

SANDY SPRINGS CHRISTIAN CHURCH

CONSTITUTION AND BYLAWS
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Sandy Springs Christian Church Constitution & Bylaws

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**CONSTITUTION AND BYLAWS OF SANDY
SPRINGS CHRISTIAN CHURCH, INC.
SANDY SPRINGS, GEORGIA**

Sandy Springs Christian Church, as a member of the body of the Christian Church (Disciples of Christ), believes that we are called to be and to share the good news of Jesus Christ, witnessing, loving and serving from our doorsteps to the ends of the earth. Sandy Springs Christian Church seeks to grow in grace as we continue our journey to serve as a welcoming, open, and affirming congregation. We embrace all people at any point in their faith journeys, and recognize each person as a gift from God. We welcome people of all sexual orientation, gender expression, socioeconomic status, family configuration, age, national origin, race, religious or non-religious background, and ability who seek to follow the way of life embodied by Jesus. We affirm that full and equal participation in the life and leadership of our church is open to all who seek to serve and share God's love.

This Constitution and the Bylaws establish a framework which facilitates and governs both the mission and business of Sandy Springs Christian Church, Inc. ("SSCC") and shall be read and considered together. Both this Constitution and the Bylaws shall be considered and deemed to be the "bylaws" of SSCC as prescribed by the Georgia Nonprofit Corporation Code.

This Constitution and these Bylaws replace and supersede in their entirety all previous constitutions, bylaws, and interim guidelines of SSCC. To the extent the provisions of any existing policies, procedures, manuals or other similar documents of SSCC conflict with or are inconsistent with any provisions of this Constitution or the Bylaws then the provisions of this Constitution and the Bylaws shall control.

CONSTITUTION ARTICLE I – THE CHURCH

The name of the church shall be Sandy Springs Christian Church, Inc. ("SSCC"). Although SSCC is affiliated with the Christian Church (Disciples of Christ) and participates in the cooperative life and work of local, regional, and national organizations reporting to the Christian Church (Disciples of Christ) or its legal successors, it is an autonomous church with the ultimate authority and responsibility for attaining its purpose and continued existence residing in its members.

The SSCC year shall begin on January 1 and end on December 31 of each year for all functions including fiscal year. SSCC is a non-profit charitable institution functioning in accordance with section 501(c)(3) of the Internal Revenue Code and is incorporated in the State of Georgia.

ARTICLE II – PURPOSE

Sharing God's love through inclusivity, service, and spiritual growth.

ARTICLE III – MEMBERSHIP

Members of SSCC will be those who are currently members of SSCC and those who officially affirm to a Minister of SSCC their desire to grow in faith and service to God in covenant with the SSCC community of faith ("Members"). Members of SSCC have a responsibility to support the Ministry and Mission of SSCC. Voting privileges shall be accorded to all Members.

ARTICLE IV – CONGREGATIONAL RIGHTS AND RESPONSIBILITIES

While the community of SSCC consists of both members and non-members, the term "Congregation" in this document refers to Members only.

The Congregation is the highest governing body of the church. The Congregation shall demonstrate its mutual concern for the nurture, mission, and witness of the whole church, and, among other responsibilities, it shall: proclaim the gospel; administer baptism and the Lord's Supper; provide for the spiritual nurture of its members; sustain its ministers in faithfulness and honor; grow in understanding that the church is a universal fellowship;

transcend all barriers within the human family; be faithful in Christian stewardship, love, and service; and seek to realize the oneness of the Church of Jesus Christ through cooperation with other churches.

The Congregation shall have final authority in the following:

- Approval of the vision, mission, strategic plan, and annual church plan;
- Approval of the SSCC annual operating budget and any modification of that budget equal to or greater than 10% of the total budget;
- Election of Officers, the Chair of Trustee, Chairs of the Ministry Forums, Elders, Deacons, Youth Deacons and Administrators of the Legacy Fund;
- Acquisition, encumbrance, and conveyance of real property;
- Calling or dismissing the ordained ministers of SSCC;
- Amendments to the Constitution of SSCC ("Constitution"); and
- Any merger, consolidation, or dissolution of the church.

ARTICLE V – MEETINGS OF THE CONGREGATION

Annual Meeting:

There shall be a meeting of the Congregation each year no later than December 1 to elect leaders including: Officers, Elders, Deacons, Chair of Trustees, Chairs of Ministry Forums and Administrators of the Legacy Fund. There shall be an annual meeting of the Congregation no later than January 31 to approve annual plans and the operating budget.

Special Meetings:

The Leadership Council shall call special meetings of the Congregation at its own initiative or at the request of the Elders, the Trustees, any Ministry Forum or a written petition of ten (10) percent or more of the Members of the church.

Meeting Notification:

Notice of all meetings of the Congregation shall be both (a) announced at a combined Sunday worship service or at both regular Sunday worship services at least one (1) week in advance of the meeting and (b) sent to each Member by means of (i) at least one SSCC publication (mailed or sent electronically at least ten (10) days before the meeting) and (ii) an electronic communication sent at least ten (10) days prior to the meeting to those Members who have indicated a desire to receive communications electronically and a written notice mailed to all other Members at least ten (10) days before the meeting. The purpose, date, time, and place of the meeting shall be included in each of those notices. Those notices shall be sent to each Member's last known address, but only one of those notices sent through the United States Postal Service must be sent to all Members living at the same address.

Acts of the Congregation:

A majority vote of the members present and voting at a duly called and noticed meeting of the Congregation shall constitute an act of the Congregation unless otherwise specified in this Constitution. No proxy vote or absentee ballots shall be permitted.

Rules of Order:

All business meetings of the Congregation shall be governed by Robert's Rules of Order, Revised. The Secretary of the Congregation will record the minutes of all meetings.

ARTICLE VI – ORGANIZATIONAL STRUCTURE

Officers of SSCC: The officers of SSCC and the Congregation shall be: President, Vice President, Treasurer, Assistant Treasurer, Secretary, and Assistant Secretary ("Officers").

