

# **PARISH CONSTITUTION**

## **St Paul Catholic Community ECC Church**

*as presented to the Community for ratification; vote scheduled for 12/9/2023*

### **VISION AND MISSION OF THE ST. PAUL CATHOLIC COMMUNITY**

As inspired by St. John XXIII and Vatican II, we strive to return to the simplicity of early Christianity.

We aspire to be a community which:

- Brings its members into a deeper relationship with God through their relationship with God's Son, Jesus Christ, and enables them to live joyfully in the freedom of God's children;
- Recognizes the dignity and integrity of its members as they live out their baptismal commitment on this journey of faith;
- Honors the decisions made in faith and prayer which its members make, encouraging them to be adults before God and not children before the church;
- Supports its members in times of struggle and distress and celebrates with them in times of joy;
- Celebrates the diversity which exists in its midst and in the world;
- Yearns for unity in the Body of Christ in the world.

Ours is a dynamic way of being church together. Visit our website at <https://stpauldenverecc.com>.

### **ECUMENICAL CATHOLIC COMMUNION**

Though we are autonomous in our Church Governance as a local Ecumenical Catholic Community, we are, at the same time, a community of the international Ecumenical Catholic Communion (ECC) that governs itself with a non-hierarchical integrated structure, made up of a House of Laity, House of Pastors and Council of Bishops.

The Presiding Bishop shares in the uninterrupted Apostolic Succession of Catholic Tradition, through the Old Catholic Church.

We invite all to visit the ECC website <https://ecumenical-catholics.org>.

### **OUR BELIEFS**

We accept the articles of faith in the apostolic creed. We embrace all the teachings of Jesus Christ, handed down through the apostolic tradition. We proclaim the mysteries of Jesus' ministry, death and resurrection until his return. We profess deep faith in the Real Presence of Jesus in the sacramental signs of bread and wine. As laity and clergy we share equally in the

priesthood of Christ through Baptism. We also believe in the Eucharist as the sacrament of reconciliation, celebrated together by laity and clergy.

The St. Paul Catholic Community follows the authentic sacramental catholic tradition in that we participate in the full sacramental ministry of the church. The seven sacraments of the universal catholic church: Baptism, Confirmation, Holy Eucharist, Reconciliation, Anointing of the Sick, Holy Matrimony and Holy Orders, are affirmed and practiced by us.

### **DISTINCTIVE CHARACTERISTICS OF THE ECC**

The St. Paul Catholic Community, while keeping with all authentic catholic tradition, has the following:

- 1) We recognize the importance of the symbolism of unity in the Office of Pope; however, we view the dogma of the infallibility of the Pope as being inconsistent with authentic catholic theology and tradition.
- 2) We uphold the primacy of enlightened individual conscience in matters of moral decisions that relate to peace and social justice, the dignity of the individual and the integrity of the community.
- 3) As a community of the ECC, we recognize each baptized person to be an equal member of the Body of Christ. No deacon, priest or bishop owns the Sacraments or the gift of Christ's grace, or holds a monopoly on ministry. Therefore, lay people share equally in the self-governance of the Church. All the members who have reached the "age of reason" and have demonstrated a commitment to the community participate in the process of selecting their lay and ordained leaders.
- 4) The clergy are free to marry, raise families, live in responsible monogamous relationships, remain single or as celibates. The St. Paul Catholic Community does not deny marriage or other meaningful partnerships to those who have an authentic vocation to the ordained priesthood: to deny such right may diminish the spiritual and psychological health and growth of the church clergy.
- 5) We promote vocation to priestly ministry among persons of all genders and will affirm them in all ministries valuing their personal giftedness to serve the church.
- 6) We will extend a healing hand to all who have been through the pain of divorce and to those who are remarried, with or without annulment, by welcoming them to the Eucharistic table unconditionally and support them in their faith journey toward fuller life in Christ.
- 7) Our members participate unreservedly, in the mission, faith, tradition and beliefs of the church. We commit ourselves to promote the Peace of Christ in the lives of individuals, of the community and the world around, actively engaging in the just causes inspired by the Gospel.
- 8) Our members believe the use of contraception, if used responsibly, can be a positive good as a means of increasing the frequency of the gift of sexual union, reducing the incidence of abortion for unwanted pregnancies and in some forms limiting the spread of sexually transmitted disease.

- 9) Our members affirm the dignity of all human persons regardless of race, national origin, religious affiliation, gender, or sexual orientation.

