

Bylaws of the United Church of Christ, Congregational, of Boxborough

Article 1 - Name of Church and Affiliation

Section 1.01 The name of this church is the United Church of Christ, Congregational, of Boxborough and will be referred to hereinafter as “the Church”. The United Church of Christ, Congregational, of Boxborough is affiliated with the Massachusetts Conference of the United Church of Christ (UCC).

Section 1.02 The Church is subject to the control of no other ecclesiastical body, and all its assets belong to this local Congregation. In the event that the Church should decide to dissolve, its assets are to be distributed to organizations founded and operated exclusively for religious, charitable or educational purposes. The United Church of Christ, its Conferences, and its Associations shall be given primary consideration.

Article 2 - Purpose

The United Church of Christ, Congregational, of Boxborough is a diverse community of hope, learning and growing together in faith, love, and joy. With God’s help, we seek and strive together for God’s peace and justice, to explore practices of Christian spirituality, and to serve our neighbors in Boxborough and beyond with open minds, open hands, and open hearts.

Article 3 - Covenant

Section 3.01 The Church supports and respects this historical pledge:

BOXBOROUGH COVENANT - We confess our faith in God as our heavenly Creator, our reverent love for Jesus Christ as our Savior, and our willingness to be guided by the Holy Spirit. We, members of this Church, promise to walk together in Christian love, to be obedient to the teachings of the Holy Scriptures, and to support this Church actively in word and deed, submitting to its spiritual instruction until we are dismissed therefrom. And this we do for the glory of God, for the good of our mutual growth in Christian grace, seeking to do all in faith, fellowship, and service, in the spirit of our Lord and Savior, Jesus Christ. Amen.

Article 4 - Membership

Section 4.01 Membership in the Church is open to any person of Christian faith and character who has given public assent to that faith, who subscribes to the Bylaws of the Church, and who has been baptized in accordance with Christian faith which binds into unity “faithful people of all ages, tongues, and races.”

Section 4.02 All members of the Church are expected to share in the life and work of the Church, to contribute to its support and benevolences, and to care for its spiritual welfare.

Section 4.03 Membership is attained when the candidate, in the presence of the Congregation, agrees to enter into covenant with the Church. If the candidate is currently a member of another church, he or she may request a letter of transfer from that church. In the

absence of a letter of transfer, the candidate may join by affirmation or reaffirmation of faith.

Section 4.04 All members shall be eligible to hold any office of the Church, and shall have a right to vote on all matters brought before the Church.

Section 4.05 Membership may be terminated in the following ways: transfer of membership, request of the member, death, or more than two years of inactivity including worship attendance and financial support. Members to be terminated due to inactivity will be sent a written notice when possible and given an opportunity to request that their membership be preserved.

Section 4.06 If a member persistently and openly breaches his or her covenant vows,

- a) after due notice has been given personally by the Moderator,
- b) after a hearing before the Church Council has been offered,
- c) with the recommendation of a two-thirds majority vote of the Church Council voting at a duly called meeting of the Church Council, and
- d) upon a two-thirds majority vote of members present and voting at a duly called Congregational Meeting,

said member's membership shall be terminated.

Article 5 - Government

Section 5.01 Governing Body

The ultimate governing body of the Church shall be the membership assembled in a duly called Congregational Meeting. Ten percent of the membership of the Church shall constitute a quorum. Each Church member shall have one vote. A simple majority vote of those attending the meeting is required to pass any motions, except for the following, for which a two-thirds majority vote of those attending the meeting is required:

- a) the call or dismissal of a member of the pastoral staff,
- b) any amendment to the Bylaws,
- c) any commitment to acquire or dispose of real property,
- d) any borrowing of money or capital improvements in excess of ten percent of the yearly Church operating budget,
- e) any capital project or extra-budgetary program or project, excluding repair or replacement, using over \$10,000 of endowed funds or investment income,
- f) any change to the current denominational affiliation, or
- g) the dissolution of the Church.

Section 5.02 Officers

The officers of the Church are statutory officers of the Congregation elected by the Congregation from the members of the Church Council. They are the following:

Moderator - the senior elected leader of the Congregation. The Moderator is elected for a one-year term, however may serve a second consecutive one-year term subject to election by the Congregation. The Moderator and shall:

- a) Preside at all meetings of the Congregation, the Church Council, or Council officers,
- b) Serve as an ex officio member of all committees,
- c) Sign all legal documents as required on behalf of the Congregation,
- d) Enforce the Bylaws and perform the general duties as are common for the office, including such additional duties as may be directed by the Congregation from time to time.

