

COMMUNITY CHURCH BY LAWS

January 2012

The Community Church of Mountain Lakes

United Church of Christ

CONSTITUTION AND BY- LAWS

ARTICLE I ---Name

- A. The name of this church shall be the Community Church of Mountain Lakes. It is a religious corporation organized under the laws of the State of New Jersey and is located in the Borough of Mountain Lakes. It is a member congregation of the United Church of Christ.

ARTICLE II---Polity

- A. This church acknowledges the Lord Jesus Christ as its sole head, and, as a Church of Christ, is subordinate to no other organization.
- B. Governance is vested in its Members, who exercise the right of full and final control in all of its affairs.
- C. While this church is subject to no ecclesiastical judicatory, it shall remain in covenant with the United Church of Christ, and pledges to share in its work and witness.

ARTICLE III---Membership

A. Membership Principles

1. This Church welcomes everyone who, no matter who they are or where they are on life's journey, expresses a desire to become a member, accepts the Church's covenant and is affirmed by the members of the Congregation.
2. This Church participates in the worldwide character of Christendom and makes no test for membership on the basis of race, color, age, creed, religion, sex, sexual orientation, marital status, national origin, ancestry or handicap, nor on the basis of interpretation of the Christian faith.

Covenant: We Covenant with the Lord and with one another, and do bind ourselves to walk together in God's ways, as revealed to us by God.

Mission: The primary mission of the Community Church of Mountain Lakes is to connect with and serve our community and the world. Empowered by the spirit of God, we affirm our journey to live out the teachings of Jesus Christ, seeking peace and justice for all.

Vision: Our vision for the Community Church is that we will continue to grow through our faith and spirituality. We will achieve this vision by implementing programs that strive to embrace all ages, from the youngest to the oldest members of our congregation. These programs and ministries will also reach beyond the walls of our church to the borders of the world community. We cherish a diversity of views which allows us to celebrate the positive, and we will strive to work together to continually improve our faith community to the glory of God.

B. Reception into Membership

Any candidate for membership shall meet with the Pastor (or with the Board of Deacons if there is no Pastor at the time) to discuss membership. The Pastor (or the Chair of the Board

of Deacons) may then recommend the candidate to the Board of Deacons for membership. Upon approval of the Board of Deacons, the Pastor shall schedule a time to receive new members during a Sunday morning worship celebration. Any of the following procedures are acceptable in establishing membership:

1. **Transfer of Membership:** Applicable when a Letter of Transfer of membership has been sent from another church.
2. **Reaffirmation of Faith:** Applicable when prior membership in a Christian Church has existed, but a Letter of Transfer is not available.
3. **Confession of Faith:** Applicable when there has been no previous membership in any church embracing the Christian faith.

C. Rights and Responsibilities

Active Members of the church are expected, to the best of their ability, to attend the regular services of worship, to contribute financially to the support of the Church and its benevolences and to participate in the life and work of the Church. This includes attendance at Congregational meetings, giving service to the church by contributing time and/or talent to church governance, operations, programs and/or activities and evidencing in their daily lives a Christian lifestyle. Active Members shall be entitled to and expected to vote at Congregational Meetings. On questions of acquisitions and disposition of property, voting members must be 18 years of age or older as required by New Jersey State Law.

D. Membership Classifications

1. **Active Member** – A person who meets the requirements of “reception into membership” and assumes the responsibilities of membership as described above.
2. **Sustaining Member**---A Member who is unable to participate regularly in the life of the church due to illness, distance or personal circumstances.

3. **Inactive Member** - A Member who cannot be located or has not participated in the life of the Church for a period of two years may be reclassified as an Inactive Member by the Board of Deacons. A Member, upon request, may also be designated as an Inactive Member. Inactive Members do not have the right to vote. If, after one year as an Inactive Member, the said member continues to not participate in the life of the Church, the Board of Deacons may terminate his/her membership. Should an Inactive Member start participating again in the life of the Church, the Inactive Member may request to the Board of Deacons to be reinstated to Member or Sustaining Member Status.
4. **Church Friends** - All individuals, no matter who they are or where they are on life's journey are welcome to worship and participate in the life and Christian service of our Church. "Church Friends" are encouraged to take an active role in the life of the church and become members.

E. Reclassification and/or Termination of Membership

1. Members may request reclassification or termination of their membership by any of the following procedures:
 - a. By requesting a Letter of Transfer to another Church. Upon receipt of such request, the Congregational Secretary shall send a letter to such other church and notify the Board of Deacons of this action. Membership shall be considered terminated when such Letter of Transfer has been sent.
 - b. By advising this Church of existing membership in another Church for which a Letter of Transfer is not requested and/or would not be received by such other Church. Upon such notice, the Congregational Secretary shall send a letter of termination to the member and notify the Board of Deacons of this action. Membership shall be considered terminated upon these actions.
 - c. By making a written request to the Board of Deacons for membership termination. The Board of Deacons shall honor such requests and the Church Secretary shall

issue a letter of termination to the member, and their membership shall be considered terminated in the sending of such letter.

