

**CHARTER OF THE NOMINATING SUB-COMMITTEE OF
THE GOVERNANCE COMMITTEE OF
THE MANAGEMENT BOARD OF
FOUNDRY UNITED METHODIST CHURCH**

This charter sets forth the purpose, authority, and responsibilities of the Nominating Sub-Committee (the “Nominating Committee”) of the Governance Committee of the Management Board (the “Board”) of Foundry United Methodist Church (“Foundry”). The basis for this charter is ¶ 258.1 of the United Methodist Book of Discipline and related nominations guidelines used by the United Methodist Church.

Purpose and Authority

The primary purposes of the Nominating Committee are to identify, recruit, and nominate Christian servant leadership for the Board and its committees and to assist the Board in assessing its servant leadership needs. The Nominating Committee shall serve throughout the year and may consider such other matters as may be referred to it from time to time by the Board and/or the Governance Committee. In particular, the Nominating Committee may cross-collaborate and communicate with Foundry’s Servant Leadership Development Team and Director of Connecting Ministries, as appropriate. Together with the Servant Leadership Development Team and Director of Connecting Ministries, the Nominating Committee will seek to find a servant leadership position in Foundry’s missions and ministries for each individual that seeks one.

The Nominating Committee has been duly established by the Board as a sub-committee of the Governance Committee, and shall be provided with appropriate resources to discharge its responsibilities effectively.

The Nominating Committee shall carry out its purpose and responsibilities subject to the oversight of the Board, as contemplated the Bylaws of the Board.

Composition; Term of Members; Process for Election

The Nominating Committee shall be composed of (i) six members of the Foundry congregation who are not members of the Board, (ii) the Senior Pastor, and (iii) one member of the Board, as selected by a vote of the Board (the “Board Member”). In order to secure experience and stability, the membership of the Nominating Committee (excluding the Senior Pastor and the Board Member), shall be divided into three classes, one of which shall be elected each year for a three-year term.

Generally, members of the Nominating Committee shall include those individuals whose breadth of perspective and connections across the Foundry congregation allow them to facilitate the identification and recruitment of candidates that meet the current needs of the Board and its committees. The Nominating Committee is intended to function as a representative group of the Foundry congregation that is elected and affirmed by the congregation so that it may offer a

diverse set of inputs and ideas regarding the composition of the Board and its committees. Initially and thereafter, the Nominating Committee shall be composed upon a consideration of factors that must include, but are in no way limited to, the collective and individual gender, age, race, sexual orientation, professional experience, tenure and activities at Foundry, and existence/age of any minor children of the current and proposed membership of the Nominating Committee (the “Composition Factors”). The composition of the Nominating Committee is intended to be reflective of the significant diversity of the Foundry congregation as a whole. However, its membership at any given time may not necessarily reflect the non-exhaustive list of Composition Factors.

Initially, the Senior Pastor will, working collaboratively with the Board, appoint six members from the Foundry congregation to serve on the Nominating Committee until such time as a Church Conference is held for the congregation to elect members of the Nominating Committee. The first such Church Conference is expected to be held in June 2016, and in order to begin the three-class process of Nominating Committee membership rotation in the first year (expected to be 2016), at the Church Conference: one class of two persons shall be elected for one year; one class of two persons shall be elected for two years; and one class of two persons shall be elected for three years. Thereafter, the Nominating Committee, working collaboratively with the Board and the Director of Connecting Ministries, will recommend candidates to fill each year’s new membership class and any other vacancies existing on the Nominating Committee at the time of the Church Conference. The Board must pre-approve each year’s new membership class to be put forward for election at the Church Conference. Members of the Foundry congregation may make nominations from the floor during the Church Conference. Vacancies on the Nominating Committee and seats in each year’s new membership class may only be filled by election at a Church Conference.

The Senior Pastor shall be the chair of the Nominating Committee. Each member of the Nominating Committee, other than the Senior Pastor and the Board Member, shall serve until his or her resignation or until a successor is elected at a Church Conference. The Board Member will be designated each year by the Board to serve on the Nominating Committee.

Meetings

The Senior Pastor, as chair of the Nominating Committee, shall call meetings on an “as needed” basis. Meetings may be held as often as deemed appropriate by the Nominating Committee.

Responsibilities and Functions of the Committee

- The Nominating Committee shall nominate (i) persons to become members of the Board, (ii) following the Church Conference at which the initial six-person, three-class Nominating Committee is elected, persons to become members of the Nominating Committee, and (iii) no fewer than two persons to become members of each committee of the Board, each of whom shall serve alongside, and in addition to, (a) the chair of the committee, who shall also be a member of the Board, and (b) such other members of the

congregation who may be called to serve as members of the committee and need not be identified by the Nominating Committee.

- Members of the Nominating Committee shall engage in and be attentive to developing and enhancing their own Christian spiritual life in light of Foundry's mission to love God, love each other, and change the world.
- In conducting its work, the Nominating Committee shall engage in biblical and theological reflections on Foundry's mission and ministries. The Nominating Committee shall provide a means of identifying the spiritual gifts and abilities of the congregation and shall work with the Board, the Senior Pastor, the Director of Connecting Ministries, and the congregation, generally, to determine the diverse ministry tasks of the congregation and the skills needed for Board and/or committee service, taking into account the Composition Factors.
- The Nominating Committee shall report directly to the Board, which shall approve all nominations for Board and committee members, including nominations for the Nominating Committee, prior to the submission of such nominations to the congregation for election at a Church Conference.
- In all instances, the Nominating Committee shall take care to ensure that (i) the Board and its committees, including the Nominating Committee itself, reflect inclusivity, diversity, radical hospitality, and a consideration of the Composition Factors, and (ii) appropriate opportunities for servant leadership are offered to all who seek them.
- The Nominating Committee shall evaluate the qualifications of all candidates, considering all factors that may be relevant, including but not necessarily limited to those set forth in the Bylaws of the Board. The Nominating Committee shall consider the Composition Factors when working to identify, recruit, and nominate candidates to serve on the Board and its committees.
- The Nominating Committee shall conduct an annual performance evaluation of the Nominating Committee, a written summary of which shall be prepared by the Senior Pastor. The evaluation shall (i) compare the performance of the Nominating Committee with the requirements of this charter, including in particular with respect to how the Composition Factors were considered during the process of putting forth Board and committee candidates put for election at the most recent Church Conference, and (ii) recommend any improvements or enhancements deemed necessary or desirable by the Nominating Committee. The evaluation shall be conducted in such a manner as the Nominating Committee deems appropriate. The resulting written report to the Board shall be presented by the Senior Pastor to the Board.
- Information regarding the processes employed by the Nominating Committee in identifying, recruiting, and nominating candidates to serve on the Board and its committees generally may be made available to and discussed with the Board and the Foundry congregation. Personal and otherwise sensitive information regarding the

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discussions/deliberations of the Nominating Committee regarding individual candidates must necessarily be held in confidence.

Approved by the Board: [December 8, 2015]