



Constitution

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Amended January 30, 2021

CONSTITUTION
of
THE FIRST COMMUNITY CHURCH
of Columbus, Ohio

(Incorporated Under the Laws of the State of Ohio)

Article I
GENERAL PROVISIONS

Section 1: Name

The name of this Church shall be THE FIRST COMMUNITY CHURCH OF COLUMBUS, OHIO (the Church).

Section 2: Statement of Purpose

We are called together as a congregation of believers and as followers of Jesus Christ. It is our purpose to work and continually live by the love of God.

We accept the message of the Bible and are committed to sharing the good news of Jesus Christ through worship that is enriched by the breadth of Christian tradition, education that nurtures faith through all its stages, fellowship that reaches out with acceptance and love for all persons, and prayer that keeps us ever open to the working of the Spirit.

We believe that our response to the needs of all people requires the responsible dedication of ourselves and our material resources. We are committed personally and corporately to proclaiming the love of God in our community, and the world through service to others, through our support of efforts to bring wholeness, dignity and justice to all people; and through our

willingness to make public statements on matters of Christian faith and conscience.

We are committed to working with other Christian churches and to promoting a spirit of ecumenical participation among people of all faiths.

Pursuant to this purpose there shall be public worship on each Sunday and other days as deemed necessary, and a communion service at least once each quarter of the year.

Section 3: The Statement of Faith

The church professes faith in God as creator, redeemer and guiding spirit. This faith is fully articulated in the creedal statements of the denominations with which the Church is affiliated. The Church summarizes its faith as follows:

I believe in the living God, the creator of all humankind. I believe in Jesus Christ as revealed to me in the Bible as the Lord and Savior of my life and the world. I accept, as the guiding principles of my life and conduct, the teachings of Jesus, who, when asked, "What is the greatest commandment?" said: "You shall love the Lord your God with all your heart and with all your soul and with all your mind; and the second is like unto it; you shall love your neighbor as yourself."

Section 4: Form of Government

This Church, having been incorporated under the laws of the State of Ohio, shall be governed and administered in accordance with this Constitution.

Section 5: Church Year

The Governing Board shall set the fiscal year of the Church.

Article II MEMBERSHIP

Section 1: Qualification

Any individual may become a member of the Church by accepting the Statement of Faith of the Church either in public worship or private meeting with the Senior Minister or the Senior Minister's ordained clergy designee.

Section 2: Rights and Duties of Members

All members shall have equal rights in the governance of the Church and its programs who support the worldwide faith community and the Church, by actions and conduct, participation in worship and/or programs, and support, including financial, to the best of the member's ability shall be deemed in good standing.

Section 3: Termination of Membership

A member may terminate membership in the Church by submitting a letter of resignation. The Governing Board may terminate the membership of a member who has failed to fulfill their membership duties as described in Section 2 of this Article by a vote of two-thirds majority of the Governing Board.

Termination of membership may also be effected in accordance with Section 4 of this Article.

Section 4: Membership Rolls

The Governing Board may cause the membership rolls of the Church to be reviewed periodically for the purpose of assuring that such rolls accurately reflect the status of the Church membership. If upon such review, it appears that any member has failed to fulfill their membership duties as described in Section 2 of this Article for a significant

period of time as defined by the Governing Board, and if it further appears that efforts to reactivate such member has been unavailing, the Governing Board may thereupon terminate the membership of such member.

Article III

MEETINGS OF THE MEMBERS

Section 1: Annual Meeting

An annual meeting of the members of the Church shall be held after the end of each fiscal year set by the Governing Board in each year. If not so fixed, the annual meeting shall be held on the fourth Monday of the month immediately following the end of such fiscal year. The purposes of the annual meeting shall include the election of members of the Governing Board, Diaconate and members of the Nominating Committee, a report on the fiscal affairs of the Church, the receipt of any other written or oral reports as are required under this Constitution or as may be requested by the Governing Board or the Chairperson of the meeting, and the transaction of such other business as may properly come before the members of the Church at such meeting.

Section 2: Special Meetings

Special meetings of the members may be called at any time by the Governing Board or upon written request to the Governing Board by at least one hundred members of the Church.

