

CONSTITUTION OF FIRST UNITED CHURCH OF OAK PARK

ARTICLE I. NAME, ADDRESS, FORMATION, AND SEAL

The name of this Church shall be First United Church of Oak Park, hereinafter referred to as the "Church." Its address is 848 Lake Street, Oak Park, Illinois 60302.

The Church is a union church of the Presbyterian Church (U.S.A.) and the United Church of Christ (the "Affiliated Denominations"). It was formed on May 4, 1975 by the unification of the First Presbyterian Church of Oak Park and the First Congregational Church of Oak Park. The Church is a corporation under the Illinois General Not for Profit Corporation Act of 1986. Its Articles of Incorporation are attached as an Addendum.

The seal, an impression of which is made on this page, is hereby readopted as the corporate seal of the Church.

ARTICLE II. PURPOSE

The purpose of the Church is to be the people of God, acting individually and together to do God's work in the world. To accomplish that purpose, the Church will communicate by word and deed the Good News of Jesus Christ, celebrate the sacraments, nurture the spiritual growth of the members of the congregation ("members"), work for Christian community within the congregation and the Church universal, render service to all people, and strive for righteousness, justice and peace.

ARTICLE III. FAITH

In our faith we are part of the people of God extending back to Abraham. Our understanding of basic values and life commitments is found in the scriptures of the Old and New Testaments of the Bible. We find help and guidance in the faith statements of the United Church of Christ and the Book of Confessions of the Presbyterian Church (U.S.A.). Those statements include both historic and fresh expressions of the spirit in which the Church interprets the Word of God and remind us of the need to relate the timeless truths of the Gospel to the ever-changing world.

ARTICLE IV. COVENANT

The Church of Jesus Christ is a covenant people. The faith of those in the Old and New Testaments, as well as those throughout the history of the Christian Church, is deeply rooted in a covenantal relationship with God and one another. The Christian covenant is a symbol of binding commitment between a people of faith and God, the creator and renewer of the Church. Within this covenant relationship, each expression of the Church has responsibilities and rights in relation to the others, to the end that the whole Church will seek God's will and be faithful to God's mission. Decisions are made in consultation and collaboration among the various parts of

the Church, with each part called to honor and respect the work and ministry of each other part and to listen, hear, and carefully consider the advice, counsel, and requests of others.

Members of this Church further covenant together to:

- follow the way of Jesus, the Christ;
- search for an honest expression of faith;
- care for and support each other;
- share in the life and worship of the Church;
- contribute to its support and benevolences;
- be advocates for the poor and oppressed;
- seek peace and understanding in the world;
- nurture and educate our members in the Christian faith; and
- include people of all gender identities, races, nationalities, sexual orientations, and disabilities in all aspects of our congregational life.

ARTICLE V. CONGREGATIONAL MEMBERSHIP

SECTION 1. Receipt into Membership

Members may be received into the Church by confession of faith, reaffirmation of faith, or transfer of membership from other Christian churches. Receipt into membership shall be approved by the Church Council (defined in Article VI). No person shall be denied membership because of race, gender identity, nationality, sexual orientation, disability, or any other reason not related to the profession of faith.

SECTION 2. Categories of Membership

Two categories of membership have rights to vote and participate in the governance of the Church: active and associate. An active member is one who regularly participates in the life, worship, and governance of the Church, and contributes to its support and benevolences. An associate member is one who resides temporarily in the community, has a primary affiliation at another religious body, or is a member of a Presbytery or other similar body. An associate member participates in the life, worship, governance, and support of the Church in the same manner as an active member except that an associate member may not serve in a role of Council Leadership (defined in Article VI).

SECTION 3. Termination of Membership

Termination of membership and removal of the member's name from the Church rolls will occur if a member requests, and is approved by the Church Council to receive, (a) a letter of transfer from the Church to any Christian church, or (b) a release from membership obligations to the Church. If the Church is unable to send a letter of transfer, the departing member, upon request, shall be given a certificate reflecting the dates of Church membership. A member who has not communicated with the Church or contributed to its support for a period of two years may be removed from the Church rolls by the Church Council.