- d. By requesting a change to Inactive Member. The Board of Deacons shall grant the request.
2. Membership may be reclassified or terminated by vote of the Board of Deacons for the following reasons:
 - a. If a Member cannot be located or has ceased participation in the life of our Church for two years, he/she may be reclassified as an Inactive Member.
 - b. If an Inactive Member cannot be located or a period of one year has passed since Inactive Member status was assigned, his/her membership may be terminated.
 - c. If a Member has deliberately acted to undermine the functions of the church his/her membership may be terminated.

A. Membership Rolls

1. The Church Office Secretary, under the direction of the Pastor, shall be responsible for the maintenance of the database of the current membership. The database shall be maintained in the Church office, including records of terminated memberships that indicate the date and basis on which each membership has been terminated.
2. Current listings of participating non-members may be maintained in the Church office to be helpful in identifying and ministering to the larger Congregation.
3. Inactive Members shall not be counted in compiling the official roll of members, but they shall be reinstated and/or given a Letter of Transfer to another Church if they request it. They may also be reinstated if they resume their participation in the life of the Church and request to the Board of Deacons that they be re-instated.
4. At Congregational Meetings of the Church, the secretary shall have a roster of members eligible to vote, which shall be open for inspection at such meetings.

ARTICLE IV--- CONGREGATIONAL SERVICES AND MEETINGS

A. Services

1. Worship --Services of Worship shall be held at stated hours each Sunday, unless temporarily suspended by the Senior Pastor and/or the Church Council President. The Senior Pastor may set any other special meeting or meetings for worship as needed.

2. The Sacraments —The sacraments of Baptism and Holy Communion shall be administered at such times as the Senior Pastor or the Supply Pastor in his/her absence shall determine. If feasible, Communion should be administered on the first Sunday of each month.

B. Business

1. Annual Congregational Meeting

The Annual Congregational Meeting shall be held on the third or fourth Sunday in January of each year, on the specific date and time and place to be determined by the Church Council, for the following purposes:

- a. Approval of a budget for the current calendar year
- b. Election of the Council President, the Vice-President, the members of the Board of Trustees, the Board of Deacons, Parish Life, Christian Outreach, Christian Education, Investment Committee, At-Large Members of the Church Council and the Women's Organizations' Representative as needed and concurrent with other by-law provisions.
- c. Presentation of the annual reports of the Boards and Committees.
- d. Report on their past year's activities and anticipated plans for the current year by the Clergy and Staff.
- e. Any other business which the Church Council has put on the agenda or which the Council President, together with the Pastor, agrees should be brought before the body.

f. The Church Council President and Vice President, Board and At-Large members shall serve three-year terms, while members of the Investment Committee shall serve one-year terms and be elected on an annual basis. Each year of service will be marked from the date and time of election at the annual meeting to the date and time of elections at the annual meeting the following year. Once a three-year term expires, the outgoing member may not be re-elected to the same board for a period of one year with the exception of the members of the Investment Committee which have no re-appointment limitations. Should a vacancy occur on a board mid-term, the board, or in absence of board action, the Church Council shall appoint a replacement member. The replacement member shall serve until the next annual Congregational Meeting, at which time he/she may be nominated for election by the congregation to a three-year term. No person shall serve as a voting member or chair of more than one board at the same time. The fiscal year of the Church shall be the calendar year.

2. Mid-Year Meeting

In June a mid-year Congregational Meeting will be held to review the work of boards and committees and to transact general business. This meeting will seek to set goals for the congregation to be implemented through the budget and election processes focused on at the Annual Congregational Meeting held in January.

3. Special Meetings

Special meetings of the Congregation for any purpose may be called by the Church Council or by written petition by 50 members to the Council President. The call shall include the authority for the call and the nature of the business to be transacted. The business at any special meeting shall be limited to that specified in the call.

C. Notice of Meetings

Notice of the date, time and place of all Congregational Meetings shall comply with all applicable New Jersey State law and shall be printed in the Church bulletin, emailed to members who have provided email addresses and/or use regular mail to members seven

days in advance of the meeting. The meeting will also be announced from the pulpit, posted on the church entrance and appear in the Church Bulletin for 2 consecutive Sundays prior to the meeting.

