

BYLAWS
OF THE
FIRST CONGREGATIONAL CHURCH
OF
ESSEX JUNCTION, VERMONT

Revised February 2026

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Essex Junction, Vermont

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BYLAWS OF THE FIRST CONGREGATIONAL CHURCH

Essex Junction, Vermont

ARTICLE I. NAME, DENOMINATION AND GOVERNANCE

1. The name of this church is The First Congregational Church of Essex Junction, and it is a Vermont nonprofit corporation (the "Church").
2. The Church is a member of the United Church of Christ, and it affirms the principle of local autonomy as set forth in the Constitution and Bylaws of the United Church of Christ adopted by the General Synod on July 4, 1961, as amended.
3. The government of the Church is vested in its members, who exercise the right of control in all its affairs, subject to these bylaws ("Bylaws"), and no other ecclesiastical body. It recognizes the covenant that it shares with the Champlain Association, the Vermont Conference of the United Church of Christ and the United Church of Christ.
4. The Church is organized, and is to be operated, exclusively for religious and charitable purposes as permitted by Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") or the corresponding provision of any future federal tax code.
5. No part of the net earnings of the Church shall inure to the benefit of any member, director, trustee, committee participant, or officer of the Church or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Church effecting one or more of its purposes), and no member, director, trustee, committee participant, or officer of the Church, or any other private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Church.
7. The Church shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.
8. Notwithstanding any other provision of these Bylaws, the Church shall not carry on any activities not permitted by an organization exempt under Section 501(c)(3) of the Code (or any corresponding provision of any future federal tax code) or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code (or any corresponding provision of any future federal tax code).

ARTICLE II. FAITH, STATEMENT OF FAITH, AND MISSION

1. *Faith.* The Church acknowledges Jesus Christ as its leader and teacher and encourages everyone to follow his teachings in word and deed. It looks to the Word of God in the Scriptures, and to the presence and power of the Holy Spirit, to prosper its creative and redemptive work in the world. It claims as its own the faith of the historic church expressed in the basic insights of the Protestant Reformers. It affirms the responsibility of the church in each generation to make this faith its own. In accordance with the teachings of our Lord and the practice prevailing among mainline Protestant Christians, it recognizes two sacraments: Baptism and the Lord's Supper or Holy Communion.

2. *Statement of Faith.*

We believe in you, O God, Eternal Spirit, God of our Savior Jesus Christ and our God, and to your deeds we testify:

You call the worlds into being, create persons in your own image, and set before each one the ways of life and death.

You seek in holy love to save all people from aimlessness and sin.

You judge people and nations by your righteous will declared through prophets and apostles.

In Jesus Christ, the man of Nazareth, our crucified and risen Savior, you have come to us and shared our common lot, conquering sin and death and reconciling the world to yourself.

You bestow upon us your Holy Spirit, creating and renewing the church of Jesus Christ, binding in covenant faithful people of all ages, tongues, and races.

You call us into your church to accept the cost and joy of discipleship, to be your servants in the service of others, to proclaim the gospel to all the world and resist the powers of evil, to share in Christ's baptism and eat at his table.

You promise to all who trust you forgiveness of sins and fullness of grace, courage in the struggle for justice and peace, your presence in trial and rejoicing, and eternal life in your realm which has no end. Blessing and honor, glory and power be unto you. Amen.

3. *Mission.* It is the Church's mission to serve God by serving this congregation and all humanity. We seek to fulfill this mission by loving God, Jesus Christ our Lord, the Holy Spirit, our enemies, our neighbors, and ourselves. Our mission is to reach out to others in need, whether spiritually, physically, mentally or economically, to address that need and to spread the good news of the gospel by word and deed. As representatives of the church of God in Jesus Christ, it is our duty to act responsibly in loving, caring, nurturing, and educating. The Church offers its cooperation

with all churches, ecumenical organizations, and interfaith groups which seek to promote peace, justice and love.

ARTICLE III. MEMBERSHIP

1. *Categories.* There shall be two categories of members in the Church: Regular Members, and Affiliate Members. A Regular Member or an Affiliate Member may be in an Inactive status. The terms Member or Membership (capitalized) refers to Regular Members and Affiliate Members. The terms members or membership (not capitalized) refer to any person, including but not limited to Members.

