

Memorial Congregational Church of Sudbury, Inc.

# Constitution, Covenant & Bylaw

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# CONSTITUTION

## NAME

The name of this Church shall be the Memorial Congregational Church of Sudbury, Inc. (United Church of Christ), Sudbury, Massachusetts, hereinafter referred to as the Church.

## PURPOSE

The purpose of the Church shall be to worship God, to preach the gospel of Jesus Christ, and to celebrate the Sacraments; to realize Christian fellowship and unity within the Church and Church Universal; to render loving service toward mankind; and to strive for righteousness, justice, and peace.

## POLICY

The Government of this Church is vested exclusively in its active Members. This Church recognizes its membership in the free fellowship of the United Church of Christ, and pledges itself to a share in the common work of that body.

## FAITH

The Church shall consider the following statement of faith, approved by the Executive Committee of the General Synod of the United Church of Christ in 1981 as appropriate for its use:

"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 servant 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, to join Him in his passion and victory.

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."

Other historic or contemporary statements of faith, not in conflict with this constitution, may be used.

# COVENANTS

## COVENANT OF MEMORIAL CONGREGATIONAL CHURCH

The covenant of this Church shall be:

"In the love of truth and in the spirit of Jesus, we unite for the worship of God and the service of humanity; and as the Lord's free people, we agree to walk together in all God's ways made known, or to be made known, to us."

## COVENANT OF RESPECT

The covenant of respect of this Church shall be:

*"Love your neighbor as you love yourself" - Matthew 22:39*

As we walk together in all God's ways made known or to be made known to us, we seek to discern and do what is best for our church as a whole, not what may be best for individuals or factions (Philippians 2:4). We recognize that conflict and disagreement are normal and natural. We welcome a wide variety of voices and ideas when they are expressed in a way that reflects God's love. As followers of Jesus Christ we promise to respect each other at all times in the following ways:

We will approach all things in prayer. (1 Thessalonians 5:17)

We will speak from our own personal experience. (1 Corinthians 3:16)

We will speak face-to-face, honestly and without rancor when there is disagreement. (Ephesians 4:15)

We will listen with an open and non-judgmental mind and try as hard to understand as to be understood. (Proverbs 4:7)

If we are unable to effectively communicate with each other, we will ask a third party to be present to assist us. (Matthew 18:16)

We will support the final outcome of the decision-making process. (1 Corinthians 1:10)

As forgiven people, we will choose to forgive one another. (Luke 11:4)

In the spirit of Jesus, and with God's help, we will show respect and love in all we do as we journey together.

# BYLAW

## ARTICLE I - MEMBERSHIP

### Section 1 - Requirements

Any person may become an active Member of the Church by:

profession of Christian faith, by letter of transfer or its equivalent from another Church, or on reaffirmation of faith,

agreement to be faithful to all duties essential to Christian life, to attend regularly the services of the Church, to support by giving systematically, to share in its organized work, and to seek diligently the spiritual welfare of the Church,

assent publicly to the principles set forth in the constitution at the formal acceptance on a Sunday or as prescribed by the Diaconate.

### Section 2 - Procedure

The names of persons to be received into membership shall be read from the pulpit on a Sunday prior to acceptance as a Church Member.

### Section 3 - Privileges

Only active Members shall be eligible for election or appointment to the offices or committees of the Church and shall be entitled to vote on all matters common before the Church at an Annual or Special Meeting.

### Section 4 - Inactive Membership

An active Member, excluding those who are temporarily away at school or college, who has not shown any interest in or support of the Church for two (2) years, may be transferred to an inactive status by the Diaconate after appropriate inquiry.

### Section 5 - Termination

Membership may be terminated by:

notifying Pastor or Diaconate,

or by letter of transfer to another Church.

### Section 6 - Reinstatement

Those in an inactive or terminated status may be reinstated to active Membership upon application.

## ARTICLE II - OFFICIALS

### Section 1 - General Provisions for Officials

The officials of the Church shall be the Pastor, Clerk, Moderator, President, Treasurer, Assistant Treasurer, Financial Recording Secretary, Collector, Assistant Collector, Auditor, Historian, Delegates, Safe Church Advocate, Assistant Safe Church Advocate and Directors.

