

BY-LAWS
The Federated Church of Hyannis
As Revised September 9, 2001
Amended: January 27, 2002, January 25, 2004, June 26, 2005

ARTICLE I – Name:

The name of the corporation shall be The Federated Church of Hyannis, hereinafter referred to as the Church.

ARTICLE II - Purpose

The purpose and mission of The Federated Church of Hyannis shall be

- 1) for the public worship of God;
- 2) to strengthen and broaden the spiritual growth of its members;
- 3) for service to humanity; and
- 4) to provide a fellowship of Christians, welcoming all denominations and traditions.

ARTICLE III - Mission Statement

Through the teachings of the Bible and of Jesus Christ as expressed in the Gospels and with the guidance of the Holy Spirit, we are called to be a caring and committed congregation that worships God and ministers to the spiritual and basic human needs of all people. This is our mission.

ARTICLE IV - Polity

Although we are nondenominational, we basically follow congregational polity. The Permanent Minister(s) shall be called and/or dismissed by majority vote of the Church.

ARTICLE V - Statement of Faith

We believe in God, Creator and source of life, in whom we live and move and have our being.

We believe in Jesus Christ, the perfect image of the divine and human.

We affirm His life and teachings, His love and forgiveness and His death and resurrection.

We believe in the Holy Spirit, God's continuing and sustaining presence in our lives.

We believe that God has called the Church into being, and continually renews it through the power of the Holy Spirit. As the Church, we affirm Jesus Christ as the foundation of our mission and ministry, binding in covenant faithful people of all ages, tongues and races.

We believe that God calls us to share in the work of transforming this world into God's kingdom, a kingdom where justice and peace will reign, where love will prevail over enmity, where truth will conquer falsehood, where God's goodness will triumph over evil.

ARTICLE VI – Membership

Section 1. Any baptized person will be welcomed into membership who desires to unite with others in the fulfillment of the purpose and mission statement of the Church and in accordance with the spirit as expressed in the Statement of Faith.

Section 2. Associate members may be received into the fellowship while maintaining their membership elsewhere, and will have all the rights and privileges of membership, including vote.

Section 3. All members and associate members promise to uphold the Church with their prayers, presence, gifts, and service.

Section 4. All persons desiring to become members will be welcomed by attending a new member's orientation meeting.

Section 5. Subject to Section 3 above, individuals who are neither a member nor an associate member of the Church but regularly worship with us and involve themselves within the congregational life of the Church shall be recognized as a “*Friend of the Church.*” They shall be encouraged to give of their time and talents and involve themselves within the life of the Church. With recommendation of the Nominating Committee and approval of the Church, or of the Church Committee when a vacancy occurs, a *Friend of the Church* may be asked to serve on any board or Standing Committee excepting the Church Committee, Finance Committee, or Diaconate.

ARTICLE VII - Officers and Committees

Section 1.

- a) The corporate officers of the Church shall be the President, Clerk, and Treasurer.
- b) The President shall be elected at the Annual Meeting of the Church Corporation for a one-year term and may be re-elected for one consecutive term. The president shall again be eligible for election after a minimum of two terms having passed since the end of his or her presidency.
- c) The clerk, assistant clerk, treasurer, assistant treasurer, collector, assistant collector(s) and auditor shall be elected at the Annual Meeting of the Church Corporation for a three-year term, and may be re-elected to serve one consecutive term. No member or official may serve more than two consecutive terms. After a lapse of one (1) year, a former member or official may be eligible to serve in that respective position again.

Section 2. All members of Standing Committees shall be elected for a two-year term by a simple majority vote at the Annual Meeting of the Church Corporation.

Section 3. Committee members and officers may serve no more than two consecutive terms. The Nominating Committee shall propose a person to fill any unexpired term to the Church Committee for their approval.

Section 4. All ex-officio committee members shall be non-voting.

Section 5. The Church Committee shall consist of a total of 11 members which shall include the president, clerk, treasurer, and eight additional members, four members to be elected one year and four members elected the next.

Section 6. The Finance Committee shall consist of a total of seven members which shall include the collector and six additional members, three to be elected one year and three to be elected the next year. The treasurer shall serve as an ex-officio member.

