

CONSTITUTION & BY-LAWS
of
VISTA GRANDE COMMUNITY CHURCH
UNITED CHURCH OF CHRIST
Colorado Springs, CO

ARTICLE I - Name and Affiliations

I. 1 The name of this Church shall be Vista Grande Community Church, United Church of Christ, located in El Paso county, State of Colorado, hereinafter referred to as the Church. The Church shall maintain affiliation with the United Church of Christ, the Rocky Mountain Conference (Conference), and the Southeastern Association, Rocky Mountain Conference (Association), and other organizations as shall be determined by the Congregation.

ARTICLE II - Vision and Purpose

II. 1 VISION - We are a caring church for thinking people, an inclusive community of faith, united in our common quest to know God, inspired by the Spirit of Jesus, and committed to sharing that love in ways that make a difference in the world.

II. 2 The PURPOSE of this Church as stated in our Organizing Charter is:
"UNITED TOGETHER BY OUR MUTUAL CHRISTIAN FAITH

WE COVENANT

to establish and maintain the Vista Grande Community Church, United Church of Christ as a vital Church fellowship.

WE SEE OURSELVES

as forming a 'community' fellowship: providing a local center for social, intellectual, and spiritual interaction: to which persons of all ages, heritage, and conditions may come with the full expectation of mutual acceptance, support, and inspiration; and from which all can go with renewed and improved opportunity and ability for service in God's world.

WE HOLD IT TO BE OUR MISSION

to challenge ourselves and others to become and to do all that God intends us to be and to do; and to work for the fulfillment of God's Kingdom on earth in the pursuits of love, justice, and peace.

WE PRAY

for God's blessing and guidance as we endeavor to fulfill this covenant."

II. 3 We will seek to worship God, to preach the Gospel of Jesus Christ, and to celebrate the Sacraments. We will seek to maintain Christian fellowship and unity within this Church and the Church Universal.

ARTICLE III - Polity

III. 1 Under the guidance of Christ's Holy Spirit, the Church interprets its vision, purpose, and mission through faith, love, reason, and conscience.

III. 2 This Church shall be a part of the United Church of Christ and it shall sustain that relationship to the United Church of Christ described in the portions of the Constitution and By-laws of the United Church of Christ, adopted July 4, 1961 and as subsequently amended, relating to local churches.

III. 3 The government of this Church is vested in its members, who, working together as one body, exercise the right of control in all its affairs, subject, however, to the Laws of the State of Colorado relating to nonprofit corporations.

ARTICLE IV - Faith and Covenant

IV. 1 This Church acknowledges as its sole Head, Jesus Christ, the Son of God and Savior. It acknowledges as brothers and sisters in Christ all who share in this confession. It looks to the Word of God in the Scriptures, and to the presence and power of the Holy Spirit, to prosper its creative and redemptive work in the world. It claims as its own the faith of the historic Church expressed in the ancient creeds and reclaimed in the basic insights of the Protestant Reformers. It affirms the responsibility of the Church in each generation to make this faith its own. In accordance with the teachings of Jesus and the practice of Christians everywhere, it recognizes two Sacraments: Baptism and the Lord's Supper or Holy Communion. One expression of this faith, developed by the United Church of Christ for the occasion of its 25th anniversary is:

Statement of Faith

We believe in you, O God, Eternal Spirit,
God of our Savior Jesus Christ and our God,
and to your deeds we testify:

You call the worlds into being,
create persons in your own image,
and set before each one the ways of life and death.

You seek in holy love to save all people from aimlessness and sin.
You judge people and nations by your righteous will declared through
prophets and apostles.

In Jesus Christ, the man of Nazareth, our crucified and risen Savior,
you have come to us
and shared our common lot,
conquering sin and death
and reconciling the world to yourself.

You bestow upon us your Holy spirit,
creating and renewing the church of Jesus Christ,
binding in covenant faithful people of all ages,
tongues, and races.