## **MEMBERSHIP AND GOVERNANCE**

### **Preamble**

The members of St Paul Catholic Community ECC Church hereby adopt these covenants and responsible governance policies (collectively, the "Covenants") and pledge ourselves to be governed and guided by their provisions to assure our continued fidelity to the principles, values, and religious faith that comprise the shared communal foundations that have brought us together.

### **ARTICLE I**

#### **CORPORATE ENTITY**

St Paul Catholic Community ECC Church is a Colorado nonprofit corporation fanned under the Colorado Revised Nonprofit Corporation Act ("Act"). St Paul Catholic Community ECC Church will be affiliated as a Member congregation of the Rocky Mountain Region of the Ecumenical Catholic Communion and the wider Communion.

### **ARTICLE II**

#### **DEFINITIONS**

St Paul Catholic Community ECC Church may be referred to as the "Church" or the "Parish," or the "Community" or the "Community of Faith."

### **ARTICLE III**

#### **MEMBERSHIP, NOTICE REQUIREMENTS AND WAIVER**

3.01 (a) Our members include anyone who wishes to be in communion with our community, share in its life and ministry, and embraces the responsibilities entailed therein.

3.01 (b) Members pledge to support the ministry of the community with their time, talent and treasure to the degree that they are inspired and capable.

3.01 (c) Members can vote on annual budgets and other matters pertaining to the operation and vision of the community.

3.02 Notice and Agenda of Meetings. Any notice or agenda will be given by electronic posting of such notice on the website of the Parish and through electronic mail notices. Electronic mail notices shall be effective for Parish Members who elect to receive notices and meeting agendas by electronic mail and who furnish the Parish Council with their electronic mail address. Any notice shall state the time and place of the meeting and the items of the agenda.

3.03 Waiver of Notice. Attendance by a Parish Member at any annual or special meeting or the attendance of a Parish Council Member at a Parish Council meeting shall be a waiver of notice, except when attendance at such meeting is for the express purpose of objecting to the transaction of business because the meeting was not lawfully called or convened.

## ARTICLE IV

### CLERGY

4.01 Clergy Responsibility. It shall be the responsibility of the Clergy to

- 1) provide spiritual leadership to this faith community;
- 2) ensure the healthy development and growth of our faith community according to the doctrine and theology of the Ecumenical Catholic Communion;
- 3) ensure that Church decisions and actions reflect the teaching and mission stated in this Constitution.

4.02 Pastor. A Pastor is an ordained priest who is the spiritual leader of our faith community. Pastors are under the authority of the local Bishop. The Pastor is responsible for the spiritual life of the faith community. A Pastor shall:

- 1) Celebrate the Eucharist and administer the sacraments.
- 2) Provide pastoral care to the sick, elderly, or church members in need.
- 3) Oversee the liturgical programs of the Parish.
- 4) Serve as a non-voting ex-officio Member and clergy representative of the Parish Council.
- 5) Assist in the budgeting and business planning of the Parish.
- 6) Develop and maintain relationships with members of the community.
- 7) Fulfill duties as stipulated in the governing documents of the Rocky Mountain Regional Council.

4.03 Delegation. While Pastors are responsible for the general well-being of their Parish, their areas of special authority in their Parish are theological, spiritual and liturgical. All other areas are delegated to the Parish Council and Parish Committees. The Pastor is the spiritual advisor to these entities, and they shall defer to the Pastor in theological, spiritual and liturgical matters.

4.04 When calling a new pastor, the current Parish Council shall determine the needs of the community at that time and develop the guidelines for choosing a new Pastor.

4.05 Compensation and Tenure of the Clergy. The Pastor or any other clergy will be hired and terminated subject to the provisions of this section. Compensation shall be determined based upon the duties of the clergy established by the Parish Council and the Parish's financial standing.

4.06 Removal of Pastor.

- a) The Pastor is considered an at-will employee. Thus, the Pastor may be removed by a two-thirds (2/3) vote of the full Parish Council. The Pastor shall have ten (10) calendar days to request that a special meeting of the members be called, pursuant to Section 5.04(b), in order to overturn the decision of the Parish Council. Of the members in attendance at the special meeting, a majority must vote to remove the Pastor for the action of the Parish Council to become effective. The failure of the Pastor to request a special meeting in writing to the Secretary of the Parish Council shall constitute a waiver of his/her right to such relief and the action of the Parish Council shall be deemed effective. The removal of

other clergy follows this same process. Removal of the Pastor or other clergy shall be reported to the local Bishop and the Presiding Bishop of the ECC.

