

BYLAWS

PLYMOUTH CONGREGATIONAL CHURCH

SEATTLE, WASHINGTON

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Appendix A

PLYMOUTH CONGREGATIONAL CHURCH OF SEATTLE

BYLAWS

1.0 NAME

This Church, gathered in 1869, constituted in 1870, incorporated under the laws of the State of Washington January 28, 1891, and now a part of the United Church of Christ, shall be known as the PLYMOUTH CONGREGATIONAL CHURCH OF SEATTLE, hereafter referred to as the Church.

2.0 THE CHURCH HOME AND FISCAL YEAR

2.1 The Church Home

The Church Home and corporate business offices shall be on the Church property located at 1217 Sixth Avenue, Seattle, Washington 98101.

2.2 Fiscal Year

The fiscal year shall be January 1 to December 31.

3.0 MEMBERSHIP

3.1 Terms of Covenant

In order that persons may publicly affirm their faith, and that good order may be maintained in the Church, covenant relationship shall be of three classifications: Active, Associate, and Inactive. Both Active and Associate persons in covenant relationship, as defined below, may hold an elected position, vote in Church Meetings and exercise any of the terms of covenant relationship set forth in these Bylaws.

3.2 Covenant Relationship Classifications

3.2.1 Active persons in covenant shall be those persons accepted into the Church through the regular procedures of the Church. They shall be expected to participate in the life of the Church and to contribute to the Church in proportion to their ability.

3.2.2 Associate persons in covenant shall be those who maintain relationship in a "home church" and are accepted into the Church through the regular procedures of the Church. They shall be expected to participate in the life of the Church and to contribute to the Church in proportion to their ability. Their covenant relationship shall cease when they cease to be active in the life of the Church.

3.2.3 Inactive persons in covenant shall be 1) those persons identified periodically by the Executive Director for Church Operations as failing to respond to the expectations for Active persons in covenant for a period of time of no less than eighteen months, provided that the Community and Care Board (or such other Board as the Council may designate) shall first have contacted such persons through personal visit, by telephone, or by mail directed to their last known address seeking to restore such persons to full participation in the life of the Church; and 2) those persons who have requested Inactive covenant relationship status. Inactive persons in covenant shall not be counted in the membership total reported by the Church to the Pacific Northwest Conference of the United Church of Christ, or its successor ("Conference"). A person may remain an Inactive person in covenant for no more than two years and during that time may be granted a letter of transfer, or request to be restored to Active covenant relationship. If neither of these events occurs,

the person's covenant relationship shall be terminated. Any person whose covenant relationship has been terminated under this subsection may be reinstated as an Active covenant relationship by a majority vote of the Community and Care Board or such other Board given that responsibility by the Council.

3.3. Transfers

An Active person in covenant or an Inactive person in covenant shall, upon written request, be granted a letter of transfer to any Christian church. The letter shall specify the church to which membership is being transferred.

4.0 NOMINATIONS AND ELECTIONS

4.1 Elected Positions

The elected positions of the Church shall consist of the Officers, the non-officer members of the Congregational Council ("Council"), the members of the Nominating Committee, and the members of the Boards, all as more fully described in these Bylaws.

4.2 Terms of Office

4.2.1 Officers shall be elected for one-year terms and shall not be eligible for election to the same office for more than two consecutive full terms. After a lapse of two years, a member is eligible for re-election to the same office.

4.2.2 Non-officer members of the Council shall be elected for two-year terms in two classes so that seven shall be in one class and six in the other. They shall serve no more than two consecutive full terms. After a lapse of two years, they are eligible for re-election to the Council.

4.2.3 Board members shall be elected for two-year terms in two classes. They shall serve no more than three consecutive full terms on the same Board. After a lapse of two years, they are eligible for re-election to the same Board.