You call us into your church
to accept the cost and joy of discipleship,
to be your servants in the service of others,
to proclaim the gospel to all the world
and resist the powers of evil,
to share in Christ's baptism and eat at his table,
to join him in his passion and victory.

You promise to all who trust you
forgiveness of sins and fullness of grace,
courage in the struggle for justice and peace,
your presence in trial and rejoicing,
and eternal life in your realm which has no end.

Blessing and honor, glory and power be unto you. Amen.

ARTICLE V - Membership

V. 1 The members of this Church shall be all persons, requesting to join our fellowship through one of the following means:

- A. Adult Baptism
- B. The Rite of Confirmation of this Church

- C. Affirmation of Faith
- D. Letter of Transfer
- E. Reaffirmation of Faith

V. 2 Members shall be received in a public service of the Church upon the acceptance of the spirit expressed in our vision. Those unable to attend regular weekly services may be received by the Pastor and lay representatives acting on behalf of the Church.

V. 3 The Church recognizes three categories of membership:

A. Active Members have joined the Church as described in Section V.2.

B. Associate Members have joined the Church as described in Section V. 2; however, along with their association with this Church, they may be members of another church. Examples of this would be those who spend only part of the year here; members in the military who maintain membership in their home church; and those who maintain strong ties to another church outside of the state of Colorado who do not wish to give up their membership there.

C. Inactive Members have neither participated in the ministry of the Church, nor attended worship, nor contributed to the Church's financial support, during the previous 12 months. After 12 months on the inactive role, inactive members will be dropped from membership.

V. 4 To the best of their ability, members are expected to attend the services of the Church, to give to its financial support, to share in its ministry, and to seek the spiritual and general well-being of its members, the community, and all people.

V. 5 Any member in good standing who desires a letter of transfer to another church is entitled to receive it upon request. Only letters of transfer addressed to a specific church will be granted. Letters of transfer become effective when issued. The Elected Church Secretary shall administer the transfer program.

V. 6 Any member whose membership has been placed on the inactive list or any former member whose membership has been terminated, may be restored to active membership upon expressing such a desire and participating once again in the life of the church.

ARTICLE VI - Governing Body

VI. The Congregation is the governing body of this Church. Major policy, planning, and budgetary matters must be approved by the Congregation which shall meet at least twice yearly.

ARTICLE VII - Meetings of the Congregation

VII. 1 The following worship services shall be conducted:

A. The congregation shall meet for Sunday worship at a designated hour, except when faced with an emergency, at which time Steering Committee members will seek to notify all members of the emergency cancellation.

B. The Lord's Supper shall be celebrated at times considered appropriate, at least once a month.

C. Baptism or dedication shall be administered at such times as the Pastor may determine appropriate.

VII. 2 The following Meetings of the Congregation shall be held:

A. An Annual Meeting shall be held in January of each year to hear the yearly reports of the officers, Steering Committee, ministries, task forces, and organizations, and other business as may be introduced.

B. At a Fall Meeting of the Church, a slate of officers and members to the Steering Committee shall be elected and the budget for the coming year shall be adopted.

C. Special Meetings of the Congregation may be held at the call of the Pastor, the Moderator, or the Steering Committee; two weeks notice shall be given. Only business listed in the Call to Meeting shall be acted on in these meetings.

VII. 3 A Quorum to conduct official business shall consist of 15% of the Active and Associate Membership.

VII. 4 A majority of active and associate members present is required to pass an item of business, unless noted otherwise in these by-laws.

ARTICLE VIII - Officers

VIII. 1 The Officers of the Church shall consist of Moderator of the Steering Committee, Assistant Moderator, Secretary, Treasurer, and Financial Secretary.

VIII. 2 Officers of the Church shall be active or associate members.

VIII. 3 Officers shall be elected annually by the membership at the Fall Meeting of the Church, for staggered two-year terms with the Moderator and Treasurer elected in even numbered years; the Assistant Moderator, Secretary, and Financial Secretary elected on odd numbered years. No officer shall serve more than two consecutive terms in any elected position without a year off.

