

CONSTITUTION AND BY-LAWS OF THE SAYVILLE CONGREGATIONAL
UNITED CHURCH OF CHRIST

SAYVILLE, NEW YORK.

[Proposed]

ARTICLE I: NAME AND LOCATION

The name of this Church shall be the Sayville Congregational United Church of Christ, and the corporate name shall be the Religious and Congregational Society of Sayville.

ARTICLE II: PURPOSE

The purpose of this Church is to proclaim Jesus Christ and his gospel to all people; to build a Christian fellowship through the worship of God, and through education and service; to labor for the progress of knowledge, the promotion of justice, the reign of peace and the realization of human unity.

ARTICLE III: GOVERNMENT

The government of this Church is vested in its members who exercise the right of control in all its affairs, subject in legal matters to the Articles of Incorporation (copy in the Church Office) granted by the State of New York.

This Church is part of the United Church of Christ without break in its Congregational historical tradition of autonomy and self government. It maintains its standing as a local church of the United Church of Christ by membership in the Suffolk Association of the New York Conference of the United Church of Christ.

This Constitution shall serve as the governing document of the Church; its provisions, unless they conflict with the Articles of Incorporation, shall be understood to represent the will and authority of the whole Church membership.

ARTICLE IV: DOCTRINE

This Church acknowledges Jesus Christ as its head and finds its guidance in matters of faith and discipline in the Holy Scriptures, interpreted with the help of the Holy Spirit through reason, faith and conscience.

This Church recognizes the Bible as the sufficient rule of faith and practice, and holds that living in accordance with the teaching of Jesus Christ is the true test of fellowship. All members shall have the undisturbed right to follow the Word of God according to the dictates of their own consciences, under the enlightenment of the Holy Spirit. The United Church of Christ Statement of Faith will be used in worship services, not as a test, but as an expression of the spirit in which the Church interprets the Word of God.

ARTICLE V: MEMBERSHIP

This Church will welcome into its membership any person who loves the Lord Jesus Christ and whose purpose is to live according to his laws of love. The Covenant Members of this Church shall be persons

who present satisfactory letters of transfer, or reaffirm their faith, or confess their faith and assent to baptism, if not previously baptized.

Covenant Members of the Church have ultimate responsibility for determining the actual practices, programs and other aspects of the Church's identity. Covenant Members understand that their responsibility is informed and influenced by baptism and confirmation, ongoing study and application of scriptural truths and commitment to the Church's covenant.

Covenant Members' responsibilities shall include attending services of worship, receiving the sacrament of Holy Communion, contributing to the needs of the Church by discerning and employing one's gifts of talent, time and treasure, and attending Congregational Meetings and voting on issues at hand.

Upon personal request, a Covenant Member's name may be removed from the Church rolls. A letter of transfer will be granted upon request. The Board of the Church may remove from Covenant Membership those who have failed to meet the responsibilities of membership for a period of one year or more, including at minimum attending one worship service and making a financial contribution of record. Vulnerable adults, including home-bound elders and those receiving care outside of the immediate area are exempted from the responsibilities of membership, and may not be removed.

Upon recommendation of the deacons for extreme cause, an active Covenant Member's name may be removed from the Church rolls by a two-thirds vote of the Congregation at a duly called Church meeting.

Friend of the Church Membership covers those individuals who are hesitant to make a full membership commitment, but who attend worship and give regularly. Friends of the Church can serve in non-governance leadership ministries and are eligible for the rites and ceremonies of the Christian Covenant community as appropriate. Friends of the Church are not eligible to vote.

Affiliate Membership covers former members as well as children and widowed spouses of former members who no longer live in the area but who give at least yearly. Affiliate members may not vote or hold a position in a leadership ministry. They are eligible for the rites and ceremonies of the Christian Covenant community on a case-by-case basis if they are members of a church in their local area.

Non-members are eligible for pastoral services including funerals and memorial services. They are eligible for the rites and ceremonies of the Christian Covenant community on a case-by-case basis.

ARTICLE VI: ELECTED OFFICERS, BOARDS AND COMMITTEES

Section I: Officers

The officers of this Church shall be:

Minister. The Minister shall be called by a vote of at least two-thirds of the members present at an official Congregational Meeting. He or she, as Pastor and Teacher, shall minister to the spiritual welfare of the Church, being receptive to the Board of Deacons for advice, guidance and assistance. The Minister shall seek to enlist individuals as followers of Christ, preach the gospel, administer the sacraments, and have responsibility for all services of public worship and administration of the activities of the Church in cooperation with the various Boards and Committees. The Minister shall be an *ex officio* member of all Boards and Committees.