These Officers shall be elected at a meeting of the Congregation and shall serve as Officers of SSCC and the Congregation. All officers, except the Assistant Secretary and the Assistant Treasurer, shall also serve as Officers of the Leadership Council as set forth in SSCC's bylaws ("Bylaws").

Leadership Council:

SSCC shall have a Leadership Council that:

- Articulates SSCC's Mission, Vision and Values;
- Identifies its strategic and annual priorities;
- Oversees and evaluates its ministries and business affairs; and
- Ensures the responsible stewardship of its resources.

The Leadership Council is accountable to the Congregation and maintains regular communication and dialog with the Congregation.

The Leadership Council shall constitute and be deemed to be the "Board of Directors" of SSCC within the meaning of the Georgia Nonprofit Corporation Code.

The Leadership Council has authority to act on behalf of SSCC according to such guidelines as set forth in the Bylaws.

While Robert's Rules of Order will govern any matters requiring votes and discussion, all Officers and presiding individuals should strive for consensus.

- a) Committees: The Leadership Council may establish Committees or Task Groups or both as necessary or appropriate to the conduct of the program and work of the Congregation, as more fully set forth in the Bylaws.
- b) Membership: The Leadership Council shall be composed of from ten (10) to twelve (12) members consisting of the following:
 - President of the Congregation;
 - Vice President of the Congregation;
 - Treasurer of the Congregation;
 - Secretary of the Congregation;
 - Chair of Trustees;
 - Chair of Elders;
 - Chairs of Ministry Forums (a minimum of three (3) and a maximum of five (5) as specified in the Bylaws); and
 - Senior Minister;

Their election, qualifications, and responsibilities shall be as set forth in the Bylaws.

Elders:

SSCC shall have Elders who shall provide leadership and service in worship and in congregational connection and care. They will also serve as an advisory group to the ministers and the Leadership Council about congregational needs, concerns, interests, and priorities. Their election, qualifications, and responsibilities will be as set forth in the Bylaws.

Deacons and Youth Deacons:

SSCC shall have Deacons and Youth Deacons who shall serve the Congregation by assisting in worship services and serving in partnership with the Elders in congregational connection and care. Their election, qualifications, and responsibilities shall be as set forth in the Bylaws.

Trustees:

SSCC shall have Trustees who ensure the protection of property, people and assets of SSCC, including those used by The Day School. The Trustees' election, qualifications, and responsibilities shall be as set forth in the Bylaws. The Trustees are accountable to the Leadership Council.

Ministry Forums:

The Church will have from three (3) to five (5) Ministry Forums, each focusing on an area of ministry. The area of focus for each Ministry Forum shall be as specified in the Bylaws.

The Ministry Forums are responsible for planning, overseeing, and evaluating mission and ministry programs and for recruiting volunteers for those programs.

The election, qualifications, and responsibilities of the Ministry Forum members will be as set forth in the Bylaws.

The Ministry Forums are accountable to the Leadership Council.

Nominating Committee:

The Nominating Committee is a standing committee of SSCC that is responsible for recommending nominees for elected lay leadership positions, as more fully set forth in the Bylaws.

The election, qualifications, and responsibilities of the Nominating Committee members will be as set forth in the Bylaws.

The Nominating Committee is accountable to the Congregation.

Ministers:

SSCC shall have an ordained Senior Minister, who shall be the Congregation's leader, preacher, and pastor. The responsibilities of the Senior Minister shall be more specifically set forth in the Bylaws.

The Senior Minister shall be in good standing with the Christian Church (Disciples of Christ) or able to achieve such standing. The Congregation may have such other ministers as shall be authorized by the Congregation.

ARTICLE VII – AMENDMENTS

Amendments to this Constitution may be made by Congregational vote at an Annual or Special Congregational Meeting. Adopting a proposed amendment to this Constitution shall require the affirmative vote of two-thirds (2/3) of the Members present at that Congregational Meeting. Upon receipt of a proposed amendment to the Constitution from the Elders, the Trustees, any Ministry Forum, the written petition of ten percent (10%) or more of the Members of the church, or on its own initiative, the Leadership Council shall call a Special Meeting of the Congregation to consider such amendment. In accordance with the provisions of the Georgia Nonprofit Corporation Code, the submission of such amendment to the Congregation shall be accompanied by either the recommendation of the Leadership Council or a statement that no recommendation is made and the basis for making no recommendation.

Meeting Notification for Amendments:

Notice of a Congregational Meeting called to consider a proposed amendment to the Constitution shall be both (a) announced at a combined Sunday worship service or at both regular Sunday worship services at least thirty (30) days in advance of the meeting and (b) sent to each Member by means of (i) at least one Church publication (mailed or sent electronically at least thirty (30) days before the meeting) and (ii) an electronic communication sent at least thirty (30) days prior to the meeting to those Members who have indicated a desire to receive communications electronically and written notice mailed to all other Members at least thirty (30) days before the meeting. The specific amendment to be considered and the date, time and place of that meeting shall be included in each of those notices. Those notices shall be sent to each Member's last known address, but only one of those notices sent through the United States Postal Service must be sent to all Members living at the same address.