- b) A constituent part of being church together is discernment guided by the Spirit. Before the actions outlined above (4.06a) are pursued, every sincere effort should first be taken to address and resolve grievances or disagreements through prayer and holy conversation, with outside arbitration if needed, possibly including the local Bishop.

4.07 Conduct of Clergy. Clergy are required to maintain standards in accordance with the Ethical Code of Conduct as outlined by the ECC. The ECC carries no legal responsibility or liability for the conduct of the clergy. The Parish is committed to and responsible for reporting, in full disclosure and cooperation with civil authorities in the investigation of misconduct by the Clergy. Allegations of misconduct shall be reported according to the established canons of the ECC to the local Bishop, the Presiding Bishop and the Council of Bishops for review.

## ARTICLE V

### **MEETINGS OF PARISH MEMBERS - NOTICE, QUORUMS, PROXIES, VOTING**

5.01 Annual Meetings. An annual meeting of the membership shall be conducted once every fiscal year on a date and time as specified by the Parish Council.

5.02 Special Meetings. Special meetings of the membership may be called at any time by the Co-Chairs of the Parish Council or by a majority of the Parish Council or upon written request of twenty percent (20%) of Parish members.

5.03 Secret Ballot. At the discretion of the Parish Council or upon the request of twenty percent (20%) of the Parish members present at the meeting or represented by proxy, a vote on any matter shall be by secret ballot. Ballots shall be counted by a neutral third party or by a committee of volunteers selected or appointed by the Co-Chairs.

5.04 Notice of Membership Meetings.

- a) Annual Meeting. Notice, in compliance with Section 3.02, of each annual meeting of the membership shall be given by, or at the direction of, the Secretary of the Parish Council or some other person who has been authorized to call the meeting.
- b) Special Meeting. In the case of a special meeting, the purpose of the meeting shall be specified. The notice of a special meeting, made in compliance with Section 3.02, shall be made to all Parish members at least twenty-four (24) hours in advance of the special meeting.

5.05 Proxies and Right to Revoke. At all meetings of the membership, each Parish Member may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary. All votes done by proxy shall be revocable and shall automatically cease upon attendance in person by the Parish Member. The Parish Council may reject a vote, consent, written ballot, waiver, proxy appointment or proxy appointment revocation if it has reasonable basis for doubt about the validity of signature on it or about the signatory's authority to sign for the Parish Member. The Parish Council that accepts or rejects a vote, consent, written ballot, waiver, proxy appointment or proxy appointment revocation in good faith is not liable in damages for the consequences of the acceptance or rejection.

5.06 Majority Vote and Quorum. The presence at the meeting of Parish members entitled to cast, or of Parish members holding proxies and entitled to cast, thirty-three and one-third percent (33 1/3%) of the votes of the membership shall constitute a quorum for any action. Except as may be required under other provision of these covenants, at any meeting of the membership at which a quorum is present, the affirmative vote of Parish members representing one (1) vote more than fifty percent (50%) of the votes present in person or by proxy and entitled to be voted shall be the act of the membership.

## ARTICLE VI

### MEETINGS OF COUNCIL MEMBERS

6.01 Duties of the Parish Council. The Parish Council is a church decision-making body dedicated to fulfilling the mission of the St. Paul Catholic Community. Authority is irrevocably delegated to the Council from the Pastor; however, the Pastor retains authority with respect to issues of theology, spirituality and liturgy. The Council shall be responsible for making and implementing decisions on (but not limited to):

- 1) The physical needs of the Parish environment;
- 2) The financial needs of the Parish; acquisitions and purchases for the Parish;
- 3) Parish fund-raising;
- 4) Promoting community life and activities;
- 5) Providing religious education;
- 6) Public relations;
- 7) Hospitality;
- 8) Outreach Ministries;
- 9) Ensuring annually (more often, if needed) that a review of the financial books and records is completed.

The Parish Council shall also be responsible to oversee that the Parish meets its legal and financial responsibilities.

6.02 Number of Parish Council Members. The affairs of this church shall be managed by a Parish Council consisting of at least five (5) Parish Council members, to include President, Vice President, Secretary, Treasurer, and a representative to the Regional ECC Council. The Pastor of the church is included as a non-voting ex officio member. Other parish clergy may participate in the work of the Council as non-voting ex officio members.