A. **Regular Member.** This membership is open to any person who has been baptized and has made a public confession during a regular worship service to follow Jesus Christ. Regular Membership is contingent upon a willingness to accept and enter into the faith and mission of the Church. Acceptance as a Regular Member shall be by attendance at a new members' class and by vote of the majority of the Diaconate (Deacons). Under special circumstances, the Diaconate by majority vote can waive any of the aforementioned requirements.

B. **Affiliate Member.** A person who either (i) meets all the requirements to be a Regular Member, but who chooses not to formally join the Church, or (ii) wishes to explore their faith in Jesus Christ and God, but at this point in their faith journey does not feel they can meet the requirements of Regular Membership, will be considered for membership as an "Affiliate Member." In all cases, candidates for Affiliate Membership must be confirmed by majority vote of the Diaconate.

C. **Inactive Status.** The Church may classify a Regular Member or an Affiliate Member as Inactive and list that person as such on the membership records if the obligations of membership have not been met for a period of one (1) year or the member indicates a desire to be put on Inactive status. The Diaconate shall notify a Member prior to listing such member as Inactive. An Inactive Member shall enjoy none of the rights, privileges, or obligations of Members as set forth elsewhere in these Bylaws.

In spite of the provisions of this paragraph, no Member shall be listed as Inactive if in the judgment of a majority of the Diaconate, the failure to attend worship or contribute otherwise to the support of the Church is for worthy reasons.

2. *Members' Obligations.* Members covenant with one another and with God to be faithful in regular attendance at worship and participate in programs and activities of the Church. They further covenant to contribute to the financial support and missions of the Church and diligently seek the spiritual welfare of the membership and the community.

3. *Review of Membership Records.* The Diaconate shall annually review the membership records

of the Church. In accordance with the above paragraphs, said records shall accurately reflect the status of Members as of the most recent December 31st.

4. *Per Capita Dues.* The Church shall pay per capita dues to the Vermont Conference which supports and the Champlain Association of the United Church of Christ based on the number of then Regular Members reported as of the most recent December 31st.

5. *Voting Privileges.* All Regular Members may vote and act in all business meetings. Affiliate Members and Members in Inactive status shall have no voting rights or rights to notice of any Annual or Special Meetings of the Regular Members. A Regular Member shall have one (1) vote on any matter such Regular Member is entitled to vote on, so long as such Regular Member has met all procedural requirements that are prerequisites for such right to vote.

6. *Termination of Membership and Discipline*

A. Voluntary Termination

1. Regular Members

- a. Letter of Transfer. Upon written request, a Regular Member shall be granted a Letter of Transfer to another church.
- b. Letter of Good Standing. If a Regular Member so requests, the Church may, in lieu of a Letter of Transfer, grant that person a Certificate of Good Standing and terminate membership in the Church.

2. Affiliate Members

An Affiliate Member who desires to terminate association with the Church may apply to the Diaconate in writing for a Certificate of Good Standing. Issuance of such a letter shall terminate membership in the Church.

B. Involuntary Termination

The Membership of any individual who persistently and willfully acts to undermine the Faith and Mission of the Church may be terminated by a two-thirds vote of the Diaconate. Such action shall be taken only after the member involved has been given the opportunity for a hearing before the Diaconate. Any restrictions imposed shall remain in effect until removed by vote of the Diaconate or by successful appeal.

C. Discipline. In cases where termination of membership is not warranted or applicable, the Diaconate may consider discipline as follows.

1. Private admonition by the Senior Pastor or Chairperson of the Diaconate, or both.
2. Admonition by the Senior Pastor or Chairperson of the Diaconate in the presence of two or three fellow Deacons.

3. Citation to appear before the Diaconate. The citation shall be written by a deacon appointed by the Diaconate, delivered five (5) days prior to the meeting, and specify the nature of the complaint that has been made against the Member. When a Member is cited to appear before the Diaconate, the Diaconate may impose the following disciplinary actions:

- a. Censure before the Church Council or the congregation.
- b. Suspension from membership for a definite period of time.
- c. Other disciplinary action as the Diaconate sees fit.

The Chair of the Deacons shall provide such member a written determination of the Diaconate imposing any such disciplinary action.

D. Appeals

A Member may appeal any of the measures enacted by the Diaconate as set forth in this Article III, Section 6 to the Church Council. A majority vote of the Church Council may overturn the ruling of the Diaconate.

ARTICLE IV. PASTORAL AND PROFESSIONAL STAFF

1. *Pastor(s)*. All pastors shall have full standing in the United Church of Christ. The Church shall have a Senior Pastor, and may have one or more Associate Pastors, as set forth below. The term Pastor shall refer to the Senior Pastor and the Associate Pastor(s).