Moderator. The Moderator shall preside at all official meetings of the Church and of the Board of Deacons and shall work with the Minister and Board to set an agenda. The Moderator shall serve as President of the Corporation.

Clerk. The Clerk shall record the proceedings of the Congregational Meetings and the Board of Deacons of which he or she shall be a member and secretary. The Clerk shall be responsible for giving official notice of all Congregational Meetings. The Clerk shall keep a register with addresses of the members of the Church, dates and modes of their reception and removal, and a record of births, baptisms and marriages. He or she shall issue letters of transfer, notifying the Churches to which they are addressed, and preserve on file all communications and written official reports. The Clerk shall serve as Secretary of the Corporation.

Treasurer. The Treasurer shall receive an accounting of all receipts and disbursements and shall direct management of all church funds in accordance with the policies of the Board of Deacons and the budget approved by the Covenant Members. He or she shall make a full report to the Annual Meeting and such other reports as may be requested by the Church. The Treasurer shall serve as Treasurer of the Corporation.

Section II: Boards

Board of Deacons: The Board of Deacons is a representative body comprised of all currently serving deacons. It shall be the final decision-making body between Congregational Meetings, working closely with the Minister in the spiritual and institutional affairs of the church. Specifically, the Board of Deacons is charged with insuring that the resources of the church are utilized in a manner consistent with Christ's mission for the church and in accordance with this Constitution and By-Laws. The Board of Deacons shall consist of three to five Deacon Elders, three to five Deacon Trustees, and the three elected officers of the church. The Board of Deacons shall meet regularly as needed, not to be less frequent than once a quarter. The Minister shall serve as an *ex officio* member of the Board of Deacons.

Deacon Elders: Three to five Deacon Elders shall be elected from the Covenant Membership of the church. The Deacon Elders shall be ordained into the Deaconate, and shall be responsible for all matters pertaining to Christ's mission for the church, to include, but not be limited to: worship, faith development, stewardship, pastoral care, mission, outreach, evangelism, and prophetic witness. Deacon Elders shall, in conjunction with Deacon Trustees, approve the hire of all staff serving in a mission-related positions, including Worship Musicians and Christian Educators. Deacon Elders shall approve all mission partnerships with outside organizations. Deacon Elders shall receive requests for and approve disbursement of funds from the Deacon's Fund, in accordance with the policies set down by the Board of Deacons. Deacon Elders shall divide these responsibilities among themselves, and shall form such teams and *ad hoc* committees as needed to fulfill their duties.

Deacon Trustees: Three to five Deacon Trustees shall be elected from the Covenant Membership of the church. The Deacon Trustees shall be ordained into the Deaconate, and shall be responsible for all matters pertaining to corporate management of the church and its resources, to include, but not be limited to: physical property, personnel management and, in conjunction with the Treasurer, the management of funds. Deacon Trustees shall serve as the Endowment Committee of the church. Deacon Trustees, in conjunction with Deacon Elders, shall approve the hire of all staff serving in mission-related positions, including Worship Musicians and Christian Educators. Deacon Elders shall approve the hire of all personnel in non-mission functions, to include but not limited to those responsible for care and maintenance of physical properties. Deacon Elders shall divide these responsibilities among themselves,

and shall form such teams and *ad hoc* committees as needed to fulfill their duties. The Treasurer shall serve as an *ex officio* member of the Deacon Trustees.

Section III: Special Committees

Nominating: The Nominating Committee shall prepare and present to the Congregation a slate of candidates nominating one person for each Church office to be filled. Candidates for the Nominating Committee itself shall be added to the slate by the Board of Deacons. This entire slate of candidates should represent the diversity of the Congregation with respect to race, age, gender, sexual orientation, and duration of Church membership. The Nominating Committee shall keep the Congregation informed as to which positions are vacant, and the responsibilities thereof. If a vacancy in any Church office or Board exists in the period between Congregational Meetings, the Nominating Committee shall recommend candidates to the Board of Deacons for appointment. At all times, the Nominating Committee and the Board of Deacons shall make every effort to consider the spiritual gifts of particular individuals in filling positions.