D. Meeting Procedures

1. The Church Council President shall be the presiding officer at all meetings of the congregation, assisted by the Vice President. In the absence of the Council President, the Vice President shall preside. A quorum for the transaction of business at a duly called meeting shall be at least 50 persons, and/or 25% of the voting members, whichever is less. All members, except Inactive Members, of the Church shall be entitled to vote in Congregational Meetings and elections. All voting must be done in person; no proxy votes shall be allowed.
2. Nominations for any elected office may be made from the floor by individual members, by the Nominating Committee, or nominated by the women's groups in the case of the Women's Organizations Representative, providing the nominee is present and consents to serve. All nominations must be seconded. Decisions will be made by a majority vote of the members present and voting.
3. In matters of discipline, calling or dismissing an Ordained or Licensed Minister, a two-thirds vote of the membership attending a duly called Congregational Meeting is required.
4. The proceedings of all Congregational Meetings will be accurately kept by the Congregational Secretary and will be conducted in accordance with *Robert's Rules of Order*.
5. All Officers and Boards will start their new terms upon adjournment of the Annual Congregational Meeting.
6. Except as otherwise provided, each Board shall elect a chairperson, assistant chairperson and board secretary annually from among its members at the beginning of each term.
7. The Secretary of the Church Council shall be the Congregational Secretary.

8. Each Board shall meet on a monthly or on an as needed basis.
9. Each Board shall establish its own operating procedures. Voting on issues by phone, by mail, or by e-mail is permissible, if agreed upon by the respective Board.
10. Trustees shall establish written policies and procedures for the collection, deposit, disbursement and investment of church funds, as well as any funds collected in the name of the church, to be carried out by the Financial Administrator, Treasurer and Investment Committee. Trustees will also establish and adhere to policies and procedures for the collection and deposit of church funds, as well as establishing and adhering to guidelines for raising funds. All policies and procedures will be communicated in writing to all church boards on an annual basis. Trustees are also required to prepare a statement of operating profit and loss on a quarterly basis and submit same to the Church Council.

ARTICLE V--- STAFF

A. Church Staff

1. The Staff of the Church shall include the Pastoral Staff and the Professional Staff (as designated by the Church Council) as described below, and may include both paid and unpaid individuals working in those positions. All members of the Staff shall be considered employees of the Church.
2. All Staff members shall be hired by the Church in accordance with the procedures set forth herein, and shall be considered at will employees (and subject to the termination procedures set forth herein and/or in the Personnel Manual). Each Staff member shall, upon accepting employment, sign a covenant or other undertaking which shall include their job description and an agreement to abide by the personnel policies of the Church as set forth in the Personnel Manual, or as may be enacted from time to time by the Church Council. The Staff members may, as a requirement for continued employment, be asked by the Church Council to sign new agreements or undertakings each year.

3. The Senior Pastor is responsible for the daily supervision of staff. The Senior Pastor will work cooperatively to carry out the priorities, goals and overall direction for staff as determined by the Boards and the Church Council. As such, the Personnel Committee is designated to design and implement the annual evaluation process for staff.

4. In accordance with the procedures set forth in the Personnel Manual, the performance of all staff members shall be reviewed at least annually by the Church Council, taking into account input of the Senior Pastor and other Boards as appropriate. Annual evaluations must occur prior to the start of the Church Year in September.

5. Staff members may not sit on or hold a position on the Church Council or any Church Board, committee, sub-committee or Group. Staff members may be called upon and/or volunteer to assist in board or group or committee activities as a resource or for assistance with specific tasks. Staff family members who are members of the Council, or any Board or Group will be excused from a vote that directly relates to the responsibilities or compensation of said staff person.

B. The Pastoral Staff

a. The Pastoral Staff shall include the Senior Pastor and any Associate Pastors and other staff Pastors and Ministers as employed by the Church. Job descriptions for all Pastoral Staff positions shall be maintained by the Church. All Pastoral Staff reports to the Senior Pastor, or in the absence of a Senior Pastor, to the Church Council.

b. **Senior Pastor and Associate Pastor**

1. The Senior Pastor shall be in charge of the spiritual welfare and administrative affairs of the church. He/she shall be in full standing in the New Jersey Association of the Central Atlantic Conference of the United Church of Christ and

shall serve with professional freedom as a spiritual leader of the Congregation.

He/she supervises the staff on a daily basis and shall be a non-voting, *ex-officio* member of all boards and committees. The Senior Pastor is directly responsible to the Church Council and may attend all Council meetings. When Council is not in session, the Senior Pastor shall report to the Council President.

