

**BYLAWS  
OF  
PEACE UNITED CHURCH OF CHRIST  
ROCHESTER, MINNESOTA**

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These bylaws supersede and replace all previous bylaws including those as amended July, 1978. The Bylaws were adopted in accordance to our Articles of Incorporation.

**ARTICLE I. RELATION OF CHURCH TO STATE**

**A. Incorporation as a Minnesota Non-Profit Corporation**

Peace United Church of Christ, being a particular Congregation of the United Church of Christ, is a Minnesota non-profit corporation and is hereafter referred to as the Congregation.

**B. Relation of Bylaws to Laws of the State**

These bylaws are subject to the laws of the United States of America and the State of Minnesota.

**ARTICLE II. OBLIGATION TO THE UNITED CHURCH OF CHRIST**

**A. Relation of Bylaws to the United Church of Christ**

These bylaws are subject to the rules and regulations of the General Synod of the United Church of Christ (as outlined on this website: <http://www.ucc.org/about-us/constitution-of-the-ucc.html>), the rules and regulations of its Minnesota Conference (refer to <http://www.uccmn.org/default.aspx>), and the Articles of the Incorporation of this Congregation.

**B. Minnesota Conference**

1. Delegates from this Congregation shall be elected each year at the Semi-Annual Meeting of the Congregation to attend the Annual Meeting of the Minnesota Conference.
2. The Minnesota Conference will notify Peace United Church of Christ of its number of lay delegates.
3. The portion of the traveling expenses prorated by the Conference as well as the registration fees (and lodging, if necessary) of the Pastoral Staff and lay delegates shall be paid by the Congregation.
4. The Congregation shall provide monies to the delegates for special offerings that are collected during the conference meeting.
5. The delegates shall report to the Church Council at a meeting designated by the Church Council and/or the Congregation as appropriate.

**C. Church and Conference Support**

This Congregation shall regularly contribute towards the support of all ministries of the United Church of Christ through contributions to Our Church's Wider Mission (OCWM).

**D. Conference Reports**

The Congregation, through its Pastoral Staff or executive committee member, shall regularly report to the Conference office.

**ARTICLE III. LEGISLATION AND ADMINISTRATION**

**A. Legislation and Administration**

The legislative and administrative power of the Congregation is vested in the Congregation itself, assembled in a legally-called meeting as provided in these Bylaws.

**B. Congregational Prerogative**

1. It is the prerogative of the Congregational meeting to decide such questions as:
  - a. Buying and selling of property
  - b. Building projects
  - c. Extensive repairs of church property
  - d. The call and/or termination of a pastor
  - e. Questions of the polity and policy of the Congregation and the UCC
  - f. Budget approval
  - g. Changes in the Articles of Incorporation and Bylaws
2. For the transaction of all other business, the administration of the Congregation is entrusted to the Church Council, which is chosen and composed as provided in the Articles of Incorporation and Bylaws.

**C. Church Officers**

1. The Congregation shall have a President, Vice President, Secretary, Financial Secretary and Treasurer and such other officers as may be deemed necessary and as provided in these Bylaws.
2. The officers of the Congregation and the Church Council shall be one and the same.

**ARTICLE IV. BAPTISM**

All persons, regardless of age, baptized by this church or who have received Christian Baptism elsewhere shall become a church member.

**ARTICLE V. MEMBERSHIP**

- A. Persons who have been baptized and duly received into communion by confirmation, by letter of transfer, by profession of faith or adult baptism, who are active within the Congregation, shall be known as Members of the Congregation.
- B. Members are eligible to hold office except those of a minor age who cannot hold an office requiring a legal signature.
- C. The Church Council may determine that a person is no longer an active member of the church. A process, as determined and authorized by the Church Council, will be established to allow these members to demonstrate active membership or request removal from the membership roster. After this process, those who have not appropriately responded, or have indicated to have their names removed, will be removed from the active membership list.
- D. People interested in membership in this congregation may be made known to the Pastor or a Church Council member.
- E. Before an individual(s) is accepted as a member of this Congregation either by profession of faith or letter of transfer, that individual(s) shall attend membership classes supervised by the Pastor and facilitated by the Church Vitality Team covering the following subjects:
  1. General church history, history of the United Church of Christ, and the history of the local congregation.
  2. Church Doctrine.
  3. Membership requirements, duties and responsibilities, and benefits of church membership.
  4. Peace Church Ministry structure.