6.03 Term of Office: Parish Council members will be elected for a two-year term.

6.04 Initial Parish Council Meeting. There shall be a meeting of the Parish Council immediately following the annual meeting of the membership if all elected Parish Council members are present at the meeting, but not longer than two (2) weeks following the annual meeting.

6.05 Regular Meetings. Regular meetings of the Parish Council shall be held quarterly, or more frequently, if necessary, at a convenient time and place for all Council members.

6.06 Special Meetings. Special Meetings of the Parish Council shall be held when called by any two Parish Council members, after not less than twenty-four (24) hours' notice to each Parish Council Member. The notice of a Special Meeting, made in compliance with Section 3.02, shall be made to all Parish members at least twenty-four (24) hours in advance of the Special Meeting.

6.07 Open Meetings. All meetings (regular and special) of the Membership and of the Parish Council are open to every Parish Member, or to any person designated by a Parish Member in writing as the Member's representative. Before the Parish Council votes on an issue, Parish Members or their designated representatives shall be permitted to speak regarding that issue.

6.08 Meetings by Telephone or Zoom. The Parish Council may hold special meetings via a telephone conference call, and any action taken by the Parish Council at such a telephone conference call meeting shall have the same force and effect as such action taken at a meeting at which a quorum of the Parish Council was physically present. If a Meeting by Telephone is a Regular Meeting of the Parish Council, no notice to the membership except as required by Section 5.02 is required. If the Meeting by Telephone is a Special Meeting, then notice of a Special Meeting, made in compliance with Section 3.02, shall be made to all Parish Members at least twenty-four (24) hours in advance of the Special Meeting.

6.09 Action Taken Without a Meeting. The Parish Council shall have the right to take any action in the absence of a meeting, which it could take at a meeting by obtaining the written approval of a majority of the Parish Council members. Any action approved by a majority of the Parish Council pursuant to this section shall have the same effect as though taken at a meeting of the Parish Council. Any actions taken will be included in the minutes of the next Parish Council meeting.

6.10 Quorum. The presence of four (4) Parish Council members in person at any meeting of the Parish Council shall constitute a quorum.

6.11 Executive/Closed Door Meetings. The Parish Council may hold an executive or closed-door session and may restrict attendance to Parish Council members and such other persons requested by the Parish Council. The matters to be discussed at such an executive session shall include only matters enumerated below:

- a) Matters pertaining to employees of the church or involving the employment, promotion, discipline or dismissal of an officer, agent or employee of the church;
- b) Consultation with legal counsel concerning disputes that are the subject of imminent court proceedings or matters that is privileged or confidential between attorney and client;
- c) Investigative proceedings concerning possible or actual criminal misconduct;
- d) Matters subject to specific constitutional, statutory, or judicially imposed requirements protecting particular proceedings or matters from public disclosure;
- e) Any matter the disclosure of which would constitute an unwarranted invasion of individual privacy, or
- f) Review or discussion relating to any written or oral communication from legal counsel.

6.12 Attorney-Client Privilege. Upon the final resolution of any matter for which the Parish Council received legal advice or that concerned pending or contemplated litigation, the Parish

Council may elect to preserve the attorney-client privilege in any appropriate matter, or it may elect to disclose such information, as it deems appropriate, about such matter in an open meeting.

6.13 Conflict of Interest. If any contract, decision, or other action taken by or on behalf of the Parish Council would financially benefit any Member of the Parish Council or any person who is a parent, grandparent, spouse, child or sibling of a Member of the Parish Council, or a parent or spouse of any of those persons, that Member of the Parish Council shall declare a conflict of interest for that issue and abstain from participation in that matter.

6.14 Duty to Disclose. A Parish Council Member has a duty to disclose the existence of any actual or potential conflict of interest and all material facts relating to the actual or potential conflict in an open meeting prior to any discussion or action on that issue. After making such a disclosure, the Parish Council Member may participate in the discussion but shall not vote on that issue. The action of a Parish Council Member in compliance with this section shall be reflected in the minutes of the Parish Council.

## ARTICLE VII

### OFFICERS OF THE COUNCIL

7.01 Vacancies. A vacancy in any office, however occurring, may be filled by an affirmative vote of a simple majority of members of the Parish Council for the unexpired portion of the term.

