

Orange Beach Methodist Church
Governance Policy

Section I.01 To more effectively fulfill our mission of making disciples for Jesus Christ for the transformation of the world and to better manage the affairs of the church, Orange Beach Methodist Church (OBMC) shall be organized into a single governing Leadership Council.

Section I.02 Commencing upon the approval of the Church Council of OBUMC on March 19, 2023, the functions of the administrative committees, i.e. Church Council, Finance, Staff Parish Relations, and Trustees, will be combined into a single board which shall be called the Leadership Council. The Leadership Council shall operate parallel to the Church Council of the OBUMC until final approval of disaffiliation at the Annual Conference meeting of the AWFUMC on May 7, 2023 and dissolution of the OBUMC. The Leadership Council will carry out all functions of these former committees in accordance with this Policy.

Section I.03 There is no division of role or responsibilities when it comes to decision making by the Leadership Council. All voting members of the Leadership Council shall act as: the Finance Committee when financial matters are considered; the Staff-Parish Relations Committee when staff issues are considered; and the Trustees Committee when real assets or property issues are considered.

Section I.04 The Nominations Committee shall be elected annually. The charge of this committee is to identify spiritual gifts, growth and leadership for the local congregation. Members of the committee shall engage in and be attentive to developing and enhancing their own Christian spiritual life in light of the mission of the Church. The committee shall work with the Leadership Council, or alternative administrative bodies, to determine the diverse ministry tasks of the congregation and the skills needed for leadership.

- a) The Committee shall recommend annually to the Leadership Council the names of people to be approved by the Council and presented for approval to the Church Body at its annual session. The Nominations required of the Nominations Committee shall be as determined by the Leadership Council from time to time.
- b) The Nominations committee shall appoint members to fill vacancies of the Bright Beginnings Board and the Legacy Board annually. The Leadership Council may create and appoint other ministry teams as the Council deems necessary to be filled by the Nominations Committee.
- c) This committee is to be composed of not more than nine persons, in addition to the pastor and the Vice Chair of the Leadership Council. The lead pastor shall be the chairperson.
- d) In order to secure experience and stability, the membership shall be divided into three classes, one of which shall be elected each year for a three-year term. To begin the process of rotation, in the Fall of 2023, one class shall be elected for one year, one class for two years, and one class for three years. Each year's new class, and vacancies at the time of Church Conference shall be elected from nominees, and/or through the recommendation of the nominations committee. Retiring members of the committee shall not succeed themselves. Only one person from an immediate family residing in the same household shall serve on the Nominations Committee.

When vacancies on the Nominations Committee occur during the year, nominees may be elected by the Leadership Council.

Leadership Council

PURPOSE

Section II.01 The primary purpose of the Leadership Council is to provide directional and equipping leadership as servants of Jesus Christ to make disciples of His for the transformation of the world.

Section II.02 The Leadership Council shall have ultimate authority over all missions and ministries and shall support and empower the ministry teams under its auspices and may delegate or rescind such governing and operational authority in its discretion.

Leadership Council

ORGANIZATION

Section III.01 The Leadership Council will act as the Board of Directors of the organization and shall have 13 members. The Lead Pastor shall be a standing member of the Leadership Council, and initially, there shall be twelve additional members which shall be members of the Church..

Section III.02 The initial Leadership Council members shall be as approved by the OBUMC Church Council at its meeting on March 19, 2023 to serve through 2024.

Beginning in the Fall of 2023 the Leadership Council shall designate from its membership as follows:

- One class of four persons to serve for one year,
- One class of four persons to serve for two years, and
- One class of four persons to serve for three years,
- And each year thereafter beginning in the Fall of 2024 to begin serving in January, 2025, four persons shall be Nominated by the Nominations Committee for a term of three years, and shall be approved pursuant to paragraph 5.3h of the Bylaws.

No two related people may serve on the Leadership Council.

Section III.03 Each year, the Leadership Council shall select the Vice-Chair and Secretary/Treasurer from its membership and one champion in each of the following areas: one trustee, one finance and one personnel representative. Nominees should have some experience in the area of administration for which they are nominated and all should have a heart for service. Upon the completion of a term of service of the Chairperson, the Vice-Chair shall assume the position of Chairperson.

Section III.04 Council members may serve no more than one term on the Leadership Council. They shall be eligible to serve again as a member of the Leadership Council after at least a one-year break in service.

Section III.05 In the event of a vacancy on the Leadership Council between church conferences, the Leadership Council, on the recommendation of the Nominations Committee, may elect a successor to serve out the unexpired term.

Section III.06 Attendance at the Leadership Council Meetings is required. If a member is unable to attend, advance notice shall be submitted to the Chairperson or Pastor, and will be entered into the minutes of the Leadership Council meeting. The Chairperson and Pastor will meet with any Leadership Council member who misses more than three regular called meetings in a 12-month period to discern the member's desire and ability to serve. If appropriate, the Chairperson can recommend actions to remove a Leadership Council member by a two-thirds vote of the Leadership Council members, excluding the member proposed for removal, at a regular called meeting.