ARTICLE VI. THE CHURCH COUNCIL

SECTION 1. Role

The Church Council (also referred to as the Council) shall be the governing board of the Church to which its committees, all other groups constituted at its direction, and the Board of Deacons are responsible. It shall be subject to the direction of, and be responsible to, the congregation in accordance with Article XIII of this Constitution. The Council shall set the strategic goals and priorities of the Church, and it shall identify and direct the manner and means to achieve those goals and priorities. It shall serve as the steward of the Church's resources, allocating them to fulfill the statements of Purpose, Faith, and Covenant contained in Articles II – IV of this Constitution. It shall regularly report to the congregation on its activities and progress toward achievement of goals and priorities.

SECTION 2. Membership

The Church Council shall consist of at least thirteen (13) and no more than seventeen (17) members, including when feasible two (2) youth members, who shall be nominated and elected in accordance with Articles VIII and IX of this Constitution. In addition, the Clergy Staff (defined in Article X) shall be fully participating member(s) *ex-officio* without vote. Members elected into service on the Council (also referred to as Elders) will be ordained and installed at a worship service on a date to be set by the Council. Following their orientation, the newly installed Elders will begin service on a date set by the Council.

Members and former members of the Church Council shall be eligible to membership and office in the governing bodies of the Affiliated Denominations.

SECTION 3. Term of Office

The term of office of Church Council members shall be three (3) years, with a one-time option to serve an additional year. Youth members (under age 20) shall serve a term of one to three (1-3) years. After serving a full elected term on the Council (excluding any time served by appointment to fill a partial term), a member shall, for one year thereafter, be ineligible for re-election to the Council. A member is eligible to be elected for a full three (3)-year term immediately following service to fill a partial term. In no event, however, may a member be eligible to serve more than five (5) consecutive years. Elections shall be held annually and be so arranged that the terms of office of one-third of the Council members shall expire each year, balancing equal classes as much as possible.

SECTION 4. Leadership

The Church Council shall choose from its elected membership its Chair (also referred to as the Moderator) and a Clerk. The Council may also choose from its elected membership a Vice-Chair (also referred to as the Vice-Moderator). The Chair, the Clerk and, if applicable, the Vice-Chair (collectively "Council Leadership") shall be elected for a one-year term and shall be

eligible for re-election to one additional one-year term. The Chair shall also serve as the Moderator at all congregational meetings, and shall be entitled to cast a vote on any matter at any meeting only in the event that the voting on that matter would otherwise result in a tie.

SECTION 5. Meetings

The Church Council shall meet regularly as deemed necessary by the Chair or a majority of Council members. Council meetings shall occur at the Church's address, unless the Council designates and provides notice of an alternative address reasonably accommodating member attendance. Meetings are to be open to all members of the Church, except executive sessions called either by the Chair or by a majority vote of the Council members present. A quorum of the Council shall consist of at least fifty percent (50%) of Council membership.

The Church Council may adopt policies and procedures for taking actions without a meeting (voting by email, for example).

SECTION 6. Authorities and Responsibilities

The authorities and responsibilities of the Church Council shall be as follows:

(a) It shall organize itself and the Church in a manner that is responsive to the ongoing needs of the Church (addressing such needs, for example, as education, finance, property, mission, fellowship, worship, personnel, and communications);

(b) It shall develop an annual Ministry Outline that specifically details the Church's most significant priorities in the new Church year. The Ministry Outline shall be presented to the congregation for its approval at the Annual Meeting (defined in Article XIII);

(c) It shall form such committees as it deems necessary to fulfill the Church's priorities and goals. It shall delegate specific duties and discretionary authority to each committee and may from time to time change the specific duties and discretionary authority of any committee. It shall have the power to reconfigure existing or constitute additional standing committees, *ad hoc* committees, boards, and task forces to assist in carrying forward an integrated program for the whole Church. It shall have the power to approve the membership of all committees and other groups constituted at its direction;