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- F. To be accepted as a member, a non-baptized individual must be baptized and attend the instruction and make a public confession of faith at a designated worship service.
- G. The expenses related to this instruction shall be paid by the Congregation.

**ARTICLE VI. VOTING MEMBERS**

All persons outlined below:

- A. Age 18 and above are considered voting members.
- B. Age 17 and below, baptized, and confirmed can vote on issues that are not legal or monetary in nature.

**ARTICLE VII. PRIVILEGES AND DUTIES OF MEMBERS**

**A. Privileges**

- 1. Each Member and visitor of the Congregation are entitled to fully share in the fellowship and the spiritual blessing of the Congregation and to the Christian sympathy and support from all Members.
- 2. Active Members are entitled to the services of its Pastoral Staff, officials, and other workers, to voice, vote, and hold office, unless otherwise stated in the Articles of Incorporation or Bylaws.

**B. Duties**

- 1. The duty of all members is to take an active part in the ministries of the church for the Glory of God and the uplifting of humankind.
- 2. This duty includes:
  - a. Regular participation at worship, study and spiritual formation groups
  - b. Regular Holy Communion
  - c. Prayer for the welfare of the church
  - d. Daily devotions in the home
  - e. Careful attention to the religious training of youth
  - f. Financial and moral support towards the maintenance and benevolent undertakings of the church
  - g. Obedience to the law of God and the authority of Jesus Christ
  - h. Enthusiasm in bringing the Good News to all people
  - i. A spirit of Christian fellowship and blessing toward all
  - j. Sharing in the time and talents and organizations of this Congregation whenever possible.

**ARTICLE VIII. MEETINGS OF THE CONGREGATION**

**A. Members Entitled to Vote**

All Members shall have the right to voice and vote on all questions affecting the ecclesiastical and corporate affairs of the Congregation unless restricted by Article VI.

**B. Annual Meeting of the Congregation**

There shall be an Annual Meeting of the Congregation held the third Sunday after the first Monday in January each year. If the Church Council deems it to be appropriate, the Church Council will decide on a different date and give notice to the Congregation. Specific items to take place include, but are not limited to:

- 1. Approval of final budget.
- 2. Presentation of year-end fiscal reports, ministry team reports, and annual reports of the church from previous year.
- 3. Installation of new Church Council members and introduction of church officers.

**C. Semi-Annual Meeting of the Congregation**

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There shall be a Semi-Annual Meeting of the Congregation held the third Sunday after the first Monday in September each year. If the Church Council deems it to be appropriate, the Church Council will decide on a different date and give notice to the Congregation. Specific items to take place include, but are not limited to:

1. Proposal and voting on the following years' budget.
2. Presentation and election of Church Council nominations.
3. Presentation and election of Delegates for Minnesota Conference Annual Meeting.

**D. Special Meetings**

1. Special Meetings may be requested for a specific purpose by:
  - a. The Church Council
  - b. The Pastoral Staff of the church
  - c. Upon written request of fifty Voting Members of the Congregation or fifty percent (%) of the total number of Members, whichever is lesser.
2. The business to be conducted at Special Meetings of the Congregation shall be limited to the purpose specifically listed in the written request for the Special Meeting.
3. The Church Council shall issue a notification of a Special Meeting within thirty days after the request has been received.
4. The Special Meeting shall be held within 60 days from the date of Congregational notification.

**E. Notice of Annual, Semi-Annual, and Special Meetings**

Proper notification shall consist of written notice including the date, the time, the purpose and the place of the meeting and shall be mailed not less than 7 days, nor more than 30 days before the meeting to each Member according to the proper addresses in the latest available church records. Notice in the regularly distributed church newsletter is sufficient written notice if it meets the prescribed time-frame.

**F. Quorum**

Fifty Voting Members of this Congregation or fifty percent (%) of the total number of Members, whichever is lesser, shall constitute a quorum to transact business at any meeting.

**G. Prayer at Meetings**

All meetings of the Congregation shall be opened and closed with prayer.

**H. Rules of Procedure**

Subject to the requirements of the Constitution of the United Church of Christ, meetings of the Congregation shall be conducted in accordance with the current and authorized Robert's Rules of Order.

