

AMENDED AND RESTATED
CONSTITUTION
AND
BY-LAWS
FIRST CHRISTIAN CHURCH
(Disciples of Christ)
OF SEBRING, FLORIDA, INC.

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FIRST CHRISTIAN CHURCH
(DISCIPLES OF CHRIST)
OF SEBRING, FLORIDA, INC.

PREAMBLE

We, the members of the First Christian Church (Disciples of Christ) of Sebring, Florida, Inc., a congregational-governed body, in faithful response to the will and purposes of God as revealed through Jesus Christ and God's continuing revelation in the world, do hereby adopt this amended and restated Constitution and By-Laws on this 27th day of MARCH, 2022.

ARTICLE I NAME AND PURPOSE

Section A. The name of this organization shall be "First Christian Church (Disciples of Christ) of Sebring, Florida, Inc.," affiliated with the Christian Church (Disciples of Christ).

Section B. The purpose of this Church shall be to strive to fulfill God's plan in the proclamation of the Gospel of Jesus Christ as revealed in the New Testament; to win people to faith in Jesus Christ and commit them actively to His Church for the common task of building the Kingdom of God.

Section C. The Church is a not for profit corporation organized under the laws of the state of Florida. It has all of the powers granted to not for profit corporations by Florida law and is a tax exempt entity pursuant to Internal Revenue Code Section 501(c)(3).

ARTICLE II MEMBERSHIP

Section A. Congregational membership shall be established by:

1. Profession of faith in Jesus Christ as Lord and Savior and baptism by immersion, or
2. Transfer of membership, to include reaffirmation of faith and commitment to Jesus Christ as Lord and Savior. Persons joining from other churches who have been baptized by means other than immersion will be accepted without being required to be rebaptized. Immersion will be explained and encouraged as the scriptural form of baptism.

Section B. Classification of members shall be:

1. Participating Member: A person who demonstrates a continuing interest in one or more of the following ways: (1) attendance, or (2) giving, or (3) active involvement (including virtual) in and spiritual concern for the fellowship of the congregation, regardless of his/her place of residence.
2. Participating Associate Member: A person who attends First Christian Church during his seasonal residence of at least three (3) months of the year, and whose church membership is located outside of this area, and whose membership there meets the requirements of membership in First Christian Church. These persons will be accepted as associate members by a public declaration of faith in Jesus Christ. Participating Associate members will have full rights and responsibilities in this church during their residence in the Sebring area.

3. Non-participating: A Participating Member or Participating Associate Member, who, for a period of two (2) years (twenty-four consecutive months) expresses no interest in the fellowship of the congregation in any of the above-mentioned ways. Participating status shall be restored upon renewal of interest.

A list of members by classification shall be maintained by the office staff. The term "member" used in these By-Laws includes both Participating Members and Participating Associate Members.

Section C. Termination of Membership

Withdrawal of membership from this congregation or a nonparticipating status maintained for two (2) consecutive years shall be considered cause to investigate the membership. The Board of Directors shall investigate each case, and if there are no extenuating circumstances the member will be removed from the official church roll and notified by letter sent to their last known address.

ARTICLE III CHURCH YEAR

Section A. The Church Year shall begin January 1 and end December 31 of each year.

ARTICLE IV MEETINGS OF THE CONGREGATION

Section A. The annual congregational meeting shall be held not later than the second Sunday in April. It shall be the purpose of this meeting to elect the nominees for office, to approve the general budget, and to act on any other business that would require the attention of the congregation. Members may participate in a meeting by means of conference telephone or any other electronic means of which all persons participating in the meeting can hear each other, and such participation in a meeting shall constitute presence in person at the meeting.

Section B. Special meetings may be called by the Chair of the congregation or, in the absence or inability to act, by the Vice-Chair, by majority vote of the Board, or by petition signed by twenty-five per cent (25%) of the members.

Section C. Notice of annual or special meetings of the congregation shall be announced at a regular Sunday morning service at least two (2) weeks prior to the proposed meeting and by written notice sent through the United States Postal Service or electronic mail at least one (1) week prior to the meeting. Purpose, date, time and place of meeting shall be indicated.

Section D. A quorum for all meetings of the congregation shall consist of the total number of voting members in attendance. Voting privileges shall be accorded to all members present at the meeting of the congregation. A simple majority vote shall be required to act on any business, unless otherwise specified in this Constitution and By-Laws.

Section E. All nominees for election by the congregation shall be considered and voted upon by secret ballot.

Section F. All business meetings of the congregation shall be conducted in accordance with "Roberts Rules of Order, Revised," and only with respect to parliamentary procedures, including those relating to small groups. If any provisions of Robert's Rules conflict with these By-Laws, the provision in these By-Laws shall govern.

ARTICLE V OFFICERS OF THE CONGREGATION

Section A. Officers and Terms of Office

The following officers shall be elected individually by the congregation at its annual business meeting for the term designated for each officer, or until such time as a successor is elected and assumes office.