A request for a special meeting shall state the reasons therefore and the business proposed to be transacted at such meeting. The Secretary of the Governing Board shall arrange for such meeting to be held, with respect to a special meeting called by the Governing Board, on the date established by the Governing Board or, with respect

to a special meeting held upon written request of at least one hundred members of the Church no later than forty-five days from the date of the receipt of the request. The business of the special meeting shall be limited to the business stated in the notice of the meeting.

Section 3: Meeting Notice

Notice of all annual or special meetings of the members of the Church shall be given to members by the Secretary of the Governing Board in writing not less than twenty days and not more than forty days prior to the meeting. Such notice shall be given either by electronic means or by including the notice in a regular or special edition of the Church- publications or by posting on the Church website. The notice shall state the place, date, time and purposes for which the meeting is called.

Section 4: Presiding Officer; Secretary

At all annual and special meetings of the members the Chairperson of the Governing Board or, in his/ her absence, the Vice-Chairperson of the Governing Board, or in the absence of both, any member of the Governing Board present as may be elected by a majority of the Church members present, shall preside at, fix the order of, and direct the business of the meeting. The Secretary of the Governing Board shall act as the secretary of such meetings and cause the minutes thereof to be kept and reported.

Section 5: Quorum: Rules of Order

The members present at an annual or special meeting shall constitute a quorum for the transaction of business or other actions to be considered at such meetings. All elections and other matters to be determined shall be decided by a majority of those members voting, except as otherwise herein specifically provided. *Roberts' Rules*

of Order shall be followed for the orderly transaction of business at all annual and special meetings.

Article IV GOVERNING BOARD

Section 1: Authority and Responsibility

The Governing Board shall have full authority to act in the name of the Church and on behalf of its members with respect to all matters affecting the Church, except as expressly reserved to the members or otherwise limited herein. The Governing Board shall be responsible for the oversight of the ministries and programs of the Church, the conduct of its business affairs, and the control and possession of its property.

Section 2: Members; Qualification; Term

The Governing Board shall consist of fourteen members, comprised of four members elected by the members of the Church each year as provided in Section 4 of this Article IV the Chairperson, and the Immediate Past Chairperson. All voting members of the Governing Board shall be members in good standing as defined in Article II, Section 2 of this Constitution and shall have demonstrated financial support to the Church.

Except for the Chairperson, the term of office of each elected member of the Governing Board shall be three years. The member who is eligible to be elected Chairperson is selected from those who have served on the Governing Board for at least one year and after serving one year as the Vice Chairperson, that person will become Chairperson for a term of one year beginning with the Governing Board meeting immediately after the annual meeting. The Chairperson shall continue as a voting member and, regardless of the year or years of

such service, shall be a voting member for one additional year as Immediate Past Chairperson. Accordingly, the member elected Chairperson may serve for a maximum term of five years.

Each member of the Governing Board shall have the right to vote except as otherwise provided in this Constitution. A person who has served at least two full years as an elected member of the Governing Board shall not be eligible for re-election to that position for two years after the expiration of that person's previous term.

Section 3: Members Ex-Officio

There may be ex-officio members of the Governing Board as provided herein, who may attend all meetings and take part in all discussions, except as otherwise herein provided, but shall not have the right to vote.

Section 4: Election of Members; Vacancies

At each annual meeting, the members of this Church shall elect four members of the Governing Board from nominees selected by the Nominating Committee as herein provided or nominated from the floor.

In the event a vacancy should occur on the Governing Board during a term of any member or members of the Governing Board, the Nominating Committee shall furnish to the Governing Board the names of one or more nominees for each such vacancy. The Governing Board shall appoint one such nominee to fill each such vacancy until the next annual meeting, at which time the members of the Church shall elect a successor to fill any such vacancy for the remainder of the term.

Section 5: Organization

The Governing Board shall meet periodically at the call of the Chairperson, and at a minimum of at least six times a year. It shall prescribe its own rules of procedures, not inconsistent with this Constitution or the Articles of Incorporation of the Church.

