

The Constitution of Old First Reformed Church, United Church of Christ

ARTICLE I. NAME

The name of this church shall be Old First Reformed Church, United Church of Christ, located at 4th and Race Streets in Philadelphia, Pennsylvania. It is the same church that was chartered in 1765 as “The Ministers, Trustees, Elders and Deacons of the German Reformed Congregation, in the City of Philadelphia, in the Province of Pennsylvania.”

ARTICLE II. PURPOSE

The avowed purpose of this church shall be to worship God, to celebrate the sacraments, to know and share the transforming power of God: Creator, Christ and Holy Spirit, and with God's help to strive in faith for righteousness, justice and peace, and to be a wellspring of hope for diverse people in our neighborhood, the city, the region and throughout the world.

ARTICLE III. POLITY

1. This church shall be a part of the United Church of Christ, and it shall sustain that relationship to the United Church of Christ described in those portions of the Constitution and By-Laws of the United Church of Christ, adopted July 4, 1961 and as subsequently amended, relating to local churches.
2. The government of this church is vested in its members, who exercise the right of control in all its affairs, subject, however, to the laws of the Commonwealth of Pennsylvania relating to churches.

ARTICLE IV. FAITH

This church acknowledges as its sole Head, Jesus Christ, Son of God and Savior. It acknowledges as kindred in Christ all who share in 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. 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 hearts before God. In accordance with the teaching of our Lord and the practice prevailing among evangelical Christians, it recognizes two sacraments: Baptism and the Lord's Supper or Holy Communion.

ARTICLE V. INCORPORATION

1. The church may, in its corporate name, sue or be sued, acquire by purchase, gift, devise, bequest or otherwise and own, hold, invest, reinvest or dispose of property both real and personal for such work as the church may undertake and may purchase, own, receive, hold, manage, care for and transfer, rent, lease, mortgage or otherwise encumber, sell, assign, transfer and convey such property for the general purpose of the church; it may receive and hold in trust both real and personal property and invest and reinvest the same and make any contracts for promoting the objectives and purposes of the church.
2. Upon dissolution of the church, its assets and all property and interests 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 Pennsylvania Southeast Conference of the United Church of Christ.

ARTICLE VI. OUR HISTORY

Old First Reformed Church is a descendant of the Protestant Reformation and the early Calvinist churches who adopted the Heidelberg Catechism, published in 1563, as their statement of faith. The congregation was formed when a group of 400 German Reformed immigrants led by the Rev. George Michael Weiss arrived in colonial Philadelphia in 1727. The first church building was completed in 1747 at 4th and Race Streets. In 1765, Thomas Penn and Richard Penn gave the congregation a charter under the name of “The Minister, Trustees, Elders and Deacons of the German Reformed Congregation, in the City of Philadelphia, in the Province of Pennsylvania.” The congregation built a larger church building in 1772, then a successor in 1837 (the current building), and moved twice, to North Philadelphia in 1882 and to West Philadelphia in 1917. In 1967, the congregation came back to its original location to rededicate the reclaimed and restored church of 1837 as part of the redevelopment of the Independence Hall area. In 1934, its denomination, the Reformed Church in the United States, merged with another founded by German Protestants to form the Evangelical and Reformed Church. That denomination in turn merged in 1957 with the Congregational Christian Churches to form the United Church of Christ, of which Old First is a part

**The By-Laws of Old First Reformed Church,
United Church of Christ**

ARTICLE I. MEMBERSHIP

1. Membership in this church shall be open to any person who has been baptized, has been confirmed, or has made public confession of faith in Jesus Christ as Lord and Savior.
2. Members shall pledge themselves to worship regularly; to live the Christian life; to share in the life and work of the congregation; to contribute their tithes and offerings toward its local and wider ministry and mission; to seek diligently the spiritual welfare of the membership and the community; and to work for justice and peace in the world.
3. Any member may, on his or her own request, be granted a letter of transfer to another congregation or may be dismissed with a certificate of church membership.
4. 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 church's worship or contributed to its support, may, upon the recommendation of the Community Life Standing Leadership Group, be removed from the membership rolls by action of the Board of Elders.
5. Associate membership shall be open to any person who is a member of another church. Associate members shall be entitled to all rights and privileges of membership except the rights to vote and to hold office. When congregational statistics are reported, associate members will not be included.

