

**Bylaws of  
The Congregational Church  
of Topsfield, Massachusetts**

**Enacted  
May 1, 2015**

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## **Article I. Name**

This Church shall be called THE CONGREGATIONAL CHURCH OF TOPSFIELD, MASSACHUSETTS. It is a religious society, an Open and Affirming congregation in fellowship with the United Church of Christ, and incorporated, January 3, 1910, under the Laws of the Commonwealth of Massachusetts.

## **Article II. Purpose**

It is the purpose of The Congregational Church of Topsfield to provide for and maintain the public worship of the One and Eternal God in accordance with the faith and practice of the United Church of Christ; to bring people into communion with God, revealed in Jesus Christ and nurtured by the continued working of the Holy Spirit; to provide for the development of Christian character, the furtherance of the religious, moral and social interests of the community, and in fellowship with other faiths and agencies, to engage in such other charitable and missionary work that will make God's love visible in the world.

## **Article III. Clergy**

### **A. Pastor**

#### **1. Duties of the Pastor**

The Pastor, as the principal religious and administrative leader, shall have charge of the spiritual welfare of the Church with the assistance of the Deacons. He or she shall seek to enlist people as followers of Christ, preach the Gospel, administer the sacraments, and have under his or her care all services of public worship.

The Pastor shall administer the activities of the Church in coordination with Church Council. He or she shall be a member of Council *ex officio*.

All staff shall be under the supervision and direction of the Pastor.

#### **2. Calling a Pastor**

When a permanent vacancy occurs in the pastorate, a special committee shall be elected by the Church to nominate a successor, to introduce him or her to the Church, and to propose his or her call. The Pastor shall be called for an indefinite term by two-thirds vote of the members present and voting at a meeting of the Church duly called for that purpose. When the Pastor has been elected and has accepted the call, he or she shall become a member of the Church. If it is agreeable to the Pastor and to the Church, the Association to which this Church belongs and/or the Churches in the vicinity shall be invited to sit as an ecclesiastical council for the purpose of installing him or her in accordance with established usages.

### **3. Termination**

The Church may at any time, by a two-thirds vote of members present and voting at a meeting duly called for the purpose, request the Pastor's resignation. The request for resignation will be presented promptly to the Pastor, to take effect at a mutually satisfactory time within three months from the date of the meeting.

The Pastor may at any time voluntarily resign and shall provide written notice to Church Council at least three months prior to leaving the church.

If the Pastor loses ministerial standing, relations shall cease at once.

### **B. Associate or Assistant Pastors**

The Church may, at its discretion choose an Associate and/or Assistant Pastor. If the pastorate is a called position, he or she shall be chosen and released in the same manner as the Pastor. The general scope of his or her duties shall be outlined in the call voted by the Church. If the position is a hired position, the hiring process will be as described in the Church Handbook.

## **Article IV. Membership**

### **A. Acceptance to Membership**

To be qualified for membership in this Church an individual must:

1. be willing to follow the Lord Jesus Christ and live by his teachings
2. be baptized
3. be accepted by Church Council
4. publicly profess his or her faith and assent to the Church's covenant.

Persons may also be admitted to membership by presentation of letters of transfer from other churches or by renewal of covenant if such letters are not available.

### **B. Rights of Members**

All persons who have been admitted to membership and maintain active status may hold office, serve on boards and vote in transactions of the Church, subject to the provisions mandatory under the laws of the Commonwealth of Massachusetts and subject to the further condition that no one may be an officer of the Church or a member of the Board of Trustees until reaching the age of eighteen years.

### **C. Termination of Membership**

Membership may be terminated under the following conditions:

1. Any member who desires a letter of transfer to another church is entitled to receive it upon written request to the Clerk.

2. Any member who desires to be released from his or her covenant to this Church may, upon written request to the Clerk, have his or her membership terminated.
3. In order to maintain an accurate list of active members, the Board of Community & Communications will periodically review the membership list and may recommend to Church Council removal from membership such members who:
  - a. are no longer resident and/or have voluntarily absented themselves from Church services for an extended period of time
  - b. no longer contribute to the Church
  - c. do not communicate a request to continue membership
4. Should a member become an offense to the Church and to its good name by reason of unchristian conduct, or by persistent breach of his or her covenant vows, the Church may vote to terminate his or her membership, but only after due notice and opportunity for a hearing before Church Council.

