flag outside the Bell Street sanctuary, at all times.

2) **National Holidays, National/State/Local Days of Mourning**

It is acceptable to fly the American flag outside the Bell Street sanctuary, in addition to the UCC Flag, for the duration of the holiday or observance.

3) **American flag ceremonies**

It is acceptable to have organizations conduct a formal ceremony of the hanging of the American flag. Examples might include: Boy/Girl Scouts, Veterans of Foreign Wars, etc.

4) **Special Services:(e.g., memorials, weddings):**

It is acceptable to fly an additional flag outside the building, in conjunction with the UCC Flag, for the duration of the service. Additional flags may also be displayed inside the building (e.g., entryway, Narthex; but not in the Sanctuary, except for military funerals in which flags are draped or folded).

5) **Permissible Additional Flags**

The Senior Director of People and Operations determines if the request to display an additional flag aligns with Federated's Core Values and programming. The SDPO determines how long and where it may be displayed

j) Displaying Banners at Bell Street

We will continuously display a banner demonstrating our Open and Affirming (ONA) commitment outside the Bell Street Sanctuary.

k) Displaying Open and Affirming (ONA) symbols

The policy related to the Family Life Center is suspended while the FLC being rented to and managed by the CLC.

ONA symbols shall be placed on each of the primary entry doors at Bell Street and the Family Life Center.

j) Affiliation with Organizations

The Church will not assume liability of any sort for an organization or be chartered by any organization that is not directly affiliated with The Federated Church. For example, it will not serve as a Charter Organization for the Boy Scouts of America.

5. Financial Administration

Excerpt from the Constitution

Article X – Financial Administration

SECTION 1 - BUDGET

The operating budget shall be prepared by the Treasurer in collaboration with the Finance and Properties Committee and the Senior Director of People and Operations and shall be approved annually by Church Council and the Congregation.

SECTION 2 - REAL AND PERSONAL PROPERTY

Except as otherwise provided in Section 3 hereof, Church Council has the authority for all purchasing, holding, controlling, leasing, encumbering, selling and disposing of real and personal property of the Church.

SECTION 3 - APPROVAL OF CONGREGATION REQUIRED

The following financial transactions require the prior approval by vote of the Church Congregation at a meeting duly called as provided by Article XI:

- A. Any unbudgeted expenditure that is greater than \$100,000 that Church Council deems to materially increase the Church's financial risk.
- B. Any sale, lease or encumbrance of Church property in an amount greater than \$100,000.
- C. Expenditures for improvement or purchase of Church plant, property and equipment in an amount greater than \$100,000.
- D. Any increase in the Church's debt obligation greater than \$100,000.
- E. Any advance under the Church's line of credit greater than \$100,000.

In order to perform our responsibility of stewardship for our resources, to be faithful to Federated's vision, and to be in continuing discernment of how God is calling us to use our resources, Church Council adopts policies which provide for the appropriate care for all of our resources, and reserves for itself certain financial powers.

a) Financial Control Policy

Church Council shall be responsible for maintaining proper financial controls.

- 1) **Financial and Risk Practices Guidelines:** The Financial and Risks Practices Guidelines document supplements the Care of Resources policies by providing guidelines on best practices for staff and lay leadership, to ensure the church operates within its stated policies. These guidelines will help the Church maintain fiscally appropriate procedures and manage important financial and risk matters. The document shall be kept current by the Finance and Properties Committee and used by Church Council, Senior Pastor, Senior Director of People and Operations, staff and lay members as a resource for making decisions.
- 2) **Access to accounts:** At least one staff member must have immediate access to all financial accounts (e.g. bank accounts, credit cards) held by the Federated Church.
- 3) **Background Check:** A background check will be done for everyone who will be given financial authority on behalf of Federated Church.
- 4) **Bookkeeping and Accounting:** Management of financial accounts and recording of general ledger entries shall follow generally accepted practices for congregations of Federated's size. The church's financial systems, both computer- based and paper-based, shall properly record financial activity and provide accurate and timely reporting of the Church's financial condition.
- 5) **Annual Examination:** An annual of the books and performance of agreed-upon procedures shall be conducted by an independent financial advisor. The financial advisor shall report its findings and recommendations directly to the Treasurer who will submit the report and recommendations to Church Council by the end of each program year (June). It shall be the responsibility of the Treasurer, in consultation with the Finance and Properties Committee to arrange this Annual Examination.