ARTICLE II. GOVERNANCE

1. The governing body of this church shall be the membership assembled in church meeting. Public notice shall be given at regular Sunday worship at least two (2) weeks before the meeting is scheduled. The vote of a majority of members present at the meeting shall be the action of the church. A quorum shall consist of ten (10) percent of the members. Voting by proxy or by absentee ballot is not allowed, except in the case of the election of a pastor, when absentee ballots shall be allowed.
2. The membership shall elect members of the Board of Elders, as described in Article III, Section 1 who will serve for a term of two (2) years and for no more than three (3) terms. In addition to those officers elected by the membership, the Board of Elders will elect a Moderator, a Vice-Moderator, and Secretary who will also serve as officers of the congregation.
3. The membership shall elect members to the following positions of responsibility who will serve for a term of two (2) years and for no more than three (3) terms:
 - A. The Financial Secretary, who shall be an officer of the church and responsible for

confidential receipt and recording of all pledges and other financial and in-kind contributions to the support of the church and shall provide monthly reports on the status of such giving to the Board of Elders and at least one written confirmation to all identified contributors as to the amount and type of support received from the contributor. The Financial Secretary will be an Ex-Officio Member of the Board of Elders and will also serve in an ex-officio capacity to the Administrative Standing Leadership Group. In the event the Financial Secretary and the Treasurer assume office in the same year, the financial secretary may serve an additional year to provide continuity in the financial operations of the congregation.

- B. The Treasurer, who shall be an officer of the church and responsible for maintaining the accounts of the operating funds of the congregation, payment of financial obligations of the congregation, providing a monthly report on the financial status of the church to the Board of Elders, and assisting in the preparation of the annual budget for the congregation and providing informational assistance to ministry teams and staff regarding the operating budget as needed. The Treasurer will be an Ex-Officio Member of the Board of Elders and will also serve in an ex-officio capacity to the Administrative Standing Leadership Group.
4. Nominations shall be made for these offices shall be made through the Discernment Task Group described under Article III section 6. Public notice of the nominations shall be given to the membership at least two (2) weeks before the meeting is scheduled. Other nominations, provided the persons to be nominated have given their prior consent, may be made at the meeting at which the election is held.

ARTICLE III. BOARD OF ELDERS AND STANDING LEADERSHIP GROUPS AND MINISTRY TEAMS

1. The Board of Elders shall be invested with fiduciary and spiritual responsibility for the ongoing governance of the church between meetings of the membership. The Board of Elders shall be composed of five (5) to nine (9) members in addition to the Financial Secretary and the Treasurer, and the pastor, who shall be ex-officio to the Board of Elders without voting rights. The Board shall keep a complete and accurate record of its proceedings. All acts and deliberations of the Board are subject to the will of and revision by the governing body. One-half of its members shall constitute a quorum. The Elders shall make decisions by consensus. The responsibilities of the Board of Elders include:

The Board will review church policies regularly (at least once per year) and revise them as necessary. The Board will also review the organizational structure and processes for effectiveness and consistency with the mission and vision of the congregation every three (3) years and make recommendations to the congregation as to revisions regarding the organizational structure, as necessary.

The Board of Elders will assist ministry teams and staff members in interpreting the policies in their day-to-day activities. This includes (but is not limited to):

1. Guidance. Elders will be available to help ministry teams and staff understand how policies apply to the specific activities of their ministries.
2. Conflict Resolution. Elders will coordinate a process for resolving conflicts that may arise between members of the congregation or between members of the congregation and the pastor.

B. Focus on Results. The Board of Elders will meet at least annually and more often as deemed necessary with each of the Standing Leadership Groups and with Ministry Teams to assist in the visioning of the ministries of the congregation and to provide guidance and interpretation of policies. The Board's focus will be on the results that ministry teams and staff members accomplish, not on the day-to-day workings of how ministry teams and staff members accomplish those results (except in confirming that those activities are within stated policies and match Old First's mission and values).

C. Accountabilities. The Board of Elders will be responsible for seeing that the congregation is provided with reports on all policies adopted by the Elders for the congregation, the status of church finances, changes in church leadership and ministries, congregational events and plans. The Board of Elders will also be responsible for accountability of the Pastor in the Pastor's call relationship with the congregation.

D. Vision. The Board of Elders is the keeper of the congregation's vision for future ministry and will provide for congregational review and approval a long-range plan for the ministry of the congregation and amendments to the Vision and Mission Statement and these By-Laws, when appropriate.

E. Fiduciary Responsibility. The Board of Elders shall provide for the preparation of an annual budget for the church, to be approved by the congregation, arrange for the promotion of Christian stewardship among the members, and shall manage the financial assets of the congregation. The Board of Elders may authorize any extraordinary expense if funds are available; but if borrowing exceeds \$5,000.00, it must receive the approval of the congregation.

F. Urgent decision-making. In the event that the Moderator of the Elders is made aware of the need for an urgent decision that cannot await the convening of a meeting of the relevant Standing Leadership Group, she/he shall convene a decision-making group consisting of the Moderator of the Elders, the leader of the relevant Standing Leadership Group, at least one other member of the church selected by the Moderator, and the Pastor. To the extent possible, such a group shall limit its actions to those that have implications for the church that are short-term (i.e., six weeks or less) in nature and have minimal potential fiscal or long-term impact. All decisions made by such an urgent decision-making group shall be communicated to the Board of Elders as soon as possible. The long-term resolution of the issue or the review of the decision shall revert to the relevant Standing Leadership Group(s).

