

**BY-LAWS**  
**of**  
**The First Church in Swampscott (Congregational)**  
40 Monument Avenue  
Swampscott, Massachusetts 01907  
**Revised Winter 2007-2008**

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**ARTICLE I: Name**

**Section 1.** This Church, Incorporated under the laws of the Commonwealth of Massachusetts (November 12, 1919), shall be called The First Church in Swampscott (Congregational). It is a member of the United Church of Christ, the Essex Association, and the Greater Lynn Council of Churches. The Parish was formed July 11, 1846.

**ARTICLE II: Purpose**

**Section 1.** We as a family of Faith Covenant with God and each other to:

Bring people to know Christ and find eternal life  
Provide a place of worship dedicated to learning and teaching  
Build a foundation of faith to strengthen us for the trials of life  
Reach out to those in need and serve as a beacon to the community  
Accept the cost and joy of discipleship with our time and treasures  
Celebrate our diversity with Christian love, forgiveness, and tolerance toward one another.

We seek to uphold our Covenant by worshipping God, accepting Christ into our lives, celebrating the Sacraments, guided in our daily lives by the Scriptures and the examples set forth by Jesus.

**Section 2- Worship.** Public worship shall be held each week on Sunday and at such other times as the Cabinet shall determine. The Lord's Supper shall usually be observed on the first Sunday of each month and Maundy Thursday evening. Such observances, however, may be changed by the Cabinet. Baptism may be received publicly or privately and at any age.

**Section 3 Organizations.** The Church shall maintain a Church School, various youth groups, adult groups, and such other organizations as may be desired to foster the religious, social, literary, and cultural needs of the constituency. The Church regards as integral parts of itself all organizations formed to further its work. The Church shall have general authority over all such organizations and shall expect a written report from each at the Annual Meeting of the Church including a report of finances and membership. Their by-laws shall be in harmony with the by-laws of the Church and shall be subject to approval by the Cabinet. Other organizations, such as those in the Scouting Movement, may be sponsored by the Church and shall be subject to its general supervision, although their ultimate responsibility may be to other agencies.

**ARTICLE III: Character**

**Section 1 Government.** The government of this Church is vested in the body of members who compose it, and is subject to the control of no other ecclesiastical body. It recognizes and

sustains, however, the relations of the mutual counsel and cooperation which are common among churches of the United Church of Christ and is in active fellowship with all who recognize its faith and order.

**Section 2 Faith.** In matters of faith and practice, the Church looks for inspiration and guidance to the Bible primarily the teachings of Jesus. Each member shall have the right to interpret and follow the Scriptures according to the dictates of his own conscience and his sense of the enlightenment of the Holy Spirit.

**Section 3 Covenant of this Church.** “It is my earnest, sincere desire to be a follower of Jesus, to make the spirit of Jesus my spirit, and I promise to strive to follow His example in all that I do, to practice good will as He did, always, everywhere. I pledge myself to devote my gifts, graces, and abilities in an orderly and modest manner to the service of this Church and to the cause of Christ throughout the world.”

## **ARTICLE IV: Membership**

**Section 1 Qualifications.** This Church will welcome any baptized person who accepts its Faith and Covenant (Article III, Sections 2 and 3).

**Section 2 Admission.** Admission to this Church may be made by First affirmation of Faith; or by letter of Transfer from other churches, with Reaffirmation of Faith; or simply by Reaffirmation of Faith in cases where letters may not be available. Applicants under the age of 18 years shall be required to participate satisfactorily in special preparatory classes unless coming in by Letter of Transfer. All who desire to unite will, before reception, meet for the purpose of orientation and discussion regarding our Faith and Covenant and the duties and privileges of church membership. Members of the Cabinet shall be invited to meet prospective new members for the purpose of acquaintance prior to their reception into membership. The names of proposed new members shall be communicated to the Church at the Sunday Service of Worship on or before the date of their reception into membership. Candidates will be received into full membership by publicly entering into the Covenant of this Church (Article III, Section 3) and their names entered upon the List of Active Members.

### **Section 3 Duties.**

Paragraph 1. Active Member:

(A) One who is expected to be faithful to all the duties, both spiritual and practical, which are normal to the Christian life, habitually to attend the services of this Church and share in its organized work, and to give regularly towards its support and its benevolences.

(B) One who as a Member, is unable to perform the duties listed above because of ill health or age. This individual shall remain an Active Member.

(C) Confirmation does not assume membership. Confirmands may apply for membership through the process stated in ARTICLE IV, Section 2 Admission.

Paragraph 2. Absent Members

In case of removal to other communities too distant to permit frequent attendance at First Church, the members should request, within a reasonable period of time, letters of transfer to other churches. If such non-residents continue in membership for reasons satisfactory to the Cabinet, they shall communicate with the Senior Minister or an Assistant Treasurer as often as once a year; their names shall remain on the List of Active Members and they shall be known as Absent Members.

**Section 4 Voting Privileges.** Members of this Church on the List of Active Members shall be entitled to vote at all Church meetings.