Officials, except the Pastor, shall be elected at the Annual Meeting of the Church for terms of one (1) year and shall serve until their successors are elected or appointed.

All officials shall be active Members of the Church.

Vacancies in any office, except the Pastor, shall be filled by vote of the Church Council with all appointments to expire at the next Annual Meeting.

### Section 2 - Pastor and Pastoral Supply Committee

#### A. Pastor

The Pastor shall develop policies and programs, in cooperation with the various Committees, which will enrich the spiritual and social lives of the Church Members.

The Pastor shall:

- be granted great latitude in the implementation of such policies and programs,
- conduct services of public worship,
- preach the gospel and administer the sacraments,
- maintain a close relationship with Church Members through visitations or other means of communication,
- maintain office hours at the Church for consultation and the direction of the Church staff,
- serve as an ex-officio member of the Church Council and an advisor to all Committees.

Either the Pastor or the Church may dissolve the ministerial relation by giving at least two (2) months notice of such intentions.

A new Pastor shall be chosen by written ballot of the active Membership at a Special Meeting called by the Church Council after being recommended by the Pastoral Supply Committee, as described in Section 2B.

The Church may request an ecclesiastical council for the purpose of installing the Pastor.

#### B. Pastoral Supply Committee

The Pastoral Supply Committee shall:

be appointed by the Church Council whenever a vacancy is anticipated or occurs in the Pastorate,

consist of at least five (5) active Members, at least one of whom shall be from the Diaconate,

represent a cross-section of interests within the Church.

The Committee shall:

supply the pulpit on an interim basis until a new Pastor has been accepted,

develop a Church profile which may be submitted to candidates describing the Church and its expectations,

conduct a visitation program to hear various candidates,

recommend a candidate for consideration by the Church,

arrange the financial, vacation, and benefit terms with the candidate, in cooperation with the Diaconate, Church Council, Personnel and Stewardship committees.

### Section 3 - Clerk

The Clerk shall:

serve as an ex officio member of the Church Council,

act as Secretary of the Council and operate under its general instructions,

execute business-related documents on behalf of the Church,

call all active Members to the Annual and any Special Meetings of the Church,

prepare the Warrant with cooperation of the Moderator,

keep a record of the proceedings of such Meetings,

notify all Members of their election or appointment to office,

keep a register of Church Members according to their current status,

record all baptisms, marriages, and deaths,

review the Membership roll of the Church at least annually in conjunction with the Diaconate and place upon an inactive list such names as it may direct,

report at the Annual Meeting the number of additions, removals, and totals of the active Members according to their status during the preceding calendar year,

issue letters of transfer to other churches, in cooperation with the Church secretary,

maintain a file of all pertinent correspondence and official reports.

#### Section 4 - Moderator/President

The Moderator shall preside at the Annual and all Special Meetings. In the absence of the Moderator, a temporary Moderator shall be elected by vote of the meeting. The Chairperson of the Council will preside over the election.

The Moderator shall:

call such Meetings if the Clerk is unable to do so,

make appointments to special Committees as directed by the Church,

act as temporary Chairperson of any Committee, at the request of the Pastor, until such Committee shall elect its own Chairperson.

Moderator shall act as President of the Corporation. Refer to Article VI, Amendment Concerning the President and Directors of the Corporation for responsibilities and duties.

#### Section 5 - Treasurer and Assistant Treasurer

The Treasurer, or the Assistant Treasurer in the absence of the Treasurer, shall:

be an ex officio member of the Stewardship Committee and the Church Council, and operate under the general instructions of the Stewardship Committee,

be bonded for an amount determined by the Committee,

receive and disburse on behalf of the Church all monies except those applicable to the Deacon's Fund. The Treasurer's authority for such receipts and disbursements shall be directives from the Annual or Special Meetings, the Stewardship Committee or, in case of benevolences, from the Mission Committee,

maintain bank accounts for the orderly processing of receipts and disbursements,

maintain records of the foregoing financial transactions which will permit Committees and Officials to have an accurate appraisal of the financial operation of the Church,

assist in the preparation of the budget to be presented at each Annual Meeting,

be the custodian of all deeds, insurance policies, investment certificates, and other valuable financial documents, all of which shall be kept in a safety deposit box.

