

PROPOSED BY-LAWS
CONGREGATIONAL CHURCH OF NORTH STONINGTON
September 2019

Prepared by the Governance Task Force initiated by the Annual Meeting 2018
and appointed by the Church Council.

Rationale: To align our church governance with the needs and abilities of our present congregation with a structure that allows the ministry and business of the church to continue unhindered.

Changes addressed:

-the numbers of members required to fill out boards and committees has been reduced where needed, with allowances for said boards and committees to add to their numbers with ad hoc members.

Articles I – VI are left unchanged.

Article VII – Composition of Church Council, Officers, Boards and Committees and Non-Committee positions:

--NEW

– an ad hoc Nominating Committee will be appointed by the Church Council within one month following the Annual Meeting.

-- possible name change of Church Council Chair and Vice Chair to Moderator and Assistant Moderator.

--a description of Financial Health and Accountability (under the Treasurer description).

Standing Committees

-The development of a Personnel Committee that stands alone rather than relying on certain positions to be filled.

-The addition of a Communications Committee.

-Mission Committee name changed to Christian Outreach.

Article VIII Congregational Meetings - added: *At a called congregational meeting church members have voice and vote, non-members have voice without vote.*

Church Council meetings: church members have always had the ability to attend these meetings but it was not spelled out in the by-laws. This clause was included: *Any representative from Boards or Committees may attend Church Council meetings at any time and shall voice without vote.* Page 3

<i>Article I, II, III, IV</i>	<i>1</i>
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**CONGREGATIONAL CHURCH OF NORTH STONINGTON,
UNITED CHURCH OF CHRIST**

PROPOSED BY-LAWS

- I. NAME** The name of this church is the Congregational Church of North Stonington (United Church of Christ). It was incorporated June 5, 1905, under section 220 of the General Statutes of the State of Connecticut.
- II. PURPOSE:** The acknowledged purpose of this church shall be to worship God, to proclaim the gospel of Jesus Christ, to strive for Christian fellowship within this church and unity within the Church Universal; to render loving service toward all humanity, and to work for promotion of justice, the realization of human kinship and the reign of peace.
- III. POLITY:** This church shall be part of the United Church of Christ and it shall sustain that relationship to the United Church of Christ described in those portions of the Constitution and Bylaws of the United Church of Christ adopted July 4, 1961, relating to local churches. The government of this church is vested in its members, who exercise the right of control in all its affairs, subject, however, to Laws of the State of Connecticut relating to Section 220 of the General Statutes of the State of Connecticut.

IV. FAITH, COVENANT AND OPEN AND AFFIRMING STATEMENT.

FAITH -

This church acknowledges as its sole Head, Jesus Christ, the Son of God and the Savior of all people. It acknowledges as brothers and sisters in Christ all who share in this confession. It looks to the Word of God in the Scriptures, and to the presence and power of the Holy Spirit, to prosper its creative and redemptive work in the world. It claims as its own the faith of the historic Church expressed in the ancient creeds and reclaimed in the basic insights of the Protestant Reformers. It affirms the responsibility of the Church in each generation to make this faith its own. In accordance with the teaching of our Lord and our practice as Christians, it celebrates two Sacraments: Baptism, and the Lord's Supper or Holy Communion. It is united in this common

"STATEMENT OF FAITH":

We believe in you, O God, Eternal Spirit, God of our Savior Jesus Christ and our God,
and to your deeds we testify:

You call the worlds into being, create persons in your own image,
and set before each one the ways of life and death.

You seek in holy love to save all people from aimlessness and sin.

You judge people and nations by your righteous will declared through
prophets and apostles.

In Jesus Christ, the man of Nazareth, our crucified and risen Savior,
you have come to us and shared our common lot,
conquering sin and death and reconciling the world to yourself.

You bestow upon us your Holy Spirit, creating and renewing the church of Jesus Christ,
binding in covenant faithful people of all ages, tongues and races.

You call us into your church

to accept the cost and joy of discipleship,
to be your servants in the service of others,
to proclaim the gospel to all the world and resist the powers of evil,
to share in Christ's baptism and eat at his table,
to join him in his passion and victory.

You promise to all who trust your forgiveness of sins and fullness of grace,
courage in the struggle for justice and peace, your presence in trial and rejoicing
and eternal life in your realm which has no end.

Blessing and honor, glory and power be unto you. Amen.

“As an Open and Affirming Church: We respect the worth and dignity of all persons who come into our church family regardless of race, age, marital standing, gender, economic status, mental or physical challenges, nationality or sexual orientation. We promise to support one another in our personal struggles, to understand and accept differences in one another, and pray to strengthen our love and acceptance.”

