

METROPOLITAN COMMUNITY CHURCH LOS ANGELES

BY-LAWS

Article I – Name

The name of this church shall be Metropolitan Community Church Los Angeles.

Article II – Affiliation

This church is a member Congregation of the Universal Fellowship of Metropolitan Community Churches (UFMCC); ascribes to the government, doctrine, vision, mission, and values of UMCC; and agrees to abide by the UFMCC By-laws and decisions made by General Conference.

A. Successor Corporation -- The Universal Fellowship of Metropolitan Community Churches is the not-for-profit organization designated to receive the church's property in the event of dissolution or abandonment of the church or disaffiliation from the UFMCC, in accordance with UFMCC By-laws.

B. Disaffiliation – A decision to disaffiliate from the UFMCC shall require a two-thirds (2/3) vote of the Members present at a Congregational Meeting called for the purpose of disaffiliating and shall be decided in accordance with UFMCC By-laws.

Article III – Purpose

The purpose of this church is Christian fellowship, worship, witness, and service, borne in the cooperation, program development, and implementation of UFMCC and local church By-laws, Standard Operating Procedures, and Policies.

Article IV – Members and Friends

A. Criteria for Membership – Any baptized Christian who has completed a membership class may become a Member by participating in the Rite of Membership. A Member in good standing is a Member who registers his/her attendance and, in addition, provides either identifiable financial support, makes a definite service contribution, or demonstrates interest and loyalty.

1. Membership List – The list of Members in good standing shall be maintained by the church staff, who shall report changes every six (6) months to the Board of Directors. Such report to be made in March and September, at least one week prior to the regularly scheduled Board of Directors meeting.

2. Membership Review – The Board of Directors shall review the membership list in the months of March and September.

a. A Member who does not have registered attendance and, in addition, either identified financial support, definite service contribution, or demonstrated interest and loyalty within the preceding period of six (6) months to one (1) year may be removed from the list of Members in good standing and placed on a list of inactive Members.

b. The Board of Directors shall notify this Member in writing that the Member has been placed on a list of inactive Members and is not eligible to vote at any business meeting of the church.

c. If the inactive Member has not attended, and provided identifiable financial support, and demonstrated further interest or loyalty for a period of two (2) months immediately following notification, the Board of Directors shall have the authority, at its discretion, to drop any such Member from the local church membership roll.

d. The inactive Member may be restored to the list of Members in good standing by a vote of the Board of Directors without a public reception into membership.

e. The inactive Member who is not restored during the period of two (2) months immediately following notification shall be considered a former Member.

f. A former Member may be restored to the list of Members in good standing after completing a membership class, participating in the Rite of Membership and demonstrating behavior consistent with the definition of being a member in good standing (see section IV.A.) for a period of no less than 6 months.

3. Right to Appeal. A decision by the Board of Directors to drop an inactive Member from the local church membership roll may be appealed by the inactive Member to the next regular Congregational Meeting or a Special Congregational Meeting called for that purpose. The decision of the Congregational Meeting is final. Pending the outcome of the appeal, the inactive Member is not eligible to vote at any business meeting of the church.

a. Appeal process. The request for an appeal shall be submitted to the Clerk of the Board of Directors within thirty (30) days following the date when the inactive Member was dropped from the local church membership roll.

b. The Board of Directors may consider the appeal and reverse its earlier decision without taking the matter to the Congregational Meeting.

c. Should the Board of Directors sustain its earlier decision and the inactive Member wish the appeal to continue, the request shall be included as an agenda item for the next regular Congregational Meeting or a Special Congregational Meeting called for the purpose of considering the appeal.

B. Friends of the Church – A person who, for one reason or another, feels unable to become a Member but who supports the goals of the church and wants to be a part of the work of the church may be designated as a “Friend of the Church.”