Pastoral Relations: There shall be established a Pastoral Relations Committee which shall provide an arena for helpful and honest dialogue between the Minister(s) and the people of the Congregation and among the members of the pastoral staff; through the fostering and maintenance of good, open and healthful relations.

The following skills and attributes are generally looked for in members of the Pastoral Relations Committee: Christian character that commands the respect and admiration of the Congregation and the Minister(s); maturity; patience and flexibility; a vital interest in the life of the Church; an ability to maintain confidentiality; an ability to appreciate different points of view; an ability to negotiate and reconcile differences; availability for listening to Church members; trustworthiness; and a willingness to learn to be effective in this ministry.

Candidates for election to this Committee will be chosen according to the following procedure. The Minister(s), with agreement among themselves, will submit names of candidates to the Nominating Committee. Likewise, the Congregation and the Board of Deacons will submit separate lists of names to the Nominating Committee. Using the list of criteria given in the previous paragraph, the Nominating Committee will select candidates whose names appear on all three lists and arrange the election or appointment of these candidates to the Pastoral Relations Committee in the ordinary manner. If there are not enough qualified candidates whose names appear on all three lists, the Nominating Committee shall request that the names of additional candidates be submitted by all three parties (Minister(s), Congregation, and Board of Deacons) and shall repeat this process until all open positions on the Pastoral Relations Committee are filled.

Members of the Pastoral Relations Committee may not serve on any other Board or Standing Committee.

The Pastoral Relations Committee is accountable only to the Congregation, and shall make an Annual Report to the Congregation. Other reports may be made at the Committee's discretion.

The Pastoral Relations Committee shall not be directly involved in the negotiation or execution of contractual matters between the Church and the pastoral staff, including the Minister(s).

ARTICLE VII: ELECTION OF OFFICERS AND COMPOSITION OF BOARDS

Section I: Length Of Election

A. Officers

- 1) Minister shall be called for an indefinite period of time at a Congregational Meeting called for this purpose.
- 2) Moderator shall be elected for one year at the Annual Meeting, and may be reelected for a second term. After serving two full terms, the Moderator shall be ineligible for election for one year.
- 3) Clerk and Treasurer shall be elected for one year at the Annual Meeting and may be reelected.
- 4) Deacons Elders and Deacon Trustees shall be elected to two year terms, and may be reelected.

B. Members of the Nominating Committee may serve for one year and may be reelected.

C. Members of the Pastoral Relations Committee may serve for two years or until there is a change in ministerial staff.

Section II: Eligibility For Election

Only Covenant Members in good standing of this Church may hold elective positions.

Section III: Removal

Any elected official may be removed by two thirds vote of the members present at a Congregational Meeting called for that purpose.

ARTICLE VIII: CONGREGATIONAL MEETINGS

Section I: All Congregational Meetings

Ten percent of the Church membership shall represent a quorum.

All official business requiring the attention of the Church membership shall be conducted at a duly called meeting where a quorum is present.

The Board of Deacons may postpone a Congregational Meeting because of extreme conditions.

Any member may request the Minister or the Moderator to call a Congregational Meeting. The Moderator will convene the Board of Deacons which may accept or reject the request. If the Board of Deacons approves the request to call a Congregational Meeting, the Moderator will do so and be responsible for preparing an agenda. In addition, notice must be given on two consecutive Sundays preceding each session.

Section II: Annual Congregational Meeting

The Annual Congregational Meeting shall be held on or about the second Sunday in November for the purpose of electing officers and conducting other business including approval of the annual fiscal plan. A second session may be held, if necessary, on or about the second Sunday of December.

The Board of Deacons shall be responsible for selecting the specific dates and providing notice thereof on

two consecutive Sundays preceding each session.

Officers, Deacons and Member of the Nominating Committee shall take office at midnight on December 31st. The Church Budget shall come into effect at that time.

ARTICLE IX ENDOWMENT FUND

1) THE ENDOWMENT FUND OF THE SAYVILLE CONGREGATIONAL UNITED CHURCH OF CHRIST (hereafter called 'the FUND'), shall be managed with the goal of preserving the principal of the fund, expending only the income earnings from the managed investments of the principal. The Board of Trustees shall be the custodians of the FUND. All assets are to be held in the name of THE ENDOWMENT FUND OF THE SAYVILLE CONGREGATIONAL UNITED CHURCH OF CHRIST.