#### Section 6 - Collector and Assistant Collector

The Collector and/or Assistant Collectors shall:

receive, record, and deposit monies contributed at the Church services,

transmit to the Financial Recording Secretary such records together with information received

as to the contributors and the purpose for which such monies were contributed.

#### Section 7 - Financial Recording Secretary

The Financial Recording Secretary shall be an ex officio member of the Stewardship Committee and operate under its general instructions.

The Financial Recording Secretary shall:

classify and advise the Treasurer of the amounts of monies collected according to the purposes for which they were contributed, from information transmitted by the Collectors,

maintain records of pledges of individual contributors,

provide periodic statements of the current status of such pledges to the contributors.

#### Section 8 - Auditor

The Auditor shall:

operate under the general instructions of the Stewardship Committee,

examine the records of the Treasurer and the Financial Recording Secretary at the end of each calendar year and make any audits deemed necessary to insure that the monies of the Church are being accounted for accurately,

check the current status of bank deposits, investment certificates, insurance policies, performance bonds, and any other documents in the custody of the Treasurer,

report the results of the audit to the Stewardship Committee and the Annual Meeting.

#### Section 9 - Historian

The Historian shall operate under the general instructions of the Church Council.

The Historian shall:

keep a continuing record of significant Church programs, material, pictures, correspondence, and other material which may be of interest to future generations. Such information should be arranged chronologically and categorized to provide convenient access to all records,

each year review with the Church Council the type and scope of the records being maintained.

#### Section 10 - Delegates

Delegates shall provide representation for the Church at meetings of the Massachusetts Conference and the Metropolitan Boston Association of the United Church of Christ. The number of Delegates shall be determined by vote of the Annual Meeting and shall be not less than two (2) nor more than the number specified by the rules of the United Church of Christ.

Delegates, or their representatives, shall:

participate and vote on behalf of the Church in regular meetings of the Conference and Association,

report to the Church on the activities of the Conference and Association,

ensure that the Church is represented at ecclesiastical councils for the purpose of ordination and/or installation in the Metropolitan Boston Association.

#### Section 11 – Safe Church Advocate and Assistant Safe Church Advocate

The Safe Church Advocate, or the Assistant Safe Church Advocate in the absence of the Safe Church Advocate, shall:

be an ex officio member of the Church Council, and operate under the general instructions of the Church Council,

be responsible for the administration of the Church's Safe Church Policy,

be the applicant for and recipient of CORI reports required by the Safe Church Policy.

#### Section 12 – Directors

The Directors of the Corporation shall be appointed by the Church Council. Refer to Article VI, Amendment concerning the President and Directors of the Corporation for responsibilities and duties.

### ARTICLE III - COMMITTEES

#### Section 1 - General Provisions for all Committees

Where the word "Committee" is used in the By-laws, it shall also include the Diaconate, the Church Council, the Women's Fellowship, and the Trustees Committee.

Committee members shall be elected at the Annual Meeting of the Church for terms of three (3) years so arranged that approximately one-third of the Committee shall be elected each year, except for the Nominating Committee and the Church Council where the terms for specified members shall be for one (1) year or two (2) years as provided in Sections 2 and 13 of this article, and except for the Pastor-Parish Relations Committee as provided in Section 16 of this article. Committee members will serve until successors are elected or appointed.

Committee members must be active Members of the Church.

With the exception of the Nominating Committee and the Pastor-Parish Relations Committee, each Committee shall:

elect a Chairperson and other officers as it shall determine each year,

elect a representative to the Church Council; such representative may also be Chairperson of the committee,

determine at its first organizational meeting the rules under which it will operate, including the frequency of its meetings,

submit to the Stewardship Committee each year an estimate of expenses to be incurred on behalf of the Committee for the following calendar year,

review and submit to the Treasurer for payment all bills for its expenses which it approves; such review and approval may be delegated to its Chairperson,

submit a written report prior to each Annual Meeting covering its activities during the year.

A majority of the members of a Committee shall constitute a quorum. Vacancies on any Committee, except the Pastor-Parish Relations Committee, shall be filled by vote of the Church Council with all appointments to expire at the next Annual Meeting.

