

BY-LAWS

FIRST CONGREGATIONAL CHURCH OF HADDAM

Haddam, Connecticut



Amended January 20, 2010
(10/5/2010correction)

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BY-LAWS

THE FIRST CONGREGATIONAL CHURCH OF HADDAM, CONNECTICUT

ARTICLE 1 - NAME

The name of this Church is The First Congregational Church of Haddam, incorporated under the laws of Connecticut.

ARTICLE II - PURPOSE

The purpose of this Church is to worship God and follow the teachings of Jesus Christ.

ARTICLE III - POLITY

The government of this Church is vested in its members, who as a congregation, exercise ultimate authority over its affairs. This Church is not subject to the control of any other ecclesiastical entity, but it recognizes and sustains the obligations of mutual counsel and cooperation with all other Churches in the United Church of Christ.

ARTICLE IV - FAITH AND DOCTRINE

Each member has the right to follow the word of God according to the dictates of his or her own conscience as enlightened by Scripture and the Holy Spirit. The Church commends to its members the following covenant of faith, which has guided its life in the past and which expresses the beliefs we share in common:

We are united in striving to know the will of God as taught in the Holy Scriptures, and in our purpose to walk in the ways of the Lord, made known or to be made known unto us. We hold it to be the mission of the Church of Christ to proclaim the Gospel to all people, exalting the worship of the one true God and laboring for the progress of knowledge, the promotion of justice, the reign of peace, and the realization of human community. . . Depending as did our ancestors upon the continued guidance of the Holy Spirit to lead us into all truth, we work and pray for the transformation of the world into the Kingdom of God; and we look with faith for the triumph of righteousness and the life everlasting.

ARTICLE V - MEMBERSHIP

The Church will welcome into its membership those who confess Jesus Christ as Lord and Savior and who have been recommended by the Pastor and accepted by a vote of the Church Council; also those members of other churches whose letters of transfer are accepted by vote of the Church Council upon the Pastor's recommendation.

Members are expected to be faithful to all the duties essential to the Christian life, to attend regularly the services of the Church, to give systematically for its support and all of its benevolence, to serve in its organized work and to seek diligently the spiritual welfare of the Church.

ARTICLE VI - THE GOVERNING BODY

The government of this Church is vested in its members who exercise the right of control of all its affairs, subject to the applicable laws of the State of Connecticut.

The Governing Body of this Church shall be the membership assembled in Church meeting. The vote of a majority of the members present shall be the action of the Church except as otherwise provided herein.

The following decisions shall be reserved exclusively to the Governing Body:

1. The calling and dismissal of the Pastor and/or Associate Pastor.
2. The purchase, sale or mortgage of the Church real estate or sale of the endowment.
3. Approval of the Annual Budget.
4. Election of the Nominating Committee at the Annual Meeting.
5. Election of the members of the Standing Committees at the Annual Meeting.
6. Election of the Clerk, Financial Consultant, Treasurer, Collector, Moderator, Auditor, Historian, and Council Member at Large at the Annual Meeting.
7. Amendment of the Church By-Laws.

ARTICLE VII - THE CHURCH COUNCIL

The Church Council:

1. shall be the primary policy-making body of the Church between Church meetings, with execution of such policy left to the several Standing Committees under the control of the Council. Its function shall be to visualize the entire task of the Church, to formulate plans on the general direction of the Church's activities, and to provide broad representation to all bodies and organizations of the Church.
2. is responsible for the overall planning of the life and program of the Church.
3. shall seek to involve all members of this congregation in worship, learning, witness, service, and support.
4. shall provide a means whereby particular interests and activities of each committee can be brought to the attention of and coordinated with programs of other committees.
5. shall approve the budget as recommended by the Prudential Committee before presentation to the Congregation.
6. shall decide, after recommendations from the Prudential Committee, on usage of undesignated gifts that have been received by the Church.
7. shall provide for incorporating new areas that arise within which the Council feels the Church should be active. It may, under special circumstances, appoint independent committees to carry out the particular responsibility under the direction of the Council.
8. shall, upon a majority vote of its members present, provide for the creation of any new, non-ordained paid positions within the church.
9. shall fill any vacancies in the elective offices, except that of the Pastor, until the next annual meeting, at which time any necessary election shall be for the remaining portion of the unexpired term. Appointments made to fill vacancies for less than nine months shall not be considered as "term" in regard to eligibility for re-election.