A. **Senior Pastor.** The Senior Pastor shall be called to be the primary spiritual leader and chief administrator of the Church. The Senior Pastor shall be responsible, with the Diaconate, for the spiritual welfare of the Church. The duties of the pastor shall be delineated in writing and reviewed annually at the time of performance evaluation by the Human Resources Committee.

B. **Associate Pastor(s).** The Church may call one (1) or more Associate Pastors. When such Associate Pastors are called, their duties shall be delineated in writing and reviewed annually by the Human Resources Committee.

C. **Membership.** Pastors shall become Regular Members of the Church at the earliest possible time. Pastors shall also be voting members of all standing and ad hoc committees, and Recognized Groups, except as noted in these Bylaws.

D. **Termination.** If a Pastor wishes to resign, at least sixty (60) days' written notice shall be given to the President. The Church may, at any time by a two-thirds (2/3) vote of the Regular Members at a duly called meeting, terminate a Pastor's call agreement to be effective within sixty (60) days. If a Pastor loses ministerial standing, the Pastor's

relationship to the Church as Pastor shall cease at once. Discipline of the Pastor shall conform to the constitution and bylaws of the United Church of Christ and be guided by the Manual on Ministry and the Ministerial Standing and Standards Committee of the Vermont Conference.

E. Replacement. When a vacancy in the Pastorate occurs, or is anticipated, the Church Council, after seeking the guidance of the Holy Spirit, shall appoint a Pastoral Search Committee consisting of at least one representative from each of the Human Resources Committee, Finance Committee, Trustee Committee, the Diaconate, the Missions Committee, the Music Committee and the Christian Education Committee plus two Regular members selected at large from the church membership. The Pastoral Search Committee shall consult with the Vermont Conference of the United Church of Christ concerning qualified candidates and processes. It shall settle upon one who, in its judgment, should be called to the pastorate, introduce the candidate to the Church, and at a duly called Special Meeting of the Regular Members, propose the individual's election. Election shall be by a two-thirds (2/3) vote of the Regular Members present and voting at such Special Meeting. Upon election, a letter of call shall be issued by the Pastoral Search Committee, in conjunction with the Human Resources Committee and as approved by the Church Council, defining the terms of the pastoral relationship, including the intent of the Church to participate in:

1. Salary
2. Provision of a parsonage or specific housing allowance
3. Health insurance
4. Pension fund
5. Other terms agreed upon between the candidate and the Pastoral Search Committee and approved by the Church Council.

When a minister accepts a call to the pastorate of the Church, the Church shall request the Champlain Association of the Vermont Conference of the United Church of Christ to arrange for and participate in a service of installation.

2. *Other Professional Staff.* Other professional and volunteer staff may be employed by the Church Council as needs arise. The hiring and dismissal of any professional staff shall be based upon the recommendation of the Senior Pastor in conjunction with the Human Resources Committee.

ARTICLE V. CHURCH COUNCIL

1. The Church Council shall be the governing body of the Church in between meetings of the congregation. Its functions include, but are not limited to, facilitating communication and coordinating the activities of the Church.

A. Each of the Standing Committees and other Recognized Groups will report to the Church Council on a regular basis and to the Regular Members at the Annual Meeting of the Regular Members. Proposals for policies for the Church made by a Standing Committee, ad hoc committee, or a Recognized Group will go to the Church Council for approval and shall be made available for review by the Regular Members.

B. The Church Council will support each of the Standing Committees and Recognized Groups in the development and periodic review of their respective activities and ministries.

C. Except where specifically delegated to another Standing Committee or Recognized Group within these bylaws, the Church Council is the only body that may enter into agreements, including contracts, covenants, and grants, with other individuals or entities that obligate the Church.

D. Church Council will review and approve the annual budget prepared by the Finance Committee for presentation to the Regular Members for their final approval at the Annual Meeting.

E. The Church Council, as designated in these Bylaws, is an integral part of the Church organization. Its functions may be changed only by amendment of these Bylaws.

2. *Members.* The Church Council shall be composed of the officers of the Church and one representative of each Standing Committee and Recognized Group. All members of the Church Council shall be Regular Members.

3. *Meetings.* The Church Council will meet at least six times per year at a time and place announced in advance to the Church. The Church Council shall meet when called by the Senior Pastor, the President, or by any three Church Council Members. Any church participant is welcome to attend all meetings of the Church Council, except where noted in other sections of these Bylaws.

