

## **BY-LAWS 2022**

### **FIRST CONGREGATIONAL CHURCH OF FAIR HAVEN UCC**

Founded 1803 - By-laws Adopted October 16, 1939

Revised as of 10/2000, 6/2001, 11/2009, 11/2011, 11/2012, 11/2013, 2/2014, 11/5/17, 11/8/20,  
11/13/22

#### **ARTICLE I. NAME**

The name of this church shall be the First Congregational Church of Fair Haven, United Church of Christ, Inc.

#### **ARTICLE II. COVENANT**

The object of this church shall be to bind together followers of Jesus Christ through the power of the Holy Spirit for the purpose of sharing in the worship of God, and in making God's will dominant in the lives of all people, individually and collectively, especially as that will is set forth in the life, teachings, death and resurrection of Jesus Christ.

#### **ARTICLE III. GOVERNMENT**

The church acknowledges Jesus Christ as its head, and finds in the Holy Scriptures, interpreted by the Holy Spirit through reason, faith and conscience, its guidance in matters of faith and discipline. The government of this church is vested in its members, who exercise the right of control in all its affairs, subject in legal matters to the Articles of Incorporation granted it by the State of Vermont. While the church is not subordinate to any ecclesiastical authority, it accepts the obligations of mutual Council, and co-operation involved in the fellowship of the United Church of Christ, and pledges itself to share its common aims and work.

#### **ARTICLE IV. FAITH**

This church recognizes the Bible as the sufficient rule of faith and practice and holds that living in accordance with the teachings of Jesus Christ is the true test of fellowship. Each member shall have the undisturbed right to follow the Word of God according to the dictates of his or her own conscience, under the enlightenment of the Holy Spirit. The following statement of faith, therefore, expresses the spirit in which the church interprets the Word of God.

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 Lord,  
You have come to us and shared our common lot,

conquering sin and death and reconciling the world to yourself.  
You bestow upon us the Holy Spirit,  
creating and renewing the Church of Jesus Christ,  
binding in faithful covenant people of all ages, tongues and races.  
You call us into your church to accept the cost and joys 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 passion and victory.

You promise to all who trust you  
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 power, glory and honor be unto you.

AMEN.

## **ARTICLE V – MEMBERSHIP**

### **A. Membership**

Members will be received into this Church when they publicly accept the Purpose (Article II) of this Church, through either:

- (1) confirmation of faith or baptism
- (2) letter of transfer from another Church
- (3) reaffirmation of their faith

### **B. Associate Membership**

A person who wishes to participate in the life of this Church while maintaining membership in another Church may be received as an associate member by the same process that regular active members are received. Associate members shall have all the rights and duties of regular members, except the right to a letter of transfer to another Church.

### **C. Responsibility**

It shall be the continuing responsibility of all members to strive to uphold the Covenant of the Church, to help in the work of the Church, and to contribute to the Church through their time, talent, financial support, and attending business meetings.

### **D. Inactive Members**

Members who for a period of one year have not attended Church services, communicated with the Church, nor contributed to its support shall be contacted by a member of the Deacons Board and encouraged to become active in the Church. After an additional year, they shall be considered to be inactive and will have their names moved from the active to the inactive membership list by the Deacons after consultation with the Pastor and the Church Council. Inactive members may be restored to active status by request of the Deacons or Pastor.

E. Friends of the Church

It is recognized that from time-to-time individuals may choose to become affiliated with the Church but for some reason may not wish to join. Such Friends of the Church who are active in the Church may serve on any Board, but shall not serve as the chair of any of the Boards. Friends of the Church may participate in all aspects of the Church life, but may not serve as an Officer of the Church, as an Auditor, nor will have voting powers (and shall not be counted as part of the quorum) at duly warned meetings of the Congregation.

F. Withdrawal of Membership

A member may be released from his or her covenant with this Church by transfer to another Church or by written request to the Deacons or Pastor.