10. shall receive oral or written reports at each Council meeting from each committee representative or officer.
11. shall keep a complete and accurate record of its proceedings and report to the Church at its regular and special meetings.
12. shall see that the provisions of this constitution, its By-Laws, and the continuing resolutions are carried out.
13. shall be responsible for recommending to the congregation the hiring and compensation for all ordained and non-ordained positions upon recommendation of the Prudential Committee.
14. The Church Council shall appoint a panel consisting of the Moderator and the chairs of the Diaconate and Pastoral Relations Committee to perform the following functions:
 - A. formulate policies regarding pastoral salary and benefits, including vacation, continuing education and sabbatical leave for inclusion in pastoral call agreements.
 - B. negotiate yearly with the Pastor regarding compensation and benefits, and presenting its recommendations to the Prudential Committee at budget time. provide ongoing evaluation of the Pastor's and the congregation's mutual ministry
 - C. provide ongoing evaluation of the Pastor's and the congregation's mutual ministry.

Organization:

The Council meetings shall adhere to Roberts Rules of Order.

The Council shall meet at least four times each year, but may meet more frequently for the transaction of such business as may properly come before it. A majority shall constitute a quorum. Special meetings, when necessary, may be called by the moderator, the Pastor, or by petition of a majority of the Council members. Meetings of the Church Council shall be announced in advance and shall be open to all members of the Church except when the Council is in executive session.

A Council member shall be ineligible to serve for one year after completing six consecutive years in a given capacity. A Council member must also be a member of the Church. No person may serve on the Council in more than one capacity at a given time.

The Council shall be composed of the following members:

The officers of the Church (Pastor, Associate Pastor if one exists, Clerk, Treasurer, Moderator, and Prudential Chairperson)

2 members-at-large serving staggered 2 year terms

Representation from the Standing Committees:

| | |
|---------------------|---|
| Diaconate | 2 |
| Christian Service | 1 |
| Music | 1 |
| Christian Education | 1 |
| Stewardship | 1 |

ARTICLE VIII - GENERAL PROVISIONS PERTAINING TO STANDING COMMITTEES

All Standing Committees shall be responsible to the Council and shall carry out the responsibilities assigned to it in the By-Laws of the Church. Each Standing Committee shall submit a report for inclusion in the Annual Report and shall keep minutes of its meetings.

Standing Committee members shall be elected by the Governing Body. At its first meeting following the Annual Meeting, each committee shall elect its own chairperson, representative to the Church Council if other than the chairperson, and such other officers needed by the committee.

Each committee may create subcommittees as needed to carry out its work. Members of subcommittees may also be members of the parent committees.

Members of committees need not be members of the Church but the chairperson and Council representative must be.

A quorum on any committee shall consist of a simple majority.

Each paid position shall be evaluated at least annually by the appropriate committee and these committees will make compensation recommendations annually to the Prudential Committee.

The appropriate Standing Committee shall recommend to the Prudential Committee candidates for ordained and non-ordained, compensated, open positions and their compensation.

A person may be a member of more than one Standing Committee, but may not chair more than one at a time.

Each committee shall prepare a budget for incorporation into the overall Church budget. This budget shall be presented to the Prudential Committee.

Members of all committees will serve staggered three year terms with one third nominated and elected annually. Unexpected vacancies mid-term may be filled by the committee itself until the next Annual Meeting when the Nominating Committee will present a replacement for the vote of the Governing Body. Members of committees are ineligible to serve for one year after completing two consecutive terms.