Section 6: Implementation of Program Responsibilities

The Governing Board, after consultation with the Senior Minister, may appoint the chairpersons, who shall be members in good standing, as defined in Article II, Section 2 of this Constitution, of all commissions, councils, committees, and boards established by it pursuant to Section 5 of this Article and may appoint the members thereof. The Governing Board may receive recommendations with respect to such appointments and act, or may act upon its own initiative. The Governing Board reserves the right to remove a member of any commission, council, committee, or board.

All commissions, councils, committees, and boards shall conduct their activities and carry out their responsibilities pursuant to and in accordance with written bylaws for each commission, council committees or board as approved by the Governing Board.

Section 7: Implementation of Business Responsibilities; Property

The Governing Board, in its fiduciary capacity, may buy, sell, lease, rent or mortgage all Church property, real and personal, including intangibles; provided, however, that the Governing Board shall sell and cease operations at 1320 Cambridge Blvd Columbus (South), 3777 Dublin Road Columbus (North), 29746 Logan Hornsmill Rd, Logan (Camp Akita) or mortgage real property of the Church only after first obtaining approval of such sale or

mortgage at an annual meeting or at a special meeting of the members of this Church. The Governing Board shall control the use of Church property for all purposes and shall keep it insured and maintained.

Section 8: Implementation of Business Responsibilities; Fiscal

The Governing Board shall oversee the control and accounting for the collection, management, and disbursement of all funds of the Church. Disbursements shall be made either by the Treasurer or by the Executive Director of Operations, or its equivalent, acting in accordance with authority specifically granted by the Governing Board. The financial statements of the Church shall be audited annually, and a report thereof shall be made to the Governing Board.

The Governing Board shall ensure that a budget for the ensuing year is presented at each annual meeting. Pursuant to this responsibility, the Governing Board shall consult with the Senior Minister, the staff, and such commissions, councils, boards, and committees, as it shall deem necessary. No indebtedness or obligation shall be incurred on behalf the Church except under procedures overseen by the Governing Board.

The Governing Board shall oversee the funding of the operation of the Church and its programs. Pursuant to this responsibility, the Governing Board shall make such arrangements, as it shall deem necessary to secure endowments, gifts and commitments.

Article V

THE MINISTERIAL STAFF

Section 1: The Senior Minister

The Senior Minister shall be responsible for the spiritual life and leadership of the Church. It shall be the duty and responsibility of the Senior Minister to exercise pastoral oversight of the congregation, to teach and preach the Word of God, to administer the sacraments, to cultivate in the congregation the life of stewardship and service, and to display the ministry of Jesus Christ in the Senior Minister's own life and work.

The Senior Minister shall be a pastoral member in good standing of a Protestant Christian denomination. The Senior Minister shall be the head of the Staff and shall have the responsibility and the necessary authority pursuant to the directions of the Governing Board in carrying out the mission of the Church. The Senior Minister is responsible to administer, direct, and oversee the programs and business of the Church with and through the members of the Staff as deemed necessary. The Senior Minister shall be an ex-officio member of the Governing Board, all boards, councils, and committees of the Church and may consult with them in furtherance of the purpose, government, programs, and business of the Church.

The Senior Minister shall employ and dismiss or delegate authority to employ or dismiss employees of the Church. In carrying out these responsibilities, the Senior Minister shall consult with the Chairperson of the Governing Board or the Executive Committee with respect to the hiring or dismissal of any ordained person, as defined in Article V, Section 2 or the Executive Director of Operations, as defined in Article V, Section 1.

The Senior Minister shall employ an Executive Director of Operations, or its equivalent to serve under the Senior Minister in the administration of all routine business and operations of the Church, and to serve as Secretary to the Governing Board. The Secretary will be an ex-officio member of the Governing Board, as defined in Article IV, Section 3 of this Constitution.

Candidates for the position of Senior Minister shall be considered according to procedures devised by the Governing Board. Recommendation of a nominee for the position of Senior Minister shall be made by the Governing Board at a special meeting of the members of the Church called specifically for that purpose. The nominee shall be issued a call if affirmed by the vote of three-fourths of the members of the Church in attendance at such special meeting.

If the Senior Minister wishes to dissolve the pastoral relationship with the Church, the Senior Minister shall tender a written request for dissolution to the Governing Board, and the Governing Board shall act thereon as soon as practicable thereafter.