**Section 5- Termination of Active Membership.**

Paragraph 1 Letter of Withdrawal. Upon request of the member, the Cabinet may take one of the following actions:

(A) Grant the member a Letter of Transfer to another church, naming a specific congregation. This letter shall be valid as a recommendation for one year only from its date, unless renewal shall be requested by the member and granted by the Cabinet. Membership shall terminate upon notice of acceptance into the specific Church; or, after repeated inquiry with no response, at the end of six (6) months beyond the year's termination date, the member's name shall be placed on the Inactive List

(B) Grant a Certificate of Membership, if the member wishes to join a body which would not recognize a letter from this Church. His membership shall thereby be terminated.

(C) Accept a written termination.

Paragraph 2. Retirement

Members, who for a period of two (2) years, in spite of kindly reminders, have not communicated with the Senior Minister or contributed to the support of the Church, may be transferred to its Inactive List by a vote of the Cabinet. A letter of notification of this action shall be sent to such persons (see Article VI, Section 4 (b-7). From the date of such transfer, such persons shall cease to be reported on the membership roll of First Church and/or the United Church of Christ, and shall have no vote; but a separate list of such persons shall be kept by the Clerk.

Paragraph 3 Restoration.

Any person whose membership has been terminated by retirement may, for good and sufficient reasons, be restored to membership by vote of the Cabinet.

**Section 6- Associate Membership.** The Cabinet may grant Associate Membership to persons who, for reasons satisfactory to the Cabinet, do not wish to transfer their membership to this Church. Such Associate Members shall enjoy the privileges and duties of members except that

they shall have voice but not vote in meetings. Associate Members shall not be counted as members.

## **ARTICLE V: Administration**

**Section 1. Cabinet, Boards, and Committees.** The permanent officers, boards, and committees of this Church shall be:

Minister(s)	Board of Finance
Moderator	Board of Stewardship
Clerk	Board of Christian Education
Treasurer	Board of Missions
(3) Assistant Treasurer(s)	Board of Worship and Music
Auditor	Board of Friendship
(3) Cabinet at Large Member(s)	

The Church Cabinet shall act on behalf of the Church and shall be responsible to the Church membership. Its actions shall be considered final and binding unless rescinded by vote of the Church. The Cabinet shall recommend to the appropriate boards and committees actions designed to clarify, strengthen, and enhance the organizational, spiritual, and social life of the Church.

(A). All of the above officers and members of boards and committees shall be members of the Church.

(B). The terms of all the elected positions shall commence July 1 following the Annual Meeting (Article VIII, Section 1, Paragraph 1). They shall serve for a term of two (2) years, and be eligible for reelection for a second two (2) year term. Thereafter they are ineligible for one (1) year. The exception is for Cabinet-at-Large, which members will serve for three (3) years, with a rotating election of one (1) per year.

(C). The Chair of each board and committee shall convene said board or committee within one month following the Annual Meeting for the purpose of organization and report the results of that meeting to the Church Clerk.

(D). Each board shall include a chair, vice-chair, and a secretary. Board officers are to be elected by the members. Chairs may serve two (2) consecutive two (2) year terms. New members to a board are excluded from serving as Chair the first year unless they have served on the board previously. The secretary shall keep the minutes of all meetings and submit copies to the Church secretary who will produce copies for the Cabinet and the Church files. The chair will also prepare for the Annual Meeting a comprehensive report of the activity, achievement, financial status, recommendations, and other matters of concern to the Church.

(E). Cabinet –at-Large Members shall assume responsibility for the functions of: review of the by-laws annually; all personnel matters, and securing leadership for the administration of the church. As elected members of the Cabinet, they shall have full voting privileges on all matters. At the appointment of the Moderator, one of the Cabinet-at-Large Members shall serve as Vice-Moderator. (See Article V, Section 3, Paragraph 4.) Members of the congregation may be called upon to assist in the tasks described.

(F). A quorum for the transaction of business by all boards of the Church shall consist of a simple majority of the current members. A decisive vote shall be a majority of those present and voting.

(G). The cabinet shall meet monthly. A special cabinet meeting may be called at the direction of the senior minister or moderator, or any church board or committee chairman, or in response to the written petition of ten members. A simple majority of the members of the cabinet shall constitute the quorum for the transaction of business. A decisive vote shall be the majority of those present and voting.

(H). Duties: The Cabinet shall:

1. Be responsible for the overall planning, be the representative legislative body of the, and have general supervision of all work and activities of the church and its various committees and organizations.

2. Vote on all matters not otherwise delegated by these by-laws, except that it shall take no action necessitating the expenditure of money beyond the appropriations made at the annual meeting of the church, with the following exceptions,

- a. it may approve expenses not otherwise anticipated and may direct the Treasurer to pay such;

- b. it shall review requests as presented by ten members of the congregation or the Board of Finance for the expenditure of moneys for memorial gifts or other special gift funds and shall direct the Board of Finance to review and recommend action on such to Cabinet, and;

- (1) for any requested expense from such funds, such requested expense whose value is less than 4% of the then current operating budget for First Church, Cabinet may approve such expense from the fund after considering the recommendation of the Board of Finance, or,

- (2) for any requested expense from such fund, such requested expense being equal to or greater than 4% of the then current operating budget of First Church, Cabinet may authorize that such a request shall be presented to the congregation for consideration and approval at an annual meeting or special meeting called as described in Article VIII, Section 1, Paragraphs 1 and 2.