## **D. Reinstatement of Membership**

Any person whose membership has been terminated may be reinstated to membership upon recommendation of the Board of Community & Communications and approval of Church Council.

## **E. Associate Membership**

Associate members shall have the same rights as members, but shall not be included in the membership census. To be qualified for associate membership in this Church, an individual must be either:

1. A young adult who:
  - a. was confirmed in this Church
  - b. has been out of high school for more than five years
  - c. is not currently active in this Church
  - d. has not yet found a church home

or:

2. A person who:
  - a. is a member of a distant church that will not allow a second church membership
  - b. is active in this Church

## Article V. Governance

### A. General

The government of this Church is vested in its members who exercise, under God, the right of control in all its affairs, subject in legal matters to the Laws regulating such incorporated religious societies in the Commonwealth of Massachusetts.

### B. Officers

The officers of the Church shall be all persons directly elected by the Membership to serve on Council. They are: the Moderator, the Vice Moderator, the Clerk, the Treasurer and the chairs of the various boards.

#### 1. Election of Officers

All officers shall be elected annually by vote of the Membership.

#### 2. Replacement during Term

- a. Vacancy – vacancies shall be filled at any business meeting of the Church from names submitted by the Nominating Committee. Officers so chosen shall hold office until the expiration of the term of the officer they are replacing.
- b. Removal - Officers may be removed from office only by vote of the Membership.

## Article VI. Administration – Church Council

### A. Membership

Church Council shall consist of the Moderator, the Vice Moderator, the Clerk, the Treasurer, all the elected Board Chairs, and the Pastor *ex officio*.

In the absence of both the Moderator and the Vice Moderator, Council may choose a Chair *pro tempore* to conduct Council meetings. A majority of Council members shall comprise a quorum for the conduct of Council business.

### B. Duties of the Moderator

The Moderator shall be the Chair of Church Council and shall preside at the annual meeting and all other business meetings of the Church. The Moderator shall serve as Chair of any joint board meetings called by Council. Each year he or she shall appoint a Nominating Committee at least four months prior to Annual Meeting.

### **C. Duties of the Vice Moderator**

The Vice Moderator shall be nominated with the expectation that he or she will succeed to the position of Moderator. The Vice Moderator shall have responsibility for all committees of Council. In the absence of the Moderator, he or she shall serve as Chair of Council meetings and business meetings of the Church. In the event that the Moderator position becomes vacant, the Vice Moderator shall succeed to the Moderator position for the remainder of the Moderator's term, without necessity of a membership vote.

### **D. Duties of the Clerk**

The Clerk shall keep an accurate record of the proceedings of the Church and the proceedings of Church Council of which he or she shall serve as its secretary. The Clerk shall keep a register of the members of the Church with the date and modes of their admission and dismissal, a record of baptisms, marriages and deaths, and shall issue letters of transfer to the church designated by the transferring member. The Clerk shall give legal notice of all meetings when necessary. He or she shall conduct all correspondence not otherwise provided for and perform such other duties as usually pertain to the office of Clerk. The Clerk shall report to the Church at the Annual Meeting the number of new members, transfers and deaths, and other changes in the membership rolls. In the absence of the Clerk, Council shall appoint a Clerk *pro tempore*.

### **E. Duties of the Treasurer**

The Treasurer shall pay all bills of the Church on order from the Board of Trustees or their properly designated agents. He or she shall keep accurate accounts of all receipts and disbursements and give such surety bonds as the Board of Trustees may prescribe.

The Treasurer shall keep separate accounts of all special benevolence funds and shall disburse benevolence monies in accordance with standing orders from the Church or on order from the Board of Mission & Outreach or any other board whose benevolence funds are disbursed through the Treasurer.