## Section 2 - Church Council

The Church Council shall function as the coordinating, policymaking, and executive body of the church.

The Council shall consist of the following members: the Pastor, the Director of Christian Education and Youth Ministries, the Treasurer or Assistant Treasurer as an alternate, Safe Church Advocate or the Assistant Safe Church Advocate as an alternate, and Clerk. In addition, beginning in 1991, it shall consist of representatives selected from each of the following committees to serve two year terms:

beginning in years that are odd numbered: Diaconate, Stewardship, Memorial and Gifts, Flower, Women's Fellowship,

beginning in years that are even numbered: Christian Education, Trustees Committee, Outreach, Library, Growth and Development, Personnel, Music, except that in 1991 this group shall serve a one year term.

The Chairperson, who will be elected by members of the Council, may be re-elected for more than one year, but cannot serve more than two years consecutively.

As a coordinating body the Council shall:

be available as a forum in which to disseminate information on current activities and prescribe, if requested, an appropriate course of action.

As a policymaking body the Council shall:

review the Church programs and various committee actions for their effectiveness and indicate approval or suggest appropriate alternate measures,

develop and implement short-range and long-range plans for the Church.

As an executive body the Council shall:

appoint a Pastoral Supply Committee when a vacancy is anticipated or occurs in the Pastorate,

empower a Search Committee when a vacancy is anticipated to:

1. identify and interview qualified candidates for the position of Associate or Assistant Minister, Minister of Christian Education, Director of Music or Organist,
2. propose, in cooperation with the Stewardship and Personnel Committees, a compensation package for the selected candidate,
3. recommend such selected candidate to the membership of the Church for acceptance,

rule on any requests for formation of new organizations,

make appointments on an interim basis to fill any vacancies in Offices or Committees,

rule on the acceptance of all gifts after receiving recommendations from the Memorials and Gifts Committee,

designate the use of such gifts and authorize expenditures of any monies from the Memorial Fund,

interpret the Constitution and By-laws, if any questions arise as to their meaning and intent,

give guidance to and review the work of the Historian,

appoint the Directors of the Corporation (Refer to Article VI, Amendment concerning the President and Directors of the Corporation.),

assume responsibility for any duties not delegated in these By-laws to Officials or other Committees.

During July and August, or in emergency situations requiring immediate attention, executive authority of the Council shall be vested in a subcommittee composed of the Pastor, the Chairperson of the Council, and representatives on the Council from the Diaconate, Christian Education, Stewardship, Trustees Committee, and one other member of the Church Council. The Chairperson of the Council shall preside.

### Section 3 - Diaconate

The Diaconate, in cooperation with the Pastor, shall concern itself with matters pertaining to the spiritual welfare of the Church. It will endeavor to lift the quality of Christian commitment of all Church Members and to promote the Church in family life.

The Diaconate shall consist of twelve (12) members. A member may be re-elected for a second consecutive three-year term, but not for a third consecutive term.

The Diaconate shall:

assist the Pastor in caring for the poor, calling on the sick and bereaved, and in such other ways as the Pastor and Committee shall mutually determine,

prepare the table for the Sacrament of the Lord's Supper and assist in its administration,

provide for the pulpit in the Pastor's temporary absence,

act with the Pastor in welcoming new Members and help to include them in the life and fellowship of the Church,

administer the Church Membership Roll as set forth in Article I, Section 4,

be solely responsible for receiving, disbursing, administering and auditing the money known as the 'Deacon's Fund'.

#### Section 4 - Christian Education Committee

The Christian Education Committee shall consist of seven (7) members plus the Superintendent of the Sunday School.

The Committee shall, in cooperation with the Pastors and the Director of Christian Education:

be responsible for the Christian education of the Members of the Church and those worshipping with them,

supervise the Church School and all Christian education involving young people of the Church and congregation,

appoint a Director of Christian Education and/or a Superintendent and all personnel for the operation of the Church School.

The Superintendent's) shall be an ex officio member of the Christian Education Committee and operate under the general instructions of the Christian Education Committee.

#### Section 5 - Stewardship Committee

The Stewardship Committee shall consist of six (6) members, plus the Financial Recording Secretary and the Treasurer.