**BY-LAWS OF
SANDY SPRINGS CHRISTIAN CHURCH, INC
SANDY SPRINGS, GEORGIA**

I. OFFICERS – ELECTION AND TERMS

- A. Officers of Sandy Springs Christian Church, Inc. (“SSCC”) and its Congregation shall be elected at a Congregational Meeting held no later than December 1 of each year (“Officers”). Elections shall be from the slate recommended by the Nominating Committee and from any nominations of people from the floor who have consented to their nomination prior to their nomination.
- B. Officers shall take office on Jan 1 of each year.
- C. The term of office for Officers shall be one (1) year. Officers may be re-elected for two (2) additional terms.
- D. Anyone who has served three (3) consecutive one-year terms in an SSCC office (“Office”), in addition to any unexpired term they may have served, shall not be elected to that Office for a term beginning prior to one year has elapsed after he or she served in that Office.
- E. **Removal from Office:** An Officer may be removed, for any lawful reason, by a majority vote of the combined Elders and Leadership Council. The Officer in question shall not be present when the Elders and Leadership Council take a vote on his/her removal but shall be given written notice of his or her proposed removal at least seven days prior to that vote. That Officer shall be given an opportunity to appear, speak, and ask and answer any relevant questions in the joint meeting of the Elders and Leadership Council before that vote is taken. At that joint meeting, the eligible voters (other than the Officer whose removal is being considered) shall have an opportunity to confidentially discuss the proposed removal prior to voting on it.
- F. **Qualifications:** Any person nominated or elected to serve as an Officer
 - 1. Must be an active, participating member of the Congregation prior to being nominated;
 - 2. Shall have the expertise and experience required to perform the responsibilities of the office; and

3. Shall have demonstrated a commitment of resources, including time, talent, and funding, to the service of SSCC and its ministries.

G. Responsibilities of the President: The President shall:

1. Act as the legal agent of SSCC and perform those duties required by law or authorized by SSCC's Constitution, Bylaws, Congregation, or Leadership Council;
2. Preside at all meetings of the Congregation and the Leadership Council;
3. Prepare the agenda, facilitate discussions, ensure that all points of view are heard, and see that all resolutions of the Congregation and the Leadership Council are executed;
4. Work in partnership with the Senior Minister to plan meeting agendas, and to discuss opportunities and issues that may arise;
5. Ensure compliance with the Constitution and Bylaws;
6. Provide support, counsel, and assistance to Officers and other lay leaders;
7. Make appointments or nominations to fill vacancies as provided in the By-laws;
8. Appoint leaders of standing committees and task forces as may be established by the Leadership Council to fulfill its work; and
9. Perform other duties normally associated with the office of President.

H. Responsibilities of the Vice President: The Vice President shall:

1. Fulfill the responsibilities of the President in his/her absence;
2. Ensure the effective implementation of the Church's governance processes as follows:
 - a. Recruit a team to assist with these tasks as needed;
 - b. Provide training, information, and support to Officers and other leaders;

- c. Ensure the completion and maintenance of up-to-date policy and procedure manuals;
 - d. Complete an annual review and evaluation of the Leadership Council's work and the overall effectiveness of the Church's mission and ministries and report those findings to the Leadership Council;
3. Review the Constitution and Bylaws and recommend to the Leadership Council proposed amendments;
 4. Perform other duties as requested by the President; and
 5. Perform other duties normally associated with the office of Vice President.

I. Responsibilities of the Treasurer: The Treasurer shall:

1. Fulfill the usual duties and responsibilities of such office by monitoring and overseeing the management of the financial resources of SSCC to ensure that:
 - a. Practices of Church financial management comply with appropriate accounting standards;
 - b. Only budgeted expenses, or those otherwise properly approved by the Congregation or Leadership Council, are paid; and
 - c. Give periodic reports to the Leadership Council and the Congregation on the financial status, financial performance, and financial projections for both the Church and the Day School (including the Premier Fund);
2. Serve as a member of the Finance Committee; and
3. Perform other duties normally associated with the office of Treasurer.

J. Responsibilities of the Assistant Treasurer: The Assistant Treasurer shall:

1. Serve as a member of the Finance Committee;

2. Serve as a member of the Trustees with a focus on financial planning, monitoring, and reporting related to the work of the Trustees; and
3. Assist the Treasurer as requested by either the President or the Treasurer, including fulfilling the Treasurer's duties in his/her absence.

K. Responsibilities of the Secretary: The Secretary shall:

1. Record the minutes of all business meetings of the congregation and meetings of the Leadership Council;
2. Establish, maintain, and oversee a process for cataloging and storing non-financial Church records;
3. Attest signatures on legal documents as needed; and
4. Perform such other duties as may be assigned by the President.

L. Responsibilities of the Assistant Secretary: The Assistant Secretary shall:

1. Record the minutes of all meetings of the Trustees;
2. Assist the Secretary as requested by the President or the Secretary; and
3. Fulfill the Secretary's duties in his/her absence.

II. THE LEADERSHIP COUNCIL

A. Meetings and Decision-Making

1. The Leadership Council shall determine its schedule of meetings, but shall meet at least six (6) times a year. The Senior Minister and the President shall work, in partnership, to guide the work of the Leadership Council. The President shall preside at Leadership Council Meetings.
2. The Leadership Council shall strive to reach decisions by consensus. When that is not possible, a simple majority of those eligible to vote shall constitute a quorum. A majority vote of a quorum shall constitute a decision of the Leadership Council. Proxy votes are not allowed, but members of the

Leadership Council may participate via conference calls, web-based virtual meetings, or other electronic options that are available. Robert's Rules of Order shall govern all meetings of the Leadership Council.

B. Responsibilities of the Leadership Council: The Leadership Council shall concern itself with matters of policy, general direction, and oversight rather than with administrative, day-to-day programmatic, or operational matters that are assigned to the Trustees, Ministry Forums, or Senior Minister by the Constitution, Bylaws, or the Leadership Council. The Leadership Council shall:

1. Report regularly to the Congregation through an announced and published program of town hall and Congregational gatherings so that transparency of operations and broad-based participation may be established;
2. Take into full account the total nurture, witness, and mission of the Church and the needs of the local and global community;
3. Develop and implement policies and practices for monitoring and evaluating ministries, financial performance, personnel management and operations, including oversight of The Day School;
4. Develop and implement a broad-based process for annual planning and budgeting and for periodic strategic planning;
5. Participate in the Search, Call, and Dismissal of the ordained Ministers as set forth in Section X.B.
6. Recommend a proposed annual plan and budget to the Congregation and obtain Congregational approval of the plan and budget as recommended or with amendments no later than January 31 of each year;
 - a. The Congregation must approve any proposed subsequent modification to the budget of 10% or more;
 - b. The Leadership Council shall review and approve the Day School budget;
7. Participate in the administration of the Legacy Fund and amendments to the policy governing as specified in the Sandy Springs Christian Church Legacy Fund and Policy;

8. Ensure the completion of an annual performance review of the Senior Minister and for all staff including those of The Day School; and
9. Review and approve or disapprove recommended policy changes including, but not limited to: personnel policy, financial policy and The Day School policies.

