

CONSTITUTION OF  
CENTRAL ST. MATTHEW  
UNITED CHURCH OF CHRIST  
AMENDED JANUARY 19, 2014

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CONSTITUTION OF  
CENTRAL ST. MATTHEW UNITED CHURCH OF CHRIST  
AMENDED JANUARY 19, 2014

ARTICLE I. NAME

The name and title of this church shall be called Central St. Matthew United Church of Christ.

ARTICLE II. NON-PROFIT CORPORTATION

CENTRAL ST. MATTHEW UNITED CHURCH OF CHRIST is a non-profit corporation. The tax identification number shall be 80-0507906.

ARTICLE III. PURPOSE

SECTION 1. PURPOSE: The avowed purpose of this congregation and its ministry shall be to worship God, to proclaim the gospel and teachings of Jesus Christ, and to celebrate the Sacraments; to further Christian education; to realize Christian fellowship and unity within this church and the Church Universal; to render loving service toward humanity; and to strive for righteousness, justice and peace. This ministry is a shared responsibility of all church members.

SECTION 2. STATUS: This local congregation is organized exclusively for charitable, religious, educational, and community service, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

SECTION 3. PROHIBITIVE ACTIVITIES: No part of the net earnings of the church shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Church shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the church shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the church shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the church shall not carry on any other activities not permitted to be carried on (a) by a Church exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a Church, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV. DURATION

This church shall exist and continue to have existence in perpetuity from the date hereof, unless sooner dissolved in accordance with Jaw, during which time, the church generally shall possess all the powers, rights, privileges, capacities and immunities which non-profit corporations are authorized and may hereafter be authorized to possess under the Constitution

of and laws of this State and particularly under Title 12, Sect. 201-269, Louisiana Revised Statutes, as amended.

ARTICLE V. FAITH AND COVENANT

SECTION 1. STATEMENT OF FAITH

We believe in You, O God, Eternal Spirit,  
God of our Savior Jesus Christ our God,  
and to Your deeds we testify

You Call the worlds into being  
Create persons in Your own image,  
And set before each one the ways of life and death.

You seek in holy love to save all people  
from aimlessness and sin.

You judge people and nations by Your righteous and will  
declared through prophets and apostles.

In Jesus Christ, the man of Nazareth, our crucified and risen Savior,  
You have come to us and shared our common lot,  
Conquering sin and death and reconciling the world to Yourself.

You bestow upon us Your Holy Spirit,  
creating and renewing the Church of Jesus Christ,  
binding in covenant faithful people of all ages, tongues, and races.

You call us into Your church  
to accept the cost and joy of discipleship,  
to be Your servants in the service of others,  
and to resist the powers of evil.  
To share in Christ's baptism and eat at his table,  
to join Him in His passion and victory.

You promise to all who trust you  
forgiveness of sins and fullness of grace  
courage in the struggle for justice and peace,  
Your presence in trial and rejoicing,  
and eternal life in your realm which has no end.

BLESSING AND HONOR, GLORY AND POWER BE UNTO YOU. AMEN

SECTION 2. ACKNOWLEDGEMENT OF FAITH: The Church acknowledges as its sole Head, Jesus Christ, the Son of God and Savior of humanity. It acknowledges as kindred brothers and sisters, in

Christ, all who share this confession. It looks to the Word of God in the Scriptures, and to the presence and power of the Holy Spirit, to prosper its creative and redemptive work in the world. It claims as its own the faith of the historic Church expressed in the ancient creeds and reclaimed in the basic insights of the Protestant Reformers, and proclaimed in the United Church of Christ Statement of Faith. It affirms the responsibility of the Church in each generation to make this faith its own in reality of worship, in honesty of thought and expression, and in purity of heart before God. In accordance with the teachings of our Lord and the practice prevailing among Protestant and Evangelical Christians, it recognizes two (2) Sacraments: Baptism and the Lord's Supper or Holy Communion.