(d) With the Clergy Staff, it shall ensure regular opportunity for the congregation's worship of God, prayer, reading and proclamation of Scripture, and receipt of the sacraments;

(e) It shall provide for the orientation and leadership development of elected officers of the Church and such other lay leaders as the Council sees fit;

(f) It shall have charge of all financial affairs of the Church, including the responsibility for the preparation of the annual unified budget of the Church according to a fiscal year set by the Council, the appointment of a Treasurer, and the assignment of duties to the Treasurer;

(g) It shall have the power to buy, sell, mortgage, lease, or transfer real property of the Church but only when specifically authorized to do so by the members of the Church;

(h) It shall have the care, custody, and control of the real and personal property of the Church;

(i) It shall encourage and promote Christian Stewardship;

(j) Whenever the Church Council is given a direction by vote of the members of the Church, it shall act consistently with such direction;

(k) Except for Clergy Staff positions for which a Pastoral Search Committee has been formed, the Church Council shall recommend to the members of the Church, for their action, the hiring and terms of hire of all candidates for the Clergy Staff, including candidates who currently serve in non-Clergy positions in the Church. A two-thirds affirmative vote of the members of the Church present and voting at the meeting is required to hire a candidate;

(l) It shall review, approve, and inform the members of the Church of any material changes in the responsibilities of the Clergy Staff;

(m) With the Lead Pastor, it shall strive to promote a healthy work environment that supports and fairly compensates all staff and enhances staff performance, professional development, and contributions to the Church;

(n) At each regular meeting it shall consider all matters presented to it by committees;

(o) It shall keep accurate records of its proceedings and report its activities to the members of the Church; and

(p) For purposes of the Illinois General Not for Profit Corporation Act, the Church Council shall be the Board of Directors, the Chair of the Council shall be the President, and the Clerk of the Council shall be the Secretary. The Council shall appoint the registered agent.

ARTICLE VII. THE BOARD OF DEACONS

SECTION 1. Role and Responsibilities

The Church shall have a Board of Deacons (also referred to as the Deacons) responsible for nurturing a culture of care within the Church community and overseeing and coordinating the tasks of congregational pastoral care. The Deacons shall be accountable to the Church Council and perform such duties as the Council assigns.

SECTION 2. Membership

The Board of Deacons shall consist of at least nine (9) and no more than twelve (12) members, who shall be nominated and elected in accordance with Articles VIII and IX of this Constitution.

SECTION 3. Term of Office

Members are elected for a term of three (3) years, with the opportunity, if elected, to extend service for two additional one-year terms. Members elected into service as Deacons will be ordained and installed at a worship service on a date to be set by the Church Council and, following orientation for newly installed Deacons, will begin service on a date set by the Council.

SECTION 4. Leadership

The Board of Deacons shall elect from its membership its Chair, who shall be elected for a one-year term and shall be eligible for re-election to one additional one-year term.

ARTICLE VIII. THE NOMINATING COMMITTEE

SECTION 1. Role and Responsibilities

The Church shall have a Nominating Committee responsible for compiling slates of candidates to serve as Elders on the Church Council, as Deacons on the Board of Deacons, and as members of the Nominating Committee. The Nominating Committee shall endeavor to ensure that the memberships of the Council and the Board of Deacons reflect the Church's membership, and shall evaluate potential candidates as to their suitability to effectively serve in their nominated role. The Nominating Committee shall coordinate with and support other Church committees in identifying potential new members for their committees. The Nominating Committee shall annually present to the Council the membership rosters of committees and shall provide updated rosters in the event of changes in membership.

SECTION 2. Membership

The Nominating Committee shall consist of one (1) member of the Church Council and not less than four (4) other members elected at the annual Election Meeting (defined in Article XIII).

SECTION 3. Term of Office

Nominating Committee members shall be elected for a term of two (2) years with the opportunity, if elected, to extend service for three additional one-year terms.