The Treasurer shall prepare an annual statement of receipts and disbursements which shall be presented to the Church at the Annual Meeting. He or she shall also provide the Finance Committee and the Board of Trustees with such interim reports and information as may be required for the proper management of the finances of the Church. The Treasurer shall be a member of the Board of Trustees *ex officio*.

The following elected positions shall be responsible to the Treasurer:

1. Assistant Treasurer – shall be elected annually and shall perform such duties of the Treasurer as the Treasurer may direct. In the absence of the Treasurer, the Assistant Treasurer shall act as Treasurer.
2. Recording Secretary – shall be elected annually and shall maintain accurate records of each contributor's account. He or she shall prepare quarterly statements for contributors and perform such duties as may be necessary in the handling of these accounts.



3. Financial Secretaries - three shall be elected for terms of three years in such manner that the term of one shall expire each year. They shall receive all offerings from the ushers at the services of the Church and Church Schools, counting, recording and depositing the same in accordance with established procedures. They shall also receive, count, record and deposit all other monies. They shall notify the Treasurer and the Recording Secretary of the amount deposited and the appropriate accounts to be credited.

## **F. Responsibilities of Council**

Church Council shall:

1. be the representative executive body of the Church, and shall recommend objectives, both short and long-term, and set policies for approval by the Church. Council shall have general oversight and integration of all activities of the Church, and shall coordinate the work of the Church and its various boards, committees and organizations.
2. take no action necessitating expenditures of money beyond the appropriations voted by the Church.
3. see that the denominational and inter-denominational obligations of the Church are fulfilled. It shall further appoint institutional representatives to act as liaison between the Church and community organizations. Such institutional representatives shall be members of the Church.
4. act upon requests for new membership, reinstatement of membership, and removal from membership in the fellowship of the Church, at the recommendation of the Board of Community & Communications.
5. act upon nominations presented by the Nominating Committee to fill temporary vacancies on boards.
6. have the responsibility for the production of the Annual Report, and shall have the authority to request reports from all officers, boards, committees and organizations.

Council has responsibility for the following functions:

1. Personnel practices including:
  - a. Negotiating on behalf of the Church all contractual agreements with the pastor (s) and paid staff members whether they be called or hired. The Board of Trustees shall approve, and the Chair of Trustees shall execute, all employment contracts on behalf of the Church.
  - b. Ensuring that all Church employees are reviewed in accordance with the practices outlined in the Church Handbook and/or the individual's employment agreement.
  - c. Taking all appropriate action relating to the discipline and termination of the paid Church staff, including the Pastor(s). A decision to request the resignation of the Pastor(s) shall be subject to the provisions mandated under these Bylaws in Article III, Section A, 3.
  - d. Maintaining and updating of the Church Handbook.
2. Establishment of a Pastor-Parish Relations committee with the advice and consent of the Moderator and the Pastor(s)

3. Bylaws
4. Legal Matters
5. Appointment of an Auditor for an annual internal audit, and every three years arrange for an independent external audit. The Auditor shall not at the same time be a Trustee, Treasurer, Assistant Treasurer, Recording Secretary or Financial Secretary.

The Auditor shall examine the securities of the Church, the accounts and records kept by the Treasurer, and such other accounts and records as directed by the Board of Trustees and report thereon to the Church within 90 days following the close of the fiscal year, such report to be made available at the Church office.

## **G. Committees of Council**

Council may form such committees as it sees fit to execute its responsibilities. Administratively these committees will report to the Vice Moderator.

## **Article VII. General Procedures**

### **A. Business Meetings**

The Annual Meeting for the election of officers and the transaction of other business shall be held on a Sunday within 31(thirty-one) days of the end of the fiscal year. The operating budget between the end of the current fiscal year and the date of the approved budget for the next fiscal year shall be the prorated monthly average of actual expenses of the current fiscal year.

Other meetings shall be called by the Clerk upon request of the chair of any board to cover subjects within the board's jurisdiction, or by any twenty (20) or more voting members of the Church. The Clerk shall call all such meetings by a notice posted near the entrance to the Meeting House and by inclusion in the church service bulletin and weekly membership communications not less than seven days prior to the meeting. All such notices shall state the time and place of holding the meeting and the items of business to be considered.