SECTION 3. COVENANT: We covenant with one another to seek and respond to the work, word, and the will of God. We propose to walk together in the ways of the Lord, made known and to be made known to us. We hold it to be the mission of the Church to witness to the gospel of Jesus Christ in all the world, while worshipping God, and striving for truth, love, justice and peace as did our forebears. We depend on the Holy Spirit to lead and empower us. We pray for the coming of the Kingdom of God, and we look with faith toward the triumph of righteousness and eternal life.

## ARTICLE VI. MISSION STATEMENT

We recognize that God is calling us in love to give our time, treasure, talents, and traditions, offering them into God's hands for the sake of reaching out into our community with passion, guided by the spirit of Christ in order to engage with others in Christ's mission. To support one another in this process, we will pray, worship, and dialogue to discern God's guidance. This means that we will intentionally be in dialogue also with the members of our community to determine our mutual needs. We will be responsible stewards of the resources we have been given. We will individually take responsibility for inviting people outside our church to share our congregational life and membership and all of our church's activities.

The mission of Central St. Matthew United Church of Christ is to be an inclusive and loving Christian community, reaching out to people of all ages, tongues, and races. Central St. Matthew United Church of Christ is committed to the growth of the Church as directed by God's Word through service, evangelism, outreach, and Biblical teaching, where God is still speaking.

## ARTICLE VII. POLITY

SECTION 1. AFFILIATION: This church shall be in covenant with the United Church of Christ and it shall sustain that relationship as described in those portions of the Constitution and Bylaws of the United Church of Christ, adopted July 4, 1961, and subsequently revised (notable Article IV. Local Churches, paragraphs 7-22), relating to local churches.

SECTION 2. GOVERNMENT: The government of this church is vested in its members, who exercise the right of control of all its affairs, subject, however, to the laws of the State of Louisiana relating to non-profit corporations. The church government is submissive to no ecclesiastical body, but it accepts its covenant of mutual counsel, comity, and cooperation involved in the free fellowship of the churches of the United Church of Christ and pledges itself to share their common aims and work.

SECTION 3: FELLOWSHIP: This church is in direct fellowship with the New Orleans Association and the South Central Conference of the United Church of Christ and with all churches which seek to promote the Kingdom of our Lord Jesus Christ.

## ARTICLE VIII. MEMBERSHIP

SECTION 1. MEMBERSHIP: This church welcomes as members, those who believe in Jesus Christ, who have been baptized, and who desire to follow and serve Him in fellowship with other Christians. Membership is attained by recognition from the church body and public assent to the covenant and member responsibilities of this congregation.

SECTION 2. CLASS OF MEMBERS: Membership in this church shall be classified as follows: (a) Active, (b) Associate, and (c) Inactive. These categories are defined in the bylaws.

SECTION 3. ENDING MEMBERSHIP: Ending membership in our congregation may be accomplished upon a member's written request delivered to the Pastor and/or the Diaconate. The Church body shall, at the January Annual Congregational Meeting, formally acknowledge and accept such requests and shall order removal of names from the membership rolls.

SECTION 4. RESPONSIBILITIES OF MEMBERS: Members shall, as covenant vows, pledge themselves to attend the regular worship of the Church and the celebration of our Lord's Supper, to live the Christian life, to share in the life and work of the Church, to contribute time, talent, and treasure to the support of the Church and its benevolences and to seek, diligently, the spiritual welfare of the membership and the community.

SECTION 5. RESTORATION OF MEMBERSHIP: Any person whose membership has been terminated may be reinstated into membership in accordance with the provision of this Article.

SECTION 6. INACTIVE MEMBERSHIP: A member whose address has long been unknown or who for a period of two (2) years, in spite of spiritual care, has not attended the congregation's worship, received its Holy Communion, nor contributed to its support, may, after notice, by recommendation of the Pastor, having conferred with the Deacons, and by a vote of the Governing Council, be removed from the active membership roll and placed on an Inactive list. If, after the expiration of one (1) year, the relationship remains unchanged, the name may be dropped from the Inactive roll by a further vote of the Governing Council.

