

**CRESTWOOD CHRISTIAN CHURCH**  
**(Disciples of Christ)**  
**Lexington, Kentucky**

**CONSTITUTION**  
**and**  
**BY-LAWS**

**Revision History – Constitution**

**Approved by Crestwood Christian Church in a Congregational Business Meeting**

December 20, 2020

June 24, 2018

December 4, 2011

December 10, 2006

December 1997

July 10, 1994

**Revision History – By-Laws**

**Approved by the Administrative Board**

May 18, 2022 (Added Endowment Committee)

January 16, 2022 (change Childcare Council bookkeeping)

November 18, 2020

September 20, 2017 (addition to Personnel Committee Section V.F.h.)

July 19, 2017 (change in Board quorum Section II.C.)

May 21, 2014

November 16, 2011

May 17, 2006

May 19, 1999

November 19, 1997

**CRESTWOOD CHRISTIAN CHURCH  
A CONGREGATION OF THE CHRISTIAN CHURCH  
(DISCIPLES OF CHRIST)**

**CONSTITUTION**

A congregation of the Christian Church (Disciples of Christ)

PREAMBLE

We, the members of Crestwood Christian Church (Disciples of Christ) of Lexington, Kentucky, in faithful response to the will and purpose of God as revealed through Jesus Christ and God's continuing revelation in the world, do hereby adopt this Constitution as amended through the 20th day of December, 2020.

ARTICLE I.

NAME AND PURPOSE

SECTION A: Name

The name of this congregation shall be Crestwood Christian Church of Lexington, Kentucky, affiliated with and an integral part of the Christian Church (Disciples of Christ), in the United States and Canada.

SECTION B: Purpose

The purpose of this congregation is to proclaim the gospel of Jesus Christ in faithful response to God's will and purpose as revealed through Jesus Christ and in the world, to seek in all persons a faith and commitment to Jesus Christ, to serve the community of which it is a part, to bring the gospel message to bear upon society, to sustain the work of the general and regional manifestations of the Christian Church (Disciples of Christ), to work in cooperation with other Christians, to seek the oneness of the body of Christ, and to make known the love of God.

ARTICLE II.

MEMBERSHIP AND GOVERNING BODY

The membership of this congregation shall be the governing body and, as part of the whole family of God, shall consist of those who shall unite by confession of faith in Jesus Christ and baptism and those who unite by transfer of membership.

ARTICLE III.

RULES OF ORDER

All business meetings of the congregation and subordinate bodies shall be governed by the current edition of Robert's Rules of Order.

ARTICLE IV.

CHURCH YEAR AND MEETINGS OF THE CONGREGATION

SECTION A: Church Year

- (1) The church program year shall be from July 1 through June 30. The church fiscal year shall be from January 1 through December 31.

## SECTION B: Meetings to be Held

- (1) A congregational meeting shall be held in June for the primary purpose of electing officers, and a congregational meeting shall be held in December for the primary purpose of approving the next fiscal year's operating budget.
- (2) The congregation shall hold special meetings as required. Such meetings may be called by the Moderator or upon request of the Administrative Board or by written petition of ten percent of the members of the congregation. Said petition shall be presented to the Secretary of the Administrative Board.

## SECTION C: Notice

Notice of all regular or special meetings of the congregation shall be given at all regularly scheduled Sunday worship services of the Church and through the church publication at least one (1) week in advance of the meeting.

## ARTICLE V.

### OFFICERS

#### SECTION A: Officers and Terms of Office

The following officers of the Administrative Board and congregation shall be elected by the congregation at its annual meeting for a term as designated for each commencing with the next church program year, or until such time as a successor is elected and assumes office:

- (1) Moderator: for a term of one (1) year
- (2) Vice Moderator: for a term of one (1) year
- (3) Secretary: for a term of two (2) years
- (4) Treasurer: for a term of two (2) years (coinciding with the church fiscal year)
- (5) Financial Secretary: for a term of two (2) years (coinciding with the church fiscal year)
- (6) Historian: for a term of two (2) years
- (7) Elders: elected as candidates for ordination to the Board of Elders for life
- (8) Deacons: not less than sixty (60) in number, the exact number as specified in the By-Laws, one-third of whom shall be elected each year for a term of three (3) years
- (9) Trustees: five (5) in number, one of whom shall be elected each year for a term of five (5) years

In addition, the Administrative Board, upon the recommendation of the Treasurer, may from time to time appoint such number of assistant treasurers as is necessary to assist the Treasurer in fulfilling the duties of that office. Any assistant treasurer shall serve a term no longer than the term of the Treasurer, but may be reappointed without limitation.

#### SECTION B: Duties of Officers

Duties are outlined in the By-Laws.

