**First Congregational Church Bylaws**

**Revised, February 9, 2020**

First Congregational Church of Braintree

United Church of Christ

12 Elm Street

Braintree, MA 02184

Gathered September 10, 1707. This Church was incorporated under the laws of the Commonwealth of Massachusetts, June 5, 1916. We are members of the United Church of Christ, Pilgrim Association.

***Article 1: Name***

The name of the Church is First Congregational Church of Braintree that hereafter may be referred to as “the Church.”

***Article 2: Statement of Faith***

We believe in God the Creator, infinite in wisdom, goodness and love, and in Jesus Christ, His Son, our Lord and Savior, who for us and our salvation lived and died and rose again and lives ever more; and in the Holy Spirit, who takes of the things of Christ and reveals them to us, renewing, comforting and inspiring the souls of all. 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 known to us. We hold it to be the mission of the Church of Christ to proclaim the gospel to all humankind, 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 universal unity. 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 3: Purpose***

The purpose of First Congregational Church of Braintree is to praise and glorify God by proclaiming and living out the Gospel of Jesus Christ, to provide a space to gather for worship, celebrating the Sacraments, growing as a family of faith, and fostering peace, justice and equality for all God’s children, tuned in to the guidance of the Holy Spirit.

First Congregational Church of Braintree offers a welcoming, friendly and joyful home to all believers of Jesus Christ and to all men, women and children who are true seekers of hope, peace, forgiveness and spiritual guidance.

We encourage a deepening of Christian belief through greater understanding of scripture and by way of a forward-looking approach to worship. A forward-looking approach includes an increased variety of worship-music and offering opportunities for greater engagement by the congregation. We also endeavor to be active in the life of our community through loving Christian outreach and by providing a safe venue for a wide range of worthwhile organizations and groups.

***Article 4: Membership***

Governing: The governing of the Church is vested in its members. We hold to the autonomy of the Church and its independence of ecclesiastical control. We cherish the fellowship of all churches of our denomination, united in district, state and national bodies for counsel and cooperation.

***Section 1*** – **Qualifications**

Membership is open to all who have professed their faith and been baptized or reaffirmed their faith. Membership will be conferred during a worship service. Members are encouraged to pledge themselves to attend worship services, to live according to the teachings of Jesus Christ, to share in the life and work of the Church, to contribute to the financial ministry and outreach of the Church, and to support and encourage fellow members to grow in faith and well-being.

Associate Membership

Anyone who has a membership in another church and wishes to maintain it can ask to be considered for Associate Membership in the Church, provided they fulfill the Qualifications of Section 1. They will have all the privileges and responsibilities of membership in the Church, which also includes voting rights.

***Section 2*** *–* **Expectations**

Adhering to our Congregational tradition, we are “a priesthood of all believers.” Each member is encouraged to develop strengths and interests in his or her particular ministry. All members are encouraged to serve on a ministry team.

***Section 3*** *–* **Voting Rights**

All members are eligible to vote at Church meetings, with each member having “equal voice and equal vote.” They shall be eligible to be officers and shall have the right to vote on all matters.

Non-members are welcome to participate in worship and all Church activities. Non-members may attend Church meetings but are not allowed to vote. Non-members may not serve on ***Ministry Teams*** unless approved by majority vote of the Leadership Ministry Team for special occasions.

***Section 4*** *–* **Inactive Status**

Members who do not attend worship or maintain contact with the Church during a continuous period of one year shall be placed on an Inactive Membership list. This is for the purpose of maintaining an accurate membership roll.

***Section 5*** – **Transfer of Membership**

1. Transferring out: Membership may be transferred, upon receipt of transfer notice, initiated by the member’s new home church.
2. Transferring in: The Church will send notice to the former church.

***Section 6*** *–* **Termination of Membership**

Membership may be terminated by majority vote of the members of the Leadership Ministry Team for any severe breaches of trust or activities that are harmful to the Church or one of its members.

***Article 5: Officers***

The officers, who must be members of the Church, shall be:

**Moderator**

**Clerk**

**Treasurer**

**Assistant Treasurer**

**Collector**

These officers shall be elected at the Annual Ministry Meeting and shall hold office until their successors are chosen. All vacancies may be filled as necessary by a vote of the Leadership Ministry Team.