SECTION 7. BREACH OF COVENANT: If a member continually fails to perform his / her covenanted membership responsibilities as stated in ARTICLE IV: Section 1 of the bylaws of this church, the Pastor and the Diaconate are to make all efforts to advise and counsel the individual to fulfill those responsibilities. If this fails, a hearing before the Governing Council shall be offered and if this is unsuccessful, after due notice has been given, the Governing Council may suspend or terminate his/her membership.

SECTION 8. MEMBERS IN GOOD STANDING: Members in good standing shall have the right to voice and vote in the church and its congregational meetings, and also to represent the Congregation on the Governing Council or other Judicatories of this church. In voting on matters of property, a minimum age of 18 is required.

## ARTICLE IX. LETTERS OF TRANSFER

Any person may, on his/her own request, be granted a Letter of Transfer from a Christian Church and become a member of this Church. If a member of the church wishes to join a body not in fellowship with this church, such person may be dismissed from this church with a Certificate of Church Membership.

## ARTICLE X. GOVERNING BODY

SECTION 1. GOVERNING BODY: The Governing Body of this church shall be the membership assembled in church meetings. The vote of a majority of members present at the meeting shall be the action of the church.

SECTION 2. QUORUM: A quorum shall consist of forty percent (40%) of the average weekly worship attendance during the prior calendar year.

## ARTICLE XI. OFFICERS

SECTION 1. ELECTED OFFICERS: The elected officers shall consist of a President, a Vice-President, Secretary, Treasurer, Deputy Treasurer, and Historian.

SECTION 2. OFFICERS OF THE COUNCIL AND THE CONGREGATION: The Governing Council consisting of twelve (12) members shall choose the officers, President, Vice President, Secretary and Historian from among the council members at the first Governing Council meeting of the year.

SECTION 3. TREASURER: The Treasurer and Deputy Treasurer shall be elected by the congregation at the annual January congregational meeting. The Treasurers shall serve the Board of Trustees, report to the Governing Council and be accountable to the congregation.

SECTION 4. TERMS: The officers of this church shall serve until their successors are elected in accordance with the provisions herein.

## ARTICLE XII. GOVERNING COUNCIL

SECTION 1. GOVERNING COUNCIL: The Governing Council shall be the executive body of the Church.

SECTION 2. QUORUM: One-half (1/2) of its members shall constitute a quorum at any regular or called meeting of the Governing Council

SECTION 3. MEMBERSHIP: The Governing Council shall consist of twelve (12) members of the congregation who shall be elected by the congregation. The organization of the Governing Council shall be as stated in the Bylaws of this Congregation in Article VIII. Section 2.

SECTION 4. MEETINGS: The Governing Council shall meet regularly (normally once per month with the possible exception of July and August) for the transaction of such business as may properly come before it. Special meetings are subject to the call of the President, the Pastor, or by petition of five (5) members of the Governing Council.

SECTION 5. DUTIES: The Governing Council shall:

- be the Congregation's policy making body and shall transact the business of the church
- be responsible for review and oversight of other Boards and committees
- keep the congregation informed on a regular basis.

- keep a complete and accurate record of its proceedings, be the custodian of the Church records, and report to the congregation at its regular and special meetings.
- review the budget proposed by the Board of Trustees, amending it if needed. The Governing Council shall then recommend the budget to the congregation to be voted on at the January Congregational Meeting.

Acts or deliberations of the Governing Council are subject to the will of and revision by a meeting of the Congregation..

SECTION 6. SERVICE OF PROCESS: All citations or other legal processes shall be served on the Registered Agent designated by the Governing Council.

### ARTICLE XIII. BOARD OF TRUSTEES

SECTION 1. MEMBERSHIP: The Board of Trustees shall consist of six (6) members of lawful age who are elected by the Governing Body to three (3) year staggered terms.

SECTION 2: OFFICERS: The Board of Trustees shall have a chairperson, vice chairperson and recording secretary. Selection, election, terms and duties shall be defined in the By-Laws.

