

# CONSTITUTION AND BYLAWS

of

## THE FIRST CONGREGATIONAL CHURCH OF SHELburnE, MASSACHUSETTS, UNITED CHURCH OF CHRIST

### ARTICLE I - NAME

The name of this Church shall be The First Congregational Church of Shelburne, Massachusetts, United Church of Christ.

### ARTICLE II - PURPOSE

The purpose of this Church is to make real the life of God in the life of humanity by bringing the human spirit into fellowship and communion with the Heavenly Father, revealed to us as the God and Father of our Lord Jesus Christ. This Church, therefore, unites all persons who wish to share together the task of making the Will of God dominant in the lives of all people, as the Divine Will is set forth in the teachings of Jesus Christ and revealed to us by His Holy Spirit.

### ARTICLE III - POLITY

The government of this Church is vested in the body of believers who compose it. This Church is subject to the control of no other ecclesiastical body, but it recognizes and sustains the obligations of mutual counsel and cooperation, which are common in the United Church of Christ, and it is in fellowship with all Churches, which acknowledge Jesus Christ to be their divine Redeemer and Lord.

### ARTICLE IV - MEMBERSHIP

#### *Section 1. Qualifications*

This Church shall welcome into membership all persons who confess Jesus Christ to be their Lord and Savior.

#### *Section 2. Admission*

- a. Persons may unite with this Church subject to approval by the Pastor and the Diaconate, and by affirmation of the Church. Those not previously baptized may receive the sacrament of baptism at the time of reception.
- b. Members may be received into this Church by:
  1. Profession of faith in Christ.
  2. Letter of transfer from another Church.
  3. Reaffirmation of faith when a letter of transfer is not available.
- c. The Associate membership of this Church shall consist of those who contribute financially to the support of the Church, participate in some measure in the life of the Church, and register with the Clerk.

#### *Section 3. Duties*

All members shall be loyal to Christian churches everywhere, and particularly to The First Congregational Church of Shelburne, upholding it by their prayers, their presence, their gifts, and their service.

#### *Section 4. Voting Rights*

The right to vote shall be extended to all active and associate members. Inactive members may not vote.

#### *Section 5. Termination*

Members shall be granted letters of transfer or dismissal on request after approval of the Pastor and Diaconate.

### *Section 6. Restoration*

Any person whose membership has been terminated may be restored to membership by approval of the Pastor, the Diaconate, and by re-affirmation of the Church.

### *Section 7. Inactive Membership*

- a. A person who has been inactive in this Church for a period of more than two years may be transferred to the inactive list on recommendation of the Diaconate and by vote of the Church at Annual Meeting. This action is to be taken, without the consent of the member, only after the Pastor, Diaconate and/or Clerk has attempted to make contact with the member unsuccessfully.
- b. Any person placed on the inactive list may be restored to the active membership by approval of the Pastor and the Diaconate.

## **ARTICLE V – PASTOR**

### *Section 1. Selection and Term of Service*

The Pastor shall be called for an indefinite term of service. A two-thirds vote of those present and voting at an Annual or Special Meeting of the Church shall be necessary to call a Pastor. He or she may be installed or recognized by the Franklin Association of the United Church of Christ.

The term of service is subject to termination by either the Pastor or the Church on notice in writing of at least 30 days. The Pastor's resignation can be accepted by a simple majority of those present and voting at an Annual Meeting or Special Meeting of the Church called for this purpose. Termination by the Church of the Pastor's term of service shall be by two-thirds vote of the members present and voting at a Special Meeting of the Church called for this purpose.

### *Section 2. Interim Pastor*

Whenever the office of Pastor becomes vacant, the Diaconate shall notify the Area Minister of the United Church of Christ. The Diaconate shall supply the pulpit and take necessary steps to appoint an interim pastor who will serve an indefinite term.