4.3 Nominations

4.3.1 There shall be a Nominating Committee composed of at least three members elected at the Annual Meeting and a Chair who shall be appointed from among the non-officer members elected to the Council. The Council shall propose to the congregation at least one nominee for each vacant position on the Nominating Committee. Nominations may also be made from the floor provided that consent of the Nominee to serve has been obtained. Members of the Committee shall be elected for terms of two years in two classes so that the terms of the members will not all expire at the same time. No member shall serve more than two consecutive full terms.

4.3.2 The Nominating Committee shall present a slate of nominees to the Annual Meeting with at least one nominee for each vacant elected position other than positions on the Nominating Committee. The Nominating Committee shall attempt to present nominees who reflect the demographics of the Church and possess the variety of knowledge, skills and experience necessary to manage the activities, property and business affairs of the Church. The Committee will have secured the consent of those nominated. Such slate shall be posted on the Council's bulletin board and published in the Church newsletter at least fifteen days prior to the Annual Meeting.

4.3.3 Nominations for any vacant elected position may be made from the floor or by written request of any five members of the congregation submitted to the Moderator, provided that the consent of the nominee to serve has been obtained. The names of nominees proposed by any such five members shall immediately be posted by the Moderator on the Council's bulletin board.

4.3.4 The Nominating Committee shall also present to the Council a slate of nominees to serve as a Senior Minister Search Committee or a Collaborative Minister Search Committee in accordance, as applicable, with Sections 10.10.1 and 10.10.4. Notice provisions and nominations from the floor for such a Committee shall be in accordance with subsections 4.3.2 and 4.3.3 above and Section 5.4.

4.4. Elections

4.4.1 The election of persons to fill the positions listed above in Section 4.1 shall be held at the Annual Meeting.

4.4.2 Election shall be by ballot for any contested position. All other offices shall be filled by a voice vote. Election shall be by majority vote of the Active and Associate Members present and voting, a quorum being present.

4.5. Vacancies

A vacancy in any elected position shall be filled by majority vote of the Council and the term of such position shall expire at the next Annual Meeting. The Nominating Committee shall present a nominee for the vacant position to the Council. Nominations may also be made by Council members. Prior consent of the nominee shall have been obtained.

5.0 CHURCH MEMBERS IN MEETING

5.1 Powers of Church Meeting

Following the long tradition of the Congregational Church, now part of the United Church of Christ, the real power resides in the members of the Church as they assemble in Church Meeting. These Bylaws place certain responsibilities and authority in various structures in order that good management may be achieved. However, the following powers are reserved to the Church Meetings:

- a) Election of a Minister Search Committee;
- b) The Calling of a Senior Minister and of Associate Ministers and Collaborative Ministers;
- c) Final action on any major program including the adoption of the annual budget, subject to minor modifications by the Council;
- d) Election of members to fill the positions listed in Section 4.1;
- e) Authorization to sell, convey, mortgage, encumber, lease or otherwise dispose of the Church Home, and corporate business offices; and
- f) Adoption and amendment of the Bylaws.

5.2 Member Attendance

Any member of the Church may attend any meeting of the Council, Boards or Committees, except for meetings of the Human Resources Committee, Pastoral Relations Committee and any search committee formed in accordance with these Bylaws. In addition, meetings of the Council and Committees may be closed for executive sessions to consider (1) negotiation of real estate or business transactions if wider knowledge of such considerations would be likely to increase the cost or reduce the revenue to the Church; (2) matters relating to the employment of Church employees, such as evaluation of the qualifications of

applicants or the performance, evaluation, discipline or dismissal of Church employees; and (3) claims or potential claims against the Church or its employees or volunteers.

5.3 Annual Church Meeting

The Annual Meeting of the Church shall be held during the first calendar quarter of each year, on a date determined by the Council. Thirty days' written notice shall be given to each member. Notice in the Church newsletter fulfills this requirement and the notice requirement in Sections 5.4 and 5.5 below.

5.4 Special Church Meetings

Special Church Meetings may be called by the Council, by any ten active members of the congregation, by the Moderator, by the Senior Minister, or all Collaborative Ministers. Ten days' written notice, including the time, place, and purpose(s) of the meeting, shall be given to members as provided in Section 5.3. Only those purposes stated in the notice may be considered in a Special Church Meeting.