2. The Associate Pastor is one who is in full standing in the New Jersey Association of the Central Atlantic Conference of the United Church of Christ and serves with professional freedom to supplement and complement the spiritual leadership of the Senior Pastor.
3. The Senior Pastor and Associate Pastor are each called by a two-thirds vote of those present at a special Congregational Meeting at which the quorum is met.
4. Employment relations with the Senior Pastor and/or the Associate Pastor may be dissolved either by a two-thirds vote of the membership present at a duly-called Special Meeting called for that purpose, or by the Senior or Associate Pastor by written notice to the Church through the Church Council of such intentions, sixty days in advance. If the dissolution or resignation is called for by the membership, it can take effect at any time at the direction of the Church Council, providing a sixty-day contractual financial commitment of the Church to the Senior or Associate Pastor is honored.
5. As indicated above, the Senior and Associate Pastor shall remain in full standing with the New Jersey Association of the Central Atlantic Conference of the UCC. Should the Senior and/or Associate Pastor be denied, or lose standing with the New Jersey Association of the Central Atlantic Conference of the UCC, the Church will no longer be obligated to the contract between said Minister and the Church. No monetary commitment will continue after loss of standing with the Association.
6. When a vacancy in the office of a Senior or Associate Pastor occurs (provided the members desire and vote on the need for an Associate Pastor), the Church Council will appoint a Pastoral Search Committee of no less than five nor more than nine members who, after seeking the advice of the Central Atlantic Conference of the United Church of Christ, shall engage in a search process. The

search process shall include preparing a Church profile, reviewing profiles of potential candidates, conducting interviews, prayer and discernment, and ultimately making a recommendation to nominate a successor. The Church Council will call a special meeting of the members, and the election of a Pastor shall be by two-thirds vote of the voting members present at said meeting.

c. **Pastor Emeritus**

Pastor Emeritus/ae is an honorary title conferred by the Congregation to a retired pastor of the church. Having no pastoral or staff responsibilities, he or she may be invited by the Senior Pastor to assist the Senior Pastor as they find mutually appropriate. In the absence of a Senior Pastor, the Church Council, may invite the Pastor Emeritus/ae to provide service to the church, depending on availability and circumstances.

C. **Professional Staff**

The Professional Staff shall include all other staff, as designated by the Church Council. Such staff may include, but is not limited to, Interim Pastors, Commissioned Ministers, Directors of Christian Education, Choir Directors, Bell Choir Directors, Organist, Pianist, Sexton, Youth Directors, Financial Administrator, and Church Office Secretary. They shall be employed as needed to carry out the activities of the Church in the manner provided by the Constitution and By-Laws. Staff positions may be added, deleted or modified as needed by the Church Council. All Professional Staff members, whether or not paid, shall be employed by the authority of the Church Council and work under the direction of the Senior Pastor, and will be evaluated annually by the Church Council, in consultation with the Senior Pastor, as set forth in the Personnel Manual. They may be terminated by the Church Council in consultation with the Senior Pastor.

Professional Staff Vacancies: The Church Council, guided by the Senior Pastor and the relevant board(s), is responsible to fill staff vacancies, create, or make changes in staffing

with the guidance of the Personnel Committee and the financial endorsement of the Trustees.

D. Volunteers

In addition to the above, it is recognized that the Church will also utilize volunteers from time to time to perform specific tasks on a one time or recurring basis. Such persons may be asked to sign a volunteer undertaking with the Church and will be subject to the volunteer sections of the Personnel Manual.

ARTICLE VI --- CHURCH OFFICERS AND BOARD MEMBERSHIP

A. Officers

The Officers of the Church shall be the Church Council President, Church Council Vice-President, President of the Trustees and the Treasurer. All Board members, the Church Council President and Vice President shall be elected by the congregation at the Annual Congregational Meeting, shall serve three-year terms and shall not be eligible for re-election to their position for one year thereafter.

The Trustee President and the Treasurer shall be elected on an annual basis by the trustees from among the Trustees elected at the Annual Congregational Meeting.

The Investment Committee Chair shall be appointed by the investment committee from among those elected to serve on the Investment Committee.

Staff members may not serve as members of boards, committees, or on the Investment Committee.

Vacancies on boards that occur after the annual meeting may be filled by a majority vote of that board or committee and affirmed by the Church Council.

Unless permission to do so is not granted, the names and contact information for all church officers, council members, as well as the members and chairs of all boards shall be posted on the church web site and posted in a prominent public location near the church offices.