Section 7. The Diaconate shall consist of 18 members. Nine members to be elected each year.

Section 8. The Christian Education Committee shall consist of five members, three to be elected one year and two to be elected the next year with an assigned staff person being an ex-officio member.

Section 9. The Mission Committee shall consist of five members, three to be elected one year and two to be elected the next year.

Section 10. The Music Committee shall consist of five members, three to be elected one year and two to be elected the next year.

Section 11. The House Committee shall consist of seven members, four to be elected one year and three to be elected the next year.

Section 12. The Membership Committee shall consist of five members, three to be elected on year and two to be elected the next year with the clerk as an ex-officio member.

Section 13. The Public Relations Committee shall consist of five members, three to be elected one year and two to be elected the next year.

Section 14. The Nominating Committee shall consist of five members, three to be elected one year and two to be elected the next year.

Section 15. Unless otherwise specified, all ordained staff shall serve as an ex-officio member of all Standing Committees. Any lay staff member who is appointed to serve upon a Standing Committee shall serve as an ex-officio member.

ARTICLE VIII - Duties of Officers and Committees

Section 1 The President: The President shall preside at all meetings of the Church Corporation and shall give lay leadership to the congregation through the structures of the Church, and shall perform such other duties as may be deemed proper and necessary. The President shall be a voting member of the Church Committee and shall serve as an ex-officio member of all standing committees.

Section 2 Clerk: It shall be the duty of the Clerk to keep, or oversee the keeping of all administrative records of the Church, and perform the following duties to

- 1) keep a complete record of all the business meetings of the corporation;
- 2) notify all officers or committees of their appointments;
- 3) give legal notice of all meetings when such notice is necessary;
- 4) preserve on file within the Church premises all important communications and written reports;
- 5) keep a register of all the names of all church members with the dates of admission or death together with a record of all baptisms;
- 6) keep an annual register of weekly Sunday worship attendance and provide the church office, and/or clergy, the names and addresses of visitors, including their personal comments;
- 7) render a report to the annual meeting of the Church Corporation showing the number of baptisms, additions, deaths, and other statistics of membership for the year;
- 8) be an ex-officio member to the Membership Committee;
- 9) ensure that all records administered by the Clerk are available to the Assistant Clerk, and that the Assistant Clerk has a full working knowledge of all record systems kept by the Clerk;
- 10) make all records administered by the Clerk which are not of a confidential or restrictive nature available to any member of the Church who requests to review them; and
- 11) perform such other duties as may be required.

Section 3 Assistant Clerk: It shall be the duty of the Assistant Clerk to maintain a full working knowledge of all record systems administered by the Clerk and to perform other such duties as allotted or assigned by the Clerk and in the event of absence or vacancy to carry out the duties of the clerk until the office is filled.

Section 4 Treasurer: It shall be the duty of the treasurer to

- 1) receive and take charge of **all** monies belonging to the corporation;
- 2) a.) pay all current bills pertaining to budgeted items, b.) to pay any bills which are over the approved budget but under \$2,000 upon approval of the Finance Committee, and c.) to pay any bills over \$2,000 upon the joint approval of the Finance Committee and the Church Committee.
- 3) submit a written report in detail at the annual meeting of properly audited receipts and expenditures during the year of **all** organizations of the Church;
- 4) submit a written consolidated balance sheet properly audited at the annual meeting which includes all funds belonging to or held on behalf of the Church;
- 5) submit monthly reports at the meetings of the Finance Committee and Church Committee; and
- 6) be an ex-officio member of the Finance Committee.

A. Delegation of Duties: Upon the recommendation of the Finance Committee and approval of the Church Committee, the Treasurer may delegate some of his or her duties to an approved treasurer(s) of the inter-related organizations(s) of the Church. The Treasurer shall insure that all funds managed by the respective organizations are managed in accordance with accepted accounting practices and in such a manner that an audit trail is clearly discernible.

Section 5 Assistant Treasurer: It shall be the duty of the Assistant Treasurer to maintain a full working knowledge of all financial records of the Church and to perform other such duties as allotted or assigned by the treasurer, and in the event of the absence or vacancy, to carry out the duties of the treasurer until the office is filled.