C. Standing Committees of the Leadership Council:

1. Personnel Committee:

- a. The Personnel Committee shall include three members serving three-year terms that are staggered as much as possible. The Chair shall have human resource and personnel experience whenever possible. Personnel Committee members, including the chair, shall be appointed by the President from recommendations of the Nominating Committee. Those appointments shall be approved or disapproved by the Leadership Council.
- b. **Responsibilities of the Personnel Committee:**
 - 1) Develops, reviews and updates personnel and employment policies of SSCC for all staff and employees, including those of the Day School and recommends any necessary or appropriate changes in policy or in the Personnel Handbook of both the Church and The Day School;
 - 2) Advises and counsels the Senior Minister and the Day School Director about the management of personnel issues that may arise and consults with legal counsel as needed;
 - 3) Recommends processes and timetables for the annual performance review(s) of all ordained ministers to the Leadership Council and ensures the implementation of approved processes;
 - 4) Oversees the process of annual performance reviews and annual salary recommendations for all staff members in collaboration with the Senior Minister;

- 5) Submits salary recommendations to the Leadership Council as part of the annual planning process;
- 6) Reviews benefit packages and options annually;
- 7) Monitors and reports to the Leadership Council on compliance with SSCC and Day School personnel policies and legal requirements; and
- 8) Performs other tasks as requested by the Leadership Council.

2. Finance Committee:

- a. The Finance Committee shall consist of at least two at-large members, in addition to the Treasurer and Assistant Treasurer, either of whom may serve as the chair of the Finance Committee. At-large members shall serve three-year terms, with terms staggered as much as possible. Finance Committee members should have some background and experience in organizational financial management.
- b. Both the Treasurer and the Assistant Treasurer, by virtue of their election to that office, shall be members of the Finance Committee. On an annual basis, the President may appoint the Treasurer or the Assistant Treasurer to serve as the Chair of Finance Committee, but it is not a requirement. If neither the Treasurer nor the Assistant Treasurer serves as Chair of the Finance Committee, the President, from recommendations of the Nominating Committee and the Treasurer, shall appoint a Chair. Those appointments shall be approved or disapproved by the Leadership Council.

c. Responsibilities of the Finance Committee:

- 1) Develops and recommends to the Leadership Council an annual budget based on input and proposals from the Ministry Forums, the Trustees and the Leadership Council;
- 2) Reviews and approves, modifies, or disapproves budget modifications up to the amount authorized

by the Leadership Council and as set forth in the Constitution;

- 3) Provides oversight and monitoring of financial management operations (i.e. internal controls, accounting methods and procedures, banking, cash management, records, compliance with SSCC financial policies and governmental regulations, etc.);
- 4) In collaboration with staff, develops and maintains written financial procedures;
- 5) Provides financial reports, information and assistance to Ministry Forum Chairs, Trustee Chair, staff members and other leaders to assist them in planning and managing their own budgets;
- 6) Presents an annual report to the Leadership Council about the adequacy of current financial operations in terms of accounting practice, record keeping, etc.;
- 7) Reviews and presents periodic financial reports and statements regarding the financial status of the Church and the Day School (including the Premier Fund) to the Leadership Council;
- 8) Maintains regular communication with leadership of stewardship campaigns and activities regarding the status of giving;
- 9) Provides operational oversight of the Legacy Fund and fulfills those fiduciary responsibilities that Administrators shall perform as specified in the Sandy Springs Christian Church (Disciples of Christ) Legacy Fund Policy until the value of the gifts of the Legacy Fund equal or exceed \$100,000 and Fund Administrators are needed.
- 10) Arranges for an outside independent auditor as needed or appropriate; and
- 11) Performs other tasks as requested by the Leadership Council.

3. Stewardship (Generosity) Committee:

a. The Stewardship (Generosity) Committee shall consist of at least three members serving three-year terms that are staggered as much as possible. Stewardship (Generosity) Committee members, including the Chair, shall be appointed by the President from recommendations of the Nominating Committee. Those appointments shall be approved or disapproved by the Leadership Council.

b. Responsibilities of the Stewardship(Generosity) Committee:

- 1) Develops and implements plans for fostering a spirit of generosity in the Congregation in a variety of ways including, but not limited to: communication strategies, presentations, events, activities and worship experiences;
- 2) Works collaboratively with the Elders, the Ministry Forums, and other groups to implement those plans;
- 3) Develops, recommends, and implements plans for an annual stewardship campaign to encourage pledges and donations to support the annual plan and budget;
- 4) Develops and implements processes for inviting new members to make pledges;
- 5) Serves as a resource for other fundraising activities in the Church;
- 6) Assists with communication for current and future capital campaigns; and
- 7) Performs other tasks as requested by the Leadership Council.

4. Memorials Committee: The Memorials Committee shall consist of at least three (3) members serving three-year terms that are staggered as much as possible. Memorials Committee

Members, including the Chair and the Secretary shall be appointed by the President from recommendations of the Nominating Committee. Those appointments shall be approved or disapproved by the Leadership Council. Responsibilities of the Memorials Committee shall be:

- a. Provide management, oversight, and governance of the Memorial Fund set forth in the Guidelines for the Memorial Fund and the Memorials Committee as approved by the Leadership Council;
- b. Promote awareness of the existence and benefits of the Memorial Fund; and
- c. Make an annual written report to the Leadership Council on the activities of the Memorials Committee.