#### SECTION C: Election of Officers

- (1) Eligibility to hold office shall be accorded to all members as defined in Article II of the Constitution, with the following exceptions:
  - (a) No Deacon or Trustee shall serve in the same elected office until one (1) year has elapsed since the expiration of the prior term in such office.
  - (b) Other elected officers of the Board, with the exception of Historian, may succeed themselves in the same elected office for one (1) term, but no more than one term, until one (1) year has elapsed since the expiration of the last term in the same office. The Historian may succeed him/herself in another term without waiting until one (1) year has elapsed.

- (2) The Nominating Committee shall select and nominate candidates for offices. Specific procedures are provided in the By-Laws.
- (3) The Nominating Committee shall be deliberate in its communication to candidates for the various offices pertaining to responsibilities and expectations of those persons who hold leadership positions in the Church. Candidates should be persons who are willing to commit themselves to prayerful and resolute consideration to the status of officers of the Church, to attendance at meetings of the Administrative Board, to involvement in work of the congregation and witness through the ministry teams, to personal growth through private devotion as well as regular participation in a church school class, to the stewardship of both time and financial resources, and to the awareness of opportunities to invite others into the fellowship of the Church. Persons exemplifying such traits of discipleship shall receive priority in the selection process of the Nominating Committee.
- (4) The Nominating Committee shall present its slate of officers to the Administrative Board for approval. The Administrative Board shall recommend the election of the slate of officers at the June meeting of the congregation.
- (5) Vacancies of any office of the congregation shall be filled for the unexpired term upon the recommendation of the Moderator (who may consult with the Nominating Committee) and election by the Administrative Board.

#### SECTION D: The Administrative Board

##### (1) PURPOSE

It shall be the purpose of the Administrative Board to act on behalf of the congregation in the administration of matters pertaining to the life of the Church.

##### (2) RESPONSIBILITY

- (a) To hold meetings at regular intervals. Such meetings shall be open to all members of the congregation and any constituent organizations.
- (b) To consider, approve, and review general policies.
- (c) To transact the business of Crestwood Christian Church.
- (d) To oversee the administration of the programs of the congregation through the ministry teams, committees, ministers and staff.
- (e) To carry out such instructions as may be given it by the congregation.
- (f) To approve the formation of constituent organizations which relate to the mission of the congregation.

##### (3) COMPOSITION

The Administrative Board shall be composed of:

###### (a) Voting members:

- (1) Moderator
- (2) Vice Moderator
- (3) Secretary
- (4) Treasurer
- (5) Chair of the Board of Elders
- (6) Chair of the Board of Deacons
- (7) Chair of the Trustees
- (8) Chair of the Board of Disciples Women's Ministry
- (9) Four (4) representatives from the Ministry Council, as provided in the By-Laws
- (10) Three (3) at-large members from the congregation as provided in the By-Laws

- (b) Ex-officio members, non-voting but with the right of discussion, as follows:
  - (1) Members of the church staff, as deemed appropriate by the Moderator of the Board.
  - (2) A representative of any constituent organization as delegated by the organization.

SECTION E: The Ministry Council

(1) PURPOSE

The Ministry Council shall plan and give direction to the ministry teams in administering the church program. It shall perform such duties in keeping with the policies of the Administrative Board and under its direction.

(2) RESPONSIBILITY

It shall be responsible:

- (a) To serve as the church planning body; to study the needs of the congregation; and to evaluate its programs, both on a short term as well as long term basis.
- (b) To arrange and coordinate all church activities and special events.
- (c) To coordinate plans and activities of ministry teams, organizations, and groups for an effective church program.
- (d) To perform such other duties as may be assigned by the Administrative Board.

(3) COMPOSITION

The Ministry Council shall be composed as follows:

- (a) Ministers
- (b) Vice Moderator
- (c) Secretary
- (d) Treasurer
- (e) Chair or co-chairs of each ministry team, as well as the chair of any other council or committee as may be designated in the By-Laws.
- (f) A representative of any constituent organization as delegated by the organization
- (g) Such others as may be specified in the By-Laws

ARTICLE VI.

MINISTERS

SECTION A: Duties

- (1) The Senior Minister shall be the spiritual leader and administrator of the congregation. The Senior Minister shall perform such services as preaching, challenging growth in areas of individual and congregational stewardship, assisting in the selection and training of leaders, encouraging awareness and/or participation in the ecumenical forum of the Church, and shall perform other pastoral and administrative functions as baptisms, weddings, funerals, counseling, and transfers of membership.
- (2) The Administrative Board may recommend to the congregation and the congregation may direct that additional minister(s) or director(s), be employed by the Church.
- (3) The Senior Minister shall develop and coordinate an organizational structure for the administration of the Church, supervise the work of the ministers, reassign responsibilities of minister(s), directors and office staff, and keep the Administrative Board informed of the total ministry of the Church. The Senior Minister shall either

supervise the work of the non-ministerial staff or delegate to another minister the responsibility of staff supervision.