b) Document Security, Privacy and Retention

The Church shall strive to maintain appropriate controls, protection, confidentiality, retention, storage, and destruction of both electronic and physical documents, in compliance with standard security and privacy practices and applicable laws.

c) Designated Individuals

The Treasurer, or designee, shall be responsible for appointing certain lay members and staff as Designated Individuals to perform certain financial activities.

- 1) **Chart of Accounts:** The Chart of Accounts is a document containing a list of every general ledger account and Designated Fund, a description including any applicable designations, and its assigned Designated Individual(s). The Designated Individual(s) provide oversight and guidance on financial activities, decisions and budgeting for their respective account or fund.

- 2) **ACS System:** The ACS system and QuickBooks Online (or other subsequent systems) are the Church's primary software systems and are the repository of critical and confidential information including personal and financial information. Designated Individuals with access shall include appropriate staff, and may include certain lay members for special circumstances and subject to time limits.
- 3) **Corporate Resolutions:** Certain business or financial transactions may require a Corporate Resolution or other form of legal documentation requiring an institution's Board of Directors to grant or affirm Designated Individuals the authority to execute a transaction. Church Council is Federated Church's equivalent body, and has the authority to appoint Designated Individuals and grant them certain financial powers.
- 4) **Bank Account Policy:** The Senior Director of People and Operations, Finance and Properties Committee Chairperson and Treasurer and one additional designee assigned unanimously by those three, shall be authorized to be an account owner, to sign checks and make withdrawals from bank deposit accounts associated with Operating Fund and Designated Funds. All bank account debit transactions greater than Twenty thousand dollars (\$20,000.00) require the authorization of two signatories. The processing of payroll and other transactions conducted in the normal course of operations (consistent with the Operating Budget) shall be exempt from the two signatory requirements.

d) Fundraising

- 1) The Church Council has the authority to review and approve all Church related fundraising events.
- 2) Legacy and Intention to Give fundraising activities shall be directly managed by Church Council or its delegated committees.
- 3) To better facilitate and encourage members and non-members to participate and financially support Church Ministries and other qualified organizations, fundraising events require a Sponsor. A Sponsor, consisting of a Commission or a Standing Committee shall complete a Fundraising Plan Form, report the event to Church Council, and provide responsible oversight.
- 4) Third-party organizations conducting fundraising events on Church property for purposes that do not directly benefit a Church Ministry will comply with the Church's Rental Policies.
- 5) A member or staff who wants to have a fundraiser for another charitable organization will be subject to a Building Use Fee. The member or staff may ask the Mission and Service Commission to sponsor the event and underwrite some or all the costs.
- 6) Items cannot be sold for personal profit unless the sales are part of an event sponsored by Federated Church.
- 7) TNT Fundraising Event
A TNT Leadership committee consisting of volunteers from the TNT Ministry Team will accept and evaluate requests for funding from any Federated entity and will make recommendations for distribution of funds.

Three designated funds have been established:

While the FLC is being rented to and managed by the CLC, all remaining proceeds shall be placed in the designated fund #300140.2 for Special Church projects which cannot be funded by other means. This portion is managed by the Mission and Service Commission from recommendations of the TNT Leadership Team, and therefore, the following distributions to designated accounts #300140.1 and #300140.2 will not take place

#300140 Seed money for the next sale (\$2000.00). The TNT Chair/s are the managers of this fund.

#300140.1 1/3 of remaining proceeds for Gardens and other Improvement at the FLC. This portion is managed by the Finance and Properties Committee with input from the TNT Leadership Team.

#300140.2 2/3 of remaining proceeds for Special Church projects which cannot be funded by other means. This portion is managed by the Mission and Service Commission from recommendations of the TNT Leadership Team.