B. Officer Responsibilities

1. Church Council President

The Church Council President is the principal officer of the Church and presides at all meetings of the Congregation and the Church Council. He or she shall have qualified as an active lay leader and may serve one three-year term. The Church Council President is the official spokesperson for the congregation on matters of Church policy and presides over the Council as specified in the Constitution and By-Laws. The major responsibilities of the Church Council President include, but are not limited to:

- a. Implementing policies established by the Council
- b. Co-signing all employment contracts, with the President of the Trustees, on behalf of the Church
- c. Ensuring that all Boards and Committees execute their responsibilities;
- d. Serving as a non-voting, ex-officio member of all Boards and Committees of the Church.
- e. Subject to approval of the Church Council, appointing members to standing committees and special committees.
- f. Executing Church business, subject to the policies and direction of the Church Council, during any period when the Church Council is not in session.

2. Church Council Vice-President

The Church Council Vice-President serves as the secondary principal officer of the Church. He or she is fully empowered to act in lieu of the President as needed or as assigned by the Church Council to insure fulfillment of all presidential responsibilities.

3. Trustee President

It is the responsibility of the Trustee President to organize and oversee the four sub-committees of the Trustees, which include Investment, Finance, Fund Raising and Facilities and to act as trustee liaison to the Investment Committee. (investment Guidelines appear in Appendix A)

- a. The Trustee President shall oversee the Treasurer in his/her duties.
- b. The Trustee President shall sign all contracts for employment, services and legal issues in conjunction with the Council President.
- c. The Trustee President shall represent the Trustees on Church Council.

4. Treasurer

- a. It is the responsibility of the Treasurer to have current and complete records regarding the financial condition of the Church, a principal vehicle being the monthly financial statement, and to recommend to the Trustees action required to maintain a sound financial condition.
- b. Other duties include, but are not limited to, depositing all monies received by the Church and insuring the payment of all bills, as directed by the Trustees.
- c. At the Annual Congregational Meeting, the Treasurer, unless otherwise requested, shall prepare for presentation in conjunction with the Trustee President a detailed accounting showing the financial status of the Church. These reports shall be made part of the official records of said meetings. The Trustees are also responsible to insure the accuracy of the books and records and may engage an outside firm to conduct an audit of the books and records at least every three years.

ARTICLE VII --- GOVERNANCE

The government of this Church is vested in its members, who exercise the right of control over all its affairs, as provided in this Constitution and By-Laws, subject to the laws of the State of New Jersey relating to non-profit corporations. A Church Council shall be established which will oversee the affairs of the Church. All members, except Inactive Members, staff and those excluded in other sections shall have the right to hold elective office and serve on all elective boards and groups.

Active Membership on Boards and Committees

It is expected that members of Boards and Committees contribute their time appropriately to the task at hand. They must regularly attend meetings and actively participate in fulfilling the responsibilities of their respective Board or Committee. In the event that a member does not or

cannot attend three consecutive meetings or has missed a total of four meetings and/or by determination of the board or council has consistently not contributed to the work of the board, he/she may be determined by the Board and/or Council to be inactive and a vacancy declared.

A. Church Council

1. Organization

- a. Voting Members of the Council include the President, Vice-President, Trustee President, Members At-Large, representatives from the Deacons, Christian Education, Outreach, Parish Life and Women's Auxiliary Groups Representative. In order for the Women's Auxiliary Groups representative to be seated and serve, there must be a total of at least 50 active members across all women's auxiliary groups. With the exception of the Women's Auxiliary Group Representative, the Chair or duly appointed representative of each group shall act on the group's behalf at Council meetings
- b. The Senior Pastor and other clergy on staff may attend Council meetings in a non-voting capacity. The Senior Pastor shall report to the Council at each of their meetings.
- c. A quorum of the Church Council shall be a majority of the voting members. No individual may represent more than one organization on the Church Council. The Church Council shall meet on a monthly basis. Notice of such meetings shall be printed in the Church bulletin.
- d. Special meetings of the Church Council may be called for specific purposes by the Church Council President, the Council itself, the Senior Pastor and/or by petition of 15 members of the congregation.
- e. Members of the Church are welcomed and encouraged to bring their concerns or suggestions to the Church Council. Time shall be allotted at each Council meeting for Church members to address the Church Council.

2. Responsibilities

- a. It shall be the responsibility of the Church Council to visualize the entire task of the Church; to inform and advise the Officers, Boards, Groups, Committees and staff

of the general direction and relative significance of the various programs of the Church; and to cooperate with all concerned to ensure the implementation of the total Church program and its ministries.