V. CHURCH MEMBERSHIP. Membership in this church shall be open to any person who has been baptized and has either been confirmed or made public confession of faith in Jesus Christ as his/her Lord and Savior. Application for church membership shall be made to the minister or the Board of Deacons. Applicants shall become members by a favorable vote of the Board of Deacons. This church shall be notified of such action and the names placed on the active church list.

Members shall pledge themselves to attend the regular worship of the church and the celebration of the Lord's Supper; to live the Christian life; to share in the life and work of the church; to contribute to its support and missions; and to seek diligently the spiritual welfare of the membership and the community.

Each member shall have a vote.

Any member may, upon request, be granted a letter of transfer to any other Christian Church. The church shall be notified of such action.

The Board of Deacons shall revise the membership list annually by transferring members to the inactive list. After due notice, a member whose address has long been unknown or who for a period of at least two years has not attended the church's worship or contributed to its support, may, by recommendation of the Board of Deacons, be removed from the membership roll and placed on the inactive list. The members of this list may be returned to active membership upon a favorable vote of the Board of Deacons whenever circumstances warrant.

Chairpersonship of all boards, councils, and committees within the church organization shall be vested only in members of legal age.

VI. GOVERNING BODY. The governing body of this church shall be the membership assembled in church meeting. The vote of the majority of members present at the meeting shall be the action of the church. A quorum shall consist of 10% of the active members.

VII. COMPOSITION AND FUNCTIONS of the Church Council, Officers, Boards, Standing Committees and Non-Committee Positions, and election thereto:

Membership on Church Council, Personnel Committee and all Boards shall be made up of church members. Two-year terms of service shall be limited to two (2) consecutive terms. An individual will step down for at least one year after serving four (4) consecutive years before being eligible to be elected to that position again. Three-year terms of service shall be limited to two (2) consecutive terms. An individual will step down for at least one year after serving six (6) consecutive years before being eligible to be elected to that position again.

Section 1 **Church Council:**

A) The composition of the Church Council shall be:

- The Officers of the Church, (Minister(s), Moderator, Assistant Moderator, Treasurer, Clerk)
- a member of the Board of Trustees;
- a member of the Board of Deacons;
- a member of the Board of Finance;
- one (1) Member-at-Large, who need not belong to any other Board or Committee, elected at the Annual Meeting for a term of one (1) year

B) The functions of the Church Council shall be:

The Church Council is charged with the oversight and direction of the activities of the Church, subject to Congregational Meeting. It shall receive reports and take action upon any matters brought before it by the Ministers, Officers, Boards, Committees, or other interested parties of the Church. It shall resolve any conflicts of responsibility.

A quorum shall consist of five (5) members for the transaction of business.

Any representative from Boards or Committees may attend Church Council meetings at any time and shall voice without vote.

The Church Council may appoint ad hoc committees, task forces or teams, and may create other non-committee positions, as needed.

An ad hoc Nominating Committee will be appointed by the Church Council within one month following the Annual Meeting.

C) The Church Council shall operate as follows

D) Meetings:

The Church Council shall hold a regular monthly meeting, unless cancelled in a given month by Church Council vote. The date and time of the meeting shall be published via various Church Communications, and at such meetings the Church Council may take care of any business pertaining to the Church without special notice. Any member of the church may attend a regular Church Council meeting as an observer, except for any portion of a meeting conducted in Executive Session. Special meetings of the Church Council may be held at the call of the Moderator or at the request of two members of the Church Council. Minutes of all Church Council meetings will be made available once approved by the Church Council, except for any recorded portion of a meeting conducted in Executive Session of which minutes will be sealed, but a vote to enter and exit Executive Session shall be recorded.

If a decision or an action needs to be made and a physical meeting cannot be convened, that

action or decision may be made if there is unanimous written consent by all Church Council members. The written consent or consents shall be filed with the minutes of the meeting. The action by written consent shall have the same force and effect as a unanimous vote of the members. Except where an actual signature is required, an electronic mail (email) message shall constitute as “written” wherever a writing is required under these by-laws.

A special Church Council meeting may be held by conference telephone, video screen communication, or other communications equipment. Participation in a meeting under this Section shall constitute presence in person at the meeting if all of the following apply:

- (1) each member participating in the meeting can communicate concurrently with all other members; and
- (2) each member is provided the means of participating in all matters before the Church Council, including the capacity to propose, or to interpose an objection to, a specific action to be taken by the committee.

Meetings of the Church Council, and all Congregational Meetings, shall be conducted according to *Robert's Rules of Order*.