ARTICLE IX. ELECTION PROCEDURES

The Nominating Committee shall annually prepare for presentation at the annual Election Meeting an official slate nominating one person for each open position on the Church Council, the Board of Deacons, and the Nominating Committee. Election shall be to classes as nearly equal in number as possible with the term of only one class ending each year. The slate shall be posted and available at the Church not later than two Sundays immediately preceding the meeting. Any member of the Church may at the meeting make a nomination from the floor with the consent of the person(s) being nominated.

In the event a vacancy arises on the Church Council, the Board of Deacons, or the Nominating Committee between annual Election Meetings, it shall be filled by appointment by a two-thirds affirmative vote of the Church Council after special nomination by the Nominating Committee. If the appointment is for an unexpired term that is greater than one year, at the next Election Meeting the congregation shall vote on the appointed member to complete the unexpired term.

ARTICLE X. THE CLERGY STAFF

SECTION 1. Definition

The term “Clergy Staff” means the ordained pastors and any other employee performing the customary responsibilities of an ordained pastor for the Church, whether called for an indefinite duration or hired for a limited duration.

SECTION 2. Responsibilities

The responsibilities of the Clergy Staff shall be to the congregation, including congregants of all ages, as follows:

- (a) To study, teach, and preach the Word;
- (b) To celebrate the sacraments;
- (c) To pray with and for the congregation;
- (d) To share in the ministry of higher councils of the Affiliated Denominations and in ecumenical relationships;
- (e) With the Church Council: (i) to encourage people in the worship and service of God; (ii) to equip and enable them for their tasks within the Church and their mission in the world; and (iii) to participate in governing responsibilities, including leadership of the congregation in implementing the principles of participation and inclusiveness in the decision-making life of the congregation, and its task of reaching out in concern and service to the human community as a whole;

(f) With the Deacons: (i) to exercise pastoral care, devoting special attention to the poor, the sick, the troubled, and the dying and (ii) to share in the ministries of compassion, witness, and service; and

(g) To perform such additional duties as identified in the Clergy Staff member's terms of call or employment agreement, the position description, or as agreed with the Church Council and Lead Pastor.

SECTION 3. Denominational Standing

All ordained members of the Clergy Staff shall gain standing in both Affiliated Denominations within two (2) years of being called to a pastoral position, unless an exception or extension is approved by the Church Council.

SECTION 4. Review of Relationship

An annual review shall be conducted of each Clergy Staff member's relationship with the Church, the terms of the member's call or employment agreement, the position description, and such other matters as provided for in the Personnel Handbook or as directed by the Church Council. The Church Council Leadership shall conduct the annual review of the Lead Pastor, and the Lead Pastor shall conduct the annual reviews of all other Clergy Staff members, in accordance with the provisions of the Personnel Handbook.

SECTION 5. Resignation

(a) Request by the Clergy Staff Member. A request to resign by a member of the Clergy Staff shall be in writing to the Church Council and governed by the terms of that member's call or employment agreement, the Church's policies, and, if applicable, the polity of the denomination in which the member received ordination. A two-thirds affirmative vote of the members of the Church present and voting at a Special Meeting (defined in Article XIII) duly called for that purpose shall be required to accept the member's resignation and, if necessary, to dissolve the terms of call.

(b) Request by the Church Council or Congregation. When sought by the Church Council or congregation, the resignation of a member of the Clergy Staff and, if applicable, dissolution of the terms of call, must be approved by a two-thirds affirmative vote of the members of the Church present and voting at a Special Meeting duly called for that purpose.

SECTION 6. Conflicts

If serious issues or divisive conflicts arise between members of the Church and a member of the Clergy Staff, or between members of the Clergy Staff, and such issues or conflicts have not been resolved through the Church's policies, then the Church Council shall seek the assistance of the Committee on Ministry of the appropriate denomination(s).

SECTION 7. Denominational Review

Should the denomination in which a member of the Clergy Staff was ordained have reason to question the fitness for ministry of that member, the Church Council will make every effort to cooperate fully in the investigation, to remain in covenant with all parties, and to provide appropriate leadership and nurture for the congregation during and after the fitness review.

