

**METROPOLITAN COMMUNITY CHURCH OF SAN FRANCISCO
BYLAWS**

As revised at the Congregational Meeting on January 25, 2009

Article I - Name

- A. The name of this church shall be the Metropolitan Community Church of San Francisco, herein MCCSF, a non-profit corporation in the State of California.

Article II - Affiliation

- A. This church is a member congregation of the Universal Fellowship of Metropolitan Community Churches (herein, UFMCC) and agrees to abide by the UFMCC Bylaws and decisions made by General Conference. These bylaws are supplementary to those of the UFMCC and are to be read in conjunction with them. In event of any conflict the UFMCC bylaws shall prevail.
 - 1. The Universal Fellowship of Metropolitan Community Churches is the not-for-profit organization designated to receive the church's property in the event of dissolution or abandonment of the church or failure to abide by the process for disaffiliation from the UFMCC in accordance with UFMCC Bylaws.
 - 2. A decision to disaffiliate from the UFMCC shall be decided in accordance with UFMCC Bylaws.

Article III - Membership

- A. Prior to the Rite of Membership a prospective member of MCCSF shall attend membership classes as developed by the Senior Pastor . The Senior Pastor may waive certain classes under extraordinary circumstances.
- B. The list of Members in good standing shall be maintained by a member of the church staff, who shall report changes to the Board of Directors.
- C. A Member shall continue in membership until such time as the Member requests to be removed from the list of Members, until death, or until action by the Board of Directors to remove the Member from membership. Members may be removed by the Board in accordance with the church's written policies. Members may be considered "voting" or "non-voting" in accordance with the church's written policies. Only "voting" members will be able to vote in congregational meetings.

Article IV - Congregational Meetings

- A. Government of the church is vested in its Congregational Meeting, subject to the provisions of the UFMCC Articles of Incorporation, Bylaws, documents of legal organization, and the Regional and General Conferences.

- B. An annual Congregational Meeting shall be held in the fourth (4th) quarter of the year on or before the first Sunday of December at a time and place determined by the Board of Directors.
- C. The agenda for Congregational Meetings shall be determined by the Board of Directors.
- D. The Board of Directors shall ensure that Members are notified electronically or in writing at least two (2) weeks in advance.
- E. In order to transact business, no less than ten percent (10%) of the Members must be present.
- F. Each Member has the right to vote. Proxy or any other form of absentee voting shall not be allowed.
- G. Decisions, including elections, require approval by a vote of more than fifty percent (50%) of those Members present and voting, unless otherwise required by UFMCC Bylaws or otherwise stated in these local church Bylaws. Elections shall be taken by secret ballot. Votes of affirmation from the floor are not permitted.
- H. A special Congregational Meeting may be called either by (a) 2/3 vote of the Board, or (b) a petition signed by at least twenty percent (20%) of the Members and submitted to the Clerk.
 - 1. The nature and purpose of the special Congregational Meeting shall be stated in the petition and in announcements and be written into the agenda.
 - 2. Special Congregational Meetings are governed by the same rules as those pertaining to the Annual Congregational Meeting.

Article V - Board of Directors

- A. The local church administrative body shall be the Board of Directors, which is authorized to provide administrative leadership subject to the direction of the Congregational Meeting.
- B. The Board of Directors shall have charge of all matters pertaining to the documents of legal organization and incorporation, church property, risk management, and physical and financial affairs of the church. The Board of Directors shall be responsible for collecting and disbursing funds, keeping adequate church records, making timely reports to the Congregation and UFMCC, and fulfilling all responsibilities of a local church administrative body as stated in the UFMCC Bylaws.
- C. The Board of Directors shall consist of eight (8) members: the Senior Pastor and seven (7) members elected from the membership of the congregation.
- D. The term of office for members of the Board of Directors, except the Senior Pastor, shall be two-year staggered terms.

- E. The Board of Directors shall meet at least bi-monthly. Except for executive sessions, meetings shall be open to the congregation and to the public. Meeting dates and times shall be posted in a prominent location at least 10 days prior to a regular meeting and 24 hours prior to a special meeting.
1. No less than a majority of the members of the Board of Directors must be present in order to transact business.
 2. Minutes and financial reports shall be available to Members of the church within two (2) weeks after each meeting. Minutes shall include a record of those present and decisions made. A copy of the minutes shall become part of the permanent church records.
- F. During the first meeting following elections to the Board, the Board of Directors shall elect from among its members two Lay Leaders (of different gender identities), Clerk, and Treasurer. The term of office for officers shall be one (1) year.
1. Lay Leaders shall serve as moderators of the Board of Directors and Congregational Meetings. Lay Leaders shall set the agenda for Board meetings.
 2. The Clerk shall be responsible for ensuring the maintenance of official correspondence and church records, and for ensuring that accurate records are kept of all meetings of the Board of Directors and of the Congregation. The Clerk is the officer authorized to receive petitions submitted to the Board of Directors.
 3. The Treasurer shall be responsible for ensuring the preparation and maintenance of all financial records. This shall include a monthly financial report to the Board and an annual financial report to the Congregation. The monthly and annual financial reports shall reflect receipts, disbursements, and outstanding financial obligations.
- G. In the event of a vacancy on the Board of Directors, the Board may appoint a Member to fill the vacancy until the next Congregational Meeting, when an election shall be held to fill the unexpired term.
- H. The Board may remove a board member from their duties for dereliction of responsibility or other just cause upon a majority vote of the full Board of Directors.
- I. No director or officer of the church shall be liable for any act or failure to act by any other director or officer of the Church or by any employee of the Church. No director or officer of the Church shall be liable for any loss arising from any fault in the title to any property acquired by the Church. No director or officer of the Church shall be liable for any loss arising from any fault in any security in which the Church might invest, or from bankruptcy, insolvency, or wrongful act by any person to whom the Church might entrust any of its property. No director or officer of the church shall be liable for any loss due to error of judgment or oversight on his/her part, or for any other loss whatsoever occurring in the