- b. It shall be the particular responsibility of the Council, acting for the congregation to:
 - i. Review the plans and actions of all Boards, Groups, Committees and Staff to assure continuity, coordination and cooperation between them to insure that they are meeting their assigned responsibilities. Annually appoint a Nominating Committee that will present, at the Annual Congregational Meeting, a list of nominations for the ensuing year.
 - ii. Annually appoint a Personnel Committee that will advise the Council on personnel matters including the design and implementation of the annual evaluation process for all church employees.
 - iii. Fill vacancies and/or replace inactive members on Boards and Committees if the Board or Committee is unable to do so. .
 - iv. Approve the appointment of ad hoc committees with appropriate authority when the need occurs. Review and recommend to the Congregation the Annual Budget prepared by the Board of Trustees
 - v. Approve any personnel actions, other than for Senior or Associate Pastor, including hiring or termination of church staff with the input of the Senior Pastor and the relevant Boards.
 - vi. Recommend, in conjunction with appropriate Boards and the Senior Pastor, annual salary increases and/or compensation adjustments, based upon annual performance reviews prepared by the Personnel Committee. Council's recommendations will then be forwarded to the Board of Trustees for budget development and concurrence. As part of this process, Council will conduct a review of current job descriptions and responsibilities for each staff position.

B. The Board of Deacons

The Deacons shall consist of between five and seven members, a quorum being a majority of board membership. The Deacons should consist of those members who have a strong faith, and the spirituality to understand the responsibilities required to oversee this area of Church service. Deacons serve as assistants in preparing the worship service. This includes the offerings, ushering, sacraments and preparing for special events.

The Deacons shall also, in conjunction with the Board of Outreach, be responsible for the recruitment and encouragement of new members into the life of the church, as well as the re-instatement of former members who wish to be reinstated. With the Senior and/or Associate Pastor, they shall encourage the care and support of the Members and Inactive Members and shall assist the Senior Pastor in the visitation of members.

C. Board of Trustees

The Board of Trustees shall consist of nine members of the Church who shall be elected to a three-year term. No member can serve more than three consecutive years. After one year of not serving, a person shall be eligible to serve again. Trustees must have quorum of five members in order to meet and authorize expenditures. Trustees may not operate as a board with less than seven active members.

Overall, Trustees are responsible for the fiscal management of the Church. They shall review all potential contracts and/or agreements to ensure that they are financially sound.

Trustees shall manage all funds of the Church, including oversight of the endowment and investment funds as well as any related disbursement decisions. The Trustees shall be responsible for the maintenance of the buildings and grounds of the Church, its physical assets and the equipment and supplies necessary to operate the Church. No improvements or modifications to Church property may be done without the approval of the Trustees.

Trustees shall have no power to buy, sell,, mortgage, lease, or transfer any real property of the church without congregational approval at a special meeting or at the annual meeting.

The Trustees, in conjunction with the Senior Pastor and through the Treasurer, shall oversee the work of the Financial Administrator. The Trustees will submit a budget for review and approval by the Church Council. The budget shall then be submitted to the congregation for its approval at the Annual Congregational Meeting.

The Trustees shall be organized to cover four functional areas. They may create committees and sub-committees, with additional members, for specific purposes:

1. Finance, which includes oversight of all church accounts, deposits, expenditures, rentals and insurance. Finance may involve consultants from the church membership on matters relating to rentals and insurance. Finance will report the status of church accounts at each of the monthly Trustee Meetings.
2. Fund-Raising, which shall be responsible for the annual Stewardship Campaign, Capital campaigns, coordination of fundraising by boards and committees. Fund-raising may elect to appoint a committee to organize a major fund-raising event for the church each year.
3. Facilities, which oversees all church property and structures.
4. Investments, which oversees the church's investment portfolios as described in Appendix A

D. Board of Christian Education

The Board of Christian Education shall consist of five to seven members of the Church who shall be elected to a three-year term. A quorum shall constitute a majority of members. No

member shall serve more than three consecutive years. After one year of not serving, a person shall be eligible to serve again.

The Board of Christian Education shall be responsible for the staff, program and curriculum of the Sunday school, from nursery care through youth, senior youth and adult education. The Board is responsible for the recruiting and training of qualified teachers, as well as reviewing and monitoring the curriculum.

The Board, in conjunction with the Senior Pastor, is responsible for the curriculum, staffing and development of the confirmation program.

Working in conjunction with the Youth Minister or Director, the Board shall also be responsible for the programs of the Church's Youth fellowships, including retreats, service projects and special youth services.

E. Board of Christian Outreach

The Board of Christian Outreach shall consist of five to seven members of the Church who shall be elected to a three-year term. A quorum shall constitute a majority of members. After one year of not serving, a person shall be eligible to serve again.

The Board of Christian Outreach shall be responsible for the mission and outreach of the Church within and beyond the local Church community. They shall be responsible for the staffing and organization of the Outreach programs.

The Board shall help the Congregation to reach out in compassion and concern to all in need.