SECTION 3. DUTIES: The Board of Trustees, under the review and oversight of the Governing Council shall have the care and custody of the property of the Church, and shall have charge of its financial affairs, but shall have no power to sell, buy, mortgage, lease or transfer immovable property without specific authority from a vote by the members of the Church.

SECTION 4. GOVERNING COUNCIL REPRESENTATION: The chairperson of the Trustees shall represent the Board of Trustees on the Governing Council. In case of any absences from the Council, the chair shall select one trustee to be his or her regular, authorized representative on the Governing Council, having the voice and vote of the chairperson.

### ARTICLE XIV. DIACONATE

SECTION 1. MEMBERSHIP: Deacons are faithful, active congregation members who have been elected and commissioned as Deacons to support the pastoral ministries of the congregation under the guidance of the Pastor.

SECTION 2. TERM: Deacons shall be elected to serve a term of three (3) years and may be re-elected for additional terms as provided in the by-laws.

SECTION 3: OFFICERS: The Diaconate shall have a chairperson, vice chairperson and recording secretary. Selection, election, terms and duties shall be defined in the By-Laws.

SECTION 4. DUTIES: The Diaconate, under the review and oversight of the Governing Council, and with guidance from the Pastor, shall be responsible for quickening the Spiritual life of the Church, maintaining the vitality of the Congregation and supporting the Pastor(s) in the shared work of being the Spiritual Leaders of the Congregation. They shall assist the Pastor in carrying out pastoral duties in whatever ways are deemed appropriate by them and the Pastor. Their concerns shall include all matters relating to worship and the care of the Congregation.

SECTION 5. GOVERNING COUNCIL REPRESENTATION: The chairperson of the Diaconate shall

represent the Deacons on the Governing Council. In case of any absences from the Council, the chair shall select one deacon to be his or her regular, authorized representative on the Governing Council, having the voice and vote of the chairperson.

## ARTICLE XV. PASTOR

SECTION 1. PASTOR: The Church shall make provisions for ordained pastoral leadership in accordance with requirements of the United Church of Christ Manual of Ministry.

SECTION 2. ROLE OF PASTOR: The United Church of Christ recognizes that God calls the whole church and every member to share the ministry of Jesus Christ. A congregation covenants with a pastor to undergird members in their ministry by nurturing their faith, calling forth their gifts, and equipping them to serve as Christians in church and society. The pastor of this congregation shall guide and aid members as a preacher, teacher, and interpreter of scripture, as a leader for services of worship and the sacraments, as a provider of spiritual counsel and consolation in times of doubt, distress, or death, and as a prophetic messenger of Christ's call to love God and neighbor who challenges us to act on that call together and individually. The Pastor shall be Ex Officio of the Governing Council, Board of Trustees and Diaconate with voice and no vote.

SECTION 3. SELECTION: All pastoral leaders shall be elected at the discretion of the Congregation.

SECTION 4. NOTIFICATION: As soon as the congregation is aware that a pastoral vacancy will occur, the Deacons, along with the Governing Council President, shall report it to the conference Minister, whose counsel shall be sought towards filling the vacancy.

SECTION 5. TERMS OF THE RELATIONSHIP: In the call, the terms of the relationship shall be clearly set forth, including the agreement of the congregation to participate in the Pension Fund of the United Church of Christ, the Minister's Health Insurance Program, and other terms agreed upon between the Candidate and the Committee. The Pastor, the Congregation, the chairperson of the Association's Committee on Ministry, and the Conference Minister shall each receive a copy of the call.

SECTION 6. ACCEPTANCE OF CALL: When a Pastor accepts a call to this Church, the Congregation and the Pastor shall join in requesting the Association's Committee on Ministry to arrange for a service of installation. A record of this service shall be signed by the proper officer of the Association and by the Conference Minister.

SECTION 7: PASTORAL RELATIONS: A Pastoral Relations Committee appointed by the Governing Council shall communicate with the Pastor about her or his needs and work. The Committee shall provide ongoing support, counsel, and feedback to the Pastor, and shall confer confidentially with him or her at regular intervals. It shall also arrange periodic opportunities for evaluation of the Pastor's work.