The Deacon Trustees will appoint a corporate fiduciary as their agent, and no Deacon Trustee shall be empowered to hold, sell, invest, transfer, convert, or in all other respects manage and control the assets of the FUND. The appointed agent shall have custody of all assets of the FUND and shall make all investment decisions pursuant to such policies as may be prescribed by the donor or otherwise determined by the Deacon Trustees. The Deacon Trustees, with a majority vote of the full Board of Deacons, may at any time remove its agent and appoint a successor.

In the event that real property be donated to the FUND, the Deacon Trustees shall be empowered to oversee the management of said real property until such time as it is deemed beneficial by the Deacon Trustees to liquidate the property. Upon liquidation of the real property, the proceeds become part of the FUND principal and must be placed into the FUND at the first available opportunity.

Deacon Trustees shall not be held liable for any losses which may be incurred upon the investments of the FUND except to the extent that such losses shall have been caused by bad faith or gross negligence, members shall not be liable for the acts or omissions of any other member. No member shall engage in any self dealing or transactions with the FUND in which the member has direct or indirect financial interest and shall at all times refrain from any conduct in which his/her personal interests would conflict with the interests of the FUND.

2) Accumulation and Distribution

In order to assure growth of the Fund and to protect against inflation, 10% of earned income must be returned to the principal each year until the principal balance reaches \$250,000. Thereafter, 5% of the earned income must be returned to the principal each year. The Deacon Trustees may also recommend to the full Board of Deacons that no distribution be made in a given year so that accumulated interest may compound. Not more than one year consecutively may pass without at least a partial distribution of income, provided there is application for support from the FUND.

Deacon Trustees shall determine what is principal and what is income according to generally accepted accounting principles.

Borrowing against the FUND principal balance is to be strongly discouraged, unless catastrophic events threaten the very existence of the Church. In such catastrophic circumstances, borrowing against the FUND principal may be approved only by a 2/3 vote of the members present at a duly called Congregational Meeting for the specific purpose herein stated.

Income generated by the FUND principal may be expended annually and at such other times deemed necessary and/or feasible to accomplish and benefit the following purposes:

- a. 1/4 for capital improvements of a building program of the Sayville Congregational United Church of Christ, Sayville, New York; and/or for scholarships or grants to members of the Sayville Congregational United Church of Christ for the purpose of such education or training which enables this Congregation to grow in Christian faith and service to God's people; and/or for the enhancement of the special programs of the Church, including but not limited to Christian Education, Evangelism, Music, and Student Internship programs.
- b. 1/4 for outreach into the community, including but not limited to, social service agencies, institutions and agencies to which this Congregation relates, and special programs designed for those persons in our local area who are in spiritual and/or economic need.
- c. 1/4 for the wider mission of the United Church of Christ at home and overseas, including but not limited to UCC colleges and seminaries, grants for UCC new Church development, professional leadership, educational ministries, world mission, and capital financing.
- d. 1/4 for any purpose listed under A, B, or C above.

Deacon Trustees shall evaluate all requests for program support. Those requests deemed to be consistent with the purposes of the FUND and in the best interest of this Congregation, shall be recommended to the full Board of Deacons for approval of funding. The level of financial support shall also be recommended by the Deacon Trustees and approved by the full Board of Deacons.

4)Disposition or Transfer of the FUND: BE IT FURTHER RESOLVED, that in the event the Sayville Congregational Church ceases to exist either through merger or dissolution, disposition or transfer of the FUND shall be at the discretion of the governing body in conformity with the approved Congregational Constitution and in consultation with the denominational staff to which this Congregation belongs at such time. Consultation with the denomination may be desirable for continuation of Endowment Fund obligations.

ARTICLE X: AMENDMENTS

This constitution may be amended by a two-thirds vote of the covenant members present at any Congregational Meeting, provided two weeks advance notice of suggested change is given, or at a special meeting called at least two weeks in advance for this purpose.

ARTICLE XI: EFFECT

This constitution goes into effect immediately upon election of new officers and deacons at a Congregational Meeting to be held within 60 days of its approval by two-thirds of the covenant members present at a prior Congregational Meeting called for that purpose.