5.5 Meetings to Amend Bylaws

Special Church Meetings to adopt or amend Church Bylaws shall be held only after thirty days' written notice of the time, place, and purpose of meeting given to members as provided in section 5.3. The text of proposed changes to the Bylaws shall be made available to members at least one week before the meeting date.

5.6 Quorum for Church Meetings

The quorum for any Church Meeting shall be 10 percent of the current Active and Associate Members.

6.0 OFFICERS

6.1 Moderator

6.1.1 The Moderator shall be the president of the Church corporation and shall:

- a) Preside at all Council Meetings and Church Meetings.
- b) Provide Council members with an agenda prior to Council Meetings.
- c) Notify Council members of special Council meetings.
- d) Subject to the Council's authorization, exercise the usual executive powers pertaining to the office of the president of a corporation, including but not limited to signing deeds, mortgages, bonds, contracts and other instruments except when signing is expressly delegated by the Council or by these Bylaws to some other officer or agent of the Church. In general, the Moderator shall perform all duties incident to the office of the president and such other duties as are assigned by the Council from time to time.

6.1.2 The Moderator shall not vote at Council meetings and Church Meetings except when his/her vote will affect the result.

6.2 Vice Moderator

6.2.1 The Vice Moderator shall be the vice president of the Church corporation. The Vice Moderator shall assist the Moderator as requested and, if the Moderator is absent or unable to act, the Vice Moderator shall act in the Moderator's stead and shall have all the powers and authority of the Moderator.

6.2.3 The Vice Moderator may vote at Council meetings and Church Meetings. If acting in the Moderator's stead, the Vice Moderator shall not vote except when his/her vote will affect the result.

6.3 Treasurer

6.3.1 The Treasurer shall be the treasurer of the Church corporation. The Treasurer shall be responsible for the oversight of all funds and investments of the Church corporation and shall cause to be kept regular books of account. The Treasurer shall cause to be deposited all funds and other valuable effects in the name of the Church corporation in such depositories as may be designated by the Council and in general shall perform all of the duties incident to the office of the treasurer.

6.3.2 The Treasurer may vote at Council meetings and Church Meetings.

6.4 Secretary

6.4.1 The Secretary shall be the secretary of the Church corporation. The Secretary shall keep records of the proceedings of the Council and Church Meetings. When requested by the Moderator or as required by law, the Secretary shall sign with the Moderator all deeds, bonds, contracts and other obligations and instruments in the name of the church corporation. Except as otherwise provided in these Bylaws, the Secretary shall see that all notices are duly given in accordance with these Bylaws or as required by law, and shall perform such other duties as may be assigned to him/her from time to time by the Moderator or the Council.

6.4.2 The Secretary may vote at Council meetings and Church Meetings.

6.5 Removal of Officers

An officer may be removed whenever at least two-thirds of the voting members of the Council, excluding the subject officer, determine removal to be in the best interests of the Church.

7.0 CONGREGATIONAL COUNCIL

7.1 Council Composition

Because of its size, the Church Meeting cannot function effectively in making the myriad decisions which are required in the operation of the Church. The Church therefore establishes a Congregational Council, the voting members of which shall be the four elected officers and eight elected non-officer members. The Ministers, and any Executive Director for Church Operations who is not one of the Ministers, shall serve as non-voting, ex officio members of the Council.

7.2 Council Duties

7.2.1 The Council shall act for the Church except in those matters which are reserved to the Church Meetings as provided in Section 5.1. The Council may appoint committees that may be delegated authority to act for the Council.