SECTION 8. TERMINATION: The Pastor shall be called by the Congregation for an indefinite period. The Congregation may decide to terminate the relationship by majority vote at a meeting called for that purpose. Unless otherwise agreed by mutual consent, in order to terminate this relationship, a three (3) months notice shall be given by either party. The procedure shall be in accordance with the Constitution and By-Laws of the United Church of Christ.

SECTION 9. NOTIFICATION OF TERMINATION: When either party decides to terminate the relationship, notice of such termination shall be sent by the President of the Council to the Conference Minister and to the Association for the appropriate action.

SECTION 10. OTHER RELIGIOUS STAFF: Other professional religious staff positions may be provided as determined by the Congregation. The Church may call one or more Associate Pastor(s) on such terms and for such periods as shall be set forth in the call for the Pastor.

#### ARTICLE XVI. SEARCH COMMITTEE

It shall be the sole responsibility of the Search Committee, appointed by the Governing Council, to seek a candidate for a vacancy in the office of pastor. The Search committee shall present to the Congregation the name of the candidate it recommends to fill the vacancy. A two-thirds (2/3) favorable vote of the Congregation constitutes a call. Only after a vote has been taken and the candidate has either accepted the position or else declined it, shall the Search committee present further names of candidates to the Church.

#### ARTICLE XVII. SERVICES

SECTION 1. WORSHIP: Services of Worship shall be held at least once a week on Sunday. The hours and frequency of worship shall be determined by the Pastor and the Diaconate.

SECTION 2. SACRAMENTS: The Sacrament of the Lord's Supper shall be celebrated at such times as the Pastor and Deacons may determine. The Baptism of adults and the Baptism or confirmation of children shall be administered by the Pastor, or in his absence, as the Deacons may appoint.

SECTION 3. EDUCATIONAL SERVICES: The church may conduct a Church School. The church may provide such other educational services and programs as are needed to implement the Christian life of the congregation.

SECTION 4. ADDITIONAL SERVICES: Additional services for worship, inspiration, prayer, study, and Christian Education may be held as determined by the members.

#### ARTICLE XVIII. CONGREGATIONAL MEETINGS

SECTION 1. BUSINESS MEETINGS: It shall be the responsibility of the Governing Council to insure that a minimum of two (2) meetings of the Congregation are called annually. Following the procedures as stated in the Bylaws of this Congregation, Special Congregational meetings may be called by the President, the Governing Council, or by petition to the Governing Council signed by the members of the Congregation numbering at least twenty-five percent (25%) of the average weekly worship attendance in the prior calendar year. Procedures for Emergency Congregational meetings are stated in the Bylaws of this congregation.

SECTION 2. NOTICE: Notices for all business meetings of the Church shall be given three (3) weeks in advance, and the nature of the business to be transacted shall be stated in full.

#### ARTICLE XIX. COMMITTEES

SECTION 1: The following committees shall be formed as Standing Committees, with officers, terms, and duties defined in the By-Laws:

- Christian Education

- Community Service and Mission
- Communications and Outreach

SECTION 2. GOVERNING COUNCIL REPRESENTATION: The chairperson of the Standing Committees shall represent the committee on the Governing Council. In case of any absences from the Council, the chair shall select one committee member to be his or her regular, authorized representative on the Governing Council, having the voice and vote of the chairperson.

SECTION 3. SPECIAL COMMITTEES: Special Committees shall be appointed by the President of the Congregation, subject to the approval of the Governing Council, except as otherwise provided.

#### ARTICLE XX. PROPERTY

To promote the objectives and purposes of this congregation, the church may in its corporate name, acquire by purchase, gift, devise, bequest, or otherwise and own, hold, invest, reinvest and dispose of, manage, care for, and transfer, rent, lease, mortgage, or otherwise encumber, sell, assign, convey, and hold in trust, property and make contracts.