III. TRUSTEES

A. Membership:

1. There shall be six (6) to nine (9) voting Trustees. The Chair of Trustees, Assistant Treasurer and Assistant Secretary are all elected by the Congregation and serve as voting Trustees. The Chair of Trustees shall determine the number of voting Trustees needed each year.
2. There shall be from three (3) to six (6) at-large voting Trustees who are appointed by the Chair of Trustees in consultation with the Nominating Committee. The Leadership Council shall approve or disapprove of those appointments.
3. The term of office for at-large voting Trustees shall be one (1) year. Trustees may be re-appointed for two additional terms. Successive terms shall be staggered as much as possible.
4. Trustees shall take office on January 1 of each year.
5. Any voting Trustee who has served three (3) consecutive one-year terms, in addition to any unexpired term he/she may have served, shall not be re-appointed as a voting

Trustee until one year has elapsed after he or she served in that role.

6. While the voting membership of the Trustees is six (6) to nine (9) members, the Chair of Trustees may include additional ex-officio members without a vote as needed or appropriate to ensure the background, knowledge and skills required to meet the tasks and projects of the Trustees.
7. The Senior Minister and the President of the Congregation shall also serve as ex-officio Trustees without voting rights.

B. Qualifications to Serve as a Trustee:

1. Must be an active, participating member of the Congregation prior to being nominated;
2. Shall have the expertise and experience required to perform the responsibilities of the office; and
3. Shall have demonstrated a commitment of resources, including time, talent, and funding, to the service of to SSCC and its ministries.

C. Responsibilities of the Trustees:

1. Develop and monitor the implementation of annual and long-range facility plans that identify and prioritize needs for maintenance, repair, and upgrades to the building, grounds, furnishings, and equipment;
2. Prepare a proposed annual budget for building operations, equipment, and insurance coverage as part of the annual budgeting process;
3. Protect SSCC, its people, and its assets through the development of a comprehensive risk management program for the Church and The Day School including but not limited to:
 - a. Annual review, negotiation, and renewal of insurance coverage;

- b. Development and implementation of policies and procedures that protect the health and safety of participants using the facility or participating in programs of the Church and The Day School; and
 - c. Identification of potential corrective action through the investigation of injuries or accidents on Church property or in Church programs;
- 4. Identify and recommend potential major capital improvements to address facility needs and upgrades, and capital campaigns, and prepare recommendations to the Leadership Council to address facility needs, upgrades, and capital campaigns;
- 5. Draft and recommend policies on building use by outside groups for Leadership Council approval;
- 6. Review and oversee building use by outside groups within approved policy;
- 7. Develop and manage bidding processes including entering into maintenance and repair contracts, vendor contracts, and other contracts related to the Trustees' area of responsibilities;
- 8. Monitor compliance with risk management policies and procedures in the Church and The Day School;
- 9. Review and approve proposed expenditures from the Day School's Premier Fund; and
- 10. Perform other tasks as requested by the Leadership Council.

D. Committees of the Trustees: The Trustees can commission committees, teams, and/or task forces as needed to fulfill its responsibilities.

E. Responsibilities of the Chair of the Trustees:

- 1. Serves as a member of the Leadership Council;
- 2. Approves expenditures of budgeted amounts that are related to the area of the Trustees' responsibility in accord with SSCC and Trustees' policy and procedure;

3. Ensures that the Trustees fulfill their responsibilities;
4. Schedules and presides over Trustee Meetings;
5. Forms task forces and work teams to assist the Trustees in fulfilling their responsibilities;
6. Reports to the Leadership Council; and
7. Performs other tasks as requested by the Leadership Council.

IV. MINISTRY FORUMS

A. Forum Membership:

1. There shall be from six (6) to nine (9) voting members of each Ministry Forum including the Chair of the Forum, who is elected by the Congregation. The Chair of each Ministry Forum shall determine the number of voting members needed each year;
2. There shall be from five (5) to eight (8) at large voting members of each Forum who are appointed by each of the Chairs in consultation with the Nominating Committee. The Leadership Council shall approve or disapprove of these appointments;
3. The term of office for Ministry Forum voting members shall be one (1) year. Forum members may be re-appointed for two additional terms. Terms shall be staggered as much as possible;
4. Ministry Forum members shall take office on January 1 of each year;
5. Any Ministry Forum voting member who has served three (3) consecutive one year terms, in addition to any unexpired term served, shall not be reappointed as a voting Ministry Forum member until one year has elapsed after he or she has served in that role and may not be re-appointed until one year has elapsed;
6. While the voting membership of the Ministry Forums is six (6) to nine (9) members. Other members or participants in the life of the Congregation are encouraged to participate as ex-officio members without vote; and

7. The Senior Minister, or other designated staff members, and the President of the Congregation shall also serve as ex-officio members without a vote on the Ministry Forums.

B. Responsibilities of Each Ministry Forum:

1. Identifies and explores new opportunities for ministries in the area of the Forum's focus that reflect the vision and strategic direction of SSCC;
2. Develops an annual plan of programmatic priorities and projected costs as part of the annual Church-wide planning and budgeting process;
3. Identifies key measures of success for each program provided and collects data to guide annual review and evaluation of programs;
4. Develops and implements communication and invitation strategies for engaging Members and other people in the programs offered;
5. Recruits Members and other people to participate in developing and implementing programs;
6. Provides ongoing support and assistance to Members and other people who are leading and volunteering in program ministries; and
7. Performs other tasks as requested by the Leadership Council.

C. Committees of the Ministry Forums: Each Ministry Forum can commission committees, teams, and/or task forces as needed to fulfill its responsibilities.

D. General Roles of Each of the Ministry Forums: Each Forum is responsible for planning, recruitment, overseeing, and evaluating the ministries and programs in its area of focus as described below:

1. **The Discipling Ministries Forum:** Responsible for ministry programs that foster personal and Congregational faith development. Program areas of responsibility include, but are not limited to: *Sunday morning Christian Education for all ages; special events such as "Real People, Real Faith", dramatic or musical performances; enhancement of worship experiences through art, music, dance; special worship services (i.e. Laity*

Sunday; College Age Service, devotional books, vacation Bible school etc.)