Section 6 Collector: It shall be the duty of the collector to

- 1) receive payment of pledges, offerings and donations;
- 2) insure that all funds are properly secured within the Church at all times and upon recording, deposited expeditiously in the Church's primary bank;
- 3) keep a record of all pledges and donations and account for them to the treasurer;
- 4) submit a written monthly report at the meetings of the Finance Committee and the Church Committee;
- 5) submit a written report in detail at the annual meeting;
- 6) ensure that all records of the church are properly stored within the church and that the Assistant Collector(s) and Treasurer have access and a full working knowledge of all records kept by the Collector. Records stored in password protected computers must be accessible to the Assistant Collector(s) and the Treasurer; and
- 7) be a member of the Finance Committee.

A. Confidentiality of Pledges:

1) All member pledges shall be held in the confidence of the Collector, who shall affirm in writing a pledge of confidentiality. Should there be a *need to know* occurrence where the Assistant Collector, Treasurer, or Auditor require knowledge of a member's pledge, then the Collector may supply the necessary information after receiving written affirmation of the recipient's oath to keep any such knowledge in the confidence and trust of his/her own personal integrity.

2) Upon request of the Finance Committee and/or the Stewardship Committee should there be one, a list of members who have or have not pledged, may be made available to the respective committee, less any dollar amounts, for the purpose of conducting a stewardship campaign. All committee members will be bound by the same trust of confidentiality as outlined in A. 1) above.

3) All Confidentiality Agreements shall be held on file by the Clerk.

Section 7 Assistant Collector(s): It shall be the duty of the Assistant Collector(s) to perform such duties allotted or assigned by the Collector, and in the event of absence or vacancy, to carry out the duties of the Collector until the office is filled. The Assistant Collector(s) shall have access and full working knowledge of all privileged information afforded the Collector when fulfilling the role of Collector.

Section 8 Auditors: The Auditor, in conjunction with the Treasurer and Finance Committee, shall establish policy for the keeping of all financial records of the church. The Auditor shall annually audit, or oversee an audit, of the books of the treasurer, collector, and all inter-church organizations. A report of said audit shall be presented in writing at the annual meeting.

Section 9 The Church Committee shall be the executive body of the Church and shall oversee the programs, ministry, and property of the Church.

A. Duties and Responsibilities:

- 1) It shall act on behalf of the Church between meetings of the Church, and shall be responsible for policy and the interpretation of these bylaws;
- 2) It shall have charge and control of all property belonging to the Church, real or otherwise, and shall authorize any contracts on behalf of the Church;
- 3) It shall annually appoint its members at-large to serve as liaisons on the following committees: Diaconate, Christian Education, Mission, Music, House, Nominating and Public Relations;
- 4) It shall have the power to appoint any additional committee(s) not otherwise provided for by these bylaws;
- 5) It shall review and approve the budgetary recommendations of the Finance Committee prior to their submission to the annual meeting of the Church;
- 6) It may approve any expenditure in excess of \$2,000 of the approved budget after consultation and approval of the Finance Committee.
- 7) It may, upon request of the Treasurer and recommendation of the Finance Committee, approve a treasurer and/or collector annually, for each church organization, or organization that has been authorized under Section 4, subsection A, to assume the duties of the Treasurer. Such organizations to include, but not limited to Women's Fellowship/Thrift Shop, Men's Fellowship, Youth Fellowship, Pairs and Pals, and Christmas Commons. These organizations are to submit a written quarterly report to the Finance Committee with a copy to the Treasurer of the Corporation.

B. Chairperson of the Church Committee:

- 1) The chairperson shall submit a report periodically to the members of the Church and to the annual meeting.
- 2) The Church Committee shall meet monthly and at other times as may be called by the chairperson or the Senior Minister.

C. Personnel Committee:

- 1) The Church Committee shall appoint a Personnel Committee consisting of five members, 2 appointed for 1 year, 2 appointed for 2 years, and 1 appointed for 3 years, to serve as a sub-committee of the Church Committee. Sub-committee members shall be appointed within 30 days of the Annual Meeting each year. Two members shall be from the Church Committee. The term for each office shall

be 3 years. No member shall serve more than two consecutive terms. After a lapse of one (1) year, a former member of the Personnel Committee may be re-appointed.