VIII. 4 Duties of Officers

A. The Moderator shall be the principal executive officer of the Church, and shall, in general, supervise and conduct the activities and operations of the church, subject to the actions of the Steering Committee.

B. The Assistant Moderator shall perform the duties of the Moderator when absent. The Assistant Moderator shall also perform additional tasks as designated by the Steering Committee.

C. The Secretary shall keep a record of all meetings of the Steering Committee and all Congregational Meetings; and shall administer the transfer of membership records. Additional duties may be designated by the Steering Committee.

D. The Treasurer shall have custody of all funds of the Church, shall pay all bills in a timely manner, and shall see that full and accurate accounts are kept. Regular reports shall be presented to the Steering Committee. Disbursement records are open for examination by any member of the Church. An annual financial report shall be presented to the membership at each annual meeting.

E. The Financial Secretary shall receive all monies given to the Church. Full, accurate, and confidential records of receipts of the church shall be kept; deposits shall be made in the name of the Church in banks or depositories designated by the Steering Committee. In the case of periodic absences of the Financial Secretary, another member of the Steering Committee will be appointed to make deposits.

ARTICLE IX - The Steering Committee

IX. 1 NUMBER OF MEMBERS - There shall be nine members. Five members will be the officers, and four additional members will be elected by the congregation.

IX. 2 QUALIFICATIONS - The Steering Committee shall be composed of active or associate members of the Church.

IX. 3 DUTIES - The Steering Committee shall manage the affairs of the Church, explore and offer ways to act out the Church's vision and goals, and keep the membership informed of its actions and opportunities for ministry. This may be accomplished through Ministry Teams composed of members of the congregation, through Church officers, or employees. The Pastor shall be an ex officio member of the Steering Committee.

IX. 4 ELECTION AND TERM - Steering Committee members shall be elected for two-year terms by a majority of members present at the Fall Meeting. Terms shall be staggered. No member shall serve for more than two consecutive terms.

IX. 5 RESIGNATION AND VACANCIES - Resignations shall be given in writing to the Moderator of the Steering Committee indicating the effective date. Vacancies shall be filled by the Steering Committee for the period of the unexpired term.

IX. 6 MEETINGS - At its first meeting after election in January, the Steering Committee will set a time and place for its regular meetings.

IX. 7 QUORUM - A majority of the Steering Committee shall constitute a quorum.

IX. 8 VOTES - While it is the desire of the Church to work by consensus, there may be times when votes are required. If needed, the act of the majority of the Steering Committee members present at a meeting at which a quorum is present shall be the act of the Steering Committee, unless the act of a greater number is required by other articles in these by-laws.

ARTICLE X - Team Ministries, Task Forces, Auxiliary Organizations & Appointments

X. 1 TEAM MINISTRIES

A. The Steering Committee may designate Team Ministries, such as Christian Education. These Ministries carry out the work of the church within the general outline of the initiating charge given by the Steering Committee. A review of Team Ministries is a part of the Annual Meeting of the Congregation.

B. Each member of a Ministry Team shall continue until the next annual meeting.

C. Each Ministry Team shall choose its own Chairperson.

D. A quorum for a meeting shall be a majority of the team.

X. 2 TASK FORCES may be formed upon action by the Steering Committee as needed. When a Task Force is established, it shall be given a specific purpose and estimated end-time. Members are suggested by the Steering Committee and appointed by the Moderator. An example of such a task force would be a Nominating Task Force.

X. 3 An AUXILIARY ORGANIZATION is an integral part of the church. Examples include Women's Fellowship, Men's Breakfast Group, Youth Groups, etc. Representatives of these groups are welcome to attend Steering Committee meetings with special requests or suggestions. Space on the agenda should be requested from the Moderator.