ARTICLE IX - THE DIACONATE

The Diaconate:

1. shall be responsible, with the Pastor, for the spiritual life of the Church and its members.
2. shall assist the Pastor in the celebration of the sacraments and ordinances of the Church and shall be responsible for providing and preparing the service for such occasions.
3. shall arrange for pastoral services during the unexpected illness or absence of the Pastor and shall recommend an interim Pastor in the event it should become necessary.
4. shall arrange for a Flower Subcommittee to provide flowers for Church services and encourage and coordinate donations of flowers.
5. shall provide for ushers for worship services.

6. shall arrange for visitation of the sick and bereaved of the Church, cultivation of new members, and general visitation of Church members and friends.
7. shall update the membership list periodically, grant letters of dismissal when requested, and recommend to other churches, upon request, members in good standing.
8. shall be composed of twelve members, all of whom must be members of the Church. At no time shall the Diaconate consist of less than four men or four women.

ARTICLE X - THE COMMITTEE FOR CHRISTIAN EDUCATION

The Christian Education Committee:

1. shall be concerned with the total educational program of the Church which shall include Church School, youth ministry, adult education, Bible study and discussion groups, and all similar activities which promote the educational activity of the Church. It shall provide and maintain an effective program of Christian Education and be responsible for establishing policy and programs, developing curriculum, and enlisting and training teachers and helpers.
2. shall consist of the Church School Superintendent, six members elected by the Governing Body, and the Youth Fellowship advisors.

The Church School Superintendent, who shall be appointed by the Christian Education Committee, shall be directly responsible for the Church School. He/she shall, with the assistance of the Pastor and the Christian Education Committee, recruit teachers and helpers as well as perform any other functions necessary for the Church School program.

ARTICLE XI - THE COMMITTEE FOR CHRISTIAN SERVICE

The Christian Service Committee:

1. shall identify opportunities for the Church to be of service to the Church and to the wider community both at home and abroad. It shall develop programs or courses of action appropriate to each opportunity.
2. shall evaluate and propose responses to requests for assistance or financial support.
3. shall develop fellowship and fundraising opportunities as needed and shall be informed of the outreach efforts of any other fellowship groups.
4. shall consist of eight members elected by the Governing Body and representatives, of each fellowship group within the Church when so desired by the group.

ARTICLE XII - THE COMMITTEE FOR STEWARDSHIP

The Stewardship Committee, in consultation with the Prudential Committee:

1. shall solicit the support of the congregation for the total ministry of this congregation.
2. shall coordinate the annual stewardship drive for commitment by the congregation of the time, talent, and funds needed to conduct our ministry.

3. shall review fund-raising objectives with the Prudential Committee in advance of the stewardship drive.
4. throughout the year, shall conduct such follow-up as seems appropriate to assure that commitments made be fulfilled.
5. shall consist of five members.

ARTICLE XIII - THE COMMITTEE FOR MUSIC

The Music Committee:

1. shall provide for a comprehensive music program for the Church.
2. shall encourage the participation of the parishioners.
3. shall arrange for a substitute organist in the case of an unexpected absence of the organist.
4. shall consist of three members, at least one of whom is a member of the choir, at least one a member of the congregation at large. Ex officio members will include the organist/choir director or assistant organist.

ARTICLE XIV - THE PRUDENTIAL COMMITTEE

The Prudential Committee:

1. shall have as its sacred trust the care and custody of the real and personal property of the Church.
2. shall be responsible for the receiving and disbursing of moneys and administering the financial affairs of the Church.
3. shall submit to the Governing Body, at least 7 days prior to the Annual Meeting, a coordinated financial report for current revenues and expenses.
4. shall monitor the expenditures of the Church and its programs, and make periodic reports to the congregation regarding the Church's finances.
5. shall receive gifts, including memorial gifts, to the Church and suggest usage of said gifts to the Church Council when such usage has not been specified by the donor.
6. shall keep appropriate records of all financial transactions.
7. shall be responsible for all other programs or services relating to the care and custody of the real and personal property of the Church.
8. may invest and reinvest the various funds in whole or in part of any property or security which it deems appropriate, provided the same shall constitute a lawful investment for trust funds under the applicable General Statutes of Connecticut.
9. shall authorize and direct the Treasurer as to the payment of moneys for which the Committee has responsibility.
10. shall be responsible for the creation of an Investment Subcommittee, chaired by the Financial Consultant and made up of two additional members. This committee will make recommendations to the Prudential Committee on investments of the Church's

endowment.

