

Procedure for Merger of Churches

Adopted by the Presbytery of Northumberland November 21, 2009

The Book of Order has very little to say about the merger of churches, thus the presbytery has great flexibility in how it is done and the process can be tailored to each specific instance. In G-3.109b(4) the Book of Order allows Presbyteries to create Administrative Commissions:

Administrative Commissions

Administrative commissions are designated to consider and conclude matters not involving ecclesiastical judicial process, except that in the discharge of their assigned responsibilities they may discover and report to the designating council matters that may require judicial action by the council.

Functions that may be entrusted to administrative commissions include, but are not limited to:

((4) developing immigrant fellowships, organizing new congregations, merging congregations, or forming union or federated congregations (G-5.05);

In G-3.0301a the Book of Order states the power of the Presbytery:

The presbytery is responsible for the government of the church throughout its district, and for assisting and supporting the witness of congregations to the sovereign activity of God in the world, so that all congregations become communities of faith, hope, love, and witness. As it leads and guides the witness of its congregations, the presbytery shall keep before it the marks of the Church (F-1.0302), the notes by which Presbyterian and Reformed communities have identified themselves through history (F-1.0303) and the six Great Ends of the Church (F-1.0304). In light of this charge, the presbytery has responsibility and power to: a. provide that the Word of God may be truly preached and heard. This responsibility shall include organizing, receiving, merging, dismissing, and dissolving congregations in consultation with their members;

The following is a general outline for what needs to be done. The primary reference is OGA Constitutional Musings Note 2 with a number of details added.

1. The sessions should contact COM to see if there would likely be any objections to a merger. There is no sense in proceeding if large barriers might prevent a merger. Work out any of these problems before proceeding.
2. There must a clear desire expressed by each congregation to merge. The best way is probably for each session to call a congregational meeting to get the congregation's input as to whether a merger is something that should be explored (no final decision should be attempted). Any substantial conflict needs to be addressed.
3. If both congregations express interest in a merger then a planning committee (PC) needs to be appointed with members from each church to plan a merger and get the requisite approvals. This may be the combined whole of both sessions, combined subcommittees of each session or a committee elected by the congregations. At least some strong session representation from each church should be involved.
4. The presbytery, upon recommendation of COM, should establish an administrative commission (AC) to work with the churches to plan and implement the merger. The presbytery can delegate the merger approval to the AC. The AC should be structured with the following delegations and responsibilities.

- a) Authority to approve the merger as a specified in the plan of union to be developed.
- b) Authority to dissolve the old churches and merge/create the new church.
- c) Responsibilities of the AC and the sessions must be clearly delineated.
- d) Authority to approve the purchase, sale and encumbrance of property in consultation with the presbytery trustees.
- e) Report to presbytery on a regular basis and keep thorough and accurate minutes of all meetings to be delivered to the Stated Clerk.

5. A plan of union must be developed with the PC and AC working closely together. The plan should include the following:

- a) There needs to be a process for forming a session for the new church. This could be the combined sessions, letting the session size drop by attrition until the optimum size is reached. Or, a new session can be elected with a specified percentage from each congregation.
- b) There must be a plan for the disposition of property that specifies what property from each church will be transferred to the new church. This includes cash, securities, property and other assets. If one church is “richer” than the other, an equitable arrangement must be made that is acceptable to all. Excess property can be donated to other churches in need or sold.
- c) If either church has dept, then the plan must specify how that debt will be handled by the new church. If one church has more debt than the other, then an equitable arrangement must be made that is acceptable to all. Once the new church is formed, any debt not settled beforehand will become debt of the new church.
- d) Disposition of memorial gifts are often an emotional area with contention. Those that gave the gift may want to dictate how it is handled. For example, if both churches have memorial gifts of a baptismal font, which one will be used in the new church? How will the donor of the other one feel about it? Although the concerns of the givers and their heirs should be considered, remember that these gifts are the property of the church once given and the church makes the final decision on their use, consistent with any restrictions of the gift.
- e) There must be a plan for pastoral leadership. The PC must work closely with COM to determine the future pastoral leadership. This could involve pastor(s) or the old churches, or a PNC and an interim until a pastor can be called.
- f) If no installed pastor, then COM must appoint a moderator of the new combined session.
- g) Bylaws must be written for the new church and there must be a process for adoption these bylaws for the new church.