**ARTICLE IX. ELECTION OF CHURCH OFFICERS**

**A. Qualifications for Serving on Church Council and Other Elected Offices**

To qualify for election to the Church Council and other elected offices, the nominees must

1. be a Voting Member for at least one year, and
2. be at least 18 years of age

immediately preceding their nominations.

**B. Election and Term of Office of the Church Council**

1. Elections are held during the Semi-Annual Meeting of the Congregation.
2. Twelve members shall compose the Church Council.
3. Each shall be elected by a majority of the votes cast by the Voting Members present at the Semi-Annual Meeting of the Congregation.
4. Each shall be elected for a term of office of three years with staggered terms such that one-third of the Church Council members are elected every year.

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5. Each shall be elected for a single three-year term and then must relinquish the office for one year before becoming eligible to serve again.
6. Those completing a partial term due to vacancy may, if elected, serve an additional complete term of three years.
7. The term of office starts at the Annual Meeting of the Congregation and concludes at that meeting three years later.
8. New Church Council Members shall be installed at the Annual Meeting.
9. Newly elected officials are encouraged to attend all meetings as ex officio members between their election and the start of their term in office as necessary to familiarize themselves with the workings of the Church Council and the Church Bylaws.

**C. Election and Term of Office for Minnesota Delegates**

1. Elections are held during the Semi-Annual Meeting of the Congregation.
- ~~4-2.~~ Delegates serve for a two-year term so that approximately half of the delegates will be elected each year.
- ~~2-3.~~ Each shall be elected by a majority of the votes cast by the Voting Members present at the Semi-Annual Meeting of the Congregation.
- ~~3-4.~~ The term of service starts at the Annual Meeting of the Congregation and concludes at that meeting two years later.
- ~~4-5.~~ The Church Council shall nominate the slate of delegates.
- ~~5-6.~~ The Church Council shall put out a request for nominations.
- ~~6-7.~~ At the Annual Meeting, Voting Members may make additional nominations for the delegate positions.
- ~~7-8.~~ A person shall not be eligible for election as a delegate unless nominated as described in this Section. Those nominated must accept the nomination to be eligible for election.
- ~~8-9.~~ All Minnesota Conference delegates shall be installed at the Annual Meeting.

**ARTICLE X. CHURCH COUNCIL**

**A. Powers and Authority of the Church Council**

1. The administration of this Congregation is vested in the Church Council.
2. The Church Council shall have jurisdiction and oversight of the affairs of the Congregation including all its current and future boards, committees, ministry teams and organizations.
3. The Church Council shall have care and control of the property of the Congregation as a sacred trust, whether real or personal.
4. The Church Council shall manage the use of the building and property by nonmembers including services rendered to nonmembers such as funeral and wedding services and other uses of the building rooms.
5. The Church Council oversees the creation and enforcement of the written policies of the Church.

**B. Duties and Records of the Church Council**

1. Church Council shall assist and support the Pastoral Staff in the spiritual affairs of the church.
2. The Church Council shall be notified of all membership additions and deletions.
3. The Church Council shall determine the occurrence of worship services.
4. The Church Council shall determine the number of Pastoral Staff and their individual responsibilities. It shall also determine salaries and benefits.
5. The Church Council, upon recommendation of the Personnel Committee, shall have the power to hire and define the duties of all lay staff. It shall also determine salaries and benefits.

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6. The Church Council shall present the following year's budget to the congregation at the Semi-Annual Meeting for the Congregation's approval.
7. The Church Council shall transact the business of the Congregation, making provision for the preparation and raising of the budget for the Congregation as well as for the Our Church's Wider Mission (OCWM) and other benevolent purposes, for the distribution of alms, for the auditing of the financial accounts, and make complete provision for the adequate support of the church staff.
8. The Church Council shall be the custodian of all Congregational records.
9. The Church Council shall review and approve all minutes of the meetings of the Church Council and of the Congregation before publishing and filing those minutes.
10. The Church Council shall submit any or all records to the Conference when occasion requires or the Conference requests.
11. The Church Council shall authorize publication of a church newsletter.
12. The Church Council shall obtain legal advice in any situation that the Church Council deems necessary.
13. The Church Council shall regularly update the church membership roll according to the rules and regulations set forth in the Articles of Incorporation and these Bylaws.
14. The Church Council shall assist the Pastoral Staff in the service of Holy Communion.
15. The Church Council shall schedule one Church Council meeting each month.
16. The Church Council shall assign Church Council members to serve communion and to be Council Member in Charge.
17. The Church Council shall authorize disbursements.
18. The Church Council shall arrange for pulpit supply in the event of the absence of the Pastoral Staff.