The funds may not be used to supplement the budget or planned for in the budget. The rationale is that these funds may vary annually, and the TNT sale may not happen annually.

e) Real and Personal Property Donations

- 8) Prior to acceptance and transfer of ownership, non-cash donations of real and personal property shall first be assessed to determine that the gift is consistent with the Church Mission, provides economic utility to Federated, and does not unreasonably increase the risk of liability.
- 9) All real estate and any other questionable gifts shall be approved by Church Council, prior to acceptance.
- 10) The church may provide gift receipts to donors, but shall not provide a monetary value of the gift.
- 11) Investment securities donated and received by the church for use in the operating fund shall be sold for cash as soon as practical to avoid market risk.

f) Designated Gifts

- 1) Monetary gifts may be directly contributed to any eligible Designated Fund.
- 2) Church Council has the authority to approve gifts and to ensure that the funds are from sources that are consistent with the Church Mission.

g) Real and Personal Property

- 1) Church Council has the authority for all purchasing, holding, controlling, leasing, encumbering, selling and disposing of real and personal property of the Church. This responsibility may be designated to the Senior Director of People and Operations upon a motion approved by Church Council.
- 2) All necessary documents to accomplish property transactions shall be executed by the Moderator (or the Vice Moderator in the absence of the Moderator) and the Treasurer (or the Clerk in the absence of the Treasurer). Execution authority may be designated to the Senior Director of People and Operations upon a motion approved by Church Council

h) Insurance

The Federated Church shall carry adequate commercial insurance.

i) Tax Exempt Status and Prevention of Private Inurement Policy

No person affiliated with the Church shall take any action that will jeopardize the Federated Church's tax-exempt status under local, state, or federal law.

The Internal Revenue Code specifically states that non-profit entities, such as the Church, may not use their tax-exempt earnings to create a direct benefit in whole, or in part, to any private individual. This policy preserves The Federated Church's (the Church) tax-exempt status.

Fundraising by church members is encouraged for any cause the Church supports. It is imperative that these fundraising efforts avoid being beneficial to any one member or single recipient. Fundraising efforts must fund the church generally, or a specific program within, or be supported by, the Church but cannot fund salaries or other forms of direct payment to staff members or independent contractors of the Church

6. Operating Budget Policy

Church Council is responsible for operating a financially responsible organization and monitoring the Church's financial condition in order to achieve a financial result that is consistent with the Operating Budget plan.

a) The Operating Budget

The Operating Budget shall consist of a line item financial report in which the annual anticipated receipts are approximately equal to the annual anticipated expenditures and should contain an Operating Budget Appendix consisting of the Deferred Maintenance Project Budget and a list of the Financial Policies and Controlling Limit amounts. Designated Fund Account receipts and expenditures are not included in the Operating Budget. The Operating Budget shall be prepared by the Treasurer in collaboration with Finance and Properties Committee and Senior Director of People and Operations and shall be approved annually by Church Council and the Congregation.

b) Pledge and Extraordinary Receipts Policy

The congregation of the Federated Church seeks to dynamically utilize the church's pledges and other income to further the Mission and Vision, and to encourage tithing, proportional pledging and giving from all members of the congregation. The church's leadership has the responsibility to utilize pledge income and other receipts in ways that facilitate the church's effectiveness.

- 1) Pledge Commitments are unrestricted financial gifts promised from individuals to be given to the church for purposes of funding the operations of the church. Pledge Commitments shall be accounted for in the Operating Budget as Pledge Receipts. When a pledge is collected, it shall be deposited to an Operating Fund account.
- 2) A Large Pledge is defined as a pledge commitment in an amount that exceeds 5% of the previous year's Operating Budget. The portion of a Large Pledge that exceeds 5% is defined as an Excess Pledge, and the portion below 5% is considered a Pledge Commitment.
- 3) An Extraordinary Receipt is defined as an Excess Pledge, or any unrestricted receipt, received or scheduled to be received in a calendar year, in an amount of \$10,000 or greater, including but may not be limited to, a donor bequest, a plate collection receipt or unbudgeted proceeds from the sale of a church asset.
- 4) An Extraordinary Receipt shall be accounted for in the Operating Budget financial results upon its collection, recorded in the Miscellaneous Income revenue account, and shall be promptly transferred from the Operating Fund to a Designated Fund(s), subject to the Extraordinary Receipt Designation (ERD).
- 5) Extraordinary Receipt Designation (ERD) is defined as a one-time, non-recurring distribution to one or several of the following Designated Funds, as recommended by the Finance and Properties Committee and approved by Church Council:
 - (a) Debt Principal repayment
 - (b) Reserve Fund
 - (c) Legacy Fund
- 6) The Extraordinary Receipt Designation (ERD) distribution shall be governed using