- (4) During the duration of any absence or vacancy of the Senior Minister, all duties assigned by the Constitution and By-Laws shall be transferred to such other persons as designated in the Church's Personnel Policies.

#### SECTION B: Selection and Termination of Employment

- (1) A search committee consisting of not less than seven (7) nor more than eleven (11) members shall serve as a selection committee and recommend a prospective minister to the Administrative Board. The committee shall be appointed by the Moderator, Vice Moderator, and Chair of the Personnel Committee, subject to the approval of the Administrative Board, and shall be representative of the entire congregation. The committee shall present only one (1) candidate for each position. The committee may authorize payment of recruiting expenses as approved by the Administrative Board.
- (2) The Administrative Board shall consider the recommendation of the committee and recommend the prospective minister to the congregation.
- (3) The Administrative Board's recommendation to the congregation must be accepted by at least three-fourths (3/4) of the members present and voting in a regular or special meeting of the congregation before the call may be extended. The employment of an interim minister or ministerial intern shall be made upon such terms and conditions as may be determined by the Administrative Board or as may be set forth in the By-Laws.
- (4) A Letter of Call will be signed by the Minister, the chair of the Personnel Committee, and the Moderator. The term of employment of ministers shall be indefinite but may be terminated by either party in accordance with the Personnel Policies. The Letter of Call setting forth the conditions of employment shall be made in triplicate: one copy for the Minister, one copy for the office files, and one copy for the Chair of the Personnel Committee.

#### ARTICLE VII.

This Constitution may be amended at any annual or special meeting of the congregation by a two-thirds (2/3) vote of the members present and voting on the amendment, providing that written notice of the proposed amendment has been made available to the members of the congregation two (2) weeks prior to the business meeting where the vote is taken, or that the proposed amendment has been read at the regular Sunday service for at least two (2) weeks immediately preceding the business meeting where the vote is taken. This Constitution shall be reviewed at least every five (5) years by a committee appointed by the Moderator.

#### BY-LAWS

The Administrative Board shall adopt By-Laws consistent with this Constitution.

*This Constitution Amended at the December 20, 2020, Annual Meeting of the congregation.*

**CRESTWOOD CHRISTIAN CHURCH  
A CONGREGATION OF THE CHRISTIAN CHURCH  
(DISCIPLES OF CHRIST)**

**BY-LAWS**

**I. CHURCH YEAR**

The church fiscal year shall begin on the first day of January and the church program year shall begin on the first day of July.

**II. ADMINISTRATIVE BOARD**

- A. The Board shall hold regular bi-monthly meetings, usually on the third Wednesday of January, March, May, July, September, and November.
- B. The Board shall hold special meetings as requested by the Moderator or upon request of ten (10) or more members of the Administrative Board. Notice of any special meetings shall be given to members at least seven (7) days prior to the date of the meeting.
- C. The Board may meet and conduct business by virtual means, including video conference or teleconference, when deemed necessary at the discretion of the presiding officer. Virtual meetings must be conducted synchronously. The format of any virtual meeting must provide the same opportunity to attend and participate in the meeting to all persons who would be entitled to do so at any in-person meeting, and notice of the virtual meeting must be given the same as if the meeting were held in-person. The quorum requirement stated in these by-laws applies to virtual meetings. At any time that a quorum is present, a majority of the voting members who are present may vote to adjourn to an in-person meeting, and no further business shall be conducted until the Board meets in person.
- D. At least nine (9) members of the Administrative Board must be present in order to constitute a quorum at all meetings. At the discretion of the Moderator, voting members of the Board may participate in any meeting of the Board by remote, synchronous means and may cast votes the same as if attending in person. Any member so attending shall be included in the quorum count during any time that the member is actually participating by synchronous means.
- E. The Board shall observe a formal order of business, proposed by the Moderator and approved by the Board, or otherwise as follows:
  - 1. Meeting called to order by presiding officer
  - 2. Devotional
  - 3. Approval of minutes of previous meeting
  - 4. Ministerial staff reports
  - 5. Financial reports
  - 6. Reports from ministry teams
  - 7. Reports from regular and special committees and church staff if they desire
  - 8. Unfinished business
  - 9. New business

10. Open listening

11. Benediction

- F. Upon a majority vote, the Board may enter an executive session, in which only voting members of the Board and any other persons specifically designated by the Board may be present. The executive session shall be limited to the consideration of confidential personnel matters. During the executive session, the Board may receive reports and undertake discussions, but may not conduct any votes. The minutes shall note the executive session, but minutes need not be kept of the proceedings that occur during the executive session. Any votes or other actions may only be taken during an open session, and must be noted on the minutes.