ARTICLE XI. PASTORAL SEARCH COMMITTEE

SECTION 1. Formation

When a Clergy Staff vacancy occurs for which the Church Council deems it in the best interest of the Church to seek to call an ordained pastor for an indefinite duration, the Council shall recommend to the members of the Church, for their action at a Special Meeting duly noticed for that purpose, the formation of a Pastoral Search Committee (also known as a Pastoral Nominating Committee).

SECTION 2. Membership

The Pastoral Search Committee shall be representative of the whole membership and consist of at least five (5) and no more than nine (9) members of the Church, including when feasible at least one (1) youth member. The Lead Pastor or Interim Lead Pastor also shall serve on the Pastoral Search Committee, *ex-officio* and without vote.

SECTION 3. Responsibilities

It shall be the duty of the Pastoral Search Committee to nominate a minister to the members of the Church for a call to the Clergy Staff and to recommend the monetary and other terms of call. Minister candidates normally shall be chosen from the ministerial rolls of the Affiliated Denominations. The Pastoral Search Committee shall update the congregation, at a worship service or in writing, at least quarterly.

SECTION 4. Calling of Candidate

When the Pastoral Search Committee is ready to recommend a candidate, it shall inform the Church Council of its recommendation, and the Church Council shall call a Special Meeting of the congregation at which time the Pastoral Search Committee's recommendation of the candidate and the terms of call shall be presented. A two-thirds affirmative vote of the members of the Church present and voting at the Special Meeting shall be required to call the candidate.

ARTICLE XII. NON-CLERGY STAFF

SECTION 1. Hiring

Non-Clergy Staff members, professional and non-professional, shall be appointed by the Church Council in consultation with the Lead Pastor.

SECTION 2. Supervision

The Lead Pastor shall serve as head of the entire Church staff and shall be responsible for the supervisory and other duties as set forth in the Lead Pastor's terms of call, the position description, and as otherwise authorized or directed by the Church Council.

SECTION 3. Review of Relationship

The terms of employment of the non-Clergy Staff and other matters relating to their employment shall be reviewed annually pursuant to the provisions of the Personnel Handbook.

ARTICLE XIII. CONGREGATIONAL MEETINGS

SECTION 1. Annual Meeting

A meeting of the members of the Church for the purposes of receiving the yearly reports of officers and committees and for transacting business, including adopting the budget and Ministry Outline for the new year, shall be held annually on the last Sunday of January or at such time as the Church Council may determine (the "Annual Meeting"). Written notice thereof shall be posted and included in a Church publication on at least two Sundays immediately preceding the meeting.

SECTION 2. Election Meeting

A meeting of the members of the Church for the purpose of electing persons to open positions on the Church Council, the Board of Deacons, and the Nominating Committee shall be held annually in May or at such time as the Church Council may determine (the "Election Meeting"). Written notice thereof shall be posted and included in a Church publication on at least two Sundays immediately preceding the meeting.

SECTION 3. Special Meeting

A special meeting will occur if called by the Church Council, by the Lead Pastor, or by the Church Council upon written request of twenty-five (25) members of the Church (the "Special Meeting"). The notice thereof shall be made to the Church membership in writing (which writing may be electronic, provided such electronic notice is supplemented by reasonable efforts to contact those members who do not use electronic mail) not less than seven (7) days immediately preceding the Special Meeting and there shall be an announcement during a regular

Sunday service of worship not less than one week immediately preceding the meeting. The nature of the business to be transacted shall be stated in the notice.

SECTION 4. Rules and Regulations

(a) Place of Meetings. Congregational meetings shall be held at the Church unless an alternative address reasonably accommodating congregational attendance is designated by the Church Council and provided in the notice.

(b) Quorum. A quorum shall consist of fifty (50) members, except as provided in Article XVII.

(c) Voting. Unless otherwise required herein, a majority vote shall be decisive and, unless restricted by law, all active and associate members of the Church personally present shall be entitled to vote. A member shall not vote on any matter with respect to which the member has a conflict of interest. A member must be present to vote, unless Illinois law specifically requires that voting by proxy shall be permitted as to that particular matter.