1. Chair – For a term of two (2) years, subject to re-election for one additional two (2) year term.
2. Vice-Chair – For a term of two (2) years, subject to re-election for one additional two (2) year term.
3. Board Secretary – For a term of two (2) years, subject to re-election for additional terms. Position may be held by one or more persons.
4. Financial Secretary – For a term of two (2) years, subject to re-election for additional terms. Position may be held by one or more persons.
5. Treasurer – For a term of two (2) years, subject to re-election for additional terms.
6. Assistant Treasurer (if the Board determines this position should be filled) – For a term of two (2) years, subject to re-election for additional terms.
7. Historian – For a term of two (2) years, subject to re-election for additional terms.

Section B. Resignations

Written resignations shall be delivered to the Chair or Vice-Chair, and shall be presented at the next meeting of the Board of Directors. Resignations are effective as of the date delivered or the later date stated in the resignation without requiring approval of, or acceptance by, the Board.

Section C. Filling Unexpired Terms of Office

When a vacancy occurs in any office as outlined in Section A of this Article, other than the Chair of the congregation, the congregational Chair, in consultation with the senior minister, will appoint the person to fill the vacancy with the approval of the Board of Directors. A vacancy in the office of the Chair of the congregation shall be filled by the Vice-Chair of the congregation. The vacancy thus created in the Vice-Chair's office shall be filled as provided above.

Section D. Qualifications

1. An officer must have been a member of this congregation for a period of one (1) year.

2. An officer must be active in the congregation's life and give evidence of seeking to grow in his/her own understanding and practice of Christian life. Such evidence would include the following:

- a. Conduct of his/her life in accordance with the teachings of Jesus Christ.
- b. Promotion of goodwill and Christian fellowship in the congregation and the community.
- c. Regular attendance at worship services and stated meetings of the Board and the congregation.
- d. Regular contributions to the financial support of the congregation to the best of his/her ability.
- e. Willingness to fulfill assignments on behalf of the congregation.
- f. Demonstrated skills or evident potential to carry out responsibilities of the particular office.

Section E. Responsibilities

1. The Chair shall fulfill the usual duties of this office, call and preside at annual and special meetings of the congregation, make appointments in the areas specified herein, to include appointments for unexpired terms, serve as Chair of the Board and as ex-officio member (non-voting) of all committees, and perform such other duties as may be assigned by the Board.

2. The Vice-Chair shall fulfill the usual duties of this office and shall call and preside at congregational and Board of Directors meetings in the absence of the Chair.

3. The Board Secretary shall record minutes of all official congregational and Board of Directors meetings. The original minutes shall be filed as a permanent record and copies shall be made to the extent required to furnish to the officers of the Board of Directors and others as designated by the Board Chair. An attendance record shall be kept of each regular and called meeting of the Board of Directors. The Board secretary shall obtain from the Church Secretary a report of all baptisms, deaths, interments in Memorial Garden, and changes in ministerial staff in the Church and report the same to the Board of Directors and as appropriate to the congregational meeting. The Board Secretary shall perform other duties that may be assigned.

4. The Financial Secretary shall be responsible for receiving all tithes, offerings and designated gifts of the congregation, keeping accurate records of the source and amount of such income, depositing such income to proper accounts, and providing the Treasurer of the congregation with copies of all receipts. He/she shall prepare and mail annual giving statements to contributors during the month of January. The Financial Secretary shall be a member of the Personnel, Finance, and Stewardship Committee, and shall perform such other duties as may be assigned.

5. The Treasurer, in consultation with the Personnel, Finance, and Stewardship Committee, shall disburse all funds of the Church according to the budget and the authority designated to him/her by the Board of Directors. He/she shall submit a report of all income and disbursements at each regular meeting of the Board of Directors and an annual report to the congregation. The Treasurer will:

a. Have two signers on paper checks, unless otherwise authorized by a bank bill-pay program.

b. Secure financial records, software back-ups and sensitive data to prevent loss due to theft, fire, electronic scam, or natural disaster.

6. The Church Historian shall gather and preserve information pertaining to the history, life and work of the Church, making available for publication any historic materials authorized by the Board of Directors, and shall present to the Board of Directors the annual historical statement.

The Church Secretary (also called "Office Administrator") position is not an elected officer of the Church. This position may be filled by a volunteer or volunteers or may, in the Board's discretion, be a paid position. The position may be delegated to one or more individuals and will include usual office functions (such as correspondence, telephone, filing, and e-mails) and accounting functions. In addition, the Church Secretary shall:

a. make appropriate entries and maintain records of baptisms, deaths, interments in Memorial Garden and changes in ministerial staff.

b. distribute monthly reports of these changes to the Board of Directors via the Board Secretary.

c. prepare an annual report for the Church and send it to the Regional Office after being reviewed by the Board.

d. perform any other duties that may be assigned.

ARTICLE VI THE SENIOR MINISTER

The senior minister shall have the same qualifications as those of an Elder, and in addition, he/she shall have prepared himself/herself by special education and training for the specific responsibilities of this office. He/she shall be an ordained minister in the Christian Church (Disciples of Christ) or a commissioned minister recommended by the Regional Minister.