4. *Committees of the Church Council.* All committees of the Church Council are under the direction of the Church Council.

A. Executive Committee.

1. The Executive Committee shall deal with specific matters referred to it by the Church Council, and, when authorized by a formal vote of the Church Council,

may take action on behalf of the Church Council. The Executive Committee may call Special Meetings of the Church Council by giving such notice as it deems sufficient, and otherwise has no power to act except as expressly authorized by the Church Council. Members of the Executive Committee shall be the President, Vice-President, Treasurer, Clerk, and Chairperson of the Diaconate.

B. Finance Committee.

1. The Finance Committee shall consist of (i) the Treasurer, the Assistant Treasurer, the Financial Secretary, and the Vice-President (who shall serve as Chairperson of the committee), and (ii) the Chairperson of the Trustees, and the Chairperson of the Stewardship Committee, or their respective committee designee.

2. The Finance Committee shall

a. have the care and custody of, and be responsible for, all the funds and securities of the Church. The Finance Committee shall maintain overall financial accountability of the Church with the assistance of the Church Auditors.

b. be responsible for developing the annual budget of the Church in conjunction with the Chair of each committee and staff, including (i) submission to Church Council for its approval for presentation at the Annual Meeting, and (ii) consideration and approval by the Regular Members at the Annual Meeting.

c. be responsible for administering the approved annual budget. Committees and Recognized Groups are responsible for spending within their respective budgets. Neither the Finance Committee nor its delegates shall pledge the credit of the Church beyond the Church's then current budget.

d. be responsible for periodically reviewing and revising the financial policy of the Church.

C. Human Resources Committee.

1. The Human Resources Committee (HRC) shall consist of the President (who shall serve as Chairperson of the committee), the Vice-President, the most recent past president as a non-voting member to provide historical perspective, and the Chairpersons of the Christian Formation Committee, the Diaconate, and the Music Committee. The HRC may receive information in confidence. Its meetings will ordinarily be closed to persons other than those the HRC chooses to invite. The HRC shall not include the Associate Pastor, if one exists, and shall include the

Senior Pastor. The Senior Pastor shall recuse themselves in situations of conflict of interest.

2. The Human Resources Committee shall be responsible for establishing and evaluating the performance objectives with the Senior Pastor on an annual basis, and doing the same for the Associate Pastor, should there be one. HRC shall review the annual evaluations of other professional staff, that have been conducted by the Senior Pastor. HRC may revise the job descriptions and/or the Personnel Policy of the Church.

3. Any Regular Member who has a concern regarding the duties and responsibilities of the Pastor(s) may bring such concerns to the attention of the HRC. The HRC shall facilitate communications in order to fully understand, and address, such concern. The HRC may elect to refer such concerns to the Pastoral Relations Committee (PRC) or any other applicable Committee of the Church for review and resolution. A Regular Member may appeal to the Church Council the decision of the HRC or such Committee to which such concern was referred, respectively. A majority vote of the Church Council may overturn the decision of the HRC or the Committee to which the concern was referred, respectively. The decision of Church Council shall be final. For the purpose of protecting confidentiality, the foregoing procedures shall not apply to issues pertaining to other professional staff.

ARTICLE VI . CHURCH OFFICERS

1. *Term of Office.* All Church Officers shall be elected at the Annual Meeting of the Regular Members and shall serve in their elected capacity until their successors are elected at a subsequent Annual Meeting. Terms of office are for one year, except as noted below. All Church Officers shall be Regular Members of the Church.

2. *Bonding.* Any staff, Church Officers, committee members, and Church volunteers are, at the discretion of the Church Council, to be bonded through the insurance carried by the Church.

3. *List of Officers*

A. **The President.** The President shall preside over all meetings of the Church (annual and special) and of the Church Council and may be called to represent the Church at special events. The President shall serve as Chairperson of the HRC. The President will serve no more than two consecutive years in office.

B. **The Vice-President.** The Vice-President shall assume the duties of the President when the President is absent and may share those duties at other times. The Vice-President shall

serve as Chairperson of the Pastoral Relations Committee and the Finance Committee. The Vice-President will serve no more than two consecutive years in office.

C. **The Clerk.** The Clerk shall take minutes of all meetings of the Church and the Church Council. The Clerk will serve no more than two consecutive three-year terms.