The Committee shall:

prepare a budget for operating and other expenses for consideration at each Annual Meeting,

raise and collect monies for such expenses and benevolences,

disburse monies, other than for benevolences, as directed at the Annual or any Special Meetings,

prepare the compensation package for all salaried employees of the Church, with the recommendation of the personnel committee.

The Committee shall hold in Trust, through the Treasurer, all properties and monies of the Church except those applicable to the Deacon's Fund.

The Committee may purchase, sell, or transfer any of the Church property other than its land and buildings. It may purchase, sell, mortgage, or transfer its lands and buildings but only as directed at an Annual or Special Meeting.

#### Section 6 - Trustees Committee

The Trustees Committee shall consist of seven (7) members.

The Committee shall:

act as custodian of, and be responsible for the care, use, maintenance, renovation and/or new construction of all physical properties owned by the Church, excluding only those classified as musical instruments normally used by and in the care of the Music Committee,

be responsible for securing and supervising the professional services of others which may be required in such care, maintenance, and renovation,

establish rental and lease fees and collect such fees. Oversee the rental of Church properties. Consult the related committee(s) that will be affected by a proposed rental prior to rental being finalized,

obtain Church Council approval for long term rentals (defined as greater than 30 days) for other than Church-related functions,

ensure that all appropriate documents (e.g. Rental Agreement, Safe Church Policy etc.) are properly executed and signed by authorized individuals,

advise Church Council of proposed sales of surplus items and administer the sale in a manner most beneficial to the Church, and

work in collaboration with the church Sexton and church Administrator who are under the direct supervision of the Pastor for the respective purposes of the care and maintenance of the Church and in regard to the use, including the rental, of Church property.

#### Section 7 - Outreach Committee

The Outreach Committee shall consist of six (6) members and shall promote the mission activities of the local Church and support the United Church of Christ in making the Christian Gospel more effective in the world.

The Committee shall:

identify areas and/or organizations particularly worthy of benevolence support, communicate its missionary concerns to the Church,

outline each year, as part of the Stewardship Drive, the nature of its proposed support for the ensuing year to assist those making pledges for benevolences,

notify the Treasurer of the disbursements made during the preceding year, report at each Annual Meeting on the disbursements made during the preceding year.

#### Section 8 - Music Committee

The Music Committee shall consist of five (5) members.

The Committee shall:

develop a musical program for Church services,

assist in maintaining choir membership,

arrange for cleaning, repairing, and replacement of choir vestments,

be responsible for care of Church music library,

provide for maintenance of the Church organ and other musical instruments owned by the Church.

#### Section 9 - Memorial and Gifts Committee

The Memorials and Gifts Committee shall consist of two (2) members.

The Committee shall:

acknowledge to the donor and record all gifts,

consider the appropriateness of all gifts and recommend a course of action to the Church Council.

All gifts shall be received by the Church Council which shall accept them for the Church.

Non-restricted monetary gifts made to the Church for the purposes of memorials shall be placed in a Memorial Fund to be maintained by the Treasurer.

All expenditures from the Memorial Fund shall be at the direction of the Church Council:

All memorials shall be recorded in a Memorials Book which shall be properly displayed in the Church.

#### Section 10 - Flower Committee

The Flower Committee shall consist of three (3) members.

The Committee shall provide flowers or plants for the altar at regular Church services and, after the services, shall distribute them according to the wishes of the donor(s).

#### Section 11 - Library Committee

The Library Committee shall consist of two (2) members.

The Committee shall:

purchase or otherwise provide books, or magazines, for the Church library which may promote the spiritual and social conscience of the Church,

arrange for appropriate publicity, display, and availability of the books and magazines.

#### Section 12 - Nominating Committee

The Nominating Committee shall consist of five (5) members: one (1) from the Diaconate, one (1) from the Stewardship Committee, one (1) from the Christian Education Committee, each to serve one year, and two (2) at large, to serve two years on a staggered basis.

The Committee shall elect a Chairperson.

The Committee shall prepare and submit to the next Annual Meeting a list of nominees for all Offices and Committees.

#### Section 13 - Growth and Development Committee

The Growth and Development Committee shall consist of five (5) members.