- h) The new church's organizational structure and staffing should be planned.
 - i) A process for approval of the merger must be developed. This would probably be a vote to merge by each individual congregation contingent on approval of the other congregation, followed by approval by the AC.
 - j) The name of the new church must be selected.
 - k) The new session or some other group must be empowered to form a new corporation and satisfy any civil obligations.
 - l) The final services of each congregation should be planned as well as the first service of the new congregation.
6. The plan must be submitted for approval to the presbytery, or the AC acting on behalf of the presbytery.
 7. A new roll book is created from the combined rolls of the old churches.
 8. Minutes of the old churches are archived.
 9. The Stated Clerk of the Presbytery will handle the reporting of the merger and obtain a PIN for the merged church.
 10. The AC will produce a written report to be included in the presbytery minutes.

If there are any questions, please contact:

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WHEN THE PRESBYTERY MUST DISSOLVE A CHURCH: RESPONSIBILITIES OF THE ADMINISTRATIVE COMMISSION

HOW THE ADMINISTRATIVE COMMISSION IS ESTABLISHED:

1. Presbytery VOTES to concur with a Recommendation from COM that a particular congregation be dissolved and that an Administrative Commission be appointed to oversee the closing process.
2. The Chair and members of the Administrative Commission are elected by the Presbytery, or appointed by the Moderator.
3. If at all possible, the Commission should include an Elder on Session from the Church being closed.
4. Presbytery, or the Administrative Commission, declares the date upon which services of worship shall cease at the church to be dissolved, noting that the church is not dissolved until the conclusion of the final service.
5. The Commission is convened in a timely fashion by the Chair.

THE RESPONSIBILITIES AND DUTIES OF THE ADMINISTRATIVE COMMISSION

(NOTE: Each of the following duties should be executed in consultation with the Session of the church which is to be closed, if possible.)

I. ARRANGE FOR THE PASTORAL CARE OF CHURCH MEMBERS

1. Work with the Session to identify where members wish their membership to be transferred
2. Appoint a pastor to be responsible for pastoral care until membership is transferred or a clear decision is made to cease being an active member of any congregation.
3. Membership is held by the Stated Clerk of the Presbytery for one year if not transferred prior to dissolution of the congregation.
4. If the member wishes to transfer membership before the church is dissolved, the Clerk of Session of that church will send the letter of transfer. If the membership is transferred after the dissolution of the church, the Stated Clerk of Presbytery will send the letter.

II. PLAN A CLOSING WORSHIP SERVICE CELEBRATING THE LIFE AND MINISTRY OF THE CONGREGATION.

1. Set the date and the time for the service.
2. Aim for the warmer months whenever possible.
3. Allow ample time for the date to be publicized and invitations issued.
4. Decide what special features the service should include.
 - a. Determine whether the celebration of the Lord's Supper would be appropriate.
 - b. Consider structuring the service as a Service of Witness to the Resurrection, using resources from the *Book of Common Worship*.
 - c. Identify a possible preacher and other participants.
 - i. Former pastors/preachers might be participants.
 - ii. At least one representative from the church should be included.
 - iii. At least one representative from the Commission should be included.
 - iv. The Executive Presbyter (or other Presbytery representative) should be included.
 - d. Identify favorite hymns of church members
 - e. Consider possibilities for special music, or community:
 - i. The church choir, if one exists.
 - ii. Soloists, from church, presbytery, or community.
 - iii. A community or presbytery choir (existing or ad hoc).
 - iv. Instrumentalists.
 - v. A Bagpiper (if that is in the church's tradition).
5. Have the Session designate where the proceeds from the Offering will go (generally some local concern such as a hunger program or woman's / homeless shelter).
6. Arrange for ushers, "car parkers", and elders to serve Communion (if needed)
7. Type and print bulletins.
8. Arrange for preparation of communion elements, if needed.
9. Arrange for any needed cleaning of facility before the service.

III. PUBLICIZE THE CLOSING SERVICE

1. Have church members make a "guest list" of relatives, friends, former members, etc. whom they wish to invite to the celebration.
2. Have invitations printed and give to church members to send out (stamps should be paid for out of church treasury).
3. Design a flier and write accompanying letter to be distributed to the churches and members of the Presbytery.
4. Send flier and letter to Presbytery office with ample time for duplication and distribution.
5. Arrange for local newspaper coverage and photographer (picture might also go on the cover of the worship service bulletin).

IV. ARRANGE FOR THE RECEPTION FOLLOWING THE WORSHIP SERVICE

1. Identify the location for a reception.
2. Decide how the food will be provided (Caterers? Church Members?).
3. Determine what financial resources the congregation has to pay for this.
4. Appoint a “sub-committee” to take charge of decorating and other arrangements.
5. Gather memorabilia to display.
6. Plan any type of program, toasts, etc.