the following proportions:

- (a) The first \$25,000 of receipts shall not be subject to the ERD.
 - (b) Any remaining amount in excess of \$25,000 and up to \$100,000 must have at least 50% designated to the ERD.
 - (c) Any remaining amount in excess of \$100,000 must have at least 75% designated to the ERD.
- 7) All Extraordinary Receipt amounts not subject to the ERD shall be distributed to any existing or new Designated Fund(s) as determined by the Finance and Properties Committee and approved by Church Council.

c) Financial Approval Policies and Controlling Limits

The Financial Approval Policies identify certain financial activities and circumstances that require the approval of Church Council or the Congregation. Controlling Limits are the dollar threshold limits that govern the approval requirements.

- 1) Unbudgeted Receipts and Expenditures
 - (a) Any unbudgeted or unexpected receipt of money that is identified and has no explicit designation or restriction shall be recorded as revenue in the Miscellaneous Income General Ledger account.
 - (b) Any expenditure in any amount that is deemed to cause its respective budget line to result in a year-end deficit in amount greater than \$2,500 or 10% of the respective budget whichever is greater shall require the prior approval of Church Council. If no respective budget exists for the expenditure, then it should be assumed to be a \$0 budget limit.
 - (c) Any unbudgeted expenditure that is greater than \$100,000, or that Church Council deems to materially increase the church's financial risk, requires the prior approval of the Congregation.
- 2) Property transactions
 - (a) Any sale, lease or encumbrance of Church property of amounts greater than \$2,500 shall require the prior approval of Church Council and amounts greater than \$100,000 shall require the prior approval of the Congregation.
 - (b) Expenditures for improvement or purchase of Church plant, property and equipment in an amount greater than \$25,000, or in an amount in excess of \$2,500 of its respective budget limit contained in the Deferred Maintenance Projects Budget, shall require the prior approval of Church Council, and any amount greater than \$100,000 shall require the prior approval of the Congregation.
 - (c) Expenditures on maintenance repair and operations (MRO) including contractor and third party providers, in an amount greater than \$5,000 per annum require a Request for Proposal (RFP), consisting of the receipt of at least three written proposals. A selected bid above \$10,000 shall require the approval of Church Council, prior to any contractual commitment.
 - (d) Third party provider expenditures in an amount greater than \$5,000 per annum require an RFP re-bid at least every five years, consisting of the receipt of at least three written proposals. A selected bid above \$10,000 shall require the approval of Church Council, prior to any contractual commitment.

3) Volunteer Gifts

- (a) The value of any gifts made to a Federated volunteer out of the Federated Annual Budget or a Federated Designated Fund must total in aggregate across all Federated sources to be equal to or less than \$100 each calendar year. Acceptable and applicable gifts include tangible goods and gift cards. Cash is not to be given to volunteers as a gift. Federated Funding sources other than those from the Federated Annual Budget and Federated Designated Funds cannot be used for gifts.
- (b) Reimbursing volunteers for costs that they incurred directly while volunteering is acceptable and not considered a gift.
- (c) Individuals are able to freely give directly from personal funds to any volunteer as they wish.

d) Debt transactions

1) Any modification, increase or material change to the Church's debt obligations shall require the prior approval of Church Council, and any debt increase greater than \$100,000 shall require the prior approval of the Congregation.