1. List of Friends of the Church – The list of Friends of the Church shall be maintained by the church staff.

2. Limitations on Friends of the Church – Friends may serve on appointed committees and may participate in all activities of the church. Friends may not vote at Congregational Meetings or serve on the Board of Directors. Friends shall not be considered in determining the number of Lay Delegates.

C. Discipline of Members and Friends – The church cannot condone disloyalty or unbecoming conduct on the part of any Member or Friend. The Board of Directors is empowered to remove by majority vote any Member or Friend or take other appropriate disciplinary action.

1. Right to Appeal – The action of the Board may be appealed to the next regular Congregational Meeting or a Special Congregational Meeting called for that purpose. The decision of the Congregational Meeting is final. Pending the outcome of the appeal of discipline, the disciplined Member or Friend shall remain under discipline and shall retain the right to vote at regular and Special Congregational Meetings, including the Congregational Meeting held to consider the appeal.

a. Appeal Process - The request for an appeal shall be submitted to the Clerk of the Board of Directors within thirty (30) days following the date when the Member was removed or otherwise disciplined.

b. The Board of Directors may consider the appeal and reverse its earlier decision without taking the matter to the Congregational Meeting.

c. Should the Board of Directors sustain its earlier decision and the appealing Member wishes the appeal to continue, the request shall be included as an agenda item for the next regular Congregational Meeting or a Special Congregational Meeting called for the purpose of considering the appeal.

Article V – Congregational Meetings

Government of the church is vested in its Congregational Meeting, which exerts the right to control of its affairs, subject to the provisions of the UFMCC Articles of Incorporation, By-laws, or documents of legal organization, and the General Conference.

A. Time and Place – An annual Congregational Meeting shall be held each year in the month of October. The time and place of the annual Congregational meeting shall be determined by the Board of Directors.

B. Notification – The Board of Directors shall notify Members in writing at least two (2) weeks in advance, by posting a notice of meetings on church premises, publishing in church bulletin, and posting on MCCLA website.

C. Voting Rights – Each Member in good standing has the right to vote. Proxy or any other form of absentee voting shall not be allowed.

D. Votes Required for Approval – Decisions, including elections, requires approval by a vote of more than fifty percent (50%), a simple majority, of those Members present and voting, unless otherwise required by UFMCC By-laws or otherwise stated in these local church By-laws.

E. Quorum – In order to transact business, no less than twenty percent (20%) of the Members in good standing must be present.

F. Agenda – The agenda for Congregational Meetings shall be determined by the Board of Directors.

1. Content – The agenda shall include, but not be limited to, election of members to the Board, election of Lay Delegates in the appropriate year, presentation of financial report, approval of budget, and receiving reports from the Board of Directors and the Pastor.

2. Additions to Agenda – Members may request the Board to of Directors to add agenda items by submitting additional agenda items, in writing, to the Clerk no later than one (1) week prior to the meeting.

3. As part of the Notification process (Article V.B.), a tentative agenda and supporting documentation will be made available at the church or on-line at the same time the congregational meeting notice is posted.

G. Elections – All votes for positions shall be taken by secret ballot. Votes of affirmation from the floor are not permitted.

H. Special Congregational Meetings – In addition to the annual Congregational Meeting, special Congregational Meetings may also be held. Special Congregational Meetings are governed by the same rules as those pertaining to the Annual Congregational Meeting.

1. Calling a Special Congregational Meeting – A special Congregational Meeting may be called either by (a) majority vote of the Board, (b) the Pastor, or (c) a petition signed by at least fifteen percent (15%) of the Members in good standing and submitted to the Clerk.

2. The nature and purpose of the special Congregational Meeting shall be stated in the petition and in notices and written into the agenda.

Article VI – Local Church Administrative Body

A. Name – The local church administrative body shall be the Board of Directors, which is authorized to provide administrative leadership for MCC Los Angeles, subject to approval of the Congregational Meeting.