11. shall be composed of nine members elected at large by the Governing Body. The Church Treasurer, the Collector and the Financial Consultant shall be ex officio members and shall be asked to attend as the Prudential Committee deems necessary.

ARTICLE XV - PASTORAL RELATIONS COMMITTEE

The Pastoral Relations Committee:

1. shall seek to support and maintain an open and healthy relationship between the Pastor and members of the congregation, by serving as an advisory group to the Pastor and as a support for the Pastor's leadership.
2. shall create an atmosphere of constructive and caring communication between the Pastor and the congregation for the purpose of promoting mutual ministry of the Pastor and the whole Church.
3. shall be comprised of members of the Church whose Christian character commands the respect of the congregation and the Pastor; who are actively involved in the life of the Church and have a vital interest in the Church's and the Pastor's well being; are able to maintain confidentiality; and are able to negotiate and reconcile differences.
4. shall be comprised of three members, serving staggered 3-year terms, to be selected as follows:
The Church Council submits names to the Nominating Committee. In consultation with the Pastor, the Nominating Committee recommends a slate to be elected at the Annual Meeting.
5. shall meet at least quarterly.

ARTICLE XVI - GENERAL PROVISIONS PERTAINING TO OFFICERS AND COLLECTORS, AUDITOR, FINANCIAL CONSULTANT, AND HISTORIAN

Those enumerated, with the exception of the Pastor, will be elected yearly to serve no more than three consecutive years unless otherwise waived by the Church Council.

All officers of the Church and the Collectors must be members of the Church but the Auditor, Historian, and Financial Consultant need not be.

ARTICLE XVII - THE OFFICE OF THE PASTOR

The Pastor:

1. is called to be the spiritual leader of the congregation, fulfilling the responsibilities of Pastor and prophet, teacher and counselor, seeking to interpret the Word of God for each day and age. He/She shall seek to enable the laity to grow in the use of their God-given gifts in carrying out the ministry of the Church.
2. shall be an ordained Minister or one preparing for ordination and shall become a member of the Church.

3. shall preach the Gospel and have in his/her care the services of public worship, administer the sacraments and render pastoral services, lead the Church in practical Christian work, and be a member of the Church Council and an ex officio member of the Standing Committees. In the event of a scheduled absence, the Pastor, in consultation with the Diaconate, shall arrange for a substitute.
4. shall be called for an indefinite term by a two thirds vote of the Governing Body. This Body, by a two thirds vote at a meeting called for the purpose, or by the Pastor by notice of resignation to the Chairman of the Church Council may terminate the relationship with the understanding that such termination shall not be effective for a period of ninety days, unless mutually agreed otherwise. In the event of a vacancy in the office of Pastor, the Church Council shall appoint a Pastoral Search Committee which shall interview candidates and make a recommendation to the Governing Body for calling a new Pastor. The Church may call an Associate Pastor, whose duties shall be defined in his/her call to the Church.

ARTICLE XVIII - THE OFFICE OF THE CLERK

The Clerk of the Church shall be elected by the Governing Body for a one-year term.

The Clerk:

1. shall keep a record of all meetings of the Church and the Church Council.
2. shall keep a register of members with dates of admission and termination of membership or death.
3. shall keep a record of baptisms, marriages, and deaths.
4. shall issue letters of transfer of membership upon request of the Diaconate.
5. shall assure that a file of all communications and office reports is maintained.
6. shall preserve on file all legal papers and such other papers and reports as the Church may specify.
7. shall give notice and agenda of all congregational meetings.

ARTICLE XIX - OFFICE OF THE MODERATOR AND ASSISTANT MODERATOR

The Moderator shall be elected by the Governing Body for a one-year term.