Proceedings for the removal of the Senior Minister may be instituted either by the Governing Board on its own motion or by petition to the Governing Board signed by not less than ten percent of the members, as defined by Article II, Section of this Constitution. In the event such proceedings are instituted by petition, the Governing Board shall first hear the evidence in support of the claim made and the defenses offered and shall formulate a recommendation for submission to the members regarding the proposed removal. Regardless of how initiated, the question shall be submitted to the members at a special meeting called pursuant to Article III for the purpose of voting on the recommendation of the

Governing Board. At such meeting, said recommendation shall be for full discussion. Removal shall require the affirmative vote of three-fourths of the members of the Church present at such meeting.

Section 2: Ordained Persons

The Senior Minister and all other ordained persons who serve as members of the clergy of the Church shall be pastoral members in good standing of a Protestant Christian denomination. Such persons will be expected to preach the Word of God, administer the sacraments, and share in general pastoral responsibilities in addition to areas of specific assignment. They shall maintain their ordination credentials.

The Senior Minister may establish and confer designations of ordained persons (such as Associate Minister, Assistant Minister, or similar designations) to the extent such designations are not inconsistent with the denominational orders of the ordained persons. The Governing Board may, under such terms and conditions as it deems appropriate, confer upon retired staff ministers the title of Minister Emeritus.

Article VI DIACONATE

There shall be a Diaconate responsible for the ecclesiastical and spiritual life of the Church working in cooperation with the Ministerial Staff. The Diaconate shall be structured and shall operate under bylaws approved by the Governing Board.

Article VII

CHURCH TREASURER

Section 1: Authority and Duties

The Church Treasurer shall represent the members of the Church in all fiscal matters of the Church. The financial accounts and financial accounting of the Church shall be overseen by the Finance Committee, which is defined in the By-Laws of the Governing Board. The Treasurer or their delegate shall report on income and expenditures of the Church at each meeting of the Governing Board and shall perform such other duties as are normally incumbent upon a treasurer or designated by the Governing Board. The Treasurer shall be the Chairperson of the Finance Committee.

Section 2: Nomination; Election; Term of Office

A member of the Governing Board, shall be elected by a majority of the Governing Board to serve as Treasurer. The Treasurer shall be a voting member of the Governing Board. The Treasurer shall consult with the Governing Board, the Senior Minister, the Executive Director of Operations, or its equivalent, and others employed in the business office on matters of fiscal policy of the Church.

Candidates for Treasurer shall be selected from members of the Governing Board. The Treasurer shall be elected by a majority of the members of the Governing Board present at the first meeting of the Governing Board after the annual meeting of the Church.

The term of office of the Treasurer shall be one year, commencing immediately after election. The Treasurer shall not serve more than three successive terms.

Section 3: Vacancy

In the event the position of Treasurer should become vacant during a term of office, the Governing Board shall elect a new Treasurer, in accordance with Article VII, Section 2 of this Constitution.

Article VIII NOMINATING COMMITTEE

Section 1: Definition; Purpose

The Nominating Committee shall be a committee representing and elected by the members of the Church. The Committee's function shall be to select and nominate candidates for the Governing Board and the Diaconate. The number of nominees presented by the Committee shall be equal to the number of vacancies to be filled, unless the Governing Board shall direct that a greater number be nominated.

Section 2: Number; Qualification; Term of Office

The Nominating Committee shall be composed of twenty-four members of the Church who are members in good standing in accordance with Article II, Section 2 and active for a sufficient length of time to know and appreciate the programs and the business of the Church. The term of office of members of the Nominating Committee shall be two years, and no member shall serve two successive terms. Terms of one-half or twelve of the members of the Nominating Committee shall expire at each annual meeting.

Section 3: Nomination Election

Each year at the annual meeting, the Governing Board shall report to the members assembled, a list of twenty-four candidates for the Nominating Committee selected

by the Governing Board as qualified to serve on the Nominating Committee including up to twelve names submitted by the Church's current Boards, Councils and Committees, up to six submitted by the current Governing Board and up to six submitted by the current ordained clergy or by members in good standing, as described in Article II, Section 2.