3. Appoint special task forces and committees to work on special projects and these task forces and committees shall be responsible to the Cabinet for the duration of their existence.

4. Approve the final slate of candidates prior to the annual Church Meeting. The slate will be prepared by the Cabinet-at-Large Members, following written nominations from the Congregation. The Congregation will be sent, via U.S. mail, a ballot for these nominations no later than March 1, of the current calendar year. The ballots will be returned to the Cabinet-at-Large. Nominated members will be considered, asked about desire and time to serve, and listed on the slate in time for the last Cabinet meeting prior to the annual meeting.

(I). The Members of all boards and committees shall be elected on a rotating basis. If the term of office is for two (2) years, as nearly as possible one-half (1/2) of the board or committee shall be elected each year.

(J). Any individual resigning from an elective or appointed office shall submit a letter of resignation to **a *Cabinet at Large member***.

(K). Vacancies resulting from death, resignation, or other causes shall be filled by appointment of the Church Cabinet. Such appointments shall be effective until the next Annual Meeting.

(L). In general, no person should serve in more than one elected position during any one term. Cabinet shall direct the general affairs of the church during the interim between ministers.

(M). Any member of the Church may attend any meeting of the Cabinet, or of the elected boards or committees.

(N). Meet with and at its discretion recommend to the church, candidates for membership in the church (see Article IV, Section 2)

(O). Fill vacancies in any office except Moderator by appointment from a list of candidates submitted by the Cabinet-at-Large.

(P). When a ministerial vacancy occurs, confer with the denominational officers and agencies for instruction in procedures. It shall then appoint a Search Committee and shall direct the Clerk to call a meeting of the Church (see Article Viii, Section 1, paragraph 3) the purpose of appointing their appointments or making substitutions therefore or addition thereto. The Search Committee shall recommend a candidate to a meeting of the Church for approval. The Cabinet shall direct the general affairs of the Church during the interim between ministers.

(Q). Budget and approve the reimbursable expense of delegates.

(R). Obtain, prior to the preparation of annual church budget, the financial requirements of the boards.

(S). Boards and committees may co-opt additional members to establish subcommittees or task forces to aid in carrying out their commissions. The co-opting or appointing board or committee shall specify the task, scope, and limitations of the task force or sub-committee, and shall receive reports from them. When the work of the task force or sub-committee is complete, it shall be disbanded by the appointing board or committee.

## **ARTICLE VI: Ministerial Staff and Leaders/Directors**

### **Section 1 .Senior Minister.**

(A) Whenever there is a vacancy in the office of Senior Minister, a candidate shall be sought by a Search Committee, as provided in Paragraph 8 (d-8) of this section. Such a committee shall make its recommendations to the Church members, who shall proceed to elect the Senior Minister, in

conformance with the voting requirements of Article IX, Section 1, Paragraph 4. The Senior Minister shall be installed by the Essex Association of which this Church is a member. The ministerial relation may be terminated by either the Senior Minister or the Church, a three month's written notice of such intention being given. When action is by the Church, it shall require a majority vote of those present and voting at a duly called regular or special meeting.

(B) The Senior Minister shall have a central place of leadership in the affairs of the Church, and shall be an advisory member ex-officio of every committee, board, Cabinet, etc., unless specifically directed otherwise by the Church. It shall be his/her duty to preach the Word, to care for the stated and other services of public worship, to administer the sacraments, and to promote, in all ways within his/her power, the spiritual welfare of the Church and of those whom it serves. He/she shall administer the Communion Fund, also called the "Beacon Fund", as provided for in Article VI, Section 1, Paragraph F.

(C). The Senior Minister shall make a report of his/her year's work at each Annual Meeting of the Church. He/she shall be assisted in the performance of his/her duties especially by a Cabinet, and whatever professional staff may be required and approved by the Church membership.

(D)The Senior Minister shall be consulted before important changes are proposed in any agency of the Church.

(E) The Senior Minister shall oversee the work of the Church professional and clerical staff.

(F) Expenditures from the Beacon Fund may be made by the Senior Minister (or, in his/her incapacity, by the Moderator in consultation with the Treasurer) for personal relief in time of misfortune (which need not be itemized as to names, in accounting to Church meetings).

### **Section 2 .Associate and/or Assistant Minister(s).**

(A) As the Church requires, it can, by provision of Article V, Section 1, Paragraph 8 (H-1) and in conformance with the voting requirements of Article VIII, Section 1, Paragraph 2 and 3, secure an Associate and/or Assistant Minister(s). Such expansion shall normally occur upon the recommendation of the Senior Minister, concurrence of the Church Cabinet, and vote of the Church (see Article VIII, Section 1, Paragraph 3).

(B) The Associate and/or Assistant Minister(s) shall work under the direction of the Senior Minister.

(C) The Associate Minister shall provide guidance to the Nursery School and assurance to the Cabinet that the Nursery School curriculum is compatible with the Mission of First Church.

(D)These positions may be filled on a full-time or part-time basis.