**C. Duties of the Individual Church Council Member**

1. The Church Council member shall assist and support the Pastoral Staff in the spiritual affairs of the Church.
2. The Church Council member shall aid in administering the business and benevolent responsibilities of the Congregation.
3. The Church Council member shall serve as Council Member in Charge as assigned by the Church Council and whose duties are defined by the Church Council.
4. Each Church Council member is expected to attend Church Council meetings, Church Council functions, Church Council committees, assigned Congregational committees, and ministry teams.

**D. Quorum**

One member over fifty percent of membership shall constitute a quorum of the Church Council.

**E. Membership**

1. The Church Council is composed of twelve elected members with voting privileges.
2. The Pastoral Staff shall serve as ex officio members without voting privileges.

**F. Vacancies**

In case of a vacancy, the Church Council shall have full authority to appoint a member to complete the unexpired term, providing the newly appointed member meets the requirements as set forth in the Articles of Incorporation and these Bylaws.

**G. Meetings**

1. The Church Council shall meet within one month after the Annual Meeting of the Congregation for the purpose of organizing and thereafter at least every month at a place and time convenient to the members for the transaction of church business.
2. Church Council meetings are open to the members of the Congregation.
3. Church Council meetings which pertain to personnel issues are closed.

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4. Special meetings are subject to the call of the Church Council President or the Pastoral Staff. The Church Council President may call Executive Council Meetings that are closed with limited attendance.

#### **H. Organization**

1. The Church Council shall organize itself by electing the following Church Council Officers who serve as the Executive Council:
  - a. President
  - b. Vice President
  - c. Secretary
  - d. Treasurer
  - e. Financial Secretary
2. These positions are one-year terms.
3. A member of the Executive Council, with the Secretary, is allowed to sign all contracts, loans, vouchers, and deeds in the name of the Congregation.

#### **I. Duties of Church Council Officers**

1. President
  - a. The President shall see that all meetings of the Church Council are regularly called, opened and conducted to see to the execution of all agenda items.
  - b. The President shall ensure the proper notification of all Congregational Meetings.
  - c. The President shall not vote unless to break a tie.
  - d. The President of the Church Council is an ex officio member of all boards, councils, and ministry teams of the Congregation.
2. Vice President
  - a. The Vice President shall preside at all meetings when the President is not present and also when business pertaining to the President is before the Congregation.
  - b. The Vice President shall assist the President as requested.
  - c. In the event of a vacancy in the office of President, the Vice President shall assume the Presidency for the unexpired term of President.
3. Secretary
  - a. The Secretary shall keep minutes of the meetings of the Congregation and of the Church Council.
  - b. The Secretary shall issue a call to all regular meetings at the request of the President.
  - c. The Secretary shall attend to all correspondence.
4. Financial Secretary
  - a. The Financial Secretary shall receive all monies.
  - b. The Financial Secretary shall give all monies to the Treasurer and make receipt of same. The Financial Secretary shall issue receipts for all money received.
  - c. The Financial Secretary shall send personal statements at times specified by the Church Council to each member showing amounts received from them for the current year to date.
  - d. The Financial Secretary shall chair the Finance Committee.
  - e. The Financial Secretary shall regularly report to the Church Council the minutes of the Finance Committee.
  - f. The Financial Secretary shall oversee the work of the accountant and accounting systems and may delegate duties to the accountant.

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- g. The Church shall furnish a bond in the amount determined by the Church Council for the Financial Secretary.
  - h. The Financial Secretary shall review regular financial reports from the Accountant and report to the Church Council and the Congregation.
  - i. The Financial Secretary shall present an annual, financial report to the Congregation at the Annual Meeting of the Congregation.
5. Treasurer
- a. The Treasurer shall serve on the Finance Committee.
  - b. The Treasurer shall sign all checks as prepared by the Accountant. When necessary, the Treasurer may delegate this duty to the Financial Secretary or the President, or other person as designated by the Church Council.
  - c. The Church shall furnish a bond in the amount determined by the Church Council for the treasurer.