The members of the Church present at the annual meeting shall vote by secret ballot for up to twelve of the said candidates. The twelve candidates receiving the most votes shall be declared elected as members of the Nominating Committee for the two-year term next ensuing.

Section 4: Organization

The Nominating Committee shall hold its initial meeting no later than the fourth full month following the annual meeting. The Committee shall elect officers and may adopt its own rules of procedure not inconsistent with this Constitution.

Section 5: Duties

It shall be the duty of the Nominating Committee to select such nominees as may be required by this Constitution. In the performance of these duties, the Nominating Committee shall consult with the Senior Minister and such other persons as it shall deem proper. The Nominating Committee shall endeavor to assure that the nominees for the Governing Board and the Diaconate are generally representative of the makeup and interests of the congregation and are knowledgeable about the office for which they are nominated.

The Nominating Committee shall report its slate of nominees to the Governing Board and the Diaconate at the Governing Board's regular meeting held two months

prior to the annual meeting. It shall cause the slate of nominees to be included in the regular Church publications for at least two weeks prior to the annual meeting.

The Chairperson of the Nominating Committee shall present the names of the nominees at the annual meeting and the Committee shall provide the proper ballots and supervise the election.

Article IX POWER OF REPRESENTATION

No person shall have the power to in any way bind or otherwise obligate this Church to any policy, course of action or financial obligation unless such power is expressly granted herein or authorized by the Governing Board.

Article X AMENDMENTS

Section 1: Proposal of Amendments

Any and all amendments to this Constitution or the Church's Articles of Incorporation may be proposed by the Governing Board or by petition signed by at least one hundred members setting forth in concise terms the proposed amendment. A meeting of the members of the Church to consider an amendment proposed by petition shall be held not more than ninety days from the date of the receipt of such a petition. At such meeting, the members of the Church shall be advised of the recommendation of the Governing Board.

Section 2: Voting; Notice

Amendments proposed under Article X, Section 1 may be adopted at any annual meeting or special meeting

of the members of the Church by a two-thirds vote of the members present. The full text of the proposed amendment shall be posted in a conspicuous place in the Church and on the Church website during the entire meeting notice period, and a copy thereof shall be furnished to any member of the Church upon request.

Article XI

TRANSITIONAL PROVISIONS

Section 1: Purpose of Article

The provisions of this Article relate to the transition from the Constitution in effect as of January 30, 2021 (last revised on January 31, 2010) to the provisions of this amended Constitution. Where inconsistent with the foregoing Articles in this Constitution, the provisions of this Article shall constitute exceptions thereto.

Section 2: Effective Date of Amendment

Upon its adoption, this amended Constitution shall become effective on the 30th day of January, 2021 and shall supersede in its entirety the Constitution of the Church theretofore in effect, except as these transitional provisions require later implementation.

Section 3. Transition of Governing Board.

The provisions of Article IV, Section 2 of the Constitution reducing the number of Governing Board members from fifteen to twelve shall be implemented beginning February 1, 2022; which shall be the first year with respect to which the number of Governing Board members elected at the annual meeting shall be reduced from five to four.

During the transition period from fifteen to twelve Governing Board members, there shall be fourteen Governing Board members for the twelve-month period beginning February 1, 2022, thirteen Governing Board members for the twelve-month period beginning February 1, 2023, and twelve Governing Board members for the twelve-month period beginning February 1, 2024 and thereafter.

Section 4. Transition of Treasurer.

The provisions of Article VII, Section 2 of the Constitution modifying the selection of the Treasurer shall take effect as of February 1, 2024. The Treasurer currently in office as of January 30, 2021 will complete the current term, which expires May 31, 2023. Additionally, for sake of continuity, this Treasurer in office will continue in this position until January 31, 2024. At the next regularly scheduled Governing Board meeting after January 31, 2024, the Governing Board will elect a Treasurer in accordance with Article VII, Section 2.

Section 5. Transition of Nominating Committee.

The provisions of Article VIII, Section 2 of the Constitution modifying the selection of the Nominating Committee shall apply to the twelve members of the Church elected to serve on the Nominating Committee at the annual meeting held in 2022 and thereafter.