### III. THE MINISTRY COUNCIL

- A. The Ministry Council shall hold regular bi-monthly meetings, usually on the third Wednesday of February, April, June, August, and October.
- B. The Ministry Council shall hold special meetings as requested by the Senior Minister, the Moderator, or upon request of three (3) or more members of the Ministry Council. Notice of any special meetings shall be given to the members at least seven (7) days in advance of the meeting.
- C. At the discretion of the presiding officer, meetings of the Ministry Council may take place by any means by which the Administrative Board may meet. In addition, the Ministry Council may conduct business by asynchronous means.
- D. The Vice Moderator shall preside. In the absence of the Vice Moderator, the Vice Moderator may designate another person to preside.
- E. The Ministry Council shall provide four (4) members to serve as voting representatives to the Administrative Board. The Board representatives shall be selected subject to the following rules:
1. Administrative Board representatives must be a member of the Church. No member of the Ministry Council who is otherwise a member of the Administrative Board shall be eligible to be a Ministry Council representative during the same term the member is otherwise serving on the Administrative Board.
  2. No member of the Ministry Council may serve more than two (2) consecutive terms as a Ministry Council representative to the Board. After serving as a Ministry Council representative for two (2) consecutive terms, any person is again eligible to serve in the position following the passage of one (1) program year during which such person does not serve as a Ministry Council representative to the Board. For purposes of this section, partial terms served shall not affect a member's eligibility for future terms.
  3. The Vice Moderator shall appoint the representatives after consultation with as many of the members of the incoming Ministry Council as possible. The Vice Moderator shall report the appointments at the first meeting of the Ministry Council. Should there be any objection to the Board representatives appointed by the Vice Moderator, a vote shall be conducted among the members of the Ministry Council at a meeting during which at least 50 percent of the total members of the Ministry Council (excluding any unfilled position that would otherwise be a member of the Ministry Council) are present. Each member of the Ministry Council may vote for no more than four (4) individuals, and the four persons receiving the highest number of total votes shall be the representatives to the Administrative Board. To the extent possible, the incoming members of the Ministry Council shall be present at the June meeting of the Council and the incoming Vice Moderator shall report the appointment of the Board representatives for the upcoming program year at that meeting, but only incoming or continuing Ministry Council members may vote for the representatives should a vote be required.
  4. In the event that any Board representative of the Ministry Council is unable to complete the term, the Vice Moderator may appoint a replacement to serve the remainder of the unexpired term, provided that any person so appointed must otherwise meet the eligibility requirements set forth herein.



#### IV. DUTIES OF OFFICERS

- A. The Moderator shall call and preside at regular and special meetings of the congregation and of the Administrative Board and shall be a non-voting ex-officio member of all committees and ministry teams. The Moderator may designate the Vice Moderator to serve in the ex-officio capacity on one or more committees or ministry teams.
- B. The Vice Moderator shall call and preside at regular or special meetings of the congregation and of the Administrative Board in the absence of the Moderator and serve as Moderator the following year. The Vice Moderator shall preside at Ministry Council meetings.
- C. The Secretary shall be elected in even-numbered years and keep minutes of regular and special meetings of the congregation, Administrative Board, and Ministry Council, and perform other duties as requested by the Moderator.
- D. The Treasurer shall be elected in odd-numbered years and oversee the financial records and reporting, receive funds of the congregation, disburse funds according to the authority designated by the Administrative Board, serve as a member of the Finance Committee, present a financial report at each regular meeting of the Board, and make an annual report to the congregation. The Treasurer shall supervise the assistant treasurers. The assistant treasurers shall collect all financial receipts as directed by the Treasurer and count, secure, and deposit such receipts into the bank where Crestwood maintains its accounts. They shall perform such other duties as directed by the Treasurer.
- E. The Financial Secretary shall be elected in even-numbered years and keep an individual financial record of each contribution, send out statements quarterly or as directed by the Administrative Board, serve as a member of the Finance Committee, and present reports in summary form (without identification of any individuals) to the Board if requested by the Board.
- F. The Historian shall keep material that may become of historical value and make same available to the Disciples of Christ Historical Society.
- G. The Elders have general oversight of the spiritual life of the congregation, shall assist the minister(s), and shall serve at the Communion Table. The Elders, including those who have served this congregation in that position at any time, shall constitute the Board of Elders. This Board shall consider such matters as may be referred to it by the Administrative Board and such other matters as it desires to consider on its own initiative, making recommendations thereon to the Administrative Board or the minister(s). The Board of Elders shall meet regularly and upon call by the Chair. A Chair and Vice Chair, for a term of one year, shall be elected at the beginning of each church year.
- H. The Trustees shall be the legal agents of the Church and shall act on behalf of the congregation through the Administrative Board. They shall hold title to properties and shall act in all transactions as legally required. The Trustees may recommend to the Board for approval of policies and practices related to gifts and bequests and provide counsel and advice regarding estate planning to benefit the Church. The Trustees shall arrange for and present an Annual Report to the Administrative Board regarding 1) the conditions of all physical facilities and grounds, 2) the status of endowments and trust funds, and 3) the integrity of the Church (including the Crestwood Childcare Center) financial records. The Trustee serving the final year of the term shall act as Chair and serve on the Administrative Board.
- I. The Deacons shall prepare and care for the communion service, distribute the Lord's Supper, receive the offerings. Each Deacon shall serve as a member of a ministry team or otherwise actively serve the congregation. The Deacons shall organize prior to the beginning of each program year to carry out their duties.
- J. Inasmuch as the officers are elected by the congregation after having indicated their willingness to perform their responsibilities, they are expected to regularly attend meetings and their resignation may be requested on failure or inability to perform their responsibilities.