**Moderator:** shall be elected to a renewable three-year term. The Moderator is responsible for leading the Church’s Congregational meetings at a minimum of twice a year: the Annual Financial Meeting, held in January or early February, and the Annual Ministry Meeting, held in June. The Moderator may also call any additional meetings as necessary. The Moderator insures that a quorum is present and the meetings follow Robert’s Rules of Order, Revised.

The Moderator also leads the monthly Leadership Ministry Team meetings. When appropriate, the Moderator may appoint a committee to look into a specific issue to be presented to the Leadership Ministry Team. It is also the function of the Moderator to interpret the Bylaws and arbitrate differences between Ministers, Officers or Committees.

**Clerk:** shall be elected to a renewable three-year term. The Clerk shall keep a faithful record of the Annual Ministry, Annual Financial and monthly Leadership Ministry Team meetings. In cooperation with the Church Administer she/he shall keep a register of the members of the Church with the dates they joined, record baptisms and deaths, transfers, etc., and make a full printed report to the Church at its Annual Financial and Annual Ministry meetings. The Clerk must give legal notice (“the Call”), at least two weeks prior to the Annual Meetings and any Special meetings.

**Treasurer:** shall be elected for a renewable three-year term. The Treasurer shall be bonded for the faithful discharge of his/her duties. The Treasurer shall keep separate accounts as follows:

(1) of all offerings for the Church taken at worship services;

(2) of all donations by individuals and organizations for special missionary or other purposes which he/she shall hold or transmit as directed by the donors thereof;

(3) of all money contributed to the Deacon’s Fund which he/she shall hold and disburse as provided in Article 10; and

(4) of all invested funds, as provided in Article 11.

The Treasurer shall make all disbursements on written approval of the Prudential Ministry Team. He/She shall give a written report to the Church at each Annual Financial Meeting, and other meetings as requested, of his/her receipts and disbursements, assets and liabilities of the Church, and any changes or additions to the Invested Funds. The Treasurer shall furnish the Prudential Ministry, at each of their regular meetings, with a written report of all receipts and disbursements.

**Assistant Treasurer:** shall be elected for a renewable three-year term. The Assistant shall familiarize himself/herself with the duties of the Treasurer in order to take over the duties of the office in the Treasurer’s absence. The Assistant Treasurer shall also be bonded.

**Collector:** shall be elected for a renewable three-year term. The Collector shall be bonded for the faithful discharge of his/her duties. The Collector shall keep records of all money received at the services of the Church and all payments made to him/her for the purposes of the Church, both for current expenses and for benevolence and shall transmit moneys immediately to the bank in which the Church has its deposits. The Collector shall notify the Treasurer, at the time of such transmittal or deposit, of the amount thereof and the purposes for which the money has been collected. The Collector shall issue annual statements, with the assistance of the Church bookkeeper, to those who pledge and also assist the Treasurer in such ways as the Prudential Ministry Team may direct.

Proper procedure for counting Sunday offerings would require two members: ideally the Collector and/or Treasurer or Assistant Treasurer or member of Prudential Ministry Team.

***Article 6: Pastors and Professional Staff***

**Minister:** The Minister shall be a member of the Church. The Minister shall conduct the public worship service of the Church; preach the Word of God; administer the Sacraments; visit the sick and home-bound; counsel those who are faced with problems; and, in general, promote the spiritual welfare of the Church.

The Minister shall coordinate and supervise all Church worship, programs and activities.

The Minister shall work closely with all Ministry Teams on which he/she shall be an ex-officio member, serving to guide activities to fulfill the mission of the Church and be afforded the right to vote.

The Minister shall prepare a written report of the year’s work at both the Annual Ministry Meeting and at the Annual Financial Meeting.

The Minister shall have a Pastoral Relations Team to facilitate a healthy relationship between the Minister and the Church body.

The Minister shall have no fixed term of office unless called as a Designated Term Pastor. The pastor’s relationship with the Church may dissolve at any time upon mutual agreement, or by either party upon three months written notice of the other. Termination by the Church shall require a two-thirds vote at a duly called meeting of the Church.

In case of a vacancy in the office of Minister, a Pastoral Search Team shall be nominated by the Leadership Team and elected by the Church. The search team shall present the name of a candidate it recommends to the Church. The calling of a minister shall require a two-thirds vote of the membership at a special business meeting called for this purpose.

The call of a minister shall include terms of the relationship, including the agreement of the Church to participate in the Pension Fund of the United Church of Christ, the pastor’s health insurance, and other terms agreed between the candidate and the Personnel Team of the Church, as approved by the Prudential Ministry Team. The pastor, the Church, the Association, and the Conference Executive shall each receive a copy of the call.