The Moderator:

1. shall preside at Church meetings and serve as chairman of the Church Council.
2. an assistant Moderator will be chosen at the first Church Council meeting following the Annual meeting.

ARTICLE XX - THE OFFICE OF THE TREASURER

The Church Treasurer shall be elected by the Governing Body for a one-year term and shall be bonded or bondable as the Prudential Committee may provide.

The Treasurer:

1. shall keep a strict account of all money turned over to him/her from whatever source.

2. shall deposit such funds in whatever depository the Prudential Committee shall order.
3. shall have the custody of all papers relating to the property of the Church.
4. shall pay the bills of the Church by check.
5. shall make reports to the regular meetings of the Church Council and Prudential Committee.
6. shall submit to the Annual Meeting, an audited accounting of Church income and expenses and other pertinent financial information for the prior year.
7. shall make quarterly reports to the Church on its current finances.

ARTICLE XXI - THE COLLECTORS

The Church Collector along with two (2) Assistant Collectors shall be elected by the Governing Body for a one-year term and shall be bonded or bondable as the Prudential Committee may provide.

Collectors:

- a.) shall elect a head collector.
- b.) shall receive and record all offerings and special collections, and shall deposit all moneys in the bank at weekly intervals.
- c.) shall keep an accurate account for each subscriber, and furnish subscribers with semi-annual statements of their accounts.
- d.) shall report to the Prudential Committee on an "as needed" basis.
- e.) shall sign confidentiality agreements.

ARTICLE XXII - THE AUDITOR

The Auditor shall be elected by the Governing Body for a one-year term.

The Auditor:

1. shall examine the report of the Financial Consultant and all accounts of the Treasurer, with the vouchers for the same, and present at the Annual Meeting a written statement as to their accuracy.

ARTICLE XXIII - THE FINANCIAL CONSULTANT

The Financial Consultant shall be elected by the Governing Body for a one-year term.

The Financial Consultant:

1. chairs the Investment Subcommittee, and makes recommendations regarding investment of Church funds either when requested by the Prudential Committee or when, in his/her judgment, changes would improve the security and/or income capability of the portfolio.
2. shall present a written report at the annual meeting of the amount of the trust funds

with securities held.

3. shall report to the Prudential Committee on an "as needed" basis.

ARTICLE XXIV - THE HISTORIAN

The Historian shall be elected by the Governing Body for a one-year term.

The Historian:

1. shall be charged with the collection and organization of the Church historical accounts and highlights of each Church year.

ARTICLE XXV - THE NOMINATING COMMITTEE (rev 2/13/2005)

The Nominating Committee, consisting of three members, shall be elected by the Governing Body to serve three-year terms in rotating fashion. Members of the Nominating Committee may not serve more than two consecutive terms.

The Nominating Committee:

1. shall recommend to the Annual Meeting the names of nominees to fill vacancies for: Moderator, Treasurer, Collector, Clerk, Member at Large on the Church Council, Membership on the Standing Committees, Nominating Committee, Auditor, Financial Consultant, Historian, and Delegates to the Connecticut Conference of the United Church of Christ, and to the Middlesex Association.
2. shall acquaint all nominees with the expectations, duties and commitments of the respective committees and offices on which they are being asked to serve.
3. shall accept additional nominations from the floor at the Annual Meeting provided that the consent of the nominee to serve has been obtained in advance.
4. shall consult with the Pastor before making nominations at the Annual Meeting.
5. shall notify individuals of their election to responsibilities for which they were nominated.

ARTICLE XXVI - DELEGATES TO THE WIDER CHURCH

Two delegates to the wider church shall be elected by the Governing Body to serve three year terms. Delegates shall:

1. Attend the Annual Meeting of the Connecticut Conference of the United Church of Christ, and any other special meetings that may be called by the Conference.
2. Attend the spring and fall meetings of the Middlesex Association, and Ecclesiastical Councils that are called by the Association. Attendance at ordinations and installations is desirable but not required.
3. Up to three additional delegates to the Middlesex Association may be solicited from among members of the congregation.