B. Responsibilities – The Board of Directors shall be responsible for providing the church with a set of By-laws, which are subject to approval by Congregational Meeting and the Elder serving the Region and for submitting the approved By-laws to the Elder serving the Region. The Board of Directors shall also have charge of all matters pertaining to the documents of legal organization and incorporation, church property, risk management, and physical and financial affairs of the church. The Board of Directors shall also be responsible for collecting and disbursing funds, keeping adequate church records, and making timely reports to the Congregation and UFMCC.

C. Qualifications – Members of the Board of Directors must be Members in good standing of MCC Los Angeles for at least twelve (12) consecutive months and have experience in one of the following areas - financial planning, administration, policy development, fundraising, or other training or experience demonstrating ability for leadership. A membership transferred in good standing from another MCC Congregation shall fulfill this twelve (12) month membership requirement.

1. Conflict of Interest – More than one person from a household, family, or committed relationship; someone who is a church employee, or a person from a household, family or committed relationship of or with a church employee; or someone who is Clergy, Clergy Candidate, Clergy in formation, or Deacon shall not be eligible to serve on the Board of Directors.

D. Composition – There shall be nine (9) members, including the Pastor who shall serve as Moderator.

E. Term of Office – The term of office for members of the Board of Directors, except the Pastor, shall be two-year staggered terms, with half being elected at each annual Congregational Meeting. Members of the Board of Directors may not serve more than two (2) terms consecutively. Once a member of the Board of Directors completes two (2) consecutive terms he or she is not eligible to serve on the Board of Directors until the occurrence of the second annual congregational meeting after the end of his or her final term.

F. Meetings – The Board of Directors shall meet at least once a month no fewer than ten (10) times a year. Except for executive sessions, meetings shall be open to the Congregation and to the public to attend without vote.

1. Minutes – Minutes and financial reports are not official or subject to disclosure, until they have been reviewed, approved and accepted by majority vote of the Board. At that time they shall be available to Members of the church. Minutes shall include a record of those present and decisions made. A copy of the minutes shall become part of the permanent church records.

2. A ten (10)-minute public comment period shall be made available at the start of each meeting with a limit of two (2) minutes per person.

3. Agendas shall be posted 48 hours before each Board of Directors meeting.

G. Quorum – No less than a majority of the members of the Board of Directors, including the Moderator, must be present in order to transact business. If the Moderator is unable to attend, a meeting of the Board of Directors may be conducted with the consent of the Moderator; in such instance, no less than a majority of the members of the Board of Directors must be present. If the Moderator is incapacitated or otherwise unable to consider granting consent, no less than a majority of the members of the Board of Directors, including the Vice-Moderator, must be present.

H. Officers – The officers of the church are Moderator, Vice-Moderator, Clerk, and Treasurer.

1. Election of Officers – During the first meeting following elections to the Board, the Board of Directors shall elect from among its members persons to fill the positions of Vice-Moderator, Clerk, and Treasurer. The term of office for officers, except for Moderator, shall be one (1) year.

a. Moderator – The Pastor shall serve as Moderator of the Board of Directors.

b. Vice-Moderator – The Vice-Moderator shall serve as Moderator of the Board in the absence or upon the request of the Pastor.

c. Clerk – The Clerk shall be responsible for ensuring the maintenance of official correspondence and church records, and for ensuring that accurate records are kept of all meetings of the Board of Directors and of the Congregation. The Clerk is the officer authorized to receive petitions submitted to the Board of Directors.

d. The Treasurer shall be responsible for ensuring the preparation and maintenance of all financial records. This shall include a monthly financial report to the Board and an annual financial report to the Congregation. The monthly and annual financial reports shall reflect receipts, disbursements, and outstanding financial obligations.

I. Vacancies – In the event of a vacancy on the Board of Directors, the Board may appoint a qualified Member to fill the vacancy until the next Congregational Meeting, when an election shall be held to fill the unexpired term.