X. 4 APPOINTMENTS - The Steering Committee will appoint members to fill necessary positions, such as delegates to the Southeastern Association, the Rocky Mountain Annual Meeting, and church auditor.

X. 5 Reports should be submitted by all ministries, task forces, and organizations for inclusion in the Annual Report.

ARTICLE XI - PASTOR

XI. 1 ELECTION - The Pastor shall be called for an unlimited term of office by a two-thirds majority of the membership in attendance at a regular or special meeting of the congregation. Upon accepting the call, the Pastor shall become a member of the Church and the Association to which the Church belongs at the first opportunity.

XI. 2 DUTIES - The Pastor shall have charge of the spiritual welfare of the Church, and function as the Chief Administrative Leader of the Church with the assistance of its various team ministries, task forces, and auxiliary organizations. All paid staff persons shall be under the Pastor's direction. In cooperation and consultation with the Steering Committee, the Pastor shall:

A. Seek to enlist persons as followers of Christ.

B. Preach the Gospel.

C. Administer the sacraments and rites of the Church.

D. Conduct or provide all services of public worship.

E. Promote the spiritual welfare of the church membership.

F. Represent the Church in spiritual and Church activities in the community and share in the work of the total fellowship of the United Church of Christ.

G. Provide guidance and resources to the Steering Committees and all team ministries and task forces as an ex officio member.

H. Serve as Head of Staff. This includes but is not limited to the following:

- Administer performance/salary reviews yearly for paid Church employees with input from the Steering Committee.

- Direct responsibility for hiring and discharging paid Church employees, such action to be taken

only after a majority vote by the Steering Committee.

XI. 3 RESIGNATION - While the term of the Pastor shall be indefinite, the church may at any time by two-thirds vote at a special meeting called for that purpose, request the Pastor's resignation, with the expectation that it will be presented within sixty days. Likewise, the Pastor shall give sixty days notice in case the Pastor wishes to leave of the Pastor's own volition. By mutual consent, the sixty days notice of resignation or dismissal of the Pastor may be reduced or extended by such time as is mutually agreeable. In case of loss of Ministerial standing on the part of the Pastor, relations shall cease at once.

XI. 4 INTERIM PASTOR

A. When a vacancy occurs in the position of elected Pastor, an Interim Pastor shall be approved by the Steering Committee, after selection by an appropriate task force in accordance with Conference guidelines and its sanctions.

B. Duties and Responsibilities - The Interim Pastor shall:

- fulfill the duties of Pastor.

- prepare the congregation to receive a permanent Pastor by nurturing an environment conducive to a smooth and orderly transition.

C. Term of Service - The appointment of an Interim Pastor is for an unspecified period, with thirty days notice on the part of either party to terminate the relationship.

XI. 5 SEARCH TASK FORCE - When a Pastoral vacancy occurs, the Steering Committee shall appoint a special task force of seven persons for the purpose of securing a new Pastor, in cooperation with the Conference Minister and the Church and Ministry Committee of the Association. This task force, having settled upon the one who in their judgment should be called to serve as Pastor, shall introduce the candidate to the Church at a duly called meeting to propose the candidate's election. When a Pastor has been elected and has accepted the call, the Search Task Force will work with the Pastor to organize a celebration of Installation in accordance with established procedures and traditions of the United Church of Christ. When the Called Pastor begins service, the Search Task Force will serve as a Pastoral Support Committee for a minimum of one year. The Pastor and Committee will identify how they can most effectively work for the good of the church.

ARTICLE XII - Additional Staff

XII. 1 Additional clergy staff, as well as paid, nonprofessional staff positions may be established by the Steering Committee and approved by the Congregation at a meeting called for this purpose.

XII. 2 The duties of additional clergy staff shall be approved by the congregation. When this is approved, a Task Force shall be formed to call the additional clergy staff, in accordance with Article XI. 5.

XII. 3 Duties, employment, and termination of non-professional staff members shall be by majority vote of the Steering Committee.

