

Zion Reformed United Church of Christ

SUMMARY OF PROPOSED REVISIONS  
to Articles of Incorporation  
2021

Proposed revisions are in bold face type. In addition to the specific changes proposed, typographical errors in the current version are corrected.

Article II

CURRENT: SEC. 1-- The Officers of this Congregation shall be a pastor, not less than **six** nor more than nine elders and not less than **six** nor more than nine deacons, and shall be persons of twenty-one years of age or over. The Officers may also include one or more assistant or associate pastors.

PROPOSED: Sec. 1.--The Officers of this Congregation shall be a pastor, not less than **three** nor more than nine elders and not less than **three** nor more than nine deacons, and shall be persons of twenty-one years of age or over. The Officers may also include one or more assistant or associate pastors.

REASON: To allow for periods when the membership of the Consistory may fall below six Deacons or six Elders.

Article II

CURRENT: Sec. 5.-- Sec. 5.--The pastor, assistant or associate pastor(s), elders and deacons shall constitute the Consistory of the Congregation of which the pastor and each assistant or associate pastor shall be members ex officio. The pastor and each assistant or associate pastor shall not be considered trustees under Maryland law. At its first regular meeting after January 1 of each year, the Consistory shall elect from its own members a president, vice president, secretary and treasurer for a term of one year. **The Consistory shall also elect from its own members a president, vice president, secretary and treasurer for a term of one year.** A majority of the Consistory shall constitute a quorum.

PROPOSED: SEC. 5.-- Sec. 5.--The pastor, assistant or associate pastor(s), elders and deacons shall constitute the Consistory of the Congregation of which the pastor and each assistant or associate pastor shall be members ex officio. The pastor and each assistant or associate pastor shall not be considered trustees under Maryland law. At its first regular meeting after January 1 of each year, the Consistory shall elect from its own members a president, vice president, secretary and treasurer for a term of one year. **The Consistory may also elect one or more assistant secretaries and one or more assistant treasurers, including a Treasurer of Special Funds and a Treasurer of Benevolent Funds.** A majority of the Consistory shall constitute a quorum.

REASON: To remove a duplicative provision and provide an option to designate other officers.

## Article II

CURRENT: Sec. 6.--The Consistory shall meet monthly for the transaction of the business of the Congregation, except during the months of July and August, and at such other times as occasion may require.

PROPOSED: Sec. 6.--The Consistory shall meet monthly for the transaction of the business of the Congregation, except during the months of July and August, and at such other times as occasion may require. **Upon the determination of the President or Vice President, a meeting of the Consistory may be conducted by means of a conference telephone or other communications equipment if all persons participating in the meeting can hear each other at the same time.**

REASON: To clarify that the Consistory may meet by conference call or teleconference (*e.g.*, Zoom, etc.), as currently permitted under Maryland corporation law.

## Article III

CURRENT: Sec. 1.--Every member in full communion with this Church and who annually contributes according to **his** ability to its support is entitled to vote for pastors, elders or deacons, or on any matter touching the doctrine or discipline of the Church.

PROPOSED: Sec. 1.--Every member in full communion with this Church and who annually contributes according to **his or her** ability to its support is entitled to vote for pastors, elders or deacons, or on any matter touching the doctrine or discipline of the Church.

REASON: To modify a masculine gender-specific term.

## Article III

CURRENT: Sec. 2.-- Any person shall be eligible to serve as pastor of this Congregation **who will** become a Minister of the United Church of Christ in good standing with the Catoctin Association of the Central Atlantic Conference.

PROPOSED: Sec. 2.-- Any person shall be eligible to serve as pastor of this Congregation **who is or will** become a Minister of the United Church of Christ in good standing with the Catoctin Association of the Central Atlantic Conference.

REASON: To clarify that to be considered for a call, a pastor may be a current Minister of the United Church of Christ or may intend to become Minister of the United Church of Christ.

## Article IV

CURRENT: Sec. 2.--The pastor shall be elected by the Congregation, at a meeting of the Congregation called for that purpose, upon the vote of a majority of those members present, and shall serve for an indefinite period, and shall serve as pastor at the pleasure of the Consistory. The pastor may elect to resign at any time during **his period of service** to the Congregation, upon giving the Consistory not less than three months notice thereof. The Consistory may, at any time, remove the pastor from service to the Congregation.

PROPOSED: Sec. 2.--The pastor shall be elected by the Congregation, at a meeting of the Congregation called for that purpose, upon the vote of a majority of those members present, and shall serve for an indefinite period, and shall serve as pastor at the pleasure of the Consistory. The pastor may elect to resign at any time during **the period of service of the Pastor** to the Congregation, upon giving the Consistory not less than three months notice thereof. The Consistory may, at any time, remove the pastor from service to the Congregation.

REASON: To remove a gender-specific term.

#### Article VII

CURRENT: SEC.2.-- The name and address of the resident agent of the Corporation are as follows: Jeff Downin, President of the Consistory, 201 N. Potomac St., Hagerstown, Maryland 21740. Said resident agent is a citizen of the State of Maryland and actually resides therein.

PROPOSED: Sec.2.--The name and address of the resident agent of the Corporation are as follows: **William C. Wantz, 123 West Washington Street, Hagerstown, Maryland 21740.** Said resident agent is a citizen of the State of Maryland and actually resides therein.

REASON: Under Maryland law, each corporation shall designate a resident agent for the purpose of receiving official notices and documents on behalf of the corporation. The previous resident agent is no longer acting.