D. **Assistant Clerk.** The Assistant Clerk shall assume the duties of the Clerk when the Clerk is absent and may share those duties at other times. The Assistant Clerk will serve no more than two consecutive three-year terms.

E. **Treasurer.** The Treasurer shall be a member of the Finance Committee. The Treasurer will perform such tasks as receiving and paying of bills, proper disbursements for employee payroll, safekeeping and tracking of investments, and otherwise accounting for money received by and possessed by the Church. The Treasurer shall prepare timely reports reflecting the financial position of the Church and otherwise keep records in accord with good financial practice. Said records shall be open for inspection by the Church Council.

F. **Assistant Treasurer.** The Assistant Treasurer shall assume the duties of the Treasurer when the Treasurer is absent and may share those duties at other times.

G. **Auditors.** Auditors shall be designated by the following:

1. Election of two (2) Regular Members to no more than two consecutive three-year terms, and/or
2. Hiring an outside agency that offers auditing as a commercial service.

The Auditors shall annually, or more frequently if Church Council so designates, review the accounts of the church under our EIN (Employer Identification Number), and present a report of that review to Church Council, the Finance Committee and Church members, as appropriate. All reports will be included in the Annual Report.

H. **Financial Secretary.** The Financial Secretary is responsible for the collection, recording and timely deposit of all monies received, for establishing a pledge payment system, and for maintaining individual contributor accounts. The Financial Secretary shall notify the Treasurer of amounts deposited concurrent with said deposit. The Financial Secretary shall provide appropriate information to the Treasurer for the preparation of financial reports, and to the Stewardship Committee for its annual stewardship drive. The financial secretary shall issue statements at regular intervals to all persons who have made identifiable financial contributions.

I. **Assistant Financial Secretary.** The Assistant Financial Secretary (ies) shall share in the work of the Financial Secretary as mutually agreed and as otherwise assigned.

J. Church Historian(s). One (1) or more Church Historians shall be appointed by the Church Council. The Church Historian(s) shall be responsible for the collection, organization, and safe-keeping of accounts of historical and ongoing significance to the church.

ARTICLE VII. STANDING COMMITTEES OF THE CHURCH

1. General:

A. The Standing Committees specifically designated in these Bylaws are integral parts of the Church organization. They may be established, abolished or their functions may be changed only by amendment of these Bylaws.

B. All members of the Church Council, the Diaconate, the Finance Committee, HRC, and the Pastoral Relations Committee shall be Regular Members. Other committees may have Regular Members, Affiliate Members, and Non-Members. All committee chairs shall be Regular Members.

C. Members of all committees shall be elected at the Annual Meeting of the Regular Members for staggered three (3) year terms. Ideally, one third of the members of each committee shall be elected each year. Members of committees shall be limited to serving no more than two (2) consecutive three (3) year terms. In the case of a vacancy, the Nominating Committee shall recommend to the Church Council the name of a replacement to fill the vacancy for the remainder of the term. Members may serve one partially completed term per committee, and may also serve two (2) consecutive three (3) year terms.

D. In addition to the regular committee membership, all committees may include a youth representative. The youth shall be a voting member of the committee and shall serve a term of one year, notwithstanding any other provision of these Bylaws. Youth representatives shall be appointed by staff and approved by the Church Council.

E. All committees shall report (a) to the Regular members of the Church at the Annual Meeting and (b) to the Church Council as frequently as the Church Council deems necessary or desirable.

F. All committees, as well as Church Council, shall have the power to create one or more subcommittees, either ad hoc or longer term. The purpose of such subcommittees shall be to carry out one or more specific functions as designated, and overseen, by the committee or Church Council. Unless otherwise approved by the Church Council, ad hoc subcommittees shall not continue in operation for longer than one (1) year after their establishment or until their stated purpose has been completed, as determined by Church Council.

G. Committees can continue to operate if not fully staffed, as long as there are two or more members and Church Council reviews their status and approves their continued operation for the current year. This Section shall not apply to Church Council, the Diaconate, the Finance Committee, HRC, or the Pastoral Relations Committee.

H. Any committee may invite church officers, committee members, or others, when needed to inform their work.

2. Committees

A. Christian Formation Committee.

1. The Christian Formation Committee shall consist of eight (8) to twelve (12) members.
2. The Christian Formation Committee, in conjunction with professional staff, is responsible for planning, coordinating, and implementing programming that fosters exploration of the Christian faith and empowers our children, youth and adults to grow in this faith community.