Vice Moderator - the presiding officer in the absence of the Moderator. The Vice Moderator is elected for a one-year term and shall:

- a) Perform all of the duties of the Moderator in the latter's absence and such other additional duties which may be directed by the Congregation or by the Moderator from time to time,
- b) Chair and facilitate meetings of the Nominating Team with the advice and consent of the Church Council.

Treasurer - the officer who oversees all financial resources and activities of the Church. The Treasurer is elected for a term of up to three years and shall:

- a) Chair and facilitate meetings of the Finance Team,
- b) Collaborate with the Church staff and ministry teams in the preparation and implementation of the annual Church budget,
- c) Keep and preserve accurate records of all accounts, receipts, and disbursements, and submit a written report at each meeting of the Church Council and at the Annual Meeting of the Congregation,
- d) Ensure the timely payment of all financial obligations of the Church,
- e) Appoint a member of the Finance Team to serve as Assistant Treasurer, if needed.

Clerk - the officer who maintains Church records. The Clerk is elected for a one-year term and shall:

- a) Keep and preserve minutes of all Congregational meetings,
- b) Ensure and preserve records of Church membership, baptisms, and deaths of Congregation members,

- c) Keep and preserve minutes of all Church Council meetings and ensure that minutes other than from executive sessions are made available to the Congregation,
- d) Maintain current and approved Bylaws and Church policies and procedures.

Section 5.03 Church Council

The nine members of the Church Council shall be members of the Church, and shall consist of the four Church officers plus five additional at-large members. Pastoral staff serve as ex-officio, non-voting members of the Council.

Members of the Church Council are chosen by a vote of the Congregation at the Annual Congregational Meeting on a rotating basis: three members elected for staggered three-year terms, so that each year one third of the Church Council comes up for election by the Congregation.

Each member of the Church Council shall serve a three-year term and, after a one-year hiatus, may be elected again. An exception to the three-year term is the case of the Moderator, whom if elected to serve two consecutive terms may serve on Council for a total of four years.

The Church Council shall:

- a) Provide general oversight of the activities of the Church as a whole; ensure that necessary policies for Church operation and governance are written and recorded, and that each policy contains the means for updating that policy;
- b) Articulate the mission and vision of the Church, set the strategy for advancing the Church's vision, and periodically assess the Church's performance in achieving that vision;
- c) Oversee and provide direction to pastoral staff, appoint a Pastoral Search Committee when the need arises, and choose an interim Pastor in the case of a vacancy;
- d) Promote communication among the various governance and ministry teams, officers, Pastor, and staff of the Church;
- e) Appoint any new governance teams or fill vacancies on existing governance teams on an interim basis until the next Annual Congregational Meeting,
- f) Ensure the financial health of the Church; solicit, borrow money, and incur indebtedness for purposes of the Church, up to ten percent of the Church's yearly operating budget; execute and deliver, in the Church's name, evidence of such debt; and appoint an auditor or audit firm;
- g) Ensure the responsible stewardship of the Church's resources, including the use and lease of the Church's facilities;

- h) Plan and call Congregational meetings, accept for review petitions from the Congregation, and evaluate and offer recommendations regarding any changes to Bylaws and/or policies;
- i) Ensure that an Annual Report of the prior year is presented to the Congregation at the time of the Annual Congregational Meeting;
- j) Support the Pastor as head of staff and collaborate in the hiring, direction, oversight, annual evaluation, and termination of non-pastoral staff;
- k) Design and facilitate a yearly evaluation of the Church's ministries, including that of the Pastor;
- l) Investigate any allegations of misconduct by the pastoral staff and, if appropriate, seek guidance from the denomination; call a Congregational Meeting if needed to consider the suspension or termination of a pastoral staff member;
- m) Appoint delegates to represent the Church at wider UCC functions and meetings.

Meetings of the Church Council:

- a) A simple majority of the members of the Church Council shall be necessary to constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the members present at a duly held meeting at which a quorum is present, which may be in person or by teleconference, shall be regarded as the action of the Church Council.
- b) The Church Council shall schedule meetings to be held at least ten times per year. Meeting dates will be published in the Church calendar in advance.
- c) All Church Council meetings shall be open to members of the Congregation, except when the Council discerns a need for an executive session, which will be closed to the Congregation.
- d) Minutes shall be taken at all Church Council meetings and shall be made available for Council members to review within two weeks. Minutes from a Council meeting and/or Congregational meeting will be reviewed and approved at the beginning of the next Council meeting. A file will be kept in the Church Office of all Church Council minutes and Congregational Meeting minutes.

Section 5.04 Congregational Meetings:

Two Congregational meetings shall be held each year: one to conduct the business of the Church, and the other to discern the goals and vision for the future of the Church.