**ARTICLE VI - HIRING AND TERMINATION OF A PASTOR**

A. Hiring

When the office of Pastor becomes vacant, the Church Council shall (1) arrange for an Interim Pastor to serve until a Settled Pastor is called, and (2) appoint a Pastoral Search Committee consisting of at least five, but not more than seven, members from a broad spectrum of the active Church membership. With the help of the Vermont Conference of the United Church of Christ, the Pastoral Search Committee shall create a Church profile, review the profile of the possible candidates and interview them to determine their capacity to serve as Pastor of this Church. When the Committee has agreed on a single candidate, and outlined the terms of call with the candidate, the candidate must then be ratified by an affirmative two-thirds (2/3) vote of the Church membership in attendance at a duly warned special meeting of the Congregation.

B. Termination of Call Agreement

The relationship of the Pastor may be agreeably dissolved on 60 days' notice by either the Pastor's accepted written resignation or by mutual agreement. In the event of conflict or dissatisfaction on the part of either the Pastor or the Church membership, termination of the terms of call may be considered with consultation with an executive staff member of the Vermont Conference of the United Church of Christ. Termination of call must be ratified by an affirmative two-thirds (2/3) vote of the Church membership in attendance at a warned special meeting of the Congregation.

**ARTICLE VII – MEETINGS**

A. Worship

Worship services shall be held at given hours as defined by the Church Council except when temporarily suspended by the Moderator or Deacons in consultation with the Pastor.

B. Meetings General Provisions

Robert's Rules of Order (latest addition) shall govern all warned meetings of the congregation

Quorum

Twenty active members shall constitute a quorum for the transaction of business, and a majority vote shall carry except when specified.

### Warning

All meetings of the Church membership shall be warned in the following manner:

1. The Clerk and or Moderator shall write the meeting Warning
2. The Warning shall be read to the Church membership at Sunday worship by the Clerk, Moderator, or Pastor/Lay Pastor leading the worship service, and posted publicly at the Church, for two consecutive weeks prior to the proposed date of said meeting, The Warning shall also be mailed or e-mailed to active members at least five days before the meeting.

### Right to Vote at Meetings.

Members and associate members of the Church who have been members/associated members for more than 60 days are eligible to vote at meetings. The Pastor and employees of the Church are not eligible to vote on financial issues that might affect their compensation from the Church.

### Absentee Voting

If a member cannot attend a meeting, which may require ballot voting; they may request an absentee ballot from the Clerk or Moderator. Absentee votes shall be included in vote tallies for all elected positions and if there are no amendments to the article. The Clerk will then see that such information is properly voted at the meeting, indicating the same to be an absentee ballot. Absentee ballots may be returned by US Mail, placed in the white lock box at the entry to the Sanctuary, or emailed to the Clerk or Church Secretary. Absentee ballots must be returned prior to the start of the meeting to be included in the ballot count. If a member who voted by absentee ballot decides to attend the meeting, they may request that their absentee ballot be returned to them by the Clerk prior to the start of the meeting and participate fully in the meeting.

### Remote Attendance

Electronic voting and remote attendance are allowed. Remote participants shall be included as members in attendance for determining a quorum. Remote participants are encouraged to participate using Zoom or whatever platform is designated by Council before the meeting. The Church is not responsible for providing electronic equipment for participants, dropped connections, or failed Internet services.

### Types of meetings

#### Annual Meeting

An Annual Meeting of the Church membership shall be held after proper warning on a Sunday in November of each year (set by the Church Council) to hear and act on all reports, to consider for election those brought forth by the Church Council, to adopt an annual operational budget for the Church, and to transact any regular or special business as may properly come before said annual meeting. The Church Council, working with the three Boards, shall propose a list of nominees for open Offices and Board positions at least 21 days before the annual meeting. When voting, a member may also write in the name of a person they would like to see elected to the position.

### Congregational/Special Meetings

A Congregational Meeting of the Church membership may be held after proper warning. Congregational Meetings may be called by the Pastor, the Church Council, the Moderator, or seven (7) active Church members who have signed a written application for the same.