When a pastor accepts a call to this Church, the Church and pastor shall join in requesting the Association to arrange a service of installation.

Discipline of the pastor shall be in conformity with the Constitution and Bylaws of the United Church of Christ.

The pastor shall be subject to an annual review to be conducted by the Pastoral Relations Team, working in conjunction with the Personnel Ministry Team.

**Associate Minister:** The Associate Minister shall be a member of the Church and shall be chosen by a majority vote of the Church. It shall be the Associate’s duty to work under the direction of the Minister, preaching the Word, conducting the services of public worship, administer the Sacraments and to assume the duties of the Minister during a temporary absence. The relationship may be dissolved at any time upon mutual agreement, or by either party upon three months written notice to the other. Termination by the Church shall require a two-thirds vote at a duly called meeting of the Church. The Associate Minister is subject to an annual review by the Personnel Ministry Team.

**Director of Children’s Ministry:** shall be elected for a term of one year commencing July 1st. He/she should work closely with the Minister to coordinate the weekly lesson plans with the Pastor’s message. The Director shall have general charge of the Sunday School. The Director of Children’s Ministry is subject to an annual review by the Personnel Ministry Team.

**Director of Youth Ministry:** shall be chosen by a vote of the Church. It shall be his/her duty to work under the direction of the Minister, administering and supervising the program of Youth Ministry. The relationship may be dissolved either by the resignation of the Director of Youth Ministry or by vote of the Church and written notice thereof shall be given to him/her three months in advance or shorter period by mutual agreement. The Director of Youth Ministry is subject to an annual review by the Personnel Ministry Team.

**Director of Music Ministry:** shall be chosen by the Music Ministry Team. The Music Director shall collaborate and work with the Minister in providing appropriate music for all weekly worship and special services. The Music Director shall lead the adult and children’s choirs, maintain a music library and oversee the piano and organ care and maintenance. The Director reports to the Pastor and the Music Ministry Team and is subject to an annual review by the Personnel Ministry Team.

***Article 7: Ministry Teams***

**Leadership Ministry Team:** shall consist of the Ministers, Clerk, Moderator, Treasurer, Director of Children’s Ministry, representatives of the Worship, Prudential, Visioning and Missions Ministries, as well as any other Ministry Team member who wishes to attend. In keeping with Congregational tradition, the Leadership Ministry Team, in the interim between the Annual and any Special Meetings of the Church, acts as the oversight body of the Church. It coordinates efforts of all the Church committees so that they may

work cooperatively towards our common goal: the health and well-being of the Church and its congregation. Matters may be referred to this Team for consideration and advice. At all Team meetings, the Moderator shall preside, or in his/her absence, the representative of the Worship Ministry Team. The Leadership Team shall be empowered to forbid any activity in and around the Church property that it deems harmful to the spiritual interest of the Church as stated in *Article 2: Statement of Faith* and *Article 3: Purpose.* It serves as the Church counsel and may call for an interim pastor during times of transition.

The Leadership Ministry Team shall provide a report for the Annual Ministry Meeting in June.

**Prudential Ministry Team:** shall be composed of four to six members and the Minister for a renewable three-year term. They shall, within one month after the Annual Ministerial Meeting in June, meet to choose from their membership a Chairman and Secretary who will, in turn, represent the Prudential Ministry Team on the Leadership Ministry Team.

The Prudential Team shall be in charge of the care and custody of the real and personal property of the Church and of its financial affairs in cooperation with the Treasurer. The Team may purchase or sell personal property except memorial gifts or property of historical value.

The Team shall be responsible for presenting at the Annual Financial Meeting of the Church a detailed budget of the various appropriations for the administration, operation and routine maintenance of the Church. The budget shall be made public at least seven (7) days preceding this Annual Meeting. In addition, they shall present a detailed budget of the appropriations for major repairs, alterations and capital expenditures.

The Prudential Ministry Team shall not have the power to purchase, sell, mortgage, lease or transfer any real property of the membership, nor make major repairs, additions or alterations, nor materially alter the appearance of the Church without a 2/3rds vote of the Active membership at a legally called meeting. These restrictions should not apply to action taken by the Prudential Ministry Team to protect property during an emergency.

The Prudential Ministry Team, in cooperation with the Personnel Ministry Team, shall be responsible for providing the personnel needed to properly staff the Church, the terms of employment and the duties clearly outlined in writing.