Section A. Relationship of the Minister

1. To The Congregation: The minister and the congregation shall always remember that their relationship is more than a contract.

It is a very intimate and delicate relationship rooted in their common devotion to Jesus Christ. The minister is the voice of the church and a voice to the Church.

2. To The Elders and Diaconate: This relationship is based on a common love for Jesus Christ, out of which will emerge a harmony which fosters spiritual growth in the whole body of believers. Through this mutually supportive relationship, the minister enables the Elders and Diaconate to discover and exercise their special gifts given to them by the Holy Spirit which will equip them for the work of their ministry.

Section B. Responsibilities

1. The senior minister shall perform the duties which usually pertain to that office, and as the executive head and spiritual leader of the Church shall be an ex-officio member (without vote) of all organized groups, auxiliaries and committees.
2. The senior minister shall, in cooperation with the Chair of the congregation and Board of Directors, encourage orderly procedures in the life and work of the Church in compliance with the charter, Constitution and By-Laws of the congregation.
3. The senior minister, in coordination with the Personnel, Finance, and Stewardship Committee, shall be responsible for the supervision and direction of all other full and part-time staff.
4. The senior minister shall proclaim and promote the ecumenical vision of Christ's church through cooperation with other local denominations.

Section C. Selection

The process described herein shall be used for the selection of the senior minister or an associate minister.

1. A search committee of at least seven (7) members shall be formed. The Nominating Committee shall submit to the congregation Chair names of individuals to serve on the search committee who are responsible and are representative of the nature of the congregation. This committee shall include a representative from the Board of Elders, Diaconate and the Personnel, Finance, and Stewardship Committee. Final appointment of the members to the committee shall be made by the Chair of the congregation and approved by the Board of Directors.
2. The search committee shall utilize the Regional Minister as a resource person for information on prospective candidates. It shall be the policy of this committee, on behalf of the congregation, to negotiate with only one prospective minister at a time, even though information on several candidates may be obtained.
3. The search committee shall introduce the prospective minister to Board of Elders and Diaconate, meeting in joint session.
4. The search committee and prospective minister shall formulate proposed terms of employment. Then, at a regular or special Board of Directors meeting, the search committee shall recommend the prospective minister and his proposed terms of employment. The Board of Directors may approve this recommendation by a vote of at least three-fourths (3/4) of the voting membership present. Upon approval, the Board of Directors shall recommend employment of the prospective minister to the congregation.
5. The proposed terms of employment shall be distributed to members of the congregation at least one (1) week prior to a congregational meeting. The congregation, in the annual or special meeting, may approve the recommendation of the Board of Directors by a vote of at least three-fourths (3/4) of the members present.
6. Upon approval of the congregation, a call shall be extended to the prospective minister by the congregational Chair on behalf of the congregation.

Section D. Resignation

1. Voluntary Resignation of the minister shall be presented in writing, first to the Chair of the congregation and the Board of Elders. The Chair of the congregation shall present the resignation at the next meeting of the Board of Directors. The Board of Directors shall then act on the resignation. After the resignation has been accepted by the Board of Directors, the minister or Chair of the congregation shall communicate the resignation to the congregation.
2. Involuntary Resignation of the minister shall be dealt with confidentially by the minister, Board of Elders, the Chair of the congregation and the Regional Minister. A recommendation for involuntary resignation will be presented to the Board of Directors by the Chair of the congregation. If the Board of Directors approves the recommendation by a majority vote, and the minister does not voluntarily resign, the decision of the Board will be referred to the congregation for final action. The congregational Chair will notify the minister, in writing, of the action of the congregation, also by majority vote.
3. After a voluntary or involuntary resignation has been submitted and accepted by the Board of Directors and/or congregation, the Personnel, Finance, and Stewardship Committee and the minister shall meet to negotiate the terms of his/her resignation which will then be presented to the Board of Directors for final approval.

ARTICLE VII THE BOARD OF ELDERS

Section A. Qualifications

1. Those as set forth in the New Testament -(I Peter 5:1-4) (KJV) and as outlined in Article V, Section D. 2., above.
2. To be eligible to be an Elder, anyone must have been a member of the congregation for one (1) year OR any person who transfers membership from another Disciples church, who was an active member in that church for at least one (1) year, will be eligible to participate as an Elder.

Section B. Term

1. An Elder shall be nominated by the Nominating Committee and approved by the Board of Directors for submission to the congregation for voting action. An Elder shall be elected for life; provided, however, an Elder may be removed by the Board for improper/immoral actions, if Church membership is terminated, or if the Elder fails to attend Church services and events on a regular basis. An Elder may resign for personal reason.

Section C. Responsibilities

1. Work with the Diaconate and minister to promote the physical and spiritual growth and welfare of the Church.
2. Develop goals and objectives which will encourage spiritual growth within the eldership.
3. Give thoughtful consideration and support to the policies of the Church, enabling it to fulfill its mission.