### **Section 3 .Moderator**

(A) *Term of Office.* A Moderator shall be elected at the Annual Meeting, to serve a term of one (1) year. The Moderator may be eligible for reelection to a consecutive one (1) year term and then be ineligible for one year. The moderator shall:

1. Preside at the business meeting of the Church and shall appoint such committees as directed from time to time by vote of the Church.
2. See that elected or appointed boards and committees of the Church are promptly organized by their present chair after election or appointment.
3. Serve as chair of the Cabinet.
4. At the first Cabinet meeting following the Annual Meeting, the Moderator shall appoint, with the unanimous approval of the members of Cabinet, one of the Members at Large to serve for one (1) year as a Vice-Moderator. Said Cabinet at Large member shall serve as Vice-Moderator:
  - (a) At the direction of the Moderator, work to carry out assigned tasks that would aide the Moderator in fulfilling the Moderator's duties.
  - (b) In the absence of the Moderator, preside at all officially called meetings of the Church Membership, and/or serve as chair of the Cabinet.
  - (c) In the event of a vacancy in the Office of Moderator by any means, assume the duties of the Moderator until such time as a new Moderator may be voted into office by the Church Membership to serve out the uncompleted term of the Office of Moderator.

#### **Section 4. Clerk.**

(A) *Term of Office.* A Clerk shall be elected by written ballot at the Annual Meeting to serve a term of two (2) years. The Clerk shall be eligible for reelection for one (1) additional consecutive two (2) year term.

(B) *Duties.* The Clerk shall:

1. Prepare and post calls to the Annual Meeting and Special Meetings of the Church.
2. Serve as Secretary of the Cabinet.
3. With assistance of the Church Administrator, see that a register of the membership of the Church is kept, with dates and modes of their reception and removal, which shall consist of an Active List, a list of Absent Members, an Inactive List (see Article IV), and a list of Retirements.
4. With the assistance of the Church Administrator, see that a record of Baptisms, Marriages, and Deaths is kept.

5. With the assistance of the Church Administrator, make a full report of all of these statistics to the Church at each Annual Meeting.

6. With the assistance of the Church Administrator, issue authorized Letters of Transfer and notify the churches to which they are directed; preserve all communications, documents, and written official reports; notify all persons elected to office or to committees; give all necessary legal notices of meetings; report all communications intended for the Church; and conduct its correspondence as may be necessary.

7. With the Senior Minister and Church Administrator, , revise the membership list of the Church annually, subject to approval of the Cabinet (see Article IV, Section 5, Paragraph 2).

### **Section 5 .Treasurer.**

(A) *Term of Office.* The Treasurer shall be elected at the Annual Meeting, to serve for two (2) years. The Treasurer may be eligible for reelection for one (1) additional consecutive two (2) year term. The Treasurer shall be bonded by the Church for the faithful discharge of the Treasurer's duties.

(B) *Duties.* The Treasurer shall:

1. Ensure that accurate and detailed accounts of all funds received and disbursed are kept. Accounts should be kept separate and activities should not be commingled between revenue and expense.
2. Pay the salaries and other expenses provided for in the annual budget.
3. Obtain approval by the Board of Finance and/or Cabinet for expenses not anticipated in the annual budget.
4. Ensure that Church property documents are maintained and safeguarded.
5. Present a complete itemized report of the Church's finances at the monthly Cabinet meetings and at the annual meeting.
6. Ensure that the annual Church budget is prepared in a prudent and fiscally responsible manner.
7. Submit the books of account for annual review.
8. Ensure that the gift policy is updated annually.
9. Ensure that the Church's financial system is backed up on a weekly basis, and that a back-up copy is maintained off-site with the Church's Bookkeeper.
10. Prepare individual pledge reports as follows:

- In November for the fiscal year June 1 – Oct 31
  - In January for the previous calendar year
  - In April for the fiscal year June 1 – Mar. 1
11. Ensure that IRS and State regulations, with regards to finance, are compiled with (e.g. 1099s are distributed, tax liability is paid, etc.)

(C) In the absence of the Treasurer or in his inability to act, the designated Assistant Treasurer may sign checks on behalf of the corporation.

(D) The Treasurer shall be a member of the Church Cabinet.

**Section 6 .Assistant Treasurer (s).**

(A) *Term of Office.* One or more Assistant Treasurer(s) shall be elected at the Annual Meeting to serve for a term of **two (2)** years and shall be bonded by the Church for the faithful discharge of their duties. They may be eligible for reelection for **one (1)** additional consecutive **two (2)** year term.

(B) *Duties.* The Assistant Treasurer(s) shall:

1. Receive and deposit all contributions and offerings, keeping an individual account of the same where the giver can be ascertained.
2. Count money received at services, assisted by one or more of the members of the Board of Finance or such other persons as may be authorized by the Board of Finance.

**Section 7 Auditor.**

The Cabinet will appoint a person proficient in accounting skills once a year to review the church’s accounts and financial records.

The auditor shall:

1. Compare payments with the vouchers, verify year-end balance sheet and income and expense account balances as of May 31.
2. Issue a written report of the results to be presented at the June Cabinet meeting.

**Section 8 .Cabinet.**

(A) The nomination process shall be as follows:

- (1) Written nomination forms will be mailed to the full church membership in early February. Members will be encouraged to nominate themselves, and others for the leadership positions in the church. All forms will be given to the Cabinet-at-Large members.

Additionally, forms will be available in the pews and the office for Members. All nominations will be considered and contacted to determine interest and availability, and a slate will be prepared for the annual meeting.