2) The Personnel Committee shall be advisory to the Church Committee. They shall interact with the Senior Minister and any committee which has staff responsibilities. They shall review all personnel policies, receive and make recommendations for salaries and benefits, be responsive to personnel concerns, and ensure that the Church is in compliance with the all applicable employment laws as set forth by the Commonwealth of Massachusetts and/or the Federal Government.

D. Vacancy in the Pastorate:

1) When a vacancy occurs in the pastorate, the Church Committee shall appoint a Search Committee consisting of not less than seven members for the Settled Minister(s) or not less than three members when searching for an Interim Minister. A Search Committee shall include at least one (1) member each of the Church Committee and the Diaconate.

2) Upon fulfillment of their search, the Search Committee shall present the candidate of their choice to the Diaconate, Finance Committee, and the Church Committee to act upon contractual and financial matters. Upon approval by the respective committees, the Search Committee shall present the candidate to the Church Membership for approval.

E. Contractual Matters:

All contractual matters are to be negotiated by the Church Committee or by a designee of the Church Committee. All contracts are to be executed by the Chairperson of the Church Committee, or by the President in the case of a corporate resolution or commitments binding the Church Corporation to long term liability.

F. Voting:

1) Six members of the 11 member Church Committee shall constitute a quorum for the purpose of conducting business.

2) A super-majority affirmative vote of seven (7) members of the fully constituted Church Committee (11 members) shall be required to adopt any measure which pertains to non-budgeted financial expenditures which have been approved by the Finance Committee in excess of two thousand dollars (\$2,000), corporate resolutions, personnel contracts, business contracts, and/or other measures deemed by the chairman to be of such significance that a super-majority vote of seven (7) members is necessary to protect the interests of the Church as the collective whole.

3) All super-majority votes shall be recorded by role call.

4) All members present shall be required to vote on all motions requiring a super-majority inclusive of the chairman.

Section 10 Finance Committee: It shall be the duty of the Finance Committee to

1) oversee the raising of monies for the operation of the Church through the annual stewardship program and any other appropriate activities as needed. It should provide for stewardship education;

2) receive budget requests from various committees and staff of the Church and submit a proposed budget to the Church Committee at least 30 days prior to the annual meeting;

3) monitor the expenditure of the funds of the Church in accordance with the approved budget and the fiscal position of the Church. Any anticipated expenditures in excess of the approved budget must be submitted to the Finance Committee for its review and approval;

- 4) receive quarterly financial statements from all organizations of the Church when the funds are held separate from the treasurer's control;
- 5) submit recommendations concerning the financial posture of the Church to the Church Committee when deemed necessary;
- 6) interact with the Auditor, Collector and Treasurer to develop a policy for the handling and recording of the funds of the Church which contains a system of checks and balances. The money handling policies shall be reviewed on an annual basis; and
- 7) establish a system of record retention in conjunction with the Auditor, Treasurer, and Collector.

B. Memorials Committee:

- 1) The Committee shall appoint a Memorials/Scholarship Committee consisting of six members, two of whom are appointed each year within 30 days of the annual meeting to serve as a sub-committee of the Finance Committee. The term of office for each member shall be three years. No member shall serve more than two consecutive terms. If a willing candidate is not available, the two consecutive term limit may be waived. After a lapse of one year, former members of the Memorials/Scholarship Committee may be re-appointed. The Memorials/Scholarship Funds shall be included in the annual audit of the Church. They shall submit quarterly reports to the Finance Committee and an annual report to the annual meeting.
- 2) The Memorial/Scholarship Committee shall accept on behalf of the Church all donations and gifts given in memorial, oversee the proper recording of these funds, extend an appropriate letter of appreciation, and oversee the distribution of these gifts in a manner deemed appropriate by the Committee.