The Committee shall:

work to insure an active membership adequate to sustain the spiritual and social programs of the Church and to meet the Church's financial obligations,

monitor the spiritual and social needs of the membership and the community by conducting periodic member studies and monitoring census and other demographic data,

strengthen the methods by which the Church attracts and cultivates prospective members, and the methods by which they are assimilated into Church life, by periodically reviewing existing programs and proposing modifications, and by proposing new programs when appropriate,

maintain liaison with the Massachusetts Conference of the United Church of Christ to avail itself of available and desirable training and resources specific to growth and development (evangelistic) programs.

#### Section 14 - Personnel Committee

The Personnel Committee shall consist of five (5) members.

The Committee shall:

evaluate all salaried employees of the Church on an annual basis as to performance of assigned duties, with consultation of the Chairperson of the particular committee involved with each employee,

recommend to the stewardship committee compensation packages for all salaried employees, prior to the December Council meeting,

review and revise, as appropriate, contracts for all salaried employees of the Church,  
ensure that within fourteen (14) days after the Annual Meeting, contracts are signed by each employee, the Chairperson of the Church Council, and the Clerk of the Church,  
place a copy of each contract on file in the Church office,  
meet as needed with each employee for discussion and evaluation, working with the Chairperson of the particular committee involved with each employee.

#### Section 15- Pastor-Parish Relations Committee

The Pastor-Parish Relations Committee shall consist of four (4) members: one (1) from Church Council, one (1) from the Diaconate, and two (2) of the pastor's choice.

The Committee shall:

act as an independent advisory group that seeks to support and maintain an open and healthy communication between the Pastor and members of the congregation and members of the congregation and the Pastor.

### ARTICLE IV - MEETINGS

#### Section 1 - Worship Services

Public Worship Services shall be held on each Sunday, and at other times as may be determined by the Diaconate, except that Sunday services may be recessed for a period during the summer months at the direction of the Diaconate.

Communion Services shall be held during the morning services on the first Sunday of each month or at other times at the direction of the Diaconate.

Other religious meetings may be arranged at the direction of the Pastor.

#### Section 2 - Annual Meeting

The Annual Meeting shall be held on the third Sunday in May, unless otherwise directed by the Church Council, for the election of Officials and Committees, action on the budget, the transaction of such other business as shall be presented, and to receive reports from Officials, Committees, and organizations of the Church.

All Articles to be included in the Warrant for the Annual Meeting should be submitted to the Church Clerk at least three (3) weeks prior to the date of the Meeting. Only active Members shall be entitled to vote at such Meeting. The Meeting shall be conducted according to Robert's Rules of Order. The Church fiscal year shall run from July 1 to June 30 .

#### Section 3 - Special Meetings

Special Meetings of the Church shall be called by the Clerk when requested by the Church Council or the Stewardship Committee or upon the written request of any ten (10) active Members. The date of the Special Meeting shall be determined by the Church Council. The

request must contain the Articles of the Warrant to be considered, be posted at least seven (7) days prior to the Meeting in a prominent place in the Church, and shall be read at the Sunday service next preceding the Meeting date. Only active Members shall be entitled to vote at such Meeting.

#### Section 4 - QUORUM

The Quorum for the Annual and all Special Meetings shall be ten (10) percent of the active Membership entitled to vote as determined by the clerk.

### ARTICLE V - ORGANIZATIONS

#### Section 1

Any proposed Organization of Members requesting formal recognition or the regular use of the facilities of the Church shall submit a written statement of its purpose to the Church Council for approval.

All such Organizations, if not described in these By-laws, shall keep the Pastor informed of their activities and shall submit written reports at each Annual Meeting.

### ARTICLE VI - AMENDMENTS

#### Amendments to Bylaws and Constitution

##### Section 1

Any part of the Bylaws, but not the Constitution, may be amended or revised by a two-thirds vote of active Members present and voting, at any Annual Meeting of the Church, or at a Meeting especially called for that purpose, the content of the proposed amendment being inserted in the Warrant.