B. Communications Committee.

1. The Communications Committee shall consist of four to six (4-6) members.
2. The Communications Committee, in conjunction with professional staff, will provide guidance and/or support for the sharing of information with our members and also outside of the Church, including, but not limited to, the church's website and social media accounts.

C. Deacons Committee (Diaconate).

1. The Deacons shall consist of twelve (12) Regular Members who have demonstrated faithfulness and diligence in the work of the Church.
2. The Deacons, in conjunction with the ordained staff, are responsible for the spiritual life of the Church. It shall be the duty of the Deacons to assist the Pastor(s) in preparing and administering the sacraments, planning special worship services, visiting members, recruiting new members and, assisting in the orientation and reception of new members. The Deacons shall see that the pulpit is filled when circumstances require.
3. The Deacons shall work with the Financial Secretary and Church staff to review membership records and determine active/inactive status. As called for in Article III (Membership), the Deacons shall annually review the membership records of the Church and shall accurately reflect the status of the members as of December

31 each year. The Deacons shall be responsible for the discipline of members as described in Article III.

4. A past deacon may perform the duties of a deacon when called upon by a Pastor or a member of the Deacons.

D. Hospitality Committee.

1. The Hospitality Committee shall consist of six (6) to eight (8) members.
2. The Hospitality Committee, in conjunction with professional staff, is responsible for providing refreshments to facilitate an atmosphere of fellowship and caring for the Church family. Specific events may include hosting coffee hours following weekly worship and offering receptions for families following funerals on the Church premises.
3. The Hospitality Committee is responsible for overseeing the organization of the kitchen area.

E. Missions Committee.

1. The Missions Committee shall consist of eight (8) to twelve (12) members.
2. The Missions Committee, in conjunction with professional staff, is responsible for conducting ongoing missions education, promoting and supporting special denominational offerings, and planning, coordinating, and implementing mission initiatives and programming.

F. Music Committee.

1. The Music Committee shall consist of six (6) to eight (8) members.
2. The Music Committee, in conjunction with professional staff, is responsible for all aspects of the ministry of music. Specific responsibilities may include, but are not limited to, providing an organist/choir director for worship services and maintaining leadership of the various choirs and musical groups.
3. The Music Committee shall maintain the organ and pianos, the choir robes, the music library, and administer the music budget.

G. Nominating Committee.

1. The Nominating Committee shall consist of five (5) to seven (7) members.
2. The Nominating Committee shall, in conjunction with professional staff, be responsible for providing names of nominees for each office and committee for presentation at Annual Meeting.
3. In case of a vacancy, any Regular Member may also make nominations at the Annual Meeting, and such nominations shall be honored if the nominee accepts the

nomination.

4. In the case of a vacancy in any elected position, the vacancy shall be filled by a candidate nominated by the Nominating Committee and approved by the Church Council for the remainder of the term of such vacant position.

H. Pastoral Relations Committee.

1. The Pastoral Relations Committee (PRC) shall consist of five (5) Regular Members, one of whom shall be the Vice-President, who shall act as the Chairperson of the PRC.

2. The PRC seeks to identify and support the needs and concerns of the Pastor(s).

3. The PRC seeks to support and maintain an open and productive relationship between the Pastor(s) and members of the Church by facilitating communications between the Pastor(s) and members. Any member is welcome to bring concerns regarding interpersonal relationships between the member and the pastor(s) to PRC.

4. The PRC shall meet upon request, but no less frequently than two times a year. It may receive information in confidence, and its meetings will ordinarily be closed to persons other than those the PRC chooses to invite. In its role of facilitating pastoral communications, the PRC will share all such information with the Pastor(s).

I. Planned Giving Committee.

1. The Planned Giving Committee shall consist of three to five (3-5) members.

2. The Planned Giving Committee, in conjunction with professional staff, shall be responsible for educating members and others regarding the opportunities and long-term benefits of planned giving.

J. Stewardship Committee.

1. The Stewardship Committee shall consist of five to seven (5-7) members.

2. The Stewardship Committee is responsible for conducting on-going stewardship education and designing the annual stewardship campaign that raises funds to support the ministries of the Church.

3. The Stewardship Committee is responsible for coordinating fundraisers in the Church.

K. Trustee Committee.

1. The Trustee Committee shall consist of five to eight (5-8) members.

2. The Trustee Committee, in conjunction with the Pastor(s) and professional staff,

shall be responsible for the maintenance, repair, and general upkeep of the tangible property of the Church.