### *Section 3. Pastoral Search*

If the office of Pastor becomes vacant the Diaconate will appoint a Pastoral Search Committee of at least five (5) but not more than seven (7) members. This committee should reflect the diversity of the congregation. The Pastoral Search Committee will select a chairperson within 30 days and notify the Clerk. The chairperson will also serve as a member of the Church Council until the Pastoral vacancy has been filled.

### *Section 4. Pastoral Duties*

The Pastor shall:

1. have charge of the spiritual welfare of the congregation.
2. preach the Word of God.
3. have in his or her care the stated service of public worship.
4. administer the sacraments.
5. work with the officers and committees for the administrative welfare of the Church.
6. facilitate confirmation and other spiritual education classes.
7. grow the membership of the Church with the support of the Diaconate.

## **ARTICLE VI - OFFICERS, BOARDS, COMMITTEES**

### *Section 1. Succession*

Any officer, member of a board or standing committee after having been elected to two consecutive terms in the same office, shall not be eligible for election to such office again until after the lapse of one year. The Clerk, Assistant Clerk, Treasurer, Assistant Treasurer, Church School Superintendent, and Assistant Church School Superintendent are exempt from the aforementioned term limitation. This also applies to the appointed CORI Officers and Communications Committee.

## *Section 2. Officers and Boards*

The following officers and boards shall be elected annually from the Active and Associate membership, and their term of office shall run from January 1 through December 31, except where otherwise noted.

- a. Diaconate (Board of Deacons): 6 Deacons (three to be chosen each year for a two year term)
- b. Moderator: elected to a two year term
- c. Clerk
- d. Assistant Clerk
- e. Treasurer
- f. Assistant Treasurer
- g. Two Auditors
- h. Church School Superintendent
- i. Assistant Church School Superintendent
- j. Three delegates to the Franklin Association and two delegates to the Massachusetts Conference.
- k. Such other officers, delegates, and/or boards as the Church may from time to time elect.

## *Section 3. Standing Committees*

- a. Executive Committee: made up of the Pastor, Moderator, Clerk, Treasurer, and Chair of the Property Maintenance Committee, and Chair of the Diaconate.
- b. Church Council: made up of the Executive Committee, Chairpersons of the Christian Education, Stewardship/Nominating, Missions, and Music Committees, Church School Superintendent, one representative chosen by: Youth Fellowship, Women's Fellowship, and Communications Committee

The following committee membership shall be elected annually, and their terms of office shall run from January 1 until December 31, unless otherwise specified. Each committee shall meet, choose their chairperson, and notify the Clerk of this decision prior to January 1.

- c. Property Maintenance Committee: two members, one to be elected each year to serve a two-year term
- d. Music Committee: Organist and Choir Director plus two members, one to be elected each year for a two-year term
- e. Christian Education Committee: two members, one to be elected each year for a two-year term
- f. Stewardship/Nominating Committee: four members, two to be elected each year for two-year terms. The committee shall choose canvassers as appropriate.
- g. Missions Committee: four members, two to be elected each year to serve two-year terms.
- h. Pastoral Relations Committee: three members. At the time that a new pastor is called 3 members of the Search Committee shall serve as the Pastoral Relations Committee until the Annual Election. The Pastor shall be consulted by the Stewardship/Nominating Committee regarding the acceptability of the nominees before the slate is invited and named. The term will be three years with one member elected each year for a 3-year term.
- i. Such other committees as the Church may from time to time elect.

## *Section 4. Appointed Officers and Committees*

The following committee membership shall be appointed annually by the Moderator with the input from the Executive Committee, and their terms of office shall run from January 1 until December 31 except as noted. Each committee shall meet, choose their chairperson, and notify the Clerk of this decision prior to January 1.