V. MINISTRY TEAMS, COMMITTEES, COUNCILS, TASK FORCES AND CONSTITUENT ORGANIZATIONS

- A. The administration of the program of the congregation shall be delegated to the following Ministry Teams
- a. The purpose and duties of the ministry teams shall be as described in this subsection. Each ministry team shall organize to conduct the activities for which it is responsible, meet regularly, and plan its general program. The ministry team shall administer its program in cooperation with other ministry teams. Written reports shall be made at each regular Administrative Board meeting and submitted to the church office prior to the meeting. The Nominating Committee, with the advice of the Ministers and the current ministry teams, shall select the ministry team chairs from the members of the congregation. Each ministry team shall select a Vice Chair.
    1. Adult Education - This ministry team shall provide opportunities for Christian education and spiritual growth for adults, and shall establish and assist small groups among members who share a common interest to learn and build friendships.
    2. Caregivers - This ministry team shall provide care, comfort, fellowship, and food to those who are ill, homebound, or new members. They shall offer meal service at the church or the home for families of deceased church members.
    3. Children - This ministry team shall oversee the nursery program in order to provide a safe, clean, welcoming, and loving environment for children from birth through three years, and provide for Christian education and spiritual growth and development for children ages three years through fifth grade.
    4. Connections - This ministry team shall cultivate a spirit of evangelism and church growth within the Church, reaching into every age and place of the Christian life, direct special evangelistic programs, provide a coordinator of public relations for the local church programs and events, and coordinate a greater ministry.
    5. Disciples Women's Ministry - This ministry team shall provide a program for all women in the congregation who wish to participate, to provide opportunities for spiritual growth, enrichment, education, and creative women's ministries.
    6. Fellowship - This ministry team shall promote fellowship among church members by coordinating church-wide fellowship dinners and other social activities as desired. It shall establish and facilitate a variety of sporting activities that encourage fellowship among members, and also coordinate use of the gym for sports activities. The ministry team shall also coordinate special receptions for church events.
    7. Library - This ministry team shall provide materials to enhance and support the overall program and educational curriculum of the congregation, to enrich the spiritual growth of its members, and to promote an awareness of all available printed materials, publications, and audio-visual resources. It shall manage the materials housed in the library including associated electronic systems.
    8. Local Outreach - This ministry team shall be responsive to the needs and concerns of the local community, direct the attention of the congregation to the social and moral issues which confront both church and society, involve the congregation in personal and financial ways to meet human needs, and shall prepare and administer the ministry team budget.
    9. Shalom and Social Justice - This ministry team shall be responsible for informing and presenting information to the congregation of current peace and social justice issues, both local and worldwide.
    10. Stewardship - This ministry team shall have primary responsibility for developing and administering ongoing education programs to enhance the congregation's appreciation, awareness, and commitment to Christian stewardship. It shall coordinate the stewardship campaign annually. It shall educate the congregation regarding the Endowment Fund and shall encourage gifts to support it. The Stewardship Chair shall serve on the fiscal year calendar.