7.2.2 The duties of the Council shall include:

a) Appointing the chairs and members of such committees as the Council may deem necessary, which may include but are not limited to a Pastoral Relations Committee, Budget Committee, Historical Preservation and Library Committee, Public Relations Committee, Ministry Team Support Committee, Human Resources Committee, Property and Maintenance Committee, Investment Committee, Financial Reports and Audit

Committee, Stewardship Committee and Planned Giving Committee. The Council shall define the responsibilities of such committees. All appointees to a committee shall be members of the Church and at least two appointees shall be members of the Council if the committee may exercise the authority of the Council in the management of the Church. Members of committees shall be appointed for two-year terms. They shall serve no more than three consecutive full terms on the same committee. After a lapse of two years, they are eligible for reappointment to the same committee.

- b) Nominating the members of the Nominating Committee in accordance with Section 4.0.
- c) Filling vacancies in any elected position until the next Annual Church Meeting or removing holders of elected positions as otherwise provided in these Bylaws.
- d) Providing for pastoral supply in accordance with Section 10.9.
- e) Developing a budget for recommendation to the congregation for adoption at the Church Meeting.
- f) Making minor modifications as required to the adopted budget, provided such modifications are promptly reported to the Church.
- g) Responsibility for overall planning and evaluation of Church programs, including:
 - (1) Establishing policies or guidelines for Boards, Committees and Ministry Teams as the Council deems necessary.
 - (2) Establishing a procedure that ensures that the Boards and Committees adopt measurable objectives and have a self-evaluation process for measuring degree of accomplishment of those objectives, including meeting with each Board's chair at least twice per year.
- h) Upon receipt of a written complaint from any Church member as to a formal action of a Board the Council may within forty-five days of such receipt overrule such Board action by a vote of agreement by at least two-thirds of its members.
- i) Exercising general oversight of the administration, property and finances of the Church. The Council shall have the power to enter into contracts and commitments as necessary in the discharge of its duties. With respect to contracts and commitments entered into pursuant to sub-paragraphs i(4), i(5), i(6), i(7), i(8) and i(9) below, the powers of the Council are absolute and need not be consented to or ratified by the Church Meeting or any other body. For purposes of compliance with the Washington Non-profit Corporation Act (RCW 24.03.005 *et seq.*) the voting members of the Council shall be the Board of Directors of the Plymouth Congregational Church of Seattle with all powers granted under said Act. In managing the business affairs of the Church, the Council's duties shall include but not be limited to:
 - 1) Administering the budget.
 - 2) Holding all securities, stocks, bonds, evidences of indebtedness and other valuables in the name of the Church, and selling, assigning, transferring, exchanging and delivering them as appropriate.
 - 3) Selecting depositories for funds and valuables of the Church.
 - 4) Buying, selling, transferring, exchanging, encumbering and otherwise dealing in real estate with the exception of that real estate designated in these Bylaws as the Church Home.
 - 5) Purchasing, selling, trading, exchanging and otherwise dealing in personal property, equipment, supplies and services for the benefit of the Church.
 - 6) Borrowing money on such terms, rates of interest and conditions as to the Council seem prudent, and securing the same in such manner as to the Council seems prudent (provided that the real estate designated as the Church Home shall not be mortgaged or otherwise encumbered except in accordance with the provisions of these Bylaws elsewhere set forth.)
 - 7) Administering the Endowment and Trust Funds as described in Section 9.0.
 - 8) Stimulating and receiving bequests and determining their disposition.
 - 9) Providing appropriate bonding and insurance.
 - 10) Providing for and administering policies and procedures relating to the hiring, supervision, compensation, benefits, discipline, dismissal and other terms and conditions of

employment of all employees of the Church, subject to the provisions of Section 10.0 of these Bylaws.

11) Providing for appropriate audits.

7.3 Council Meetings

- a) Regular meetings shall be held at least nine times annually.
- b) Special Meetings may be called by the Moderator, the Senior Minister or any five members of the Council.
- c) The quorum of a Council meeting shall be a majority of its voting members. At least seven votes in agreement are required for any Council action unless otherwise provided in these Bylaws.

7.4 Removal of Council or Committee Members

A non-officer member of the Council or a member of a committee may be removed whenever at least two-thirds of the voting members of the Council, excluding the subject Council or committee member, determine removal to be in the best interests of the Church.