The Board shall also be responsible for the sub-committee that handles publicity and efforts to attract new members in the community.

F. Board of Parish Life

The Board of Parish Life shall be composed of five to seven members who shall be elected to a three-year term. A quorum shall constitute a majority of members. No member shall serve more than three consecutive years. After one year of not serving, a person shall be eligible to serve again.

The board shall also be responsible for the planning and implementing of programs designed to increase a spirit of fellowship for all persons of the church and of fellowship groups within the church. This shall include the planning, preparation and production of events such as the Rally Day Picnic, Sunday School Appreciation Day and similar events that celebrate the life of the church.

G. Special Committees

1. **The Worship Committee:** The role of the Worship Committee is to plan, under the guidance of the Senior Pastor, all worship experiences. The Senior Pastor has authority and responsibility for the worship experiences of the church and has "freedom of the pulpit" in matters of style and theology. Therefore, the Worship Committee shall meet under the direction of the Senior Pastor and the Senior Pastor is given the discretion to call upon members and staff as needed to serve on the Worship Committee.
2. **The Parish/Pastoral Relations Committee.** The purpose of the Parish/Pastoral Relations Committee is to serve as Ombudsman or neutral objective body between the Pastor and the Congregation. The Committee shall consist of the Senior Pastor and the Church Council President, both non-voting, ex-officio members, and four laypersons who shall be appointed annually by the Church Council following the Annual Meeting of the Congregation. The Church Council President shall recommend two appointees, for the Council's consideration, and the Senior Pastor shall recommend two. The Council may confirm or reject any of the recommendations as can the Senior Pastor.

- a) No member shall serve for more than three consecutive years. After one year not serving, a person shall be eligible to serve again.
 - b) The Committee shall meet at least quarterly. Special meetings may be called by one or more Committee members. The Committee shall select, from among itself, a temporary chairperson to facilitate the meeting process. No formal minutes of meetings will be kept or reports given to any Church member except by majority vote of the Committee.
 - c) The Committee shall be responsible to the Congregation. However, the Committee may make recommendations to the Church Council when they believe such to be appropriate. If a vacancy occurs on the Committee, an appointment to fill the vacancy shall be made promptly by the Church Council, following consultation with the Senior Pastor and the Church Council President.
- 3) **The Personnel Committee** The role of the Personnel Committee shall be to develop and maintain the Community Church Personnel Manual, to be annually reviewed and approved by the Church Council. Each year, the Personnel committee will objectively oversee (design and implement) the annual evaluation of church staff and to consult with the Church Council on all matters relating to staff contracts, employment and staff conduct, roles and responsibilities. The Personnel Committee shall annually review and update all position descriptions of staff for annual review and approval by the Church Council. The Personnel Committee shall consist of three members appointed by the Church Council to serve a one year term. There shall be no restriction on the length of service.
- 4) **The Publicity Committee** The role of the Publicity Committee shall be to develop and implement programs within the community to attract new members. The committee shall report to the Outreach Board.
- 5) **Auxiliary Groups and Committees** All groups and committees supplementing the program of the Church and whose programs and activities are recognized by the Church Council shall be known as Auxiliary Groups or Committees; these include long-established groups organized for the purpose of fellowship and fund-raising for specific

purposes, or committees organized for a specific activity. Auxiliary Groups and Committees must operate within fund-raising and financial guidelines for the handling of funds established by the Board of Trustees. The Chairpersons of such organizations shall be members of the Church.

ARTICLE VII --- DISSOLUTION

The Church and its property shall forever be devoted to religious purposes. No officer, member, or employee thereof shall receive any pecuniary profit from the Church except as reasonable compensation for services in effecting one or more of its purposes. In the event of the dissolution of the Church, its property shall become vested in, and its function as trustee, if any, administered by, the Central Atlantic Conference of the United Church of Christ or its successor. In the event this is impossible then by such church or other organization which is organized and operated exclusively for religious or charitable purposes, which the membership of the Church shall designate at a meeting called for dissolution. In the absence of such designation, the Superior Court of the County of Morris shall determine the means and structure of dissolution.

ARTICLE VIII --- AMENDMENTS to BY- LAWS

Proposed amendments to these By-Laws shall be submitted, in writing, to the Congregation following approval by two-thirds of the members of the Council. Such proposed amendments may be adopted by a two-thirds vote of the voting members present at a duly-called special meeting of the Congregation, provided there is a quorum. A notice specifying the time and place for such a meeting and the substance of the proposed amendment(s) shall be printed in the church bulletin and newsletter at least two weeks immediately preceding the meeting. The amended By-Laws shall become effective upon approval by the Church membership or at such time as designated by the membership.