### Emergency Meeting:

In matters of importance which require immediate action and where delay might work to the detriment of the Church, the waiting period of two Sundays may be suspended and an emergency meeting may be held within twenty-four hours provided such action has the majority approval of the following officers: Moderator, Clerk, and chairpersons of the Deacons, Trustees, and Missions Boards. It shall be the duty of the officers to notify all possible members, both active and associate, of the emergency meeting and request them to notify others. Action taken at such emergency meetings shall be binding upon the Church; such action must be ratified, within thirty days by a majority vote of the Church, except where a 2/3 vote is required by the By Laws, at a regularly warned meeting for that purpose.

## **ARTICLE VIII. - FINANCES**

Everything we have and are has been entrusted to our use and care by God. Therefore, every decision about finances shall be guided by the Word of God to carry out God's will. In gratitude to God, we encourage generous and regular financial support of God's work.

A. Offerings. The church shall seek support by contributions of individuals and organizations. Opportunity shall be offered to members and friends of the church to make estimates of financial and time and talent giving. The expenditure of money for current expenses, missions and specific projects shall be according to plans or budgets approved by vote of the church. Auxiliary organizations are encouraged to make contributions of their choosing through the church treasury.

B. Mission Support. The church will support missions through offerings and projects and will cooperate with the Southwest Association and the Vermont Conference of the United Church of Christ in financial support of the wider mission of the church.

### C. Per Capita Contribution

The church will contribute, based on the level set by the Vermont Conference of the United Church of Christ and the Southwest Association of the United Church of Christ, annually. Active members and associate members shall be included in the count and asked to contribute annually.

## **Article IX - OFFICERS, BOARDS, OFFICIALS, COMMITTEES & COUNCIL**

### **Section I. GENERAL PROVISIONS**

The following provisions shall apply to all officers, officials, and board members of this church, except the Pastor. They shall be active members, associate members, or willing or join the Church at the next new members' class. No person shall hold more than two offices or board memberships, at one time. A person having been elected to an office who becomes unable to serve shall present his resignation in writing to the Council which will act upon the same at their next meeting. They may fill the vacancy by appointment until the next Annual meeting

Robert's Rules of Order (latest addition) shall govern all Board and Committee meetings congregation unless Church By Laws specifically superseded Robert's Rules.

An Officer, Board member, or elected Official may be removed from office for misconduct or failure to perform the duties of the office by a 2/3 vote of the Congregation at a duly warned meeting.

Committees may be formed by one of the Boards at the Boards discretion. The committees must be renewed annually.

All officers elected at the Annual Meeting of this Church shall assume office on the second day following their election.

## **Section II. OFFICERS AND ELECTED OFFICIALS**

**Officers:** The officers of this church shall be Pastor-ex-officio, Moderator, Vice Moderator, Clerk, Treasurer, Assistant Treasurer and Delegates.

1. All officers shall be elected every two years. Moderator, Clerk, and Assistant Treasurer will be elected on even number years. Vice Moderator, Treasurer and Delegates will be elected in odd number years.
2. The Moderator, Vice Moderator, Clerk, and Treasurer shall be permanent members of the Church Council.
3. No person shall hold the same office for more three (3) consecutive two (2) year terms, unless there is no other member to fill the office. After a lapse of one year, he/she is again eligible for that office position.

### **Duties of Elected Officers and Officials**

#### **A. Pastor:**

1. **Calling & Installing:** The Pastor shall be called for an indefinite period by a two-thirds vote of the members voting at a meeting called for that purpose. The pastor shall be a minister in good standing. If the Pastor does not have standing in the United Church of Christ, he/she shall request dual standing with the Southwest Association of the United Church of Christ within sixty (60) days of appointment. The church may request an Ecclesiastical Council to install the Pastor.

2. **Pastor-Congregation Roles & Duties:** It shall be the Pastor's duty to preach the word, to care for the stated service of public worship, to administer the ordinances and promote the spiritual welfare of the Church and those whom it serves. He shall be an ex-officio member of all boards and committees.

The Council shall seek and respond to positive and negative feedback about the performance of the Pastor and of the Congregation annually. Each year the Council shall conduct an evaluation of the performance of the Pastor and of the Congregation.

**B. Moderator and Vice-Moderator:** The Moderator or Vice-Moderator shall preside at all business meetings of the church and shall be Chairperson of the Council.