Section III.07 The Pastor will be a voting member of the Leadership Council, but the pastor shall not vote on matters pertaining to his or her own appointment, employment, or compensation. Leadership Council members elected by the Annual Church Conference will be voting members.

Leadership Council MEETINGS

Section IV.01 The Leadership Council shall plan to meet monthly if needed and will determine the frequency of meetings, but must meet at least quarterly. It shall meet additionally at the request of the Lead Pastor or the Chairperson. The Leadership Council shall meet only with the knowledge of the Lead Pastor and the Chairperson. The Lead Pastor shall be present at all meetings unless he/she voluntarily excuses him/herself. The Leadership Council may meet without the Lead Pastor present as long as the Lead Pastor is informed in advance of the meeting and is brought into consultation immediately thereafter.

Section IV.02 A quorum shall be considered at least seventy percent (70%) of the voting members on the Leadership Council (nine members, if the Leadership Council is fully filled, but fewer if there are vacancies on the Council at any time). No business shall be conducted if a quorum is not present (members may be present in person, or by means of electronic communication, via teleconference or videoconference, provided such participation is sufficient for both hearing and speaking as part of any discussions). There are no voting proxies for Leadership Council members. Voting by email or other electronic means shall be allowed, in which case all voting members must be included and a majority of the entire Leadership Council, all of which agree either yea or nay is required to consider a vote binding. Leadership Council members voting by email must acknowledge the receipt of the email for the vote to be binding.

Section IV.03 Called Meetings require a seven-day advance notice and Leadership Council members shall, if possible, be provided an agenda clearly stating the item(s) to be addressed and voted on. No votes may be taken on matters other than those stated in the agenda unless the matter is determined urgent or an emergency by the Chairperson and Lead Pastor.

Section IV.04 If the required seven-day meeting notice is not feasible, emergency meetings concerning the Lead Pastor are permissible. Emergency meetings for the purpose of urgent

church business that cannot be reasonably delayed for a normally called meeting may be conducted when so determined by the Chairperson and the Lead Pastor. Emergency meetings are treated as regularly called meetings for purposes of the required quorum. The Chairperson will endeavor to give the Leadership Council as much notice as is possible, under the circumstances. **Section IV.05** It shall be a core principle of the Leadership Council to maintain transparency of its actions through open meetings, and through ongoing communications with the congregation of OBMC. All meetings of the Leadership Council shall be open to any member of the congregation, if appropriate respect for the business being considered and decorum are maintained during the meetings. As appropriate, the Leadership Council shall enter into executive or closed session to consider personnel matters, staff salary discussions, potential litigation, contract negotiations and other possible items as determined by the Lead Pastor and Chairperson.

Leadership Council POWERS AND RESPONSIBILITIES

Section V.01 The Leadership Council sets the annual church budget, annual evaluation of the Pastor, setting staff and other church policies, ensuring an annual audit and review of the church's finances, attending to the maintenance and repairs of church property, and entering into contracts on behalf of the church.

Section V.02 The Leadership Council may adopt additional policies and procedures as needed, as long as these policies and procedures do not conflict with the Bylaws, this document or the OBMC Statement of Doctrines and Beliefs. These new or modified policies and procedures will be announced to the congregation in a transparent manner agreed by the Leadership Council and the Pastor.

Section V.03 The Leadership Council may create work groups from time to time as needed.

Section V.04 The Leadership Council shall create a plan to communicate regularly its activities and decisions with the congregation at large.

Section V.05 The Leadership Council shall adopt Policies and Guidelines for abuse prevention and risk reduction strategies for the Church.

Section V.06 The Lead Pastor shall be ultimately responsible for the management of staff, and shall be accountable to the Leadership Council for the hiring, termination and evaluation of the staff. The Leadership Council will set specific policies and procedures for the Lead Pastor to follow as needed.

Section V.07 As close to the beginning of each new year as possible, the Leadership Council will schedule a half-day training session in which the rules governing the Leadership Council, Pastor, staff, and congregation are reviewed, taught, and integrated into the Leadership Council's future goals, expectations and policies.

Section V.08 The Leadership Council's primary accountability is to God on behalf of people who need the saving grace of Christ. The Leadership Council's primary responsibility, through the leadership of the Lead Pastor and staff, is to ensure that OBMC stays true to its mission and realizes its vision while functioning within its rules and guiding principles.

CHURCH CONFERENCE APPROVAL

Section VI.01 Changes to the Statement of Doctrines and Beliefs, apart from affiliation with another denomination, must be approved by an 80% vote of a duly called Church Conference of Orange Beach Methodist Church.

CERTIFICATION OF ADOPTION OF GOVERNANCE POLICY

The undersigned hereby certifies that: (i) the undersigned is the duly elected Secretary Orange Beach Methodist Church; (ii) that this the Governance Policy of the Church which were approved at a duly called meeting of the Church Council of Orange Beach United Methodist Church and unanimously approved by the Incorporators of Orange Beach Methodist Church; (iii) they shall become legally binding as of March 19, 2023.

IN WITNESS WHEREOF, I signed my name to be legally binding as of the Effective Date.

**Secretary of Orange Beach Methodist Church
Mollie Renee Coker**