Section 2 Officers:

- A) Senior Minister: chosen and called by the Church, to serve as long as is mutually agreeable. The Senior Minister will be installed by Church in covenant with the New London Association of the CT Conference of the United Church of Christ. If a vacancy occurs, a Search Committee nominated by the Church Council and voted on by the church membership shall investigate and recommend to the membership a new minister to fill the vacancy.

The Senior Minister shall be the spiritual leader of the Church and ex officio member without vote of all other Boards and Committees. The Senior Minister shall also serve as Chief Administrator of the Church, with responsibility and authority as outlined in a job description prepared by the Personnel Committee and approved by the Church Council.

- B) Other minister(s): may be called to share the ordained ministry and, in the case of absence or incapacity of the Senior Minister, shall assume the duties appropriate to that office.
- C) Moderator: *to be elected at each Annual Meeting for a term of two years*. The Moderator shall chair the Church Council and convene and moderate all meetings of the membership of the Church, and shall be an ex officio member without vote of all other Boards and Committees of the church.
- D) Assistant Moderator: *to be elected at each Annual Meeting for a term of two years*. The Assistant Moderator shall fulfill the responsibilities of the Moderator in the Moderator's absence; and assist in church business as requested by the Moderator.
- E) Clerk: *to be elected at each Annual Meeting to serve for a term of two years*. The Clerk shall keep a record of transactions of all Congregational Meetings of the Church and the Church Council, and shall give legal notice of meetings when necessary.
- F) Treasurer: *to be elected at the Annual Meeting to serve for a term of two years*. The Treasurer shall be an ex officio member of the Board of Finance with vote.

- 1) The Treasurer shall be the custodian of all financial papers and records of the Church; shall be responsible for the disbursing of all funds of the Church in accordance with the Budget; shall keep a proper and accurate record of all financial transactions of the Church; and shall pay all just claims against the Church. The Treasurer shall make reports on the financial condition of the Church to the Church Council on a regular basis and prepare a proposed budget in consultation with the Boards, Committees, and Officers of the Church.
- 2) The Treasurer shall be in communication with the Financial Secretary in regards to the pledging, special gifts, and any changes that may affect the year's budget. The Financial Secretary shall have custody of the pledge payment records of members; shall be responsible for the accurate accounting of pledge payments and special gifts for designated purposes; and shall periodically inform members of their financial standing.
- 3) *Financial Health and Accountability. The Church Council will approve a system of checks and balances and segregation of duties sufficient to ensure the integrity of the Church's finances.*
The Church shall be insured at all times, in an amount approved by the Church Council against acts of financial malfeasance committed by all officers, employees, vendors, and members of the Church community and any others having authority to sign checks or deal with cash, checks or other forms of currency or approve electronic funds transfers in all Church financial accounts or on Church credit or debit accounts.
- 4) An independent review of the financial records and processes of the Church shall be made by such qualified persons and within such periods of time deemed prudent by the Church Council.
- 5) The Treasurer, in accordance with the Church Council, may call an Assistant Treasurer to act in the Treasurer's place in case of absence or incapacitation of the Treasurer.

1. Section 3 **ALL BOARDS AND COMMITTEES**

Terms of Service: Three-year terms of service shall be limited to two (2) consecutive terms. An individual will step down for at least one year after serving six (6) consecutive years before being eligible to be elected to that position again. Two-year terms of service shall be limited to two (2) consecutive terms. An individual will step down for at least one year after serving four (4) consecutive years before being eligible to be elected to that position again.

Shall elect a chairperson and a council representative (and such other officers as may be needed) at the first meeting following the Annual Meeting of the congregation.

Shall submit budget requests to Church Council for the proposed church budget every September.

ALL BOARDS, as needed, shall:

- set regular meeting dates to be recorded on the general church calendar

-be members of the church due to the responsibilities financial and employee oversight.

-when staffing, recommend to the Church Council a person, by name, to be hired as a staff member reporting to that Board;

-maintain up up-to-date Job Descriptions, and ensure they are in line with our Healthy Church policy;

-and provide for timely annual review and recommendations in coordination with the Personnel Committee.

- A) **Trustees** – At least four members serving a term of three years, at least one to be elected at each Annual Meeting. The Trustees will annually elect a Trustee to serve as Chair for the following year. No Trustee who has served as Chair of Trustees for six consecutive years shall be elected Chair for the following year. The Trustees will annually elect a single Trustee who may, but need not be, the Chair, to serve on the Church Council for the coming year.

The Trustees are charged with the care and maintenance of the church properties and oversight, in conjunction with the Personnel Committee, of any employee(s) or services acting in the role of Sexton.