ARTICLE XIII - Financial Affairs

XIII. 1 FISCAL YEAR - The Fiscal Year of the Church shall be January 1 - December 31 of each year.

XIII. 2 REAL PROPERTY - No real property may be bought, sold, mortgaged, or transferred in the name of or on behalf of the Church unless authorized by the membership.

XIII. 3 LOANS - No loans or credit accounts shall be contracted on behalf of the Church and no evidence of indebtedness shall be issued in the church's name unless authorized by the membership.

XIII.4 CHECKS - All checks, drafts, or other orders for the payment of money, notes, or other evidence of indebtedness shall, in the name of the Church, be signed by the Moderator, Assistant Moderator, or the Treasurer. These officers, along with the Financial Secretary, shall be bonded unless the Steering Committee determines that the Church's General Insurance Policy provides adequate protection against

employee and volunteer theft. Checks over \$5,000 must carry two signatures and no check shall be written to oneself.

XIII. 5 DEPOSITS - All funds of the Church shall be deposited to the Church accounts in such banks, trust companies, or other depositories as the Steering Committee may select.

XIII. 6 GIFTS - The Steering Committee may receive gifts on behalf of the congregation. Memorial gifts will be used after consultation with the decedent's survivors, if possible.

XIII. 7 YEARLY AUDIT - A yearly audit shall be completed.

XIII 8. INDEMNIFICATION OF CHURCH OFFICIALS AND AGENTS

- a. Vista Grande UCC shall indemnify any Steering Committee member, committee member, ministry team member, officer, employee or agent, either current or former, against any and all liability or expenses incurred in connection with any proceeding arising out of their role on behalf of the church to the fullest extent permitted by law. Expenses are intended to be broadly interpreted to include attorney's fees, costs and any other reasonable and necessarily incurred expenses.
- b. Vista Grande UCC shall maintain liability insurance for the benefit of any corporate official, agent, or employee against any liability asserted against or incurred by a corporate official, agent, or employee.
- c. It is the intention of this section to provide the maximum protection available under Colorado law. This coverage shall extend to any and all acts or omissions other than willful misconduct. Vista Grande UCC may advance expenses or undertake the defense of any individual covered in this section provided, however, that the individual shall reimburse the church for these expenses if it should ultimately be determined that the individual is not entitled to indemnification based on willful misconduct.

ARTICLE XIV - Reversionary Clause

XIV. 1 Upon dissolution of the church, by a two-thirds vote of those present at a meeting called for this purpose, its assets and property and interests of which shall then be possessed, including any device, bequest, gift or grant contained in any will or other instrument, in trust or otherwise, made before or after dissolution, shall be transferred to the Rocky Mountain Conference, United Church of Christ, or its successor as appropriate, to be used for the purpose of church renewal or new church development.

XIV.2 Article XIV.1 shall not be changed without the written approval of the Board of Directors of the Rocky Mountain Conference, United Church of Christ, or its successor as appropriate.

XIV.3 Vista Grande Community Church, United Church of Christ shall not withdraw from the United Church of Christ without the written approval of the Board of Directors of the Rocky Mountain Conference, United Church of Christ, or its successor as appropriate.

ARTICLE XV - Amendments

XV. 1 The Constitution and Bylaws of the Church may be amended by a two-thirds vote of the members present, at the Annual or Special Meeting.

ARTICLE XVI - Rules of Order

XVI.1 Except as otherwise modified by the Bylaws, Robert's 'Rules of Order', General Henry M. Robert, Latest Edition, shall be used to conduct all meetings of the Steering Committee and Congregation.

ARTICLE XVII - Savings Clause

XVII. 1 The church is organized under and subject to the law of Colorado. Should any portion of this Constitution and Bylaws be found to be unconstitutional or otherwise invalid, such invalidity shall not affect the remaining, valid portions. Further, in case of conflict between these Bylaws and State law, these Bylaws shall be considered amended to conform with State law.