4. Encourage, by example and work, the missionary, evangelistic educational, worship and stewardship responsibilities of the Church.
5. Visit and serve communion to those unable to attend regular worship services.
6. Minister to families in times of sickness and bereavement.
7. Show concern for and minister to the morally delinquent and spiritually indifferent.
8. Serve at the Lord's Table.
9. Represent the Elders at Board of Directors meetings.
10. Elders will be responsible for personally contacting newly nominated Elders and Deacons before names are submitted to the Board of Directors.
11. Perform such other duties as may be assigned by the Board of Directors or the minister.
12. Attend worship services and Church events on a regular basis.

Section D. Chair

The members of the Board of Elders shall elect a Chair from their membership. The Chair who has been an Elder for at least one (1) year, shall be elected at the beginning of the Church Year in order to assume the official role as Chair.

Section E. Membership

The number of Elders shall be no less than one (1) per every forty (40) members in the congregation.

Section F. Evaluation

If it becomes apparent that an Elder is not fulfilling his/her responsibilities voluntarily, an evaluation will be made by the Board of Elders in consultation with the senior minister. Appropriate recommendations to the individual and/or the Board of Directors will be made.

ARTICLE VIII THE DIACONATE

The Diaconate is a community of men and women living out the ministry and servanthood of Jesus Christ. Members of the Diaconate shall be known as Deacons.

Section A. Qualifications

1. Those as set forth in Article V. Section D.2., except members of the Diaconate of a sister Disciples church may act as such if approved by the Chair.
2. To be eligible to be a Deacon, anyone must have been a member of the congregation for one (1) year OR any person who transfers membership from another Disciples church, who was an active member in that church for at least one (1) year, will be eligible to participate as a Deacon.

Section B. Term

1. The regular term of office for each Deacon shall be for life, or until he/she becomes an Elder or resigns from the Diaconate; provided, however, a Deacon may be removed by the Board for improper/immoral actions, if Church membership is terminated, or if the Deacon fails to attend Church services and events on a regular basis.

Section C. Responsibilities

1. Work with the Elders and the minister in promoting the physical and spiritual growth and welfare of the Church.
2. Develop goals and objectives which will encourage spiritual growth within the Diaconate.
3. Give thoughtful consideration and support to the policies of the Church, enabling it to fulfill its mission.
4. Encourage, by example and word, the missionary, evangelistic, educational, worship and stewardship responsibilities of the Church.
5. Minister to families in times of sickness and bereavement.
6. Show concern for and minister to the morally delinquent and spiritually indifferent.
7. Prepare and serve the elements of communion.
8. Receive the offering and present it for dedication.
9. Assist the minister and candidates in baptismal services.
10. Represent the Diaconate at Board of Directors meetings.
11. Perform such other duties as may be assigned by the Board of Directors and the minister.
12. Attend worship services and Church events on a regular basis.

Section D. Chair

The members of the Diaconate shall elect a Chair from their membership. The Chair, who shall have been a Deacon for at least one (1) year, shall be elected at the beginning of the new Church Year in order to assume the official role as Chair.

Section E. Membership

The membership of the Diaconate shall be no less than one (1) per every twenty (20) members in the congregation.

Section F. Evaluation

If it becomes apparent that a member of the Diaconate is not fulfilling his/her responsibilities voluntarily, an evaluation will be made by the Diaconate in consultation with the senior minister. Appropriate recommendations to the individual or the Board of Directors, or both, will be made.

Section G. Junior Deacons

Junior Deacons may be appointed by the senior minister and approved by the Board of Directors. They must not have reached eighteen (18) years of age, shall be attending high school, and shall have completed the ninth (9) grade but not yet completed the twelfth (12) grade. Junior Deacons shall be elected for a one (1) year term and may be elected for two (2) additional terms.

Section H. Elder Emeritus and Deacon Emeritus

Long-time faithful leadership and service in the Church may be recognized by election as Elder Emeritus or Deacon Emeritus. Nominations may be made for Elder Emeritus or Deacon Emeritus through the nominating process as outlined herein for Elders and Deacons.

ARTICLE IX THE BOARD OF DIRECTORS

The congregation shall have a Board of Directors which shall be responsible to the congregation and have authority to act on behalf of the congregation when it is not in a congregational meeting. The Board shall be the official Board of Directors of this not for profit corporation as required by Florida law. The Board of Directors shall be responsible for establishing policy and conducting the business affairs of the congregation and for overseeing the planning and execution of the programs of the Church. It shall have general supervision over all matters affecting the welfare of the Church.

Section A. Membership

Even though Board meetings are open to all members of the Church only the membership listed below shall have voting privileges:

1. Congregational Chair
2. Congregational Vice-Chair
3. Board Secretary
4. Financial Secretary
5. Congregational Treasurer
6. Congregational Historian
7. Members of the Board of Elders
8. Members of the Diaconate
9. Chair or Chair's representative of the four functional committees

The minister, administrative staff, music staff, ad hoc committee-chairs, and any church member not previously identified in items 1 through 8 above may attend ex-officio (non-voting).

Section B. Term of Office

All members of the Board of Directors shall serve on the Board by virtue of the office held for the current term of office.