**C. Clerk:** The Clerk shall (1) issue the call for all business meetings of the church; (2) keep a complete record of all proceedings of the church (3) serve as secretary of the Council; and (4) perform such other duties as usually pertain to the office of clerk or secretary.

**D. Treasurer** The Treasurer shall be the principle financial officer. The Treasurer shall be elected at the annual meeting from the active Church membership for a term of two years. The Treasurer shall pay bills of the Church on orders drawn by the Board of Trustees. The Treasurer shall have a working knowledge of all disbursements of the Church, and be the primary signer of checks issued on behalf of the Church. The Treasurer is to ensure that appropriate and accurate financial records are kept by the Church and working collaboratively with the Board of Trustees and Church Council will prepare and present a budget for the annual meeting.

**E. Assistant Treasurer** The Assistant Treasurer shall be a financial officer of the Church. The Assistant Treasurer shall be elected at the annual meeting from the active Church membership for a term of two years. The Assistant Treasurer shall be responsible for handling incoming funds, making bank deposits, recording monies from collection plates, special offerings, gifts, and fees received. The Assistant Treasurer shall be assisted by two (2) or three (3) Collection Counters appointed by the Board of Trustees.

**F. Delegates** Three Delegates will be elected at annual meeting for a two year term to attend meetings of the Vermont Conference UCC if it is reasonably possible for them to do so. Delegates shall cast their vote at such meetings, in the name of the Church as it seems best to them at that time. In case the required number of delegates is unavailable, the pastor is hereby authorized to appoint or secure other members to serve and act for the Church.

Up to Four Delegates shall attend meetings of the Southwest Association of the Vermont UCC. Delegates shall cast their vote at such meetings, in the name of the Church as it seems best to them at that time.

**Elected Officials:**

A. One person shall be elected as an at large member to Council.

**Section III. CHURCH COUNCIL**

Council shall be the overall governing body of the Church. The Council has final decision-making authority in matters between two or more Boards. The Church Council acts on behalf of the congregation between meetings of the congregation. The Church Council is the coordinating body for all Ministries in the Church. It is the primary source for leadership and guidance in all issues that pertain to policies and procedures. The Church Council is responsible for approving decisions

on matters not expressly delegated to one of the three Boards the Ministries or covered by each Ministry's annual budget. The Church Council is not responsible for writing policies or procedures. The Church Council works closely with the Boards in envisioning and goal setting for the good of the broader Church.

The Moderator or Vice-Moderator will be the Chief Lay Officer and Chairperson of the Church Council.

The Church Council will consist of the following Church members: The Pastor, Moderator, Vice-Moderator, Clerk, and Treasurer. It shall also include a designated member of each Board and one representative of the Congregation for a total of no more than nine (9) members.

A quorum shall consist of a majority of the sitting Church Council members. The Council will meet a minimum of once per calendar quarter (4x a year) and is accountable to the congregation. The Council may call additional meetings as needed.

The Church Council is responsible for appointing a Pastoral Search Team, when necessary. The Church Council will also appoint a Personnel Relations Team that will deal with any personnel issues that arise and any other circumstances which may require a change in employee status.

#### **Section IV. BOARDS**

The Boards shall be: Deacons, Trustees, and Missions.

The following policy regarding serving on a Board applies to all three Boards.

A Board must have a minimum of three (3) members. There is no limit to the maximum number of Members who can serve on a Board at one time.

Any member or Associate member can offer to serve on a Board. Members interested in serving should be prepared to make a commitment to the Board of a minimum of one year. Members stepping forward to serve shall attend a Board and express their interest in serving on the Board, and notify the Pastor, Moderator, or Clerk before October 15 to be included in the approval by the congregation at Annual Meeting. Members stepping forward to serve at other times of the year shall be approved by Church Council. No member can serve as the Chairperson of a Board for more than 2 consecutive one-year terms.

Each Board shall elect a representative to Church Council. In the event that the elected representative can not attend, they will send a proxy.

- A. The Board of Deacons shall cooperate with the Pastor in ministering to the spiritual interest of the church and the community. They shall work with the Pastor in planning and coordinating worship services. They shall assist in the administration of the sacraments of the Church preparing for communion and cleaning up afterward.