- B) **Deacons** – At least eight members, each serving a term of three years, at least two to be elected at each Annual Meeting. The Deacons will annually elect a Deacon to serve as Chair of Deacons for the following year. No Deacon who has served as Chair of Deacons for six consecutive years shall be elected Chair for the following term. The Deacons will oversee the maintenance of the Membership Roll of current and former members with the dates and manner of admission and removal. The Deacons will annually elect a single Deacon who may, but need not be, the Chair, to serve on the Church Council for the coming year.

The Deacons are charged with providing for Communion and to aiding in its administration. They shall assist the Minister(s) in the carrying out of Services and support and advise in the spiritual and pastoral services to the members and the community. The Deacons, with the Minister(s), shall examine and present candidates for admission to membership in the Church.

- C) **Finance** – Shall consist of at least four members serving a term of one year including:
-Treasurer;
-Financial Secretary; who shall have custody of the pledge payment records of members, shall be responsible for the accurate accounting of pledge payments and special gifts for designated purposes, and shall periodically inform members of their standing;
-Stewardship Chairperson; who shall be responsible for the annual pledge campaign to provide financial support to meet the proposed budget; of carrying on publicity to acquaint the members with the financial needs of the Church, and of enlisting the financial support of the new members.
-And any other members needed at the discretion of the board.
The Board of Finance shall meet at least twice annually to review the investments for the church and to make any recommendations for adjustments as needed.

- D) **Christian Education** – At least four members, to be elected at each Annual Meeting. *This Board shall assist the paid and volunteer CE staff.* The Board shall determine policy for, and direct, the educational programs of the Church, and shall promote the integration of education and educational activities into the ongoing life of the church. The Board shall work with and be responsible for the oversight, in conjunction with the Personnel Committee, of any person(s) acting in the role of Christian Education Coordinator.

- E) **Music** – At least three members, to be elected at each Annual Meeting. This Board shall assist the paid and volunteer music staff with the administration and conducting of the Church music program. The Board shall work with and be responsible for the oversight, in conjunction with

the Personnel Committee, of any person(s) acting in the role of Music Director

Section 4 **STANDING COMMITTEES:**

- A) **Christian Outreach** – *At least three members, to be elected at each Annual Meeting. The Committee shall research the physical and spiritual needs of the local and global communities, and advise and coordinate the Church members in fulfilling these needs.*
- B) **Personnel** – *Three church members, one to be elected at each Annual Meeting for a term of three years and shall meet at least two (2) times annually. The committee shall be responsible for an annual evaluation of the Minister's performance, and, in consultation with the Minister, for an annual evaluation of all other members of the paid staff. The Committee shall recommend any salary adjustments to the Church Council. The Committee shall address performance problems among the paid staff as necessary. The Committee, in conjunction with the appropriate staff member and board, shall be responsible for filling vacancies among paid staff. Paid staff members may present grievances directly to the Personnel Committee. Once the Annual Budget is set, this committee will review the Pension Board statement for annuity and insurance to determine its alignment with pastor's salary and subsequently authorize the Treasurer to submit payments as they are due.*
- C) **Memorial Fund** – At least three church members, to be appointed by the Church Council, one to be elected at each Annual Meeting for a term of three years. The Committee shall be charged with timely, appropriate and significant use of the donated memorial funds of the Church. The financial accounting shall be reported to the Treasurer on a regular.
- D) **Pastoral Relations Committee** – Shall consist of the Assistant Moderator, a representative from the Board of Deacons, one At-Large member voted on by the congregation at an annual meeting; and two members selected by the Minister. If the church is served by more than one ordained minister, a separate PRC shall be created that includes two members of that person's choice along with the elected members.
- E) **Cemetery Committee** – At least three church members elected at Annual Meeting and shall administer the Old Plains Cemetery according to their By-Laws and be accountable to the Church Council. The financial accounting shall be reported to the Treasurer on a regular basis.
- F) **Fundraising Committee** – At least three church members elected at Annual Meeting who will have at least quarterly meetings; set a budget goal for fundraising; carry out fundraising projects; and offer support to other church groups in their fundraising projects, as needed.
- G) **Communications Committee** – *At least 2 members and shall include the editor of the church newsletter. Responsibilities include but are not limited to oversight of all printed materials for publicity (press releases, paid ads, brochures, and more.)*

Regarding Standing Committees: If any required Standing Committee listed above is unable to be fully staffed for a period of two years, it shall become an optional Standing Committee, with members to be appointed by the Church Council when there is sufficient need and interest.