2) The line of credit is a source of liquidity to provide temporary support for urgent expenditure needs that are not able to be funded through existing cash sources. Advances under the line of credit of any amount shall require the prior approval of Church Council, and amounts greater than \$100,000 shall require the prior approval of the Congregation.

e) Budget Deficits

A Budget Deficit occurs when the actual year-end receipts minus the actual year-end expenditures are less than the Operating Budget plan. If this occurs, the Operating Fund shall receive a credit transfer from another source of funds, in an amount equal to the Budget Deficit, on or before the Congregational approval of the following fiscal year's Operating Budget.

f) Budget Surpluses

A Budget Surplus is when the actual year-end receipts minus the actual year-end expenditures is greater than the Operating Budget plan. If this occurs, the Budget Surplus Fund shall receive a transfer credit from the Operating Fund, in an amount equal to the Budget Surplus, on or before the Congregational approval of the following fiscal year's Operating Budget. The Surplus may also be referred to as Savings.

7. Monetary Funds Policy

a) Monetary Funds

- 1) Church Council shall be responsible for the oversight of the Church's many pools of money, referred to as Monetary Funds.
- 2) The Chart of Accounts document lists each Monetary Fund, its respective Designated Individual(s) providing oversight and guidance on financial activities and decisions.
- 3) There exist three Monetary Fund categories - Unrestricted Funds, Designated Funds, and Permanently Restricted Funds.
- 4) Funds from different Monetary Fund categories shall be held in separate bank accounts, not comingled. Funds of the same Monetary Fund category may be comingled in the same bank account but managed on an accounting system or spreadsheet for purposes of tracking each fund's receipts, expenditures and balances.
- 5) Funds shall not incur a negative balance.
- 6) Funds consisting of cash shall be maintained in FDIC insured demand deposit accounts held at a U.S. Commercial Bank or AAA-rated money market funds managed by a reputable financial institution.

b) Unrestricted Funds

- 1) Unrestricted Funds consist of various pools of money organized to support the operations and ministries of the church.
- 2) The bank account(s) that holds these funds is referred to as the Operating Account(s).
- 3) Church Operating Fund: This Unrestricted Fund is the primary, day-to-day fund, available to support the operations and ministries of the Church, as provided in the Operating Budget, or as directed by Church Council. It is funded primarily through the collection of pledge and worship offerings, rental income and the annual Legacy Fund transfer.

c) Designated Funds

- 1) Designated Fund consists of a pool of money organized to support a designated mission or special purpose.
- 2) Church Council has the authority to approve new and review existing Designated Funds to ensure their purpose is consistent with the Church mission.
- 3) Each Designated Fund shall be published in the Chart of Accounts and have a written description of the fund purpose, any applicable designations, and administration guidelines.

- 4) Church Council encourages the establishment of Designated Funds because it supports and fosters the work of the Church's ministries. However these funds are owned by the Congregation and shall not have explicit permanent restrictions prohibiting the use for general purposes of the Church, if deemed necessary by Church Council.
- 5) Church Council shall have the authority to re-characterize Designated Funds to Unrestricted Funds.
- 6) Church Council reserves the right, from time to time, to establish Council Designated Funds, which are available for use at the discretion of Church Council.

(a) Reserve Fund:

This is a Council Designated Fund established to support the Operating Fund for any year-end Budget Deficit or unanticipated and urgent expenditures not previously budgeted. It shall not be used to balance the Operating Budget plan at the beginning of a fiscal year. A target balance may be established by Church Council. It shall be funded opportunistically through the Budget Surplus Fund, Operating Budget, congregational giving and other means as determined by Church Council. Balances in excess of any target balance shall not have restrictions.

(b) Budget Surplus Fund:

A Council Designated Fund, funded with a transfer from the Operating Fund in an amount equal to the prior year-end Budget Surplus. It may be used to balance the Operating Budget plan at the beginning of a fiscal year if necessary.

d) Permanently Restricted Funds

- 1) Permanently Restricted Funds include endowment/foundation funds, including the Legacy Fund.
- 2) Church Council shall have the oversight of all Permanently Restricted Funds, and has placed the Legacy Fund under the supervision of the Legacy Fund Standing Committee.