(2) The Clerk shall be elected by the casting of a written, majority vote, at the annual meeting.

No person shall be elected to hold office consecutively for more than four (4) years the same elective office in the church.

(3) No one under the age of 18 shall hold office as Moderator, Clerk, member of the Board of Finance, Treasurer, Assistant Treasurer, or Auditor.

#### (B) Duties

(1) Budget and approve the reimbursable expenses of Delegates

(2) Obtain, prior to the preparation of the Annual Church budget, the financial requirements of the boards.

(3) Meet with, and at its discretion recommend to the Church, candidates for membership in the Church (see Article IV, Section 2).

(4) Fill vacancies in any office except Moderator by appointment from a list of candidates submitted by the Leadership Committee.

(5) Approve the final slate of candidates prior to the annual Church meeting.

(C). Cabinet-At-Large shall be responsible for leadership, by-laws, and personnel. They may co-opt other members of the Congregation to assist them in these tasks. They shall be nominated by the Members of the Church, and one-third (1) of the members shall be elected at the Annual Meeting for a term of three (3) years and then must be ineligible for one year. The Cabinet-At Large shall review annually the by-laws and personnel, and shall prepare the slate of candidates for leadership, following the nomination procedure. In the absence of the Moderator, the designated Cabinet-at-Large Member shall serve as the Vice-Moderator.

1. Leadership: Considering congregational nominations and consultations with chairs of all boards, committees, and the pastors, prepare a slate three weeks prior to the annual meeting, which is then presented to Cabinet for final consideration (by the May meeting, which is three weeks prior to the annual meeting). Make available to the congregation nomination forms three months prior to the annual meeting. Prepare and post a list of nominations in the church at least two weeks prior to the annual meeting. Provide ballots required at any and all elections. Be responsible for maintaining a human resource bank, and in the event of a vacancy in any office, prepare and submit to the Cabinet a list of one or more candidates to fill the vacancy.

2. The By-laws Process: view the By-laws of the Church at least once during the year to assure that they are adequate for the needs of the Church; they shall recommend such additions, deletions, and changes as may be deemed necessary. Representatives of any board or committee under discussion or affected by a proposed change in the By-laws shall be invited to discuss the proposed changes with the By-laws Committee before said changes are brought to a Church meeting.)

3. Personnel Committee: Said Committee shall act on any grievance which may arise between paid employees and/or professional staff of the Church and the Nursery School. They shall act in review of all professional and non-professional staff of the Church, except the Nursery School Teachers, at least once a year. Such a review shall encompass performance, working conditions, grievances, salary recommendations and contracts. The Committee shall make its salary, performance, and contract recommendations to the Board of Finance, especially in preparation for the annual budget and stewardship campaign. The committee shall review all new proposed contracts and shall make recommendations regarding same to the Board of Finance prior to the signing of such contracts by the Chair of the Board of Finance.

**Section 9. Committees:** At its first meeting following the Annual Meeting of the Church, the Cabinet shall appoint the following committees.

(A) Property Committee. This committee shall be composed of five (5) members who shall be responsible for the preservation and maintenance of all Church property.

(1) *Term of Office.* Each member shall be appointed for a single term of two (2) years and shall be eligible for one additional two (2) year term. The member then must be ineligible for one (1) year.

(2) *Duties.* The committee shall:

(a) Assume supervision of the custodial personnel.

(b) Be responsible for the policies and procedures for use of the facilities and oversee the church secretary in the implementation of those policies and procedures.

(c) Identify capital improvement projects/needs and propose a plan, both as to when these needs are going to be required and as to how they will be funded; this plan shall be presented to the Cabinet for review

and approval and, if necessary, it will be presented to the congregation for approval.

(d) Prepare an annual budget, covering the operating costs for the building and the grounds and funding of any identified projects/needs to be accomplished in the next (e) Have oversight of and to coordinate with volunteer groups working on the property.

(e) Choose and hire contractors to provide property maintenance or projects. These contracts shall be signed by the Chairman of the Board of Finance.

(f) The committee may co-opt other members of the congregation to assist with its work.

(B) A Church historian to provide continuity to the history of the Church.

(C) A Flower Committee to provide for the placement of flowers and special decorations (Easter, Christmas, etc.) and oversee the distribution of the Church flowers following services to designated hospitalized, shut-ins, etc.

(D) A Publicity Committee to develop an annual community relations plan and actively plan with other organizations within the Church any and all publicity for Church events.

(E) Chair of the Nursery School Board of Directors for a term of three (3) years. The Chair shall be a non-voting member of the Cabinet and shall be eligible for reappointment for one (1) additional consecutive three (3) year term. Then the member shall be ineligible for one (1) year.

(F) With the exception of the guidelines for the Property Committee, and the Chair of the Nursery School Board of Directors, appointees shall serve for one (2) year term and then may be asked by the Cabinet to continue for no more than one (1) additional two (2) year term, with a mandatory year off.

#### **Section 10. Board of Finance**

(A) *Term of Office.* The Board of Finance shall consist of five (5) members, one of whom shall be the Treasurer of the Church. Each year two (2) of the members (excluding the Treasurer) shall be elected at the Annual Meeting for a term of two (2) years. Members shall be eligible for reelection once and then must be ineligible for one year. There shall be a chair, vice-chair, and secretary elected each year by the members of the Board at the first meeting following the Annual

Meeting. The chair shall serve on the Cabinet. Three (3) members shall constitute a quorum for the transaction of business at any meeting and a simple majority of those present and voting shall be binding.