C. Endowment Committee:

- 1) The Finance Committee shall appoint an Endowment Fund Advisory Committee who shall oversee the management of the endowment funds of the Church. They shall make recommendations to the Finance Committee and to the Church Committee on any policy of significance, and implement the wishes of the Church to enhance the health and growth of the Endowment Fund.
- 2) The Committee shall consist of nine members, three of whom are appointed each year within 30 days of the annual meeting. The term of office for each member shall be three years. No member shall serve more than two consecutive terms. If a qualified candidate is not available the two consecutive term limit may be waived. After a lapse of one year, former members of the Endowment Fund Advisory Committee may be re-appointed. The Senior Minister, Treasurer, and the chairperson of the Finance Committee or the approved designee shall be advisory members of the Endowment Fund Advisory Committee. In the event of a vacancy, the Finance Committee shall appoint a member to fill the unexpired term.
- 3) A quorum shall be five members. No less than five positive votes representing a majority of the fully constituted committee shall be required to carry any motion or resolution. The Endowment Fund Advisory Committee shall meet quarterly or more frequently as deemed necessary. The Endowment Fund shall be included in the annual audit of the Church. They shall submit quarterly reports to the Finance Committee and an annual report to the annual meeting.

D. Sub-Committees:

The Finance Committee may appoint a Stewardship Committee, an Audit Committee and a Collection Committee if in the opinion of the Finance Committee that such additional support is necessary to fulfill

the work of the Finance Committee. The terms and role of the respective committees shall be determined by the Finance Committee.

Section 11 The Diaconate:

A. Duties and Responsibilities: The Diaconate shall assist the Minister(s) in providing for the care and the spiritual life of the congregation. They shall

- 1) assist the Minister(s) in performing his/her duties in public worship;
- 2) serve communion;
- 3) provide ushers and greeters at the church services;
- 4) provide junior members of the Diaconate, and acolytes when recommended by the Christian Education Director;
- 5) provide for the supply of the pulpit in an emergency;
- 6) care for the communion ware and elements, altar and sacristy, the distribution of altar flowers, and any other good works as may be helpful to the care and welfare of the membership.

B. Other Duties:

- 1) The Diaconate, under the guidance of the ministers, may seek and organize a team(s) of volunteers to visit the sick, shut-in members, and friends of the Church.
- 2) One member of the Diaconate shall serve on any search committee for a Settled Minister.
- 3) The Diaconate shall interact with the Church Committee and Finance Committee to prepare the contractual and financial agreements for the call of a new Settled Minister.

C. Pastor/Parish Committee:

- 1) It shall appoint a Pastor/Parish Committee within 30 days of the annual meeting consisting of five members, three (3) members to be selected by the ordained staff and (2) members to be selected by the Diaconate whose purpose shall be to create a forum to facilitate communications between the ministers and the congregation so that mutual concerns may be shared and resolved.
- 2) The Pastor/Parish Committee shall meet, at the request of its chair or of the minister(s), at least three times during each church calendar year or at other times as requested. In no event, however, shall the Committee meet without the presence of the clergy.
- 3) In addition to the aforementioned meetings, the Pastor/Parish Committee shall conduct an annual open meeting with interested Church members and the Clergy. This meeting shall be held as closely as convenient to June 1 each year. Within one (1) month following this open meeting, a review of the minister(s) shall be performed by the Pastor/Parish Committee, the chair of the Diaconate, and the chair of the Church Committee with its recommendations submitted to the Church Committee for their review. This review shall include a self-evaluation by the ministers and a review of the congregation's ministry.
- 4) No member of the Diaconate shall be eligible to serve upon the Pastor/Parish Committee, nor shall any member of a search committee which called the new Settled Minister be eligible to serve on the Committee within the first three years of the new Settled Minister's call.

Section 12 The Christian Education Committee shall be responsible for planning and carrying out a program of Christian education within the parish for all ages. It shall interact with the Personnel Committee to provide job descriptions and make salary recommendations to the Church Committee for the hiring of professional staff,

and give staff supervision and support. It shall have supervision of the Church Library and annually appoint a librarian.

Section 13 The Mission Committee shall be responsible for planning and carrying out the outreach program of the Church, and shall conduct educational opportunities to further this aim. It shall be responsible for disbursing mission monies according to the approved budget.