- a. Finance Committee: three members, one appointed each year for a three-year term.
- b. Communications Committee: two or more members.
- c. CORI (Criminal Offender Record Information) Officers: two members

## **ARTICLE VII - DUTIES OF OFFICERS, BOARDS, AND COMMITTEES**

### *Section 1. Officers and Boards*

- a. The Diaconate shall:
  1. provide for and aid in the ministration of the Lord's Supper.
  2. approve applicants for Church membership, transfer or dismissal, and report on all membership gains or losses at a public service following.
  3. assist the Pastor in pastoral work, such as referring names of those who are sick or in need of any kind.

4. assist the Pastor in promoting spiritual interests of the Church.
  5. assist in calling upon the sick, shut-ins, and newcomers.
  6. select a chairperson and so advise the Clerk.
  7. Appoint ushers to assist in the public worship and supervise their work.
  8. Provide for pulpit supply ministers in the absence of pastor, including appointing an interim pastor when appropriate.
  9. Appoint a Pastoral Search Committee as described in Article V.
  10. Shall place flowers in the Church on the Sunday nearest October 21 in memory of Sarah Prescott Kellogg
- b. The Moderator shall:
1. preside at meetings of the Executive Committee, Church Council, the Annual Meeting, and Special Meetings, or shall appoint a moderator pro-tem to preside in his or her absence. If the moderator is unable to appoint a moderator pro-tem, the Clerk shall call the meeting to order, and a Moderator pro-tem shall be chosen by the body assembled to preside at that meeting.
  2. act to sign legal documents on behalf of the Church membership, with prior consent of the Executive Committee.
  3. call meetings of the Church Council and Executive Committee.
- c. The Clerk shall:
1. keep a permanent record of all business transactions of the Church.
  2. keep a permanent record of all Annual Meetings, the minutes of each to be read for approval at the next annual meeting.
  3. keep the minutes of Council and Executive Committee meetings, record in the minutes all votes taken, and post them for the information of the membership, and read at the following meeting.
  4. record the names of members with the date of joining and the date of dismissal or death.
  5. maintain an updated list of members, addresses and phone numbers
  6. record all baptisms, marriages, and funerals as reported by the Pastor.
  7. ensure the Annual Report is prepared in advance of the Annual Meeting.
  8. maintain and provide, to the chairperson of each committee and to each officer, an updated listing of the duties of their office.
  9. record the dates of election and dates terms expire for officers, committee members and delegates.
  10. issue letters of transfer or dismissal voted on by the Church.
  11. preserve on file all communications and written official reports.
  12. give legal notice of all meetings where such notice is necessary.
  13. notify the nominating committee of those positions needing to be filled.
  14. complete annual reports requested by the local conference of the United Church of Christ.
- d. The Assistant Clerk shall:
1. act as Clerk in the absence or incapacity of the Clerk.
  2. assist in the clerical needs of the Church.
  3. perform such other duties as the Clerk may delegate.
- e. The Treasurer shall:
1. receive and have custody of all funds of the Church and invest and disburse them subject to the direction of the Executive Committee.
  2. consult with the Finance Committee on financial matters.
  3. present current financial reports at Church Council meetings.
  4. present to the Annual Meeting a report of the income and expenses for the preceding year and a report projecting the final income and expenses of the current fiscal year.
  5. serve as an ex-officio member of the Stewardship/Nominating and Finance Committees.
- f. The Assistant Treasurer shall:
1. act as Treasurer in the absence or incapacity of the Treasurer.
  2. be authorized to sign checks on behalf of the Church.
  3. assist the Treasurer in collecting money annually pledged for Church expenses.
  4. perform such other duties as the Treasurer may delegate.
- g. The Auditors shall audit the Treasurer's books annually or at any other time when directed by the Executive Committee.
- h. The Church School Superintendent shall have supervision of the Church school and its affairs, assisted by the Christian Education Committee.
- i. The Communications Committee shall seek ways to share information with members of the congregation and greater church community.