(B) *Duties.* The Board of Finance shall: Be responsible for the oversight of the financial records and reports of the Church.

1. Be responsible for the counting and recording of monies collected in regular and special services, and the recording of donations to the record of contributors.
2. Be responsible for the timely recording of the above, and the depositing of said monies in the bank in a timely manner.
3. Assist the treasurer in the preparation of pledge reports and updates during the year.
4. Review the treasurer's report monthly, and provide assistance to Boards when needed to keep them within their budget
5. Be responsible for the oversight of the Church's administrative functions, including the computers and software, procedures and record retention.
6. Be responsible for the investment of church assets: have the authority to make and change investments from time to time as it may consider expedient. In its choice of investments, this Board shall exercise the discretion required of Trustees in the Commonwealth, but shall not be liable for failure to exercise such discretion in the case of investments expressly authorized by vote of the Church.
7. Buy, sell, mortgage, transfer, or raze any real property upon authorization of special vote of the Church authorizing such action and from time to time pay over the whole or any portion of the net income from the property or investments held by it to such persons and for such purposes as the Church shall direct. If requested by the Church by a two- thirds vote of its members present and voting at any special or regular meeting duly called by a notice setting forth the object of the meeting, transfer, convey and set over unto such persons, and/or for such purposes, as the Church shall direct, any part or the whole of the real or personal property held by the Church.
8. Prepare with the assistance of all Board Chairs and the Board of Stewardship, an annual church budget for submission to the Cabinet for approval to recommend the proposed budget to the Church Membership for approval at the Annual Meeting.

(C) **The Memorial Fund;** shall make expenditures from this fund as directed in writing by the donor, or if no such direction is given, expenditures may be made, upon approval of the Cabinet, for such purposes as the Board may see fit upon recommendations from other Boards, the Minister(s), the Cabinet or by their own action. The Board shall also, upon the request of the Cabinet, review any request for the use of moneys from the

various gift funds of the Church and report its recommendation(s) to the Cabinet for action

(D) **Business Guidelines and Ethics.** The Board of Finance shall ascertain that a minimum of three quotes have been obtained for financial contracts and purchases of goods and services which cost \$2,500 or more, or have documentation explaining why three quotes could not be received. When a church member who serves in a position of leadership has a vested interest in matter of church business, that person must disqualify himself from voting or otherwise participating in affecting the outcome of that business decision. This also pertains when a member of that person's immediate family has a similar interest. The Board may co-opt other members from the congregation to assist in their work.

### **Section 11 Board of Stewardship.**

(A) *Term of Office.* The Board of Stewardship shall consist of five (5) members. In even numbered years, two (2) shall be elected at the Annual Meeting for a term of two (2) years. In odd numbered years, three (3) shall be elected at the Annual Meeting for a term of two (2) years. Members shall be eligible for reelection to a second term and then must be ineligible for one year. There shall be a chair, vice-chair, and a secretary elected each year by the members of the Board at the first meeting following the Annual Meeting. The chair shall serve on the Cabinet.

(B) *Duties.* The Board of Stewardship shall:

1. Raise, by member pledges or otherwise, the funds necessary to carry on the work of the Church, which includes conducting the yearly "Christian Enlistment Canvass" with the assistance of such others as it may require or secure for that purpose.
2. Be responsible for developing and implementing any Capital Fund Campaigns.
3. Provide to the Board of Finance, and other Boards and Committees, assistance in the preparation of the Annual Church Budget for submission to the Cabinet for recommendation to the Annual Meeting.
4. Be responsible for gathering and publishing information concerning Planned Giving, and presenting said information formally to the congregation of First Church on at least an annual basis.

### **Section 12 Board of Worship and Music.**

(A) *Term of Office.* The Board of Worship and Music shall consist of seven (7) members. In even numbered years, four (4) of the members shall be elected at the Annual Meeting for a term of two (2) years. In odd numbered years, three of the members shall be elected at the Annual Meeting for a term of two (2) years. Members shall be eligible for reelection to a second term and then must be ineligible for one year. There shall be a chair, vice- chair, and secretary elected each

year by the members of the Board at the first meeting following the Annual Meeting. The chair shall serve on the Cabinet.

(B) *Duties.* The Board of Worship and Music shall:

1. To coordinate the praise of God in worship through both the spoken word and music, and to create a constructive and caring communicative atmosphere between the pastoral staff (which includes the Senior Minister and the Minister of Music and/or the Music Director) and the congregation regarding the administration of the worship service and the music program.
2. Together with the pastoral staff, oversee the Worship Ministry and the music program, taking care to obtain input from the congregation; oversee the comfort of the congregation during services; and maintain the appointments of the Church services.
3. Oversee and delegate the preparation and administration of the Sacraments of Baptism and Communion.
4. Provide ushers for regular and special service as may be required.
5. Provide lay readers for regular and special services as may be required.
6. Provide for the supply of the pulpit in the absence of the Minister(s) for regular and special services.
7. Prepare an annual budget request for the appropriations to carry out their activities, and direct the distribution of the same.