3. The Trustee Committee, in conjunction with Church Council as appropriate, shall determine the use of Church properties and facilities and the conditions of use.

4. The Trustee Committee shall review the Building Use Policy as needed, and submit it to the Church Council for approval.

5. When authorized to do so by the members of the Church, the Trustee Committee shall act as an agent of the Church in selling, mortgaging or conveying any or all of the real property of the Church.

L. Ushering Committee

1. The Ushering Committee shall consist of four to six (4 - 6) members.

2. The Ushering Committee, in conjunction with professional staff, shall be responsible for providing people to usher and greet for all Sunday morning services, maintaining a protocol of duties, and ensuring people ushering and greeting are familiar with their responsibilities.

ARTICLE VIII. RECOGNIZED GROUPS

The Church regards as integral parts of itself all Recognized Groups formed for the purpose of furthering the activities and ministries of the Church. Any two (2) or more Regular Members may petition the Church Council to form a Recognized Group to fulfill a specific purpose. Recognized groups shall be supervised by and accountable to Church Council. Recognized Groups are expected to operate under the same policies, procedures and financial transparency as any Standing Committee of the Church, and have rotating leadership. Each Recognized Group will provide a report at the Annual Meeting and to Church Council on a regular basis. The existence of a Recognized Group may be terminated by a majority vote of Church Council.

ARTICLE IX. MEETINGS.

1. *Worship.* Public worship services shall be held regularly on Sunday, the Lord's Day, and at such other times as the Deacons or Pastor(s) may select.

2. *Annual Meeting of Regular Members.* The Annual Meeting of the Regular Members shall be held at such time, place, and date before February 9, as shall be designated by the Church Council. Written notice of the Annual Meeting shall be sent to all Regular Members at least fourteen (14) days and no more than sixty (60) days prior thereto. This notice shall state the time,

place, and purpose of the Annual Meeting. At the Annual Meeting, the Regular Members shall vote for committee members and officers, the proposed Church budget, and address other business that may come before the Regular Members during such meeting, including voting on any Bylaw changes, pursuant to Article XIV.

3. *Special Meeting.*

A. A Special Meeting of the church may be called in one of three (3) ways:

1. By the Senior Pastor via written request to Church Council,
2. By Church Council,
3. By a written request signed by ten percent (10%) of the Regular Members of the Church, subject to verification by the Clerk.

B. The written request for a Special Meeting shall be delivered to the President and the Church Council and shall describe the purpose or purposes for which such meeting is to be held. The Church Council shall then set the date for such Special Meeting, which shall occur within the thirty (30) day period following the Church Council's receipt of a valid written request. Written notice (including electronic communication) of a Special Meeting shall be sent to all Regular Members at least fourteen (14) days prior thereto. This notice shall state the time, place, and purpose of the Special Meeting.

4. *Additional Notice of a Meeting.* Notice of an Annual or Special Meeting of the Regular Members shall, in addition to the notice called for above, be warned by posting a written notice in two or more public places on Church premises at least fourteen (14) days and no more than (60) days prior to such meeting date and by orally announcing such meeting date and time at Sunday public worship services on two consecutive weeks. Any such written notice of a meeting shall state the time, place, and purpose of the meeting.

5. *Place of Meetings.* All meetings, unless otherwise directed by a vote of the Regular Members at any meeting of the Regular Members, or by vote of the Church Council, shall be on the premises of the Church.

6. *Quorum and Voting.* A quorum for the transaction of business at any Annual or Special Meeting of the Regular Members shall consist of ten (10) percent of the Regular Members of the Church. A quorum for the transaction of business of any committee, council, or board shall consist of fifty (50) percent of its members. Should a quorum not be present, a lesser number may adjourn the meeting to some further time. Each Regular Member shall be entitled to one vote and only one vote. Absentee ballots shall not be allowed.

7. *Committee Meetings.* Meetings of all committees shall be open to all Members, except meetings or portions of meetings held in executive session in accordance with Robert's Rules of Order, and meetings of the Pastoral Relations Committee and the Human Resources Committee.

8. *Committee Chairpersons.* Except where a committee chairperson is identified elsewhere in these Bylaws, each committee shall elect a chairperson (and co-chairperson(s) if needed). A vote for chairperson shall be held at its first committee meeting following the then most recent Annual Meeting of the Regular Members. All Chairpersons shall be Regular Members. Each newly elected Chairperson shall promptly inform the Church Council of such person's election.