The Prudential Ministry Team shall provide a report for the Annual Ministry Meeting in June.

**Worship Ministry Team:** Members of the Worship Ministry Team shall serve as Deacons, a collective body of not fewer than 6 nor more than 12, elected for a renewable three-year term. The Head Deacon and a secretary shall be chosen from their membership.

The Deacons are responsible for preparing the Sanctuary for all services. They shall assist the pastor with baptism and communion. They shall welcome worshippers, record attendance at services and collect offerings. They shall assist in developing the spiritual and social life of the Church by promoting the acquaintance and fellowship of members of the congregation as well as providing comfort by reaching out to those members and families of the Church in need of support. They shall obtain the names of newcomers and welcome families new to our community. Representative(s) from the Worship Ministry Team shall attend meetings of the Leadership Ministry Team.

The Worship Ministry Team shall provide a report for the Annual Ministry Meeting in June.

**Music Ministry Team:** shall consist of at least six members elected for a renewable three-year term and led by the Director of Music. The committee shall have maintenance of all musical instruments, hymnbooks, sheet music, choir robes as well as all other furnishings having to do with the musical affairs of the Church. They shall select a Director of Music with the approval of the Personnel and the Prudential Ministry Teams.

Musicians hired for more than one month should have prepared contracts clearly outlined in writing and approved by the Music Ministry and the Prudential Ministry Teams and with yearly reviews overseen by the Personnel Ministry Team. Paid musicians hired for less than one month will not be under contract or subject to the approval of any other committee.

The Music Ministry Team shall provide a report for the Annual Ministry Meeting in June.

**Children and Youth Ministry Team:** shall consist of the Minister, Assistant Minister, Director of Youth Ministry, Director of Children’s Ministry and at least two members at large who are elected for a renewable three-year term. The Team shall coordinate the instruction and study of the Bible to the children of the Church, and provide for practical training in Christian life and leadership in accordance with the mission and purpose of the Church.

The Children and Youth Ministry Team shall provide a report for the Annual Ministry Meeting in June.

***Article 8: Other Church Ministry Teams***

**Nominating Team:** shall consist of at least five Church members, one of whom shall be a member of the Worship Ministry and one from the Prudential Ministry. The Team shall be elected to serve a term of two years. Following the Annual Financial Meeting, the Minister shall call a meeting of the Nominating Team for the purpose of selecting a Chairman. It shall prepare a list of nominations of all officers and Team members and submit the same in writing for presentation at the Annual Ministry Meeting in June. The Nominating Team shall hold periodic meetings to consider the qualifications of the Church members for various offices. In the case of vacancies, it shall make recommendations to the Leadership Ministry for approval.

**Stewardship Team: s**hall consist of four to six members for a renewable three-year term. It shall be their duty to plan and conduct the annual stewardship fund raising program of the Church.

**Personnel Team:** shall consist of the Minister and three Church members for a renewable three-year term. The Team shall provide a job description for all Church employees and interview all candidates for employment. It is responsible for overseeing all paid employees of the Church. Each paid employee is subject to an annual review by the Personnel Ministry Team.

**Pastoral Relations Team:** shall consist of three members who are selected by the Minister for a renewable three-year term. They shall act as advisors and mediators between the Minister and the congregation and safeguard and support the Minister’s well-being. They meet as needed and also work in cooperation with the Personnel Team in the Minister’s annual review.

**Visioning Team:** shall consist of the Minister and at least six Church members for a renewable three-year term. While keeping in mind the needs of the Church, they shall suggest forward-looking projects and activities that promote and insure its viability.

**Hospitality Team**: shall coordinate volunteers to provide refreshments following worship services and special events.

**Flowers & Decorations Team:** shall consist of at least 4 members elected for a term of 3 renewable years. They shall be in charge of the floral decorations of the Church at Easter, Christmas and for any other special occasions.

**UCC Delegates:** shall consist of at least two members, elected for a renewable three-year term. In addition, two or more Alternates may be elected. The Delegates shall attend all Massachusetts Conference and Pilgrim Association meetings as the representatives of the Church membership and report back to the Church the proceedings of the meetings. The Alternates shall fulfill the duties in the absence of the Delegates.

**Missions Team:** shall meet annually to review recipients and distribute Mission funds. Leadership, Prudential and other Ministry Teams also share responsibility for Mission activities, fundraising and distribution of funds.