## *Section 2. Standing Committees*

- a. The Executive Committee shall:
  - 1. meet at least six times annually.
  - 2. be responsible for the administrative business of the Church.
  - 3. make financial decisions about invested funds with input from the Finance Committee.
  - 4. make recommendations to the Church Council regarding the budget, including the Pastor's financial needs.
  - 5. supervise the maintenance of adequate policies of insurance on all Church property and liability.
  - 6. fill vacancies of the officers, boards, and committees with the recommendation of the Stewardship/Nominating Committee.
  - 7. act for the Church in case of an emergency.
- b. The Church Council shall:
  - 1. meet at least once per quarter
  - 2. hear reports of activities of the Church committees.
  - 3. approve a budget for submission to the annual meeting.
  - 4. make recommendations for action when necessary.
  - 5. hear a report of the Pastor's activities.
- c. The Property Maintenance Committee shall:
  - 1. secure a custodian and supervise his or her duties.
  - 2. be responsible for the care and upkeep of the Church property, with the approval of the Executive Committee.
  - 3. keep a financial record for report at Church Council and Annual Meeting.
- d. The Music Committee shall:
  - 1. arrange music for Church services.
  - 2. coordinate choirs so all may participate regularly in worship.
  - 3. secure an organist or organist-choir director and recommend his or her engagement by the Church.
  - 4. give direction to the maintenance of the organ and pianos.
- e. The Christian Education Committee shall:
  - 1. have general oversight of all Christian education work within the Church for adults, youth, and children.
  - 2. constantly study the possibility of lay leadership and arrange for leadership training.
  - 3. include the Church School Superintendent and Assistant Church School Superintendent as ex-officio members.
- f. The Stewardship/Nominating Committee shall:
  - 1. canvass the membership and friends for pledges or gifts to meet the annual budget.
  - 2. present a slate of officers, committees, and delegates to be acted upon at the annual meeting.
  - 3. in the case of vacancies occurring between annual meetings, recommend nominees to the Executive Committee to fill such vacancies.
- g. The Missions Committee shall promote and publicize to the Church all planned and proposed mission projects within and outside our community.
- h. The Pastoral Relations Committee shall seek to support and maintain an open and healthy relationship between the pastor and the members of the congregation.

### *Section 3. Appointed Officers and Committees*

a. CORI Officers will screen (using CORI) employees, volunteers, and staff who have the opportunity for unmonitored contact with children, disabled persons, or the elderly. These officers will, at all times, act in accordance with all Massachusetts General Laws that are governed by the state's Executive Office of Public Safety.

b. The Finance Committee shall advise the Executive Committee concerning budget development, investment portfolio and any other fiscal decisions.

## **ARTICLE VIII - MEETINGS**

### *Section 1. Worship Services*

- a. Public worship shall be held on the Lord's Day. The Lord's Supper may be observed on the first Sunday of each month and at such other times as the Pastor and Diaconate shall determine.
- b. At any regular Church worship service the Church may, without special notice, act upon:
  - 1. reception of members recommended by the Diaconate.
  - 2. election of delegates to councils and conferences.

### *Section 2. Annual Meetings*

- a. The Annual Meeting shall be held during the first full week in December or at the discretion of the Executive Committee.
- b. A notice of such Annual Meeting shall:
  1. be read at the public service on the Lord's Day preceding the day fixed for the meeting.
  2. be posted upon the church bulletin board.
  3. all members, associate members and friends will be notified.

### *Section 3. Committee Meetings*

All standing committees shall meet for organization within 30 days of the Annual Meeting.

### *Section 4. Special Meetings*

Special meetings of the Church may be called by the Clerk upon request of the Executive Committee or upon the written request of seven members, specifying the object of such a meeting, notice of which shall be read at public service on the Lord's Day preceding the day fixed for such meeting and subsequently posted on the church bulletin board. All members, associate members and friends will be notified.

### *Section 5. Quorum and Elections*

- a. At all annual and special meetings of the Church, twelve members shall constitute a quorum. At all meetings of the Church Council, seven members shall constitute a quorum.
- b. Election of all officers, committees, and delegates shall be by ballot. By unanimous consent, one ballot may be cast by the Clerk.