Section 14 The Music Committee shall be responsible for the ministry of music. It shall interact with the Personnel Committee to provide job descriptions and make salary recommendations to the Church Committee for the hiring of the professional music staff, and give staff supervision and support. It shall care for all music, choir robes, and musical instruments.

Section 15 The House Committee shall be in charge of the care and maintenance of all Church properties. It shall receive requests for uses of the Church buildings, conferring with the Church Committee for any unusual request. It shall interact with the Personnel Committee to provide job descriptions and make salary recommendations to the Church Committee for the hiring of a sexton or sextons and give staff supervision and support.

Section 16 The Membership Committee shall

- 1) assist the Minister(s) in maintaining active ties and communication with all Church members;
- 2) be aware of visitors, encourage prospective members; facilitate the assimilation of new members into the active life of the Church; may assist in leading membership classes;
- 3) appoint a Hospitality Committee to provide receptions for new members and other events as requested; and
- 4) establish an outreach program to encourage new members to join and become a part of our congregation.
- 5) The Clerk shall be an ex-officio member of the Membership Committee

Section 17 The Public Relations Committee shall be responsible for promotion of the Church in the local community. The Committee shall seek to gain exposure for the Church and its activities through any and all media (print, broadcast, outdoor, etc.), including but not limited to: advertising, news releases, brochures, signs, fliers, video tapes, programs, etc.

Section 18 The Nominating Committee shall seek to involve the members of the congregation that are able to be involved in the mission and ministry of the church through their time, talent and resources. They shall make nominations for the slate of officers, boards and committees at the annual meeting of the Church. Vacancies occurring between annual meetings shall be filled by the Church Committee upon recommendation of the Nominating Committee.

Section 19 The Search Committee, when appointed, shall seek out available candidates, settle upon the one who in their best judgment shall be called to the pastorate, introduce him or her to the Church at a duly called meeting of the Church and propose his or her election. No member of a search committee may serve on the Pastor/Parish Committee until at least three years have lapsed since the call of a new Settled Minister.

Section 20 Organization of Boards and Committees - The organization of the elected boards and committees shall take place promptly after the annual meeting, at the call of the President. They shall select their leaders and assume their responsibilities as set forth in these bylaws.

Section 21 Committee Budgets - Each committee shall be responsible for preparing and monitoring its annual budget. Each committee shall prepare and present an annual budget to the Finance Committee and administer expenses according to the budget.

Section 22 Executive Director - The Senior Minister shall be the executive director of the Church and shall supervise and oversee the staff, both lay and ordained, and shall oversee the daily operations of the Church. The Senior Minister shall lead the Church in its spiritual worship and shall care for the spiritual life of the Church.

Section 23 Committee Policies - Each Committee shall establish a written policy to be used as a guide for the actions of their committee and future committees. Policies may be modified when necessary to reflect the contemporary needs of today's church, but at a minimum, shall be reviewed and updated annually. All policies shall remain within the spirit and intent of these by-laws.

ARTICLE IX - Meetings of the Church Corporation

Section 1: The Annual Meeting of the Church Corporation shall be held on the last Sunday of January or other date as deemed advisable by the Church Committee for the election of officers and the transaction of all proper business. Notice of the meeting shall be mailed to all Church members at least fourteen (14) days in advance.

Section 2: Special meetings may be called by the Clerk at the request of the Church Committee or by the written petition of any 20 Church members. Notice stating the purpose of the meeting shall be mailed to all Church members at least fourteen (14) days in advance.

Section 3: A quorum at all meetings shall consist of thirty-five (35) Church members

ARTICLE X - Amendments

These bylaws may be amended at any regular or special meetings of the Church Corporation by a two-thirds vote of the Church members present and voting, provided notice of the proposed amendment(s) has been given in the call to the meeting.

ARTICLE XI - Dissolution

In the event of the dissolution of this Church Corporation, all assets of the Church will be distributed to tax-exempt, charitable or religious organizations upon a plan and schedule drawn up by the Church Committee and agreed upon by the Church Corporation prior to dissolution. Said plan and schedule shall be in compliance with the applicable laws of the Commonwealth of Massachusetts and/or the Internal Revenue Service. Individual members accept total risk of forfeiture of right to funds, and in no case shall any assets inure to individuals, no matter how worthy.