APPENDIX A: INVESTMENT GUIDELINES

INVESTMENT COMMITTEE

A. Purpose:

To establish an Investment Committee as a subcommittee of the Board of Trustees to manage and supervise the Church Investment Portfolios which are separate and distinct from the Church Banking Accounts.

B. Membership:

Members of the Investment Committee shall be nominated by the Trustees and elected annually by the Congregation. There shall be no time limit on length of service by members. The number of members may range between three and seven including the Church Treasurer, with a quorum of three. It is preferable that members have direct investment management experience or a background dealing with financial matters. The Committee normally shall meet quarterly.

C. Powers:

The Investment Committee shall have the power to hire and discharge investment managers, brokerage and custodial agents, and accountants and, where necessary, seek the approval of the Trustees for appropriate compensation. The Investment Manager may be a member of the Investment Committee or an outside party. The Treasurer shall not be either Investment Manager or Chairman, for the purpose of keeping control of the Church Investment Portfolios separate from control of the Church Banking Accounts.

Asset Allocation and Investment Objectives for the various portfolios shall be established by the Investment Committee in conjunction with the Investment Manager, and may change from time to time, depending upon market and economic conditions, and the Church's financial position. Within the investment guidelines, the Investment Manager shall have discretion to make portfolio changes without prior approval.

The Trustees, through the President or Treasurer, have ultimate responsibility for authorizing disbursements from the Church Investment Portfolios in consultation with the Chairman of the Investment Committee.

The Investment Manager shall have the following powers:

- a. Enter trades directly on the internet or through written, electronic or voice communications.
- b. Transfer funds between the various Church Investment Portfolios on the instructions of the Chairman of the Investment Committee.
- c. Transfer funds electronically from the Church Investment Portfolios only to the Church Banking Accounts on instructions from the Chairman of the Investment Committee.

D. Prohibited Activities:

- a. Writing checks directly on any of the portfolios or directing checks or payments to third parties even though the custodian may offer such services.
- b. Operating any portfolio on margin even through the custodian may offer such services.

E. The Church Investment Portfolios:

At present, the Church Investment Portfolios are: Investment Fund, Memorial Endowment Fund, Music Fund, Capital Fund and Memorial Garden Fund. Over time, new portfolios may be created, or existing ones merged or terminated.

- I. **Investment Fund** (Unrestricted for Withdrawal Amounts). The Investment Fund may be used for any purpose approved by the Trustees.
- II. **Memorial Endowment Fund** (Partially Restricted for Withdrawal Amounts). The Memorial Endowment Fund was established in 1983 for the purpose of creating an inflation adjusted long term capital base for the Church. The minimum investment objective is to conserve amounts contributed after adjusting for inflation (inflation adjusted capital base). To the extent the investment returns, consisting of both income and appreciation, exceed the inflation adjusted capital base, funds may be withdrawn by the Trustees. Withdrawals

from the Memorial Endowment Fund historically have been used to support the physical capital of the Church.

III. **Music Fund** (Partially Restricted for Withdrawal Amounts). The Music Fund was established in 1983 with a \$10,000 bequest from Grace Valentine from which only the income may be withdrawn. Other contributions may be withdrawn for the music program of the Church.

IV. **Capital Fund**. (Unrestricted for Withdrawal Amounts). This portfolio more accurately might be called the Project Fund which is used to temporarily hold and disburse contributions made for specific projects or purposes.

V. **Memorial Garden Fund** (Restricted for Withdrawals). This Fund holds prepayments made for interment in the Memorial Garden.

F. Reporting:

I. The **Chairman** of the Investment Committee or the Investment Manager shall report on the Church Portfolios to the Congregation annually and shall be available quarterly to meet with the Trustees.

II. The **Treasurer** shall examine the monthly portfolio statements which are available in the Church Office and report to the Trustees as appropriate.

III. The **Chairman** of the Investment Committee shall inform the President of the Trustees and Treasurer of any meaningful inflows or withdrawals from the portfolios.

IV. The **President of the Trustees** or Treasurer shall consult with the Chairman of the Investment Committee in advance on any significant contemplated withdrawals from the Portfolios.

G. Additional Considerations:

Members of the Investment Committee shall not be liable for any losses which may be incurred upon the investments in the Church Investment Portfolios except to the extent such losses shall

have been caused by gross negligence. No Member shall be personally liable as long as he or she acts with ordinary prudence. Each Member shall be liable only for his or her own willful misconduct or omissions and shall not be liable for the acts of any other Member.

No Member shall engage in any act of self dealing with the Church Investment Portfolios. Members shall refrain from any conduct in which his or her personal interests would conflict with the interests of the Church Investment Portfolios.