**The Scouting Coordinator:** The Scouting Coordinator, a member of the Church, shall be elected by vote of the Church and supervises and performs liaison between the Scouts, which we sponsor, and the Church.

***Article 9: Meetings***

***Conduct of Meetings:*** The parliamentary authority in the conduct of all meetings shall be “Robert’s Rules of Order,” Revised.

***Section A*** *-***Annual Financial Meeting:** shall be held in January or early February, unless otherwise directed by the Prudential Ministry Team. A quorum of 20% of the active membership is required to transact business. At this meeting the Prudential Team presents the official financial report of the Church. The proposed operating budget for the coming year shall be presented and approved by majority vote of members present.

 The Clerk must give legal notice (the “Call”), two weeks prior to the Meeting.

***Section B*** - **Annual Ministry Meeting:** shall be held in June, unless otherwise directed by the Moderator, for the purpose of reviewing the various required reports of the Ministry Teams and for the Nominating Committee to present its list of nominations of all Ministry Teams for the ensuing year, after which a vote will be taken. All elections are based on a majority vote. The Clerk must give legal notice (the “Call”), two weeks prior to the Meeting.

***Article 10: Offerings***

Offerings to the Church shall be taken at Worship services. These shall be held by the Treasurer, subject to the order of the Prudential Ministry Team. An offering shall be taken at each Communion service for the Deacons Fund. This shall be held by the Treasurer. The Minister and Deacons may use these funds for emergency relief.

***Article 11: Invested and Other Funds***

The Treasurer shall hold and keep separate accounts, and render separate reports of all funds given to the Church or to any person or Officer for the benefit of the Church.

 ***Article 12: Amendments***

Amendments to these Bylaws may be approved at any duly called Church meeting by a two-thirds affirmative vote of the members present. These proposed amendments must be made available at least two weeks prior to the duly called meeting.

***Article 13: Ad-hoc or Other Teams***

New and limited Ministry Teams may be formed and maintained for carrying on special activities of the Church. They shall report to the Leadership Ministry Team.

***Article 14: Auditors***

A certified public accountant shall be retained by the Prudential Ministry Team to make an annual examination of the financial accounts of the Church. The final report shall be submitted to the Prudential Ministry Team and made available at the Annual Financial Meeting for review. The Auditor shall not be a member of the Church or someone who has a conflict of interest with someone in the Church.

***Article 15: Dissolution***

A decision to dissolve the First Congregational Church of Braintree requires that two (2) provisions be met:

1. A majority vote of the Prudential Ministry Team to recommend dissolution

**and**

1. A 2/3 majority vote of members present at a duly CALLED meeting for that express purpose. Absentee balloting or voting by proxy is not permitted.

a) The entire process of dissolution is the responsibility of the Prudential Ministry Team, or by a duly selected Special Committee which includes at least 3 members of the Prudential Ministry Team; in any case, hereafter called the Special Committee, which is to file the requisite paperwork and perform any other essential duties.

b) Dissolution requires notification of intention to the United Church of Christ, as well as regulatory departments within the federal government and the state of Massachusetts, in order to comply with laws that govern 501(c)(3) organizations.

c) All assets, after payment or provision of payment of all liabilities and debts, shall be distributed to another tax-exempt, nonprofit with comparable mission or the United Church of Christ for its ongoing planting program. The Special Committee is responsible for distributing all assets.

d) No member of the Church or paid employee of the Church has the legal right to take or be given any Church asset following the filing of the intention of dissolution.

e) No member of the Special Committee shall be held personally liable for omissions or oversights in the dissolution process.

***Article 16: Financial Year***

The financial year of the Church shall be the Calendar year beginning January 1st.

***Article 17: Indemnification***

Each present or former officer or team member of the Church is indemnified against all liabilities, costs and expenses in connection with any legal procedure.

***Article 18: Additional***

1. The Church will not engage in or sponsor any political activity.
2. Absentee balloting or voting by proxy is not permitted.
3. Anything donated to the Church is to be used for its nonprofit purposes or mission.

*[a simple example: someone can’t donate money to the Church with the provision that a relative will benefit exclusively.]*

**Bylaws Revision Team:**

Michael Frady, Pastor

Lois O’Brien, Prudential Ministry Team

Bev Roffo, Assistant Treasurer

Lucile Baker, Prudential Ministry Team

Don Young, Deacon

Carl Francis, Deacon

Kristen Johnson, Clerk

February 9, 2020