ARTICLE XXVII - CHURCH MEETINGS

The Annual Meeting shall be held on or before the last Sunday in January each year. At this meeting the officers and committees for the coming year shall be elected to take office immediately after the close of the Annual Meeting. Annual reports shall be presented, the annual budget adopted, and such other business transacted as may properly come before the meeting.

Special Church Meetings may be called by the Church Council upon its own initiative or at the request of a Standing Committee or upon petition to the Church Council signed by not less than fifteen members of the Church. Within three weeks of receipt of the petition, the Church Council shall instruct the Clerk to issue a call for a special meeting of the Church to be held within thirty days.

Notice of all meetings -Annual and Special - of the Church shall be submitted to the membership in writing not less than fifteen days in advance of the meeting. Such meetings shall be announced at the regular Sunday worship on two consecutive Sundays immediately preceding the meeting.

In the instance of Special Meetings, the purpose(s) of the meeting shall be described in written and oral notices to the membership. Items of business that need immediate attention may be introduced at any Church meeting if a quorum is present unless objection thereto is made and sustained by one third of the members present.

A quorum of any Church meeting shall be twenty-five members.

The Moderator shall preside at all Church meetings and the meetings shall follow Robert's Rules of Order.

Worship and Religious Meetings shall include:

1. Public services held each Sunday which may be discontinued for one summer month.
2. Observance of the Lord's Supper at least on the first Sunday of each alternate month when the Church is in session beginning in January.
3. A service for religious education each Sunday, or according to a schedule approved by the Christian Education Committee.

ARTICLE XXVIII – PROPERTY

The Church and its property shall be forever devoted to religious purposes. No officer, director, member or employee thereof shall receive any pecuniary profit from the Church or its properties except for reasonable compensation for services in effecting one or more of its purposes. Church real estate may be purchased, sold or mortgaged only upon a two-thirds vote of the Governing Body.

ARTICLE XXIX-ENDOWMENT POLICY

Purpose

The purpose of the Endowment fund is to supply continuing support to the mission of the Church, and to give the members and friends of the Church a way to provide an ongoing gift to the Church. This policy is designed to provide maximum benefit from the endowment without eroding its ability to provide continuing support for the mission of the Church.

Concept

The total return concept will be used to calculate the amount of money that can be withdrawn from the endowment each year.

Investment

Funds shall be invested so as to provide maximum income consistent with capital appreciation in value. We strive to invest in business enterprises whose major activities produce products and services which benefit humankind and which maintain policies on waste disposal, fair employment, ethical conduct, and corporate responsibility such as to raise the quality of human life.

Endowment Value

The value of the endowment should be computed as the average of the previous twelve quarters (the twelve quarter moving average). "Value" includes the market value of holdings together with any income generated by those holdings.

Spending Rule

No more than 5.5% of the twelve quarter moving average of the endowment may be withdrawn for use in the annual church operating budget.

Borrowing From Endowment - Capital Projects

The Church Council may approve the borrowing of money from the endowment for capital projects. However, the amount borrowed must be repaid to the endowment over a period of no more than five years. Note: Any money borrowed will also have the effect of reducing the endowment value which will reduce the amount of money that can be withdrawn for the operating budget.

Borrowing From Endowment - Deficits, Surpluses, and Cash Flow Problems

The Church Treasurer may borrow from the endowment to cover temporary cash flow problems. If the full amount borrowed to cover cash flow requirements cannot be paid back to the endowment by December 31, then the Church has incurred a deficit. A deficit must be carried as a line item expense in the next year's operating budget. Any surplus must be carried as a line item "source of funds" in the next year's operating budget.

Overriding This Policy

This policy is part of our church By-Laws and requires a 2/3 majority vote at a duly called congregational meeting to override.

ARTICLE XXX - AMENDMENTS

These By-Laws may be altered or amended by a two-thirds affirmative vote of the Governing Body at a Congregational Meeting called in accordance with the provisions of Article XXVI. Copies of the text of the proposed amendment(s) will be made available to all members at least 14 days in advance.