carrying out of the duties of his/her office, unless this loss arises from the director's or officer's own willful neglect or fraudulent or criminal actions.

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

Article VI - Senior Pastor

- A. The Senior Pastor is the UFMCC clergy person with a license to practice who has been called by God and elected by the church to be responsible for the duties of teacher, preacher, and spiritual leader until such time that the relationship is terminated. The Senior Pastor shall also fulfill such other roles and responsibilities as are stated in the UFMCC Bylaws and the policies of the church.
- B. The Senior Pastor shall have authority for ordering all worship services of the church; determining when other worship services will be held; appointing compensated and uncompensated church staff; and determining compensation, vacation periods, and titles of office of the church staff. The Senior Pastor shall serve as a voting member of the Board of Directors, personnel director, and as the primary spokesperson of the church to the community. The Senior Pastor may delegate such duties as seem wise.
- C. In the event of a vacancy in the position of Senior Pastor, a Search Committee shall be responsible for presenting a qualified candidate for election at a Congregational Meeting. The Search Committee shall develop and implement the search process, including the criteria for election, in consultation with the Regional Elder.
 - 1. The Search Committee shall consist of the lay members of the Board of Directors and four (4) additional members elected at a Congregational Meeting.
 - 2. Election of the Senior Pastor requires approval by a vote of eight-five percent (85%) or more of those Members present and voting, unless otherwise required by UFMCC Bylaws. The election shall be taken by secret ballot. A vote of affirmation from the floor is not permitted.

Article VII - Lay Delegates

- A. The church shall elect one (1) lay person for every one hundred (100) Members, or part thereof, to serve as Lay Delegates. Lay Delegates shall be Members.
- B. Lay Delegates shall be elected at the next regular Congregational Meeting following each General Conference. A majority of the votes cast shall be required to elect.
- C. The term of office of Lay Delegates shall be three (3) years.
- D. The duties of Lay Delegates shall be to represent the congregation at General and Regional Conferences, to communicate with the congregation regarding UFMCC

concerns and policies. When issues have been discussed and voted upon by the congregation prior to Regional or General conferences, all delegates must vote the will of the congregation on those issues. If the sense of a resolution has been changed by amendment the delegates shall exercise their best judgment in carrying out the will of the congregation.

- E. The church shall elect two (2) Alternate Lay Delegates. The election and term of office shall be the same as for Lay Delegates. Alternate Lay Delegates assume the responsibility of serving as Lay Delegate when a Lay Delegate is unwilling or unable to perform the duties of that office.
- F. The Board of Directors may remove a Lay Delegate or Alternate Lay Delegate from their duties for dereliction of responsibility or other just cause in accordance with church policy, upon a majority vote of the full Board.

Article VIII - Adoption and Amendments

- A. These Bylaws shall become effective immediately upon adoption by the Congregational Meeting and approval by the Regional Elder.
- B. These Bylaws may be amended or repealed at any duly convened Congregational Meeting. Proposed amendments or repeals shall be submitted in writing to the Board of Directors no later than thirty (30) days prior to the Congregational Meeting at which the proposal is to be considered. Adoption of the amendment or the repeal shall require approval by a two-thirds (2/3) affirmative vote and is subject to approval by the Regional Elder.

Adopted by vote of the Congregation at the Congregational Meeting on January 25, 2009.

Revision History:

Date	Article	Previous By-Law	Reference Revision
1/25/2009	-Article IV.B-Congregational Meeting	An annual Congregational Meeting shall be held in the first quarter of the year at a time and place determined by the Board of Directors.	See Article IV.B above
1/25/2009	-Article V.C-Board of Directors	There shall be ten (10) members of the Board of Directors, including the Senior Minister, who shall each be a Member.	See Article V.C above
1/25/2009	-Article VI.C.1-Senior Pastor	The Search Committee shall consist of thirteen (13) members, including the nine (9) members of the Board of Directors and four(4) additional members elected at the Congregational Meeting.	See Article VI.C.1 above