Fifty voting members shall constitute a quorum for all Church business meetings.

### **B. Meeting Procedures**

Robert's "Rules of Order" shall be the parliamentary guide in all business meetings of this Church and of its boards and committees so far as they are consistent with these Bylaws.

### **C. Employment Practices**

Employment practices for all Church employees are governed by the Church Handbook unless otherwise specifically noted in an individual employee's employment agreement.

## **Article VIII. Operating Boards**

### **A. General**

The Church shall have the following boards: Board of Deacons, Board of Trustees, Board of Mission & Outreach, Board of Children & Youth, Board of Community & Communications.

### **B. Membership**

Boards shall consist of a minimum of 7 and maximum of 12 elected members. Each board shall determine its desired number of members for the following year and shall so inform the Nominating Committee. All board members shall be members of the Church.

### **C. Terms of Office**

Board members shall be elected at the Annual Meeting for terms of 3 years in such manner that the terms of one-third of the board members will expire each year. After serving 6 consecutive years, a member of a board shall be ineligible for election to that same board for a period of one year.

### **D. Election of Board Chairs**

Annually, at the end of the Church Year, each board shall propose to the Nominating Committee a candidate for Chair for the following Church Year, and these nominees shall be identified on the ballot to be elected to the Chair of each Board and to Council. In the event that a Board Chair cannot attend a meeting, the Board Chair may appoint a chair *pro tempore* for that meeting.

### **E. Replacement during Term**

Vacancies in any board, other than the Chair, shall be filled by Church Council from nominations presented by the Nominating Committee. Any board member so chosen shall hold office until the expiration of the term of the member being replaced.

### **F. Voting Quorum**

A majority of board members shall be a quorum for transacting business.

### **G. Meetings**

Boards shall meet regularly once each month unless determined by the chair that a meeting is not required in a given month. Additional meetings may be called as deemed necessary by a board chair.

### **H. Records**

All boards shall elect secretaries who shall keep written minutes of meetings, which shall be available in the Church office after approval by the relevant board.

## I. Committees

Each board shall have the authority to form such committees as it feels appropriate for the execution of its duties. Any such committee must have at least one board member as a member. Other committee members do not need to be board members, nor members of the Church.

## J. Board Responsibilities

### 1. Board of Deacons

The primary duty of the Board of Deacons shall be to promote the spiritual life of the congregation and to be responsible for keeping the congregation faithful to the gospel of Jesus Christ in its worship and service to the greater community. The Deacons shall be responsible for the administration of the sacraments of Baptism and Communion and for the religious services held within the church in partnership with the Pastor. The Board shall monitor and support the care of the members of the Church and shall promote Christian discipleship.

Deacons shall meet not less than monthly with the Pastor and shall advise, counsel and support the Pastor(s) in serving and ministering to the congregation.

The Chair of Deacons, in partnership with the Pastor, shall plan for the continuing spiritual education of Deacons and other members involved in lay leadership.

In promoting the spiritual life of the church the Deacons shall have three primary areas of focus:

- a. **Worship:** The Board of Deacons shall provide oversight and direction of committees responsible for the worship services of the church including but not limited to the areas of music, service planning, lay readers, flowers, decorations and banners, supplies, acolytes, altar guild, communion, baptism, ushers, greeters and the recording and retransmission of church services.
- b. **Parish Care:** The Board of Deacons shall give specific attention to people and families in need, bereaved members and members in need of visitation. The Board shall maintain a Parish Care Team to provide for special needs of members such as, but not limited to, elder care, flower delivery, home communion, the prayer shawl ministry, and transportation for members in need. The Parish Care Team will keep the Pastors of the church apprised of any personal news of celebration, sadness or need of members of the congregation.
- c. **Spiritual Growth:** In partnership with the Pastors of the Church, the Board of Deacons shall be responsible for promoting Christian discipleship through the organization of programs that encourage the growth and understanding of the Christian faith, such as Bible studies, small group ministries, prayer teams, guest speakers and retreats. As part of this responsibility they shall provide for the maintenance of the Church library.