**J. Accountant**

- 1. The Church Council may employ an Accountant.
- 2. The Accountant shall report to the Financial Secretary who will report to the Church Council and the Finance Committee.
- 3. The Accountant shall prepare checks for all payments, as ordered by the Financial Secretary, for review and the Treasurer's signature.
- 4. The Accountant shall prepare a monthly report for the Financial Secretary.
- 5. The salary for the Accountant is to be determined by the Church Council.
- 6. The Church shall furnish a bond in the amount determined by the Church Council for the Accountant.

**K. Committees**

- 1. The Church Council shall have at its discretion the power to create committees and ministry teams, work groups, or task forces to assist in accomplishing the work of the Church Council and the Congregation. The Church Council will direct the work of these groups.
- 2. All such groups shall act on behalf of the Church Council and report to the Church Council on a monthly basis or when requested to do so.
- 3. The Church Council shall create, or request the group to create, a job description to outline its work, which shall be approved by the Church Council. In the case of long term or ongoing work the description shall be reviewed at least annually, and the Church Council may make recommendations for the improvement and revision in their procedures.
- 4. General areas of ongoing ministries may or may not include the following:
  - a. Faith & Spiritual Development Ministries (Christian Education)
  - b. Worship Ministries (Worship Planning and Implementation)
  - c. Prophetic Ministries (Social Action & Justice)
  - d. Church Vitality Ministries (Membership / New Members)
  - e. As well as administrative committees

**ARTICLE XI. THE PASTORAL STAFF**

**A. Responsibilities of the Pastoral Staff**

- 1. To set good examples to the Congregation.
- 2. To conduct worship services.
- 3. To oversee the work of the religious education.
- 4. To administer Holy Communion.
- 5. To visit sick.
- 6. To comfort the distressed.

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7. To perform such duties as specified in the job description as determined by the Church Council.
8. To keep a record of all services performed and make an annual report of the work to the Congregation and to the Conference.
9. To make announcements as directed by the Church Council.
10. Upon a request for an individual to assist or officiate in a religious ceremony, the Pastoral Staff has the right to review and approve.
11. Each Pastor is an ex officio member without vote of the Church Council and all organizations within the church.

**B. Vacancy in the Office of Pastor**

1. It shall be the responsibility of the Church Council to secure a candidate for the Pastoral Staff in the event of vacancy.
2. As soon as a Pastoral vacancy occurs, the Church Council shall report the vacancy to the Conference Minister.
3. In filling a vacancy or in securing supply ministers for the period of vacancy, the Church Council or its delegates may seek the counsel of the Minnesota Conference Staff.
4. The Church Council shall present to the Congregation the name of the candidate recommended to fill the vacancy.
5. A majority vote of the Congregation at an official Congregational Meeting constitutes a call.

**C. The Call**

1. In the call, the terms of the relationship shall be stated including:
  - a. The agreement of the Church to participate in the pension fund of the United Church of Christ.
  - b. The Pastor's health insurance program.
  - c. Other terms agreed upon by the candidate and the committees.
  - d. The Pastor, the Church, and the Minnesota Conference shall receive a copy of the Call Agreement.
2. Service of Installation or Recognition
  - a. When a Pastor accepts a call to this Church, the Church and the Pastor shall join in requesting the Minnesota Conference to arrange for a service of installation or recognition.
  - b. A report of this service shall be signed by the appropriate representatives of the Minnesota Conference, and copies shall be forwarded to the office of General Synod.
3. The Pastor shall be called for an indefinite period.
4. Discipline of the Pastor shall conform to the Articles of Incorporation and Bylaws of the United Church of Christ.

**D. Termination of Call**

1. To terminate this relationship, three months' notice shall be given by either party unless otherwise agreed upon by the Church Council.
2. The procedure shall be in accordance with the Articles of Incorporation and Bylaws of the United Church of Christ.
3. When a Pastor seeks to terminate the call, the Church Council may accept the resignation of the Pastor without the Congregation voting to dissolve the relationship. After acceptance by the Church Council, the Pastor is to let the Congregation know by letter of resignation.

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4. When the Church Council seeks to terminate the call, the Congregation must approve to dissolve the relationship by a majority vote at an officially called Congregational meeting.
5. The Church Council shall send notice of termination to the Minnesota Conference for appropriate action.

## ARTICLE XII. ORGANIZATIONS OF THE CONGREGATION

### A. Relationships to the Congregation

1. All organizations affiliated with the Congregation are ultimately subordinate to the Church Council.
2. Each organization's reports are the property of the church.