The Deacons Board members shall provide for the orientation and assimilation of new members in the church. It shall be their duty to decide upon letters of transfer and to pass upon the fitness of all applicants for membership in accordance with Articles II, IV and V.

Members of the Board will be required to have training in pastoral care.

The Board of Deacons responsibilities include:

Planning and sustaining programs of educational, spiritual and emotional development for all ages

Preparing and serving sacraments,

Assisting pastor as needed with funerals and baptisms.

Pastoral care, calling on sick and grieving members and people in the community. As needed.

Maintain a list of the members and associate members of the church, together with the date of the reception or removal, telephone number, email, and mailing address, quarterly and coordinate with the Administrative Assistant.

Issue letters of transfer voted by the Deacons Board and notify the church to which they are addressed;

Keep a record of all baptisms, marriages, and deaths.

Report all changes in the church rolls during the preceding year at Annual Meeting.

Coordinating service assistants (ushers, lay readers, media ministers, Praise (music)).

Prayer chain

Orienting new members. Shepherding members.

Determining the use and placement of all furniture, fixtures, audio video equipment, hymnals, Bibles, and other resources used in worship services.

Appoint individuals to serve in specific areas.

Appoint committees as needed

B. The Board of Trustees is the business head of the Church. They shall have the responsibility for the care and custody of the property of the Church and its financial affairs, unless otherwise provided for; but they shall have no power to buy, sell, mortgage, lease, or transfer property without the specific vote of the Church members. Furthermore, The Trustees are not authorized to borrow money, make major changes to the investment policy, or change investment advisors without the specific vote of the Church members. In an emergency, Council can vote to authorize the Trustees to borrow money change investment policy or change investment advisors. The Trustees shall also perform any other duties that may be necessary in the proper conduct of the business of the Church and not otherwise provided for. All outstanding bills shall be approved by a majority of the Board of Trustees before orders are drawn for their payment by the Treasurer. Purchase orders are required in advance of any purchase in excess of \$50.00. The Trustees shall meet monthly.

The Board of Trustees responsibilities include:

Maintain the physical aspects of the Church (Buildings), including upkeep and maintenance of buildings, furniture, fixtures and grounds.

Oversee finances

Develop annual budget  
Track expenses  
Develop and implement investment policy. Present investment policy at a meeting of congregation for approval by the Congregation.  
Maintain financial records.  
Coordinate annual financial review by an individual or business not associated with the Church  
Conduct an audit of financial records every five years  
Comply with local, state, and federal regulations (zoning, wages, hours, personnel, taxes, and subsequent reports required by each agency)  
Appoint committees as needed  
Set Ministerial Compensation recommendations  
Manage Endowment fund as defined in the “Endowment and Trust Fund Policy” (attached) as approved by Members. Manage Housing Fund.

C. The Board of Missions The Board shall be responsible for all Missions and Christian outreach programs. The Board shall prepare an annual budget for programs and submit the budget to the Board of Trustees by dates set by the Board of Trustees.

The Board of Missions shall have no direct control over non budgeted items and self-funded projects and programs.

The Board of Missions responsibilities include:

Establish and promote local missions.  
Keep funds local in the community when possible.  
Oversee and coordinate church activity in UCC Missions and other special projects and offerings in response to local or wider needs.  
Appoint committees as needed  
Receptions, meals and other activities designed to promote Missions.

## **ARTICLE X. DISSOLVING OR CLOSING THE CHURCH**

The Church may be dissolved by a vote of 2/3 of the members in attendance at a duly warned meeting. In the event the Church is dissolved, all assets (financial, real estate, and personal property) shall be liquidated and donated to programs to benefit the people of Fair Haven with a focus on helping those in need, educational scholarships, and providing camping opportunities for children. The Board of Trustees is responsible for developing and putting forth a plan for disbursement of assets for approval by a majority of the Congregation.

## **ARTICLE XI. AMENDMENTS**

Amendments to these by-laws must be warned in writing prior to a regular or special meeting of the Congregation for two (2) weeks in advance of said meeting. All amendments require a two-thirds vote of the members present and voting to be adopted.