The Annual Congregational Meeting to conduct the business of the Church shall be held in January to:

- a) Discuss and approve the recommended budget for the upcoming fiscal year, the budget having been drawn up for review by the Finance Team, and approved and brought forth to the Congregation by the Church Council.
- b) Vote on candidates for Church Council, Church officers, and governance team openings.
- c) Consider additional business that has been approved by the Council or brought forward by a petition of at least ten members at least fifteen days prior to the Congregational Meeting.

In addition, special Congregational Meetings may be called by the Church Council to address emergency situations or opportunities that require a Congregational vote. Special Congregational meetings also may be called by any ten members via a written petition delivered to the Moderator or Clerk.

Written notice of Congregational Meetings will be given electronically and in bulletin announcements not less than 14 days in advance, and will specify the place, day, and hour of the meeting and the agenda. In an emergency situation, the Church Council may call for a special Congregational meeting on no less than 5 days notice.

Article 6 - Governance Teams

Section 6.01 The following are the governance teams accountable to the Church Council that are required to be active in the Congregational life of the Church. These teams shall be staffed by members with appropriate gifts and graces as identified by the Pastor(s) and Nominating Team and elected by the Congregation as specified below.

Nominating Team will consist of three to five members elected by the Congregation for a one-year term; the Church Council Vice Moderator serves as Chair. The Team works to discover gifts and passions and canvasses the Congregation in search of volunteers to serve on the Church Council and governance teams. The Nominating Team brings forward names of candidates to fill positions on the Church Council, Nominating Team, Pastor-Parish Relations Team, Finance Team and any other governance team created by the Church Council preceding the elections by the Congregation. Nominating Team members may serve for more than one year, but each year's Team must include at least one new person. Each member of the Nominating Team may serve up to three years and, after a one-year hiatus, may be elected again.

Pastoral Search Team will consist of seven to eleven members elected by the Congregation for the duration of the pastoral search process. The Team screens, interviews, and recommends individuals to serve as clergy for the Congregation. The Search Team will present one candidate to the Congregation for approval at a Congregational Meeting. Teams searching for Associate Pastors shall seek the advice of the Senior Pastor, who shall serve as an ex officio member of the Search Team. This team will dissolve upon acceptance of the call of the new Pastor.

Pastor-Parish Relations Team will consist of three to five members elected by the Congregation for a one-year term. The Pastor-Parish Relations Team shall nurture the integrity of the relationship between the Congregation and pastor(s) and foster honest communication. Pastor-Parish Relations Team members may serve for more than one year, but each year's nominations must include at least one new person. Each member of the Pastor-Parish Relations Team may serve up to three years and, after a one-year hiatus, may be elected again.

Finance Team will consist of three to five members including the Treasurer, who chairs the Finance Team. Except for the Treasurer, as an officer of Council, members of the Finance Team are elected by the Congregation for a one-year term. Team responsibilities include determining the total anticipated Church revenue each fiscal year; submitting to the Church Council a budget based on anticipated revenues that reflects the priorities of the Church, as defined by the Church Council and the needs of the ministry teams; empowering a generosity ministry; and developing and overseeing sound financial and investment policies and procedures. Working in conjunction with the Treasurer, the Finance team is also responsible for the establishment, maintenance and reporting of all pledge tracking, income collection, and payment systems. Finance Team members may serve for more than one year, but each year's nominations must include at least one new person. Except for the Treasurer, each member of the Finance Team may serve up to three years and, after a one-year hiatus, may be elected again.

Any officer, Council member, or governance team member may be removed by a simple majority vote of a duly called Congregational meeting where a quorum is present.

Article 7 - Ministry Teams

Section 7.01 Ministry Teams may be developed by the Pastor, members, and non-member participants of the Church. The Pastor provides spiritual leadership and guidance to the Ministry Teams. Together the Pastor and ministry teams collaborate on ministries that further the mission and vision of this Church. Ministry teams are accountable to the Church Council to promote the mission and vision of the Church.

Section 7.02 Ministry Team Leaders shall have the authority and responsibility to recruit ministry team members; recommend priorities and goals for programming in that ministry; plan the funding for the ministry; determine the spiritual direction of the Congregation as it relates to that ministry; and plan, implement, and evaluate activities and events in the life of the Church related to that ministry.

Article 8 - Pastor and Teacher

Section 8.01 The Pastor will be called as spiritual leader and head of staff, supported and empowered by the Congregation to freely lead the community. The Pastor shall maintain high moral standards, feel commitment to a growing spiritual life, be ordained or hold the credentials required for ordination in and on behalf of the United Church of Christ and have sufficient training and experience for the needs of this Church.

Article 9 - Amendments

Section 9.01 Bylaws may be amended by a two-thirds vote of the members present and voting at any Congregational Meeting, provided that the full text of the proposed amendment(s) is given in the call for the meeting.