Section C. Resignations

Written resignations shall be delivered to the Chair or Vice Chair and shall be presented by him/her at the next meeting of the Board of Directors. Resignations are effective as of the date delivered or the later date stated in the resignation without requiring approval of, or acceptance by, the Board.

Section D.

1. Meetings

- a. Regular meetings of the Board shall be held at least four (4) times each year; the first meeting to be held during the first month of the Church Year.
- b. One-third (1/3) of the members holding Section A voting privileges shall constitute a quorum for the transaction of business.
- c. Persons holding multiple Section A positions shall have only one (1) vote.
- d. When calculating Board meeting quorums, the number of attending persons with Section A voting privileges shall be counted, not the number of Section A positions they hold.
- e. Directors may not vote by proxy on any matter.
- f. Except as specified in other Sections hereof, a simple majority vote of those voting shall be required to act on any business coming before the Board.

2. Any Director may waive notice of any meeting by a written statement sent by that Director to the Board Chair, signed before or after the meeting. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except when a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

3. A Director who is present at a meeting of the Board at which action on any matter is taken shall be presumed to have assented to the action taken unless: (a) that Director's dissent is entered in the minutes of the meeting; (b) that Director files a written dissent to such action with the Board Secretary of the meeting before the adjournment thereof; or (c) that Director forwards his or her written dissent by certified mail to the Board Secretary immediately after the adjournment of the meeting. Such right of dissent shall not apply to a Director who voted in favor of such action.

4. Any action required or permitted by the Articles of Incorporation or these By-Laws or any provision of law to be taken by the Board at a meeting or by resolution may be taken without a meeting if a consent in writing, setting forth the actions so taken is signed by all of the Directors then in office. Such consent shall have the same effect as a vote of such Directors and may be stated as such in any documents filed with the federal government, the state of Florida, or any other entity requiring a copy of a resolution.

5. Members of the Board, or any committee designated by the Board, may participate in a meeting by means of conference telephone or any other electronic means of which all persons participating in the meeting can hear each other, and such participation in a meeting shall constitute presence in person at the meeting.

6. The Chair of the Board shall serve as the Chair of the congregation and shall call all special meetings of the congregation as may be required. Notice of special meetings shall be made by announcement at a Sunday worship service at least two (2) weeks prior to the meeting date and by written notice sent either electronically or through the United States mail at least seven (7) days prior to the meeting date. The purpose, date, time, and place of the meeting shall be indicated.

7. All business meeting of the Board shall be conducted in accordance with "Robert's Rules of Order, Revised," and only with respect to parliamentary procedures, including those relating to small boards. If any provisions of Robert's Rules conflict with these By-Laws, the provision in these By-Laws shall govern.

Section E. Attendance

Board of Directors members are responsible for attending all meetings.

Section F. Responsibilities

The responsibilities of the Board of Directors are:

1. To regularly receive written reports from committees and from other groups within the congregation. It shall act upon committee recommendations or motions with approval, disapproval, or referral back to the respective committee or body with suggestions for modification.
2. To review, revise (if necessary), and approve the proposed annual budget as presented by the Personnel, Finance, and Stewardship Committee. Upon approval, the Board of Directors shall then recommend the proposed budget to the congregation for final approval.
3. To establish or delete committees as deemed necessary by the needs of the congregation.
4. To approve and recommend to the congregation, for final approval, the slate of proposed officers, Elders, and Deacons for the church year.
5. To discharge any business appropriately coming before the Board of Directors.
6. To approve the purchase or construction of any properties and the expenditure of any monies, not to exceed five thousand dollars (\$5,000), except as approved in the church budget. Any expenditures of monies in excess of ten percent (10 %) of an approved budgeted expense shall require the approval of the congregation.
7. No Board member shall be permitted to vote in a matter in which that Board member or relative of that Board member has a conflict of interest.

ARTICLE X THE NOMINATING COMMITTEE

The Nominating Committee is not a standing, functional committee, but will be appointed by the Board Chair when needed to recommend nominees for officers, Elders, and Deacons.

Section A. Membership

Membership of the nominating committee shall include:

1. A representative from the ministerial and/or administrative staff (ex-officio) without voting or nominating privileges.
2. One (1) representative from the Board of Elders selected by the members of that body.
3. One (1) representative from the Diaconate selected by the members of that body.
4. Three (3) members at-large as selected by the Board Chair.
5. The Board Chair shall appoint the Chair of the Nominating Committee from one of the above. Any member missing two (2) consecutive meetings will be replaced.

Section B. Term

The committee shall serve a term from appointment until a slate of officers is presented and accepted at a Board meeting. They shall meet as necessary.

Section C. Responsibilities

The Nominating Committee shall present nominations for the:

- a. Congregational Chair and Vice-Chair
- b. Board Secretary
- c. Financial Secretary
- d. Congregational Treasurer (and Assistant Treasurer, if the Board so determines)
- e. Congregational Historian
- f. Board of Elders
- g. Diaconate

Section D. Procedure

1. Review qualifications as set forth in Article V. Officers, Section D. Qualification
2. Compile a list of nominees for each of the aforementioned positions. The congregation shall be encouraged to submit suggestions to the Nominating Committee. The consent of each nominee shall be secured prior to presentation to the Board of Directors.
3. Following Board approval, a list of nominees shall be compiled. This list of nominees shall include recommendations from the Board of Elders and Diaconate for filling vacancies in their respective Boards.