11. World Outreach - This ministry team shall focus on the mission of the Church both in the local and world communities by promoting denominational causes, sponsoring and supporting ecumenical concerns, determining a plan of participation in ministries of reconciliation, encouraging and providing educational opportunities for the congregation, and shall prepare and administer the ministry team budget.
  12. Worship - This ministry team shall be responsible for congregational worship, pulpit supply in the absence of the Senior Minister, baptisms, music, ushering, and the encouragement of devotional life among individual members and within families.
  13. Young Adult - This ministry team shall minister to Crestwood's college-age and other young adults, and offer opportunities for worship and fellowship to Lexington college students.
  14. Youth - This ministry team shall provide opportunities for Christian education for youth from sixth through twelfth grade (church school). It shall provide further opportunities for Christian education, spiritual growth, and fellowship for youth by JYF, Chi Rho, and CYF programming.
- B. Other business of the Church shall be delegated to the following committees and councils. The purpose and duties of the committee or council shall be as described in this subsection. Written reports shall be made at each regular Administrative Board meeting and submitted to the church office prior to the meeting. Each committee or council shall have such other duties and make such other reports as may be designated from time to time by the Board.
1. Childcare Council
    - a. The Childcare Council shall consist of the following members:
      - i. A Chair, selected by the Nominating Committee. The individual in this position shall serve for a term of two (2) years coinciding with the program year of the Church. The Chair is responsible for organizing and overseeing Council activities and working with others to ensure the Center is fulfilling its purpose. The Chair shall provide periodic reports regarding the financial and operational status of the Center to the Administrative Board and Finance Committee.
      - ii. The Director of the Center.
      - iii. The Assistant Director of the Center.
      - iv. The Senior Minister or designee.
      - v. The following individuals, who shall be selected by the Council Chair and Senior Minister.
        - A. A Vice Chair, who shall assist the Chair and act in the Chair's absence, and carry out other duties as assigned.
        - B. A representative of the Finance Committee chosen with the consent of the Finance Committee Chair.
        - C. At least two parents of children enrolled at the Center.
        - D. At least two 'at large' members selected from the congregation.
      - vi. The Church Treasurer and representatives of ministry teams or committees with an interest in the operation of the Center (e.g. Property Committee, Personnel Committee, etc.) may be invited to attend Council Meetings when necessary, but shall not be members of the Childcare Council.

- b. The Childcare Council shall oversee the administration of, and act as a planning and policymaking body for, the Childcare Center. It has sole jurisdiction over Childcare Center operations except otherwise specified within these By-Laws.
  - c. The Childcare Council shall meet monthly and at such other times as directed by the chair, to carry out the following specific duties:
    - i. The Council shall administer the Childcare Center consistently with its purpose to provide affordable care, love, and support for children and families in need of regular childcare. The Center is operated by the Church as a service to the community.
    - ii. The Council shall select and terminate the Director of the Center, in consultation with the Senior Minister, subject to the approval of the Administrative Board.
    - iii. The Center shall maintain separate accounts. The Childcare Council shall develop and oversee the Center's budget, including rates of pay for all employees, subject to annual review by the Finance Committee and approval by the Administrative Board. The Council will review monthly financial reports reflecting the income, expenditures, and general status of the Center as compared to the approved budget. The Center shall make all reasonable efforts to pay all expenditures from its revenue.
    - iv. The Center's fiscal year shall coincide with that of the Church.
    - v. The Council shall ensure that personnel files are maintained at the Center for all employees of the Center.
    - vi. The Council shall review and approve the Center's Personnel Policies Manual, which outlines personnel policies unique to the Childcare Center, and shall be made available to all employees. The Center's personnel policies serve as a supplement to the personnel policies of the Church and shall be reviewed annually and updated as appropriate. To ensure compatibility with Church personnel policies, all updates shall be provided to the Personnel Committee prior to distribution. Any unresolved concerns between the Personnel Committee and the Childcare Council regarding specific policies shall be brought to the Administrative Board for resolution.
    - vii. The Council shall review and approve the Handbook for Parents and Families which outlines the operating policies and procedures of interest to parents and families of children enrolled at the Center. The Council shall ensure the Handbook is updated annually and is available electronically on the Center's website. (A copy of the Handbook is to be provided to all parents of newly-enrolled children.)
  - d. The Director of the Center shall report to the Senior Minister. The Director shall be responsible for hiring and terminating all other employees of the Center, for ensuring that all job descriptions are accurate, and for conducting annual performance reviews of Center employees. In addition, the Director shall ensure that the Childcare Council is kept aware of relevant personnel issues.
  - e. The chair of the Childcare Council shall be a member of the Ministry Council. The chair may opt to designate another person to serve in place of the chair on the Ministry Council for the term coinciding with the program year of the Church.
2. Endowment Committee – The purpose of the Endowment Committee is to:
- a) administer the investment of endowment assets
  - b) review endowment activities at least quarterly
  - c) determine the appropriate distribution of income for ministry in accordance with donor wishes, church priorities state law or congregational policy

- d) organize and promote the Crestwood Legacy Society
- e) perform other duties as delineated in the Endowment Fund policy.

Members of the Endowment Committee are trusted members of the church who have demonstrated integrity, leadership, love of the church, commitment to Crestwood's ministries, a willingness to learn about investing and managing the endowment, and openness to mentoring and encouraging church members to consider legacy gifts.

The Endowment Committee shall consist of five members, one of whom shall be nominated by the Nominating Committee each year for a term of five (5) years. The Endowment Committee will report to the Administrative Board at least annually. An Endowment Committee member may serve two (2) consecutive terms.