2. **The Congregational Care and Connection Ministries Forum:** Responsible for ministry programs that strengthen the SSCC community through invitation, fellowship, support and assistance. Specific areas of responsibility include, but are not limited to: *Greeters, new-member events, fellowship activities and events, receptions, scholarship program, welcome desk, hosts/hostesses, Caring Made Visible, Covenant Groups, ThirdAgers, Connect, pastoral care ministries, etc.*
3. **The Outreach Ministries Forum:** Responsible for ministry programs that build the Church's outreach and service to people in need in local, national and global communities. Specific areas of responsibility include, but are not limited to: *Mission trips; hands-on outreach projects and activities; distribution of Church funds to area programs and agencies.*

E. Responsibilities of Each of the Ministry Forum Chairs:

1. Serves as a member of the Leadership Council;
2. Approves expenditures of programs and ministries and maintains spending within the approved budget of his or her Forum;
3. Provides training, information and support to leaders and volunteers in key areas;
4. Ensures that the Ministry Forum fulfills its responsibilities;
5. Schedules and presides over Ministry Forum meetings;
6. Forms task forces and work teams as needed to implement program ministries and/or to explore possibilities for new initiatives;
7. Implements the Ministry Forums communication and invitation strategies;
8. Coordinates the calendar of Ministry Events and Activities with the other Ministry Forum Chairs;
9. Recommends ministries to receive disbursements from the Legacy Fund in accord with the SSCC (Disciples of Christ) Legacy Fund and Policy.

10. Makes reports to the Leadership Council and the Congregation;
and
11. Performs other tasks as requested by the Leadership Council.

V. ELDERS

A. Membership and Election:

1. There shall be twelve (12) members of the Elder body, including the Chair of the Elders, who are elected by the Congregation at a Congregational meeting held no later than December 1 of each year. ("Elders") Elections shall be from the slate recommended by the Nominating Committee and from any nominations from the floor of qualified persons who have consented to their nomination prior to their nomination; and
2. Elders shall take office on January 1 of each year.
 - a. The term of office for the Elders shall be one (1) year. Elders may be re-elected for two additional terms. Terms shall be staggered as much as possible; and
 - b. Elders who have served three consecutive one-year terms, in addition to any unexpired terms served, may not be re-elected as an Elder until one year has elapsed after they have served as an Elder.

B. Qualifications to Serve as an Elder or Chair of the Elders:

1. Must be an active, participating member of the Congregation prior to being nominated;
2. Shall have the expertise and experience required to perform the responsibilities of the office;
3. All Elders shall have at least one year's experience serving as a Deacon. The Chair of Elders shall also have a minimum of one year's experience serving as an Elder; and
4. Shall have demonstrated a commitment of resources, including time, talent and funding, to the service of SSCC and its ministries.

C. Responsibilities of the Elders:

1. Serve as worship leaders at regularly scheduled and special services of the Church;
2. Assist in providing pastoral care to Members by making visits and providing communion to hospitalized and homebound Members, writing weekly notes, attending funerals and visitations, and other similar activities;
3. Partner with Deacons to provide ongoing connection and communication with all Members in order to:
 - a. Recognize special events in the lives of Members;
 - b. Issue personal invitations and encourage Members to participate in Church events and activities;
 - c. Learn about the histories, interests, skills and expertise of Members;
 - d. Reach out to Members who have not been attending;
 - e. Identify personal or Church-related concerns and issues;
 - f. Share key information about Church plans;
 - g. Coordinate a response to identified congregational needs by either direct action by the Elders or in collaboration with programs of the Congregational Care and Connection Ministries Forum;
 - h. Provide insight, feedback and counsel to the Ministers and the Leadership Council about congregational needs, concerns, interests and priorities; and
 - i. Provide information and feedback to the Nominating Committee about skills, expertise and interests of Members.

D. Responsibilities of the Chair of the Elders:

1. Works collaboratively with the Chair of Deacons to establish and coordinate teams headed by an Elder with at least two Deacons

to establish ongoing connections and communication with congregational Members;

2. Works with other leaders to identify key topics of communication or focus for Elders and Deacons in conversations with Members;
3. Establishes a schedule for Elders to assist in worship;
4. Establishes a schedule for Elders to provide regular pastoral care visits to Members who are shut-in or hospitalized;
5. Serves as a member of the Leadership Council, providing feedback to and from the Members to the Leadership Council;
6. Provides training, support, assistance and oversight to the work of the Elders;
7. Develops and implements strategies to learn about Member interests, skills, background and expertise and to share that information with the Nominating Committee;
8. Prepares agendas, convenes and presides at Elder meetings; and
9. Provides feedback to and from the Leadership Council.

VI. HONORARY ELDERS

- A. The Congregation of Sandy Springs Christian Church may elect Honorary Elders at the Annual Meeting of the congregation.
- B. Honorary Elders are individuals who have served the Congregation in an exemplary manner.
- C. Honorary Elders have the opportunity to participate with voice, but not vote, at meetings of the Leadership Council, the Ministry Forums, the Elders and the Trustees.
- D. The number of Honorary Elders shall be unlimited.
- E. Members to be considered for this honor may be suggested to the Nominating Committee by any member of the Congregation.

VII. DEACONS

A. Membership and Election:

1. The number of Deacons shall be determined by the Leadership Council upon the recommendation of the Chair of the Deacons or the Chair of Elders,
2. The Deacons and the Chair of the Deacons shall be elected by the Congregation at a Congregational meeting held no later than December 1 of each year. ("Deacons") Elections shall be from the slate recommended by the Nominating Committee and from any nominations from the floor of persons who have consented to their nomination prior to their nomination.
3. Deacons shall take office on January 1 of each year.
4. The term of office for the Deacons shall be one (1) year. Deacons may be re-elected for two additional terms. Successive terms shall be staggered as much as possible.
5. Deacons who have served three consecutive one-year terms, in addition to any unexpired term served, may not be re-elected as a Deacon until one year has elapsed after they have served as a Deacon.