4. Each nominee shall be voted on at the Board and congregational meetings by secret ballot. The Chair of the Board may, but is not required to, conduct the voting at either meeting by secret ballot separately for each nominee.

ARTICLE XI INDEMNIFICATION OF EMPLOYEES, OFFICERS, ELDERS, DEACONS, AND VOLUNTEERS

Section A. Purpose

Acknowledging that the employees, officers, Elders, Deacons, and volunteers are working for the best interests of the Church and should not incur losses or expenses in the event of claims by third parties against the Church or against them, the Church adopts the following indemnification provisions.

Section B. Indemnification

Every employee, officer, Elder, Deacon, and volunteer working for the Church shall be indemnified by the Church against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding to which he/she may be made a party, or in which he/she may become involved, by reason of his/her being an employee, officer, Elder, Deacon, or volunteer of the Church, or any settlement thereof, whether or not he/she is in one of those positions at the time such expenses are incurred, except in such cases wherein the person is adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties or obligations; provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Church.

ARTICLE XII FUNCTIONAL COMMITTEES

Section A. Definition

Four functional committees are formed to assist the minister and promote the programs of the congregation. Duties of committee chairs will be to coordinate and facilitate the activities of their respective committees.

Section B. Committees

1. Personnel, Finance, and Stewardship Committee

a. Purpose: To provide for the human and financial resources that allow and assist the congregation to do its work.

b. Members: This committee will be composed of 3 to 5 congregational members that are interested in promoting the administration for the congregation. It should include at least one Elder and one Deacon. The minister and other appropriate staff or contractors will serve as *ex-officio* members at the invitation of the chair. The term of a member should be three years except

that the first committee members will be appointed for 1, 2, and 3 years so there will be a rotation of one new member each year.

c. Meetings: Committee meetings should occur at least twice a year with additional meeting to ensure budget preparation and other times as necessary and at a time and a location designated by the committee chair. All meetings can be in person, telephonic, video-conferencing, or a combination. Periodically, the committee shall review any long term (greater than 12 month) requirements of needs.

2. Worship, Religious Education, and Membership Committee

a. Purpose: To provide a people centered, parish focus for meditation, worship, education, growth, and fellowship of the congregation. This committee focuses on the growth of the Christians in fellowship with one another that have committed their lives to serve their Lord and Savior Jesus Christ.

b. Members: This committee will be composed of 3 to 5 congregational members that are interested in promoting the spiritual growth for the congregation. It should include at least one Elder and one Deacon. The minister and other appropriate staff or contractors will serve as ex-officio members. The term of a member should be three years except that the first committee members will be appointed for 1, 2, and 3 years so there will be a rotation of one new member each year.

c. Meetings: To achieve the purpose, formal meetings or informal conferences and consultation will occur one or more times per month. This committee will work intricately with the minister and plan for future thematic events, special days/occasions, and planning of spiritual growth within the Church. All meetings can be in person, telephonic, video-conferencing, or a combination. Periodically, the committee shall review any long term (greater than 12 month) program needs.

3. Outreach, Missions, and Evangelism Committee

a. Purpose: To seek out opportunities to help people and organizations in need and to spread the Good News of Jesus Christ.

b. Members: This committee will be composed of three to five congregational members who have an interest in the purpose of the committee. It should include at least one Elder and one Deacon. The minister and other appropriate staff or contractors will serve as ex-officio members. The term of a member should be three years except that the first committee members will be appointed for 1, 2, and 3 years so there will be a rotation of one new member each year.

c. Meetings: Committee meetings should occur at least once each calendar quarter at a time and a location designated by the committee chair. All meetings can be in person, telephonic, video-conferencing, or a combination. Periodically, the committee shall review any long term (greater than 12 month) programs or needs.

4. Property Committee

a. Purpose: The Property Committee will maintain and manage the building, grounds, and physical assets of the Church's property in accordance with established policies and Board guidance.

b. Members: This committee will be composed of 3 to 5 congregational members that are interested in and knowledgeable of maintaining the physical assets. It should include at least one Elder and one Deacon. The committee chair, with input from others, will select 2 to 4 members. The minister and other appropriate staff or contractors will serve as ex-officio members. The term of a member should be three years except that the first committee members will be appointed for 1, 2, and 3 years so there will be a rotation of one new member each year.

c. Meetings: The committee shall convene at the notice of the chair or Chair of the Board to all members. Regularly scheduled meetings shall be held at least three times each year. The notices for these meetings shall be 48 hours. Special or emergency meetings can be called immediately. All meetings can be in person, telephonic, video-conferencing, or a combination. The agenda will include both immediate or near future items and projects of expenses six to twelve months. Periodically, the committee shall review any long term (greater than 12 months) projections of needs.