- 3. Faithful Planning Committee - This committee shall create a formal five (5) year plan of action for the Church with input and approval from the congregation. It shall communicate the plan to church leaders and the congregation and monitor it annually to review progress.
- 4. Finance Committee - This committee shall direct the Church's financial program, -and supervise the preparation and oversight of the budget. The committee will ensure an annual external review of the Church and Childcare Center using a set of Agreed Upon Procedures, approved by the Trustees, to document the financial integrity of the Church (including the Crestwood Childcare Center.) The committee shall adopt such financial procedures and processes deemed necessary or advisable and conduct periodic reviews of these procedures and processes, at least annually, to assure compliance. The committee shall report the results of these reviews annually to the Administrative Board.
- 5. Nominating Committee - This committee shall consist of nine (9) members who shall serve for three (3) years each. Each year, the moderator shall appoint two (2) new members with approval of the Administrative Board, and the third new member shall be the immediate past Moderator. The past Moderator shall serve as chair of the committee during the second year of his or her term. In the event a past Moderator ceases to serve on the committee, the Moderator shall select another person to serve, with approval of the Administrative Board. The Committee shall nominate officers of the Church, Deacons, and three at-large members of the Administrative Board. The Nominating Committee shall report candidates for ordination as Elders, as selected by the Board of Elders, to the congregation for election. Except for those chairpersons whose selection is otherwise provided for by these By-Laws, the Committee shall select the chairs of ministry teams, Deacons, committees, councils, and other groups, with the advice of the Ministers and the current ministry team and committee chairs. The Committee shall act promptly to fill all vacancies in offices for which it has the power of selection.
- 6. Paul Hunt Bowman Scholarship Committee - This committee shall be responsible for developing plans for allocating funds donated to the Church for the purpose of encouraging and supporting ministerial students and prospective ministerial students. The committee, in consultation with the Senior Minister, may recommend the establishment of church internships or other experiential learning programs and shall recommend candidates to the Personnel Committee for filling any such paid positions.
- 7. Personnel Committee
  - a. The Personnel Committee shall be composed of nine (9) persons, each serving a three (3) year term. Three members shall be appointed by the Moderator each year and approved by the Administrative Board. The members shall elect the Chair to serve for the next program year.
  - b. The committee shall:
    - i. Recommend personnel policies to the Board and periodically review said policies to determine that said policies are in accord with existing laws and regulations.
    - ii. Evaluate annually each minister in accordance with the job description for said minister, report the results of said evaluation to the minister. The committee may delegate evaluations

of any minister other than the Senior Minister to the Senior Minister, in which case the Senior Minister shall report the results of all such evaluations to the personnel committee.

- iii. Recommend salaries or rates of pay for all personnel other than employees of the Childcare Center to the Finance Committee during the annual budgeting process . The committee shall research salaries paid for similar positions in other churches, and shall consider the terms of any Letter of Call or Terms of Employment of any minister or other employee.
- iv. Maintain personnel files for all personnel with the exception of those employees in the Childcare Center, whose files shall be maintained at the Center. The files for ministers shall include copies of the Letter of Call executed with said Minister pursuant to the Constitution. The files for non-ministerial staff shall include copies of the Terms of Employment.
- v. Prepare job descriptions for all personnel, including the Ministers. Periodically review those descriptions with the Senior Minister and draft any necessary changes. Submit said descriptions to the Administrative Board for approval.
- vi. Review and recommend to the Board all insurance and other benefits for employees, including ministers.
- vii. Hire and terminate all non-ministerial staff, other than employees of the Childcare Center, upon recommendation of the Senior Minister. The Committee shall report the hiring, termination, and change in part-time or full-time employment status, to the Administrative Board before the next regular meeting of the Board. At its option, the Personnel Committee may delegate the authority to hire and terminate employees without the advance approval of the Committee. The delegation shall only apply to part-time positions specified by the Personnel Committee and shall be delegated only to the Senior Minister and any other employee of the Church designated by the Senior Minister. The Committee shall approve the Terms of Employment for all new employees, and any subsequent changes to those Terms of Employment.
- viii. Coordinate with the Childcare Council to carry out all duties related to the Childcare Center assigned to the Personnel Committee pursuant to subsection (B)(1) of this section.
- ix. Covenant to keep all committee proceedings, all personnel information, and any personal or sensitive information of church employees confidential, and not to disclose any such information to any other member of the congregation or to the public.

8. Property Committee - This committee shall be responsible for the care and maintenance of all properties of the Church, for keeping all real property and all equipment in proper condition, for studying needs and for making recommendations to the appropriate minister regarding custodial tasks, and providing care for the grounds. The chair of the Property Committee shall be a member of the Ministry Council.