E. Oversight

1. Monitoring

a) Monitoring and Evaluating

The staff, clergy team, commissions, committees, and the Church Council shall engage in a continual process of monitoring and evaluating.

- 1) To foster excellence in ministry work by encouraging open communication and regular feedback among all whose work contributes to achieving the Church's mission
- 2) To help Federated Church to focus on its goals as adopted by the Church Council
- 3) To ensure that all Church leaders adhere closely to Church Council policies.

b) Written Reports

Church Council may call upon the staff, commissions and committees on a planned basis throughout the year to prepare a written report to:

- 1) Articulate more fully the Church's work in a given area
- 2) Contribute expertise, information, and leadership
- 3) Support the Church Council's learning and reflection on major areas of the Church's mission such as
 - (a) Worship
 - (b) Religious education
 - (c) Social justice
 - (d) Membership development
 - (e) Community outreach
 - (f) Stewardship of Congregational property and wealth

2. Evaluation

a) Program Evaluation

As part of discerning the Annual Vision of Ministry, the Church Council and the Senior Pastor shall review progress on the prior year's Annual Vision of Ministry and related goals.

b) Church Council and Senior Pastor Evaluation

At least once a year, Church Council members and the Senior Pastor shall evaluate their own and one another's contributions to the Church's mission.

c) Staff Evaluation

The Senior Pastor, Head of Staff, shall be responsible for working with the Senior Director of People and Operations and the Human Resources Committee to ensure that staff evaluations are completed annually.

d) Senior Pastor Evaluation

- 1) Every year the Human Resources chairperson shall lead and facilitate the Senior Pastor's performance review along with the current Church Council Moderator, the

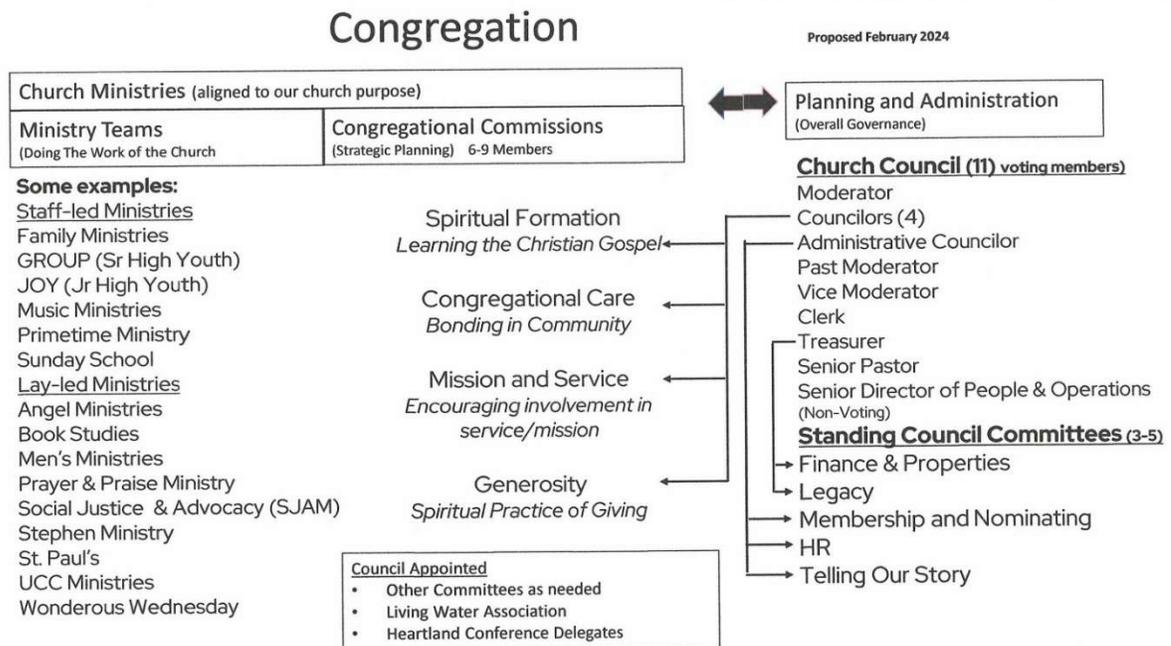
Vice Moderator, the Past Moderator, and one member at large.