ARTICLE XIII SPECIAL INTEREST COMMITTEES

Section A. Definition

Special interest committees may be established to address specifically defined interests of Church life. These interests may relate to the congregation as a whole or to a specialized segment of the congregation.

Section B. Establishment and Dissolution

The Board of Directors shall have the authority to establish and/or dissolve a special interest committee as it deems necessary based on the needs of the congregation.

Section C. Authority

Each special interest committee shall be designated by the Board of Directors to function within the organization and authority of one of the four functional committees most closely related to its specific function.

Section D. Special Interest Committees

1. Memorial garden
2. Long range planning
3. Bequests

4. Nominating
5. Auditing
6. Such other committees as may be determined to be necessary by the Board.

Section E. Committee Chairs

The chair of each special interest committee shall be appointed by the Chair of the Board of Directors. Appointees shall be selected from the membership of the Church on the basis of qualifications for and interest in the respective task, and shall have been a member of the congregation for at least one (1) year. Each appointment shall be for the duration of the Church Year, or when the Board of Directors deems the committee to be no longer necessary whichever comes first. Each special interest Chair will report directly to the Board of Directors.

Section F. Special Interest Committee Members

The Chair of each special interest committee shall select the members of the committee in consultation with the Board Chair. The selection shall be made from the membership of the congregation on the basis of their potential abilities and interest in the task.

Section G. Meetings and Programs

Each special interest committee shall establish its goals and its program and present them in writing to the Board of Directors, showing no conflict with established procedures of existing programs or committees.

ARTICLE XIV AUXILIARY ORGANIZATIONS

The purpose and responsibility of each of these groups shall be as outlined in its own constitution, By-Laws, or plans and procedures, provided these do not conflict with the Constitution or By-Laws of the church.

Existing Auxiliary Organizations are:

1. Disciples Women (CWF)
2. Disciples Men

ARTICLE XV THE GENERAL BUDGET

Section A. The general budget shall be prepared by the Personnel, Finance, and Stewardship Committee (referred to in this Article XV as the Finance Committee) in consultation with the Financial Secretary and Treasurer and submitted to the Board at its regular meeting (or special meeting, if necessary) prior to the annual meeting of the congregation. Until a new budget is approved, the approved budget from the prior calendar year will be applicable.

Section B. The Finance Committee will give consideration to any requests made by the committees for their budgets. The Finance Committee will also consider long term planning for Church expenses.

Section C. The following funds will be received for the work of the Church:

1. Regular Sunday offerings
2. Designated offerings
3. Memorial bequests (Designated)
4. Memorial bequests (Non-Designated)

Section D. The Personnel, Finance, and Stewardship Committee shall be notified prior to any expenditure expected to exceed the annual budget of the respective functional committee. Expenses less than ten percent (10%) over the budgeted amount do not need approval from the Board or the congregation.

ARTICLE XVI BEQUEST POLICY

Section A. Purpose

The purpose of this policy is to establish a predetermined basis and procedure for the disposition of funds or other property which may be received by this congregation as a bequest, memorial or as the beneficiary of an insurance policy, annuity or trust agreement.

Section B. General Policy

This policy will be effective for funds or other property received after _____, 2022. All such funds received as the result of a bequest, a memorial, or as a beneficiary of an insurance policy, annuity or trust agreement shall be designated as "Bequest" funds pending the authorized disposition of such funds under the provisions of this policy. Any interest earned on such funds during this interim period will be designated as "Bequest" funds.

All Bequests received in forms of property other than cash may be converted to cash at its fair market value when practicable. The conversion of such property must be approved by the Board of Directors. All income received from such property will be treated as "Bequest" funds. The Board of Directors reserves the right to receive or refuse any gift.

Financial status of "Bequest" funds will be reported on a regular, but no less than semi-annual, basis to the Board of Directors, and annually to the congregation. Distribution of income received from "Bequest" funds will be made on an annual basis unless otherwise determined by the Board of Directors.

Section C. Designated Bequests

If the testator's will or trust designates the purpose for which the Bequest is to be used, or a donor designates a specific use for a gift, the funds will, so far as is practicable, be disposed of in accordance with such designation. All dispositions of such funds shall be recommended by the bequest committee and approved by the Board of Directors.

If the designated purpose has already been achieved or is deemed inappropriate, the Bequest will, upon advice of legal counsel (if needed), by recommendation of the bequest committee and approval of the Board of Directors, be considered to be an "Undesignated Bequest".

Designated funds shall be kept in an interest-bearing account until expended or invested; provided, however, the Board may authorize the investment of Bequest funds in securities unless restricted by the donor.