9. Technology Committee - This committee shall be responsible for meeting technology needs of the Church, including worship services, church programs, ministerial, and office staff. The team takes pictures of new members and oversees upkeep of the Technology storage room. The committee shall ensure that any person who has access to any electronic database or system of the Church shall covenant to keep confidential all personnel information, financial information, and any other personal or sensitive information collected by the Church, and not to disclose any such information to any other member of the congregation or to the public.

C. Task Forces - Task forces may be appointed by the Moderator as needed for specific short-term tasks.

D. Constituent Organizations - Constituent organizations are any organizations formed by the Administrative Board consistent with the Church Constitution, Article V, Section D(2)(f). In its discretion, the Administrative Board may appoint one or more persons to serve as a liaison between the Church and any constituent organization in order to facilitate communication and coordination between the Church and the

constituent organization. The liaison shall serve for a term specified by the Administrative Board, or in the absence of any such specification, shall serve until such time as the liaison resigns or is replaced.

VI. EMPLOYMENT OF INTERIM MINISTER OR MINISTERIAL INTERNS WITHOUT CONGREGATIONAL APPROVAL. Should there be a vacancy in the position of Senior Minister, or an expected prolonged absence of the Senior Minister due to sabbatical, illness, temporary disability, parental leave, or any other reason, the Administrative Board may authorize the hiring of an interim minister. The Administrative Board may also authorize the hiring of ministerial interns. Either position may be filled without approval of the congregation, subject to the following rules:

- A. The Board should seek the input of the Personnel Committee and the Finance Committee regarding the terms of any such call. These terms of employment shall specify the scope of duties assigned to any such person and the expected amount of time such person is expected to devote to the assigned duties at Crestwood. The duties of the interim minister need not be the same as the duties of the Senior Minister.
- B. The Board shall authorize any payments related to an interim minister or ministerial intern, unless those payments are provided for in the current personnel budget, in which case they may be directed by the Personnel Committee as with compensation for other employees.
- C. If any associate minister is assigned additional duties in the absence of the Senior Minister, the Board shall consider whether a commensurate increase in compensation is warranted for any such associate minister during the time of absence of the Senior Minister. In exercising any such option, the Board shall be mindful of the resulting workload of any associate minister, and shall seek to avoid any assignments that overextend any associate minister to the detriment of the associate minister or the congregation.

VII. VOTING REPRESENTATIVES OF THE CONGREGATION FOR REGIONAL and GENERAL ASSEMBLIES

Voting representatives shall be appointed by the Moderator and approved by the Administrative Board.

VIII. USE OF CHURCH FACILITIES

- A. Church groups or members shall schedule meetings and functions on the Church calendar so as not to conflict with other uses.
- B. Use for non-church purposes may be approved subject to the following procedure:
  - 1. A request for use for a short term activity may be approved by the Senior Minister or his/her designee. Such request shall be in writing.
  - 2. A request for use for an ongoing activity must be in writing and must be approved by the Administrative Board.
  - 3. Use for non-church purposes shall not unreasonably affect use of church properties by church groups and members.
  - 4. An applicant may be required to pay a reasonable charge to cover expenses.

IX. ELDERS

- A. The Chair of the Elders shall serve on the Administrative Board.
- B. The Board of Elders shall nominate new Elders as it deems advisable. The nominees shall be reported to the Nominating Committee for inclusion in the slate of officers submitted to the congregation for approval.
- C. Emeritus Status - Any Elder who, upon retirement from active service at the table, and whose service and dedication to this Church as an Elder has been exceptional and at least 15 years in length, may be elected to the honorary position of Elder Emeritus for life. The Board of Elders shall recommend Elders for this honor to the Administrative Board for approval.

X. DEACONS

The number of Deacons elected each year shall be twenty (20).

XI. GENERAL COUNSEL. The Board may elect to appoint a General Counsel to advise the Administrative Board, ministers, and staff on the legal rights and obligations of the Church. The Board may authorize any compensation as agreed to between the Board and the General Counsel. The General Counsel shall not be a Trustee and shall not hold any office that results in the General Counsel being a member of the Administrative Board.

XII CANCELLATION OF CHURCH ACTIVITIES. The ministerial staff in consultation with the Moderator or any other person designated by the Moderator may cancel services or other activities of the Church in the event of inclement weather, recommendations of public authorities, or other conditions that warrant temporary suspension of any Church activity in the interest of the health and safety of Church members or the community. Closure of the Childcare Center shall follow those procedures as outlined in the Center's Handbook for parents and families.

XIII. AMENDMENTS

These By-Laws may be amended by a two-thirds (2/3) vote of the members of the Administrative Board present in regular or special meeting and voting, provided the proposed amendment has been submitted in writing to the membership of the Administrative Board at least two (2) weeks prior to the vote thereon. These By-Laws shall be reviewed at least every five (5) years by a task force appointed by the Moderator.

*These By-Laws Amended at the November 18, 2020, Administrative Board Meeting.*