2. The Board of Elders shall organize itself each year, electing a Moderator, a Vice-Moderator and a Secretary.

A. The Moderator will preside over all congregational meetings and preside over the meetings of the Board of Elders. The Moderator will be responsible for signing all legal documents on behalf of the congregation.

B. The Vice-Moderator will preside over the Board of Elders in the Moderator's absence and shall provide such support in leadership as the Board of Elders deems necessary.

C. The Secretary will serve as a member of the Board of Elders and will take and publish minutes of all congregational meetings and will take minutes of all meetings of the Board of Elders and will publish reports of the work of the Board of Elders on a monthly basis.

3. The Board of Elders shall meet at least once every month. Special meeting are subject to the Moderator's call.

4. The following Standing Leadership Groups will work with the Elders in the areas of their defined responsibilities. The Chairperson of each Leadership Group will be elected by the congregation for a two (2) year term, renewable for no more than three (3) consecutive terms. Membership on the Standing Leadership Groups will be through discernment and subject to the criteria for participation developed by the Standing Leadership Group.

A. Worship and Spiritual Life

Responsibilities of this Leadership Group will be, with the Pastor and music director to:

1. Plan regular worship and special worship services;
2. Provide vision, leadership and support to ministry teams participating in and supporting regular worship;
3. Provide vision, guidance and support to ministry teams providing Christian education on Sunday mornings;
4. Encourage and support personal spiritual practices of members;
5. Encourage and support spiritual practices of membership groups.

B. Outreach Ministries

Responsibilities of this Leadership Group will be, with the assistance of ministerial staff and other staff to:

1. Discern the mission of the outreach work of the church;
2. Implement the mission of the outreach work of the church;
3. Oversee the programs of Wellspring;
4. Encourage connection of members of the congregation with the Wellspring programs
5. Nurture and support additional ministries consistent with the mission of Wellspring.
6. Network with other groups providing similar and complimentary ministries.

C. Congregational Life

Responsibilities of this Leadership Group will be, with the Pastor and any additional ministerial staff to:

1. Oversee the congregation's ministry of service and caring for its members including, but not limited to: hospitality, visitation, retreats, other community programs and celebrations, and honoring of member accomplishments;
2. Provide training for new members in the meaning and significance of the church and of church membership
3. Nurture and support ministry teams providing opportunities for relationship building among members and associates of the church in ways consistent with the Vision and Mission of the congregation.

D. Administration

Responsibilities of this Leadership Group will be, with the Pastor and any other staff, to:

1. Assist the Elders in the development, monitoring and management of the church budget;
2. Oversee the church property, including buildings, grounds, and furnishings;
3. Work with ministry teams regarding the current and future use of facilities for the ministry and mission of the congregation;
4. Set personnel policies consistent with the mission and vision of the congregation;
5. Maintain and update necessary insurance and safety programs and policies;
6. Set guidelines for use of the church property;
7. Nurture and support ministry teams providing maintenance, repair and improvement of the church property.

E. Christian Education

The chairperson of the Christian Education Leadership Group may also serve as Church School Superintendent. Responsibilities of the Leadership Group will be, with the Pastor to:

1. Recruit church school teachers;
2. Nurture, support and maintain communication with the church school teachers;
3. Recruit leaders of the adult Sunday class taskforce;
4. Evaluate and select appropriate curriculum for the children's church school program;
5. Plan learning opportunities beyond church school.

5. The Board of Elders shall appoint individuals to the following positions to serve renewable two-year terms without limitation on the number of years for which any individual may serve in that capacity:

- A. The Director of Stewardship, who will lead a Stewardship Team selected in conjunction with the Elders and Discernment Team to plan an Annual Stewardship Drive and promote stewardship opportunities throughout the church year.