Section D. Undesignated Bequests

Upon recommendation of the bequest committee and approval of the Board of Directors, funds received as undesignated Bequests will be disposed of in the following manner:

1. Bequests with a value of one thousand dollars (\$1,000) or less will be evaluated by the Board as to being appropriate for transfer to the general fund of the Church for operating expenses or capital improvements.
2. Bequests with a value between one thousand dollars (\$1,000) and twenty-five thousand dollars (\$25,000):
 - a. A percentage will be designated for mission and outreach causes. These funds shall be disbursed within six (6) months as recommended by the Outreach, Missions, and Evangelism Committee.
 - b. The balance of the funds will be designated toward the retirement of the outstanding debts of the congregation to the extent that such debts exist as of the date that the funds were received.
 - c. The balance of the funds remaining after dispositions under (a) and (b) above, if any, will be transferred to the general funds of the Church for operating expenses or capital improvements as determined by the Board.

Section E. Future Recommendations and Changes

These bequest policies shall be semi-permanent in nature. Changing times and new thoughts and ideas of future Boards of the Church might determine desirable changes in the method of handling these Bequests, and future Boards should have this privilege. However, to prevent hasty or thoughtless action in the near future, any changes in designations (as outlined above) shall require approval at two (2) consecutive Board of Directors meetings and confirmation by the congregation.

Section F. Disposition of Funds in the Event of Dissolution

Should the First Christian Church (Disciples of Christ), of Sebring, Florida, Inc., sever its relationship with the Christian Church (Disciples of Christ), or cease to exist as a congregation, all assets of the "Bequest Fund" of the First Christian Church (Disciples of Christ), of Sebring, Florida, Inc., shall become assets of the Christian Church (Disciples of Christ) in Florida, and shall be used to further the work and witness of the Christian Church (Disciples of Christ) in Florida through its program of church development.

ARTICLE XVII FUND RAISING PROJECTS

Section A. All projects must be reviewed with the Personnel, Finance, and Stewardship Committee and have the approval of the Board of Directors.

Section B. The disbursement of any monies, other than those budgeted, for any special purchases or projects must first have the consideration of the Personnel, Finance, and Stewardship Committee and then presented to the Board of Directors for its approval.

ARTICLE XVIII DISTRIBUTION OF CHURCH FUNDS

Section A. The responsibility for distribution of Church funds shall rest with the Treasurer in consultation with the Personnel, Finance, and Stewardship Committee.

Section B. Items of \$200 or more, not included in the approved annual budget, must be cleared with the Treasurer before expenditure is made. This dollar figure shall be reviewed annually and may be modified by the Personnel, Finance, and Stewardship Committee.

Section C. Personal purchases must be coordinated with the appropriate committee Chair and the Treasurer before the expenditure is made, if reimbursement will be expected.

ARTICLE XIX CHURCH ASSETS AND LIABILITIES

Section A. The maximum value of real, personal, and intangible property which this Church may hold is unlimited. The maximum amount of indebtedness or liability to which the Church may at any time subject itself will be established by the congregation.

Section B. With approval of the Board of Directors and the congregation, negotiation of all indebtedness of liabilities in the form of notes, loans, or all legal documents in the name of First Christian Church (Disciples of Christ) of Sebring, Florida, Inc. shall be the responsibility of the Board Chair, the Treasurer, and the Chair of the Personnel, Finance, and Stewardship Committee.

Section C. Should the corporation dissolve and the Church cease to exist, after payment of all debts, the remaining assets shall become assets of the Christian Church (Disciples of Christ) in Florida, and shall be used to further the work and witness of the Christian Church (Disciples of Christ) in Florida through its program of church development.

ARTICLE XX FINANCIAL ACCOUNTABILITY

Section A. An internal auditing committee will be appointed to review the finances of the Church.

Section B. The auditing committee, recommended by the Personnel, Finance, and Stewardship Committee and approved by the Board of Directors, shall review financial records pertaining to Church funds periodically as it may determine, but not less than annually. The annual review

shall be completed within sixty (60) days after the end of the Church Year and a report shall be submitted to the Board of Directors.

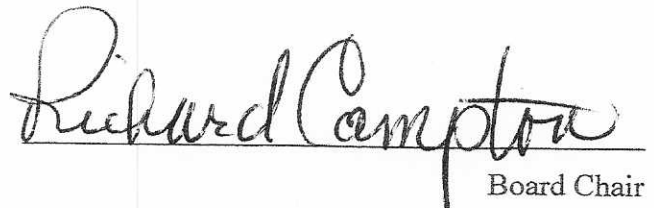
ARTICLE XXI AMENDMENTS

Section A. The Board of Directors, at a regular meeting or special meeting, may amend this Constitution and By-Laws by a vote of at least two-thirds (2/3) of the voting membership of the Board members present, provided the proposed amendment has been submitted to the Board of Directors at least one (1) week prior to the vote. Upon approval by the Board of Directors, the amendment shall be submitted in writing to the congregation at least two (2) weeks prior to an annual or special congregational meeting. In order to be approved, the amendment must be passed by a two-thirds (2/3) vote of the members present.

AUTHORIZATION

This Constitution and By-Laws were duly adopted as revised by the First Christian Church (Disciples of Christ) of Sebring Florida, Inc., in a special called congregational meeting on this 27th day of MARCH, 2022.

It shall supersede any previous Constitution, By-Laws, Administrative Policies or Board Directives which are in conflict herewith and shall be effective immediately.


Board Chair