### **Section 13. Board of Missions.**

(A) *Term of Office.* The Board of Missions shall consist of seven (7) members. In even numbered years, three (3) members shall be elected at the Annual Meeting for a term of two (2) years. In odd numbered years, four (4) members shall be elected for a term of two (2) years. Members shall be eligible for reelection to a second term and then must be ineligible for one year. There shall be a chair, vice-chair, and secretary elected each year by the members of the Board at the first meeting following the Annual Meeting. The chair shall serve on the Cabinet.

(B) *Duties.* The Board of Missions shall:

1. Promote the interests of the Church in the areas of local, regional, and world missions.
2. Study ways and means by which the Church may promote community interests.

3. Cooperate effectively with denominational and inter-denominational agencies.
4. Seek to advance the Kingdom of God.
5. Prepare an annual budget request for appropriations for missionary and benevolent causes, and direct the distribution of the same.

(C) The Board may co-opt other members from the congregation to assist in their work.

#### **Section 14 Board of Christian Education.**

(A) *Term of Office.* The Board of Christian Education shall consist of seven (7) members. In even numbered years, four (4) members shall be elected at the Annual Meeting for a term of two (2) years. In odd numbered years, three (3) members shall be elected at the Annual Meeting for a term of two (2) years. Members shall be eligible for reelection to a second term and then must be ineligible for one year. There shall be a chair, vice-chair, and secretary elected each year by the members of the Board at the first meeting following the Annual Meeting. The chair shall serve on the Cabinet.

(B) *Duties.* The Board of Christian Education shall:

1. Together with the Senior Minister, the Director of Christian Education, the Director of the Nursery School and other pastoral staff, be responsible for the formation of the philosophy, policy, and curriculum of Christian Education within the Church.
2. Supervise and approve the overall Christian Education programs of the Church in the areas of Children's Ministry, Youth Ministry, and Adult Ministry.
3. Be responsible for drafting and annually reviewing the job description and responsibilities of the Director of Christian Education. The Director of Christian Education will be responsible to, and in cooperation with the Personnel Committee, be reviewed by the Senior Minister or Associate Minister and the Board of Christian Education.
4. Be responsible for drafting and annually reviewing the job description and responsibilities of such Youth Ministers as may be required to maintain a program of Youth Group activities in the Church, The Youth Minister(s) will be responsible to, and in cooperation with the Personnel Committee, be reviewed as stated in their contract. The Youth Minister(s) will report to the Senior Minister or Associate Minister and the Board of Christian Education. The Youth Minister(s) will be encouraged to attend monthly meetings of the Board.
5. Be responsible for preparing drafts of contracts for the Director of Christian Education and Youth Ministers to be presented to the Board of Finance for its approval.

6. With the assistance of the Director of Christian Education, recruit, train, and inspire a volunteer staff of Sunday School teachers, and Christian Education workers. Such volunteer staff will be responsible to the Director of Christian Education.

7. Recommend, for approval by the Cabinet, a representative to act as liaison between the Board of Christian Education and Nursery School and to be a voting member of the Nursery School Board of Directors.

8. Prepare an annual budget request for appropriations for Christian Education and direct the distribution of the same.

(C) The Board may co-opt other members from the congregation to assist in their work.

### **Section 15 Board of Friendship**

(A) *Term of Office.* The Board of Friendship shall consist of seven (7) members. In even numbered years, three (3) members shall be elected at the Annual Meeting for a term of two years. In odd numbered years, four (4) members shall be elected at the Annual Meeting for a term of two (2) years. Members shall be eligible for reelection to a second term and then must be ineligible for one year. There shall be a chair, vice-chair and secretary elected each year by the members of the Board at the first meeting following the Annual Meeting. The chair shall serve on the Cabinet.

(B) *Duties.* The Board of Friendship shall:

1. Welcome visitors and newcomers by promoting an environment of friendliness.
2. Develop and implement a roster of Greeters and provide training for the Greeters.
3. Oversee the preparation and updating of the congregation's name tags and oversee the guest book on Sunday mornings.
4. Plan social events for newcomers and new members.
5. Engage in conversation with people interested in learning more about the Church, and arrange for the pastor to visit, if desired.
6. Work toward revitalizing active participation by non-active members.
7. Design and develop materials and information that reflects the life, personality and faith commitment of the church.
8. With the pastor, design and implement a workshop for those who are seeking information about the church and or interested in becoming a member of the Church.

9. Follow up with new members by introducing the new members to those on Boards and Committees where the new members' skills and talents could be incorporated into the life and ministry of the church.
10. Prepare special collations, for example Easter, Christmas Sunday, funerals, etc.
11. Sponsor and prepare an annual luncheon to honor our members of 50 years or more.
12. Oversee and delegate the Sunday morning coffee hour.
13. Prepare an annual budget request for appropriations to carry out their activities and direct the distribution of the same.

(C) The Board may co-opt other members from the congregation to assist in their work.