- 2) Criteria of the review may include items such as
 - (a) Worship leadership
 - (b) Congregational care
 - (c) Mission
 - (d) Covenant with the congregation
 - (e) Annual Vision of Ministry
 - (f) Strategic goals
 - (g) Staff management
 - (h) Areas identified as needing to be strengthened as per the previous review.

- 3) The goals of the evaluation are to:
 - (a) Call attention to the mutual relational nature of ministry and the respective responsibilities of all who contribute to its success
 - (b) Assist the Senior Pastor to remain motivated, creative, and flexible
 - (c) Equip the Senior Pastor and Church Council to
 - i. Correct any problems
 - ii. Maintain an effective partnership in the future.

Appendix 1

Leadership and Governance Structure



Appendix 2

Legacy Bylaws By-laws of The Federated Legacy

Approved by the Congregation

18 May 2014

Article 1. Purpose and Membership

1. Federated Legacy (hereinafter referred to as the “Fund”) is a fund established to support Federated Church by being a receptacle for gifts, devises and bequests to be held in trust in perpetuity, and to be invested and distributed according to these by-laws.
2. Members of the Fund (hereinafter referred to as “Members”) are active members of Federated Church as defined in Article VII of the Constitution.

Article 2. Directors

1. The Fund shall be managed by five Legacy Committee members (hereinafter referred to as “Directors”) elected to serve three-year overlapping terms. No Director of the Fund may be an employee. For voting purposes, a quorum is established by the participation of the majority of the five Directors.
2. All actions, financial transactions, policy and decisions of the Legacy Committee shall, unless otherwise directed hereinafter, require a majority vote to pass (i.e. three out of five Directors). All votes, actions and activities of the Directors must be documented by way of meeting minutes.
3. The Senior Pastor and Treasurer are liaisons to the Federated Legacy Committee, and either shall have voting authority as ex-officio directors only to break a tie vote among Directors.
4. Elections of the Directors shall be conducted at the Annual Meeting of the Members. Director nominees shall be proposed by the Church’s Membership and Nominating committee pursuant to the rules of that entity and the Church Constitution. In the event of the creation of a vacancy during a Director’s term, the Church’s Membership and Nominating Committee after consultation with the remaining Directors shall nominate a candidate to fill the vacancy, the new position to be confirmed by a majority vote of Church Council.
5. The Directors shall have the authority to solicit gifts, devises and bequests to the Fund and to prudently administer the investment of the assets of the Fund in a manner favoring growth over income.
6. The management, investment and disbursement of proceeds, assets, income, etc., of the Fund shall be at the discretion of the Directors maintaining the best interests of the integrity of the Fund and the income benefit to Federated Church and/or the beneficiaries thereof.
7. The Directors shall account to the members of Federated Church, the Finance and Properties Committee, and Church Council all Fund transactions, income and expenditures at least once each fiscal year at the Annual Meeting of the Members. On a quarterly basis, the Directors shall submit financial reports to the Treasurer.

8. The Directors may request other members of Federated Church or other professionals to assist them and, at the reasonable expense of the Fund, may retain such professionals on investment, accounting, or legal matters as they deem appropriate so long as such retention is in accordance with the then-current policies and constitution of the Federated Church.
9. The Directors shall formulate their rules of procedure, not inconsistent with the terms herein, and shall elect a Chairperson, Secretary and Treasurer.
10. No Director shall be liable for acts, judgment or other service performed in good faith, unless such action or inaction is the result of gross negligence, or willful misconduct, or constitutes fraud as defined by Ohio law.
11. A Director may be removed in accordance with Article VIII, Section 6 of the Constitution.

Article 3. Meetings of the Members

1. The Directors, as part of the Church's Annual Meeting, shall report on the status of the Fund, as provided in Article 2, Section 7.
2. Additional or special meetings of the Members may be called at the discretion of the Directors and Church Council pursuant Article XI, Section 2 of the Constitution.