### 2. Board of Trustees

Under the direction of the Church and except as otherwise provided, the Board of Trustees shall have the care and custody of all funds and property of the Church, and have charge of its financial affairs, subject to the provisions mandatory under the Laws of the Commonwealth of

Massachusetts. They shall see that the certificate of incorporation is properly recorded and that a legal organization is maintained at all times. They shall have no power to buy, sell, mortgage, lease, or transfer real estate without specific authorization by vote of the Church.

The Board shall approve, and the Chair of the Board shall execute, all contracts on behalf of the Church.

The Secretary of the Board shall have the custody of the Church Seal and all papers, deeds, writings, documents and contracts, except the records in the custody of the Clerk of the Church.

Prior to the annual solicitation of funds for the support of the Church, the Board shall receive the recommendations from all boards and other agencies of the Church relative to the current expense and benevolence budgets and prepare a preliminary budget. At the Annual Meeting the Board shall submit a final proposed budget for adoption by the Church. The adopted budget shall guide and limit the expenditures by the Board through the current year. The restriction imposed by the budget shall not be understood to prevent the Board from expending from time to time such additional sums as may be required for the preservation of the Church property or for unforeseen emergencies.

The Board of Trustees shall have the responsibility for:

- a. financial policies and functions
- b. stewardship solicitation
- c. UCC Associations support
- d. maintenance of the buildings and grounds of the Church
- e. oversight of the Safe Church program
- f. Fairbooth
- g. Joyful Noises

### **3. Board of Mission & Outreach**

It shall be the duty of the Board of Mission & Outreach to promote mission and social education throughout the church and its auxiliary organizations; to encourage interest in, and acquaintance with, the various agencies and activities supported by the board, and to correlate the projects of benevolence giving and hands-on action. It shall propose to the Board of Trustees an annual budget of benevolences and submit to the church a schedule of activities in which the members can participate in the church's mission outreach. It shall approve objects for special offerings and promote their support. It shall cooperate with the Board of Children & Youth in the formation of educational programs in mission and benevolence giving.

The Board shall have the responsibility to maintain and implement the Church's commitment as an Open and Affirming congregation of the UCC, and to support efforts to improve understanding of, and to address the underlying causes of, social injustice.

#### **4. Board of Children & Youth**

The Board of Children & Youth shall be responsible for the maintenance of a competent program of religious education for the children and youth of the Church. Its duties shall include supervision of the nursery, the church schools and youth activities. The Board shall cooperate with the Board of Mission & Outreach in benevolence and mission education.

The staff member(s) with responsibilities in Christian education and youth work shall be members of the Board *ex officio*.

The Board of Children & Youth shall have the responsibility for:

- a. the Church School
- b. all youth-related fellowship, learning and mission activities
- c. implementation of the Safe Church program as it pertains to church activities involving children and youth

#### **5. Board of Community & Communications**

The Board of Community & Communications shall be responsible for implementing and promoting the fellowship activities of the Church and for outreach to the broader community.

The Board of Community & Communication shall have the responsibility for:

- a. coffee hour and other hospitality and social events
- b. all elements of Homecoming other than the service of worship itself
- c. encouragement and support of such interest groups and fellowships as members may, from time to time, seek to form
- d. prospective member development and integration of new members into the life of the church
- e. monitor and analyze membership trends and the status of current members, in partnership with the Pastors of the church
- f. define and communicate the public identity of the church, in cooperation with the Communications and Office Manager, and assist in the creation, publication and distribution of all materials necessary to accomplish this including, but not limited to:
  - i. maintaining and updating the Church website to assure that its content is current and relevant to the needs of the congregation and the community
  - ii. notifying the congregation and, where appropriate, the community of church news and fellowship events
  - iii. publishing a periodic directory of the Church membership

### **Article IX. Amendments**

These Bylaws may be altered, suspended, amended or repealed by a two-thirds vote of members present and voting at any Annual Meeting, or at a business meeting called for that purpose.

However, no alternation or amendment of these Bylaws shall be adopted unless the substance of the proposed change or changes is stated in the call for the meeting.

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Enacted: May1, 2015

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