##### Section 2

Any revision of the Constitution shall be made at an Annual Meeting. All active Members shall be advised of any such proposed revision in writing more than one (1) month prior to the Annual Meeting at which the revision is to be considered. The proposed revision shall be read from the pulpit at least once within the month prior to such Annual Meeting. The revision shall require an affirmative vote of two-thirds of the active Members present at the Meeting provided, however, that more than twenty (20) percent of all active Members are present at the Meeting.

#### Amendment Concerning the President and Directors of the Corporation

Effective November 17, 2005 the Church incorporated as Memorial Congregational Church of Sudbury, Inc. The Articles of Organization call for the following corporate officers: a President, a Treasurer and a Clerk. The Articles also set out eight Directors. The number of Directors was subsequently reduced by the Church Council to five. This Bylaw provides for a Treasurer and Clerk, but not a President or Directors. Therefore to bring this Bylaw into compliance with the Articles of Organization of the Corporation this Bylaw is here by amended as follows:

1. The Moderator shall act as the President of Corporation at such times as may be required. Said actions shall be taken in concert with those of the other officers of the Corporation and not independently. The President may also carry out any other duties delegated to him/her by the Church Council. The Moderator in his/her capacity as President shall not be entitled to vote at meetings of the Church Council.

2. There shall be five Directors. The Church Council shall appoint the Directors annually. The Directors may be any Church Council member or officer of the Corporation. The Directors shall act at the direction of the Church Council and not as an independent "Board". The Directors shall be entitled to vote at Church Council meetings, but only to the extent that they would have been entitled to vote as member of the Church Council.

## ARTICLE VII – RESOLUTIONS

### Section 1

#### Resolution of Openness and Affirmation of ALL Persons

##### The Purpose of the Resolution

1. Memorial Congregational Church deeply values its racial, ethnic, theological and ideological diversity. We are purposeful in our intent to respect and encourage the gifts of all people without regard to race, sex, nationality, age, ability, or financial situation.
2. We offer the breadth and treasure of the full ministry of this church, to all people who share in our Covenant. In worship and in ceremony we support each other in the important transitions and passages of our lives.
3. Many people have felt the pain of repeated rejection in the past and do not know that our welcome applies to them. This is particularly true of gay, lesbian and bisexual people. This resolution should make it plain that we open our hearts and minds to them. Because we believe that sexual orientation is not, and should not be, a reason for excluding anyone from our church, we are called to offer this resolution.

##### The Words of the Resolution

###### *Be it resolved:*

1. Memorial Congregational Church is an Open and Affirming Church. We welcome into membership all people who would share our faith journey. When we use the word "all" we specifically and implicitly include gay, lesbian and bisexual people, transgender persons and persons of all gender expressions and identities and others who have experienced rejection.
2. Subject only to the usual guidelines, our clergy may assist and officiate at ceremonies for gay, lesbian and bisexual couples. We stand ready to support such families, as we do all others, in these significant moments.

3. We honor Christ's call to unity by this resolution and by our Covenant; recognizing that there is yet more truth and light to break forth from the word of God. Through this resolution we continue to walk together in the search for that light.

#### Covenant

In the love of truth and in the Spirit of Jesus we unite for the worship of God and the service of humanity and as the Lord's free people we agree to walk together in all God's ways made known or to be made known to us.

- End of Constitution, Covenant and By-laws of Memorial Congregational Church -

## APPENDIX - REVISION HISTORY

DATE	PURPOSE
May, 2015	Add the Covenant of Respect  Amend Article 3, Section 6 Board of Trustees including the changing of the name from Board of Trustees to Trustees Committee in this Section and all other places where the Board of Trustees is referenced.
May, 2013	Amend the Open and Affirming Statement to include transgender persons.
February, 2013	Change the fiscal year from the calendar year to a year commencing on July 1 and ending on June 30. Change the date of the Annual Meeting from the first Sunday in February to the third Sunday in May.
February, 2012	Revise purpose of and provisions for appointment to Pastor Parish Relations Committee. Revise to add provisions for a President and Directors. Miscellaneous, non-material housekeeping updates.
April, 2009	Refer to Church office Bylaw file.
November, 1998	Refer to Church office Bylaw file.
January, 1991 January, 1978	Refer to Church office Bylaw file. Refer to Church office Bylaw file.
February, 1971	Refer to Church office Bylaw file.
February, 1967	Refer to Church office Bylaw file.