Article 4. Assets

1. Except as is otherwise provided for herein, the assets of the Fund shall be held in trust in perpetuity. It is the intended investment purpose of the Fund to recognize capital preservation and the protection of assets from the long term damaging effects of inflation. It is recognized that risk, volatility, and the possibility of loss of principal are present to some degree in all asset classes. While high levels of risk are to be avoided, the assumption of a moderate degree of risk in the equity markets is acceptable and encouraged to provide the potential for above-average, long-term results and protection from inflation.
2. In addition to using assets of the Fund to defray reasonable expenses of the Fund, and if the growth, value and income of the Fund warrants, an amount up to, but not to exceed 5% (or other measure as required by law) of the average market value, as determined in good faith by the Directors, of the net assets of the Fund at the last day of the prior eight fiscal quarters of the Fund may be paid to the Church general fund during the succeeding fiscal year of the Fund to support Federated Church. It is the intention that the annual payment under this provision will be 5% of fair market value so long as the long term viability and existing value of the Fund is not compromised.
3. Fund Directors are the sole authority for the disbursement of Fund assets/proceeds. No other commission, person or entity is authorized to disburse Fund assets, income or proceeds.
4. Notwithstanding for the first three paragraphs of Article 4, only in the event of an emergency may all or part of the restricted assets of the Fund be used for any Federated Church purpose, provided such emergency use is first approved by the majority of the Directors, two-thirds vote of Church Council, and two-thirds of the Members present at a duly-called meeting to vote on such emergency use and a provision is incorporated in the motion to repay the Legacy Fund the borrowed funds.

Article 5. General

1. The Directors shall have the discretion to reject any gift, devise or bequest to the Fund if, in their judgment, such gift, devise or bequest is inconsistent with the purposes of the Fund or for any other reason.
2. Absent special circumstances as determined by a majority of the Directors, the Fund is not to accept specifically designated or otherwise restricted gifts. The purpose of the Fund is to grow both through direct, unrestricted donations, and investment income with annual payments for the general benefit Federated Church, the allocation of which is at the discretion of the Church.
3. If the terms of any specific gift, devise or bequest to the Fund are inconsistent with any of the provisions herein, the terms of such specific gift, devise or bequest shall govern. If it is determined by the Directors that it is impossible to carry out the specific request of any donor, the gift shall be turned over to the Finance and Properties Committee to apply the gift, devise or bequest in a way most consistent to the specific request as they judge reasonably possible.
4. At any time notice is required within these by-laws to be “mailed,” e-mail may be used as a supplemental or replacement notification service so long as those Members without e-mail addresses are provided notice via regular U.S. Mail.
5. The Constitution of Federated Church takes precedence over these by-laws where there is a conflict between the by-laws and the Constitution.

Article 6. Memorial

1. The Directors shall maintain a Permanent Record Book in which shall be recorded the name of each person making a gift, devise or bequest to the Fund, the nature of the gift and the date it is given, together with any special requests or conditions attached.
2. When a gift is made in the name of someone other than the donor, the name of the person memorialized shall also be recorded.

Article 7. Accounting

1. Each year, prior to the annual meeting of the Fund, the record of receipts, disbursements and all transactions involving the Fund shall be prepared as a Financial Statement by an accounting professional selected by a majority of the Directors.
2. Upon reasonable request by Church Council, the transactions of the Fund may be subject to examination by an independent accounting professional not more than once a year, unless special circumstances exist as determined by, and with the approval of a majority of the Directors.

Article 8. Fiscal Year

1. For the purpose of record keeping and reporting, the fiscal year for the Fund shall be the calendar year, or a different measure to comport with the fiscal year of Federated Church.

Article 9. Amendments

These by-laws may be amended only as follows:

- (A) The terms of any amendment must be approved by two-thirds of the Directors and two-thirds of the Church Council members; and
- (B) At a meeting of the Members duly called with at least 10% Members of the Church present.; and
- (C) Two-thirds of those Members present vote in favor of the amendment; and
- (D) Only those revisions or amendments provided to Members at least two weeks in advance of the meeting may be considered. Electronic notification or inclusion in a Church publication is acceptable.