SECTION 5. Reports

The Church Council, the Board of Deacons, and the committees (standing, *ad hoc*, or other groups as directed by the Council) shall report at the Annual Meeting and at such other times as may be requested by the congregation.

ARTICLE XIV. RESPONSIBILITIES TO THE DENOMINATIONS

SECTION 1. Support of Affiliated Denominations

(a) The Church shall actively support and participate in the Presbytery of Chicago, the Chicago Metropolitan Association of the United Church of Christ, and the higher councils of both Affiliated Denominations.

(b) In each year, the Church shall financially support the work of each of the Affiliated Denominations in equal amounts.

SECTION 2. Conflicting Denominational Requirements

In the event of conflicting requirements of the Affiliated Denominations that are material to the governing structure embodied in this Constitution, the Church Council will petition the governing bodies of the denominations to resolve the conflict.

SECTION 3. Delegates

The Church Council shall appoint at least one (1) member for each of the Affiliated Denominations to serve as a delegate representing the congregation at meetings of that

denomination. Delegates shall report on significant actions occurring at such meetings as directed by the Council. Delegates may serve for so long as they and the Council agree.

SECTION 4. Reporting and Per Capita Tax

The Church shall report annually its total membership to each of the Affiliated Denominations, shall apportion one-half of the total to each denomination, and shall pay such per capita tax as may be payable under denominational requirements.

SECTION 5. Dissolution

In the event that the Church shall dissolve, the Church's then existing assets shall be divided equally between, and be and become the property of, the respective governing bodies of the Affiliated Denominations.

ARTICLE XV. INDEMNIFICATION AND INSURANCE

SECTION 1. Indemnification

Each Elder, Deacon, officer, employee, volunteer, and member of a duly constituted committee of the Church (individually an "Indemnified Party") shall be indemnified by the Church against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement, reasonably incurred in connection with any action, suit, or proceeding to which the Indemnified Party has been or may be made a party by reason of being or having been an Elder, Deacon, officer, employee, volunteer, or member of a duly constituted committee of the Church (whether or not the Indemnified Party continues to serve in that role at the time of incurring such expenses), if the person acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Church and without any reason to believe his or her conduct was unlawful.

SECTION 2. Insurance

The Church may purchase and maintain insurance on behalf of any person who is or was an Elder, Deacon, officer, employee, volunteer, or member of a duly constituted committee of the Church against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person's status as such, whether or not the Church would have the power to indemnify such person against such liability under the provisions of this Article.

ARTICLE XVI. CONFLICTS OF INTEREST

All congregational members while serving as an Elder, Deacon, officer, or member of a duly constituted committee or similar group of the Church shall be required to comply with a Conflict of Interest Policy in the form adopted by the Church Council.

ARTICLE XVII. AMENDMENTS

The following provisions may be amended only by vote of not less than two-thirds of the members of the Church present at a congregational meeting at which not less than one hundred (100) members are present:

- Articles I, II, III, IV, and XVII;
- Sections 1 and 2 of Article V; and
- Sections 1 of Articles VI, VII, VIII, and XI.

The proposed amendment or its substance must be included in a Church publication or mailed to each member not less than thirty (30) days immediately preceding the meeting, and the proposed amendment or its substance must be read before the Church congregation at a worship service on three (3) consecutive Sundays immediately preceding the meeting.

The provisions of all other Articles may be amended by a two-thirds vote of the members of the Church present at any meeting of the Church after a notice specifying the time and place of the meeting and the proposed amendment or its substance shall have been read before the Church congregation at worship services on the two Sundays immediately preceding said meeting.

Amended January 18, 1976
Amended May 6, 1976
Amended February 4, 1979
Amended August 26, 1979
Amended February 3, 1980
Amended February 3, 1985

Amended February 2, 1986
Amended May 7, 1989
Amended May 5, 1991
Amended February 7, 1999
Amended February 2, 2003
Amended May 19, 2019