**Section 16. Delegates.** The appropriate number of lay delegates and alternate to the annual meetings of the Massachusetts Conference of the United Church of Christ, the Essex Association, and the Greater Lynn Council of Churches shall be elected at each Annual Meeting of the Church. The Cabinet shall, when proper, appoint delegates to all meetings of the United Church of Christ and to their conventions, institutes, and similar denominational and ecumenical meetings. Delegate's expenses, as budgeted by the Cabinet, shall be paid upon approval of vouchers submitted to the Board of Finance. All delegates shall give reports to the Cabinet. In addition, reports shall be given to the Church and/or its organizations as requested or as deemed advisable by the Cabinet.

## **ARTICLE VI: First Church Nursery School**

### **Section 1. Personnel**

**A.** The First Church Nursery School is an entity of the Church whose director shall be an employee of First Church, recommended by the Associate Pastor and the Nursery School Board of Directors and approved by the Cabinet. The Director shall be a member of the Church's professional staff reporting directly to the Senior Pastor.

**B.** The Director shall be responsible for the personnel, and financial affairs of the School. The School shall be exempt from the Church Budget process but shall maintain such savings and/or checking accounts as may be required and shall maintain suitable records of all of its activities.

### **Section 2. Mission**

As a mission of the Church, First Church Nursery School shall have use of church facilities, and will contribute to the financial life of the Church on a monthly basis. The financial contribution of the school shall be determined annually by the Board of Finance. It will manage its operations

independent of the Church but shall provide to the Board of Finance a copy of its budget for the coming year.

### **Section 3. Governance.**

A. The School shall prepare a report on its activities to be included in the Annual Report of the Church.

B. The contracts of the Nursery School teachers shall be signed by the teacher, the Director and the Chair of the Board of Finance. The Director, the Chair of the Nursery School Board of Directors and the Chair of the Board of Finance shall be responsible for the contractual agreements, both written and oral, in which the School is a party. These contractual agreements shall be signed by the Chair of the Board of Finance.

C. The Nursery School Board of Directors shall be comprised of the following seven (7) members, appointed by the Board.

1. The Chair
2. A member of the Board of Christian Education Appointed by the Chair with the assistance of the Leadership Committee, if requested by the Chair:
3. Three members of the Church who are parents
4. Two persons from the community at large (who may be members of the Church)

D. The Nursery School Board of Directors shall provide guidance and advice to the Director, set teachers' salaries, and establish tuition rates. It shall be responsible for preparing drafts of the contract for the Director of the Nursery School to be presented to the Board of Finance for its approval and shall assist the Personnel Committee and the Associate Pastor as they prepare to review the Director of the Nursery School at least once a year.

## **ARTICLE VIII: Meetings**

**Section 1 For Business.** The Call to the meeting shall be prepared by the Church Clerk, posted, read from the pulpit, and printed in the Church calendar at least two (2) weeks before the meeting. Business not included in the Call may be added to the Agenda by a simple majority vote.

**Paragraph 1 Annual Meeting.** The Annual Meeting shall be held during the second full week of June to hear and act upon reports of the Minister(s), officers, boards, committees, and organizations, to elect officers, boards, committees, and to transact any other business duly brought before it. The report of the Leadership Committee shall be posted at least two (2) weeks before the Annual Meeting. Except for the aforementioned Treasurer's Report, all other reports, including the budget for the next fiscal year and the nominations for office, shall be included in the Annual Report to be distributed the second Sunday preceding the Annual Meeting.

Paragraph 2. Special Meetings. Upon request of the Senior Minister, the Board of Finance, or the Cabinet, or upon written request of any ten (10) members, the Moderator shall instruct the Clerk to post a notice, calling a special business meeting of the Church and specifying the object thereof; and the notice shall be read at the public worship service on the Sunday preceding the day for which the notice is given.

Paragraph 3. Quorum. A quorum at any meeting of the Church shall consist of twenty-five (25) voting members. A majority of the members present and voting shall ordinarily be decisive. The calling of a Minister upon recommendation of the Search Committee (see Article V, Section 1, Paragraph 8 (d-8)) shall require a two-thirds vote of all voting members of the Church present and voting at an Annual Meeting, or a meeting specifically called for this purpose.

Paragraph 4. Financial Policy. In matters of finance, the policy of this Church shall be to refer any proposal to the Board of Finance for investigation and report to the Church for action.

### **ARTICLE IX: Amendments**

These By-laws may be amended by a two-thirds vote of the members present and voting at any Annual Meeting of the Church or at a meeting specifically called for that purpose, the proposed amendment being written as an appendix to the Call and posted at least two (2) Sundays immediately preceding the meeting. The Moderator or his/her representative shall read the call at all services of public worship on the two Sundays immediately preceding the meeting, the official Call to the meeting, including a brief description prepared by the Bylaws Committee, of the proposed changes but not including the detailed appendix.

Any member wishing to propose a change in the By-laws shall submit the proposed change in writing to the By-laws Committee which shall then act at its discretion. The member may appeal the recommendation or, after two months, the inaction of the By-laws Committee to any business meeting of the Church, requesting the Clerk to insert the proposed By-laws change in the Call to the meeting.

No change may be made in Article III, entitled "Character" except by a four-fifths vote of all members present and voting, said proposed change having been laid before the Church in writing at a business meeting not less than one (1) month before the time of the proposed action.

### **ARTICLE X: Parliamentary Procedure**

In all matters of procedure in meetings of the Church, its boards, and committees, Robert's Rules of Order shall be the parliamentary guide.