8.0 BOARDS

8.1 List of Boards

To a considerable extent the planning and implementation of the church's work happens in the Boards of the church. The life and needs of the church evolve and change over time; in recognition of that, new Boards may be created, and existing Boards may cease to exist. The Council shall, as needs or opportunities arise, consider and determine the number of Boards, and their function. The Boards and their particular areas of concern and responsibilities, may consist of such Boards as are described in Appendix A, but are subject to change by the Council as provided for in this Section. The general authority of the Boards is described in Section 8.4 of these Bylaws.

8.2 Composition

Each Board shall have at least five members and shall elect its own Chairperson.

8.3 Meetings and Quorum

8.3.1 Each Board shall meet as necessary to accomplish its work and make public its meeting schedule.

8.3.2 A quorum of each Board shall be a simple majority of its members.

8.4 General Authority

Each Board shall

- a) Function in its areas of concern and responsibility within the policies and guidelines as determined by the Council and these Bylaws.
- b) Recruit, equip, support and evaluate Ministry Teams that are formed in accordance with policies and procedures adopted by the Council and that either originate from the Board's programs and activities or emerge from Members as they discern their gifts and callings within the Church.
- c) Communicate with, and be accountable to, the Council; adopt measurable objectives for the Board's planned activities, and conduct a self-evaluation with reference to these activities in accordance with procedures established by the Council. See Section 7.2.2(g)(2).

d) Be responsible for overseeing and supporting the work of its affiliated Ministry Teams. Each such Ministry Team is responsible to the Board with which it is affiliated.

8.5 Removal of Board Members

A Board member may be removed whenever at least two-thirds of the voting members of the Council determine removal to be in the best interests of the Church.

9.0 PLYMOUTH ENDOWMENT, QUASI-ENDOWMENT AND OTHER NON-ENDOWMENT ASSETS

9.1 Composition

a. In accordance with both Washington law and the terms of gift instruments, the Council shall administer the Plymouth Endowment, which shall consist of all separate endowment funds maintained by the Church. The Council shall pass upon the acceptance or rejection by the Church of all gifts expressly intended by donors to be restricted for addition to the Plymouth Endowment.

b. The Council may also invest, along with the Plymouth Endowment, such quasi-endowment and other non-endowment assets of the Church as the Council deems prudent.

c. The funds and assets constituting the Plymouth Endowment shall be clearly and separately stated and identified in the books of account and records of the Church.

9.2 Investment Committee

There shall be an Investment Committee appointed by the Council. This committee shall be charged with developing and coordinating plans and making recommendations to the Council for the establishment, investment growth, safeguarding, and distribution of the Plymouth Endowment and any quasi-endowments, trusts, gifts, and other non-endowment assets further to insure and enhance the work of the Church. The committee shall be charged with the duty of giving particular attention to the administration of obligations undertaken by the Church under existing and future gifts, trusts, bequests, and devises and causing the members of the Church to be informed thereof.

9.3 Administration

The administration of the Plymouth Endowment and of any quasi-endowment and other non-endowment assets of the Church shall be by the Council. The Council may delegate to the Investment Committee from time to time such responsibility for any such assets as may seem appropriate to the Council.

9.4 Loans for Church Capital Improvements

A loan of assets of the Plymouth Endowment may be made to the Church solely for its capital improvement and only if authorized by a vote of the Council at a meeting, provided that for each dollar of such loan there shall be at least two dollars independently contributed toward the cost of such capital improvements, and provided further that such loan shall be repayable to the Plymouth Endowment in not more than five years, together with interest at the Applicable Federal Rate, established by the Internal Revenue Service for purposes of Section 1274(d) of the Internal Revenue Code or its successor statute, in effect at the time of the loan based on the duration of the loan and on interest compounding annually.

9.5 Distributions

Distributions from the Plymouth Endowment may be appropriated for expenditure by the Council in accordance with Washington state law and subject to approval by the Church membership.