#### ARTICLE XXI. RESOURCES/FINANCES

Central St. Matthew United Church of Christ seeks to be a tithing church. The church shall seek financial support through individuals and organizations. Opportunity shall be offered to all members of the congregation to tithe, pledge and make other contributions.

#### ARTICLE XXII. ENDOWMENT FUNDS

SECTION 1. ESTABLISHMENT: Endowment funds, whose purpose, governance, and operational procedures shall be defined by special resolution adopted by the congregation, may be established.

SECTION 2. PURPOSE: The purpose of these funds and the manner in which they are governed shall be stated in a Plan of Operation.

SECTION 3. TERMS AND CONDITIONS: The administration and management of the endowment funds shall be set forth in each Plan of Operation.

#### ARTICLE XXIII. INDEMNIFICATION

This church claims the benefits of the Indemnification provisions of La.R.S. 12:227, and shall have the power to indemnify and defend any person who has, or was, or is threatened to be made a party to any pending or threatened action, suit, or proceeding, whether civil, criminal, administrative, or investigative (other than an action by the church) by reason of fact that he/she is or was a director, officer, or employee or is or was serving at the request of the church as a director, officer, employee, or agent from another corporation or entity, against expenses including attorney's fees, judgment, fines and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action if they acted in good faith and in a manner reasonably believed to be in or not opposed to the best interests of the church and had no reason to believe his/her conduct was unlawful.

## ARTICLE XXIV. LIMITATION OF LIABILITY

The Incorporators, Officers, and Directors of this church claim the benefits of the Limitation of Liability provisions of La.R.S., 12:24C and La.R.S. 12:219, to the fullest extent allowed by law as fully and completely as though said provisions were recited herein in full.

## ARTICLE XXV. RULES OF ORDER

ROBERT'S RULES OF ORDER shall be the parliamentary authority for all matters of procedure not specifically covered by this Constitution or the Bylaws of this church.

## ARTICLE XXVI. AMMENDMENTS

SECTION 1. AMENDMENTS: Amendments or alterations to this Constitution may be made at any duly called business or special congregational meeting, by two-thirds (2/3) affirmative vote of the members present, the text of the proposed amendment(s), or alteration(s) having been made available to the membership two (2) weeks prior to the meeting.

SECTION 2. ADOPTION BY CENTRAL ST. MATTHEW UNITED CHURCH OF CHRIST: This Constitution, as amended at the duly called Annual Congregational Meeting of January 19, 2014 replaces the Constitution adopted in October 28, 2012 by the congregation of Central St. Matthew United Church of Christ.

## ARTICLE XXVII. DISSOLUTION

SECTION 1. DISSOLUTION: Upon dissolution of the Church, its assets and all property and interest of which it shall then be possessed, including any devise, bequest, gift, or grant contained in any will or other instrument, in trust or otherwise made before or after such dissolution, shall be transferred to the South Central Conference of the United Church of Christ, or its successor, which is organized as a Section 501(c)(3) Church of the Internal Revenue Code.

SECTION 2. DISTRIBUTION OF ASSETS: Upon the dissolution of the Church and after distribution to the South Central Conference of the United Church of Christ, or its successor, any and all assets remaining shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose.

## ARTICLE XXVIII. BYLAWS

The members of the Governing Council shall have the power to make, amend, and repeal Bylaws to govern this Church.

## ARTICLE XXIX. CONFLICTS

In case of conflict between the Constitution and the Bylaws, the Constitution shall prevail.

ARTICLE XXX. REGISTERED AGENT

The Governing Council shall designate a Registered Agent for Service of Process.

ARTICLE XXXI. REGISTERED OFFICE

The location of the registered office and post office address of this Church shall be:

1333 SOUTH CARROLLTON AVENUE  
NEW ORLEANS, LA 70118

THIS AMENDED CONSTITUTION WAS ADOPTED BY THE CENTRAL ST. MATTHEW  
UNITED CHURCH OF CHRIST AT THE ANNUAL MEETING ON JANUARY 19, 2014

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Secretary of Central St. Matthew UCC