- B. The Endowment Manager and the Assistant Endowment Manager, to be responsible for oversight of the congregation's endowment and investments in a manner consistent with the congregation's investment policy.
 - C. The Archivist, who preserves and organizes the material in and collects material for the archives, maintains the archives database, and makes the archives available to church members, to church staff, and, as possible, to the public.
 - D. The Director of Community Engagement, who leads the congregation's efforts to take Christ's message of love, acceptance, charity and justice to the community beyond the four walls of the church. The Director of Community Engagement is responsible for efforts to introduce Old First and its people to the broader community and to expand participation in Old First's programs.
6. The Board of Elders shall appoint annually a Discernment Task Group to work with the Pastor and the Board of Elders in helping members to discern their call to service in the life and mission of the church and in recommending members to nominate to elected positions and appointed positions. Appointment to the Task Group shall be for a one-year renewable term without limit to the number of terms served.
 7. In addition to the stated Leadership Groups, the Discernment Task Group and the positions identified in Article III section 5, the Board of Elders shall appoint such other committees or task groups as it may deem necessary.
 8. When elected, the officers and members of the Board of Elders shall be ordained to or installed in their respective offices.
 9. Vacancies in the Board of Elders, Officers and Standing Leadership Groups shall be filled by the Board of Elders for the unexpired terms.
 10. The ministry of this congregation, as carried out by its members, will be through Ministry Teams, which are formed by members who are called to further the mission of this church through their spirit-led activities. There is no limit to the number or types of Ministry Teams. The Ministry Teams are expected to engage in their ministry in a manner consistent with the Vision and Mission of the congregation and with the policies established by the Board of Elders and congregation and with the support of the appropriate Standing Leadership Group(s).
 11. In 2009, the number of Elders to be elected shall be six. Following the election, the Elders shall draw lots, with three of them to serve one-year terms and three to serve two-year terms. Thereafter, the number of Elders to be elected in a given year shall be the number whose terms are expiring unless the Board of Elders and the Discernment Group, in consultation together, determine the number should be increased or decreased, according to the board's responsibilities and workload. The number shall be publicly announced with notice of the annual meeting and not be subject to change thereafter.

ARTICLE IV. PASTOR(S) AND LICENSED AND COMMISSIONED MINISTERS

1. Any Pastor serving this congregation shall have ordained ministerial standing in the United Church of Christ, dual standing, or ordained ministerial partner standing in accordance with the Constitution and By-Laws of the United Church of Christ. Any Licensed and/or Commissioned Minister shall have standing in accordance with the Constitution and By-Laws of the United Church of Christ and any policies of the Philadelphia Association of the Pennsylvania Southeast Conference.
2. It shall be the duty of the Pastor to conduct public worship; to preach the Gospel; to exercise pastoral oversight of the congregation; to celebrate Holy Communion; to baptize children and adults approved by the Board of Elders; to receive into membership of the congregation persons approved by the Board of Elders; and to chair the Elders meeting where the officers are elected, and to participate in the work of, the Board of Elders (see Article III, Section 1) and the Standing Leadership Groups (see Article III, Section 3). In addition, the Pastor shall be a presence of unity among the members and various parts of the congregation's life, providing creative leadership, spiritual guidance, and help in problem-solving and decision-making, and shall supervise paid staff.
3. The authorization and discipline of Pastors and Licensed and Commissioned Ministers of this church shall be accomplished by the procedures of the United Church of Christ and carried out by the duly authorized bodies of the Philadelphia Association of the Pennsylvania Southeast Conference.
4. The Pastor(s) shall be elected by the membership at a duly called meeting of the congregation for an indefinite period in accordance with the procedures of the United Church of Christ and the Philadelphia Association of the Pennsylvania Southeast Conference. In order to terminate the relationship, sixty (60) days notice shall be given by either party in accordance with the procedures of the United Church of Christ and the Philadelphia Association of the Pennsylvania Southeast Conference. The termination shall be by action of the Board of Elders and notice of such termination shall be given by the Moderator to the Conference Minister and to the Philadelphia Association for appropriate action.
5. When a vacancy in the pastoral office occurs, or when an additional Pastor is to be called, it shall be the responsibility of a Search Committee appointed by the Board of Elders to seek a candidate. The Board of Elders shall appoint the chair of the Search Committee who will inform the Conference Minister and seek the guidance of the conference staff in the search and call process, which shall be conducted according to the Constitution and By-Laws of the United Church of Christ and any policies of the Philadelphia Association of the Pennsylvania Southeast Conference.
6. Licensed Ministers shall be elected by the Board of Elders for renewable one-year terms in this congregation according to the Constitution and By-Laws of the United Church of Christ and any policies of the Philadelphia Association of the Pennsylvania Southeast Conference.

7. Commissioned Ministers shall be elected by the Board of Elders for specialized ministry in this congregation according to the Constitution and By-Laws of the United Church of Christ and any policies of the Philadelphia Association of the Pennsylvania Southeast Conference.

ARTICLE V. CHURCH MEETINGS

1. The Annual Meeting of the church shall be held in the month of January.
2. Special church meetings may be called by the Board of Elders or by a petition to the Board of Elders by not less than ten (10) percent of the members. The Board of Elders shall call such meetings within three weeks from receipt of the petition and adequate notice of such meeting shall be sent to the membership by the Secretary.

ARTICLE VI. AMENDMENTS

1. Amendments to this Constitution may be made at any duly called church meeting by a two-thirds affirmative vote of the members present. Public announcement of the text of the proposed amendment(s) shall be made at least two weeks prior to the meeting.

Recorded: May 17, 2009

Amended: January 29, 2012

Amended: January 27, 2013