Distributions from the quasi-endowment and other non-endowment assets of the Church may be appropriated for expenditure as the Council deems prudent and subject to approval by the Church membership.

9.6 Disposition Upon Dissolution

In the event of dissolution of the Church, the Plymouth Endowment and any quasi-endowment assets shall be transferred to the United Church Funds, as trustee, such that they shall be maintained solely for the use and benefit of the Pacific Northwest Conference of the United Church of Christ or its successor for the purpose of continuing the kind of work of historically undertaken by the Church in the Greater Seattle Area. Notwithstanding this provision, such alternate beneficiary shall not have any vested interest in or right to the Plymouth Endowment or said quasi-endowment assets prior to such transfer.

10.0 MINISTERS AND CHURCH EMPLOYEES

10.1 Varying Styles of Ministry

The members at the Annual Meeting, or at a special meeting called for that purpose, may from time to time establish either traditional or more nontraditional styles of ministry for the Church, to be implemented by the ministerial staff. By way of example, these may include but are not limited to:

- a) the historical and more hierarchical Congregational and U.C.C. model of a Senior Minister, with one or more Associate Ministers serving under the direction of the Senior Minister; or
- b) more collaborative and less hierarchical models in which two or more Ministers serve together collegially, dividing or sharing ministerial responsibilities between or among them.

Regardless of the particular ministerial style the members may adopt, all Ministers shall work together cooperatively, sharing the duties and responsibilities of ministry.

10.2 Senior Minister

If the members elect to establish a ministry to be directed by a Senior Minister, then a Senior Minister shall be called by the members at a meeting duly held for that purpose and shall serve for an indefinite term at the pleasure of the membership. With the cooperation and assistance of the Council, the Boards, other Church structures, and Church employees, the Senior Minister shall preach the Gospel, administer the sacraments, conduct services of worship, provide for the spiritual welfare of the Church and those whom it serves, and coordinate the activities of the various structures of Church life. The Senior Minister shall serve as the spiritual leader of the Church, supervising the Executive Director for Church Operations and all staff responsible for spiritual development. The Senior Minister may delegate one or more of these administrative responsibilities, subject to the approval of the Council. The Senior Minister shall be an ex officio, nonvoting member of the Council and all Boards and Committees except for the Human Resources Committee and Pastoral Relations Committee.

10.3 Associate Ministers

If the members elect to establish a ministry that includes one or more Associate Ministers, then any such Associate Minister shall be called by the members, upon the recommendation of a search committee, with the concurrence of the Council, at a meeting duly held for that purpose, and shall serve on such terms as may be determined by the Council. The Council shall appoint a search committee consisting of a representative group of seven (7) Church members and the Senior Minister. The Associate Ministers shall be ex officio, nonvoting members of the Council. The Senior Minister may designate an Associate Minister to serve, in place of the Senior Minister, as an ex-officio nonvoting member of any Board or Committee except for the Human Resources Committee and Pastoral Relations Committee. The Associate Ministers shall be subject to dismissal by the Senior Minister with the concurrence of the Council.

10.4 Collaborative Ministry

If the members elect to establish a ministry with two or more Ministers serving collaboratively, as generally described in Section 10.1 above, then all such Collaborative Ministers shall be called by the members upon the recommendation of any search committee required to be established pursuant to Section 10.10.4 below, at one or more meetings of the members duly held for that purpose. Each Collaborative Minister shall serve for an indefinite term at the pleasure of the membership. Collegial Ministers shall divide or share between or among them all ministerial and supervisory responsibilities, and their participation on Boards and Committees, in light of the needs of the Church and their own respective strengths and interests, as approved by the Church Council. When called, all Collaborative Ministers shall be ex officio, nonvoting members of the Council.

10.5 Music Director

The Music Director shall be employed by the Council, on such terms as may be determined by the Council, after it receives a recommendation from a search committee consisting of a Minister, the Worship Board, and such other persons as may be appointed by the Council. The Music Director shall be subject to dismissal by the supervising Minister with the concurrence of the Council.