9. *Delegates.* At any worship service, the Regular Members may, without advance notice, choose delegates to the Vermont Conference or the Champlain Association meetings but may not act on any other matters.

ARTICLE X . NAMES AND TITLES.

1. *General.* The names and titles of persons, activities, and organizations used throughout these Bylaws are solely for the purpose of identification. The Church may, at any Special or Annual Meeting, designate other names and titles to be used without amendment of these Bylaws, provided the name or title to be used is clearly set forth in the minutes of the meeting. Notwithstanding the above, the Church shall always maintain the offices of the President, the Clerk, the Vice-President, and the Treasurer.

2. *Ex-Officio.* The term ex-officio in these Bylaws shall imply the right to vote except as otherwise noted.

ARTICLE XI. PROPERTY.

1. *General.* The Church may in its corporate name sue or be sued, acquire by purchase, gift, devise, bequest, or otherwise, and own, hold, invest, or dispose of property both real and personal for such work as the Church may undertake and may purchase, own, receive, hold, manage, care for and transfer, rent, lease, mortgage, or otherwise encumber, sell, assign, transfer, and convey such property for the general purpose of the Church; it may receive and hold in trust both real and personal property and invest and reinvest the same and make any contracts for promoting the objects and purposes of the Church.

2. *Dissolution.* Upon dissolution of the Church, its net assets and interests of which it shall then be possessed, including any devise, bequest, gift or grant contained in any will or other instrument, in trust or otherwise, made before or after dissolution, shall be transferred to the Vermont Conference of the United Church of Christ for the purpose of investing in a United Church of Christ congregation in Essex Junction, Vermont, so long as the Vermont Conference of the United Church of Christ is then organized and operated exclusively for religious and charitable purposes that would then qualify as tax-exempt under the provisions of Section 501(c)(3) of the Code (or any corresponding provision of any future federal tax code) and

contributions to which are deductible under Section 170 (c)(2) of the Code (or any corresponding provision of any future federal tax code). In the event that it becomes impossible or impractical to transfer the Church's net assets as indicated above, the distribution of the Church's net assets shall be to such qualified organizations and in such amounts as may be determined by a Special Meeting of the Regular Members. Any assets not so distributed by the Church shall be distributed by a court of competent jurisdiction exclusively to such organization or organizations, as such court shall determine, that are organized and operated exclusively for such exempt purposes.

ARTICLE XII. RULES OF ORDER.

Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws. Parliamentarians may be appointed by the president and serve in that capacity at all Church meetings.

ARTICLE XIII. INDEMNIFICATION

The Church shall indemnify all staff, elected officers, committee members, Church Council members, and volunteers to the fullest extent authorized. The Church may purchase or otherwise obtain insurance to cover any of its indemnification obligations.

ARTICLE XIV. AMENDMENTS.

1. *General.* These Bylaws may be amended at a duly called and held meeting of the Annual Meeting or a Special Meeting. Any notice of a meeting to consider a Bylaw change must include the text of such proposed bylaw change. All changes to the Bylaws require a two-thirds (2/3rds) affirmative vote of the Regular Members present at such meeting, so long as a quorum is present.

Any Bylaw changes to be considered by the Regular Members must first be submitted to and approved by the Church Council unless they are proposed at the congregational meeting.

If the Bylaws are under revision, any suggested bylaw changes should be submitted to the ad hoc Bylaws committee for consideration. At any other time, suggested bylaw changes should be submitted to Church Council for inclusion in the warning for the Annual or Special Meeting. Suggested changes may be brought by a committee or a Regular Member.

2. These Bylaws shall be reviewed every three to five years by an ad-hoc committee appointed by the Church Council. This committee will solicit feedback from the regular membership during the revision process. The work of the committee will be presented to the Regular Membership for a vote according to the procedure outlined in paragraph one above.

3. In the case of a conflict, these Bylaws take precedence over any other Church policy, rules,

guidance, or other document, and over any other Church procedure or practice.

4. In the case of a disagreement regarding interpretation of these Bylaws, the Church Council will make such interpretation by majority vote.

5. *Revisions through:*

January, 1977	January, 1992	January, 2013
January, 1979	January, 1994	January, 2015
January, 1980	January, 1996	April, 2018
January, 1982	January, 1997	January, 2020
September, 1982	January, 1999	February, 2026
February, 1987	January, 2003	
January, 1988	March, 2010	