### B. Reports

1. Each organization shall report to the Congregation annually at the Annual Meeting of the Congregation.
2. This report shall include the organization's mission statement, its financial status, and a resume of the activities.

### C. Eligibility for Office

To be eligible for office in any organization of the congregation, a candidate must be a member of the Congregation.

### D. Bonding

Financial officers of all organizations will be bonded through our insurance carrier.

## ARTICLE XIII. DISPUTES

### A. Interpretation of the Articles of Incorporation and Bylaws

All disputes as to the interpretation of the Articles of Incorporation and these Bylaws shall be heard and decided by the majority vote of the Church Council.

### B. Review of the Church Council

1. The Congregation may review and reverse decisions made by the Church Council at a Congregational Meeting.
2. The Church Council decisions may be reviewed by the authorized judicatories of the Minnesota Conference or the General Synod.

## ARTICLE XIV. PROPERTY, GIFTS AND ALTERATIONS

### A. Property

1. The Congregation may in its corporate name
  - a. Sue and be sued,
  - b. Hold, purchase and receive title by gift, grant or other conveyance of and to any property, real or personal,
  - c. With the power to mortgage, sell or convey the same, pursuant to state laws.
2. All records of the Congregation are the property of the Congregation.
3. The property of the Congregation, whether real or personal, and all monies and legacies shall be under the care of the Church Council.
4. The Church Council shall hold the property as a sacred trust for the Congregation and keep the church property and buildings belonging to the Congregation in proper repair and adapted for uses it approves.
5. The purchasing or selling of property, the borrowing of money which encumbers the property of the church, and the remodeling and erection of buildings shall conform to the state laws and be determined only by a majority vote of the voting members

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assembled at duly convened Congregational meetings and corporate meetings, and entitled to vote thereon, as is provided elsewhere in this document.

6. In the case of a division in the membership of the Congregation, both parties shall submit the questions of the right to the assets and property to the Conference and the decision of said judiciary shall be binding on all members of the Congregation.
7. In case of a dissolution of the Congregation, the assets and title to the property shall vest in the Minnesota Conference of the United Church of Christ.

**B. Gifts**

Gifts by individuals or organizations, except gifts of money or securities, must first be approved by Church Council.

**C. Alterations**

Any alterations of any property of the Congregation must be approved by Church Council.

**ARTICLE XV. AMENDMENTS**

**A. Amendments**

1. These Bylaws may be amended by a majority of the active Members present at any Annual, Semi-Annual or at any Special Meeting the Congregation called for that purpose, provided that notice of the meeting at which such amendments are to be considered shall include the full text of the proposed amendments.
2. Rules of quorum apply.

**B. Notice of Meeting**

1. Notice of the meeting at which amendments are to be considered shall be given according to these Bylaws.

**ARTICLE XVI. SPECIAL RESTRICTIONS**

The Congregation is organized exclusively for religious, charitable or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The property of this Congregation is irrevocably dedicated to these purposes, and, except as appropriate to further these purposes, no part to the net earnings or assets of this Congregation shall inure to the benefit of a director, officer, or member of the Congregation or any private individual. Except as appropriate to further these purposes, this Congregation does not and shall not, incidentally or otherwise, afford pecuniary gain to, nor shall any part of the net earnings of the corporation inure to the private benefit of its members, directors, or officers. Provided, however, that the Congregation may pay its members, directors and officers out-of-pocket expenses incurred in the performance of their duties, and may lease and purchase from, sell to and otherwise deal with its members, director, officers and others in real and personal property, and may hire members, with approval, to perform professional services (eg, maintenance, repair , accounting, legal, construction, pastoral services, etc.).

No substantial part of the activities of this Congregation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall the Congregation participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office. Notwithstanding any other provisions of these Articles, the Congregation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States tax code) or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States tax code).

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**ARTICLE XVII. DISSOLUTION**

Upon dissolution of the Congregation or the winding up of its affairs, the assets of the Congregation shall be distributed exclusively to the Minnesota Conference of the United Church of Christ. In the event that it is not possible to distribute to the remaining property and assets of the Congregation to the Minnesota Conference of the United Church of Christ, the Church Council shall dispose of all property and assets of the Congregation exclusively for the above-described purposes of the Congregation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

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