J. Discipline – The church cannot condone disloyalty, unbecoming conduct, or dereliction of duty on the part of any member of the Board of Directors. Therefore, the Board of Directors may remove by a majority vote of the full Board of Directors any of its members guilty of the above, with the exception of the Pastor who must be disciplined in accordance with the UFMCC By-laws. A petition submitted to the Clerk and signed by twenty percent (20%) of the Members in good standing of the Congregation may also initiate such a procedure.

1. Right to appeal – A disciplined member of the Board of Directors may appeal the action to the Congregation at its next regular Congregational Meeting or at a Special Congregational Meeting which may be called for this purpose. The decision of the Congregational Meeting is final. Until the Congregational Meeting to consider the appeal, the position held by the disciplined member of the Board of Directors shall be considered vacant.

2. Prior Notice – No director shall be disciplined without prior notice of a motion to discipline and written notice inviting director to address the issue with the Board. Notice shall be sent to the directors last known mailing and e-mail addresses not less than 2 weeks prior to meeting at which such notice shall be entertained. At the time the notice is provided, the moving party shall make a full disclosure of the reasons for the proposed discipline. A recording of the Board's full discussion shall be made of the discussion and vote regarding discipline and shall be made available to the Congregation in the event of an appeal. The decision to appeal shall constitute the permission of the affected member for the release of the Board's full discussion and vote of the disciplinary motion.

K. Limitation of Liability – No director or officer of the church shall be liable for any act or failure to act by any other director or officer of the Church or by any

employee of the Church. No director or officer of the Church shall be liable for any loss arising from any fault in the title to any property acquired by the Church. No director or officer of the Church shall be liable for any loss arising from any fault in any security in which the Church might invest, or from bankruptcy, insolvency, or wrongful act by any person to whom the Church might entrust any of its property. No director or officer of the church shall be liable for any loss due to error of judgment or oversight on his/her part, or for any other loss whatsoever occurring in the carrying out of the duties of his/her office, unless this loss arises from the director's or officer's own willful neglect or fraudulent or criminal actions.

L. Indemnity – The church shall protect, by adequate insurance, every director and officer of the church against all costs arising in relation to his/her relations with the Church, unless they are occasioned by his/her own willful neglect or fraudulent or criminal actions.

Article VII – Pastor

A. Role – The Pastor is the UFMCC clergy person with a license to practice who has been called by God and elected by the church to be responsible for the duties of teacher, preacher, and spiritual leader until such time that the relationship is terminated. The Pastor shall also fulfill such other roles and responsibilities as are stated in the UFMCC By-laws and the policies of the church.

1. Interim Pastoral Leader – In the event that a UFMCC clergy person is not available to serve as Pastor, the Board of Directors may request the Regional Elder to appoint an Interim Pastoral Leader, who shall be subject to a background check. The term of office of the Interim Pastoral Leader shall be one (1) year. If the Interim Pastoral Leader is a Member of MCC Los Angeles, then the Interim Pastoral Leader shall have the authority to fulfill all of the roles and responsibilities of Pastor. If the Interim Pastoral Leader is not a Member of MCC Los Angeles, then the Interim Pastoral Leader shall have the authority to fulfill all of the roles and responsibilities of Pastor, except that the Interim Pastoral Leader shall serve as Moderator of the Board of Directors and Congregational Meetings, with voice but no vote.

B. Responsibilities – The Pastor shall have authority for ordering all worship services of the church; determining when other worship services will be held, subject to approval of the Board of Directors; appointing compensated and uncompensated church staff, subject to the approval of the Board of Directors; and determining compensation, vacation periods, and titles of office of the church staff, subject to approval of the Board of Directors. The Pastor shall serve as a voting member of the Board of Directors, Moderator of the Board of Directors and of Congregational Meetings, personnel director, and as the primary spokesperson of the church to the community. The Pastor may delegate such

duties as seem wise, including but not limited to the duty of serving as Moderator of the Board of Directors and of Congregational Meetings.