### *Section 6. Electronic Meetings*

- a. When a regular or other properly called meeting of the Church or Council may not be conducted in person, due to health or safety concerns, the meeting may be conducted electronically, if so voted by the Executive Committee.
- b. Committees and other meetings regarding church business may be conducted electronically at the discretion of those members involved.
- c. All electronic meetings shall be conducted in a method where all, that are entitled to attend, may attend and communicate through electronic means such as internet or by telephone. The meetings shall provide opportunity for simultaneous aural communication among all participating members.
- d. The Executive Committee shall develop protocols for electronic meetings and review and update them, from time to time, as needed. In developing these protocols, the Executive Committee shall use its best efforts to provide accessibility for all members as much as possible, including those with disabilities and those who lack access to sophisticated technology tools. The protocols shall not conflict with these bylaws.
- e. Any action that could be taken at a regular or properly called meeting may also be taken at an electronic meeting.

### *Section 7. Parliamentary Procedure*

Robert's Rules of Order, latest revised edition, shall govern the conduct of all business meetings of the Church.

## **ARTICLE IX - FISCAL YEAR**

The fiscal year shall run from January 1 to December 31.

## **ARTICLE X - AMENDMENTS AND REVISIONS**

### *Section 1. Amendment*

The constitution and bylaws may be amended by a two-thirds vote of the members present at any Annual Meeting of the Church or at any Special Meeting called for that purpose; the proposed amendment being posted on the church bulletin board together with the call.

### *Section 2. Revision*

Revision of the constitution and bylaws may be undertaken at the request of the Church Council. The Moderator will appoint a Bylaw Revision Committee of at least three members. The revised constitution and bylaws may be adopted by a two-thirds vote of the members present at an Annual or Special Meeting of the Church. The revision shall be posted on the church bulletin board together with the call and distributed to the Church membership at least fourteen days prior to the meeting.

### *Section 3. Separability*

If any article, section, paragraph, sentence, clause, provision, phrase or word of these Bylaws shall be adjudged not valid, the adjudication shall apply only to the material so adjudged and the remainder of the Bylaws shall continue to be binding.

## **ARTICLE XI - EFFECTIVE DATE**

Unless otherwise specified by unanimous vote of the Church, the effective date of these revised bylaws shall be the date of the Annual Meeting next following their adoption. In case of any new office created or any board or committee altered by these bylaws, the term of such officer, board, or committee member shall start effective on January 1 following such adoption. In case of any authority modified by this revision, such modification shall take effect at the Annual Meeting next following the adoption of these revised bylaws.

Adopted: December 8, 1984 Effective: Annual Meeting 1985

Bylaw Committee:

Donald McBride, Chair, Lorain Giles, Maria Kingsley, Edward Moore, Virginia Peck, Elizabeth VanGuilder

Amended: November 28, 1993 Effective: Annual Meeting 1993

Bylaw Amendment Committee:

Diantha J. Wholey, Chair, Timothy Graves, Donald McBride, Marcia Smith, Mary Fiske

Amended: December 1, 2002 Effective: Annual Meeting 2002

Bylaw Revision Committee:

John E. Taylor, Chair, Joseph J. Judd, James G. Stacy, Judith Truesdell, Diantha Wholey

Amended: December 2, 2007 Effective: Annual Meeting 2008

By Article 4 of the Annual Meeting. Submitted by the Diaconate

Amended: November 16, 2008 Effective: Annual Meeting 2008

By Article 1 of a Special Meeting held November 16, 2008. Submitted by the Executive Committee and Church Council

Amended: November 27, 2016 Effective: Annual Meeting 2016

Bylaw Revision Committee:

Linda Judd, Joseph Judd, William Sencabaugh, Gordon Taylor, Marion Taylor

Amended: November 1, 2020 Effective: Annual Meeting 2020

By Article 1 of a Special Meeting held November 1, 2020. Submitted by the Executive Committee