7.02 President/Vice President. The President/Vice President shall be the co-chief executive officers of the church and shall preside at all meetings of the membership and of the Parish Council. The President/Vice President shall have the general and active control of the affairs and business of the church and general supervision of its officers, agents, and employees. [info moved to 7.05]

7.03 Secretary. The Secretary shall keep the minutes of the proceedings of the membership and the Parish Council. The Secretary shall see that all notices are duly given in accordance with the provisions of these Covenants and as required by law. The Secretary shall be custodian of the corporate records of the Parish Council. The Secretary shall keep a record containing the names and registered addresses of all members. The Secretary shall, in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned.

7.04 Treasurer. The Treasurer shall: (i) monitor income and expenses and make recommendations for budget adjustments; (ii) conduct a continuing review of Parish accounting and financial management procedures; (iii) provide consultation and guidance regarding accounting procedures, practices and procedures; (iv) provide the Parish Council with a quarterly statement of income and a balance sheet reflecting the financial condition of the Parish.

7.05 Regional Representatives, ECC Synod Delegates and Additions.

- a) The Parish Council appoints the community's Representatives to serve on the Rocky Mountain Regional Council—ideally, one clergy person and one lay person.
- b) The Pastor serves as a Delegate to the ECC House of Pastors (HOP). A second HOP Delegate is elected by the Parish Council; he or she can be a lay member if there are no other clergy members willing or able to serve. Both HOP Delegates will attend the regular Synods and other important meetings of the Communion.



- c) The Parish Council shall elect lay Parish members to serve as the Parish's Delegates on the ECC House of Laity (HOL). Said Delegates will attend the regular Synods and other important meetings of the Communion.
- d) The Parish will offer to pay the costs of transportation and lodging for its Delegates, enabling them to attend Synods and meetings of the ECC as the finances of the Parish permit.

## ARTICLE VIII

### **FINANCES, ANNUAL BUDGET AND AUDIT**

8.01 Annual Budget. The Parish Council shall prepare and adopt an annual operating budget to be presented at the Annual meeting for approval by the Members. In the event the budget is rejected, the budget last ratified by the membership shall be continued until such time a subsequent budget is adopted by the Parish Council in accordance with the provisions of this section.

8.02 Other Duties. The Parish Council will (i) make recommendations for policy and procedural matters; (ii) implement investment policies of the Parish by proposing, overseeing, and evaluating the management of liquid assets of the Parish; (iii) prepare and file with tax authorities any tax return or form and/or report as may be required.

8.03 Audit. The books and records of the church may be subject to an audit at the discretion of the Parish Council. An audit will be required if one-third (1/3) of the Parish membership request an audit. The audit will be conducted pursuant to generally accepted auditing standards by an independent and qualified person selected by the Parish Council. The person selected for the audit shall be a certified public accountant.

8.04 Accounting Records. The Parish Council shall have control over all records that are financial in nature and shall maintain accurate and complete accounting records in accordance with generally accepted accounting principles. An annual accounting and preparation of financial statements for the church is required from a Finance Committee appointed by the Council on an ad hoc basis.

## ARTICLE IX

### **AMENDMENTS TO THE CONSTITUTION**

9.01 Our Constitution is a fluid document that will be amended according to time, place and circumstance as our Parish needs evolve.

9.02 Amendment by the membership. This Constitution may be amended at a regular or special meeting of the membership by the affirmative vote of a majority of a quorum of the membership present in person or proxy. Amendments may be proposed by the Parish Council or by petition signed by 20% of the members. A statement of any proposed amendment shall accompany the notice of any regular or special meetings at which such proposed amendment will be voted upon.

9.03 Amendment by the Parish Council. This Constitution may be amended by the unanimous vote of the entire Parish Council at any regular or special meeting, provided that a quorum is present at such meeting. A statement of any proposed amendment shall accompany the notice of

any regular or special Parish Council meeting at which such proposed amendment will be voted upon.

**ARTICLE X**

**INSPECTION AND COPYING OF RECORDS**

The Church shall keep a copy of the records required by the Act; Members are entitled to inspect and copy, at the Member's expense. The Parish Member must make a written request to the Secretary at least five (5) days before the date on which the Parish Member wishes to inspect and copy such records.

**CERTIFICATION OF ADOPTION AND RATIFICATION**

ADOPTED by the Parish Council on: \_\_\_\_\_

ADOPTED by the Parish Membership on: \_\_\_\_\_