C. Pastoral Covenant – The Board of Directors and Pastor shall develop a covenant between the Pastor and the church. The covenant shall include a job description and address such matters as compensation that is consistent with equitable local standards, benefits, allowances, and leave. All provisions of the covenant shall be subordinate to the By-laws of the UFMCC.

1. **Conference Expenses** – To the best of its ability, the Congregation shall fund the Pastor's transportation, registration, and per diem at General and Regional Conferences.

D. Pastoral Vacancy – In the event of a vacancy in the position of Pastor, a Pastoral Search Committee shall be responsible for presenting a qualified candidate for election at a Congregational Meeting. The Pastoral Search Committee shall develop and implement the pastoral search process, in consultation with the Regional Elder.

E. Pastoral Search Committee

1. **Composition of Pastoral Search Committee** – The Pastoral Search Committee shall consist of nine (9) members in good standing elected at a Congregational Meeting.

2. **Election of Pastor** – To be elected, the candidate presented by the Pastoral Search Committee at a Congregational Meeting must receive more than seventy percent (70%) of the votes cast.

F. Termination of Relationship – The Pastor and Congregation may choose at any time to terminate their relationship through mutual agreement. Unilateral failure to renew the Pastor's contract shall not constitute removal of the Pastor from office. No petition for removal of the Pastor based on irreconcilable differences is valid unless preceded by the process of conflict resolution, as referred to in Article VII.

G. Removing the Pastor from Office – The church shall follow the process as outlined in the UFMCC By-laws for removing the Pastor from office for disloyalty, unbecoming conduct, dereliction of duty, or when irreconcilable differences arise that cannot be resolved through mutual agreement.

1. Any petition to initiate the process of removing the Pastor from office must be submitted to the Clerk of the Board of Directors and be signed by at least twenty-five percent (25%) of the members in good standing.

2. The Board of Directors may initiate the process of removing the Pastor from office by a vote of three-fourths (3/4) of the full Board of Directors.

3. The Clerk shall send a copy of the completed petition or motion of the Board of Directors to the Regional Elder within three (3) business days of its decision.

4. The Pastor shall remain fully compensated until the final action of the Congregation

Article VIII – Conflict Resolution

The Board of Directors, officers and Congregation of the Church shall be governed by a church relations policy a copy of which shall be maintained in the church office. When there are conflicts or difficulty within the church that cannot be resolved, including conflicts between the Pastor and Congregation, the Board of Directors, the Pastor, any Lay Delegate, or a petition signed by a minimum of thirty-three percent (33%) of the Members in good standing may invite intervention by the Regional Elder to resolve the conflict, in accordance with UFMCC By-laws.

Article IX – Lay Delegates

The church shall elect one (1) lay person for every one hundred (100) Members in good standing, or part thereof, to serve as Lay Delegate. The Lay Delegate shall be a Member in good standing of this church.

A. Election – The Lay Delegate shall be elected at the next regular Congregational Meeting following each General Conference. Decisions, including elections, requires approval by a vote of more than fifty percent (50%), a simple majority, of those Members present and voting, unless otherwise required by UFMCC By-laws or otherwise stated in these local church By-laws.

B. Term of Office - The term of office of Lay Delegate shall be three (3) years. Lay Delegates may not serve more than two (2) terms consecutively.

C. Duties – The duties of the Lay Delegate shall be to represent the congregation at General and Regional Conferences, to communicate with the Congregation, Pastor, and Board of Directors regarding UFMCC concerns and policies. At least one (1) lay delegate must attend all scheduled Board of Director Meetings.

D. Funding - To the best of its ability, the Congregation shall fund the Lay Delegate's transportation, registration, and per diem at General and Regional Conferences.

E. Alternate Lay Delegate – The church may elect two (2) Alternate Lay Delegates. The election, term of office, and funding shall be the same as for Lay Delegates.