B. Qualifications of Deacons and the Chair of the Deacons:

1. Must be active, participating members of the Congregation prior to being nominated;
2. Shall have the expertise and experience required to perform the responsibilities of the office;
3. Shall have demonstrated a commitment of resources, including time, talent and funding, to the service of SSCC and its ministries; and
4. The Chair of the Deacons shall also have a minimum of one year's experience serving as a Deacon.

C. Responsibilities of the Deaconate:

1. Prepare and serve Communion;
2. Work collaboratively with the Elders to ensure ongoing congregational care and connection with assigned members as follows:
 - a. Recognize special events in the lives of members;
 - b. Issue personal invitations and encourage members to participate in Church events and activities;
 - c. Learn about the histories, interests, skills, and expertise of members;
 - d. Reach out to members who have not been attending;
 - e. Identify personal or Church-related concerns and issues; and
 - f. Share key information about Church plans;
3. Provide key information gained from conversations with assigned members to the designated Elder. This information includes, but is not limited to: member interests, skills and areas of expertise; member needs; member feedback, and ideas about the Church.

D. Youth Deacons:

1. The Deaconate shall consist of at least two (2) Youth Deacons.
2. The terms of office shall be the same as for other Deacons.
3. Must be active members of SSCC
4. The Nominating Committee, with advice from the youth-program leadership, shall be responsible for nominating Youth Deacons. Parental permission shall be necessary prior to placing a youth on the ballot.

5. Responsibilities of Youth Deacons:

- a. Prepare and serve Communion; and
- b. Work collaboratively with the Elders to ensure ongoing congregational connection, as appropriate.

VIII. NOMINATING COMMITTEE

A. Membership and Election: The Nominating Committee is an independent committee of eleven (11) members affirmed by the Congregation and ultimately accountable to the Congregation. Membership includes:

1. A Chair, appointed by the President of the Congregation;
2. Three (3) Elders, appointed by the Chair of Elders;
3. Three (3) Deacons, appointed by the Chair of Deacons;
4. An at-large member with current or past service as a Trustee, appointed by the Chair of Trustees; and
5. Three (3) at-large members having had service in a Ministry of the Church within the past two years, with one appointed by each of the Ministry Forum Chairs.

B. Qualifications to Serve on the Nominating Committee:

1. Must have been an active, participating member of the congregation for at least two (2) years prior to being appointed;
2. Shall have the expertise and experience required to perform the responsibilities of the office; and
3. Shall have demonstrated a commitment of resources, included time, talent, and funding, to the service of SSCC and its ministries.

C. Responsibilities of the Nominating Committee: Develop and present a slate of qualified and consenting candidates for all elected positions in SSCC to the Congregation for their approval or disapproval at the Annual Meeting. The process should include, but not be limited to the following tasks:

1. Develop a full understanding of the positions that need to be filled and the specific knowledge, background, skills, and approximate time commitment required for each role;
2. Consult with the Elders and Deacons to identify Members' interests, background, knowledge, and skills;
3. Solicit recommendations of potential nominees from the Congregation; and
4. Contact Members who are potential candidates to discuss the position(s) for which they are being considered and obtain consent for their nomination.

D. Right of Each Member of the Congregation to Nominate Candidates for Elected Positions: Each Member of the Congregation shall have the right to nominate a candidate to fill any or each Office or other position to be filled by an election at a meeting of the Congregation. Any such nomination shall be made orally or in writing by presenting the nomination to the presiding officer at that meeting after the Nominating Committee's ballot has been distributed to the Members present at that meeting but before those Members cast their ballots. Those ballots shall provide space for Members to write in the names of and vote for candidates nominated by Members at that meeting. Only a candidate who, before nomination, has consented to his or her nomination, has agreed to serve, and is qualified to serve in the relevant position, shall be nominated by a Member.

E. Responsibilities of the Nominating Committee Chair:

1. Work collaboratively with the Chair of Elders and the Chair of Deacons to develop a strategy for Elders and Deacons to use as they gather and record information about the interests, background, knowledge, and skills of each member that shall be useful in identifying potential nominees for elected positions;
2. Ensure the Nominating Committee has materials and information describing the elected positions to be filled, the knowledge and skills needed, and the approximate time commitment for each position;
3. Organize and delegate the work of the Committee to members;
4. Schedule and chair all Nominating Committee meetings; and

5. Prepare and present a ballot to the Congregation at the Congregational Meeting.

F. **Vacancies on the Nominating Committee:** Any appointment to fill a vacancy that occurs on the Nominating Committee shall be made in the same manner as for original members.

IX. GENERAL CONDITIONS

A. Meetings:

1. All of the above-listed group entities shall determine their own schedule of meetings, with frequency of meetings as is required to fulfill their responsibilities.
2. Each group shall strive to manage by consensus. When that is not possible, a simple majority of those eligible to vote shall constitute a quorum. A majority vote of a quorum shall constitute a decision of the group. Proxy votes are not allowed, but otherwise eligible voters may participate via a conference call, a web-based virtual meeting or other electronic options that are available.
3. On items in which action shall be recommended to the Leadership Council, the group shall present the group's decision and the rationale for the decision. If there is a minority view on the issue, that viewpoint shall also be presented to the Leadership Council along with the group's recommendation.
4. The Chair shall preside at all meetings. The Chair may designate another member of the group to preside at meetings in the event of the Chair's absence.

B. Filling Vacancies in Unexpired Terms:

1. Elected Positions:

- a. The Nominating Committee shall nominate a consenting and qualified candidate;
- b. For all elected positions except the President, the Leadership Council shall elect that candidate or another similarly and subsequently nominated candidate;
- c. A candidate nominated to fill a vacancy in the Office of President shall be elected by a majority of all the elders and members of the Leadership Council combined; and

- d. Such vacancies shall be filled for only that portion of the unexpired term that precedes the next calendar year.