Section 5 **Non-Committee Positions**

The Church Council may create and fill such Non-Committee positions as shall be deemed necessary

from time to time, including, but not limited to, such positions as Librarian, and *the Village Chimes* Editor(s).

- A) Archivist-Historian – One person to be elected at an Annual Meeting for a term of two years. The Archivist-Historian shall have charge of all historic documents and records of the Church.
- B) Delegates to Ecclesiastical Bodies – No fewer than three church members to serve as Delegates, elected at the Annual Meeting, to represent the Church at U.C.C. denominational meetings and at local or regional organizations with which the Church has a functional relationship. Delegates shall inform the Church Council whenever they are acting in an official capacity and shall report back any results of such action. Designated Church Delegates shall have full power to vote or abstain from voting on issues which may be submitted to the meeting at which they are representing the church; if the Church Council provides instructions, however, they shall vote in accordance with those.

Section 6 Vacancies – A vacancy in any position referred to in these by-laws except that of ordained minister may be filled by the Church Council in the interim between Annual Meetings by a vote of the Church Council. If the position is an elected officer, such appointee shall serve until the office has been filled by the Church at its next Annual Meeting.

Section 7 Fiscal Year – The Fiscal Year of the Church shall be from the first day of January in each year to the last day of December in the same year.

VIII. Congregational Meetings: *_ At a called congregational meeting church members have voice and vote, non-members have voice without vote.*

Section 1 Annual Meeting: The Annual Meeting of the Church shall be held each year on a date in January to be set by the Church Council. The meeting date shall be published via Church communications at least two Sundays prior to the meeting date. At this meeting the Church shall receive Annual Reports from its Officers, Boards, Committees, Organizations and Non-Committee Positions, including financials, for the year past. All positions specified in this document for election at the annual meeting shall be presented for vote of the Congregation. Any other business pertaining to the Church may be brought without special notice.

Section 2 Special Meetings: Upon request of the Moderator, the minister, or three members of the Church Council, or upon the written request of fifteen members of the Church, a special Congregational Meeting of the Church may be called. Except in the case of an emergency, the meeting date shall be published via Church Communications the two Sundays prior to the meeting date, and in addition, an officer shall make a formal call to the meeting to the gathered body in worship the Sunday immediately preceding the meeting date, and on the date, with the specific business of the meeting clearly stated in the call. No other business shall be transacted at such a meeting except that specified in the call.

IX. Amendments:

These bylaws may be amended by a majority vote of the members of the Church present at any called Congregational Meeting of the Church, provided that notice of the proposed action and the time and place of such meeting, shall have been delivered to the membership of the Church and announced at the two (2) Sunday worship services immediately preceding the date of such action. Any and all revisions to the by-laws must be delivered via Church communications and postal mail to the membership of the Church 15 days prior to any vote.

X. Job Descriptions

Any board or committee may expand upon its job description outlined in the scope of the by-laws. The by-laws stand as a framework which guides the congregation and allows for flexibility in carrying out those responsibilities.

XI. Healthy Church practices.

All Boards and Committees shall abide by financial and behavioral healthy church practices as delineated in our Healthy Church document.

Other possibilities for functions to occur:

Deposit Committee –This Committee could be:

responsible for securing the Sunday collection and all other income requiring deposit into the Church accounts. The Committee shall make a timely accounting of all deposited funds to the Treasurer. No fewer than two Committee members shall be present during the actual process of accounting for the deposit.

Head Usher –At least one person (to be appointed by the Deacons? the Church Council?)

in consultation with the Leadership Development Committee? The Head Usher(s) shall have the responsibility for recruiting and directing ushers for all worship services of the congregation.

XII. Non-Discrimination Clause

The Church shall not discriminate against any person for membership, lay leadership or professional staff. All whose purpose is consistent with the statement of purpose of the Church are welcome to use the facilities.

1	Moderator	4	Board of Christian Education
1	Assistant Moderator	3	Board of Music
1	Treasurer	3	Christian Outreach (Mission)
1	Clerk	3	Memorial Fund
1	Chairperson of the Finance Committee	3	Cemetery

1	Stewardship Chairperson	3	Fundraising
1	Finance Chair	1	Pastoral Relations
1	Financial Secretary	3	Personnel
1	Stewardship Chair	2	Delegates to State Conference (two)
8	Board of Deacons	2	Delegates to New London Association
4	Board of Trustees	1	Head Usher?
		2	Communications

XII. TERMINATION.

In the event of the dissolution of the Church, its property shall become vested in, and its functions as trustee, if any, administered by the Missionary Society of Connecticut (United Church of Christ) or its successor.