10.6 Executive Director of Church Operations

The Executive Director of Church Operations shall be employed by the Council, on such terms as may be determined by the Council, after it receives a recommendation from a search committee consisting of a Minister, one or more members of the Council, and such other persons as may be appointed by the Council. The Executive Director of Church Operations may be an ordained Minister and, if so, may also serve as a Collaborative Minister or Associate Minister if called pursuant to Section 10.3 or 10.4. The Executive Director of Church Operations shall be subject to dismissal by the Senior Minister with the concurrence of the Council, or if two or more Ministers are serving as Collaborative Ministers, by the Council. The Executive Director of Church Operations shall be an ex officio, nonvoting member of the Council and any Boards or Committees to which he/she is appointed by the Council.

10.7 Other Employees

All full and part-time employees of the Church, other than the employees specified in Sections 10.2, 10.3, and 10.4 above, shall be employed and dismissed by the Minister supervising such employee in accordance with such terms and policies as are determined by the Council.

10.8 Interim Appointments

In the event of a vacancy in the position of Senior Minister, Associate Minister, a Collaborative Minister, Music Director, or Executive Director of Church Operations, the Council may fill the position on an interim basis on such terms as the Council may deem acceptable. The Council may appoint a committee to search for and recommend such an interim appointment.

10.9 Budget

All employment and the terms and conditions thereof shall be subject to the Church's budget.

10.10 Senior Minister and Collaborative Minister Search Committees

10.10.1 In the event of the resignation, death, disability, or dismissal by vote of the congregation of the Senior Minister, or in the event that the members otherwise elect to be led by a Senior Minister, then the Council shall, after declaration by the Council that a vacancy exists, and no later than nine months after the arrival of any Intentional Interim Senior Minister direct the Nominating Committee to present its nominations for a Senior Minister Search Committee to the Council, which will then call a Church Meeting within 45 days from the date of the direction to elect the Senior Minister Search Committee. The Nominating Committee shall nominate no more than nine people. At least one and no more than three of these will be members of the Council, other than the Moderator. The Moderator shall be an ex-officio member. The Senior Minister Search Committee shall be composed of no more than 12 members. The Nominating Committee shall attempt to make the Senior Minister Search Committee reflect the demographics of the church membership. No more than one member of a family may be selected.

10.10.2 The Senior Minister Search Committee shall be convened by the chair of the Nominating Committee, and shall elect its own officers and determine its own procedure. It shall present a proposed operations budget to the Council for approval. The Senior Minister Search Committee shall confer with the appropriate personnel of the Conference. After giving careful consideration to the search for a new Senior Minister, the committee shall present the name of a candidate to a Church Meeting.

10.10.3 Pending an extension of a call by the congregation to the candidate presented by the Senior Minister Search Committee, a minimum of one member of the Search Committee will automatically become a member of the Pastoral Relations Committee and a minimum of one member of the Search Committee will also automatically become a member of the Human Resources Committee. The Search Committee will nominate these members to their respective positions and their appointment by the Council shall adhere to the requirements of Section 7.2.2. Participation by the Search Committee on these two committees may be rotated among the various members of the Search Committee, but shall occur for a minimum of four years after the arrival of the Senior Minister.

10.10.4 If the members elect to establish a ministry with two or more Collaborative Ministers as provided in Section 10.4, or in the event of the resignation, death, disability, or dismissal by vote of the congregation of an existing Collaborative Minister, then the Council shall immediately direct the Nominating Committee to present its nominations for a Collaborative Minister Search Committee to the Council, which will then call a Church Meeting within 45 days from the date of the direction to elect the Collaborative Minister Search Committee. The Nominating Committee shall nominate candidates in the same manner and pursuant to the same restrictions as are set forth in Section 10.10.1 above for a Senior Minister Search Committee, and the resulting Collaborative Minister Search Committee shall operate in the same manner as is set forth in Section 10.10.2 above for a Senior Minister Search Committee. Provided, however, that one or more Collaborative Ministers may be recommended by the Council to the members, and thereafter called by the members, without the prior formation or recommendation of a Collaborative Minister Search Committee if the Council has determined that a qualified and desirable candidate for the vacant position has been identified and is available in a timely fashion and willing to serve.