2. Appointed Voting Positions on the Trustees and Ministry Forums:

- a. The Chair of the body in which the vacancy occurs shall make an appointment to fill the vacancy in consultation with the Nominating Committee;
- b. The Leadership Council shall approve or disapprove those appointments; and
- c. Such vacancies shall be filled for only that portion of the unexpired term that precedes the next calendar year.

C. Executing Corporate Contracts: Except as otherwise provided in these Bylaws, the Congregation or the Leadership Council by resolution may authorize any officer or officers, Trustee, agent or agents to enter into any contract or to execute any instrument in the name of and on behalf of the Sandy Springs Christian, Inc. (“the Church”) This authority may be general or it may be confined to one or more specific matters. No officer, Trustee, agent, employee, or other person purporting to act on behalf of the corporation shall have any power or authority to bind the Church in any way, to pledge the Church’s credit or to render the Church liable for any purpose or in any amount, unless that person was acting with authority duly granted by the Congregation or the Leadership Council as provided in these Bylaws, or unless an unauthorized act is later ratified by the Congregation or the Leadership Council or unless liability is imposed by law.

X. MINISTERS & OTHER STAFF

A. Ministerial Staff:

- 1. **Senior Minister:** The Senior Minister of the Church is the professional leader of the Congregation and performs those duties that usually pertain to a professional minister. The role of Senior Minister may be filled by one individual or may be a co-ministry of two Ministers who share the Senior Minister role. Specific responsibilities include, but are not limited to:
 - a. Fulfill the primary role in planning and leading worship services;

- b. Serve as the head of staff with all staff performing their responsibilities under the direction and supervision of the Senior Minister or supervisors designated by the Senior Minister;
- c. Work collaboratively with lay leaders and members, either directly or through assigned staff, to plan, implement and evaluate the ministries and administration of the Church;
- d. Equip and support lay members in leadership and ministry roles;
- e. Ensure the implementation of ministry priorities and Church policies and the operating budget adopted by the Congregation and/or the Leadership Council;
- f. Serve as co-leader and voting member of the Leadership Council;
- g. Serve as an ex-officio member without vote on the Trustees, Ministry Forums, committees and task forces;
- h. Participate in conferences and organizations beneficial to the life of the Church; and
- i. Perform other tasks as requested by the Leadership Council.

2. Associate and/or Assistant Ministers:

- A. These positions are filled as needed upon approval of the Leadership Council; and
- B. The responsibilities of the Associate and/or Assistant Ministers are set forth in job descriptions approved by the Leadership Council.

B. Selection of the Senior Minister/Associate Minister/Assistant Minister: The Senior Minister, Associate Minister(s) and Assistant Minister(s) are called by the Congregation in the following manner:

- 1. A Search Committee representing a cross section of the Congregation and consisting of not less than seven (7) and not

more than nine (9) members shall be appointed by the Leadership Council and shall be responsible for recommending candidates for the position of Senior Minister, Associate Minister or Assistant Minister to the Leadership Council and the Congregation. In the event the number of members falls below seven (7) for any reason, the President, with the approval of the Leadership Council, may appoint an additional member(s). The Search Committee for Associate or Assistant Minister shall include the Senior Minister as a voting member;

2. The Leadership Council shall solicit recommendations for membership on the Search Committee from the Congregation as a whole and from the Elders, Deacons, Trustees and Ministry Forums;
3. The President shall appoint a member of the Search Committee to serve as the Chair of the Search Committee. This appointment must be approved by the Leadership Council;
4. The President of the Congregation serves as an ex-officio member, without vote, of the Search Committee; and
5. Calling a Senior Minister, Associate Minister or Assistant Minister:
 - a. The Search Committee shall work confidentially until they can unanimously recommend a candidate;
 - b. The Chair of the Search Committee shall consult with the Finance Committee, the Personnel Committee and the President concerning the terms of the call. The Senior Minister shall be included in this consultation for negotiating the call to an Associate or Assistant Minister; and
 - c. In order for a call to be extended, the recommendation of the Search Committee and Letter of Call must be approved by at least a two-thirds majority vote of those present at a meeting of the Leadership Council at which a quorum is present, and by at least two-thirds majority vote of the members present in an annual or a special meeting of the Congregation.

C. Terms of Employment: The term of ministry shall be for an indefinite period and may be terminated upon not less than 60 days' notice by

either party unless an alternate termination period is approved by the Leadership Council and agreed to by the minister. Fully executed copies of the agreement of employment setting forth the starting salary to be paid to the minister and other conditions of the call shall be provided to the minister and maintained in the SSCC office.

1. Resignation of the Senior Minister, Associate or Assistant Minister shall be submitted in writing to the Leadership Council.
2. Termination: If issues arise between the Congregation or its elected leaders and the Minister that cannot be resolved with the help of the Regional Minister, the parties shall seek an amicable separation. Otherwise, the Leadership Council may recommend to the Congregation that the Call To Serve this Church be rescinded. By rules of the Constitution and Bylaws, a meeting of the Congregation may be called. A two-thirds (2/3) majority of the Members in attendance at that meeting shall be required to rescind such a call.

D. **Interim or Transitional Ministers:** The Leadership Council shall select Interim or Transitional Ordained Ministers based on recommendations of a candidate or candidates from the Search Committee. The Search Committee shall recommend a candidate or candidates to the Leadership Council for its approval or disapproval.

E. **Other Staff:** Other non-ordained staff positions are filled by the Senior Minister as follows:

1. All positions, including the job description and salary range, shall be approved in advance by the Leadership Council; and
2. The Senior Minister shall involve key constituents in interviewing and selecting candidates to fill a position.

XI. AMENDMENTS

These Bylaws, excluding the Articles of the Constitution, may be amended upon a two-thirds (2/3) vote of the entire Leadership Council, provided that any proposed amendment has been circulated to the Congregation by electronic or regular mail at least thirty (30) days prior to the time the vote is taken.