1. Notification to Alternate Lay Delegate – When a Lay Delegate is unable or unwilling to perform the duties of Lay Delegate; the Lay Delegate shall immediately inform the Clerk of the Board of Directors in writing. The Board of Directors shall select which of the Alternate Lay Delegates shall serve in the absence of the Lay Delegate. If the an Alternate Lay Delegate is unable to serve, the Board of Directors shall appoint another person to serve in the absence of the Lay Delegate

2. Duties – The duties of the Alternate Lay Delegate shall be to stay informed of UFMCC concerns and policies and to be prepared to assume the duties of any Lay Delegate who is unable or unwilling to perform the duties of Lay Delegate, including but not limited to representing the Congregation at General and Regional Conferences.

F. Discipline – The church cannot condone disloyalty, unbecoming conduct, or dereliction of duty on the part of any Lay Delegate or Alternate Lay Delegate. Therefore, the Congregation may remove any Lay Delegate or Alternate Lay Delegate by a majority vote at a regular or special Congregational Meeting called for that purpose. A petition presented to the Board of Directors and signed by twenty-five percent (25%) of the Members in good standing of the Congregation may also initiate such a procedure.

1. Appeal of Discipline – A disciplined Lay Delegate or Alternate Lay Delegate may appeal the action to the Congregation at its next regular Congregational Meeting or at a special Congregational Meeting which may be called for this purpose. The decision of the Congregational Meeting is final. Until the Congregational Meeting to consider the appeal, the position held by the disciplined Lay Delegate shall be filled by an Alternate Lay Delegate.

Article X – Church Finances

A. Authorized Signatures – Any church bank or other financial accounts shall require two signatures for withdrawals, one of which shall be that of a church officer; all members of the Board of Directors and designated staff members shall have signature authority, as determined by the Board of Directors.

B. Limit on Expenditures – The Pastor shall have the authority to commit church funds within the approved budget in any amount not to exceed five percent (5%) of the annual budget; any expenditure that is greater than that amount requires the approval of the Board of Directors. The acquisition or disposition of long-term assets, fixed or otherwise, in excess of \$250,000.00

requires Congregational approval, at a congregational meeting, by a simple majority vote of members in good standing present and voting.

C. Fiscal Year – For the purpose of reporting to UFMCC, the fiscal year of the church shall be the calendar year.

D. Church Budget – The Board of Directors shall be responsible for presenting to the Congregational Meeting for approval an annual operating budget that reflects anticipated receipts and disbursements. The approved budget may be amended, as needed, by a two-thirds (2/3) vote of the Board of Directors, which shall immediately notify the Members of the Church that such amendment has been made.

1. Budget Year – The annual budget of the church shall cover the period from January through December.

E. Assessments – The Board of Directors shall report quarterly to the UFMCC the number of members in good standing for each month within the quarter and shall remit the Board of Pensions assessments as set by General Conference. The report and remittance are due to the Board of Pensions on or before the tenth (10th) day of the month following the quarter reported.

F. Tithes – The Board of Directors shall report all church receipts each month to the UFMCC, and with that report shall remit a percentage of the funds reported. The percentage of funds to be remitted shall be determined by General Conference.

Article XI – Adoption and Amendments

A. Adoption – These By-laws shall become effective immediately upon adoption by the Congregational Meeting and approval by the Regional Elder.

B. Amendments – These By-laws may be amended or repealed at any duly convened Congregational Meeting. Proposed amendments or repeals shall be submitted in writing to the Board of Directors no later than thirty (30) days prior to the Congregational Meeting the proposal is to be considered. Adoption of the amendment or the repeal shall require approval by a two-thirds (2/3) affirmative vote at a Congregational Meeting and is subject to approval by the Regional Elder. Amendments that are necessitated by amendments made to the UFMCC By-laws shall not require approval by the Congregation.