V. ASCERTAIN THE FINANCIAL STATUS AND OUTSTANDING FINANCIAL OBLIGATIONS OF THE SESSION

1. Conduct a financial review of the Treasurer’s books for the last 12 months.
2. Determine location of checking accounts, savings accounts, endowment accounts, Sunday school accounts, women’s group accounts and any other financial resources.
3. On endowment or memorial accounts determine if there are any bequest stipulations.
4. Have all accounts closed, transferring any balances to the primary checking account of the Session.
5. Submit new signature card(s) for accounts with at least two members of the Administrative Commission designated as signatories.
6. Determine any outstanding debts/obligations.
7. Publish in local paper a public notice to the effect.
8. *The _____ Church of _____, PA will cease operation on or about (date). Any outstanding debts/financial obligations must be submitted in writing to the church of treasurer at (address) by the close of the business day (date).*
9. Oversee the discharge of all financial obligations by the church treasurer.
10. Oversee the provision of a “statement of contribution” to all current year contributors.
11. If the church owns any stocks, bonds, certificates, or other financial instruments have ownership or such transferred to the Presbytery of Northumberland.
12. Following the dissolution, transfer all remaining balances to the Presbytery of Northumberland and close all remaining accounts.

VI. SECURE THE SESSION RECORDS

1. Locate all Session minutes, the church register, and other financial and legal records to be transferred to the Presbytery Historical Society.
2. The Clerk of Session will hand these symbolically to a representative of the Presbytery (Stated Clerk) at the conclusion of the Closing Celebration.

VII. SECURE THE LEGAL RIGHTS TO THE PROPERTY

1. Secure a Clear Title to the property.
2. A copy of the deed may be obtained from the County Courthouse. A copy of the deed should be sent to the Presbytery Board of Trustees.
3. Ascertain if there are any deed restrictions or stipulations.
4. Transfer title of the property to the Presbytery of Northumberland
5. Have the property listed on the Presbytery's property and liability insurance coverage, terminate any current insurance coverage.
6. Discover if the congregation is incorporated; if so:
7. Locate the Articles of Incorporation.
8. A public Notice to Dissolve a Corporation must be published in the local newspaper.
9. At the time of the sale of property, Presbytery must notify the County Assessor's Office that the property is no longer used as a church.
10. Adopt and Publish the following motion:

"Pursuant to (G.4.0203) of the Book of Order of the Constitution of the Presbyterian Church (USA), the Presbytery of Northumberland is the legal successor of the Presbyterian Church in _____, PA"

VIII. SECURE THE BUILDING AND PROPERTY

1. Arrange for the disposition of furnishings
 - a. The Session, with the concurrence of the Administrative Commission, needs to arrange for the disposition of furnishings, communion ware, hymnals, Sunday School supplies, pulpit, lectern, and communion table, etc. These may be given away, sold by the piece, or bids may be received for the entire lot of furnishings. It is recommended that at least once appraisal by an antiques dealer/estate assessor be obtained before accepting any bids.
 - b. These decisions should be documented in detail in both Session and Commission minutes.
2. Ascertain which utilities should remain connected and which may be disconnected and make these arrangements with the proper companies. Have the billing for the utilities transferred to the Presbytery of Northumberland following the closing service.
3. It may be necessary to maintain heat during the winter to avoid damage.
4. Electricity and Water (if available) should remain on until the closing celebration.
5. Arrangements should be made to drain the pipes when utilities are turned off.
6. Secure the building and recover keys from anyone who does not need access.
7. If distribution of keys is widespread and any contents are valuable, consider having the locks changed.
8. Make provisions for a caretaker until the final disposition of the property, including mowing the lawn and maintenance of any sidewalks.

IX. ATTEND TO MATTERS OF INSURANCE (Presbytery Trustees matter)

1. All insurance coverage should be maintained at least until the final worship service.
2. Liability coverage should be maintained until the final disposition of the property.
3. Once the church is dissolved, coverage should be moved to the Presbytery's policy.

X. DISPOSTION OF BUILDINGS & GROUNDS (Presbytery Trustees matter)

1. Have the property surveyed if this is needed.
2. Obtain an appraisal from at least one real estate agency.
3. If the building is to be sold, make decisions about how it will be placed on the market.
4. Recommend to the Presbytery Trustees any stipulations regarding the sale of building and property (for example, that it should be used in a "manner respectful of its heritage", that buyers have the wherewithal to maintain the building, that a liquor license never be granted to any establishment using the premises).
5. After the closing worship service remove any identifying signage and the cornerstone, if possible (checking for a time capsule).

XI. DISSOLUTION OF THE COMMISSION

1. Commission acts to dissolve the Commission effective (insert date).
2. Commission reports to the Presbytery.
3. Commission submits minutes to the Stated Clerk.