10.11 Pastoral Supply

The Council shall have the authority to arrange for any temporary or interim supply ministry.

11.0 PARLIAMENTARY AUTHORITY

The latest edition of Robert's Rules of Order Newly Revised shall govern the procedure of the Church in all cases not provided for in these Bylaws.

12.0 AMENDMENTS

These Bylaws may be amended or revised only at an annual or special Church Meeting by a two-thirds vote of those present and voting, a quorum being present, provided the proposed amendment shall have been circulated with the call for the meeting or otherwise made available to members at least thirty days prior to the meeting.

13.0 DISTRIBUTION OF ASSETS UPON DISSOLUTION

In the event of dissolution of the Church, the Plymouth Endowment and any quasi-endowment assets shall be transferred as provided in Section 9.6 and all other assets of the Church, unless otherwise determined by the membership, shall be transferred to the Conference or its successor for the purpose of continuing the kinds of work historically undertaken by the Church in the Greater Seattle Area.

14.0 EFFECTIVE DATE AND CONFORMED COPY

14.1 Effective Date

The existing Bylaws of the Church shall be repealed in their entirety with the adoption of these Bylaws at the Special Church Meeting of June 19, 2005. The Council shall thereafter implement these Bylaws, including but not limited to appointing members to any vacant elected positions to serve until the next Annual Church Meeting.

14.2 Authority to Prepare Conformed Copy

The Secretary is authorized to correct the format, section designations, punctuation, and cross-references and to make such other technical and conforming changes as may be necessary to reflect the intent of, and make an accurate copy available to, the members of the Church.

END

APPENDIX A

The general authority of the boards of the church is described in Section 8.4 of the Bylaws. The roles and functions of the boards existing as of May 21, 2017 are stated below.

Community and Care Board

A Christian congregation attends to those in the church community. This Board shall be responsible for, but not limited to:

- a) Striving to foster relationships among church members, participants, and visitors to the church in all settings.
- b) Overseeing programs that attract and invite potential new members to the church, provide information about membership, and assist in assimilating new members into the church community.
- c) Working in cooperation with staff to care for people in the church community, visiting them, and providing help with their physical and emotional needs.

Community Service and Social Action Board

Plymouth Church has long known that a Christian congregation cannot focus only on its interior life and remain vital and faithful. The call to involvement and participation in all of life is at the heart of the Gospel of Jesus. This Board shall strive constantly to keep alive and vital this congregation's participation in structures and ideas that lie beyond our immediate congregational concerns. A part of Plymouth's long history concerns this congregation's involvement with the wider Church through both denominational and ecumenical participation. This Board shall be responsible for, but not limited to:

- a) Recommending support and participation with (1) our church's wider mission, the Conference, and the national structures of the United Church of Christ; (2) ecumenical structures such as the Church Council of Greater Seattle, the Ecumenical Metropolitan Ministry and the National and World Council of Churches; and (3) local agencies which are concerned in the facing of problems of human needs.
- b) Providing channels of opportunity for Plymouth members to become involved in the pressing problems of the community.
- c) Providing various opportunities for Plymouth members to learn more of the critical and often controversial issues which the Gospel calls Christians and Christian bodies to face.

Faith Formation Board

The lives of Christians, and of the Church, are a continuous process of learning, seeking, and growth. This Board shall have general responsibility for the education of children, youth, and adults, and for nurturing our Christian faith, and it shall be concerned with, but not limited to:

- a) The various educational materials in the public areas of the church.
- b) The church activities that specifically involve children and youth through high school age.
- c) Adult forums, study groups, search groups, leadership groups, and the like.
- d) Working cooperatively with other boards in planning educational programs and assisting with leadership training and development.